

Ballast Nedam

Annual report 2025



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Chapter 1

CEO message



CEO message

Driving change, together

Looking back on 2025, it is clear that the foundation we have built in recent years is enabling us to accelerate. Our results reflect the dedication and strength of our people and partners. Together we have delivered solid financial performance, made meaningful progress on sustainability, and advanced projects through which we drive change for a sustainable living environment.

Our operating environment continues to change quickly. Energy systems are transforming, housing and mobility needs keep evolving, infrastructure demands renewal, and climate change is introducing new challenges. Our role is to support and drive the transitions our clients are navigating. Whether the modular housing project Waldorp Four in The Hague or the immersed tunnel project in Iraq, we stand beside them, offering solutions even when the challenges are substantial.

Ballast Nedam is rooted in 149 years of expertise and history, built on Dutch roots and strengthened by an international perspective. Combined with a focused market approach and selective project acquisitions, this allows us to apply our specialised knowledge where it creates the greatest value. Above all, our people and partners are the driving force that brings everything together. These three pillars on which our strategy is developed position us for sustainable growth, for the past year and for many more to come.

Our people make the difference

Our people are the decisive factor in making our strategy a success. I am proud of our teams, who go above and beyond every day to meet client expectations and deliver quality. The knowledge, experience and mindset of our colleagues set us apart in a competitive industry. Attracting and retaining talent is our biggest priority. That is why we continuously invest in our people. In 2025, we launched our learning platform Grow to support personal and professional development. We also measured our Employee Net Promotor Score, providing insights that help us take focused steps towards an even better working environment.

By combining corporate initiatives with giving our people autonomy and support on our challenging projects both in the Netherlands and abroad, we proactively create a learning environment and opportunities for growth. Our people make the difference - and nothing is more important than ensuring they return home safely to their loved ones each day. We continued, and will continue, our Take Care programme to keep safety at the centre of how we work.

Our safety performance, including our Incident Frequency and Total Recordable Incident Frequency Rate, will be reported in full in this Annual Report, alongside the initiatives and actions that support our safety culture.

Our strategy gives us direction

Our strategy is grounded in three pillars: we are a company driven by

people, we build on strong Dutch roots, and apply our skills and expertise where they matter the most – underpinned by our people and partners.

With our platform approach based on building construction, infrastructure, industry and energy as well as international projects we create synergies across Ballast Nedam while ensuring we stay closely aligned with local contexts and needs. We want to create value through organic growth and/or by acquisitions. We constantly evaluate ongoing businesses as well as possible acquisition opportunities with this lens.

We continue to focus on repeatable processes in our project selection. We are also embracing integrated end-to-end solutions for our clients through design and construct projects as long as we have a clear process of design development and the risk allocation phase before we start construction. We see that when we are involved in the earlier stages of the project we can contribute more of our knowledge and experience and create more value to our customers.

While the Netherlands is our home market, we continue to develop our international capabilities where we can create value by our Dutch engineering and financial solutions such as in the Caribbean, East and West Africa. The international projects group of Rönnesans Holding has been successfully integrated in the past years, strengthening the existing international character of our company with additional knowledge, capacity, and regional connections.

Our commitment for building a sustainable living environment

In the Netherlands, demand for housing, infrastructure and climate adaptation remains high across the country for a liveable and competitive landscape. The housing shortage demands new, efficient ways of building. A future-proof living environment also requires infrastructure prepared for extreme weather, rising sea levels, new energy systems and changing traffic patterns. We work at the heart of these transitions.

In 2025, we continued to deliver sustainable and circular solutions - from modular building systems and timber construction to the transformation and expansion of existing buildings. In industrial transitions, we also expanded our capabilities in hydrogen and CO₂ capture, reinforcing our ability to support industrial clients as they decarbonise. In this Annual Report, we set out our sustainability progress, including scope 1, 2 and 3 CO₂ emissions, and how our work contributes value to clients and society.

Financial and operational discipline

We believe financial performance is the validation of hard work of our people, our strategy, our commitment to a sustainable living environment and relentless search for value creation. We delivered a solid financial performance in 2025. Revenue increased by 33% to € 1,638 million (2024: €1,232 million). The EBITDA amounted to €104.6 million (2024: €91.5 million). Our order book is strong and amounts to € 3,713 million (2024: €2,953 million). We also report on our balance sheet and cash position, including a solvency ratio of 30.7% and working capital ratio of 1.4.

Beyond the numbers, our focus remains clear: to combine reliable execution with a focused market approach and selective project

acquisitions, so we can deliver strong outcomes for clients and create sustainable value over time.

Looking ahead

While governments have ambitious goals for meeting housing needs, decarbonisation and climate resilience, it is crucial for our sector to establish clear and consistent policy frameworks and a level playing field. While we do our best to continue developing projects we expect governments to take necessary steps to solve the bottlenecks in order to improve permitting for construction projects. Addressing grid congestion is also essential so projects can be delivered and we can speed up transition to electric construction equipment. We look to the future with confidence and optimism. With over 5,000 dedicated professionals worldwide, we are ready to create lasting value for our clients and society.

Eric van Zuthem

CEO, Ballast Nedam



Atilla Kemal Sağlam
CEO, Ballast Nedam
(from August 2020
to February 2026)

Thank you

I look back with appreciation on what we achieved together in 2025 and the years before. With Eric van Zuthem taking over my role as CEO from February 2026, Ballast Nedam is in excellent hands. We have defined the values that guide the way we work together: acting with integrity, being driven, and staying solution oriented. My thanks go to all colleagues across Ballast Nedam, and to our customers, partners and subcontractors for the trust and collaboration that underpin our work.

Chapter 2

History, purpose, vision and strategy



History, purpose, vision and strategy

2.1 We are Ballast Nedam

At Ballast Nedam, we leverage nearly one and a half centuries of construction excellence to shape tomorrow's world. Since our founding in 1877, we have remained true to our Dutch heritage while embracing a global vision that transcends borders.

As a member of the Rönescans Holding group, we are the leading Dutch international construction company, bringing together time-tested expertise with innovative approaches to create sustainable living and working environments, landmark land and marine infrastructures, and industrial solutions. Our strength lies not just in our technical capabilities, but in our people-first philosophy that places human connections at the heart of every project.

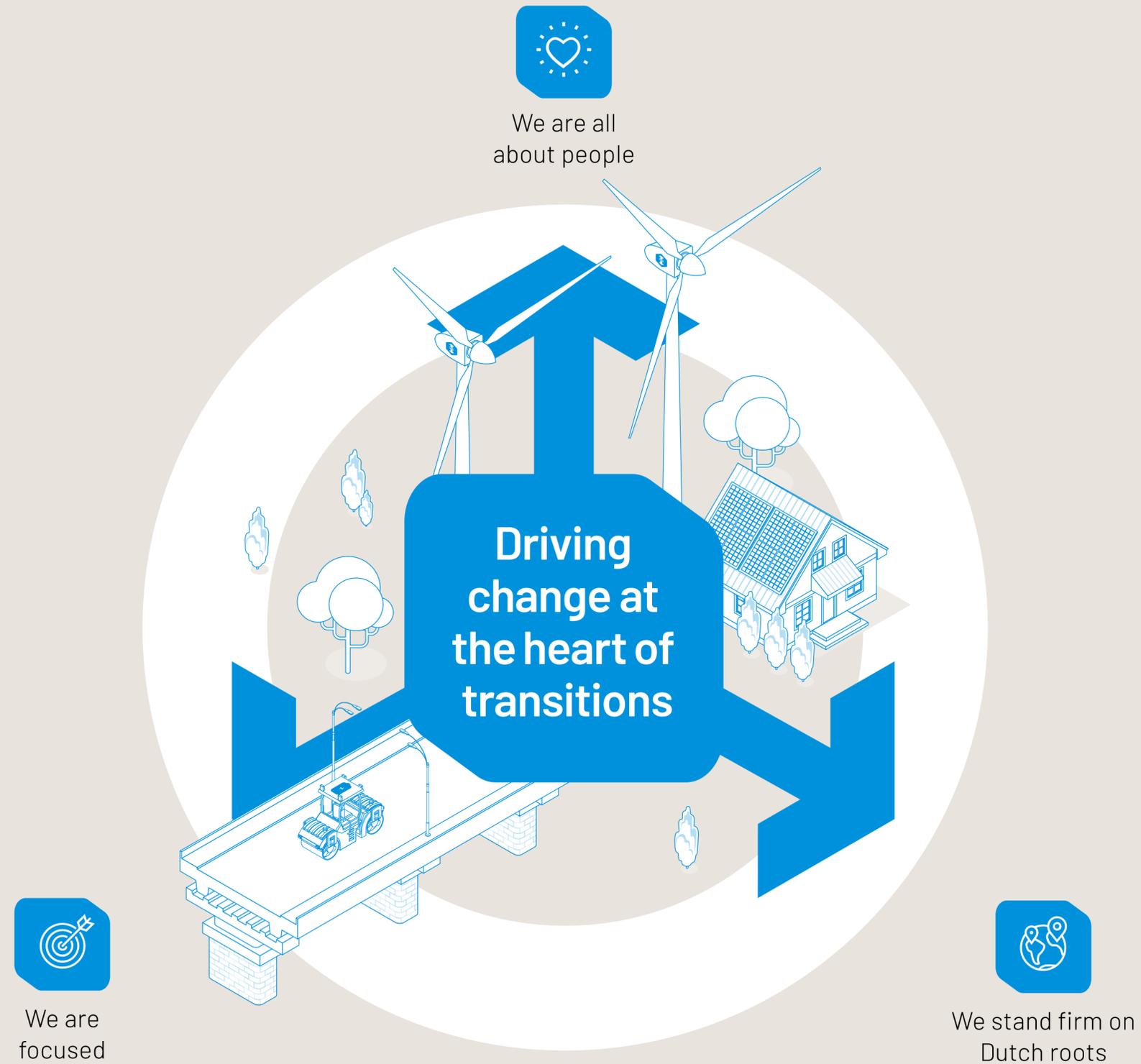
We operate through a dynamic platform structure that empowers our teams to serve their local markets with the agility and understanding of a local builder, while leveraging the resources and expertise of a global organisation. This unique approach allows our people to forge deep connections with clients while delivering world-class results.

Our dual strategy of adapting international best practices to Dutch projects while exporting our distinctive Dutch engineering process globally creates a powerful synergy. This exchange of knowledge and experience enriches both our local and international operations, driven by the dedication and expertise of our diverse workforce.

For almost 150 years, our pioneering spirit has propelled us forward, challenging conventions and pushing boundaries. Today, this legacy of innovation lives on through our people, whose entrepreneurial mindset and forward-thinking approach transforms challenges into opportunities. Together, we are not just building structures: we are creating sustainable futures while nurturing the talent and potential of every team member who contributes to our shared success.



2.2 Purpose, vision and strategy



Purpose

Building a sustainable living environment

At Ballast Nedam, we are driven by a commitment to sustainability and innovation. Our purpose is to empower our clients and partners to create a resilient and liveable world for today's and future generations. We achieve this through cutting-edge construction and development solutions. We believe in the power of collaboration within a connected network to achieve shared goals and build a sustainable future for all. Together, we build not just structures, but lasting legacies.

Vision

Driving change at the heart of transitions

We aim to be the premier partner for our clients and stakeholders, driving transformations in energy, water, urban development, mobility, and industries. By advancing cutting-edge technologies and innovative practices, we create sustainable solutions that positively impact our world. Our commitment is to inspire meaningful change and work together to build a better future.

Strategy

Enabling our clients to make change

Our strategy focuses on enabling our clients in making transitions happen in their field of work. Ballast Nedam is always looking for ways to accelerate these changes. Building on our long-standing history and robust position in the construction industry, our strategic direction will guide our efforts in the coming years.

Strategic pillars

Rooted in our purpose and vision, our strategy is built on three key pillars.



We are all about people

At Ballast Nedam, we build on a strong heritage of knowledge and experience, driven by our dedicated team. We take pride in our people, recognising them as our most valuable asset. With ownership and entrepreneurship embedded in our DNA, we get things done. In our ambition to be an employer of choice, Ballast Nedam invests in a safe, diverse, and inclusive working environment. Our 'Culture of Care' forms the solid cornerstone of our healthy organisation.

Whether with our co-workers, clients, or business partners, we believe that investing in solid collaboration drives change. To us, integrity, being driven and solution oriented, combined with modesty are key to building strong relationships and staying connected with our relevant stakeholders.



We stand firm on Dutch roots

Ballast Nedam is a Dutch construction company with strong local presence in the Netherlands. With the added value and financial stability of our strong global parent organisation, Rönensans Holding, we merge our Dutch roots with a worldwide perspective to operate internationally.

By combining our unique local capabilities and agility with the strength of a large construction company, we ensure that every project benefits from global knowledge and local understanding. This solid foundation provides us with continuous access to a robust workforce, enabling us to assemble expert teams for all projects in the Netherlands and around the globe, and allows us to support our customers by structuring tailored financial solutions.



We are focused

We believe that excellence begins with expertise. That is why we consciously choose our markets and apply our skills where they matter most, ensuring precision and quality in every project.

We continuously improve our processes and systems to benefit clients, partners, employees, and the environment. At the same time we enhance our risk assessments, addressing and mitigating potential negative impacts across all levels of our business activities - from financial processes and tender selection to our Corporate Social Responsibility (CSR) policy.

We balance efficiently carrying out our core activities with our responsibility to create a sustainable future. This journey requires many steps, and we are committed to progressing with the least possible negative impact and the best possible positive effect on our ESG perspective.

What we do



Infrastructure

- Road construction
- Bridges
- Immersed tunnels
- TBM & Rock tunnels
- Tunnel renovation
- Harbours, quay walls & jetties
- Airports
- Water & sea defence structures



Residential

- Residential housing
- Residential apartment buildings
- Modular residential building



Buildings

- Office and commercial buildings
- Hospitals & hospital investments
- Data & logistic centres
- Facility management



Industry & Energy

- Wind turbine foundations
- LNG
- Power plants
- Hydrogen
- Nuclear power
- Water treatment plants
- Prefabricated concrete



Value Creation Model

Building a sustainable living environment

Input

Human capital

Our dedicated team and strong relationships

Intellectual capital

149 years of knowledge and experience

Social capital

Rich Dutch heritage with a forward-thinking global vision

Natural capital

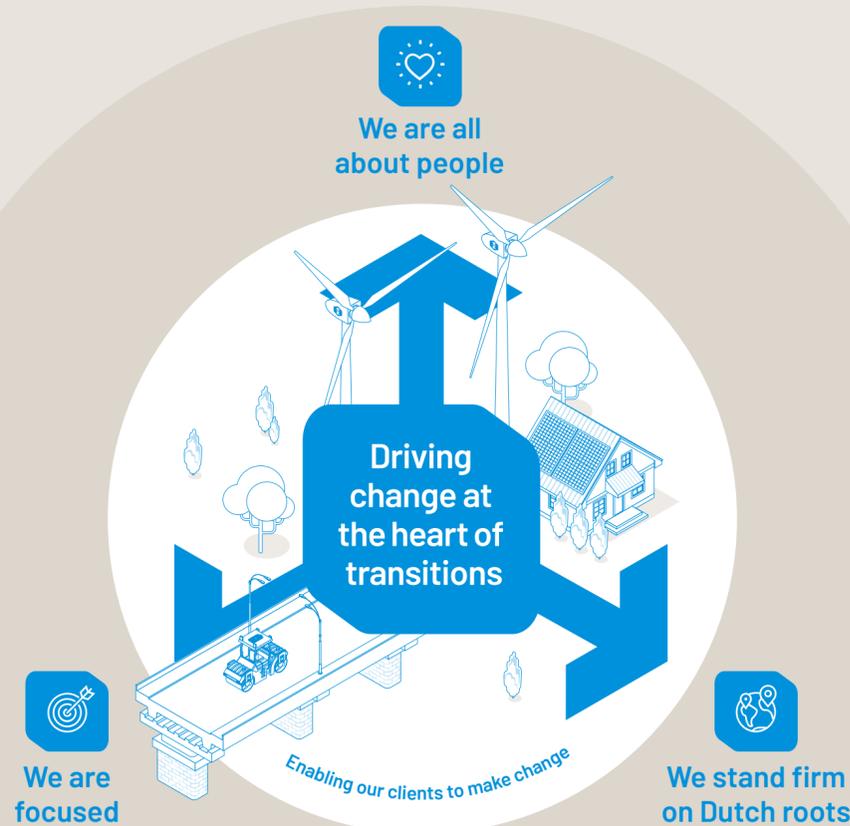
Energy, natural materials and resources

Manufactured capital

Buildings, (electric) construction site equipment

Financial capital

Capacity to fund projects ourselves



Integrity

We are trustworthy and act with care and accountability.

Driven

We take initiative and show ownership and diligence in everything we do.

Solution oriented

We do not tick the box, we aim to understand and solve the real challenges.

Output

Infrastructure

- Road construction
- Bridges
- Immersed tunnels
- TBM & Rock tunnels
- Tunnel renovation
- Harbours, quay walls & jetties
- Airports
- Water & sea defence structures

Residential

- Residential housing
- Residential apartment buildings
- Modular residential building

Buildings

- Office and commercial buildings
- Hospitals & hospital investments
- Data & logistic centres
- Facility management

Industry & Energy

- Wind turbine foundations
- LNG
- Power plants
- Hydrogen
- Nuclear power
- Water treatment plants
- Prefabricated concrete

Outcome



7 Affordable and clean energy
Developing sustainable energy infrastructure for accessible, affordable clean energy. Improving energy efficiency in projects to reduce carbon emissions.



8 Decent work and economic growth
Creating safe, inclusive workplaces that support fair labour practices and employability, enabling economic growth through the impact of our projects.



9 Industry, innovation and infrastructure
Building resilient, innovative infrastructure and applying smart construction methods that enhance quality, efficiency, and sustainable industry development.



11 Sustainable cities and communities
Delivering sustainable, resilient infrastructure and buildings that enhance liveability, and support safe, inclusive urban and community development.



12 Responsible consumption and production
Promoting circular construction by reducing waste, (re)using circular materials and applying resource-efficient methods that lower our environmental footprint.



13 Climate action
Reducing our greenhouse gas emissions while delivering sustainable, climate-adaptive projects that strengthen resilience and support long-term climate mitigation.



15 Life on land
Integrating nature into our projects, creating ecological public spaces, and applying biobased materials to support healthier and more resilient land ecosystems.

2.3 Organisational structure

Since 2015, Ballast Nedam has been a member of the Rönnesans Group. Our immediate parent company is Renaissance Construction B.V., and the ultimate parent company is Rönnesans Holding A.Ş., based in Türkiye. This relationship with a strong and internationally recognised organisation brings us stability, enhances our capabilities in specialised areas, and reinforces our global presence and international reputation. Rönnesans Holding is a financial holding, whereas Ballast Nedam N.V. functions as a platform organisation, facilitating and supporting our operational business units.

Our structure is organised into two divisions: Ballast Nedam Construction and Ballast Nedam Development. Ballast Nedam Construction consists of four business lines: Building Netherlands, Infrastructure, Industry and Energy, and International.

Ballast Nedam fosters autonomy and an entrepreneurial spirit within all our companies. Operating as separate entities at the regional level, they stay close to their markets, clients, and partners. This localised approach and strong sense of ownership have proven highly successful, leading to a deeper understanding of client needs and consistently delivering higher value.

Ballast Nedam Construction

Building Netherlands

This business line is dedicated to acquiring and executing integrated projects in residential, commercial, and utility construction. The associated business units are specialised in residential housing, mixed-use units, project development, (modular) construction, transformation, renovation, maintenance, and heritage restoration.

This business line is active in the local, regional, and national markets. Additionally, it is responsible for the maintenance and servicing of selected projects within our portfolio, providing process direction, advisory support, and risk management.

Infrastructure

The Infrastructure business line consists of our business units operating in various areas of expertise: large, integrated, and complex infrastructure projects; tunnel renovations (including maintenance and servicing) and asset management; wind energy and maritime solutions, including immersed tunnelling; and regional infrastructure with associated production capacities (e.g. asphaltting and specialised excavation works). This business line serves mainly the (regional) domestic market and the international wind and maritime market.

Industry and Energy

The Industry and Energy business line is specialised in civil engineering and mechanical installations, ranging from maintenance to large-scale new construction, for industrial clients in sectors such as petrochemicals, oil and gas, steel, food, and energy. This business line also offers its expertise in consultancy and engineering focused on the energy transition, particularly promoting the upscaling of hydrogen and CO₂ capture. Additionally, it covers the design and production of precast concrete solutions.

International

This business line specialises in large-scale and complex projects worldwide including ports, hospitals, highways, waterworks, and tunnel construction. It provides Engineering, Procurement, and Construction (EPC) services for industrial plant projects in sectors like oil & gas,

petrochemical, fertiliser, power, and renewable energy. Additionally, it focuses on constructing cutting edge technological structures such as data centres, EV battery factories, robotic warehouses, and biotechnology facilities.

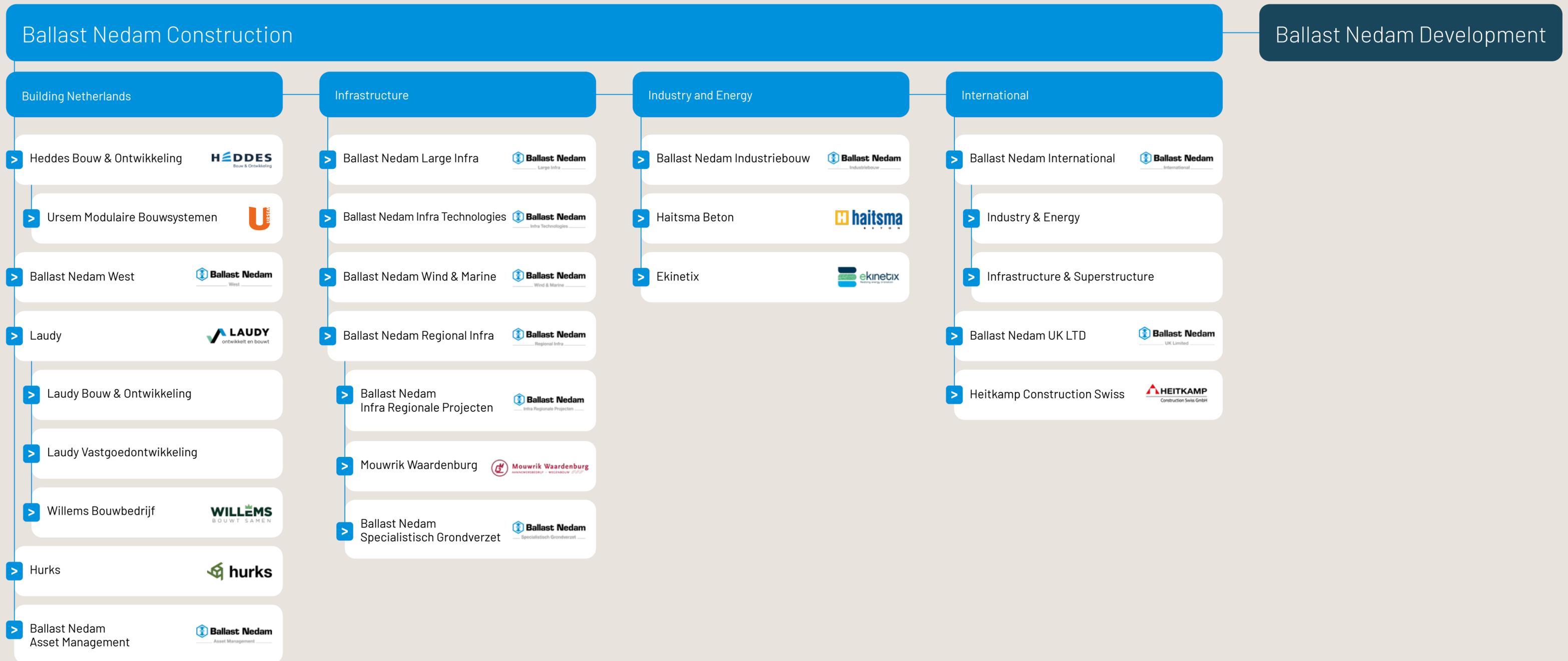
Ballast Nedam Development

Ballast Nedam Development is dedicated to creating vibrant living and working environments in urban areas. This division delivers innovative, sustainable, creative, and high-profile solutions for residential spaces. Through strategic investments, effective management, and the development of both public and private projects, Ballast Nedam Development often exceeds legal sustainability requirements. By setting new market standards, it strives to create a level playing field for all stakeholders. We refer to [7.3.16](#) Events after the balance sheet date for further information on Ballast Nedam Development.

[See figure 1 'Ballast Nedam and its companies'](#) for an overview of our divisions, business lines, and business units.



Figure 1 Ballast Nedam and its companies



Chapter 3

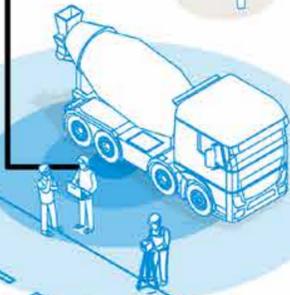
Business review



Financial statements

104.6_{mln}

EBITDA margin stand at 6.4% (2024: 7.4%)



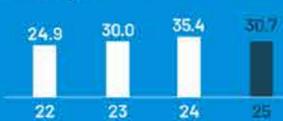
1,638.3_{mln}

Turnover aligns with strategic medium term targets



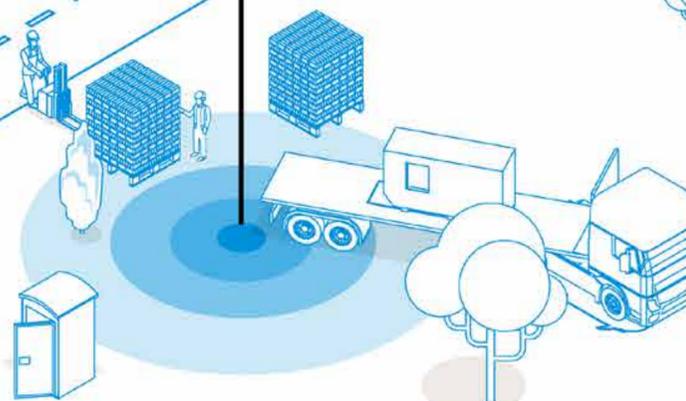
30.7%

Solvency is at a strong level



485.9_{mln}

Cash and cash equivalents



3,712.7_{mln}

Order book secures stability and further growth opportunities



Business review

3.1 Financial results

3.1.1 Revenue

Our revenue increased in 2025 from €1,232.6 million to €1,638.3 million. The positive development is driven by both organic growth in the Netherlands and internationally. In addition, the Hurks Groep strengthens the construction activities of Ballast Nedam, especially in the central and southern regions of the Netherlands. Revenue generated by non-consolidated joint ventures in 2025 amounted to €239.4 million (2024: €211.1 million). This is equivalent to €1,877.7 million (2024: €1,443.7 million) in total revenue for the company if all joint ventures were consolidated proportionally. The activities of Ballast Nedam are supported by the sustainable demand for new homes, infrastructure improvements and the energy transition.

Revenue from Dutch Construction activities – meaning Building Netherlands and Infrastructure Netherlands – amounted to € 694.5 million (2024: € 463.9 million) and € 211.8 million (2024: € 254.4 million), respectively. Total revenue from Construction activities in the Netherlands was € 906.3 million (2024: € 718.3 million). The revenue of Ballast Nedam Development was € 72.2 million (2024: € 71.6 million). Ballast Nedam Industriebouw, with its extensive experience in specialised civil works and mechanical installations, generated a revenue of € 64.1 million (2024: €88.2 million).

The revenue from services rendered of € 14.4 million (2024: € 10.2 million) is mainly related to maintenance services. The trading and other revenue of € 10.2 million (2024: € 45.0 million) relate to revenues from rentals of equipment, buying and selling of construction materials and lease income from investment property. Ballast Nedam group ('Ballast Nedam N.V. and its subsidiaries') remains firmly focused on enhancing its project portfolio and healthy growth in the coming years (given ordinary market circumstances).

3.1.2 Results for the year

Ballast Nedam continued its strategy of running a healthy company with a selective and growth focused market approach. As a result, the company generated an income from operating activities in 2025 (including results from joint ventures) of € 72.6 million (2024: € 66.3 million). The company has a healthy EBITDA of € 104.6 million (2024: € 91.5 million) and the net result before tax was € 76.3 million (2024: € 57.2 million). Ballast Nedam has a well-diversified project portfolio and the vast majority of the business units are positively contributing to the financial performance.

3.1.3 Order book

Ballast Nedam has a strong order book of € 3.7 billion (2024: € 3.0 billion). This results in an order book to revenue ratio of 2.3 (2024: 2.4). The order book contains multiple noteworthy new and existing projects. These range from small to large-sized, covering many of our expertise. Our international activities contribute positively to the growth in order book.



3.1.4 Shareholders' equity and cashflow

This year, shareholders' equity increased from €491.8 million to €540.0 million. This was mainly due to our net profit for the year. This year's solvency ratio is strong at 30.7% (2024: 35.4%), outflow based on the phases in a project and pre-financing positions of some large construction projects with a deteriorated result. Operational cashflow for 2025 amounts to €289.8 million positive (2024: €231.2 million positive). Net cashflow from investing activities was negative, at €45.8 million (2024: €7.1 million negative) which includes the investments in property, plant and equipment and investment properties. The negative cashflow from financing activities totalling €47.3 million (2024: €38.1 million negative) is mainly the result of repayments of borrowings and lease payments. This resulted in a total positive cashflow for 2025 of €196.7 million, compared to the positive €186.0 million cashflow of 2024.

3.1.5 Assets and liabilities

Total assets amounted to €1,761.8 million (2024: €1,390.6 million).

The total assets position includes cash position of €485.9 million (2024: €309.9 million), intangible assets €36.6 million (2024: €19.5 million) and deferred tax assets €44.7 million (2024: €50.8 million). The working capital ratio of Ballast Nedam is 1.4 (2024: 1.4).

3.1.6 Project highlights

A brief selection of our 2025 project highlights:

- Start of construction Waldorp Four, one of the tallest modular home construction projects in the Netherlands. While we are working on the foundations outside in The Hague, the first test homes are rolling off the production line in the factory.
- Constructing MIX Amsterdam, a development of 528 apartments with integrated parking and facilities that combines living, working, shopping, and community spaces.
- Start of construction of Eleven Square in Amsterdam Amstel III, a large inner-city mixed-use development with the tallest residential building in Amsterdam Zuid-Oost.
- In Utrecht, we continued building Cartesius, a large sustainable urban district featuring nearly 3,000 new homes along with a park, schools, a supermarket, and leisure facilities.
- Delivery of unique restoration projects, including Vief Köp historic bastion and rampart in Maastricht and continued restoration at Fort Sint Michiel in Venlo.
- Progression on the A27 Houten-Hooipolder Zuid, including the award of the first substantial two-phase certificate and the successful installation of a 120-metre prefab tunnel section executed within a single weekend.
- Breakthrough in circular and biobased construction with the award-winning Mainelaan project in Eindhoven, realising 18 circular social homes built with innovative materials, biobased insulation and reused materials.
- Execution of Amsterdamse Poort, adding 396 apartments, extensive redevelopment of 12,400 m² retail space and a newly built Market Hall, enhancing mixed-use urbanisation.
- Early works agreement for the St. Eustatius breakwater upgrade was finalised in partnership with Rijkswaterstaat and the local authorities, covering site investigations and detailed design.
- In St. Lucia, our proposal for the Berth 4 rehabilitation was formally accepted, pending completion of financing arrangements.
- In Guinea, the Five Steel Bridges project has reached practical completion with minor punchlist items ongoing.
- Growth in our UK activities, highlighted by the successful delivery of Andover MRI and King's College Hospital MRI facilities.
- Start of PTZ1, a portfolio renovation programme of up to three tunnels in the Rotterdam region, beginning with the Noordtunnel, strengthening national infrastructure reliability.
- Completion of the A73 tunnel renovations and transition into maintenance phase, reinforcing tunnel safety and operational continuity.
- Hydrogen innovation milestones with Ekinetix, including work on the Namibia green hydrogen hub and hydrogen-powered ground power unit for Schiphol Airport.
- Strengthening of our precast manufacturing capacity through Haitsma's expansion into a new production facility, supporting growing demand for prefab elements in relation to the energy transition.
- After two years of preparation, we installed ten immersed tunnel elements in Basra, Iraq. This tunnel is a crucial link connecting the new Al Faw Port to Iraq's highway network towards Baghdad and, ultimately, Europe.
- Construction start of the 630-bed multidisciplinary hospital PPP-project in Kokshetau, Kazakhstan.
- Construction underway at the Ceyhan Polypropylene Production Plant and Terminal in Adana, Türkiye, with an annual capacity of 472,500 metric tons.
- Strengthening local infrastructure through regional projects such as ground preparations for Green Park Aalsmeer, quay wall construction in Doetinchem, and safe-traffic redesigns in Zuidland and Venray.

3.2 Outlook for 2026

At Ballast Nedam, we continue to challenge ourselves to improve and adapt to changing market conditions.

3.2.1 Markets and businesses

We expect 2026 to be shaped by continued demand for housing, infrastructure renewal, and energy-transition projects, combined with persistent pressure from labour scarcity, regulatory complexity and grid congestion. Across the Netherlands, the market for residential construction remains under strain, but a more stable interest rate environment and rising investor appetite are expected to support selective growth. Our regional construction companies will continue to focus on repetitive, scalable and industrialised building concepts, including modular and circular solutions, maintaining predictability and value creation.

In the infrastructure sector, we expect the market to remain characterised by renovation and replacement of ageing assets, along with the increased pressure on existing infrastructure networks caused by more intensive and heavier traffic. Infrastructure must also be strengthened and adapted to withstand climate change and rising sea levels. Our focus remains on complex tunnel renovations and sustainable asset upgrades such as bridges and locks, supported by strengthened capabilities in engineering, digitalisation and specialist production.



Safety walk - A27 Everdingen-Hooipolder

Internationally, we anticipate sustained activity in the Caribbean, West and East Africa, where port infrastructure, coastal resilience, airport infrastructure and mobility corridors continue to drive opportunity. New markets in Eastern Europe and Asia will be further developed through partner ecosystems and structured financing.

Our industrial activities expect early signs of recovery from 2026 onwards, following a challenging period marked by investment delays and high energy costs. Demand for hydrogen, CO₂ reduction solutions, prefabricated concrete systems and industrial maintenance is anticipated to gradually increase though dependent on government plans.

Geopolitical developments might create uncertainties for our entire industry. We cannot precisely predict its future impact and we continue to keep a close eye on these developments.

Our disciplined tendering approach and risk management will remain crucial as international activities expand into more geographies and as Dutch infrastructure projects concentrate on complex, multi-year renovation programmes.

3.2.2 Human capital

We expect our headcount requirements to grow in line with our business plan, with targeted growth in specialist areas. In 2026, labour scarcity will continue to affect parts of our organisation, reinforcing the need for proactive recruitment, talent development and selective use of flexible workforce capacity. We will continue to focus on leadership development, talent management, succession planning, our learning infrastructure and a strong culture of ownership. We will continue initiatives aimed

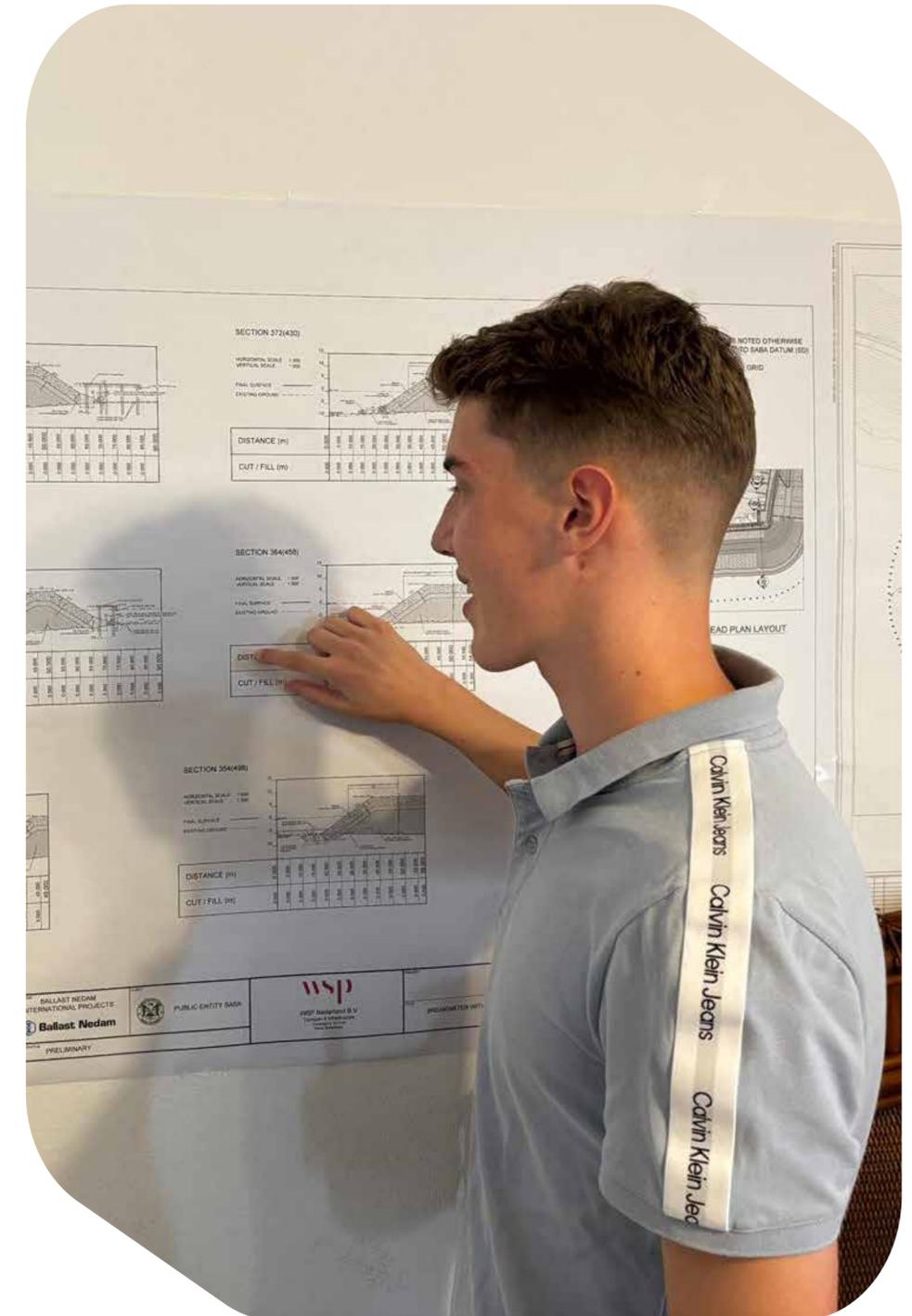
at employee well being, safe working practices and diversity, while maintaining healthy retention levels in a competitive labour market.

3.2.3 Financing

Ballast Nedam enters 2026 with a solid financial position and a balanced order book. We have relationships with a number of financiers who provide both project and corporate financing. Banks and financial institutions increasingly prioritise ESG aligned investments, which supports our ability to finance projects in the Netherlands and abroad, particularly where structured or ECA-backed financing is required. With our healthy financial structure and evolving ambitions, we are confident in managing our financing arrangements effectively. More information regarding financing is included in [chapter 6](#).

3.2.4 Investments

With our strong solvency ratio of 30.7%, we will continue investing selectively in digital technologies, advanced production methods and electrification of equipment. In addition to organic growth, we may pursue targeted acquisitions that strengthen our position in national and/or international construction. We will continue to invest in sustainable materials, circular solutions and innovations that reduce emissions and improve project reliability. These investments support our long term strategy of controlled, sustainable growth across domestic, and international markets.



Chapter 4

Sustainability statements



Sustainability statements

4.1 Reporting approach

Although Ballast Nedam is not yet required to report under the Corporate Sustainability Reporting Directive (CSRD), we are proactively preparing for future compliance. In doing so, we have used the structure of the European Sustainability Reporting Standards (ESRS) as a guiding framework. Where relevant, we reference specific ESRS standards and ESRS disclosure requirements (IDs) to provide clarity and transparency on our approach. These references reflect our efforts to prepare for future requirements, and as such, do not yet represent full adherence to all CSRD or ESRS provisions. Our sustainability statements should therefore be understood as a preparatory step towards future CSRD alignment.

As the regulatory landscape continues to evolve, particularly following the European Commission's Omnibus amendments, we will continue our preparations while monitoring reporting requirements.



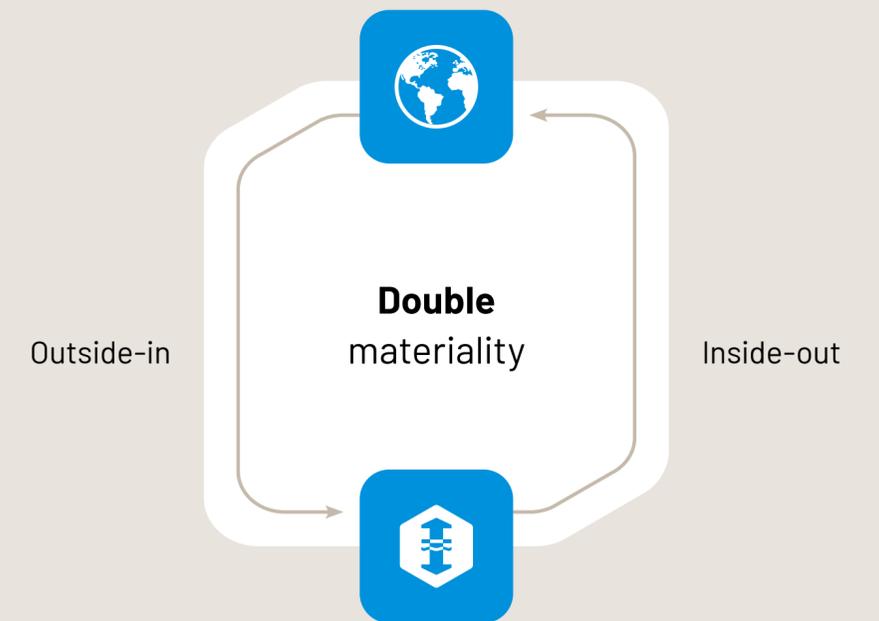
4.1.1 Double materiality assessment

Delivering sustainable outcomes requires a thorough understanding of how our activities interact with society and the environment, and which sustainability matters are most relevant to us. In 2024, we updated our double materiality assessment (DMA) to identify the ESG topics that are material to Ballast Nedam.

The update incorporated assessing both impact materiality (inside-out) and financial materiality (outside-in). We also aligned the assessment with the expansion of our international activities, ensuring that regional differences in context, risks and opportunities were appropriately reflected.

To ensure a robust and well-informed assessment, we engaged a broad group of internal and external stakeholders. Interviews and workshops were conducted with internal specialists across all levels of the organisation. In addition, we interviewed external stakeholders, including investors, NGOs, and strategic partners, whose perspectives enriched the assessment and helped validate our conclusions.

Figure 2 Outside-in and inside-out



4.1.2 Determination of topics

The determination of material topics followed a structured four-step process:

1. Longlist development

A longlist of potentially relevant ESG topics was compiled based on our Corporate Social Responsibility (CSR) policy, peer and sector analyses, ESG standards, and external developments.

2. Longlist scoring

In dialogue with internal CSR specialists and department heads (topical experts), each topic was scored based on scale, scope, irremediability and likelihood.

3. Shortlist validation

The resulting shortlist was presented to the CEO and CFO, who formally confirmed the material topics.

4. Impact, Risk and Opportunity (IRO) analysis

The CSR team and relevant topical experts jointly assessed each short-listed topic on both impact and financial materiality, using a 1-5 scoring scale. Impact materiality was evaluated based on scale, scope, and irremediability, while financial materiality considered the magnitude and likelihood of potential financial effects.

This collaborative process strengthened internal ownership of the outcomes. Department heads were closely involved in the assessment and subsequently assumed ownership as content owners for their respective topics, including the development of ambitions, KPIs and policy interventions.

Figure 3 Double materiality process

1. Longlist development

- Analysis of sustainable context and peers.
- Internal discussion with Business Units and staff.
- Comparing outcomes with what is discussed in the media.

2. Longlist scoring

- Internal interviews and workshops with general foremen, project directors, new hires, staff, management and directors.
- External interviews with clients, investors, banks, assurance companies, NGO's, branch organisation and partners.

3. Shortlist validation

- Analysis of outcomes of all interviews.
- Selection of material topics by Board of Management, Director CSR, Head of Reporting.

4. IRO analysis & action plan

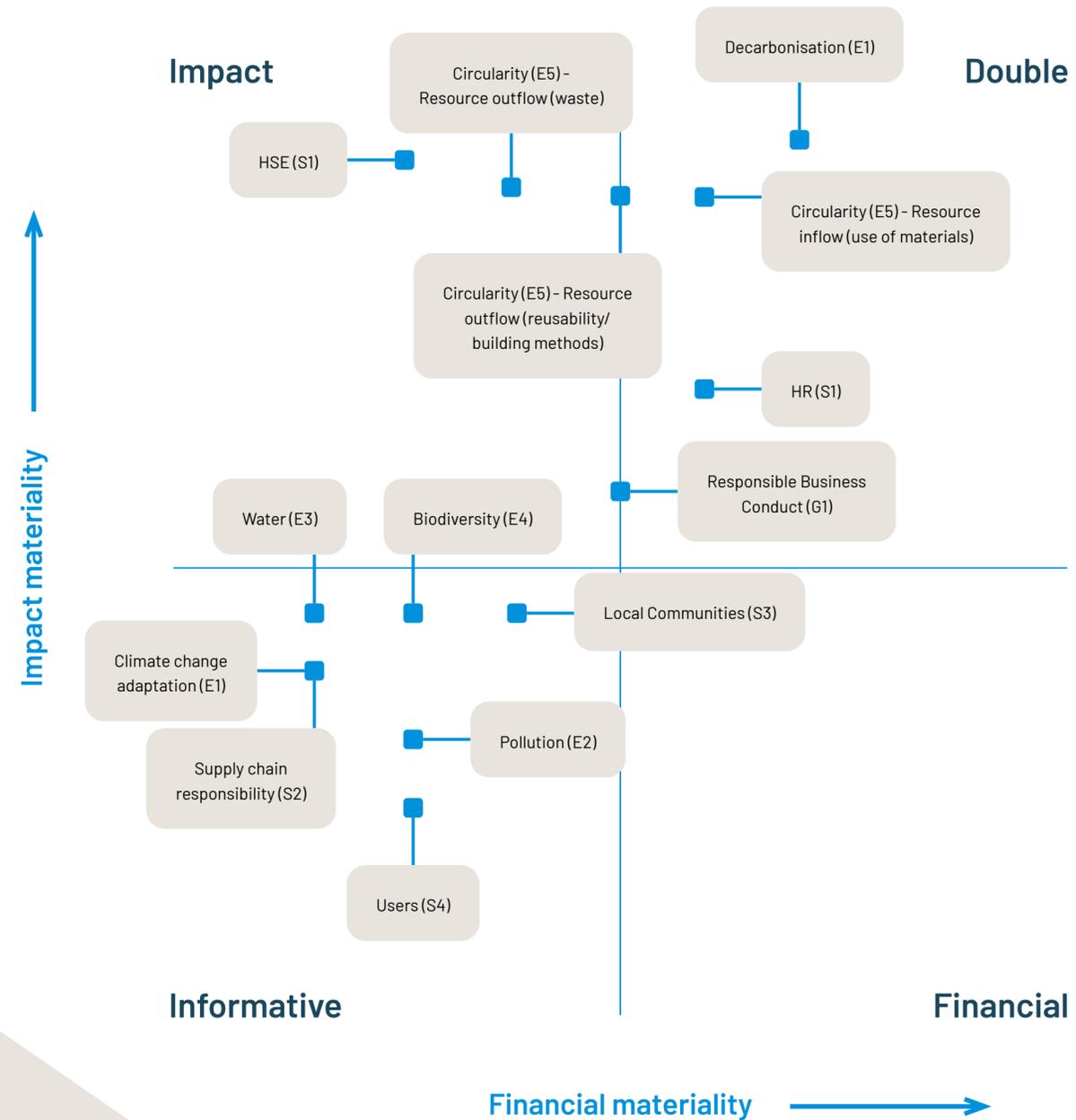
- Impact, Risk & Opportunity analysis (IRO).
- Setting ambitions, objectives, targets, KPIs and approach & governance.

Material topics

Our material topics were plotted in a matrix with four quadrants, based on their impact materiality and financial materiality scores. A threshold of 2.5 out of 5 was applied to distinguish between topics requiring mandatory action, monitoring and reporting. Topics positioned in the “Impact”, “Double” and “Financial” quadrants are considered material and therefore require active management and disclosure under the CSRD.

From this analysis, five main material topics were identified. Topic E1 was assessed as two separate matters, Climate Change Adaptation and Decarbonisation, of which Decarbonisation was classified as material. Topic E5 was divided into three material sub-topics; use of materials, waste and reusability/building methods. For S1 Own Workforce, two topics were assessed as material: Health and Safety (HSE) and Human Resources (HR). Furthermore, Responsible Business Conduct (G1) was identified as a material topic.

Figure 4 Matrix of material topics



E1 Decarbonisation (Chapter 4.3) - Material from a double-materiality perspective

Decarbonisation is material due to both our direct operational emissions and the indirect emissions associated with the production and use of materials in our projects. Emissions also occur during the operational phase of finished projects. Regulatory developments aimed at climate mitigation may increase cost levels in the value chain. Although many of these costs can be incorporated into project pricing, this is not always fully possible.

Reducing emissions requires a transition to electric equipment and low-carbon energy sources, a shift that demands significant investment. Even when renewable electricity is available, reducing overall energy consumption remains essential to manage costs and mitigate risks related to energy availability.

E5 Circularity (Chapter 4.4) - Material across all three sub-topics

Resource inflow - Use of materials

Our projects are material-intensive, and the sourcing of raw materials has a direct environmental impact. Scarcity of materials can lead to delays and cost increases, which cannot always be passed on to clients.

Resource outflow - Waste

Although the environmental impact of our waste streams is smaller compared to material use, we have a direct influence over waste volumes, separation practices and processing methods. These factors significantly affect our circularity performance.

Resource outflow - Reusability / building methods

Where we can influence construction methods, we can improve the potential for reuse of materials at the end of a project's life cycle. This contributes to the long term resource efficiency and aligns with emerging circular construction standards.

S1 HSE (Chapter 4.5) - Material from an impact-materiality perspective

Construction activities inherently involve safety risks. Incidents can lead to injuries or illness, particularly on construction sites. While the financial impact of individual incidents typically is limited to the project level, the human impact is significant. Ensuring safe working conditions is therefore a material topic.

S1 HR (Chapter 4.6) - Material from a double-materiality perspective

Our ability to deliver projects depends on attracting, developing and retaining qualified people in our workforce. Diversity, training and skills development are essential to support this. At the same time, we have a direct impact on the wellbeing and job satisfaction of our employees, making this topic material from both an impact and financial perspective.

G1 Responsible Business Conduct (Chapter 4.7) - Material between impact and double-materiality perspectives

With the expansion of our international activities, we operate in a growing number of regulatory environments. This increases the importance of clear guidelines and work instructions, especially for employees working remotely from the head office. Proper application of these guidelines is essential to minimise risks related to non-compliance, such as fines,

projects stops or delays, bribery or violations of human and labour rights. Strengthening responsible business conduct helps safeguard our reputation and operational continuity.

Other ESG topics

Topics in the "Informative" quadrant are not currently material for Ballast Nedam but require monitoring. Two topics are close to becoming material: Biodiversity, and Local communities. We also participate in sector initiatives regarding the definitions of non-employees in our own workforce (S1) and workers in the value chain (S2). When subcontractor employees working on our construction site are considered as workers in the value chain, S2 may become material.

Biodiversity - In the Netherlands, nitrogen reduction measures are essential to protect biodiversity in sensitive natural areas. Developments in other sectors may influence our ability to obtain permits or execute projects, potentially increasing the relevance of this topic. Although biodiversity did not emerge as material in our assessment, we will continue to monitor developments and reassess annually.

Local Communities - Local Communities is currently an informative topic but may become material for our international activities. As our presence in international markets grows, so does our impact on local populations. We will continue to monitor these impacts and evaluate whether this topic becomes material in future assessments.

Sustainability matters

There are several matters within each material topic that concern us. With our DMA we considered not only the material topics, but also the underlying matters. These matters are further explained in the relevant chapter.

Material topic	Sustainability matters
Decarbonisation	GHG emissions Energy consumption
Circularity	Resource inflow - Use of materials Resource outflow - Waste Resource outflow - Reusability/building methods
Health and Safety	Safety on the construction site
HR	Attracting and retaining our people Diversity Training and skills development
Responsible Business Conduct	Corruption and Bribery Human/workers rights

Managing our progress

Our CSR policy outlines our material ESG topics, related objectives and targets, and the policies we have implemented to address them. These ESG targets are translated to each business unit, and progress is reviewed quarterly by the Board of Management. Prior to these reviews, the CSR Director meets with each business unit director to discuss performance.

Each material topic has a designated content owner at group level. These content owners provide subject-matter expertise, set strategic direction and participate in relevant external initiatives.

The CSR Director is supported by a team of sustainability professionals with expertise in current sustainability legislation, reporting principles and calculation methodologies. This team assists the business units by providing templates, ensuring the completeness and accuracy of data and sharing best practices across the organisation. Together, they ensure that all necessary elements are in place to drive ongoing improvement in our ESG performance.



4.2 Sustainability reporting principles

Basis of preparation

The sustainability statements of Ballast Nedam N.V. for the 2025 financial year comprise the parent company Ballast Nedam N.V. and its subsidiaries ('Ballast Nedam' or the 'Group'). The scope of the sustainability statements is the same as the scope of our financial statements, unless stated otherwise. In the case of acquisitions or disposals of entities, the data of the acquired or disposed of entity is included for the period that the entities are included in the consolidated financial statements of Ballast Nedam, unless disclosed otherwise. The context in which we carry out our Dutch and international activities differs. Therefore, in some cases, we choose to report separate targets and metrics. When we refer to 'Dutch activities' or 'NL', we mean our business lines Building Netherlands, Infrastructure, and Industry and Energy (all part of our Construction division), as well as our division Ballast Nedam Development, regardless of geography. When we refer to 'international activities', we mean our business line International.

Ballast Nedam applies the GHG Protocol Corporate Accounting and Reporting Standard to define the organisational boundary for reporting sustainability information. Regarding emissions reporting, Ballast Nedam applies the 'financial control' approach to account for sustainability information and data. With respect to reporting on health and safety, Ballast Nedam also has (parts of) the value chain in scope. Detailed definitions are included in the subsequent chapters with the reported numbers.

Sources of estimates and uncertainty

For some of the reported figures, we have used estimates and proxies to determine the reported figure, e.g. scope 3 carbon emissions and worked hours used for safety and HR calculations. The figures reported are Ballast Nedam's best estimate. Given our ambition to increase our insights in the upcoming years and due to the expected increase in quality of third-party data used, the methodologies are expected to improve in the future. Where there is a significant use of estimates or uncertainty, we have included this in the Reporting Principles and Assumptions part of each chapter in the sustainability statements.

Forward-looking information

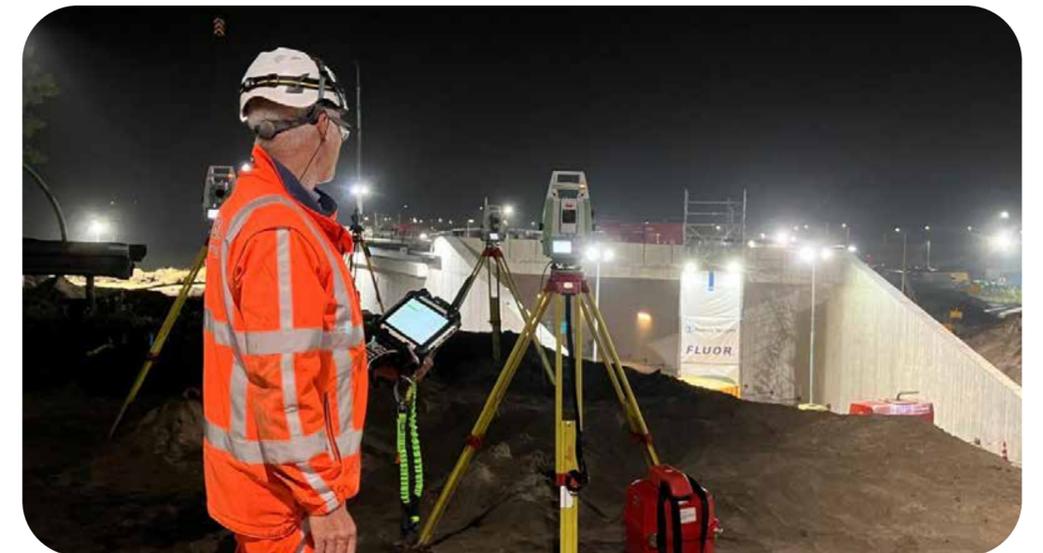
By their nature, forward-looking information, like plans and targets, involves risk and uncertainty because the information relates to future events and circumstances. There are many factors that could cause actual results and developments to differ materially from those expressed or implied.

Reporting errors and changes in preparation or presentation

Prior period errors are omissions from, and misstatements in, our sustainability statements for one or more prior periods arising from a failure to use, or misuse of, reliable information that:

- was available when financial statements for those periods were authorised for issue; and
- could reasonably be expected to have been obtained and taken into account in the preparation and presentation of those financial statements.

Changes in estimates result from new information or modifications to the estimating techniques affecting the calculated figure. When preparing the reported figures, Ballast Nedam assesses the consistency of methodology and data used compared to the prior period for the determination of the figures. Changes in the preparation and presentation of the sustainability information compared to the previous reporting period can occur. Restatements have been included in the sustainability statements, particularly in [chapter 4.3 Decarbonisation](#), [chapter 4.5 Health and safety](#) and [chapter 4.6 Human resources](#). We refer to those chapters for elaboration on the source of the restatements made.



Decarbonisation

Generated renewable energy
mWh
5,996

Production locations

2019 - Scope 1 & 2
CO₂ emissions
TCO₂,eq
14,181
CO₂ intensity
TCO₂,eq/Min€
16.9

Offices

Mobility

2025 - Scope 1 & 2
CO₂ emissions
TCO₂,eq
21.097
CO₂ intensity
TCO₂,eq/Min€
Total **12.9** NL **6.1**

2030 - SCOPE 1 & 2
CO₂ intensity targets
TCO₂,eq/Min€
Total **7.1** NL **0**

Construction sites

4.3 Decarbonisation

4.3.1 Strategy and vision

Ballast Nedam strives to align with the Paris Climate Agreement scenario of limiting global warming to 1.5 degrees Celsius above pre-industrial levels. We recognise the critical role the construction sector plays in this transition. Current developments are pushing us to speed up the conversion to more emission-free equipment, use less carbon intensive (primary) construction materials and look for new and improved ways of reducing the use of fossil fuels whilst generating as much renewable electricity as we can through the deployment of solar panels and wind turbines.

4.3.2 Impacts, risks and opportunities management

The emission of greenhouse gases (GHG) into the atmosphere impacts climate change, and the building and construction industry is one of the largest emitters of greenhouse gases¹. Ballast Nedam has influence on its emissions by using fossil fuels (scope 1), electricity and district heating (scope 2). There is also influence on more indirect emissions, in the way of embodied carbon of used materials and design of projects generated along the value chain (scope 3, upstream), and operational carbon during the lifetime of the finished projects (scope 3, downstream).

Climate change also has an impact on Ballast Nedam in return. To analyse the risks and opportunities for Ballast Nedam, a resilience analysis has been conducted for the short and medium term. The Taskforce on Climate-related Financial Disclosure Framework has been used to identify

climate related risks and opportunities. There are physical risks, as well as transition risks identified in relation to climate change.

Extreme weather forms a physical risk that can lead to delays in project execution, fluctuating availability and prices of raw materials, higher liability, additional insurance premiums and the construction of facilities to counteract flooding and heat stress. Costs can mostly be passed on in the total price of the project and impacts incorporated in the planning and design of the project where we operate in areas prone to extreme weather. This makes the impact less severe, but still present for our business. Also, our development projects and projects with long lead times can be negatively affected if costs increase. The asset base of Ballast Nedam consists mainly of land plots, buildings and machinery and equipment. No significant assets have been identified that are at acute or chronic material physical risk.

Considering advanced building methods in the Netherlands, where the majority of our assets are based, and limited extreme weather that would threaten the usability of these assets, the assets are considered to have low physical climate risks.

The transition risks involve our long term investments needed for the electrification of our equipment which can only be earned back after multiple projects, while it is not certain that the electricity supply is sufficient at every project site to operate this equipment. The availability of the correct equipment at the right time is also uncertain.



¹ Global status report for buildings and construction, UN Environmental programme, 2024.

The Dutch asset base consists partly of assets that are considered sustainable, for example electrified equipment or electric cars. For our international projects, the assets are usually purchased for the duration of the project. No significant assets have been identified that are at transition risk. In addition, it is not expected that in the short to medium term legislation will be introduced that prohibits the use of assets that are at transition risk. Currently there is no indication that liabilities from material transition risks are to be recognised in the financial statements.

Additionally, we see a risk that the value chain is not always fully aware of all regulatory changes and technological advances during the transition, while we depend on them to take the necessary steps quickly enough. This is why we participate in various sector initiatives and regularly discuss this with our important partners and suppliers.

The risks have been identified and assessed during the DMA process and the likelihood of these risks in the short term is considered medium to high. In general, we believe the business model of Ballast Nedam is resilient, and we aim to remain adaptable to changing market conditions and regulations. By making the necessary investments in electrified equipment and having sufficient knowledge about developing building methods, Ballast Nedam will continue to deliver value for customers and the environment.

The transition to a carbon-free construction industry also brings many opportunities. With our ability to carry out low-emission projects through the use of electric equipment, we can outplay other competitors

when clients and governments require sustainable construction sites. Additionally, there is an increasing demand by clients to use more sustainable materials and new buildings that need to become (Near) Zero Emission Buildings, which can potentially increase our turnover and possibilities to distinguish ourselves from other companies. With our international mindset and experience we can use our knowledge globally to help countries adapt to climate change.

Transition plan for climate change mitigation (E1-1)

Ballast Nedam is committed to the Paris Agreement goal of limiting global warming to 1.5 degrees Celsius. Our efforts to achieve CO₂ reductions in our operations and across the value chain, have started years ago in the Netherlands. Therefore, when we speak about CO₂ reduction, we regularly distinguish between Ballast Nedam as a whole and the Dutch business line. We are committed to accelerating CO₂ reduction in both Dutch and international activities by learning from each other.

We have drawn up a specific reduction plan for our scope 1 and 2 emissions and set ambitious yet realistic targets for significant reduction by 2030 ([see 4.3.3](#)). For scope 1, 2 and 3 emissions, we established a robust total baseline and set absolute reduction targets by 2030.

Our plan focuses on reducing dependency on fossil fuels, improving energy efficiency and accelerating electrification. The plan covers all major emission sources, including construction sites, mobility, production locations, and offices, and extends to upstream and downstream activities in our value chain. The climate transition plan is approved by the

board of management and forms a central part of our CSR policy. Progress is monitored quarterly and related measures are included in our financial planning and embedded in operational decision-making.

All of our emissions for scope 1, 2 and 3 are verified in accordance with ISO14064-1 by an external audit company (DNV Business Assurance). In addition, Ballast Nedam N.V. is certified at level 5 of the CO₂ Performance Ladder.

Policies related to climate change mitigation (E1-2)

Ballast Nedam embraces the United Nation's Sustainable Development Goals (SDGs) framework, underpinning our CSR policy. Ballast Nedam also contributes to the World Bank's International Finance Corporation performance standards. With our CSR policy, of which our decarbonisation and climate transition plan is part of, we manage our IRO related to climate change mitigation. This policy and underlying plans are approved by the Board of Management and form a central part of our overall business strategy. The measures are included in our financial planning and are monitored on a quarterly basis during the business progress meetings. The CSR policy is published on our website.

Actions in relation to climate change policies (E1-3)

We translate our climate commitments to concrete actions across our operations and value chain. These actions support our transition plan for climate change mitigation.

Scope 1 and 2

To reduce our scope 1 and 2 emissions, we are improving our energy efficiency and switching from fossil fuels to (renewable) electricity. In the Netherlands we purchase renewable electricity from Dutch origin for all our activities. Additionally, we have set up a Virtual Power Plant (VPP) in which we generate renewable electricity with solar panels ourselves. We allocate this energy on a quarter-hour basis to our own energy consumption.

For our international activities we will purchase more green electricity where this is available, especially in countries where the national grid average has high emissions. For our Turkish projects, we assess on a project-by-project basis whether electric equipment or vehicles can be deployed, making use of Rönésans Holding's supply chain company to facilitate this.

Our reduction plan for scope 1 and 2 is further based on four decarbonisation levers: construction sites, mobility, production locations, and offices. For Ballast Nedam as a whole, construction sites and mobility (diesel and petrol) account for more than 61% of our scope 1 and 2 CO₂ emissions. For the Netherlands this is more than 76%. We take the following actions to reduce these emissions:

Construction sites

The emissions of construction sites account for 81% of our CO₂ footprint, the majority comes from diesel-powered equipment. In our international projects there are limited possibilities to employ non-diesel equipment on our construction sites. For projects in Türkiye, we assess the possibilities of using light electric equipment on a project-by-project basis.

In the Netherlands, we aim for fully CO₂ net neutral construction sites by 2030. Therefore, we are continuing our steps in electrification of our current diesel powered equipment. For all equipment investments, the electric options are explicitly considered in the final investment decision. Where investments in electric equipment with a longer lifespan are not yet possible, the potential for future conversion to electric is explicitly taken into account for these investments. In the meantime, we encourage the use of HVO fuels and any remaining CO₂ emissions from this equipment will be compensated from 2030 onwards.

With the electrification of our mobility and equipment, charging will become increasingly important. At the same time, grid congestion is an existing challenge in the Netherlands, so new grid connections are not always easy to obtain or do not offer sufficient capacity. To address this problem, Ballast Nedam has invested in battery packs, among other things, and is investigating the possibilities for the use of biogas and/or hydrogen generators.

Mobility

Mobility represents 15% of our CO₂ footprint. In the Netherlands, where mobility counts for 43% of our footprint, we are in a transition from fossil-fuelled to fully electric lease cars. By the end of 2025, approximately 56% of our Dutch passenger car lease fleet was fully electric. By only ordering new electric passenger lease cars, our full passenger car fleet will be fully electric by 2028. For our commercial vehicle fleet, we aim for a fully electric fleet at the latest by 2030. In the meantime, we encourage increased use of HVO fuel.



For international projects, mobility forms a much smaller part as most workers stay on site for longer periods and generally do not use lease cars to commute. In 2025, we began replacing fossil-fuelled vehicles with electric alternatives on several of our projects in Türkiye, where existing contracts had expired. We will continue to explore opportunities to expand the use of electric vehicles, leveraging our Dutch experiences.

Production locations

Our production locations are running on gas and (renewable) electricity. We have achieved 67% CO₂ reduction since 2019 by improving energy efficiency. The production locations currently represent less than 2% of our CO₂ footprint. We aim for gas-free locations largely self-sufficient in energy by 2030.

Offices

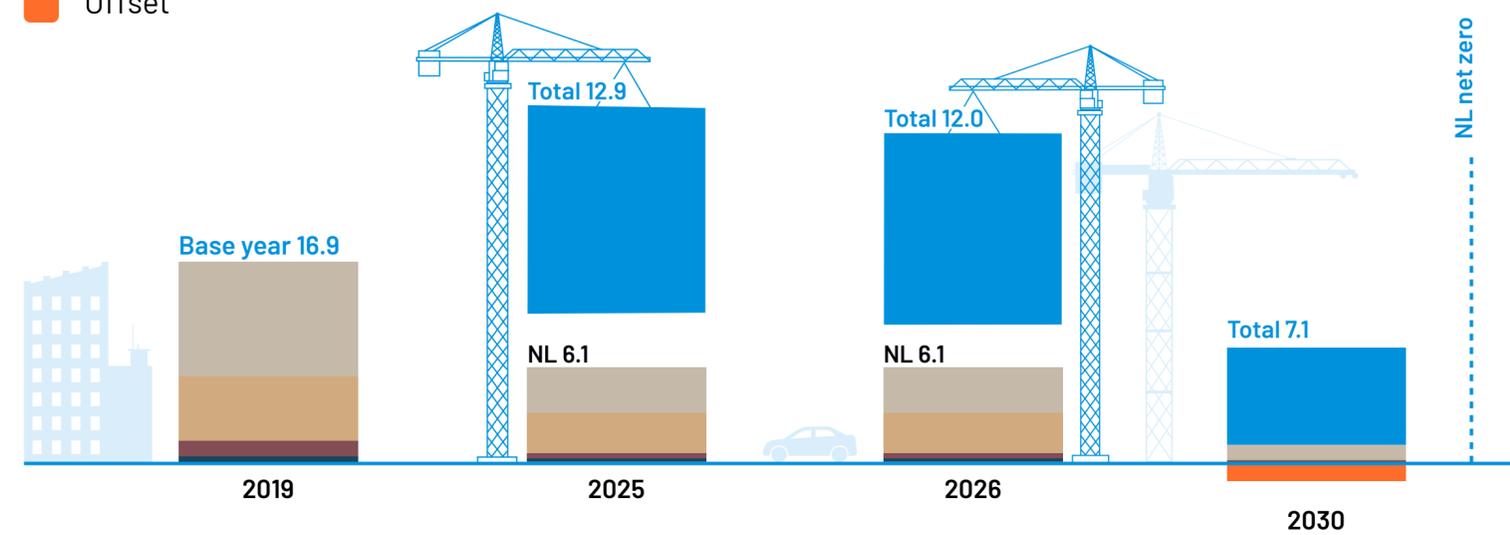
In our offices we use electricity, gas or district heating for heating, cooling, and business operations. Offices account for 2% of our CO₂ footprint. We have made the commitment that in the Netherlands all our own office buildings, as well as the office buildings where the energy and gas consumption is under our control, will be Paris Proof by 2040. Where possible, all offices will be gas-free by 2030. Where this will not be possible, the most economically feasible technical application is considered. With the move to our new head office in Utrecht, we have already taken an important step in reducing the use of natural gas, as the new building is gas-free and connected to the district heating system. For our international offices, we are working on obtaining renewable energy certificates to demonstrate the source of energy used.



CO₂ intensity scope 1 & 2

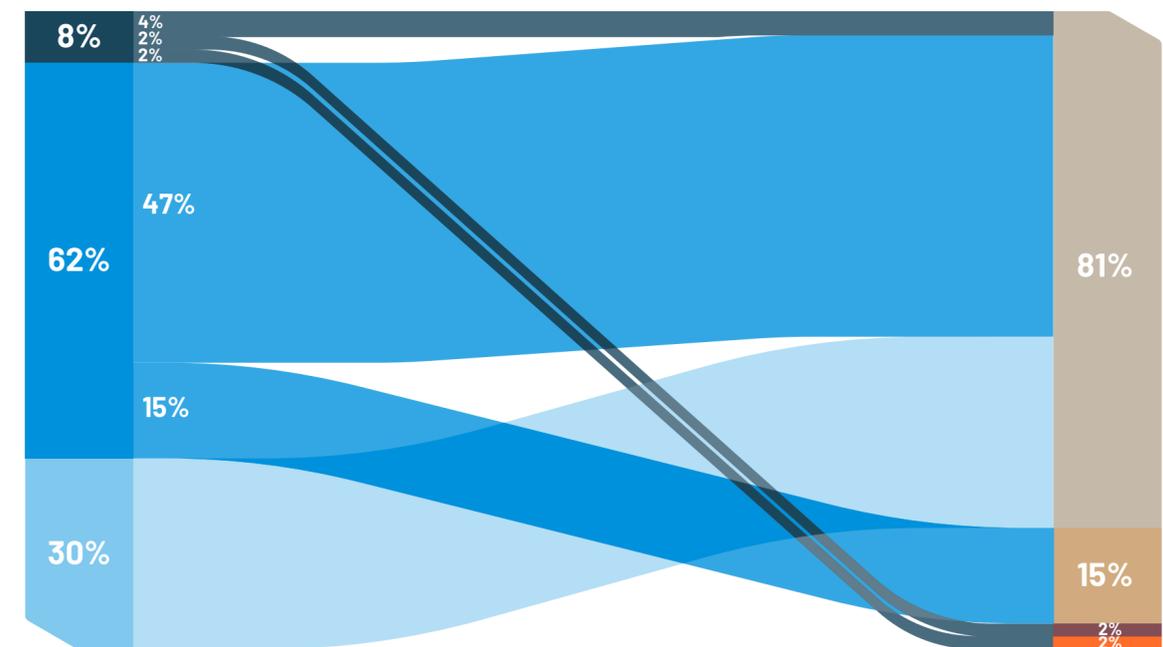
Legend

- Construction sites NL
- Mobility NL
- Production locations NL
- Offices NL
- International activities
- Offset



Total CO₂ emissions scope 1 & 2

Energy carriers and levers



- Natural gas
- Construction sites
- Production locations
- Fuel
- Mobility
- Offices
- Electricity + heat

Scope 3

Scope 3 emissions are divided into upstream and downstream emissions. Upstream emissions arise from activities earlier in the value chain and are categorised into eight categories. Our main focus are the emissions of our purchased goods from both suppliers and subcontractors, including the transportation of these goods (categories 1 and 4). Downstream emissions arise mostly from the delivery of products and are divided into seven categories. In 2025, we developed a methodology for measuring the emissions for three categories: our sold products (category 11), downstream leased assets (category 13) and the emissions of our joint ventures and associates (category 15).

E1-4 Targets

ESRS ID	Indicator	Unit	Targets				
			Actual 2025	Previous 2024	Short term 2025	Short term 2026	Medium term 2030
E1-4_05a	CO ₂ intensity scope 1 and 2 market-based (Total)	tCO ₂ eq/mIn€	12.9	11.1	Baseline	12.0 (-7%)	7.1 (-45%)
E1-4_05b	CO ₂ intensity scope 1 and 2 market-based (NL)*	tCO ₂ eq/mIn€	6.1	8.2	7.4	6.1 (-64%)	0 (-100%)
E1-4_03	Total gross GHG emissions (scope 1, 2 and 3 market-based)	tCO ₂ eq	405,125	251,077	Baseline	384,868 (-5%)	303,843 (-25%)

* Baseline year 2019: 16.9 tCO₂eq/mIn€

4.3.3 Targets (E1-4)

Ballast Nedam has set two main targets. A target for scope 1 and 2 CO₂ intensity (divided in Total and Dutch activities) and one for the overall CO₂ emissions for all three scopes. In recent years, we have significantly expanded our international activities, making the 2019 baseline year for CO₂ intensity no longer representative of the entire organisation. Due to the different dynamics, levels of maturity in the energy transition, and available resources in each country, we have established 2025 as the new baseline year for the total Ballast Nedam group and also set new targets for CO₂ intensity. For Dutch activities, we will maintain the CO₂ intensity base year of 2019.

CO₂ intensity (scope 1 and 2)

We have set out a vision and strategy in 2021 for our CO₂ intensity that leads to net zero CO₂ emissions in 2030 for both scope 1 and 2 for all Dutch activities of Ballast Nedam. Where it is not possible to reach gross zero emissions, we will offset the remaining CO₂ emissions from 2030 onwards. This vision is widely adopted in the organisation and remains unchanged for the Dutch activities. Our intermediate target for 2026 is -64% compared to 2019.

For Ballast Nedam as a whole, including our international activities, we have set ourselves a 2030-target of 45% reduction compared to the baseline year 2025. The CO₂ intensity target for 2030 is 7.1 tCO₂eq/mIn€.

Overall CO₂ emissions (scope 1, 2 and 3)

We have been reporting our scope 1 and 2 emissions for many years. For scope 3, some categories are new. In 2025, we have developed both the upstream and downstream calculations of our scope 3 emissions to establish an accurate baseline that allows us to monitor our progress in the coming years. In the current and upcoming years, we will reduce our total CO₂ emissions by improving our own operations. Actions taken in the value chain and increasing legislation regarding the energy use of buildings also contribute. At the same time, we aim to expand our activities, which leads to an expansion of our total overall CO₂ emissions as well. Additionally, 2025 as a base year leaves little time until 2030 for further reductions. With these balancing factors in mind, we have set ourselves an overall reduction target for all scopes of -25% in 2030, compared to the baseline set in 2025. This target is in line with our sector peers and contributes to the Paris agreement.

Findings

Ballast Nedam took significant steps in terms of investments and activities to curb scope 1 and 2 CO₂ emissions in the Netherlands. Especially by purchasing green electricity and investing in electrical mobility and equipment, Ballast Nedam has already achieved a 64% reduction in scope 1 and 2 CO₂ intensity in our Dutch activities. This percentage is in line with our target, and we are still on track to achieve our 2030 target. With regards to international activities, 2025 is set as a baseline year and we will monitor future performance against targets set.



4.3.4 Metrics

Reporting principles and assumptions – Scope 1 and 2 and Energy consumption and mix

Our GHG emissions are calculated in accordance with the GHG protocol. We report our emissions in CO₂eq (carbon dioxide equivalent) using conversion factors that convert gases like methane, nitrous oxide and refrigerants to CO₂ equivalents in order to present a single metric to reflect the impact of various greenhouse gases. When we state CO₂ emissions, we refer to this combined metric. In line with our defined organisational boundaries and approach chosen for emission reporting (see Chapter 4.2), the scope 1 and scope 2 emissions are arising from the consolidated group. The emissions associated with our leased vehicle fleet are included in scope 1 (fossil-fuel vehicles) or scope 2 (electric vehicles).

Scope 1 covers direct emissions from stationary combustion and mobile combustion. These are calculated based on actual consumption data, such as cubic meters of natural gas and litres of diesel. Data is obtained from our energy supplier, fuel-card provider and fuel

invoices. Tank-to-wheel (TTW) emissions are included in scope 1, while well-to-tank (WTT) emissions are included in scope 3, category 3. We apply emission factors from www.co2emissiefactoren.nl, using European fossil fuels with bio-blending for our European operations and fossil-only factors for non-European activities.

Scope 2 includes indirect emissions from the generation of purchased electricity consumed by our organisation. All other value-chain emissions related to purchased energy, such as upstream emissions from electricity production and transmission and distribution (T&D) losses, are reported under scope 3, category 3. Data for electricity consumption is collected from meter readings and reported usage on invoices. Electricity consumed in the Netherlands is verified renewable energy of Dutch origin, supported by Certificates of Origin. Accordingly, we apply the Dutch market-based green electricity conversion factor from www.co2emissiefactoren.nl to calculate our market-based scope 2 emissions for Dutch operations. For location-based emissions we use the grid-mix. For most international operations, the exact electricity mix is unknown.

Therefore, from 2025 onwards, we use country-specific grid-mix emission factors provided by Carbon Footprint Ltd (www.carbondi.com). For Türkiye, we apply an emission factor published by the Turkish Ministry of Energy and Natural Resources. We have restated the 2024 scope 2, energy consumption and mix and scope 3, category 3 figures accordingly, and disclose both location-based and market-based scope 2 emissions.

Scope 2 also includes emissions related to district heating. Activity-based data on consumption is collected based on the reported GJs on invoices. District heating in the Netherlands is calculated using an emission factor from www.co2emissiefactoren.nl. The renewable share of district heating consumption is based on Eneco Warmte-etiket Utrecht 2024. There is no district heating used in our international operations.

To calculate our intensity targets and metrics reported on a consolidated level (E1-4_05a, E1-5_18 and E1-6_30), we use the revenue presented in the financial statements on [page 82](#).

Energy consumption and mix (E1-5)

In addition to reduction of CO₂ emissions, our climate transition plan also focuses on lowering total energy consumption. Compared with last year, our total energy consumption and energy intensity increased significantly (by 43% and 8% respectively), driven by strong growth in our international activities. The expansion of these activities resulted in higher use of natural gas and non-renewable electricity. Consequently, the share of renewable sources in our total energy consumption decreased from 27% to 21%.

As a result of the efforts and investments Ballast Nedam has made in recent years, renewable energy production in 2025 amounted to 5,996 MWh (2024: 6,858 MWh). The decrease in our own renewable energy production is caused by lower output from our wind turbines, due to relatively lower wind levels in 2025 and by wind turbines being switched off when energy prices were negative. The renewable energy generated by our solar panels is allocated to our own consumption through our VPP. The majority of the renewable energy produced by our wind turbines is fed back into the grid and is not yet directly allocated to our own energy consumption.

E1-5 Energy consumption and mix related to own operations

ESRS ID	Indicator	Unit	Actual	Previous
			2025	2024
Total				
E1-5_01	Total energy consumption	MWh	85,200	59,398
E1-5_18	Energy intensity	MWh/mln€	52.0	48.2
Fossil				
E1-5_02	Total fossil energy consumption	MWh	67,077	43,619
E1-5_12	Fuel consumption from natural gas	MWh	7,950	5,666
E1-5_13	Fuel consumption from other fossil sources	MWh	49,108	28,954*
E1-5_14	Consumption of purchased or acquired electricity, heat, steam, and cooling from fossil sources	MWh	10,019	8,999*
E1-5_15	Share of fossil sources in total energy consumption	%	79%	73%
Renewable				
E1-5_05	Total renewable energy consumption	MWh	18,123	15,779
E1-5_06	Fuel consumption from renewable sources	MWh	4,075	5,583
E1-5_07	Consumption of purchased or acquired electricity, heat, steam, and cooling from renewable sources	MWh	12,441	8,536*
E1-5_08	Consumption of self-generated non-fuel renewable energy	MWh	1,607	1,660
E1-5_09	Share of renewable sources in total energy consumption	%	21%	27%
E1-5_17	Renewable energy production	MWh	5,996	6,858

* Restated comparative figures, we refer to Reporting principles and assumptions – Scope 1 and 2 and Energy consumption and mix on [page 36](#) for restatement explanation

E1-6 Gross Scope 1, 2, 3 and Total GHG emissions

ESRS ID	Indicator	Unit	Actual	
			2025	2024
Total				
E1-6_01	Total gross GHG emissions (scope 1, 2 and 3) location-based	tCO ₂ eq	407,613	253,470
E1-6_01	Total gross GHG emissions (scope 1, 2 and 3) market-based	tCO ₂ eq	405,125	251,077
E1-6_12	Total gross GHG emissions scope 1 and 2 location-based	tCO ₂ eq	23,117	15,642
E1-6_13	Total gross GHG emissions scope 1 and 2 market-based	tCO ₂ eq	21,097	13,672
E1-6_30	CO ₂ intensity (scope 1, 2 and 3) location-based	tCO ₂ eq / mIn€	248.8	205.3
E1-6_30	CO ₂ intensity (scope 1, 2 and 3) market-based	tCO ₂ eq / mIn€	247.3	203.7
Scope 1				
E1-6_07	Gross scope 1 GHG emissions	tCO ₂ eq	14,638	8,906
Scope 2				
E1-6_09	Gross scope 2 GHG emissions location-based	tCO ₂ eq	8,479	6,736*
E1-6_10	Gross scope 2 GHG emissions market-based	tCO ₂ eq	6,459	4,766*

ESRS ID	Indicator	Unit	Actual	
			2025	2024
Scope 3				
E1-6_11	Total gross scope 3 GHG emissions	tCO ₂ eq	384,028	237,405
E1-6_11	Gross scope 3 GHG emission - Category 1, Purchased goods and services	tCO ₂ eq	288,312	216,861**
E1-6_11	Gross scope 3 GHG emission - Category 2, Capital goods	tCO ₂ eq	2,622	2,312
E1-6_11	Gross scope 3 GHG emission - Category 3, Fuel- and energy-related activities	tCO ₂ eq	5,868	4,003*
E1-6_11	Gross scope 3 GHG emission - Category 4, Transportation and distribution	tCO ₂ eq	14,395	10,847**
E1-6_11	Gross scope 3 GHG emission - Category 5, Waste generated in operations	tCO ₂ eq	2,028	1,272**
E1-6_11	Gross scope 3 GHG emission - Category 6, Business travel	tCO ₂ eq	1,398	1,193
E1-6_11	Gross scope 3 GHG emission - Category 7, Employee commuting	tCO ₂ eq	1,111	917
E1-6_11	Gross scope 3 GHG emission - Category 11, Use of sold products	tCO ₂ eq	59,724	-
E1-6_11	Gross scope 3 GHG emission - Category 13, Downstream leased assets	tCO ₂ eq	191	-
E1-6_11	Gross scope 3 GHG emission - Category 15, Investments	tCO ₂ eq	8,379	-

* Restated comparative figures, we refer to Reporting principles and assumptions – Scope 1 and 2 and Energy consumption and mix on [page 36](#) for restatement explanation

** Restated comparative figures, we refer to Reporting principles and assumptions – Scope 3 on [page 39](#) for restatement explanation on each category where this is applicable

Scope 1 and 2

In 2025, the scope 1 footprint has increased compared to last year by 64% (2024: 15% decrease), mainly due to an increase in diesel and natural gas consumption.

The total scope 2 location-based footprint increased by 24% compared to last year. The total scope 2 market-based footprint increased by 36% compared to last year. This is resulting from more grey electricity consumption at our international activities.

Scope 3

The total scope 3 footprint increased by 146,622 tCO₂eq or 62% compared to 2024. An increase of 68,294 tCO₂eq is due to categories 11, 13 and 15 which are reported for the first time in 2025. The remainder of the increase is largely caused by category 1, which moved in line with our increase in cost-base.

Reporting principles and assumptions – Scope 3

Our scope 3 data is based on GHG Protocol, and data is reported in CO₂ equivalent. The following scope 3 categories are not reported:

8. Upstream leased assets – Our leased assets mainly consist of buildings and lease cars. The associated emissions are included in scope 1 and 2 and are therefore not reported in scope 3.
9. Downstream transportation – Not applicable as generally no downstream transportation is applicable to our products. When downstream transportation is applicable, we always pay for transportation of purchased products. Emissions are therefore included in category 4.
10. Processing of sold products – Not applicable as all our finished products do not require further processing.
14. Franchises – Not applicable as we do not have franchises.

Category 12, End of life of sold products is applicable to Ballast Nedam but not yet reported.

Category 1, Purchased goods and services

This category is calculated applying a spend-based methodology. Emissions are estimated by multiplying the economic value of purchases by secondary emission factors (EFs) per unit of currency. We use US EPA Supply Chain GHG EFs as our default source for spend-based factors. Our procurement department maintains a classification of suppliers to appropriate purchasing categories.

Each supplier is mapped to the closest sector code available in the EPA database. Where a supplier lacks classification at year-end, we assign the most representative category based on the nature of goods/services and historical purchase descriptions. Where detailed spend data is not available, we allocate costs to business lines and apply business-line-specific EF mixes derived from the typical procurement profile of those lines where specific data is available. There is inherent uncertainty in the spend-based approach due to price variability and average EFs used. Additional uncertainty arises from assumptions made when allocating unclassified suppliers and estimating missing detailed spend data by business line. In 2025 we have refined our calculation methodology and improved the accuracy of EFs allocation to suppliers. In order to not compromise the consistency and relevance of the data reported, we have retrospectively recalculated the 2024 data incorporating these amendments. This also applies to category 4.

Category 2, Capital goods

The GHG emissions from capital goods are based on the records kept by our material services companies, which are responsible for maintaining our capital goods. We use US EPA Supply Chain GHG EFs to calculate GHG emissions. The same inherent uncertainty applies as to category 1.

Reporting principles and assumptions – Scope 3 (continued)

Category 3, Fuels- and energy related activities

Upstream GHG emissions of fuels- and energy related activities are derived from fuel and energy usage reported in scope 1 and 2.

We use well-to-tank emission factors to cover upstream emissions. As of 2025 we use country-specific emission factors for electricity. In order to not compromise the consistency and relevance of the data reported, we have recalculated the 2024 data incorporating these amendments.

Category 4, Upstream transportation and distribution

GHG emissions associated with upstream transportation and distribution are calculated with the US EPA Supply Chain GHG Emissions factors with the spend-based data of Ballast Nedam. For Rönnesans International we use actual transportation and distribution data registered by project teams.

Category 5, Waste generated in operations

GHG emissions related to waste generated in operations are linked to data on waste we report in [4.4 Circularity](#). Waste data is generally retrieved from waste processors, who characterise waste into waste streams and report the emissions for waste transportation and processing. If no CO₂ data is available from the waste processor, we use the emission factor of another waste processor for our Dutch operations.

From 2025 onwards, we have started to use UK Government and the Department for the Environment, Food and Rural Affairs (UK DEFRA) conversion factors for our international waste. We have recalculated the 2024 for this change in methodology.

Category 6, Business traveling

We collect data for flight, public transport and private car movements for business-related activities. Flight data and international train movements are retrieved from our contracted travel organisation. Cost declarations are used as input to calculate the emissions of private cars and other public transport. Where not separately reported, we use conversion factors from [www.co2emissiefactoren.nl](#) to calculate the related GHG emissions.

Category 7, Employee commuting

We calculated the emissions related to employee commuting (excluding in vehicles owned by us) by converting the travelled distances (in km) using conversion factors from [www.co2emissiefactoren.nl](#). The data is retrieved from our payroll systems.

Category 11, Use of sold products

We report the direct emissions from the building-related energy use of the buildings we deliver. We include the emissions over the full assumed lifetime of a building (50-75 years). These emissions are calculated based on the BENG 2 indicator and the grid-mix electricity

emission factor for the year of delivery, as published on [www.co2emissiefactoren.nl](#). We only report on the buildings constructed and delivered by the business line Building Netherlands.

Category 13, Downstream leased assets

Downstream leased assets comprise the emissions of assets that are owned by Ballast Nedam but leased out to other entities. This category only comprises the scope 1 and scope 2 emissions of lessees. The remainder of the emissions are included in scope 1 or 2. The emissions are calculated based on m² usage, unless specific data is available when spaces are sub metered.

Category 15, Investments

In this category, we report the indirect emissions associated with our investments. This category includes our proportional share of scope 1 and 2 GHG emissions from investees, such as equity investments.

Waste intensity

Waste/m²€

Total

20.9

NL

13.7

Waste separation

Total

65%

Diverted from disposal

Total

53%

NL

98%

Circularity

4.4 Circularity

4.4.1 Strategy and vision

We build for a future where materials circulate, buildings adapt, and waste no longer exists. Circularity is based on the principle that today's products are tomorrow's raw materials, and that there is no such thing as waste. Working in a circular way, through sustainable sourcing, renewable resources, and smart design, helps prevent further depletion of the earth's resources.

Our ambition is to develop and realise projects in such a way that nearly all materials are reusable and waste generation is minimised. Circularity is not only a responsibility; it is an opportunity to innovate, create long term value, and contribute to a resilient building environment.

For over a decade, Ballast Nedam has been actively monitoring and reporting the amount of waste generated and the degree of separation of our waste. We report on waste that is within our direct sphere of influence. We refer to *Reporting principles and assumptions – Resource outflow* on [page 45](#) for our definition of waste.

4.4.2 Impacts, risk and opportunities management

The construction sector has a significant impact on natural resources; approximately 50% of all raw materials extracted globally are used in construction materials and products². Furthermore, construction and demolition activities account for 38.4% of total waste generated in the European Union³.

While we cannot always influence design decisions or material selection, our role in sourcing and waste management gives us direct leverage to

advance circularity. Risks include rising costs and potential project delays due to resource scarcity. Conversely, the business case for using locally sourced and circular materials is becoming increasingly viable, offering environmental and economic benefits. A circular approach strengthens resilience against market volatility and geopolitical uncertainties.

From 2024, we started measuring resource inflow on some Dutch construction pilot projects using the Building Circularity Index (BCI). Currently, we are increasing our insight in the material inflow on a number of representative new construction projects across our business operations. This step is necessary to create a deep understanding our impact and align our strategy for a circular operation with a solid reference situation. We also note that the inclusion of circular alternatives in client specifications has been gradually increasing⁴. In order to respond to this, we proactively engage with partners in the value chain.

In the short term, we focus on reducing waste and maintaining our separation rate. Waste separation and reduction mostly fall within our direct sphere of influence, enabling immediate action and realistic target setting.

Policies related to resource use and circular economy (E5-1)

Ballast Nedam actively promotes circularity through sector collaboration and policy integration. We participate in initiatives such as Cirkelstad and Nationaal Platform Duurzame Wegverhardingen and we engage with stakeholders, including clients, architects, and design engineers to advance circular and bio-based alternatives in our construction projects.

Our circularity policy focuses on both resource inflow and resource outflow. Our resource inflow policy focuses on four themes:

1. **Dismantlement and adaptation:** Designing and constructing to make dismantlement and adaptation possible so that materials can be reused to a high standard.
2. **Reused and recycled materials:** Harvesting and using reusable and recycled materials in buildings and infrastructure to reduce the use of new raw materials.
3. **Bio-based materials:** Using bio-based materials that are derived from raw material sources that can grow back without depleting the ecosystem in question, to increase circularity.
4. **Non-toxic materials:** Making the reuse of materials possible by not using materials that are toxic, contaminated, mixed with other materials in an unfavourable way, or 'soiled' when previously used.

Our resource outflow policy calls for attention for, and reduction of, the resource outflow right at the start of a project. We consider waste to be a result of design, purchasing and implementation choices. The policy focuses on waste prevention and separation, ensuring materials are recovered for high-value reuse in close collaboration with our waste management partners.

² European Circular Economy Stakeholder Platform (2022). "What role do secondary materials play in new constructions and in buildings renovation?"

³ Eurostat waste statistics (2022): ec.europa.eu/eurostat/statistics-explained/index.php?title=Waste_statistics

⁴ ING N.V. (2023): think.ing.com/downloads/pdf/article/sinking-circular-foundations-in-construction-industry

Actions related to resource use and circular economy (E5-2)

Resource inflow

- We prioritise the use of as many bio-based materials as possible, preferably from Dutch sources. In 2025, our subsidiaries Hurks and Heddes signed the Bio-based Construction Commitment under the 30-30-30 programme, which aims for 30% of new residential buildings (up to five floors) to consist of at least 30% bio-based materials by 2030. Similarly, our road construction business joined an innovative partnership for bio-enhanced asphalt, committing to replace at least 30% of fossil bitumen by bio-based materials by 2030.
- For the other (non-biobased) building materials, we work with our supply chain to use as many secondary materials as possible in the products we apply.

Resource outflow, materials

- When we are in control of the design phase, we strive to implement circular design methods that make adaptation and dismantling possible.
- We use circularity assessments to determine the degree of circularity of the finished project and to use the lessons of one project for the next.
- We engage in dialogue with suppliers and subcontractors about taking back residual materials, separation at source and the reduction of single-use packaging materials.

Resource outflow, waste

- We aim to build more modularly, as this greatly reduces the amount of waste on the construction site.
- In 2030, we aim to achieve construction sites where our waste is diverted from disposal as much as possible. This will be accomplished through responsible use, waste separation on the construction site, and finally, through processing and further sorting by our waste partners. In our international activities, we place particular emphasis on raising awareness, providing education, and monitoring local waste practices.
- After the pilot 'From Waste to Resource' (VANG) carried out by our business unit Laudy, the aim is to scale up this principle and apply it to multiple projects within the Netherlands. With VANG, we are working with our value chain partners, on returning waste directly to the suppliers and thus stimulating a continuous flow of similar materials which makes high-value reuse of materials possible and reduces waste sent to waste processors.

4.4.3 Targets (E5-3)

Ballast Nedam focuses on two main targets, both related to resource outflow. A target for waste intensity (divided into Total and Dutch activities) and one for the waste separation rate as a whole. We have no defined targets related to resource inflow measures or other detailed resource outflow measures such as recyclability rate of our projects or specific waste treatment types. We aim to develop targets on these measures in the upcoming years. While doing so, we continue to actively work on waste prevention and enhancing the waste separation rate.

E5-3 Targets

ESRS ID	Indicator	Unit	Targets				
			Actual 2025	Previous 2024	Short term 2025	Short term 2026	Medium term 2030
E5-3_06a	Waste intensity (Total)	tonnes/ mIn€	20.9	20.8	Baseline	19.1	10.9
E5-3_06b	Waste intensity (NL)	tonnes/ mIn€	13.7	16.7	19.6	12.1	5.0
	Waste separation rate construction sites (Total)	%	65%	59%	75%	75%	75%

1. Waste intensity

The waste intensity achieved for the Netherlands in 2025 is well below the set target in previous year (19.6 tonnes/mln€). Based on this result, we have established the waste intensity of 2025 as the new baseline year. The new waste intensity target for the Netherlands in 2026 is 12.1 tonnes/mln€, a reduction of 12% compared to the 2025 baseline. We aim to achieve a waste intensity in the Netherlands of 5 tonnes/mln€ by 2030.

The context and type of international activities differ from the Dutch activities. At the same time, we have significantly expanded our international activities during the last years, which makes a comparison of the waste intensity with previous years unrealistic for these activities. In order to set a baseline and target for our international activities, we collect detailed waste data in 2025 from all international projects. The result for 2025 (20.9 tonnes/mln€) serves as a baseline for our total performance in the coming years, against which we will measure our performance.

2. Waste separation rate

Our aim is to maintain a constant separation rate of 75% at our construction sites. With waste intensity decreasing in the coming years, maintaining this rate is an ambitious goal.

Findings

For our Dutch operations, we achieved a waste intensity of 13.7 (2024: 16.7). A score that is 30% lower than the target and 18% lower than last year. With these results, we are on track to achieve our goals for the coming years. Overall, we achieved a waste intensity of 20.9 (2024: 20.8). This represents an increase of 1% compared to prior year. The 2025

waste intensity will serve as the base year for future target setting and performance measurement.

The 2025 result for the waste separation rate at the construction sites is 65% (2024: 59%) and therefore lower than our target of 75%. This is the result of our increased international activities where separation of waste is not so common yet.

Reporting principles and assumptions – Resource inflow

For our Dutch building activities, we report the total weight of used materials and the weight of reused, recycled, and bio-based materials. Measurement is based on the Building Circularity Index (BCI), a scientifically validated methodology for assessing circular potential. Circularity assessments were performed for representative projects in our Building Netherlands business line, covering approximately 24% of our overall residential building portfolio. For projects without calculations, resource inflow was estimated by extrapolating available data using the revenue per business unit. Due to the limited data availability and reliance on extrapolation, estimation uncertainty in the resource inflow data is considered significant. As of date there are no comparable tools available to measure resource inflow for our international projects.

4.4.4 Metrics

Resource inflow

The total weight of materials used in our Dutch residential building construction activities in 2025 amounts to 537,875 tonnes (2024: 174,840 tonnes). Of this total, 4.0% (2024: 4.5%) consists of bio-based materials and 4.8% (2024: 4.5%) comprises recycled and reused materials. For 2025, a BCI calculation is available for 24% of the realised revenue of Building Netherlands business line. Compared with 2024, substantially more projects were subject to a BCI calculation, resulting in a more robust dataset. The lower material weight reported for 2024 is mainly attributable to the nature of the projects for which a BCI was available that year.

Resource outflow

Materials and Waste

Ballast Nedam's rate of recyclable content for our Dutch construction activities of buildings for 2025 is 84% (2024: 89%). Together with our Dutch waste partners, we diverted 98% (2024: 98%) of our non-hazardous waste from disposal for our Dutch activities. For Ballast Nedam as a whole, we diverted 53% of our non-hazardous waste from disposal. The lower percentage overall is due to the fact that, in the Netherlands, unlike in many other countries, incineration takes place with effective energy recovery, allowing it to be accounted for as diverted from disposal.

Reporting principles and assumptions – Resource outflow

Materials

For our Dutch building activities, we report the rate of recyclable content in our buildings using the BCI. The BCI provides a forward-looking scenario of material use, including the potential recyclability of materials incorporated in our buildings. This is calculated as:

$$\text{Recyclable content rate} = \frac{\text{weight of the recyclable materials used}}{\text{total weight of all materials used}}$$

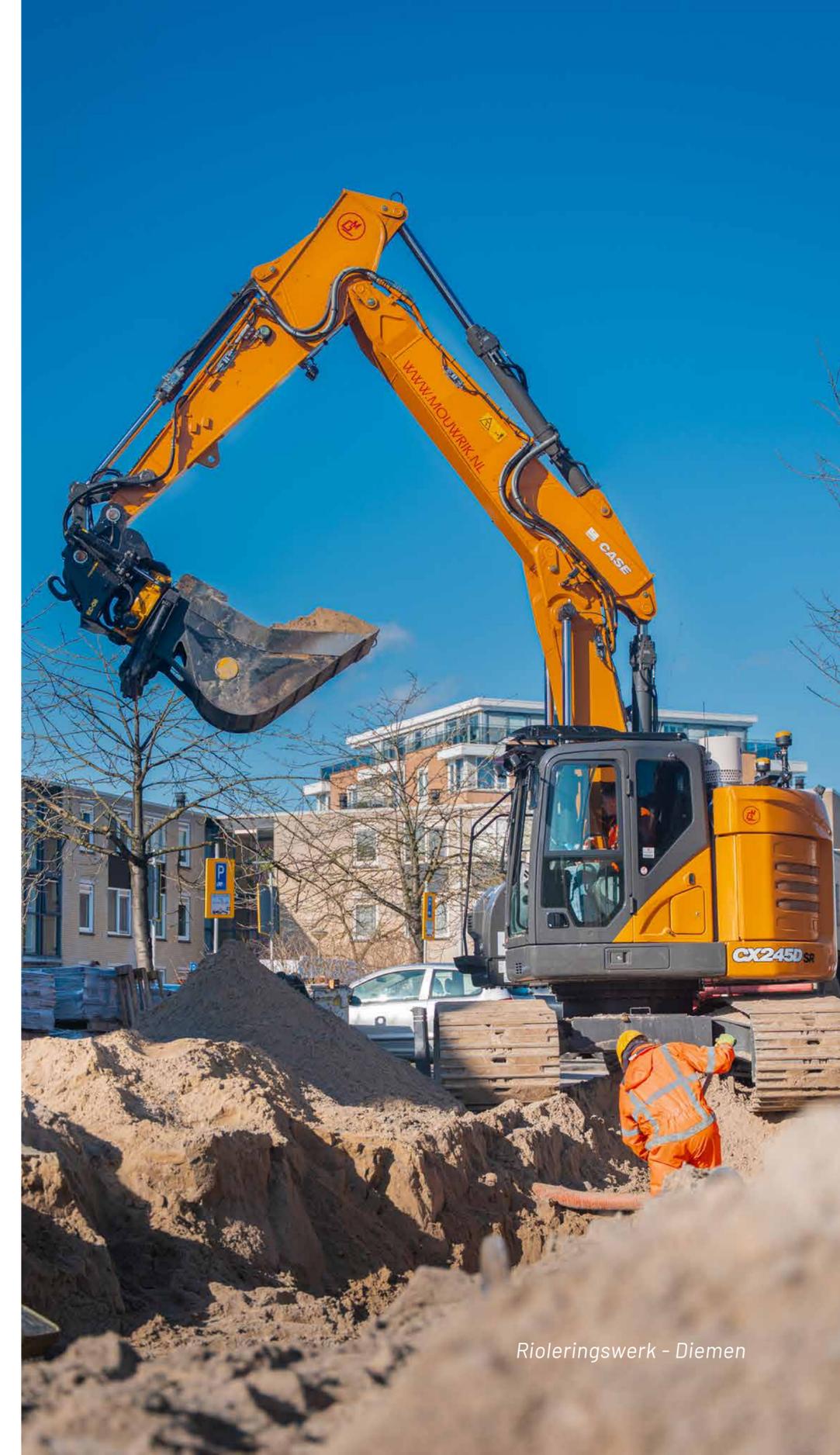
The same scope, extrapolation methodology, and estimation uncertainty apply to material outflow as described for resource inflow.

Waste

The reporting scope for waste includes construction and office waste generated at our construction sites, production locations and offices, excluding excavation and demolition waste. Waste is collected and processed by external waste processors and reported

data is mainly based on waste tickets and data provided by these processors. We rely on the waste processors to comply with local legislation on responsible waste disposal. To calculate our intensity targets and metrics reported on a consolidated level (E5-3_06a), we use the revenue presented in the financial statements on [page 82](#). Most waste processors report the amount of waste diverted from disposal (through preparation for reuse, recycling, and other recovery operations such as incineration for energy recovery) and waste directed to disposal (incineration, landfilling and other disposal operations). Where such data is missing or unreliable, we apply treatment percentages derived from other processors' data for each waste type to estimate the amount diverted from or directed to disposal.

For our international operations, the reliability of reported waste treatment data is uncertain. Therefore, we partly classify international waste as waste for which the final destination is unknown. Due to reliance on third-party data and estimation methods, there is inherent uncertainty in waste treatment reporting.



Rioleringswerk - Diemen

E5-4 Resource inflow

ESRS ID	Indicator	Unit	Actual	
			2025	2024
E5-4_02	Overall total weight of products and technical and biological materials used during the reporting period	tonnes	537,875	174,870
E5-4_03	Percentage of biological materials (and biofuels used for non-energy purposes) used to manufacture the undertaking's products and services	%	4.0%	4.5%
E5-4_04	The absolute weight of secondary reused or recycled components, secondary intermediary products and secondary materials used to manufacture the undertaking's products and services (including packaging)	tonnes	25,595	7,861
E5-4_05	Percentage of secondary reused or recycled components, secondary intermediary products and secondary materials	%	4.8%	4.5%

Resource inflow data only for business line Building Netherlands

E5-5 Resource outflow

ESRS ID	Indicator	Unit	Actual	
			2025	2024
Materials in products				
E5-5_04	The rates of recyclable content in products (business line Building Netherlands)	%	84%	89%
Waste				
E5-5_07	Total waste generated	tonnes	34,253	25,602
E5-5_10	Non-recycled waste (non-hazardous)	tonnes	18,897	6,634
E5-5_11	Percentage of non-recycled waste (non-hazardous)	%	56%	27%
E5-5_15	Total amount of hazardous waste	tonnes	604	1,154
Diverted from disposal				
E5-5_08	Total amount of non-hazardous waste diverted from disposal	tonnes	17,798	17,813
	Non-hazardous waste diverted from disposal due to preparation for reuse	tonnes	259	1
	Non-hazardous waste diverted from disposal due to recycling	tonnes	14,494	14,767
	Non-hazardous waste diverted from disposal due to other recovery operations		3,045	3,045
Directed to disposal				
E5-5_09	Total amount of non-hazardous waste directed to disposal	tonnes	15,852	6,634
	Non-hazardous waste directed to disposal by landfilling	tonnes	9,748	6,634
	Non-hazardous waste directed to disposal by incineration	tonnes	5,700	-
	Non-hazardous waste with unknown disposal method	tonnes	404	-

Health and safety

Injury frequency

IF

International 2025

1.6

International 2024

2.0

NL 2025

3.1

NL 2024

3.1

Total Recordable Incidents Frequency Rate

TRIFR

International 2025

4.4

International 2024

4.3

NL 2025

6.3

NL 2024

6.1

4.5 Health and safety

4.5.1 Strategy and vision

Safety is a fundamental commitment at Ballast Nedam. We are committed to protecting the wellbeing of our people, ensuring everyone returns home safely each day. This commitment extends to their families and the communities around where we operate. Our people form the foundation of our organisation; their safety and engagement are essential for sustainable growth to our success and business continuity. Therefore, we continuously challenge ourselves to raise our safety standards. To achieve this, our health and safety management system, built on a strong culture and clear processes, applies to our entire workforce, encompassing both employees and non-employees, to safeguard them and prevent occupational harm.

Take Care: Our Safety Culture in Action

Launched in 2022, our Take Care programme drives a stronger health and safety culture. This iterative process actively cultivates a safer, more open, and healthier work environment. We actively involve colleagues in developing new initiatives, sharing insights, and making them integral to our safety approach. Positive safety behaviours and initiatives are recognised and rewarded.

Our goal is to embed an intrinsic safety mindset in every employee, one that goes beyond compliance. We encourage team members to look out for one another, applying practical and effective measures that reflect genuine care. Our motto is simple: Work safely – return home safe and sound. Always. Everywhere. Everyone. Take Care.



4.5.2 Impacts, risk and opportunities management

Construction activities carry inherent safety risks, influenced by factors like design, work methods, and cultural dynamics. We view strong HSE practices as fundamental to operational success and our license to operate. As we expand globally, consistently applying our safety culture and approach across all projects remains a key challenge.

Beyond mitigating risks, safety awareness also creates opportunities. Projects that prioritise safe working methods and foster a culture of speaking up demonstrate operational excellence. Strengthening the safety culture simultaneously increases employee engagement, supporting talent retention and enabling individuals to maximise their potential and skills.

Policies related to Health and Safety of own workforce (S1-1)

Our health and safety management system is in accordance with ISO45001, SCC** (Safety, Health & Environment Checklist for Contractors), and the Safety in Construction Governance Code (GCVB). This is reflected in our Safety Culture Ladder ranking, achieving step 3 overall (excluding the Hurks Group, acquired in 2025), with one business unit reaching step 4 (out of 5). In addition, we actively contribute to and share best practices in ENCORD (European Network of Construction Companies for Research & Development).

In our HSE policy, we take several measures:

- Rewarding positive behaviour with our quarterly Take Care Award;
- Demonstrating visible management commitment with our Safety Walk & Talks;

- Fostering continuous awareness with the Take Care quarterly theme approach, trainings, internal observations and the annual Safety Awareness Day;
- Ensuring broad involvement via toolbox meetings and our Take Care app, accessible to every employee, including our subcontractors;
- Yielding valuable insights and lessons learned, enhancing safety performance through Incident Review Panels for High Potential incidents (HIPO) under management's leadership.

Processes for engagement with own workforce and workers' representatives (S1-2)

Every quarter, the status and progress are measured and discussed by the Board of Management, the Executive Director and CSR Director with the responsible business unit directors involved. Furthermore, the HSE Director and the Health, Safety, Wellbeing, and Environmental committee of the Central Works Council reflect on our current status, ongoing improvement initiatives, development of new initiatives, incidents, and good practices every quarter. We also engage with our own workforce through Safety Walk & Talks and Safety Awareness Day.

Taking actions on material Health and Safety impacts on own workforce (S1-4)

We have taken various actions related to the impacts and opportunities. These are detailed in this section.

Building Balance: Investing in our People's Health and Wellbeing

Over the past year, we at Ballast Nedam reaffirmed our belief that our people are our greatest asset. Informed by data-driven, objective,

comprehensive surveys and in-depth interviews conducted by independent consultants, we launched Building Balance, a programme focused on fostering mental health and occupational wellbeing across our organisation.

Our journey began with the Phase 0 workshop facilitated by a third-party consultant, involving our CEO and senior management. Following the survey design, the programme was launched across three business units. After thorough analysis and completing interviews with employees, we finalised the report in March 2025. Based on the findings, we are actively working towards strong, engaged relationships, at work and in life, because meaningful connections drive performance.

- Shape a culture where we care for each other, feel safe to share ideas, and learn and improve together - because that is how we perform as a team.
- Leadership with attention: investing in leaders who listen, support, and create space for development.
- Clarity in change: explaining changes clearly and creating space for questions and feedback so we can adapt and deliver together.
- Protect and promote wellbeing, psychological safety, fairness and growth.

These actions reflect our commitment to creating a workplace where psychological safety and resilience are valued as highly as physical safety, contributing to a more engaged, productive, and sustainable future for everyone at Ballast Nedam.

Data-Driven Insights: Guiding our HSE Performance

Data-driven insights are central to our HSE strategy, enabling proactive interventions and continuous improvement. We report HSE performance 13 times annually, utilising a systematic approach to identify, address, and mitigate risks across all business units.

Our robust data-driven approach encompasses several key elements.

We generate actionable management summaries from incident analyses including production loss time injuries, near misses, and High Potential incidents to inform preventative measures. Performance benchmarking tracks Incident Frequency (IF) targets 'Clean Days' without loss of production by business unit to foster continuous improvement.

A HIPO Protocol and Root Cause Analysis ensures thorough investigation and targeted preventative actions for severe incidents with serious injury and fatality potential. These insights directly fuel our Data-Driven Take Care Initiatives, leading to specific campaigns. An example of a specific campaign in 2025 is prevention of access and egress related incidents. A quarter of all lost-time incidents (LTIs) occur during access and egress, mostly due to slips, trips, and falls. In response, we launched a new Take Care quarterly theme to raise awareness and promote safer workplace access and egress. We also addressed hand-related injuries with a targeted campaign to reduce these risks.

Risk Assessment & Evaluation: Building a strong safety foundation

In 2025, we initiated a comprehensive update of our company-wide Risk Inventory & Evaluation (RI&E). This essential process serves as the foundation of our safety management system, guiding effective policies, procedures, and work instructions.

To support this, we use a tool we already rely on to ensure compliance with HSE legislation. Our goal is to create an active RI&E: one that evolves with new insights, incident analyses, relocations, and operational changes. This project will continue into 2026, after which the updated RI&E will be externally validated.

Chemical Shift: Phasing out hazardous substances

Over the past years, we have invested in mapping and evaluating the chemical substances used across our business units. In 2025, we launched the Chemical Shift - a targeted initiative to phase out the most hazardous substances: CMR (carcinogenic, mutagenic, and reprotoxic) chemicals. Wherever possible, we aim to replace CMR substances with safer alternatives.

The Chemical Shift project will continue into 2026 and beyond, expanding to other substances flagged during exposure assessments. Our goal is clear: safer choices for people and the environment.

Future planned steps, amongst others, to continuously improve workforce health and safety are enhanced workforce onboarding and targeted training, professionalised incident investigation and further address business unit specific mental health and wellbeing.

4.5.3 Targets (S1-5)

We aim to improve our performance continuously and measure our performance using two main targets: the Incidents Frequency (IF) and the Total Recordable Incidents Frequency Rate (TRIFR) score.



S1-5 Targets

Indicator	Unit	Targets				
		Actual	Previous	Short term	Short term	Medium term
		2025	2024	2025	2026	2030
Incidents Frequency, IF (International)	#	1.6	2.0	1.7	1.5	1.0
Incidents Frequency, IF (NL)	#	3.1	3.1	2.6	2.4	2.0
Total Recordable Incidents Frequency Rate, TRIFR (International)	#	4.4	4.3*	4.1*	3.8	2.2*
Total Recordable Incidents Frequency Rate, TRIFR (NL)	#	6.3	6.1*	5.7*	5.1	4.1*

*Recalculated comparative and targeted figures to reflect the metric per 1,000,000 instead of 200,000 working hours in line with IF metric and industry practice

We have set the IF and TRIFR targets in consultation with several HSE officers, directors and the Board of Management. These targets are ambitious yet realistic when we look at the progress we have made in the previous years, the safety culture that has been strengthened, and our policies that are in place or being implemented. We have set two separate targets for Dutch and international activities, as an overall target would merely indicate the ratio of activities. By setting separate targets, we can monitor and improve our HSE performance on a sound basis. The total IF rate and TRIFR for 2025 are 2.1 and 4.98 respectively.



4.5.4 Metrics (S1-14)

Reporting principles and assumptions – Health and Safety

IF

IF is calculated by dividing the number of lost-time incidents (LTI) by 1,000,000 worked hours at our construction sites. An LTI is defined as an incident where the injured employee is unable to perform their assigned duties due to the injury and cannot return to work on the workday following the accident (the next day). The day the accident occurs is not considered a lost workday if the injured person does not return to work but is recovering. The criteria for classifying an LTI vary between the Netherlands and our international activities:

- For NL Operations: An incident is classified as an LTI if it leads to any time off work (absenteeism) beyond the day of the injury.
- For International Operations: An incident is recorded as an LTI only when it escalates beyond on-site medical intervention, requires further medical treatment, and is supported by a doctor's report confirming the worker's inability to perform work.

TRIFR

The Total Recordable Incidents Frequency Rate (TRIFR) is a safety metric calculated by reflecting the total number of recordable incidents per 1,000,000 hours worked. It reflects the number of fatalities, LTIs, restricted work cases (RWC), and incidents requiring medical treatment. For consistency with the IF calculation and industry practice, TRIFR figures for this reporting period have been restated to reflect accidents per 1,000,000 hours worked; previous figures were based on 200,000 hours worked.

The data used in the calculation of IF and TRIFR are based on reports from projects. Both measures are influenced by national regulations and norms, and are therefore subject to inherent uncertainty.

We have set a separate target for Dutch and International operations to reflect the differences between national and international context.

Worked hours

The worked hours used in the IF calculation are measured, calculated or estimated, in three ways:

1. hours written by our own employees and hired individuals in Ballast Nedam's time registration system;
2. data from badges to enter and exit construction sites, collected from project teams;
3. data collected through time keepers on project sites.

Hours of other non-employees are estimated using a ratio for subcontractor hours as compared to own employee hours based on historic project data.

Number of fatalities in own workforce as a result of work-related injuries and work-related ill health

Despite all our efforts in the field of health and safety, there was one fatal accident in 2025 (2024: one) on our project in Tanzania involving an employee. As the Tanzania project is carried out in an entity accounted for using the equity method, the fatality is not included in our reporting under S1-14. Nonetheless, we deeply regret this incident and are committed to taking concrete, tangible actions and to supporting the family of the employee. This tragic event underscores the critical importance of our mission: to ensure that every employee returns home safely to their loved ones. Always. Everywhere. Everyone.

In response to this fatality, we have rigorously reviewed our processes to integrate the lessons learned from this and other high-potential occurrences. This includes the organisation of dedicated workshops to share these insights across teams on similar projects and the reassessment of risk management and mitigating measures, with the ultimate goal of preventing serious injuries and fatalities in the future.

Number and rate of recordable work-related accidents for own workforce

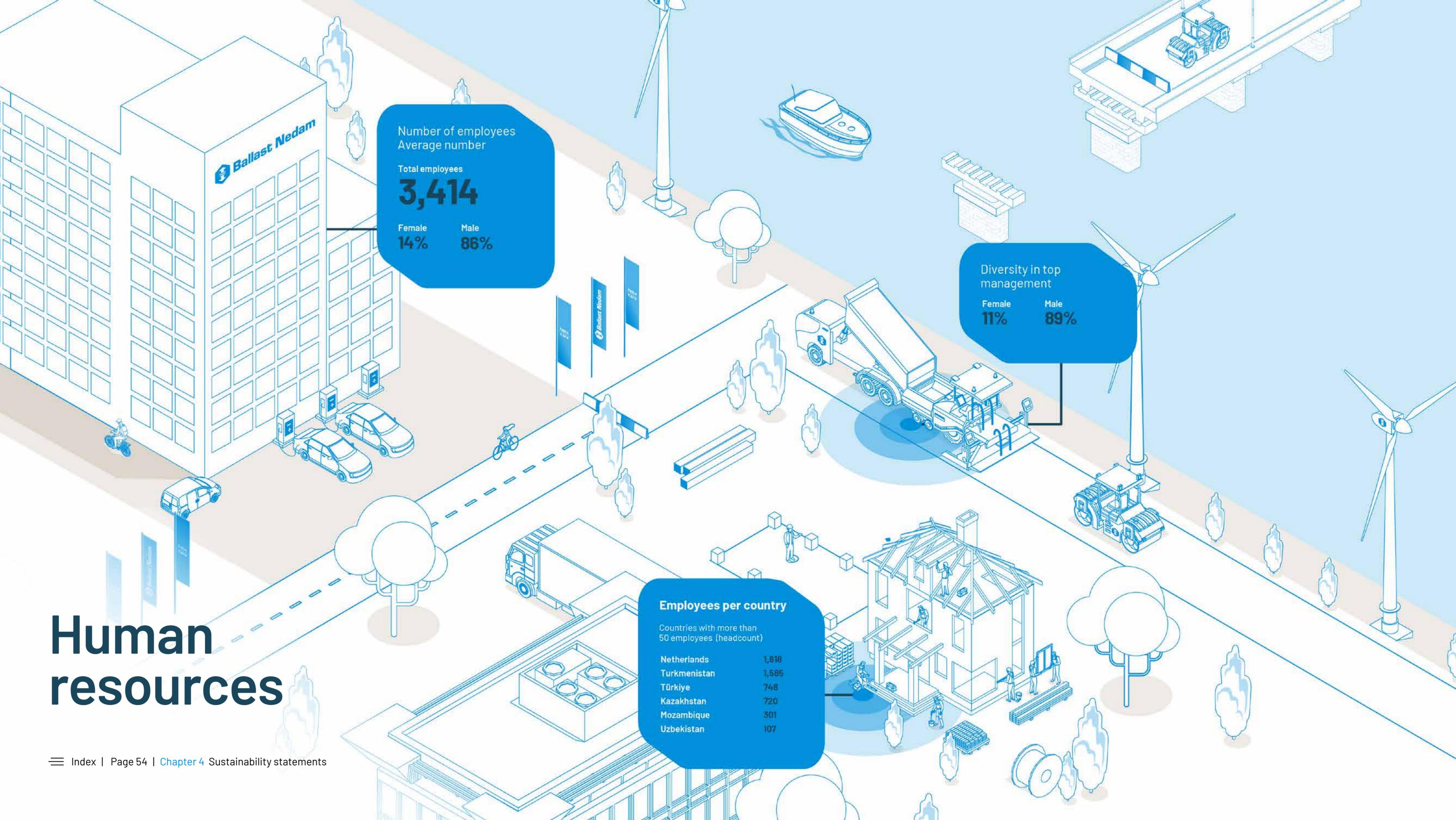
The rate of recordable work-related accidents for our own workforce (TRIFR) has decreased to 4.98 (2024: 5.16). This reduction is driven by a relatively larger increase in hours worked than in total recordable work-related accidents, with the growth in worked hours fully attributable to our international activities. The worked hours in the Netherlands remained stable.

Number and days lost to work-related injuries and fatalities from work-related accidents, work-related ill health and fatalities from ill health related to own workforce

The number of days lost decreased to 464 (2024: 600), reflecting our increased focus on High Potential incidents and resulting in fewer long-duration absences. To sustain this downward trend, we will continue to use Incident Review Panels to analyse incidents and drive improvements in safety performance. Conversely, smaller incidents (Medical Treatment Cases) increased to 59 (2024: 31). Although these do not affect the total number of days lost, they show that we cannot neglect the fundamentals of a safe working environment. Addressing and emphasising safe practices in hazard identification, access and egress, ladder safety, housekeeping, the safe use of power and hand tools and manual handling is essential to ensuring workplaces are free from bodily harm and injury. It is vital that our workforce is actively included in this process, empowered to speak up, intervene and correct unsafe conditions. By fostering a culture of care, we aim to enhance our safety standards.

S1-14 Health and Safety

ESRS ID	Indicator	Unit	Actual	Previous
			2025	2024
S1-14_01	The percentage of people in its own workforce who are covered by the undertaking's health and safety management system based on legal requirements and/or recognised standards or guidelines	%	100	100
S1-14_02	Number of fatalities in <u>own workforce</u> as result of work-related injuries and work-related ill health	#	0	1
S1-14_03	Number of fatalities as result of work-related injuries and work-related ill health of <u>other workers</u> working on undertaking's sites	#	0	0
S1-14_04	Number of recordable work-related accidents for own workforce	#	123	82
S1-14_05	Rate of recordable work-related accidents for own workforce (TRIFR)	#	4.98	5.16
S1-14_06	Number of cases of recordable work-related ill health of own employees	#	0	0
S1-14_07	Number of days lost to work-related injuries and fatalities from work-related accidents, work-related ill health and fatalities from ill health related to own workforce	#	464	600



Number of employees
Average number

Total employees
3,414

Female **14%** Male **86%**

Diversity in top management

Female **11%** Male **89%**

Employees per country

Countries with more than 50 employees (headcount)

Netherlands	1,618
Turkmenistan	1,585
Türkiye	748
Kazakhstan	720
Mozambique	301
Uzbekistan	107

Human resources

4.6 Human resources

4.6.1 Strategy and vision

Our people are the cornerstone of our success. They are our most valuable asset, driving the achievements and milestones we reach as a company. We are committed to being an employer of choice and are continuously working towards creating a diverse, healthy, and safe working environment. We encourage our employees to bring their authentic selves to work and to make the most of every day. This commitment not only fosters a supportive and inclusive culture but also empowers our teams to excel and innovate, ensuring that we remain at the forefront of our industry.

4.6.2 Impacts, risks and opportunities management

The Dutch labour market in the construction sector remained structurally tight in 2025. Ongoing shortages of qualified professionals, combined with demographic developments and a continued mismatch between labour demand and supply, increase the risk of not having sufficient capacity and expertise to deliver on current and future projects. While market conditions and project pipelines fluctuate, the challenge of attracting and retaining skilled people has become a long term reality for the sector. Our stakeholders increasingly emphasise job conditions, company culture, career opportunities, and continuous personal and professional development as key drivers for sustainable workforce availability and successful project execution. In this context, strengthening our position as an employer of choice remains essential to ensuring continuity, quality and longterm value creation.

As an employer, we have a large influence on the level of job satisfaction, and therefore the wellbeing of our employees every day. The role of managers specifically in this is very significant. Actively focusing

on leadership development, equality, equity, and diversity in our workforce ensures that everyone has access to learning and development opportunities.

The transition to a greener, climate-neutral economy creates new types of projects and jobs. Our finished projects will feature more installations and will become increasingly smarter with ICT monitoring and control systems. To achieve this, we continue to collaborate closely with partners while simultaneously expanding our own expertise. This approach allows us to engage in meaningful dialogue on an equal footing and to independently manage the associated opportunities and risks.

Policies related to own workforce (S1-1)

Our workforce is composed of our own employees, supplemented by self-employed specialists and temporary workers. On our construction sites we also collaborate with subcontractors who we consider part of our own workforce as non-employees. Through our HSE policy, we can influence and enhance safety standards for the broader workforce.

In the Netherlands, all employees are subject to a Collective Labour Agreement (CLA), ensuring consistent and fair working conditions. In our non-Dutch-based operations, we follow local labour laws. Contracts with subcontractors, self-employed workers, and other third parties are governed by country-specific laws, supporting employment practice standards and legal compliance across locations and worker types.

Our HR policy ensures compliance with laws and regulations and includes measures to create a healthy, safe, and welcoming working environment to attract, retain, and develop a sufficiently qualified workforce.

Key policy measures include:

- Our employer brand and value proposition “Our challenge. Your playing field.” to attract the right people;
- The ‘Challenge2Connect’ referral programme to stimulate sourcing talent from personal networks;
- Campus recruitment, where we focus on internships and retention;
- Our new Learning Management System (LMS) to provide consistent and structural learning and development opportunities;
- Periodic occupational health examinations (voluntary) for all our employees to support them in living a healthy life;
- Company doctors at our different locations and additional focus through an HR Vitality & Wellbeing expert;
- Development of a new performance review and succession planning philosophy and system to be launched in 2026;
- Policies and procedures that enable employees to raise concerns safely and compliantly without risks of retaliation.

Engagement with own workforce (S1-2)

We engage with our workforce through HR leadership and business-aligned HR support. Our HR Director leads the human resources policy, supported by HR business partners who implement the policy and provide HR support across all business units. HR business partners meet frequently with functional and operational managers to ensure HR support aligns with business needs. We also use our quarterly business review to monitor and discuss essential HR data points and practices, enabling continuous improvement and alignment with our strategic goals.

In addition, we strengthen engagement through leadership development and learning activities that support open communication and trust between people and teams. Our LMS “Grow” is an example of recent investments to support development and engagement through online and in-person training. This is complemented by workforce surveys, such as our Building Balance survey described in S1-4 on [page 49](#) and the yearly Employee Net Promotor Score (eNPS) survey, and leadership events. Insights are used to prioritise actions in recruitment, development and wellbeing.

Remediation processes and channels for raising concerns (S1-3)

We aim to support employee wellbeing and address issues early through preventive health and wellbeing measures and accessible occupational support, as described in S1-1. These measures help identify needs and support timely interventions. We also maintain policies and procedures so people can raise concerns. Refer to [4.7 Responsible Business Conduct](#) for more information on our channels to raise concerns.

Actions to manage material impacts, risks and opportunities and how we monitor effectiveness (S1-4)

[Learning and development](#)

In 2024, we selected a Learning Management System to facilitate self-paced learning and provide employees with accessible courses and resources, regardless of location. In Q3 2025, the LMS was launched alongside “Grow”, our movement focused on growing careers, skills and our people. This enables us to build capability and supports workforce readiness in a changing market.

In 2025 and beyond, our Learning and Development Manager will continue to work with managers to identify skill gaps and translate these into targeted training plans aligned with our business objectives. We will continue to expand and professionalise training content for our own employees and, where relevant, external employees, supported by sustainable partnerships with external training providers. We monitor effectiveness through LMS usage and learning insights, combined with periodic review of capability needs with managers as part of our regular HR governance and review cycle.

Haitsma Beton is one of Ballast Nedam’s companies actively contributing to the social sustainability of the construction sector through participation in a sector-wide partnership focused on vocational education. Together with several precast concrete companies and Werk Academie, Haitsma co-developed a two-year work-based vocational training programme for concrete carpenters that combines paid employment with practice-based learning. This collaborative approach strengthens the inflow of skilled technical professionals, supports regional employment opportunities and ensures that industry-specific knowledge is transferred to the next generation. Through initiatives such as this, the partnership contributes to a resilient labour market and the long term continuity and quality of the precast construction sector.

[Health and wellbeing - Building Balance](#)

We believe prevention is the most effective way to support longterm employability. To reinforce our focus on this matter we have expanded our HR workforce with a Health & Wellbeing advisor. By closely monitoring

employee wellbeing and understanding employees’ needs and ambitions, we aim to intervene early and strengthen sustainable performance in close collaboration with our key stakeholder groups.

In 2024, we launched the Building Balance programme to gain insight into drivers of emotional, occupational, physical, and social wellbeing of our employees. Based on outcomes of the programme, tailored action plans are being developed to address the key drivers of mental and physical wellbeing.

In addition to the follow-up of Building Balance we will put strong focus on preventive measures such as preventive health checks (PAGO DIA), training & awareness campaigns focused on health & wellbeing for both managers and employees and reinforcing our partnerships with our external partners.

[Diversity](#)

We are committed to embracing individuals of all races, genders, ages, ethnicities, national origins, disabilities, and sexual orientations. We take pride in our diverse workforce, which we view as a cornerstone of our success and a reflection of our commitment to social responsibility.

Our focus includes understanding and supporting the different generations in our workforce, building mutual understanding and tailoring HR practices to their specific needs and wishes. This supports a dynamic, innovative, successful and future-proof work environment.

4.6.3 Targets (S1-5)

S1-5 Targets

ESRS ID	Indicator	Unit	Targets				
			Actual	Previous	Short term	Short term	Medium term
			2025	2024	2025	2026	2030
	Employee Net Promotor Scope (eNPS)	#	0	-	Baseline	+5%	+5%
S1-9_02	Diversity F/M in top management level	%	11/89	10/90	18/82	14/86	20/80

In 2025, we conducted our eNPS survey for the first time. The eNPS is measured on a scale from -100 to +100, divided into several categories. Our baseline score of 0 provides us with a clear starting point to better understand how our employees experience working within our organisation. We view this starting point as the foundation for continuous improvement. Our ambition is to achieve year-on-year progress by actively listening to employee feedback and translating insights into tangible actions. For 2026, we have set a target of achieving an eNPS of +5%. In doing so, we remain committed to fostering a supportive, inclusive and engaging work environment where our people feel valued, can perform at their best and have opportunities to grow together with the organisation.

We aim to improve our HR performance continuously and measure our performance using internal metrics such as employee turnover, absenteeism and retention of interns and trainees. These metrics are discussed with our business units and reported to management each quarter. We keep track of our female representation in our Board of Management, business unit, and staff management. We aim to have at least 30% female representation in our top management by 2030 and are committed to increasing both the inflow and promotion of women into management positions.



4.6.3 Metrics

Reporting principles and assumptions – Own workforce

Our workforce comprises our own employees and non-employees including self-employed specialists, temporary workers and subcontractors. Employee-related disclosures in this section primarily relate to our own employees; non-employees are reported separately where relevant. The disclosures do not cover other workers in the value chain. Workforce metrics are reported for the calendar year. Percentages used in this chapter are calculated based on headcount, absolute figures are also presented in headcount at year-end unless stated otherwise.

Own employees are defined as people with an active employment contract with Ballast Nedam or one of our subsidiaries. These include regular employees, trainees and persons on secondment. Interns are not included as own employees as the applicable agreement type does not constitute an employment contract. The number of own employees is extracted from our HR systems. The average number of employees is calculated as the average of the number of employees at the end of each month.

Employee turnover figures include employees that left voluntarily, due to dismissal, retirement, or death in service. Internal transfers are not included in the turnover calculation.

The number of non-employees is expressed in FTE and is calculated by dividing the total hours that non-employees worked on our construction sites by a standard number of working hours for a full-time employee. The total hours worked for non-employees is estimated via the same ratios applied for determining our safety figures. Therefore, non-employee FTE figures are subject to estimation uncertainty.

Diversity figures for top management relate to our own employees only. As of 2025, the classification of employees into top management is based on our internal pay-scale structure as recorded in our HR systems. Top management is defined as employees above pay scale 12, or (for our International business line) level 2 employees. We have recalculated the absolute and relative figures for this. Gender categories are based on our HR records.

Characteristics of our (non-)employees (S1-6, S1-7)

Our total number of employees totals 5,193 at year-end (2024: 3,166), representing an increase of 64% compared to last year. This is the result of the expansion of our organisation, both nationally and internationally. Employee turnover increased to 61% (2024: 51%). This is particularly affected by our foreign operations. In countries like Uzbekistan and Kazakhstan, people are working on active projects, and they leave the company when their project is finished. Because of this, we see quite a large turnover for Ballast Nedam as a whole.

S1-6/S1-7 Characteristics of (non-)employees

ESRS ID	Indicator	Unit	Actual	
			2025	2024
Total				
S1-6_02	Male	headcount	4,612	2,802
	Female	headcount	581	364
	Other	headcount	0	0
	Total number of employees	headcount	5,193	3,166
S1-6_03	Male	headcount	2,951	2,611
	Female	headcount	463	378
	Other	headcount	0	0
	Total average number of employees	headcount	3,414	2,989
Per country (≥50)				
S1-6_05	Number of employees Netherlands	headcount	1,618	1,515
	Number of employees Türkiye	headcount	748	208
	Number of employees Turkmenistan	headcount	1,585	153
	Number of employees Uzbekistan	headcount	107	1,107
	Number of employees Kazakhstan	headcount	720	65
	Number of employees Mozambique	headcount	301	0
S1-6_06	Average number of employees Netherlands	headcount	1,599	1,601
	Average number of employees Türkiye	headcount	456	300
	Average number of employees Turkmenistan	headcount	589	175
	Average number of employees Uzbekistan	headcount	281	760
	Average number of employees Kazakhstan	headcount	300	24
	Average number of employees Mozambique	headcount	63	0

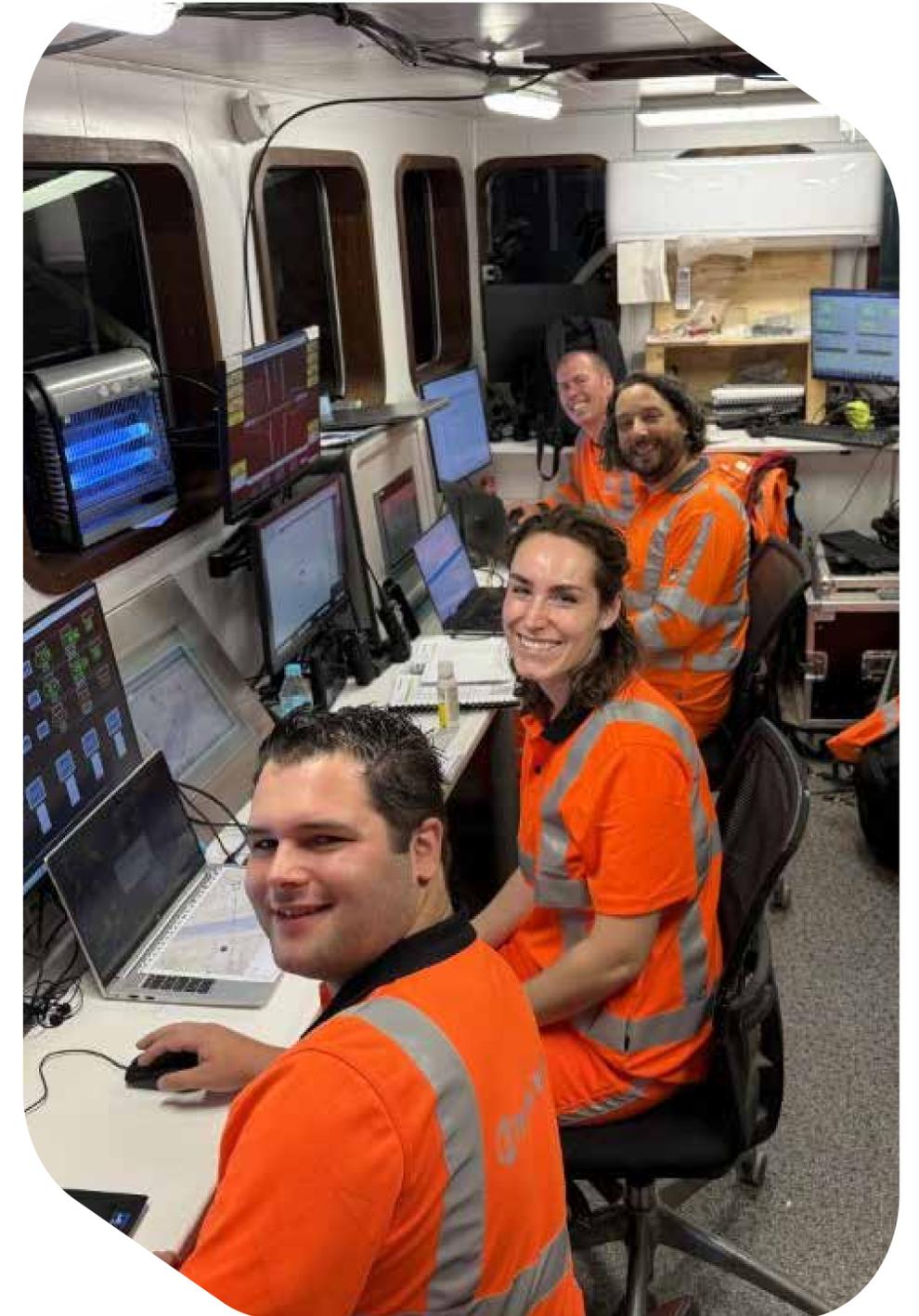
ESRS ID	Indicator	Unit	Actual	
			2025	2024
Per contract type				
S1-6_07	Male	headcount	4,469	2,689
	Female	headcount	537	335
	Other	headcount	0	0
	Total permanent employees	headcount	5,006	3,024
	Male	headcount	143	113
	Female	headcount	44	29
	Other	headcount	0	0
	Total temporary employees	headcount	187	142
Total non-guaranteed hours employees	headcount	0	0	
Turnover				
S1-6_11	Employees who left	headcount	2,081	1,536
S1-6_12	Employee turnover	%	61%	51%
Non-employees				
S1-7_01	Total non-employees	FTE	6,763	5,145

S1-9 Diversity metrics

ESRS ID	Indicator	Unit	Actual	Previous
			2025	2024
Diversity in top management level				
S1-9_01	Top management level Male	headcount	158	165*
S1-9_02		%	89%	90%
S1-9_01	Top management level Female	headcount	19	19*
S1-9_02		%	11%	10%
Age distribution				
S1-9_03	Employees under 30 years old	headcount	1,084	705
		%	21%	22%
S1-9_04	Employees between 30 and 50 years old	headcount	3,068	1,678
		%	59%	53%
S1-9_05	Employees over 50 years old	headcount	1,041	783
		%	20%	25%

* Recalculated comparative figures to reflect the change in methodology as of 2025, as described in Reporting principles and assumptions – Own workforce on [page 58](#)

Our current female/male ratio in top management is 11%/89% (2024: 10%/90%). Although this is an improvement over previous years, we see that additional effort is still needed. For our measures we refer to [5.1.8 Diversity policy](#) with regard to the composition of the Board of Management, Supervisory Board and Top management.



Immersed tunnel - Basrah, Iraq

4.7 Responsible business conduct

4.7.1 Strategy and vision

At Ballast Nedam, we uphold norms, values, and ethical behaviour as the foundation of our corporate culture. We are committed to acting as a responsible corporate citizen, ensuring that our operations contribute positively to society and the environment. We strive to act with integrity and lead by example in sustainable and ethical practices, fostering long term value for our stakeholders.

Control, transparency and consistency are fundamental to business processes across all of the Ballast Nedam organisation. These terms also form the basis for our Code of Conduct and its various sub-codes. Through our governance structure, we aim to prevent incidents of corruption and bribery at all levels of the organisation. Should any incidents arise, we take appropriate action, apply the lessons learnt and communicate openly.

4.7.2 Impacts, risks and opportunities management

Recent developments in ESG legislation and associated directives have introduced more stringent requirements for responsible business conduct. This has increased the focus on safeguarding social sustainability and the need for more robust due diligence processes to analyse, identify and mitigate risks. Ballast Nedam often operates as the main contractor in the construction and infrastructure sector and is subject to specific laws and regulations. In collaboration with our industry peers, we continuously work to ensure compliance with evolving requirements. This includes analysing our operating context from a social perspective and identifying associated impacts, risks and

opportunities. These insights inform targeted policy interventions aimed at strengthening social sustainability and improving responsible business conduct.

Operating in multiple countries with diverse regulatory environments and cultural contexts introduces additional risks, such as non-compliance, corruption, and bribery. These risks could adversely affect our reputation and client relationships.

The Board of Management, accountable to the Supervisory Board, together with business unit management, ensures that our operations align with our commitment to ethical and sustainable practices. Clear business conduct guidelines are in place, and employees are made aware of these guidelines and expected to apply them consistently. In addition, we foster a culture where employees feel supported to act in accordance with these principles and are encouraged to speak up if they encounter misconduct.

Policy measures

Ballast Nedam has established comprehensive policies on responsible business conduct, which are accessible to all employees and non-employees via our intranet and website. These include the Anti-Bribery and Corruption Policy, prepared in accordance with internationally recognised standards such as the United Nations Convention against Corruption, as well as the Gifts and Invitations Policy, Donations and Sponsorships Policy, and the Reporting (Whistleblowing) Policy.



Our commitment extends to our international operations, where we adhere to globally recognised human rights frameworks, including the Universal Declaration of Human Rights, the UN Guiding Principles on Business and Human Rights, the UN Global Compact, the ILO Declaration on Fundamental Principles and Rights, and the OECD Guidelines for Multinational Enterprises on Responsible Business Conduct. Ballast Nedam has also endorsed the IFC Performance Standards of the World Bank Group.

We continuously evaluate our corporate culture and the implementation of these policies through employee feedback, training programmes, risk assessments, and ongoing review processes.

Policies such as the Code of Conduct, its sub-codes, Take Care and CSR policy supported by training initiatives (workshops, Toolbox sessions, and e-learning modules) raise awareness on the following topics:

- Core values
- Human rights
- Occupational health and safety
- Corporate social responsibility
- Unacceptable behaviour
- Anti-corruption, anti-bribery and anti-money laundering
- Gifts and invitations
- Donations and sponsorships
- Conflicts of interest and related-party transactions
- Sanctions and export controls
- Whistleblowing
- Fair competition
- Privacy

G1-1 Business conduct policies and corporate culture

The Compliance, Corporate Social Responsibility (CSR), Legal, Human Resources (HR), Health and Safety (HSE), Finance, Procurement, and Internal Control departments support the Board of Management in promoting and monitoring our corporate culture and ensuring compliance with laws and regulations.

Policies, procedures, and training programmes are in place to ensure that all employees, including administrative, management, and members of supervisory bodies, understand the company's zero-tolerance approach to unethical practices and apply risk mitigation measures, particularly for in functions identified as high risk. We define functions at high risk as roles or departments whose activities, decision-making authority, or external interactions expose them to an increased likelihood of corruption or bribery incidents. Upon joining Ballast Nedam, employees confirm that they have read and understood the Code of Conduct and its sub-codes.

Ballast Nedam encourages employees to raise concerns and report any violations of laws or internal policies to the Board of Management, the Compliance Department, or through the whistleblowing hotline. All reports are handled confidentially, and whistleblowers are protected under our Whistleblower Policy. We maintain a zero-tolerance stance towards retaliation or violations of this policy.

Grievance channels are clearly communicated during employee onboarding, reinforced through ongoing reminders, and easily accessible via the intranet and our website. Reporting options include the whistleblowing hotline, e-mail, or direct contact with the Compliance Department. Confidentiality and anti-retaliation guidelines foster a safe

environment for reporting concerns. Depending on the sensitivity of the matter, the Board of Management decides whether an investigation will be started by the Compliance Department or an independent external specialist.

G1-2 Management of relationships with suppliers

We recognise that strong partnerships with supply chain members are essential to improving business operations, achieving sustainability goals, and creating shared opportunities. Collaboration based on honesty, respect, transparency, and clear contractual agreements is fundamental. In the coming years, we will further strengthen these relationships and emphasise shared responsibility for sustainability across our supply chain.

Before entering into agreements with new suppliers or contractors, Ballast Nedam conducts third-party due diligence. This process provides insight into who the counterparty's background, including check for sanctions, adverse media, country-specific risks (such as slavery or forced labour), and other compliance concerns (including corruption, bribery, or money laundering).

Through our general terms and conditions, CSR policy, and Supplier and Subcontractor Code of Conduct, we provide a clear framework for all transactions and interactions within the supply chain and encourage ethical behaviour and sustainable practices. The Supplier and Subcontractor Code of Conduct forms an integral part of contractual agreements.

G1-3 Prevention and detection of corruption and bribery

Preventing and detecting corruption and bribery begins with identifying risk areas in our operations. The Compliance Department periodically updates the Fraud Risk Framework, mapping all relevant risks and implementing mitigating actions. Updates are reported to the Board of Management to ensure oversight and accountability.

Awareness and adherence to policies are critical. Through our Code of Conduct, the sub-code Anti-Corruption Policy, training programmes (workshops, toolbox sessions, e-learnings), and the speak-up line (Whistleblowing Policy), we promote awareness and provide channels for reporting any non-compliance related to corruption or bribery.

Mitigating controls for risks of corruption and bribery include preventive measures such as third-party due diligence, detection mechanisms like a confidential whistleblowing system, and responsive actions including thorough investigations and disciplinary measures.

Investigations are conducted independently of the chain of business management involved, as the Compliance Department reports directly to the Board of Management and Supervisory Board. This ensures that individuals with potential conflicts of interest are excluded from the process. This guarantees objectivity and impartiality in handling allegations of corruption or bribery.

G1-5 Political influence and lobbying activities

Ballast Nedam does not engage in lobbying activities. We have no representatives responsible for overseeing political influence or lobbying activities and have not made any financial or in-kind political contributions. Political contributions are strictly prohibited under our compliance policies.

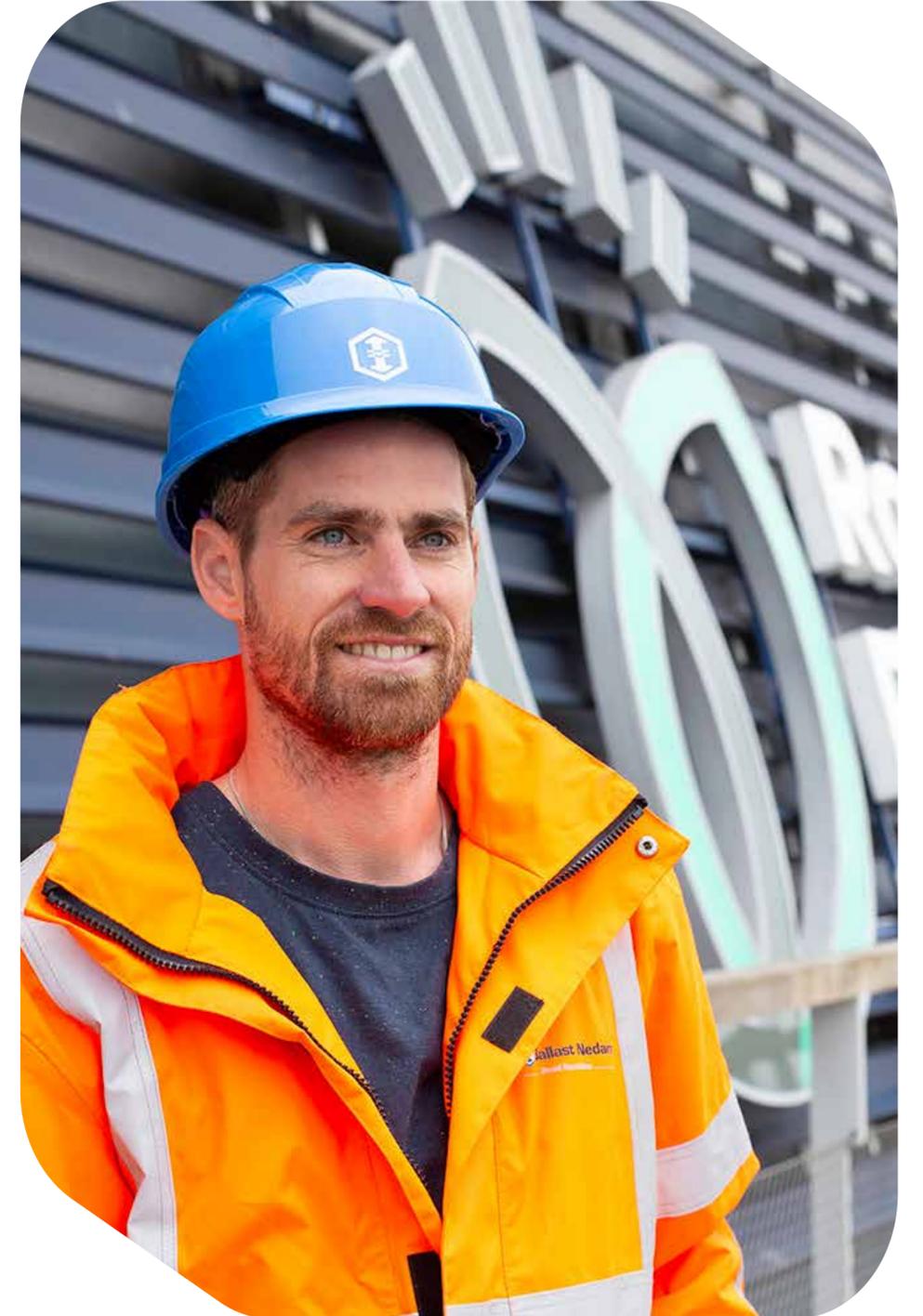
4.7.3 Metrics

G1-4 Incidents of corruption or bribery

In 2025 there were no convictions or fines (2024: none) for violation of anti-corruption and anti-bribery laws.

S1-17 Incidents, complaints and severe human rights impacts

In 2025 there were no severe human rights incidents (2024: none). There were three (2024: seven) complaints or notifications of grievance. All of the complaints and notifications were reviewed and investigations were closed. There were no fines, penalties or compensation for damages as a result of the complaints and notifications.



Chapter5

Governance



Governance

5.1 Management and control structure

5.1.1 Introduction

Governance at Ballast Nedam is based on a limited structure regime. Ballast Nedam has a Supervisory Board and a Board of Management. The Board of Management requires Supervisory Board approval for certain important decisions.

The Board of Management also requires the approval of the General Meeting for, among other things, important changes in the identity or character of the company or the business. The remuneration of members of the Supervisory Board (if any) and the Board of Management is commensurate with their terms of office ([see section 6.6.33](#) for further details). The remuneration of members of the Board of Management consists of a fixed salary component and a variable, discretionary bonus component, which also depends on KPIs, some of which are related to ESG matters ([see also section 4.1.2](#)).

5.1.2 Managerial and legal structure

Ballast Nedam's managerial structure is composed of two divisions: Ballast Nedam Construction and Ballast Nedam Development. The Construction division comprises the subdivisions Building Netherlands, Infrastructure, Industry and Energy and International. These subdivisions are each further divided into business units ([see section 2.3 Organisational structure](#)).

In addition, Ballast Nedam's organisation includes several shared services that support the various business units, such as Health, Safety and Environment (HSE), Quality Assurance and Quality Control (QAQC), Human Resources, Insurance, Legal, Finance, Corporate Social Responsibility, Digital Transformation & Innovation, and Compliance.

Ballast Nedam N.V. and each (intermediate) holding company within the Group has several direct and indirect subsidiaries, joint operations, associates and joint ventures. For more information about the direct and indirect subsidiaries, [see section 6.6.33](#) for an overview of joint operations, associates and joint ventures. A full list of the subsidiaries included in the consolidation has been filed with the Trade Register at the offices of the Dutch Chamber of Commerce in Utrecht.

5.1.3 Board of Management

The Board of Management manages the company and is responsible for the Group's objectives, strategy and policy, as well as all results obtained. The Board considers the interests of the company and its stakeholders when adopting its resolutions, as well as the impact of its decisions on human, intellectual, social, natural, manufactured, and financial capital. The General Meeting appoints members of the Board of Management, whether or not upon nomination by the Supervisory Board. Also, the General Meeting may suspend or dismiss members of the Board of Management. If it intends to remove a member of the Board of

Management from office, the General Meeting will give the member the opportunity to account for themselves to the General Meeting.

The Board of Management Regulations contain further rules on the allocation of tasks and working methods of the Board of Management and on its dealings with the Supervisory Board, the General Meeting, the Central Works Council and the independent auditor. These regulations can be found at our website.

Mr A.K. Sağlam has tendered his resignation as Board member and Chief Executive Officer as per 1 February 2026. He has agreed to take on a position within Rönnesans Holding, Ballast Nedam's ultimate parent company. Subsequently, Mr E. van Zuthem has been appointed as the new Chief Executive Officer of Ballast Nedam by the General Meeting as per 1 February 2026.

Following the resignation of Mr A.K. Sağlam, the Board of Management consists of a group of six Board Members. The composition of the Board of Management is currently as follows:

Board of Management



E. van Zuthem
(Chief Executive Officer
from 1 February 2026)

Mr Eric van Zuthem was born in 1968. He is a Dutch national. He was appointed as Chief Executive Officer of Ballast Nedam's Construction division and Chief Executive Officer of Ballast Nedam N.V. as of 1 February 2026. He is overall responsible for Ballast Nedam's strategy, as well as for the operations of all the business units within Construction.

He completed his civil engineering degree at the University of New Hampshire, USA. Before joining Ballast Nedam, Mr Van Zuthem was a management board member of Royal BAM Group and the CEO of BAM International. As of 10 January 2022, he was appointed to the Board of Management for an indefinite term of office.



H. Koçak
(Chief Financial Officer)

Mr Hayrettin Koçak was born in 1981. He is both a Turkish and Dutch national and resident of the Netherlands. Mr Koçak was appointed Chief Financial Officer (CFO) as of 2 January 2017. He focuses on financial matters insofar as they relate to Ballast Nedam as a whole, with the financial control and financial services departments reporting to him.

Moreover, before joining Ballast Nedam, Mr Koçak has fulfilled several CFO-roles within the Rönesans group. He received his degree in economics from the Middle East Technical University in Ankara in 2004. In the General Meeting of 23 June 2017, Mr Koçak was appointed to the Board of Management for an indefinite term of office.



N.P.A. Doodeman

Mr Niels Doodeman was born in 1968. He is a Dutch national. Within the Board of Management he is responsible for the subdivision Building Netherlands, which consists of the regional businesses of Ballast Nedam. These include Ballast Nedam West, Hurks, Heddes Bouw & Ontwikkeling, Ursem Modulaire Bouwsystemen and Laudy Groep.

Mr Doodeman began his career in 1990 at the West Frisian construction company Heddes, where he further advanced and completed multiple business and financial education programmes. He held various positions within the company and became Managing Director in 2011. As of 1 October 2023, he was appointed to the Board of Management for an indefinite term of office.

Board of Management



O.P. Padberg

Mr Olav Padberg was born in 1972. He is a Dutch national. Within the Board of Management, Mr Padberg is responsible for, among other things, compliance, insurance, and legal matters concerning Ballast Nedam as a whole. Mr Padberg started his career at Ballast Nedam in 2007. In 2011, he was appointed Legal Director of Ballast Nedam N.V. and Compliance Officer of the Ballast Nedam Pension Fund. Mr Padberg received his master's degree in law from Erasmus University Rotterdam. In the General Meeting of 23 June 2017, Mr Padberg was appointed to the Board of Management for an indefinite term of office.



M.R. van den Hoonard

Mr Michael van den Hoonard was born in 1968. He is a Dutch national. Within the Board of Management he is responsible for the Ballast Nedam Infrastructure subdivision, which comprises the Regional Infra, Wind & Marine, Large Infra, and Infra Technologies business units. Mr Van den Hoonard studied Civil Engineering at the Utrecht University of Applied Sciences and Business Administration at Nyenrode University. From 1992 to 2010, he worked at BAM International, where he gained extensive international experience. Mr. van den Hoonard then held various management positions in the Netherlands, including, in recent years, the role of Managing Director of Infrastructure Projects at BAM. As of 10 November 2025, he was appointed to the Board of Management for an indefinite term of office.



S.R. Lefevre

Mr Sander Lefevre was born in 1973. He is a Dutch national. As a member of the Board of Management, Mr Lefevre focuses primarily on the strategic relationship with Rijkswaterstaat (RWS), including close involvement in the A27 project. He plays a key role in further developing the Infrastructure strategy, focusing on broader client partnerships and new infrastructure projects in the Netherlands. He has held several management positions within Ballast Nedam since 2006, including Director of Ballast Nedam Infra Projects. After obtaining his master's degree in civil engineering at Delft University of Technology, Mr Lefevre began his career in 1998 as a project manager at Royal Haskoning DHV. Mr Lefevre was first appointed to the Board of Management for a four-year term on 17 May 2016. On 19 March 2020, this was converted into an indefinite term of office.

5.1.4 Tender Committees

As explained in [section 5.4.2](#), projects are discussed and approved by a Tender Committee based on the thresholds defined in the Ballast Nedam Authorisation Matrix (BN AM). The composition of the relevant Tender Committee differs and depends on the size and risk profile of the tender at hand. For larger projects or ones with a higher risk profile, the full Board of Management constitutes the Tender Committee (plus certain other individuals as further explained below), and matters may even be escalated to a tender committee within Rönésans Holding based on the procedure defined by Rönésans Holding. For smaller projects, i.e. ones with a lower risk profile, the Tender Committee consists of one or more members of the Board of Management as addressed in the BN AM. In addition to members of the Board of Management, members of the Tender & Operational Risk Management (with knowledge of the operational and financial aspects of projects) are also part of the Tender Committee and – depending on the topic at hand – other participants will be invited as well, such as legal counsel, contract managers, or insurance employees.



5.1.5 Supervisory Board

The Supervisory Board supervises the policy of the Board of Management and the affairs of the company and its business and supports the Board of Management with advice. The Supervisory Board performs its tasks while keeping the interests of Ballast Nedam N.V. and the associated business in mind. The Board of Management informs the Supervisory Board in writing at least once a year about the main features of the strategic policy, as well as the general and financial risks and management and control systems of the company, which include strategy and policies in the field of CSR in practice. The Board of Management provides these updates during every meeting of the Supervisory Board and also updates individual members of the Supervisory Board bilaterally outside of formal meetings.

The General Meeting determines the number of members on the Supervisory Board, which has a minimum of three seats. In principle, the General Meeting appoints the members upon nomination by the Supervisory Board. For one-third of the members, the Supervisory Board nominates a person recommended by the company's Central Works Council (representing the interests of the employees), unless the Supervisory Board objects to the recommendation because there are doubts regarding the person's ability to perform the duties of a Supervisory Board member or because, if the appointment is made as recommended, the Supervisory Board will not be duly composed. A member of the Supervisory Board cannot be (a) an employee of the company, (b) an employee of a dependent company, or (c) a Board Member or employee of a worker's organisation which is usually involved in determining the terms of employment of persons referred to under (a) and (b).

The Supervisory Board determines a profile for its size and composition, taking into account the nature of the enterprise of Ballast Nedam, its activities, and the desired expertise and background of the members of the Supervisory Board. Various factors are taken into account in the selection of potential new members of the Supervisory Board, including gender, knowledge of the Dutch and international construction sector, the Dutch political landscape, and financial experience and background.

As described elsewhere in this Annual Report, Ballast Nedam is a proud member of the Rönésans Holding group, a family-owned company. Currently, two out of three Supervisory Board members also hold management and supervisory positions with other related parties. Pursuant to Ballast Nedam's articles of association, a Supervisory Board member may not take part in a discussion and/or decision-making on a subject or transaction in relation to which that member has a direct or indirect personal interest that conflicts with the interest of the company and its business enterprise. If, in such event, a resolution cannot be adopted by the Supervisory Board, then it will be adopted by the General Meeting.

The General Meeting may abandon its confidence in the Supervisory Board after following the appropriate statutory procedure and the company's articles of association.

Supervisory Board

The Supervisory Board consists of three members (of which one-third is considered independent): Ms. İ. Ilıcak Kayaalp, Mr Ö. Canbaşı and Mr P.R.H.M. van der Linden.

Ms İ. Ilıcak Kayaalp Chairperson

Ms İpek Ilıcak Kayaalp was born in 1978. She is a Turkish national. After working in the private sector as a finance professional, she joined the family business to add her experience and knowledge in 2006 as the Head of Treasury. Since 2014, she has acted as Chairperson of the Board of Directors of Rönesans Holding A.Ş. She also is a member of the Executive Board of various subsidiaries of the Rönesans Group and a member of the Rönesans Education Foundation. She was first appointed to the Supervisory Board of Ballast Nedam in 2015 for a four-year term, which was extended in November 2019. In April 2021 she briefly left her role as Chairperson, to return again on 4 May 2022. She was appointed for a four-year term.

Mr Ö. Canbaşı

Mr Özgür Canbaşı was born in 1973. He is a Turkish national. Mr Canbaşı joined Rönesans in 2009. He serves as a Board Member at Rönesans Holding A.Ş. and several other companies within the Rönesans Holding Group. Mr Canbaşı was a member of the Board of Management of Ballast Nedam from 2017 until 4 May 2022. On that date, he resigned as member of the Board of Management and was appointed to the Supervisory Board for a four-year term. His current term of office ends on 4 May 2026. Mr Canbaşı is the sole member of the Audit Committee.

Mr P.R.H.M. van der Linden

Mr René van der Linden was born in 1943. He is a Dutch national. Mr Van der Linden has extensive political experience and was a member of the First Chamber of the Dutch Parliament (1999-2015) and its chairman (2009-2011). He currently holds various positions at non-profit organisations. Mr Van der Linden was initially appointed to the Supervisory Board of Ballast Nedam on 26 February 2018, initially for a two-year term, which was subsequently extended until 26 February 2027.

5.1.6 Audit Committee

The Supervisory Board, within its field of responsibilities, established an Audit Committee which prepares the Supervisory Board for decision-making and advises the Supervisory Board on certain topics.

5.1.7 General Meeting

Rönesans Holding A.Ş., via Renaissance Construction B.V. as direct shareholder, has control of and holds 100% of the shares in Ballast Nedam N.V..

5.1.8 Diversity policy with regard to the composition of the Board of Management, Supervisory Board and top management

Ballast Nedam's diversity policy aims to ensure a broad representation across all levels of the company. This policy focuses not only on gender balance but also on cultural diversity and personal profile. Diversity strengthens team dynamics, promotes sound decision-making, fosters entrepreneurship and contributes to the continuity of the company.

This principle guides the composition of the Board of Management, the Supervisory Board, as well as the top management of our company. The objective is to achieve an optimal composition while meeting the applicable gender target figures under the Act on Gender Diversity. The policy is taken into account when filling vacancies in the Supervisory Board, the Board of Management, and the top management. For each vacancy, the appointing body assesses the required knowledge, experience and profile. All candidates who meet these criteria are included in the recruitment process.

Target numbers and current composition

Ballast Nedam applies a target percentage of at least 30% women and at least 30% men for both the Supervisory Board and the Board of Management, insofar these seats held by natural persons.

For the appointment of our top management, Ballast Nedam applies a short term target of 18% women, increasing to 30% by 2030.

Supervisory Board: As at 31 December 2025, one of the three members (33%) is female and two are male (67%). The target of at least 30% women and at least 30% men has been achieved.

Board of Management: As at 31 December 2025, all seven members are male (100%). The target of at least 30% women has not been met due to:

- One appointment in 2025 concerned a role requiring specific expertise in Dutch infrastructure project management.
- After assessing all qualified candidates, the Supervisory Board concluded that the appointed candidate best matched the required competencies and experience.
- No other vacancies arose in 2025.

Top management: As at 31 December 2025, 11% of the top management are women and 89% are men. The short term target of 18% women has not been achieved due to:

- The construction sector continues to face challenges in attracting women to senior operational and technical roles, particularly in infrastructure and building management positions requiring extensive field experience.

- The pipeline of women with the required experience remains limited, although talent initiatives introduced in recent years are expected to show results from 2026 onwards.

Measures to achieve diversity targets

To achieve our diversity targets, Ballast Nedam will focus on the following measures:

Recruitment and selection

- In cases of equal suitability, preference is given to the underrepresented gender.

Talent development

- Annual talent reviews to identify (female) high-potentials.
- Gender diversity incorporated in succession planning for all Board of Management and top management positions.

Monitoring

- Quarterly reporting to the Board of Management on gender diversity metrics.
- Annual review of progress by the Supervisory Board.

The Board of Management intends to strive for further gender diversity in recruitment and will take this into account, where candidates are equally suitable, into appointments at all levels off the company. Increasing the intake of women is essential to achieving the desired diversity, advancement, and target figures.

Reporting obligations

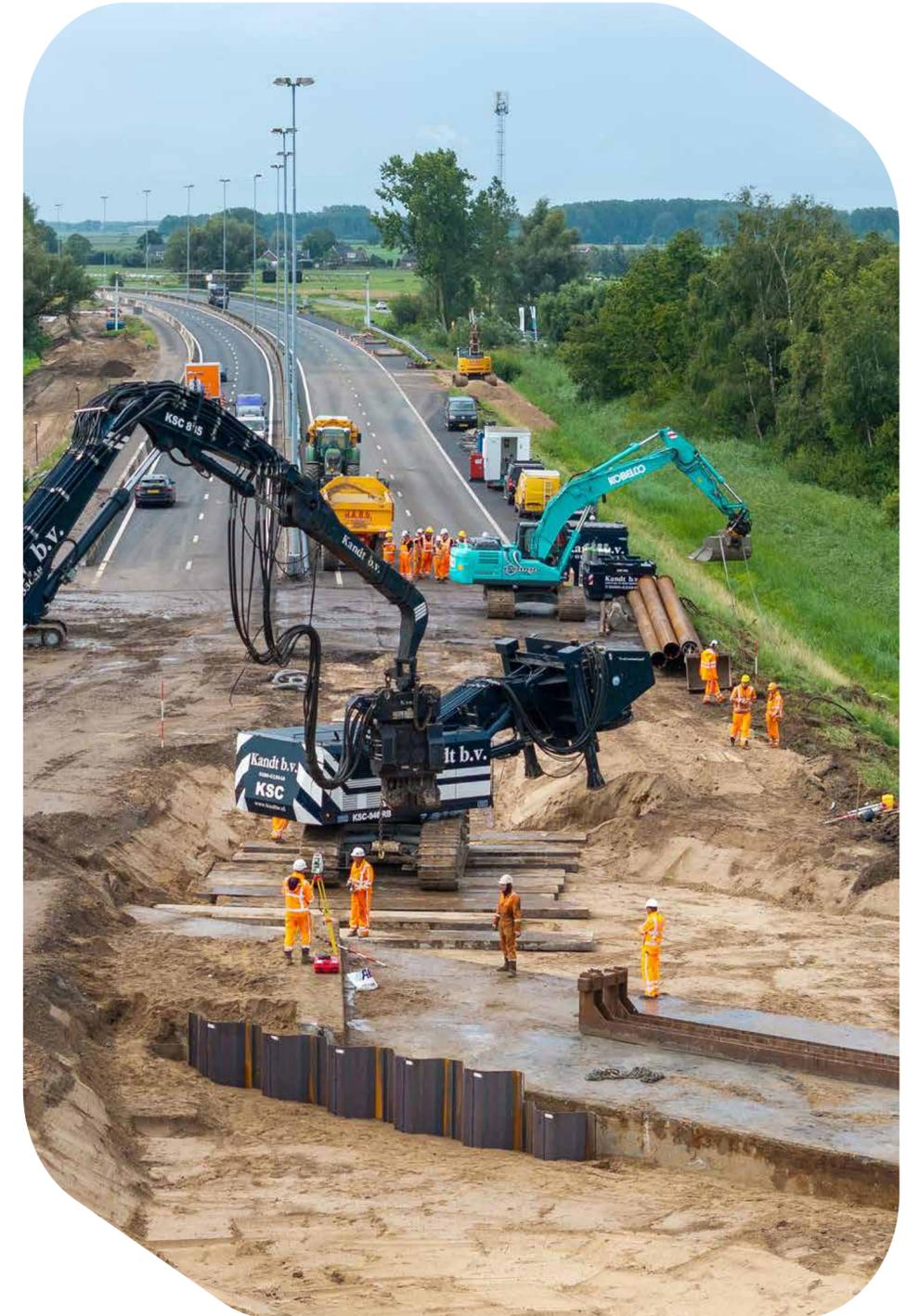
In accordance with article 2:166 paragraph 4 of the Dutch Civil Code, Ballast Nedam annually reports to the Sociaal-Economische Raad on the composition of the Board of Management, Supervisory Board and top management, the target figures, the plan to achieve these targets, and the reasons for any non-achievement. This report is submitted within ten months after the end of the financial year.

5.1.9 Annual report

The members of the Board of Management and the Supervisory Board are required by law to sign the company's annual accounts. They are also involved in reviewing the Annual Report – including the report's CSR and ESG disclosures – as the approval is scheduled in a Supervisory Board meeting attended by the external auditor. The Audit Committee discusses the Annual Report in more detail with the external auditor prior to and in preparation of the meeting of the Supervisory Board and shares its findings with the Supervisory Board.

Utrecht, 19 March 2026
Board of Management,

- E. van Zuthem
- H. Koçak
- O.P. Padberg
- S.R. Lefevre
- N.P.A. Doodeman
- M.R. van den Hoonard (from 10 November 2025)



A27 - Everdingen - Hooipolder

5.2 Independent statutory auditor

The Audit Committee and the Supervisory Board were involved in the appointment of the 2025 statutory independent auditor. The General Meeting ratified and approved the engagement to Deloitte Accountants B.V. to conduct an audit of the 2025 financial statements of the company. DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. in Türkiye is the auditor of Rönesans Holding A.Ş.'s 2025 annual financial statements.

The external independent auditor also attended the meetings of the Audit Committee and the Supervisory Board at which the annual figures were discussed, as well as several other meetings of the Audit Committee and the Supervisory Board. The external independent auditor reports to the Supervisory Board and the Board of Management and ultimately conveys his/her auditor's opinion to the General Meeting. Deloitte Accountants B.V. attends the Annual General Meeting in which the 2025 financial statements are discussed.

The Board of Management and the Audit Committee thoroughly assess the performance of the external independent auditor in their various duties at least once every four years.

The General Meeting is informed of the main conclusions of this assessment for its own assessment of the proposal to appoint an external independent auditor.



5.3 Report of the Supervisory Board

5.3.1 Introduction

The Supervisory Board discussed financial developments during its meetings in 2025. It also reviewed operations within the Group and market trends, using the various management reports and other information as input. Memoranda from the Board of Management were also discussed at the meetings, as were Board of Management decisions requiring the Supervisory Board's approval. Moreover, the Supervisory Board was also kept informed by e-mail and granted approvals for matters in writing. Major subjects in which the Supervisory Board was frequently involved or which the Supervisory Board discussed include the development of financial figures compared to the business plan, compliance, the status of major ongoing and potential projects, claims and material CSR and ESG matters, which include the consequences or considerations of its decisions on safety, human capital, the environment and other matters.

As part of its supervisory duties, the Supervisory Board gives consideration to the achievement of the corporate objectives, the strategy and risks, the purpose and performance of internal risk control, financial reporting, and compliance with legislation and regulations.

Financial reporting was discussed at the Audit Committee meetings in 2025. The Audit Committee discussed internal control and financial reporting with the Chief Financial Officer. In addition, the Supervisory Board discussed interim financial figures, the annual financial statements and results of the statutory audit, matters on which the Audit Committee provided advice.

The Supervisory Board obtained regular updates on compliance and fraud assessment related matters from the Board of Management and the Chief Compliance Officer.

Supervisory Board members also met individually with members of the Board of Management and other officers and employees to discuss topics and obtain further updates.

5.3.2 The Audit Committee

Mr Canbaş is the sole member of the Audit Committee. The Audit Committee acquired relevant knowledge and experience of financial matters via various input prepared by, among others, the Board of Management, the Chief Financial Officer and the Chief Compliance Officer and the company's internal control and reporting functions. The Audit Committee held several meetings in 2025. The independent auditors were present at most of those meetings.

The subjects the Audit Committee discussed at its meetings include:

- the appointment of the independent auditor
- the half-yearly and annual financial information
- the Annual Report
- the reports and recommendations of the independent auditor
- compliance.

The Audit Committee and the Supervisory Board discussed the findings of the independent auditor, the interim observations for 2025 and the follow-up to the findings with the independent auditor.

5.3.3 Financial statements and recommendation to the General Meeting

The Supervisory Board submits the Annual Report for the 2025 financial year to the General Meeting, including the consolidated and company financial statements of Ballast Nedam N.V., as prepared by the Board of Management and approved by the Supervisory Board. The financial statements have been audited by Deloitte Accountants B.V.. The Supervisory Board recommends adopting the financial statements and requests discharge be granted to the members of the Board of Management and of the Supervisory Board for their management and supervision respectively in 2025.

Utrecht, 19 March 2026

Supervisory Board,

- I. Ilıcak Kayaalp
- Ö. Canbaş
- P.R.H.M. van der Linden

5.4 Risk control process, risks and measures

We continuously strive to improve our ability to manage and control risk, and thereby maximise the value we create. By improving our operational excellence and implementing risk management policies, Ballast Nedam aims to reduce risk to an acceptable level while working to achieve the company's strategic objectives. A healthy balance between growth opportunities and their associated risks ensures long term business continuity. The likelihood of these risks occurring and negatively affecting business continuity must be minimised.

5.4.1 Ballast Nedam's view on risks

The complex construction sector in which we operate requires effective risk management procedures. Based on the risks we identify, we determine our risk appetite, the potential impact, and the likelihood of these risks occurring. Indeed, we consider risk management to be a core competence that must be embedded in all of our projects: both in projects we carry out ourselves and those in partnership with others.

Ballast Nedam applies various methodologies commonly used in the construction and infrastructure sectors, which also makes it possible to communicate about risk management and risk response with stakeholders in the value chain.

Our ambition is to maintain open and transparent relationships with clients and stakeholders that are founded on integrity and strong business ethics—relationships in which both parties comply with the laws and regulations that frame individual responsibilities.

5.4.2 Risk control process and risk mitigation

Individuals working within Ballast Nedam's value chain must be aware of the risks and opportunities that may arise during their business activities, and respond in accordance with the organisation's risk policy and risk appetite. This includes communicating with, and training of, the relevant individuals.

The main risk areas identified and assessed by Ballast Nedam are classified according to the management model developed by the Committee of Sponsoring Organisations of the Treadway Commission (COSO). These are divided into the following categories: strategic, operational, financial and compliance. The risks are discussed in detail in [section 5.4.3](#).

We employ the 'Three Lines of Defence' model as the basis for managing risk across our operations.

First line of defence

Project teams and support

This concerns Ballast Nedam's people, operating processes and decision-making committees. Project managers are responsible for managing risks and compliance matters related to their projects. They identify, quantify, analyse, prioritise and control these risks. To support the project manager in this task, risk managers are appointed within Ballast Nedam's projects.

Project teams are supported by various centralised and local support functions, such as lawyers and contract managers, in-house insurance specialists, compliance officers, the treasury department and ESG specialists.

In addition to the support functions, Ballast Nedam uses various systems and instruments tailored to the specific requirements of operating companies, projects, and multiple risk domains. These systems and instruments include:

- Monitoring progress in the fields of finance, operations, and risk control. This involves preparing periodic management reports in accordance with established reporting and accounting instructions applicable to Ballast Nedam;
- Divisions and their business units monitoring liquidity requirements weekly via a central cash management system;
- Divisions and their business units reporting on financial and non-financial performance by using a central reporting system.

Tender Committee

In accordance with the company's tender policy, projects are generally submitted to the Tender Committee for approval, depending on their size and risk profile. Projects that require submission for approval to the Tender Committee include: those with an increased risk profile, those whose contract value exceeds certain thresholds, international projects, those for which certain types of bank guarantees or other collateral are required, and those for which contract liabilities are not capped.

The Tender Committee has an extensive risk register, and its assessment covers matters such as the return risk ratio, capital requirement, ability of the proposed team to execute the project, health and safety aspects, sustainability, cash flow, legal aspects, foreign currency, tax, labour law requirements and political aspects.

Second line of defence

Board of Management and internal authorisations required

The Board of Management is involved in business operations. Ballast Nedam has adopted an internal authorisation matrix that requires submission of several items at different stages of a project: from tender to execution and for support functions. This allows the Board of Management to monitor important developments and influence transactions in Ballast Nedam's overall strategy and policy.

Business control and finance

The way Ballast Nedam conducts its financial reporting enables management to periodically monitor the achievement of strategic, CSR-related, and financial objectives, while also improving the predictability of costs and income. Risk is also covered by the reporting format, both at the project level and across the organisation. The departments responsible for business control and reporting compare and evaluate risk assessments across the financial reports of the various business units.

Operational risk department

The operational risk management department, based at Ballast Nedam's headquarters, is dedicated to supporting project teams in assessing and monitoring risk. Ballast Nedam devotes considerable attention to knowledge-sharing based on past learnings, and continues to invest in operational risk management.

Third line of defence

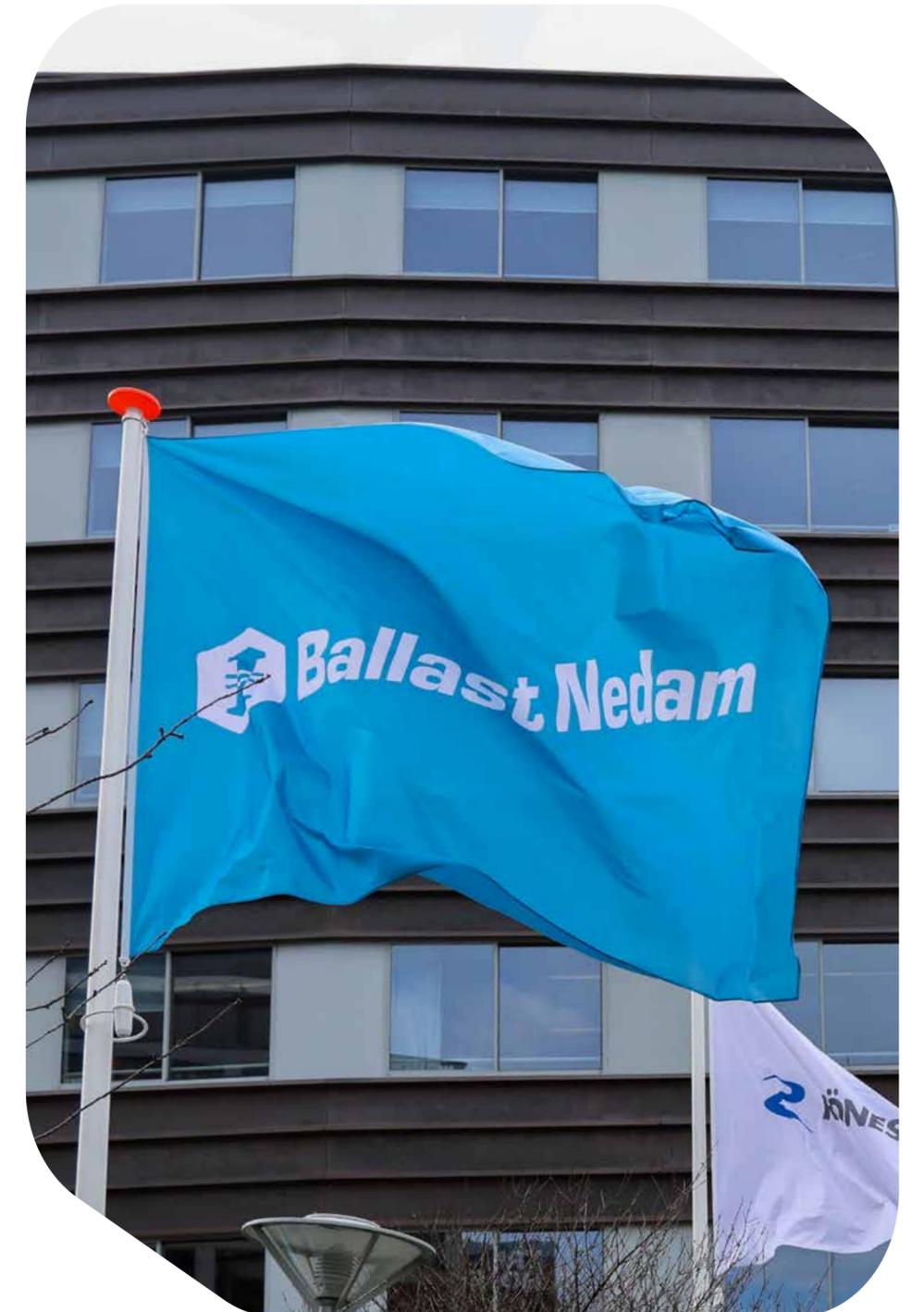
The Supervisory Board and the Audit Committee

The Audit Committee is responsible for the supervision of the Board of Management with respect to the operation of the internal risk management and control systems, including compliance. Ballast Nedam's risk profile and the internal risk management and control systems are discussed at meetings of the Supervisory Board and the Audit Committee. Ballast Nedam's financial state of affairs and audit findings are also discussed in these meetings.

The activities of the Supervisory Board and the Audit Committee are described in [sections 5.1](#) and [5.3](#).

5.4.3 Relevant risks and measures

The table on the following page summarises Ballast Nedam's key risk areas, the respective risk appetite, and management's measures to bring the risk in line with the risk appetite.



Relevant risks and measures

Risk	Risk description	Mitigation actions
Strategic risks Risk appetite: Medium		
Macroeconomic conditions in the market	The markets in which Ballast Nedam operates are subject to macroeconomic volatility and are affected by, among other factors, government plans and regulations, geopolitical events, and the impact of the desired energy transition accelerated by climate change. This can adversely impact Ballast Nedam's activities if not controlled properly.	Ballast Nedam strives to obtain the best and most relevant information to support the assessment of economic conditions in the market and inform the implementation of appropriate measures in response. This ultimately supports Ballast Nedam's strategy of preserving the health of its business, maintaining a robust order book, employing qualified people, and ensuring growth in revenue and operational excellence.
Market competitiveness	Over time, projects have become increasingly complex in terms of the breadth and diversity of knowledge and technology they demand. The construction market increasingly pursues integrated contract types in which a single supplier is responsible for design, construction, financing, maintenance, and management. In a highly competitive market, this can lead to an imbalanced risk and profit profile.	Ballast Nedam's strong international character makes the company less vulnerable to local events. The projects within the chosen industries can be carried out in multiple geographical areas. Ballast Nedam stays in close contact with its clients and suppliers, including those in the public sector. Our tender gate procedures ensure that we identify the risks at an early stage and that we can discuss and align them with the customer before the contract conditions are agreed. We have redefined responsibilities and updated risk allocation on more complex projects.
	Additional market competitiveness risks include the availability of qualified people with technical expertise in the supply chain, the pressure placed on some parts of the supply chain, and the availability of services and materials, including any related price risks.	Regarding supply chain risks, Ballast Nedam's procurement processes help guarantee economic value and quality when securing suppliers and subcontractors. They also act as a control mechanism to monitor cost efficiency and help prevent possible conflicts of interest.
Developments in sustainability landscape	Driven by the increased number of ESG-related legislation and government decisions in the Netherlands and Europe, investors are becoming more focused on making sustainable investments. Failure to meet those expectations and legislative requirements could potentially disrupt Ballast Nedam's position in the market. Reducing greenhouse gases requires investments in emission-free equipment.	Ballast Nedam manages its strategic ESG risks via close monitoring of the legislative requirements that could impact our construction projects, and implementation of associated measures in construction methods. The overall Ballast Nedam strategy is governed through Ballast Nedam's governance structure.
Operational risks Risk appetite: Low		
Project contracting and execution	With the most common type of project contract, the price is fixed. As a result, the contract price must account for virtually all operational risks, as well as cost risks associated with the procurement of materials and subcontractor services. When materials become scarce, delays in delivery are our risk, and the additional costs of this cannot always be passed on to our clients. Additionally, contracts may include milestones with associated penalties. Failing to address operational risks properly can lead to inconsistent project results.	The tender gate procedures, including risk profile assessment and involvement of management, improve decision making and negotiations. With our contract management procedures, we gain a better understanding and allocation of risks, for example clearly worded contracts and indexation clauses. With strengthened partnerships with partners and suppliers, back-to-back clauses, standardised procurement and ICT processes with a strict project monitoring system, we mitigate the execution risks down the value chain.
	Ballast Nedam is also active in projects outside of the Netherlands, which involves a different legislative environment and operating context.	Project contracting and execution is monitored closely for international projects by means of a thorough tender process, specific attention to corruption and bribery risks in the execution of a project, and regular on-site presence.
Human Resources (HR)	Our people and company culture are critical to making a sustainable impact on the way people live, work, and commute. When well-being of our workforce is not guarded sufficiently, this can have an effect on employee turnover and sick-leave, which can lead to additional costs. An insufficiently qualified workforce can lead to a lower number of projects that can be executed or decreased operational excellence in the execution of our construction projects.	HR receives a great deal of attention at Ballast Nedam, all the way up to the Board of Management. Ballast Nedam continues to develop an employee value proposition and increase the awareness and willingness of the right people to engage with our company. We focus on our culture, encourage people to take initiative, and give each other feedback and recognition. We provide training and development opportunities for all types of employees. Further details can be found in Chapter 4.6 , Human resources.

Relevant risks and measures

Risk	Risk description	Mitigation actions
Operational risks Risk appetite: Low		
Health, Safety and Environment	The construction industry is an industry in which occupational health and safety risks are apparent. Safety incidents may lead to injuries or fatalities of our own employees and other people working at our construction sites. In addition to all personal consequences, this can lead to lost time or additional costs due to disruptions of the construction project.	Within our culture programme Take Care, training is provided to ensure a high level of safety awareness. Managers are also trained to lead by example. Appointed HSE officers within the business and on specific projects execute safety audits. Incident reviews provide feedback to continuously improve our safety performance. Our HSE programme reinforces a commitment to mitigating safety risks. Further details can be found in Chapter 4.5 , Health and safety.
ICT and cybersecurity	Viruses and attacks on large amounts of data can bring ICT infrastructure and information systems to a standstill, which can jeopardise the continuity of our company and projects.	Our policy is laid down in the Code of Conduct for ICT Facilities and ICT Information Security, and is periodically audited. There are also specific procedures and protection measures in place, such as the role-based access control procedure, change management procedure, ICT readiness for business continuity procedure, multi-factor authentication, firewall technology, patch management, and dual data centre design.
Financial risks Risk appetite: Low		
Credit risks	Credit risk is the risk of financial loss to Ballast Nedam if a counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from cash and cash equivalents, receivables from clients and related parties, and investments in debt securities.	Ballast Nedam's credit policy is designed to minimise credit risk. Creditworthiness assessments are carried out on all clients that require credit. Ballast Nedam uses prepayments, guarantees, and collateral (rights of retention) on projects already underway to limit credit risk on instalments and trade receivables. See also section 6.6.29 on financial risk management.
Liquidity and capital risks	Ballast Nedam aims to have sufficient cash flow generation to finance its operations. Besides the contractual agreements regarding payment terms both with our clients and our subcontractors, there is a risk of negative impact inherent to the construction industry, of claim discussions related to projects on (primarily operating) cash flow.	Ballast Nedam controls liquidity risk through periodic cash flow forecasts, followed by commensurate corrective measures and monitoring. Ballast Nedam also has long term access to bank guarantees and bond facilities with various financial institutions and group companies. Periodic forecasts assess the continued availability of guarantee facilities based on both current tenders and possible discharge from current bank guarantees. Forecasts on access to guarantee facilities indicate Ballast Nedam's continued ability to issue guarantees in the ordinary course of business. To maintain or adjust the capital structure, Ballast Nedam may sell assets to reduce debt, obtain new loans to increase debt, and adjust the amount of return capital to shareholders.
Exchange risks	Foreign currency exchange risk most directly impacts Ballast Nedam through its impact on revenue, project operating costs, loans, and investments held in currencies other than Ballast Nedam's functional currency.	Forward exchange contracts with banks may be entered into to hedge transaction risk on cash flows generated by ordinary business activities.
Interest risks	Interest risk relates to limiting the impact of interest rate changes on Ballast Nedam's results.	Ballast Nedam has interest rate cap agreements in place to limit exposure to interest rate risks. See also section 6.6.29 on financial risk management.
Compliance risks Risk appetite: Very low		
Risks related to third parties abroad	Working abroad can mean working with external agents and consultancies, which can pose the risk of corruption. In addition, risks associated with specific countries or partners in countries can occur.	When working abroad, or in joint ventures or partner structures, project-based risk assessments ensure sufficient attention is paid to the local culture, laws, and potential risks in a specific country or with a particular partner. Ballast Nedam mitigates anti-bribery and corruption risks through an agent procedure (including a 'Know Your Customer' procedure) and agent agreements that clearly state what is expected from agents, in accordance with the Ballast Nedam Code of Conduct and with relevant laws and regulations.
Data safety and privacy	For execution of construction projects, more and more IT systems are used. When these are not safely designed and constructed, or when data is not safely stored, there is an increased risk of a data breach with impact on (personal) privacy and Ballast Nedam's reputation and exposure to fines.	We are committed to guaranteeing the privacy and safety of our stakeholders' data. We promote awareness of the importance of safeguarding privacy by distributing informational documents and organising training activities in data privacy, all of which are available on Ballast Nedam's intranet and website.

Strategic risks: Macroeconomic uncertainty and increased interest rates

In the short term, it is expected that interest rates will remain at the levels of 2025, meaning that investors will recalibrate investment prospects. Together with our clients, we will continue to assess opportunities to execute projects, taking into account the continued shortage in the (Dutch housing) market and macroeconomic developments in the Netherlands and abroad.

Strategic risks: Climate-related matters and legislation

The Dutch government aims to build a significant number of houses in the short term, but the latest court ruling on the prevention of nitrogen deposition complicates and delays the granting of permits. The environmental performance requirements on energy and material use become stricter every year, which raises project costs as circular and/or biobased materials are currently still more expensive than conventional materials. We continue to monitor this closely with the respective stakeholders, prepare ourselves, and enhance our expertise regarding required nitrogen and MPG (Milieu Prestatie Gebouwen) calculations.

Markets require increases in carbon footprint reductions and increasingly call on business to incorporate ESG matters in the execution of construction projects. To lower our carbon footprint, we need to invest in electrical equipment, biofuels, and circular materials.

Strategic & operational risks: Supply chain and inflation

Since the geopolitical events in Eastern Europe in 2022, global market conditions have changed, which is primarily visible in higher construction prices. This is caused by factors beyond our control, such as volatility

in the commodities markets and material prices, government-imposed trade barriers, and energy policies. Ballast Nedam actively addresses the pressure that is being exerted on parts of the supply chain, especially regarding the increasing risks associated with the price of services and materials, by identifying liabilities at an early stage in a project cycle and by agreeing on price compensation with clients where possible. Other measures include collaborating with preferred subcontractors and embedding the risk in the tender phase. However, excessive price increases and sector-wide pressure across the supply chain have the potential to impact individual projects.

Operational risks: Project contracting and execution

We continued our focus on projects that are repetitive in terms of process building methods, where our expertise and methods can be (re) implemented, and risks can be better managed. We still carry out large projects, both in the Netherlands and predominantly abroad, as long as the repetitive nature allows us to pass on our knowledge and expertise.

Operational risks: Human resources

While the labour market remained challenging in 2025, the inflow of new employees was sufficient to compensate for the attrition level.

Based on the business outlook for next year, we expect headcount requirements to remain stable. However, in particular businesses, the need for growth can only be accounted for with an increase in new hires, and we also need to anticipate future growth demands. We will not refrain from actively influencing the awareness and interest of (latent) candidates in our company as a great place to work, as an actively maintained talent

pool is a necessity for the future. In 2025, we continued to invest in our approach to performance, development, and knowledge sharing. We will focus on leadership and talent management, including succession planning to more consistently plan our Human Capital, including development of a highly diverse work group.

Operational risks: Health, safety and environment

It is our obligation to provide a safe work environment for all employees working at Ballast Nedam. We aspire to be safe, which is why it is important to be aware of high-risk labour activities and to reduce or eliminate safety risks wherever possible. Throughout 2025, all incidents were thoroughly investigated by root cause analysis, after which measures were taken to prevent such accidents from happening again.

Actions planned for 2025 are to further professionalise the HSE community to support management in leading the IRP sessions by organising a follow-up moment in 2025. We will continue to follow up on high potential and lost-time incidents through an IRP and share the lessons learned.

Financial risks: Cash flow management and liquidity

Looking forward, Ballast Nedam expects to generate positive operating cashflow with a positive contribution from our increased project portfolio from international activities. In 2025, the Group continued to attract new financing opportunities and refinance existing agreements. See also [section 6.6.29](#) on financial risk management. Ballast Nedam faces financial risks related to treasury, working capital management, accounting and reporting, for which the risk appetite is low.

Compliance risks: non-compliance with laws and regulations

In 2025, several individual investigations were dealt with and completed on an individual case-by-case basis. Ballast Nedam will continue to raise awareness about the importance of strong business ethics and individual integrity for all employees, suppliers, subcontractors and other stakeholders. We, along with our stakeholders, remain committed to mitigating all compliance risks and preventing situations of non-compliance by adhering to all laws and regulations.



Mierloseweg, Someren

Chapter 6

Consolidated financial statements

Eleven Square - Amsterdam

6.1 Consolidated statement of financial position

Amounts expressed in thousands of euro (€)

Assets	Notes	2025	2024
Current assets		1,385,419	1,064,832
Cash and cash equivalents	6.6.3	485,862	309,940
Trade receivables	6.6.4	246,538	211,290
Other short-term receivables	6.6.5	253,227	247,978
Inventories	6.6.6	156,821	119,016
Short-term prepaid expenses	6.6.7	113,745	50,220
Contract assets	6.6.8	121,436	126,388
Assets classified as held for sale	6.6.31	7,790	-
Non-current assets		376,400	325,802
Other long-term receivables	6.6.33	11,208	23,141
Investments accounted for using the equity method	6.6.9	79,647	72,968
Investment properties	6.6.10	87,474	80,804
Property, plants and equipment	6.6.11	79,246	52,507
Right of use assets	6.6.12	35,668	26,004
Intangible assets	6.6.13	36,564	19,553
Deferred tax assets	6.6.14	44,733	50,825
Other non-current assets		1,860	-
Total assets		1,761,819	1,390,634

Amounts expressed in thousands of euro (€)

Liabilities and shareholders' equity	Notes	2025	2024
Current liabilities		1,013,901	775,704
Short-term borrowings	6.6.15	29,160	112,003
Lease liabilities	6.6.15	10,774	10,900
Trade payables	6.6.16	324,200	189,694
Other short-term payables	6.6.17	129,967	126,767
Contract liabilities	6.6.8	400,638	239,714
Payables for employee benefits	6.6.18	25,787	21,759
Short-term provisions	6.6.18,19	56,042	39,690
Other short-term liabilities	6.6.20	37,333	35,177
Liabilities directly associated with assets classified as held for sale	6.6.31	-	-
Non-current liabilities		207,876	123,101
Long-term borrowings	6.6.15	152,810	89,237
Lease liabilities	6.6.15	24,592	14,288
Other long-term payables	6.6.21	12,042	7,018
Long-term provisions	6.6.18,19	11,656	11,253
Deferred tax liabilities	6.6.14	6,776	1,305
Shareholders' equity		540,042	491,829
Equity attributable to owners of the parent	6.6.22	539,872	491,518
<i>Paid in capital</i>		2,203	2,203
<i>Share premium</i>		528,970	528,970
<i>Accumulated reserves (losses)</i>		2,416	(66,176)
<i>Other reserves</i>		6,283	26,521
Non-controlling interest		170	311
Total liabilities and shareholders' equity		1,761,819	1,390,634

6.2 Consolidated statement of profit and loss

Amounts expressed in thousands of euro (€)

	Notes	2025	2024
Revenue	6.6.23	1,638,258	1,232,627
Cost of revenue	6.6.24	(1,489,813)	(1,121,892)
Gross profit		148,445	110,735
General administrative expenses	6.6.25	(60,409)	(50,482)
Other operating (expense) / income from main activities	6.6.26	(3,641)	8,533
Fair value losses from investment properties	6.6.10	(1,308)	(4,200)
Operating result		83,087	64,586
Share in net result investments valued using equity method	6.6.9	(10,531)	1,666
Result before financing income and expenses		72,556	66,252
Financing income	6.6.27	25,355	14,375
Financing expenses	6.6.27	(21,602)	(23,471)
Result before taxation		76,309	57,156
Current income tax expense	6.6.28	(1,829)	(8,325)
Deferred tax (expense) / income	6.6.14, 28	(7,171)	25,180
Net result for the year		67,309	74,011
Attributable to:			
Owners of the parent		67,284	74,002
Non-controlling interest		25	9
Net result for the year		67,309	74,011

6.3 Consolidated statement of comprehensive income

Amounts expressed in thousands of euro (€)

	2025	2024
Net result for the year	67,309	74,011
Other comprehensive (expense) / income net of tax to be reclassified to profit & loss in subsequent periods		
Foreign currency translation reserve	(17,836)	14,142
Share of other comprehensive expense of joint ventures	(1,102)	(853)
Other comprehensive (expense) / income for the period, net of tax	(18,938)	13,289
Total comprehensive income for the period	48,371	87,300
Attributable to:		
Owners of the parent	48,354	87,277
Non-controlling interest	17	23
Total comprehensive income for the period	48,371	87,300

The other comprehensive income does not include tax (2024: € nil).

6.4 Consolidated statement of changes in equity

Amounts expressed in thousands of euro (€)

	Paid in capital	Share premium	Currency translation reserve	Other legal reserves	Accumulated profit / (loss)	Non-controlling Interest	Total
Opening balance 1 January 2024	2,203	428,870	693	16,753	(144,378)	438	304,579
Net result for the year	-	-	-	-	74,002	9	74,011
<i>Change in currency translation reserve</i>	-	-	14,128	-	-	14	14,142
<i>Change in legal reserve</i>	-	-	-	(853)	-	-	(853)
Other comprehensive income	-	-	14,128	(853)	-	14	13,289
Total comprehensive income	-	-	14,128	(853)	74,002	23	87,300
Share premium in cash	-	100,100	-	-	-	-	100,100
Fair value change investment properties	-	-	-	(4,200)	4,200	-	-
Acquisition minority interest	-	-	-	-	-	(150)	(150)
Closing balance 31 December 2024	2,203	528,970	14,821	11,700	(66,176)	311	491,829
Opening balance 1 January 2025	2,203	528,970	14,821	11,700	(66,176)	311	491,829
Net result for the year	-	-	-	-	67,284	25	67,309
<i>Change in currency translation reserve</i>	-	-	(17,828)	-	-	(8)	(17,836)
<i>Change in legal reserve</i>	-	-	-	(1,102)	-	-	(1,102)
Other comprehensive expense	-	-	(17,828)	(1,102)	-	(8)	(18,938)
Total comprehensive income	-	-	(17,828)	(1,102)	67,284	17	48,371
Fair value change investment properties	-	-	-	(1,308)	1,308	-	-
Acquisition minority interest	-	-	-	-	-	(158)	(158)
Closing balance 31 December 2025	2,203	528,970	(3,007)	9,290	2,416	170	540,042

For further details on shareholders' equity please see [note 6.6.22](#).

6.5 Consolidated statement of cashflows

Amounts expressed in thousands of euro (€)

	Notes	2025	2024
Cashflow from operating activities			
Net result for the year		67,309	74,011
Adjustments to reconcile net result			
Depreciation and amortisation of non-current assets	6.6.11,12,13	29,181	19,657
Impairment (in)tangible assets	6.6.11	2,524	-
Loss arising from change in fair value of investment properties	6.6.10	1,308	4,200
Interest (income)/ expense	6.6.27	(9,219)	12,776
Gain on disposal of PP&E	6.6.11	(1,521)	(2,452)
Gain on disposal of net assets held for sale		-	(7,410)
Tax expense / (income)	6.6.14,20,28	9,000	(16,855)
Share in loss / (profit) of investments valued using equity method	6.6.9	10,531	(1,666)
Adjustments related to provisions (non cash)	6.6.4,19	961	2,699
Other non-cash items		7,940	16,039
Movements in working capital			
(Increase) / decrease in inventories	6.6.6	(32,162)	7,374
Decrease in contract assets and liabilities	6.6.8	168,101	78,322
(Increase) / decrease in receivables	6.6.4,5	(18,764)	39,942
Increase in prepaid expenses	6.6.7	(63,525)	(14,556)
Increase in other short-term liabilities		121,341	26,211
Movement in (short-term) provisions and employee benefits	6.6.18	3,098	8,181
Movement in (short-term) warranty and other provisions (utilisation)	6.6.19	(4,513)	(6,954)
Income taxes paid	6.6.28	(1,829)	(8,325)
Net cash from operating activities		289,762	231,193

	Notes	2025	2024
Cashflow from investing activities			
Intangible assets			
Investments	6.6.13	(1,589)	(833)
Property, plants and equipment			
Investments	6.6.11	(42,255)	(12,906)
Cash receipt from disposals		4,135	7,234
Financial assets			
Investments		(19,341)	(31,071)
Cash receipt from disposals		619	8,008
Dividend received		3,204	2,655
Interest received	6.6.27	23,096	9,602
Investment properties			
Investments	6.6.10	(7,978)	(20,488)
Acquisition of subsidiary net of cash	6.6.32	(5,657)	30,727
Net cash used in investing activities		(45,767)	(7,072)
Cashflow from financing activities			
Interest paid	6.6.27	(13,877)	(22,378)
Proceeds from borrowings	6.6.15	138,417	164,827
Repayments of borrowings	6.6.15	(157,687)	(270,961)
Lease payments	6.6.15	(14,168)	(9,732)
Capital contribution shareholder	6.4	-	100,100
Net cash used in financing activities		(47,315)	(38,144)
Net cash change		196,680	185,978
Cash at the beginning of the year	6.6.3	309,940	122,852
Exchange rate differences on cash and cash equivalents		(20,758)	1,110
Cash at the end of the year		485,862	309,940

6.6 Notes to the consolidated financial statements

6.6.1 Organisation and operations of Ballast Nedam

Ballast Nedam N.V. (the 'company') is incorporated and domiciled in the Netherlands. The company's corporate seat is Nieuwegein, the Netherlands, its registered office is at Euclideslaan 201, Utrecht, the Netherlands, and it is registered in the Dutch Trade Register under number 33201106. The immediate parent company is Renaissance Construction B.V. and the ultimate parent company is Rönesans Holding A.Ş., Türkiye.

The consolidated financial statements of Ballast Nedam N.V. for the 2025 financial year comprise the parent company Ballast Nedam N.V. and its subsidiaries ('Ballast Nedam' or the 'Group') and Ballast Nedam's interest in associates and joint operations.

Ballast Nedam is active in the Netherlands, and executes projects globally. Its core activities include contracting and constructing engineering services on various purpose buildings (mainly residential units and office buildings), industrial projects and infrastructure projects. Ballast Nedam also provides design, construction, maintenance and other projects within the scope of public-private partnership projects. The Group's development group works in synergy with the construction company on most of the above activities.

6.6.2 Basis of presentation of the consolidated financial statements

Basis of preparation

These consolidated financial statements have been prepared in accordance with and comply with International Financial Reporting Standards (IFRS Accounting Standards) and also comply with the financial reporting requirements included in Part 9 of Book 2 of the Dutch Civil Code, as far as applicable. The financial statements are prepared on a going concern basis.

The financial statements were authorised for issue by the Board of Management on 19 March 2026. The financial statements were approved and adopted by the General Meeting on 19 March 2026. With reference to the income statement of the company, use has been made of the exemption pursuant to Section 2:402 of the Dutch Civil Code.

Basis of measurement and presentation

The consolidated financial statements were prepared under the historical cost convention, unless stated otherwise. Exceptions include investment properties and derivatives measured at fair value. The consolidated financial statements are presented in euro (€), which is the Group's functional currency and presentation currency. Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). All amounts have been rounded to the nearest thousand, unless otherwise indicated.

Assets and liabilities of foreign activities, including goodwill and fair value adjustments arising on acquisitions, denominated in functional currencies other than the euro are translated to the functional currency in euro at the rates of exchange prevailing on the reporting date, with income statement items being translated at the rates approximating the rate of exchange on the transaction date (average rate for the reporting year). Translation differences resulting from the conversion of investments in these foreign activities and the differences between results translated at the average exchange rate during the year and the exchange rate prevailing on the reporting date, are recognised as a separate item in the consolidated statement of comprehensive income. Receivables and payables in foreign currencies are translated to the functional currency at the exchange rate prevailing on the reporting date. Transactions in foreign currencies are translated to the functional currency at the exchange rate applying on the transaction date. The resulting exchange differences are recognised in the statement of profit and loss.

The Group has reclassified certain items in the Consolidated statement of cashflows for the year ended 31 December 2024. These reclassifications relate to the prior year acquisition of a subsidiary under common control, with changes predominantly related to contract assets and liabilities (€ 37.7 million), receivables (€ 128.4 million), other current liabilities (€ 47.0 million), acquisition of subsidiary net of cash (€ 30.7 million) and repayments of borrowings (€ 92.8 million).

The economy of Türkiye was assessed to be hyperinflationary effective 30 June 2022, and hyperinflation accounting has been applied for the Group entities in Türkiye since then, which accounted for € 34.1 million of revenue in 2025 (2024: € 61.4 million). The functional currency of the Group entity is adjusted in terms of the

measuring unit current at the end of the reporting period. Differences between these comparative amounts and current year hyperinflation adjusted equity balances are recognised in OCI.

Financing, liquidity and going concern

The existing financing package, consisting of loan agreements with multiple financial institutions, amounted to € 116.1 million (2024: € 130.4 million), project financing arrangements of € 64.5 million (2024: € 57.3 million) and loan agreements with related parties of € 1.4 million (2024: € 13.5 million). An amount of € 29.2 million will mature on or before 31 December 2026. A total amount of € 157.2 million loans is repaid in 2025 and the weighted average maturity date for the remaining loans as of 31 December 2025 is 2.8 years.

The solvency ratio amounts to 30.7% (2024: 35.4%). The development compared to prior year is mainly driven by increase in the asset base in line with the growth of the company. Ballast Nedam's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to its reputation. Ballast Nedam controls the liquidity risk through weekly cashflow forecasting followed by adequate corrective measures and monitoring.

The current cash surplus, strong solvency and the strengthened risk management activities, are expected to provide management with additional flexibility in its operations and execution of its business plans.

Ballast Nedam has access to bank guarantee and bonding facilities with various financial institutions and group companies. These facilities are long-term. Periodically, a forecast is made of the use of the available guarantee facilities. The forecast is based on current tenders and expectations regarding the discharge of existing bank guarantees. Based on this access to guarantee facilities and forecasts, Ballast Nedam expects it will be able to issue guarantees in the ordinary course of business.

Critical accounting judgements and key sources of estimate uncertainty

In preparing these consolidated financial statements, management has made 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 prospectively. This includes a

framework with respect to the measurement of fair values. If changes in the accounting estimates are related to only one period, they are applied in the current year; if they are related to the future period, they are applied both in current and future periods.

Management judgements regarding the application of IFRS Accounting Standards, which have significant consequences for the financial statements and estimates involving an appreciable risk of material change in the following year, are disclosed in the following notes:

- [Note 6.6.10](#) Investment properties
- [Note 6.6.13](#) Intangible assets
- [Note 6.6.14](#) Deferred tax assets
- [Note 6.6.30](#) Contingent assets and liabilities

Contract revenue

The company's core activities include contracting and construction engineering services on various projects. If the company can demonstrate that a performance obligation is satisfied over time revenue is progressively recognised. The progress is measured based on the input method; contract costs incurred to date as a percentage of total forecasted costs. Estimates are an inherent part of the assessment of the project results and actual outcome may deviate from these estimates, specifically for long-term construction contracts. The level of estimate and uncertainty increases in line with the following factors:

- an agreed contract form that entails more risks for the contractor, such as the design risk that contractors accept in design & construct contracts, plus, for a DBMO contract, the responsibility for maintenance and operation;
- a project that is in an early design or implementation stage. When detailing a preliminary or final design, substantial deviations from the preliminary design may arise. This may be because an initial solution turns out in hindsight to be unfeasible, or because the underlying conditions are better or worse than expected, or because the dialogue with stakeholders is far more complicated, and therefore more expensive, than foreseen. Countless risks may also arise in the implementation phase that are for the account of the contractor. These deviations may be positive or negative;
- the term of the contract is longer and hence the forecast for the ending of the work involves inherently more estimate uncertainties; and
- projects are liable to, additional work, bonuses, penalties and claim situations.

See also [note 6.6.8](#) Contract assets and contract liabilities and [note 6.6.24](#) Cost of revenue.

The company manages these estimate uncertainties during the year based on experience and risk assessment models, including variance analysis. In 2025, the company continued investing in a number of more robust risk management activities for its more complex projects to enhance its estimate and assessment process. This included independent assessments from the management of the project, which assesses risks and their potential financial impact.

As mentioned above, when a project is in an early design or implementation stage, the estimate uncertainty is significantly higher. The Group calculates 'the remaining costs to complete on construction projects' through its internally developed projections. Factors such as escalations in material prices, labour costs and other costs are included in these projections based on best estimates as of the balance sheet dates.

Any unanticipated escalation in the subsequent years will require the reassessment of the remaining costs. Due to changes in the scope of construction projects, time lag between the scope changes and costs incurred and realisation of these projects, there could be significant fluctuations in terms of estimated costs between years.

Inherent to the construction industry the company is involved in discussions on the financial settlement of construction projects, including contract variations, the time of completion and the quality level of the work. Most of these discussions are concluded to the satisfaction of all concerned. However, in some cases it is impossible to avoid a discussion ending in legal proceedings.

Financial claims that the company has pending against third parties are generally not capitalised unless it is highly probable that the amount in question will be paid. The claim assessment includes factors like the company's ability to influence the outcome, for example court or arbitration decisions, the experience with similar type of contract and the uncertainty about the claim is not expected to be resolved for a long period of time; Similarly, with insurance claims which are only capitalised when its highly probable that the amount recognised will be reimbursed. Due to the inherent uncertainty in project estimates the actual outcome in the upcoming years may deviate from the estimated financial result specifically for major and complex construction contracts.

Land positions

Land positions are acquired for future development purposes and are recognised at the lower of cost and net realisable value. The net realisable value depends on the expected manner and timing of realisation. The net realisable value is the estimated revenue in the normal course of business less the estimated costs of completion and selling. The future cashflows are estimated using scenario and sensitivity analyses. These scenarios include assumptions relating to the future market developments, decisions of governmental, provincial and municipal authorities and interest rates. The present value estimates are based on a discount rate of 7.9% (2024: 8.1%), inflation has not been included for either revenues or costs, indices are only taken into account if contractually agreed and interest is not capitalised. Further explanation is disclosed in [note 6.6.6 Inventories](#).

Investment properties

Investment properties are stated at fair value. An investment property is valued at least annually by an external, independent valuator who possesses recent experience in the relevant locations and categories of investment properties, as well as appropriately recognised professional qualifications. The independent valuation report was obtained at year-end 2025. The method to determine the fair value is the income capitalisation approach, with the discounted cash flow method used as a second, sense check calculation. The fair value measurement for investment properties has been categorised as a Level 3 fair value. In the valuation approach assumptions are included amongst others on estimated net rental income, investment requirements, inflation and discount rate. See further explanation in disclosed in [note 6.6.10 Investment properties](#).

Deferred tax

Considering the history of losses, deferred tax assets arising from unrecognised pre-incorporation profit and cumulative tax losses can only be recognised to the extent that it is probable that future taxable amounts will be available to utilise these losses, in accordance with IAS 12. Management utilises judgement to decide the amount of deferred tax asset recognised due to accumulated losses. The estimates are based on Business Plan forecasts approved by the Board, that support that sufficient taxable profits will be available in the Netherlands that can be utilised towards realising the deferred asset. The forecasts include a 10 year horizon and follow from the Business Plan cycle 2026-2028, extrapolated using growth rates for revenue and profit that take external market data and historical performance into account. No specific tax planning opportunities have been taken into account.

A deferred tax position is individually assessed by tax region. See further explanation disclosed in [note 6.6.14](#) Deferred tax assets and liabilities.

Provisions

Provisions for onerous contracts, restructuring, warranties, joint ventures, employee benefits and other provisions are recognised when it is probable that an outflow of resources will be required to settle the obligation, the amount can be reliably estimated and, when applicable, when the company has a present legal or constructive obligation as a result of past events. By their nature, provisions include uncertainty and if the actual outcome differs from the assumptions as to anticipated costs, the estimated provisions will be revised, which could have an effect on the financial position and results of Ballast Nedam. For additional information concerning provisions, see [note 6.6.19](#) Short-term and long-term provisions.

Provisions for onerous contracts are recognised based on the assessment of integral contract costs compared to the total contract revenues. In determining if a contract is onerous, the interaction between loss-making performance obligations and profitable performance obligations is considered. The possible financial risks of claims for completed projects cannot be predicted with certainty however Ballast Nedam believes that based on (external) advisors and information received, the amounts included in the provision are the best estimate. Restructuring provisions include managements best estimate of the future outflow of cash related to the reorganisation plans communicated or implemented before end of the reporting period. The warranty provision represents the present value of the management's best estimate of the future outflow of cash that will be required under Ballast Nedam's warranty programme for construction contracts to resolve the deficiencies which appeared after delivery of the project. In determining the provision Ballast Nedam considers the risks and uncertainties of the underlying events and construction partners concerned.

Leases

Ballast Nedam has lease agreements for land and buildings, equipment and motor vehicles as disclosed in [note 6.6.12](#) Right of use assets. The lease terms in these agreements are negotiated on an individual basis and contain a wide range of different terms and conditions. Lease contracts are typically made for fixed periods but may have extension options. These extension options are used to maximise operational flexibility in terms of managing contracts. In determining the lease term, management considers all facts and circumstances that create an

economic incentive to exercise an extension option, or not exercise a termination option. The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the control of the lessee. The lease liabilities are measured at the present value of the remaining lease payments, discounted using lessee's weighted average incremental borrowing rate. The weighted average incremental borrowing depends on the nature of the leased assets.

Climate related matters

The impact of climate change generates opportunities as well as challenges for the execution of Ballast Nedam's existing and future construction projects. Ballast Nedam's portfolio is positioned to anticipate risks and opportunities related to climate change, which includes targets and actions to further reduce carbon emissions (by electrification of our equipment and lease car fleet and use of biofuels in construction projects) and actions to reduce construction and office waste.

Developments on climate related matters for Ballast Nedam were considered in preparing the consolidated financial statements. The overall impact on the financial statements is limited.

Adoption of the new and the revised International Financial Reporting Standards

At the date of authorisation of these financial statements, the company has not applied the following new and revised IFRS Accounting Standards that have been issued but are not yet effective:

- [IFRS 18 - Presentation and Disclosures in Financial Statements](#)
IFRS 18 introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss, provide disclosures on management-defined performance measures (MPMs) in the notes to the financial statements and improve aggregation and disaggregation. An entity is required to apply IFRS 18 for annual reporting periods beginning on or after 1 January 2027. The company anticipates that the application of these amendments may have an impact on the company's financial statements in future periods.

Management analysed other new standards, amendments and interpretation not yet effective and concluded that the adoption of these did not have any impact on the amounts in the current period or any prior period and is not likely to affect future periods.

Consolidation principles

Subsidiaries

Subsidiaries are entities in which Ballast Nedam directly or indirectly has control. Control exists if Ballast Nedam has power over the entity, is exposed or has rights to variable returns because of its involvement with the entity; and can use its power over the entity to affect the size of these returns. These subsidiaries are consolidated in full and minority interests where applicable, are separately disclosed. These entities are included in the consolidated financial statements from the date on which control commences until the date on which the control ceases.

Predecessor accounting method is applied for acquisitions of subsidiaries under common control within Rönensans Group and interest in the group is prospectively recognised in the financial statements from the date of the transfer. Ballast Nedam recognises the net assets received at their carrying amounts, as reflected in the parent's financial statements.

Associates and joint ventures

An associate is an entity over which Ballast Nedam has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but there is no control or joint control over those associates. A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results and assets and liabilities of associates or joint ventures are incorporated in these consolidated financial statements using the equity method of accounting. Under the equity method, an investment in an associate or a joint venture is initially recognised in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate or a joint venture. When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or a joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate or a joint venture), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal

or constructive obligations or made payments on behalf of the associate or a joint venture. When a group entity transacts with an associate or a joint venture of the Group, profits and losses resulting from the transactions with the associate or joint venture are recognised in the Group's consolidated financial statements only to the extent of interests in the associate or joint venture that are not related to the Group.

Joint operations

Joint operations are joint arrangements whereby Ballast Nedam and other parties that have joint control of the arrangement have rights to the assets and obligations for the liabilities relating to the joint operation. The Group recognises its share in the joint operations' individual revenues and expenses, assets and liabilities and includes it on a line-by-line basis with corresponding items in the Group's financial statements.

Elimination of transactions for consolidation purposes

Transactions with subsidiaries, associates and entities over which joint control is exercised are determined at arm's length and eliminated in the same way (proportionately) as other intercompany accounts. Unrealised losses are eliminated in the same way, except when there are impairments.

Business combinations

Business combinations are accounted for using the acquisition method as at acquisition date, which is the date on which control is transferred to the company. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. Acquisition-related costs are expensed as incurred.

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary/associate at the date of the acquisition plus the recognised amount of any non-controlling interest in the acquiree.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under

comparable terms and conditions. Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in profit or loss.

Material accounting policies

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, and other short-term highly liquid investments of which their maturities are three months or less from date of acquisition and which are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

Trade receivables, other short-term receivables and other long-term receivables

Trade and other receivables are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, they are measured at amortised cost less a provision for expected credit losses. In measuring the amount of the provision for expected credit losses, Ballast Nedam made use of the simplified approach involving consistent recognition of an allowance at an amount equal to lifetime expected credit losses. To calculate the expected credit losses Ballast Nedam established a provision matrix which is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Contract assets and liabilities

Contract assets and liabilities are recognised at cost plus recognised profit (revenue) in proportion to the progress of fulfilling the performance obligation less invoiced instalments. Interest is capitalised subject to meeting the conditions for capitalising finance expense. The cost of contract assets and liabilities includes directly attributable indirect costs on the basis of normal production capacity. If applicable the provision of foreseeable project losses are directly recognised as expenses in the period and are included in the other provisions in line with IFRS 15.

On the balance sheet, the Group reports the net position of the performance obligation as either an asset or a liability. A contract represents an asset where costs incurred plus recognised profit exceed progress billings; a contract represents a liability where the opposite is the case. Preparatory expenses and design and construction

costs on large projects (i.e. tendering costs) are included in the cost of contract assets and liabilities if and when Ballast Nedam becomes the sole bidder in contract negotiations. Any preparatory expenses prior to this phase are charged to the income statement.

Inventories

Inventories (raw materials and semi-finished goods) are stated at the lower of cost and net realisable value. Costs, including an appropriate portion of fixed and variable overhead expenses, are assigned to inventories held by the method most appropriate to the particular class of inventory. Net realisable value represents the estimated selling price less all estimated costs of completion and costs necessary to make a sale. When the net realisable value of inventory is less than cost, the inventory is written down to the net realisable value.

Finished goods are measured at the lower of cost and net realisable value. The cost of finished goods is based on the first-in, first-out (FIFO) principle. The cost includes interest subject to meeting the conditions for capitalising finance expense. The cost of finished goods includes directly attributable indirect costs on the basis of normal production capacity.

Land positions are acquired for future development purposes and are recognised at the lower of cost and net realisable value. The net realisable value depends on the expected manner and timing of realisation. The net realisable value is the estimated revenue in the normal course of business less the estimated costs of completion and selling.

The future cashflows are estimated using scenario and sensitivity analyses. The present value estimates are based on a discount rate of 7.9% (2024: 8.1%). In principle these holdings are not 'in production' and development costs are consequently not capitalised. Interest is capitalised subject to meeting the conditions for capitalising finance expense and at the time the land position is actively developed. The associated costs are expensed. Planning permits and building permits are included in landholdings.

Residential units to be sold are stated at the lower of cost and net realisable value. Interest is capitalised subject to meeting the conditions for capitalising finance expense. The cost of residential building projects includes directly attributable indirect costs on the basis of normal production capacity.

Assets and liabilities held for sale and discontinued operations

Non-current assets are classified as assets held for sale and stated at the lower of carrying amount and fair value less costs to sell if their carrying amount is to be recovered principally through a sale transaction rather than through continuing use. These assets may be a component of an entity, a disposal group, or an individual non-current asset. These assets are measured at the lower of the asset's carrying amount and the fair value less costs to sell. Depreciation or amortisation of an asset ceases when it is classified as held for sale. A discontinued operation is a component of Ballast Nedam's operations that represents a separate major line of business or geographical area of operations that has been disposed of or is held for sale or distribution, or a subsidiary that has been acquired solely for the purpose of resale. Classification as a discontinued operation occurs upon disposal, or when the operation meets the criteria for classification as held for sale, if earlier.

Investment property

Investment property, which is property held to earn rents and/or for capital appreciation, is measured initially at cost, including transaction costs. Subsequent to initial recognition, investment property is stated at fair value, which reflects market conditions at the balance sheet date. The fair value is calculated as the present value of the estimated future cashflows discounted with the effective interest rate. Gains or losses arising from changes in the fair value of investment property are included in the profit or loss in the year in which they arise.

An investment property is derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the change in fair value of investment property, retirement or disposal of an investment property are recognised in profit or loss in the year.

Investment property under development

Property that is being constructed for the future use as investment property is accounted for as investment property under development until construction or development is complete, at which time it is reclassified as investment property.

Investment properties under construction are stated at fair value, which reflects market conditions at the balance sheet date. The fair value is calculated as the present value of the estimated future cashflows discounted

with the effective interest rate. Gains or losses arising from changes in the fair value of investment properties are included in the profit or loss in the year in which they arise.

Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation and any accumulated impairment losses. Land is not depreciated and carried at cost less accumulated impairment.

Depreciation is charged so as to write off the cost or valuation of assets, other than land and properties under construction, over their estimated useful lives using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at each year-end, with the effect of any changes in estimate accounted for on a prospective basis. If applicable, assets are depreciated using the units of production method. Gains and losses on disposals are determined by comparing the proceeds with the carrying amount. These are included in the profit and loss account.

Leases

At inception of a contract, the company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for a consideration. To assess whether a contract conveys the right to control the use of an identified asset, the company assesses characteristics of the lease contract and asset. At inception or on reassessment of a contract that contains a lease component, the company allocates the consideration in the contract to each lease component based on their relative stand-alone prices.

Right of use assets are measured at cost. The company remeasures the right of use asset:

- after netting-off depreciation and reducing impairment losses from right of use asset; and
- adjusted for certain remeasurements of the lease liability recognised at the present value.

Ballast Nedam depreciates the right of use asset from the commencement date to the earlier of the end of the useful life of the right of use asset and the end of the lease term. At the end of each reporting period, the company reviews if there is any indication for an impairment of right of use assets.

At the commencement date, the lease liability is recognised for an amount equal to the present value of the lease payments over the lease term. Lease liabilities include the net present value of the following lease payments.

The lease liability is subsequently measured based on a process similar to the amortised cost method using the discount rate: the liability is increased by the accrued interests resulting from the discounting of the lease liability, at the beginning of the lease period and less payments made. The lease liability may be remeasured in case of a change in circumstances.

Interest on the lease liability in each period during the lease term is the amount that produces a constant periodic rate of interest on the remaining balance of the lease liability. The Group determine the revised discount rate as the interest rate implicit in the lease for the remainder of the lease term, if that rate can be readily determined, or the lessee's incremental borrowing rate at the date of reassessment, if the interest rate implicit in the lease cannot be readily determined. After the commencement date, the company remeasures the lease liability to reflect changes to the lease payments. The company recognises the amount of the remeasurement of the lease liability as an adjustment to the right of use asset.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT-equipment and small items of office furniture.

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term. The respective leased assets are included in the balance sheet based on their nature.

Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary/associate at the date of the acquisition plus the recognised amount of any non-controlling interest in the acquiree. Goodwill on acquisitions of associates is included in 'investments in associates' and is tested for impairment as part of the overall balance. Separately recognised goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill

are not reversed. Gains and losses on the disposal of an object include the carrying amount of goodwill relating to the object sold. Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

Intangible assets

Intangible assets acquired separately are reported at cost less accumulated amortisation and accumulated impairment losses. Amortisation is charged over a straight-line basis over the intangible assets' estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each annual reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Computer software

Acquired computer software licences are shown at historical cost and capitalised on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortised over their estimated useful lives. Costs associated with maintaining software are recognised as expenses when incurred.

Impairment of tangible, intangible and right of use assets other than goodwill

At the end of each reporting period, the Group reviews if there is any indication for an impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Financial assets

Financial assets are classified as assets that are:

- carried at amortised cost after initial recognition;
- carried at fair value with gains and losses included in the other components of comprehensive income;
- carried at fair value with gains and losses accounted for in profit or loss.

The classification of financial assets depends on the business model for managing the financial assets and the contractual terms of the cash-flows. The company's main financial assets are: cash and cash equivalents, trade receivables, other receivables, prepaid expenses, contract assets and other non-current assets (see disclosures in this chapter).

The financial assets are carried at amortised cost since these financial assets are assets with the objective to collect contractual cashflows of the debt instruments and the contractual terms of the financial asset give rise on certain dates to cashflows exclusively concerning repayments of principal and interest payments on the outstanding amount. On initial recognition, the date on which the company commits to purchase or sell the asset, the amount of financial assets is measured at fair value. Subsequently the financial assets are carried at amortised cost using the effective interest method and are subject to impairment. Financial assets are derecognised when the rights to receive cashflows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

Impairment losses are recognised in profit or loss in the period they occur. A financial asset is fully impaired when there is no reasonable expectation of recovering the contractual cashflows. Impairment of trade receivables and contract assets is determined utilising the simplified approach based on the expected lifetime credit losses. Given that there is no significant decline in the credit risk, the credit loss provision continues to be measured at the amount of the lifetime expected credit losses.

Financial liabilities at amortised cost

The company's main financial liabilities are trade payables, contract liabilities, lease liabilities, other liabilities and borrowings (see disclosures in this chapter). These liabilities are carried at amortised cost after initial recognition,

using the effective interest method. When a financial liability (or a part thereof) is eliminated or expires, it ceases to be recognised.

Financial asset and liabilities at fair value through profit or loss

Financial assets and liabilities at fair value through profit or loss include derivative financial instruments. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. No hedge accounting is applied, except for cashflow hedge accounting for interest risk of a long-term PPP contract.

The Group uses interest rate swaps, forward agreements and interest rate cap options to hedge its exposure to interest rate and foreign currency sensitivity risks.

Trade and other short-term payables

On initial recognition, trade payables and other payable items are measured at fair value. After initial recognition, trade payables and other payable items are carried at amortised cost. The difference between the carrying amount of a financial liability (or part thereof) that is redeemed or is transferred to a third party and the amount paid, including any transfer of assets other than cash and cash equivalents or assumed liabilities, is recognised in profit or loss.

Current tax

The tax currently payable is based on taxable profit for the period. Taxable profit differs from profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Current and deferred tax for the period

Current and deferred tax are recognised as an expense or income in profit or loss, except when they relate to items that are recognised outside profit or loss (whether in other comprehensive income or directly in equity), in

which case the tax is also recognised outside profit or loss, or where they arise from the initial accounting for a business combination. In the case of a business combination, the tax effect is taken into account in calculating goodwill or determining the excess of the acquirer's interest in the net fair value of the acquirer's identifiable assets, liabilities and contingent liabilities over cost.

The receivables and liabilities from income taxes contain claims and obligations from domestic and foreign income tax jurisdictions. These include both the current year and any claims and obligations from previous years. The receivables and liabilities are calculated on the basis of the tax regulations in the respective countries.

Deferred taxes are recognised for all temporary differences, using the liability method, between the valuations of the balance sheet items in the IFRS consolidated financial statements and the respective tax values applicable to the individual group companies. Furthermore, the probable realisable tax benefit from existing loss carry forwards is included in the calculation. Exceptions to this comprehensive tax accrual are differences arising from non-deductible goodwill. The calculation of the deferred tax is based on the usual income tax rate in the respective country at the time of the expected reversal of the value difference.

Deferred tax liabilities resulting from temporary differences are recognised if the timing of the reversal of temporary differences within the Group can be determined and it is probable that the temporary differences will be reversed in the foreseeable future due to this influence. Deferred tax assets and liabilities will be set off if there is a legally enforceable right to set off current tax assets and liabilities, and the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority.

Ballast Nedam applies the IAS 12 mandatory temporary exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes.

[Borrowings](#)

On initial recognition, long-term loans are measured at fair value less attributable transaction costs. Interest-bearing loans are subsequently carried at amortised cost, with any difference between the cost and the amount repayable recognised in the income statement over the term of the loans on the basis of the effective interest method. Borrowing costs are capitalised only when they are attributable to qualifying assets (none in 2025 and 2024).

[Pensions](#)

The pension scheme for office staff qualifies as a defined contribution plan. Under this defined contribution plan, the obligations in respect of the defined contributions are recognised as an expense in the income statement when they fall due. Ballast Nedam has no legal or constructive obligations to make further contributions if the pension fund does not hold appropriate assets to pay all employees the benefits relating to employee service in the current and prior periods. Ballast Nedam's building site employees are covered by the compulsory industry-wide pension scheme for the building industry (bpfBOUW). Under IAS 19 this pension scheme is accounted for as a defined contribution scheme. Ballast Nedam pays contributions to administered pension insurance plans and has no further payment obligations once the contributions have been paid.

The contributions are recognised as employee benefit expense when they are due.

[Employee benefits other than pensions](#)

Ballast Nedam's net obligation in respect of long-term employee benefits (long-service bonuses, long-term illness), with the exception of pension plans, is the sum of the future benefits that employees have earned in exchange for their services during the period under review and in preceding periods. The liability is discounted to present value, taking into account actuarial assumptions.

Termination benefits are recognised when binding offers are made or restructuring, within the scope of IAS 37, is announced. Benefits falling due more than 12 months after the end of the reporting period are discounted to present value (taking into account actuarial assumptions, when relevant).

[Provisions](#)

Provisions are recognised when the Group has a present obligation as a result of a past event, and it is probable that the Group will be required to settle that obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cashflows estimated to settle the present obligation, its carrying amount is the present value of those cashflows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Equity

Ordinary shares are classified as equity. Mandatory redeemable preference shares are classified as liabilities. The share premium concerns the income from the issuing of shares insofar as this exceeds the nominal value of the shares. Legal reserves are accounted for based on regulations.

Dividends

Dividends are recognised as a liability in the period in which they are declared.

Revenues from contracts with customers

The company recognises revenue based on following the five step model in IFRS 15. The company recognises revenue from its customers only when all the following criteria are met:

- the parties to the contract have approved the contract (in writing, orally or in accordance with other customary business practices) and are committed to perform their respective obligations;
- the company can identify each party's rights regarding the goods or services to be transferred;
- the company can identify the payment terms for the goods or services to be transferred;
- the contract has commercial substance;
- it is probable that the company will collect the considerations to which it will be entitled in exchange for the goods or services that will be transferred to the customer. In evaluating whether collectability of an amount of consideration is probable, an entity shall consider only the customer's ability and intention to pay that amount of considerations when it is due.

Ballast Nedam evaluates if it is possible to account for a contract at the contract level as a single performance obligation or the promises in the contract are distinct and qualify as a separate performance obligation.

The transaction price is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. It includes initial amounts agreed in the contract plus any variation orders in the contract work and variable consideration (like variation orders, claims and bonuses), to the extent that it is highly probable that its inclusion will not result in a significant revenue reversal in the future when the uncertainty has been subsequently resolved. The transaction price (and any subsequent changes in estimate of the transaction price) is allocated to each separate performance obligation based on the relative stand-alone selling price of each performance obligation. The transaction price is not adjusted for the effects of a significant financing component, since while deferred payment terms may be agreed in rare circumstances, the deferral never exceeds 12 months.

Revenue is recognised as soon as control is transferred to the customer. Control can transfer at a point in time or over time. Construction contracts generally meet the criteria to recognise revenue over time, since the company is building on the land of the client or improving an asset of the customer that the customer controls. Ballast Nedam evaluates for each construction contract whether any of the criteria for recognition of revenue over time are met:

- the customer simultaneously receives and consumes the benefits provided by the entity's performance as the entity performs;
- the entity's performance creates or enhances an asset that the customer controls as the asset is created or enhanced;
- the entity's performance does not create an asset with an alternative use to the entity and the entity has an enforceable right to payment for performance completed to date.

The stage of completion on projects is measured by reference to the contract costs incurred up to the balance sheet date as a percentage of total estimated costs for each contract, except where this would not be representative of the stage of completion. The stage of completion excludes costs for uninstalled materials and costs that are incurred to fulfil a contract, such as mobilisation costs and costs incurred due to inefficiencies. Costs for mobilisation are recognised as a separate asset if these costs are expected to be recovered; no material mobilisation costs were identified. For performance obligations that are transferred at a point in time, revenues and costs are recognised in profit or loss when the customer receives the ability to direct the use of the asset and substantially obtains all the benefits of it.

Onerous construction contracts

Estimates of project management are used to assess the progress and estimated outcome of a performance obligation. When it becomes probable that the total expected costs to complete all performance obligations in a contract exceed the total transaction price (consideration) of these performance obligations, a loss provision is recognised for the lower of the unavoidable costs and the costs of termination. Loss provisions are separately disclosed as a provision. The provisions show the expected negative result of the contract, based on the progress of the project. In determining the onerous contract provision the Group applies for revenue base the 'economic benefits to be received' and for cost base the 'unavoidable costs' (qualified as integral costs). The integral costs approach is in line with the IFRS 15 definition regarding costs to fulfil a contract.

Financing components

Ballast Nedam generally does not have any significant contracts where the period between the transfer of the promised goods or services to the customer and the payment by the customer, as contractually agreed, exceeds one year. If applicable, the transaction prices are adjusted for the time value of money.

Revenues generated from residential development projects

Residential development projects include components such as the sale of land and the realisation of residential buildings. The revenue from the sale of land is realised at the moment the civil law notary transfers the title, while the revenue from the buildings is realised during the construction period.

Revenue is measured at the transaction price agreed under the contract taking into account the variable considerations. While deferred payment terms may be agreed in rare circumstances, the deferral never exceeds 12 months. The transaction price is therefore not adjusted for the effects of a significant financing component.

The Group's construction contracts generally meet the criteria to recognise revenue over time, since the projects are specialised assets which are built specifically for the client and frequently on a customer's site. Reference is made to 'Revenues from contracts with customers'.

Rendering of services

In addition to construction Ballast Nedam provides services within the Infrastructure, Building and Development segments. The service revenue arises from maintenance and other services supplied to infrastructure assets and facilities, which may involve a range of services and processes. The individual services have been determined to be one performance obligation. Ballast Nedam has assessed that the services are satisfied over time given that the customer simultaneously receives and consumes the benefits provided by Ballast Nedam. Revenue therefore continues to be recognised over time in the period in which the services are rendered.

Trading and other revenue

Rental income from equipment

Revenue is measured at the transaction price agreed under the rental contract. Lease income from operating leases where Ballast Nedam is a lessor is recognised in income on a straight-line basis over the lease term. Further details refer to [note 6.6.12](#) Right of use assets.

Rental income from investment properties

Revenue is measured at the transaction price agreed under the rental contract. Rental income generated from real estate development projects is recognised on an accrual basis and included in the accounting period in which the rental services are rendered. Further details refer to [note 6.6.10](#) Investment properties.

Income from selling of construction equipment and materials

Revenue is recognised when control of the products has transferred, being when the equipment is delivered to the customer, and there is no unfulfilled obligation that could affect the wholesaler's acceptance of the products in accordance with the sales contract. No significant element of financing is deemed present as the sales are made with a reasonable credit term, which is consistent with market practice.

Contract costs

All costs related to satisfied performance obligations and costs related to inefficiencies (that is, abnormal costs of materials, labour, or other costs to fulfil) are expensed as incurred. Incremental costs of obtaining a contract are costs that the entity would not have incurred if the contract had not been obtained and are recognised as an asset if they are expected to be recovered. As a practical expedient, costs are expensed as incurred if the amortisation period of the asset that otherwise would have recognised is one year or less.

Costs to obtain a contract that would have been incurred regardless of whether the contract was obtained (for example, certain bid costs) are recognised as an expense when incurred, unless those costs are explicitly chargeable to the customer regardless of whether the contract is obtained. Direct costs of fulfilling a contract are accounted for in accordance with other standards (for example, inventory, intangibles, fixed assets) if they are within the scope of that guidance. Direct costs of fulfilling a contract are capitalised if not within the scope of other standards and if they relate directly to a contract, relate to future performance, and are expected to be recovered under the contract.

Cost of revenue includes, but is not limited to, personnel expenses, raw materials and supplies expenses, worksite expenses, subcontractor expenses, transportation and customs expenses, cost from sale of residential units, consultancy expenses, office administration expenses, flight operations expenses, depreciation and amortisation expenses, insurance expenses, machinery, equipment and other rent expenses, energy and fuel expenses, tax and legal expenses, travel expenses, cost of goods sold, loss allowance for trade receivables, provision for impairment of inventories, cost of electricity sold, energy transmission and distribution expenses, maintenance and repair expenses, outsourcing expenses, operating expenses, heating expenses, other utilities expenses etc.

Net finance expense

The net financing expense comprises the interest income and expense, including those on borrowings calculated using the effective interest method and interest on the lease liability. Gains and losses on exchange are recognised in the income statement in earnings before interest and taxes. Gains or losses on derivative financial instruments are recognised as finance income or expenses.

Income tax expense

Tax is calculated on the result from ordinary operations, allowing for tax-exempt items and based on the applicable tax rates for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. Tax is recognised in the income statement except in relation to items recognised directly in the consolidated statement of comprehensive income.

Deferred tax is recognised using the statement of financial position method for temporary differences between the reported carrying amounts and tax bases of assets and liabilities, and for future carry-forward losses, and is accounted for on the basis of the applicable tax rates for the periods when the temporary differences are expected to be reversed.

Statements of cashflows

Current period statements of cashflows are categorised and reported as operating, investing and financing. Cashflows from operating activities show cashflows provided from the Group's operations. Cashflows from investing activities summarise the Group's cashflows used in or generated from investing activities (related to acquisitions, intangible, tangible and financial assets and investment properties). Cashflows from financing activities summarise the Group's cashflows from liabilities and the back payments of these liabilities benefited in financing needs of the Group. The cashflow statement is prepared utilising the indirect method.

Related parties

Related parties are individuals or entities that are related to the Group. Related party transactions are transfers of resources, services or liabilities between related parties and the reporting entity, regardless of whether or not against remuneration.

6.6.3 Cash and cash equivalents

The total cash and cash equivalents amounting to € 485.9 million (2024: € 309.9 million) includes € 37.6 million of balances from joint operations (2024: € 25.7 million). The cash and cash equivalents from joint operations are only available in consultation and agreement with the joint operations partners.

6.6.4 Trade receivables

The details of the trade receivables of the Group as at balance sheet dates are as follows:

Trade receivables	2025	2024
Contract receivables	174,134	170,057
Retention held by clients	33,838	26,718
Trade receivables	4,109	3,382
Trade receivables from related parties	35,703	11,885
Allowance for doubtful trade receivables (-)	(1,246)	(752)
Total trade receivables	246,538	211,290

Contract and trade receivables are amounts due from customers for services performed in the ordinary course of business. They are generally due for settlement within 30 days and are therefore all classified as current. These transactions were made on normal commercial terms and conditions. The Group uses prepayments, guarantees and collateral (rights of retention) on projects under construction in order to limit the credit risk on the above categories of instalments and trade receivables. The average collection period is 42 days (2024: 46 days).

References are made to [note 6.6.33](#) with respect to receivables from related parties. The nature and level of the risks on trade receivables are disclosed in [note 6.6.29](#).

The aging of overdue receivables is as follows:

Aging of overdue contract and trade receivables	2025	2024
Overdue by 1-30 days	10,733	12,198
Overdue by 1-3 months	5,202	9,992
Overdue by 3-12 months	15,979	1,519
Overdue by 1-2 years	11,016	22,014
Total overdue receivables	42,930	45,723

Movements on the Group's loss allowance for contract and trade receivables for the year ended 31 December 2025 and 31 December 2024 are as follows:

Movement of loss allowance for contract and trade receivables	2025	2024
Balance at the beginning of the period	(752)	(817)
Charge for the period	(553)	(49)
Reversal	18	90
Collections	41	25
Exchange rate differences	0	(1)
Balance at end of the period	(1,246)	(752)

6.6.5 Other short-term receivables

Non-trade receivables from related parties include receivables from joint ventures and associates. The activities in joint ventures include the assignment and financing of land as well as carrying out construction contracts. In addition, non-trade receivables from related parties include Rönescans group companies. Other receivables include primarily the Group's share of receivables of partners in the joint operations, totalling € 35,487 thousand (2024: € 17,168 thousand), withholding tax, totalling € 11,732 thousand (2024: € 8,887 thousand), funds on an escrow account totalling € 111 thousand (2024: € 551 thousand) and other items like invoices to be sent for finished projects.

Other short-term receivables	2025	2024
Non-trade receivables from related parties	124,732	147,561
VAT receivable	20,253	15,965
Other receivables	108,242	83,941
Total other short-term receivables	253,227	247,978

6.6.6 Inventories

The accumulated impairment recognised within land to be developed for projects amounts to € 4,751 thousand (2024: € 4,751 thousand). In 2025, no impairment has been recognised (2024: € nil) and no impairments of land positions have been reversed (2024: € nil). The allowance for inventories amounts to € 34 thousand (2024: € 34 thousand). The cost of inventories is based on the first-in, first-out principle, and includes expenditure incurred in acquiring the inventories, the production or conversion costs, and the other costs incurred in bringing the inventories to its current location and current condition.

Inventories	2025	2024
Raw materials	49,514	19,760
Lands to be developed for projects	76,372	79,554
Residential units to be sold	27,938	15,890
Finished goods	3,031	3,846
Allowance for inventory	(34)	(34)
Total inventories	156,821	119,016

6.6.7 Short-term prepaid expenses

Prepaid expenses of the amount of € 113,745 thousand (2024: € 50,220 thousand) are mainly related to the prepayments on projects, general administrative expenses including insurance and rent costs and prepaid corporate income taxes.

6.6.8 Contract assets and contract liabilities

Contract assets and contract liabilities	2025		Net position
	Contract assets	Contract liabilities	
Cost less provisions for losses and risks, plus profit based on percentage of completion	863,898	1,509,265	
Less: progress billings	(742,462)	(1,909,903)	
Total contract assets and contract liabilities	121,436	(400,638)	(279,202)

Contract assets and contract liabilities	2024		Net position
	Contract assets	Contract liabilities	
Cost less provisions for losses and risks, plus profit based on percentage of completion	213,793	617,405	
Less: progress billings	(87,405)	(857,119)	
Total contract assets and contract liabilities	126,388	(239,714)	(113,326)

The value of contract assets and liabilities is assessed periodically for each project by the project manager and the management of the entity concerned. Estimates are an inherent feature of this process and the assessment is made on the basis of records in project files, cost monitoring, including estimates of financial settlements of projects such as contract variations and claims. It may turn out at a later stage that actual results differ from the estimates. This is particularly relevant for long-term projects that include considerable customisation. It can also occur if there are unsettled claims or discussions with clients about additional work that are still continuing on the closing date. Further consideration about project estimates are included in [note 6.6.2](#).

Contract assets under current assets consist of all construction contracts where the expenses incurred plus the recognised profit, minus the recognised losses, exceed the instalments invoiced. Contract liabilities under current liabilities consist of all construction contracts where the expenses incurred plus the recognised profit, minus the recognised losses, are less than the instalments invoiced.

The contract assets and liabilities predominantly have a term of less than 12 months. The revenue recognised that was included in the contract liability balance at the beginning of the period amounts to € 239,714 thousand (2024: € 133,486 thousand).

Transaction price remaining performance obligations

The next table includes revenue expected to be recognised in the future related to performance obligations that are (partially) unsatisfied at the reporting date.

31 December 2025	2026	2027	After 2027	Total
Expected revenue from (partially) unsatisfied performance obligations with original expected duration of > 1 year	2,116,574	516,104	1,080,034	3,712,713

31 December 2024	2025	2026	After 2026	Total
Expected revenue from (partially) unsatisfied performance obligations with original expected duration of > 1 year	1,291,949	1,058,363	602,721	2,953,033

6.6.9 Investments accounted for using the equity method

At 31 December 2025, in the opinion of management, no joint venture is material to the Group. Set out in the table is the aggregate information to the Group. The net result is composed of profit or loss from continuing operations and is equal to total comprehensive income.

Share in net result investments valued using equity method	2025	2024
Share in net result joint ventures that are not individually material to the Group	(13,418)	(1,221)
Share in net result associates that are not individually material to the Group	2,887	2,887
Total	(10,531)	1,666

Investments accounted for using the equity method	2025	2024
Share in joint ventures that are not individually material to the Group	68,501	62,430
Share in associates that are not individually material to the Group	11,146	10,538
Total	79,647	72,968

Set out below is the movement schedule of joint ventures and associates:

Individual not material joint ventures and associates to the Group	2025	2024
Opening balance	72,968	38,709
Share in net result investments valued using equity method	(10,531)	1,666
Dividends received	(3,204)	(2,655)
Disposals	(564)	(598)
Change in legal reserve	(1,102)	(853)
Transfer to provision negative joint ventures	6,474	2,122
Funding joint ventures	19,341	31,071
Acquisitions	5,310	-
Assets held for sale	(7,790)	-
Impairment	(693)	-
Exchange rate fluctuations	(562)	3,506
Closing balance	79,647	72,968

6.6.10 Investment properties

Investment properties	2025	2024
Opening balance	59,516	61,772
Investment	1,397	1,944
Change in fair value	(1,513)	(4,200)
Closing balance	59,400	59,516

Investment properties under development	2025	2024
Opening balance	21,288	2,744
Investment	6,581	18,544
Change in fair value	205	-
Closing balance	28,074	21,288

The net income from operational leases of investment properties is limited and is derived from a number of long-term contracts with corporate tenants for our investment property located in Rotterdam. Lease payments for some contracts include CPI increases, but there are no other variable lease payments that depend on an index or rate. Where considered necessary to reduce credit risk, the group might obtain bank guarantees for the term of the lease. Although the Group is exposed to changes in the residual value at the end of the current leases, the Group typically enters into new operating leases and therefore will not immediately realise any reduction in residual value at the end of these leases. Expectations about the future residual values are reflected in the fair value of the properties.

Ballast Nedam utilises an external, independent valuator who, having the appropriately recognised professional qualifications, values investment properties at least annually. The independent valuation report was obtained at year-end 2025 and includes market practice assumptions regarding developments in occupancy and rent levels. The method to determine the fair value which is applied is the income capitalisation approach, with the discounted cash flow method used as a second, sense check calculation. The approach is sensitive to changes in parameters and is subject to numerous variables (positive or negative) like planning permission, market conditions, or delay to start of construction.

The fair value measurement for investment properties has been categorised as a Level 3 fair value. The main Level 3 inputs are rental values, square meters, post-tax discount rates (7.9%, 2024: 8.1%), inflation rate (2.1% - 2.3%) and internal budgets which include assumptions about developments in occupancy levels based on management's experience and knowledge of property construction and market conditions. A change in construction costs or estimated rental value of $\pm 5.0\%$ results in a change of the fair value of investment properties with $\pm 5.0\%$.

6.6.11 Property, plants and equipment

	Buildings	Machinery and equipment	Other tangible assets	Total
Cost				
Opening balance 1 January 2025	43,199	96,740	10,385	150,324
Additions	16,007	20,905	5,343	42,255
Disposals	(1,879)	(4,540)	(2,199)	(8,618)
Acquisitions	213	2,486	242	2,941
Exchange rate fluctuations	(819)	(4,041)	(559)	(5,419)
Closing balance 31 December 2025	56,721	111,550	13,212	181,483
Accumulated depreciation and impairment				
Opening balance 1 January 2025	(26,123)	(64,840)	(6,854)	(97,817)
Cum. depreciation - disposals	(136)	5,006	1,134	6,004
Depreciation	(1,697)	(11,038)	(1,490)	(14,225)
Exchange rate fluctuations	735	2,784	282	3,801
Closing balance 31 December 2025	(27,221)	(68,088)	(6,928)	(102,237)
Carrying value as at 31 December 2025	29,500	43,462	6,284	79,246

Other tangible assets mainly include leasehold improvements and ICT hardware. Several property, plants and equipment items are pledged as collateral under the bank loan agreements, see [note 6.6.29](#).

	Buildings	Machinery and equipment	Other tangible assets	Total
Cost				
Opening balance 1 January 2024	42,366	82,918	8,875	134,159
Additions	2,640	8,364	1,902	12,906
Disposals	(3,680)	(7,562)	(1,592)	(12,833)
Acquisitions	1,873	13,020	1,199	16,092
Closing balance 31 December 2024	43,199	96,740	10,385	150,324
Accumulated depreciation and impairment				
Opening balance 1 January 2024	(26,558)	(62,135)	(6,925)	(95,618)
Cum. depreciation - disposals	2,063	4,620	1,368	8,051
Depreciation	(1,624)	(7,275)	(1,281)	(10,180)
Exchange rate fluctuations	(4)	(50)	(16)	(70)
Closing balance 31 December 2024	(26,123)	(64,840)	(6,854)	(97,817)
Carrying value as at 31 December 2024	17,076	31,900	3,531	52,507

The useful life used in the calculation of depreciation is as follows:

	Useful life
Buildings	10-30 years
Machinery and equipment	5-20 years
Other tangible assets	2-10 years

From the total depreciation of € 14,225 thousand (2024: € 10,180 thousand) € 12,624 thousand was charged to costs of revenue (2024: € 8,417 thousand) and € 1,601 thousand to general costs (2024: € 1,763 thousand).

6.6.12 Right of use assets

The movement schedule of right of use assets is as follows:

	Buildings	Machinery and equipment	Motor vehicles	Total
Cost				
Opening balance 1 January 2025	22,872	17,004	16,111	55,987
Additions	11,790	4,790	4,282	20,862
Disposals	(14,181)	(5,443)	(2,511)	(22,135)
Acquisitions	2,399	-	2,094	4,493
Exchange rate fluctuations	(25)	-	(23)	(48)
Closing balance 31 December 2025	22,855	16,351	19,953	59,159
Accumulated depreciation				
Opening balance 1 January 2025	(16,619)	(4,609)	(8,755)	(29,983)
Disposals	12,837	2,568	2,370	17,775
Depreciation	(4,035)	(2,711)	(4,552)	(11,298)
Exchange rate fluctuations	7	-	8	15
Closing balance 31 December 2025	(7,810,49)	(4,752)	(10,929)	(23,491)
Carrying value as at 31 December 2025	15,045	11,599	9,024	35,668

	Useful life
Buildings	3-20 years
Machinery and equipment	3-8 years
Motor vehicles	1-5 years

	Buildings	Machinery and equipment	Motor vehicles	Total
Cost				
Opening balance 1 January 2024	21,583	13,561	13,220	48,364
Additions	1,448	3,798	5,068	10,314
Disposals	(159)	(355)	(2,177)	(2,691)
Closing balance 31 December 2024	22,872	17,004	16,111	55,987
Accumulated depreciation				
Opening balance 1 January 2024	(14,074)	(2,569)	(7,360)	(24,003)
Disposals	155	242	2,004	2,401
Depreciation	(2,698)	(2,282)	(3,398)	(8,378)
Exchange rate fluctuations	(2)	-	(1)	(3)
Closing balance 31 December 2024	(16,619)	(4,609)	(8,755)	(29,983)
Carrying value as at 31 December 2024	6,253	12,395	7,356	26,004

Of the total depreciation of € 11,298 thousand (2024: € 8,378 thousand), € 4,183 thousand (2024: € 2,808 thousand) was charged to costs of revenue, and € 7,116 thousand (2024: € 5,570 thousand) to general costs. The statement of profit or loss and statement of cashflow shows the following relating to leases:

	2025
Depreciation charge of right-of-use assets	11,298
Interest expense (included in finance cost)	1,728
Cash outflow leases	14,168

	2024
Depreciation charge of right-of-use assets	8,378
Interest expense (included in finance cost)	1,136
Cash outflow leases	9,732

6.6.13 Intangible assets

	Rights	Other	Goodwill	Total
Cost				
Opening balance 1 January 2025	1,508	12,436	16,608	30,552
Addition	-	1,437	152	1,589
Disposals	(960)	-	-	(960)
Acquisition of subsidiaries	-	7,741	13,469	21,210
Exchange rate fluctuations	-	(339)	(279)	(618)
Closing balance 31 December 2025	548	21,275	29,950	51,773
Accumulated amortisation				
Opening balance 1 January 2025	(1,469)	(9,530)	-	(10,999)
Disposals	959	-	-	(959)
Amortisation	(19)	(3,639)	-	(3,658)
Impairment	-	(1,831)	-	(1,831)
Exchange rate fluctuations	-	320	-	320
Closing balance 31 December 2025	(529)	(14,680)	-	(15,209)
Carrying balance as at 31 December 2025	19	6,595	29,950	36,564

Rights consist of the founders lounge of Amsterdam Arena in the Netherlands. Other intangible assets consist of computer software and identified intangible assets at the acquisition of Hurks Groep B.V., Willems Beheer B.V., Mouwrik Bouw B.V., ABC Ltd and Ekinetix B.V. The useful life used in the calculation of amortisation for intangible assets is as follows:

	Useful life
Rights	30 years
Other	3-20 years

The amortisation of € 3,658 thousand was included in the cost of revenue (2024: € 1,099 thousand).

	Rights	Other	Goodwill	Total
Cost				
Opening balance 1 January 2024	1,508	12,264	15,592	29,364
Addition	-	65	-	65
Disposals	-	(28)	-	(28)
Acquisition of subsidiaries	-	135	768	903
Exchange rate fluctuations	-	-	248	248
Closing balance 31 December 2024	1,508	12,436	16,608	30,552
Accumulated amortisation				
Opening balance 1 January 2024	(1,450)	(8,481)	-	(9,931)
Disposals	-	28	-	28
Amortisation	(19)	(1,080)	-	(1,099)
Exchange rate fluctuations	-	3	-	3
Closing balance 31 December 2024	(1,469)	(9,530)	-	(10,999)
Carrying balance as at 31 December 2024	39	2,906	16,608	19,553

Goodwill

Goodwill is allocated at acquisition date, to the cash-generating units (CGU). An impairment test is performed annually, or earlier if there are indications of impairment. The CGU is the lowest level within the Group at which goodwill is monitored for internal management purposes. None of the balances at CGU-level are considered significant. The assumptions described in the next paragraph are similar to all CGUs.

The recoverable amount of goodwill for impairment testing purposes is based on a value-in-use calculation by means of the discounted cash flow method. The method uses cashflow projections based on historical performance and the forecasts which are based on the Business Plan cycle 2026-2028, as approved by the Board, after which a terminal value is used in a bandwidth of 2%-3%. The key assumptions for the value-in-use calculations are those regarding revenue growth rate, a stable profit before tax margin, pre-tax weighted average cost of capital 7.9%, based on the market participants' view on rates of return required for investments equivalent to those in the company. There are no current or accumulated impairment losses on goodwill. The impairment test and sensitivity analysis around the key assumptions have indicated sufficient headroom for all CGUs and as such a reasonably possible change in any of the assumptions would not cause the recoverable amount to be less than the carrying value. Based on both quantitative and qualitative factors management has concluded that for those CGUs an impairment is not necessary.

6.6.14 Deferred tax assets and liabilities

The movement in the statement of financial position of the deferred tax assets is as follows:

Deferred tax assets	2025	2024
Opening balance 1 January	50,825	31,818
Reclassification	(603)	(7,152)
Recognition of carry-forward losses	9,541	34,948
Realised carry-forward losses	(13,056)	(9,500)
Exchange rate fluctuations	(1,974)	711
Closing balance 31 December	44,733	50,825

The deferred tax assets to be recovered within and after more than 12 months amount to € 16.3 million and € 28.4 million respectively. The recognised deferred tax assets relate to the unrecognised pre-incorporation profit, tax losses available to the fiscal unity in the Netherlands and arising from Türkiye. The unused tax losses in the Netherlands relate to years 2013 up to and including 2018. A relatively small number of mainly large infrastructure projects caused these losses. Ongoing measures are taken to prevent such losses. The recognised tax losses from prior years are infinitely deductible, with the exception of Turkish tax losses being maximised at 5 years carry forward. The Dutch corporate tax rate applicable in 2025 and upcoming years is 25.8%.

A deferred tax asset is recognised to the extent that it is probable, based on Business Plan forecasts approved by the Board, that sufficient taxable profits will be available in the Netherlands that can be utilised towards realising the deferred asset. The forecasts include a 10 year horizon and are based on the Business Plan cycle 2026-2028, extrapolated using growth rates for revenue and profit that take external market data and historical performance into account. No specific tax planning opportunities have been taken into account.

Management has determined that the Dutch tax group has approximately € 299 million of carry-forward losses (2024: approximately € 333 million), for which a deferred tax asset of € 32,252 thousand (2024: € 31,353 thousand) has been recognised. The Turkish tax group has € 12,407 thousand of carry-forward losses, for which a deferred tax asset of € 12,407 thousand has been recognised. Besides carry-forward losses, Ballast Nedam's Dutch tax group has no unrecognised pre-incorporation profit (2024: € 36 million) from foreign permanent establishments which are eligible for set-off to prevent double taxation. In addition, Ballast Nedam still has carry-forward losses in foreign countries which have not been recognised, as is not considered probable they can be utilised.

The deferred tax liability amounts to € 6,776 thousand (2024: € 1,305 thousand). Deferred tax liabilities primarily relate to taxable temporary differences arising from our foreign activities, being primarily Türkiye and Uzbekistan, and from identifiable intangible assets recognised in business combinations. No deferred tax liability has been recognised for the temporary differences related to investment properties as any resulting tax liability is expected to be fully offset by available tax loss carry forwards.

6.6.15 Short- / long-term borrowings

The details and redemption schedule of the borrowings are as follows:

Net debt and cash	2025	2024
Cash and cash equivalents	485,862	309,940
Borrowings - repayable within one year	(29,160)	(112,003)
Borrowings from related parties - repayable within one year	-	-
Borrowings - repayable after one year	(151,439)	(75,716)
Borrowings from related parties - repayable after one year	(1,371)	(13,521)
Lease liabilities - repayable within one year	(10,774)	(10,900)
Lease liabilities - repayable after one year	(24,592)	(14,288)
Net debt and cash	268,526	83,512
Cash and cash equivalents	485,862	309,940
Gross debt - fixed interest rates	(36,737)	(104,400)
Gross debt - variable interest rates	(180,599)	(122,028)
Net debt and cash	268,526	83,512

The bank loans outstanding are agreed with variable interest rates (2024: € 122.0 million). Non-financial assets amounting to € 275,855 thousand (2024: € 150,655 thousand) are pledged as collateral with respect to the bank borrowings.

The redemption schedule of borrowings is as follows:

	2025	2024
Repayable < 1 year	29,160	112,003
Repayable 1 - 2 years	27,067	38,010
Repayable 2 - 3 years	63,832	14,379
Repayable 3 - 4 years	29,150	13,000
Repayable > 4 years	32,761	23,848
	181,970	201,240

	Net assets	Liabilities from financing activities						Total
		Lease liabilities - repayable within one year	Lease liabilities - repayable after one year	Borrowings - repayable within one year	Borrowings from related parties - repayable within one year	Borrowings - repayable after one year	Borrowings from related parties - repayable after one year	
Net debt and cash as at 1 January 2024	171,022	(8,762)	(15,862)	(47,998)	(10,000)	(108,549)	(11,546)	(31,695)
Cashflow movement	138,918	(2,138)	1,574	(64,005)	10,000	32,833	(1,975)	115,207
Net debt and cash as at 31 December 2024	309,940	(10,900)	(14,288)	(112,003)	-	(75,716)	(13,521)	83,512

Net debt and cash as at 1 January 2025	309,940	(10,900)	(14,288)	(112,003)	-	(75,716)	(13,521)	83,512
Cashflow movement	175,922	126	(10,304)	82,843	-	(75,723)	12,150	185,014
Net debt and cash as at 31 December 2025	485,862	(10,774)	(24,592)	(29,160)	-	(151,439)	(1,371)	268,526

Long-term borrowings includes two loans that are subject to a number of financial covenants. There is one loan (€ 38.6 million) that is due end of December 2031. This loan is subject to the following financial covenants:

- Equity ratio exceeds 20% in 2025 and the years thereafter. Equity ratio means the ratio of Shareholders equity to Total assets in the yearly audited financial statements of the group. The equity ratio covenant is tested at the end of each year.
- Net leverage ratio does not exceed 3.5. Net leverage is defined as total net debt divided by EBITDA. The leverage ratio is tested at the end of each quarter.

There is one loan (€ 10.4 million) that has been drawn down under a Revolving Credit Facilities (RCF) agreement, which is due in August 2029. The cash facility amounts to € 30.0 million. The RCF is subject to the following financial covenants:

- Leverage ratio does not exceed 3. Leverage is defined as total net debt divided by EBITDA. The leverage ratio is tested at the end of each quarter.
- Interest cover ratio exceeds 4. Interest cover is calculated as EBITDA divided by aggregate net interest and fees under the RCF. The covenant is tested half-yearly.
- Solvency ratio exceeds 27.5% in 2025 and the years thereafter. Solvency is calculated as risk-bearing capital relative to balance sheet total plus present value of operational lease obligations. The solvency covenant is tested at the end of each year.
- Loan to Value does not exceed 50%. Loan to value equals the aggregate outstanding amount under Facility A of the RCF as a percentage of the as-is value of qualifying assets. The loan to value ratio is tested half-yearly as well as upon disposal of a property.

Compliance with the covenants is actively monitored. Ballast Nedam complied with the above covenants in 2025 and considering the Business Plan 2026 and current financial position the Group expects to also comply with the covenants in 2026.

6.6.16 Trade payables

The details of the trade payables of the Group as at balance sheet dates are as follows:

Trade payables	2025	2024
Trade payables	275,872	175,392
Trade payables to related parties	14,348	4,584
Retention payables	12,308	1,393
Other trade payables	21,672	8,325
Total trade payables	324,200	189,694

Average maturity for trade payables is approximately 35 days (2024: 40 days). Risk characteristics and fair values of trade receivables and trade payables are disclosed in [note 6.6.29](#). These transactions were made on normal commercial terms and conditions.

6.6.17 Other short-term payables

Other short-term payables	2025	2024
Non-trade payables to related parties	81,048	69,916
Other short-term payables	48,919	56,851
Total other short-term payables	129,967	126,767

Non-trade payables to related parties see [note 6.6.33](#). Other short-term payables include the Group's share of the payables of the partner(s) in the joint operations, total amount € 27,714 thousand (2024: € 37,898 thousand), accruals for invoices to be received € 9,129 thousand (2024: € 12,515 thousand) and other items which are individually immaterial. These transactions were made on normal commercial terms and conditions.

6.6.18 Payables for employee benefits

Short-term payables for employee benefits	2025	2024
Salary payable to personnel	1,977	6,986
Social security premiums payable	7,493	5,581
Other payables for employee benefits	16,317	9,192
Total short-term payables for employee benefits	25,787	21,759
Short-term provisions related to employee benefits	2025	2024
Unused vacation pay liability	3,012	3,021
Other short-term provisions related to employee benefits	306	1,100
Total short-term provisions related to employee benefits	3,318	4,121
Long-term provisions related to employee benefits	2025	2024
Jubilee provision	223	382
Illness provision	77	215
Total long-term provisions related to employee benefits	300	597

The discount rate of the provision for long-term illness and long-service bonuses was 3.6% (2024: 2.3%). In addition, the long-service bonus includes expectation on retention rate of 85% (2024: 85%) and salary increases consistent with collective labour agreements.

Pensions

Ballast Nedam makes contributions to defined benefit schemes as well as defined contribution schemes. The pension schemes in the Netherlands are subject to the regulations as specified in the Pension Act. Due to the Pension Act, the pension plans need to be fully funded and need to be operated outside the company through a separate legal entity. Several multi-employer funds and insurers operate the various pension plans. Ballast Nedam has no additional responsibilities for the governance of these schemes. The basic pension for every employee is covered by multi-employer funds in which also other companies participate based on legal obligations. These funds have an indexed average salary scheme and are therefore defined benefit schemes. Specifically, these are the industry pension funds for Building & Infra, Concrete Products, Agricultural Machinery Operating and Metal & Technology industries. As these funds are not equipped to provide the required information on the company's proportionate share of pension liabilities and plan assets, the defined benefit plans are accounted for as defined contribution plans. The Group is obliged to pay the predetermined premium for these plans. Ballast Nedam may not reclaim any excess payment and is not obliged to make up any deficit, except by way of the adjustment of future premiums. For employees with salaries exceeding industry pension funds maximum pensionable salaries (top-up arrangement), which are not covered by multi-employer funds, operation and administration are carried out by external parties and relates to defined contribution schemes. The Group has no liabilities with regards to paying premiums for this scheme. With effect from 2006, the defined benefit scheme is closed for new entrants. The build-up of future pension entitlements for these employees is covered by the multi-employer funds or external insurance companies. Defined benefit schemes are closed for future accumulation and index-linked to the industry pension fund for Building & Infra.

The coverage ratio of the industry pension scheme for the building industry (bpfBOUW) is accounted for as a defined contribution pension scheme and was estimated as 133.1% for the year 2025 (2024: 126.3%). The coverage ratio for pension scheme Bpf Betonproductenindustrie also accounted for as a defined contribution pension scheme was estimated as 118.8% for the year 2025 (2024: 112.7%).

6.6.19 Short-term and long-term provisions

Short-term provisions amount to € 56,042 thousand (2024: € 39,690 thousand) and includes € 3,318 thousand (2024: € 4,121 thousand) provisions related to employee benefits (note 6.6.18) and € 52,724 thousand (2024: € 35,568 thousand) other short-term provisions. The long-term provisions amount to € 11,656 thousand (2024: € 11,253 thousand) and includes € 300 thousand (2024: € 597 thousand) provisions related to employee benefits (note 6.6.18) and € 11,356 thousand (2024: € 10,656 thousand) other long-term provisions.

Short-term provisions	2025	2024
Warranty provisions	8,739	8,703
Provision for joint ventures	18,802	12,328
Provision onerous contracts	17,401	4,471
Provisions for lawsuits	-	-
Restructuring provisions	623	2,203
Other short-term provisions	7,159	7,864
Total short-term provisions	52,724	35,569
Long-term provisions	2025	2024
Warranty provisions	4,011	4,456
Provision onerous contracts	6,536	5,831
Restructuring provisions	-	-
Other long-term provisions	809	369
Total long-term provisions	11,356	10,656

The company expects that all the provisions will be substantively used within one to five years.

Movements of warranty provisions	2025	2024
Opening balance 1 January	13,159	7,787
Transfer from contract liabilities	10,534	11,619
Acquisitions	2,064	-
Charge for the year	2,317	1,023
Utilisation	(14,407)	(3,934)
Reversal	(802)	(3,258)
Exchange rate fluctuations	(115)	(78)
Closing balance 31 December	12,750	13,159
< 1 year	8,739	8,703

The provision for warranty claims represents the present value of the management's best estimate of the future outflow of economic benefits that will be required under Ballast Nedam's warranty programme for construction contracts. In 2025, the addition to warranty provisions from completed projects amounted to € 10,534 thousand (2024: € 11,619 thousand). The release amounted to € 802 thousand (2024: € 3,258 thousand) and relates to previously completed projects of which the warranty period expired. The warranty costs provided for are partly dependent on the estimated allocation of the claim to the related construction partners. It is expected that most of the warranty costs will occur in the upcoming year.

Movements of other provisions	2025	2024
Opening balance 1 January	8,233	3,666
Reclassification	3,116	4,206
Acquisitions	230	-
Charge for the year	100	1,211
Utilisation	(1,994)	(1,111)
Reversal	(407)	(112)
Exchange rate fluctuations	(1,310)	373
Closing balance 31 December	7,968	8,233
< 1 year	7,159	7,864

The possible financial risk of the claims cannot be predicted with certainty, however Ballast Nedam believes that based on (external) advisors and information received, the amounts included in the provision are the best estimate. Ballast Nedam also takes into account whether or not financial risks are covered by the insurance policies. The charge for the year of € 100 thousand was included in the statement of profit and loss (2024: € 1,211 thousand) and refers mainly to claim positions. The utilisation of € 1,994 thousand (2024: € 1,111 thousand) relates to the settlement of claims. The reclassification of € 3,116 thousand (2024: € 4,206 thousand) consisted of a transfer from contract liabilities to provisions.

Movements of provision for joint ventures	2025	2024
Opening balance 1 January	12,328	3,761
Addition	9,551	11,166
Utilisation	(3,077)	(2,599)
Closing balance 31 December	18,802	12,328
< 1 year	18,802	12,328

The provision for joint ventures relates to joint ventures in which Ballast Nedam's share is negative. The increase in this provision in 2025 mainly had to do with losses of joint ventures not fully off-set by capital contributions.

Movements of provision onerous contracts	2025	2024
Opening balance 1 January	10,302	15,637
Addition	36,997	32,765
Utilisation	(23,362)	(38,100)
Closing balance 31 December	23,937	10,302
< 1 year	17,401	4,471

The provision is based on estimates from project teams to assess the result of a performance obligation and the future progress on the project. If a contract with a client for the execution of a project shows a loss, the entire amount of the loss is immediately recognised in the statement of profit or loss and included as a provision onerous contracts in the statement of financial position. In addition, the provision includes amounts for enforceable obligations originating from the period that a contract was still in force.

Movements of restructuring provisions	2025	2024
Opening balance 1 January	2,203	2,795
Reclassification	-	55
Charge for the year	924	5,004
Utilisation	(1,761)	(4,237)
Reversal	(743)	(1,414)
Closing balance 31 December	623	2,203
< 1 year	623	2,203

The restructuring provision costs mainly related to strategic choices to align the company with continuous developments in market circumstances which amounted to € 924 thousand (2024: € 5,004 thousand). A provision for restructuring is only recognised once the decision to execute a restructuring is concluded and announced.

6.6.20 Other short-term liabilities

Other short-term liabilities	2025	2024
VAT payable	28,078	25,301
Corporate income tax liabilities	9,255	9,876
Total other short-term liabilities	37,333	35,177

The corporate income tax liabilities are related to the subsidiaries outside the fiscal unity of Ballast Nedam.

6.6.21 Other long-term payables

Other long-term payables	2025	2024
Non-trade payables to related parties	4,545	4,580
Other long-term payables	7,497	2,438
Total other long-term payables	12,042	7,018

6.6.22 Shareholders' equity

The name of shareholder	%	31 December	
		2025	2024
Renaissance Construction B.V.	100%	2,203	2,203
Total paid in capital	100%	2,203	2,203

The authorised capital consists of 800,000,000 ordinary shares and amounts to € 8 million. The issued and fully paid share capital consists of 220,300,000 ordinary shares each at a par value of € 0.01.

Translation differences arise on the conversion of the investments in foreign activities, including semi-permanent financing, and on the differences between results translated at the average exchange rate during the year and the exchange rate prevailing at the end of the reporting period.

The other reserves include the legal reserve which relate to profits and/or reserves of the associates and joint ventures which are subject to legal restrictions on distribution or restrictions imposed by the articles of association and relate to the fair value change in investment properties.

The Board of Management proposed that the net result for the year will be added to the accumulated losses within the shareholders' equity. The Board of Management proposed a dividend payment in 2026. Reference is made to [7.3.16](#) Events after the balance sheet date.

6.6.23 Revenue

Revenue	2025	2024
Revenue from construction activities	1,613,680	1,177,395
Revenue from maintenance services	14,428	10,245
Trading and other revenue	10,150	44,987
Total revenue	1,638,258	1,232,627

The revenues from construction activities are mainly from the execution of projects in residential and non-residential building and mobility. The revenue from construction activities and infra works amounts to € 694.5 million (2024: € 463.9 million) and € 788.4 million (2024: € 594.4 million) respectively. The total revenue of Ballast Nedam Development is € 72.2 million (2024: € 71.6 million) and Ballast Nedam Industriebouw realised revenues of € 64.1 million (2024: € 88.2 million).

The revenue from services rendered is mainly related to maintenance services. The trading and other revenues relate to revenues from rentals of equipment, tender cooperation fees, buying and selling of construction materials and lease income from investment properties. The revenue realised in the Netherlands was € 1,043.3 million (2024: € 868.3 million), other European countries € 147.8 million (2024: € 128.3 million) and outside Europe € 447.1 million (2024: € 236.0 million).

The revenue joint ventures realised, accounted for as 'share on profit / loss of investments valued using equity method', for the year was € 239.4 million (2024: € 211.0 million) which results in € 1,877.7 million (2024: € 1,443.7 million) total revenue for the company if the joint ventures were consolidated proportionally.

Timing of revenue recognition

The timing of revenue recognition in 2025 and 2024 was as follows:

Timing of revenue recognition	2025	2024
At a point in time	104,943	106,245
Over time	1,533,315	1,126,382
Total	1,638,258	1,232,627

6.6.24 Cost of revenue

Cost of revenue	2025	2024
Employee benefit expenses	(248,801)	(190,196)
Raw materials and supplies expenses	(297,604)	(274,273)
Worksite expenses	(68,886)	(47,253)
Subcontractor expenses	(736,760)	(511,166)
Depreciation and amortization expenses	(18,974)	(12,325)
Machinery, equipment and other rent expenses	(70,408)	(56,504)
Cost of goods sold	(2,579)	(13,753)
Other costs of revenue	(45,801)	(16,422)
Total cost of revenue	(1,489,813)	(1,121,892)

Employee benefit expenses	2025	2024
Wages and salaries	(205,675)	(157,304)
Social security costs	(27,105)	(21,221)
Pension charges	(16,021)	(11,671)
Total employee benefit expenses	(248,801)	(190,196)

The average number of FTE is 4,106 (2024: 3,749) of which 2,616 (2024: 2,199) are employed abroad. The average number of FTE at the head office is 107 (2024: 108) and in the operational entities is 3,999 (2024: 3,641). The average number of FTE in Building Netherlands is 618 (2024: 569) and Infra is 681 (2024: 781).

6.6.25 General administrative expenses

Details of general administrative expenses	2025	2024
Employee benefit expenses	(38,119)	(32,579)
Consultancy expenses	(3,297)	(2,846)
Depreciation and amortization expenses	(10,207)	(7,334)
Office administration expenses	(3,760)	(3,092)
Rent expenses	(1,644)	(1,401)
Representative expenses	(348)	(269)
Transportation and travelling expenses	(836)	(879)
Insurance expenses	(1,817)	(1,809)
Marketing, selling and distribution expenses	(381)	(273)
Total general administrative expenses	(60,409)	(50,482)

Employee benefit expenses	2025	2024
Wages and salaries	(31,511)	(26,945)
Social security costs	(4,153)	(3,635)
Pension charges	(2,455)	(1,999)
Total employee benefit expenses	(38,119)	(32,579)

6.6.26 Other operating income from main activities

The other operating expense from main activities amounted to € 3.6 million (2024: € 8.5 million income) and includes impairments of € 2.5 million (2024: € nil) and additions to and reversal of provisions of € 1.0 million expense (2024: € 2.7 million expense). In 2024 this included gain on sale of Hoco Beton B.V.

The total additions to provisions for the year amounts to € 4,215 thousand (2024: € 7,764 thousand) and the release amounts to € 3,255 thousand (2024: € 5,064 thousand). Further details on provisions are included in [note 6.6.19](#) Short-term and long-term provisions. The gain on disposal of property and equipment amounted to € 2.1 million (2024: € 2.5 million) and the loss on disposal of property and equipment € 0.5 million (2024: € nil). Remaining other operating income and expenses from main activities amount to € 2.8 million (2024: € 3.4 million) and € 4.6 million (2024: € 2.1 million) respectively. This includes multiple small items from multiple business units.

6.6.27 Financing income and expenses

Financing income and expenses	2025	2024
Financing income	1,104	394
Interest expenses	(13,877)	(22,378)
Interest income	21,992	9,208
Foreign exchange losses from operating activities	(2,772)	-
Foreign exchange gains from operating activities	1,790	1,359
(Un)realised results derivatives	469	3,414
Other financial expenses	(4,953)	(1,093)
Total financing income and expenses	3,753	(9,096)

The interest expenses are charged for interest on the outstanding loans and lease liabilities in 2025 and 2024. Other financial expenses include bank commission expenses and financing expenses for a credit facility. The credit facility qualifies as a mezzanine loan which includes a remuneration component in the form of upside profit sharing ([note 6.6.33](#)).

6.6.28 Current income tax expense

The income tax expenses are related to the entities outside the fiscal unity of Ballast Nedam N.V.

Income tax recognised in profit or loss	2025	2024
Current tax expense	(1,829)	(8,325)
Deferred tax (expense)/ income	(7,171)	25,180
Total income tax recognised in profit or loss	(9,000)	16,855

The numerical reconciliation of income tax for 2025 and 2024 is included in the table below:

Numerical reconciliation of income tax	2025	2024
Result before tax	76,309	57,156
Total	76,309	57,156
Applicable income tax rate	25.8%	25.8%
Tax calculated at Dutch tax rate	19,688	14,746
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
<i>Previously unrecognised tax losses used to reduce deferred tax expense</i>	(9,541)	(34,948)
<i>Different tax rates and legislation of subsidiaries operating in other jurisdiction</i>	881	504
<i>Effect of current tax charge related to Pillar Two</i>	2,481	1,287
<i>Other temporary differences</i>	(4,509)	1,556
Income tax	(9,000)	16,855
Net result	67,309	74,011
Effective tax rate	11.8%	-29.5%

International tax reform – Pillar Two model rules

On 23 May 2023, the International Accounting Standards Board issued International Tax Reform—Pillar Two Model Rules – Amendments to IAS 12 (the Amendments). The Amendments clarify that IAS 12 applies to income taxes arising from tax law enacted or substantively enacted to implement the Pillar Two model rules published by the OECD, including tax law that implements a Qualified Domestic Minimum Top-up Tax (QDMTT). Ballast Nedam has adopted these amendments. The Pillar Two model rules were enacted in the Netherlands, the jurisdiction in which Ballast Nedam is incorporated, and have become effective starting 1 January 2024. According to these rules, Ballast Nedam is considered a multinational enterprise to which the Pillar Two rules shall be applied.

Under the legislation, the group is liable to pay a top-up tax for the difference between the Pillar Two effective tax rate for each jurisdiction and the 15% minimum rate. Ballast Nedam has performed a calculation of the Transitional Safe Harbors for Pillar Two purposes. This calculation is based on the 2024 country-by-country reporting and 2025 financial information for the entities in the group. The effective tax rates in the majority of the jurisdictions in which the group operates are above 15%. The group recognised a Pillar Two current income tax expense of € 2,5 million for the year that arises from activities in Guinea, Uzbekistan and United Arab Emirates, because of low statutory tax rates. Ballast Nedam applies the IAS 12 mandatory temporary exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes.

Ballast Nedam continues to follow Pillar Two legislative developments to evaluate the potential future impact on its consolidated results of operations, financial position and cashflows.

6.6.29 Financial risk management

General

The Board of Management has the overall responsibility for the establishment and oversight of the company's risk management framework. One component of the overall risk framework is the financial risk; the categories identified and result of the assessment are disclosed in the following paragraphs.

The centralisation of certain accounting activities continued with the improvement of the systems and transaction flow approvals, which strengthen the control environment. The Internal Control department continued implementing a plan to carry out both regular and ad hoc reviews of controls and procedures.

Credit risk

Credit risk is the risk of financial loss to Ballast Nedam if a counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from cash and cash equivalents, receivables from clients and related parties and investments in debt securities.

The key objective of Ballast Nedam's counterparty credit risk management is to minimise the risk of losses as a result of failure of an individual counterparty that could negatively impact the company's results. The carrying amount of financial assets represents the maximum credit exposure. Ballast Nedam actively pursues a policy designed to minimise credit risks. Credit risks consist of the risk that counterparties will not be able to meet contractual obligations relating to a financial instrument. Creditworthiness assessments are performed for all other clients requiring credit. Ballast Nedam uses prepayments, guarantees and collateral (rights of retention) on projects under construction in order to limit the credit risk on instalments and trade receivables.

Our business units periodically measure and analyse the credit risk for trade receivables and contract assets, based on, amongst other things, aging of the outstanding debt and liquidity of the debtor. The aging of receivables will increase for example in circumstances when our clients withhold payments, which are invoiced in line with the agreed payment schedule, due to the fact that the perception on realisation of milestones differ or documentation requirements, even though the client is not disputing the invoice. For some trade receivables the Group may obtain security in the form of guarantees, deeds of undertaking or letters of credit which can be called upon if the counterparty is in default under the terms of the agreement.

The credit risk of cash and cash equivalents, including bank deposits, is the risk that counter-parties are not able to repay amounts owed to Ballast Nedam. The Group works with banks which have high credit ratings or banks with a lower credit rating if they have a long-term relationship with the Rönnesans Group. The related risk is monitored on an ongoing basis both at local entity and corporate level. While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.

With regard to trade receivables, the Group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. The expected loss rates are based on the payment profiles of sales over a period of 36 months as per 1 January 2025 and the corresponding

historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward looking information on macroeconomic factors affecting the ability of the clients to settle the receivables. Other receivables and other non-current assets are monitored for expected credit losses. They do not contain impaired assets.

These balances include mainly funding to associates and joint ventures for project developments and loans to Rönensans Group companies.

As at the balance sheet date, there was no concentration of credit risks among debtors for substantial amounts.

Credit risk exposure based on financial instrument categories	Trade receivables		Other receivables and non-current assets		Contract assets	Bank deposits
	Related party	Third party	Related party	Third party		
2025						
Maximum credit risk exposure at balance sheet date	35,703	210,834	135,939	108,242	121,436	485,862
Net book value of not due financial assets	35,703	169,150	135,939	108,242	121,436	485,862
Net book value of assets that are due but not impaired	-	41,684	-	-	-	-
Overdue (gross book value)	-	1,246	-	-	-	-
Impairment (-)	-	(1,246)	-	-	-	-

Credit risk exposure based on financial instrument categories	Trade receivables		Other receivables and non-current assets		Contract assets	Bank deposits
	Related party	Third party	Related party	Third party		
2024						
Maximum credit risk exposure at balance sheet date	11,885	199,405	170,702	84,452	126,388	309,940
Net book value of not due financial assets	11,885	154,434	170,702	84,452	126,388	309,940
Net book value of assets that are due but not impaired	-	44,970	-	-	-	-
Overdue (gross book value)	-	752	-	-	-	-
Impairment (-)	-	(752)	-	-	-	-

Trade receivables are amounts due from customers for services performed in the ordinary course of business. They are generally due for settlement within 30 days and are therefore all classified as current. The aging schedule of trade receivables including provision is shown in the table below:

Trade receivables	2025		2024	
	Gross receivables	2025 Provision	Gross receivables	2024 Provision
Not past due	204,854	(8)	166,319	(3)
Past 01-30 days	10,733	(51)	12,198	(3)
Past 31-90 days	5,202	(76)	9,992	(4)
Past 91-364 days	15,979	(661)	1,519	(201)
Past 1-2 years	11,016	(450)	22,014	(541)
Total	247,784	(1,246)	212,042	(752)

Liquidity risk

Liquidity risk is the risk that Ballast Nedam will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The existing financing package, consisting of loan agreements with multiple financial institutions, amounted to € 116.1 million (2024: € 130.4 million), project financing arrangements of € 64.5 million (2024: € 57.3 million) and loan agreements with related parties of € 1.4 million (2024: 13.5 million). An amount of € 29.2 million will mature on or before 31 December 2026. A total amount of € 157.2 million loans is repaid and the weighted average maturity date for the remaining loans as of 31 December 2025 is 2.8 years.

The solvency ratio amounts to 30.7% (2024: 35.4%). The development compared to prior year is mainly driven by increase in the asset base in line with the growth of the company. Ballast Nedam's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to its reputation. Ballast Nedam controls the liquidity risk through weekly cashflow forecasting followed by adequate corrective measures and monitoring. The current cash surplus, strong solvency and the strengthened risk management activities, are expected to provide management with additional flexibility in its operations and execution of its business plans.

Ballast Nedam has access to bank guarantee and bonding facilities with various financial institutions and group companies. These facilities are long-term. Periodically, a forecast is made of the use of the available guarantee facilities. The forecast is based on current tenders and expectations regarding the discharge of existing bank guarantees. Based on this access to guarantee facilities and forecasts, Ballast Nedam expects it will be able to issue guarantees in the ordinary course of business.

In the table, the amounts for <1 year and 1-5 years include the repayments of matured loans of € 29,160 thousand (2026), € 27,067 thousand (2027), € 63,832 thousand (2028), € 29,150 thousand (2029) and € 32,761 thousand (2030).

2025 Due date on agreement	Carrying value	Cash outflows according to agreements	Less than 3 months	3-12 months	1-5 year	More than 5 years
Bank loans (including related parties)	181,970	197,928	1,916	31,688	157,856	6,467
Trade payables (including related parties)	324,200	324,200	324,200			
Contract liabilities	400,638	400,638	400,638			
Lease payables	35,366	43,591	2,955	7,771	19,965	12,900
Other payables	142,009	142,009	129,967		12,042	
Total liabilities	1,084,183	1,108,366	859,676	39,459	189,863	19,367

2024 Due date on agreement	Carrying value	Cash outflows according to agreements	Less than 3 months	3-12 months	1-5 year	More than 5 years
Bank loans (including related parties)	201,240	217,742	58,993	39,212	119,537	-
Trade payables (including related parties)	189,694	189,694	189,694	-	-	-
Contract liabilities	239,714	239,714	239,714	-	-	-
Lease payables	25,188	26,898	2,683	8,259	15,059	897
Other payables	133,785	133,785	126,767	-	7,018	-
Total liabilities	789,621	807,833	617,851	47,471	141,614	897

The contractual cashflows that will occur within 3-12 months' amount to € 39,459 thousand, including an amount of € 31,688 thousand of the loans. Regarding the remaining liabilities € 859,676 thousand (including an amount of € 1,916 thousand of the loans) is due within approximately three months (2024: € 617,851 thousand).

Exchange risk

Ballast Nedam is primarily exposed to foreign currency risk on revenue, project operating costs, and loans and investments in associates held in currencies other than Ballast Nedam's functional currency. Such risk is arising from our international activities in countries where the euro is not the functional currency or local currencies have volatility against the euro.

Forward exchange contracts with highly rated banks may be contracted to hedge the transaction risk on cashflows generated by ordinary business activities.

Ballast Nedam is exposed to the following foreign currency translation risks in nominal amounts:

€ / foreign currency	2025 average exchange rate	Exchange rate on 31 December 2025	2024 average exchange rate	Exchange rate on 31 December 2024
Exchange rates				
USD	1.133	1.174	1.082	1.041
TRY	44.695	50.286	35.489	36.736

Foreign currency translation risk USD	2025	2024
Non-monetary financial assets	5,761	1,750
Monetary financial assets	17,201	25,474
Total assets	22,961	27,224
Non-monetary financial liabilities	(23,373)	-
Monetary financial liabilities	(462)	223
Short-term liabilities	(23,835)	233
Net foreign currency (liabilities) / assets position	(874)	27,448
Monetary items net foreign currency assets	16,739	25,698

Foreign currency translation risk TRY	2025	2024
Non-monetary financial assets	4,618	10,217
Monetary financial assets	11,961	2,899
Total assets	16,579	13,116
Non-monetary financial liabilities	(849)	(4,684)
Monetary financial liabilities	(22,414)	(4,298)
Short-term liabilities	(23,263)	(8,982)
Net foreign currency (liabilities) / assets position	(6,684)	4,134
Monetary items net foreign currency liabilities	(10,453)	(1,398)

A 10% increase in the exchange rate of the euro against USD or TRY would affect the shareholders' equity and income statement as follows, assuming that all other variables, including interest rates, remain unchanged.

If foreign currency, 10% appreciated / depreciated v.s. Euro	2025 Profit / (Loss)	
	Appreciation of foreign currency	Depreciation of foreign currency
US Dollars net assets / (liabilities)	1,674	(1,674)
Turkish Lira net assets / (liabilities)	(1,045)	1,045

If foreign currency, 10% appreciated / depreciated v.s. Euro	2024 Profit / (Loss)	
	Appreciation of foreign currency	Depreciation of foreign currency
US Dollars net assets / (liabilities)	2,547	(2,547)
Turkish Lira net assets / (liabilities)	(140)	140

Interest risk

Ballast Nedam's interest policy is to limit the impact of interest rate changes on the company's results. Management has interest rate collar and interest rate cap agreements in place to limited exposure to interest rate risks for floating rate financial instruments. For loans with a fixed rate, the interest risk is limited to potential

movements in the market value of the loans and of positive cash balances. It is expected that loans will be continued until the maturity date. The interest risk profile of the company's interest-bearing financial instruments as at the end of the reporting period was as follows:

Interest rate position table		
Floating and fixed rate financial instruments	2025	2024
Floating rate financial instruments	180,599	122,028
Fixed rate financial instruments	36,737	104,400
Total financial liabilities	217,336	226,428

A 100 basis points increase in the interest rate would affect the income statement as follows, assuming that all other variables, remain unchanged:

Impact on income statement	2025	2024
Interest rates - increases by 100 basis points	(1,806)	(1,220)
Interest rates - decreases by 100 basis points	1,806	1,220

Capital risk

Ballast Nedam has the objective to ensure an optimal capital structure with sufficient availability of credit which enables the company to continue as a going concern in order to provide returns for the shareholder and benefits for other stakeholders. In order to maintain or adjust the capital structure, the Group may sell assets to reduce debt, obtain new loans to increase debt and adjust the amount of return capital to shareholders. The net debt to equity ratio (excluding lease liabilities) improved from 22% to 56%.

Ballast Nedam is not subject to key performance indicators for the majority of its loans. An exception to this are two existing loan agreements for which several covenants apply. The main performance indicators in these agreements are EBITDA, equity, interest and net debt. Failure to comply with the covenants may require immediate repayment of the outstanding loans. Refer to [note 6.6.15](#) for further details of the applicable covenants. With the current cash position, management forecasts that it has sufficient means to finance its ongoing operations.

Valuation methods

The valuation method of the financial instruments, including derivatives, is categorised in three levels. Level 1 refers to (unadjusted) market prices in active markets for identical assets or liabilities. Level 2 involves assets measured on the basis of prices or price derivatives that do not meet the definition for Level 1. The assets under Level 3 are measured on the basis of cashflow models. All financial instruments carried at fair value within the company are categorised in Level 2. There were no transfers from Level 1 to Level 2 or Level 3, or vice versa, in 2025 (2024: no transfers). Changes in the value of other fair value investments are recognised in the statement of income.

Ballast Nedam has financial assets or liabilities measured at fair value, being derivative assets and liabilities. The fair value of derivative assets and liabilities is based on models using present value calculations, like observable interest yield curves, basis spread and foreign exchange rates. The fair value of investment properties is primarily based on the present value of the estimated future cashflows discounted with the effective interest rate (see [note 6.6.10](#) Investment properties).

6.6.30 Contingent assets and liabilities

Guarantees

Letters of intent and guarantees issued on Ballast Nedam's behalf by financial institutions in connection with the execution of projects and for prepayments received are included in 'Guarantees'.

Guarantees	2025	2024
Letters of guarantees given	770,941	577,833

In addition, assets amounting to € 275,855 thousand (2024: € 150,665 thousand) are pledged. Ballast Nedam received guarantees amounting to € 64,434 thousand (2024: € 51,739 thousand) from its subcontractors.

Off-balance sheet commitments

Ballast Nedam has contingent liabilities concerning land acquisition rights amounting to € 58,607 thousand (2024: € 81,725 thousand). These rights include a composition of conditional and not yet certain payment commitments (depending on factors such as changes in zoning, decision to develop, and decision to exercise certain rights).

Off-balance sheet commitments	2025			2024		
	< 1 year	1 - 5 years	> 5 years	< 1 year	1 - 5 years	> 5 years
Leased other operating assets	132	120	-	165	25	-
Leased offices	11	-	-	6	-	-
Land purchases	-	4,433	-	-	4,433	-
Total	143	4,553	-	171	4,458	-

Other commitments

Subsidiaries have joint and several liabilities for projects executed by joint arrangements. Some subsidiaries are joint and severally liable for liabilities to a number of financial institutions. On the basis of credit and guarantee facilities, there is an obligation to refrain from issuing any collateral. Fully owned and consolidated subsidiaries form a tax fiscal unity, the head of which is Ballast Nedam N.V. for Dutch corporate income tax and VAT. All members of the fiscal unity are jointly and severally liable for Dutch corporate income tax and VAT.

Termination of the contract for the construction of A-Pier Schiphol

On 29 November 2021, Schiphol terminated the contract with BN-TAV for the construction of the A-Pier. BN-TAV has submitted a final account to Schiphol of € 254 million, relating to outstanding variation orders, its entitlement to an extension of time and reimbursement of additional costs and damages. The claims to Schiphol include claims from subcontractors of BN-TAV. On 8 December 2023 BN-TAV commenced the legal proceedings and issued its writ of summons to Schiphol. BN TAV has submitted a primary claim of approximately € 155 million, as well as a referral to separate damages assessment proceedings (schadestaat procedure) for the remaining amount of the claim and damages.

In July 2025, the Amsterdam District Court ruled that Schiphol was not entitled to terminate the contract based on the invoked contractual termination clause. The court ruled that the alleged shortcomings were not sufficiently severe to justify early termination, meaning Schiphol did not fulfil its contractual obligations in this matter. The ruling provides important legal clarity regarding contractual responsibility, particularly in the context of the design responsibility. While the court has indicated its intention to grant the declaratory relief sought

by BN-TAV in its primary claim, the financial implications and the extent to which the claim may ultimately be awarded remain uncertain. The court has not yet ruled on the financial claims. This will be addressed in course of the ongoing proceedings once the settlement methodology has been determined.

Up to the end of 2025, Schiphol had claimed € 269 million from BN-TAV for overpayment, delay damages, rectifying defects and completing the project, of which € 82 million was included in the litigation. On 7 January 2026, Schiphol amended its claims in the litigation to include an additional € 131 million for the rectification of defects and damage to the A-Pier, and additional delay damages. Schiphol's claims in the litigation is now € 214 million.

Ballast Nedam recognises the significant uncertainty experienced by subcontractors as a result of Schiphol's unlawful termination and the ongoing legal proceedings. In line with our corporate values and the Court's explicit recognition of subcontractor impacts, BN-TAV remains firmly committed to seeking a fair and just resolution.

Termination by Ballast Nedam Industriebouw of the contract with Air Products for the construction of Nitrogen facility Zuidbroek

On 7 January 2023, Air Products sent a termination letter for the contract with Ballast Nedam Industriebouw for the subcontracted works regarding the nitrogen facility Zuidbroek. Ballast Nedam Industriebouw firmly believes that the termination announced by Air Products does not have any effect and is unlawful. Air Products submitted a claim to Ballast Nedam Industriebouw for delay damages and additional costs. A court bond in the amount of € 20.3 million has been provided by Ballast Nedam Industriebouw.

On 30 March 2023, Ballast Nedam Industriebouw terminated the contract with Air Products for the construction of the nitrogen facility as a result of Employers Default. Ballast Nedam Industriebouw submitted a preliminary claim for its outstanding variation orders, entitlement to an extension of time and reimbursement of additional costs and damages. Due to the uncertainty of the arbitration the outcome cannot be reasonably estimated, and therefore no claims, except for costs for completed works, prolongation costs and consultancy costs.

A court bond in the amount of € 36.8 million has been provided by Air Products.

Capital contribution commitments

There were no unconditional capital contribution commitments as at 31 December 2025 (2024: nil) in PPP projects.

6.6.31 Assets held for sale

Ballast Nedam measures assets classified as held for sale at the lower of carrying amount and fair value less costs to sell. The fair value of the company was determined using the expected sales price derived from the share purchase agreement. Assets classified as held for sale includes assets of BAAK Blankenburgverbinding B.V. The impact on the consolidated statement of financial position of Ballast Nedam is shown in the table below.

Assets held for sale	2025
Financial fixed assets	7,790
Total assets	7,790
Net assets of assets held for sale	7,790

Ballast Nedam's interest in BAAK Blankenburgverbinding B.V. has been transferred to assets held for sale and is expected to be sold within 12 months.

6.6.32 Business combinations

On 27 January 2025 Ballast Nedam acquired 100% of the issued share capital of Hurks Groep B.V. The company is active in the construction of apartments and care complexes, distribution centers, office and commercial premises, with a specific focus on the central and southern Netherlands region.

The goodwill of € 13.5 million is attributable to the expected synergies, employees and high profitability of the acquired business. The goodwill will not be deductible for tax purposes.

Details of the purchase consideration, the net assets acquired and cash outflow are as follows:

Purchase consideration	Hurks Groep B.V.
Cash consideration	29,295
Remaining consideration payable	8,508
Total purchase consideration	37,803

Net assets acquired at fair value	Hurks Groep B.V.
Cash and cash equivalents	23,638
Other current assets	16,317
Non-current assets	21,146
Current liabilities	(28,908)
Non-current liabilities	(7,859)

Net identifiable assets acquired	24,334
Add: Goodwill	13,469
Total net assets acquired	37,803

Cash outflow on acquisition	Hurks Groep B.V.
Cash consideration	29,295
Less: balances acquired	(23,638)
Total acquisition net of cash	5,657

Other current assets include € 9.9 million of acquired receivables to be collected. Non-current assets include € 7.7 million of intangible assets identified at acquisition date for brand and royalties and € 4.5 million of right of use assets identified at acquisition date for cars and buildings.

6.6.33 Related party transactions

The parties related to Ballast Nedam are Rönesans Group companies and its related parties, the company's management (Board of Management and Supervisory Board), its subsidiaries, associates, joint ventures, Stichting Pensioenfonds Ballast Nedam and the directors and senior officers of these entities. Transactions with related parties are conducted at arm's length, on terms comparable to those for transactions with third parties.

	2025							
	Receivables				Payables			
	Short-term		Long-term		Short-term		Long-term	
	Trade	Non-trade	Trade	Non-trade	Trade	Non-trade	Trade	Non-trade
Marktkwartier C.V. ⁽⁵⁾	-	54,857	-	-	-	-	-	-
Cartesiusdriehoek C.V. ⁽⁵⁾	13,600	4,881	-	-	-	20,979	-	-
Gebiedsontwikkeling Oud-Beijerland Oost C.V. ⁽⁵⁾	-	8,359	-	-	-	2,031	-	-
Gebiedsontwikkeling Oud-Beijerland Zuid C.V. ⁽⁵⁾	-	5,634	-	-	-	2,247	-	-
Exploitatie Maatschappij A-Lanes A15 B.V. ⁽⁵⁾	-	3,413	-	-	-	-	-	-
Exploitatie Maatschappij Komfort B.V. ⁽⁵⁾	-	-	-	-	-	4,910	-	-
OCW Engelse Park C.V. ⁽⁵⁾	-	-	-	-	-	2,586	-	-
Besix Ballast Nedam Limited ⁽⁵⁾	1,733	4,865	-	-	-	-	-	-
Other joint ventures and associates	2,215	1,179	-	1,401	-	783	-	-
BAAK EPCM v.o.f. ⁽⁵⁾	-	5,367	-	-	-	-	-	-
Amaliahaven Civil J.V. ⁽⁶⁾	-	9,620	-	-	-	-	-	-
Other joint operations	-	12,786	-	-	-	17,952	-	-
Mathir B.V.	36	-	-	-	-	-	-	5,916
Rönesans Holding A.Ş.	16,901	-	-	-	1,387	13,416	-	-
REC Uluslararası İnşaat Yatırım San. ve Tic. A.Ş.	1	12,893	-	9,807	1	15,981	-	-
RenEII Co. Ltd	-	-	-	-	12,447	-	-	-
Other Renaissance group companies	1,218	878	-	-	513	163	-	-
Total related parties	35,704	124,732	-	11,208	14,348	81,048	-	5,916

A major part of the construction activities of Ballast Nedam is executed in joint ventures /associates and joint operations and Rönesans Group companies. The activities of these entities include the financing and construction of land developments as well as construction contracts. The related party transactions with Rönesans Group companies include charges for construction, consultancy costs, ICT costs, interest on loans, a remuneration component on a mezzanine loan, tender support and tender cooperation fees. The tables below gives an overview of the receivables and payables as at reporting date outstanding to related parties:

	2024							
	Receivables				Payables			
	Short-term		Long-term		Short-term		Long-term	
	Trade	Non-trade	Trade	Non-trade	Trade	Non-trade	Trade	Non-trade
Marktkwartier C.V. ⁽⁵⁾	-	53,279	-	-	-	-	-	-
Cartesiusdriehoek C.V. ⁽⁵⁾	-	2,693	-	-	-	22,479	-	-
Gebiedsontwikkeling Oud-Beijerland Oost C.V. ⁽⁵⁾	-	7,745	-	-	-	2,031	-	-
Other joint ventures and associates	-	24,078	-	621	-	8,689	-	-
Other joint operations	-	33,930	-	-	-	17,451	-	-
Mathir B.V.	-	-	-	-	-	-	-	18,111
REC Uluslararası İnşaat Yatırım San. ve Tic. A.Ş.	7,084	18,653	-	22,520	124	9,490	-	-
Other Renaissance group companies	4,801	7,183	-	-	4,460	9,776	-	-
Total related parties	11,885	147,561	-	23,141	4,584	69,916	-	18,111

⁵ Joint venture and associates (the positions with associates are not material)

⁶ Joint operations

The tables below show the costs/revenues of transactions with the Rönnesans Group in 2025 and 2024:

Transactions with related parties 2025	Purchases	Sales	Interest received	Interest given	Other income	Other expense
Rönnesans Holding A.S.	8,929	-	-	89	-	171
Transactions with other Rönnesans Group companies	34,887	193,236	11,715	840	1,263	91
Total	43,816	193,236	11,715	929	1,263	261

Transactions with related parties 2024	Purchases	Sales	Interest received	Interest given	Other income	Other expense
Rönnesans Holding A.S.	732	-	-	-	-	2,453
Transactions with other Rönnesans Group companies	4,863	55,557	3,106	4,486	3,360	1,331
Total	5,595	55,557	3,106	4,486	3,360	3,784

In joint operations, mainly consisting of construction or development consortia, Ballast Nedam assumes its share of the assets, liabilities, revenues and costs. Ballast Nedam has recognised the following interests in joint operations in the consolidated statement of financial position.

Joint operations	2025	2024
Non-current assets	549	975
Current assets	152,031	104,876
Non-current liabilities	-	-
Current liabilities	(153,792)	(120,450)
Net assets	(1,212)	(14,599)

The revenue and the cost of sales relating to the share in joint operations was approximately 10% (2024: 14%) of total revenue and cost of sales. The total liabilities to third parties of companies for which Ballast Nedam holds joint and several liabilities, such as partnerships, excluding bank guarantees issued by those companies, was € 314,481 thousand at the end of 2025 (2024: € 299,372 thousand), of which the € 153,792 thousand portion of Ballast Nedam (2024: € 120,450 thousand) is included in the consolidated statement of financial position.

Overview of joint operations, joint ventures and associates

Details of the joint operations can be found on [page 123](#), where details of joint ventures and associates can be found on [page 124](#). For practical reasons, only the principal active entities are included. The main entities are determined on the basis of their contribution to revenue, risk profile, strategic importance and contribution to results. During the year, the Group obtained the ability to direct the relevant activities of the RdE-BNIP joint venture, which had previously been accounted for as a joint operation. This change resulted from amendments to the underlying cooperation agreement that reallocated key decision-making rights to the Group. Accordingly, the entity has been accounted for as a subsidiary from 24 September 2025.

Joint operations	Place of incorporation and operation	Principal activity	2025 Effective ownership ratio	2025 Voting power held	2024 Effective ownership ratio	2024 Voting power held
V.o.f. Grondbank Langedijk	Netherlands	Development	27.50%	27.50%	27.50%	27.50%
V.o.f. De Leidse Schans	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
Dijkzone v.o.f.	Netherlands	Development	33.33%	33.33%	33.33%	33.33%
V.o.f. Ontwikkelingscombinatie Veld 9	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
V.o.f. Planetenlaan/Eind	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
Best Wonen v.o.f.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
V.o.f. Entreegebied Ter Borch	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
De Vijfde Stad v.o.f.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
Hart van Zuid v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
BN-TAV Joint Venture v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
ABT MEP v.o.f.	Netherlands	Construction	33.33%	33.33%	33.33%	33.33%
BAAK Blankenburg EPCM v.o.f.	Netherlands	Construction	45.00%	45.00%	45.00%	45.00%
A-Lanes A15 Mobility v.o.f.	Netherlands	Construction	10.00%	10.00%	10.00%	10.00%
A-Lanes Roads v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
A-Lanes Civil v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
Hochtief – Ballast Nedam – Van Oord v.o.f.	Netherlands	Construction	40.00%	40.00%	40.00%	40.00%
Hochtief – Ballast Nedam v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
A73 Combinatie Croon Wolter&Dros – BN Infra v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
ALSÉÉN v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
Combinatie Prefab Mava v.o.f.	Netherlands	Construction	33.33%	33.33%	33.33%	33.33%
V.o.f. BNH Brünsbuttel	Netherlands	Construction	65.00%	65.00%	-	-
V.o.f. PTZ Noordtunnel	Netherlands	Construction	50.00%	50.00%	-	-
Combinatie Gladheidsbestrijding Ballast Nedam – Strukton v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
Combinatie BNOC v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
Infracombinatie Hart van Zuid v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%

Joint operations	Place of incorporation and operation	Principal activity	2025 Effective ownership ratio	2025 Voting power held	2024 Effective ownership ratio	2024 Voting power held
Bouwcombinatie Ballast Nedam / Van Gelder v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
Infracombinatie Asphaltwerkzaamheden A-Lanes v.o.f.	Netherlands	Construction	50.00%	50.00%	-	-
Alliantie Dijkversterking Rijnkade Arnhem v.o.f.	Netherlands	Construction	33.33%	33.33%	33.33%	33.33%
Bouwcombinatie G3 Woontorens v.o.f.	Netherlands	Construction	25.00%	25.00%	25.00%	25.00%
R Creators DBMO v.o.f.	Netherlands	Construction	45.00%	45.00%	45.00%	45.00%
Bouwcombinatie Duurzaam Eindhoven v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
Bouwcombinatie Koninklijke Woudenberg – Laudy v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
Bouwcombinatie Laudy – Van Wijnen Sittard PKS v.o.f.	Netherlands	Construction	50.00%	50.00%	-	-
Ontwikkelcombinatie Hart voor Sittard v.o.f.	Netherlands	Construction	22.50%	22.50%	-	-
Ontwikkelcombinatie Kazernekwartier Venlo v.o.f.	Netherlands	Construction	50.00%	50.00%	-	-
Bouwcombinatie Zoetermeer Oosterheem v.o.f.	Netherlands	Construction	25.00%	25.00%	25.00%	25.00%
Bouwcombinatie De Leidse Schans v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
Tribune-Bouw v.o.f.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
Onderhoudscombinatie Delft v.o.f.	Netherlands	Construction	33.33%	33.33%	-	-
V.o.f. Nuenens Kwartier	Netherlands	Construction	66.67%	66.67%	-	-
Uitvoeringsconsortium Hurks-ULC v.o.f.	Netherlands	Construction	50.00%	50.00%	-	-
Bouwcombinatie Hurks-Slokker CPL Bovenbouw v.o.f.	Netherlands	Construction	50.00%	50.00%	-	-
Grondreinigingcombinatie v.o.f.	Netherlands	Recycling	25.00%	25.00%	25.00%	25.00%
Reiniging Combinatie Randstad v.o.f.	Netherlands	Recycling	50.00%	50.00%	50.00%	50.00%

Associates and joint ventures	Place of incorporation and operation	Principal activity	2025 Effective ownership ratio	2025 Voting power held	2024 Effective ownership ratio	2024 Voting power held
Ontwikkelingsmaatschappij G4 Beheer B.V.	Netherlands	Development	25.00%	25.00%	25.00%	25.00%
De Venneppark N207 C.V.	Netherlands	Development	62.40%	62.40%	62.40%	62.40%
Marktkwartier Amsterdam Beheer B.V.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
Marktkwartier C.V.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
OCW Engelse Park Beheer B.V.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
OCW Engelse Park C.V.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
Cartesiusdriehoek C.V.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
Cartesiusdriehoek Beheer B.V.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
Cartesius Wonen C.V.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
Cartesius Wonen Beheer B.V.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
N.V. Stadsherstel Breda ⁽⁷⁾	Netherlands	Development	5.80%	5.80%	5.80%	5.80%
Ontwikkelingsmaatschappij Centrumgebied Amsterdam Zuidoost B.V.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
Ontwikkelingsmaatschappij G4 C.V.	Netherlands	Development	25.00%	25.00%	25.00%	25.00%
Gebiedsontwikkeling Oud-Beijerland Oost C.V.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
Gebiedsontwikkeling Oud-Beijerland Oost Beheer B.V.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
Gebiedsontwikkeling Oud-Beijerland Zuid Beheer B.V.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
Gebiedsontwikkeling Oud-Beijerland Zuid C.V.	Netherlands	Development	50.00%	50.00%	50.00%	50.00%
Heitkamp Construction Swiss GmbH	Switzerland	Construction	49.00%	49.00%	49.00%	49.00%
Exploitatie Maatschappij A-Lanes A15 B.V.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%

Associates and joint ventures	Place of incorporation and operation	Principal activity	2025 Effective ownership ratio	2025 Voting power held	2024 Effective ownership ratio	2024 Voting power held
J.V. Siemens Cuxhaven	Germany	Construction	50.00%	50.00%	50.00%	50.00%
IXAS Gaasperdammerweg B.V.	Netherlands	Construction	33.33%	33.33%	33.33%	33.33%
A-lanes Management Services B.V.	Netherlands	Construction	25.00%	25.00%	25.00%	25.00%
Coeur du Sud B.V.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
Exploitatie Maatschappij Komfort B.V.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
Exploitatie Maatschappij DC 16 B.V.	Netherlands	Construction	50.00%	50.00%	50.00%	50.00%
Ursem Modulaire Bouwsystemen B.V.	Netherlands	Construction	49.50%	49.50%	49.50%	49.50%
Impuls B.V.	Netherlands	Construction	22.50%	22.50%	22.50%	22.50%
Asfalt Productie Tiel (APT) B.V.	Netherlands	Construction	33.33%	33.33%	33.33%	33.33%
Traffic Service Nederland B.V.	Netherlands	Construction	25.17%	25.17%	25.17%	25.17%
Asfalt Productie Amsterdam (APA) B.V.	Netherlands	Construction	25.00%	25.00%	25.00%	25.00%
Nederlandse Frees Maatschappij B.V. ⁽⁷⁾	Netherlands	Construction	16.67%	16.67%	16.67%	16.67%
Asfalt Productie Rotterdam Rijnmond (APRR) B.V.	Netherlands	Construction	25.00%	25.00%	25.00%	25.00%
Grانيت Import Benelux B.V. ⁽⁷⁾	Netherlands	Construction	8.75%	8.75%	8.75%	8.75%
Besix Ballast Nedam Limited	Tanzania	Construction	50.00%	50.00%	50.00%	50.00%
Stadion Amsterdam C.V. ⁽⁷⁾	Netherlands	Construction	5.55%	5.55%	5.55%	5.55%
Grondexploitatie maatschappij Bocage C.V.	Netherlands	Construction	50.00%	50.00%	-	-
GEM Bocage Beheer B.V.	Netherlands	Construction	50.00%	50.00%	-	-
DH de Genderen B.V.	Netherlands	Construction	50.00%	50.00%	-	-
J&H Connect B.V.	Netherlands	Construction	50.00%	50.00%	-	-
ATS Projekt Grevenbroich B.V.	Netherlands	Construction	25.00%	25.00%	-	-
HS2 B.V.	Netherlands	Construction	50.00%	50.00%	-	-

(7) An associate is an entity over which Ballast Nedam has significant influence, but does not exercise control. Limited balances of these entities are separately disclosed in [note 6.6.10](#) as part of investment of associates and joint ventures.

Name of subsidiary	Place	Main activity	Share 2025	Share 2024
Ballast Nedam Infra B.V.	Utrecht	Construction	100%	100%
Ballast Nedam Parking B.V.	Utrecht	Construction	100%	100%
Ballast Nedam Industriebouw B.V.	Utrecht	Construction	100%	100%
Ballast Nedam International Product Management B.V.	Utrecht	Construction	100%	100%
Ballast Nedam International B.V.	Utrecht	Construction	100%	100%
Ballast Nedam International projects B.V.	Utrecht	Construction	100%	100%
Ballast Nedam Global B.V.	Utrecht	Construction	100%	100%
Ballast Nedam Infra Europe Holding B.V.	Utrecht	Construction	100%	100%
Ballast Nedam UK Ltd.	United Kingdom	Construction	100%	100%
Ballast Nedam Ontwikkelingsmaatschappij B.V.	Utrecht	Development	100%	100%
Ballast Nedam Bouw & Ontwikkeling Holding B.V.	Utrecht	Construction	100%	100%
Ballast Nedam Bouw & Ontwikkeling Speciale Projecten B.V.	Utrecht	Construction	100%	100%
Ballast Nedam Bouw & Ontwikkeling B.V.	Utrecht	Construction	100%	100%
Heddes Bouw & Ontwikkeling B.V.	Hoorn	Construction	100%	100%
Laudy Groep B.V.	Sittard	Construction	100%	100%
Ballast Nedam West B.V.	Capelle a/d IJssel	Construction	100%	100%
Ballast Nedam Beheer B.V.	Utrecht	Maintenance	100%	100%
Hurks Groep B.V.	Eindhoven	Construction	100%	-
Ballast Nedam Concessies B.V.	Utrecht	Construction	100%	100%
Ballast Nedam Specialistisch Grondverzet B.V.	Maarssen	Construction	100%	100%
Ballast Nedam Regionale Projecten B.V.	Leerdam	Construction	100%	100%
Mouwrik Bouw B.V.	Waardenburg	Construction	100%	100%
Ballast Nedam Construction Services B.V.	Utrecht	Construction	100%	100%
Ballast Nedam Materieel B.V.	Almere	Construction	100%	100%
Dibec B.V.	Utrecht	Construction	100%	100%
Haitsma Beton B.V.	Kootstertille	Concrete factory	100%	100%

A full list of the subsidiaries included in the consolidation has been filed with the Commercial Register at the offices of the Dutch Chamber of Commerce in Utrecht.

Remuneration of members of the Board of Management and of the Supervisory Board

Key management includes members of the Board of Management and the Supervisory Board. The total remuneration of members of the Board of Management in 2025 was € 3,632 thousand (2024: € 2,873 thousand).

Board of Management	2025	2024
Short-term employee benefits	3,447	2,702
Post-employment benefits	155	139
Other	30	32
Total	3,632	2,873

The total remuneration of the Supervisory Board in 2025 was € 50 thousand (2024: € 50 thousand) and relates to short-term employee benefits. The remuneration of members of the Supervisory Board and the Board of Management is commensurate with their term of office. The non-independent members of the Supervisory Board did not receive remuneration. Members of the Board of Management are entitled to the use of a company car. No balances were outstanding and no loans were granted to members of the Board of Management or the Supervisory Board.

6.6.34 Events after the balance sheet date

For events after the balance sheet date, reference is made to [7.3.16](#) Events after the balance sheet date.

Chapter 7

Company financial statements



7.1 Company statement of financial position (before appropriation of result)

Amounts expressed in thousands of euro (€)

Assets	Notes	2025	2024
Non-current assets		805,527	763,568
Right of use assets	7.3.2	9,955	1,318
Financial fixed assets		795,572	762,250
<i>Investments accounted for using the equity method</i>	7.3.3	733,320	700,897
<i>Long-term receivables from subsidiaries</i>	7.3.3	30,000	30,000
<i>Deferred tax assets</i>	7.3.4	32,252	31,353
Current assets		344,719	248,733
Receivables	7.3.5	167,962	128,916
<i>Receivables from subsidiaries</i>		167,161	127,496
<i>Other current assets and receivables</i>		624	366
<i>Prepaid expenses</i>		177	1,054
Cash and cash equivalents	7.3.6	176,757	119,817
Total assets		1,150,246	1,012,301

Liabilities	Notes	2025	2024
Shareholders' equity	7.3.7	539,872	491,518
Paid in capital		2,203	2,203
Share premium		528,970	528,970
Currency translation reserve		(3,007)	14,821
Other legal reserves		82,067	66,478
Accumulated losses		(137,645)	(194,956)
Net result		67,284	74,002
Provisions	7.3.8	866	2,285
Provisions related to employee benefits		225	110
Other provisions		641	2,175
Non-current liabilities	7.3.9	108,215	57,850
Financial debts		98,477	57,850
Lease liabilities		9,738	-
Current liabilities	7.3.10	501,293	460,648
Financial debts		25,300	80,481
Current tax liabilities		-	1,287
Lease liabilities		1,070	1,420
Trade and other payables		21,181	15,809
Payables to subsidiaries		453,742	361,651
Total liabilities and shareholders' equity		1,150,246	1,012,301

7.2 Company statement of income

Amounts expressed in thousands of euro (€)

	2025	2024
Result of subsidiaries after tax	86,570	86,234
Other results after tax	(19,286)	(12,232)
Result for the period	67,284	74,002

7.3 Notes to the company financial statements

7.3.1 Basis of preparation and material accounting policies

The company financial statements of Ballast Nedam N.V. have been prepared in accordance with Part 9, Book 2 of the Dutch Civil Code. In accordance with article 2:362 (8) of the Dutch Civil Code, the company's financial statements are prepared based on the accounting principles of recognition, measurement and determination of profit, as applied in the consolidated financial statements. These principles also include the classification and presentation of financial instruments, being equity instruments or financial liabilities. If no other policies are mentioned, we refer to the accounting policies as described in the consolidated financial statements of Ballast Nedam N.V. For an appropriate interpretation, the company financial statements of Ballast Nedam N.V. should be read in conjunction with the consolidated financial statements.

Investments in subsidiaries are incorporated in these financial statements using the equity method of accounting. Under the equity method, the value of subsidiaries comprises the cost, including goodwill, of Ballast Nedam's share in the net assets of the subsidiary, plus Ballast Nedam's share in income or losses since acquisition, less dividends received. The value is calculated using the accounting policies, as included in the consolidated financial statements. If Ballast Nedam's share in the losses exceeds the value of the interest in a subsidiary, the carrying amount of the investment is written down to nil in Ballast Nedam N.V.'s statement of financial position and only the portion of any further losses for which Ballast Nedam N.V. has a legal or constructive obligation will be recognised.

7.3.2 Right of use assets

	Buildings
Cost	
Opening balance 1 January 2024	11,770
Additions	-
Closing balance 31 December 2024	11,770
Accumulated depreciation	
Opening balance 1 January 2024	(9,145)
Depreciation	(1,307)
Closing balance 31 December 2024	(10,452)
Carrying value as at 31 December 2024	1,318

	Buildings
Cost	
Opening balance 1 January 2025	11,770
Additions	10,463
Disposals	(11,770)
Closing balance 31 December 2025	10,463
Accumulated depreciation	
Opening balance 1 January 2025	(10,452)
Disposal	11,770
Depreciation	(1,826)
Closing balance 31 December 2025	(508)
Carrying value as at 31 December 2025	9,955

7.3.3 Financial fixed assets

	Investment accounted for using the equity method	Long-term receivables from subsidiaries
Opening balance 1 January 2024	475,249	45,000
Result group participations	86,234	-
Investments	126,139	-
Disposal	-	(15,000)
Change in hedging reserve	(853)	-
Exchange rate fluctuations	14,128	-
Closing balance 31 December 2024	700,897	30,000
Opening balance 1 January 2025	700,897	30,000
Result group participations	86,570	-
Disposals	(35,216)	-
Change in hedging reserve	(1,102)	-
Exchange rate fluctuations	(17,829)	-
Closing balance 31 December 2025	733,320	30,000

The interests in subsidiaries are direct interests, of which the main ones are shown in the organisation chart. A list of interests as referred to in Article 2:379 of the Dutch Civil Code has been filed with the Dutch Trade Register in Utrecht. The Annual Report has a list of the significant group companies and interests.

The applicable interest margin of the long-term receivable from subsidiaries have an at arm's length fixed interest rate and the fair value approximates the book value.

7.3.4 Deferred tax assets

Deferred tax assets	2025	2024
Opening balance 1 January	31,353	31,818
Recognition of carry-forward losses	13,955	9,035
Realised carry-forward losses	(13,056)	(9,500)
Closing balance 31 December	32,252	31,353

The deferred tax assets to be recovered within and after more than 12 months amount to € 3.9 million and € 28.4 million respectively. The recognised deferred tax assets relate to the tax losses available to the fiscal unity in the Netherlands. The unused tax losses relate to years 2013 up to and including 2018. A relatively small number of large projects, mainly in infrastructure, caused these losses. Ongoing measures are taken to prevent such losses. The recognised tax losses from prior years are infinitely deductible. The Dutch corporate tax rate applicable in 2025 and upcoming years is 25.8%.

A deferred tax asset is recognised to the extent that it is probable, based on Business Plan forecasts approved by the Board, that sufficient taxable profits will be available in the Netherlands that can be utilised towards realising the deferred asset. The forecasts are based on the Business Plan cycle 2026-2028, extrapolated using growth rates for revenue and profit that take external market data and historical performance into account. No specific tax planning opportunities have been taken into account.

The fair value change in investment properties in 2025 has not been recognised as a deferred tax liability, since that liability can be set-off with carry-forward losses.

Consistent with prior years, management has determined that the Dutch tax group has approximately € 299 million of carry-forward losses (2024: approximately € 333 million), for which a deferred tax asset of € 32,252 thousand (2024: € 31,353 thousand) has been recognised. These losses can be carried forward infinitely.

Ballast Nedam's Dutch tax group has no unrecognised pre-incorporation profit (2024: € 36 million) from foreign permanent establishments which are eligible for set-off to prevent double taxation. In addition, Ballast Nedam still has carry-forward losses in foreign countries which have not been recognised, as is not considered probable they can be utilised.

7.3.5 Receivables

Receivables	2025	2024
Receivables from subsidiaries	167,161	127,496
Prepaid expenses	177	1,054
Other current assets and receivables	624	366
Total receivables	167,962	128,916

The receivables from subsidiaries mainly relate to short-term financing by means of current accounts. Ballast Nedam makes use of cash-pooling. Ballast Nedam has control, directly or indirectly, over all the subsidiaries which it has outstanding receivables and can convert these into equity if needed. The fair value of the receivables from subsidiaries approximates the book value. All other current receivables fall due within one year.

7.3.6 Cash and cash equivalents

The total cash and cash equivalents amounts to € 176.8 million (2024: € 119.8 million). This is at the free disposal of the company.

7.3.7 Shareholders' equity

	Paid in capital	Share premium	Currency translation reserve	Other legal reserves	Accumulated losses	Total
Opening balance 1 January 2024	2,203	428,870	693	46,357	(173,982)	304,141
Net result for the year	-	-	-	-	74,002	74,002
Change in currency translation reserve	-	-	14,128	-	-	14,128
Change in legal reserve	-	-	-	(853)	-	(853)
Other comprehensive expense	-	-	14,128	(853)	-	13,275
Total comprehensive income	-	-	14,128	(853)	74,002	87,277
Share premium in cash	-	100,100	-	-	-	100,100
Fair value change investment properties	-	-	-	(4,200)	4,200	-
Change in legal reserve	-	-	-	25,174	(25,174)	-
Closing balance 31 December 2024	2,203	528,970	14,821	66,478	(120,954)	491,518

	Paid in capital	Share premium	Currency translation reserve	Other legal reserves	Accumulated losses	Total
Opening balance 1 January 2025	2,203	528,970	14,821	66,478	(120,954)	491,518
Net result for the year	-	-	-	-	67,284	67,284
Change in currency translation reserve	-	-	(17,828)	-	-	(17,828)
Change in legal reserve	-	-	-	(1,102)	-	(1,102)
Other comprehensive expense	-	-	(17,828)	(1,102)	-	(18,930)
Total comprehensive income	-	-	(17,828)	(1,102)	67,284	48,354
Fair value change investment properties	-	-	-	(1,308)	1,308	-
Change in legal reserve	-	-	-	14,126	(14,126)	-
Closing balance 31 December 2025	2,203	528,970	(3,007)	78,193	(66,487)	539,872

The paid in capital includes ordinary shares of the company. The other legal reserves relate to profits and/or reserves of the associates and joint ventures which are subject to legal restrictions on distribution or restrictions imposed by the articles of association of € 71.3 million (2024: € 57.2 million), the fair value change in investment properties of € 6.9 million (2024: € 8.2 million) and hedge results from joint ventures of € nil (2024: € 1.1 million). Further details on the movement schedule are included in the consolidated financial statements.

The 2025 result is subject to appropriation by the General Meeting. It is proposed to add the net result for 2025 to the accumulated losses within the shareholders' equity (general reserves) as stated in the profit appropriation and dividend policy. The Board of Management proposes a dividend payment in 2026. Please see [paragraph 8.2](#) for further details.

7.3.8 Provisions

Provisions	Restructuring	Other	Employee benefits	Total
1 January 2024	2,760	49	120	2,929
Additions	4,962	699	1	5,662
Reclassification	55	-	-	55
Reversals	(1,414)	(49)	(2)	(1,465)
Utilisation	(4,238)	(649)	(9)	(4,896)
31 December 2024	2,125	50	110	2,285
1 January 2025	2,125	50	110	2,285
Addition	870	38	165	1,073
Reversals	(743)	-	-	(743)
Utilisation	(1,661)	(38)	(50)	(1,749)
31 December 2025	591	50	225	866
< 1 year				
31 December 2024	2,125	50	110	2,285
31 December 2025	591	50	225	866

The restructuring provision costs mainly related to strategic choices to align the company with continuous developments in market circumstances which amounted to € 870 thousand (2024: € 4,962 thousand). A provision for restructuring is only recognised once the decision to execute a restructuring is concluded and announced.

7.3.9 Non-current liabilities

Non-current liabilities	2025	2024
Financial debts	98,477	57,850
Lease liabilities	9,738	-
Total non-current liabilities	108,215	57,850

The fair value of the long-term debt to subsidiaries approximates the book value. Borrowings to be repaid between 1 and 2 years amount to € 25,300 thousand, borrowings to be repaid between 2 and 3 years amount to € 25,300 thousand, borrowings to be repaid between 3 and 4 years amount to € 29,150 thousand and borrowings to be repaid between 4 and 5 years amount to € 13,300 thousand. Lease liabilities to be repaid between 1 and 5 years amount to € 3,627 thousand. Movements of financial debts and lease liabilities are as follows:

	Financial debts	Lease liabilities
Carrying value as at 1 January 2024	135,626	2,490
Additions	153,418	-
Repayments	(150,713)	(1,070)
Carrying value as at 31 December 2024	138,331	1,420

	Financial debts	Lease liabilities
Carrying value as at 1 January 2025	138,331	1,420
Additions	74,514	10,463
Repayments	(89,068)	(1,075)
Carrying value as at 31 December 2025	123,777	10,808

Refer to [note 6.6.15](#) of the consolidated financial statements for details and redemption schedule of the borrowings.

7.3.10 Current liabilities

Current liabilities	2025	2024
Financial debts	25,300	80,481
Lease liabilities	1,070	1,420
Trade and other payables	21,181	15,809
Payables to subsidiaries	453,742	361,651
Current tax liabilities	-	1,287
Total current liabilities	501,293	460,648

Refer to [note 6.6.15](#) of the consolidated financial statements for further details about current portion of long-term borrowings. The payables to group companies mainly relate to short-term financing by means of current accounts. Ballast Nedam makes use of cash-pooling. The fair value of the payables to subsidiaries approximates the book value. All other current liabilities fall due within one year.

7.3.11 Off balance sheet commitments

Guarantees	2025	2024
Letters of guarantees given	770,941	577,833

Letters of intent and guarantees issued on Ballast Nedam's behalf by financial institutions in connection with the execution of projects and for prepayments received are included in 'Guarantees'.

In 2025, € 444,776 thousand of guarantees were outstanding (2024: € 357,680 thousand), of which € 81,706 thousand relate to joint arrangements (2024: € 106,957 thousand).

Other liabilities

Ballast Nedam N.V. has filed a declaration of joint and several liability as referred to in Article 2:403(1)(f), of Book 2 of the Dutch Civil Code with the office of the Trade Register of the Dutch Chamber of Commerce in favour of Ballast Nedam Concessies B.V., Ballast Nedam ICT B.V. and Ballast Nedam Construction Services B.V.

In connection with credit and guarantee facilities, Ballast Nedam N.V. has given undertakings not to furnish any security in the form of collateral on fixed assets.

Ballast Nedam N.V. issued guarantees for our parent company and a number of subsidiaries' contracts, totalling approximately € 2,028 million in 2025 (2024: approximately € 1,964 million). This often involves the entire contract sum for long-term projects.

Fiscal unity

Together with the subsidiaries which form the tax fiscal unity, Ballast Nedam N.V. bears joint and several liability for corporation tax and value added tax liabilities in the Netherlands. The subsidiaries have applied the tax consolidation legislation, which means that these entities are taxed as a single entity. As a consequence, the deferred tax assets and deferred tax liabilities of these entities have been offset in the consolidated financial statements.

7.3.12 Employees

Average number of FTE is 107 (2024: 108), none are employed abroad.

7.7.13 Audit fees

In accordance with article 2:382a(3) of the Dutch Civil Code Ballast Nedam is exempt from disclosing audit fees as those are included in the consolidated financial statements of our immediate parent entity.

7.3.14 Remuneration of members of the Board of Management and of the Supervisory Board

For notes on the remuneration of the members of the Board of Management and of the Supervisory Board, see the paragraph on transactions with related parties in [note 6.6.33](#) of the consolidated financial statements.

7.3.15 Proposal of appropriation of 2025 result

It is proposed to add the net profit for 2025 to the accumulated losses within the shareholders' equity (general reserves).

7.3.16 Events after the balance sheet date

Intended sale of Ballast Nedam Development business

Ballast Nedam N.V. plans to complete an intragroup transfer involving the disposal of its shareholding in Ballast Nedam Development Holding B.V. This transaction will result in the divestment of a portion of the Company's property and development activities. The transfer will be executed on an arm's-length basis, supported by independent third-party valuation reports.

Distribution from share premium reserve

On January 2, 2026, the Company's shareholder approved the distribution of € 50 million from the share premium reserve.

Utrecht, 19 March 2026

Board of Management,

E. van Zuthem

H. Koçak

O.P. Padberg

S.R. Lefevre

N.P.A. Doodeman

M.R. van den Hoonard (from 10 November 2025)

Supervisory Board,

İ. Ilıcak Kayaalp (Chairperson)

Ö. Canbaş

P.R.H.M. van der Linden

Chapter 8

Other information



8.1 Independent auditor's report

To the General Meeting and the Supervisory Board of Ballast Nedam N.V..

Report on the audit of the financial statements 2025 included in the annual report

Our opinion

We have audited the financial statements 2025 of Ballast Nedam N.V., based in Nieuwegein, the Netherlands.

The financial statements comprise the consolidated and company financial statements.

In our opinion:

- the accompanying consolidated financial statements give a true and fair view of the financial position of Ballast Nedam N.V. as at 31 December 2025, and of its result and cash flows for 2025 in accordance with International Financial Reporting Standards (IFRS Accounting Standards) and with Part 9 of Book 2 of the Dutch Civil Code.
- the accompanying company financial statements give a true and fair view of the financial position of Ballast Nedam N.V. as at 31 December 2025, and of its result for the year ended December 31, 2025 in accordance with Part 9 of Book 2 of the Dutch Civil Code.

The consolidated financial statements comprise:

- The Consolidated statement of financial position as at December 31, 2025.
- The following statements for 2025: the Consolidated statement of profit and loss, the Consolidated statement of comprehensive income, Consolidated statement of changes in equity and Consolidated statement of cashflows.
- The notes comprising material accounting policy information and other explanatory information.

The company financial statements comprise:

- The Company statement of financial position as at December 31, 2025.
- The Company statement of income for the year ended December 31, 2025.
- The notes comprising material accounting policy information and other explanatory information.

Basis for our opinion

We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing, and the International Standards of Auditing (ISA). Our responsibilities under those standards are further described in the [‘Our responsibilities for the audit of the financial statements’](#) section of our report.

We are independent of Ballast Nedam N.V. in accordance with the Wet toezicht accountantsorganisaties (Wta, Audit firms supervision act), the Verordening inzake de onafhankelijkheid van accountants bij assurance-opdrachten (ViO, Code of Ethics for Professional Accountants, a regulation with respect to independence) and other relevant independence regulations in the Netherlands. Furthermore, we have complied with the Verordening gedrags- en beroepsregels accountants (VGBA, Dutch Code of Ethics for Professional Accountants).

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

Information in support of our opinion

We designed our audit procedures in the context of our audit of the financial statements as a whole and in forming our opinion thereon. The following information in support of our opinion was addressed in this context, and we do not provide a separate opinion or conclusion on these matters.

Audit approach fraud risks

In accordance with Dutch Standards on Auditing, we are responsible for obtaining reasonable assurance that the financial statements taken as a whole are free from material misstatements, whether due to fraud or error. Inherent to our responsibilities for the audit of the financial statements, there is an unavoidable risk that material misstatements go undetected, even though the audit is planned and performed in accordance with Dutch law. The risk of undetected material misstatements due to fraud is even higher, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Also, we are not responsible for the prevention and detection of fraud and non-compliance with all laws and regulations. Our audit procedures differ from a forensic or legal investigation, which often has a more in-depth character.

We identified and assessed the risks of material misstatements of the financial statements due to fraud. During our audit we obtained an understanding of the entity and its environment and the components of the system of internal control, including the risk assessment process and the Board of Management's process for responding to the risks of fraud and monitoring the system of internal control and how the Supervisory Board exercises oversight, as well as the outcomes. We refer to [section 5.4](#) of the Board of Management's report for their fraud risk assessment.

We evaluated the design and relevant aspects of the system of internal control and in particular the fraud risk assessment, as well as among others the code of conduct, whistle blower procedures and incident registration. We evaluated the design and the implementation, of internal controls designed to mitigate fraud risks.

As part of our process of identifying fraud risks, we evaluated fraud risk factors with respect to financial reporting fraud, misappropriation of assets, bribery and corruption, with the assistance of our forensic expert. We evaluated whether these factors indicate that a risk of material misstatement due to fraud is present.

Following these procedures, and the presumed risks under the prevailing audit standards, we considered fraud risks related to management override of controls and the recognition of revenues from certain contracts over time based on the contract costs incurred as a percentage of total forecasted costs.

For contract revenues, we particularly considered fraud risks related to those projects that involve a higher degree of judgment due to the contract form and complexity, stage of the project, term of the contract, liabilities to additional work, bonuses, penalties and claim situations. We refer to [note 6.6.2](#) of the Consolidated Financial Statements for management's disclosure on critical accounting judgements and key sources of estimate uncertainty related to contract revenues.

Our audit procedures to respond to fraud risks include, amongst others, obtaining an understanding of the design and implementation of relevant controls, evaluation of judgments related to contract revenues for potential management bias, supplementary substantive audit procedures, detailed testing of journal entries and post-closing adjustments based on supporting documentation. Data analytics, including selection of journal entries based on risk-based characteristics, form part of our audit approach to address the identified fraud risks.

Additionally, we performed further procedures including, among others, the following:

- We incorporated elements of unpredictability in our audit. We also considered the outcome of our other audit procedures and evaluated whether any findings were indicative of fraud or non-compliance.
- We considered available information and made enquiries of relevant key management personnel, the Board of Management and the Supervisory Board.
- We tested the appropriateness of journal entries recorded in the general ledger and other adjustments made in the preparation of the financial statements.
- We evaluated whether the selection and application of accounting policies by the group, particularly those related to subjective measurements and complex transactions, may be indicative of fraudulent financial reporting.
- We evaluated whether the judgments and decisions made by the Board of Management in making the accounting estimates included in the financial statements indicate a possible bias that may represent a risk of material misstatement due to fraud. The Board of Management's insights, estimates and assumptions that might have a major impact on the financial statements are disclosed in [note 6.6.2](#) of the Consolidated financial statements.
- We performed a retrospective review of management judgments and assumptions related to significant accounting estimates reflected in prior year financial statements.
- We evaluated sensitivities in management's estimates, which could cause a substantial change to the recognition of contract revenues.
- We performed supplementary substantive procedures on particularly those projects and elements of management's estimate that involve a higher degree of judgment (see also the factors disclosed by the Board of Management in [note 6.6.2](#)).

Audit approach compliance with laws and regulations

We assessed the laws and regulations relevant to the company through discussion with, among others, the Board of management, group legal counsel, compliance officer and the supervisory board, reading minutes of board meetings and reviewing internal audit findings. Where relevant, we involved our forensic specialists in this evaluation.

We obtained sufficient appropriate audit evidence regarding provisions of those laws and regulations generally recognised to have a direct effect on the financial statements.

As a result of our risk assessment procedures, and while realising that the effects from non-compliance could considerably vary, we considered the following laws and regulations: adherence to (corporate) tax law and financial reporting regulations, the requirements under the International Financial Reporting Standards (IFRS Accounting Standards), and Part 9 of Book 2 of the Dutch Civil Code with a direct effect on the financial statements as an integrated part of our audit procedures, to the extent material for the related financial statements.

Apart from these, the entity is subject to other laws and regulations where the consequences of non-compliance could have a material effect on amounts and/or disclosures in the financial statements, for instance, through imposing fines or litigation.

Given the nature of the entity's business and the complexity of these other laws and regulations, there is a risk of non-compliance with the requirements of such laws and regulations.

Our procedures are more limited with respect to these laws and regulations that do not have a direct effect on the determination of the amounts and disclosures in the financial statements. Compliance with these laws and regulations may be fundamental to the operating aspects of the business, to the entity's ability to continue its business, or to avoid material penalties (e.g., compliance with the terms of operating licenses and permits or compliance with environmental regulations) and therefore non-compliance with such laws and regulations may have a material effect on the financial statements. Our responsibility is limited to undertaking specified audit procedures to help identify non-compliance with those laws and regulations that may have a material effect on the financial statements. Our procedures are limited to (i) inquiry of the Board of management, the Supervisory Board and others within the company as to whether the company is in compliance with such laws and regulations and (ii) inspecting correspondence, if any, with the relevant licensing or regulatory authorities to help identify non-compliance with those laws and regulations that may have a material effect on the financial statements.

Naturally, we remained alert to indications of (suspected) non-compliance throughout the audit.

Finally, we obtained written representations that all known instances of (suspected) fraud or non-compliance with laws and regulations have been disclosed to us.

Audit approach going concern

Our responsibilities, as well as the responsibilities of the Board of Management, related to going concern under the prevailing standards are outlined in the "Description of responsibilities regarding the financial statements" section below. In fulfilling our responsibilities, we performed procedures including evaluating the Board of Management's assessment of the company's ability to continue as a going concern and considering the impact of financial, operational, and other conditions. Based on these procedures, we did not identify any reportable findings related to the entity's ability to continue as a going concern. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause a company to cease to continue as going concern. The Board of Management's conclusion on the company's ability to continue as a going concern is outlined in [note 6.6.2](#) of the consolidated financial statements.

Report on the other information included in the annual report

The annual report contains other information. This includes all information in the annual report in addition to the financial statements and our auditor's report thereon.

The other information consist of, amongst others,:

- CEO message
- History, purpose, vision and strategy
- Business review
- Sustainability statements
- Governance

Based on the following procedures performed, we conclude that the other information:

- Is consistent with the financial statements and does not contain material misstatements.
- Contains all the information regarding the management report and the other information as required by Part 9 of Book 2 of the Dutch Civil Code.

We have read the other information. Based on our knowledge and the understanding obtained in our audit of the financial statements or otherwise, we have considered whether the other information contains material misstatements.

By performing these procedures, we comply with the requirements of Part 9 of Book 2 of the Dutch Civil Code and the Dutch Standard 720. The scope of the procedures performed is substantially less than the scope of those procedures performed in our audit of the financial statements.

The Board of Management is responsible for the preparation of the other information, including the directors' report and the other information in accordance with Part 9 of Book 2 of the Dutch Civil Code.

Compliance requirements SBR Regulatory Technical Standard, including XBRL mark-ups, not audited

The audit includes verifying that the prepared financial statements comply with the statutory provisions of Part 9 of Book 2 of the Dutch Civil Code. Our auditor's report is issued on the financial statements and will be included with the annual report which will be digitally filed. This means that compliance with all requirements of the SBR Regulatory Technical Standard of the SBR Trade Register domain (including the applied eXtensible Business Reporting Language (XBRL) mark-ups) was not part of the audit.

Description of responsibilities regarding the financial statements

Responsibilities of the Board of Management and the Supervisory Board for the financial statements

The Board of Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRS Accounting Standards) and Part 9 of Book 2 of the Dutch Civil Code. Furthermore, the Board of Management is responsible for such internal control as the Board of Management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

As part of the preparation of the financial statements, the Board of Management is responsible for assessing the company's ability to continue as a going concern. Based on the financial reporting frameworks mentioned, the Board of Management should prepare the financial statements using the going concern basis of accounting

unless the Board of Management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The Board of Management should disclose events and circumstances that may cast significant doubt on the company's ability to continue as a going concern in the financial statements.

The supervisory board is responsible for overseeing the company's financial reporting process.

Our responsibilities for the audit of the financial statements

Our responsibility is to plan and perform the audit engagement in a manner that allows us to obtain sufficient and appropriate audit evidence for our opinion.

Our audit has been performed with a high, but not absolute, level of assurance, which means we may not detect all material misstatements, whether due to fraud or error, during our audit.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. The materiality affects the nature, timing and extent of our audit procedures and the evaluation of the effect of identified misstatements on our opinion.

We have exercised professional judgment and have maintained professional scepticism throughout the audit, in accordance with Dutch Standards on Auditing, ethical requirements and independence requirements. Our audit included among others:

- Identifying and assessing the risks of material misstatement of the financial statements, whether due to fraud or error, designing and performing audit procedures responsive to those risks, and obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtaining an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Management.
- Concluding on the appropriateness of the Board of Management's use of the going concern basis of accounting, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report.
- Evaluating the overall presentation, structure, and content of the financial statements, including the disclosures.
- Evaluating whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We are responsible for planning and performing the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the financial statements. We are also responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We bear the full responsibility for the auditor's report.

We communicate with the Supervisory Board regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant findings in internal control that we identified during our audit.

Amsterdam, 19 March 2026

Deloitte Accountants B.V.

C. Binkhorst

8.2 Appropriation of result

Sections of the articles of association concerning appropriation of the result

Article 23 of the Ballast Nedam Articles of Association governs profit appropriation. The text of this clause is as follows:

The company may make distributions to the shareholders' and to other persons entitled to the profits eligible for distribution only up to a sum not exceeding the amount of the distributable reserves.

1. Distribution of profits will be done after the adoption of the Annual Accounts from which it appears that it is allowed.
2. From the profits made evidenced by the adopted Annual Accounts, a part to be determined by the Board of Management will be reserved. The part of the profit remaining after application of the previous sentence shall be at the free disposal of the General Meeting.
3. In calculating the profit appropriation, the shares held by the company in its own capital shall not count, unless a usufruct has been created on these shares.
4. Insofar as profit is available in the company, the Board of Management may resolve upon payment of an interim dividend on account of the dividend to be expected, provided that the provisions laid down in paragraph 1 of this article have been satisfied, evidenced by an interim capital statement as referred to in article 2:105 paragraph 4 of the Dutch Civil Code.
5. Upon a motion by the Board of Management the General Meeting may resolve to make a distribution against the distributable reserves.
6. The (interim) dividend shall be made payable on a day to be determined by the Board of Management, no later than 14 days after the determination of the (interim) dividend.