



Press release

HAL

NET INCOME FOR 2021 OF € 4,270 MILLION (2020: € 623 MILLION)

NET ASSET VALUE INCREASES BY € 528 MILLION

Net income of HAL Holding N.V. for 2021 amounted to € 4,270 million (€ 49.63 per share) compared with € 623 million (€ 7.24 per share) for 2020. This increase is primarily due to the capital gain of € 3.5 billion realized on the sale of the 76.72% ownership interest in GrandVision.

The net asset value based on the market value of the quoted companies and the liquid portfolio and on the book value of the unquoted companies, increased by € 528 million in 2021. This is primarily due to the increase in value of GrandVision and the higher stock market value of Boskalis, partly offset by a lower stock market value of Vopak. After taking into account the cash portion of the 2020 dividend (€ 200 million) and the purchase of treasury shares (€ 6 million), the net asset value amounted to € 13,111 million (€ 151.22 per share) on December 31, 2021, compared to € 12,789 million (€ 149.91 per share) on December 31, 2020.

The net asset value does not include the positive difference between estimated value and book value of the unquoted companies as of December 31, 2021. This difference is calculated annually and, based on the principles and assumptions set out in the annual report, amounted to € 691 million (€ 7.97 per share) on December 31, 2021, compared with € 360 million (€ 4.22 per share) on December 31, 2020.

At the end of 2021, the book value of the US real estate portfolio amounted to \$ 181 million (€ 159 million) against an estimated market value of \$ 306 million (€ 269 million).

Dividend

The dividend policy is, barring unforeseen circumstances and provided sufficient liquid assets, to base the dividend on 4% of the volume-weighted average December share price of HAL Trust in the year prior to the year of the dividend payment. Accordingly, the proposed dividend per share over 2021 amounts to € 5.70 (2020: € 4.70) of which 50% to be paid in cash and 50% in shares.



Sale GrandVision

On July 31, 2019, HAL announced it had signed an agreement to sell its 76.72% ownership interest in the issued share capital of GrandVision N.V. to EssilorLuxottica at a price of € 28.00 per share. This price was to be increased by 1.5% to € 28.42 if closing would not occur before July 30, 2020. On July 1, 2021, this transaction was completed at the agreed price of € 28.42 per share. The total consideration for HAL's ownership interest amounted to € 5.5 billion (of which € 0.5 billion will be held in escrow for a maximum period of two years after July 1, 2021), resulting in a net capital gain of € 3.5 billion. As part of the transaction, HAL acquired the Chilean optical retail chain Rotter y Krauss which operates 97 stores and has annual revenues of approximately € 50 million. HAL was invested in optical retail since 1996. The investment returned a net € 7.5 billion in cash and provided an annual internal rate of return of 21%.

Exposure to the Russian federation and Ukraine

We are deeply concerned about the tragic developments in Ukraine. The direct exposure to the Russian federation and Ukraine is limited. Revenues for 2021 (including Vopak and Safilo and Pro Gamers Group on an annual basis but excluding GrandVision) in the Russian federation and Ukraine amounted to approximately € 80 million. The corporate liquid portfolio as of December 31, 2021, includes bonds issued by the Russian federation and a Russian corporate entity for an amount of € 19 million. Despite this relatively low direct exposure, the conflict between the Russian federation and Ukraine may result in a decline in demand for the products and services of certain subsidiaries and minority owned companies as well as disruptions of global supply chains leading to inflationary effects on costs and difficulties in servicing demand. At this stage the consequences of the recent geopolitical events in Eastern Europe are uncertain and difficult to assess.

Prospects

Due to the fact that a significant part of the Company's net income is determined by the results of the quoted associates and potential capital gains and losses, we generally do not express expectations with respect to net income. However, we expect that the net income for 2022 will be significantly lower than the net income for 2021 due to the gain realized on the sale of GrandVision in 2021. During the period from December 31, 2021, through March 25, 2022, the stock market value of the ownership interests in quoted companies and



the liquid portfolio was positively impacted by changes in stock market prices for approximately € 200 million (€ 2.31 per Share).

Acquisitions

On January 4, 2021, HAL completed the acquisition of 60% of the shares in GreenV B.V., the holding company of Stolze (100%) and Prins Group (40%). On October 15, 2021, GreenV acquired an additional interest in Prins Group, bringing its ownership from 40% to 100%. Stolze and Prins Group are both active in the greenhouse building sector. Stolze is active worldwide in providing technical systems for horticultural greenhouses. Prins Group is active worldwide in building greenhouses and integrated greenhouse projects. The combined sales and operating income for 2021 amounted to € 189 million and € 23 million, respectively. GreenV employed 180 FTE's at the end of 2021.

On February 12, 2021, HAL completed the acquisition, together with management, of 100% of the shares in BVG International B.V. ('Top Employers Institute'). Top Employers Institute is globally active in certification and benchmarking of human resources policies. Sales over 2021 were € 28 million and the company employed 120 FTE's at the end of 2021.

On May 19, 2021, Broadview Holding B.V. (97.4% HAL) completed the acquisition of DMT Environmental Technology (DMT). DMT is a leading supplier of bio gas upgrade facilities for the European and North American markets and is based in Joure (the Netherlands). DMT employs approximately 75 FTE's and has annual sales of approximately € 30 million.

In June 2021, HAL acquired via its 95% subsidiary 280ppm B.V. a 8.4% stake in Enough B.V., a producer of a protein rich product called "Abunda". Abunda is produced in a fermentation process and is used as the protein source and main ingredient in meat replacement products. Enough is building its first plant in Sas van Gent (the Netherlands).

On October 6, 2021, the acquisition of 64% of the shares in CaseGi Holding GmbH ('Pro Gamers Group') based on a total enterprise valuation of € 820 million (cash-and debt-free) was completed. The company is active in several countries in the online retail and distribution of computer gaming equipment and accessories, both with own and third party brands. Pro Gamers Group has own web shops in among others Germany, Finland, the United Kingdom and Australia. Sales over the financial year ending April 30, 2021, were € 627 million. The company is based in Berlin and has approximately 700 employees.

On December 24, 2021, HAL announced the intended acquisition of 31.45% of the shares in Prodrive



Technologies Group B.V. ('Prodrive Technologies'). The company is active in the research, development and manufacturing of high-tech electronics, software and mechatronic products and systems. Prodrive Technologies provides solutions for, among others, the semiconductor, medical and electric mobility industries. Sales for 2021 amounted to € 304 million. The company is based in Son, the Netherlands, and employed 2,078 FTE's at the end of 2021. The transaction was completed on February 17, 2022.

In 2021, Auxilium GmbH (54% HAL) acquired two companies active in the sale of orthopedic and other medical aids. The aggregate annual sales of these acquisitions amount to approximately € 45 million.

Acquisitions quoted companies

In October 2021, HAL participated for its proportionate 49.8% share in a rights issue by Safilo (€ 67.3 million). This rights issue was fully underwritten by HAL. As the rights issue was fully subscribed, HAL's ownership interest remained unchanged at 49.8%. In November 2021, Safilo fully repaid loans provided by HAL in 2020 for the acquisitions of Privé Revaux and Blenders (€ 99 million).

On March 10, 2022, HAL announced it intends to launch an all-cash voluntary public offer of € 32.50 per share (cum dividend) for all issued and outstanding ordinary shares of Koninklijke Boskalis Westminster N.V. As of March 10, 2022, HAL holds 46.2% of the issued Boskalis shares. The offer price per share represents an implied equity value for 100% of Boskalis on a fully diluted basis of € 4.2 billion. The commencement of the offer will be conditional on (i) the Dutch Authority for the Financial Markets having approved the offer memorandum, (ii) trading in the Boskalis shares on Euronext Amsterdam not having been suspended or ended, (iii) no order, stay, judgment or decree having been issued prohibiting the making of the Offer, and (iv) no material adverse change having occurred. Furthermore the offer, when made, will be subject to, among others, HAL having obtained the requisite regulatory and competition clearances and no material adverse change having occurred. The offer will not be subject to a minimum acceptance threshold. We refer to www.halholding.com for more details on the offer.

Divestitures

On February 9, 2022, HAL signed an agreement to sell its ownership interest in Orthopedie Investments Holding B.V. ('Livit') to Ottobock SE & Co. KGaA. Livit manufactures and sells orthopedic and other medical aids to end-customers. Livit operates a network of specialized care centers and fitting locations



throughout the Netherlands and was acquired by HAL in 2007. The transaction is expected to be completed during the second quarter of 2022.

Real estate

On June 15, 2021, HAL signed an agreement to sell the Ethos Apartments complex in Kent, a suburb of Seattle. The sale consists of two tranches. The sale of the first tranche (288 apartments) was completed in August 2021. The sale of the second tranche consisting of 204 apartments, which are partly under construction, will be completed before the end of December 2022. Total estimated proceeds from the sale for HAL are € 43 million. The total pre-tax capital gain is estimated at € 27 million.

In December 2021, a joint venture in which HAL had a 90% equity interest sold an office building in downtown Mercer Island, a suburb of Seattle, which it had acquired in April 2020. The sale resulted in proceeds to HAL of € 46 million and a pre-tax capital gain of € 26 million.

On February 7, 2022, a joint venture in which HAL had a 85.5% equity interest sold an apartment building in Bellevue, a suburb of Seattle, consisting of 279 apartments. The sale resulted in proceeds to HAL of € 75 million and a pre-tax capital gain of € 50 million.

Liquid portfolio

The corporate liquid portfolio increased in 2021 by € 4.7 billion to € 5.6 billion. This excludes an amount of € 0.5 billion held in escrow following the sale of GrandVision. This increase is primarily due to the cash proceeds from the sale of GrandVision of € 5 billion. On December 31, 2021, the liquid portfolio consisted for 93% (2020: 86%) of fixed income instruments and cash balances amounting to € 5.2 billion (2020: € 0.7 billion), and for 7% (2020: 14%) of equities, for an amount of € 0.4 billion (2020: € 0.1 billion). The fixed income instruments and cash balances provided a return of negative 0.4% (2020: negative 0.9%). This portfolio consisted for 72% of investment grade bonds with an average S&P credit rating of A, an average duration of 1.68 years and a yield to maturity of negative 0.01%. These bonds are managed by external asset managers. The remainder of the fixed income instruments primarily consisted of bank deposits with a duration of less than one month. The equity portfolio provided a return of 39.2 % (2020: negative 6.3%). The equity portfolio includes a 9.8% ownership interest in Technip Energies N.V. which was acquired during the second half of 2021. The value of this interest as of December 31, 2021 amounted to € 226 million. In January 2022 this interest was increased to 11.8%.



Unquoted companies

Revenues from the unquoted subsidiaries for 2021 amounted to € 5,008 million (2020: € 3,387 million), representing an increase of € 1,621 million (47.9%). Excluding the effect of acquisitions, divestitures and currency exchange differences, revenues from the unquoted subsidiaries increased by € 415 million (12.3%).

The operating income of the unquoted companies for 2021 amounted to € 404 million (2020: € 228 million). Acquisitions, divestitures and changes in currency exchange rates had a positive effect on operating income of € 91 million.

Financial calendar

The financial calendar is included in the appendix of this press release. This press release is based on the prepared financial statements for 2021 to be approved by the Annual General Meeting of Shareholders. The external auditor has issued an unqualified auditors' report on the prepared financial statements for 2021. These financial statements will be made available on the Company's web site (www.halholding.com) on April 5, 2022. The printed version will be available by the end of April.

HAL Holding N.V.

March 30, 2022

Financial calendar

Shareholders meeting HAL Trust and interim statement
Publication of 2022 half-year results
Interim statement
Publication of preliminary net asset value
Publication of 2022 annual results
Shareholders meeting HAL Trust and interim statement

May 18, 2022
August 25, 2022
November 23, 2022
January 26, 2023
March 29, 2023
May 17, 2023

Consolidated Statement of Financial Position

As of December 31

In millions of euro

	2021	Restated 2020*
Non-current assets		
Property, plant and equipment	5,216.5	5,116.5
Right-of-use assets	1,002.2	991.6
Investment properties	68.0	42.0
Intangible assets	2,313.2	1,281.1
Investments in associates and joint arrangements	3,849.1	3,459.2
Other financial assets	588.9	243.7
Derivatives	35.8	9.1
Pension benefits	58.5	41.2
Deferred tax assets	128.8	95.9
<i>Total non-current assets</i>	<u>13,261.0</u>	<u>11,280.3</u>
Current assets		
Inventories	967.4	716.9
Receivables	977.9	836.6
Marketable securities and deposits	4,160.0	175.8
Other financial assets	277.3	20.0
Derivatives	9.8	6.5
Contract assets	70.6	79.3
Other current assets	415.3	424.0
Cash and cash equivalents	2,256.4	1,426.9
Assets held for sale	226.6	5,270.7
<i>Total current assets</i>	<u>9,361.3</u>	<u>8,956.7</u>
Total assets	<u><u>22,622.3</u></u>	<u><u>20,237.0</u></u>
Equity		
Equity attributable to owners of parent	12,434.7	7,992.8
Non-controlling interest	2,371.5	2,586.0
Total equity	<u>14,806.2</u>	<u>10,578.8</u>
Non-current liabilities		
Deferred tax liabilities	530.6	360.6
Pension benefits	105.0	131.0
Derivatives	5.6	15.4
Provisions	70.2	105.1
Contract liabilities	14.3	13.6
Lease liabilities	949.1	940.7
Debt and other financial liabilities	3,036.9	2,429.1
<i>Total non-current liabilities</i>	<u>4,711.7</u>	<u>3,995.5</u>
Current liabilities		
Provisions	51.9	58.2
Contract liabilities	278.2	169.8
Accrued expenses	618.9	571.8
Income tax payable	101.7	78.8
Accounts payable	1,040.6	894.4
Derivatives	11.6	21.6
Lease liabilities	123.4	112.4
Debt and other financial liabilities	827.9	778.3
Liabilities related to assets held for sale	50.2	2,977.4
<i>Total current liabilities</i>	<u>3,104.4</u>	<u>5,662.7</u>
Total equity and liabilities	<u><u>22,622.3</u></u>	<u><u>20,237.0</u></u>

* The period ended December 31, 2020, has been restated, due to mandatory full retrospective application of a change in accounting policy.

Consolidated Statement of Income

For the year ended December 31

In millions of euro

	2021	Restated 2020*
Revenues	7,213.3	5,338.7
Income from marketable securities and deposits	80.0	(28.9)
Share of results from associates and joint ventures	341.1	164.2
Income from other financial assets	(1.2)	7.1
Income from real estate activities	49.7	2.3
Other income	3,512.6	119.5
Total income	11,195.5	5,602.9
Usage of raw materials, consumables and other inventory	3,065.8	1,911.8
Employee expenses	1,705.8	1,387.8
Depreciation and impairment of property, plant, equipment and investment properties	481.0	421.3
Depreciation and impairment of right-of-use assets	132.3	120.6
Amortization and impairment of intangible assets	129.4	144.5
Other operating expenses	1,216.0	1,085.6
Total expenses	6,730.3	5,071.6
Operating profit	4,465.2	531.3
Financial expense	(209.3)	(216.0)
Other financial income	90.2	77.8
Profit before income tax	4,346.1	393.1
Income tax expense	(164.8)	(64.8)
Net profit from continuing operations	4,181.3	328.3
Net profit from discontinued operations	399.9	642.9
Net profit	4,581.2	971.2
Attributable to:		
Owners of parent	4,270.2	622.8
Non-controlling interest	311.0	348.4
	4,581.2	971.2
Average number of Shares outstanding (in thousands)	86,036	84,231
Earnings per Share for profit attributable to owners of parent during the year (in euro)		
- basic and diluted from continuing operations	46.61	1.99
- basic and diluted from discontinued operations	3.02	5.25
- basic and diluted	49.63	7.24
Dividend per Share(in euro)	5.70**	4.70

* The period ended December 31, 2020, has been restated, due to mandatory full retrospective application of a change in accounting policy.

** Proposed

Supplemental information

General

The consolidated financial statements of HAL Trust include the financial statements of Koninklijke Vopak N.V. ('Vopak') and Safilo Group S.p.A. ('Safilo'). This section provides supplemental information where Vopak and Safilo are accounted for on an unconsolidated basis using the equity method. This was the accounting treatment until the application of IFRS 10, effective January 1, 2014, which requires consolidation of these entities. In all other respects, the accounting policies applied are consistent with those applied to the consolidated financial statements. The inclusion of this information is considered appropriate and useful as the control model of the Company with respect to the entities where the Company's ownership interest exceeds 50% is materially different from the model with respect to Vopak and Safilo. Moreover, the inclusion of Vopak and Safilo in the consolidation has a significant effect on the financial statements. The following supplemental information also preserves comparability with consolidated financial statements prior to 2014.

The following pro forma consolidated statements are included as supplemental information:

- Statement of Financial Position
- Statement of Income
- Segmentation

The pro forma consolidated statement of financial position and income include a bridge from the consolidated financial statements (including consolidation of Vopak and Safilo) to these pro forma statements.

Pro forma Consolidated Statement of Financial Position

As of December 31

<i>In millions of euro</i>	Consolidated 2021	Effect exclusion Vopak/Safilo	Pro forma 2021	Pro forma restated 2020*
Non-current assets				
Property, plant and equipment	5,216.5	(3,950.4)	1,266.1	1,188.8
Right-of-use assets	1,002.2	(677.1)	325.1	320.5
Investment properties	68.0	-	68.0	42.0
Intangible assets	2,313.2	(386.8)	1,926.4	850.9
Investments in associates and joint arrangements	3,849.1	146.5	3,995.6	3,664.7
Other financial assets	588.9	(272.5)	316.4	167.6
Derivatives	35.8	(35.6)	0.2	-
Pension benefits	58.5	-	58.5	41.2
Deferred tax assets	128.8	(88.0)	40.8	21.0
<i>Total non-current assets</i>	<u>13,261.0</u>	<u>(5,263.9)</u>	<u>7,997.1</u>	<u>6,296.7</u>
Current assets				
Inventories	967.4	(234.4)	733.0	519.6
Receivables	977.9	(279.4)	698.5	566.1
Marketable securities and deposits	4,160.0	-	4,160.0	175.8
Other financial assets	277.3	(4.4)	272.9	20.0
Derivatives	9.8	(9.5)	0.3	0.8
Contract assets	70.6	-	70.6	79.3
Other current assets	415.3	(236.8)	178.5	157.2
Cash and cash equivalents	2,256.4	(172.4)	2,084.0	1,269.7
Assets held for sale	226.6	(194.6)	32.0	5,281.4
<i>Total current assets</i>	<u>9,361.3</u>	<u>(1,131.5)</u>	<u>8,229.8</u>	<u>8,069.9</u>
Total assets	<u>22,622.3</u>	<u>(6,395.4)</u>	<u>16,226.9</u>	<u>14,366.6</u>
Equity				
Equity attributable to owners of parent	12,434.7	(47.5)	12,387.2	7,944.3
Non-controlling interest	2,371.5	(2,022.7)	348.8	788.7
Total equity	<u>14,806.2</u>	<u>(2,070.2)</u>	<u>12,736.0</u>	<u>8,733.0</u>
Non-current liabilities				
Deferred tax liabilities	530.6	(243.1)	287.5	161.2
Pension benefits	105.0	(53.8)	51.2	58.3
Derivatives	5.6	-	5.6	10.0
Provisions	70.2	(32.0)	38.2	51.6
Contract liabilities	14.3	-	14.3	13.6
Lease liabilities	949.1	(709.0)	240.1	238.7
Debt and other financial liabilities	3,036.9	(2,014.9)	1,022.0	572.2
<i>Total non-current liabilities</i>	<u>4,711.7</u>	<u>(3,052.8)</u>	<u>1,658.9</u>	<u>1,105.6</u>
Current liabilities				
Provisions	51.9	(40.1)	11.8	14.4
Contract liabilities	278.2	(43.3)	234.9	141.2
Accrued expenses	618.9	(192.3)	426.6	325.8
Income tax payable	101.7	(35.4)	66.3	38.1
Accounts payable	1,040.6	(374.5)	666.1	529.5
Derivatives	11.6	(8.2)	3.4	0.2
Lease liabilities	123.4	(43.5)	79.9	72.1
Debt and other financial liabilities	827.9	(484.9)	343.0	413.1
Liabilities related to assets held for sale	50.2	(50.2)	-	2,993.6
<i>Total current liabilities</i>	<u>3,104.4</u>	<u>(1,272.4)</u>	<u>1,832.0</u>	<u>4,528.0</u>
Total equity and liabilities	<u>22,622.3</u>	<u>(6,395.4)</u>	<u>16,226.9</u>	<u>14,366.6</u>

* The period ended December 31, 2020, has been restated, due to mandatory full retrospective application of a change in accounting policy.

Pro forma Consolidated Statement of Income

For the year ended December 31

<i>In millions of euro</i>	Consolidated 2021	Effect exclusion Vopak/Safilo	Pro forma 2021	Pro forma restated 2020*
Revenues	7,213.3	(2,204.9)	5,008.4	3,387.4
Income from marketable securities and deposits	80.0	-	80.0	(28.9)
Share of results from associates and joint ventures	341.1	(54.7)	286.4	108.4
Income from other financial assets	(1.2)	5.4	4.2	4.4
Income from real estate activities	49.7	-	49.7	2.3
Other income	3,512.6	(1.2)	3,511.4	86.4
<i>Total income</i>	11,195.5	(2,255.4)	8,940.1	3,560.0
Usage of raw materials, consumables and other inventory	3,065.8	(314.8)	2,751.0	1,658.8
Employee expenses	1,705.8	(577.2)	1,128.6	836.1
Depreciation and impairment of property, plant, equipment and investment properties	481.0	(354.0)	127.0	126.6
Depreciation and impairment of right-of-use assets	132.3	(49.8)	82.5	72.9
Amortization and impairment of intangible assets	129.4	(58.3)	71.1	95.0
Other operating expenses	1,216.0	(580.8)	635.2	529.7
<i>Total expenses</i>	6,730.3	(1,934.9)	4,795.4	3,319.1
Operating profit	4,465.2	(320.5)	4,144.7	240.9
Financial expense	(209.3)	162.4	(46.9)	(48.8)
Other financial income	90.2	(70.6)	19.6	1.8
Profit before income tax	4,346.1	(228.7)	4,117.4	193.9
Income tax expense	(164.8)	76.5	(88.3)	(9.8)
Net profit from continuing operations	4,181.3	(152.2)	4,029.1	184.1
Net profit from discontinued operations	399.9	-	399.9	642.9
Net profit	4,581.2	(152.2)	4,429.0	827.0
Attributable to:				
Owners of parent	4,270.2	0.6	4,270.8	623.3
Non-controlling interest	311.0	(152.8)	158.2	203.7
	4,581.2	(152.2)	4,429.0	827.0
Average number of Shares outstanding (in thousands)	86,036	-	86,036	84,231
Earnings per Share for profit attributable to owners of parent during the year (in euro)				
- basic and diluted from continuing operations	46.61	0.01	46.62	2.00
- basic and diluted from discontinued operations	3.02	-	3.02	5.25
- basic and diluted	49.63	0.01	49.64	7.25
Dividend per Share (in euro)	5.70**	-	5.70**	4.70

* The period ended December 31, 2020, has been restated, due to mandatory full retrospective application of a change in accounting policy.

** Proposed

Segmentation

The Company's reportable segments are defined as follows:

- Optical retail
- Unquoted
- Quoted minority interests
- Real estate
- Liquid portfolio

Operating income (for the purpose of this press release defined as earnings before interest, exceptional and non-recurring items of the optical retail and unquoted segments, taxes and amortization of intangible assets but including amortization of software) can be detailed as follows. The other reconciling items include corporate general and administrative expenses as well as non-recurring gains and losses.

	2021	2020
Optical retail	464.5	777.3
Unquoted	403.6	226.9
Quoted minority interests	266.7	94.9
Real estate	42.5	(0.2)
Liquid portfolio	80.0	(28.9)
Total operating income	<u>1,257.3</u>	1,070.0
Reconciling items:		
- Discontinued operations (optical retail)	(464.5)	(777.3)
- Amortization and impairment of intangibles	(71.1)	(95.0)
- Capital gain on the sale of the Company's 76.72% shareholding in GrandVision N.V.	3,500.7	-
- Other	(77.7)	43.2
Operating result as per the pro forma consolidated statement of income	<u>4,144.7</u>	240.9
Financial expense, net	(27.3)	(47.0)
Profit before tax as per the pro forma consolidated statement of income	<u>4,117.4</u>	193.9