ADDITIONAL INFORMATION

FOUNDATION BOARDS

Stichting Administratiekantoor Fugro ('Foundation Trust Office')

The Board of Foundation Trust Office, Leidschendam, The Netherlands, is composed as follows:

Name	Function	Term
M.C. van Gelder, Chairman	Board member	2023
D.F.M.M. Zaman	Board member	2023
R. Willems	Board member	2022
A.P.M. van der Veer-Vergeer	Board member	2023

The (Board of) Foundation Trust Office operates completely independent of Fugro.

Stichting Beschermingspreferente aandelen Fugro ('Foundation Protective Preference Shares')

The Board of Foundation Protective Preference Shares, Leidschendam, The Netherlands, is composed as follows:

Name	Function	Term
J.C. de Mos, Chairman	Board member	2022
S.C.J.J. Kortmann	Board member	2022
J.J. Nooitgedagt	Board member	2021
C.P. Veerman	Board member	2022
A. Van der Lof	Board member	2023

The (Board of) Foundation Protective Preference Shares operates completely independent of Fugro.

The call option agreements of the Foundation Continuity Fugro have been terminated as per 14 December 2020 and this Foundation no longer functions as a protective measure.

REPORT OF STICHTING ADMINISTRATIEKANTOOR FUGRO ('FOUNDATION TRUST OFFICE')

In accordance with article 19 of the administration terms and conditions of the Foundation Trust Office ('Trust Office' or 'Foundation') and best practice provision 4.2.6 of the Corporate Governance Code, the undersigned issues the following report to the holders of certificates of ordinary shares in the share capital of Fugro N.V. ('Fugro').

During the 2020 reporting year, all the Trust Office's activities were related to the administration of ordinary shares against which certificates have been issued.
The refinancing process of Fugro, both at the beginning of the year 2020 and in the second half of the year 2020 required additional attention from the Trust Office with the issuance of new certificates of shares in February 2020, as well as in the last quarter of 2020 with the cornerstone placement and the rights issue of Fugro. Also, Fugro held 2 meetings of shareholders in 2020, which were attended by the chairman of the Foundation (albeit virtually via a videolink during the last extraordinary general meeting of shareholders (EGM) held on 30 November 2020).

During 2020, the Board met eleven times, mostly virtual due to the Covid-19 pandemic. The increase in the number of meetings was predominantly related to the refinancing of Fugro and the position of the Trust Office in that context.

On 19 October 2020, Fugro announced an amendment of its corporate governance structure which will result in an amendment of Fugro's protective measures. As part of this, Fugro has expressed the intention to terminate the certification of its shares. Termination of the certification of the shares will be subject to, amongst others, a resolution from the Board of the Trust Office, the receipt of certain approvals and a resolution of Fugro's general meeting at the 2021 annual general meeting to amend the Fugro articles of association.

The regular Board meeting on 23 March 2020 was for a large part dedicated to the pandemic, the related deterioration of the oil & gas market and the subsequent abortion by Fugro of its initial refinancing plan. Next to these exceptional topics, the meeting discussed the approval of the Foundation's annual accounts 2019 and preparation for the annual general meeting of Fugro on 30 April 2020. The fact that the annual general meeting would have to be held under very different circumstances due to pandemic, with limited presence also from the Board, was another exceptional topic to discuss.

Furthermore, the Board discussed with members of the Board of Management and the Supervisory Board the general activities and performance of Fugro on the basis of the annual report 2019. In accordance with the roster of the Board, Mr R. Willems was re-appointed for a period of two years.

In the regular Board meeting on 22 September 2020, the Board discussed, amongst other things, general business developments, the refinancing of Fugro and the independent and fiduciary position of the Trust Office as a special shareholder on the one hand and as a protective measure on the other hand.

In the following period, up to the EGM on 30 November 2020, the Foundation had six more meetings with the chairman of the Supervisory Board and the CEO of Fugro, but also without representatives of the company being present, to further discuss the proposed refinancing, including the issuance of shares to cornerstone investors and the rights issue. During this period, the Foundation also independently engaged legal advisors. The new anticipated corporate governance structure of Fugro, including the intention to terminate the certification of shares and the termination of the protective measure of the Foundation Continuity Fugro (Curacao) were extensively discussed. It was also discussed whether it would be necessary or useful to convene a meeting of holders of certificates. The Foundation decided that such was not the case.

On 18 December 2020, the Administration Terms and Conditions ("Administratie-voorwaarden") were amended in order to be aligned with the increase of the nominal value of the Fugro shares from EUR 0.05 to EUR 0.10.

All the Trust Office's Board members are independent of Fugro. The Board may offer holders of certificates the opportunity to recommend candidates for appointment to the Board. The voting policy of the Trust Office has been laid down in a document that can be found on the website of the Trust Office: https://stichtingakfugro.nl/ and also on https://www.fugro.com/about-fugro/corporate-governance/protective-measures. The Trust Office is authorised to accept voting instructions from holders of certificates and to cast these votes during a general meeting of Fugro.

Because of the pandemic, only the chairman of the Board attended the annual general meeting of Fugro held on 30 April 2020. In this meeting the Trust Office represented 69.34% of the votes cast. The Trust Office voted in favour of all the proposals submitted to the meeting. In accordance with the administration terms and conditions, holders of certificates were offered the opportunity to vote, in accordance with their own opinion, as authorised representatives of the Trust Office. This opportunity was taken by holders of certificates representing 29.85% of the votes cast at the annual general meeting.

The EGM of Fugro held on 30 November 2020, was a complete virtual meeting due to the continued pandemic. In the meeting, the Trust Office represented 82.03% of the votes cast. The Trust Office voted in favour of all the proposals submitted to the meeting. In accordance with the administration terms and conditions, holders of certificates were offered the opportunity to vote, in accordance with their own opinion, as authorised representatives of the Trust Office. This opportunity was taken by holders of certificates representing 17.79% of the votes cast at the general meeting.

At present the Board of the Trust Office comprises:

1. Mr. M.C. van Gelder, Chairman
2. Mr. R. Willems
3. Mr. D.F.M.M. Zaman
4. Mrs. A.P.M. van der Veer-Vergeer

Mr. Van Gelder was amongst others chairman of the Board of Management and Chief Executive Officer of Mediq N.V. He presently serves, amongst others, as supervisory board member of VastNed Retail. Mr. Willems was in a 38 year career with Royal Dutch Shell. He presently serves in the board of the Atlantic committee. Mr. Zaman was notary and partner at Loyens & Loeff from 1987 until 2015. He was professor Notarial Corporate Law at Utrecht University from 2006 until 2016 and is since 2013 professor Notarial Corporate Law at Leiden University. Mrs. Van der Veer was amongst others Executive Board member Achmea Bank Holding and she presently serves, amongst others, as chair of the Supervisory Board of Arcadis NL and is vice chair of the supervisory board of DeGiro. Until 1 March 2020, Mrs. Van der Veer was chair of the Dutch Monitoring Committee Accountancy.

In 2020 the total costs of the Trust Office amounted to EUR 135,940.- including the total remuneration of the members of the Board of 46,000.- (excluding VAT).

On 31 December 2020 (after the share consolidation on 18 December 2020), 102,649,614 ordinary shares with a nominal value of EUR 0.10 were in administration against which 102,649,614 certificates of ordinary shares had been issued. During the financial year, besides the issuance of certificates on 19 February 2020, the cornerstone placement on 30 November 2020 and the settlement of the right issue on 14 December 2020, 41,971 ordinary shares were exchanged into certificates and no certificates were exchanged into ordinary shares. The activities related to the administration of the shares are carried out by the administrator of the Trust Office: IQEQ Financial Services B.V.

The Trust Office's address is: Veurse Achterweg 10, 2264 SG Leidschendam, the Netherlands.

Leidschendam, 18 February 2021
The Board

Selected financial data

(x EUR 1,000)[1]	2020	2019	2018[2]	2018[3]	2017	2016[4]
Revenue	1,386,303	1,631,328	1,552,761	1,649,971	1,497,392	1,775,874
Net revenue own services	865,696	977,098	880,073	910,625	875,456	1,097,117
Results from operating activities (EBIT)*	19,772	25,560	23,784	8,795	(51,722)	(218,678)
Net finance income/(expense)	(73,981)	(57,764)	(51,623)	(52,780)	(70,739)	(70,930)
Net result from continuing operations	(74,034)	(39,558)	(38,946)	(51,064)	(164,971)	(308,934)
Net result (including discontinued operations)	(173,824)	(108,492)	(51,064)	(51,064)	(159,901)	(308,934)
Cash flow operating activities after investing activities*	105,397	58,311	(21,228)	(33,379)	(50,516)	186,078
Cash flow operating activities after investing incl. discontinued operations*	88,398	22,817	(33,379)	(33,379)	(50,516)	186,078
Property, plant and equipment	523,043	564,291	619,985	619,985	643,695	805,992
Capital expenditures	81,211	83,079	61,335	72,711	107,974	92,493
Capital expenditures (including discontinued operations)	86,985	106,219	72,711	72,711	107,974	92,493
Cash and cash equivalents	183,462	201,147	227,147	227,147	213,574	248,488
Total assets	1,701,044	2,056,304	1,944,422	1,944,422	1,898,304	2,174,449
Loans and borrowings[5]	344,242	687,498	731,369	731,369	641,381	595,509
Equity attributable to owners of the company	702,070	597,257	668,763	668,763	712,054	934,859
Net debt – excluding lease liabilities under IFRS 16*	163,116	502,547	505,451	505,451	430,445	351,064
Capital employed*[6]	874,766	1,110,434	1,207,936	1,207,936	1,184,108	1,341,174
Key ratios (in %)						
Results from operating activities (EBIT)/revenue	1.4	1.6	1.5	0.5	(3.5)	(12.3)
Net result from continuing operations/revenue	(5.3)	(1.4)	(2.5)	(3.1)	(11.0)	(17.4)
Return on capital employed*[6]	4.6	3.2	0.2	0.2	(3.3)	(0.7)
Total equity/total assets	41.8	29.6	36.1	36.1	39.7	45.5

* Non-IFRS performance measure. Reference is made to the reconciliation of non-IFRS performance measures and glossary.
1 Continuing operations only, unless otherwise stated.
2 Continuing operations only, excluding Seabed Geosolutions classified as discontinued operations.
3 Including Seabed Geosolutions.
4 Including effect change of presentation multi-client data libraries.
5 Total of current and non-current balances.
6 2019 and 2020 numbers calculated based on revised definition. See reconciliation of non-IFRS performance measures and glossary.

Selected non-financial data[1]	2020	2019	2018	2017	2016
People, diversity, talent management					
Number of employees (at year-end)	9,025	9,856	10,045	10,044	10,530
Gender diversity					
▪ Female	21%	21%	20%	19%	NA
▪ Male	79%	79%	80%	81%	NA
Gender diversity management					
▪ Female	20%	20%	19%	19%	NA
▪ Male	80%	80%	81%	81%	NA
Lost time injury frequency (x million hours)	0.67	0.68	0.46	0.66	0.67
Total recordable case frequency (x million hours)	1.62	1.58	1.56	1.68	1.89
Fugro academy statistics					
▪ Number of enrolments	139,551	50,832	82,511	77,136	NA
▪ Number of completed courses	101,193	39,596	81,021	75,766	NA
Innovation					
Granted patents	35	10	7	9	NA
Environmental performance					
Vessel CO_2 emissions (kilotonnes per operational day)					
▪ Owned vessels	15.5	18.3	18.1	15.1	NA
▪ Chartered vessels	16.9	14.4	14.5	NA	NA
Vessel CO_2 emissions (kilotonnes)					
▪ Owned vessels	111	139	147	123	NA
▪ Chartered vessels	69	80	72	NA	NA
Total	**180**	**219**	**219**	**NA**	**NA**

[1] Continuing operations only, unless otherwise stated.

NA = not available

RECONCILIATION OF NON-IFRS PERFORMANCE MEASURES

Certain parts of this annual report contain non-IFRS financial measures and ratios and non-financial operating data, which are not recognised measures of financial performance or liquidity under IFRS. These are commonly referred to as non-IFRS financial measures. The Group uses items such as, capital employed, working capital, revenue – comparable growth, days of revenue outstanding, net debt, EBIT, Adjusted EBIT, Adjusted EBIT margin, EBITDA, Adjusted EBITDA and free cash flow as internal measures of performance to benchmark and compare against budget, the prior year and its latest internal forecasts.

These measures have not been audited or reviewed by the company's external auditor. Furthermore, these measures may not be indicative of the company's historical operating results, nor are such measures meant to be predictive of the company's future results. The presentation of the non-IFRS measures and non-financial operating data in this report should not be construed as an implication that the Group's future results will be unaffected by exceptional or non-recurring items.

The Group presents non-IFRS financial measures and non-financial operating data in this report because it believes that these measures will assist stakeholders to understand its financial position and results of operations. The Group believes these non-IFRS measures and non-financial operating data are useful and commonly used supplemental measures of financial performance, liquidity or financial position in addition to gross profit, operating profit and other measures under IFRS. By providing additional insight into non-IFRS based measures and non-financial operating data, the Group believes that the users of this information may be better able to understand the operational performance and trend development of the company. However, not all companies calculate non-IFRS financial measures and non-financial operating data in the same manner or on a consistent basis. As a result, these measures and ratios may not be comparable to measures used by other companies under the same or similar names. Accordingly, undue reliance should not be placed on the non-IFRS financial measures and non-financial operating data contained in this Annual Report and they should not be considered in isolation or as a substitute for operating profit, profit for the year, cash flow or other financial measures computed in accordance with IFRS.

Revenue – comparable growth

The Group presents revenue – comparable growth as a supplemental non-IFRS financial measure, as the Group believes that, given the large amount of countries where it is operating, the presentation of revenue - comparable growth is a relevant measure for investors to evaluate the performance of the Group's business activities over time.
The Group believes that revenue – comparable growth is a useful non-IFRS financial measure, as it removes the distorting impact of foreign exchange movements and thus gives investors a view of the underlying performance of the Group. The Group defines revenue- comparable growth as revenue growth compared to the comparable period from the prior year, calculated by translating the revenue for the more recent period at the exchange rates of the prior year's comparable period.

			2020			2019
	Comparable growth	Currency effects	Nominal growth	Comparable growth	Currency effects	Nominal growth
Europe-Africa	(11.1)%	(1.6)%	(12.7)%	4.9%	0.1%	5.0%
Americas	(12.6)%	(4.7)%	(17.3)%	17.9%	5.1%	23.0%
Asia Pacific	(10.0)%	(2.1)%	(12.1)%	(11.4)%	2.3%	(9.1)%
Middle East & India	(20.4)%	(2.2)%	(22.6)%	(3.5)%	4.5%	1.0%
Total	**(12.4)%**	**(2.6)%**	**(15.0)%**	**2.7%**	**2.4%**	**5.1%**

			2020			2019
	Comparable growth	Currency effects	Nominal growth	Comparable growth	Currency effects	Nominal growth
Marine	(15.2)%	(2.6)%	(17.8)%	5.7%	2.2%	7.9%
Land	(5.4)%	(2.5)%	(7.9)%	(3.8)%	2.3%	(1.5)%
Total	**(12.4)%**	**(2.6)%**	**(15.0)%**	**2.7%**	**2.4%**	**5.1%**

EBIT, Adjusted EBIT, EBITDA and Adjusted EBITDA

The Group presents EBIT, Adjusted EBIT, EBITDA and Adjusted EBITDA, as supplemental non-IFRS financial measures, as the Group believes these are meaningful measures to evaluate the performance of its business activities over time. The Group understands that these measures are used by analysts, rating agencies and investors in assessing the Group's performance. In the case of EBITDA, the Group believes that it makes the underlying performance of its geographical regions and businesses more visible by factoring out depreciation, amortisation and impairment losses. The Group believes this increases visibility as to performance on a neutral basis, by correcting for the impact of different tax regimes and capital structures. In the case of Adjusted EBIT and Adjusted EBITDA, the Group believes that these measures make the underlying performance of its geographical regions and businesses more apparent by factoring out onerous contract charges, restructuring costs, certain advisor and other costs or gains and, in the case of Adjusted EBIT, impairment losses. The Group believes adjusting for these items which are not directly related to the operational performance of the Group and its geographical regions and businesses increases comparability and enables the users to better understand the underlying performance of the Group.

(EUR x 1,000)	E-A		AM		APAC		MEI		Total	
	2020	2019	**2020**	2019	**2020**	2019	**2020**	2019	**2020**	2019
Results from operating activities before net financial expenses and taxation (EBIT)	35,257	67,157	(12,954)	(15,587)	(3,525)	(31,525)	994	5,515	19,772	25,560
Onerous contract charges[1]	–	–	–	–	–	(2,106)	–	–	–	(2,106)
Restructuring costs[2]	(10,961)	(1,685)	(2,595)	(3,893)	(2,452)	(438)	(1,573)	(953)	(17,581)	(6,969)
Certain adviser and other (costs)/gains[3]	(308)	–	–	–	(4,719)	(5,934)	–	–	(5,027)	(5,934)
Southern Star arbitration outcome[4]	–	–	–	–	–	(24,100)	–	–	–	(24,100)
Impairment losses	(361)	(2,520)	(985)	(363)	(2,608)	(321)	(1,904)	(82)	(5,858)	(3,286)
Adjusted EBIT	46,887	71,362	(9,374)	(11,331)	6,254	1,374	4,471	6,550	48,238	67,955
Depreciation	(53,527)	(50,300)	(23,412)	(23,171)	(22,977)	(27,481)	(11,934)	(12,976)	(111,850)	(113,928)
Amortisation	(554)	(769)	(856)	(1,430)	(373)	(569)	(115)	(205)	(1,898)	(2,973)
Adjusted EBITDA	100,968	122,431	14,894	13,270	29,604	29,424	16,520	19,731	161,986	184,856

1 A provision for onerous contract charges is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting the Group's obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of performing under the contract. The expected net cost of performing under the contract is based on cash flow calculations discounted using a rate that reflects current market assessments of the time value of money. Before a provision is established, the Group recognises any impairment loss on the assets associated with and/or dedicated to that contract. While specific in nature, costs related to onerous contracts may reoccur in the future.

2 A provision for restructuring costs is recognised when the Group (i) has a detailed formal plan for the restructuring identifying the business or part of a business concerned, the principal locations affected, the location, function, and approximate number of employees who will be compensated for terminating their services, the expenditures that will be undertaken, and when the plan will be implemented; and (ii) has a valid expectation that the Group will carry out the restructuring, evidenced by having made a start with the implementation of that plan or by having announced its main features to those employees affected by it. While specific in nature, costs related to restructuring may reoccur in the future.

3 Certain adviser and other costs (to the extent not capitalised as transaction costs on loans and borrowings) or gains reflects certain adviser and other costs or gains, which include other large charges or gains that the Group has adjusted for, such as material legal settlement claims, large bad debt write-downs and other large one-off non-recurring items. The costs primarily comprises the legal fees related to the arbitration with Tasik Toba Subsea as regarding the Southern Star vessel.

4 The Southern Star arbitration outcome reflects the €24.1 million recorded as a result of the unfavourable outcome in the arbitration with Tasik Toba Subsea AS regarding the Southern Star vessel.

(EUR x 1,000)	Marine		Land		Total	
	2020	2019	**2020**	2019	**2020**	2019
Results from operating activities before net financial expenses and taxation (EBIT)	12,500	27,255	7,272	(1,695)	19,772	25,560
Onerous contract charges[1]	–	(2,106)	–	–	–	(2,106)
Restructuring costs[2]	(11,435)	(4,223)	(6,146)	(2,746)	(17,581)	(6,969)
Certain adviser and other (costs)/gains[3]	(4,719)	(5,934)	(308)	–	(5,027)	(5,934)
Southern Star arbitration outcome[4]	–	(24,100)	–	–	–	(24,100)
Impairment losses	(5,177)	(2,920)	(681)	(366)	(5,858)	(3,286)
Adjusted EBIT	33,831	66,538	14,407	1,417	48,238	67,955
Depreciation	(89,970)	(91,586)	(21,880)	(22,342)	(111,850)	(113,928)
Amortisation	(1,459)	(1,918)	(439)	(1,055)	(1,898)	(2,973)
Adjusted EBITDA	125,260	160,042	36,726	24,814	161,986	184,856

1 A provision for onerous contract charges is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting the Group's obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of performing under the contract. The expected net cost of performing under the contract is based on cash flow calculations discounted using a rate that reflects current market assessments of the time value of money. Before a provision is established, the Group recognises any impairment loss on the assets associated with and/or dedicated to that contract. While specific in nature, costs related to onerous contracts may reoccur in the future.

2 A provision for restructuring costs is recognised when the Group (i) has a detailed formal plan for the restructuring identifying the business or part of a business concerned, the principal locations affected, the location, function, and approximate number of employees who will be compensated for terminating their services, the expenditures that will be undertaken, and when the plan will be implemented; and (ii) has a valid expectation that the Group will carry out the restructuring, evidenced by having made a start with the implementation of that plan or by having announced its main features to those employees affected by it. While specific in nature, costs related to restructuring may reoccur in the future.

3 Certain adviser and other costs (to the extent not capitalised as transaction costs on loans and borrowings) or gains reflects certain adviser and other costs or gains, which include other large charges or gains that the Group has adjusted for, such as material legal settlement claims, large bad debt write-downs and other large one-off non-recurring items. The costs primarily comprises the legal fees related to the arbitration with Tasik Toba Subsea as regarding the Southern Star vessel.

4 The Southern Star arbitration outcome reflects the €24.1 million recorded as a result of the unfavourable outcome in the arbitration with Tasik Toba Subsea AS regarding the Southern Star vessel.

Working capital and DRO

The Group presents working capital and working capital as a % of last 12 months revenue as supplemental non-IFRS financial measures, as the Group believes these are meaningful measures to evaluate the Group's ability to maintain a balance between growth, profitability and liquidity. Working capital is broadly analysed and reviewed by analysts and investors in assessing the Group's performance. Both measures serve as a metric for how efficiently the Group is operating and how financially stable it is in the short term. It is an important measure of the Group's ability to pay off short-term expenses and/or debts. The Group further discloses days of revenue outstanding, as it believes it is a meaningful measure of the effectiveness of the Group's credit and collection efforts in allowing credit to customers, as well as its ability to collect from them. The Group defines working capital as the sum of inventories, trade and other receivables and trade and other payables. And the Group defines days of revenue outstanding as trade receivables plus unbilled revenue on projects minus advances of instalments related to work in progress expressed as a number of days. The number of days is calculated using the exhaust method that is considering revenue recognised from the date of reporting backward until the receivable quantity is exhausted.

(EUR x 1,000)	2020	2019
Working Capital	111,699	154,067
Eliminate liabilities comprised in working capital:		
▪ Trade and other payables	322,247	361,301
Include assets not comprised in working capital:		
▪ Non-current assets	1,054,590	1,171,685
▪ Current tax assets	11,542	14,757
▪ Cash and cash equivalents	183,462	201,147
▪ Assets classified as held for sale	17,504	153,347
Total Assets	**1,701,044**	**2,056,304**

(EUR x 1,000)	2020	2019
Revenue	1,386,303	1,631,328
Working capital as % of last 12 month revenue	8.1%	9.4%
Days of revenue outstanding	83	88

Net debt and capital employed

The Group presents net debt and capital employed as it understands that these measures are used by banks, analysts, rating agencies and investors in assessing the Group's performance. These measures are used by the Group's management to evaluate the Group's financial strength and funding requirements. The Group defines capital employed as total equity plus loans and borrowings and bank overdrafts, minus cash and cash equivalents. Capital employed includes held for sale balances and is calculated at the end of the (full or half year) reporting period. The Group defines net debt as the sum of loans and borrowings and bank overdraft minus cash and cash equivalents. For the purpose of calculating capital employed, net debt excludes lease liabilities as accounted for under IFRS 16. From financial year 2020 onwards, the Group changed the definition of capital employed to include balances that are classified as held for sale. The 2019 comparatives were retrospectively adjusted accordingly.

(EUR x 1,000)	2020	2019
Non-current loans and borrowings	286,221	704,314
▪ of which continuing operations	286,221	687,478
▪ of which held for sale	–	16,836
Current loans and borrowings	58,021	–
▪ of which continuing operations	58,021	–
▪ of which held for sale	–	–
Bank overdraft	2,336	2,635
▪ of which continuing operations	2,336	2,635
▪ of which held for sale	–	–
Cash and cash equivalents	(183,462)	(204,402)
▪ of which continuing operations	(183,462)	(201,147)
▪ of which held for sale	–	(3,255)
Lease liabilities	132,692	163,763
▪ of which continuing operations	132,692	157,659
▪ of which held for sale	–	6,104
Net debt	**295,808**	**666,310**
Net debt (excluding lease liabilities)	163,116	502,547
Equity	711,650	607,887
Capital employed	**874,766**	**1,110,434**

Return on capital employed and NOPAT

The Group presents capital employed as it understands that this measure is used by analysts, rating agencies and investors in assessing the Group's performance, in particular on capital efficiency, by determining the return on capital employed (ROCE). ROCE is used by the Group as a measure of the Group's profitability and capital efficiency.
The group defines return on capital employed as NOPAT of the last 12 months as a percentage of a three points average adjusted capital employed. The three points consist of the last three reporting periods.

ROCE, as used by the Group is based on adjusted capital employed. Capital employed is adjusted for non-cash impairment losses (post tax). Adjusted capital employed is calculated at the end of a reporting period (full or half year). The Group believes adjusting for non-cash impairment losses which are not directly related to the operational performance of the Group and its geographical regions and businesses increases comparability and enables the users to better understand the underlying performance of the Group. From financial year 2020 onwards, the Group changed the calculation of adjusted capital employed by no longer adjusting for onerous contract charges, restructuring costs and certain adviser and other costs or gains as well as the theoretical tax impact of those specific items. The 2019 comparatives were retrospectively adjusted accordingly.

The Group uses NOPAT solely for the purposes of calculating the ROCE, for which the Group believes is the best measure for profitability when measuring capital efficiency. The Group defines NOPAT as the sum of adjusted EBIT, the share of profit/(loss) of equity accounted investees (net of income tax) and the theoretical tax expense, the latter calculated over the total of the first two items applying the domestic weighted average tax rate. NOPAT includes discontinued operations.

(EUR x 1,000)				2020				2019
	December 2019	June 2020	December 2020	Average	December 2018	June 2019	December 2019	Average
Capital employed	**1,110,435**	**991,416**	**874,766**	**992,206**	**1,207,936**	**1,199,841**	**1,110,435**	**1,172,737**
Adjustment for impairment losses	–	47,679	80,571	42,750	–	61,632	79,468	47,033
▪ of which continuing operations	–	3,347	5,858	3,068	–	222	3,286	1,169
▪ of which discontinued operations	–	44,332	74,713	39,682	–	61,410	76,182	45,864
Potential tax impact	–	–	–	–	–	–	–	–
Adjusted Capital employed	**1,110,435**	**1,039,095**	**955,337**	**1,034,956**	**1,207,936**	**1,261,473**	**1,189,903**	**1,219,771**

(EUR x 1,000)	2020	2019
Adjusted EBIT	51,880	49,449
▪ of which continuing operations	48,238	67,955
▪ of which discontinued operations	3,642	(18,506)
Share of profit/(loss) of equity-accounted investees (net of income tax)	7,520	9,236
▪ of which continuing operations	7,448	9,236
▪ of which discontinued operations	72	–
Potential tax impact	(12,282)	(19,467)
NOPAT	**47,118**	**39,218**

(EUR x 1,000)	2020	2019
Average Adjusted Capital employed	1,034,956	1,219,771
NOPAT	47,118	39,218
ROCE (%)	**4.6%**	**3.2%**