



Annual report 2013

The board of directors of Højgaard Holding A/S has today considered and approved the annual report for 2013, which follows below in its entirety and with the following summary.

Summary

- The revenue of the Højgaard Holding group amounted to DKK 4.0 billion, which is in line with the most recent outlook and slightly more than DKK 1.3 billion less than in 2012.
- The Højgaard Holding group recorded a total profit before tax of DKK 84 million, which is in line with expectations and approx. DKK 350 million up on last year's loss of DKK 264 million. The pre-tax margin realised is 2.0% compared to -5.0% in 2012.
- The Højgaard Holding group recorded a profit after tax of DKK 25 million compared to a loss of DKK 268 million in 2012.
- The MT Højgaard group's revenue was DKK 7.4 billion, which is in line with expectations and approx. 25% down on last year.
- The MT Højgaard group recorded a profit before tax of DKK 139 million, which is in line with expectations and considerably up on last year's loss of DKK 512 million. Profit for the year before tax is positively impacted by approx. DKK 130 million from the BUXTON-settlement and other disputes.
- For 2014, the MT Højgaard group expects revenue at the level of DKK 7.0 to DKK 7.5 billion and an operating profit (EBIT) at the level of DKK 150-225 million, corresponding to a margin of 2-3% before other items (old offshore disputes). In 2013, good progress was made in the handling of the disputes, and we expect that most of these will be concluded in 2014, and the first of them already within a relatively short time. The group's profit may still be affected by the outcome of major old offshore disputes. The expected operating profit (EBIT) is positively affected by the new IFRS rules on recognition of jointly controlled entities with an expected EBIT effect of approx. DKK 50 million, which in MT Højgaard's consolidated



7 March 2014

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financial statements for 2014 will be adjusted for as part of non-controlling interests. Højgaard Holding A/S has a share of 54% in the MT Højgaard group's profit after tax and non-controlling interests.

- For 2014, in addition to our share in the MT Højgaard group's profit after tax and non-controlling interests, the Højgaard Holding group expects a small positive result before tax.
- No distribution of dividends for 2013 will be proposed.

Højgaard Holding A/S holds an ownership interest of 54% in MT Højgaard.

Best regards,
Højgaard Holding A/S

Søren Bjerre-Nielsen
Chairman of the board

Ditlev Fløistrup
CEO

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This statement has been translated from the Danish language, and in the event of any discrepancies between the Danish and the English language versions, the Danish language version is the governing text.

2013

Årsrapport 2013
Højgaard Holding A/S
CVR-nr. 16888419

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Selskabets ordinære generalforsamling afholdes
onsdag den 9. april 2014 kl. 15 i Hotel Scandic
Eremitage, lokale Hjortekilden 1+2, Lyngby Storcenter
62/ Klampenborgvej 230, 2800 Kgs. Lyngby.

Hoved- og nøgletal for koncernen

Mio. DKK	2009	2010	2011	2012	2013
Resultatopgørelse					
Nettoomsætning	4.979	4.553	5.094	5.333	4.046
Resultat af primær drift	169	60	-171	-265	100
Finansielle poster og resultat i associerede virksomheder	15	7	2	0	-16
Resultat før skat	184	66	-170	-264	84
Årets resultat	134	42	-133	-268	25
Balance					
Langfristede aktiver	560	584	608	618	564
Kortfristede aktiver	2.520	2.058	2.549	1.890	1.624
Egenkapital	964	963	787	516	547
Forpligtelser	2.116	1.679	2.370	1.992	1.641
Balancesum	3.080	2.642	3.157	2.508	2.188
Rentebærende nettoindestående	547	280	90	1	0
Investeret kapital	417	683	697	515	547
Pengestrømme					
Pengestrøm til/fra driftsaktivitet	274	-167	-142	-69	17
Pengestrøm til/fra investeringsaktivitet:					
<i>Nettoinvestering ekskl. værdipapirer*</i>	-86	-54	18	-5	-12
<i>Nettoinvestering i værdipapirer</i>	-183	183	39	-13	96
Pengestrøm til/fra finansieringsaktivitet	-57	-27	-46	-24	78
Pengestrømme i alt	-52	-65	-130	-111	179
*) Heraf i materielle aktiver (brutto)	-127	-130	-68	-37	-69
Nøgletal					
Resultatgrad (før skat-margin), pct.	3,7	1,5	-3,3	-5,0	2,0
Udbetalt udbytte, mio. DKK	42	42	34		
Tilbagekøb af egne aktier, mio. DKK	5				
Egenkapitalforrentning, pct.	14,6	4,4	-15,2	-41,1	4,7
Egenkapitalandel, pct.	31,3	36,5	24,9	20,6	25,0
Foreslået udbytte pr. aktie, DKK	10	8			
Øvrige informationer					
Ordrebeholdning, ultimo	4.087	5.043	4.796	3.338	4.135
Gennemsnitligt antal medarbejdere	3.201	2.847	2.587	2.561	2.176

For aktionærrelaterede nøgletal henvises til side 18.

I årsrapporten angiver 0,0 mio. DKK, at der er et beløb som afrundes til 0,0 mio. DKK, mens blank angiver at der intet er.

Koncernens udvikling

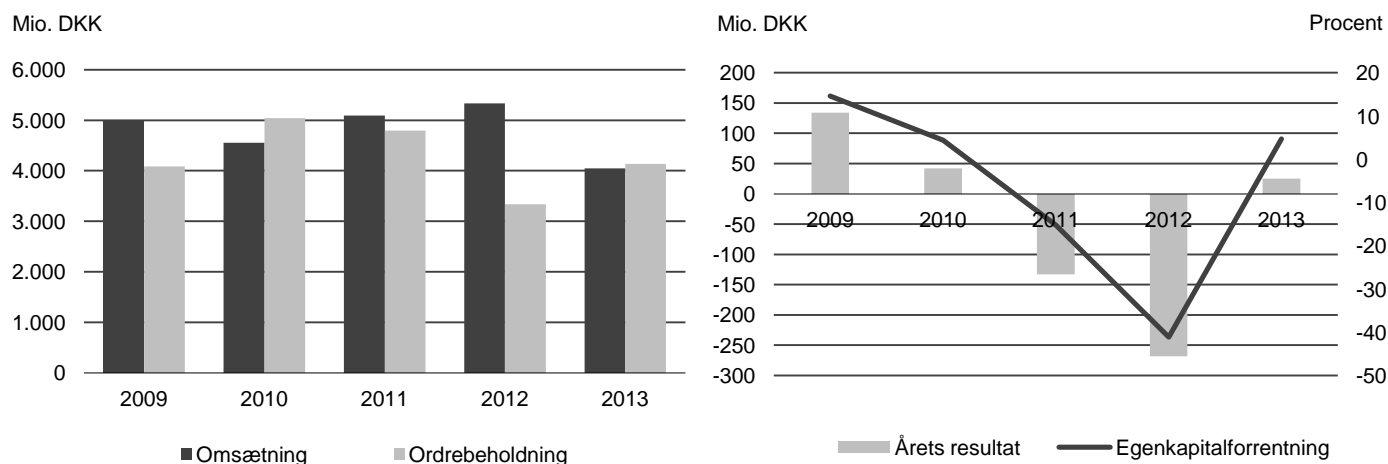
Resumé

- Højgaard Holding koncernens omsætning blev 4,0 mia. DKK, hvilket er på niveau med den senest udmeldte forventning og godt 1,3 mia. DKK mindre end i 2012.
- Højgaard Holding koncernens samlede resultat før skat blev et overskud på 84 mio. DKK, hvilket er som forventet, og ca. 350 mio. DKK bedre end sidste års underskud på 264 mio. DKK. Den realiserede resultatgrad (før skat-margin) er på 2,0 % mod -5,0 % i 2012.
- Højgaard Holding koncernens resultat efter skat blev et overskud på 25 mio. DKK mod et underskud i 2012 på 268 mio. DKK.
- MT Højgaard koncernens omsætning på 7,4 mia. DKK er på niveau med det forventede, og ca. 25 % mindre end sidste år.
- MT Højgaard koncernens resultat før skat blev et overskud på 139 mio. DKK hvilket er på niveau med det forventede og væsentligt bedre end sidste års underskud på 512 mio. DKK. Årets resultat før skat er positivt påvirket med ca. 130 mio. DKK fra BUXTON-afgørelsen og andre tvistsager.
- For 2014 forventer MT Højgaard koncernen en omsætning i niveauet 7,0 til 7,5 mia. DKK og et resultat af primær drift (EBIT) i niveauet 150-225 mio. DKK svarende til en margin på 2-3 % før særlige poster (gamle offshore tvistsager). Koncernens resultat kan fortsat blive påvirket af udfaldet af større gamle offshore-tvistsager. Der har i 2013 været god fremdrift i håndteringen af tvistsagerne, og vi forventer, at hovedparten vil finde en afgørelse i 2014, og de første allerede indenfor relativt kort tid. Forventet resultat af primær drift (EBIT) er positivt påvirket af nye IFRS-regler omkring indregning af fælles ledede virksomheder med en forventet EBIT-effekt på ca. 50 mio. DKK, som i MT Højgaard's koncernregnskab for 2014 vil fragå resultatet under minoriteter. Højgaard Holding A/S andel udgør 54 % af MT Højgaard koncernens resultat efter skat og minoriteter.
- Højgaard Holding koncernens forventninger til 2014 vil udover vor andel af MT Højgaard koncernens resultat efter skat og minoriteter bestå af et lille positivt resultat før skat.
- Der stilles ikke forslag om udbytte for 2013.

Højgaard Holding A/S væsentligste aktiv er 54 % ejerskab af MT Højgaard A/S. Herudover ejer Højgaard Holding A/S, Højgaard Industri A/S, der producerer betonsveller på det af Banedanmark ejede fabriksanlæg i Fredericia. Højgaard Holding A/S eget likvide beredskab udgjorde pr. 31. december 2013 knapt 4 mio. DKK. Højgaard Holding A/S har i februar 2013 indskudt 162 mio. DKK som ny aktiekapital i MT Højgaard A/S.

Højgaard Holding koncernens resultat vil i al væsentlighed svare til 54 % af MT Højgaard koncernens resultat, og til rådighed for udlodning til aktionærerne vil normalt være det udbytte, der modtages fra MT Højgaard A/S. Da MT Højgaard A/S ikke udlodder udbytte for 2013, stilles der ikke forslag om udlodning af udbytte fra Højgaard Holding A/S.

Højgaard Holding A/S vil sammen med Monberg & Thorsen A/S arbejde for en selvstændig børsnotering af MT Højgaard A/S, når betingelserne herfor er til stede. Det er fortsat vores opfattelse, at det er i alle aktionærers interesse, at MT Højgaard først søges børsnoteret, når indtjeningen har vist et stabilt og tilfredsstillende niveau.



Realiseret i forhold til forventninger og sidste år

Højgaard Holding koncernens omsætning blev 4,0 mia. DKK, hvilket er på niveau med den senest udmeldte forventning – i niveauet 3,8 mia. DKK. Resultatet før skat blev et overskud på 84 mio. DKK og resultatgraden (før skat-margin) blev 2,0 %, hvilket er markant bedre end sidste år, og på niveau med den senest udmeldte forventning. Afvigelsen i forhold til sidste år skyldes især, et markant bedre resultat i MT Højgaard A/S, der delvist kan henføres til, at 2012 var negativt påvirket af store nedskrivninger samt omkostninger til restruktureringer, delvist at der i 2013 har været en målrettet indsats, indenfor især risikostyring, øget krav til lønsomhed og effektivisering af processer for at kunne retablere en sund økonomi, men også den delvist positive afgørelse i BUXTON sagen, der sammen med andre tvistsager har haft en positiv påvirkning med ca. 130 mio. DKK.

I Højgaard Holdings årsrapport for 2012 forventedes der for 2013 en omsætning i niveauet 3,8 mia. DKK og et lille positivt resultat før skat, hvilket dog kunne blive påvirket, både positivt og negativt, af udfaldet af større tvistsager i MT Højgaard.

I børsmeddelelse 4. december 2013 blev der for 2013 kommunikeret at Højgaard Holding havde en fortsat forventning om en omsætning i niveauet 3,8 mia. DKK med et lille positivt resultat før skat. Hertil kommer effekten fra tvistsager i MT Højgaard koncernen, som i Højgaard Holding forventedes at påvirke resultatet før skat for 2013 positivt i niveauet 70 mio. DKK.

Omsætning

Højgaard Holding koncernens omsætning i 2013 på 4,0 mia. DKK, er godt 1,3 mia. DKK mindre end i 2012. Stort set hele omsætningen realiseres i MT Højgaard koncernen, og her har der i 2013 som forventet ikke været ordrer til udførelse indenfor Offshore-området, hvilket er den væsentligste grund til, at omsætningen i MT Højgaard er faldet fra 9,7 mia. DKK i 2012 til 7,4 mia. DKK i 2013.

Resultater

MT Højgaard koncernens resultat for 2013 var på niveau med forventningerne og en markant forbedring i forhold til de to foregående år. Resultat før skat blev et overskud på 139 mio. DKK mod et underskud på 512 mio. DKK i 2012, og et underskud i 2011 på 335 mio. DKK. Den realiserede resultatgrad (før skat-margin) blev i 2013 på 1,9 % mod -5,3 % i 2012.

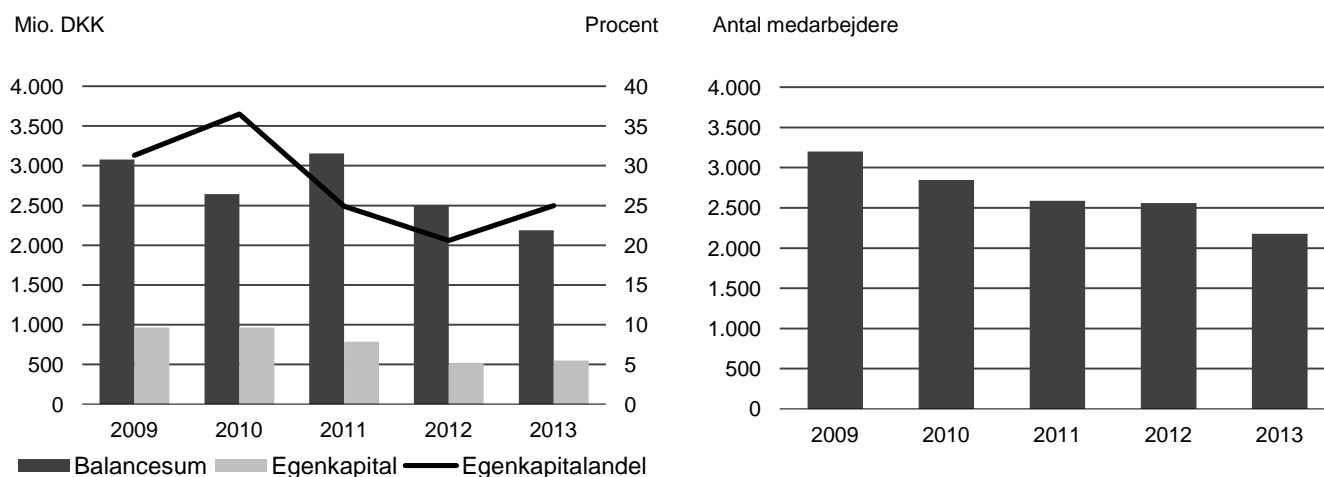
Højgaard Industri A/S har i 2013 haft en produktionsudnyttelse vedrørende banesveller på 97 % mod en tilsvarende sidste år på 95 %. Resultatet før skat blev et overskud på 16,0 mio. DKK mod 13,5 mio. DKK året før.

Resultat før skat i Højgaard Holding A/S blev et overskud på 2,8 mio. DKK, mod et overskud på 7,3 mio. DKK i 2012.

Højgaard Holding koncernens samlede resultat før skat blev et overskud på 84 mio. DKK mod et underskud i 2012 på 264 mio. DKK. Skat af årets resultat er en omkostning på 59 mio. DKK, der svarer til en effektiv skatteprocent på 70 %. Årets skat er især påvirket af regulering af udskudte skatteaktiver i MT Højgaard som følge af en gradvis nedsættelse af selskabsskatteprocenten fra en skatte-% på 25 % til en på 22 % i 2016, ikke aktivering af skattemæssige underskud, samt betaling af udenlandske skatter. Højgaard Holding koncernens samlede resultat efter skat blev et overskud på 25 mio. DKK mod et underskud i 2012 på 268 mio. DKK.

Balance og egenkapitaludvikling

Højgaard Holding koncernens balancesum blev 2.188 mio. DKK mod 2.508 mio. DKK ultimo 2012. Udviklingen kan især henføres til den reducerede aktivitet i MT Højgaard.



Højgaard Holding koncernens rentebærende nettoindestående er i 2013 på niveau med 2012.

Pr. 31. december 2013 udgjorde egenkapitalen 547 mio. DKK mod 516 mio. DKK året før. Aktiens indre værdi pr. 31. december 2013 er 130 DKK pr. aktie à 20 DKK. Egenkapitalen er udover årets resultat påvirket af regulering vedrørende sikringstransaktioner i MT Højgaard koncernen med 6 mio. DKK. Egenkapitalforrentningen blev 4,7 % mod -41,1 % i 2012. Egenkapitalandelen blev forøget til 25,0 % ultimo 2013 mod 20,6 % året før.

Pengestrømsopgørelse

Pengestrømme fra driftsaktiviteter blev 17 mio. DKK, der udover afgørelsen i BUXTON-sagen væsentligst er påvirket af afløbet på hensættelser i MT Højgaard foretaget i 2012, realisering af projekter med lav lønsomhed samt betalinger af skat vedrørende udenlandske aktiviteter.

Nettøkøb af materielle aktiver udgjorde 7 mio. DKK (2012: nettosalg på 14 mio. DKK). I forbindelse med kapitalindsuddet i MT Højgaard, er der solgt værdipapirer med kort løbetid for 96 mio. DKK (2012: netto købt for 13 mio. DKK).

Pengestrømme fra finansiering på 78 mio. DKK kan især henføres til optagelse af lån hos Knud Højgaards Fond i forbindelse med kapitalindsuddet i MT Højgaard.

Samlet er Højgaard Holding koncernens likvider forøget med 179 mio. DKK til 89 mio. DKK.

Videnressourcer

Højgaard Holding koncernens væsentligste aktiviteter udføres i MT Højgaard koncernen. Der henvises derfor til nedenstående gengivelse af videnressourcer fra MT Højgaard A/S årsrapport 2013:

Kunder

Vi vil have tilfredse kunder, som føler, de får gennemtænkte løsninger gennem samarbejdet med os. Det sker ved at sikre, at pris og kvalitet hænger sammen. I MT Højgaard foretager vi en slutpunktsmåling på projekter over 2 mio. DKK. Denne måling gav i 2013 en samlet kundetilfredshed på indeks 77 ud af 100. Dette er en forbedring på 8 indekspoints sammenlignet med resultatet fra 2012 på indeks 69. Forbedringen kan dog ikke tillægges stor betydning, i det vi i 2013 havde færre målinger end tidligere med en svarprocent på 37 %. Til sammenligning var tallet 54 i 2012 og 74 i 2011. Vi ønsker at øge svarprocenten til 50 % i 2014 samtidig med, at vi holder fokus på en høj tilfredshed på minimum indeks 76 i løbet af 2014.

Processer, metodeudvikling og nye produkter

At styre kvaliteten og aflevere med nul fejl og mangler er et væsentligt element i indfrielsen af vores mål og vision. Der er rigtig meget at hente ved at gøre tingene rigtigt første gang, og derfor arbejder vi konstant på at levere i høj kvalitet.

En af måderne at gøre det på er ved at intensivere brugen af digitale værktøjer. BIM (Building Information Modeling) er allerede i dag en vital del af vores måde at bygge på. Det er eksempelvis BIM, der betyder, at vi allerede i planlægningsfasen kan sikre, at der bliver rettet op på eventuelle problemstillinger, inden vi går i gang med selve byggeriet. På den måde kan vi spare tid og udgifter til fejlretninger på byggepladsen. Vi har i 2013 arbejdet med at sikre en helhedsorienteret tilgang til BIM fra salg til aflevering, ligesom at det giver store fordele for den efterfølgende drift og vedligeholdelse.

Et andet tiltag er at benytte standardløsninger vedrørende konstruktionsløsninger og udførelsesmetoder. Vi har i 2013 arbejdet med at finde frem til de områder, hvor vi hidtil har brugt mange penge på ofte at gøre tingene om. De områder er der nu udviklet 20 standardløsninger for. Alle standardløsninger lever op til de gældende krav. Løsningerne medvirker til at kunden altid får en gennemtestet kvalitetsløsning. Hvis en kunde ønsker et alternativ, kan det i nogen tilfælde betyde, at vi tager forbehold for den pågældende bygningsdel.

Medarbejdere

Koncernen har i 2013 i gennemsnit haft 3.974 medarbejdere ansat mod 4.688 medarbejdere i 2012.

Vi opererer på udvalgte markeder – geografisk og kompetencemæssigt og har ud over i Danmark kontorer i Grønland, Kina, Maldiverne, Norge, Qatar og Vietnam.

Vi har i MT Højgaard gennemført en undersøgelse af tilfredsheden blandt medarbejderne. Arbejdsglæden var faldet blandt funktionærerne, men steget blandt de timelønnede medarbejdere. Den samlede medarbejdertilfredshed lå på indeks 68, hvor

målsætningen er indeks 76. Dette var ikke overraskende, da organisationen har været igennem flere tilpasninger og forandringer i 2012. Generelt viste undersøgelsen, at engagementet fortsat er højt, hvilket vi ser som et godt fundament for at forbedre resultatet. Vi gennemfører næste tilfredshedsundersøgelse i efteråret 2014.

Uddannelse

I 2013 har 138 medarbejdere gennemført første del af vores Academy-uddannelse. Det betyder, at knap 500 medarbejdere ud af virksomhedens knap 900 funktionærer på nuværende tidspunkt har gennemført uddannelsen. Det langsigtede mål er, at alle funktionærer skal gennemføre forløbet.

Vi har desuden udarbejdet et nyt koncept for medarbejderudviklingssamtaler, som skal udrulles i 2014 og som vil medføre nye uddannelsesaktiviteter med fokus på lederudvikling og fastholdelse af talenter i organisationen.

Fokus er desuden på fortsat at optimere vores styringskompetencer blandt andet gennem kursusaktiviteter inden for planlægning og styring af projekter.

Samfundsansvar

I Højgaard Holding koncernen er det en stadig bestræbelse, at der skal udvises en samfundsansvarlig handlemåde.

Højgaard Holding koncernens væsentligste aktivitet udføres i MT Højgaard koncernen. Der henvises derfor til nedenstående gengivelse fra MT Højgaard A/S årsrapport for 2013 hvor de har redegjort for deres politikker, indsats og resultater på området:

De følgende afsnit er koncernens lovpligtige redegørelse for samfundsansvar. Koncernens politik for samfundsansvar gælder for alle medarbejdere i MT Højgaard og koncernens helejede virksomheder, mens principperne gælder for hele koncernen.

Med udgangspunkt i politikken for samfundsansvar har den enkelte virksomhed i koncernen desuden en række selvstændige politikker, som er udarbejdet i forhold til den enkelte virksomheds strategi, fokusområde og organisation. Da koncernens virksomheder er meget forskellige i størrelse og opbygning, arbejder de selvstændigt med områderne ud fra, hvad der giver bedst mening for den enkelte virksomhed.

Koncernens politik for samfundsansvar bekræfter vores forpligtelse til at agere etisk i udførelsen af vores aktiviteter i forhold til integritet, fairness og socialt ansvar. I politikken for samfundsansvar har vi integreret FN's Global Compacts 10 principper. Samfundsansvarspolitikken består af følgende hovedpunkter:

- Menneskerettigheder
- Arbejdstagerrettigheder
- Miljø/klima
- Forretningsadfærd
- Antikorruption

Af samfundsansvarspolitikken fremgår det blandt andet, at vi ikke accepterer bestikkelse, tvangsarbejde, børnearbejde og diskrimination.

Vi sikrer kontinuerligt, at forretningsgange og processer understøtter samfundsansvarspolitikken. Alle standarder er integreret i de pågældende virksomheders interne systemer. Vi sørger for, at alle medarbejdere i MT Højgaard og koncernens helejede virksomheder samt leverandører kender vores holdninger og retningslinjer.

Nedenfor redegøres for politik, indsats og resultater for 2013 vedrørende forebyggelse af ulykker, der er en del af arbejdstagerrettighederne, samt for forebyggelse af miljøbelastning og uddannelse. Både forebyggelse af ulykker og miljø er essentielle områder inden for byggeri og anlæg.

Vi har i koncernen holdninger til andre samfundsmæssige forhold end de nævnte.

Hidtil har koncernen dog ikke haft politikker på disse øvrige samfundsområder eller har ikke på samme niveau som på fx miljø og antikorruption planlagt indsatser, målt dem og fulgt op på dem. Som led i udviklingen af koncernens samfundsansvar iværk-

sættes imidlertid et udviklingsprojekt i 2014, som skal munde ud i en opdateret samfundsansvarsstrategi og dertil hørende politikker. Projektet beskrives nærmere i afsnittet "Nye initiativer i 2014".

Forebyggelse af ulykker

Vi arbejder kontinuerligt med at forbedre indsatsen på arbejdsmiljøområdet. Vi forpligter os til at forebygge skader og arbejdsrelateret sygdom ved at instruere og uddanne vores medarbejdere i at gennemføre deres arbejde sikkerheds- og sundhedsmæssigt forsvarligt. En stor del af indsatsen for at forebygge ulykker sker lokalt i de enkelte virksomheder tæt på de aktiviteter, hvor der kan være risiko for ulykker.

Handlinger, resultater og målsætninger – forebyggelse af ulykker

I 2013 fortsatte vi arbejdet med at styrke registrering og kommunikation omkring "tæt-på-hændelser". Det er hændelser, som under mindre gunstige omstændigheder let kunne have ført til en arbejdsulykke, og hvor medarbejderen var heldig ikke at blive skadet. Jo bedre vi kender omstændighederne omkring disse hændelser, des bedre kan vi forebygge, at der sker arbejdsulykker, blandt andet ved at forstærke kommunikationen med medarbejderne om risici i forskellige arbejdsituationer. Derfor er opsamling og registrering af viden central.

I MT Højgaard udarbejder vi lokale handlingsplaner, så vi kan komme tættere på de lokale problemstillinger og gøre arbejds miljøarbejdet mere nærværende i de enkelte divisioner. I flere af dattervirksomhederne har vi fokus på videreudvikling af vores eksisterende APV.

I 2013 har vi arbejdet med tiltag i forhold til blandt andet faldulykker, oprydning og wintersikring af byggepladserne, hvor risikoen for ulykker kan være højere. Virksomhederne har gennemført kampanjer, afholdt medarbejdermøder og instrueret i vigtigheden af at registrere "tæt-på-hændelser".

MT Højgaard havde i 2013 en ulykkesfrekvens på 27,4 pr. en million arbejdstimer blandt vores timelønnede medarbejder. Det var højere end det forventede mål om en ulykkesfrekvens på 15 for de timelønnede og en stigning i forhold til 2012, hvor ulykkesfrekvensen lå på 11,7 blandt de timelønnede. Stigningen indeholder primært mindre alvorlige ulykker. Målet er en ulykkesfrekvens på under 15 for de timelønnede, og den skal opnås over de næste tre år.

Stigningen skyldes, at MT Højgaard i 2013 har manglet opmærksomhed på området, hvilket der vil blive sat ind over for med konkrete initiativer i 2014. Vi arbejder fremadrettet med et nyt samlet tal for både timelønnede og funktionærer. Tallet var på 14,9 i 2013, og målsætningen for 2014 er på 12 for samtlige medarbejdere.

I tre ud af de fire helejede dattervirksomheder faldt ulykkesfrekvensen i 2013.

MT Højgaard havde i 2013 desuden et mål om at reducere antallet af ulykker med fravær på 1-4 dage med 10 %. Det mål nåede vi desværre ikke. Vi forfølger fortsat målet i 2014.

Efter at Lindpro i 2013 blev certificeret efter den internationale arbejdsmiljøstandard DS/OHSAS 18001:2008 har MT Højgaard og alle koncernens helejede dattervirksomheder nu denne certificering.

Miljø og klima

MT Højgaard-koncernen ønsker at drage omsorg for miljøet og klimaet. Byggeprocessen, byggematerialer og byggeaffald såvel som driften af den færdige bygning påvirker i vidt omfang miljø og klima.

Koncernens miljømæssige tiltag tager udgangspunkt i lovgivningen i de lande, hvor vi udfører projekter. Men tiltagene bygger også på særlige krav fra vores kunder og egne initiativer, der kan bidrage til at mindske miljøbelastningen. Koncernen arbejder på at reducere miljøbelastningen på vores kontorer, på byggepladser og i de færdige projekter, som vi har opført. Og vi tilskynder til udvikling og spredning af teknologier, der fremmer miljømæssigt forsvarlige løsninger, både internt og i samarbejde med bygherrer og andre interessenter. Vi er desuden meget bevidste om, at vores medarbejdere til stadighed er uddannede til at gennemføre arbejdsopgaverne miljømæssigt forsvarligt.

MT Højgaard og Lindpro følger principperne i den internationale miljøstandard DS/EN ISO 14001:2004.

Handlinger, resultater og målsætninger – miljø og klima

Koncernens virksomheder gennemfører en række forskellige aktiviteter, som medvirker til at forbedre miljø- og klimapåvirkningen af vores aktiviteter.

Scandi Bygs industrielt fremstillede modulbyggeri sparer ressourcer i hele byggeprocessen. Virksomheden bruger desuden træ som den bærende konstruktion, hvilket sparer klimaet for store mængder af CO₂ sammenlignet med andre materialer. Scandi Byg ønsker at være på forkant med udviklingen inden for energimærkning og kan leve op til skærpede krav (fx Lavenergiklasse 2015 og Bygningsklasse 2020). Scandi Byg fokuserer også på grønne indkøb herunder fx svanemærkede produkter og træ fra FSC/PEFC-certificerede leverandører.

I 2013 har vi i Scandi Byg udskiftet samtlige lysarmaturer på lokationen Tolstrupvej i Løgstør. Det giver en reduktion af kWh-forbruget på ca. 70 % om året. Der er også etableret støjskærm ved udsagningsanlæg. I 2014 er planen at fortsætte omlægningen af varmeforsyningen fra naturgas til fjernvarme i Scandi Bygs administrationsbygning samt endnu en produktionshal (omlægningen i de øvrige produktionshaller blev iværksat i 2012).

Lindpro havde en målsætning om ved udgangen af 2013 at kunne dokumentere at kunne spare minimum 10 % af energiforbruget og reducere CO₂-udledningen med mindst 20 %, begge i forhold til niveauet i 2009 (målt pr. medarbejder). Lindpro skønner pt., at virksomheden har reduceret sit samlede energiforbrug med de ønskede 10 %. Lindpro har i 2013 fået foretaget energitjek (el) af de af virksomheden ejede bygninger.

I 2013 har MT Højgaard reduceret sit forbrug af almindeligt A4-papir med 21 %. Året før var reduktionen 4 %. En betydelig del af reduktionen i 2013 skal tilskrives et lavere aktivitetsniveau og færre medarbejdere.

Koncernen ønsker generelt at nedbringe brændstofforbruget og CO₂-udslippet fra vores bilpark. I MT Højgaard vurderer vi vores firmabiler på totaløkonomien, så brændstofforbruget indgår i den månedlige ydelse, der bestemmer kategoriseringen af bilerne. I 2013 indsatte vi GPS'er i samtlige arbejdsbiler. GPS'en monitorerer bilernes tomgangskørsel, hastighed, brændstofforbrug og kørestil (ved hjælp af en indbygget g-måler), så der kan sættes ind overfor overflødig brændstofforbrug. Det har blandt andet betydet, at MT Højgaard har reduceret brændstofforbruget pr. kørt km i firmabiler med ca. 10 %, da den gennemsnitlige stigning i antal kørte km pr. liter var ca. 1,5 km pr. liter.

Ajos er ligeledes i gang med at installere GPS-enheder i sine montørbiler. Såvel MT Højgaard som Ajos har regler for begrænsning af tomgangskørsel. Enemærke & Petersen har en bilpolitik med minimumskrav til brændstofforbrug. Lindpro har valgt servicebiler med mindre brændstofforbrug og indførte i 2013 hastighedsbegrænsning på 120 km/t i gulpladebiler. Begge virksomheder er i disse år løbende ved at udskifte deres bilparker med mere energioptimale biler.

På tværs af koncernen fokuseres der endvidere løbende på mulighederne for at energioptimere yderligere.

Ét er miljø- og klimapåvirkning fra koncernens "egne" aktiviteter. Koncernen fokuserer i høj grad også på miljømæssig bæredygtighed i de ydelser, vi leverer til vores kunder.

Lindpro udfører energioptimering af eksisterende bygninger og rådgiver herom ved opførelse af nye byggerier.

Ajos har stor fokus på energioptimering i byggefasen og rådgiver om bæredygtighedstiltag i forbindelse med indretning og etablering af byggepladser, om grønne budgetter og regnskaber, samt tilbyder kunder at få målt energiforbruget med henblik på reduktion af blandt andet CO₂-udslip. Ajos' pavilloner har et meget lavt energiforbrug og er blevet forbedret med intelligent styring af energiforbruget fx styring af lys, varme, ventilation og udvendige markiser. I samarbejde med MT Højgaard har Ajos sat bæredygtighedstiltag i system for at sikre, at MT Højgaards bæredygtighedstiltag efterleves på alle større projekter i Danmark.

MT Højgaard rådgiver sine samarbejdspartnere om mulighederne for at bygge og renovere bæredygtigt. Til verificering af såvel bæredygtighed som den forbundne økonomi i relation til bygherrer har MT Højgaard udviklet en brugervenlig energiberegner og et grønt barometer.

Vi tilbyder såvel til egne kunder som på koncernens vegne desuden byggeri certificeret efter bæredygtigheds certificeringerne BREEAM (Building Research Establishment Environmental Assessment Method), den danske DGNB (Deutsche Gesellschaft für Nachhaltiges Bauen) og LEED (Leadership in Energy and Environment Design). I 2013 har MT Højgaard færdiggjort Sundhedshuset i Hurup, der har fået en DGNB "Sølv" certificering. Vi er i øjeblikket i gang med at bygge Valby Maskinfabrik, der

står færdig i 2014 og får BREEAM "Good" certificering og Nordeas nye domicil på Amager (forventes færdig i 2015), der bygges til LEED "Platinum" certificering.

Vi deltager aktivt i styregruppen og udvalg i Green Building Council Danmark og har i 2013 holdt en række indlæg om bæredygtighed og totaløkonomi i såvel dette som andre regi.

Kvinder i ledelsen

I koncernen skelner vi ikke til køn, race og religion, når vi ansætter, uddanner eller forfremmer medarbejdere. På bestyrelsesniveau er der fastsat en målsætning om, at minimum 33 % af de generalforsamlingsvalgte medlemmer af bestyrelsen skal udgøres af kvinder fra og med generalforsamlingen 2016. I dag er der nul kvindelige medlemmer ud af seks generalforsamlingsvalgte bestyrelsesmedlemmer, og det er et mål, at der som minimum skal være to eksternt valgte kvinder i 2016.

Samtidig ønsker vi at fremme andelen af kvinder i ledelsen i koncernens øvrige ledelsesniveauer ved at indføre en række initiativer. Medio 2013 indførte koncernen en politik for kvinder i ledelsen, der har fokus på, at alle skal have lige muligheder og som arbejder for at respektere forskelligheder og fremme en mere ligelig fordeling af mænd og kvinder på alle niveauer. Dette ønskes opnået via blandt andet rekruttering, karriereudvikling og samtaler om "tilbage til job" typisk ved barselsfravær.

Fra 2014 forventer vi at kunne måle på kvinder i ledelsen på tværs af hele koncernen.

Fremtidens arbejdskraft

Koncernen finder det vigtigt at sikre kvalificeret arbejdskraft til fremtidige bygge- og anlægsopgaver og bidrage til, at unge mennesker kan få en uddannelse og en karriere indenfor erhvervet. Derfor tilbyder vi lærepladser inden for forskellige håndværksfag og ansætter turnusingeniører og praktikanter.

Handlinger, resultater og målsætninger – fremtidens arbejdskraft

Koncernen har i 2013 haft 6,3 % medarbejdere ansat i stillinger som lærlinge, praktikanter og elever. Vi har en målsætning om 10 % i det tempo, det er muligt. For at nå dette mål vil vi i de kommende år arbejde målrettet mod at løfte niveauet med 1 procentpoint om året betinget af økonomi, sikkerhed og kvalitet i tilbudte uddannelsesforløb.

Ajos samarbejder med Lindpro om at modtage lærlinge i begrænsede perioder med henblik på at give lærlingene den del af den praktiske uddannelse, som Ajos kan tilbyde.

Enemærke & Petersen har både politikker og initiativer til at understøtte antallet af lærlinge, seniorer og personer med behov for jobtræning. For at nå denne målsætning har Enemærke & Petersen fx samarbejdsaftaler med erhvervsskoler, udvalgte bolig-selskaber fx Boligforeningen Aarhus Omegn, og kommuner, blandt andet Københavns Kommune, for at sikre flere lærlinge. Enemærke & Petersen vil i 2014 forsætte arbejdet med at skabe lærepladser, praktikpladser og jobtræningspladser på virksomhedens byggepladser og kontorerne samt på virksomhedens byggefabrik på Smedeland.

Andre initiativer indenfor samfundsansvar

Scandi Byg har i 2013 doneret en feriehytte til foreningen Familier med kræftramte børn. Hytten er indrettet i samarbejde med foreningen og campingpladsen TopCamp Henne Strand, hvor den efterfølgende er opstillet. Den er tegnet og produceret på Scandi Bygs fabrik i Løgstør.

Enemærke & Petersen har et samarbejde med en teknisk skole i Tanzania, hvor virksomheden betaler for 12 lærlinges uddannelse inden for tømrer- og murerfaget.

Nye initiativer i 2014

Motivation og principper for arbejdet med samfundsansvar

Vi ønsker i koncernen at videreudvikle arbejdet med samfundsansvar som et naturligt, væsentligt og integreret element i drift og aktiviteter.

Derfor har vi i 2013 iværksat et udviklingsprojekt, der i løbet af 2014 skal føre til en revideret strategi og en ny politik for samfundsansvar, som vi forventer at kunne rapportere i årsrapporten for 2014.

En af målsætningerne med en ny strategi for samfundsansvar er at konkretisere og formalisere koncernens holdninger til de samfundsmæssige forhold, som vi måtte have væsentlig indflydelse på og arbejde for, at koncernen fremadrettet kan planlægge, måle og følge op på disse forhold på samme niveau og med samme systematik.

Medlemskab af FN's Global Compact

Koncernens politik for samfundsansvar har siden 2011 integreret FN's Global Compact 10 principper. På den baggrund ser vi det som et naturligt skridt i løbet af 2014 formelt at blive medlem af Global Compact og påtage os de forpligtelser, dette indebærer.

Opbygning af GRI-rapportering

For at styrke hele koncernens arbejde med miljømæssig, social og økonomisk bæredygtighed ønsker vi at forbedre vores viden, dokumentation og rapportering om de forskellige områder. Samfundsansvar er først og fremmest et spørgsmål om handling, men et bredere datagrundlag og en mere systematisk dokumentation forventes at give os mere indsigt i og bevidsthed om samfundspåvirkningen. Data og dokumentation kan bruges til målstyring af samfundsansvarspolitikken og kan endvidere øge synligheden af indsatsen overfor interne og eksterne interessenter samt offentligheden.

Vi har valgt Global Reporting Initiative (GRI) som rapporteringsstandard, fordi den matcher vores behov. Standarden favner flest relevante områder, hvad angår bæredygtighed. Det er en velafprøvet international standard, som giver os mulighed for at sammenligne os med andre i og uden for branchen internationalt. Organisationen bag GRI har endvidere udviklet et sæt supplerende indikatorer for "byggeri", som også vil blive lagt til grund for rapporteringen.

Vi har som første skridt identificeret en række indikatorer, som både omfatter miljø/klima, arbejdsmarkedsforhold, sociale forhold og byggebranchen mere specifikt, og som vil danne grundlaget for vores rapportering om samfundsansvar i de kommende år. Arbejdet er påbegyndt i 2013 og ved udgangen af 2014, vil vi således internt kortlægge og udvikle datagrundlaget med henblik på at kunne dokumentere og rapportere vores samfundsansvar i forhold til GRI-indikatorer i 2015.

Videreudvikling af retningslinjer for leverandører og medarbejdere (Codes of Conduct)

Vi vil i 2014 som en del af udviklingsprojektet revurdere og om nødvendigt styrke vores retningslinjer for bæredygtig adfærd, som leverandører, medarbejdere og samarbejdspartnere skal følge som led i samarbejdet med os. Koncernen har allerede et sæt retningslinjer, en Code of Conduct, for leverandører, som leverandørerne skal følge. Retningslinjerne for medarbejdernes adfærd/opførsel er på nuværende tidspunkt omfattet af de almindelige ansættelsesvilkår og personalepolitikker, som alle medarbejdere undervises i, er forpligtet til løbende at gøre sig bekendt med og efterleve i hverdagen.

I takt med, at vi udvikler vores politik for samfundsansvar, kan der også være behov for at tydeliggøre og synliggøre, hvilke samfundsansvarsrelevante retningslinjer, som medarbejdere ansat i koncernen eller hos leverandører og andre samarbejdspartnere skal følge for at understøtte samfundsansvar i hverdagen. Derfor vil vi udarbejde en selvstændig Code of Conduct for medarbejdere, der integreres med de generelle personalepolitikker. En sådan selvstændig code skal være med til at bevidstgøre koncernens overordnede målsætninger på området for samfundsansvar for alle medarbejderne.

Whistleblower-ordning

Koncernens bestyrelse har besluttet at implementere en formel "whistleblower-ordning" i hele koncernen. Ordningen giver medarbejderne mulighed for anonymt at indberette misforhold eller ulovligheder som fx svig, bestikkelse eller korrupsion. Anonymiteten skal sikre, at en medarbejder kan indberette kritisable forhold uden at frygte for repressalier. Det kan især være relevant, hvis de kritisable forhold omfatter medarbejderens foresatte eller overordnede. Det er afgørende for os, at en whistleblower-ordning fungerer i samspil med - ikke som erstatning for - vores øvrige HR-systemer, herunder et tæt samarbejde mellem medarbejdere og ledelse i de etablerede samarbejdsorganer. Whistleblower-ordningen vil være omfattet af klare regler og åbenhed.

Vores whistleblower-ordning etableres efter en model, hvor medarbejderes eller samarbejdspartneres indberetninger om misforhold eller regelbrud sker til en ekstern tredje part i form af et uafhængigt advokatfirma, som nøje sagsbehandler indberetningen og grundigt vurderer sagens fakta og dokumentation, før den gives videre til koncernen, som træffer beslutning om eventuelle konsekvenser.

Inden ordningen indføres forventet medio 2014, vil vi derfor informere alle medarbejdere, samarbejdspartnere med flere om, hvorfor ordningen indføres, hvad den går ud på, og hvordan den kan anvendes. Pt. skal ordningen godkendes hos Datatilsynet, der sikrer, at personfølsomme oplysninger behandles og opbevares i henhold til lovgivningen.

I Højgaard Holding A/S - holdingselskabet (3 ansatte) og Højgaard Industri A/S - produktion af betonsveller (27 ansatte) er der ikke udarbejdet politikker, ligesom der ikke på samme niveau som i MT Højgaard koncernen foretages planlægning, måling og opfølgning.

Risikostyring

Højgaard Holding koncernens væsentligste aktivitet udføres i MT Højgaard koncernen. Der henvises til nedenstående gengivelse af risikostyring fra MT Højgaard A/S årsrapport 2013:

Risikostyring som en central del af koncernen

Konstant fokus og fortsat udvikling af vores risikohåndtering er helt central for vores arbejde mod at blive en lønsom koncern. Ikke nødvendigvis alle risici skal undgås. Opgaven er at identificere, håndtere og prisfastsætte de risici, vi vælger at tage.

Om risici i bygge- og anlægsbranchen

Risikoprofilen indenfor byggeri og anlæg er forskellig fra andre brancher. Kapitalbindingen er mindre, ordrebeholdningen strækker sig over en længere periode, de faste omkostninger og EBIT-marginer er lavere. Risikoen er derfor primært til stede i projekter, der er unikke i forhold til konstruktion, funktionalitet eller placering.

Branchen har desuden stadig en lav grad af automatisering og er meget afhængig af medarbejderkompetence og engagement. Udviklingen går i retning af en højere grad af standardisering, industrialisering og præfabrikering, der giver de store indkøbsvolumener, som kræver, at vi har fokus på overvågning og kvalitetssikring af materialer for at undgå, at eventuelle fejl opstår og gentages.

Om risikohåndtering i koncernen

Jo større projekt eller/og usikkerhed jo større krav stiller vi til, at vi skal have kontrol over og være i stand til at styre risici i alle faser af projektet, før vi vælger at gå ind i et projekt. At have evnen til at vælge de projekter, der passer til vores kompetencer, værdier, kapacitet, erfaring etc. er helt afgørende for koncernens fremtid.

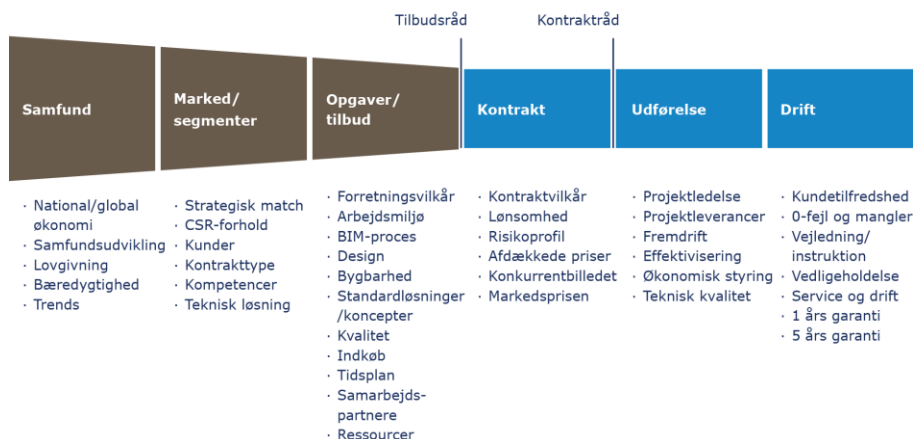
Risikostyring i koncernen er at:

- selektere og kvalificere de mange projekter, der potentielt er interessante
- sikre en fornuftig spredning i geografi, typer og segmenter
- afvise projekter, som vi ikke med sikkerhed kan gennemføre med et hensigtsmæssigt resultat
- indregne risici professionelt i tilbuddet
- afdække priser i vores indkøb, hvad enten der er tale om materiel eller i relation til samarbejdspartnere
- styre og minimere risici i hele projektforløbet gennem planlægning, følgegrupper og gennemførelse af forebyggende handlinger
- tage udfordringer alvorligt, konkret, handlingsorienteret og rettidigt
- optimere vores projekter med fælles informationsteknologi, så vi konverterer risici til muligheder

Vores model for risikostyring virker

Vi har i årets løb arbejdet systematisk med at videreudvikle vores risikovurdering af nye projekter. Det har givet mærkbare resultater, således at vi kan se en markant bedre lønsomhed i de projekter, vi har taget ind. Af tiltag, der har bidraget til resultatet er følgende:

Projektselektering og risikostyring



- Selektion på markeder og geografi
- Grundig vurdering af alle nye projekter først ved et tilbudsråd og siden ved et kontraktråd. Vurderingen omfatter alle aspekter af projekterne og foretages af et bredt udvalg af kompetencer
- S sammensætningen af projektporteføljen. En effektiv løbende styring sikrer, at vores portefølje svarer til den ønskede risikoprofil
- Vores styring af udførelsen af de enkelte projekter er forstærket væsentligt, så de udvikler sig som planlagt i forhold til såvel leveringstid og kvalitet som økonomi. Dette sikres ved dialog med følgegrupper
- Håndfast styring af problemprojekter, hvorved vi minimerer potentielle tab samtidigt med at der tilstræbes en effektiv afvikling af projekterne

Vi fortsætter videreudviklingen af vores risikostyring i 2014.

Paradigme for hvor koncernen byder

På såvel overordnet som projektbasis vælger vi løbende projekter fra, hvis de repræsenterer risici, vi ikke kan afdække. Til styring af dette har vi udviklet et paradigme, der klart tilkendegiver, hvilke områder vi byder indenfor, og hvilke der er udelukkede. Områder vi i den forbindelse tager højde for er blandt andet geografi, markeder, kunder, projektyper, juridiske forpligtelser og sikkerhed.

Vælger vi at gå videre med et projekt inden for paradigmet, der stadig indeholder betydelige risici, skal disse være afdækket og sikret ved ekstra krav til indtjeningen, ellers passer projektet ikke til os.

Tilbuds- og kontraktråd

Koncernen afgiver mange tilbud om året. Det kræver strukturerede processer, der ikke kan være entydigt mekaniske, men som skal kunne tage hensyn til blandt andet, hvordan omverdenen udvikler sig, karakteren af tilbuddene og størrelsen.

Til at varetage screeningen af vores mange projekter har vi et tilbuds- og kontraktråd. Formålet er at:

- sikre sunde og rentable tilbud og kontrakter
- afdække og kapitalisere risikoprofiler i projekterne
- evaluere valgte arbejdsmetoder og løsninger
- undgå nedskrivninger
- overholde vores procedurer og politikker for indgåelse af kontrakter
- sikre entydighed i aftalegrundlaget

De enkelte forretningsområder udfører risikovurderinger og identificerer prisfestsættelse. Derefter vurderes tilbuddet af kontraktrådet, som så kan godkende eller afvise, om der skal afgives bud og under hvilke betingelser. Den endelige beslutning om, hvorvidt et tilbud skal afgives, ligger formelt i direktionen og i nogle tilfælde i bestyrelsen. Kontraktrådet gennemgår og analyserer alle potentielle tilbud over 50 mio. DKK. Rådet blev oprettet ultimo 2012 og har i gennemsnit behandlet over 10 projekter om måneden i 2013.

BIM begrænser risici

Når vi gransker et byggeprojekt ved brug af vores kompetencer til at bygge med BIM (Building Information Modeling) og anvender de informationer, som ligger i BIM-modellen, mindskes risiko for tab af både tid og penge. Derfor har vi siden starten af 2013 benyttet BIM på alle MT Højgaards projekter.

Indkøb

Størstedelen af vores omkostninger består af indkøb af materialer og underentrepriser. For at reducere vores udførelsesrisici vedrørende disse leverancer arbejder vi i tæt samarbejde med vores underleverandører og indgår oftest længerevarende strategiske samarbejdsaftaler. Risici mindskes ved brug af standardiseringer og industrialiseringer med stor indkøbsvolumen. Det kræver, at vi har fokus på videnopsamling og analyse af indkøb.

Udførelsesrisiko

Risici ved projekternes udførelse knytter sig særligt til projektets karakter, lokation, kompetencer/erfaringer samt de løsninger, der konkret vælges.

I projektets indledning afdækker vi væsentlige risici ved planlægning og sikrer de rette kompetencer. Der skal som udgangspunkt allokeres specifikke risikopoljer til identificerede risici samt en generel risikoreserve, der varierer afhængig af projektets karakter.

Der foretages mindst en gang månedligt en gennemgang af projektets risici, hvor der skal udarbejdes specifikke handlingsplaner for at håndtere disse samt afsættes tilstrækkelige beløb.

Vi kan derudover se en stærk sammenhæng mellem de individuelle kompetencer og de resultater, der skabes i udførelsesfasen. Vi arbejder derfor konstant på at forbedre vores projektlederes kompetencer. Uddannelsesmæssigt har vi stort fokus på udførelsen i vores interne Academy.

Standardløsninger og erfaringsopsamling

Gennem en systematisk evaluering af projekterne indsamler og analyserer vi risici og samler erfaring til udvikling af fremtidens standardløsninger. Ved brug af gennemtestede metoder mindsker vi risici, sikrer tid og kvalitet og får volumen ind i vores indkøb. Vi har nu mere end 20 standardløsninger tilgængelig i vores Vidensystem, og målet er næste år at fordoble antallet.

Tvister

I projekter, hvor der opstår tvister eller voldgiftssager, er det afgørende for indregningen i årsrapporten, at der foretages en specifik juridisk og økonomisk vurdering af de enkelte sager. Vi tilstræber løbende at afklare tvisterne via dialog og forhandling, før de eskaleres. For væsentlige tvister indgår ekstern advokatvurdering i grundlaget for vurderingen.

Kontraktformer

Graden af den risiko, vi tager på et projekt, er bestemt af blandt andet kompleksiteten af de forpligtelser, som vi påtager os. Vores projekter spænder fra mindre produktionsprojekter, til projekter, hvor vi har hele styringen fra at designe og bygge til også at have ansvar for resultaterne i længere tid som fx ved OPP-projekter.

Vores aktiviteter indeholder flere forskellige typer af kontraktlige mekanismer, der betyder, at graden af risici kan variere meget. Disse omfatter blandt andet forskellige prismodeller. Vi tilstræber at arbejde med løbende afregning, hvor nogle prisforøgelses kan viderefaktureres til kunden. Ved udbudsprojekter med oftest offentlige kunder er det almindeligt med kontrakter med en fast pris. Visse kontrakter indeholder indekseringsklausuler, som giver mulighed for at videresende dele af eventuelle prisændringer.

Konjunkturudvikling

Bygge- og anlægsbranchen bliver påvirket væsentligt af konjunkturudviklingen, ligesom byggesektoren i perioder anvendes som reguleringsfaktor i finanspolitikken. De finanspolitiske initiativer kan omfatte både stramninger og ekspansive tiltag i form af støtteordninger og tilskud.

Koncernens position på det danske marked, spredningen på øvrige markeder, kunder og kompetenceområder medvirker til at afbalancere risici under svingende konjunkturforhold.

Sæsoneffekter

I mange af de markeder, hvor vi har forretning, er sæsonudsving afhængigt af vejret en risiko, vi skal håndtere og prisfastsætte. Dette gælder især i kolde vintre, hvor anlægsarbejdet ikke kan udføres i fx Skandinavien og i Grønland. Disse projekter er typisk projekter med lidt højere margin.

Risici i projektudviklingsaktiviteter

Det er et krav, at en vis del af egenudviklede projekter er sikret afsat til kunder/lejere inden opstart. Ved igangsætning af flere samtidige projekter har vi fokus på, at den samlede risiko er afbalanceret. Det betyder at nye projekter ikke kan startes ved maksimal eksponering.

Øvrige risikofaktorer

Vi tilstræber gennem relevante forsikringer i videst muligt omfang at afdække væsentlige risici, som vi ikke selv har direkte indflydelse på. Koncernen er i et vist omfang selvforsikret for mindre skadesbøløb via dattervirksomheden MTH Insurance. Katastrofeskader afdækkes via reassurance.

Finansielle risici

Der er en beskrivelse af de finansielle risici i note 26 i regnskabet (for MT Højgaard A/S).

De øvrige aktiviteter i Højgaard Holding koncernen indebærer kun begrænsede finansielle og forretningsmæssige risici. Koncernens finansielle risici er omtalt i note 28.

Begivenheder efter balancedagen

Ud over begivenheder og udviklinger, der er omtalt og indregnet i denne årsrapport, er ledelsen ikke bekendt med andre forhold, der er indtruffet efter den 31. december 2013, og som vil have en væsentlig indflydelse på Højgaard Holding koncernens finansielle stilling eller fremtidsforventninger.

Forventninger til 2014

Med virkning fra 1. januar 2014 implementeres IFRS 11, der omhandler den regnskabsmæssige behandling af fælles ledede virksomheder jf. omtalen i note 30.

Dette betyder, at investeringen i MT Højgaard i 2014 og fremover skal indregnes efter indre værdis metode svarende til Højgaard Holding koncernens andel på 54 % af resultat efter skat og minoriteter og egenkapital mod tidligere pro rata konsolidering. En konsekvens vil således være, at der i koncertallene bl.a. stort set ingen omsætning, produktionsomkostninger mm vil være, samt at balance og noteapparatet vil blive væsentligt reduceret. Årets resultat efter skat for Højgaard Holding koncernen vil ikke blive påvirket af dette.

MT Højgaard koncernen forventer en omsætning i 2014 på 7,0 til 7,5 mia. DKK med et positivt resultat af primær drift (EBIT) på 150-225 mio. DKK svarende til en margin på 2-3 % før regulering for særlige poster (gamle offshore tvistsager). Der har i 2013 været god fremdrift i håndteringen af tvistsagerne, og vi forventer, at hovedparten vil finde en afgørelse i 2014, og de første allerede indenfor relativt kort tid. Ovennævnte EBIT er positivt påvirket med ca. 50 mio. DKK på grund af implementeringen af IFRS 11. De 50 mio. DKK vil i MT Højgaards koncernregnskab fragå under minoriteter. MT Højgaard koncernens resultat kan fortsat blive påvirket af udfaldet af større gamle offshore tvistsager.

Højgaard Holding koncernens forventninger til 2014 vil udover vor andel af MT Højgaard koncernens resultat efter skat og minoriteter bestå af et lille positivt resultat før skat.

Højgaard Holding koncernens effektive skatteprocent forventes at ligge under den danske selskabsskattesats.

Årsrapporten indeholder udsagn om fremtiden vedrørende ledelsens forventninger til omsætning og økonomiske resultater. Forventningerne til den fremtidige økonomiske udvikling er i sagens natur forbundet med usikkerhed og risici, der kan medføre, at udviklingen afviger i forhold til det forventede. For en beskrivelse af risici og usikkerhedsfaktorer henvises til afsnittet "Risikostyring" ovenfor.

MT Højgaard koncernen og Højgaard Industri A/S

MT Højgaard koncernen

Mio. DKK	2013	2012
Nettoomsætning	7.358	9.735
Resultat før skat	139	-512
Årets resultat	33	-512
Balancesum	4.020	4.433
Egenkapital	1.116	771
Ordrebeholdning	7.533	6.042
Medarbejdere	3.974	4.688
Resultatgrad (før skat-margin), pct.	1,9	-5,3

Ejerandel 54 %. Ovenstående tal er 100 %

MT Højgaard koncernens omsætning blev 7,4 mia. DKK, hvilket er på niveau med den udmeldte forventning i niveauet 7,0 mia. DKK. Årets omsætning er som forventet især påvirket af, at der i Offshore ikke har været ordrer til udførelse, men også at der indenfor byggeri har været en forsinkelse i ordreindgangen.

Resultat før skat blev et overskud på 139 mio. DKK mod et underskud på 512 mio. DKK året før. Den realiserede resultatgrad (før skat-margin) blev 1,9 % mod -5,3 % i 2012. Resultat før skat er positivt påvirket af afgørelsen vedr. BUXTON samt andre tvistsager med ca. 130 mio. DKK.

Årets skat er bl.a. påvirket af regulering af udskudte skatteaktiver i forbindelse med en gradvis nedsættelse af skatte-% fra 25 % til 22 % i 2016, manglende aktivering af fremførbare skattemæssige underskud samt betaling af skat på udenlandske aktiviteter.

2013 har været et meget travlt år, med en målrettet indsats for at få retableret en sund økonomi, hvor lønsomheden allerede er øget og kvaliteten i ordreporteføljen er forbedret væsentligt. Efter de foregående to års store underskud er årets resultat af primær drift et overskud på 165 mio. DKK efter indregning af afgørelsen vedrørende Buxton og andre tvistsager, vurderet at være tilfredsstillende.

Pengestrømme fra driftsaktiviteterne der i år er positivt påvirket af afgørelsen vedr. BUXTON og negativt fra afløb på hensættelser fra 2012, blev 19 mio. DKK mod -142 mio. DKK året før.

Balancesummen er i forhold til sidste år reduceret med 0,4 mia. DKK hvilket væsentligst kan henføres til det generelt lavere aktivitetsniveau.

Der stilles ikke forslag om udbetaling af udbytte for 2013.

Af ordrebeholdningen der ultimo 2013 udgør 7,5 mia. DKK forventes 5,1 mia. DKK udført i 2014. Heri indgår dog fortsat en del kontrakter med lav bonitet.

Det er forventningen, at der kan opretholdes et tilfredsstillende finansielt beredskab.

Baseret på de mange tiltag der allerede er gennemført samt forventningerne til 2014, er det nu forventningen, at målet om en EBIT-margin på 5 % vil blive realiseret inden udgangen af 2015.

Søren Bjerre-Nielsen der erstattede Helge Israelsen, blev i 2013 valgt ind i bestyrelsen ved den ordinære generalforsamling og efterfølgende valgt til formand.

Søren Ulslev tiltrådte som koncerndirektør den 1. marts 2013 og fratrådte den 6. november 2013. Ultimo april 2013 fratrådte koncernekonomidirektør Flemming Steen. Den 1. september 2013 tiltrådte Egil Mølsted Madsen som ny koncernekonomidirektør. Pr. 1. januar 2014 er Arne Becker og Jørgen Nicolajsen udnævnt som nye koncerndirektører. Arne Becker får overordnet ansvar for produktionsstabile. Jørgen Nicolajsen har primært ansvar for dattervirksomhederne samt MT Højgaards forretningsområde for Offshore & Stålbroer, Grønland & Færøerne og Qatar & Maldiverne.

Højgaard Holding A/S ejerandel udgør 54 %. MT Højgaard A/S ejes sammen med Monberg & Thorsen A/S og er en fælles ledet virksomhed i henhold til en mellem aktionærerne indgået aftale, hvorfor den pro rata konsolideres i Højgaard Holdings koncernregnskab.

For en mere detaljeret omtale af MT Højgaard koncernen henvises til MT Højgaard A/S årsrapport 2013.

Højgaard Industri A/S

Mio. DKK	2013	2012
Nettoomsætning	72,2	76,7
Resultat før skat	16,0	13,5
Årets resultat	12,7	10,1
Balancesum	22,6	24,6
Egenkapital	14,7	12,1

Ejerandel 100 %

Højgaard Industri A/S producerer betonsveller på det af Banedanmark ejede fabriksanlæg i Fredericia. Kontrakten løber frem til udgangen af februar 2016 med en option for Banedanmark til at forlænge kontrakten med yderligere to år.

Der har i 2013 været en kapacitetsudnyttelse på strækningssveller på 97 %, hvilket oversteg den forventede kapacitetsudnyttelse på 96 %. I 2012 var kapacitetsudnyttelsen på strækningssveller 95 %. Årets resultat efter skat blev på 12,7 mio. DKK mod 10,1 mio. DKK året før.

For 2014 forventes en produktion af sveller som er en anelse mindre end i 2013 og et resultat før skat, der er under niveauet for 2013.

Aktionærforhold

Generelt om Højgaard Holding A/S-aktien

Aktiekapitalen udgør 84.100.340 DKK, fordelt på 3.101.376 stk. A-aktier og 1.103.641 stk. B-aktier à 20 DKK. En A-aktie har 10 stemmer og en B-aktie har 1 stemme. Alle aktier har lige ret til udbytte. Begge aktieklasser er noteret på NASDAQ OMX København.

For at opnå stemmeret på selskabets generalforsamling skal aktien være noteret på navn i selskabets ejerbog. Aktionærer, der ønsker at opnå stemmeret, vil kunne notere deres aktier på navn ved henvendelse til deres bankforbindelse.

Ejerforhold

Følgende aktionærer har pr. 1. marts 2014 anmeldt besiddelse af mindst 5 % af selskabets aktiekapital eller stemmer:

Knud Højgaards Fond, Smakkedalen 4, 1. sal, 2820 Gentofte ejer 64,5 % af aktiekapitalen / 78,2 % af stemmerne.

Knud Højgaards Medarbejderlegat, Smakkedalen 4, 1. sal, 2820 Gentofte ejer 4,2 % af aktiekapitalen / 5,3 % af stemmerne.

Højgaard Holding A/S ejer ingen egne aktier. Bestyrelsen har frem til den 8. oktober 2014 bemyndigelse til at lade selskabet erhverve egne aktier på indtil 10 % af aktiekapitalen.

Bestyrelsen og direktionen samt disses nærtstående ejer 1.000 stk. B-aktier.

Af aktiebogen fremgik der pr. samme dato 1.442 stk. navnenoterede aktionærer, som ejer 94 % af aktiekapitalen.

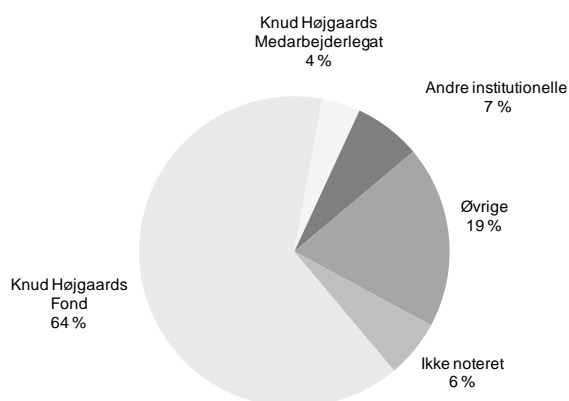
Der er indgået en aktionæraftale vedrørende ejerskabet af aktierne i MT Højgaard A/S, som betyder, at et eventuelt gennemført overtagelsestilbud af Højgaard Holding A/S kan medføre ændringer i ejerforhold og øvrige vilkår for selskabets aktiebesiddelse i MT Højgaard A/S.

Knud Højgaards Fond

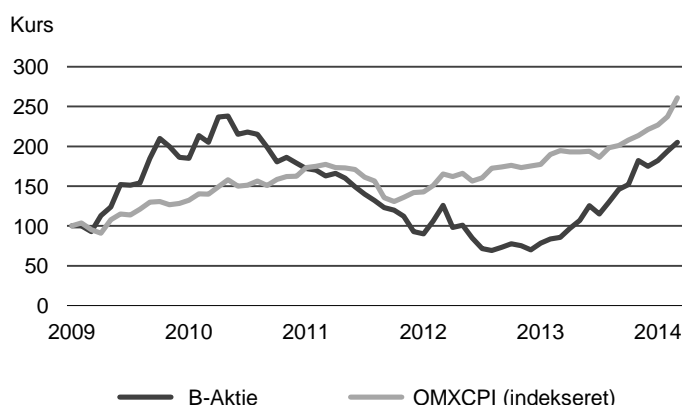
yder økonomisk støtte til fremme af erhvervsmæssige, kulturelle, videnskabelige, sociale samt kunstneriske formål og bidrager herunder til dansk ungdoms dygtiggørelse og uddannelse.

Knud Højgaards Fond skal efter sin fundats have en bestemmende indflydelse over Højgaard Holding A/S og derved søge at opretholde kontinuiteten i selskabet og dertil knyttede selskaber. Såfremt opretholdelsen af selskabets eller dertil knyttede selskabers anseelse eller markeds-mæssige position efter bestyrelsens vurdering nødvendiggør det, kan fonden i forbindelse med fusion, spaltning, kapitaltilførsel eller andre strukturændringer afgive den bestemmende indflydelse. Fonden skal dog bevare en væsentlig indflydelse i de nævnte selskaber.

Aktiekapitalens fordeling på aktionærgrupper



Aktiekursudvikling



Aktionærinformation

Højgaard Holding A/S ønsker at kunne informere sine investorer om virksomheden. Højgaard Holding A/S opfordrer derfor aktionærerne til at lade deres aktier notere på navn i selskabets aktiebog. Indkaldelse til generalforsamlinger tilsendes navnenoterede aktionærer. Års- og delårsrapporter kan efter offentliggørelse downloades fra selskabets hjemmeside.

På selskabets hjemmeside vil børsmeddelelser være tilgængelige efter offentliggørelse. Det er muligt at få meddelelserne fremsendt direkte via selskabets e-mail service. Tilmelding hertil kan ske på selskabets hjemmeside www.hojgaard.dk

For yderligere information om Højgaard Holding koncernen henvises der til selskabets hjemmeside.

Generalforsamling

Årets ordinære generalforsamling afholdes onsdag den 9. april 2014 kl. 15 i Hotel Scandic Eremitage, lokale Hjortekilden 1+2, Lyngby Storcenter 62 / Klampenborgvej 230, 2800 Kgs. Lyngby.

Bestyrelsen stiller ikke forslag om udbetaling af udbytte for 2013.

Bestyrelsen foreslår, at bemyndigelsen til i en periode på 18 måneder at lade selskabet erhverve egne aktier på indtil 10 % af aktiekapitalen forlænges.

Hele bestyrelsen er på valg hvert år. Bestyrelsen foreslår genvalg af Søren Bjerre-Nielsen. Jens Jørgen Madsen og Lars Rasmussen ønsker ikke genvalg. Bestyrelsen indstiller Pernille Fabricius og Carsten Bjerg til nyvalg til bestyrelsen.

Medlemmerne af Højgaard Holding A/S bestyrelse er ligeledes medlemmer af MT Højgaard A/S bestyrelse.

Børsmeddelelser

Ordinær generalforsamling	11. marts og 8. april 2013
Ny formand for bestyrelsen i MT Højgaard	8. april 2013
CFO i MT Højgaard fratræder	12. april 2013
Delårsrapport 1. kvartal 2013	22. maj 2013
Insiders handel med Højgaard Holding A/S aktier	23. maj 2013
MT Højgaard skal bygge plejecenter og sundhedshus i Albertslund Centrum	31. maj 2013
MT Højgaard får ny økonomidirektør	31. maj 2013
MT Højgaard – CFO tiltræder tidligere end annonceret	13. juni 2013
Scandi byg vinder stor rammeaftale	19. juni 2013
Enemærke & Petersen tildelt opgave	16. august og 24. september 2013
Delårsrapport 1. halvår 2013	28. august 2013
MT Højgaard opfører nyt domicil for Nordea Bank	29. oktober 2013
MT Højgaard ledelse ændres	6. november 2013
Delårsrapport 3. kvartal 2013 og finanskalender 2014	11. november 2013
MT Højgaard skal afslutte BESTSELLERs byggeri	12. november 2013
BUXTON-sagen afgjort	4. december 2013
MT Højgaards ledelse ændres	6. december 2013
Ændringer af bestyrelserne for Højgaard Holding A/S og MT Højgaard A/S	4. marts 2014
Årsrapport 2013	7. marts 2014
Følgende meddelelser er planlagt udsendt:	
Ordinær generalforsamling	9. april 2014
Delårsrapport 1. kvartal 2014	19. maj 2014
Delårsrapport 1. halvår 2014	28. august 2014
Delårsrapport 3. kvartal 2014	19. november 2014

Aktionærrelaterede nøgletal	2009	2010	2011	2012	2013
Udbetalt udbytte, mio. DKK	42	42	34		
Tilbagekøb af egne aktier, mio. DKK	5				
I alt udloddet til aktionærer, mio. DKK	47	42	34		
Foreslået udbytte pr. aktie, DKK	10	8			
Gennemsnitlig antal aktier, mio. stk.	4,2	4,2	4,2	4,2	4,2
Ultimo antal aktier, mio. stk.	4,2	4,2	4,2	4,2	4,2
Resultat og udvandet resultat pr. aktie (EPS og EPS-D), DKK	31,7	10,1	-31,6	-63,7	6,0
Indre værdi pr. aktie, DKK	229	229	187	123	130
Børskurs ultimo, A-aktier	178	175	85	76	180
Børskurs ultimo, B-aktier	186	173	87	79	182
Markedsværdi i alt, mio. DKK	757	734	360	324	759
Kurs/indre værdi	0,8	0,8	0,5	0,6	1,4
Price Earningskvote	5,7	17,3			30,1

Virksomhedsledelse

Denne lovpligtige redegørelse for virksomhedsledelse gives i henhold til årsregnskabsloven § 107b.

Højgaard Holding A/S bestyrelse og direktion søger at sikre, at selskabets ledelsesstruktur og kontrolsystemer er hensigtsmæssige og fungerer tilfredsstillende.

Samspil med aktionærer og øvrige interessenter

Højgaard Holding A/S ledelse ønsker en god information til og dialog med selskabets aktionærer og øvrige interessenter.

Børsmeddelelser, års- og delårsrapporter er tilgængelige på selskabets hjemmeside efter offentliggørelse. Det er muligt at få disse nyheder fremsendt elektronisk ved at tilmelde sig e-mail service på selskabets hjemmeside www.hojgaard.dk

Højgaard Holding A/S væsentligste aktiv er 54 % ejerskab af MT Højgaard A/S. For Højgaard Holding koncernen udarbejdes årsrapporter og kvartalsvise delårsrapporter vedlagt de tilsvarende rapporter for MT Højgaard koncernen.

Bestyrelsesformanden og direktionen har løbende dialog med de større aktionærer og andre aktionærer, som retter henvendelse. Der afholdes møder med analytikere og professionelle investorer. Præsentationer fra disse møder og generalforsamlinger er tilgængelige på selskabets hjemmeside.

Højgaard Holding A/S aktiekapital er opdelt i A-aktier og B-aktier, som begge er noteret på NASDAQ OMX København. Stemmeforholdet mellem de to aktieklasser er 10:1

Knud Højgaards Fond ejer 64 % af aktiekapitalen og kontrollerer 78 % af samtlige stemmer i Højgaard Holding A/S. Fonden skal efter sin fundats have en bestemmende indflydelse over Højgaard Holding A/S og derved søge at opretholde kontinuiteten i selskabet og dertil knyttede selskaber. Såfremt opretholdelsen af selskabets eller dertil knyttede selskabers anseelse eller markeds-mæssige position efter bestyrelsens vurdering nødvendiggør det, kan fonden i forbindelse med fusion, spaltning, kapitaltilførsel eller andre strukturændringer afgive den bestemmende indflydelse. Fonden skal dog bevare en væsentlig indflydelse i de nævnte selskaber.

Det er bestyrelsens opfattelse, at opdelingen af Højgaard Holding A/S aktiekapital i to aktieklasser med forskellige stemmerettigheder er egnet til at sikre, at bestemmelserne i fundatsen for Knud Højgaards Fond efterleves, uden at selskabets muligheder for udvikling af den grund begrænses. Højgaard Holding A/S har derfor ikke planer om at søge stemmeretsdifferentiering ophævet.

Selskabets vedtægter indeholder ingen grænser for ejerskab eller stemmeret.

Generalforsamlingen er selskabets øverste myndighed, og bestyrelsen lægger vægt på, at aktionærerne får en grundig orientering om de forhold, der skal træffes beslutning om på generalforsamlingen. Indkaldelse til generalforsamling offentliggøres og udsendes til navnenoterede aktionærer tidligst 5 og ikke senere end 3 uger før afholdelsen. Alle aktionærer har ret til at deltage i og stemme eller afgive fuldmagt ved generalforsamlingen.

Aktionærer vil kunne give fuldmagt til bestyrelsen eller andre for hvert enkelt punkt på dagsordenen. Generalforsamlingen giver aktionærerne mulighed for at stille spørgsmål til bestyrelse og direktion, ligesom aktionærerne senest 6 uger før afholdelsen kan stille forslag, der ønskes behandlet på generalforsamlingen.

På generalforsamlingen kan beslutninger vedtages ved simpel stemmeflerhed, mens forslag om vedtægtsændringer kræver vedtagelse med mindst 2/3 såvel af de afgivne stemmer som af den repræsenterede aktiekapital, medmindre lovgivningen stiller skærpede krav.

Bestyrelsens arbejde

Bestyrelsens arbejde er i vidt omfang fastlagt i lovgivningen. Bestyrelsen varetager den overordnede ledelse, fastlægger mål og strategier samt godkender de overordnede budgetter og handlingsplaner. Desuden fører bestyrelsen tilsyn med selskabet og fører kontrol med, at dette ledes på forsvarlig vis og i overensstemmelse med lovgivning og vedtægter. De generelle retningslinjer er fastlagt i en forretningsorden, som gennemgås mindst én gang årligt med henblik på at sikre, at den er dækkende og tidssvarende. Forretningsordenen indeholder blandt andet procedurer for direktionens rapportering, bestyrelsens arbejdsform, samt en beskrivelse af bestyrelsesformandens og næstformandens opgaver og ansvarsområder.

Bestyrelsen modtager orientering såvel ved møder som ved skriftlig og mundtlig orientering. Der afholdes møder efter en fastlagt plan, normalt 6 gange årligt. Bestyrelsens formand forbereder og tilrettelægger bestyrelsens arbejde, i nogle sammenhænge i samarbejde med næstformanden. Der er i løbet af 2013 afholdt 7 bestyrelsesmøder.

Bestyrelsens sammensætning

Ifølge selskabets vedtægter vælger generalforsamlingen 3 til 7 medlemmer. For tiden er der 3 medlemmer i Højgaard Holding A/S bestyrelse.

Ved sammensætningen af bestyrelsen lægges der vægt på, at der er kompetencer inden for topledelse af store virksomheder, strategi, risikostyring, økonomi, finans, børsforhold og international virksomhed samt et generelt og solidt erfaringsgrundlag. Bestyrelsen besidder tilsammen de nævnte kompetencer. Der henvises i øvrigt til beskrivelsen af medlemmernes baggrund, andre ledelseshverv samt særlige kompetencer på side 24. Alle bestyrelsesmedlemmer er uafhængige.

De generalforsamlingsvalgte bestyrelsesmedlemmer vælges for ét år ad gangen med mulighed for genvalg. Bestyrelsen vælger af sin midte en formand og en næstformand.

I henhold til forretningsordenen skal bestyrelsesmedlemmer, der er fyldt 70 år, fratræde på den førstkommende ordinære generalforsamling.

Det er selskabets mål, at indenfor en periode på 4 år, vil mindst ét af bestyrelsens 3 medlemmer være en kvinde. Med nyvalg af et kvindeligt medlem til bestyrelsen, vil de formelle krav omkring det underrepræsenterede køn være opfyldt.

Direktionen

Bestyrelsen ansætter direktionen, der har ét medlem. Direktionen er ansvarlig for den daglige drift af selskabet. Bestyrelsens delegering af ansvar til direktionen er fastlagt i forretningsordenen.

Vederlag til bestyrelse og direktion

Bestyrelse og direktion aflønnes med faste vederlag, og der er ikke etableret incitamentsprogrammer. Bestyrelsens vederlag godkendes af generalforsamlingen i forbindelse med godkendelse af årsrapporten. Direktionens vederlag fastlægges af bestyrelsen. Oplysning om årets vederlag findes i note 6 til årsregnskabet.

Risikostyring

Koncernens aktiviteter udføres primært i MT Højgaard koncernen. Bestyrelsen i MT Højgaard A/S fastlægger politikker og rammer for denne koncerns risici og sikrer, at der sker en effektiv styring af disse. MT Højgaard A/S direktion rapporterer løbende til sin bestyrelse om væsentlige risici. For nærmere beskrivelse af MT Højgaard koncernens risici henvises til omtalen under risikostyring side 10.

De øvrige risikoforhold i Højgaard Holding koncernen er begrænsede og varetages på tilsvarende vis af bestyrelse og direktion i henholdsvis Højgaard Holding A/S og Højgaard Industri A/S.

Revision

Højgaard Holding A/S revisor vælges af generalforsamlingen for et år ad gangen. Forud for indstilling til valg på generalforsamlingen foretager bestyrelsen en vurdering af revisors uafhængighed og kompetencer mv.

Rammerne for revisors arbejde og honorering er beskrevet i en aftale godkendt af bestyrelsen.

Bestyrelsen gennemgår årsrapporten og revisionsprotokollatet på et møde med revisor, og revisors observationer og væsentlige forhold fremkommet i forbindelse med revisionen drøftes. Herudover gennemgås de væsentligste regnskabsprincipper og regnskabsmæssige skøn.

Anbefalinger for god selskabsledelse

Højgaard Holding A/S er noteret på NASDAQ OMX København og derfor omfattet af "Anbefalinger for god selskabsledelse", senest ændret i maj 2013, som er tilgængelige på hjemmesiden www.corporategovernance.dk. Anbefalingernes fulde ordlyd og selskabets holdning hertil findes på selskabets hjemmeside www.hojgaard.dk under "virksomhedsledelse", hvortil der henvises. Højgaard Holding A/S følger stort set anbefalingerne, men afviger delvist på følgende områder, hvor anbefalingen ikke er fundet relevant for selskabet:

- Det er ikke fundet relevant at nedsætte revisionsudvalg, nomineringsudvalg eller vederlagsudvalg. Opgaverne varetages af den samlede bestyrelse, som består af 3 medlemmer.
- Det er ikke fundet relevant at etablere en whistleblower-ordning grundet selskabets aktiviteter.

Regnskabsafslæggelsesprocessen

Koncernens regnskabs- og kontrolsystemer er udformet til at sikre, at intern og ekstern finansiel rapportering giver et retvisende billede uden væsentlig fejlinformation samt til at sikre valg og anvendelse af en hensigtsmæssig regnskabspraksis.

Bestyrelse og direktion i MT Højgaard A/S og Højgaard Holding A/S vurderer løbende væsentlige risici og interne kontroller i forbindelse med koncernens aktiviteter og deres eventuelle indflydelse på regnskabsafslæggelsesprocessen.

Bestyrelse og direktion i MT Højgaard A/S og Højgaard Holding A/S har fastlagt politikker, procedurer og kontroller på væsentlige områder i forbindelse med regnskabsafslæggelsesprocessen.

Ansvar for opretholdelsen af tilstrækkelige og effektive interne kontroller og risikostyring i forbindelse med regnskabsafslæggelsen er forankret i direktionen i MT Højgaard A/S og Højgaard Holding A/S.

Bestyrelsen overvåger løbende regnskabsafslæggelsen, herunder blandt andet at gældende lovgivning overholdes, at anvendt regnskabspraksis er relevant, behandlingen af væsentlige og usædvanlige poster og skøn og det samlede oplysningsniveau i den finansielle rapportering.

Ledelsespåtegning

Bestyrelse og direktion har dags dato behandlet og godkendt årsrapporten 2013 for Højgaard Holding A/S.

Årsrapporten er aflagt i overensstemmelse med International Financial Reporting Standards som godkendt af EU og danske oplysningskrav for børsnoterede selskaber.

Det er vores opfattelse, at koncernregnskabet og årsregnskabet giver et retvisende billede af koncernens og selskabets aktiver, passiver og finansielle stilling pr. 31. december 2013 samt af resultatet af koncernens og selskabets aktiviteter og pengestrømme for regnskabsåret 1. januar – 31. december 2013.

Ledelsens beretning indeholder efter vor opfattelse en retvisende redegørelse for udviklingen i koncernens og selskabets aktiviteter og økonomiske forhold, årets resultater, pengestrømme og finansielle stilling samt en beskrivelse af de væsentligste risici og usikkerhedsfaktorer, som koncernen og selskabet står over for.

Årsrapporten indstilles til generalforsamlingens godkendelse.

Gentofte, den 7. marts 2014

Direktion

Ditlev Fløistrup
Adm. direktør

Bestyrelse

Søren Bjerre-Nielsen
Formand

Jens Jørgen Madsen
Næstformand

Lars Rasmussen

Den uafhængige revisors erklæringer

Til kapitalejerne i Højgaard Holding A/S

Påtegning på koncernregnskabet og årsregnskabet

Vi har revideret koncernregnskabet og årsregnskabet for Højgaard Holding A/S for regnskabsåret 1. januar – 31. december 2013. Koncernregnskabet og årsregnskabet omfatter resultatopgørelse, totalindkomstopgørelse, balance, egenkapitalopgørelse, pengestrømsopgørelse og noter, herunder anvendt regnskabspraksis for såvel koncernen som selskabet. Koncernregnskabet og årsregnskabet udarbejdes efter International Financial Reporting Standards som godkendt af EU og danske oplysningskrav for børsnoterede selskaber.

Ledelsens ansvar for koncernregnskabet og årsregnskabet

Ledelsen har ansvaret for udarbejdelsen af et koncernregnskab og et årsregnskab, der giver et retvisende billede i overensstemmelse med International Financial Reporting Standards som godkendt af EU og danske oplysningskrav for børsnoterede selskaber. Ledelsen har endvidere ansvaret for den interne kontrol, som ledelsen anser nødvendig for at udarbejde et koncernregnskab og et årsregnskab uden væsentlig fejlinformation, uanset om denne skyldes besvigelser eller fejl.

Revisors ansvar

Vores ansvar er at udtrykke en konklusion om koncernregnskabet og årsregnskabet på grundlag af vores revision. Vi har udført revisionen i overensstemmelse med internationale standarder om revision og yderligere krav ifølge dansk revisorlovgivning. Dette kræver, at vi overholder etiske krav samt planlægger og udfører revisionen for at opnå høj grad af sikkerhed for, om koncernregnskabet og årsregnskabet er uden væsentlig fejlinformation.

En revision omfatter udførelse af revisionshandlinger for at opnå revisionsbevis for beløb og oplysninger i koncernregnskabet og i årsregnskabet. De valgte revisionshandlinger afhænger af revisors vurdering, herunder vurderingen af risici for væsentlig fejlinformation i koncernregnskabet og i årsregnskabet, uanset om denne skyldes besvigelser eller fejl. Ved risikovurderingen overvejer revisor intern kontrol, der er relevant for virksomhedens udarbejdelse af et koncernregnskab og et årsregnskab, der giver et retvisende billede. Formålet hermed er at udforme revisionshandlinger, der er passende efter omstændighederne, men ikke at udtrykke en konklusion om effektiviteten af virksomhedens interne kontrol. En revision omfatter endvidere vurdering af, om ledelsens valg af regnskabspraksis er passende, om ledelsens regnskabsmæssige skøn er rimelige samt den samlede præsentation af koncernregnskabet og årsregnskabet.

Det er vores opfattelse, at det opnåede revisionsbevis er tilstrækkeligt og egnet som grundlag for vores konklusion.

Revisionen har ikke givet anledning til forbehold.

Konklusion

Det er vores opfattelse, at koncernregnskabet og årsregnskabet giver et retvisende billede af koncernens og selskabets aktiver, passiver og finansielle stilling pr. 31. december 2013 samt af resultatet af koncernens og selskabets aktiviteter og pengestrømme for regnskabsåret 1. januar – 31. december 2013 i overensstemmelse med International Financial Reporting Standards som godkendt af EU og danske oplysningskrav for børsnoterede selskaber.

Udtalelse om ledelsens beretning

Vi har i henhold til årsregnskabsloven gennemlæst ledelsens beretning. Vi har ikke foretaget yderligere handlinger i tillæg til den udførte revision af koncernregnskabet og årsregnskabet. Det er på denne baggrund vores opfattelse, at oplysningerne i ledelsens beretning er i overensstemmelse med koncernregnskabet og årsregnskabet.

Frederiksberg den 7. marts 2014

KPMG

Statsautoriseret Revisionspartnerselskab

Per Gunslev
Statsaut. Revisor

Bestyrelse og direktion, ledelseshverv



Søren Bjerre-Nielsen

Født 1952. cand.merc. og statsaut. revisor. I bestyrelsen siden 2013.

Andre ledelsesposter:

- MT Højgaard A/S (BF), Danmark
- Formand for bestyrelse og repræsentantskab, Danmarks Nationalbank (B), Danmark
- VKR-Holding A/S (BF), Danmark

Særlige kompetencer:

Generel og international ledelse, økonomisk og finansiel styring, risikostyring, strategisk forretningsudvikling, børsnoteret virksomhed



Lars Rasmussen

Adm. direktør, Coloplast A/S

Født 1959. BSc Engineering. I bestyrelsen siden 2007

Andre ledelsesposter:

- MT Højgaard A/S (B), Danmark
- TDC A/S (B), Danmark
- H. Lundbeck A/S (B), Danmark
- Formand for Arbejdspolitisk Udvalg i DI

Særlige kompetencer:

International virksomhedsledelse, børsforhold, risikostyring, effektivisering og internationalisering



Jens Jørgen Madsen

Født 1949. cand.merc. I bestyrelsen siden 2009

Andre ledelsesposter:

- Sanistål A/S (BNF), Danmark
- MT Højgaard A/S (B), Danmark
- Kirk Kapital A/S (B)

Medlemsskaber:

Medlem af Advisory Board - Business and Social Sciences
Aarhus University

Særlige kompetencer:

Generel og international ledelse, strategiudvikling og implementering, international forretningsudvikling, køb og salg af virksomheder, økonomisk og finansiel styring, risikostyring

Direktion

Ditlev Fløistrup

Født 1957. Statsaut. revisor

Adm. direktør i Højgaard Holding A/S fra 2012

Direktør i Ejendomsaktieselskabet Knud Højgaards Hus og Højgaard Ejendomme A/S (samt i ledelsen af 3 datterselskaber)

Resultatopgørelse og totalindkomstopgørelse

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
Resultatopgørelse					
		4	Nettoomsætning	4.045,6	5.333,5
		5-6	Produktionsomkostninger	3.700,5	5.351,9
Bruttoresultat				345,1	-18,4
			Salgsomkostninger	69,6	68,2
4,1	4,8	5-7	Administrationsomkostninger	175,1	178,2
-4,1	-4,8		Resultat af primær drift	100,4	-264,8
		14	Andel af resultat efter skat i associerede virksomheder	1,0	0,7
11,7	10,3	8	Finansielle indtægter	7,0	16,4
0,3	2,7	9	Finansielle omkostninger	24,7	16,7
7,3	2,8	10	Resultat før skat	83,7	-264,4
0,1	-1,8	11	Skat af årets resultat	58,5	3,5
7,2	4,6		Årets resultat	25,2	-267,9
Forslag til disponering af årets resultat					
7,2	4,6		Overført til overført resultat		
7,2	4,6		I alt		
Resultat pr. aktie					
			Resultat og udvandet resultat pr. aktie (EPS og EPS-D), DKK	6,0	-63,7
Totalindkomstopgørelse					
7,2	4,6		Årets resultat	25,2	-267,9
Anden totalindkomst					
Poster, der kan blive reklassificeret til resultatopgørelsen:					
			Valutakursreguleringer, udenlandske virksomheder	0,7	-1,8
			Andel af anden totalindkomst i associerede virksomheder	5,6	-1,7
			Skat af anden totalindkomst		
			Anden totalindkomst efter skat	6,3	-3,5
7,2	4,6		Totalindkomst i alt	31,5	-271,4

Aktiver

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
			Langfristede aktiver		
			Immaterielle aktiver		
			Goodwill	63,0	63,0
			Andre immaterielle aktiver	20,9	17,0
		12	Immaterielle aktiver i alt	83,9	80,0
			Materielle aktiver		
			Grunde og bygninger	132,2	137,2
			Produktionsanlæg og maskiner	130,8	164,6
0,0	0,0		Andre anlæg, driftsmateriel og inventar	41,9	43,6
			Materielle aktiver under opførelse	3,0	1,8
0,0	0,0	13	Materielle aktiver i alt	307,9	347,2
			Andre langfristede aktiver		
23,4	23,4	14	Kapitalandele i dattervirksomheder		
624,0	786,0	14	Kapitalandele i fælles ledede og associerede virksomheder	3,0	5,6
			Tilgodehavender hos associerede virksomheder	1,8	1,8
0,3	0,3	20	Udskudte skatteaktiver	167,4	183,2
647,7	809,7		Andre langfristede aktiver i alt	172,2	190,6
647,7	809,7		Langfristede aktiver i alt	564,0	617,8
			Kortfristede aktiver		
			Varebeholdninger		
			Råvarer og hjælpematerialer	40,7	47,7
			Ejendomme til videresalg	300,8	327,1
		15	Varebeholdninger i alt	341,5	374,8
			Tilgodehavender		
			Tilgodehavender fra salg og tjenesteydelser	945,3	1.009,0
		22	Igangværende entreprisekontrakter	40,1	90,0
			Tilgodehavender hos associerede virksomheder	0,2	1,8
			Selskabsskat	0,4	5,5
1,2	0,2		Andre tilgodehavender	35,8	75,9
			Forudbetalinger til leverandører	0,8	5,5
			Periodeafgrænsningsposter	25,6	35,2
1,2	0,2	16	Tilgodehavender i alt	1.048,2	1.222,9
96,6	0,1	17	Værdipapirer	88,2	185,6
2,3	3,4	35	Likvide beholdninger	146,2	107,1
100,1	3,7		Kortfristede aktiver i alt	1.624,1	1.890,4
747,8	813,4		Aktiver i alt	2.188,1	2.508,2

Passiver

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
			Egenkapital		
84,1	84,1	18	Aktiekapital	84,1	84,1
			Andre reserver	-10,2	-16,5
650,4	655,0		Overført resultat	473,2	448,0
734,5	739,1		Egenkapital i alt	547,1	515,6
			Langfristede forpligtelser		
		19	Kreditinstitutter mv.	93,9	74,7
		20	Udskudte skatteforpligtelser	5,4	6,6
	62,0	19	Gæld til tilknyttede virksomheder	62,0	
		21	Hensatte forpligtelser	170,4	139,7
	62,0		Langfristede forpligtelser i alt	331,7	221,0
			Kortfristede forpligtelser		
		19	Kortfristet del af langfristede gældsforpligtelser	22,1	21,0
		19	Kreditinstitutter mv.	56,7	196,3
		22	Igangværende entreprisekontrakter	321,7	471,9
			Modtagne forudbetalinger fra kunder	6,1	7,8
			Leverandører af varer og tjenesteydelser	417,1	568,7
10,7	9,3	19	Gæld til dattervirksomheder		
0,7	1,1		Selskabsskat	20,0	28,2
1,9	1,9		Anden gæld	315,7	290,8
			Periodeafgrænsningsposter	18,9	38,6
		21	Hensatte forpligtelser	131,0	148,3
13,3	12,3		Kortfristede forpligtelser i alt	1.309,3	1.771,6
13,3	74,3		Forpligtelser i alt	1.641,0	1.992,6
747,8	813,4		Passiver i alt	2.188,1	2.508,2

Pengestrømsopgørelse

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
			Drift		
-4,1	-4,8		Resultat af primær drift	100,4	-264,8
0,0	0,0	31	Regulering for ikke-likvide driftsposter mv.	119,1	173,2
-4,1	-4,8		Pengestrømme til/fra primær drift før ændring i driftskapital	219,5	-91,6
			Ændringer i driftskapital:		
			Varebeholdninger	38,1	182,1
			Tilgodehavender ekskl. igangværende entreprisetraktr	118,9	314,2
			Igangværende entreprisetraktr	-100,2	-161,9
-0,6	-1,4		Leverandørgæld og andre kortfristede forpligtelser	-198,4	-277,6
-4,7	-6,2		Pengestrømme til/fra primær drift	77,9	-34,8
1,8	1,0		Finansielle indbetalinger	7,8	13,3
-0,3	-2,5		Finansielle udbetalinger	-23,1	-16,6
-3,2	-7,7		Pengestrømme til/fra ordinær drift	62,6	-38,1
0,4	2,2		Betalte selskabsskatter, netto	-46,1	-31,3
-2,8	-5,5		Pengestrømme til/fra driftsaktivitet	16,5	-69,4
			Investeringer		
		34	Køb af virksomheder og aktiviteter		-4,7
			Køb af immaterielle aktiver	-7,9	-14,0
			Kapitalændring i datter- og associerede virksomheder		0,2
	-162,0		Kapitalindskud i fælles ledet virksomhed		
		32	Køb af materielle aktiver	-69,0	-36,7
			Salg af materielle aktiver	62,2	50,5
8,9	10,1		Udbytte fra dattervirksomheder og associerede virksomheder	3,2	
-0,4	0,2		Tilgodehavender hos dattervirksomheder og associerede virksomheder		
-10,7	96,3		Salg af værdipapirer, netto	95,8	-12,8
-2,2	-55,4		Pengestrømme til/fra investeringsaktivitet	84,3	-17,5
			Finansiering		
			Fremmedfinansiering:		
		33	Optagelse af langfristet gæld til kreditinstitutter mv.	30,6	
	62,0	33	Optagelse af langfristet gæld hos tilknyttede virksomheder	62,0	
			Afdrag og indfrielse af langfristet gæld til kreditinstitutter mv.	-14,7	-24,0
	62,0		Pengestrømme til/fra finansieringsaktivitet	77,9	-24,0
-5,0	1,1		Årets pengestrømme, netto	178,7	-110,9
7,3	2,3		Likviditet 01-01	-89,2	21,7
2,3	3,4	35	Likviditet 31-12	89,5	-89,2

Pengestrømsopgørelsen kan ikke udledes alene af det offentliggjorte materiale.

Egenkapitalopgørelse

Mio. DKK

	Aktiekapital	Reserve for sikrings-transaktioner	Reserve for valutakurs-reguleringer	Overført resultat	Egenkapital i alt
Moderselskab					
Egenkapital 01-01-12	84,1			643,2	727,3
Årets resultat				7,2	7,2
Egenkapitalbevægelser i alt				7,2	7,2
Egenkapital 31-12-12	84,1			650,4	734,5
Årets resultat				4,6	4,6
Egenkapitalbevægelser i alt				4,6	4,6
Egenkapital 31-12-13	84,1			655,0	739,1
Koncern					
Egenkapital 01-01-12	84,1	-15,0	2,0	715,9	787,0
Egenkapitalbevægelser:					
Årets resultat				-267,9	-267,9
Anden totalindkomst:					
Valutakursreg., udenlandske virks.			-1,8		-1,8
Andel af anden totalindk. i ass. virks.		-1,7			-1,7
Skat af anden totalindkomst					
Anden totalindkomst i alt		-1,7	-1,8		-3,5
Årets bevægelser i alt		-1,7	-1,8	-267,9	-271,4
Egenkapital 31-12-12	84,1	-16,7	0,2	448,0	515,6
Egenkapitalbevægelser:					
Årets resultat				25,2	25,2
Anden totalindkomst:					
Valutakursreg., udenlandske virks.			0,7		0,7
Andel af anden totalindk. i ass. virks.		5,6			5,6
Skat af anden totalindkomst					
Anden totalindkomst i alt		5,6	0,7		6,3
Årets bevægelser i alt		5,6	0,7	25,2	31,5
Egenkapital 31-12-13	84,1	-11,1	0,9	473,2	547,1

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1 Anvendt regnskabspraksis

Generelt

Højgaard Holding koncernens og moderselskabets årsrapport er aflagt i overensstemmelse med International Financial Reporting Standards (IFRS) som godkendt af EU og danske oplysningskrav for børsnoterede selskaber.

Bestyrelse og direktion har den 7. marts 2014 behandlet og godkendt årsrapporten for 2013 for Højgaard Holding A/S. Årsrapporten forelægges Højgaard Holding A/S aktionærer til godkendelse på den ordinære generalforsamling den 9. april 2014.

Årsrapporten er aflagt i danske kroner (mio. DKK).

Den anvendte regnskabspraksis er uændret i forhold til årsrapporten for 2012 bortset fra, at vi med virkning pr. den 1. januar 2013 har implementeret de regnskabsstandarder og fortolkningsbidrag, der trådte i kraft for 2013 samt førtidsimplementeret amendments til IAS 36. Disse har ikke påvirket indregning og måling for Højgaard Holding koncernen.

Konsolidering

Højgaard Holding koncernregnskabet omfatter moderselskabet Højgaard Holding A/S og de dattervirksomheder, hvori koncernen direkte eller indirekte besidder mere end 50 % af stemmerettighederne eller på anden måde har bestemmende indflydelse.

Andre virksomheder, hvori koncernen besidder mellem 20 % og 50 % af stemmerettighederne og udøver betydelig, men ikke bestemmende indflydelse, betragtes som associerede virksomheder. Disse virksomheder konsolideres ikke. Dog foretages pro rata konsolidering i koncernregnskabet af virksomheder, som ledes i fællesskab med en eller flere andre virksomheder – herunder MT Højgaard A/S.

Højgaard Holding koncernregnskabet udarbejdes på grundlag af moderselskabets og de enkelte virksomheders reviderede årsregnskaber opgjort i overensstemmelse med Højgaard Holding koncernens regnskabspraksis.

Ved konsolideringen foretages sammenlægning af ensartede regnskabsposter og eliminering af koncerninterne indtægter og omkostninger, aktiebesiddelser, mellemværender og udbytter. Desuden elimineres urealiseret fortjeneste/tab ved transaktioner mellem de konsoliderede virksomheder.

Joint ventures

Et joint venture er en fælles ledet aktivitet (konsortium eller arbejdsfællesskab) eller en fælles ledet virksomhed, hvor ingen af de deltagende parter har bestemmende indflydelse.

Fælles ledede aktiviteter indregnes i koncernens regnskab pro rata i henhold til aftalegrundlaget, hvorved den forholdsmæssige andel af aktiver og forpligtelser samt indtægter og omkostninger fra de fælles ledede aktiviteter medtages i de tilsvarende poster i regnskabet.

Fælles ledede virksomheder indregnes ved pro rata konsolidering i koncernregnskabet. I moderselskabet måles investeringer i fælles ledede virksomheder til kostpris inklusive direkte købsomkostninger. Der nedskrives til genindvindingsværdi, såfremt denne er lavere end den regnskabsmæssige værdi.

Omregning af fremmed valuta

Den enkelte forretningsenheds funktionelle valuta fastsættes som den primære valuta på det marked, som forretningsenheden opererer på. Den overvejende funktionelle valuta for koncernen er danske kroner.

Transaktioner i alle andre valutaer end de enkelte forretningsenheders funktionelle valuta er transaktioner i fremmed valuta, som omregnes til den funktionelle valuta med anvendelse af transaktionsdagens kurs. Tilgodehavender og gæld i fremmed valuta omregnes med anvendelse af balancedagens kurser. Valutakursdifferencer, der opstår mellem transaktionsdagens eller balancedagens kurs henholdsvis kursen på betalingsdagen, indregnes i resultatopgørelsen under finansielle indtægter og omkostninger.

Ved indregning af udenlandske dattervirksomheder og associerede virksomheder omregnes resultatopgørelserne opgjort i de enkelte virksomheders funktionelle valuta til danske kroner efter de gennemsnitlige valutakurser, der ikke afviger væsentligt fra transaktionsdagens kurser, mens balanceposterne omregnes efter balancedagens valutakurser. Valutakursdifferencer, der opstår ved omregning af udenlandske dattervirksomheders egenkapital ved årets begyndelse til balancedagens valutakurser og resultatopgørelser fra gennemsnitskurser til balancedagens valutakurser, indregnes i anden totalindkomst og i en særskilt reserve for valutakursreguleringer under egenkapitalen.

Kursregulering af mellemværender med udenlandske virksomheder, der anses for en del af den samlede nettoinvestering i den pågældende virksomhed, indregnes i koncernregnskabet i anden totalindkomst og i en særskilt reserve for valutakursreguleringer under egenkapitalen.

Ved køb og salg af en udenlandsk enhed omregnes aktiver og forpligtelser til valutakursen på overtagelsesdagen henholdsvis afståelsesdagen.

Note

1 Anvendt regnskabspraksis, fortsat

Afledte finansielle instrumenter

Koncernen anvender afledte finansielle instrumenter såsom valutaterminskontrakter og lignende instrumenter til afdækning af finansielle risici, der opstår i forbindelse med den primære drift.

For afledte finansielle instrumenter, der ikke opfylder betingelserne for behandling som sikringsinstrumenter, indregnes ændringer i dagsværdien løbende i resultatopgørelsen under produktionsomkostninger.

For afledte finansielle instrumenter, der opfylder betingelserne for behandling som sikringsinstrumenter vedrørende fremtidige betalingsstrømme, indregnes ændringer i dagsværdien i anden totalindkomst og i en særskilt reserve for sikringstransaktioner under egenkapitalen. Indtægter og omkostninger vedrørende sådanne sikringstransaktioner overføres fra reserven under egenkapitalen ved realisation af det sikrede og indregnes i samme post som det sikrede.

Afledte finansielle instrumenter indregnes fra handelsdagen og måles i balancen til dagsværdi. Positive og negative dagsværdier af afledte finansielle instrumenter indregnes under henholdsvis andre tilgodehavender og anden gæld. Dagsværdien opgøres på grundlag af aktuelle markedsdata og anerkendte værdiansættelsesmetoder baseret på observerbare valutakurser.

Leasingforhold

Leasingkontrakter vedrørende materielle aktiver, hvor koncernen har alle væsentlige risici og fordele forbundet med ejendomsretten (finansiel leasing), indregnes i balancen som aktiver. Aktiverne måles ved første indregning til kostpris svarende til dagsværdi eller til nutidsværdien af de fremtidige leasingydelser, hvis denne er lavere.

Ved beregning af nutidsværdien anvendes leasingaftalens interne rentefod som diskonteringsfaktor eller en tilnærmet værdi for denne.

Den kapitaliserede restleasingforpligtelse på finansielle leasingkontrakter indregnes under forpligtelser.

Alle øvrige leasingkontrakter betragtes som operationelle. Når leasingkontrakten er af operationel karakter, indregnes leasingydelserne i resultatopgørelsen over kontraktens løbetid.

Resultatopgørelsen

Nettoomsætning

Nettoomsætningen omfatter afsluttede og igangværende entreprisekontrakter, salg af udviklingsprojekter samt leverede varer og lejeindtægter.

Omsætning fra entreprisekontrakter, hvor der leveres aktiver eller anlæg med høj grad af individuel tilpasning til kunden, indregnes i resultatopgørelsen i takt med produktionens udførelse, hvorved nettoomsætningen svarer til salgsværdien af årets udførte arbejder (produktionsmetoden).

Nettoomsætning fra projektudviklingssager for egen regning indregnes efter salgsmetoden. Omsætningen og avancen på solgte projekter indregnes, når aflevering og risikoovergang til køber har fundet sted, og såfremt indtægten kan opgøres pålideligt og forventes modtaget.

Indtægter fra entreprisekontrakter omfatter den aftalte entreprisensum med tillæg eller fradrag af aftalte ændringer til det kontraktfastsatte arbejde, krav vedrørende mer- eller mindreydelser, herunder eventuelle rentebetaling i forbindelse hermed mv.

Nettoomsætning vedrørende fabrikationsvirksomhed og lejeindtægter, facility management mv. indregnes i resultatopgørelsen i takt med, at ydelsen leveres til køber, når indtægten kan opgøres pålideligt, og betaling er sandsynlig.

Nettoomsætningen måles eksklusiv moms og afgifter i forbindelse med salget.

Produktionsomkostninger

Produktionsomkostninger omfatter såvel direkte som indirekte omkostninger, der afholdes for at opnå årets nettoomsætning samt forventet tab på igangværende entreprisekontrakter.

Produktionsomkostninger består blandt andet af omkostninger til råvarer og hjælpematerialer, løn og gager, af- og nedskrivninger, underentreprenørleverancer, leje af produktionsudstyr, design og teknisk assistance, mangel- og garantiarbejder, underleverandørkrav blandt andet vedrørende mer- eller mindreydelser, herunder eventuelle rentebetaling i forbindelse hermed mv.

Salgsomkostninger

Salgsomkostninger omfatter blandt andet tilbuds-, reklame- og markedsføringsomkostninger samt gager mv. til salgs- og marketingfunktioner.

Administrationsomkostninger

Administrationsomkostninger omfatter omkostninger til det administrative personale og ledelsen, herunder gager, kontoromkostninger og afskrivninger mv.

Note

1 Anvendt regnskabspraksis, fortsat

Koncernens andel af resultat efter skat i associerede virksomheder

I koncernens resultatopgørelse indregnes den forholdsmæssige andel af de associerede virksomheders resultat efter skat og eliminering af forholdsmæssig andel i intern fortjeneste/tab og fradrag af nedskrivning på goodwill.

Finansielle indtægter og omkostninger

Finansielle indtægter og omkostninger omfatter renter, udbytte fra andre kapitalandele og realiserede samt urealiserede kursgevinster og -tab vedrørende finansielle aktiver og gæld og transaktioner i fremmed valuta samt finansielle omkostninger ved leasing og tillæg/godtgørelser angående selskabsskat.

Låneomkostninger, der vedrører anskaffelse, opførelse eller udvikling af egenfremstillede kvalificerende aktiver henføres til kostprisen for sådanne aktiver.

I moderselskabet indregnes udbytte fra kapitalandele i dattervirksomheder, fælles ledede virksomheder og associerede virksomheder samt regulering af kapitalandele til genindvindingsværdi. Udbytte indtægtsføres i det regnskabsår, hvor det deklareres.

Skat

Årets skat, der består af aktuel skat og forskydning i udskudt skat, indregnes i årets resultat, i anden totalindkomst eller direkte i egenkapitalen.

Den aktuelle skat omfatter såvel danske som udenlandske indkomstskatter samt regulering af skat vedrørende tidligere år. Den aktuelle skat fordeles mellem de sambeskattede danske selskaber i forhold til disses skattepligtige indkomster.

Selskabet indgår i en dansk sambeskatning, hvor Højgaard Holding A/S er administrationsselskab. MT Højgaard A/S er sambeskattet med sine danske og udenlandske dattervirksomheder (international sambeskatning). Moderselskabet MT Højgaard A/S er administrationsselskab for den danske sambeskatning.

Balancen

Immaterielle aktiver

Goodwill måles første gang til kostpris som beskrevet i afsnittet om virksomhedssammenslutninger.

Der afskrives ikke på goodwill. Den regnskabsmæssige værdi af goodwill vurderes minimum en gang årligt og nedskrives over resultatopgørelsen til genindvindingsværdi, såfremt denne er lavere end den regnskabsmæssige værdi.

Andre immaterielle aktiver måles til kostpris med fradrag af akkumulerede af- og nedskrivninger. Afskrivninger foretages lineært over den forventede brugstid.

Afskrivningsperioden udgør sædvanligvis 5 - 10 år. Afskrivningsgrundlaget reduceres med eventuelle nedskrivninger.

Materielle aktiver

Materielle aktiver måles til kostpris med fradrag af akkumulerede af- og nedskrivninger.

Kostprisen omfatter anskaffelsesprisen samt omkostninger direkte tilknyttet anskaffelsen indtil det tidspunkt, hvor aktivet er klar til brug. For egen fremstillede aktiver omfatter kostprisen direkte og indirekte omkostninger til materialer, komponenter, underleverandører og lønforbrug samt låneomkostninger, der kan relateres til opførelsen af aktiverne.

Materielle aktiver afskrives lineært over den forventede brugstid til den forventede scrapværdi. Der foretages en individuel fastsættelse af større aktivers brugstid, mens brugstiden for øvrige aktiver fastsættes for grupper af ensartede aktiver.

Forventede brugstider:

Bygninger	10 - 50 år
Produktionsanlæg og maskiner	3 - 12 år
Andre anlæg, driftsmateriel og inventar	3 - 12 år
Indretning af lejede lokaler	3 - 10 år

Der afskrives ikke på grunde. Desuden afskrives ikke, hvis aktivets scrapværdi overstiger den regnskabsmæssige værdi. Scrapværdien fastsættes på anskaffelsestidspunktet og revurderes årligt.

Fortjeneste/tab ved salg af materielle aktiver indregnes i resultatopgørelsen under produktions- eller administrationsomkostninger og opgøres som forskellen mellem salgsprisen med fradrag af salgskostninger og den regnskabsmæssige værdi på salgstidspunktet.

Kapitalandele i associerede virksomheder i koncernregnskabet

I koncernen måles kapitalandele i associerede virksomheder efter den indre værdis metode. Dette betyder, at kapitalandele måles til den forholdsmæssige andel af virksomhedernes indre værdi, opgjort efter koncernens regnskabspraksis med fradrag eller tillæg af urealiseret koncernintern fortjeneste/tab og med tillæg af goodwill.

Note

1 Anvendt regnskabspraksis, fortsat

Associerede virksomheder med negativ regnskabsmæssig indre værdi indregnes til nul. Såfremt koncernen har en retlig eller faktisk forpligtelse til at dække den associerede virksomheds underbalance, modregnes denne i koncernens tilgodehavender hos virksomheden. Et eventuelt resterende beløb indregnes under forpligtelser.

Kapitalandele i moderselskabets regnskab

I moderselskabet måles kapitalandele i dattervirksomheder, fælles ledede virksomheder og associerede virksomheder til kostpris inklusive direkte købsomkostninger. Der nedskrives til genindvindingsværdi, såfremt denne er lavere end den regnskabsmæssige værdi.

Andre langfristede aktiver

Andre langfristede tilgodehavender måles til amortiseret kostpris fratrukket tab ved værdiforringelse.

Værdiforringelse af langfristede aktiver

Den regnskabsmæssige værdi af immaterielle, materielle og andre langfristede aktiver vurderes minimum en gang årligt for at afgøre, om der er indikation af værdiforringelse. Hvis dette er tilfældet, vurderes aktivets genindvindingsværdi. Genindvindingsværdien af goodwill vurderes dog altid årligt.

Genindvindingsværdien er det højeste af et aktivs dagsværdi med fradrag af forventede afhændelsesomkostninger eller nytteværdi, som er den tilbage-diskonterede værdi af de forventede fremtidige pengestrømme fra den pengestrømsfrembringende enhed.

Et tab ved værdiforringelse indregnes i resultatopgørelsen, når den regnskabsmæssige værdi af et aktiv eller en pengestrømsfrembringende enhed overstiger aktivets eller den pengestrømsfrembringende enheds genindvindingsværdi.

Nedskrivninger på goodwill tilbageføres ikke. Nedskrivninger på andre aktiver tilbageføres i det omfang, at der er sket ændringer i de forudsætninger og skøn, der førte til nedskrivningen.

Varebeholdninger

Varebeholdninger måles til kostpris efter FIFO-metoden. Hvis nettorealisationseværdien er lavere end kostprisen, nedskrives til denne lavere værdi.

Kostpris for råvarer og hjælpematerialer omfatter anskaffelsespris med tillæg af hjemtagelsesomkostninger.

Ejendomme, igangværende projektudviklingssager og ubebyggede grunde, som ikke anses at være til vedvarende eje eller brug, opføres under ejendomme til videresalg og måles til kostpris eller nettorealisationseværdi, hvor denne er lavere.

Tilgodehavender

Tilgodehavender, herunder langfristede tilgodehavender, måles til amortiseret kostpris. Der foretages nedskrivning til imødegåelse af tab, hvis det vurderes at være indtruffet en objektiv indikation på, at tilgodehavendet er værdiforringet.

Igangværende entreprisekontrakter

Igangværende entreprisekontrakter måles til salgsværdien af det udførte arbejde. Entreprisekontrakter er kendetegnet ved, at de fremstillede aktiver eller anlæg fremstilles i henhold til kundens specifikationer og krav med hensyn til design og funktionalitet mv. Endvidere er der inden påbegyndelsen af arbejdet indgået bindende kontrakt, der medfører bod eller erstatning ved eventuel ophævelse.

Salgsværdien måles på baggrund af færdiggørelsesgraden på balancedagen og de samlede forventede indtægter på den enkelte entreprisekontrakt. Færdiggørelsesgraden fastsættes med udgangspunkt i de afholdte omkostninger og samlede forventede omkostninger.

Hvis det er sandsynligt, at de totale omkostninger vil overstige de totale indtægter på en igangværende entreprisekontrakt, indregnes det samlede forventede tab straks på entreprisen som en omkostning.

Når salgsværdien ikke kan opgøres pålideligt, indregnes salgsværdien til de medgåede omkostninger eller nettorealisationseværdien, hvis denne er lavere.

Den enkelte igangværende entreprisekontrakt indregnes i balancen under tilgodehavender eller kortfristede forpligtelser afhængig af nettoværdien af salgsværdien med fradrag af a conto-faktureringer og indregnede tab.

Omkostninger i forbindelse med salgs- og tilbudsarbejde til opnåelse af kontrakter indregnes som en omkostning i resultatopgørelsen under salgskomkostninger i det regnskabsår, hvori de afholdes.

Periodeafgrænsningsposter

Periodeafgrænsningsposter kan enten indgå som et aktiv eller som et passiv under henholdsvis tilgodehavender og kortfristede forpligtelser. I periodeafgrænsningsposter indgår omkostninger eller indtægter, som er afholdt eller indgået i året vedrørende efterfølgende regnskabsår, bortset fra poster, som vedrører igangværende entreprisekontrakter.

Note

1 Anvendt regnskabspraksis, fortsat

Værdipapirer

Børsnoterede værdipapirer, der løbende overvåges, måles og rapporteres til dagsværdi i henhold til koncernens investeringspraksis, indregnes på handelsdatoen til dagsværdi under kortfristede aktiver og måles efterfølgende til dagsværdi. Ændringer i dagsværdien indregnes løbende i resultatopgørelsen under finansielle indtægter eller omkostninger.

Egenkapital

Udbytte

Udbytte indregnes som en forpligtelse på tidspunktet for vedtagelse på generalforsamlingen. Foreslået udbytte vises som en særskilt post under egenkapitalen.

Egne kapitalandele

Anskaffelses- og afståelsessummer samt udbytte for egne kapitalandele indregnes direkte på egenkapitalen.

Reserve for sikringstransaktioner

Reserve for sikringstransaktioner indeholder den akkumulerede nettoændring i dagsværdien af sikringstransaktioner, der opfylder kriterierne for sikring af fremtidig betalingsstrømme, og hvor den sikrede transaktion endnu ikke er realiseret.

Reserven opløses når den sikrede transaktion realiseres, hvis de sikrede pengestrømme ikke længere forventes realiseret eller sikringsforholdet ikke længere er effektivt.

Reserve for valutakursreguleringer

Reserve for valutakursreguleringer omfatter kursdifferencer efter den 1. januar 2004, opstået ved omregning af regnskaber for udenlandske virksomheder fra deres funktionelle valuta til danske kroner samt kursregulering af mellemværende med udenlandske virksomheder, der anses for en del af koncernens samlede nettoinvestering i den pågældende virksomhed. Ved realisation af nettoinvesteringen indregnes valutakursreguleringerne i resultatopgørelsen.

Reserven opløses ved afhændelse af udenlandske virksomheder, eller hvis betingelserne for effektiv sikring ikke længere er til stede.

Aktuel skat og udskudt skat

Aktuelle skatteforpligtelser og tilgodehavende aktuel skat indregnes i balancen som beregnet skat af årets skattepligtige indkomst, reguleret for betalte a conto-skatter mv.

Udskudte skatteforpligtelser og udskudte skatteaktiver måles efter den balanceorienterede gælds metode og omfatter samtlige midlertidige forskelle mellem regnskabs- og skattemæssige værdi af aktiver og forpligtelser. Der indregnes dog ikke udskudt skat af midlertidige forskelle vedrørende ikke skattemæssigt afskrivningsberettiget goodwill og kontorejendomme. Ved opgørelsen tages udgangspunkt i den planlagte anvendelse af aktivet henholdsvis afviklingen af forpligtelsen og de hertil svarende skatteregler.

Der hensættes udskudt skat til dækning af genbeskatning af skattemæssige underskud i koncernens sambeskattede udenlandske dattervirksomheder, hvis afhændelse af kapitalandelene eller udtræden af den internationale sambeskatning i MT Højgaard koncernen vurderes at blive aktuel.

Udskudte skatteaktiver, herunder skatteværdien af fremførselsberettigede skattemæssige underskud, indregnes med den værdi, hvortil de forventes at blive anvendt. Det kan ske enten ved modregning i udskudte skatteforpligtelser eller ved udligning i skat af fremtidig indtjening i selskabet eller moderselskabet og de øvrige sambeskattede virksomheder i samme land. Udskudte skatteaktiver opføres på en særskilt linje under andre langfristede aktiver.

Udskudt skat måles på grundlag af de skatteregler og skattesatser, der ifølge lovgivningen er gældende i de respektive lande, når den udskudte skat forventes udløst som aktuel skat. Ved forskydning i udskudt skat, som følge af ændringer i skattesatser, indregnes virkningen i totalindkomsten for året.

Pensionsforpligtelser

Koncernens pensionsordninger er forsikringsmæssigt afdækket (bidragsbaserede). Indbetalinger til bidragsbaserede pensionsordninger medtages i resultatopgørelsen i den periode, de vedrører, og eventuelle skyldige omkostninger medtages i balancen under anden gæld.

Hensatte forpligtelser

Hensatte forpligtelser indregnes, når koncernen som følge af en tidligere begivenhed har en retlig eller faktisk forpligtelse, når det er sandsynligt, at indfrielse af forpligtelsen vil medføre et træk på virksomhedens økonomiske ressourcer.

Hensatte forpligtelser måles til ledelsens bedste skøn over det beløb, hvormed forpligtelsen forventes at kunne indfries.

Finansielle gældsforpligtelser

Gæld til kreditinstitutter mv. indregnes ved låneoptagelse til dagsværdi efter fradrag af afholdte transaktionsomkostninger. De finansielle gældsforpligtelser måles i de efterfølgende perioder til amortiseret kostpris svarende til den kapitaliserede værdi ved anvendelse af den effektive rente, således at forskellen mellem provenuet og den nominelle værdi indregnes i resultatopgørelsen over låneperioden.

Andre gældsforpligtelser, som omfatter gæld til leverandører, dattervirksomheder, fælles ledede virksomheder og associerede virksomheder samt anden gæld, måles til amortiseret kostpris.

Note

1 Anvendt regnskabspraksis, fortsat

Pengestrømsopgørelse

Pengestrømsopgørelsen viser pengestrømme opdelt på drifts-, investerings- og finansieringsaktivitet for året, samt hvorledes disse pengestrømme påvirker likvider.

Likviditetsvirkningen af køb og salg af virksomheder vises separat under pengestrømme fra investeringsaktivitet. I pengestrømsopgørelsen indregnes pengestrømme af købte virksomheder fra købstidspunktet, og pengestrømme vedrørende solgte virksomheder indregnes frem til salgstidspunktet.

Pengestrømme til/fra driftsaktivitet

Pengestrømme fra driftsaktivitet opgøres efter den indirekte metode som resultat af primær drift reguleret for ikke-kontante driftsposter, ændringer i driftskapitalen samt finansielle poster og betalte selskabsskatter.

Pengestrømme til/fra investeringsaktivitet

Pengestrømme fra investeringsaktivitet omfatter betalinger i forbindelse med køb og salg af virksomheder og aktiviteter, immaterielle, materielle og andre langfristede aktiver samt køb og salg af værdipapirer, der ikke medregnes som likvider.

Pengestrømme til/fra finansieringsaktivitet

Pengestrømme fra finansieringsaktivitet omfatter betalinger til og fra aktionærer, inklusive betaling af udbytte samt optagelse af og afdrag på langfristet gæld.

Likviditet

Likviditet omfatter likvide beholdninger med fradrag af kortfristet gæld til kreditinstitutter mv.

Segmentoplysninger

Koncernens segmentoplysninger er baseret på koncernens ledelsesmæssige og interne økonomistyring og -rapportering, som er opdelt på aktiviteter. Driftssegmenter, som har ensartede økonomiske karakteristika, og hvor produkter/ytelser, kunder, fremstillings- og leveringsmetoder er ensartede aggregeres.

Segmentindtægter og -omkostninger omfatter de poster, der direkte kan henføres til det enkelte segment, og de poster som kan allokeres til det enkelte segment på et fornuftigt grundlag.

Segmentaktiver omfatter de langfristede og kortfristede aktiver, som anvendes direkte i segmentets drift.

Segmentforpligtelser omfatter de forpligtelser, der er afledt af segmentets drift.

Nøgletal

Nøgletal er udarbejdet i overensstemmelse med Den Danske Finansanalytikerforenings "Anbefalinger og Nøgletal 2010".

Definition af anvendte nøgletal:

Resultatgrad (før skat-margin)	=	Resultat før skat/Nettoomsætning
Egenkapitalforrentning	=	Resultat efter skat/Gennemsnitlig egenkapital inkl. minoriteter
Egenkapitalandel	=	Egenkapital inkl. minoriteter, ultimo/Passiver, ultimo
Investeret kapital	=	Investeret kapital er den kapital, der investeres i driftsaktiviteter, nærmere betegnet de aktiver, der genererer indtægter. Den investerede kapital beregnes som summen af egenkapital (inkl. goodwill), netto-rentebærende indestående/gæld
Gennemsnitlig antal aktier	=	Det gennemsnitlige antal aktier i omløb i en given periode
Resultat og udvandet resultat pr. aktie (EPS og EPS-D)*	=	Resultat ekskl. minoriteter/Gennemsnitlig antal aktier*
Indre værdi	=	Egenkapital ekskl. minoriteter/Antal aktier
Markedsværdi	=	Børskurs*ultimo antal aktier i omløb ekskl. selskabets egne aktier
Kurs/indre værdi	=	Børskurs/indre værdi
Price Earningskvote	=	Børskurs/EPS

* Det har ikke været relevant hverken med justeringsfaktor eller gennemsnitlig antal udvandede aktier.

Note

2 Regnskabsmæssige skøn og vurderinger

Skønsmæssig usikkerhed

Ved opgørelsen af den regnskabsmæssige værdi af visse aktiver og forpligtelser kræves skøn over, hvorledes fremtidige begivenheder påvirker værdien af disse aktiver og forpligtelser på balancedagen.

De anvendte skøn er baseret på forudsætninger, som ledelsen vurderer er forsvarlige, men som i sagens natur er usikre og uforudsigelige. Forudsætningerne kan være ufuldstændige eller unøjagtige, og uventede begivenheder eller omstændigheder kan opstå. Desuden er virksomheden underlagt risici og usikkerheder, som kan føre til, at de faktiske resultater afviger fra disse skøn.

Det kan være nødvendigt at ændre tidligere foretagne skøn som følge af ændringer i de forhold, der lå til grund for disse skøn eller på grund af ny viden eller efterfølgende begivenheder.

Skøn, der er særligt væsentlige for regnskabsaflæggelsen, foretages hovedsagelig ved måling af salgsværdien af igangværende entreprisekontrakter, ved opgørelse af garantiforpligtelser, ved vurdering af udfaldet af tvister samt genindvinding af udskudte skatteaktiver. Desuden er der væsentlige regnskabsmæssige skøn forbundet med vurdering af nedskrivningsbehov ved indregning af kapitalandele og goodwill.

Særlige risici for Højgaard Holding koncernen er også omtalt i note 28 om "Finansielle risici" og i afsnittet om "Risikostyring" i ledelsens beretning samt i noterne 16 og 25.

Entreprisekontrakter, herunder tvister

Indregning og måling af igangværende arbejder i MT Højgaard koncernen er baseret på en vurdering af stadiet for de enkelte projekter samt forventning til resterende afvikling af hver enkelt kontrakt, herunder udfaldet af tvister. Vurderingen af projekternes stadiet og økonomi, herunder tvister, foretages individuelt pr. projekt i samarbejde mellem direktionen og projektledelsen.

Vurderingen af tvister vedrørende bl.a. ekstraarbejder, tidsfristforlængelser, krav om dagbod mv. foretages med udgangspunkt i forholdenes karakter, kendskab til bygherre, forhandlingsstadiet, tidligere erfaringer og dermed en vurdering af sandsynligheden for udfaldet af den enkelte sag. For væsentlige tvister indgår eksternt advokatvurdering i grundlaget for vurderingen.

Skøn, der er knyttet til den fremtidige afvikling af det resterende arbejde afhænger af en række faktorer, ligesom et projekts forudsætninger kan ændres i takt med arbejdets udførelse. Tilsvarende kan vurderingen af tvister ændre sig i takt med sagernes fremdrift.

Det faktiske resultat kan dermed afvige fra det forventede resultat.

MT Højgaard koncernen har pr. den 31. december 2013 væsentlige tvister særligt indenfor offshore. Der henvises til note 16 og 25 for en omtale heraf.

Hensættelser til garantiforpligtelser

Hensættelse til garantiforpligtelser vurderes individuelt for den enkelte entreprisekontrakt. Hensættelsesniveauet baseres på et erfaringsgrundlag og den enkelte kontrakts karakteristika.

Genindvinding af udskudte skatteaktiver

Udskudte skatteaktiver indregnes i den udstrækning det anses for sandsynligt, at der inden for en overskuelig fremtid (3-5 år) realiseres skattemæssige overskud, hvori fremførselsberettiget underskud mv. kan modregnes. Fastlæggelse af hvor stort et beløb, der kan indregnes som udskudte skatteaktiver, baseres på et skøn over det sandsynlige tidspunkt for og størrelsen af fremtidige skattepligtige overskud og under hensyntagen til gældende skattelovgivning.

MT Højgaard A/S har opdateret prognoserne for de fremtidige overskud i de virksomheder, hvor underskuddene kan udnyttes. Pr. den 31. december 2013 har ledelsen i MT Højgaard A/S vurderet, i hvilket omfang skattemæssige overskud efter gældende skattelovgivning vil kunne realiseres inden for en overskuelig fremtid, samt hvilke skattesatser, der er gældende på anvendelsestidspunktet. På baggrund heraf er der foretaget revurdering af indregningen af de udskudte skatteaktiver.

Yderligere oplysninger fremgår af note 11 og 20.

Note

2 Regnskabsmæssige skøn og vurderinger, fortsat

Nedskrivningstest for kapitalandele og goodwill

Ved nedskrivningstest af kapitalandele og goodwill anvender vi et skøn over, hvorledes de pågældende virksomheder eller dele af virksomheden, som goodwill knytter sig til, vil være i stand til at generere tilstrækkelig positive nettopengestrømme i fremtiden til at understøtte værdien af kapitalandelen eller goodwill og øvrige nettoaktiver i den pågældende del af virksomheden. Dette er naturligt behæftet med en vis usikkerhed, hvilket afspejles i den valgte diskonteringsfaktor. Forudsætningerne for nedskrivningstesten af henholdsvis kapitalandele og goodwill er beskrevet i 12 og 14.

Ledelsens øvrige vurderinger

Ledelsen foretager som led i anvendelsen af koncernens regnskabspraksis vurderinger, ud over skønsmæssige vurderinger, som kan have væsentlig indvirkning på de i årsregnskabet indregnede beløb. De vurderinger, som har væsentligst indvirkning på de i årsregnskabet indregnede beløb, omfatter især igangværende entreprisetrakter, og hvornår indtægter og omkostninger i henhold til kontrakter med tredjemand skal behandles i overensstemmelse med produktions- eller salgsmetoden.

3 Segmentoplysninger

Højgaard Holding koncernen beskæftiger sig via MT Højgaard koncernen med bygge- og anlægsvirksomhed i Danmark og udlandet og i Højgaard Industri A/S med fabrikationsvirksomhed i Danmark.

I 2013 har MT Højgaard koncernen haft udenlandsk aktivitet i Europa (Storbritannien, Portugal, Sverige og Norge), Nordatlanten (Færøerne og Grønland), Asien og Mellemøsten samt Afrika.

2013	Bygge- og anlægs- virksomhed	Fabrikations- virksomhed	Moderselskab/ elimineringer	Højgaard Holding koncern
Resultatopgørelse				
Nettoomsætning	3.973,4	72,2		4.045,6
Bruttoresultat	329,1	16,0		345,1
Afskrivninger	59,8			59,8
Resultat af primær drift *	89,2	16,0	-4,8	100,4
Andel af resultat efter skat i associerede virksomheder	1,0			1,0
Finansielle indtægter	6,8	0,0	0,2	7,0
Finansielle omkostninger	22,0	0,0	2,7	24,7
Resultat før skat	75,0	16,0	-7,3	83,7
Årets resultat	18,0	12,7	-5,5	25,2
*Heri indgår ikke-likvide driftsposter mv. (ekskl. afskrivn.)	59,2	0	0	59,2
Balance				
Langfristede aktiver	563,3	0,4	0,3	564,0
Kortfristede aktiver	1.607,5	22,2	-5,6	1.624,1
Segmentaktiver i alt	2.170,8	22,6	-5,3	2.188,1
Anlægsinvesteringer	-69,0			-69,0
Langfristede forpligtelser	269,7		62,0	331,7
Kortfristede forpligtelser	1.298,4	7,9	3,0	1.309,3
Segmentforpligtelser i alt	1.568,1	7,9	65,0	1.641,0
Rentebærende nettoindestående	52,4	15,1	-67,8	-0,3
Pengestrømme				
Pengestrømme fra drift	10,3	11,7	-5,5	16,5
Pengestrømme fra investeringer	-12,0		96,3	84,3
Pengestrømme fra finansiering	178,0	10,1	-110,2	77,9
Pengestrømme, netto	176,3	21,8	-19,4	178,7
Øvrige informationer				
Ordrebeholdning, ultimo	4.068	67		4.135
Gennemsnitligt antal medarbejdere	2.146	27	3	2.176
Geografiske områder				
	Danmark	Udland		Højgaard Holding koncern
Nettoomsætning	3.323,0	722,6		4.045,6
Langfristede aktiver ekskl. udskudte skatteaktiver	339,9	56,7		396,6

3 Segmentoplysninger

2012	Bygge- og anlægs- virksomhed	Fabrikations- virksomhed	Moderselskab/ elimineringer	Højgaard Holding koncern
Resultatopgørelse				
Nettoomsætning	5.256,8	76,7		5.333,5
Bruttoresultat	-34,1	15,7		-18,4
Afskrivninger	68,8		0,0	68,8
Resultat af primær drift *	-273,9	13,2	-4,1	-264,8
Andel af resultat efter skat i associerede virksomheder	0,7			0,7
Finansielle indtægter	13,6	0,4	2,4	16,4
Finansielle omkostninger	16,7	0,0	0,0	16,7
Resultat før skat	-276,3	13,5	-1,6	-264,4
Årets resultat	-276,3	10,1	-1,7	-267,9
*Heri indgår ikke-likvide driftsposter mv. (ekskl. afskrivn.)	103,8	0	0	103,8
Balance				
Langfristede aktiver	617,0	0,4	0,4	617,8
Kortfristede aktiver	1.776,8	24,2	89,4	1.890,4
Segmentaktiver i alt	2.393,8	24,6	89,8	2.508,2
Anlægsinvesteringer	-36,7			-36,7
Langfristede forpligtelser	221,0			221,0
Kortfristede forpligtelser	1.756,5	12,5	2,6	1.771,6
Segmentforpligtelser i alt	1.977,5	12,5	2,6	1.992,6
Rentebærende nettoindestående	-102,7	15,2	88,3	0,8
Pengestrømme				
Pengestrømme fra drift	-76,6	10,0	-2,8	-69,4
Pengestrømme fra investeringer	-6,8		-10,7	-17,5
Pengestrømme til finansiering	-24,0	9,3	-9,3	-24,0
Pengestrømme, netto	-107,4	19,3	-22,8	-110,9
Øvrige informationer				
Ordrebeholdning, ultimo	3.263	75		3.338
Gennemsnitligt antal medarbejdere	2.532	26	3	2.561
Geografiske områder				
	Danmark	Udland		Højgaard Holding koncern
Nettoomsætning	4.192,6	1.140,9		5.333,5
Langfristede aktiver ekskl. udskudte skatteaktiver	346,5	88,1		434,6

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		4	Nettoomsætning		
			Nettoomsætningen fordeler sig således:		
			Salgsværdi af årets produktion på igangværende og afsluttede entrepriser mv.	3.589,2	4.734,2
			Omsætning fra solgte projektudviklingssager mv.	51,1	199,8
			Omsætning fra fabriktionsvirksomhed, lejeindtægter, facility management mv.	405,3	399,5
			I alt	4.045,6	5.333,5
		5	Afskrivninger		
			Immaterielle aktiver	4,0	2,2
0,0			Materielle aktiver	55,8	66,6
0,0			I alt	59,8	68,8
			Afskrivninger indgår i resultatopgørelsen således:		
			Produktionsomkostninger	49,1	63,4
0,0			Administrationsomkostninger	10,7	5,4
0,0			I alt	59,8	68,8
		6	Personaleomkostninger		
			Det samlede beløb til lønninger mv. kan specificeres således:		
2,2	2,1		Lønninger og gager mv.	1.039,9	1.184,0
0,2	0,2		Pensionsbidrag (bidragsbaserede)	74,2	87,1
0,0	0,0		Andre omkostninger til social sikring	35,1	38,9
2,4	2,3		I alt	1.149,2	1.310,0
			Heraf udgør vederlag til morderselskabets ledelse:		
0,6	0,6		Bestyrelse	1,6	1,6
0,9	0,7		Direktion	0,7	0,9
1,5	1,3		I alt	2,3	2,5
			Det samlede beløb til morderselskabets bestyrelse kan specificeres således:		
0,3	0,3		Bestyrelsesformand	0,9	0,9
0,2	0,2		Næstformand	0,4	0,4
0,1	0,1		Øvrig bestyrelse	0,3	0,3
0,6	0,6		I alt	1,6	1,6
3	3		Gennemsnitligt antal medarbejdere	2.176	2.561
2	3		Antal medarbejdere, ultimo	2.178	2.390
		7	Honorar til generalforsamlingsvalgt revisor (KPMG)		
0,3	0,2		Lovpligtig revision	2,0	2,1
			Andre erklæringsopgaver med sikkerhed	0,2	0,2
0,0	0,0		Skatte- og momsmæssig rådgivning	0,5	0,4
			Andre ydelser	1,0	0,8
0,3	0,2		I alt	3,7	3,5
		8	Finansielle indtægter		
0,1	0,0		Renteindtægter, øvrige (balanceposter indregnet til amortiseret kost)	2,7	7,7
2,2	0,2		Renteindtægter, værdipapirer (balanceposter indregnet til dagsværdi)	2,9	4,8
0,5	0,0		Kursgevinster på værdipapirer	0,0	1,6
			Valutakursgevinster	1,4	2,3
8,9	10,1		Udbytte fra dattervirksomheder og fælles ledede virksomheder		
11,7	10,3		I alt	7,0	16,4

Moderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		9	Finansielle omkostninger		
0,3	2,5		Renteudgifter (balanceposter indregnet til amortiseret kost)	14,4	15,3
0,0	0,2		Kurstab på værdipapirer	1,8	0,0
			Låneomkostninger indregnet i kostpriser for aktiver*		-2,8
			Valutakurstab	8,5	4,2
0,3	2,7		I alt	24,7	16,7
0,3	2,5		Heri er indeholdt renteudgifter til tilknyttede virksomheder		
			* Ved indregning af låneomkostninger i kostprisen er anvendt en effektiv rentesats i niveauet 3,5 % (2012: 3,5 %)		
		10	Resultat før skat		
			Årets resultat før skat kan specificeres således:		
			MT Højgaard koncernen	75,0	-276,3
			Højgaard Industri A/S	16,0	13,5
7,3	2,8		Højgaard Holding A/S	-7,3	-1,6
7,3	2,8		Resultat før skat	83,7	-264,4
		11	Skat af årets resultat		
0,1	-1,8		Aktuel skat	43,9	49,1
0,0	0,0		Forskydning i udskudt skat	14,6	-45,6
0,1	-1,8		Skat af årets resultat	58,5	3,5
			Skat af årets resultat kan forklares således:		
1,8	0,7		Skat af årets resultat før skat beregnet med 25 %	20,9	-66,1
	0,0		Nedsættelse af dansk selskabsskat fra 25 % til 22 % frem til 2016	22,1	
			Afvigelse i udenlandske virksomheders skatteprocent	7,6	12,0
-2,2	-2,5		Ikke skattepligtige indtægter	-0,9	-0,3
0,0	0,0		Ikke fradragsberettigede udgifter	0,2	0,4
			Ikke aktiveret fremførselsberettiget underskud	8,1	57,6
0,5	0,0		Andet, herunder regulering vedrørende tidligere år og sambeskatning	0,5	-0,1
0,1	-1,8		Skat af årets resultat	58,5	3,5
1	-64		Effektiv skatteprocent (%)	70	-1

Skat af anden totalindkomst er i moderselskab og i koncern 0 DKK.

Årets skat i koncernen er påvirket med en samlet omkostning på 30,2 mio. DKK, som følge af nedsættelsen af dansk selskabsskat fra 25 % til 22 % frem til 2016 samt vurderingen af skatteaktiverne, jf. omtale i note 20.

MT Højgaard koncernen anvender international sambeskatning. MT Højgaard koncernens aktuelle skat vedrører primært skat i visse udenlandske enheder, hvor skattebetaling fremkommer efter lokale regler.

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		12	Immaterielle aktiver		
			Goodwill		
			Kostpris 01-01	63,4	60,9
			Tilgang ved virksomhedskøb		2,5
			Kostpris 31-12	63,4	63,4
			Nedskrivninger 01-01/31-12	0,4	0,4
			Regnskabsmæssig værdi 31-12	63,0	63,0
			Andre immaterielle aktiver		
			Kostpris 01-01	24,3	9,7
			Reklassifikationer mv.		0,7
			Årets tilgang	7,9	13,9
			Kostpris 31-12	32,2	24,3
			Af- og nedskrivninger 01-01	7,3	4,5
			Reklassifikationer mv.		0,7
			Årets afskrivninger	4,0	2,1
			Af- og nedskrivninger 31-12	11,3	7,3
			Regnskabsmæssig værdi 31-12	20,9	17,0
			Immaterielle aktiver i alt	83,9	80,0

Goodwill

Pr. den 31. december 2013 er gennemført værdiforringelsestest af den regnskabsmæssige værdi af goodwill, der kan henføres til MT Højgaard koncernen. Ved vurderingen af genindvindingsværdien er anvendt nytteværdien, der er beregnet som nutidsværdien af de fremtidige forventede nettopengestrømme fra de pengestrømsfrembringende enheder. Ved testen pr. den 31. december 2013 er nettopengestrømmene opgjort med udgangspunkt i godkendt budget for 2014 samt estimer for årene 2015-2018. Væksten i terminalperioden er fastsat til 2,0 % (2012: 1,0 %). Ved beregningen af nutidsværdien er benyttet en diskonteringsfaktor før skat på 9-10 % (2012: 9-10 %). De primære nøgleforudsætninger vurderes at være vækstraterne og de anvendte EBIT-marginer. Ved udarbejdelse af budgettet for 2014 og estimerne for 2015-2018 er disse opgjort ud fra tidligere erfaringer, herunder de budgetterede afkast på ordreporteføljen og på de forventede ordrer og den planlagte kapacitet, samt under hensyntagen til ledelsens forventning til fremtiden, blandt andet en forsigtig vurderet effekt af de foretagne tiltag til styrkelse af ordreporteføljen og kapacitetsgrundlaget. De anvendte forudsætninger kan godt afvige fra erfaringstallene, da tidligere perioder kan være påvirket af forhold, der ikke forventes i estimerne.

Værdiforringelsestesten har ikke givet anledning til nedskrivning af goodwill til genindvindingsværdi.

Ledelsen vurderer, at sandsynlige ændringer i de grundlæggende forudsætninger ikke vil medføre, at den regnskabsmæssige værdi af goodwill vil overstige genindvindingsværdien.

Andre immaterielle aktiver

Andre immaterielle aktiver omfatter primært ERP-system og andre it-systemer. Årets tilgang kan henføres til MT Højgaard koncernen. Det er vurderet, at de aktiverede immaterielle aktiver har en begrænset brugstid. Ledelsen har ikke identificeret faktorer, der indikerer, at der er behov for at gennemføre værdiforringelsestest af andre immaterielle aktiver.

Moderselskab

2012	2013	Note	Mio. DKK
		13	Materielle aktiver
1,2	1,2		Kostpris 01-01
0,0	-0,6		Årets afgang
1,2	0,6		Kostpris 31-12
1,2	1,2		Af- og nedskrivninger 01-01
0,0	-0,6		Afskrivninger årets afgang
1,2	0,6		Af- og nedskrivninger 31-12
0,0	0,0		Regnskabsmæssig værdi 31-12

Note Mio. DKK

13 Materielle aktiver	Grunde og bygninger	Produktions-anlæg og maskiner	Andre anlæg, driftsmateriel og inventar	Materielle aktiver under opførelse	I alt
Koncern 2013					
Kostpris 01-01	190,6	432,9	160,8	1,8	786,1
Reklassifikationer mv.	0,3	-0,8	1,7	0,1	1,3
Årets tilgang	7,2	45,4	19,6	3,0	75,2
Årets afgang	-9,8	-126,3	-12,7	-1,8	-150,6
Kostpris 31-12	188,3	351,2	169,4	3,1	712,0
Af- og nedskrivninger 01-01	53,4	268,3	117,2	0,0	438,9
Reklassifikationer mv.	0,3	-0,8	1,8	0,1	1,4
Afskrivninger årets afgang	-3,7	-77,4	-10,8		-91,9
Årets afskrivninger	6,1	30,3	19,3		55,7
Af- og nedskrivninger 31-12	56,1	220,4	127,5	0,1	404,1
Regnskabsmæssig værdi 31-12	132,2	130,8	41,9	3,0	307,9
For pantsatte ejendomme udgør:					
Regnskabsmæssig værdi	67,5				67,5
Lån med aktuel restgæld	46,2				46,2
Finansielt leasede aktiver:					
Regnskabsmæssig værdi	7,8	39,0	10,9		57,7
Koncern 2012					
Kostpris 01-01	193,6	463,1	155,1	8,7	820,5
Tilgang ved køb af aktiviteter		1,9			1,9
Reklassifikationer mv.	0,1	-0,3	0,3		0,1
Årets tilgang	2,0	25,4	16,5	9,1	53,0
Årets afgang	-5,1	-57,2	-11,1	-16,0	-89,4
Kostpris 31-12	190,6	432,9	160,8	1,8	786,1
Af- og nedskrivninger 01-01	50,3	261,8	107,2		419,3
Reklassifikationer mv.		-0,1	0,2	0,0	0,1
Afskrivninger årets afgang	-1,6	-36,2	-9,3		-47,1
Årets afskrivninger	4,7	42,8	19,1		66,6
Af- og nedskrivninger 31-12	53,4	268,3	117,2	0,0	438,9
Regnskabsmæssig værdi 31-12	137,2	164,6	43,6	1,8	347,2
For pantsatte ejendomme udgør:					
Regnskabsmæssig værdi	42,9				42,9
Lån med aktuel restgæld	30,0				30,0
Finansielt leasede aktiver:					
Regnskabsmæssig værdi	5,6	51,7	12,3		69,6

Note Mio. DKK

14 Kapitalandele i datter-, fælles ledede og associerede virksomheder

Kapitalandele i
dattervirksomhed

Kapitalandel i
fælles ledede og
associerede
virksomheder

Moderselskab 2013

Kostpris 01-01	31,8	624,0
Årets tilgang	0,0	162,0
Kostpris 31-12	31,8	786,0
Reguleringer 01-01/31-12	-8,4	0,0
Regnskabsmæssig værdi 31-12	23,4	786,0

Moderselskab 2012

Kostpris 01-01/31-12	31,8	624,0
Reguleringer 01-01/31-12	-8,4	0,0
Regnskabsmæssig værdi 31-12	23,4	624,0

En oversigt over koncernvirksomhederne findes i note 36. MT Højgaard A/S er en fælles ledet virksomhed i henhold til en mellem aktionærerne indgået aftale.

Pr. den 31. december 2013 er gennemført værdiforringelsestest af den regnskabsmæssige værdi af kapitalandelen i den fælles ledede virksomhed MT Højgaard. Ved vurderingen af genindvindingsværdien er anvendt nytteværdien, der er beregnet som nutidsværdien af de fremtidige forventede nettopengestrømme fra den fælles ledede virksomhed. Ved testen pr. den 31. december 2013 er nettopengestrømmene opgjort med udgangspunkt i godkendt budget for 2014 samt estimater for årene 2015-2018. Væksten i terminalperioden er fastsat til 1 %. Ved beregningen af nutidsværdien er benyttet en diskonteringsfaktor før skat på 8-9 %.

Værdiforringelsestesten har ikke givet anledning til nedskrivning.

Koncern 2013

Kostpris 01-01	6,5
Årets afgang	-3,2
Kostpris 31-12	3,3
Reguleringer 01-01	-0,9
Andel af årets resultat efter skat	1,0
Øvrige reguleringer	-0,4
Reguleringer 31-12	-0,3
Regnskabsmæssig værdi 31-12	3,0

Koncern 2012

Kostpris 01-01/31-12	6,5
Reguleringer 01-01	-1,2
Andel af årets resultat efter skat	0,7
Øvrige reguleringer	-0,4
Reguleringer 31-12	-0,9
Regnskabsmæssig værdi 31-12	5,6

**Associerede virksomheder
(Oplysningerne er 100 %)**

Omsætning Årets resultat Aktiver i alt Forpligtelser i alt Eventualforpligtelser

Ass. virksomheder i MT Højgaard A/S:

2013	39,0	9,0	569,0	620,6
2012	201,4	3,9	569,9	619,7

Oplysning om navn og hjemsted for disse virksomheder fremgår af note 36, hvor disse virksomheder er medtaget som OPP selskaber.

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		15	Varebeholdninger		
			Råvarer og hjælpematerialer		
			Kostpris 01-01	48,2	46,6
			Årets tilgang	38,5	49,9
			Årets afgang	-42,8	-48,3
			Kostpris 31-12	43,9	48,2
			Reguleringer 01-01	-0,5	
			Årets nedskrivninger	-2,7	-0,5
			Reguleringer 31-12	-3,2	-0,5
			Regnskabsmæssig værdi 31-12	40,7	47,7
			Værdi af beholdning optaget til nettorealisationsværdi	4,4	0,7
			Ejendomme til videresalg		
			Kostpris 01-01	327,1	509,8
			Årets tilgang	5,7	152,3
			Årets afgang	-32,0	-335,0
			Kostpris 31-12	300,8	327,1
			Regnskabsmæssig værdi 31-12	300,8	327,1
			For pantsatte ejendomme udgør:		
			Regnskabsmæssig værdi	51,9	3,1
			Lån med aktuel restgæld	57,1	0,4
			Ejendommene til videresalg består af ubebyggede grunde, der ejes med henblik på projektudviklingsaktiviteter og færdigopførte boliger til videresalg.		
		16	Tilgodehavender		
			Forfalder mere end et år efter balancetidspunktet (primært huslejedeposita)	7,5	8,9
			Dagsværdien af tilgodehavender anses at svare til den regnskabsmæssige værdi, bortset fra ovenstående lange tilgodehavende, hvor dagsværdien udgør ca 80 %.	6,0	7,1

De samlede tilgodehavender udgør i balancen 1.048,2 mio. DKK pr. den 31. december 2013. MT Højgaard koncernen er i lighed med tidligere år part i forskellige tvist- og retssager. Som en følge heraf indgår i ovenstående samlede tilgodehavender beløb, der er tvist om. I tvister med væsentlige beløb indhentes eksterne advokatvurderinger og indregningen i årsregnskabet er baseret på disse vurderinger men sagsudfaldene er naturligvis forbundet med en vis procesrisiko.

Moderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		17	Værdipapirer		
96,5			Obligationer	88,1	185,5
0,1	0,1		Aktier	0,1	0,1
96,6	0,1		Regnskabsmæssig værdi i alt	88,2	185,6
93,4			Nominel beholdning	85,4	180,3
92,9			Obligationer med udløb mere end et år fra balancetidspunktet	80,7	177,0
1,0			Varighed på obligationsbeholdningen	2,9	1,7
1,6			Effektiv rente på obligationsbeholdningen (%)	2,6	2,4
0,9			Kursfølsomhed på obligationsbeholdningen ved en renteændring på ét procentpoint	2,9	3,1
			Obligationer deponeret som sikkerhedsstillelse, (kursværdi). Afkast mv. tilgår MT Højgaard A/S og løbetiden er op til 5 år.	11,0	11,3
			Obligationer, der indgår som registrerede aktiver i MTH Insurance A/S (kursværdi). Afkast mv. tilgår MTH Insurance A/S.	77,1	77,7
<p>Moderselskabet og koncernen måler obligationsbeholdningen til dagsværdi over resultatopgørelsen i henhold til IAS 39, da beholdningen i overensstemmelse med koncernens finansielle politik fungerer som likviditetsreserve. Obligationsbeholdningen består af børsnoterede danske obligationer, der løbende overvåges og rapporteres til dagsværdi.</p>					
		18	Aktiekapital		
			I tusind stk.:		
4.205,0	4.205,0		Antal udestående aktier 01-01/31-12	4.205,0	4.205,0
			Antal egne aktier 01-01/31/12		
4.205,0	4.205,0		Antal aktier i alt 31-12	4.205,0	4.205,0

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		19	Rentebærende forpligtelser		
			Rentebærende forpligtelser fordeler sig på engagementtyper som følger:		
			Kreditinstitutter mv.	114,9	226,4
	62,0		Gæld til tilknyttede virksomheder	62,0	
10,7	9,3		Gæld til dattervirksomheder		
			Leasinggæld (finansielt leasede aktiver)	57,8	65,6
10,7	71,3		Regnskabsmæssig værdi 31-12	234,7	292,0
			Rentebærende forpligtelser fordeler sig på følgende valutaer:		
10,7	71,3		DKK	227,4	280,6
			EUR	7,3	11,4
			USD	0,0	0,0
10,7	71,3		Regnskabsmæssig værdi 31-12	234,7	292,0
			Rentebærende forpligtelser fordeler sig på fastforrentet og variabelt forrentet gæld som følger:		
			Fastforrentet gæld	111,2	62,2
10,7	71,3		Variabelt forrentet gæld	123,5	229,8
10,7	71,3		Regnskabsmæssig værdi 31-12	234,7	292,0
			Fordelingen af de rentebærende forpligtelser på effektiv forrentning kan specificeres som følger:		
10,7	71,3		Mindre end 5 %	234,0	286,4
			Mellem 5 og 7 %		2,9
			Over 7 %	0,7	2,7
10,7	71,3		Regnskabsmæssig værdi 31-12	234,7	292,0
3,3	4,0		Vægtet gennemsnitlig effektiv rente (%)	3,5	3,0
1,0	3,8		Vægtet gennemsnitlig restløbetid (år)	4,0	1,9
			Rentebærende forpligtelser er indregnet i balancen som følger:		
	62,0		Langfristede forpligtelser	155,9	74,7
10,7	9,3		Kortfristede forpligtelser	78,8	217,3
10,7	71,3		Regnskabsmæssig værdi 31-12	234,7	292,0
10,7	71,3		Dagsværdi	229,2	291,8
			Dagsværdi af de finansielle gældsforpligtelser er opgjort som nutidsværdien af forventede fremtidige afdrags- og rentebetalinger. Som diskonteringsrente er anvendt koncernens aktuelle lånerente for tilsvarende løbetider.		

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		20	Udskudte skatteaktiver og skatteforpligtelser		
0,3	0,3		Udskudt skat (netto) 01-01	176,6	131,0
	0,0		Nedsættelse af dansk selskabsskat fra 25 % til 22 % frem til 2016	-22,1	
0,0	0,0		Øvrig forskydning via resultatopgørelsen	7,5	45,6
0,3	0,3		Udskudt skat (netto) 31-12	162,0	176,6
			Den udskudte skat fordeler sig som følger:		
			Udskudte skatteaktiver		
0,0	0,0		Materielle aktiver	15,2	0,0
			Andre langfristede aktiver		0,5
			Kortfristede aktiver		0,1
			Langfristede forpligtelser	42,6	39,9
0,3	0,3		Kortfristede forpligtelser	34,3	59,7
			Fremførselsberettigede skattemæssige underskud	111,0	99,1
0,3	0,3		Udskudte skatteaktiver 31-12 før modregning	203,1	199,3
			Modregning inden for juridiske enheder og jurisdiktioner (lande)	-35,7	-16,1
0,3	0,3		Udskudte skatteaktiver 31-12	167,4	183,2
			Udskudte skatteforpligtelser		
			Immaterielle aktiver	8,5	3,6
			Materielle aktiver	3,0	1,5
			Kortfristede aktiver	29,5	17,6
0,0	0,0		Kortfristede forpligtelser	0,1	0,0
0,0	0,0		Udskudte skatteforpligtelser 31-12 før modregning	41,1	22,7
			Modregning inden for juridiske enheder og jurisdiktioner (lande)	-35,7	-16,1
			Udskudte skatteforpligtelser 31-12	5,4	6,6
0,3	0,3		Udskudt skat (netto) 31-12	162,0	176,6

Den udskudte skat er beregnet med de skattesatser, der er gældende på det forventede realisationstidspunkt i de respektive lande, som den udskudte skat stammer fra.

Fremførselsberettigede skattemæssige underskud er tidsubegrænsede og forventes anvendt ved modregning i fremtidig indtjening.

Ved vurdering af de udskudte skatteaktiver er der i lighed med sidste år ikke foretaget fuld aktivering af fremførbare skattemæssige underskud. Aktivering er foretaget på grundlag af forventet positiv indtjening de kommende 3-5 år. Ej aktiverede skatteaktiver udgør 65,7 mio. DKK i koncernen og 0 mio. DKK i moderselskabet og vedrører skattemæssige underskud, der kan fremføres tidsmæssigt ubegrænset. Disse kan indtægtsføres, når MT Højgaard koncernen udviser de fornødne positive resultater. Herudover er de udskudte skatteaktiver påvirket med en reduktion på 22,1 mio. DKK i koncernen og 0 mio. DKK i moderselskabet ud fra en vurdering af den forventede effekt af nedsættelsen af selskabsskatten til 22 % frem til 2016.

Skatten vedrørende frie reserver i MT Højgaards udenlandske dattervirksomheder, der underlægges en højere beskatning, hvis de udloddes, udgør 3 mio. DKK (2012: 3 mio. DKK). Forpligtelserne er ikke indregnet, idet koncernen kontrollerer, hvorvidt de udløses. Det er sandsynligt, at forpligtelserne ikke vil blive udløst inden for en overskuelig fremtid.

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		21	Hensatte forpligtelser		
			Udvikling i hensatte forpligtelser opdelt på typer:		
			Garantiarbejder mv. pr. 01-01	235,7	182,1
			Hensat i året	59,5	104,8
			Anvendt i året	-42,4	-49,8
			Ubenyttede hensættelser for tidligere år tilbageført	-2,1	-1,4
			Garantiarbejder mv. pr. 31-12	250,7	235,7
			Medarbejderforpligtelser pr. 01-01	52,3	44,1
			Hensat i året	9,6	16,8
			Anvendt i året	-11,2	-8,6
			Medarbejderforpligtelser pr. 31-12	50,7	52,3
			Regnskabsmæssig værdi 31-12	301,4	288,0
			Hensatte forpligtelser er indregnet i balancen som følger:		
			Langfristede hensatte forpligtelser	170,4	139,7
			Kortfristede hensatte forpligtelser	131,0	148,3
			Regnskabsmæssig værdi 31-12	301,4	288,0
			Forfaldstidspunktet forventes at blive som følger:		
			Under et år	131,0	148,3
			Mellem et og to år	50,1	22,5
			Mellem to og fem år	79,2	79,8
			Over fem år	41,1	37,4
			Regnskabsmæssig værdi 31-12	301,4	288,0
			Garantiarbejder mv. vedrører hovedsageligt hensatte forpligtelser til garantiarbejder på afsluttede entrepriser.		
			Medarbejderforpligtelser er hovedsageligt forsikringsmæssigt hensatte forpligtelser til arbejdsskadedækninger, der er afdækket i koncernens selvforsikringsprogram.		
		22	Igangværende entreprisekontrakter		
			Acontofakturering	2.614,3	3.919,7
			Salgsværdi af entreprisekontrakter	-2.332,7	-3.537,8
			Igangværende entreprisekontrakter (netto)	281,6	381,9
			Igangværende entreprisekontrakter er indregnet i balancen som følger:		
			Kortfristede forpligtelser	321,7	471,9
			Tilgodehavender	-40,1	-90,0
			Igangværende entreprisekontrakter (netto)	281,6	381,9
			Forudbetalinger fra kunder	37,0	
			Tilbageholdte betalinger	30,0	45,4

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		23	Sikkerhedsstillelser		
			For entrepriser og leverancer er stillet sædvanlig sikkerhed i form af bankgarantier, kaufionsforsikringer og obligationsdepoter.		
			De afgivne garantier vedrører:		
			Tilbudsgarantier	3,6	47,6
			Entrepriser og leverancer under udførelse	913,2	1.212,5
			Afsluttede entrepriser og leverancer	808,7	674,8
			I alt	1.725,5	1.934,9
			Garantistillelser for afsluttede entrepriser og leverancer vedrører sædvanlige et- og femårs garantiarbejder.		
			Der er desuden stillet grunde og bygninger til sikkerhed for gæld til kreditinstitutter mv. jf. note 13 og 15.		
		24	Leasingforpligtelser		
			Finansiel leasing		
			Samlede fremtidige minimumsleasingydelse:		
			Forfald inden for et år	15,5	16,3
			Forfald mellem et og fem år	47,5	56,1
			Forfald over fem år		0,3
			I alt	63,0	72,7
			Regnskabsmæssig værdi:		
			Forfald inden for et år	13,6	13,7
			Forfald mellem et og fem år	44,2	51,6
			Forfald over fem år		0,3
			I alt	57,8	65,6
			Finansieringsomkostninger	5,2	7,1
			Finansieringsomkostningerne er beregnet som forskellen mellem de samlede fremtidige leasingydelse og regnskabsmæssig værdi (nutidsværdi) af finansielle leasingkontrakter. Disse indregnes i resultatopgørelsen over leasingperioden.		
			Operationel leasing		
			Samlede fremtidige minimumsleasingydelse:		
			Forfald inden for et år	51,4	50,6
	1,3		Forfald mellem et og fem år	101,4	98,0
			Forfald over fem år	32,1	39,4
	1,3		I alt	184,9	188,0
			Leasingydelse vedrørende operationelle kontrakter, der er indregnet i resultatopgørelsen	57,9	57,5
			Koncernens finansielle og operationelle leasingaftaler vedrører primært biler, driftsmateriel, IT samt lejede lokaler i MT Højgaard koncernen. Leasingperioden for biler, driftsmidler og IT er typisk på mellem to og seks år med mulighed for forlængelse. For lejede lokaler udgør leasingperioden op til 11 år. Ingen af leasingkontrakterne indeholder betingede lejeydelse.		
			Der er i MT Højgaard indgået aftale omkring leje af Knud Højgaards Vej 7, 2860 Søborg med forventet indflytning 1. august 2016. Den samlede lejepligtelse, der udgør 125 mio. DKK, indgår ikke i ovenstående.		

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		25	Eventualforpligtelser		
			Verserende tvister og retssager		
			<p>MT Højgaard koncernen er part i forskellige tvister samt rets- og voldgiftssager, hvis udfald efter ledelsens vurdering ikke forventes at have væsentlig negativ betydning for koncernens finansielle stilling.</p> <p>Der er fortsat uafklarede ansvarsplaceringstvister foranlediget af den oprindelige designstandard (DNS-OS-J101) for fundamenter til havvindmøller. MT Højgaard har, som de øvrige i branchen, gjort brug af designstandarden og er på den baggrund part i problemstillingen. Udfordringerne omtales som groutproblematikken. Eksterne advokater har vurderet, at det ikke er overvejende sandsynligt, at MT Højgaard A/S vil ifalde ansvar, hvorfor der alene er hensat til en vis procesrisiko på disse sager i årsregnskabet. Vores vurdering af ansvarsproblematikken har ikke ændret sig væsentligt i 2013.</p> <p>De økonomiske konsekvenser af ovenstående samt øvrige tvistsager på offshore-området kan være betydelige. Vi modtager løbende eksterne advokatvurderinger på alle væsentlige tvistsager, og indregningen i årsregnskabet er baseret på disse vurderinger, men sagsudfaldene er naturligvis forbundet med en vis procesrisiko. De eksterne advokatvurderinger tilsiger, at vi generelt står stærkt i ovenstående tvistsager.</p> <p>Der har i 2013 været god fremdrift i håndteringen af tvistsagerne, og vi forventer, at hovedparten vil finde en afgørelse i 2014, og de første allerede indenfor relativt kort tid.</p>		
		26	Nærtstående parter		
			Bestemmende indflydelse		
			Højgaard Holding koncernens nærtstående parter med bestemmende indflydelse omfatter hovedaktionæren i moderselskabet Højgaard Holding A/S. Knud Højgaards Fond ejer 64,5 % af aktiekapitalen i Højgaard Holding A/S og 78,2 % af stemmerne.		
			Højgaard Holding koncernen indgår i koncernregnskabet for Knud Højgaards Fond.		
			Betydelig indflydelse		
			Nærtstående parter med betydelig indflydelse omfatter virksomhedens bestyrelses- og direktionsmedlemmer.		
			Desuden omfatter nærtstående parter dattervirksomheder, søstervirksomheder, fælles ledede virksomheder og associerede virksomheder, hvor Højgaard Holding A/S har bestemmende eller betydelig indflydelse. En oversigt over koncernvirksomhederne fremgår af note 36.		
			Transaktioner med nærtstående parter		
1,3	1,4		Salg af varer og tjenesteydelser til hovedaktionæren og dennes tilknyttede virksomheder	8,6	1,8
	0,3		Køb af varer og tjenesteydelser fra hovedaktionæren og dennes tilknyttede virksomheder	0,3	
0,2	0,3		Salg af tjenesteydelser til dattervirksomheder		
0,2	0,2		Køb af varer og tjenesteydelser fra fælles ledede virksomheder		
	162,0		Kapitalindskud i fælles ledede virksomheder		

Moderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		26	Nærtstående parter		
			Transaktioner med nærtstående parter, fortsat		
			Der har herudover ikke i årets løb, bortset fra normalt ledelsesvederlag, været gennemført transaktioner med betydende aktionærer, bestyrelse eller direktion eller andre nærtstående parter. Ledelsesvederlag fremgår af note 6.		
			Transaktioner mellem Højgaard Holding A/S og øvrige koncernvirksomheder sker på markedsmæssige vilkår.		
			Højgaard Holding A/S indgår i en dansk sambeskatning. MT Højgaard A/S er sambeskattet med sine danske og udenlandske dattervirksomheder. Der er i Højgaard Holding sambeskatningskredsen i 2013 overført 5,2 mio. DKK (2012: 3,7 mio. DKK) i sambeskatningsbidrag mellem virksomhederne.		
			Moderselskabets mellemværender med dattervirksomheder pr. den 31. december fremgår af balancen. Mellemværenderne er forrentede og har alle en løbetid på under et år. Moderselskabets renteindtægter og renteudgifter vedrørende mellemværender med dattervirksomheder fremgår af note 8 og 9. Der er ikke foretaget nedskrivninger på mellemværender med dattervirksomheder, associerede virksomheder og fælles ledede virksomheder i 2013 eller 2012.		
			Moderselskabets udbytte fra dattervirksomheder og fælles ledet virksomhed fremgår af note 8.		
		27	Joint ventures		
			Højgaard Holding ejer 54 % af MT Højgaard A/S, som er en fælles ledet virksomhed. Derudover deltager koncernen via MT Højgaard A/S i denne koncerns fælles ledede aktiviteter og fælles ledede virksomheder. For en omtale heraf henvises til note 36.		
			Fælles ledede virksomheder		
			Koncernens andel af årets resultat og balanceposter for MT Højgaard A/S er indregnet i regnskabet med følgende beløb:		
			Resultatopgørelse		
			Nettoomsætning	3.973,4	5.256,8
			Resultat af primær drift	89,2	-273,9
			Resultat før skat	75,0	-276,3
			Årets resultat	18,0	-276,3
			Balance		
			Langfristede aktiver	563,3	617,0
			Kortfristede aktiver	1.607,5	1.776,8
			Aktiver i alt	2.170,8	2.393,8
			Langfristede forpligtelser	269,7	221,0
			Kortfristede forpligtelser	1.298,4	1.756,5
			Forpligtelser i alt	1.568,1	1.977,5
			Egenkapital	602,7	416,3

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		28	Finansielle risici		
			Koncernens aktiviteter udføres primært i MT Højgaard koncernen. De øvrige aktiviteter i Højgaard Holding koncernen indebærer kun beskedne finansielle risici.		
			Der er ingen væsentlige ændringer i koncernens risikoeksponering eller risikostyring sammenholdt med 2012.		
			MT Højgaard koncernen opretholder et samlet overblik over koncernens valutapositioner og rentefølsomhed med henblik på at begrænse valutakursrisiko og med henblik på at holde rentefølsomheden på et lavt niveau.		
			Valutarisici		
			Valutarisici er primært knyttet til MT Højgaard koncernen, hvor valutarisici styres centralt med henblik på at reducere påvirkningen af valutaudsving. På projekter søges risici minimeret ved at tilstræbe, at indtægts- og udgiftssiden er sammensat, så de balancerer valutamæssigt og ved anvendelse af valutaterminskontrakter.		
			Koncernens udenlandske virksomheder påvirkes ikke i betydelig grad af valutaudsving, idet såvel indtægter som omkostninger afregnes i de enkelte koncernvirksomheders funktionelle valuta.		
			I de tilfælde, hvor der opstår væsentlige valutapositioner for valutaer uden for euro-samarbejdet, sikres disse normalt med valutaterminsforretninger. Valutaeksponeringen knytter sig derfor væsentligst til værdien af udenlandske kapitalinteresser, som normalt ikke sikres.		
			Koncernen anvender primært valutaterminskontrakter til afdækning af kontraktuelle og budgetterede pengestrømme. Ændringer i værdien af afledte finansielle instrumenter indregnes løbende i resultatopgørelsen under produktionsomkostninger, da betingelserne for regnskabsmæssig behandling som sikringsinstrumenter ikke opfyldes. I koncernens resultatopgørelse udgør det indregnede beløb en udgift på 4,1 mio. DKK (2012: udgift på 4,6 mio. DKK).		
			De åbentstående valutaterminsforretninger pr. den 31. december 2013 har en restløbetid på op til et år.		
			Koncernens omsætning i udenlandsk valuta er i 2013 på 0,5 mia. DKK (2012: 0,5 mia. DKK), som primært er i norske kroner, engelske pund og euro.		
			Koncernens væsentligste valutaeksponering knytter sig primært til EUR, USD, GBP, NOK og SEK.		

Note Mio. DKK

28 Finansielle risici, fortsat

Valutarisici

Nedenfor er den mulige indvirkning på årets resultat og egenkapital på grund af rimelige sandsynlige ændringer i valutakurser vist:

	Nominel position af likvider, tilgodehavender og finansielle forpligtelser	Mulig indvirkning på årets resultat og egenkapital
EUR/DKK, sandsynlig stigning af valutakurs 1 %	32,8	0,5
USD/DKK, sandsynlig stigning af valutakurs 5 %	-15,4	-1,1
GBP/DKK, sandsynlig stigning af valutakurs 5 %	7,8	0,5
SEK/DKK, sandsynlig stigning af valutakurs 5 %	3,7	0,3
NOK/DKK, sandsynlig stigning af valutakurs 5 %	11,2	0,8
	40,1	

Et fald i valutakurserne vil have en tilsvarende modsatrettet påvirkning på årets resultat og egenkapital.

Den angivne følsomhedsanalyse er opgjort på baggrund af de finansielle instrumenter, som er indregnet pr. den 31. december 2013 og på baggrund af en forud-sætning om uændret produktion/afsætning og prisniveau.

Renterisici

Renterisici kan hovedsageligt henføres til likvide beholdninger/værdipapirer og rentebærende gældsposter.

Ultimo 2013 udgør de likvide beholdninger/værdipapirer 234,4 mio. DKK og er primært placeret på korte aftaleindskud og i obligationer med en varighed på under tre ved udgangen af 2013.

Koncernens rentebærende forpligtelser udgør 234,7 mio. DKK ultimo 2013, hvoraf 34 % er kortfristet låntagning. Den gennemsnitlige vægtede restløbetid på koncernens rentebærende gæld er på 4,0 år, og den vægtede gennemsnitlige effektive rente er på 3,5 %. Andelen af koncernens rentebærende gæld, som er fast forrentet, udgør 47 %.

Ændringer i dagsværdi: En stigning på 1 procentpoint i forhold til balancedagens renteniveau ville alt andet lige have haft en effekt på årets resultat og egenkapital pr. den 31. december 2013 i koncernen med -2,2 mio. DKK (i 2012 -2,3 mio. DKK). Et fald i renteniveauet på 1 procentpoint ville have haft en tilsvarende modsatrettet effekt.

Ændringer i pengestrømme: En stigning på 1 procentpoint i forhold til årets realiserede renteniveau vedrørende koncernens variabelt forrentede likvider/værdipapirer og gæld, ville alt andet lige have haft en negativ effekt på årets resultat og egenkapital pr. den 31. december 2013 i koncernen med -0,4 mio. DKK (2012: negativt med 0,5 mio. DKK). Et fald i renteniveauet på 1 procentpoint ville have haft en tilsvarende modsatrettet effekt.

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		28	Finansielle risici, fortsat		
			Kreditrisici		
			Kreditrisici styres generelt ved en løbende kreditvurdering af større kunder og samarbejdspartnere. Koncernen har ingen væsentlige risici vedrørende en enkelt kunde eller samarbejdspartner.		
			Kreditrisikoen på andre modparter end banker vurderes at være begrænset, idet koncernen ved indgåelse af entreprisekontrakter med private bygherrer i væsentligt omfang kræver betalingsikkerhed i form af bank- og kautionforsikringsgarantier eller lignende. De politiske kreditrisici ved udlandsarbejder afdækkes gennem eksportkreditforsikring efter vurdering.		
			Nedskrivning til imødegåelse af tab på tilgodehavender udgør derfor et uvæsentligt beløb og skyldes kunders konkurs eller forventede konkurs.		
			Nedskrivninger indeholdt i tilgodehavender har udviklet sig som følger:		
			Regnskabsmæssig værdi 01-01	7,3	6,9
			Hensat i året	11,2	0,4
			Anvendt i året	-0,2	0,0
			Ubenyttede hensættelser for tidligere år tilbageført	-2,9	
			Regnskabsmæssig værdi 31-12	15,4	7,3
			Nominel værdi af nedskrevne tilgodehavender	30,2	7,3
			Tilgodehavender, der var overforfaldne pr. den 31. december med over 90 dage, som ikke er værdiforringet	90,0	52,6
			Modtagne sikkerhedsstillelser for tilgodehavender (dagsværdi)	136,9	152,8

Likviditetsrisici

Likviditetsrisici styres gennem etablerede, hensigtsmæssige kreditrammer og lånetilsagn afstemt efter behovet for finansiering af den planlagte drift og de forventede investeringer.

Ved udgangen af 2013 udgør koncernens finansielle beredskab 522 mio. DKK. Det finansielle beredskab består af likvide beholdninger og værdipapirer med 234 mio. DKK og uudnyttede kreditfaciliteter med 288 mio. DKK. Af det samlede finansielle beredskab er 362 mio. DKK til rådighed for koncernen.

Af koncernens øvrige faciliteter er 57 mio. DKK behæftet med finansielle covenants relateret til soliditet og indtjening.

På baggrund af koncernens forventninger til den fremtidige drift og koncernens aktuelle finansielle beredskab, er der ikke identificeret væsentlige likviditetsrisici.

Morderselskabets likvide beredskab vurderes at være tilfredsstillende.

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		28	Finansielle risici, fortsat		
			Likviditetsrisici fortsat		
			Finansielle forpligtelser sammensætter sig som følger:		
10,7	71,3		Rentebærende forpligtelser	234,7	292,0
			Leverandørgæld	417,1	568,7
			Afledte finansielle forpligtelser	1,0	3,1
10,7	71,3		Regnskabsmæssig værdi i alt	652,8	863,8
			Forfaldsprofil for finansielle forpligtelser:		
10,7	9,3		Under et år	495,9	784,3
			Mellem et og to år	19,4	16,5
	62,0		Mellem to og fem år	109,3	44,3
			Over fem år	27,2	15,6
10,7	71,3		Kontraktlige pengestrømme i alt	651,8	860,7
			Forfaldsprofil for afledte finansielle forpligtelser:		
			Under et år	1,0	3,1
			Mellem et og to år		
			Kontraktlige pengestrømme i alt	1,0	3,1
			Kategorier af finansielle instrumenter		
			Den regnskabsmæssige værdi opdelt på kategorier:		
96,6	0,1		Finansielle aktiver, der måles til dagsværdi via resultatopgørelsen	88,2	185,6
3,5	3,6		Udlån, tilgodehavender og likvide beholdninger	1.138,3	1.227,1
			Finansielle forpligtelser, der måles til dagsværdi over resultatopgørelsen	1,0	3,1
12,6	73,2		Finansielle forpligtelser, der måles til amortiseret kostpris	998,1	1.201,5
			Dagsværdihierarki for finansielle instrumenter, der måles til dagsværdi i balancen		
			Koncernens værdipapirer værdiansættes efter noterede priser (niveau 1).		
			Koncernens afledte instrumenter værdiansættes til observerbare priser (niveau 2).		
			Koncernens politik er at indregne overførsler mellem de forskellige kategorier fra det tidspunkt, hvor en begivenhed eller ændring i forholdene medfører, at klassifikationen ændres. Der er ikke sket overførsler mellem niveauerne i 2013.		
		29	Kapitalstyring		
			Behovet for tilpasning af kapitalstrukturen i de enkelte virksomheder i koncernen vurderes løbende.		
			Til rådighed for udlodning til aktionærerne vil normalt være det udbytte, der modtages fra MT Højgaard A/S.		
			Den 31. december 2013 udgør Højgaard Holding A/S selskabskapital 84 mio. DKK, der er fuldt indbetalt. Selskabskapitalen er fordelt på aktier a 20 DKK. Ud-loddet udbytte i 2013 pr. aktie udgjorde 0 DKK. (2012: 0 DKK)		
		30	Ny regnskabsregulering		
			IASB har udsendt en række regnskabsstandarder og fortolkningsbidrag, der ikke er obligatoriske for Højgaard Holding koncernen ved udarbejdelsen af årsrapport for 2013.		

Morderselskab				Koncern	
2012	2013	Noter	Mio. DKK	2013	2012

30 Ny regnskabsregulering, fortsat

Bortset fra førtidsimplementering af amendments til IAS 36 forventes de nye regnskabsstandarder og fortolkningsbidrag implementeret i takt med, at de bliver obligatoriske for Højgaard Holding koncernen. Udover nedenstående forventes ingen af de nye regnskabsstandarder og fortolkningsbidrag at få betydelig indvirkning på regnskabsaflæggelsen for Højgaard Holding koncernen.

IFRS 10 ændrer på, hvornår en virksomhed skal konsolideres. IFRS 10 fastslår, at en investor fremover skal konsolidere en anden virksomhed, når den har kontrol over de relevante aktiviteter, der genererer variabelt afkast. Standarden, der er godkendt af EU, gælder i EU for regnskabsår, der påbegyndes den 1. januar 2014 eller senere.

IFRS 11 vedrørende arrangementer med fælles ledelse erstatter IAS 31 Joint Ventures. Fremover kan der ikke frit vælges mellem pro rata-konsolidering og indre værdis metode for fælles kontrollerede virksomheder. IFRS 11 opdeler Joint Arrangements i joint ventures (indre værdis metode) og joint operations (forholdsmæssig andel af underliggende aktiver og passiver) baseret på både formelle og substansmæssige forhold. Den fælles ledede virksomhed MT Højgaard, der i dag indregnes ved pro rata-indregning vil efter implementering af standarden indregnes som et joint venture dvs. efter den indre værdis metode med konsolidering på én linje. Standarden, der er godkendt af EU, gælder i EU for regnskabsår, der påbegyndes den 1. januar 2014 eller senere.

Såfremt ovenstående havde været gældende for 2013 ville koncernens omsætning for 2013 have udgjort 72,2 mio. DKK. En konsekvens ville således have været, at der i koncerntallene bl.a. stort set ingen omsætning og produktionsomkostninger m.m. ville være, samt at balancen og noteapparatet ville være væsentligt reduceret.

Resultat før skat for koncernen ville udgøre 26,8 mio. DKK. Årets resultat og egenkapitalen for koncernen ville være uændret.

IFRS 12 indeholder oplysningskrav om både konsoliderede og ikke-konsoliderede virksomheder, joint ventures og associerede virksomheder. Standarden, der er godkendt af EU, gælder for regnskabsår, der påbegyndes den 1. januar 2014 eller senere.

Morderselskab				Koncern	
2012	2013	Note	Mio. DKK	2013	2012
		31	Regulering for ikke-likvide driftsposter mv.		
			Afskrivninger på immaterielle og materielle aktiver	59,9	69,4
			Øvrige reguleringer	59,2	103,8
			I alt	119,1	173,2
		32	Køb af materielle aktiver		
			Køb af materielle aktiver inkl. finansielt leasede aktiver	-73,3	-53,8
			Heraf finansielt leasede aktiver	4,3	17,1
			I alt	-69,0	-36,7
		33	Optagelse af langfristet gæld til kreditinstitutter mv.		
			Optagelse af gæld til kreditinstitutter mv. inkl. leasinggæld	34,9	16,4
			Heraf leasinggæld	-4,3	-16,4
	62,0		Optagelse af gæld til tilknyttede virksomheder	62,0	
	62,0		I alt	92,6	0,0
		34	Køb og salg af virksomheder og aktiviteter		
			Køb af virksomheder og aktiviteter		
			Materielle aktiver		1,8
			Varebeholdninger		0,6
			Kortfristede forpligtelser		-0,2
			Overtagne identificerbare nettoaktiver		2,2
			Goodwill		2,5
			Anskaffelsessum, kontant		4,7
			Likvide beholdninger i købte virksomheder		0,0
			Kontant anskaffelsessum, netto		4,7
			Tilgang i 2012 vedrører tilkøb i MT Højgaard koncernen.		
		35	Likviditet		
			Likviditet pr. 31-12 kan specificeres således:		
	2,3	3,4	Frie likvide beholdninger	9,2	6,8
			Likvide beholdninger, der ikke er til rådighed for den samlede koncern	137,0	100,3
	2,3	3,4	Likvide beholdninger	146,2	107,1
			Kortfristet gæld til kreditinstitutter mv.	-56,7	-196,3
	2,3	3,4	Likviditet i alt	89,5	-89,2
			Likvide beholdninger, der ikke er til rådighed for den samlede koncern, omfatter likvider i fælles ledede virksomheder og konsortier i MT Højgaard, der som udgangspunkt alene kan anvendes i disse virksomheder og konsortier.		

Note**36 Dattervirksomhed og fælles ledet virksomhed**

Selskaber pr. 31. december 2013	Hjemsted		Ejerandel %		Selskabskapital i 1.000
Højgaard Holding A/S	Gentofte	DK		DKK	84.100
Fælles ledet virksomhed					
MT Højgaard A/S	Søborg	DK	54,0	DKK	520.000
Ajos A/S	Hvidovre	DK	100,0	DKK	500
Enemærke & Petersen A/S	Ringsted	DK	100,0	DKK	5.000
Ringsted Entreprenørforretning ApS	Ringsted	DK	100,0	DKK	200
E & P Service A/S	Albertslund	DK	100,0	DKK	500
Greenland Contractors I/S	København	DK	66,7	DKK	-
Lindpro A/S	Glostrup	DK	100,0	DKK	25.000
Arssarnerit A/S	Grønland	DK	100,0	DKK	2.000
MT (UK) Ltd.	England	GB	100,0	GBP	25
MT Atlantic Inc.	USA	US	100,0	USD	10
MT Højgaard Føroyar P/F	Færøerne	DK	100,0	DKK	2.700
MT Højgaard (GIB) Ltd.	Gibraltar	GB	100,0	GBP	2
MTH Qatar LCC	Qatar	QA	49,0	QAR	200
MT Højgaard Grønland ApS	Grønland	DK	100,0	DKK	200
MT Højgaard Norge A/S	Norge	NO	100,0	NOK	500
MTH Insurance A/S	Søborg	DK	100,0	DKK	30.000
MTH Maldiverne Ltd.	Maldiv.	MV	100,0	MVR	2
MT Stål Vietnam Company Limited	Vietnam	VN	100,0	USD	50
OPP Hobro Tinglysningsret A/S	Frederiksberg	DK	33,3	DKK	700
OPP Randers P-hus A/S	Frederiksberg	DK	33,3	DKK	4.410
OPP Vildbjerg Skole A/S	Frederiksberg	DK	33,3	DKK	500
OPP Ørstedskolen A/S	Frederiksberg	DK	33,3	DKK	2.400
OPS Frederikshavn Byskole A/S	Frederiksberg	DK	50,0	DKK	18.000
Scandi Byg A/S	Løgstør	DK	100,0	DKK	3.000
Sociedade de Empreitadas e Trabalhos Hidráulicos, S.A., (Seth)	Portugal	PT	60,0	EUR	4.000
Dattervirksomhed					
Højgaard Industri A/S	Gentofte	DK	100,0	DKK	2.000

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7 March 2013

The MT Højgaard Group's annual report 2013

The Board of Directors has today discussed and approved the Group's 2013 annual report. The financial results match expectations and are a marked improvement on the major losses of the two previous years.

- Profit from ordinary activities was DKK 35 million
- The consolidated operating result (EBIT) was a profit of DKK 165 million, with concluded disputes contributing DKK 130 million
- The improvement is due to targeted action, especially in risk management, tightened profitability requirements and process efficiencies
- A new strategy framework focusing on profitability was adopted in November 2013. The financial ambition is an operating result (EBIT) of 5% by the end of 2015
- The order intake at the start of 2014 was up 26% on the previous year
- For 2014, we expect revenue of between DKK 7.0 and 7.5 billion
- For 2014, we expect a positive operating result of DKK 150-225 million, equivalent to an EBIT margin of 2-3% before special items (old offshore disputes)
- The first half is still expected to be affected by the completion of old projects with a low profitability
- The main assumptions on which the outlook is based are a positive market development, our project selection and risk management model, requirements concerning profitability for new orders, focus on customer satisfaction and long-term partnerships

The annual report describes our external activities, the major internal reorganisation and the results achieved in the past year, which marked a positive turnaround in the development of the MT Højgaard Group.

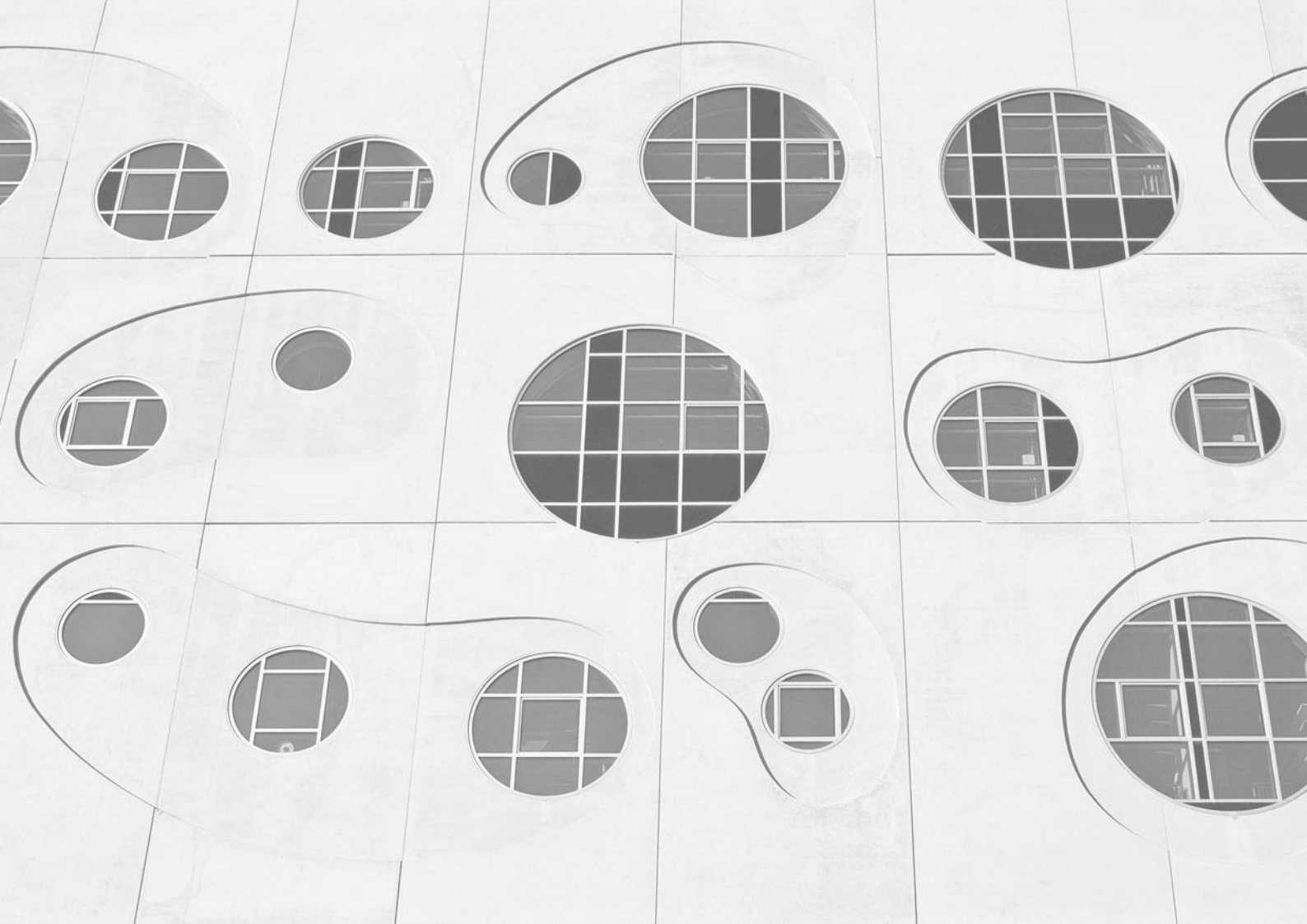
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Annual report 2013
MT Højgaard Group

Annual report 2013

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Group profile

The MT Højgaard Group is one of the leading players in the construction and civil engineering industry in the Nordic countries. The Group has the size, experience and capabilities to deliver everything from small construction and civil engineering projects to very large, complex projects. We are organised into the company MT Højgaard and a group of specialised wholly-owned and partly owned subsidiaries.

We provide services based on our strong capabilities, which, allied to our geographical footprint, expertise and strengths when it comes to managing special projects, give the Group a solid foundation both in Denmark and internationally.

Our history began in 1918, when the two companies Monberg & Thorsen and Højgaard & Schultz were founded. The two companies merged in 2001, and the MT Højgaard Group became a reality.

We operate in selected markets, both geographically and in terms of capabilities, and with our international business relationships we are able to form the relevant joint ventures and partnerships.

Our good reputation is based on satisfied customers achieved by focusing on quality, efficiency and delivery reliability.

Summary

The financial results match expectations and are a marked improvement on the major losses of the two previous years.

- Recent years' losses have been turned around to a profit from ordinary activities of DKK 35 million and a consolidated operating profit (EBIT) of DKK 165 million, matching the outlook at the start of the year. The Buxton case, which is one of several old disputes, was concluded in 2013, and these cases contributed a total of DKK 130 million to the results
- The improvement is due to targeted action, especially in risk management, tightened profitability requirements and process efficiencies
- Several striking projects were handed over to satisfied clients, including Novo Nordisk's new head office, the Hardanger Bridge, the PPP project Stjerneskolén, the motorway bridge near Linå between Aarhus and Silkeborg and the expansion of the E45 motorway near Vejle
- A 26% increase in order intake, partly through a number of large orders such as head offices for Nordea Bank and BESTSELLER; refurbishment of Rosenhøj and Langkærparken; civil works, construction and electrical works on the New University Hospital (DNU); and construction of a care centre and a health centre at the shopping centre Albertslund Centrum

A new strategy framework focusing on profitability was adopted by the Board of Directors in November 2013. We aim to achieve an operating result (EBIT) of 5% by the end of 2015.

Improvement of the financial results in 2014 based on an expected positive market development, a tight risk model and profitability requirements, focus on customer satisfaction and long-term partnerships, but also the fact that the first half of 2014 will continue to be affected by old, unprofitable projects.

Financial results for 2013

- Revenue was DKK 7.4 billion, as expected
- Profit from ordinary activities was DKK 35 million, as expected
- The consolidated operating result (EBIT) was a profit of DKK 165 million compared with a loss of DKK 507 million in 2012. The effect of the conclusion of the Buxton case and other disputes contributed DKK 130 million to consolidated operating profit.
- Equity stood at DKK 1.1 billion compared with DKK 771 million at the end of 2012. In February 2013, the Group received an injection of DKK 300 million in new capital. The equity ratio at 31 December 2013 was consequently 27.8% versus 17.4% in 2012
- Cash flows from operating activities were an inflow of DKK 19 million
- No dividend is proposed

Outlook for 2014

- Expected revenue of between DKK 7.0 and 7.5 billion
- Expected positive operating result (EBIT) of DKK 150-225 million, equivalent to an EBIT margin of 2-3% before special items (old offshore disputes)
- The result may be affected by the outcome of old offshore disputes, most of which are expected to be concluded in 2014, and the first of them already within a relatively short time
- New IFRS rules for jointly controlled entities have a positive impact of around DKK 50 million on the expectations concerning the operating result (EBIT)
- The order book stood at DKK 7.5 billion at the start of 2014, with DKK 5.1 billion expected to be executed in 2014
- Maintenance of satisfactory financial resources in the form of cash and cash equivalents, securities and credit facilities

Consolidated financial highlights

Amounts in DKK million	2009	2010	2011	2012	2013
Income statement					
Revenue	9,087	8,303	9,307	9,735	7,358
Gross profit (loss)	740	541	80	-63	610
Operating profit (loss) (EBIT)	290	94	-332	-507	165
Profit (loss) before tax	307	100	-335	-512	139
Profit (loss) for the year	223	61	-261	-512	33
Cash flows					
Cash flows from operating activities	485	-328	-268	-142	19
<i>Purchase of property, plant and equipment</i>	-236	-241	-125	-68	-128
<i>Acquisition and disposal of enterprises and activities</i>	-16	-3	-1	-9	0
<i>Other investments, net*</i>	-269	482	229	64	106
Cash flows for investing activities	-521	238	103	-13	-22
Cash flows from operating and investing activities	-36	-90	-165	-155	-3
* Portion relating to net investments in securities	-362	337	69	-4	-1
Balance sheet					
Non-current assets	1,036	1,080	1,124	1,143	1,043
Current assets	4,468	3,618	4,530	3,290	2,977
Total assets	5,504	4,698	5,654	4,433	4,020
Equity	1,610	1,618	1,289	771	1,116
Non-current liabilities	240	319	405	409	500
Current liabilities	3,654	2,761	3,960	3,253	2,404
Total equity and liabilities	5,504	4,698	5,654	4,433	4,020
Other information					
Order intake	7,081	10,070	8,836	7,026	8,849
Order book, year end	7,455	9,222	8,751	6,042	7,533
Net interest-bearing deposit/debt (+/-)	824	337	-10	-190	97
Invested capital	880	1,281	1,299	961	1,019
Average number of employees	5,872	5,217	4,738	4,688	3,974
Financial ratios					
Gross margin (%)	8.1	6.5	0.9	-0.6	8.3
EBIT margin (%)	3.2	1.1	-3.6	-5.2	2.2
Pre-tax margin (%)	3.4	1.2	-3.6	-5.3	1.9
Return on invested capital (ROIC) (%)	30.7	8.7	-25.7	-44.9	15.1
Return on invested capital after tax (ROIC after tax) (%)	22.2	5.2	-20.0	-44.9	3.5
Return on equity (ROE) (%)	14.6	3.8	-18.0	-49.7	3.2
Equity ratio (%)	29.2	34.5	22.8	17.4	27.8
Proposed dividend (DKK million)	50	50	0	0	0

The financial ratios have been calculated in accordance with 'Recommendations & Financial Ratios 2010' published by the Danish Society of Financial Analysts.

The financial ratios used are defined in note 1.

Productivity in focus - for our customers and ourselves

2013 was a busy year with major changes, both internally and in relation to our customers. Taking this into account, it is satisfying that we delivered a profit from ordinary activities of DKK 35 million and a consolidated operating profit (EBIT) of DKK 165 million, corresponding to a margin of around 2.2% of revenue. The Buxton case, which is one of several old disputes, was concluded in 2013, and these cases contributed a total of DKK 130 million to the results.

This is on a par with expectations and a marked improvement on the major losses of the two previous years.

The improvement was due to a determined effort to restore a healthy financial position. Profitability has already increased, the quality of our order portfolio has greatly improved and our risk profile is healthier. We have thus entered a phase of reasonable, positive development and command confidence from both our customers and our business partners.

The result reflects the fact that we are still completing previous orders with low profitability and this will also be the case for 2014. However, our sights are set on a much better profitability than we have had for many years, in the form of an EBIT margin of 5%, which we aim to achieve by the end of 2015.

In parallel with our work to complete the unprofitable projects, we have been consistently building up a strong, forward-looking platform. We have particularly focused on improving efficiency, organisation and risk management. The effect of all the restructuring is increasingly filtering through in the form of improved profitability in both the day-to-day operations and the intake of new orders.

The focal point of our strategy is productivity. Our task is to improve productivity in all we do. This will ensure a sound financial position for the Group, but optimum productivity is also our guiding principle in every single customer contact, in all our collaborative relationships and on every single project. In this way we will also play our part in increasing productivity in the industry and the community as a whole.

One way in which we are improving our productivity is through our ever-increasing use of information technology. This improves efficiency in our communication concerning individual projects. At the same time, increased digitisation provides good opportunities for continuously coordinating expectations, coordinating the activities of those involved and making the MT Højgaard Group a central unifying point during the course of the project. Customers receive better results and we gain valuable and useful insight, which can be exploited for the future. With the help of stronger collaborative relationships and well-structured partnerships, we also try to become involved in projects at the earliest possible stage. This

results in better quality, increased satisfaction, reasonable project realisation and greater profitability.

We have had problems with earnings, but we have also addressed them, for instance by tightening the profitability requirements for taking on new projects and ensuring a more precise distribution of responsibilities and closer follow-up than previously on the individual projects. This has helped to improve earnings over the past year and has equipped the Group to meet a brighter, more exciting future. However, there is still some uncertainty related to outcomes of the offshore disputes that the Group is involved in and we expect to be concluded in 2014. The first of them already within a relatively short time.

As in other parts of industry, we can see challenges ahead, but also many opportunities. We anticipate that the Danish construction and civil engineering market will grow by approx. 20% overall over the next five years.

We have become much better at bidding for projects that are a good match for us. We have implemented a large number of strategic and organisational initiatives. And last but not least, our customers are expressing their satisfaction with our services.

So, together with our highly skilled and committed employees and managers, I look forward to the Group delivering many good solutions and results in the years ahead.

Torben Biilmann
President and CEO

Strategic platform

The MT Højgaard Group's vision is to be the most productivity-enhancing group in the construction and civil engineering industry. By this we mean that we want to increase productivity in all we do, because productivity is one of the main challenges facing Danish society, where the construction and civil engineering industry in particular is characterised by very low productivity. We are keen to change this, as it will also help to ensure a sound financial position for our customers and ourselves.

The outcome of our daily work must be the opportunity for both us and our business partners to work more efficiently and productively. When we build new head offices, we strive to give our customer's users the opportunity to be productive, for example by ensuring a better indoor climate or space for more production machinery at the same price. And when we build a bridge or a road with more hard-wearing asphalt or extra capacity, we help to create productivity in the community. When we carry out our tasks in a more intelligent way by involving the right people at the right time and thus reducing the input of production, energy and resources, this also helps to promote productivity. In this way our vision embraces everyday tasks and also reaches out into the community.

Focus areas

We have a three-pronged strategy framework, which ensures that we enhance productivity and offer better, faster and more cost-effective solutions: Projects from Community to Operation, Best in Class VDC (Virtual Design Construction) and Exploiting Group Synergies.

Projects from Community to Operation

We focus on establishing collaboration with individual clients and their consultants as early as possible, preferably already in the conceptual phase. In this way, the Group's experience and efficient solution options will play a much bigger part in the final solution and the process will be simpler.

Best in Class VDC

We focus on efficiency in individual projects and in the way we implement individual activities, and on strengthening these by increased use of common information technology. This technology helps with factors such as visualisation, technical precision, procurement and supplies (the right quantities in the right places and at the right times), planning and coordination of the many processes involved and continuous monitoring that realisation is in line with plans – technically and financially. All projects are supported by increased systematisation and standardisation. In the light of experiences with individual projects, we accumulate knowledge, which we can use in developing optimum processes and standard solutions. We call this VDC - Virtual Design Construction.

Exploiting Group Synergies

Our day-to-day work is characterised by cooperation between the companies in the Group in all relevant contexts. We do this via central cross-organisational initia-

tives and ad hoc from project to project. Pooling our experiences and skills, as well as types of projects and customers means that the various members of the Group benefit greatly from each other, both strategically and operationally. Developing common solutions in such areas as IT, risk management and procurement, drawing on common skills in areas such as law, finance and health and safety, increases knowledge, raises quality, lowers costs and creates a more efficient Group.

Must Win Battles

We have identified five action areas that are to help us to achieve our targets. Each of the five areas is made up of a number of actions that help us to implement our strategy.

1. Control of operations
Actions to improve the Group's financial strength
2. Employees, management, culture and values
Actions to reinforce our culture, embed our values and support management development and professional development
3. Project and price optimisation
Actions to improve prices, quality and projects
4. Markets and customers
Actions to cultivate attractive markets and segments and link key customers more closely to the Group
5. Group strategy
Actions to develop long-term robustness and profitability for the Group

Targets

We have set ourselves six operational targets. In the first year, they will only apply to the MT Højgaard company, but beyond 2014 the targets will be extended to cover the whole Group:

Customer satisfaction index 76

We want to have satisfied customers, who feel their collaboration with us provides them with sound solutions. We achieve this by ensuring that price and quality go hand in hand. In 2013, we had an overall customer satisfaction index of 77 out of 100. In 2013, we carried out fewer surveys than previously and had a response rate of 37%. In 2014, we would like to increase this figure to 50% while at the same time maintaining focus on a high degree of satisfaction, at a minimum of 76 out of 100.

60% of revenue from key customers

We have well-functioning partnerships with good customers, who we see great potential in working with again and thus achieving added sales. Those we describe as key customers currently represent 40% of our revenue. We would like to increase this to 60% by the end of

2016, for instance through closer internal collaboration on customers and by building up a better understanding of the customer's needs.

Employee satisfaction index 76

Our employees have to put the strategy into practice and work towards achieving our vision. It is they who will have to secure productivity, so we focus on job satisfaction and motivation for implementing the strategy in practice. In spring 2013, we measured employee satisfaction at MT Højgaard and achieved an overall satisfaction index of 68 out of 100. This was a fall of seven points from the index of 75 in 2010. The fall was expected as a result of the 'turbulence', the adjustments and the speed of the changes that the employees have experienced during the last few years. We are currently focusing on improving the index to 76 by the end of 2016, for instance through management by results and objectives, which will give the employees motivation and direction, and we also expect that the figure will increase when the Group delivers the expected results.

No defects or deficiencies

Defects and deficiencies in building equal poor economy, as they mean that individual tasks have to be performed several times. We therefore wish to ensure that we avoid defects and deficiencies, for instance by using proven standard solutions, in respect of both the methods we use and the actual product we sell.

In recent years, we have been focusing on developing solutions that will ensure we avoid defects and deficiencies. The next step is the implementation of a measurement of the number of defects and deficiencies on projects.

Max. 15 injuries per one million hours worked

The most important reason why we are constantly striving to avoid injuries is that it should be safe to go to work. However, being able to show the lowest possible injury frequency also puts us in a better position with regard to our clients, and injuries are also bad for business as they invariably affect productivity. In 2013, MT Højgaard's injury frequency of 27.4 per one million hours worked among our hourly paid employees was far too high. Over the next three years, we want to bring this down to below 15, with none resulting in fatalities or being of a serious nature (injuries resulting in amputation, bone fractures or extensive bodily injury).

Ongoing improvements in productivity

In collaboration with the Confederation of Danish Industry (DI) we are working on defining a method for measuring productivity in our Group. At the same time, we have launched a number of productivity-enhancing initiatives, including a catalogue of standard solutions and products that we use in various areas of construction technology. We have also set up a corporate staff department called Production Support, in which areas such as procurement, processes, knowledge-sharing and BIM (Building Information Modelling)/VDC (Virtual Design Construction) can all be considered as a whole with a view to enhancing productivity. In this way we ensure uniformity in what we do, and that we use solutions that we know from experience will fulfil customers' needs and meet the quality requirements that we in the Group can vouch for.

Vision The most productivity-enhancing group within the construction and civil engineering industry				
Requirements A minimum of 5 percent EBIT in all business areas and subsidiaries A positive cash flow		Target A customer satisfaction index of 76 60 percent revenue generated from key clients An employee satisfaction index of 76 Zero defects and deficiencies A maximum of 15 accidents at work per 1 million work hours Continuous increase in productivity		
Projects from society to operations		Best-in-class approaches and VDC		Exploiting group synergies
Operations under control	Staff, management, culture and values	Project and price optimisation	Markets and customers	Group strategy

Operating review

MT Højgaard has activities within construction, civil works, offshore and steel bridges. We have extensive experience with Public Private Partnerships (PPPs) and have entered into collaboration with a number of important players. Our ambition is to enter into more collaborative relationships of this type in both construction and civil works.

Our subsidiaries are also active in construction and civil works, either for their own customers or as subcontractors to the rest of the Group.

In 2013, the Group delivered an operating result that was satisfactory in the circumstances. The result matched expectations and reflected the fact that MT Højgaard made a negative contribution to the result, while the subsidiaries as a whole made a positive contribution.

Our activities in 2013 were generally characterised by the fact that we have improved control of the running of projects in progress. This was a result of a determined effort to improve profitability, the quality of our order portfolio and our risk profile. This effort included improving efficiency, for example by extending the use of common information technology and developing thoroughly tested methods and solutions. We also made increased demands for earnings on new orders and introduced clearer distribution of responsibilities.

At the same time, we had fewer impairment losses on projects as a result of having completed the majority of the unhealthy projects won before 2012. We expect to complete the last of these projects in the course of 2014.

According to Statistics Denmark, there were 694 insolvencies in the construction and civil engineering industry in 2013, and the failure of E. Pihl & Søn, in particular, resonated in the public sphere. This led to uncertainty among all stakeholders – including our customers, business partners and employees. These business failures have also brought new opportunities in the form of pro-

jects, for example, we are completing BESTSELLER's new head office in Aarhus, and the opportunity to recruit employees from insolvent companies.

A third consequence we have experienced has been that banks and suppliers have tightened up on lending and credit, and it has become harder to provide the necessary guarantees.

Looking at the industry as a whole, we expect a sharply rising market, especially in construction and refurbishment (see chart below).

Construction

MT Højgaard designs and constructs buildings for all purposes – private or public, primarily in Denmark, but also in Norway.

Projects range from the building of a high-rise block to the extension of a shopping centre to small conversions. As the Danish housing stock ages, several large refurbishment projects have gradually come our way.

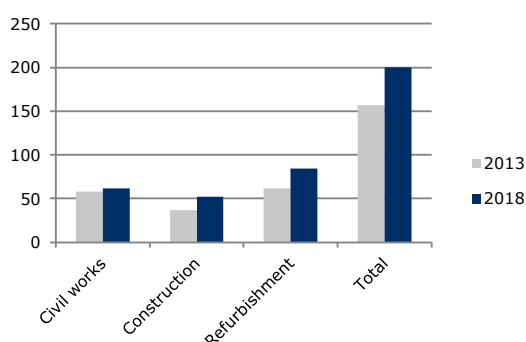
Our capabilities cover everything from residential, commercial and institutional construction to refurbishment and carpentry projects. We also have extensive experience with Public Private Partnerships (PPPs).

Overall, our construction activities have been increasing steadily, with a regular, good inflow of new projects.

In the past year, we have focused on hospital building. This has led to projects in civil works, construction and electrical work. Among other things, we are engaged in two shell construction contracts, one fitting-out contract and various civil works at the New University Hospital near Aarhus to a value of DKK 270 million and at Rigshospitalet in Copenhagen to a value of DKK 111 million.

We have also won several major head office contracts. In Ørestaden in Copenhagen, we will be building a new head office for Nordea to a value of DKK 873 million and in Aarhus one of our projects will be to complete the

We expect that the Danish construction and civil works market will increase in the period up to 2018 (DKK billion).



construction of BESTSELLER's head office to a value of DKK 530 million.

Before signing the contract for Nordea's head office, we had worked together with Nordea for over six months on planning and optimising the project through a collaboration agreement. This form of collaboration fits with our focusing strategy, and we predict increased interest from customers. We hope to see many more of these in the future, as they ensure good, well thought through projects and that the customer receives a quality building with good lifecycle costing.

The volume of the total Danish construction market including refurbishment is expected to be in the order of DKK 100 billion in 2014. Around half of this will be relevant to us. The refurbishment market is still growing and is currently worth DKK 60 billion, half of which is relevant to us.

We are not only engaged in new building and refurbishment, but also in the development and realisation of projects in residential, commercial and retail property in Denmark. We saw a substantial increase in this area in 2013.

The projects in which we have been involved at the development stage range from relatively small dense/low-rise residential building projects to new urban areas with integrated housing, offices, institutions and shops. We develop projects on both our own sites and third party sites in collaboration with site owners, authorities, tenants and investors.

In the area of project development we are experiencing growing demand for housing, especially in Copenhagen and the surrounding area. The commercial market is showing a slightly upward trend towards a desire for properties that can be split into a number of separate tenancies. This applies for example to the construction of an office block at Knud Højgaard's Vej 7 in Søborg, which we are building for PensionDanmark and which will be our first Multiflex Office building. This new office block will be MT Højgaard's future head office and has a value of around DKK 250 million.

We currently have five PPP projects running, and PPP continues to be an area in which we would like to have more work, partly because of the collaboration we established with DEAS and the pension companies PensionDanmark, PKA and Sampension in 2012. We did not sign any new PPP agreements in 2013, but we anticipate entering into more such agreements in 2014.

In Norway, we are carrying out construction work in the Oslo area. We continue to see great potential in this area in residential and public building.

Our level of activity in Norway in 2013 was as expected. We strengthened our position in the market and won a number of major projects in this connection, including a

school and multi-hall – Teglverkstomta – in north-east Oslo worth about DKK 300 million.

We anticipate an increasing level of activity in the Norwegian market in 2014. We will continue our efforts to win a larger share of the market while also focusing on ensuring that we have the necessary professional and management capabilities for the projects and that we involve other companies in the Group.

Civil works

MT Højgaard has almost one hundred years' experience in building roads, bridges and tunnels, extending harbours and building large sewage treatment plants. We build both on and in the ground, and building in water is a challenge we also have the capabilities to undertake. We undertake civil works projects in the Faroe Islands, Greenland, the Maldives and Qatar.

We have the specialised civil engineering capabilities needed for bridges, roads, tunnels, sewerage and dewatering works, harbours and marine construction, and concrete works in connection with construction in Denmark.

We have acquired our experience from a long line of projects – often very large and striking – both in Denmark and in selected countries all over the world.

We have the necessary skills – from the engineer who designs and plans the work to the experienced craftsman who turns the plans into reality and ensures that the quality satisfies the customer.

Our activities in the Danish civil works market in 2013 were characterised by stable operation, with little fluctuation. Growth was particularly good in East Jutland, where we won projects for execution in 2014. By contrast, on Zealand we saw both a number of projects in our field of interest postponed in 2013 and a reduction in our market share.

In 2013, the market was notable for the large hospital projects and the extension of the rail network on Zealand. In 2012, we won the first large contract in connection with the new railway line between Copenhagen and Ringsted, which includes four large road bridges and two small railway bridges and is to be completed in 2015.

We are experiencing a higher level of activity in the civil works area, but also severe price competition. We anticipate that the Danish civil works market will amount to DKK 60 billion in 2014, of which we estimate that projects worth DKK 25 billion will be relevant to us.

In 2013, we moved away from areas with low earning potential to areas with high earning potential in the form of concrete bridges. We have continued to focus on maintaining selective access to the market, thereby ensuring that we win a larger share of the projects we bid for. At the same time, we have worked on improving profitability.

In 2013, our concrete-related activities became part of the Civil Works business area, as they follow on naturally from our in-house production here. Moreover, this will provide opportunities to make better use of internal synergies and raise our level of expertise in the field of concrete.

In the Faroe Islands, we are active in both construction and civil works. Both the market as a whole and MT Højgaard have seen very limited activity. Historically, we have carried out projects in the Faroe Islands for many years. We envisage growing demand in 2014.

In 2013, we completed an 8.3 kilometre-long tunnel after almost four years' work. The tunnel runs through the Faroese mountains and will be used to collect water from mountain streams into a reservoir at the Eiðisvæket hydro-electric power station.

In Greenland, we are involved in construction, civil works and mining activities. We saw very little activity in the market in 2013, so the year was characterised by the completion of projects. The construction market, in particular, is stagnant. On the other hand, we anticipate that a number of major projects, including harbours, will be put out to tender in 2014 and we expect to win a share of these.

We are also seeing fewer jobs in mining but predict that there will be a few assignments in the area of core drilling in 2014. Mining activities are a part of MT Højgaard's long-term strategy, and we are maintaining our presence and position in that market.

In Qatar, we carry out civil works and marine construction projects, such as roads and harbours. We did not have any jobs in 2013, but a focused sales effort is expected to lead to projects in 2014. We are focusing particularly on small civil works assignments through collaboration with other large international players.

In the Maldives, our projects include building harbours, carrying out coastal protection work and constructing breakwaters. We have a considerable market share in marine works with robust production machinery, a good network, well-known solutions and a permanent workforce.

In 2013, there was a lull in public tenders in the Maldives resulting from a change of government. We therefore focused more on the private sector market, where we still see a great willingness to invest in connection with the development and establishment of holiday areas.

Offshore and steel bridges

We are active and have extensive experience in offshore and steel bridges in the Northern European market. Both areas require capabilities in marine works.

We build all types of bridges in steel, including suspension bridges, cable-stayed bridges and movable bridges. In 2013, among other things, we completed the con-

struction of Norway's longest suspension bridge, the Hardanger Bridge, with a value of DKK 674 million, and in 2014 we will be starting work on the Marieholm Bridge in Gothenburg, with a value of DKK 198 million.

The market potential in the steel bridge area is still high, but the competitive environment has also changed in the form of increased international competition, especially from Asia.

We design, supply and install foundations for offshore wind turbines.

Several planned projects were postponed in 2013 because of changed energy policy decisions. At the same time, the year was marked by a number of activities connected with cases concerning historical disputes and guarantee cases that are still pending. This will also be the case in 2014.

The market potential in the field of offshore wind turbines in Northern Europe continues to rise, and we anticipate a high growth market in 2014. These projects are typified by the fact that they have either become considerably larger or been gathered together in larger tenders. This has led to intensified competition, because more contractors are bidding for the projects, but has also led to increased capacity requirements.

In 2013, we worked on developing the next generation of foundations that can be used at greater depths. The market has shown great interest in the project and work will continue in 2014.

Activities in other enterprises

The Group includes a number of subsidiaries in Denmark and two partly-owned enterprises outside Denmark.

The subsidiaries serve their own customers and are subcontractors to other construction and civil engineering companies. Individual subsidiaries often participate in the projects of other parts of the MT Højgaard Group, when this produces the best solutions for the customer, for example through greater security of supply and a shared knowledge of the customer. Collaboration across the Group is also very important for our ability to increase productivity and improve quality in our projects.

Enemærke & Petersen

Enemærke & Petersen undertakes new building, refurbishment, restoration and maintenance of buildings – mainly residential and public buildings on Zealand and in East Jutland. Implementing our solutions involves many of the company's own employees in a number of skilled trades. At our own factories in Glostrup and Brabrand, we produce prefabricated elements and semi-finished products for buildings. This increased focus on industrialisation and productivity ensures shorter construction periods, higher quality and improved health and safety.

Enemærke & Petersen had a good year with its largest ever order intake, despite the fact that we are still en-

countering fierce competition in the market. We see this partly as a reward from our customers, as in our customer satisfaction surveys they express a high degree of satisfaction with our work.

In 2013, we focused more closely on the refurbishment of roofs, windows and façades for housing cooperatives and owners' associations – an area that was the original starting point for our business and one in which we now once again see potential. In connection with these exterior refurbishments we offer various forms of energy optimisation.

In 2013, we won a number of large contracts, including Rosenhøj and Langkærparken near Aarhus for DKK 382 million and DKK 370 million respectively. These projects reflect the fact that Enemærke & Petersen has become established in the East Jutland market, and we therefore expect more projects in 2014. In recent years, the East Jutland market has been one of our focus areas, in which we have opened offices and set up production. It is therefore satisfying that we already have large market shares in this market.

We are currently collaborating with our sister subsidiary Scandi Byg on the construction of 48 social housing units in Copenhagen. Scandi Byg manufactures the homes and erects them on Enemærke & Petersen's foundations.

Lindpro

Lindpro is one of Denmark's largest companies in the fields of electrical engineering and service. We have branches across Denmark and a subsidiary in Greenland. Our activities are diverse, ranging from the largest contracts to smaller service assignments. Lindpro has electrical engineering capabilities in a range of areas such as service, security, intelligent installations and energy optimisation.

In 2013, we won a large order for the New University Hospital in Aarhus for DKK 163 million, where MT Højgaard also has assignments, as mentioned above. Our order covers the specialist areas of electrical installations, plumbing and heating and ventilation and thus draws on our expertise in a number of areas.

Our service business, in particular, showed stable growth in 2013.

The electrical installation market remains relatively flat and subject to strong price competition. We anticipate that this situation will remain unchanged in 2014.

Scandi Byg

Scandi Byg is the leading company in Denmark for pre-fabricated modular buildings. At the factory in Løgstør, modules are assembled for housing, institutions, offices and laboratories. Cables are run and doors, windows, sanitary installations and kitchens fitted. In addition, walls are rendered and painted and roofing felt laid before the modules are transported to the construction site.

In 2013, Scandi Byg won its first contract in the Norwegian market to supply modules for a nursery school being built by MT Højgaard. We are working on setting up our own sales channels in Norway, and this is expected to lead to further projects. We are also focusing on the Faroese market, where we expect to deliver our first project in 2014 in collaboration with MT Højgaard.

In 2013, Scandi Byg won a 4th framework contract with AlmenBolog+, for the construction of a pool of social housing. The contract is expected to cover around 400 homes, spread over five to seven sites in locations such as Copenhagen, Albertslund, Valby, Ishøj and Lyngby. The project is expected to be worth a minimum of DKK 320 million.

Ajos

Ajos supplies equipment and consultancy services to the construction industry. The company is one of Denmark's largest companies hiring out specialist equipment, such as cranes, hoists and site accommodation. We also offer consultancy services and solutions in construction site layout and temporary site power supply and hire out portable buildings for temporary accommodation and offices.

Our primary focus is on activities that are characterised by a high degree of complexity and therefore require specialist technical expertise and a high service level.

Relatively low activity in the construction and civil engineering industry has also meant lower activity for Ajos. At the same time we are still experiencing fierce competition in the hire market and consequently low prices.

In the course of 2013, we made adjustments to our portfolio of equipment for hire and at the same time scaled back certain areas of activity that were not expected to be able to provide sufficient profitability. In 2014, we at Ajos will increasingly focus on expanding in the field of more complex assignments, such as advising on the layout of construction sites, where we can see potential in improving efficiency in logistics management.

Greenland Contractors

Greenland Contractors I/S carries out construction, maintenance and service work at Thule Air Base for the US Air Force. The Greenland Home Rule participates in the collaboration through Greenland Holding A/S, which owns 1/3 of Greenland Contractors. We have been carrying out projects at the base since 1952, and since 1971 we have won all service contracts for the operation and maintenance of the base – most recently a ten-year contract in 2005.

In 2013, the level of activity at Greenland Contractors was higher than expected. It was a year of stable operation and a fair amount of supplementary work, and we achieved a very high level of customer satisfaction.

Our focus in 2014 will be partly on bidding for the next service contract with the base and partly on developing the service business in relation to other customers.

Seth

Seth S.A. specialises in harbour and marine works, civil engineering, construction and electrification. The company works in Portugal, the Azores and Africa. Customers consist of both private and public sector clients. Seth was founded by MT Højgaard in 1933, and today MT Højgaard has a 60% stake while senior executives in Seth own the remaining 40%.

The Portuguese market is still marred by stagnation. However, partly as a result of a recently signed contract in Mozambique for around DKK 160 million, we expect an increase in activity in 2014.

Financial review

Fourth quarter 2013

Fourth-quarter revenue was DKK 2.2 billion compared with DKK 2.0 billion in the fourth quarter of 2012. The fourth quarter was consequently the first quarter with higher revenue than in 2012. Fourth-quarter revenue was at a satisfactory level.

The conclusion of the Buxton case had a positive impact on revenue. This case related to the construction of a cement factory near the town of Buxton in the UK and was the subject of international arbitration as we had submitted claims for extra payments. The case was concluded in the fourth quarter of 2013.

As in the two previous quarters, we delivered a positive operating result (EBIT). The consolidated operating result (EBIT) in the fourth quarter was a profit of DKK 186 million, of which the effect of the conclusion of the Buxton case and other disputes accounted for DKK 130 million. This is in line with the announcement in December 2013.

Profit from ordinary activities (adjusted for Buxton and disputes) was DKK 56 million (margin 2.7%). This was in accordance with the expected improvement in earnings, which are affected by the fact that a number of orders with lower profitability are still in progress.

The order intake in the fourth quarter was highly satisfactory at DKK 4.3 billion, including extra works, driven by the signing of contracts for orders such as head offices for Nordea and BESTSELLER and two major refurbishment contracts at Enemærke & Petersen, both in the Aarhus area – Rosenhøj and Langkærparken. The orders all meet the Group's increased requirements concerning risk and earnings and will have a positive impact on the Group's earnings in the coming years. The order book thus improved by DKK 2.0 billion in the fourth quarter of 2013.

Performance highlights - financial statements 2013

Revenue for 2013 was DKK 7.4 billion, matching the latest announced outlook of revenue in the region of DKK 7 billion.

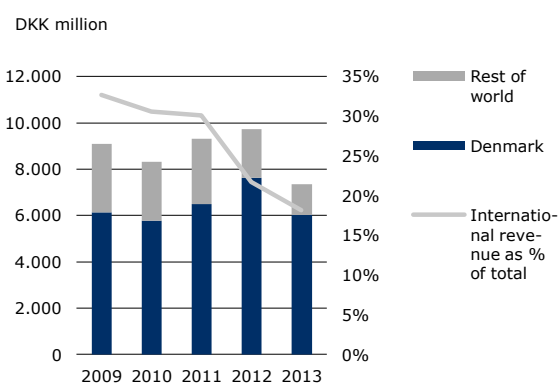
Consolidated profit from ordinary activities was DKK 35 million (margin 0.5%), to which should be added the effect of the conclusion of the Buxton case and other disputes, totalling DKK 130 million for 2013. Total operating profit (EBIT) of DKK 165 million (EBIT margin 2.2%) was thus in line with the latest announced outlook in December 2013. The consolidated profit from ordinary activities for the year met the targets we set for the year.

Operating cash flows for the year amounted to a modest inflow of DKK 19 million. Operating cash flows benefited from the conclusion of the Buxton case in December 2013, but were adversely affected by run-off on provisions made in 2012 and the execution of projects with lower profitability. Cash flows from investing activities were DKK 22 million, which should be seen in the context of tight management of investing activities and the divestment of plant abroad. Cash and cash equivalents, including the capital increase implemented in February 2013, increased by DKK 326 million and stood at DKK 149 million at the end of 2013.

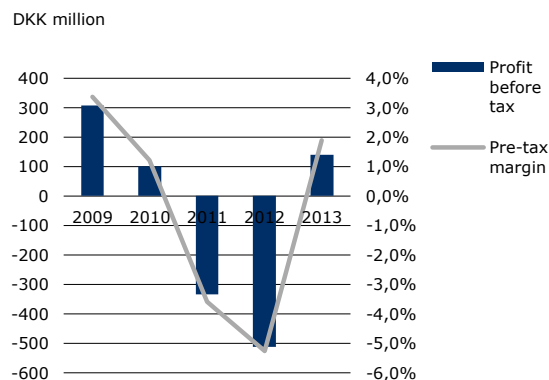
The balance sheet was DKK 4.0 billion at the end of 2013, and thus decreased by DKK 0.4 billion compared with last year, primarily due to the lower level of activity, while equity was DKK 1.1 billion, corresponding to an equity ratio of 27.8%.

The quality and risk profile of the order portfolio were significantly improved in 2013. The order portfolio amounted to DKK 7.5 billion at the end of 2013, an increase of DKK 1.5 billion on the end of 2012.

Revenue



Profit before tax and pre-tax margin



Revenue and earnings

Revenue was DKK 7.4 billion in 2013, down DKK 2.4 billion on 2012.

The decline was expected and a consequence of the fact that we had no offshore orders for execution in 2013, and that revenue in construction was slightly below the expected level, primarily due to delayed order intake in 2013. Overall, this led to a negative operating result (EBIT) in the Construction business area.

The business area Civil Works delivered revenue slightly ahead of expectations, but made savings on costs and salaries. Despite this, Civil Works reported a small negative operating result.

The activities in the Offshore & Steel Bridges business area did not generate the expected revenue level, primarily due to the lack of offshore activity. Furthermore, in 2013, considerable costs were incurred in connection with pending disputes. As a consequence, this business area contributed a negative operating result in 2013.

The activities in the Group's subsidiaries generated revenue in line with expectations and the subsidiaries collectively delivered a healthy, positive operating result.

Consolidated operating profit (EBIT) of DKK 165 million was a marked improvement of DKK 672 million on the DKK 507 million loss in 2012.

This mainly reflected three factors:

- Better control of operations on projects in progress, and that 2012 was affected by major impairment losses on projects
- Overall positive effect of the conclusion of the Buxton case and other disputes in 2013
- In 2012, employee numbers were cut, with a negative effect on the 2012 result and a reduction in costs in 2013

The operating result was also affected by targeted action in a number of areas, including:

- improved follow-up on risk
- clear management structure and distribution of responsibilities
- focus on cost optimisation
- focus on key accounts
- increased use of digital solutions

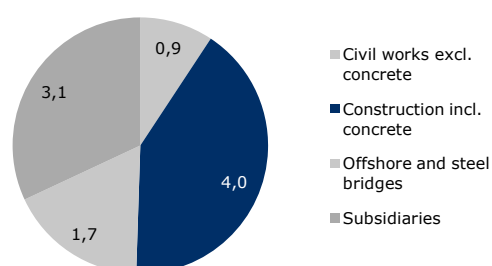
The Buxton case was decided by International Arbitration in December 2013. We had advanced claims for extra payments, and our claims were sustained in part and we were awarded a sum that covered part of the losses incurred as well as legal costs incurred.

In 2013, we worked on concluding several pending disputes, and reviewed the Group's other disputes. The overall positive effect of the above was a profit before interest (EBIT) of DKK 130 million.

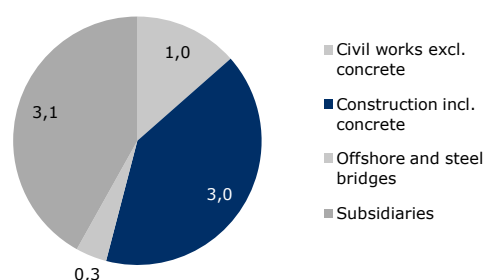
The financial implications of disputes in the offshore area could be substantial. There are still disputes relating to allocation of liability pending, caused by the original design standard for offshore wind turbine foundations. Along with other industry players, we have been using this design standard and therefore are also party to the problem. The challenges are referred to as the 'grout issue'. According to external legal opinions, it is more likely than not that MT Højgaard A/S will not be held liable, and therefore provision has only been made for some litigation risk on these cases in the financial statements. Our assessment of the liability issue has not changed materially in 2013.

We receive external legal opinions in respect of all major disputes on an ongoing basis, and the recognition in the financial statements is based on these opinions; however, the outcome of the disputes is of course subject to some litigation risk. The external legal opinions indicate

Revenue DKK 9.7 billion 2012



Revenue DKK 7.4 billion 2013



that we are generally in a strong position in the above disputes.

In 2013, good progress was made in the handling of the disputes, and we expect that most of these will be concluded in 2014, and the first of them already within a relatively short time.

Finance income and costs amounted to a net charge of DKK 28 million in 2013 compared with a net charge of DKK 5 million in 2012. This was primarily due to negative exchange rate and securities adjustments.

The result before tax was a profit of DKK 139 million, an improvement of DKK 651 million on 2012. The pre-tax margin was 1.9% in 2013 compared with a pre-tax margin of -5.3% in 2012.

Income tax expense was DKK 106 million, of which DKK 41 million was due to the effect of the reduction of the Danish income tax rate from 25% to 22% in the period up to 2016. The fact that tax loss carryforwards were not capitalised in full in connection the assessment of deferred tax assets affected income tax expense by DKK 15 million. Lastly, income tax was affected by an expense of DKK 14 million due to a higher income tax rate on some of the international activities, primarily in Greenland.

The result after tax was a profit of DKK 33 million compared with a loss of DKK 512 million in 2012.

Balance sheet

At 31 December 2013, the balance sheet was DKK 4.0 billion, a DKK 0.4 billion reduction on 2012, primarily due to the lower level of activity that set in primarily in the third quarter of 2012 and has now been stable for the last five quarters.

Property, plant and equipment decreased by DKK 0.1 billion, reflecting cautious investing activity. Trade receivables fell by DKK 0.2 billion compared with 2012 due to the improved management and follow-up on projects and a reduced level of activity. Furthermore, contracts in progress decreased by DKK 0.1 billion.

On the liabilities side, equity was DKK 1.1 billion, an increase of DKK 345 million compared with the end of 2012. Besides profit for the year, the figure was affected by the DKK 300 million capital injection in February 2013. The equity ratio was 27.8% at 31 December 2013 compared with 17.4% at the start of the year.

The capital injection resulted in a DKK 0.2 billion decrease in bank loans, and the Group's new, lower level of activity led to a DKK 0.3 billion decrease in contract work in progress during the period and a DKK 0.3 billion decrease in trade payables.

The Group's interest-bearing net deposit was DKK 0.1 billion at the end of the year, an increase of DKK 0.3 billion on the end of 2012, when it amounted to debt of DKK 0.2 billion. The return on equity was 3.2% compared with a return of -49.7% in 2012.

No dividend is proposed.

Invested capital was DKK 1 billion at 31 December 2013, on a par with 2012. The return on invested capital before tax was 15.1% compared with -44.9% in 2012, reflecting the difference in operating result (EBIT) compared with 2012.

Capital, cash resources and financial position

Cash flows and financial resources

Operating cash flows for the year amounted to a modest inflow of DKK 19 million. Operating cash flows benefited

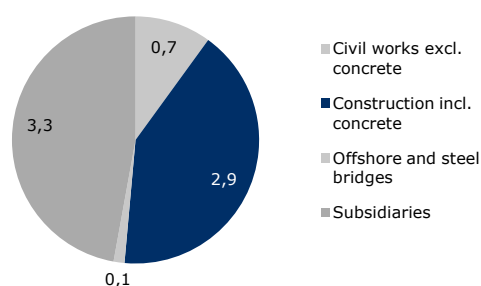
from the conclusion of the Buxton case in December 2013, but were adversely affected by run-off on provisions made in 2012 and the execution of projects with lower profitability. Furthermore, tax paid on the Group's international activities in 2013, DKK 83 million, had a negative cash flow effect.

Cash flows from investing activities were DKK 22 million, which should be seen in the context of tight management of investing activities and the divestment of plant abroad.

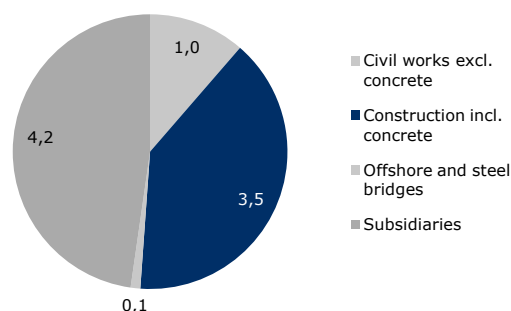
Cash and cash equivalents, including the capital increase implemented in February 2013, increased by DKK 326 million. Cash and cash equivalents stood at DKK 149 million net at the end of 2013 compared with DKK -178 million at the end of 2012.

The Group's financial resources totalled DKK 950 million at 31 December 2013 compared with DKK 620 million in 2012. Financial resources are calculated as cash, including cash and cash equivalents in joint ventures and jointly controlled entities, securities and undrawn credit facilities. Of the total financial resources, DKK 652 million is available for use by MT Højgaard A/S. The financial

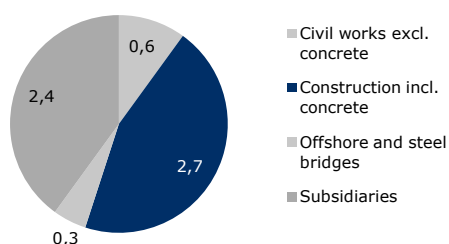
Consolidated order intake DKK 7.0 billion 2012



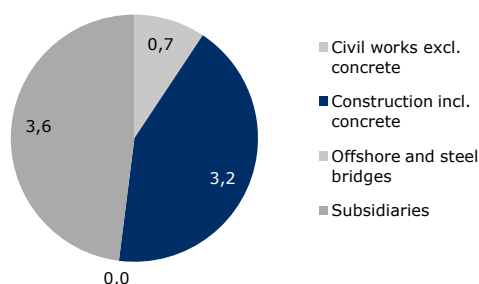
Consolidated order intake DKK 8.8 billion 2013



Consolidated order book DKK 6.0 billion 2012



Consolidated order book DKK 7.5 billion 2013



resources are satisfactory in view of the expected level of activity.

Order intake and order book

The order intake in 2013 was DKK 8.8 billion, of which DKK 2.1 billion was other orders than project orders. This order intake consists mainly of facility management orders, plant and equipment hire and extra works on existing orders.

The order intake within major construction projects showed a satisfactory trend, driven by a number of head office contracts, including Nordea (DKK 873 million) and BESTSELLER (DKK 530 million), and a number of major housing refurbishment contracts in both MT Højgaard and Enemærke & Petersen.

The business area Civil Works had a good intake of new orders.

The business area Offshore & Steel Bridges had no significant orders in 2013, as expected.

The subsidiaries, especially Enemærke & Petersen, re-

corded a healthy increase in new orders in accordance with the targets set.

The Group's profitability requirements were increased in 2013 and viewed in that context the overall order intake was satisfactory. This, coupled with old orders with low profitability in progress in 2013, meant that the profitability of the order book at 31 December was significantly better than in 2012.

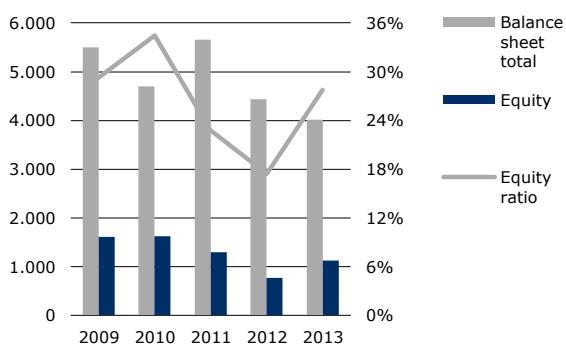
The order book stood at DKK 7.5 billion at 31 December 2013, an increase of DKK 1.5 billion on the end of 2012.

DKK million	2013	2012
Order book, beginning of year	6,042	8,751
Order intake for the year	8,849	7,026
Production during year	-7,358	-9,735
Order book, end of year	7,533	6,042

The order book includes a number of large orders ex-

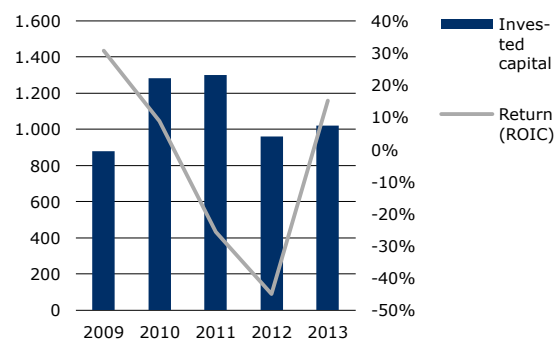
Balance sheet

DKK million



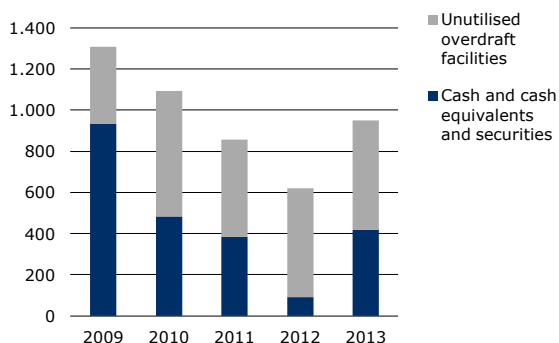
Invested capital and return (ROIC)

DKK million



Financial resources

DKK million



tending over several years.

Outlook for 2014

Consolidated outlook

The order book stood at DKK 7.5 billion at the start of 2014, with DKK 5.1 billion expected to be executed in 2014. The order book still includes a number of previously contracted projects with a low profitability.

Based on the order book and the increased profitability requirements for the order intake as well as an expected sustained limited level of activity in the business areas Offshore & Steel Bridges and Greenland & Faroe Islands, we expect revenue of between DKK 7.0 and 7.5 billion in 2014, in line with the 2013 level.

We expect a positive operating result (EBIT) of DKK 150-225 million, equivalent to an EBIT margin of 2-3% before special items (old offshore disputes). The consolidated result may still be affected by the outcome of old offshore disputes. We expect that most of the pending offshore disputes will be concluded in 2014, and the first of them already within a relatively short time.

We expect the completion of projects with a low profitability to have a negative effect on the operating result, particularly in the first half of 2014.

The cost reductions implemented at the start of 2013 have a positive effect on our outlook for the operating result for 2014. However, the late intake of orders in 2013 means that the effect of the strong order book at the end of 2013 will not be felt until the second half of 2014.

The expected development in 2014 and the many initiatives put in place in 2013 will have an increasingly positive effect on our operations and the profitability of our order book over time. We aim to meet our target of an EBIT margin of 5% by the end of 2015.

The change in the IFRS rules on recognition of jointly controlled entities has a positive impact of approx. DKK 50 million on the above operating result (EBIT), and this sum will be deducted from non-controlling interests in the consolidated financial statements.

Finance costs (net) in 2014 are expected to be considerably lower than in 2013. We expect that the Group's effective tax rate will be around 29%.

We also expect to maintain satisfactory financial resources in the form of cash and cash equivalents, securities and credit facilities.

The projections concerning future financial performance are subject to uncertainties and risks that may cause the performance to differ materially from the projections.

Knowledge resources, organisation and management

Customers

We want to have satisfied customers, who feel their collaboration with us provides them with well thought through solutions. We achieve this by ensuring that price and quality go hand in hand. At MT Højgaard, we carry out a completion survey for projects over DKK 2 million. In 2013, this survey produced an overall customer satisfaction index of 77 out of 100. This is an improvement of 8 index points on the 2012 result of an index of 69. However, we cannot attach great significance to this improvement, as we conducted fewer surveys in 2013 than previously, with a response rate of 37%. By way of comparison, the figure was 54 in 2012 and 74 in 2011. We would like to increase the response rate to 50% in 2014, while at the same time continuing to focus on a high degree of satisfaction with a minimum index of 76 during 2014.

Processes, method development and new products

Quality control and handover with zero defects and deficiencies is an important element in achieving our targets and vision. There is great benefit to be derived from getting things right first time, so we are constantly working on delivering a high quality product.

One way of achieving this is to intensify the use of digital tools. BIM (Building Information Modelling) is already a vital part of our way of building. For example, BIM means that we can ensure that possible problems are resolved in the planning phase, before we start on the actual building. In this way we can save time and money spent on correcting defects on the construction site. In 2013, we worked on ensuring a holistic approach to BIM from sale to handover, which will be highly beneficial for subsequent operation and maintenance.

Another initiative is the use of standard solutions for construction and execution methods. In 2013, we worked on identifying the areas in which we have previously spent a great deal of money on often redoing things. We

have now developed 20 standard solutions for these areas. All the standard solutions meet current requirements. These solutions help to ensure that customers are always provided with a tried and tested quality solution. If a customer wants an alternative, this may in some cases mean that we make reservations with respect to that particular building element.

Employees

In 2013, the Group had an average of 3,974 employees compared with 4,688 in 2012.

We operate in selected markets – geographically and in terms of capabilities – and in addition to Denmark we have offices in Greenland, China, the Maldives, Norway, Qatar and Vietnam.

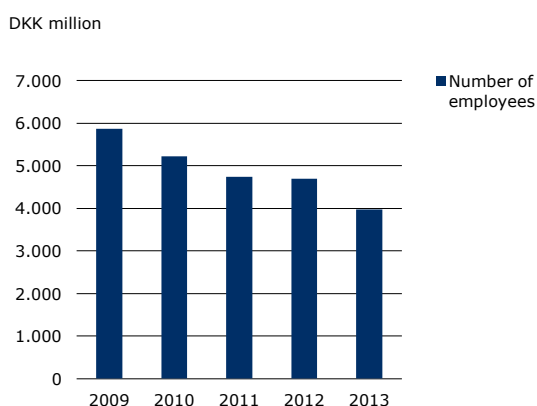
We have carried out a satisfaction survey among the employees at MT Højgaard. Job satisfaction had declined among salaried employees but improved among hourly paid employees. The overall employee satisfaction index was 68, compared with a target of 76. This was not surprising, as the organisation had undergone a number of adjustments and changes in 2012. Generally speaking, the survey showed that commitment remains high and we see this as a good basis for improving the outcome. We will carry out the next satisfaction survey in autumn 2014.

Training

In 2013, 138 employees completed the first module of our Academy training course. This means that some 500 of the company's just under 900 salaried employees have now completed the course. Our long-term aim is for all salaried employees to complete this course.

In addition, we have drawn up a new performance and development dialogue concept, which will be rolled out during 2014 and will involve new training activities focused on management development and retaining talent in the organisation. We are also focusing on ongoing optimisation of our management skills, through activities

Average number of employees



such as courses on planning and project management.

Strengthening the Group

In 2013, we worked on drawing greater benefit from the synergies to be found in the Group, while continuing to respect the fact that there are also differences between us. From a purely organisational point of view, one of the results of this has been that all subsidiaries now have joint representation on the Group's leadership team. Another is that a number of support functions have been brought together in a single function, Production Support, which the individual business areas and subsidiaries can draw on. This makes us more productive, because we can concentrate our development and implementation resources in one location instead of trying to develop the same thing in several parts of the organisation. This gives us a better overview of our development and should ensure that developments will benefit the entire Group.

In the same connection, we have also changed our organisation, simplifying it and clarifying it with respect to responsibilities. In addition to the above, this also means that:

- both Norway and Qatar & Maldives have become independent business areas
- Construction has been split into Construction East and Construction West
- all work relating to concrete has been brought together in the business area Civil Works & Concrete
- all skilled trades have been brought together in Con-

struction West

- our tender function has been divided between the respective business areas
- offshore and steel bridges have been brought together in an Offshore & Steel Bridges business area

In addition, in 2013 we divested our Agri activities, which developed new, smarter solutions to the farming industry's environmental and energy problems with cattle and pig housing units. The reason for the divestment was the lack of the availability of financing in the farming industry, which has meant that it has not been possible to achieve a satisfactory order intake and earnings.

Management changes

Søren Ulslev was appointed as COO on 1 March 2013 and resigned on 6 November 2013. Flemming Steen stepped down as CFO on 30 April 2013.

Egil Mølsted Madsen took up the post of new CFO on 1 September 2013. Egil comes from the position of CFO of DAKO.

Arne Becker and Jørgen Nicolajsen have been appointed as new Executive Vice Presidents on 1 January 2014. Arne Becker will have overall responsibility for production staff. Jørgen Nicolajsen will have primary responsibility for subsidiaries and MT Højgaard's business areas Offshore & Steel Bridges, Greenland & Faroe Islands and Qatar & Maldives.

The Executive Board consequently consists of President and CEO Torben Biilmann and CFO Egil Mølsted Madsen.

MT HØJGAARD carries out civil engineering, construction and refurbishment projects		AJOS A/S leases mechanical equipment and advice on construction site layout	SCANDI BYG A/S produces and builds industrial modular buildings
CIVIL WORKS	NORWAY	ENEMÆRKE & PETERSEN A/S carries out refurbishment and new build	GREENLAND CONTRACTORS I/S is responsible for operation at the Thule Air Base (67%)
CONSTRUCTION WEST	OFFSHORE & STEEL BRIDGES		
CONSTRUCTION EAST	PROJECT DEVELOPMENT & PPP	LINDPRO A/S carries out electrical installations and services work	SETH S.A. carries out civil works in the area of marine works in Portugal and Africa (60%)
GREENLAND & FAROE ISLANDS	QATAR & MALDIVES		

Corporate social responsibility

The sections below constitute the Group's statutory reporting on corporate social responsibility (CSR). The Group's CSR policy applies to all employees in MT Højgaard and the Group's wholly-owned companies, while the principles apply to the whole Group.

Based on the CSR policy, each company in the Group also has a number of independent policies that have been drawn up in relation to the individual company's strategy, focus area and organisation. As the various companies in the Group are very different in size and structure, they work independently with their areas based on what best suits their individual needs.

The Group's CSR policy affirms our commitment to act ethically in the execution of our activities in relation to integrity, fairness and corporate social responsibility. We have integrated the UN Global Compact's ten principles in our CSR policy. Our CSR policy consists of the following main elements:

- Human rights
- Labour rights
- Environment/climate
- Business conduct
- Anti-corruption

Our CSR policy states, among other things, that we do not accept bribery, forced labour, child labour or discrimination.

We continuously ensure that our procedures and processes support our CSR policy. All standards become an integral part of the internal systems of the companies in question. We ensure that all employees in MT Højgaard and the Group's wholly-owned companies and suppliers are aware of our positions and guidelines.

In the following, we report on policies, actions and results for 2013 in the areas of injury prevention, which is part of labour rights, and prevention of environmental impacts, and training and education. Both injury prevention and the environment are essential areas in construction and civil engineering.

In the Group, we also have positions on other CSR issues than those set out above.

However, the Group has not previously had policies in these other CSR areas or planned, measured and followed up on actions in these areas to the same extent as in the case of, for example, the environment and anti-corruption. Consequently, as part of the development of the Group's corporate social responsibility, a development project will be launched in 2013 that is to lead to an updated CSR strategy and associated policies. Further details about this project are provided in the section 'New initiatives in 2014'.

Injury prevention

We continuously strive to improve our health and safety performance. We will do our utmost to prevent injuries and work-related illness by instructing and training our employees to perform their work safely and without risks to health. A great deal of the work on injury prevention is carried out locally by the individual companies, where the activities that may involve a risk of injuries take place.

Actions, results and objectives – injury prevention

In 2013, we continued our efforts to improve recording and communication concerning near misses. These are incidents that in less fortunate circumstances might easily have led to an occupational injury but in which the employee was fortunate enough to avoid injury. The more we learn about the circumstances surrounding these incidents, the better we become at preventing occupational injuries, partly by improving communication with employees about risks in various work situations. Acquisition and recording of knowledge are therefore essential.

At MT Højgaard, we draw up local action plans so that we can address local problems closer to the source and make our health and safety action more relevant to the individual divisions. In several of our subsidiaries we focus on further developing our existing APV (workplace assessment).

In 2013, we worked on initiatives in areas such as fall accidents, clearance and winter protection of building sites, where the risk of injuries may be higher. The companies have run campaigns, held employee meetings and instructed employees in the importance of recording near misses.

In 2013, MT Højgaard had an injury frequency of 27.4 per one million hours worked among our hourly paid employees. This was higher than the expected target of an injury frequency of 15 for hourly paid employees and higher than 2012 when it was 11.7. The increase is primarily made up of less severe injuries. The target is an injury frequency below 15 for hourly paid employees, and this target must be achieved over the coming three years.

The increase reflected the fact that, in 2013, MT Højgaard did not pay enough attention to this area, and specific initiatives will consequently be put in place in 2014 to turn this situation around. Going forward, we will be working with a new, joint figure for both hourly paid and salaried employees. The figure was 14.9 in 2013, and the target for 2014 is 12 for all employees.

The injury frequency fell in three of the four wholly-owned subsidiaries in 2013.

In 2013, MT Højgaard also had a target to reduce the number of lost time injuries involving 1-4 days' absence

by 10%. Unfortunately, we did not meet that target. We will continue to pursue this target in 2014.

Following Lindpro's certification to the international occupational health and safety standard DS/OHSAS 18001:2008 in 2013, MT Højgaard and all the Group's wholly-owned subsidiaries are now certified to this standard.

Environment and climate

The Group wants to take care of the environment and the climate. The construction process, building materials and building waste, as well as the operation of the finished building, have wide-ranging effects on the environment and the climate.

The Group's environmental initiatives are based on the legislation in the countries where we carry out projects. However, the initiatives also take account of special requirements from our customers and initiatives of our own that can help to reduce the environmental impact. We are working on reducing the environmental impact in our offices, on construction sites and in the projects we have completed. We also encourage the development and spread of technologies that facilitate environmentally sound solutions, both internally and in collaboration with clients and other stakeholders. Moreover, we are very conscientious about ensuring that our employees are always trained to perform their tasks in an environmentally sound manner.

MT Højgaard and Lindpro comply with the principles in the international environmental standard DS/ISO 14001:2004.

Actions, results and objectives environment and climate

The companies in the Group implement a number of different activities that help to reduce the environmental and climate impact of our activities.

Scandi Byg's prefabricated modular buildings save resources at all stages of the construction process. In addition, the company uses timber for the load-bearing structure, which saves the climate large quantities of CO₂ compared with other materials. Scandi Byg wants to be at the leading edge of developments in the field of energy labelling and can meet the stricter requirements (e.g. Low Energy Class 2015 and Building Class 2020). Scandi Byg also focuses on green procurement, including for example swan-labelled (eco-labelled) products and timber from FSC/PEFC-certified suppliers.

In 2013, we replaced all the light fittings at Scandi Byg's Tolstrupvej premises in Løgstør. This resulted in a reduction in kWh consumption of about 70% per year. We also set up noise attenuation for the exhaust system. In 2014, we plan to continue the conversion of the heating system from natural gas to district heating in our office building as well as another production hall (conversion in the other production halls was started in 2012).

Lindpro's objective was to be able to document a saving of at least 10% in energy consumption and reduce CO₂ emissions by at least 20% by the end of 2013 in relation to 2009 levels (measured per employee). Lindpro currently estimates that the company has reduced its total energy consumption by the desired 10%. In 2013, Lindpro had an energy check (electricity) carried out on the buildings owned by the company.

In 2013, MT Højgaard reduced its consumption of ordinary A4 paper by 21%. The reduction in the previous year was 4%. A considerable part of the reduction in 2013 must be put down to the lower level of activity and fewer employees.

In general, we would like to reduce fuel consumption and CO₂ emissions from the Group's vehicle fleet. At MT Højgaard, we assess our company cars on lifecycle costs, so the fuel consumption goes into the monthly performance, which determines the categorisation of the vehicles. In 2013, we fitted GPS units in all works vehicles. The GPS units monitor the vehicles' idling, speed, fuel consumption and driving characteristics (using a built-in g meter), so unnecessary fuel consumption can be avoided. Among other things, this has meant that MT Højgaard has reduced fuel consumption per kilometre driven in company vehicles by approximately 10%, as the average increase in the number of kilometres driven per litre was around 1.5 km per litre.

Ajos is also in the process of fitting GPS units in its service vehicles. Both MT Højgaard and Ajos have rules for limiting idling. Enemærke & Petersen have a vehicle policy with a minimum requirement for fuel consumption. Lindpro has opted for service vehicles with lower fuel consumption and in 2013 they introduced a speed limit of 120 km/h for yellow plate (tax relieved) vehicles. Both companies have an ongoing programme for replacing their vehicle fleets with more energy-efficient vehicles.

Throughout the Group there is also continual focus on opportunities for further energy optimisation.

One of these is the environmental and climate impact of the Group's 'own' activities. The Group also pays great attention to environmental sustainability in the services we supply to our customers.

Lindpro carries out energy optimisation on existing buildings and offers consultancy services in this area when new buildings are being erected.

Ajos focuses closely on energy optimisation in the building phase and advises on sustainability measures in connection with the layout and set-up of construction sites, green budgets and accounts, and offers customers the opportunity to have their energy consumption measured with a view to reducing, for example, CO₂ emissions. Ajos' portable buildings consume very little energy and have been improved by intelligent energy consumption management, e.g. control of lighting, heating, venti-

lation and external awnings. In collaboration with MT Højgaard, Ajos has systematised sustainable measures to ensure that all major projects in Denmark comply with MT Højgaard's sustainability measures.

MT Højgaard advises its business partners on opportunities for sustainable building and refurbishment. For verification of both sustainability and the associated financial consequences for clients, MT Højgaard has developed a user-friendly energy calculator and a green barometer.

Both for the benefit of its own customers and also on its own behalf, the Group offers construction certified in accordance with sustainability certification from BREEAM (Building Research Establishment Environmental Assessment Method), the Danish DGNB (Deutsche Gesellschaft für Nachhaltiges Bauen) and LEED (Leadership in Energy and Environment Design). In 2013, MT Højgaard completed the Hurup Health Centre, which was awarded DGNB 'Silver' certification. We are currently building Valby Maskinfabrik, which will be completed in 2014 and will be awarded BREEAM 'Good' certification and the new Nordea head office on Amager (scheduled completion in 2015), which is being built to LEED 'Platinum' certification.

We participate actively in the steering group and committee of the Green Building Council Denmark, and in 2013 we gave a number of presentations on sustainability and lifecycle costing in this and other contexts.

Women in management

In the Group, we do not discriminate on grounds of gender, race or religion when recruiting, training or promoting employees. At Board level, a target has been set that a minimum of 33% of the members of the Board of Directors that are elected by the shareholders in general meeting should be women, from and including the 2016 general meeting. There are currently no women among the six Board members elected at the general meeting, and a target has been set that there should be a minimum of two externally elected women in 2016.

At the same time, we want to increase the proportion of women in management at other levels in the Group by introducing a number of initiatives. In the middle of 2013, the Group introduced a policy on women in management, which focuses on equal opportunities for all and endeavours to respect differences and promote a more equitable distribution of men and women at all levels. We hope to achieve this by such means as recruitment, career development and return-to-work discussions, usually in connection with maternity leave.

From 2014, we expect to be able to measure the proportion of women in management across the whole Group.

Future workforce

We consider it important to ensure we have a qualified workforce for future construction and civil engineering

projects and to help young people to receive training and pursue careers in the industry. We therefore offer apprenticeships in various skilled trades and employ rotation engineers and interns.

Actions, results and objectives – future workforce

In 2013, the Group had 6.3% of employees in positions as apprentices, interns and trainees. We have a target of 10% at the rate at which this is possible. To achieve this target, we at MT Højgaard will make a determined effort to raise the figure by one percentage point per annum in the coming years, depending on the economics, safety and quality of the training courses offered.

Ajos works together with Lindpro on accepting apprentices for limited periods with a view to providing them with the part of their practical training that Ajos can offer.

Enemærke & Petersen has policies and initiatives to support the number of apprentices, 'seniors' and individuals with a need for job training. Among the ways of achieving this target, Enemærke & Petersen has collaboration agreements with vocational colleges, selected housing associations, such as Boligforeningen Aarhus Omegn, and local authorities, including the City of Copenhagen to secure more apprentices. In 2014, Enemærke & Petersen will continue to work on creating apprenticeships, internships and job training places at the company's construction sites and offices and at their Smedeland factory.

Other CSR initiatives

In 2013, Scandi Byg donated a holiday cottage to the association Familier med kræftramte børn (Families with Children with Cancer). The cottage was fitted out in collaboration with the association and the TopCamp Henne Strand campsite, where it was then erected. It was designed and produced at Scandi Byg's factory in Løgstør.

Enemærke & Petersen is collaborating with a technical school in Tanzania, where the company pays for the training of 12 apprentices in carpentry and bricklaying.

New initiatives in 2014

Motivation and principles for our CSR work

We in the Group want to further develop our CSR work as a natural, essential and integral part of our operations and activities.

We therefore initiated a development project in 2013, which during 2014 is intended to lead to a revised strategy and a new CSR policy, which we expect to be able to report on in our 2014 annual report.

One of the objectives of a new CSR strategy is to formalise in specific terms the Group's position on those social issues on which we have significant influence, and to endeavour to ensure that in future the Group will be able

to plan, measure and follow up on these issues at the same level and using the same systems.

Membership of UN Global Compact

The ten principles of the UN Global Compact have been integrated into the Group's CSR policy since 2011. In view of this, we see it as a natural step to formally join the Global Compact in the course of 2014 and accept the commitments this implies.

Setting up GRI reporting

To consolidate the work of the Group as a whole on environmental, social and economic sustainability, we would like to improve our knowledge, documentation and reporting about the various areas. Corporate social responsibility is first and foremost a question of action, but we anticipate that a broader data basis and more systematic documentation will give the Group greater insight into and awareness of our impact on society. Data and documentation can be used for performance management in respect of our CSR policy and can also make our efforts more visible to internal and external stakeholders as well as the general public.

We have chosen Global Reporting Initiative (GRI) for our reporting standard, because it matches the Group's requirements. The standard covers most of the relevant areas with regard to sustainability. It is a well-tested international standard, which will give the Group the chance to benchmark itself internationally against others inside and outside the industry. In addition, the organisation behind GRI has developed a set of supplementary indicators for Construction, which will also form the basis of the reporting.

As a first step, we in the Group have identified a number of indicators covering environment and climate, labour market conditions, social factors and the construction industry more specifically, which will form the basis of our CSR reporting in the years to come. Work began in 2013 and by the end of 2014 we will map and develop the data basis internally with a view to being able to document and report our corporate social responsibility in relation to GRI indicators in 2015.

Further development of the guidelines for suppliers and employees (Codes of Conduct)

As part of the development project, in 2014 we want to review and if necessary strengthen our guidelines for sustainable conduct, which our suppliers, employees and business partners must comply with as part of their collaboration with us. The Group already has a set of guidelines, a Code of Conduct, for suppliers, which suppliers are expected to follow. The guidelines for employee conduct/behaviour are currently covered by the general conditions of employment and personnel policies, which all employees receive instruction on and have a duty to familiarise themselves with regularly and comply with in their day-to-day work.

While we are updating our CSR policy, there may also be a need to explain and clarify which of the CSR guidelines employees employed by the Group or by suppliers and other business partners must comply with in order to underpin the Group's CSR performance in their day-to-day work. We therefore intend to draw up a separate Code of Conduct for employees, which will be integrated into the general personnel policies. An independent code of this type will help to make all employees aware of the Group's overall objectives in the CSR area.

Whistleblowing procedure

The Group's Board of Directors has decided to implement a formal whistleblowing procedure throughout the Group. The procedure gives employees the opportunity to report wrongdoings or illegal practices such as fraud, bribery or corruption within the Group anonymously. Anonymity will ensure that an employee can report improper conduct without fear of reprisals. This may be particularly relevant if the improper conduct involves the employee's superiors. It is crucially important for us that a whistleblowing procedure should function in conjunction with – not as a replacement for – the Group's other HR systems, including close cooperation between employees and managers in the established joint committees. The whistleblowing procedure will be covered by clear rules and transparency.

Our whistleblowing procedure will follow a model in which employees' or business partners' reports of wrongdoings or breach of regulations will be made to an external third party in the form of an independent law firm that will scrupulously examine the report and thoroughly evaluate the facts and documentation of the case before passing them on to the Group, who will make a decision about possible consequences.

Before the introduction of the procedure, which is expected to be in mid-2014, we will therefore inform all employees, business partners, etc., about why the procedure is being brought in, what it entails, and how it can be applied. Implementation is currently awaiting approval by the Danish Data Protection Agency, who will ensure that sensitive personal information is handled and stored in conformity with the legislation.

Risk management

Risk management as an essential part of the Group

Constant focus and ongoing development of our risk management are fundamental to our efforts to become a profitable Group. Not all risks need to be avoided. It is all about identifying, handling and pricing the risks we choose to take.

About risks in the construction and civil engineering industry

The risk profile in construction and civil engineering differs from other industries. Less funds are tied up in capital, the order book extends over a longer period and fixed costs and EBIT margins are lower. Risks therefore primarily exist on projects that are unique in terms of construction, functionality or location.

In addition, the industry still has a low level of automation and is highly dependent of employee skills and commitment. The trend is towards a higher level of standardisation, industrialisation and prefabrication, providing large procurement volumes that require us to focus on monitoring and quality assurance of materials to avoid any errors arising and recurring.

About risk handling in the Group

The larger the project and/or uncertainty, the greater our need to control and be able to manage risks in all phases of projects before deciding to take on a project. Being able to select the projects that match our capabilities, values, capacity, experience, etc., is crucial to the

Group's future.

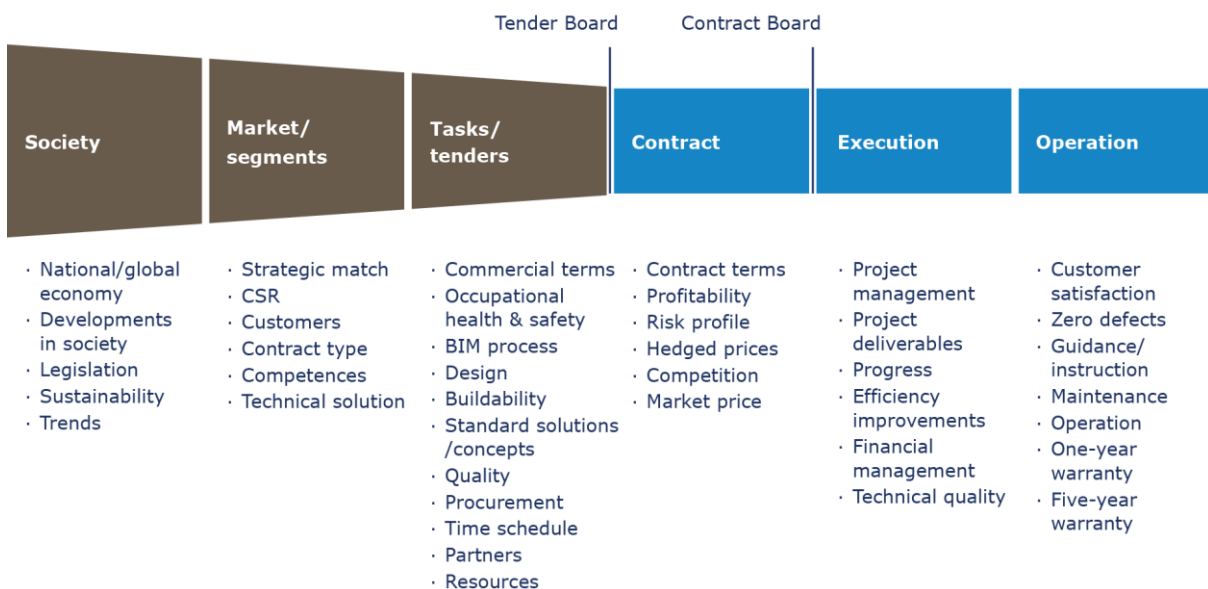
Risk management in the Group involves:

- selecting and qualifying the many potentially interesting projects
- ensuring a reasonable spread on geography, types and segments
- rejecting projects where we are unable to guarantee an appropriate result
- incorporating risks in tenders professionally
- ensuring price transparency in our procurement, whether equipment or in relation to business partners
- managing and mitigating risks in all project phases through planning, monitoring groups and preventive action
- taking challenges seriously and acting on them in a specific, action-oriented and timely manner
- optimising our projects with common information technology in order to convert risks to opportunities

Our risk management model works

During the year we worked systematically on further developing our risk assessment of new projects. Our efforts have paid off and we are now seeing a significant improvement in profitability on the projects we have taken on. The following initiatives have contributed to

Project selection and risk management



these results:

- selectivity on markets and geography
- thorough assessment of all new projects, first by a tender board and then by a contract board. Assessment takes in all aspects of projects and is carried out by a broad spectrum of skills
- the composition of our project portfolio. Efficient ongoing management ensures that our portfolio matches the desired risk profile
- our management of the execution of individual projects has been considerably enhanced to ensure that projects develop as planned in terms of delivery times, quality and finances. This is ensured through dialogue with monitoring groups
- a firm approach to the management of problem projects to minimise potential losses while making every effort to implement projects efficiently

We will continue further developing our risk management in 2014.

Paradigm for where the Group bids

Both generally and in terms of individual projects, we choose not to take on projects if they represent risks we are unable to cover. To manage this, we have developed a paradigm that clearly indicates the areas within which we bid and those that are excluded. Areas we take into account here include geography, markets, customers, project types, legal obligations and safety.

If we choose to proceed with a project within the paradigm and it still represents significant risks, these must be covered and hedged in the form of additional earnings requirements. If not, the project is not right for us.

Tender board and contract board

The Group submits many tenders every year. This requires structured processes that cannot be just mechanical. They have to be able to take into account aspects such as how the outside world is developing, and the nature and size of the tenders.

To take care of the screening of our many projects we have a tender board and a contract board. It is their role to:

- ensure sound and profitable tenders and contracts
- identify and capitalise risk profiles on projects
- evaluate selected working methods and solutions
- avoid impairment losses
- comply with our procedures and policies for conclusion of contracts
- ensure that the contract basis is unambiguous

The individual business areas carry out risk assessments and determine prices. The tender is then evaluated by

the contract board, which is able to approve or reject it and apply conditions to it. The final decision on whether a tender will be submitted is made formally by the Executive Board and in some cases the Board of Directors. The contract board reviews and analyses all potential tenders over DKK 50 million. The board was set up at the end of 2012 and on average processed more than ten projects a month in 2013.

BIM limits risks

When we review building projects applying our expertise at building using BIM (Building Information Modelling) and when we use the information in the BIM model, we reduce the risk of losing both time and money. At MT Højgaard we have therefore been using BIM on all our projects since the start of 2013.

Procurement

Our costs largely consist of purchases of materials and subcontracts. To reduce our execution risks on such supplies, we work closely with our sub-suppliers and usually enter into long-term strategic partnership agreements with them. We mitigate risks by using standardisation and industrialisation with large procurement volumes. This requires us to focus on knowledge acquisition and analysis of purchases.

Project execution risk

The risks associated with the execution of projects relate particularly to the nature of the project, the location, the skills/experience required and the specific solutions chosen.

In the initial phase of the project, we cover significant risks related to planning and ensure the right expertise is available. Generally speaking, specific risk pools must be allocated to identified risks and a general risk reserve that varies according to the nature of the project.

The risks of the project are reviewed at least once a month. The review involves preparing specific action plans to manage these risks and allocating adequate funding.

We can also see a strong link between individual skills and the results generated in the execution phase. As a result, we work constantly to improve the skills of our project managers. With respect to training, the execution phase is a major focus area in our internal Academy.

Standard solutions and experience gathering

By evaluating projects systematically, we gather and analyse risks and gather experience to help us to develop the standard solutions of the future. By using well-tested methods, we mitigate risks, ensure timely delivery and quality and secure volume in our procurement. We now have more than 20 standard solutions available in our integrated management system, and we aim to double this figure next year.

Disputes

On projects on which disputes or arbitration proceedings arise, it is essential for the recognition in the annual report that a specific legal and financial assessment is made of each case. We make every effort, via dialogue and negotiations, to settle disputes before they escalate. For major disputes, external legal opinions are a fundamental part of the assessment.

Contract types

The level of risk we assume on a project is based partly on the complexity of the obligations we assume. Our projects range from small production projects to projects where we manage all phases from designing and building to taking responsibility for the results in the longer term, for example on PPP projects.

Because our activities involve various types of contractual mechanism, the risk level may vary a great deal. These include various price models. We strive to work on the basis of continuous charging, which allows some price increases to be passed on to the customer. On procurement projects, usually with public sector customers, it is standard to have fixed-price contracts. Some contracts contain indexation clauses that make it possible to pass on a part of any changes in price.

Market conditions

Market conditions have a major impact on the construction and civil engineering industry, and the construction sector is periodically used as a regulating factor in fiscal policy. Fiscal policy initiatives may include both tightening and expansionary measures in the form of subsidy schemes and grants.

The Group's position in the Danish market and the spread on other markets, customers and capabilities help balance risks under fluctuating economic conditions.

Seasonal effects

In many of the markets in which we operate, weather-related seasonal fluctuations present a risk that we need to handle and price. This applies in particular to cold winters in which construction work cannot take place, for example in Scandinavia and Greenland. These projects typically have a slightly higher margin.

Risks on project development activities

The start-up of self-generated projects is subject to advance sale to customers/tenants of a specific proportion of the project. When starting up several projects in parallel, we focus on balancing the overall risk. This means that new projects cannot be started up in the event of maximum exposure.

Other risk factors

We endeavour to cover significant risks outside our direct control by taking out relevant insurance policies, as far as possible. The Group is self-insured for minor claims,

to some extent, via its subsidiary MTH Insurance. Catastrophe liability is covered via reinsurance.

Financial risks

Financial risks are described in note 26 to the financial statements.

Corporate governance

MT Højgaard A/S is owned by Højgaard Holding A/S (54%) and Monberg & Thorsen A/S (46%). Both companies are listed on NASDAQ OMX Copenhagen and are therefore subject to the disclosure requirements to comply with a number of recommendations from the Committee on Corporate Governance or explain any non-compliance. The Group does not prepare specific reporting on corporate governance, and reference is therefore made to the respective owner companies' annual reports for details of each company's corporate governance.

MT Højgaard is a jointly controlled entity under an agreement entered into between the shareholders.

In the following, we have chosen to give an account of the key elements of the Group's internal control and risk management systems in connection with the financial reporting process as required by the Danish Financial Statements Act.

Communications

The Group publishes information on an ongoing basis taking into account commercial and strategic interests as well as the fact that the two owners are listed and therefore subject to disclosure requirements. The Group thus publishes annual reports and interim financial reports with a form and content in line with the requirements for listed companies.

Announcements are published in both Danish and English.

Tasks and responsibilities

The Board of Directors determines the Group's overall strategy at least once a year with a view to sustaining value creation in the Group.

In this connection the Board, in cooperation with the Executive Board, discusses and ensures that the necessary qualifications and financial resources are in place to enable the Group to achieve its strategic targets.

At least once a year, the Board defines its most important tasks related to the financial and managerial control of the Group, including how to supervise the work of the Executive Board.

The Board of Directors discusses the Group's activities annually to ensure diversity at the Group's management levels, including equal opportunities for both sexes, and that the supreme governing body sets measurable objectives.

The Board reviews its rules of procedure annually to ensure that they are adequate and match the activities and needs of the Group. The rules of procedure were updated at the end of September 2013.

The Board also reviews and approves rules of procedure for the Executive Board annually, including establishing requirements for the Executive Board's timely, accurate and adequate reporting to the Board of Directors and for

any other communication between the Executive Board and the Board of Directors.

The Board of Directors appoints a Chairman and a Deputy Chairman. The Deputy Chairman acts as Chairman in the Chairman's absence and also acts as an effective sounding board for the Chairman.

A description specifying the tasks, duties and responsibilities of the Chairman and Deputy Chairman has been prepared.

The Chairman organises, convenes and chairs meetings to ensure efficiency in the Board's work and to create the best possible working conditions for the members, individually and collectively.

Composition and organisation of Board of Directors

The members of the Board of Directors are elected by the shareholders in general meeting based on recommendations by the two owners. The recommendations reflect the owners' assessments of the skills the Board should have to best perform its tasks.

When assessing its composition and nominating new candidates, the Board also takes into consideration the need for both integration of new talent and diversity in relation to international experience, gender and age, etc.

The annual report contains an account of the composition of the supreme governing body, including any special skills possessed by the individual members.

On joining the Board, new members receive an induction to the Group.

At least once a year ahead of the Annual General Meeting, the Board assesses whether the number of members is adequate in relation partly to the Group's needs, and partly to allow a constructive debate and an effective decision-making process enabling all members to play an active role.

The members of the Board elected by the shareholders in general meeting are chosen by the two owners and are thus independent with respect to the recommendations' definition of this.

The annual report states which members have been elected among the Group's employees in accordance with the Danish Companies Act's rules on employee representatives.

The Board meets at regular intervals according to a predetermined meeting and work schedule or when meetings are deemed necessary or appropriate as required by the Group. In 2013, the Board held six ordinary meetings and one lengthy strategy meeting, to which should be added telephone meetings on current topics.

For each Board member, the annual report states position, other management positions and age.

The annual report also states when each member joined the Board, whether the member was re-elected and when the current election period expires.

In its Articles of Association, the Group has set an age limit of 70 for members of the Board of Directors.

The Board has not set up an audit committee, a nomination committee or a remuneration committee.

The Board has not set up a formalised, recurring procedure for evaluation of the performance and results of the full Board, the individual members or the Executive Board.

Management remuneration

The Board of Directors has set a remuneration policy for the Board of Directors and the Executive Board. The policy is presented to and approved by the shareholders in general meeting. The policy includes an exhaustive description of remuneration components, reasons for selecting each component and a description of the criteria on which the balance between the individual components is based.

The members of the Board of Directors do not receive remuneration in the form of share or subscription option schemes.

Remuneration agreements with members of the Executive Board comply with the recommendations from the Committee on Corporate Governance.

The remuneration policy has not been published. See note 6 to the financial statements.

Risk management and control

The most important business risks associated with the realisation of the Group's strategy and overall goals as well as the risks associated with the financial reporting are identified at least once every year.

The Executive Board reports to the Board of Directors on a continuous basis on the development within the most important areas of risk and compliance with any adopted policies, frameworks, etc., in order to enable the Board of Directors to track the development and make the necessary decisions.

The Board of Directors has approved a whistleblowing procedure, which is expected to be implemented in mid-2014.

The Management's review in the annual report includes information about the Group's management of business risks.

Audit

The Board of Directors ensures ongoing dialogue and exchange of information with the Group's auditor.

Agreements on audit services and fees for same are entered into between the Board and the auditor.

The Board meets with the auditor at least once every year without the Executive Board present.

The Board has elected not to set up an internal audit function.

Financial reporting process

The Group's accounting and control systems are designed to ensure that internal and external financial reporting gives a true and fair view without material misstatement, including that the accounting policies are adequate.

The Group's accounting and control systems provide reasonable, but not absolute, assurance against material errors and omissions in the financial reporting.

The Board of Directors and the Executive Board regularly review material risks and internal controls in connection with the Group's activities and their potential impact on the financial reporting process.

Control environment

The Board of Directors considers that management's approach is fundamental to good risk management and internal control in connection with the financial reporting process. The Board of Directors and the Executive Board therefore continuously endeavour to ensure good risk management and internal control in connection with the financial reporting process.

The Executive Board is responsible for ensuring that the Group's control environment provides a proper basis for preparing the financial reporting. Managers at various levels are responsible in their respective areas.

The Board of Directors and the Executive Board have defined targets that have been incorporated in values, strategies and business plans. Policies, procedures and controls have been established in key areas in connection with the financial reporting process. The basis for this is a clear organisational structure, clear reporting lines, authorisation and approval procedures, and segregation of duties.

Risk assessment

The risk of errors in the items in the financial statements that are based on estimates or are generated through complex processes is relatively larger than for other items. A risk assessment aimed at identifying such items and the extent of the associated risks is coordinated by the Executive Board.

As a construction and civil engineering group, the principal risks are in the contracting and execution phases of our projects.

Control activities

The purpose of our control activities is to prevent, detect and correct any errors or irregularities and to ensure that estimates made are reasonable in the circumstances.

These activities are integrated in the integrated management systems, financial reporting manuals and business procedures of the individual business areas and subsidiaries. They include approval procedures for contracting of new projects that ensure initial risk assessment and management involvement at various levels, depending on project size. Procedures are also in place for monthly reviews with the responsible management at overall level, including of the risk assessment of the individual projects and of project stage based on updated accounting records and updated expectations concerning remaining production.

A special controller function that is independent of operations participates in project reviews in order to verify that the reporting of income and expenses on projects presents a true and fair view.

The assessment of claims and disputes recognised in the financial statements is based on assessments and reports from our internal legal department. External lawyers are involved in assessments on major claims and disputes.

Lastly, procedures are in place for verifications, authorisations, approvals, reconciliations, analyses of results, IT application controls, and general IT controls.

Information and communications

The Group maintains internal information and communications systems to ensure that the financial reporting is correct and complete within the context of the confidentiality prescribed for listed companies. Integrated management systems, financial reporting manuals and other reporting instructions are regularly updated. Changes in policies and accounting procedures are disclosed and explained on an ongoing basis.

Monitoring

The Board of Directors monitors the financial reporting on an ongoing basis, including that applicable legislation is being complied with, that the accounting policies are relevant, the manner in which material and exceptional items and estimates are accounted for, and the overall disclosure level in the Group's financial reporting.

The Group uses comprehensive financial, reporting and control systems to monitor activities, enabling us to detect and correct any errors or irregularities in the financial reporting at an early stage. This includes any weaknesses detected in internal controls or non-compliance with procedures and policies.

The Group applies IFRS rules as set out in the financial reporting manual. The manual and the accounting policies include accounting and assessment principles as well as reporting instructions, and must be complied with by all business areas and subsidiaries. The manual is updated and reviewed on an ongoing basis. Compliance with the manual is monitored at corporate level. Formal confirmations of compliance with accounting policies are obtained annually from all subsidiaries, and requirements

concerning compliance with relevant corporate policies are incorporated in the companies' rules of procedure.

All consolidated enterprises report detailed monthly accounting data. These financial data are analysed and monitored at corporate and other operational levels.

Management
statement and
Independent
auditor's report

Statement by the Executive Board and the Board of Directors

The Board of Directors and the Executive Board have today discussed and approved the annual report of MT Højgaard A/S for the financial year 1 January – 31 December 2013.

The annual report has been prepared in accordance with International Financial Reporting Standards as adopted by the EU and additional disclosure requirements in the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the Group's and the parent company's financial position at 31 December 2013 and of the results of the Group's and the parent company's operations and cash flows for the financial year 1 January - 31 December 2013.

In our opinion, the Management's review gives a fair review of the development in the Group's and the parent company's operations and financial matters, the results for the year, cash flows and financial position as well as a description of the significant risks and uncertainty factors pertaining to the Group and the parent company.

We recommend that the annual report be approved at the Annual General Meeting.

Søborg, 7 March 2014

Executive Board

Torben Biilmann
President and CEO

Egil Mølsted Madsen
CFO

Board of Directors

Søren Bjerre-Nielsen
Chairman

Niels Lykke Graugaard
Deputy Chairman

Curt Germundsson

Jens Jørgen Madsen

Lars Rasmussen

Irene Chabior

John Sommer

Vinnie Sunke Heimann

Independent auditor's report

To the shareholders of MT Højgaard A/S

Independent auditor's report on the consolidated financial statements and the parent company financial statements

We have audited the consolidated financial statements and the parent company financial statements of MT Højgaard A/S for the financial year 1 January – 31 December 2013. The consolidated financial statements and the parent company financial statements comprise income statement, statement of comprehensive income, balance sheet, statement of changes in equity, statement of cash flows and notes, including accounting policies for the Group as well as for the parent company. The consolidated financial statements and the parent company financial statements are prepared in accordance with International Financial Reporting Standards as adopted by the EU and additional disclosure requirements in the Danish Financial Statements Act.

Management's responsibility for the consolidated financial statements and the parent company financial statements

Management is responsible for the preparation of consolidated financial statements and parent company financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the EU and additional disclosure requirements in the Danish Financial Statements Act and for such internal control that Management determines is necessary to enable the preparation of consolidated financial statements and parent company financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the consolidated financial statements and the parent company financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements under Danish audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the consolidated financial statements and the parent company financial statements are free from material misstatement.

An audit involves performing audit procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements and the parent company financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements and the parent company financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of consolidated financial statements and parent company financial statements that give a true and fair view in order to design audit procedures that are appropriate in

the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as evaluating the overall presentation of the consolidated financial statements and the parent company financial statements.

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

Our audit has not resulted in any qualification.

Opinion

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the Group's and the parent company's financial position at 31 December 2013 and of the results of the Group's and the parent company's operations and cash flows for the financial year 1 January – 31 December 2013 in accordance with International Financial Reporting Standards as adopted by the EU and additional disclosure requirements in the Danish Financial Statements Act.

Statement on the Management's review

Pursuant to the Danish Financial Statements Act, we have read the Management's review. We have not performed any further procedures in addition to the audit of the consolidated financial statements and the parent company financial statements. On this basis, it is our opinion that the information provided in the Management's review is consistent with the consolidated financial statements and the parent company financial statements.

Copenhagen, 7 March 2014

KPMG

Statsautoriseret Revisionspartnerselskab

Jesper Koefoed
State Authorised Public
Accountant

Mona Blønd
State Authorised Public
Accountant

Executive Board

Executive Board



Torben Billmann
President and CEO

Born 1956, MSc (Civil Engineering)

Other management positions:

- Executive Committee of the Confederation of Danish Industry (DI) (MB)



Egil Mølsted Madsen
CFO

Born 1965, MSc (Business Economics and Auditing) and State Authorised Public Accountant

Board of Directors



Søren Bjerre-Nielsen
Chairman

Born 1952, MSc (Economics and Business Administration) and State Authorised Public Accountant On the Board of Directors since 2013. Term of office expires in 2014.

Other management positions:

- Chairman of Danmarks Nationalbank's Board of Directors and Committee of Directors (CB), Denmark
- Højgaard Holding A/S (CB), Denmark
- VKR-Holding A/S (MB), Denmark

Special expertise:

General and international management, economic and financial management, risk management, strategic business development, stock exchange issues and listed companies.



Curt Germundsson
Executive Advisor FSN Capital

Born 1944. BSc (Mechanical Engineering), BSc (Business Economics). On the Board of Directors since 2008.

Other management positions:

- Monberg & Thorsen A/S (MB), Denmark
- EFD Induction ASA (MB), Norway
- Bandak Group AS (MB), Norway
- DevPort AB (CB), Sweden
- Green Landscaping AB (MB), Sweden
- Executive Advisor FSN Capital AS, Norway
- Executive Advisor, Celerant Consulting (Hitachi Consulting), London
- Skamol A/S (MB), Denmark
- Troax AB (MB), Sweden

Special expertise:

General and international business management, production management.



Niels Lykke Graugaard
Deputy Chairman

Born 1947. MSc (Engineering) and MSc (Economics). On the Board of Directors since 2012. Term of office expires in 2014.

Other management positions:

- Gram Equipment A/S (MB), Denmark
- KraussMaffei AG (MB), Germany
- Monberg & Thorsen A/S (DCB), Denmark

Special expertise:

International and project-oriented management, strategic planning, mergers & acquisitions.



Jens Jørgen Madsen

Born 1949. MSc (Economics and Business Administration). On the Board of Directors since 2009.

Other management positions:

- Sanistål A/S (DCB), Denmark
- Højgaard Holding A/S (DCB), Denmark
- Kirk Kapital A/S (MB), Denmark

Memberships:

Member of Advisory Board - Business and Social Sciences, Aarhus University

Special expertise:

General and international management, strategy development and implementation, international business

development, mergers & acquisitions, economic and financial management, risk management.



Lars Rasmussen
CEO, Coloplast A/S

Born 1959. BSc (Engineering). On the Board of Directors since 2007.

Other management positions:

- Højgaard Holding A/S (MB), Denmark
- TDC A/S (MB), Denmark
- H. Lundbeck A/S (MB), Denmark
- Chairman of the Committee on Labour Market Issues under the Confederation of Danish Industry (DI)

Special expertise:

International business management, stock exchange issues, risk management, efficiencies and internationalisation.



John Sommer*

Sales Director, Customers & Markets

Born 1968. Carpenter, Engineer, HD (BCom) and E*MBA. On the Board of Directors since 2013. Election period expires in 2017.



Irene Chabior *
HR Development Consultant, HR

Born 1959. Primary and lower secondary school teacher and HRD. On the Board of Directors since 2001. Re-elected in 2005, 2009 and 2013. Election period expires in 2017.



Vinnie Sunke Heimann *
QHSE Director, QHSE

Born 1967. BSc (Engineering). On the Board of Directors since 2013. Election period expires in 2017.

*) Employee representative
(MB) Member of the board of directors
(CB) Chairman of the board of directors
(DCB) Deputy chairman of the board of directors

Financial statements

Income statement and statement of comprehensive income

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
Income statement					
6,146.5	3,760.0	4	Revenue	7,358.2	9,734.7
-6,587.3	-3,582.7	5-6	Production costs	-6,748.7	-9,797.8
-440.8	177.3		Gross profit (loss)	609.5	-63.1
-92.2	-101.8		Distribution costs	-129.0	-126.3
-160.9	-137.2	5-7	Administrative expenses	-315.5	-317.8
-693.9	-61.7		Operating profit (loss) (EBIT)	165.0	-507.2
-	-	13	Share of profit (loss) after tax of associates	1.9	1.3
207.5	178.9	8	Finance income	12.6	25.1
-28.4	-42.8	9	Finance costs	-40.7	-30.9
-514.8	74.4		Profit (loss) before tax	138.8	-511.7
0.0	-65.2	10	Income tax expense	-105.5	0.0
-514.8	9.2		Profit (loss) for the year	33.3	-511.7
Proposal for distribution of profit					
-514.8	9.2		Transfer to retained earnings		
-514.8	9.2		Total		
Statement of comprehensive income					
-514.8	9.2		Profit (loss) for the year	33.3	-511.7
Other comprehensive income					
Items that may be reclassified to the income statement:					
-	-		Foreign exchange adjustments, foreign enterprises	1.3	-3.4
-	-		Share of other comprehensive income (loss) of associates	10.6	-3.2
0.0	0.0		Tax on other comprehensive income	0.0	0.0
0.0	0.0		Other comprehensive income (loss) after tax	11.9	-6.6
-514.8	9.2		Total comprehensive income (loss)	45.2	-518.3

Balance sheet

PARENT COMPANY		ASSETS		GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
			Non-current assets		
			Intangible assets		
50.3	50.3		Goodwill	116.6	116.6
0.0	6.5		Other intangible assets	38.8	31.5
50.3	56.8	11	Total intangible assets	155.4	148.1
			Property, plant and equipment		
48.1	38.6		Land and buildings	244.8	254.0
75.5	18.4		Plant and machinery	242.1	304.8
12.2	11.7		Fixtures and fittings, tools and equipment	77.7	80.7
0.0	0.0		Property, plant and equipment under construction	5.6	3.3
135.8	68.7	12	Total property, plant and equipment	570.2	642.8
			Other non-current assets		
362.8	383.8	13	Investments in subsidiaries	-	-
57.6	51.6	13	Investments in jointly controlled entities and associates	5.6	10.4
10.8	10.8		Receivables from associates	3.4	3.4
309.4	300.1	18	Deferred tax assets	308.6	338.0
740.6	746.3		Total other non-current assets	317.6	351.8
926.7	871.8		Total non-current assets	1,043.2	1,142.7
			Current assets		
			Inventories		
1.9	1.9	14	Raw materials and consumables	70.6	79.3
504.3	455.6	14	Properties held for resale	557.0	605.8
506.2	457.5		Total inventories	627.6	685.1
			Receivables		
1,284.7	1,049.0		Trade receivables	1,742.3	1,860.8
96.4	24.9	20	Construction contracts in progress	74.2	166.7
124.3	178.0		Receivables from subsidiaries	-	-
3.2	0.0		Receivables from associates	0.0	3.2
0.4	0.3		Receivables from jointly controlled entities	0.3	0.4
35.8	14.4		Income tax	0.8	10.2
75.2	24.0		Other receivables	65.7	138.0
9.4	0.0		Payments on account to suppliers	1.6	10.1
62.8	44.3		Prepayments	47.4	65.2
1,692.2	1,334.9	15	Total receivables	1,932.3	2,254.6
20.9	20.4	16	Securities	163.2	164.8
70.7	69.4	33	Cash and cash equivalents	253.6	185.7
2,290.0	1,882.2		Total current assets	2,976.7	3,290.2
3,216.7	2,754.0		Total assets	4,019.9	4,432.9

Balance sheet

PARENT COMPANY		EQUITY AND LIABILITIES		GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
			Equity		
220.0	520.0		Share capital	520.0	220.0
-	-		Other reserves	-18.6	-30.5
268.3	277.5		Retained earnings	614.6	581.3
488.3	797.5		Total equity	1,116.0	770.8
			Non-current liabilities		
11.0	16.2	17	Bank loans, etc.	173.9	138.3
0.0	0.0	18	Deferred tax liabilities	9.9	12.2
134.3	165.1	19	Provisions	315.7	258.7
145.3	181.3		Total non-current liabilities	499.5	409.2
			Current liabilities		
10.9	8.9	17	Current portion of non-current liabilities	40.8	38.9
359.9	105.1	17	Bank loans, etc.	105.1	363.5
665.1	411.7	20	Construction contracts in progress	595.8	874.0
4.0	0.8		Prepayments received from customers	11.3	14.4
693.8	445.3		Trade payables	766.1	1,043.0
254.0	181.7		Payables to subsidiaries	-	-
37.9	27.7		Income tax	34.6	50.6
279.6	341.2		Other payables	573.1	522.3
44.2	32.0		Deferred income	35.1	71.5
233.7	220.8	19	Provisions	242.5	274.7
2,583.1	1,775.2		Total current liabilities	2,404.4	3,252.9
2,728.4	1,956.5		Total liabilities	2,903.9	3,662.1
3,216.7	2,754.0		Total equity and liabilities	4,019.9	4,432.9

Statement of cash flows

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
			Operating activities		
-693.9	-61.7		Operating profit (loss)	165.0	-507.2
191.2	-10.9	30	Adjustments in respect of non-cash operating items, etc.	220.5	320.9
-502.7	-72.6		Cash flows from operating activities before working capital changes	385.5	-186.3
			Working capital changes:		
146.5	48.8		Inventories	66.4	337.7
769.8	292.2		Receivables excluding construction contracts in progress	220.5	585.7
-308.8	-181.9		Construction contracts in progress	-185.7	-299.8
-465.4	-253.2		Trade and other current payables	-358.9	-517.6
-360.6	-166.7		Cash flows from operations (operating activities)	127.8	-80.3
10.4	4.0		Finance income	12.6	21.2
-18.4	-21.8		Finance costs	-38.2	-30.7
-368.6	-184.5		Cash flows from operations (ordinary activities)	102.2	-89.8
-16.7	-44.2		Income taxes paid, net	-83.2	-52.0
-385.3	-228.7		Cash flows from operating activities	19.0	-141.8
			Investing activities		
0.0	0.0	34	Acquisition of enterprises and activities	0.0	-8.7
0.0	-7.2		Purchase of intangible assets	-14.7	-25.9
-4.2	-22.2		Capital changes in subsidiaries and associates	0.0	0.3
-12.7	-9.0	31	Purchase of property, plant and equipment	-127.9	-67.9
14.9	70.4		Sale of property, plant and equipment	115.1	93.5
196.0	147.0		Dividends from subsidiaries and associates	6.0	0.0
0.0	0.0		Investments in securities, net	-0.8	-3.9
194.0	179.0		Cash flows for investing activities	-22.3	-12.6
			Financing activities		
			Loan financing:		
0.0	7.7	32	Increase in non-current bank loans, etc.	56.7	0.0
-40.3	-4.5		Decrease in non-current bank loans, etc.	-27.1	-44.5
			Shareholders:		
0.0	300.0		Capital increase	300.0	0.0
-40.3	303.2		Cash flows from financing activities	329.6	-44.5
-231.6	253.5		Net increase (decrease) in cash and cash equivalents	326.3	-198.9
-57.6	-289.2		Cash and cash equivalents at 01-01	-177.8	21.1
-289.2	-35.7	33	Cash and cash equivalents at 31-12	148.5	-177.8

The figures in the statement of cash flows cannot be derived from the published accounting records alone.

Statement of changes in equity, parent company

Amounts in DKK million

Equity, parent company	Share capital	Retained earnings	Total
2012			
Equity at 01-01	220.0	783.1	1,003.1
Profit (loss) for the year		-514.8	-514.8
Transactions with owners:			
Dividends paid			0.0
Total changes in equity	0.0	-514.8	-514.8
Equity at 31-12	220.0	268.3	488.3
2013			
Equity at 01-01	220.0	268.3	488.3
Profit for the year		9.2	9.2
Transactions with owners:			
Capital increase	300.0		300.0
Dividends paid			0.0
Total changes in equity	300.0	9.2	309.2
Equity at 31-12	520.0	277.5	797.5

Statement of changes in equity, Group

Amounts in DKK million

Equity, Group	Share capital	Hedging reserve	Translation reserve	Retained earnings	Total
2012					
Equity at 01-01	220.0	-27.8	3.9	1,093.0	1,289.1
Changes in equity:					
Profit (loss) for the year				-511.7	-511.7
Other comprehensive income:					
Foreign exchange adjustments, foreign enterprises			-3.4		-3.4
Share of other comprehensive income (loss) of associates		-3.2			-3.2
Tax on other comprehensive income		0.0	0.0		0.0
Total other comprehensive income (loss)	0.0	-3.2	-3.4	0.0	-6.6
Transactions with owners:					
Dividends paid					0.0
Total transactions with owners	0.0	0.0	0.0	0.0	0.0
Total changes in equity	0.0	-3.2	-3.4	-511.7	-518.3
Equity at 31-12	220.0	-31.0	0.5	581.3	770.8
2013					
Equity at 01-01	220.0	-31.0	0.5	581.3	770.8
Changes in equity:					
Profit for the year				33.3	33.3
Other comprehensive income:					
Foreign exchange adjustments, foreign enterprises			1.3		1.3
Share of other comprehensive income of associates		10.6			10.6
Tax on other comprehensive income		0.0	0.0		0.0
Total other comprehensive income	0.0	10.6	1.3	0.0	11.9
Transactions with owners:					
Capital increase	300.0				300.0
Dividends paid					0.0
Total transactions with owners	300.0	0.0	0.0	0.0	300.0
Total changes in equity	300.0	10.6	1.3	33.3	345.2
Equity at 31-12	520.0	-20.4	1.8	614.6	1,116.0

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Notes

Note

1 Accounting policies

Basis of preparation, etc.

The Group and the parent company annual report has been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU and additional disclosure requirements in the Danish Financial Statements Act.

On 7 March 2014, the Board of Directors and the Executive Board discussed and approved the annual report of MT Højgaard A/S for the financial year 1 January – 31 December 2013. The annual report will be presented to the shareholders of MT Højgaard A/S for approval at the Annual General Meeting on 2 April 2014.

The annual report is presented in Danish kroner (DKK million).

The accounting policies are unchanged from the 2012 annual report apart from the fact that, with effect from 1 January 2013, we have adopted the standards and interpretations that became effective for 2013 and early adopted amendments to IAS 36. These have not had any impact on recognition and measurement for the MT Højgaard Group.

General

Basis of consolidation

The consolidated financial statements comprise the parent company MT Højgaard A/S and subsidiaries in which the Group holds, directly or indirectly, more than 50% of the voting rights or which it controls in some other way.

Other enterprises in which the Group holds between 20% and 50% of the voting rights and over which it has significant influence, but not control, are accounted for as associates. These enterprises are not consolidated. However, enterprises controlled jointly by MT Højgaard A/S and one or more other enterprises are recognised in the consolidated financial statements using proportionate consolidation.

The consolidated financial statements are prepared on the basis of the parent company's and the individual enterprises' audited financial statements determined in accordance with the MT Højgaard Group's accounting policies.

On consolidation, identical items are aggregated and intragroup income and expenses, shareholdings, balances and dividends are eliminated. Unrealised gains and losses arising from intragroup transactions are also eliminated.

Newly acquired or newly formed enterprises are recognised in the consolidated financial statements from the date of acquisition or formation. Enterprises disposed of are recognised in the consolidated financial statements up to the date of disposal. Comparative figures are not restated for newly acquired enterprises.

Gains and losses on disposal of subsidiaries and associates are reported by deducting from the proceeds on disposal the carrying amount of net assets including goodwill at the date of disposal and related selling expenses.

Presentation of discontinued operations

A discontinued operation is a component of an entity the operations and cash flows of which can be clearly distinguished, operationally and for financial reporting purposes, from the rest of the entity and that has either been disposed of or is classified as held for sale and expected to be disposed of within one year according to a formal plan.

Post-tax profit and value adjustments of discontinued operations and operations classified as held for sale are presented as a separate line item in the income statement with comparative figures. Revenue, expenses and tax of discontinued operations are disclosed in the notes. Assets and related liabilities are reported as separate line items in the balance sheet.

Notes

Note

1 Accounting policies

The cash flows attributable to the operating, investing and financing activities of discontinued operations are disclosed in a note.

Business combinations

Acquisitions of enterprises over which the parent company obtains control are accounted for by applying the purchase method. The acquiree's identifiable assets, liabilities and contingent liabilities are measured at fair value at the acquisition date. Identifiable intangible assets are recognised if they are separable or arise from a contractual right. The tax effect of the restatements performed is taken into account.

Any excess of the purchase consideration over the fair value of the assets acquired and liabilities and contingent liabilities assumed (goodwill) is recognised in intangible assets as goodwill. Any excess of the fair value over the purchase consideration (negative goodwill) is credited to the income statement at the acquisition date.

If there is any uncertainty at the acquisition date concerning the measurement of identifiable assets acquired or liabilities or contingent liabilities assumed, initial recognition is based on provisional fair values. If the fair value of identifiable assets, liabilities and contingent liabilities subsequently proves to differ from the fair value assumed at the acquisition date, goodwill may be adjusted for up to twelve months following their acquisition.

Joint ventures

A joint venture is a jointly controlled operation or a jointly controlled entity over which none of the joint venturers has control.

Investments in jointly controlled operations are recognised in the parent company and consolidated financial statements on a proportionate basis in accordance with the contractual arrangement, whereby the proportionate share of assets, liabilities, income and expenses from the jointly controlled operations is recognised in the corresponding items in the financial statements.

Jointly controlled entities are accounted for in the consolidated financial statements applying proportionate consolidation. The parent company measures investments in jointly controlled entities at cost, including direct costs of purchase. Investments are written down to the recoverable amount, if this is lower than the carrying amount.

Foreign currency translation

The individual business unit's functional currency is determined as the primary currency in the market in which the business unit operates. The predominant functional currency for the Group is Danish kroner.

Transactions denominated in all currencies other than the individual business unit's functional currency are accounted for as transactions in foreign currencies that are translated into the functional currency using the exchange rates at the transaction date. Receivables and payables in foreign currencies are translated using the exchange rates at the balance sheet date. Foreign exchange differences arising between the exchange rate at the transaction date or the balance sheet date and the date of settlement are recognised in the income statement as finance income and costs.

On recognition of foreign subsidiaries and associates, the income statement items determined in the individual enterprises' functional currencies are translated into Danish kroner at average exchange rates, which do not deviate significantly from the exchange rates at the transaction date, while the balance sheet items are translated at the exchange rates at the balance sheet date. Foreign exchange differences arising on translation of the opening equity of foreign subsidiaries at the exchange rates at the balance sheet date and on translation of the income statement items from average exchange rates to the exchange rates at the balance sheet date are recognised in other comprehensive income and in a separate translation reserve in equity.

Foreign exchange adjustments of balances with foreign entities that are accounted for as part of the overall net investment in the entity in question are recognised in the consolidated financial statements in other comprehensive

Notes

Note

1 Accounting policies

income and in a separate translation reserve in equity.

On acquisition or disposal of foreign entities, their assets and liabilities are translated at the exchange rates ruling at the acquisition date or the date of disposal.

Derivative financial instruments

The Group uses derivative financial instruments such as forward exchange contracts and similar instruments to hedge financial risks arising from operating activities. For derivative financial instruments that do not qualify for hedge accounting, changes in fair value are recognised in the income statement as production costs as they occur.

For derivative financial instruments that qualify for cash flow hedge accounting, changes in fair value are recognised in other comprehensive income and in a separate hedging reserve in equity. Income and expenses relating to such hedging transactions are transferred from the reserve in equity on realisation of the hedged item and recognised in the same item as the hedged item.

Derivative financial instruments are recognised from the trade date and measured in the balance sheet at fair value. Gains and losses on remeasurement to fair value are recognised as other receivables and other payables respectively. Fair value is measured on the basis of current market data and recognised valuation methods based on observable exchange rates.

Leases

Leases relating to property, plant and equipment in terms of which the Group assumes substantially all the risks and rewards of ownership (finance leases) are recognised in the balance sheet as assets. The assets are recognised initially at cost, equivalent to the lower of their fair value and the present value of the future lease payments.

The present value is determined using the interest rate implicit in the lease as the discount rate or an approximated value.

The capitalised residual lease commitment on finance leases is recognised as a liability.

All other leases are accounted for as operating leases. Lease payments under operating leases are recognised in the income statement over the lease term.

Government grants

Government grants include grants for projects, investments, etc.

Grants that compensate the Group for expenses incurred or for the purchase of assets are set up in the balance sheet as deferred income or offset against the carrying amount of the assets and recognised in the income statement in the same periods in which the expenses are incurred or over the periods and in the proportions in which depreciation on the assets is charged.

Income statement

Revenue

Revenue comprises completed construction contracts and construction contracts in progress, sale of development projects, and rental income.

Revenue from construction contracts under which assets or plants with a high degree of individual customisation are supplied is recognised in the income statement by reference to the stage of completion so that revenue corresponds to the selling price of the work performed during the year (the percentage of completion method).

Notes

Note

1 Accounting policies

Revenue from self-generated project development cases is recognised by applying the sales method. Revenue and profit from projects sold are recognised when delivery has been made and risk has been transferred to the buyer and provided the income can be measured reliably and is expected to be received.

Income from construction contracts comprises the agreed contract sum plus or minus agreed variations to contract work, claims for increases or decreases in the scope of work, including any related interest payments, etc.

Revenue relating to rental income, facility management, etc., is recognised in the income statement when the significant risks and rewards of ownership have been transferred to the buyer and the income can be measured reliably and its payment is probable.

Revenue is measured net of value added and similar sales-based taxes.

Production costs

Production costs comprise both direct and indirect costs incurred in generating the revenue for the year, and expected losses on construction contracts in progress.

Production costs include the cost of raw materials and consumables, wages and salaries, depreciation and impairment losses, subcontractor supplies, leasing of capital equipment, design and technical assistance, remedial and guarantee works, subsupplier claims, for example for increases or decreases to the scope of work, including any related interest payments, etc.

Distribution costs

Distribution costs include tendering, advertising and marketing costs as well as salaries etc. relating to the sales and marketing departments.

Administrative expenses

Administrative expenses comprise expenses for administrative staff and management, including salaries, office expenses, depreciation, etc.

The Group's share of profit after tax of associates

The proportionate share of profit of associates is recognised in the consolidated income statement net of tax and after elimination of the proportionate share of profits/losses resulting from intragroup transactions and after deduction of goodwill impairment losses.

Finance income and costs

Finance income and costs comprise interest income and expense, dividends from other equity investments and realised and unrealised gains and losses on financial assets and payables and transactions denominated in foreign currencies, as well as finance lease costs and income tax surcharges and refunds.

Borrowing costs attributable to the acquisition, construction or development of self-constructed qualifying assets are recognised as part of the cost of those assets.

The parent company recognises dividends from investments in subsidiaries, jointly controlled entities and associates and adjustments of investments at the recoverable amount. Dividends are credited to income in the financial year in which they are declared.

Income tax

Income tax expense, which consists of current tax and changes in deferred tax, is recognised in the income statement, in other comprehensive income or directly in equity.

Notes

Note

1 Accounting policies

MT Højgaard A/S is taxed jointly with its Danish and foreign subsidiaries (international joint taxation). Subsidiaries are included in the joint taxation from the date on which they are included in the consolidation of the consolidated financial statements and up to the date on which they are no longer included in the consolidation. Current tax is allocated among the jointly taxed Danish companies in proportion to their taxable income.

The parent company MT Højgaard A/S is the management company for the Danish joint taxation and consequently settles all income tax payments to the Danish tax authorities.

Balance sheet

Intangible assets

Goodwill is measured initially at cost as described in the section on business combinations.

Goodwill is not amortised. The carrying amount of goodwill is reviewed, at least annually, and written down through the income statement to the recoverable amount if this is lower than the carrying amount.

Other intangible assets are measured at cost less accumulated amortisation and impairment losses. Amortisation is charged on a straight-line basis over the estimated useful life.

The amortisation period is normally 5-10 years. The basis of amortisation is reduced by any impairment losses.

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises purchase price and any costs directly attributable to the acquisition until the date the asset is available for use. The cost of self-constructed assets comprises direct and indirect cost of materials, components, sub-suppliers and labour as well as borrowing costs attributable to the construction of the assets.

Property, plant and equipment are depreciated on a straight-line basis over the expected useful life to the expected residual value. The useful lives of major assets are determined on an individual basis, while the useful lives of other assets are determined for groups of uniform assets.

Expected useful lives:

Buildings	10-50 years
Plant and machinery	3-12 years
Fixtures and fittings, tools and equipment	3-12 years
Leasehold improvements	3-10 years

Land is not depreciated, nor is depreciation charged if the residual value of an asset exceeds its carrying amount. The residual value is determined at the acquisition date and reviewed annually.

Gains and losses on disposal of property, plant and equipment are recognised in the income statement as production costs or administrative expenses and are measured as the difference between the selling price less costs to sell and the carrying amount at the date of disposal.

Investments in associates in the consolidated financial statements

The Group measures investments in associates using the equity method. Accordingly, investments in associates are measured at the proportionate share of the associates' net assets, applying the Group's accounting policies, plus or minus unrealised intragroup profits/losses, and plus goodwill.

Associates with a negative carrying amount are recognised at nil. If the Group has a legal or constructive obligation

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Note

1 Accounting policies

to cover an associate's negative balance, the negative balance is offset against the Group's receivables from the associate. Any balance is recognised in provisions.

Investments in the parent company financial statements

The parent company measures investments in subsidiaries, jointly controlled entities and associates at cost, including direct costs of purchase. Investments are written down to the recoverable amount, if this is lower than the carrying amount.

Other non-current assets

Other non-current receivables are measured at amortised cost less impairment losses.

Impairment of non-current assets

The carrying amounts of intangible assets, property, plant and equipment and other non-current assets are reviewed, at least annually, to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. However, the recoverable amount of goodwill is always reviewed annually.

The recoverable amount is the greater of an asset's fair value less expected costs to sell and its value in use, which is the discounted value of the expected future cash flows from the cash-generating unit.

An impairment loss is recognised in the income statement if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount.

Impairment losses relating to goodwill are not reversed. Impairment losses on other assets are reversed to the extent that the assumptions and estimates that led to the recognition of the impairment loss have changed.

Inventories

Inventories are measured at cost in accordance with the FIFO method. Where the net realisable value is lower than the cost, inventories are written down to this lower value.

The cost of raw materials and consumables comprises purchase price plus expenses incurred in bringing them to their existing location and condition.

Properties, project development cases in progress and undeveloped sites that are not classified as held for continued future ownership or use are carried as properties held for resale and measured at the lower of cost and net realisable value.

Receivables

Receivables, including non-current receivables, are measured at amortised cost. An impairment loss is recognised if there is an objective indication of impairment of a receivable.

Construction contracts in progress

Construction contracts in progress are measured at the selling price of the work performed. A construction contract is a contract under which the assets or plants in question are constructed to customer specifications and requirements in terms of design, function, etc. Moreover, a binding contract under which any termination will lead to penalties or claims is entered into before work commences.

The selling price is measured by reference to the stage of completion at the balance sheet date and total expected income from each construction contract. The stage of completion is determined on the basis of costs incurred and total expected costs.

When it is probable that total costs on a construction contract in progress will exceed total income, the total ex-

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Note

1 Accounting policies

pected loss on the contract is recognised as an expense immediately.

Where the selling price cannot be measured reliably, it is recognised at the lower of costs incurred and net realisable value.

The individual construction contract in progress is recognised in the balance sheet in receivables or current liabilities, depending on the net value of the selling price less progress billings and recognised losses.

Costs in connection with sales work and tendering to secure contracts are recognised as a cost in the income statement under distribution costs in the financial year in which they are incurred.

Prepayments and deferred income

Prepayments are recognised as receivables, and deferred income is recognised as current liabilities. Prepayments and deferred income include costs incurred or income received during the year in respect of subsequent financial years, apart from items relating to construction contracts in progress.

Securities

Listed securities, which are monitored, measured and reported at fair value on an ongoing basis in accordance with the Group's investment practice, are recognised at the trade date at fair value within current assets and subsequently measured at fair value. Changes in fair value are recognised in the income statement as finance income or costs in the period in which they occur.

Equity

Dividends

Dividends are recognised as a liability at the date of their adoption at the Annual General Meeting. Proposed dividends are disclosed as a separate item in equity.

Hedging reserve

The hedging reserve comprises the accumulated net change in the fair value of hedging transactions that qualify for designation as cash flow hedges, and where the hedged transaction has yet to be realised.

The reserve is dissolved on realisation of the hedged transaction, if the hedged cash flows are no longer expected to be realised or the hedging relationship is no longer effective.

Translation reserve

The translation reserve comprises foreign exchange differences after 1 January 2004 that have arisen from the translation of the financial statements of foreign entities from their functional currencies to Danish kroner and foreign exchange adjustments of balances with foreign entities that are accounted for as part of the Group's overall net investment in the entity in question. On realisation of the net investment, the foreign exchange adjustments are recognised in the income statement.

The reserve is dissolved on disposal of foreign entities or if the criteria for effective hedging are no longer met.

Current tax and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax calculated on the taxable income for the year, adjusted for tax paid on account, etc.

Deferred tax liabilities and deferred tax assets are measured using the balance sheet liability method, providing for all temporary differences between the tax base of an asset or liability and its carrying amount in the balance sheet. The following temporary differences are not provided for: goodwill not deductible for tax purposes and office premises. The measurement is based on the planned use of the asset or settlement of the liability, and on the relevant

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Note

1 Accounting policies

tax rules.

Deferred tax is provided for retaxation of previously deducted losses of jointly taxed foreign subsidiaries to the extent that it is deemed that disposal of the investment or withdrawal from the international joint taxation scheme may be relevant.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised at the value at which it is expected that they can be utilised either by set-off against deferred tax liabilities or by elimination against tax on the future earnings of the subsidiary or the parent company and the other jointly taxed subsidiaries in the same country. Deferred tax assets are entered as a separate line item within other non-current assets.

Deferred tax is measured on the basis of the tax rules and the tax rates effective in the respective countries at the time the deferred tax is expected to crystallise as current tax. The effect of changes in deferred tax due to changed tax rates is recognised in comprehensive income for the year.

Pension obligations

The Group's pension plans are insured (defined contribution). Contributions to defined contribution plans are recognised in the income statement in the period to which they relate, and any costs payable are recognised in the balance sheet as other payables.

Provisions

A provision is recognised when the Group has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

Provisions are measured based on management's best estimate of the amount that will be required to settle the obligation.

Financial liabilities

Bank loans, etc., are recognised at inception at fair value net of transaction costs incurred. Subsequent to initial recognition, financial liabilities are measured at amortised cost, equivalent to the capitalised value using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other liabilities, comprising trade payables, payables to subsidiaries, jointly controlled entities and associates, and other payables, are measured at amortised cost.

Statement of cash flows

The statement of cash flows shows cash flows for the year, broken down by operating, investing and financing activities, and the effects of these cash flows on cash and cash equivalents.

The cash flow effect of acquisitions and disposals of enterprises is disclosed separately in cash flows from investing activities. Cash flows from acquisitions are recognised in the statement of cash flows from the date of acquisition and cash flows from disposals are recognised up to the date of disposal.

Cash flows from operating activities

Cash flows from operating activities are determined using the indirect method, whereby operating profit is adjusted for the effects of non-cash operating items, changes in working capital, and net finance costs and income taxes paid.

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Note

1 Accounting policies

Cash flows for investing activities

Cash flows for investing activities comprise payments in connection with acquisition and disposal of enterprises and activities and purchase and sale of intangible assets, property, plant and equipment and other non-current assets as well as purchase and sale of securities that are not recognised as cash and cash equivalents.

Cash flows from financing activities

Cash flows from financing activities comprise payments to and from shareholders, including payment of dividends and increases and decreases in non-current borrowings.

Cash and cash equivalents

Cash and cash equivalents comprise cash and cash equivalents less current portion of bank loans, etc.

Financial ratios

Financial ratios have been prepared in accordance with 'Recommendations & Financial Ratios 2010' published by the Danish Society of Financial Analysts.

Definitions of financial ratios used:

Gross margin	=	Gross profit/Revenue
EBIT margin	=	Operating profit (EBIT)/Revenue
Pre-tax margin	=	Profit before tax/Revenue
Return on invested capital incl. goodwill (ROIC)	=	EBIT/Average invested capital incl. goodwill
Return on invested capital incl. goodwill after tax (ROIC after tax)	=	EBIT - tax on EBIT (EBIT has been adjusted for non-operating income and expenses and net interest after tax)/Average invested capital incl. goodwill
Return on equity (ROE)	=	Profit after tax/Average equity incl. non-controlling interests
Equity ratio	=	Equity incl. non-controlling interests, year end/Liabilities, year end
Invested capital	=	Invested capital represents the capital invested in operating activities, i.e. the assets that generate income. Invested capital is calculated as the sum of equity (incl. goodwill), net interest-bearing deposit/debt

Notes

Note

2 Accounting estimates and judgements

Estimation uncertainty

Determining the carrying amount of some assets and liabilities requires estimation of the effects of future events on those assets and liabilities at the balance sheet date.

The estimates applied are based on assumptions which are sound, in management's opinion, but which, by their nature, are uncertain and unpredictable. The assumptions may be incomplete or inaccurate, and unforeseen events or circumstances may occur. Moreover, the company is subject to risks and uncertainties that may cause the actual results to differ from these estimates.

It may be necessary to revise previously made estimates due to changes in underlying factors or due to new knowledge or subsequent events.

Estimates that are critical to the financial reporting are primarily made in connection with measurement of the selling price of construction contracts in progress, determination of guarantee commitments, assessment of the outcome of disputes, and recovery of deferred tax assets. Key accounting estimates are also made when assessing the need for impairment charges in connection with the recognition of equity investments and goodwill.

Special risks for the Group are also described in note 26 on 'Financial risks', in the 'Risk management' section in the Management's review and in notes 15 and 23.

Construction contracts, including disputes

The recognition and measurement of work in progress are based on an assessment of the stage of each project and expectations concerning the remaining progress towards completion of each contract, including the outcome of disputes. The assessment of stage, income and expenses, including disputes, is made jointly by the Executive Board and the project management on a project-by-project basis.

The assessment of disputes relating to extra works, extensions of time, demands concerning liquidated damages, etc., are based on the nature of the circumstances, knowledge of the client, the stage of negotiations, previous experience and consequently an assessment of the likely outcome of each case. For major disputes, external legal opinions are a fundamental part of the assessment.

Estimates concerning the remaining progress towards completion depend on a number of factors, and project assumptions may change as the work is being performed. Likewise, the assessment of disputes may change as the cases proceed.

Actual results may therefore differ from expectations. For further details on these, reference is made to the Management's review.

At 31 December 2013, the Group was involved in major disputes, especially within offshore. For further details on this, reference is made to notes 15 and 23.

Provisions for guarantee obligations

Provisions for guarantee obligations are assessed individually for each construction contract. The level of provisions is based on experience and the characteristics of each project.

Notes

Note

2 Accounting estimates and judgements (continued)

Recovery of deferred tax assets

Deferred tax assets are recognised only to the extent that it is probable that taxable profits will be available, in the foreseeable future (3-5 years), against which tax loss carryforwards, etc., can be utilised. The amount to be recognised as deferred tax assets is determined on the basis of an estimate of the probable timing and amount of future taxable profits and taking into account current tax legislation.

We have updated the projections of future profits in the enterprises in which the losses can be utilised. At 31 December 2013, the management of MT Højgaard A/S assessed the extent to which, under current tax legislation, taxable profits can be realised in the foreseeable future, and the tax rates that will apply at the date of utilisation. Against this background, the recognition of deferred tax assets has been reviewed.

Further details are provided in notes 10 and 18.

Impairment testing of equity investments and goodwill

In connection with impairment testing of equity investments and goodwill, we apply estimates of how the relevant enterprises or parts of the enterprise to which the goodwill relates will be able to generate sufficient positive future net cash flows to support the value of the equity investment or goodwill and other net assets in the relevant part of the enterprise. Such estimates are naturally subject to some uncertainty, which is reflected in the discount rate applied. The assumptions for impairment testing of equity investments and goodwill respectively are described in notes 11 and 13.

Accounting policies

As part of the application of the Group's accounting policies, management makes judgements, in addition to estimates, that may have a material effect on the amounts recognised in the financial statements. The judgements that have the greatest impact on the amounts recognised in the financial statements primarily relate to construction contracts in progress, and when income and expenses under contracts with third parties are to be accounted for in accordance with the percentage of completion method or the sales method.

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		3	Information on activities		
			The Group is engaged in construction and civil engineering activities in Denmark and internationally.		
			In 2013, the Group was engaged in international activities in Europe (the UK, Portugal, Sweden and Norway), the North Atlantic (Faroe Islands and Greenland), Asia, the Middle East and Africa.		
			Geographical breakdown of revenue and non-current assets		
			Revenue can be broken down as follows:		
			Denmark	6,020.0	7,621.8
			Rest of world	1,338.2	2,112.9
			Total	7,358.2	9,734.7
			Non-current assets excluding deferred tax assets can be broken down as follows:		
			Denmark	629.6	641.6
			Rest of world	105.0	163.1
			Total	734.6	804.7
		4	Revenue		
			Revenue can be broken down as follows:		
			Selling price of the production for the year on construction contracts in progress and completed construction contracts, etc.	6,646.7	8,767.0
5,878.5	3,655.5		Revenue from project development cases sold, etc.	94.6	370.0
257.4	94.6		Rental income, facility management, etc.	616.9	597.7
10.6	9.9		Total	7,358.2	9,734.7
6,146.5	3,760.0				
		5	Depreciation and amortisation		
			Intangible assets	7.4	4.1
2.9	0.7		Property, plant and equipment	103.4	123.3
35.4	12.5		Total depreciation and amortisation	110.8	127.4
38.3	13.2				
			Depreciation and amortisation are recognised in the income statement as follows:		
			Production costs	90.9	117.4
32.9	8.4		Administrative expenses	19.9	10.0
5.4	4.8		Total depreciation and amortisation	110.8	127.4
38.3	13.2				

Notes

• PARENT COMPANY					• GROUP	
2012	2013	Note	Amounts in DKK million		2013	2012
		6	Staff costs			
			The total amount paid in wages and salaries, etc., can be broken down as follows:			
1,190.5	862.7		Wages and salaries, etc.		1,902.6	2,169.6
85.4	59.5		Pension contributions (defined contribution)		135.6	159.5
35.0	23.2		Other social security costs		64.3	71.3
1,310.9	945.4		Total		2,102.5	2,400.4
2,533	1,708		Average number of employees		3,974	4,688
2,100	1,487		Number of employees, year end		3,978	4,374
			Total remuneration (salaries and remuneration, etc.) to the Board of Directors and the Executive Board:			
2.6	2.4		Board of Directors		2.4	2.6
30.9	21.5		Executive Board		21.5	30.9
33.5	23.9		Total		23.9	33.5
			The 2013 amounts above include termination benefit of DKK 2.7 mil. to former Executive Board members against DKK 19.5 mil. in 2012.			
			During the first 18 months of his employment, the President and CEO participates in a bonus scheme based on period of employment. The scheme will then be replaced by a performance-based bonus scheme. The agreement with the President and CEO on the option to subscribe for phantom shares was discontinued in 2013 and the President and CEO has received one-off compensation in this respect, included in the Executive Board remuneration above. The CFO has a bonus scheme which, for 2014, will provide no less than three and no more than six months' salary based on the achievement of financial targets.			
			The Group also has a bonus scheme for senior executives based on the achievement of both financial and qualitative targets.			
		7	Fees paid to auditor appointed at the Annual General Meeting (KPMG)			
1.6	1.6		Audit fees		3.4	3.4
0.2	0.2		Other assurance engagements		0.3	0.3
0.6	0.8		Tax and VAT advice		1.0	0.7
1.4	1.5		Non-audit services		1.9	1.5
3.8	4.1		Total fees		6.6	5.9
		8	Finance income			
9.8	3.4		Interest inc., other (balance sheet items recogn. at amortised cost)		5.0	13.8
0.6	0.6		Interest inc., securities (balance sheet items recogn. at fair value)		5.0	4.9
0.0	0.0		Capital gains on securities		0.0	2.1
0.0	0.0		Foreign exchange gains		2.6	4.3
62.0	17.0		Dividends from subsidiaries		-	-
134.0	130.0		Dividends from associates and jointly controlled entities		-	-
1.1	27.9		Reversal of impairment loss relating to investments in subsidiaries and associates, etc.		0.0	0.0
207.5	178.9		Total finance income		12.6	25.1
2.8	4.2		Portion relating to interest received from subsidiaries		-	-

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		9	Finance costs		
14.8	11.9		Interest expense (balance sheet items recognised at amortised cost)	22.0	28.3
0.1	0.5		Capital losses on securities	3.0	0.1
4.8	10.0		Foreign exchange losses	15.7	7.7
9.9	20.4		Impairment loss relating to subsidiaries and associates	0.0	0.0
-1.2	0.0		Borrowing costs recognised in the cost of assets*	0.0	-5.2
28.4	42.8		Total finance costs	40.7	30.9
1.1	0.8		Of which interest paid to subsidiaries	-	-
			* On recognition of borrowing costs in cost, an effective interest rate of around 3.5% has been used (2012: 3.5%)		
		10	Income tax expense		
19.0	55.9		Current tax	78.4	84.5
-19.0	9.3		Changes in deferred tax	27.1	-84.5
0.0	65.2		Income tax expense	105.5	0.0
			Income tax expense can be broken down as follows:		
-128.7	18.6		Income tax expense before tax calculated at 25%	34.7	-127.9
	36.9		Reduction of Danish income tax rate from 25% to 22% in the period up to 2016	40.9	
19.6	16.9		Deviations in foreign enterprises' tax rates	14.1	22.3
-49.2	-43.7		Non-taxable income	-0.6	-0.5
2.8	5.3		Non-deductible expenses	0.4	0.8
132.5	-6.9		Non-capitalised tax loss carryforward	15.0	106.6
23.0	38.1		Other, including prior year adjustments and joint taxation	1.0	-1.3
0.0	65.2		Income tax expense	105.5	0.0
0.0	87.6		Effective tax rate (%)	76.0	0.0
			Tax on other comprehensive income in the parent company and the Group was DKK 0.		
			Income tax expense for the Group was affected by a total expense of DKK 55.9 million due to the reduction of the Danish income tax rate from 25% to 22% in the period up to 2016 and the assessment of tax assets. In the parent company, the effect was an expense of DKK 30.0 million, as stated in note 18 and the financial review.		
			Current tax relates primarily to tax in some foreign entities in which tax payment is determined based on local rules.		
		11	Intangible assets		
			Goodwill		
50.3	50.3		Cost at 01-01	117.3	112.7
0.0	0.0		Addition on acquisition of enterprises	0.0	4.6
50.3	50.3		Cost at 31-12	117.3	117.3
0.0	0.0		Impairment losses at 01-01 and 31-12	0.7	0.7
50.3	50.3		Carrying amount at 31-12	116.6	116.6

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		11	Intangible assets (continued)		
			Other intangible assets		
7.1	7.1		Cost at 01-01	45.1	17.9
0.0	0.0		Reclassifications, etc.	0.0	1.3
0.0	7.2		Additions	14.7	25.9
7.1	14.3		Cost at 31-12	59.8	45.1
4.2	7.1		Amortisation and impairment losses at 01-01	13.6	8.2
0.0	0.0		Reclassifications	0.0	1.3
2.9	0.7		Amortisation charge	7.4	4.1
7.1	7.8		Amortisation and impairment losses at 31-12	21.0	13.6
0.0	6.5		Carrying amount at 31-12	38.8	31.5

The carrying amounts of goodwill attributable to Civil Works (DKK 5.7 million), Construction (DKK 44.6 million) in MT Højgaard A/S; Enemærke & Petersen A/S (DKK 43.2 million); and Lindpro A/S (DKK 23.1 million), were tested for impairment at 31 December 2013.

The recoverable amount was determined as the value in use, calculated as the present value of the expected future net cash flows from the cash-generating units. In connection with the test at 31 December 2013, net cash flows were determined on the basis of the approved budget for 2014 and estimates for the years 2015-2018. The terminal value growth rate was set at 2.0% (2012: 1.0%). The present value was determined using a discount rate before tax of 9-10% (2012: 9-10%). The primary key assumptions are estimated to be the growth rates and the EBIT margins applied. The 2014 budget and 2015-2018 estimates have been prepared based on previous experience, including budgeted returns on the order portfolio and on anticipated orders and planned capacity, and taking into account management's expectations for the future, including a prudently assessed effect of the initiatives put in place to enhance the order portfolio and capacity basis. The assumptions applied may differ from the experience figures, as previous periods may have been affected by factors that are not expected in the estimates. The impairment test did not give rise to any write-downs of goodwill to recoverable amount.

Management estimates that probable changes in the underlying assumptions will not result in the carrying amount of goodwill exceeding its recoverable amount.

Other intangible assets

Other intangible assets primarily comprise ERP system and other IT systems. Additions primarily relate to investment in a new ERP system in Lindpro A/S and data warehouse and CRM system in MT Højgaard A/S. It is estimated that the useful lives of capitalised intangible assets are limited.

Management has not identified any factors indicating a need for impairment testing of other intangible assets.

Notes

PARENT COMPANY					2013	
Note	Amounts in DKK million					
	Property, plant and equipment	Land and buildings	Plant and machinery	Fixtures and fittings, tools and equipment	Property, plant and equipment under construction	Total
12						
	Cost at 01-01	60.4	200.6	55.0	0.0	316.0
	Reclassifications, etc.	0.0	-0.8	0.8	0.0	0.0
	Additions	1.7	2.2	5.2	0.0	9.1
	Disposals	-16.7	-147.4	-7.2	0.0	-171.3
	Cost at 31-12	45.4	54.6	53.8	0.0	153.8
	Depreciation and impairment losses at 01-01	12.3	125.1	42.8	0.0	180.2
	Reclassifications, etc.	0.0	-0.8	0.8	0.0	0.0
	Depreciation, disposals	-5.7	-95.6	-6.3	0.0	-107.6
	Depreciation charge	0.2	7.5	4.8	0.0	12.5
	Depreciation and impairment losses at 31-12	6.8	36.2	42.1	0.0	85.1
	Carrying amount at 31-12	38.6	18.4	11.7	0.0	68.7
	Mortgaged properties:					
	Carrying amount	27.0				27.0
	Year-end balance, loans	9.8				9.8
	Assets held under finance leases:					
	Carrying amount			2.4		2.4

Notes

PARENT COMPANY					2012	
Note	Amounts in DKK million					
	Property, plant and equipment (continued)	Land and buildings	Plant and machinery	Fixtures and fittings, tools and equipment	Property, plant and equipment under construction	Total
12						
	Cost at 01-01	64.2	209.1	60.1	0.0	333.4
	Reclassifications, etc.	0.0	-0.6	0.6	0.0	0.0
	Additions	0.0	9.9	2.0	0.0	11.9
	Disposals	-3.8	-17.8	-7.7	0.0	-29.3
	Cost at 31-12	60.4	200.6	55.0	0.0	316.0
	Depreciation and impairment losses at 01-01	13.6	106.9	43.7	0.0	164.2
	Reclassifications, etc.	0.0	-0.3	0.3	0.0	0.0
	Depreciation, disposals	-2.0	-10.8	-6.6	0.0	-19.4
	Depreciation charge	0.7	29.3	5.4	0.0	35.4
	Depreciation and impairment losses at 31-12	12.3	125.1	42.8	0.0	180.2
	Carrying amount at 31-12	48.1	75.5	12.2	0.0	135.8
	Mortgaged properties:					
	Carrying amount	7.9				7.9
	Year-end balance, loans	2.5				2.5
	Assets held under finance leases:					
	Carrying amount			5.9		5.9

Notes

GROUP		2013				
Note	Amounts in DKK million					
	Property, plant and equipment (continued)	Land and buildings	Plant and machinery	Fixtures and fittings, tools and equipment	Property, plant and equipment under construction	Total
12						
	Cost at 01-01	352.9	801.6	295.5	3.4	1,453.4
	Reclassifications, etc.	0.5	-1.4	3.1	0.1	2.3
	Additions	13.4	84.0	36.4	5.6	139.4
	Disposals	-18.1	-233.9	-22.4	-3.3	-277.7
	Cost at 31-12	348.7	650.3	312.6	5.8	1,317.4
	Depreciation and impairment losses at 01-01	98.9	496.8	214.8	0.1	810.6
	Reclassifications, etc.	0.5	-1.5	3.2	0.1	2.3
	Depreciation, disposals	-6.9	-143.3	-18.9	0.0	-169.1
	Depreciation charge	11.4	56.2	35.8	0.0	103.4
	Depreciation and impairment losses at 31-12	103.9	408.2	234.9	0.2	747.2
	Carrying amount at 31-12	244.8	242.1	77.7	5.6	570.2
	Mortgaged properties:					
	Carrying amount	125.0				125.0
	Year-end balance, loans	85.5				85.5
	Assets held under finance leases:					
	Carrying amount	14.4	72.2	20.1		106.7

Notes

GROUP		2012				
Note	Amounts in DKK million					
Property, plant and equipment (continued)	Land and buildings	Plant and machinery	Fixtures and fittings, tools and equipment	Property, plant and equipment under construction	Total	
12						
Cost at 01-01	358.5	857.6	285.0	16.1	1,517.2	
Addition on acquisition of activities	0.0	3.4	0.0	0.0	3.4	
Reclassifications, etc.	0.2	-0.6	0.6	0.0	0.2	
Additions	3.7	47.1	30.5	16.8	98.1	
Disposals	-9.5	-105.9	-20.6	-29.5	-165.5	
Cost at 31-12	352.9	801.6	295.5	3.4	1,453.4	
Depreciation and impairment losses at 01-01	93.3	484.8	196.3	0.0	774.4	
Reclassifications, etc.	0.0	-0.3	0.3	0.1	0.1	
Depreciation, disposals	-3.0	-67.0	-17.2	0.0	-87.2	
Depreciation charge	8.6	79.3	35.4	0.0	123.3	
Depreciation and impairment losses at 31-12	98.9	496.8	214.8	0.1	810.6	
Carrying amount at 31-12	254.0	304.8	80.7	3.3	642.8	
Mortgaged properties:						
Carrying amount	79.5				79.5	
Year-end balance, loans	55.6				55.6	
Assets held under finance leases:						
Carrying amount	10.3	95.8	22.7		128.8	

Notes

PARENT COMPANY

Note	Amounts in DKK million		
	Other non-current assets	Investments in subsidiaries	Investments in jointly controlled entities and associates
13			
	2013		
	Cost at 01-01	488.8	57.8
	Additions	28.2	0.0
	Disposals	-0.6	-6.0
	Cost at 31-12	516.4	51.8
	Adjustments at 01-01	-126.0	-0.2
	Impairment charge	-6.8	0.0
	Disposals	0.2	0.0
	Other adjustments	0.0	0.0
	Adjustments at 31-12	-132.6	-0.2
	Carrying amount at 31-12	383.8	51.6
	2012		
	Cost at 01-01	502.8	60.3
	Additions	10.0	0.0
	Disposals	-24.0	-2.5
	Cost at 31-12	488.8	57.8
	Adjustments at 01-01	-135.3	-2.7
	Impairment charge	-9.9	0.0
	Disposals	19.2	2.5
	Adjustments at 31-12	-126.0	-0.2
	Carrying amount at 31-12	362.8	57.6

A list of consolidated enterprises is provided in note 35.

In 2013, we determined investments in subsidiaries and investments in jointly controlled entities and associates at the recoverable amount. The recoverable amount was determined as the value in use, calculated as the present value of the expected future net cash flows from the cash-generating units. The present value was determined using a discount rate before tax of 9-10% (2012: 9-10%).

The impairment charge for the year, DKK 6.8 million, has been recognised in finance costs in note 9. The impairment charge relates to MT Højgaard Føroyar P/F and MTH Gibraltar Ltd.

Notes

GROUP			
Note	Amounts in DKK million		
13	Other non-current assets (continued)	Investments in associates	
	2013		
	Cost at 01-01	11.9	
	Disposals	-6.0	
	Cost at 31-12	5.9	
	Adjustments at 01-01	-1.5	
	Share of profit for the year after tax	1.9	
	Other adjustments	-0.7	
	Adjustments at 31-12	-0.3	
	Carrying amount at 31-12	5.6	
	2012		
	Cost at 01-01	11.9	
	Cost at 31-12	11.9	
	Adjustments at 01-01	-2.1	
	Share of profit for the year after tax	1.3	
	Other adjustments	-0.7	
	Adjustments at 31-12	-1.5	
	Carrying amount at 31-12	10.4	
	Associates (the figures represent 100%)		
		2013	
		2012	
	Revenue	39.0	201.4
	Profit for the year	9.0	3.9
	Total assets	569.0	569.9
	Total liabilities	620.6	619.7
	Total contingent liabilities	0.0	0.0

The following companies are associates:

- OPP Hobro Tinglysningsret A/S (33%), Frederiksberg, DK
- OPP Ørstedskolen A/S (33%), Frederiksberg, DK
- OPP Vildbjerg Skole A/S (33%), Frederiksberg, DK
- OPP Randers P-hus A/S (33%), Frederiksberg, DK
- OPS Frederikshavn Byskole A/S (50%), Frederiksberg, DK

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		14	Inventories		
			Raw materials and consumables		
1.9	1.9		Cost at 01-01	80.3	77.6
1.6	1.6		Additions	71.3	92.0
-1.6	-1.6		Disposals	-75.0	-89.3
1.9	1.9		Cost at 31-12	76.6	80.3
0.0	0.0		Adjustments at 01-01	-1.0	0.0
0.0	0.0		Write-downs for the year	-5.0	-1.0
0.0	0.0		Adjustments at 31-12	-6.0	-1.0
1.9	1.9		Carrying amount at 31-12	70.6	79.3
0.0	0.0		Value of inventories recognised at net realisable value	8.2	1.2
			Properties held for resale		
650.9	504.3		Cost at 01-01	605.8	944.0
80.5	10.5		Additions	10.5	282.1
-227.1	-59.2		Disposals	-59.3	-620.3
504.3	455.6		Cost at 31-12	557.0	605.8
0.0	0.0		Adjustments at 01-01	0.0	0.0
0.0	0.0		Reversal of write-downs for the year	0.0	0.0
0.0	0.0		Adjustments at 31-12	0.0	0.0
504.3	455.6		Carrying amount at 31-12	557.0	605.8
0.0	0.0		Value of properties recognised at net realisable value	0.0	0.0
			Mortgaged properties:		
0.0	0.0		Carrying amount	96.1	5.7
0.0	0.0		Year-end balance, loans	105.7	0.7

Properties for resale include undeveloped sites held with a view to project development activities, and completed dwellings for resale.

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		15	Receivables		
			Receivables falling due more than one year after the balance sheet date		
16.4	13.9			13.9	16.4
			Receivables falling due more than one year after the balance sheet date relate primarily to rent deposits.		
			The fair value of receivables is deemed to correspond to the carrying amount, apart from the above non-current receivables, the fair value of which represents approx. 80%.		
13.1	11.1			11.1	13.1
			In the balance sheet at 31 December 2013, consolidated receivables were DKK 1,932.3 million (parent company DKK 1,334.9 million). Like previous years, the Group is involved in various disputes and legal proceedings. As a consequence of this, consolidated receivables above include amounts subject to disputes. For disputes involving significant sums, we obtain external legal opinions, and the recognition in the financial statements is based on these opinions; however, the outcome of the disputes is of course subject to some litigation risk.		
		16	Securities		
			Bonds		
20.9	20.4			163.2	164.8
20.9	20.4		Total carrying amount	163.2	164.8
			Nominal holding		
20.2	20.2			158.1	160.9
			Bonds maturing more than one year after the balance sheet date		
20.9	11.7			149.4	155.7
			Maturity of bond portfolio (years)		
1.6	0.6			2.9	2.5
			Effective interest rate on bond portfolio (%)		
0.4	0.5			2.6	3.2
			Price sensitivity of bond portfolio in the event of a one percentage point interest rate change		
0.3	0.1			5.3	4.1
			Bonds lodged as security (market value). Returns, etc., accrue to MT Højgaard A/S, and the maturity is up to five years.		
20.9	20.4			20.4	20.9
			Bonds recognised as registered assets in MTH Insurance A/S (market value). Returns, etc., accrue to MTH Insurance A/S.		
0.0	0.0			142.8	143.8
			The parent company and the Group measure the bond portfolio at fair value through profit or loss in accordance with IAS 39, as the portfolio functions as cash flow reserve in accordance with the Group's financial policy. The bond portfolio consists of listed Danish bonds that are monitored on an ongoing basis and reported at fair value.		

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		17	Interest-bearing liabilities		
			Interest-bearing liabilities can be broken down by commitment type as follows:		
375.7	128.3		Bank loans, etc.	212.8	419.2
6.1	1.9		Lease commitments (assets held under finance leases)	107.0	121.5
381.8	130.2		Carrying amount at 31-12	319.8	540.7
			Interest-bearing liabilities can be broken down by currency as follows:		
381.8	130.2		DKK	306.3	519.7
0.0	0.0		EUR	13.5	21.0
0.0	0.0		USD	0.0	0.0
381.8	130.2		Carrying amount at 31-12	319.8	540.7
			Interest-bearing liabilities can be broken down by fixed-rate and floating-rate debt as follows:		
21.9	130.2		Fixed-rate debt	205.9	115.1
359.9	0.0		Floating-rate debt	113.9	425.6
381.8	130.2		Carrying amount at 31-12	319.8	540.7
			Interest-bearing liabilities can be broken down by effective interest rate as follows:		
376.9	128.9		Less than 5%	318.5	530.4
0.0	0.0		Between 5% and 7%	0.0	5.4
4.9	1.3		More than 7%	1.3	4.9
381.8	130.2		Carrying amount at 31-12	319.8	540.7
2.9	2.9		Weighted average effective interest rate (%)	3.2	3.0
1.1	2.2		Weighted average remaining term (years)	3.9	1.9
			Interest-bearing liabilities are recognised in the balance sheet as follows:		
11.0	16.2		Non-current liabilities	173.9	138.3
370.8	114.0		Current liabilities	145.9	402.4
381.8	130.2		Carrying amount at 31-12	319.8	540.7
380.3	129.1		Fair value	309.6	540.3
			The fair value of financial liabilities has been determined as the present value of expected future instalments and interest payments. The Group's current borrowing rate for similar maturities has been used as discount rate.		

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		18	Deferred tax assets and deferred tax liabilities		
-290.4	-309.4		Deferred tax (net) at 01-01	-325.8	-241.3
-	36.9		Reduction of Danish income tax rate from 25% to 22% in the period up to 2016	40.9	-
-19.0	-27.6		Other changes through the income statement	-13.8	-84.5
-309.4	-300.1		Deferred tax (net) at 31-12	-298.7	-325.8
			Deferred tax can be broken down as follows:		
			Deferred tax assets		
18.4	32.3		Property, plant and equipment	28.1	0.0
0.0	0.0		Other non-current assets	0.0	1.0
0.0	0.0		Current assets	0.0	0.3
51.1	60.2		Non-current liabilities	78.9	73.8
95.2	57.8		Current liabilities	62.2	109.2
155.8	163.0		Tax loss carryforwards	205.6	183.5
320.5	313.3		Deferred tax assets at 31-12 before set-off	374.8	367.8
-11.1	-13.2		Set-off within legal entities and jurisdictions (countries)	-66.2	-29.8
309.4	300.1		Deferred tax assets at 31-12	308.6	338.0
			Deferred tax liabilities		
2.8	2.8		Intangible assets	15.8	6.7
0.0	0.0		Property, plant and equipment	5.6	2.7
8.3	10.4		Current assets	54.6	32.6
0.0	0.0		Current liabilities	0.1	0.0
11.1	13.2		Deferred tax liabilities at 31-12 before set-off	76.1	42.0
-11.1	-13.2		Set-off within legal entities and jurisdictions (countries)	-66.2	-29.8
0.0	0.0		Deferred tax liabilities at 31-12	9.9	12.2

Deferred tax has been calculated using the tax rates effective at the expected date of realisation in the respective countries to which the deferred tax relates.

Tax loss carryforwards may be carried forward indefinitely and are expected to be utilised against future earnings.

Like last year, tax loss carryforwards have not been fully capitalised in the assessment of deferred tax assets. They have been capitalised based on expected positive earnings in the next 3-5 years. Non-capitalised tax assets amount to DKK 121.6 million in the Group and DKK 125.6 million in the parent company and relate to tax losses that may be carried forward indefinitely. They may be recognised as income when the Group reports the necessary positive results. The deferred tax assets are also affected by reductions of DKK 40.9 million in the Group and DKK 36.9 million in the parent company based on an assessment of the expected effect of the reduction of the income tax rate to 22% in the period up to 2016. For details on this, we refer to the financial review.

Tax relating to distributable reserves in foreign subsidiaries that are subject to higher taxation if distributed amounted to DKK 6.0 million (2012: DKK 6.1 million). These liabilities have not been recognised, as the Group checks whether they will crystallise. It is probable that the liabilities will not crystallise in the foreseeable future.

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		19	Provisions		
			Breakdown of provisions by type:		
284.4	368.0		Guarantee works, etc., at 01-01	436.5	337.2
166.2	81.0		Provided in the year	110.1	194.0
-82.6	-63.1		Utilised during the year	-78.5	-92.2
0.0	0.0		Reversal of unutilised prior year provisions	-3.8	-2.5
368.0	385.9		Guarantee works, etc., at 31-12	464.3	436.5
-	-		Employee liabilities at 01-01	96.9	81.7
-	-		Provided in the year	17.8	31.1
-	-		Utilised during the year	-20.8	-15.9
-	-		Employee liabilities at 31-12	93.9	96.9
368.0	385.9		Carrying amount at 31-12	558.2	533.4
			Provisions are recognised in the balance sheet as follows:		
134.3	165.1		Non-current provisions	315.7	258.7
233.7	220.8		Current provisions	242.5	274.7
368.0	385.9		Carrying amount at 31-12	558.2	533.4
			Expected maturity dates:		
233.7	220.9		Less than one year	242.5	274.7
27.0	33.0		Between one and two years	92.8	41.7
80.5	99.0		Between two and five years	146.8	147.7
26.8	33.0		More than five years	76.1	69.3
368.0	385.9		Carrying amount at 31-12	558.2	533.4
			Guarantee works, etc., relate primarily to provisions for guarantee works on completed contracts.		
			Employee liabilities comprise primarily insurance-related provisions for industrial injury cover that is covered under the Group's self-insurance programme.		

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		20	Construction contracts in progress		
5,248.9	3,116.5		Progress billings	4,841.5	7,258.7
-4,680.2	-2,729.7		Selling price of construction contracts	-4,319.9	-6,551.4
568.7	386.8		Construction contracts in progress (net)	521.6	707.3
			Construction contracts in progress are recognised in the balance sheet as follows:		
665.1	411.7		Current liabilities	595.8	874.0
-96.4	-24.9		Receivables	-74.2	-166.7
568.7	386.8		Construction contracts in progress (net)	521.6	707.3
	56.7		Prepayments from customers	68.6	
84.1	50.6		Payments withheld	55.6	84.1
		21	Security arrangements		
			Normal security in the form of bank guarantees, guarantee insurances and bond deposits has been provided for contracts and supplies.		
			The guarantees provided relate to:		
83.4	0.2		Bid bonds	6.7	88.2
1,612.5	976.6		Contracts and supplies in progress	1,691.1	2,245.3
887.7	1,104.2		Completed contracts and supplies	1,497.6	1,249.7
2,583.6	2,081.0		Total	3,195.4	3,583.2
			Guarantees in respect of completed contracts and supplies relate to normal one-year and five-year guarantee works.		
			In addition, land and buildings have been lodged as security for bank loans, etc., see notes 12 and 14.		

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		22	Lease commitments		
			Finance leases		
			Total future minimum lease payments:		
5.1	1.9		Due within one year	28.7	30.2
2.0	0.1		Due between one and five years	88.0	103.8
0.0	0.0		Due after more than five years	0.0	0.6
7.1	2.0		Total	116.7	134.6
			Carrying amount:		
4.1	1.8		Due within one year	25.2	25.4
2.0	0.1		Due between one and five years	81.8	95.5
0.0	0.0		Due after more than five years	0.0	0.6
6.1	1.9		Total	107.0	121.5
1.0	0.1		Finance costs	9.7	13.1
			Finance costs have been determined as the difference between total future lease payments and the carrying amount (present value) of finance leases. These finance costs are recognised in the income statement over the lease term.		
			Operating leases		
			Total future minimum lease payments:		
72.6	66.9		Due within one year	95.1	93.8
146.7	127.1		Due between one and five years	185.4	181.4
73.0	58.9		Due after more than five years	59.4	73.0
292.3	252.9		Total	339.9	348.2
80.3	76.6		Lease payments relating to operating leases recognised in the income statement	107.3	106.4
			The Group's finance and operating leases primarily relate to vehicles, operating equipment, IT and leased premises. The lease term for vehicles, operating equipment and IT is typically between two and six years with an option to extend the lease. The lease term for leased premises is up to 11 years. None of the leases features contingent rent.		
			An agreement on leasing of Knud Højgaards Vej 7, 2860 Søborg, Denmark, has been entered into for expected occupation on 1 August 2016. The total lease obligation, DKK 230 million, is not included in the above figures.		

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		23	Contingent liabilities		
			Indemnities		
			In accordance with normal practice, the parent company has issued indemnities in respect of a few subsidiaries, jointly controlled entities, joint ventures and contracts won by subsidiaries. In management's opinion, these indemnities will not have a material negative impact on the Group's financial position.		
			Pending disputes and litigation		
			The Group is involved in various disputes and legal and arbitration proceedings. In management's opinion, the outcome of these proceedings is not expected to have any material adverse impact on the Group's financial position.		
			There are still disputes relating to allocation of liability pending, caused by the original design standard (DNS-OS-J101) for offshore wind turbine foundations. Along with other industry players, we have been using this design standard and therefore are also party to the problem. The challenges are referred to as the 'grout issue'. According to external legal opinions, it is more likely than not that MT Højgaard A/S will not be held liable, and therefore provision has only been made for some litigation risk on these cases in the financial statements. Our assessment of the liability issue has not changed materially in 2013.		
			The financial implications of the above and other disputes in the offshore area could be substantial. We receive external legal opinions in respect of all major disputes on an ongoing basis, and the recognition in the financial statements is based on these opinions; however, the outcome of the disputes is of course subject to some litigation risk. The external legal opinions indicate that we are generally in a strong position in the above disputes.		
			In 2013, good progress was made in the handling of the disputes, and we expect that most of these will be concluded in 2014, and the first of them already within a relatively short time.		
			Joint taxation		
			MT Højgaard A/S is taxed jointly with other Danish companies in the MT Højgaard Group. As management company, MT Højgaard A/S has unlimited and joint and several liability with the other Danish companies with respect to Danish income taxes and withholding taxes on dividends, interest and royalties in the joint taxation group. At 31 December 2013, the total known net liability on payable Danish income taxes and withholding taxes in the joint taxation circle was DKK 0 million. Any subsequent corrections of joint taxation income and withholding taxes, etc., may result in the company's liability being higher.		

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		24	Related parties		
			Joint control		
			The Group's related parties with joint control comprise the shareholders in the parent company MT Højgaard A/S. The parent company is owned by Højgaard Holding A/S (54%) and Monberg & Thorsen A/S (46%), both of which are listed on NASDAQ OMX CPH.		
			MT Højgaard A/S is a jointly controlled entity under an agreement entered into between the shareholders.		
			Significant influence		
			Related parties with significant influence comprise the members of the company's Board of Directors and Executive Board.		
			The parent company's related parties also include subsidiaries, jointly controlled entities and associates in which MT Højgaard A/S has control or significant influence. A list of consolidated enterprises is provided in note 35.		
			Related party transactions		
			All related party transactions during the year were entered into in the ordinary course of business and based on arm's length terms.		
			Related party transactions comprised:		
253.2	267.8		Purchases of goods and services from subsidiaries	-	-
8.0	2.3		Sales of goods and services to subsidiaries	-	-
0.0	0.0		Purchases of goods and services from jointly controlled entities	9.0	0.0
14.3	15.1		Sales of goods and services to jointly controlled entities	16.0	15.5
0.0	0.0		Purchases of goods and services from associates	0.0	0.0
148.8	1.1		Sales of goods and services to associates	1.1	148.8
0.0	0.0		Purchases of goods and services from shareholders	0.0	0.0
1.4	6.5		Sales of goods and services to shareholders	6.5	1.4
0.1	0.1		Balance with shareholders (- = debt)	0.1	0.1
0.0	0.0		Purchases of goods and services from the Board of Directors and the Executive Board	0.0	0.0
0.0	0.0		Sales of goods and services to the Board of Directors and the Executive Board	0.0	0.0
0.0	0.0		Balances with the Board of Directors and the Executive Board (- = debt)	0.0	0.0
			Remuneration to the Board of Directors and the Executive Board is disclosed in note 6.		
			The parent company's interest income and interest expense relating to balances with subsidiaries are disclosed in notes 8 and 9.		
			The parent company's dividends from subsidiaries and associates are disclosed in note 8.		
			The Group's Danish companies are jointly taxed. In 2013, transfers of joint taxation contributions between the companies were DKK 27.0 million (2012: DKK 33.8 million).		

Notes

Note Amounts in DKK million

24 Related parties (continued)

Balances with subsidiaries, associates and jointly controlled entities at 31 December 2013 are disclosed in the balance sheet and relate primarily to the Group's cash pool agreement and business-related balances concerning purchases and sales of goods and services. The business-related balances are non-interest-bearing and are entered into on the same terms as apply to the parent company's other customers and suppliers. Balances with subsidiaries, associates and jointly controlled entities were not written down in 2013 or 2012.

25 Joint ventures

The Group participates in two forms of joint ventures: jointly controlled operations and jointly controlled entities.

Joint ventures	Ownership interest	Other venturers
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Jointly controlled operations

Contracts in progress:

Eidi 2 Sudur Konsortiet	50%	PF. J&K Contractors
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Completed contracts. Will be discontinued on expiry of guarantee period:

Changuinola Civil Works JV	*	50%	(the estate of Pihl & Søn A/S)
KFT-JV	*	50%	Hochtief Construction AG
Züblin - MTH JV, Navitas	*	50%	Züblin A/S
MT Hojgaard-Züblin JV	*	50%	Züblin A/S
M3-Konsortiet	*	60%	M.J. Eriksson Aktieselskab
M10-Syd-Konsortiet	*	60%	M.J. Eriksson Aktieselskab

Jointly controlled entities

Greenland Contractors I/S	*	67%	Greenland Holding A/S
Seth S.A.		60%	OPERATIO Lda.

*) With reference to Section 5(1) of the Danish Financial Statements Act, these Danish joint ventures have omitted to prepare annual reports as they are recognised in the consolidated financial statements.

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		26	<p>Financial risks</p> <p>The Group's activities entail various financial risks that may affect the Group's development, financial position and operations.</p> <p>There have been no significant changes in the Group's risk exposure or risk management compared with 2012.</p> <p>MT Højgaard maintains an overview of the Group's currency positions and interest rate sensitivity with a view to mitigating currency risks and maintaining interest rate sensitivity at a low level.</p> <p>Currency risks</p> <p>Currency risks are managed centrally in MT Højgaard with a view to mitigating the effects of currency fluctuations. On projects, MT Højgaard strives to minimise risks by seeking to match income to expenditure so that they balance with respect to currency and by using forward exchange contracts.</p> <p>Currency fluctuations do not have any material effect on the Group's foreign enterprises, as the individual consolidated enterprises settle both income and expenses in their functional currencies.</p> <p>Where major currency positions arise in currencies outside the euro zone, these are normally hedged using forward exchange contracts. The currency exposure therefore mainly relates to the value of foreign investments, which is not normally hedged.</p> <p>The Group primarily uses forward exchange contracts to hedge contractual and budgeted cash flows. Changes in the value of derivative financial instruments are recognised in the income statement under production costs as they arise, as they do not qualify for hedge accounting. The amount recognised in the consolidated income statement was an expense of DKK 7.6 million (2012: DKK 8.5 million expense). The amount recognised in the parent company income statement was an expense of DKK 7.6 million (2012: DKK 8.5 million expense).</p> <p>Open forward exchange contracts at 31 December 2013 had a remaining term of up to one year.</p> <p>Consolidated revenue denominated in foreign currencies was DKK 0.9 billion in 2013 (2012: DKK 1.0 billion), predominantly in NOK, GBP and EUR.</p> <p>The Group's principal currency exposure is mainly related to EUR, USD, GBP, NOK and SEK.</p>		

Notes

PARENT COMPANY			GROUP	
Note			Amounts in DKK million	
26 Financial risks (continued)				
The hypothetical effect on profit (loss) for the year and equity of reasonable, probable increases in exchange rates is shown below:				
Hypothetical effect on profit (loss) for the year and equity	Nominal position of cash and cash equivalents, receivables and financial liabilities		Nominal position of cash and cash equivalents, receivables and financial liabilities	Hypothetical effect on profit (loss) for the year and equity
0.4	59.9	EUR/DKK, probable increase in exchange rate 1%	60.7	0.5
-2.7	-72.8	USD/DKK, probable increase in exchange rate 5%	-28.5	-1.1
0.1	2.5	GBP/DKK, probable increase in exchange rate 5%	14.4	0.5
0.3	6.9	SEK/DKK, probable increase in exchange rate 5%	6.9	0.3
0.7	18.6	NOK/DKK, probable increase in exchange rate 5%	20.8	0.8
	15.1		74.3	

A decrease in the exchange rates would have a corresponding opposite effect on profit (loss) for the year and equity.

The sensitivity analysis was based on the financial instruments recognised at 31 December 2013 and an assumption of unchanged production/sales and price level.

Interest rate risks

Interest rate risks relate mainly to cash/securities and interest-bearing debt items.

At the end of 2013, cash/securities stood at DKK 416.8 million and were mainly placed on short-term, fixed-term deposit and in bonds with a maturity of less than three years at the end of 2013.

The Group's interest-bearing liabilities stood at DKK 319.8 million at the end of 2013, with short-term borrowings accounting for 46%. The average weighted remaining maturity of the Group's interest-bearing debt was 3.9 years, and the weighted average effective interest rate was 3.2%. Fixed-rate debt accounted for 64% of the Group's interest-bearing debt.

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		26	Financial risks (continued)		
			<p>Changes in fair value: all other conditions being equal, the hypothetical effect of a one percentage point increase in relation to the interest rate level at the balance sheet date would have been a decrease of DKK 4.0 million in consolidated profit (loss) for the year and consolidated equity at 31 December 2013 (2012: DKK 3.1 million decrease). A one percentage point decrease in the interest rate level would have had a corresponding opposite effect.</p> <p>Changes in cash flows: all other conditions being equal, the hypothetical negative effect of a one percentage point increase in relation to the interest rate level realised for the year on the Group's floating-rate cash/securities and debt would have been a DKK 0.4 million decrease in consolidated profit (loss) for the year and consolidated equity at 31 December 2013 (2012: DKK 1.1 million decrease). A one percentage point decrease in the interest rate level would have had a corresponding opposite effect.</p> <p>Credit risks</p> <p>Credit risks are generally managed by regular credit rating of major clients and business partners. The Group has no material risks relating to a single client or business partner.</p> <p>The credit risk exposure relating to dealings with counterparties other than banks is estimated to be limited, as the Group requests security in the form of bank guarantees and guarantee insurance or similar to a considerable extent when entering into contracts with private sector clients. Political credit risks on international projects are hedged through export credit insurance based on individual assessment.</p> <p>Write-downs for bad and doubtful debts consequently constitute an insignificant amount and are due to compulsory winding-up or expected compulsory winding-up of clients.</p> <p>Write-downs recognised in receivables developed as follows:</p>		
0.1	0.4		Carrying amount at 01-01	13.6	12.9
0.3	3.9		Provided in the year	20.8	0.8
0.0	-0.1		Utilised during the year	-0.4	-0.1
0.0	0.0		Reversal of unutilised prior year provisions	-5.3	0.0
0.4	4.2		Carrying amount at 31-12	28.7	13.6
0.5	4.2		Nominal value of written-down receivables	56.0	13.6
52.6	86.8		Receivables that were past due by more than 90 days at 31 December but not impaired	166.7	97.4
280.8	252.8		Security received in respect of receivables (fair value)	253.5	283.0

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		26	Financial risks (continued)		
			Liquidity risks		
			Liquidity risks are managed through established, appropriate credit lines and committed facilities that match the need for financing planned operating activities and expected investments.		
			At the end of 2013, the Group's financial resources stood at DKK 950 million, consisting of cash and cash equivalents and securities of DKK 417 million and undrawn credit facilities of DKK 533 million. Of the total financial resources, DKK 652 million is available to MT Højgaard A/S.		
			Of the Group's other facilities, DKK 105 million is subject to financial covenants related to equity ratio and earnings.		
			Based on the Group's expectations concerning the future operations and the Group's current financial resources, no material liquidity risks have been identified.		
			A cash pool agreement has been established for the parent company and most of the Group's subsidiaries.		
			Financial liabilities can be broken down as follows:		
381.8	130.2		Interest-bearing liabilities	319.8	540.7
693.8	445.3		Trade payables	766.1	1,043.0
5.7	1.9		Derivative financial liabilities	1.9	5.7
1,081.3	577.4		Total carrying amount	1,087.8	1,589.4
			Maturity profile for financial liabilities:		
1,064.6	559.3		Less than one year	912.0	1,442.1
8.7	7.4		Between one and two years	35.9	30.6
0.7	1.6		Between two and five years	87.7	82.1
1.6	7.2		More than five years	50.3	28.9
1,075.6	575.5		Total contractual cash flows	1,085.9	1,583.7
			Maturity profile for derivative financial liabilities:		
5.7	1.9		Less than one year	1.9	5.7
0.0	0.0		Between one and two years	0.0	0.0
0.0	0.0		Between two and five years	0.0	0.0
0.0	0.0		More than five years	0.0	0.0
5.7	1.9		Total contractual cash flows	1.9	5.7

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		26	Financial risks (continued)		
			Categories of financial instruments		
			Carrying amount by category:		
20.9	20.4		Financial assets measured at fair value through profit or loss	163.2	164.8
1,630.3	1,360.8		Loans, receivables and cash and cash equivalents	2,082.2	2,249.8
5.7	1.9		Financial liabilities measured at fair value through profit or loss	1.9	5.7
1,651.7	1,131.2		Financial liabilities measured at amortised cost	1,715.3	2,198.4
			Fair value hierarchy for financial instruments measured at fair value in the balance sheet		
			The Group's securities are valued based on quoted prices (Level 1).		
			The Group's derivative instruments are valued at observable prices (Level 2).		
			It is the Group's policy to recognise transfers between the various categories from the date on which an event or a change in circumstances results in a change of classification. No transfers were made between levels in 2013.		

Notes

Note

27 Capital management

The need for alignment of the Group's and the individual subsidiaries' capital structure is reviewed on an ongoing basis to ensure that the capital position complies with current regulations and is aligned to the business concept and the level of activity. According to the Group's internal policy, equity must, as a rule, cover total non-current assets and provide an adequate equity ratio. At 31 December 2013, the equity ratio was 27% versus 17% at the end of 2012.

At 31 December 2013, MT Højgaard A/S's share capital amounted to DKK 520 million, which is fully paid up. The share capital is divided into shares of DKK 1,000. No shares carry special rights. Dividends distributed in 2013 amounted to DKK 0 per share (2012: DKK 0).

28 New International Financial Reporting Standards and IFRIC Interpretations

The IASB has issued a number of standards and interpretations that are not mandatory for MT Højgaard A/S in connection with the preparation of the annual report for 2013.

With the exception of the early adoption of amendments to IAS 36, the new standards and interpretations are expected to be adopted as they become mandatory for MT Højgaard A/S. Apart from the below, none of the new standards or interpretations is expected to have a material impact on the MT Højgaard Group's financial reporting.

IFRS 10 changes the criteria determining whether a company must be consolidated. IFRS 10 states that, in future, an investor must consolidate another company when it controls the relevant activities that generate variable returns. The standard, which has been adopted by the EU, is effective in the EU for financial years beginning on or after 1 January 2014.

IFRS 11 relating to Joint Arrangements replaces IAS 31 Joint Ventures. In future, companies will no longer have a choice between proportionate consolidation and the equity method for jointly controlled entities. IFRS 11 divides Joint Arrangements into joint ventures (equity method) and joint operations (proportionate share of underlying assets and liabilities) based on both formal and substance-related factors. The standard, which has been adopted by the EU, is effective in the EU for financial years beginning on or after 1 January 2014.

The amendments to IFRS 10 and 11 will increase consolidated revenue, EBIT, profit (loss) for the year and equity, as, in future, Greenland Contractors I/S must be fully consolidated and a non-controlling interest determined, whereas Greenland Contractors I/S was previously recognised on a proportionate basis at 66.67%. MT Højgaard A/S's share of EBIT, profit (loss) for the year and equity will not be affected. In addition, the amendments will reduce consolidated revenue, which will no longer include revenue from Seth S.A. and joint ventures, as our ownership interests in Seth S.A. and joint ventures must be recognised one-line in future, whereas they were previously recognised on a proportionate basis. For 2014, the overall effect on revenue will be positive.

If the above had applied in 2013, the effect would have been a DKK 106.2 million increase in consolidated revenue for 2013, a DKK 68.0 million increase in consolidated EBIT and a DKK 73.2 million increase in the consolidated profit (loss) for the year. MT Højgaard A/S's share of profit (loss) for the year and equity will not be affected.

IFRS 12 contains disclosure requirements relating to both consolidated and non-consolidated enterprises, joint ventures and associates. The standard, which has been adopted by the EU, is effective for financial years beginning on or after 1 January 2014.

29 Events after the balance sheet date

So far as management is aware, no events have occurred between 31 December 2013 and the date of signing of the annual report that will have a material effect on the assessment of the Group's financial position at 31 December 2013, other than the effects recognised and referred to in the annual report.

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		30	Adjustments in respect of non-cash operating items, etc.		
			Depreciation and amortisation of intangible assets and property, plant and equipment	111.0	128.6
39.0	13.2				
152.2	-24.1		Other adjustments	109.5	192.3
191.2	-10.9		Total	220.5	320.9
		31	Purchase of property, plant and equipment		
			Purchase of property, plant and equipment, including assets held under finance leases	-135.8	-99.5
-12.7	-9.0				
0.0	0.0		Portion relating to assets held under finance leases	7.9	31.6
-12.7	-9.0		Total	-127.9	-67.9
		32	Increase in non-current bank loans, etc.		
			Increase in bank loans, etc., including lease commitments	64.6	30.4
0.0	7.7				
0.0	0.0		Portion relating to lease commitments	-7.9	-30.4
0.0	7.7		Total	56.7	0.0
		33	Cash and cash equivalents		
			Cash and cash equivalents at 31-12 can be broken down as follows:		
			Distributable cash	119.1	102.3
53.3	59.2				
17.4	10.2		Cash and cash equivalents that are not available to the whole Group	134.5	83.4
70.7	69.4		Cash and cash equivalents	253.6	185.7
-359.9	-105.1		Current portion of bank loans, etc.	-105.1	-363.5
-289.2	-35.7		Total cash and cash equivalents	148.5	-177.8

Cash and cash equivalents that are not available to the whole Group comprise cash in jointly controlled entities and joint ventures, which, as a rule, is only available to these entities and joint ventures.

Notes

PARENT COMPANY				GROUP	
2012	2013	Note	Amounts in DKK million	2013	2012
		34	Acquisition and disposal of enterprises and activities		
			Acquisition of enterprises and activities		
0.0	0.0		Property, plant and equipment	0.0	3.4
0.0	0.0		Inventories	0.0	1.1
0.0	0.0		Current liabilities	0.0	-0.4
0.0	0.0		Identifiable net assets acquired	0.0	4.1
0.0	0.0		Goodwill	0.0	4.6
0.0	0.0		Cash purchase price	0.0	8.7
0.0	0.0		Cash and cash equivalents in acquired enterprises	0.0	0.0
0.0	0.0		Cash purchase price, net	0.0	8.7
			Addition in 2012 relates to an acquisition in Greenland by the subsidiary Lindpro A/S		

Notes

 Note

35 Company overview

Subsidiaries, jointly controlled entities and associates at 31 December 2013

Companies		Registered office	Ownership interest	Share capital ('000)
MT Højgaard A/S				
Ajos A/S		Hvidovre DK	100.00	DKK 500
Enemærke & Petersen A/S		Ringsted DK	100.00	DKK 5,000
Ringsted Entreprenørforretning ApS		Ringsted DK	100.00	DKK 200
E&P Service A/S		Alb.lund DK	100.00	DKK 500
Greenland Contractors I/S	(J)	Cph. DK	66.67	DKK -
Lindpro A/S		Glostrup DK	100.00	DKK 25,000
Arssarnerit A/S		Greenland DK	100.00	DKK 2,000
MT (UK) Ltd.		England GB	100.00	GBP 25
MT Atlantic Inc.		USA US	100.00	USD 10
MT Højgaard Føroyar P/F		Faroe Islands DK	100.00	DKK 2,700
MT Højgaard (GIB) Ltd.		Gibraltar GB	100.00	GBP 2
MTH Qatar LCC	(1)	Qatar QA	49.00	QAR 200
MT Højgaard Grønland ApS		Greenland DK	100.00	DKK 200
MT Højgaard Norge A/S		Norway NO	100.00	NOK 500
MTH Insurance A/S		Søborg DK	100.00	DKK 30,000
MTH Maldiverne Ltd		Maldiv. MV	100.00	MVR 2
MTH Stål Vietnam Company Limited		Vietnam VN	100.00	USD 50
OPP Hobro Tinglysningsret A/S	(A)	Fred.berg DK	33.33	DKK 700
OPP Randers P-hus A/S	(A)	Fred.berg DK	33.33	DKK 4,410
OPP Vildbjerg Skole A/S	(A)	Fred.berg DK	33.33	DKK 500
OPP Ørstedskolen A/S	(A)	Fred.berg DK	33.33	DKK 2,400
OPS Frederikshavn Byskole A/S	(A)	Fred.berg DK	50.00	DKK 18,000
Scandi Byg A/S		Løgstør DK	100.00	DKK 3,000
Soc. de Empreitadas e Trabalhos Hidráulicos, S.A.,(Seth)	(J)	Portugal PT	60.00	EUR 4,000

(A) associates.

(J) jointly controlled entities. These are consolidated on a proportionate basis in the consolidated financial statements.

(1) The company is fully consolidated on the basis of a shareholders' agreement that gives MT Højgaard A/S control of and the right to the financial return from the company's activity.

OTHER INFORMATION

Consolidated financial highlights – EUR

Amounts in EUR million	2009	2010	2011	2012	2013
Income statement					
Revenue	1,218	1,113	1,248	1,305	986
Gross profit (loss)	99	73	11	-8	82
Operating profit (loss) (EBIT)	39	13	-45	-68	22
Profit (loss) before tax	41	13	-45	-69	19
Profit (loss) for the year	30	8	-35	-69	4
Cash flows					
Cash flows from operating activities	65	-44	-36	-19	3
<i>Purchase of property, plant and equipment</i>	-32	-32	-17	-9	-17
<i>Acquisition and disposal of enterprises and activities</i>	-2	0	0	-1	0
<i>Other investments, net*</i>	-36	65	31	9	14
Cash flows for investing activities	-70	33	14	-1	-3
Cash flows from operating and investing activities	-5	-11	-22	-20	0
Portion relating to net investments in securities	-49	45	9	-1	0
Balance sheet					
Non-current assets	139	145	151	153	140
Current assets	599	485	607	441	399
Total assets	738	630	758	594	539
Equity	216	217	173	103	150
Non-current liabilities	32	43	54	55	67
Current liabilities	490	370	531	436	322
Total equity and liabilities	738	630	758	594	539
Other information					
Order intake	949	1,350	1,184	942	1,186
Order book, year end	999	1,236	1,173	810	1,010
Interest-bearing deposits/debt (+/-)	110	45	-1	-25	13
Invested capital	118	172	174	129	137
Average number of employees	5,872	5,217	4,738	4,688	3,974
Financial ratios					
Gross margin (%)	8.1	6.5	0.9	-0.6	8.3
EBIT margin (%)	3.2	1.1	-3.6	-5.2	2.2
Pre-tax margin (%)	3.4	1.2	-3.6	-5.3	1.9
Return on invested capital (ROIC) (%)	30.7	8.7	-25.7	-44.9	15.1
Return on invested capital after tax (ROIC after tax) (%)	22.2	5.2	-20.0	-44.9	3.5
Return on equity (ROE) (%)	14.6	3.8	-18.0	-49.7	3.2
Equity ratio (%)	29.2	34.5	22.8	17.4	27.8
Proposed dividend (EUR million)	7	7	0	0	0

The consolidated financial highlights in EUR are supplementary information to the financial statements.

Items in the income statement, the balance sheet and the statement of cash flows for all the years have been translated from DKK into EUR using Danmarks Nationalbank's official exchange rate at 31 December 2013 of 7.4603.

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