

Annual Report

2013

SXF, TXL & BER

Flughafen Berlin Brandenburg GmbH

Passengers in 2013

Berlin total	26,319,144
Berlin Schönefeld	6,727,306
Berlin Tegel	19,591,838

Aircraft movements 2013

Berlin total	240,031
Berlin Schönefeld	65,268
Berlin Tegel	174,763

CEO

Hartmut Mehdorn

Chief Financial Officer

Heike Fölster

Shareholders

Federal Republic of Germany	26%
State of Berlin	37%
State of Brandenburg	37%

Airlines **69**

Destinations **170**

Employees (per 31/12/2013)

Total	1,667
thereof SXF	1,179
thereof TXL	488
Vocational trainees	70

Contact

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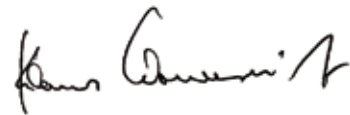
Foreword

Dear Readers,

The development of the capital city region Berlin-Brandenburg was extraordinarily positive last year. The economy is growing dynamically, the tourism figures continue to rise and more and more people are moving to Berlin. The city and its environs are dependent on an excellent transport infrastructure for their further growth. Schönefeld and Tegel Airports are our gateways to the world. More routes have been successfully added to flight schedules in recent years. The long-haul flights to the USA and Asia as well as the high frequency of flights to the most important economic centres in Germany and Europe are of especially great importance. Passengers have been very glad to take advantage of the offered services as is evidenced by a repeated increase in the traffic figures. The mark of 26.3 million passengers set a new record. In comparison with other airports in Germany, the passenger numbers in Berlin are grow-

ing at an overproportional rate. We want to be well prepared for the future as well, which is why we are building the new Berlin Brandenburg Airport. BER is the most important infrastructure project in the capital city region and will replace the airport system which has resulted from historical developments. The new airport will provide the capacities needed for further growth and the prerequisites for the expansion of hub structures. Moreover, the opening of BER will create more jobs, a factor of no small importance. Even today, almost

20,000 jobs in the region are directly dependent on air traffic. The airport region in Schönefeld in particular has experienced highly positive development, and many highly qualified jobs have already been created here. We need the new airport so that the region can continue to develop in keeping with today's demands, to guarantee new jobs and to achieve the greatest possible level of mobility. The Airport Company will devote all of its energy to solving the construction problems so that the new airport can be opened as soon as possible.



Klaus Wowereit
Governing Mayor of Berlin and
Supervisory Board Chairperson of
Flughafen Berlin Brandenburg GmbH







Editorial

Dear Readers,

The core business of Flughafen Berlin Brandenburg GmbH is in excellent condition. The figure of 26.3 million passengers in 2013 set a new record, and our passengers are satisfied with Schönefeld and Tegel Airports despite the fact that both of them are showing signs of age. Berlin is a very special place: for the eleventh time in succession, we have posted stronger growth than the average of all German airports.

Despite all of the bottlenecks and improvisations, our employees in Schönefeld and Tegel are successfully handling the increased numbers of passengers. The Airport Company has realized numerous improvements for passengers, above all in Tegel, within the scope of what is technically feasible and commercially reasonable. Our neighbours living in the vicinity of the two airports will be glad to hear that larger aircraft and better utilisation of capacity mean fewer aircraft movements than in the previous year, even though the number of passengers rose. Fewer aircraft move-

ments mean less aircraft noise for our airport neighbours. Moreover, we have introduced a new fee schedule which rewards quiet aircraft and penalises loud ones; this is a further refinement of an effective element for ecological management which has long been in place.

Significant progress has been made toward the completion of BER. We have been able to shake off the shock-induced paralysis that gripped everyone after the cancellation of the opening date planned for June 2012. We have developed solutions for the technical issues. The stage of looking for errors and assessing the situation has passed, and construction is once again going on at the site. Construc-

tion on the North Pier was completed this spring. Work is now going on in the terminal, on the Main Pier and on the South Pier.

As construction has been completed, the acceptance procedures by assessors and authorities for the various buildings and construction components have begun. It is good that our relationship to the government authorities responsible for acceptance of the construction is once again on a solid footing. This is in no small part a success of the step-by-step restructuring of our company. We are moving closer to our most important goal. This is, and will remain, the opening of the highly functional Berlin Brandenburg Airport as soon as possible.

Yours



Hartmut Mehdorn
CEO Flughafen Berlin Brandenburg GmbH



Air Traffic in the Capital City Region







airberlin continues to expand its hub in Tegel

Success in Core Business New Passenger Record in 2013

In 2013, a total of 170 destinations in 48 countries appeared on the schedules.

It is a story of growth of a very special kind: air traffic in the capital city region has been growing faster than at other large German airports for over ten years. In 2013, the mark of 26 million passengers was exceeded for the first time at Schönefeld and Tegel Airports – a new record. A total of 26,319,144 passengers departed and arrived in Berlin, representing growth of 4.2% in comparison with the previous year. Tegel Airport handled 19,591,838

passengers (+7.9%) while Schönefeld Airport took care of 6,727,306 (-5.2%). The number of aircraft movements declined slightly, totalling 240,031 take-offs and landings (-1.2%). This is a consequence of better use of aircraft capacity and larger aircraft.

In 2013, a total of 170 destinations in 48 countries were shown on the schedules. airberlin added a new long-haul route to Chicago to its schedule. The expansion of the airberlin hub in



The airline easyJet celebrated its tenth anniversary at Schönefeld in April 2014. Numerous new destinations were added in 2013 such as Southend in June 2013.

„We are delighted about the outstanding development in the number of passengers last year. In contrast to the sluggish development at other airports, our core business is doing very well.“

Hartmut Mehdorn,
CEO Flughafen Berlin Brandenburg GmbH

Tegel continue to progress with the addition of new routes to European destinations. As of today, about 8% of the passengers use Berlin as a transfer airport.

Upgrading of SXF and TXL

In 2013, the Airport Company invested €20 million in the upgrading of Schönefeld and Tegel Airports (SXF:

€2.5m / TXL: €17.5m). The refurbishing work assured the continued safety of airport operations and provided greater comfort and convenience for passengers. The majority of the total of 130 separate projects was conducted at the highly trafficked Tegel Airport.

Outlook 2014

The year 2014 began successfully. A plus of 7.9% in the number of passen-

gers was posted during the first two months. Tegel's growth rate of 8.8% continued to be well above the average of national figures. But Schönefeld also had a plus of 5.6% in the number of passengers and returned to the path of growth.

It can be assumed that the total growth in the number of passengers in 2014 will be in the single-digit range.

Total

Berlin Traffic Statistics



	2013	Change from previous year in %
A. Total passengers	26,319,144	4.2
I. Local traffic	26,296,544	4.2
1. Scheduled services	25,795,919	4.3
a) Domestic	7,571,295	-3.7
b) International	18,224,624	8.1
2. Occasional carriage	500,625	-2.1
a) Charter traffic	422,184	-10.6
b) Tramp and demand traffic	69,108	143.1
c) Other traffic	9,333	-10.5
II. Transit	22,600	-8.9
B. Total aircraft movements	240,031	-1.2
I. Commercial traffic	228,650	-1.1
1. Scheduled services	214,285	-0.8
a) Passenger traffic	212,082	-0.8
b) Freight traffic	2,203	6.9
2. Occasional carriage	14,365	-6.3
a) Charter traffic	2,964	-12.9
b) Tramp and demand traffic	5,726	0.7
c) Freight traffic	635	36.3
d) Other traffic	5,040	-12.7
II. Non-commercial traffic	11,381	-2.1
C. Total airfreight	35,238,848	9.6
I. Total local traffic	34,168,637	8.6
a) Discharging	15,499,600	-1.0
b) Loading	18,669,037	18.1
1. Scheduled services	32,459,366	9.5
a) Freighters	4,450,124	27.1
2. Occasional carriage	1,709,271	-5.9
a) Freighters	1,678,802	-6.8
II. Transit	1,070,211	57.1
III. Trucking	0	0.0
D. Total airmail	5,460,316	2.0
I. Local traffic	5,458,502	2.0
1. Overnight airmail	5,194,622	-0.5
II. Transit	1,814	71.9

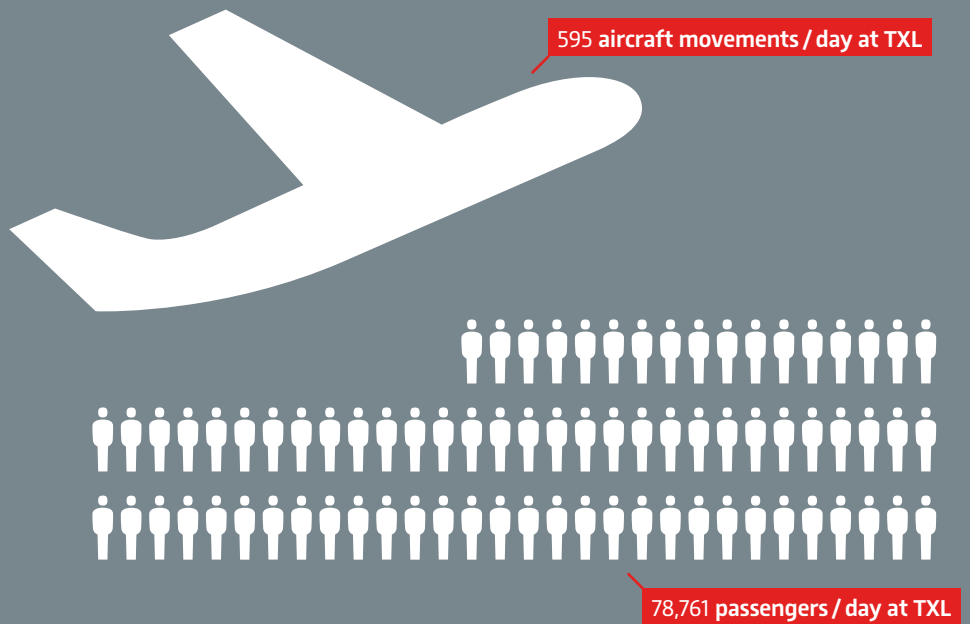
SXF and TXL

Peak Values 2013

Peak Days

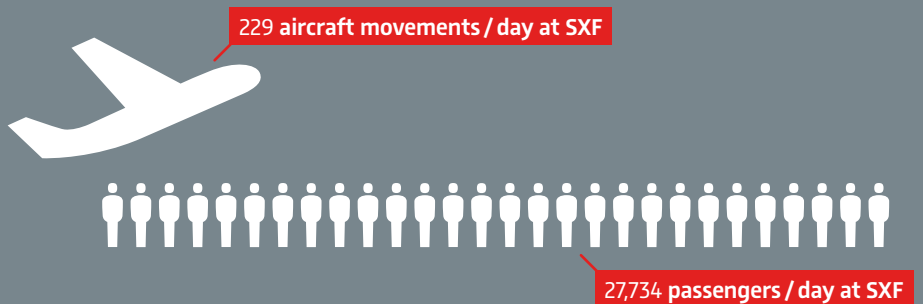
Tegel

27/09/2013
78,761 passengers
27/09/2013
595 aircraft movements



Schönefeld

06/10/2013
27,734 passengers
27/09/2013
229 aircraft movements



Peak Hours

Tegel

20/09/2013
5–6 p.m.
6,312 passengers

10/12/2013
9–10 a.m.
55 aircraft movements

Schönefeld

14/07/2013
9–10 p.m.
3,158 passengers

24/10/2013
12–1 p.m.
24 aircraft movements

SXF

Traffic Statistics

Schönefeld



	2013	Change from previous year in %
A. Total passengers	6,727,306	-5.2
I. Local traffic	6,714,281	-5.2
1. Scheduled services	6,452,369	-5.2
a) Domestic	2,814	-99.6
b) International	6,449,555	5.6
2. Occasional carriage	261,912	-6.1
a) Charter traffic	240,394	-4.6
b) Tramp and demand traffic	13,620	-28.5
c) Other traffic	7,898	-0.7
II. Transit	13,025	-9.8
B. Total aircraft movements	65,268	-9.0
I. Commercial traffic	58,350	-10.3
1. Scheduled services	48,809	-12.0
a) Passenger traffic	47,080	-13.1
b) Freight traffic	1,729	35.2
2. Occasional carriage	9,541	-0.4
a) Charter traffic	1,605	-9.8
b) Tramp and demand traffic	3,474	11.6
c) Freight traffic	621	38.6
d) Other traffic	3,841	-9.3
II. Non-commercial traffic	6,918	3.2
C. Total airfreight	7,368,958	41.5
I. Total local traffic	6,383,175	33.3
a) Discharging	3,252,656	19.5
b) Loading	3,130,519	51.6
1. Scheduled services	5,107,087	52.4
a) Freighters	4,249,982	67.7
2. Occasional carriage	1,276,088	-11.2
a) Freighters	1,276,016	-11.0
II. Transit	985,783	136.0
III. Trucking	0	0.0
D. Total airmail	6,654	-99.4
I. Local traffic	6,039	-99.5
1. Overnight airmail	0	-100.0
II. Transit	615	41.4

TXL

Traffic Statistics

Tegel

	2013	Change from previous year in %
A. Total passengers	19,591,838	7.9
I. Local traffic	19,582,263	7.9
1. Scheduled services	19,343,550	7.9
a) Domestic	7,568,481	5.6
b) International	11,775,069	9.5
2. Occasional carriage	238,713	2.8
a) Charter traffic	181,790	-17.5
b) Tramp and demand traffic	55,488	492.4
c) Other traffic	1,435	-41.9
II. Transit	9,575	-7.6
B. Total aircraft movements	174,763	2.1
I. Commercial traffic	170,300	2.5
1. Scheduled services	165,476	3.1
a) Passenger traffic	165,002	3.3
b) Freight traffic	474	-39.4
2. Occasional carriage	4,824	-16.1
a) Charter traffic	1,359	-16.4
b) Tramp and demand traffic	2,252	-12.4
c) Freight traffic	14	-22.2
d) Other traffic	1,199	-22.0
II. Non-commercial traffic	4,463	-9.3
C. Total airfreight	27,869,890	3.5
I. Total local traffic	27,785,462	4.2
a) Discharging	12,246,944	-5.3
b) Loading	15,538,518	13.1
1. Scheduled services	27,352,279	4.0
a) Freighters	200,142	-79.3
2. Occasional carriage	433,183	14.5
a) Freighters	402,786	9.7
II. Transit	84,428	-68.0
III. Trucking	0	0.0
D. Total airmail	5,453,662	29.0
I. Local traffic	5,452,463	29.0
1. Overnight airmail	5,194,622	26.7
II. Transit	1,199	93.4





GERMANY

- Düsseldorf
- Frankfurt am Main
- Friedrichshafen
- Karlsruhe/Baden-Baden
- Cologne/Bonn
- Memmingen
- Munich
- Nuremberg
- Saarbrücken
- Stuttgart
- Westerland



- Chicago
- Los Angeles
- Miami
- Newark
- New York



- Punta Cana
- Varadero

• Funchal

• La Palma

• Tenerife

• Las Palmas

• Lanzarote

• Fuerteventura

• Casablanca

• Marrakech

• Agadir

• Algeria

• Djerba

• Malta

International Destinations in 2013





A Farnair plane operating for UPS arrives with the first air cargo for Berlin Brandenburg Airport on 1 August 2013.

Cargo Air Freight in Berlin

Last year, a total of about 77,867 tonnes of air freight were transshipped through the cargo facilities at the Berlin airports Schönefeld and Tegel (+2%). 35,239 tonnes of air freight were transported by aircraft (+9.6%) and 5,460 tonnes of overnight airmail were flown (+2.0%). An additional 13,781 tonnes from the airlines and about 23,387 tonnes from shipping agents

were processed as air cargo delivered by lorry to the European hubs of the airlines via the air cargo facilities in Berlin.

Cargo Center at BER

The Cargo Center at Berlin Brandenburg Airport has been in operation since 1 August 2013; this is where the belly cargo for Schönefeld is handled.

The Cargo Center is operated by Air Cargo Center Berlin GmbH, a subsidiary of the investor Dietz AG. Cargo handlers, logistics companies and shipping companies have already moved into offices on the premises; the Border Veterinary Service, plant health inspection and customs are also on the site.



The German Red Cross (DRK) and the Technisches Hilfswerk (THW) dispatched relief materials such as tents, cooking utensils, hygienic products and drinking water plants from Schönefeld Airport to the Philippines after the islands had been devastated by a typhoon.



A very special piece of air cargo was loaded in Tegel onto the airberlin A330 flying from Berlin to Los Angeles on 30 September 2013. The Lamborghini was going straight from the car show IAA in Frankfurt to a customer in Los Angeles.



View of Tegel Boulevard. The scope of shops and restaurants has been significantly expanded.

Service and Shopping Improved Services for Travellers and Visitors

The non-aviation business at the Berlin airports Schönefeld and Tegel has posted successful development in recent years.

The service has been significantly expanded and made more attractive at Tegel Airport. More than 50 shops and restaurants along with various service providers make passengers and visitors' stay at the airport more

pleasant. Proven concepts have been supplemented by new, innovative lines.

For instance, the "Fabriano Boutique" offering imaginative products made of paper and leather opened last year. Another new feature is "Die kleine Gesellschaft" offering a select range of toys and souvenirs on Tegel Boulevard. "Coffee Fellows" and its coffee



The "Fabriano Boutique" moved into a new airside shop at Tegel Airport in August 2013.



"Die kleine Gesellschaft" at Tegel Airport offers unusual toys and souvenirs.

specialities and freshly made bagel sandwiches have also become an established business here. A total of five restaurant operators opened new bars in the gate ring in September 2013 alone.

Relay, the book and press specialist, opened four new shops on the land-side and airside of Schönefeld Airport, where it offers travellers a comprehensive line of domestic and international newspapers and magazines.

An especially satisfying aspect is that all of the new tenants are long-term partners who will also be operating facilities at Berlin Brandenburg Airport. The Airport Company will continue to optimise the shops and services available at both airports during the coming months.

**Long-term cooperation:
many of the BER tenants are
already present at the airports
SXF and TXL.**



Airport City is the heart of the new airport. The office and service centre Berlin-Brandenburg Airport Center has already begun operation.

Investment Location BER Great Potential for Development

**BER offers
outstanding
prospects for
further invest-
ments.**

The Airport Company is the largest provider of qualified commercial areas in the immediate proximity of the airport on the Berlin and the Brandenburg sides. The spaces have a total area of about 2.9 km² (net building land). Real Estate Management has developed individual concepts for utilisation and urban development profiles for the plots which are related to their specific location in the immediate vicinity of the new airport. Airports, being locations with high visitor frequency and traffic hubs, represent

good sites for companies with a high degree of internationalisation and a major mobility factor. Appropriate plots can be offered to virtually all user groups such as offices, hotels, recreation, congress and conference, trade, logistics, light manufacturing and services specific to an airport. A broad range of diverse projects has already been realised, but there is still plenty of space of ideas.



The building for ground traffic services in the Service Area South.



Meininger Hotel in the Business Park Berlin.



The Maintenance Area is being constructed in the western section of the new airport BER. Harder & Partner was the investor realising a maintenance hangar with a floor area of 12,000 square metres for airberlin and Germania; it is already being used by Germania today. Lufthansa Technik AG has also built a hangar. Facility management buildings and Fire Brigade West have been completed as well.

SPRINT to BER





The most important principle for SPRINT: the tasks are broken down into manageable packages so that the complexity can be mastered.

SPRINT 2013

Action Plan Producing Results



The data cables are being rearranged.

April 2013 saw the launch of the action plan SPRINT. All of the tasks related to the operational startup of BER, from the construction work which remains to be done to approvals, trial operation and to the opening of the airport itself are bundled in this programme. The objective is to structure the construction site in accordance with the simple principle "Think, Plan, Build". SPRINT has made it possible to put an end to the standstill at the construction site, to stop the loss of know-how and to systematise the planning. Solutions have been reached for all of the fire protection issues and technical problems and are now being implemented step by step.

Rebuilding of smoke removal systems

After months of work, the Working Group Smoke Removal in the action plan SPRINT submitted a concept in November 2013 showing how the smoke removal control system decisive for the fire protection should be rebuilt so that it would function properly and

meet the requirements for approval. In October 2013, the Airport Company and Siemens concluded a contract for the rebuilding of the smoke removal control system. In December 2013, the central design and approval planning for the smoke removal system was awarded to the planning office Arcadis. Large sections of the project have been processed and contracts have been awarded to companies for execution.

Overhaul of cable boxes

The acceleration of the work before the planned opening in 2012 caused incorrect placement and overcrowding of cable in the boxes. All of this work must now be overhauled. The correct control of the smoke removal system alone requires 92 kilometres of cable to be relaid.

Rebuilding of sprinkler system

The sprinkler system has been divided into three parts (sprinkler systems Terminal / Main Pier, North Pier and South Pier), reducing complexity and



Meeting in the Project Management Office in the North Pier



The sprinkler system in the North Pier has been completed and is being covered.

making the systems more dependable and easier to control. At the same time, the doubled redundancy of the system required by the approval authorities is being installed. The sprinkler system in the North Pier has been completed; the installation of the covering for the system began in February 2014. Planning for the new installation of the sprinkler

system in the South Pier is in progress. The system installed in the Main Pier retains its full functional capability.

Rebuilding BER-LAN

The BER-LAN is the key link in the infrastructure of the new airport; almost all of the application systems

and technical equipment are based on the BER-LAN services. The BER-LAN is being rebuilt on the basis of a so-called carrier technology which enables strict separation of individual users and prevents disruptions in one customer network from affecting other airport customers or systems.



This is where the passengers from the non-Schengen areas will arrive in the North Pier. The acceptance procedures with the assessors are currently in progress.

Outlook 2014

On the Way to Completing Construction

98% of BER is complete. The rest will follow in 2014.

Passenger terminal

Everything in the BER passenger terminal is going on under the sign of "MKT". This acronym stands for Measures, Costs and Deadlines. The MKT process was tested on the reference areas of the passenger terminal at the end of 2013 and will be applied throughout the entire terminal in 2014. The passenger terminal has been subdivided into 28 construction fields as a way to make the area of

approximately 320,000 m² more easily plannable and manageable during construction completion.

North Pier

The North Pier, which is where the low-cost carriers will be stationed when BER opens, is for all practical purposes complete. The acceptance process with the assessor is now going on. Parallel to this, the cable boxes at the level U1 are being overhauled. In addition, testing and measurement work is being conducted on the fire alarm system and the electro-acoustic

emergency warning system. The box for the additional emergency power supply has been built, and the work laying the cable will begin immediately. In addition, Bosch has begun to write and program the fire control matrix.

South Pier

The construction work on South Pier is starting. The construction of the pier, where airberlin will handle its passengers in the future, is more complex than that of the North Pier because it includes passenger bridges, escalators,



The cables for the rebuilding of the fire protection systems are being relaid in the intermediate ceilings.

offices, lounges and a staff canteen. At the moment, the construction work is primarily on the storage area for luggage dropped off in advance and the staff canteen. Work which will start soon includes the clean-up of the ceiling void, the coordination of the modifications of the smoke removal system, the construction of the sprinkler control unit and the winding up of the remaining work by companies.

Other properties

About 80 other properties will be added to the network step by step during 2014. They include operational service buildings such as the fire brigades, control centres, third-party properties

such as hangars, movement areas, and infrastructure and roads. Winding-up work must still be completed or defects must be remedied in some of the properties. With the exception of five properties, the release for utilisation by the Building Authority has been received. Following completion of the construction, the technical operation of the properties will be started and handed over to the operational management of the Airport Company.

Remodelling of the North Runway

The runway at Schönefeld Airport, which will later be the North Runway of BER, is supposed to be remodelled

before the opening of BER so that capacity bottlenecks in the later operation at BER can be avoided. The South Runway at BER must temporarily be utilised so that the construction work can begin. By that time, the residents living adjacent to the South Runway should largely have received noise protection structures or compensation in accordance with the claims adjustments. The Airport Company submitted the application for the remodelling to the Joint Superior Aviation Authority of Berlin-Brandenburg (LuBB) in February 2014. The construction work has been scheduled for spring 2015.



Work on the cables in the Main Pier in the area of the future staff canteen.



Ventilation ducts are being laid to provide the right ventilation.

Good Neighbour





**DIALOG
FORUM**
Airport Berlin Brandenburg

DIALOG-FORUM Flughafenregion



People from Berlin and Brandenburg interested in the new airport were able to obtain more information during the Family Festival at BER in September 2013. The noise protection team was also on the location and ready to provide advisory services.

In Dialogue Responsibility for the Airport Surroundings

← Picture page 30/31: The DIALOG-FORUM is the central contact point for any concerns and questions related to the subject of sustainable development of the airport surroundings.

Airports are indispensable as international traffic hubs and workplaces. However, it is not always possible to avoid impositions on the surrounding areas. An airport cannot simply relocate its production facilities to another country; it is immovably tied to its location. This makes it all the more important to be a good neighbour to the people living near the airport. The

Flughafen Berlin Brandenburg GmbH accepts its responsibility for its surroundings.

Communication with the environs

The goal of the work with the environs is to secure constant exchange and constructive dialogue with the people



The children from the Waldkindergarten Eichwalde express their thanks for the Airport Company's donation for their project "Hanging Gardens".



On 11 November, the citizens' counselling centre "Haus DIALOG-FORUM Flughafenregion" opened in Schönefeld. It is the new public headquarters for the Dialogforum Airport Berlin Brandenburg and the noise protection advisory services in the region.

living adjacent to Berlin Brandenburg Airport. The company's officer for the environs is the contact for the districts, communities and municipal districts who accepts their requests and drives joint and future projects.

Donations and sponsoring

In 2013, the Airport Company supported more than 90 associations and projects from Berlin and Brandenburg, most of them located in the immediate vicinity of the airport, with either donations or sponsoring activities. This engagement concentrated primarily on the sector of social work with children and young people. Sponsoring activities in 2013 benefited associations for more than 15 different sports. They included such well-known sports as football and

team handball, but archery, floorball and acrobatics were also supported. In addition to traditional cash donations, the Airport Company was able to fulfil small and large requests from many institutions by assuming the costs.

Projects in the environs

The Airport Company also supports projects related to culture and social work as part of its work in the environs. Cultural sponsorships are especially worthy of mention. By providing funds, the Airport Company, in cooperation with the Theater an der Parkaue in Berlin-Lichtenberg, makes it possible for school classes or daycare groups from the area to attend theatre performances free of charge. Just under 1,500 children and pupils have benefited from the programme since 2011.



You will find more information about our work benefiting our surroundings on our internet site or in our neighbourhood newspaper "BER aktuell".

<http://nachbarn.berlin-airport.de>





Hartmut Mehdorn and the mayors from the environs in the BER terminal. The Airport Company reached an agreement with the mayors of the surrounding communities for the realisation of the noise protection measures in accordance with the OVG decision in July 2013. Their common goal is to ensure that all of the residents living adjacent to the airport will be provided with the best possible noise protection construction measures.

Noise Protection Programme BER Extensive Measures Have Been Initiated to Protect Residents Living Adjacent to the Airport.

The Airport Company restructured the noise protection programme in the middle of 2013. This was a consequence of the decision handed down by the Higher Administrative Court (OVG) Berlin-Brandenburg in April 2013 which determined that within

the daytime protection area a noise level of 55 dB in closed rooms may be exceeded less than once on the 180 days of the year with the heaviest traffic volume. Its compliance with the decision means that the Airport Company conducts the most compre-

hensive noise protection programme of any Germany airport.

To determine what measures are necessary for this compliance, reviews of the present situation and calculations are being carried out once again for several thousand applicants in the



Noise insulation ventilators in an elementary school. The Airport Company employs various noise protection measures for facilities deserving special protection in the airport surroundings. These special facilities include child daycare centres, schools and senior citizen communities.

“We want to realise the best possible noise protection for the residents living adjacent to the airport within the framework of decisions by the Higher Administrative Court and the Federal Administrative Court.”

Hartmut Mehdorn, Airport Company CEO

daytime protection area. The new protection standard is causing the costs for the realisation of the noise protection measures to rise in the majority of the cases. This is why the preparation of a fair value assessment with respect to noise protection may become necessary. The background is the cost cap set forth in the planning stipulation decision. It states that expenditures for noise protection measures up to a maximum of 30 % of the fair value of the property with

rooms which must be protected will be reimbursed. If this limit is exceeded, the planning stipulation decision provides for financial compensation in the amount of this 30 %. Current estimates indicate that this is the case for about half of the properties. Following a tender procedure in all of Europe, Sprengnetter Immobilienbewertung was awarded a contract for the preparation of the assessments in December 2013.

Environment







Qatar Airways has been flying a larger aircraft on the daily route from Berlin to Doha since December 2013. There are nearly twice as many seats in the A330-200 as in the A320 which was previously flown on this route.

Aircraft noise management Monitor, Calculate, Reduce

The latest traffic figures indicate that the number of passengers is becoming independent of the number of aircraft movements. This is good news for the residents living adjacent to the airport. The continuous noise level at both airport locations has remained more or less constant during the day and at night thanks to better use of capacity, the deployment of larger aircraft and quieter engines.

Continuous noise level at Schönefeld Airport

In 2013, 6,490 fewer aircraft were handled in Schönefeld than in the previous year. This led to a decline in the annual equivalent continuous noise

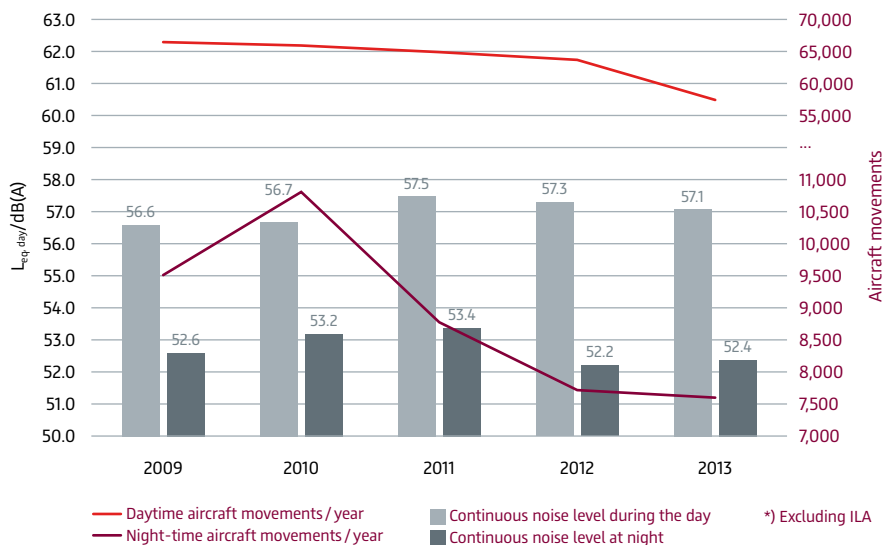
level during the day by 0.2 dB(A). The annual equivalent noise level during the night-time period rose slightly by 0.2 dB(A) while the aircraft movements at night stayed approximately the same. During the time from 2010 to 2013, the number of night-time aircraft movements declined from 10,819 to 7,622. The continuous noise level for the night-time period declined during the same time period from 53.2 to 52.4 dB(A).

Continuous noise level at Tegel Airport

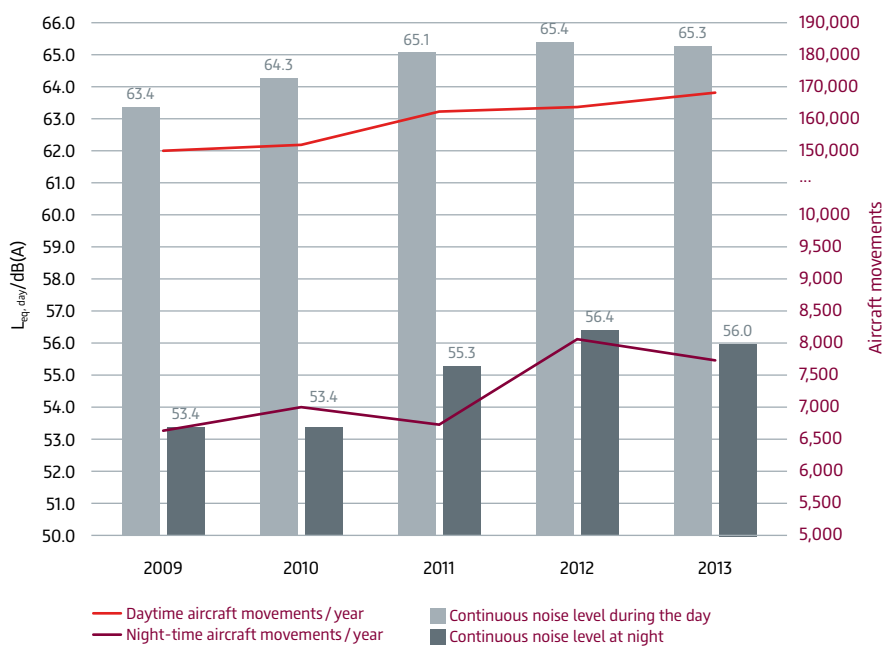
The mean equivalent continuous noise level at the measurement points in the surroundings of Tegel Airport

← Picture page 36 / 37: The electronic wind measurement device measures wind direction and strength and forwards the information to the German Meteorological Service at the airport – the information is the basis for the decision regarding the direction in which aircraft must take off or land.

Continuous Noise Level Schönefeld*



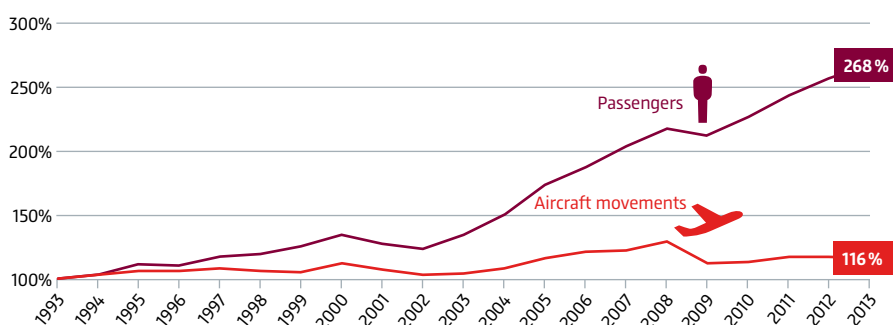
Continuous Noise Level Tegel*



*) In 2012 and 2013, the measurement points 44 (Lüdenschneider Weg) and 46 (Teichstrasse) were shut down for technical reasons. The data from these two measurement points are not included in the above presentation of the total time period to ensure the comparability with the figures from the years between 2009 and 2012.

remained at approximately the same level in comparison with the previous year despite an increase in traffic of about 2%. The number of night-time aircraft movements declined by 4.2% in comparison with 2012. The continuous noise level fell by 0.4 dB(A).

Increasingly Efficient: Berlin's Air Traffic





Girl on the Visitors Terrace at Schönefeld Airport during Aviation Day 2013.

Effective noise management is one of the key challenges for the Airport Company.

Quieter Aircraft

The number of especially loud aircraft has declined significantly in the past five years. The number of aircraft movements in Noise Class 4 at Schönefeld Airport since 2009 has been cut almost in half, and it has declined to less than one-fourth of the initial value at Tegel Airport.

During the same period, the number of aircraft movements involving aircraft in the quieter Noise Class 3 has risen significantly at Tegel Airport. Undoubtedly half of the development at Tegel Airport is due to the replacement of louder aircraft (Noise Class 4) with more modern engines (Noise Class 3) while the other half of the rise in Noise Class 3 is a consequence

of the general rise in traffic figures.

The number of aircraft movements in Noise Class 3 at Schönefeld Airport has declined since 2010 because of the decline in traffic figures.




Aircraft noise is characterised by the alternation of quiet phases and “noise events” which vary with respect to duration, intensity and frequency. The so-called continuous noise level is calculated as a means of presenting the general exposure. The six months with the highest traffic volume are used to calculate the annual equivalent continuous noise level.

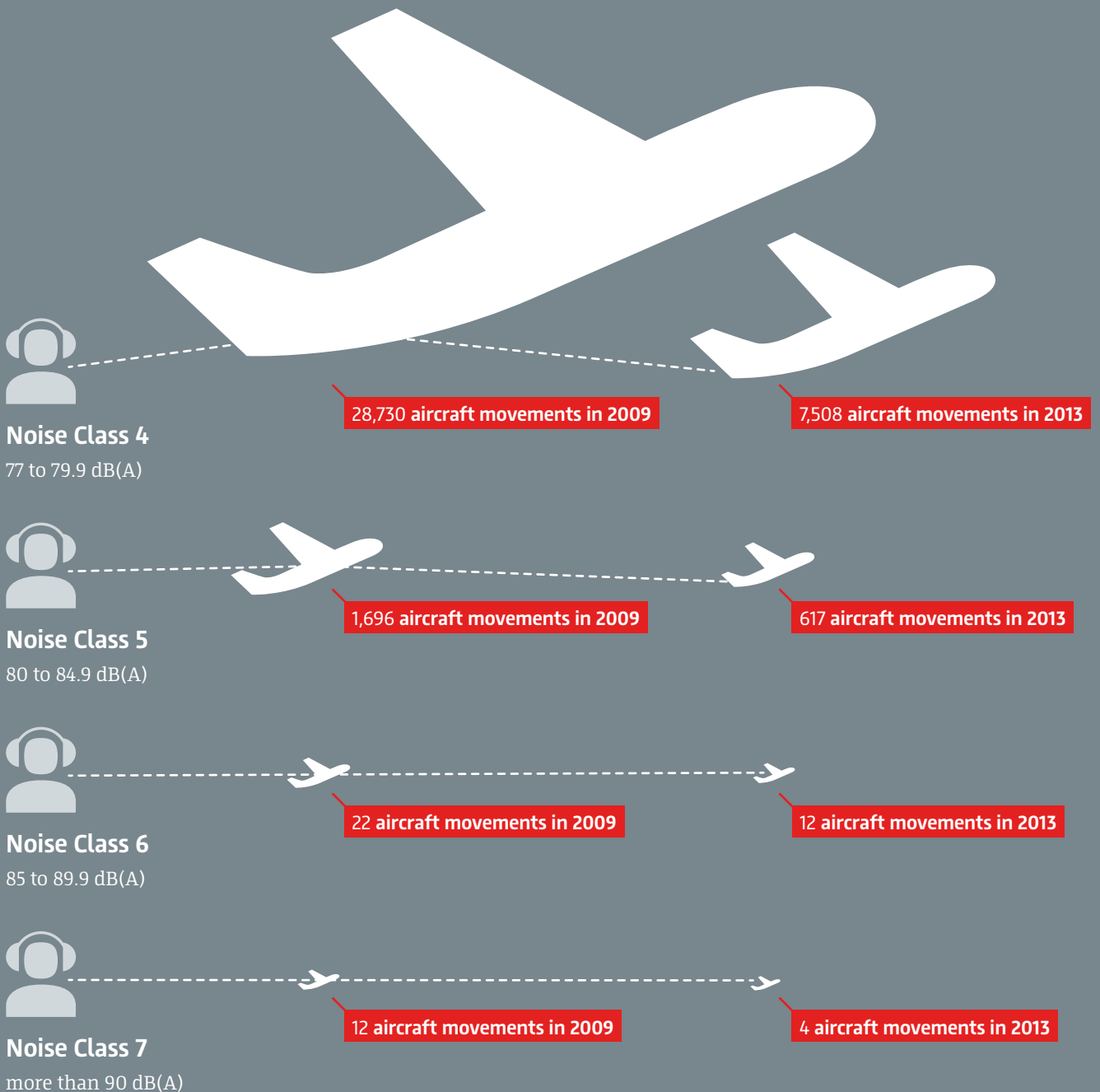
An analysis of the development of the annual equivalent continuous noise level between 2009 and 2013

reveals that the improvements from the deployment of quieter aircraft are in part cancelled out by the increase in aircraft movements so that the continuous noise level has remained approximately the same in recent years. Nevertheless, the conclusion of the analysis of aircraft movements according to noise class for the period from 2009 to 2013 is positive because the number of aircraft movements with loud engines in Noise Classes 4 to 7 has been significantly reduced. This means that especially high maximum levels have in total declined substantially.

Aircraft Movements by Noise Classes

Number of Loud Aircraft Declining

Noise Class	Aircraft movements	
	2009	2013
 Noise Class 1 up to 70.9 dB(A)	18,753	11,377
 Noise Class 2 71 to 73.9 dB(A)	22,330	16,618
 Noise Class 3 74 to 76.9 dB(A)	160,233	203,935





Aircraft noise is measured regularly and documented precisely.

Gather Information Transparent Information

The Airport Company has installed a total of 18 stationary measurement points in the surroundings of Tegel and Schoenefeld Airports and operates two measurement vehicles (per 31/12/2013). The measurement results are published monthly on the internet and compiled in an annual report.

Stationary measurement points

The locations of the stationary measurement points are determined in consultation with the Aircraft Noise Commission, which includes representatives from the neighbouring communities. Measurement points must always be placed along the approach and departure routes and in communities affected by aircraft noise. During the selection of the locations, other sources of noise such as main traffic arteries or railway lines are avoided because they lead to a distortion of the results. The mea-

surement data are retrieved from the measurement points once a day and attributed to the aircraft movements on the basis of the radar data from the Deutsche Flugsicherung. This form of aircraft noise monitoring enables the Airport Company to provide information about noise emissions of every aircraft movement and to document the development of the aircraft noise situation reliably and continuously. The data are used in particular for the calculation of the take-off and landing fees, which are related to noise, and for handling complaints. The new Muggelheim measurement point (19) began operation in 2013.

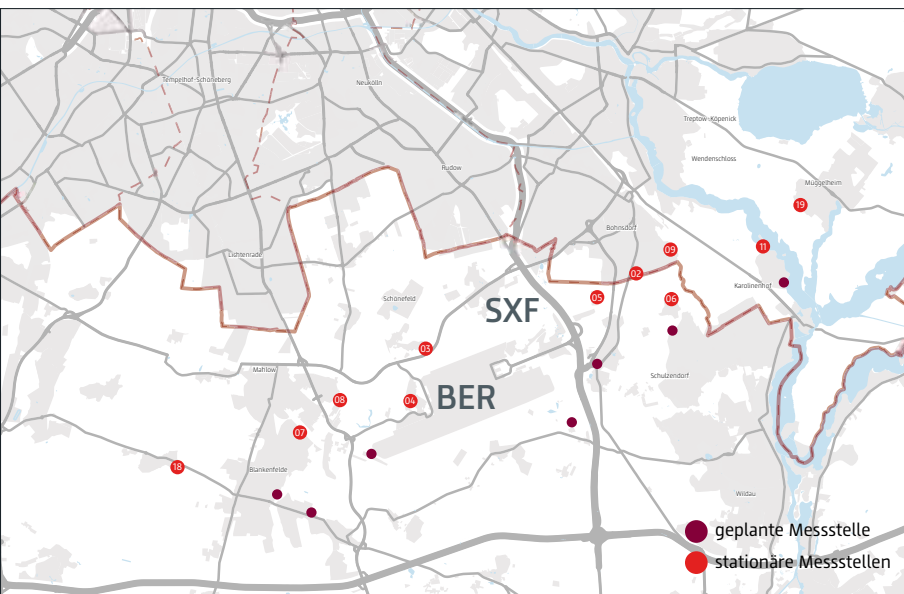
Mobile measurements

The Airport Company additionally carries out mobile measurements; as a rule, the aircraft noise events are recorded over a period of one month. The equipment meets the requirements for stationary measure-

ment points with respect to the noise measurement technology. The mobile measurement vehicles are deployed at the request of the Aircraft Noise Commission, the communities or at the suggestion of affected persons. By repeatedly taking measurements at the same locations, the Company documents changes in aircraft noise impact over a longer period of time. Multiple measurements by the mobile measurement points also serve to document changes during the determination of flight patterns. In 2013, eleven so-called zero measurements were conducted for this purpose. Because of the continued operation of Tegel Airport and an increase in the number of complaints of aircraft noise, five mobile measurements were conducted in the environs of Tegel Airport in 2013.

Aircraft movements live

The current aircraft movements for Schönefeld and Tegel can be retrieved



Stationary measurement points around Schönefeld Airport



The mobile measurement points record the aircraft noise events at changing locations for about one month.

with a delay of only a few minutes with the aid of the information tool Travis. Anyone interested in the information can determine with only a few mouse clicks what type of aircraft and what airline are involved, the departure or the destination, the flight altitude, the speed, and the approach or climbing angle. Users can place a house at any spot on the map and display the altitude at which an aircraft flies over the house or what the lateral distance of the house from the

approach or departure line is. The data from the aircraft noise measurement points are also displayed. Additional data can be retrieved by clicking on the measurement point.

Operating direction forecast

The Airport Company maintains a Neighbourhood Portal displaying a forecast of the direction in which the aircraft will presumably be taking off.

The time period for the forecast can be changed by using a slide control. The forecast is highly reliable for the next two days, much like a weather forecast. This information is helpful for residents living near the airport who are located to the north or south of the approach and departure routes rather than directly under them. As a rule, landings in these areas are perceived to be significantly quieter than take-offs. The Airport Company implemented this service at the suggestion of citizens.

You will find more information on the Airport Company's Neighbourhood Portal at

<http://nachbarn.berlin-airport.de>



Air Quality Monitoring Everything at Acceptable Levels

In 2011, the Airport Company initiated an air quality and environment examination programme with BER in mind for the purpose of examining long term the air quality and the environmental impact of air traffic.

Air quality measurement point

The pollutants typically produced by traffic – carbon monoxide, nitrogen oxide, ozone and fine particulate matter – resulting from flight operations, vehicular traffic and background pollution are continuously measured at the air quality measurement point “Schönefeld Airport” located at the eastern end of the future North Runway at BER. These emission measurements are analysed on the basis of threshold values set forth in the 39th Federal Emission Control Act (BIm-

SchV). This work is being conducted under the supervision of the State Agency for the Environment, Health and Consumer Protection of Brandenburg (LUGV). The results are updated daily on the Airport Company’s internet site. Benzene, benzo(a)pyrene (the lead substance of PAHs), hydrocarbons and soot are collected over longer periods and examined by the State Laboratory Berlin-Brandenburg. The carbon monoxide, nitrogen oxide, ozone and fine particulate matter concentrations at Schönefeld Airport in 2013 were comparable with the suburban monthly mean values determined at the air quality measurement points of the LUGV in Blankenfelde-Mahlow and Königs Wusterhausen. The threshold values and trigger levels set forth in the 39th BImSchV were not exceeded for any

of the measured pollutants at Schönefeld Airport in 2013.

Biomonitoring

Biomonitoring focuses on the actual impact of emissions on the living environment in the environs of the airport. The biomonitoring procedure will help to answer the question whether – and if so, to what extent – grass as animal feed or kale as food is exposed to pollutants and the degree to which air traffic is responsible. In summer 2013, standardized grass cultures were set out in the examination area for this purpose. The cultures were placed in immediate proximity to Schönefeld Airport, in and around settlements and in agricultural areas, harvested after four weeks and analysed in the laboratory. Two measurement points were set up at a





The threshold values for pollutants were not exceeded a single time in 2013.

sufficient distance from the airport, settlements and streets so that the general pollution levels in the region could be measured (background pollution). The results of the analyses can be evaluated indirectly by comparing them with other recent German examinations and on the basis of evaluation and test values for foods. Biomonitoring is also an aid for determining the risk potential for human beings.

The biomonitoring in 2013, just as in the previous years, demonstrated that Schönefeld Airport does not have any relevant impact (emission effects) on

raising pollutant levels in the region. The examinations are conducted by an independent environmental institute.

Bee monitoring

Bee monitoring provides answers to the question whether the operation of an airport has an adverse effect on the quality of the honey produced in the region. As part of the bee monitoring since 2011, pollen, wax and honey from the environs of the future Berlin Brandenburg Airport have been

analysed for pollutant residues which can find their way into the food chain through the air and environment. Products from three bee hive locations have been examined for this purpose: one location on the operational premises of Schönefeld Airport, one location south of the airport which will be directly below flight patterns when BER Airport opens and one hive in Schorfheide from which the bees collect nectar in a landscape which is largely unaffected by road and air traffic or settlements. Monitoring has begun even before the operational startup of BER so that any possible changes in the residue content can be documented. It will consequently be continued after the operational startup of BER.

The results of the residue analysis show that airport operations do not have any impact on the quality of honey as a food product from the airport region. Honey, pollen and wax are not contaminated by the examined air pollutants. The reports on the biomonitoring and bee monitoring have been made available in their unabridged form on the Neighbourhood Portal of the Airport Company.



About Us



Corporate Structure

The Airport Company Has Been Reorganised

Senior Management Flughafen Berlin Brandenburg GmbH



Christian Reimann – Head of Human Relations, Elmar Kleinert – Head of Operations, Heike Fölster – Chief Financial Officer, Hartmut Mehdorn – CEO, Dr Till Bunse – Head of Marketing and Sales (left to right)

← Picture page 46/47: Several divisions of the Airport Company have moved into offices in the BBAC on Willy-Brandt-Platz.

The complete structure of the Airport Company was thoroughly reorganised in spring 2013. Four business fields and staff offices replaced the many different departments which had previously reported to senior management. Guided by the CEO, an executive team with clear lines of responsibility has been established to manage the Airport Company strategically and op-

erationally. As part of the process, the organisational units of the company were reclassified and there were in part new assignments of duties and responsibilities. As part of the new corporate structure, project structures and processes for planning, completion and testing / operational startup of BER were revised from the ground up in line with the action plan SPRINT.

Flughafen Berlin Brandenburg GmbH

Company Organisational Chart



Last revised: 04/03/2014

86 % of all companies in Germany say
that a location in close proximity to the
airport is decisive!

(Source: BDL.aero)



Fresh-baked products: the food services at the airport cover all of the passengers' needs.



Safety is the top priority in air traffic: maintenance at Germania.

Airports as Job Engines

Location a Decisive Factor

Even in this age of the internet and email, the fast transport of people and goods to destinations all around the world is a decisive location factor in the competition among regions. As a consequence of the increasing intermeshing of global economies and the growing numbers of business travellers, the significance of high-quality service in the form of access to flight connections is rising. The availability

of highly specialised workers, fast reachability, personal communication and academic and creative interchange are decisive advantages for the capital city region in the competition for innovation. Berlin will also be strengthened as a site for congresses and trade fairs.

Schönefeld and Tegel Airports and, in the future, Berlin Brandenburg Airport offer access to destinations all



Ready to receive the passengers in the aircraft: crew members at Germanwings.

around the world. The effects of rising passenger numbers and additional purchasing power secure tens of thousands of jobs in the entire region, not only at the airports themselves. According to the Airport Company's Workplace Survey 2012 (per 01/01/2012), 19,384 employees work at Schönefeld and Tegel Airports. A conservative estimate of the additional employment effect indicates that, as a

minimum, there is an equal number of so-called indirect employees. The communities immediately adjacent to BER have profited especially from the growth in jobs in recent years (source: Institute for Labour Market Research IAB 2010).



Employees from the Airport Company's Operations division on assignment for the VIP service.

Human Resources Attractive Employer

In 2013, the Airport Company employed a workforce of 1,667 (per 31/12/2013); 1,179 employees worked at Schönefeld (including FEW) and 488 at Tegel. In addition, there were 70 vocational trainees and students in dual study programmes.

A major focus of the vocational training was on commercial and technical-trade professions such as aviation merchants, commercial clerks, information systems technicians and me-

chatronics technicians. The dual study programme at the Berlin School of Economics and Law supported by the Company relates to the fields business administration / industry, business administration / real estate management, business administration / facility management and information systems / computer science. In 2013, 20 vocational trainees and students in dual study programmes successfully completed their educational courses.

All of the graduates with a minimum performance level of "Good" were offered further employment, and three of them received contracts with an indefinite term.

Hirings

The Berlin airports were able to maintain their position as highly attractive employers on the market in 2013 as well, reflected for instance in



The Airport Fire Brigade works on a 3-shift system assuring round-the-clock protection.



A follow-me worker at Schönefeld Airport.

the approximately 2,700 applications received for 189 announced positions vacant. Most of the new hirings were for positions in the division Operations where the workforce had to be increased because of the continuation of flight operations at Schönefeld and Tegel Airports.

HR development

There were 392 advanced training programmes conducted for a total of 2,132 participants. Executives, whether newly hired or promoted within the firm, have been given special training

especially in the conduct of employee interviews and in the prevention of addiction and corruption. In the future, new executives will receive additional support from the programme "FKE Netzwerk" in the form of practical training building blocks and a sharing platform. At the end of the year, a follow-up event was held for the participants in the programme Take Off II, which fosters the development of young, talented people.

At this time, an internal support programme called "Women in Management" is being created on the initiative of CFO Heike Fölster. The first

stage was the conduct of workshops during which women executives in the company were asked about their wishes and needs for support and encouragement. Currently, a sponsorship concept is being introduced in the Operations division; its objective is to provide systematic orientation for new employees and vocational trainees and to support them during integration into their new teams. The sponsors, current employees, function as "practical trainers" to help their new colleagues to learn the ropes of the most important work processes and information.

Workforce Headcount (per 31/12 of each year)

Location	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013
SXF	624	680	720	750	794	862	918	958	1001	1,055	1,178
TXL	617	559	539	537	527	587	548	510	435	359	488
THF* / FEW	291/0	258/0	242/0	223/0	173/0	38/0	1/0	0/0	0/0	0/0	0/1
Total	1,532	1,497	1,501	1,510	1,494	1,487	1,467	1,468	1,436	1,414	1,667

(active employees, employees on gardening leave, employees in work phase of partial retirement, employees on gardening leave during work phase of partial retirement, former vocational trainees, marginal employees, students, interns, unpaid trainees, temporary help)

* Data 2008: FMT GmbH; data 2009: FMIT i.L.



Service employees at Tegel Airport – always ready to lend an ear to passengers.

How Can We Help You? How to Reach Us

“What terminal does my flight depart from? What is the fastest rail connection from the airport into the city? Where can I book a tour of the airport?” Our employees are asked these and many other questions every day. Whether on the phone, by email, on a social network or personally at the passenger information counter – we try to answer all of your questions as quickly as possible.

→ Online

Our home page contains information for travellers and visitors, business customers and partners, information about Berlin Brandenburg Airport and additional data about the Airport Company.
www.berlin-airport.de

Airport information

The employees in our call centre will help you with information about arrivals and departures and getting to and from the airport or will connect you to the right person to answer your questions – around the clock, seven days a week.

Phone 030 | 6091-1150

(local rate applies; higher rates may be charged for calls from mobile phones)

Blog and Facebook

The Airport Company is also active on the social web. Go to the Airport Blog to find interesting news, important information and fascinating trivia about the two legacy airports and BER. Our Facebook page reports on all the latest happenings, enters into a dialogue with our fans and of course organises contests. Recent as well as historical photos of the airports are especially popular among users. We are delighted about every fan, commentary, and "Like".

<http://blog.berlin-airport.de>

www.facebook.com/berlinairport

Information for media representatives

You will find all of the press releases, basic information, photos, videos and order forms for the latest publications on our internet site. Your contact to the Press Office:

Flughafen Berlin Brandenburg GmbH
Press Office

Phone 030 | 6091-70100

Fax: 030 | 6091-70070

Service on Twitter

Queries about Berlin-Tegel Airport and Berlin-Schönefeld Airport can also be submitted via Twitter. The airports can be reached around the clock at @berlinairport, and all service questions in German and English are answered quickly. Simultaneously, the Airport Company actively publishes information via Twitter and on Facebook in case of restrictions on air travel because of strikes, terminal lockdown or other events.

www.twitter.com/berlinairport

The airport experience

Berlin Brandenburg Airport offers visitors various means of gathering information so that they can form their own independent opinions. The view from the information tower overlooks the entire airport complex. During an airport tour, visitors are taken around BER on a coach; at certain points (which change monthly) they can also leave the coach for a closer look. The best place to get a breath of airport air is on our Visitors Terraces in Schönefeld and Tegel. Moreover, we offer various tours for children at Schönefeld Airport.

Information and booking

Monday to Friday by calling

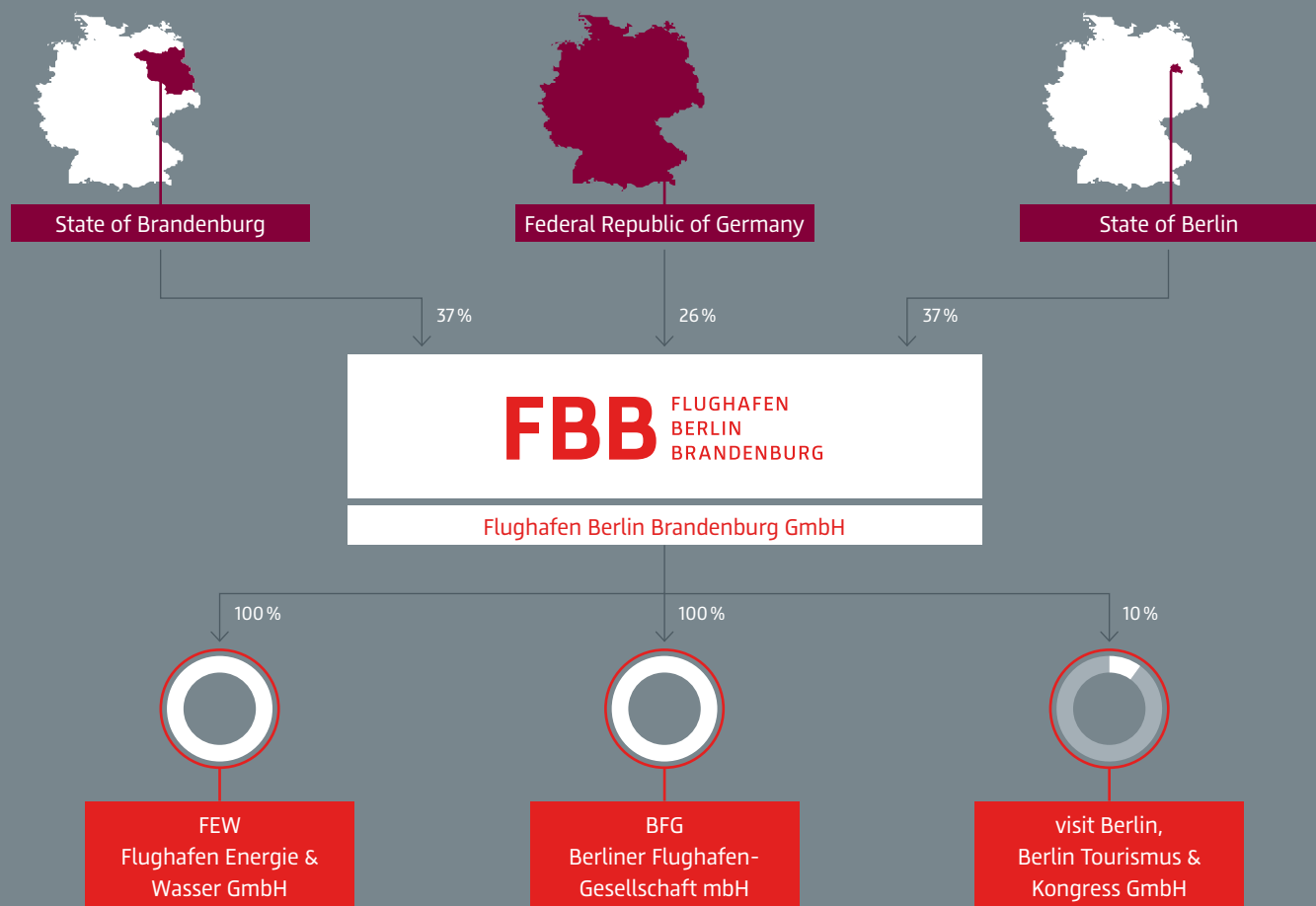
030 | 6091-77770 or by visiting our

internet site and going to the section "Travellers > The excitement of airports".



The airport tours for children at SXF include a visit to the fire brigade.

Shareholder Structure



Operations Structure





Passengers can take regional trains or intracity trains (S-Bahn) from the railway station directly below the terminal for fast access to Berlin or the surrounding areas.

Our Figures





Flughafen Berlin Brandenburg GmbH, Schönefeld

Consolidated Balance Sheet per 31 December 2013

Assets		31/12/2013 €	31/12/2012 €
A.	Fixed assets		
I.	Intangible assets		
1.	Purchased concessions, industrial property and similar rights and assets, and licences in such rights and assets	21,703,347.25	7,097,742.15
2.	Payments on account	429,332.66	3,941,981.41
		22,132,679.91	11,039,723.56
II.	Tangible assets		
1.	Land and buildings, including buildings on third-party land	1,178,022,308.58	1,037,511,508.48
2.	Technical equipment, plant and machinery	399,332,335.80	411,871,044.94
3.	Other equipment, fixtures, fittings and equipment	40,832,906.77	40,799,920.84
4.	Payments on account and assets in process of construction	1,834,928,106.38	1,669,715,865.76
		3,453,115,657.53	3,159,898,340.02
III.	Financial assets		
1.	Participations	51,200.00	93,500.00
B.	Current assets		
I.	Inventories		
1.	Raw materials and supplies	1,762,284.01	1,689,911.29
2.	Uninvoiced sales revenues	0.00	25,360,750.91
		1,762,284.01	27,050,662.20
II.	Receivables and other assets		
1.	Trade accounts receivable	52,747,497.99	44,458,555.53
2.	Amounts owed by undertakings in which the company has a participating interest	0.00	1,817,491.07
3.	Other assets	77,296,976.91	64,146,854.49
		130,044,474.90	110,422,901.09
III.	Cash on hand, cash in banks	61,902,942.57	56,711,090.08
C.	Prepaid expenses	18,337,020.22	16,548,793.42
		3,687,346,259.14	3,381,765,010.37

Shareholders' Equity and Liabilities		31/12/2013 €	31/12/2012 €
A.	Shareholders' equity		
I.	Subscribed capital	11,000,000.00	11,000,000.00
II.	Capital reserves	1,271,678,358.41	972,578,358.41
III.	Earnings reserves	0.00	2,335,861.17
IV.	Accumulated deficit	-420,991,859.17	-224,009,209.39
V.	Deferred items for shares of the other shareholders	-1,178,592.62	0.00
		860,507,906.62	761,905,010.19
B.	Special account for investment grants	101,924,572.86	105,143,740.24
C.	Provisions		
1.	Provisions for pensions	5,446,213.00	5,448,977.00
2.	Tax provisions	1,909,800.00	918,500.00
3.	Other provisions	141,562,389.68	115,960,998.97
		148,918,402.68	122,328,475.97
D.	Liabilities		
1.	Liabilities due to banks	2,459,023,716.36	2,228,159,718.73
2.	Payments received on account	538,655.46	24,772,737.82
3.	Trade accounts payable	21,808,393.10	23,541,756.56
4.	Amounts owed to undertakings in which the company has a participating interest	0.00	7,111,552.74
5.	Other liabilities	37,120,373.65	28,598,020.28
		2,518,491,138.57	2,312,183,786.13
E.	Deferred income	57,504,238.41	80,203,997.84
		3,687,346,259.14	3,381,765,010.37

← Picture page 58 / 59: View of the passenger bridges at the Main Pier and South Pier from the south

Flughafen Berlin Brandenburg GmbH, Schönefeld

Consolidated Income Statement for the Fiscal Year

from 1 January to 31 December 2013

		2013 €	2012 €
1.	Sales revenues	306,636,840.52	269,592,567.91
2.	Change in inventories	-25,360,750.91	7,141,184.51
3.	Other own work capitalized	15,424,368.54	12,467,248.22
4.	Other operating income	17,084,540.62	15,905,853.61
		313,784,998.77	305,106,854.25
5.	Cost of materials		
	a) Costs of raw materials and supplies and of purchased merchandise	8,478,434.42	7,470,197.29
	b) Cost of purchased services	63,086,020.01	67,284,575.99
		71,564,454.43	74,754,773.28
6.	Personnel expenses		
	a) Wages and salaries	82,607,691.19	70,801,182.12
	b) Social security, pension and other benefits (of which relating to pensions €7,579,118.89; 2012: €4,711,683.85)	21,887,574.67	17,983,556.44
		104,495,265.86	88,784,738.56
7.	Write-offs and depreciation		
	a) On intangible and tangible assets	90,616,349.00	80,891,208.23
	b) On current assets	0.00	4,771,455.39
		90,616,349.00	85,662,663.62
8.	Other operating expenses	109,597,960.27	133,157,893.29
9.	Income from loans	0.00	829.73
10.	Other interest receivables and similar income (thereof from discounting: €215,392.85; 2012: €109,841.00)	5,704,955.37	3,137,291.35
11.	Interest payable and other similar charges (thereof from discounting: €2,172,873.46; 2012: €2,370,181.67)	120,269,940.01	106,637,197.99
12.	Loss from ordinary business operations	-177,054,015.43	-180,752,291.41
13.	Taxes on income	33,558.18	-589,736.24
14.	Other taxes	-4,697,381.63	-3,842,859.85
15.	Consolidated loss for the year	-181,717,838.88	-185,184,887.50
16.	Annual results attributable to other shareholders	-48,754.82	0.00
17.	Consolidated loss for the year	-181,669,084.06	-185,184,887.50
18.	Accumulated deficit carried forward from previous year	-224,009,209.39	-38,824,321.89
19.	Withdrawal from earnings reserves	2,335,861.17	0.00
20.	Offset of differences from initial consolidation	-17,649,426.89	0.00
21.	Accumulated deficit	-420,991,859.17	-224,009,209.39

Flughafen Berlin Brandenburg GmbH, Schönefeld

Consolidated Capital Flow Statement

for Fiscal Year 2013

	2013 €k	2012 €k
Loss of the period	-181,718	-185,185
Depreciation on fixed assets	90,616	80,891
Increase in provisions	26,590	30,839
Reversal of special items for investment grants	-3,102	-3,098
Profit (-)/loss (+) from disposal of fixed assets	-4	168
Other operating expenses	0	4,772
Decrease in inventories, trade accounts receivables and other assets	10,235	5,598
Decrease in trade accounts payable and other liabilities	-17,643	-17,922
Cash flow from current business activities	-75,026	-83,937
Payments from disposals of fixed assets	5,522	1,788
Reimbursement of real property transfer tax	0	5,009
Payments for investments in tangible assets	-220,042	-613,494
Payments for investments in intangible assets	-13,046	-4,070
Cash flow from investment activities	-227,566	-610,767
Payments from shareholders' contributions to equity	299,100	0
Payments from the taking out of financing loans	0	690,000
Payments for repayment of financing loans	-5,328	0
Payments from investment grants	14,006	17,591
Cash flow from financing activities	307,778	707,591
Change in operating cash	5,186	12,887
Change in cash from changes in group of consolidated companies	6	0
Cash at beginning of period	56,711	43,824
Cash at end of period	61,903	56,711

Flughafen Berlin Brandenburg GmbH, Schönefeld

Consolidated Analysis of Equity Development

for the Period from 1 January to 31 December 2013

	Parent company				
	01/01/2013 €	Profit / loss for the year €	Non-operating transfers €	Change Consolidated companies €	Transfers €
Subscribed capital	11,000,000.00	0.00	0.00	0.00	0.00
(Previous year)	11,000,000.00	0.00	0.00	0.00	0.00
Capital reserves	972,578,358.41	0.00	0.00	0.00	299,100,000.00
(Previous year)	967,568,966.41	0.00	5,009,392.00	0.00	0.00
Earnings reserves	2,335,861.17	0.00	0.00	-2,335,861.17	0.00
(Previous year)	2,335,861.17	0.00	0.00	0.00	0.00
Accumulated deficit	-224,009,209.39	-181,669,084.06	0.00	-15,313,565.72	0.00
(Previous year)	-38,824,321.89	-185,184,887.50	0.00	0.00	0.00
Consolidated equity	761,905,010.19	-181,669,084.06	0.00	-17,649,426.89	299,100,000.00
(Previous year)	942,080,505.69	-185,184,887.50	5,009,392.00	0.00	0.00

31/12/2013 €	Minority shareholders				Group €
	01/01/2013 €	Change Companies included in the consolidation €	Net result for the year €	31/12/2013 €	
11,000,000.00	0.00	0.00	0.00	0.00	11,000,000.00
11,000,000.00	0.00	0.00	0.00	0.00	11,000,000.00
1,271,678,358.41	0.00	0.00	0.00	0.00	1,271,678,358.41
972,578,358.41	0.00	0.00	0.00	0.00	972,578,358.41
0.00	0.00	0.00	0.00	0.00	0.00
2,335,861.17	0.00	0.00	0.00	0.00	2,335,861.17
-420,991,859.17	0.00	-1,129,837.80	-48,754.82	-1,178,592.62	-422,170,451.79
-224,009,209.39	0.00	0.00	0.00	0.00	-224,009,209.39
861,686,499.24	0.00	-1,129,837.80	-48,754.82	-1,178,592.62	860,507,906.62
761,905,010.19	0.00	0.00	0.00	0.00	761,905,010.19

Flughafen Berlin Brandenburg GmbH, Schönefeld

Consolidated Notes for Fiscal Year 2013

General remarks

These consolidated annual accounts have been prepared in accordance with Sections 290 et seqq. HGB [German Commercial Code].

The consolidated income statement was prepared in accordance with the cost summary method.

Companies included in the consolidation

The consolidated annual accounts are prepared by Flughafen Berlin Brandenburg GmbH (FBB).

The companies included in the consolidation (besides the parent FBB) are shown below:

	Share of equity
Berliner Flughafen-Gesellschaft mbH, Berlin (BFG)	100 %
Flughafen Energie & Wasser GmbH, Berlin (FEW)	100 %
Dalandi Grundstücksverwaltungsgesellschaft mbH & Co. Objekt PNA KG, Wiesbaden	94 %
Dalandi Grundstücksverwaltungsgesellschaft mbH & Co. Objekt PNB KG, Wiesbaden	94 %
Dalandi Grundstücksverwaltungsgesellschaft mbH & Co. Objekt PSA KG, Wiesbaden	94 %
Dalandi Grundstücksverwaltungsgesellschaft mbH & Co. Objekt TNP KG, Wiesbaden	94 %
Dalandi Grundstücksverwaltungsgesellschaft mbH & Co. Objekt MWC KG, Wiesbaden	94 %
Dalandi Grundstücksverwaltungsgesellschaft mbH & Co. Objekt BVD 1 KG, Wiesbaden	94 %
Dalandi Grundstücksverwaltungsgesellschaft mbH & Co. Objekt BVD 2 KG, Wiesbaden	94 %
Dalandi Grundstücksverwaltungsgesellschaft mbH & Co. Objekt BVD 3 KG, Wiesbaden	94 %
Dalandi Grundstücksverwaltungsgesellschaft mbH & Co. Objekt SD KG, Wiesbaden	94 %

FBB is the sole limited partner of the nine limited partnerships. It holds 94 % of the capital contribution of a limited partnership (€4,700.00 capital contribution) and 10 % of the voting rights in each partnership. Upon the conclusion of the construction work and the subsequent leasing of the buildings to FBB, the Dalandi Grundstücksverwaltungsgesellschaften GmbH & Co. Objekt limited partnerships are to be classified as special-purpose entities within the sense of Section

290 (2) no. 4 HGB because FBB will bear the majority of the opportunities and risks as provided by the terms of the contracts. The result is that the nine companies were included in the consolidation for the first time per 1 January 2013. FMT Facility Management Tempelhof GmbH i.L, Berlin, which was included in the consolidation in the previous year, was deleted from the Commercial Register during the fiscal year.

The initial consolidation of the nine special-purpose entities per 1 January 2013 had the following impact on the Group's assets and liabilities:

Initial Consolidation		
	€k	%
Fixed assets	167,314	88.8
Current assets	21,027	12.2
Total assets	188,341	100.0
Shareholders' equity	-18,779	-10.0
Liabilities due to banks	236,191	125.4
Other liabilities	-29,071	-15.4
Total capital	188,341	100.0

Accounting and evaluation methods

The annual accounts of the companies included in the consolidated annual accounts of FBB were prepared in accordance with uniform accounting and evaluation methods which were not changed from the previous year.

The intangible fixed assets were measured at acquisition costs less reductions in acquisition costs, taking into account any depreciation (straight-line method).

Intangible assets are depreciated over the ordinary useful life of 1 year to a maximum of 10 years.

The tangible fixed assets are measured at acquisition or manufacturing costs less reductions in acquisition costs and, if they are limited-life assets, reduced by scheduled depreciation (straight-line method). Proportionate overhead costs as well as the direct costs are included in the own work capitalised taken into account for the manufacturing costs.

The tangible fixed assets are depreciated according to the presumed useful life. Depreciation on additions is always taken pro rata temporis. Low-value assets with a value of up to €150.00 are written off in full in the year of their addition. A collective item which is written off over a period of five years is created every year for fixed assets with acquisition costs per asset ranging between €150.01

and €1,000.00. The disposal of these assets is shown in the fixed assets movement at the end of the five-year utilisation period.

The following periods of useful life (in years) have been applied to tangible assets:

Buildings	10 – 50
Technical equipment, plant and machinery	10 – 25
Other equipment, fixtures, fittings and equipment	4 – 15

In accordance with the planning stipulation decision, Tegel Airport will be closed when the new Berlin Brandenburg Airport opens. The leaseholds concluded between the Company and the State of Berlin or the federal government provide for compensation based on fair value if and when the buildings and equipment can continue to be used for state or federal purposes. Since there are at this time no concrete concepts for a later utilisation of the equipment and furnishings shown in the balance sheet, the useful life periods have been adjusted to the expected opening date of BER.

The end of the useful life for Tegel has been set for 31 December 2015.

New construction of significant infrastructure elements of the airport is linked to the operational startup of Berlin Brandenburg Airport on the Schönefeld site. The end of the useful life for some of the facilities in the area of the terminal Schönefeld North has been set for 31 December 2015 because later use of the buildings and equipment in this area is not planned. The useful life periods of equipment which will be used in the future by the diplomatic service and flight service of Germany have not been changed.

Stock rights and bonds in the **financial assets** were measured at the lower of acquisition costs or the attributable value.

Stocks of **raw materials and supplies** in the **inventories** were measured at the lower of average acquisition costs or replacement costs on the balance sheet date. All discernible risks related to raw materials and supplies have been taken into account by reasonable devaluations.

Except for the retention of title clauses usual in business, the inventories are free of any third-party rights.

In the previous year, construction services performed for third-party investments to be carried out in relation to BER measures were essentially disclosed as **uninvoiced services**. The manufacturing costs include proportionate overhead costs as well as the direct costs. The principle of measurement without unrealised losses was observed.

Receivables and other assets are measured at nominal value. All of the items entailing risks have been given due consideration by the creation of reasonable valuation allowances. The general credit risk is covered by lump-sum deductions. Long-term receivables are measured at cash value.

The plots of land for Business Park Berlin designated for sale and disclosed under **Other assets** are measured at the lower attributable value oriented to the fair value for land which is expected to be developed in the near future. This value was determined on the assumption of future development and exploitation as a commercial area.

Cash is disclosed at the nominal amount in the balance sheet.

Prepaid expenses include expenditures for expenses after the closing date. A payment originally in the amount of €14.0m was made in 2009 to the lender within the framework of the loan agreements for the financing of BER. This payment is offset against future interest savings. The Company has deferred this amount as expenses similar to interest so that the expenses are distributed over the term of the loans.

Capital subscribed, capital reserves and earnings reserves are shown at nominal value.

Investment grants and investment subsidies for fixed assets are shown as special accounts on the liabilities side. They are reversed over the course of the write-offs. The reversal amounts are shown under Other operating income.

All discernible risks have been taken into account for the creation of **provisions**. **Provisions for pensions** and similar obligations are measured at the cash values for current pensions, calculated in accordance with actuarial principles at the interest rate of 4.90 % (previous year: 5.07 %) determined by the Deutsche Bundesbank for equivalent terms. In this case, the option provided by Section 253 (2) second sentence HGB was exercised and the market interest rate for a remaining term of 15 years was applied as a flat rate. A pension trend of 2.0 % (unchanged) was assumed. The projected unit credit method (PUC method) was utilised as the measurement procedure, and the calculations are based on the probability data of the reference tables 2005 G of Klaus Heubeck.

The **tax provisions and the other provisions** cover all of the contingent liabilities and obligations. They have been created in the performance amount dictated by reasonable commercial judgement. If the remaining term is more than one year, they are discounted at an interest rate determined by the Deutsche Bundesbank for the pertinent term. The long-term provisions are measured in accordance with the net method, i.e. provisions are discounted and recorded at cash value. Changes from interest expenditures do not result until subsequent years within the context of the accrued interest.

The provisions for partial retirement regulations include commitments from outstanding wage payments based on the collective bargaining agreement regulating partial retirement as well as obligations to pay additional increases of benefits which will presumably arise pursuant to the collective bargaining agreement in force from 1 January 2010. Provisions for partial retirement were measured on the basis of an actuarial assessment pursuant to Section 253 (1) and (2) HGB. The discounting of the provisions to cash value is calculated by applying an interest rate of 4.90 % (previous year 5.07 %). A salary trend of 1.5 % was

assumed (unchanged) for the measurement of the partial retirement provisions.

Liabilities are shown at the payment amounts.

Deferred income contains income representing earnings for a certain period after the closing date.

Deferred taxes

There was no measurement of a reimbursement from deferred taxes in conformity with Section 274 (1) HGB. A deferred payment is disclosed as a balance. No deferred taxes from consolidation measures pursuant to Section 306 HGB resulted.

Consolidation principles

Capital was consolidated according to the basis method. The book value of the shareholdings in the consolidated companies disclosed in the FBB balance sheet is offset against the equity disclosed in the balance sheets of these subsidiaries at the point in time of the initial consolidation. The capital consolidation of BFG results in a difference on the liability side in the amount of €21.2m (previous year €21.2m) which is allocated to the capital reserves. The initial capital consolidation of the Dalandi Objekt companies per 1 January 2013 results in a difference on the assets side of €17.6m from the annual deficits accrued since the founding of the companies. The difference was offset against the existing earnings reserves (€2.3m) through application of the de facto option existing at the point in time of the initial consolidation. The remaining amount of €15.3m was offset against the accumulated deficit carried forward.

Shares of other shareholders were measured in the amount of the arithmetic share of shareholders' equity of the consolidated companies.

Receivables and liabilities among the consolidated companies are offset against each other. Sales revenues and other income were offset against the corresponding expenditures.

The closing date for all of the companies included in the consolidation is the same as that of the parent company. All of the annual accounts included in the consolidation were prepared in euros.

Explanatory Comments on the Consolidated Balance Sheet

Fixed assets

The movement of individual items of the fixed assets, including write-offs taken in the fiscal year, is shown in the fixed assets movement.

	31/12/2013 €k	31/12/2012 €k
Intangible assets	22,133	11,040
Tangible assets	3,453,116	3,159,898
thereof land and buildings	1,178,022	1,037,512
thereof payments on account and assets in process of construction	1,834,928	1,669,716
Financial assets	51	94
Total	3,475,300	3,171,032

Work in progress

FBB is performing construction services related to construction facilities for BER on behalf of third parties. The capitalised costs of manufacture in the previous year (€25,361k) contained essentially construction services performed for the underground fuelling carried out on behalf of THBG BBI GmbH and invoiced in fiscal year 2013.

Receivables and other assets

All of the receivables and other assets have a remaining term of less than one year.

	31/12/2013 €k	31/12/2012 €k
Trade accounts receivable	52,747	44,459
thereof short-term receivables	52,747	35,002
thereof long-term receivables	0	9,457
Amounts owed by undertakings in which the company has a participating interest	0	1,817
thereof short-term receivables	0	0
thereof long-term receivables (term > 1 year)	0	1,817
Other assets	77,297	64,147
Total	130,044	110,423

Amounts owed by undertakings in which the company has a participating interest represented in the previous year claims from the on-charging of construction services regarding Dalandi Objekt companies.

The Other assets comprise primarily the land of the Business Park Berlin (€28,691k, previous year €28,616k).

Subscribed capital

The share capital amounts to €11,000k, as in the previous year.

Capital reserves

The capital reserves of €729.1m contain among other elements the financing contributions from the shareholders for BER. In the fiscal year, €299.1m was allocated to the capital surplus.

Earnings reserves

The earnings reserves contained earnings from the first-time discounting of provisions in 2010 in the amount of €2,336k pursuant to the first-time application of the BilMoG [German Accounting Law Modification Act] in accordance with Art. 67 (1) EGHGB [Introductory Act to the German Commercial Code]. The earnings reserves were offset in fiscal year 2013 against the proportionate difference from the initial consolidation of the Dalandi Objekt companies.

Accumulated deficit

The consolidated accumulated deficit in the fiscal year amounts to €181,718k (previous year deficit of €185,185k). After inclusion of the annual results attributable to other shareholders (€-49k) and offsetting of the proportionate difference from the initial consolidation of the Dalandi Objekt companies (€-17,650 less offset with earnings reserves, i.e. €-15,314k), there is (including the consolidated accumulated deficit carried forward from the previous year of €224,009k) a consolidated accumulated deficit of €420,992k.

The amount of €0k is available from the earned equity of the parent company for disbursement to the shareholders.

Investment subsidies and investment grants

Investment grants and investment subsidies for fixed assets (€101,925k, previous year €105,144k) are shown as special accounts on the liabilities side. They are reversed over the course of the write-offs.

Tax provisions

Tax provisions include contingent land tax liabilities for the sites Schönefeld and Tegel (€1,082k, previous year €919k) and provisions for electric power tax.

Other provisions

Other major provisions have been created

- for the services which must still be performed for the railway connection to BER (€4,120k, previous year €4,793k);
- for partial retirement (€16,433k, previous year €20,345k);
- for unpaid invoices (€9,516k, previous year €7,289k);
- for the personnel concept TransFair BBI (€14,283k, previous year €12,054k);
- for risk provisioning as a consequence of the postponement of operational startup of BER (€25,702k; previous year €30,002k);
- for contingent loss provisions for underground fuelling (€7,112k, previous year €7,200).

Liabilities

Details of the remaining terms are shown in the liabilities movement.

Liabilities movement in €k

Type of liability	Remaining term			Total	
	Up to 1 year	1 to 5 years	More than 5 years	31/12/2013	31/12/2012
1. Liabilities due to banks (Previous year)	21,921 (3,287)	217,815 (142,190)	2,219,288 (2,082,683)	2,459,024	2,228,160
2. Liabilities from payments received on account (Previous year)	539 (24,773)	0 (0)	0 (0)	539	24,773
3. Trade accounts payable (Previous year)	21,808 (23,542)	0 (0)	0 (0)	21,808	23,542
4. Amounts owed to undertakings in which the company has a participating interest (Previous year)	0 (7,112)	0 (0)	0 (0)	0	7,112
5. Other liabilities (Previous year) thereof for taxes: (2,808; previous year 1,805)	37,120 (28,598)	0 (0)	0 (0)	37,120	28,598
Total (Previous year)	81,388 (87,312)	217,815 (142,190)	2,219,288 (2,082,683)	2,518,491	2,312,185

The liabilities due to banks result from the utilisation of the credit lines for the BER long-term financing, of which €2,228,342k is guaranteed by guarantees given by shareholders and €230,682k by mortgages.

Deferred income

The major components of the deferred income are payments received on account for ground rent and grants for investments in buildings or investments for the development of land areas and grants for servicing and maintenance obligations. Payments received on account are discounted to the cash value as agreed in the leases and reversed over the duration of the leases. The subsidies are included as operational earnings on the basis of the useful life of the pertinent assets.

Deferred taxes

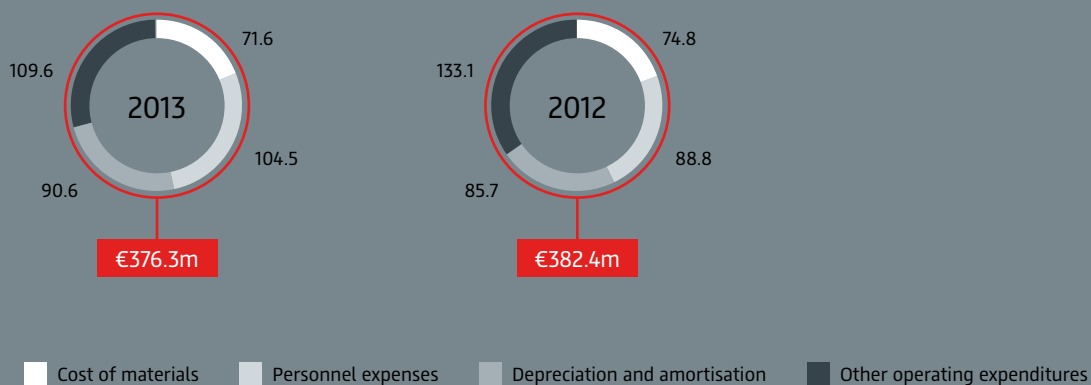
Deferred taxes are a consequence of deviations in value measurements of assets, liabilities and deferred expenses and income caused by differences in commercial and tax laws. In the annual accounts per 31 December 2013, the deferred tax liabilities of €221k, which essentially result from differing measurements of tangible assets and other provisions, are offset against deferred tax reimbursements of €10,195k. The option provided under Section 274 (1) second sentence HGB was exercised so that the balance has not been capitalised.

The deferred tax reimbursements are primarily a consequence of the differing valuations of tangible and financial assets, inventories, pension provisions and other provisions. Deferred tax reimbursements arising from the application of

Number of Employees



Expenses in €m



tax laws related to accumulated deficits brought forward have not been measured because they cannot be offset within the next five years according to the corporate planning. The deferred taxes are based on a tax rate of 25.1%. No deferred taxes resulted from consolidation measures.

Contingent liabilities

In connection with the sale of GGB, BFG agreed to a limited guarantee catalogue usual on the market which includes standard guarantees and risks, especially pension provisions, the effectiveness of the retroactive effect of the collective agreement for safeguarding jobs of the GGB and the correctness of disclosed information. A balanced tax exemption obligation, limited to 31 December 2007, was given. The amount of the liability is limited to €2,053k. There are no discernible reasons to expect any claims pursuant to the liability obligation because no claims have been asserted against BFG in the past.

FBB has received letters of claim from service providers, tenants, airlines and other companies requesting damages / regress payments as a consequence of the postponement of the operational startup of Berlin Brandenburg Airport originally set for 3 June 2012. One airline has filed an action for declaratory judgment against FBB. The majority of the letters have initially done no more than assert the grounds for the claims; very few of the letters include concrete figures or they contain at most estimates. The action filed by the airline contains only a provisional value of the action as well. As a consequence, it is not possible at this time to make any definitive statements regarding the total amount of the claims asserted by the various claimants. FBB assumes that a part of the claims will be clarified in the course of litigation because there are new or legally complex issues, especially in those cases where there is no contractual relationship, which will require clarification, possibly involving a series of appeals. One major aspect of these actions will be the clarification of the circumstances establishing liability (culpability of FBB). Clarification of this issue by the courts will presumably take five to seven years.

Discernible risks have been given due consideration in the annual accounts by the creation of provisions. The possibility of additional risks cannot be completely excluded, but it is not possible at this time to determine their value with any degree of certainty.

Off-balance-sheet transactions

There are Other financial obligations in the amount of €247,853k. These obligations break down into concluded or awarded contracts as shown below:

No.	Other financial liabilities	31/12/2013 €k	31/12/2012 €k
1.	Order commitment from awarded investment/ consulting contracts	219,924	340,099
2.	Payment obligations pursuant to the leasing agreements with Dalandi Objekt KGs	0	227,564
3.	Payment obligations from leases and leasing agreements	16,415	16,147
4.	Payment obligations equalisation levy for sealing in accordance with the planning stipulation decision	9,422	9,422
5.	Payment obligations pursuant to construction permit agreements / compensation payments	2,092	3,393
Total		247,853	596,625

The awarded **investment / consulting contracts (No. 1)** for 2013 are related mainly to measures for BER, including terminal (€176,117k), underground work (€16,946k), third-party investments (€6,148k) and technical infrastructure (€26,408k).

The **payment obligations from leasing agreements (Number 2)** were related in the previous year to the Dalandi Objekt companies and have been consolidated in 2013 as a consequence of the inclusion in the consolidated annual accounts. The **obligations pursuant to the leases and leasing agreements (No. 3)** end in the period between 2013 and 2027 and are related primarily to hereditary tenancy, office blocks, IT equipment, motor vehicles and office furniture.

Moreover, there is an obligation pursuant to the (supplementary) planning stipulation decision to initiate noise protection measures and / or make compensation payments. These obligations amount to as much as €444m.

Invoices for actions subject to capitalisation which had been received at FBB by the balance sheet date, but which are still under review, amount to €162m. The amount which would actually be reasonable for the claims submitted by the contractors with respect to these invoices has not been finally clarified.

As of the balance sheet date, construction services which had been performed, but not yet billed, amounted to about €55m.

FEW has concluded a natural gas supply agreement in which it assumed the obligation to accept and pay in every billing year a minimum of 60 % of the total annual quantity which had been ordered. Pursuant to the energy supply contracting agreement with E.ON edis, rent and a fee for management of the combined heat and power unit built on the airport premises must be paid for the right of use. There are financial obligations in the amount of €3,241k p.a. pursuant to this agreement.

Derivative financial instruments

The interest for the long-term borrowing represents a major component of the payment obligations of FBB.

The Company therefore secured its position in the event of an increase in interest rates and the resulting rise in financing costs by concluding interest swaps in December 2006. Each of these agreements has been concluded to hedge future cash flows. The secured risk is the change in value of the interest payments for the long-term borrowing resulting from changes in the 3-month Euribor interest rates. The objective of the interest hedge transactions is to establish a fixed rate for a part of the series of expected interest payments (3-month Euribor).

During the period until 2013, about 70 % of the total borrowing needs according to current liquidity planning and business plan is to serve as the underlying transaction for the security. In the period from 2014 to 2026, up to 50 % of the total borrowing needs in each case according to the business plan is to be secured. Risks from payment flow fluctuations in the amounts shown above are therefore excluded for future interest payments on these underlying transactions.

The derivative financial instruments are cases of pending transactions. That is why they are not disclosed in the balance sheet per 31 December 2013. The interest swaps and the loans to finance the construction of the BER create a hedge in accordance with HGB. They are disclosed in the balance sheet in accordance with the net hedge presentation method. Changes in the value of the interest swaps are accordingly not disclosed in the balance sheet if they are balanced out by value changes in the underlying transaction. The creation of a provision for contingent loss would be required if there is a possibility of unrealised loss. The attributable fair values per 31 December 2013 amount to a nominal value of €1.1bn and a market value of €-210.2m. The market value of the swaps was determined with the aid of the discounted cash flow valuation. The future interest payments were discounted by the interest structure curve of 31 December 2013. The cash value of these payments represents the value of the swaps. The five swaps are amortising swaps.

The prospective effectiveness of the hedging relationship was calculated on the basis of a regression analysis. In this scenario analysis, interest rates are shifted parallel in a range from -2% to +2%. Full effectiveness is to be assumed on the basis of the critical term match method.

Section 285, no. 23a HGB requires disclosure in the notes of the amount of risk secured by the hedges. Owing to the creation of the hedge, the swaps have a negative market value of €-210.2m which is not to be taken into consideration.

Explanatory comments on the consolidated income statement

Sales revenues	2013		2012	
	€k	%	€k	%
Aviation	192,302	62.7	184,307	68.4
Non-Aviation	47,243	15.4	45,225	16.8
Real Estate	33,410	10.9	28,891	10.7
Sales revenues construction services	25,864	8.4	3,335	1.2
Sales revenues services	2,959	1.0	2,858	1.1
Miscellaneous	4,859	1.6	4,977	1.8
Total	306,637	100.0	269,593	100.0

Expenditures and earnings related to other periods

Earnings related to other periods in the amount of €15,030k (previous year €5,364) were received in the reporting period. They essentially comprise income from the reversal of provisions (€7,567k; previous year €4,386k) and income from interest payments from successful litigation (€4,085).

Expenses related to other periods in the amount of €37,069k (previous year €5,280k) include primarily allocations to provisions for other litigation from previous years (€22,400k) and back tax payments for previous years (€1,679k; previous year €2,004k).

Interest from interest accrual and discounting of provisions

Expenditures related to interest accruals on provisions and liabilities of €2,173k (previous year €2,370k) were incurred in the reporting period. Income from the discounting of provisions in the amount of €215k (previous year €110k) has been disclosed in the reporting period.

Miscellaneous Information**Related persons**

Existing business relationships with related persons were agreed subject to terms and conditions usual on the market. Institutions which perform official duties at the airports and other public institutions are charged rents at cost as prescribed by law.

Explanatory comments on the consolidated cash flow statement

The capital flow statement was prepared in accordance with the principles of DRS 2. Cash and liquid funds are equivalent.

Total interest payments amounted to €58,889k (previous year: €50,547k). The balance of paid and reimbursed taxes on income in the fiscal year amounted to €34k (reimbursement) in contrast to €590k (payment) in the previous year.

Auditor's fees

These fees cover the services of all of the companies and break down as shown below:

	2013 €k	2012 €k
Auditing services	100	100
Tax consultancy services	92	2
Other services	32	8
Total	224	110

Customer plant pursuant to Section 3, no. 24a EnWG**[German Energy Management Act]**

Sections 6 et seqq. EnWG impose a deconcentration obligation on utility companies. In a legal assessment commissioned in 2011 and updated in 2012, it was determined that the FEW electric power generation facilities at the sites Schönefeld Airport (legacy airport) and Tegel Airport are customer plants within the sense of Section 3, no. 24a EnWG.

The classification of the FEW electric power generation facilities as customer plants means that FEW is not subject to the regulatory regulations for network operators pursuant to the EnWG.

Supervisory Board

Klaus Wowereit – Vice Chairperson until 13 December 2013;

Governing Mayor of Berlin; Chairperson since 13 December 2013

Frank Henkel – Senator; Senate Department of the Interior and Sports

Dr Margaretha Sudhof – State Secretary; Senate Department of Finances

Michael Zehden – Managing Director; A-Z Hotelmanagement und Beratungs GmbH & Co. KG

Rainer Bretschneider – from 29 August 2013; State Secretary; Vice Chairperson since 13 December 2013; State Chancellery of the State of Brandenburg

Matthias Platzeck – Chairperson until 16 August 2013; State Premier; State Government of Brandenburg

Ralf Christoffers – Minister; State Ministry for Economics and European Affairs of the State of Brandenburg

Dr Helmuth Markov – Minister; Ministry of Finances of the State of Brandenburg

Günther Troppmann – until 13 February 2013; CEO of the Deutsche Kreditbank AG

Dr Wolfgang Krüger – from 21 May 2013; Chief Executive IHK Cottbus

Rainer Bomba – State Secretary; Federal Ministry for Transport, Building and Urban Development

Werner Gatzert – State Secretary; Federal Ministry for Finances

Holger Rössler – Trade Union Secretary of ver.di; Vereinte Dienstleistungsgewerkschaft Berlin District

Franziska Hammermeister – Employee of Berliner Flughafen-Gesellschaft mbH; Tegel Airport

Claudia Heinrich – Chairperson of the Works Council at Flughafen Berlin-Brandenburg GmbH; Schönefeld Airport

Peter Lindner – Chairperson of the Works Council at Berliner Flughafen-Gesellschaft mbH; Tegel Airport

Sven Munsonius – Employee of Berliner Flughafen-Gesellschaft mbH; Tegel Airport

Total Compensation Paid to the Supervisory Board

The reimbursements for attendance fees paid to the Supervisory Board members amounted to €33.7k (previous year €26.5k).

Management

Dr Hartmut Mehdorn from 11 March 2013 – CEO

Heike Fölster from 21 May 2013 – CFO

Dr Rainer Schwarz until 16 January 2013 – CEO

Horst Amann until 31 October 2013 – Chief Operations Officer

Total Compensation Paid to Management

€k	Basic compensation	Contingency compensation	Pensions	Miscellaneous compensation	Total
Hartmut Mehdorn	484	0	5	12	501
Heike Fölster	141	0	7	6	154
Dr Rainer Schwarz	15	0	10	1	26
Horst Amann	267	0	8	13	288
Total	907	0	30	32	969

Total compensation to former members of management

Pension payments made to former members of management amounted to €492k (previous year €478k). Provisions for pensions to former members of management and their survivors have been created in full and amount to €5,352k (previous year €5,348k) per 31 December 2013.

Total compensation paid in the fiscal year to a former member of management amounted to €260k. In addition, a provision was created to cover risk for outstanding salaries in the amount of €1,697k.

Employees

Average number of employees during the fiscal year:

	2013	2012
Employees (white-collar)	1,482	1,347
Vocational trainees	65	61
Total	1,547	1,408

Schönefeld, 28 April 2014

Dr Hartmut Mehdorn Heike Fölster

Flughafen Berlin Brandenburg GmbH, Schönefeld

Analysis of Consolidated Fixed Assets Movement

for Fiscal Year 2013

FBB Group		Acquisition and manufacturing costs				
	01/01/2013 €	Change owing to initial consolidation €	Additions €	Disposals €	Transfers €	31/12/2013 €
I. Intangible assets						
1. Purchased concessions, industrial property and similar rights and assets, and licences in such rights and assets	26,503,308.83	0.00	12,953,623.48	119,404.50	4,408,898.30	43,746,426.11
2. Payments on account	3,941,981.41	0.00	92,110.50	70,600.00	-3,534,159.25	429,332.66
	30,445,290.24	0.00	13,045,733.98	190,004.50	874,739.05	44,175,758.77
II. Tangible assets						
1. Land and buildings, including buildings on third-party land	1,575,619,269.91	167,357,263.18	20,540,496.75	10,349,307.09	6,907,590.43	1,760,075,313.18
2. Technical equipment, plant and machinery	613,140,829.76	0.00	5,606,342.87	42,257.99	11,895,599.45	630,600,514.09
3. Other equipment, fixtures, fittings and equipment	123,166,611.94	0.00	8,008,587.76	585,923.50	730,263.42	131,319,539.62
4. Payments on account and assets in process of construction	1,675,824,343.12	0.00	185,886,683.39	266,250.42	-20,408,192.35	1,841,036,583.74
	3,987,751,054.73	167,357,263.18	220,042,110.77	11,243,739.00	-874,739.05	4,363,031,950.63
III. Financial assets						
1. Participations	93,500.00	-42,300.00	0.00	0.00	0.00	51,200.00
	4,018,289,844.97	167,314,963.18	233,087,844.75	11,433,743.50	0.00	4,407,258,909.40

	Accumulated depreciation					Book values	
	01/01/2013 €	Additions €	Disposals €	Transfers €	31/12/2013 €	31/12/2013 €	31/12/2012 €
	19,405,566.68	2,385,033.22	119,404.50	371,883.46	22,043,078.86	21,703,347.25	7,097,742.15
	0.00	0.00	0.00	0.00	0.00	429,332.66	3,941,981.41
	19,405,566.68	2,385,033.22	119,404.50	371,883.46	22,043,078.86	22,132,679.91	11,039,723.56
	538,107,761.43	49,550,647.35	5,172,176.44	-433,227.74	582,053,004.60	1,178,022,308.58	1,037,511,508.48
	201,269,784.82	29,804,459.30	42,257.99	236,192.16	231,268,178.29	399,332,335.80	411,871,044.94
	82,366,691.10	8,876,209.13	581,419.50	-174,847.88	90,486,632.85	40,832,906.77	40,799,920.84
	6,108,477.36	0.00	0.00	0.00	6,108,477.36	1,834,928,106.38	1,669,715,865.76
	827,852,714.71	88,231,315.78	5,795,853.93	-371,883.46	909,916,293.10	3,453,115,657.53	3,159,898,340.02
	0.00	0.00	0.00	0.00	0.00	51,200.00	93,500.00
	847,258,281.39	90,616,349.00	5,915,258.43	0.00	931,959,371.96	3,475,299,537.44	3,171,031,563.58

Flughafen Berlin Brandenburg GmbH, Schönefeld

Analysis of Consolidated Fixed Assets Movement

for Fiscal Year 2013

thereof BER		Acquisition and manufacturing costs				
	01/01/2013 €	Change owing to initial consolidation €	Additions €	Disposals €	Transfers €	31/12/2013 €
I. Intangible assets						
1. Purchased concessions, industrial property and similar rights and assets, and licences in such rights and assets	7,978,431.51	0.00	12,013,783.95	0.00	4,391,310.80	24,383,526.26
2. Payments on account	620,806.30	0.00	51,529.50	0.00	-283,584.14	388,751.66
	8,599,237.81	0.00	12,065,313.45	0.00	4,107,726.66	24,772,277.92
II. Tangible assets						
1. Land and buildings, including buildings on third-party land	954,517,641.28	167,357,263.18	18,324,861.05	10,189,425.46	6,041,258.05	1,136,051,598.10
2. Technical equipment, plant and machinery	453,388,214.63	0.00	5,029,658.02	42,257.99	11,643,037.83	470,018,652.49
3. Other equipment, fixtures, fittings and equipment	39,685,157.93	0.00	1,724,038.46	29,911.58	730,263.42	42,109,548.23
4. Payments on account and assets in process of construction	1,675,482,092.24	0.00	185,708,357.91	241,158.81	-20,285,015.81	1,840,664,275.53
	3,123,073,106.08	167,357,263.18	210,786,915.44	10,502,753.84	-1,870,456.51	3,488,844,074.35
	3,131,672,343.89	167,357,263.18	222,852,228.89	10,502,753.84	2,237,270.15	3,513,616,352.27

	Accumulated depreciation					Book values	
	01/01/2013 €	Additions €	Disposals €	Transfers €	31/12/2013 €	31/12/2013 €	31/12/2012 €
	2,270,767.51	1,946,439.29	0.00	371,883.46	4,589,090.26	19,794,436.00	5,707,664.00
	0.00	0.00	0.00	0.00	0.00	388,751.66	620,806.30
	2,270,767.51	1,946,439.29	0.00	371,883.46	4,589,090.26	20,183,187.66	6,328,470.30
	64,112,115.68	41,664,312.05	5,104,028.12	-433,227.74	100,239,171.87	1,035,812,426.23	890,405,525.60
	46,917,741.76	28,505,225.18	17,476.32	236,192.16	75,641,682.78	394,376,969.71	406,470,472.87
	5,786,560.06	5,887,849.63	29,911.58	-174,847.88	11,469,650.23	30,639,898.00	33,898,597.87
	6,016,249.82	0.00	0.00	0.00	6,016,249.82	1,834,648,025.71	1,669,465,842.42
	122,832,667.32	76,057,386.86	5,151,416.02	-371,883.46	193,366,754.70	3,295,477,319.65	3,000,240,438.76
	125,103,434.83	78,003,826.15	5,151,416.02	0.00	197,955,844.96	3,315,660,507.31	3,006,568,909.06

Flughafen Berlin Brandenburg GmbH, Schönefeld

Consolidated Management Report

for the Fiscal Year from 1 January to 31 December 2013



The year 2013 was a year of radical change for the Airport Company. After the planned operational startup of Berlin Brandenburg Airport in 2012 was postponed, work immediately began in 2012 to assess the current status and to reorganise the BER project. Based on the findings from the assessment of the status, especially the results from the tests of the fire protection system started in Q4 2012, it was decided at the beginning of January 2013 to postpone the operational startup of BER scheduled for 27 October 2013. The Supervisory Board decided during its meeting in the middle of January 2013 that it would not set a new date for operational startup, but would instead wait until all of the assessments had been concluded and the complete planning documents for the construction projects which are still in progress were finished.

Following the decision to postpone the opening of Berlin Brandenburg Airport indefinitely, the shareholders and Supervisory Board decided to reorganise the entire company. In March 2013, Dr Hartmut Mehdorn was appointed CEO of the Airport Company. The new CEO implemented a new management structure and launched the action plan SPRINT. The objective of SPRINT is to concentrate all of the Company's activities on the opening and to start up operation of Berlin Brandenburg Airport as safely and quickly as possible. Until that time, the air traffic in the capital city region must continue to be handled at Schönefeld and Tegel Airports. This prompted the Airport Company to create an upgrading programme for both locations in 2013 so that the infrastructure, which was showing its age, could be updated to a modern standard during the period until the BER opening. Thanks to the efforts of everyone involved, it was possible to set a new record of 26 million passengers in 2013.

A Restructuring of the Company

Dr Hartmut Mehdorn has been CEO since March 2013. Heike Fölster has been CFO since May 2013. Horst Amann was Chief Operations Officer until October 2013. Members of management include the heads of the business fields Operations, Marketing and Sales and staff members. Additionally, several administrative departments and the action plan SPRINT all report directly to the CEO.

B The Construction of Berlin Brandenburg Airport

B.1 Overview of the BER project

It is not possible to say at this time when Berlin Brandenburg Airport will be opened. The action plan SPRINT was launched to focus the activities of the entire Company on the opening. The Project Management Office (PMO) began working within the framework of SPRINT on a campus in the BER Airport terminal on 1 May 2013. All of the tasks related to the operational startup of BER, from the construction work which remains to be done to approvals, trial operation and to the opening of the airport itself are bundled in this programme. The most important principle is a step-by-step approach with the objective of breaking down the work which must be completed into manageable packages so that the complexity of the task can be mastered. The critical point for the completion of construction continues to be the fire protection. Solutions have been developed in the action plan SPRINT for this and other issues; they have in part been realised.

B.2 SPRINT

Once the SPRINT project was launched, construction work for the completion of the capital city airport began to move forward again. The new cargo centre was opened on 3 July 2013. A concept for the solution of the smoke removal issue in the passenger terminal was drafted in consultation with technicians, experts and companies – work on its realisation has been going on since the end of the year. The redundant sprinkler control centre for the North Pier is under construction. In addition, the first sections of the renovation work on the North Pier have been completed.

There is no ambiguity about the objective of SPRINT for 2014: finish construction. But the upgrading of the complex facility technology at BER is not an easy task – in no small measure owing to the high safety and security standards. The completion of the construction is first being “practised” on model areas; planners, the companies doing the work and the SPRINT modules are acquiring valuable experience here. SPRINT plans to complete virtually all of the construction in the passenger terminal during 2014. This will bring BER another important step closer to operational startup.

B.3 Current status of the partial projects

Status assessment

The assessment of the status at BER is one of the pillars for the next stages of the construction process and was concluded per 31 July 2013. The status assessment is an aid to the determination of the necessary planning packages of the construction activities and is immediately incorporated into the active construction work. Simultaneously, the assessment provides support for coordination with the Building Authority.

Rebuilding of fire protection system

After months of work, the Working Group Smoke Removal in the action programme SPRINT submitted a concept in November 2013 showing how the smoke removal control system decisive for the fire protection should be rebuilt so that it would function properly and meet the requirements for approval. The concept has been developed in consultation with the company assessors and the supervisory assessors and submitted to the approval authority, the Building Authority of Dahme-Spreewald District. The concept includes two key concepts: the subdivision of the largest smoke removal system into three parts and the installation of a so-called “higher-level safety-related programmable logic controller”. The two rebuilding measures make the smoke removal systems at BER less complex and more easily manageable.

On 15 October 2013, Flughafen Berlin Brandenburg GmbH and Siemens signed a contract for the rebuilding of the smoke removal control system as the first step toward the realisation of the concept. The contract expanded the scope of the previous work package being done by Siemens at BER. In future, Siemens control technology will control the fresh air flow in the event of fire as well as the mechanical smoke removal systems (e.g. smoke removal channels, fans and valves). The rebuilding of the system became necessary because it was demonstrated during practical trials (so-called hot gas smoke tests) that parts of the fire protection system could not be realised. Owing to the modifications in the system, cables to fresh air valves, smoke protection curtains and windows had to be relaid in the terminal. The expanded smoke removal control will be reprogrammed once installation has been completed and tested jointly by experts from BER and experts for fire protection systems before it can begin operating. The functional Bosch fire alarm system installed in accordance with the previous fire protection concept will remain unmodified (with the exception of the control of the fresh air flow) during the required rebuilding work. Siemens cannot begin its work until the preparatory work on the technical building equipment and the cable boxes has been completed. As the second step toward the realisation of the concept, FBB has started the preparatory planning for construction modifications in specific smoke removal systems in the passenger terminal and the planning and coordination of the construction work to be done by Siemens and other companies. The FBB Supervisory Board released the funds required for this work during its meeting on 23 October 2013.

Overhaul of cable boxes

Another key element is the overhaul of the cable boxes. The correct control of the smoke removal system alone requires 92 kilometres of cable to be relaid. Other problems include the overcrowding of the boxes and the lack of separation between high-voltage current and other power lines.

Pilot areas

About 10,000 m² of area in the passenger terminal have been completed without any problems. Although these "pilot areas" make up only 4% of the total area, they serve as models for the structuring and methods used in carrying out the rest of the work. The realisation for all of the areas will follow successively.

Rebuilding of sprinkler system

Another critical fire protection element is the sprinkler system at BER Airport. Much like the smoke removal system, it had also grown along with the expansion of the airport building since the beginning of construction in 2006 from the original 220,000 m² to the final 340,000 m². The dependability and control of the

system suffered as a consequence. The logical solution: the sprinkler system has been divided into three parts (sprinkler systems Terminal / Main Pier, North Pier and South Pier), reducing complexity and making the systems more dependable and easier to control. At the same time, the double redundancy of the system required by the approval authorities is being installed. The construction permit for the newly designed sprinkler system in the North Pier was issued on 14 October 2013. The construction work began immediately and had been concluded by the end of January 2014. Planning for the new installation of the sprinkler system in the South Pier is in progress. The system installed in the Main Pier retains its full functional capability.

C Investments 2013

The total investment volume of €233.1m was €384.2m lower than the value of the previous year (€617.3m). The largest part by far of the investment activities were related to Berlin Brandenburg Airport:

- The partial project building construction of €142.8m, thereof €123.7m for the passenger terminal and €7.1m for the operation-specific buildings
- The partial project underground construction of €10.9m, thereof €2.9m for measures related to movement areas, including lighting and drainage systems; €2.7m for road construction
- The partial project technical infrastructure of €5.8m, thereof €3.2m for line grids (drinking water, sewage, rainwater drainage, heating and cooling systems etc.) and €2.6m for communications systems.
- The partial project third-party investments of €2.0m, primarily services for development
- General measures for all partial projects €37.4m
- The partial project planning of €4.5m, thereof €1.5m for planning of movement areas and €0.7m for landscaping
- The partial project noise protection BER of €11.3m

Investments at Schönefeld Airport totalled about €2.5m. The movement areas were repaved, Terminal B (used especially by easyJet) was modified to accommodate the airline's increased passenger numbers, a new main entrance was constructed and fire protection was modified.

D Organisation and Business Activities

Schönefeld and Tegel Airports provide the aviation infrastructure for the capital city region Berlin-Brandenburg. Once operation of Berlin Brandenburg Airport Willy Brandt commences, all air traffic will be concentrated on the capital city airport.

Shareholders of FBB are the State of Berlin (37% of the initial capital), the State of Brandenburg (37%) and the Federal Republic of Germany (26 %).

FBB was reorganised in 2013 and underwent an extensive restructuring process.

At the core of the restructuring was the creation of the business fields Operations, Finances, Human Resources and Marketing and Sales. All of the other divisions or departments at FBB are assigned to one of these business fields. The staff departments Communications / Press, Revision and Audit, Legal and Compliance and Central Planning and Strategy are exceptions and report directly to the CEO. All of the activities related to the construction and operational startup of BER have been brought together in a joint Project Management Office. Divisions such as construction planning and management, approvals and permits, noise protection and construction monitoring have been newly organised, structured and linked with the SPRINT programme. The newly created business fields were in part completely retailored with respect to responsibilities; the business field Operations in particular was the object of significant transformations in its major duties and responsibilities.

Good corporate governance is strongly emphasised at Berlin Brandenburg Airport. Corporate governance stands for transparent management and control of the company in awareness of responsibility and oriented to long-term value creation. The key standards are the rules and recommendations for action contained in the "Corporate Governance Code for the Participation of the State of Brandenburg in Companies Under Private Law". Management and Supervisory Board at FBB have prepared a corporate governance report which can be viewed on the internet. They declare in this report that the rules and regulations contained in the Code have been observed and will be observed in the future as well.



02

Business Report

A Development of Aviation Industry

German airports counted 201,813,523 passengers (arrivals and departures) in 2013. Growth of +0.7% (arrivals and departures) was lower than the rate in 2012 (+1.1%). Just as in the previous year, developments in the various market segments differed widely. Domestic air traffic posted a substantial decline in traffic of -3.6% while traffic within Europe posted +2.5% and was the primary factor for overall growth. Intercontinental traffic remained stable at +0.4%, but failed to meet expectations. Air cargo stagnated in the past year at +0.2% (arrivals and departures) and 4,325,717 tonnes. This figure for the development of air cargo was substantially below expectations and reflects the widespread uncertainty about economic developments on the European and global growth markets. (Source: ADV Monatsstatistik 12/2013)

The comparison of German airports with one another shows continued growth at the hubs while small airports are still shrinking. This reveals further concentration of air traffic on locations such as Frankfurt am Main, Munich, Berlin and Düsseldorf where passengers benefit from a broad range of service featuring numerous opportunities for connecting flights.

B Commercial Development in 2013

B.1 Aviation management / Traffic development

The year 2013 turned into another record year in traffic development for Flughafen Berlin Brandenburg GmbH. A total of 26,319,144 passengers were counted over the course of the year at Schönefeld and Tegel Airports, adding yet another million to the 25-million mark passed last year.

Passenger traffic increased by 4.2% over 2012, and air traffic in the Berlin-Brandenburg region posted better growth than the average of Germany's international airports for the eleventh year in succession (ADV average +0.7%). The

capital city region has established itself in recent years as Germany's third-largest airport location after Frankfurt am Main and Munich.

Viewed over the whole year, the flight schedules featured a total of 172 destinations in 47 countries offered by 69 airlines.

Traffic development in detail

Fiscal year 2013 was marked in particular by the continued expansion of the airberlin hub at Tegel and by the takeover of decentralized Lufthansa traffic by its group subsidiary Germanwings. airberlin has added a new long-haul route to its North American destinations and now flies to the commercial metropolis Chicago five times a week. In addition, airberlin has increased the frequency of flights to Miami to five times a week. airberlin also added new European destinations in Warsaw, Sofia, Bucharest and Madrid and integrated the service into its hub. The impact of the new flights was felt in a sharp increase of transfer numbers to 2,135,014 passengers (+49.7%). The return of a popular route was accomplished by Aegean Airlines with its flights to Athens.

easyJet displayed a strong commitment to Berlin at Schönefeld Airport. The airline added the destinations London-Southend, Edinburgh, Sofia and Salzburg to its schedules and reinforced its position as the third-largest airline.

Air Lituanica, which was only founded last year, also added a new destination and now flies the route between Vilnius and Berlin (Tegel). In addition, Iberia Express joined airberlin in becoming the successor to the former Iberia route to Madrid.

The Spanish airline Vueling, which was a new entry on the Berlin market last year, added its third route and now flies to Florence. The Spanish low-cost carrier has become established on the market in the face of competitors like airberlin and easyJet.

The most commonly flown route within Germany was the one to Frankfurt am Main. In 2013, 1.8 million passengers flew this route, while London (1.5 million passengers) took first place among destinations outside of Germany. New York

was the most common destination for long-haul passengers (230,000). Taken as a whole, these figures illustrate the concentration of air traffic on hub airports. There are transfer opportunities to destinations around the world at both Frankfurt am Main, Germany's largest airport and hub of the Star Alliance, and at London, the large oneworld hub and a connection point for airberlin, a member of oneworld.

The route to Düsseldorf took first place in the comparison of growth for flights within Germany (about 1.1 million passengers, +7.0%). The competition between airberlin and Lufthansa is the growth driver on this route. In Europe, Bucharest posted the greatest growth, a plus of 310.2%; about 103,000 passengers flew this route. Both Lufthansa (in 2012) and airberlin (last year) have added the destination to their routes. In the long-haul sector, Chicago jumped immediately from 0 to about 80,000 passengers, which reflects the potential of additional long-haul routes from Berlin.

In a comparison of markets, the strongest growth rates in Europe were posted (+7.8%). A total of about 17.2 million passengers flew on routes within Europe. Domestic traffic, on the other hand, declined further in 2013. A total of about 7.6 million passengers flew between Berlin and other cities in Germany (-3.7%). Intercontinental flights posted continued growth of about 7.6%. 1.5 million passengers flew to destinations outside of Europe.

Increased flight frequencies and addition of new routes had a significant impact on the established airberlin hub in Berlin. The number of transfers rose further, and about 8% of all passengers last year were transfers.

At first glance, however, the good overall development of passenger numbers was not reflected at both locations. Looking at the year as a whole, development at Schönefeld Airport was negative. Passenger numbers fell in comparison with the previous year by about 5.2% to 6.7 million, continuing the decline from the previous year. The primary reason for this was the relocation of Germanwings to Tegel last year. If Germanwings is taken out of the equation, Schönefeld posted growth of about 6% in comparison with 2012.

Tegel Airport continued its ongoing success story. The facility counted 19.6 million passengers at the location. In comparison with the previous year, 7.9% more passengers flew from and to Tegel. The limits to the airport's capacities have largely been reached so that growth was achieved above all by the use of larger aircraft models. There was little difference in the number of aircraft movements in 2013 (174,763) in comparison with the previous year (+2.1%).

The two locations together handled 240,031 movements a decline of 1.2% in comparison with 2012. Average use of capacity of the aircraft was 75.9% (+2.0%).

Traffic developments at the airports can be summed up as follows:

- More passengers from a slight increase in aircraft movements and fuller aircraft
- About 10 % growth in flown cargo in Berlin is substantially above the German and international average.

About 80,000 tonnes of air freight were transshipped through the cargo facilities of the Berlin airports, corresponding to growth of about 4 % over 2012. Of this figure, 40,700 tonnes of air cargo were transported by aircraft (+9.6 %), putting growth in freight in Berlin well above the ADV average of about 2 %. 5,500 tonnes of overnight airmail were flown to Stuttgart in fulfilment of orders from Deutsche Post World Net AG (+2 %). Moreover, about 17,000 tonnes from airlines and approximately 23,000 tonnes from forwarding agents were handled by lorry as air cargo and transported to the airlines' European hubs through the air cargo facilities in Berlin.

Cargo Center at BER opened

The belly cargo at Schönefeld has been handled by the Cargo Center at Berlin Brandenburg Airport since August 2013. UPS and FedEx flights are also being handled by the BER Cargo Center during the repair of the apron areas for the express services in SXF / North. Among the tenants moving into office space are Lufthansa Cargo, the freight general sales agents Air Logistics (including Qatar Airways) and ATC Aviation (including Etihad) and the cargo handler Wisag Cargo Service, plus DHL and Müller & Partner in the shipping agent section. Border Veterinary Service, plant health inspection and customs are also located here. The Cargo Center has a refrigeration centre for the handling of 70 to 120 Euro pallets in two temperature zones. It is operated by Air Cargo Center Berlin GmbH, a subsidiary of the investor Dietz AG. Following the relocation of air freight from TXL to BER, the Cargo Center can handle up to 100,000 tonnes a year on an area of about 12,000 m² and has been especially set up for the fast transshipment of cargo from long-haul flights by its direct access to the apron. The current freight facility in the northern part of Schönefeld Airport will be used as an express centre for freight-only services (express services, charter) after the opening of BER.

A total of about 7,400 tonnes of air cargo was transshipped at Schönefeld Airport (+42 %). Growth drivers are the express services TNT Express, UPS and FedEx. In November 2012, FedEx extended its workday flights from its European hub in Paris to the Polish economic metropolis Gdansk via Berlin-Schönefeld. TNT

Express also flies from to Gdansk via SXF from its European hub in Liege. UPS has its European hub in Cologne and flies between this city and SXF. The German Red Cross took off from its emergency supplies centre at SXF, which is open 24 hours a day, in September to bring a planeload of supplies, including a mobile hospital, to Jordan near the Syrian border in September.

Last year, about 28,000 tonnes of air cargo / mail (+3.5%) and about 40,500 tonnes in air freight substitute carriage were transshipped at Berlin-Tegel for airlines and forwarding agents by the two cargo handlers Wisag Cargo Service and Swissport Cargo Service. Pursuant to stricter security requirements (Regulation (EC) 300 / 2008 in conjunction with Regulation (EC) 185 / 2010), all consignments from unknown senders have been screened since 2013; among other equipment, a dual view x-ray machine for freight of up to 180 cm by 180 cm is in use. Upgrading activities are now going on in the freight centre so that the freight volume, which has risen by more than 60 % since 2009, can be handled more efficiently and effectively. This is another improvement at Tegel which has become necessary because of the facility's continued operation.

Traffic volume in the year-on-year comparison developed as shown here:

Traffic Volume	2013	2012
Tegel		
Commercial aircraft movements	170,300	166,191
Passengers (Thousands)	19,592	18,164
Schönefeld		
Commercial aircraft movements	58,350	65,053
Passengers (Thousands)	6,727	7,097
Total		
Commercial aircraft movements	228,650	231,244
Passengers (Thousands)	26,319	25,261

B.2 Non-Aviation Management

From the perspective of Non-Aviation Management, 2013 was significantly more positive than 2012, which was so strongly affected by the postponement of the opening of BER.

All of the segments at Tegel Airport were able to benefit from the continued increase in the number of passengers. In the retail segment, the duty-free / duty-paid shops in Terminals C and D made especially strong contributions to the positive income development in this year.

The services in the retail, service and restaurant segments for passengers at Tegel Airport were optimised once again in 2013. In the retail segment, it was possible to implement new concepts with Die kleine Gesellschaft, Capi Electronics and Fabriano Boutique (which will be continued at Berlin Brandenburg Airport) to expand the range of products and simultaneously make the offered products and services more appealing and interesting to passengers. The service segment was expanded as well, providing Berlin Tourist Info, a cash point from the Berlin Volksbank and four foreign currency cash points from Travelex. Travelex also took over the currency exchange counter from ICE. It was possible in the restaurant segment to find new tenants, who will continue to be present at BER Airport, to occupy the space vacated by the expiring lease with SSP. Services for passengers have been enhanced by the addition of the bar "ick bin ein Berliner", the NU, Pellegrini, "auf die Hand", Berlin Coffee and the Augustiner. Moreover, the Coffee Fellows concept was implemented in the non-profitable space of Askania. The Tegel Terrace was closed for business reasons in September.

The declining numbers of passengers at Schönefeld Airport, a consequence in no small part of the relocation of Germanwings to Tegel in October 2012, have in contrast had a negative impact on the earnings position in virtually all segments. The duty-free / duty-paid segment was the only one in which it was possible to increase revenues slightly in comparison with the previous year. In an effort to make the services more appealing and interesting to passengers, the "buch und presse" units of BHG in Terminals A and D were replaced by units from the tenant LS travel retail – RELAY. In addition, a cash point from the Mittelbrandenburgische Sparkasse and two foreign currency cash points from Travelex were installed. The range of services for passengers was supplemented by new and additional vending machines for toiletries and toothbrushes. The travel agency L'tur was closed at the end of May.

The parking segment also suffered from the Germanwings relocation to Tegel, as was reflected in the lower utilisation of the car park capacity. Despite an increase in the hourly rates at P2 in April, the revenue level of the previous year was not reached.

The revenue development in the parking segment at Tegel improved significantly again in comparison with the previous year. A two-stage optimisation of the parking fees was introduced here so that the smooth flow of traffic at Tegel could be assured despite the continuing rise in the number of passengers and the limited capacity of the parking facilities. Both daily and hourly rates were increased at P1, P2 and P5 in April. In August, the daily rates at P1, P2 and P5 were increased a second time.

Despite the difficulties which occurred because of the postponement on short notice of the BER opening in June 2012, the earnings position in the airport advertising segment proved to be positive in comparison with the previous year.

Thanks to the successful marketing of the panorama area in the inner ring of Tegel Airport, it was possible to compensate for the loss of several large advertising accounts. However, the declining passenger numbers at Schönefeld Airport adversely affecting the bookings.

Immediately after announcement of the postponement of the opening of BER planned for June 2012, talks with all of the non-aviation contract partners of BER were initiated. One of the aims of the talks was to support the contract partners as they worked to solve the difficulties arising from the postponement of the opening date of BER and to secure continued cooperation with BER; another was to obtain legal security for FBB by concluding addenda to the contracts with non-aviation partners. Talks continued in 2013 as well. Solutions have been found for the majority of the contract partners so that legal security has been obtained for FBB.

B.3 Real Estate Management

The Airport Company is far and away the largest provider of qualified commercial areas in the immediate proximity of the airport on both the Berlin and the Brandenburg sides. The portfolio encompasses at this time ten development areas featuring highly diverse location qualities. Suitable plots can be offered to virtually all groups of commercial users. Besides the lots for services specifically related to the airport, logistics, hotels and offices, there are also lots available which can be developed for industrial utilisation.

Airport City

The urban service centre for the new Berlin Brandenburg Airport is under construction right in front of the new terminal: Airport City. The heart of this quarter is the centrally placed Willy-Brandt-Platz; buildings with as many as six storeys can be realised along its borders on construction plots of variable sizes. Development in Airport City is today far advanced. The first buildings as well as the open and green areas have been completed.

The four-star hotel for ECE and Steigenberger as well as the office block for Fay (²BAC) in the Airport City were completed on schedule. Construction work on the four car parks and the hire car centre has also been completed.

The Berlin Brandenburg Airport Center (²BAC) is a six-storey building with about 16,500 m² of floor space. It is the first office block in Airport City and will cover the demand for office space in excess of what is available in the terminal and from other tenants. The property began operation in June 2012.

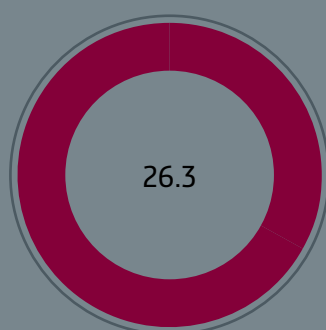
Key Data

2013

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2012

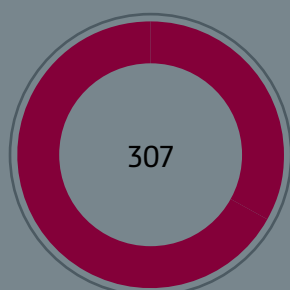
Passengers (in millions)



+ 4 %



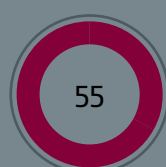
Sales revenues (in €m)



+ 14 %



EBITDA (in €m)



- 5 %



In cooperation with Steigenberger Hotel AG, the project developer ECE Projektmanagement GmbH & Co. KG has realised a 4-star Superior Steigenberger Hotel with more than 322 rooms and a conference centre right across from the terminal. The hotel will commence operations simultaneously with the opening of the new capital city airport.

A total of about 10,000 parking spaces will be available to passengers and visitors when BER begins operation. Available parking spaces will be distributed among a total of four car parks, each with about 2,200 spaces, and additional ground-level parking areas. A modern hire car centre will be available to the south-east of the terminal.

Leased properties

Deutsche Anlagen-Leasing GmbH & Co. KG (DAL) has financed and constructed three buildings for ground handling service providers and one building for the security services providers next to the above-mentioned four car parks and hire car centre. FBB is the lessee and simultaneously general contractor for DAL. Construction activities began in 2010 and have now been completed.

Miscellaneous third-party investments

FBB has also engaged an investor for the realisation of the cargo building in the Service Area North. Dietz AG has built an air freight centre for belly cargo with an annual capacity of 100,000 tonnes on an area of about 32,000 m².

The real estate investor J. B. Harder Verwaltung GmbH & Co. KG has built a main-tenance hangar with an area of 12,000 square metres, which will be used jointly by airberlin and Germania, in the western maintenance area of BER. Lufthansa Technik has also built a maintenance hangar in this area which will be used by Deutsche Lufthansa AG itself.

Business Park Berlin

Business Park Berlin is Berlin's largest contiguous commercial zone and is a key component of the development of the BER environs. The spaciouly landscaped area offers tailored, fully developed plots for companies of all types. The creation of the first two development areas was financially supported using funds provided under the joint agreement "Improvement of Regional Economic Structures", so preference is to be given to the settlement in the area of companies oriented to production or with a high level of job creation. Thanks to its location in immediate proximity to the new Berlin Brandenburg Airport, its own connection to the intracity train (S-Bahn) network and to the B96a, the A113 and the A117, the site boasts an outstanding transport infrastructure.

About 45% of the plot areas have been sold to investors. Overall development and sale of the plots in Business Park Berlin are being carried out in three phases oriented to demand. The first development phase with a four-lane pri-

mary access road and two other connecting roads has been opened for public use. The second development phase has also been completed, and the handover to Treptow-Köpenick District is scheduled for the beginning of 2014.

A 3-star hotel has started operation, and other building construction is in preparation. By the time BER starts up operations, the first two construction phases of a logistics project consisting of commercial buildings and supplementary office space will have been realised.

A certain degree of uncertainty and hesitancy can be seen among investors as a consequence of the postponement of the operational startup of BER.

Nevertheless, negotiations are now being conducted with various interested parties regarding the sale of further land areas.

Subsequent utilisation of the legacy Schönefeld Airport

At this time, the Federal Republic of Germany operates facilities for the diplomatic service of the German government and the flight service for the Federal Ministry of Defence at Tegel Airport. Tegel Airport will be closed when BER is opened. Consequently, Germany is seeking a way to relocate its operations, as simultaneously as possible, to the flight areas and buildings of the current Schönefeld Airport.

In preparation for this move, FBB concluded the Planning and Financing Agreement I with the German Federal Agency for Real Estate Management (BImA) as principal in September 2009; it was later supplemented in April 2012 by the more extensive Planning and Financing Agreement II. This later document defines the distribution of tasks and costs between FBB and BImA, contractual milestones for the completion of the work and the handover of partial areas. FBB will apply for and support the required plan revision procedure, modify the landside transport facilities and assure the prompt handover of the construction site to BImA. Furthermore, the agreement regulates the assumption of costs by the BImA for the services provided by FBB.

In 2011, the agreements were supplemented and expanded when BImA and FBB signed a lease for Terminal A and the additional transport areas. A heritable building right agreement for the entire area of the future government airport was also signed by the two parties in December 2011.

Owing to the postponement of the opening date of BER, the parties have agreed to set new contract dates in the spring of 2014.

Tegel Airport

When the new BER is opened, Tegel Airport will cease operation. In accordance with the notice concerning the revocation of the permit for operation of Berlin-Tegel Airport from the Senate Department for Urban Development of 29 July 2004 (closure notice), Tegel Airport must be maintained in operating condition for another six months (maximum) after operational startup of BER.

During this period, all of the areas and equipment required for flight operations must be maintained in "stand-by mode" at TXL so that in the event of operational failure (malfunctions in flight operations and / or equipment) the land-air line for flight operations can be reactivated and the connection of the City of Berlin to air transport is guaranteed.

Following the departure of the functional operations and the release from the operating obligation, the premises will be cleared and facilities related to airport operation will be dismantled within 3 months. The complete return of the airport premises to the State of Berlin and the federal government will follow promptly. The property on which Tegel Airport is located is owned by the State of Berlin and the Federal Agency for Real Estate Management. The land areas were conveyed to BFG in the form of leaseholds. All of the buildings belong to BFG.

Negotiations with the Senate Department of Finances and the Federal Agency for Real Estate Management regarding the return of the real estate properties and the residual values of the buildings have not been concluded.

C Commercial Development

C1 Earnings position

The Group reported a consolidated deficit for the year of €181.7m for 2013 (previous year €185.2m). The rise in the results for the year results primarily from the lower Other operating expenses caused by the postponement of the operational startup of BER. They are offset by higher depreciation resulting from the higher asset values and the increase in financing expenses for BER.

Sales revenues rose from €269.6m to €306.6m.

Sales revenues (in €m)	2013	2012	Change	
Aviation	192.3	184.3	8.0	4 %
Non-Aviation	47.2	45.2	2.0	4 %
Real Estate	33.4	29.0	4.4	15 %
Construction services	25.9	3.3	22.6	>100 %
Services	3.0	2.9	0.1	3 %
Miscellaneous	4.8	4.9	-0.1	-2 %
Total	306.6	269.6	37.0	14 %

Sales revenues from the Aviation division rose by 4.3 % from €184.3m to €192.3m owing to the increase in numbers of passengers over 2012. The Non-Aviation division also posted an increase in sales revenues from €45.2m to €47.2m. This rise comes primarily from the higher revenues for parking. Sales revenues in the Real Estate division rose from €29.0m to €33.4m, essentially from increased revenues from the disposal of de-icing wastewater.

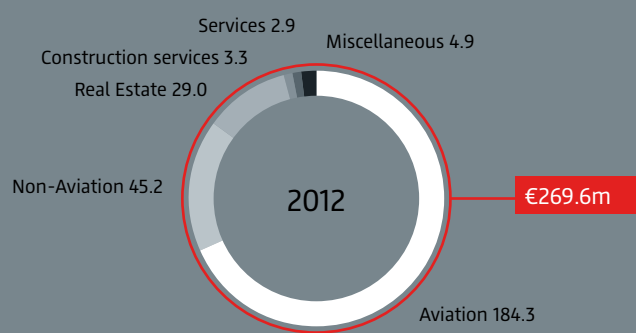
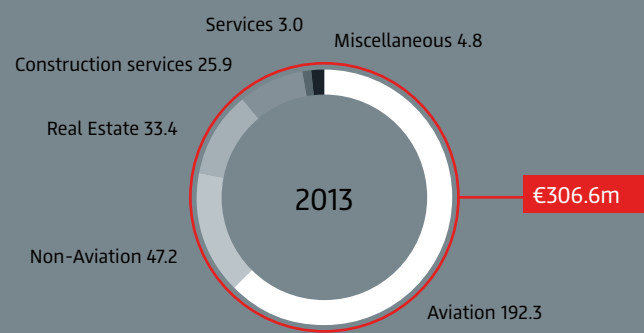
Sales revenues from construction services for third parties increased from €3.3m to €25.9m, basically resulting from the invoicing of the construction services performed for the underground fuelling. This was accompanied by a decline in inventories (€-25.4m; previous year €7.1m). Own work capitalised resulted essentially from activities related to the construction of BER (€15.4m; previous year €12.5m).

Other operating income rose in comparison with the previous year from €15.9 to €17.1m, for the most part a consequence of the rise in income from the reversal of provisions (€+3.2m).

Ongoing expenses for FBB Group (€376.3m) declined by €6.2m in comparison with the previous year (€382.4m).

Expenses in €m	2013	2012	Change	
Cost of materials	71.6	74.8	-3.2	-4 %
Personnel expenses	104.5	88.8	15.7	18 %
Write-offs and depreciation	90.6	85.7	4.9	6 %
Other operating expenses	109.6	133.1	-23.5	-18 %
Total	376.3	382.4	-6.1	-2 %

Sales Revenues (in €m)



Equity Ratio in %



Breaking down the figures, personnel expenses increased by €15.7m and depreciation and amortisation by €4.2m; this is offset by a decline in cost of materials of €3.2m and in Other operating expenses of €23.5m.

The decline in the **cost of materials** by 4.3% to €71.6m came about primarily from the lower third-party and construction services for third parties (€-27.8m). This is offset by higher expenditures for utility services (€+7.4m).

Personnel expenses rose from €88.8m to €104.5m. This rise is primarily due to the increase in headcount and the higher allocations to provisions for the personnel concept TransFair BER (€+2.2m).

Other operating expenses declined by 17.8% in comparison with the previous year from €133.1m to €109.6m. This decline came about because of lower expenditures for legal and professional services (€-10.3m), for the hiring of third-party workers (€-4.5m), for advertising and public relations (€-6.2m) and lower expenditures related to the postponement of the operational startup of BER (€-21.3m). At the same time, the leasing expenses were eliminated because of the initial consolidation of the Dalandi Objekt companies.

Write-offs rose from €85.7m to €90.6m, an increase of 5.7%. Higher write-offs resulting from the completion and capitalisation of new equipment at BER (€+5.9m) are offset by lower write-offs on current assets (€-4.8m). The consolidation of the Dalandi Objekt companies caused write-offs to increase by €6.0m.

The **financial performance indicators** below depict the commercial development of FBB Group. Income and expenses have been adjusted for non-operating positions.

Financial Performance Indicators in €m	2013	2012	Change	
Net result for the year	-181.7	-185.2	3.5	2 %
EBIT (excluding non-operating result, financial result and taxes)	-35.7	-21.2	-14.5	-68 %
EBITDA (EBIT excluding depreciation)	54.9	57.9	-3.0	-5 %

In addition to the operating result (€-35.7m), the net loss for the year includes the financial result (€-118.6m), non-operating income (€16.0m) and non-operating expenditures (€-43.4m).

The non-operating results (€-27.4m) include expenditures and income from the following items: changes in provisions, expenditures related to other periods, taxes for previous years and cost reimbursements for previous years, risk provisions related to the postponement of the operational startup of BER.

C.2 Assets and liabilities

Assets and liabilities compare to the previous year as shown below:

	31/12/2013		31/12/2012		Change	
	€m	%	€m	%	€m	%
Assets						
Fixed assets	3,475.3	94.3	3,171.0	93.8	304.3	9.6
Inventories	1.8	0.0	27.1	0.8	-25.3	-93.4
Short-term receivables and other assets	101.3	2.7	70.5	2.1	30.8	43.7
Long-term receivables	0.0	0.0	11.3	0.3	-11.3	-100.0
Land Business Park Berlin	28.7	0.8	28.6	0.8	0.1	0.3
Cash	61.9	1.7	56.7	1.7	5.2	9.2
Other assets	18.3	0.5	16.6	0.5	1.7	10.2
	3,687.3	100.0	3,381.8	100.0	305.5	9.0
Capital						
Shareholders' equity	860.5	23.3	761.9	22.5	98.6	12.9
Special accounts	101.9	2.8	105.1	3.1	-3.2	-3.0
Long-term liabilities	2,541.1	68.9	2,350.5	69.5	190.6	8.1
Short-term liabilities	183.8	5.0	164.3	4.9	19.5	11.9
	3,687.3	100.0	3,381.8	100.0	305.5	9.0

The increase in **fixed assets** results primarily from the additions for the realisation of BER (€222.9m). This is offset by the disposal of assets (€5.5m) and depreciation (€90.6m).

The land in Business Park Berlin is shown under **current assets**, just as in the past. This measurement assumed future development and exploitation as a commercial area. Book value in fiscal year 2013 now amounts to €28.7m.

Among other items, the **long-term liabilities** include €2.4bn in liabilities due to banks, payments received on account for ground rent and grants for investments (€55.6m) and provisions for partial retirement and pension commitments (€20.7m). **Short-term liabilities** essentially include trade liabilities (€21.8m) and provisions, especially for personnel, including partial retirement and TransFair BER (€19.0m).

Total provisions of €25.7m have been created to cover risks resulting from the postponement of the operational startup.

The Company's **equity ratio amounts** to:

	2013	2012
Equity Ratio in % (equity / total capital x 100)	23.3	22.5

During the reporting period, the shareholders paid contributions to the capital reserves in the amount of €299.1m.

C.3 Financial position

C.3.1 Financial management

Capital increase at FBB

The postponement of the opening of BER and the related additional construction costs precluded the economically acceptable financing of the additional costs by the taking out of bank loans. In view of this situation, the FBB shareholders, in consultation with the EU Commission, decided to provide additional shareholder funds of €1.2bn as a means of securing the long-term liquidity of the Company. A total of €299.1m was paid during fiscal year 2013.

BER long-term financing

Long-term financing of €2.4bn is available to FBB. As of the end of 2013, about €2.2bn of these credit lines had been utilised as cash lines.

Leasing financing

There is a leasing financing agreement for €240m concluded by Berlin Brandenburg Airport as the lessee to secure the financing of the construction and operational startup of nine buildings in the BER environs. Three car parks in Airport City, a car park close to the terminal on the south side of the Main Pier, a hire car centre, three buildings for ground traffic service providers and a building for security service providers will be built.

The lessors are nine limited partnerships from the German Savings Banks Finance Group. FBB is a limited partner in every one of the limited partnerships. The entry into effect of the leases for the buildings, which have been completed, will be delayed owing to the postponement of the operational startup of BER. The unrestricted approval for utilisation of the structures security services building, ground traffic services (BVD), social building, BVD vehicle building and BVD workshop has been granted.

The approval for utilisation of the car parks Airport City, the hire car centre and the car park in proximity to the terminal is coupled to the completion of the terminal.

EU TEN-V funds

The subsidies from the EU TEN-V programme in the amount of €29.3m have been completely called up. The final instalment was paid in September 2013.

C.3.2 Cash Flow Statement

The cash flow statement below shows the cash situation and financial development:

Cash flow statement	2013 in €m	2012 in €m	Change in €m
Cash flow from current business activities	-75.0	- 83.9	8.9
Cash flow from investment activities	-227.6	- 610.8	383.2
Cash flow from financing activities	307.8	707.6	-399.8
Change in operating cash	5.2	12.9	-7.7
Change in cash from changes in group of consolidated companies	6	0	6
Cash at beginning of period	56.7	43.8	12.9
Cash at end of period	61.9	56.7	5.2

D Group Companies

D.1 Berliner Flughafen-Gesellschaft mit beschränkter Haftung

Berlin Brandenburg Airport is the sole shareholder of the Berliner Flughafen-Gesellschaft mit beschränkter Haftung (BFG). BFG operates Tegel Airport, which will cease operations when the airport BER opens its doors. During the reporting period, BFG realised a net profit for the year of €54.9m.

D.2 Flughafen Energie & Wasser GmbH

FBB holds 100 % of the share capital of Flughafen Energie & Wasser GmbH (FEW). Tegel and Schönefeld Airports have transferred their activities related to the supply of energy to FEW.

FEW concluded fiscal year 2013 with a net loss for the year of €8.2m. During the reporting period, further utility grids (power, emergency power, district heating, district cooling, water, wastewater, rainwater) previously disclosed in the FBB balance sheet were transferred to FEW. Consequently, the bottom-line result for FEW has been impacted by the depreciation attributable to these assets. Moreover, FBB has granted a shareholder loan subject to interest payments to FEW. The interest expenses related to this loan of €5.2m also have an effect on the FEW results. These additional expenses can be charged forward proportionately by adjustment in fees.

Business operations at FEW also include the airport BER. In preparation for this, an order for energy provision contracting was awarded in May 2008. At the conclusion of a Europe-wide tender, E.ON edis AG was awarded the contract to provide energy for a period of 15 years, starting in October 2011.

D.3 Berlin Tourismus & Kongress GmbH

Berlin Brandenburg Airport holds 10 % of the share capital of Berlin Tourismus & Kongress GmbH (€51.2k capital contribution). The purpose of the company is worldwide advertising for the tourist attractions in Berlin, the promotion of tourism, business travel, events, trade fairs, conventions and congresses and the provision of information to tourists in the Berlin region. The company operates the service and retail businesses related to this purpose.

D.4 Dalandi Grundstücksverwaltungsgesellschaften mbH & Co. Objekt KG

Berlin Brandenburg Airport has been a limited partner in nine limited partnerships since 2010; they act as lessors of the nine buildings to be constructed, five in Airport City and four in the nearby Area South.

FBB is the sole limited partner in each of the nine limited partnerships (holding 94 % of the equity of the limited partnerships, €4,700.00 in capital contribution and 10 % of the voting rights). Sole general partner in all nine cases is Dalandi Grundstücksverwaltungsgesellschaft mbH (6 % of the equity of the limited partnerships; €300.00 capital contribution; 90 % of the voting rights). The limited partnerships show startup losses typical of leasing endeavours which will, according to plan, be recovered in the future with the realised earnings.

Berlin Brandenburg Airport has granted heritable building rights to the land on the BER premises to the limited partnerships for a term of 60 years. FBB, acting as general contractor on behalf of the limited partnerships, is constructing buildings on the land with the heritable building rights and will lease the completed buildings from the limited partnerships for 25 years.

The nine limited partnerships were included in the consolidated annual accounts of FBB for FBB for the first time in 2013.

D.5 FMT Facility Management Tempelhof GmbH i.L.

Berlin Brandenburg Airport holds all of the initial contributions in FMT Facility Management Tempelhof GmbH i.L. (FMT i.L.). The shareholders meeting of FMT i.L. adopted a resolution to dissolve the company on 11 November 2009. FMT i.L. was deleted from the Commercial Register on 25 November 2013.

E Human Resources Management

Owing to the postponement of the operational startup of Berlin Brandenburg Airport, the extensive HR concept which had been drawn up for the planned opening had to be modified further to give due consideration to the enormous increase in traffic at the Tegel location.

Moreover, there were extensive changes in the organisational structure of Flughafen Berlin Brandenburg GmbH per 1 June 2013 as a consequence of the change in management.

The average headcount at Flughafen Berlin Brandenburg GmbH developed as shown below:

Headcount (average for the year)	2013	2012
Blue-collar and white-collar workers	1,482	1,347
Vocational trainees	65	61
Total	1,547	1,408

E.1 HR measures / Hirings

The Berlin airports were able to maintain their position as highly attractive employers on the market in 2013 as well, reflected above all in the approximately 2,700 applications received for 185 announced vacant positions.

These additional positions were required in particular for continued operation of the legacy airports, which required additional personnel as a consequence of the postponement of the operational startup of BER and the simultaneously high growth in passenger numbers at Tegel. As part of the immediate actions for upgrading Tegel Airport and securing operations at the Schönefeld location, 291 people were hired (in part with limited-term contracts and including the employment of previously temporary workers) from the outside, primarily for the operating divisions of the Company. It was possible to fill the remaining vacancies internally; additional workforce adjustments will follow.

E.2 Training structures

As a yearly average, 65 vocational trainees and students in dual study programmes were employed at FBB. A major focus of the vocational training was on commercial and technical-trade professions such as aviation merchants, commercial clerks, information systems technicians and mechatronics technicians. The dual study programme at the Berlin School of Economics and Law supported by the Company relates to the fields business administration / industry, business administration / real estate management, business administration / facility management and information systems / computer science.

In 2013, 20 vocational trainees and students in dual study programmes successfully completed their educational courses. All of the graduates with a minimum performance level of "Good" were offered further employment, and three of them received contracts with an indefinite term.

E.3 HR development

In March, a work group was established with the objective of identifying demotivating factors which can be influenced and of developing solutions for the elimination of such factors so that the motivation of the staff in their work could be raised again to higher levels after the months of uncertainty resulting from the many changes in structures, personnel and activities. This was also the purpose of the four workshops conducted in the summer months with representatives from the various business departments. The result was the agreement on concrete initial measures to increase motivation.

Moreover, the event series "Unter uns gesagt" was continued this year, including a talk on the action plan SPRINT.

A follow-up event for the participants in the programme Take Off II, which fosters the development of young employees, was conducted at the end of the year aimed at encouraging sustained networking among the participants and to draft proposals for a redesign of the programme.

Moreover, about 2,132 employees in our company received advanced training in about 392 courses. Executives, whether newly hired or promoted within the firm, have been given special training especially in the conduct of employee interviews and in the prevention of addiction and corruption. Another focal point was on measures in the areas of coaching and team development.

E.4 Change management

Change processes are complex and present a tremendous challenge to managers, employees and the organisation. Since the beginning of 2013, the newly created change management has had the task of providing support and advice during these processes so that the desired changes can be implemented more successfully and conducted with the required sensitivity in the interest of everyone affected by them. With this in mind, a concept for the standardisation of change processes was prepared and is being realised in a pilot project in 2014. As preparation for the drafting of the concept, workshops were conducted to learn about the expectations of employees, works councils and managers.

E.5 Company health management

The Berlin airports have had a company health management scheme in place for several years; in addition to assuring conformity with statutory provisions, its objectives are preventing illnesses on the job, motivating our employees to adopt healthy life styles and promoting and maintaining the ability to perform and the well-being of every single individual, whether at work or in his or her personal life.

F Environmental Protection

Despite the difficult period for the Company resulting from the postponement of the operational startup date, the Berlin Brandenburg Airport has not lost sight of its responsibilities related to the environment and the interests of its neighbours.

Environmental and climate protection have been established as corporate goals; activities in the field of environmental protection are subject to a continuous improvement process, just as increases in energy efficiency. Within the Company, environmental awareness is fostered by training programmes and qualification activities for all of the employees. FBB has developed environmental guidelines which apply throughout the entire group.

In recent years, FBB has invested substantial amounts in noise and climate protection, measures to maintain air cleanliness, operational environmental protection and intensive provision of information to the environs. FBB will continue these efforts in the coming years.

FBB maintains annual statistics on the consumption of resources. These environmental indicators make a major contribution to determining and exploiting possible potential for savings in the company. An extensive environmental report reporting and explaining the environmental data for 2012 was prepared in fiscal year 2013.

Aircraft noise

In 2013, the Group presented an annual report on aircraft noise, starting with reporting period 2012, which documents detailed results for all of the stationary measurement points as well as provides general information regarding the FBB aircraft noise management. Three stationary aircraft noise measurement points began operation in Kiekebusch, Muggelheim and Karolinenhof-Nord in 2013. Two mobile measurement points documented the aircraft noise before operational startup of BER and recorded the aircraft noise from the legacy airports at 24 locations in 2013.

Water

The consumption of drinking water and the amount of wastewater at the airports are dependent on a number of different technical processes. Winter conditions have especially significant impact on the volume of wastewater because substantial quantities of contaminated water are produced during de-icing and long periods of thawing.

Waste

The waste attributable to FBB comes from the passenger area, retail trade and eateries, the maintenance and repair of movement areas, buildings and techni-

cal equipment and from the offices and workshops used by the Company. A distinction is made between hazardous and non-hazardous waste during disposal in accordance with the German Recycling and Waste Management Act. In some areas, there are high fluctuations in the waste quantities when a number of reporting periods are compared. They result from dismantling work or the cyclical disposal of waste from oil and water separators, for instance.

Energy

The uninterrupted supply of energy is a fundamental prerequisite for the smooth operation of the two airports. Just as the legacy airports, the future capital city airport BER must be supplied with electric power, emergency power, heating and air-conditioning.

Air

In 2013, Berlin Brandenburg Airport again undertook major efforts to examine the quality of the air on the operating premises and in its environs. The air quality measurement points at the eastern end of the North Runway went into operation in summer 2011; they will enable the documentation of changes in air quality after the operational startup of BER. The measurement points record continuously the harmful substances typical for transport: carbon monoxide, nitrogen monoxide, nitrogen dioxide and particulate matter. The recording of ozone levels as well began in 2013. In additions, samples are analysed to determine the presence of the harmful substances benzene, benzo(a)pyrene, other hydrocarbons and soot. The continuously recorded measurement values are published daily on the internet site of the State Office for the Environment, Health and Consumer Protection.

Berlin Brandenburg Airport also launched a voluntary environmental examination programme in 2011 for the purpose of documenting long-term the air quality and the environmental effects of air traffic; the attendant measures include biomonitoring and bee monitoring to study the impact of air traffic on the airport environs.

Recreational and living spaces

Berlin Brandenburg Airport is conducting a series of ecological projects to compensate for the unavoidable changes in the landscape caused by the construction of BER.

The largest single project of these compensation and replacement actions is the ecological upgrading of the Zülowniederung, an open lowlands landscape of 2,600 hectares south of Schönefeld characterised by agriculture.

FBB has developed and restored historic parks and similar areas in a number of

neighbouring communities. Similarly, a number of estate parks in the airport surroundings have been restored in accordance with historical models and ecologically upgraded.

G Events After the Reporting Period

No significant events subject to reporting obligations occurred after the balance sheet date.

→ 03 Risk Report

A Risk Management

Risks in commercial development are carefully recorded, evaluated and observed by the Company. The Company has established a risk management system, integrated into the system of the entire BER Group, to accomplish this. The risk management system is supervised by the central Controlling department. The input from the various departments is submitted by risk management officers in consultation with the people in charge of risk. The responsibility for specific risks is assumed by the manager in charge of the particular area. The people in charge of risk prepare activities for handling risks. The various risk management officers, who are responsible in particular for the coordination of the risk management in conformity with guidelines and the contemporaneous handling of risks, work together in a cross-departmental working group. Internal auditing has also been integrated into this working group.

B Specific Risks

B.1 Overall economic risks

The German economy maintained a course of moderate growth in 2013. Contributions to this growth came primarily from the domestic market. Growth continued to demonstrate its sturdy nature even though the international crises had not been resolved. The general conditions for an upswing in 2014 borne largely by the domestic economy have improved. FBB assumes that traffic development will be slightly positive in 2014 and consequently expects steady growth in its business fields Aviation and Non-Aviation.

B.2 Preparations for operational startup (ORAT project)

Preparations for operational startup will be intensified and broadened in scope on the basis of the experience from the first operational startup run in 2012. A SPRINT module for the technical startup has been added to supplement the operational startup project (Operational Readiness and Airport Transfer, ORAT). All of the preparations for the ORAT project are in progress. The implementation phase will be triggered immediately when the operational startup date and scenario are announced. Owing to the long period which has lapsed since the initial training programmes and trial operations in 2011/12, it cannot be assumed that the individual employees have retained the content and results in full. As a consequence, the new ORAT project has been set for the original period and includes a six-month trial operation phase, for example.

B.3 The noise protection programme

Until 25 April 2013, FBB's activities related to noise protection concentrated on the fastest possible realisation of the decision handed down by the Higher Administrative Court Berlin Brandenburg on 15 June 2012 and the related implementation notes from the Ministry for Infrastructure and Agriculture Brandenburg (MIL). The guidelines foresaw a protection target for daytime protection in interior space of residences: the peak level of 55 dB(A) which was determined would be exceeded fewer than 0.5 times. The regulations of the planning stipulation decision for night-time protection, compensation for exterior residential areas and the protection of special institutions were not affected. The noise protection programme of BER continues to run unchanged to satisfy these protection standards.

The decisions in the main proceedings handed down by the OVG Berlin Brandenburg on 25 April 2013 made the protection target significantly stricter. The protection target that the daytime level of 55 dB(A) would not be exceeded more than 0.005 times which is determined in the OVG decisions forces the renewed processing of all approximately 11,300 applications submitted by residents in

the daytime protection area. The costs for the technical upgrading in the noise protection of properties will rise sharply because of the stricter protection target with the consequence that the rule in the planning stipulation decision providing for the cost cap of 30 % of the fair market value of the specific property will apply in a large number of cases.

In view of this situation, FBB has completely revised the noise protection programme of BER and its engineering principles and initiated a tender for extensive assessor services for the preparation of several thousand fair value appraisals. The awarding of the contract is scheduled for January 2014. Several engagements of fair value appraisers on a smaller scale are intended to explore and find solutions to especially urgent cases.

According to the MIL implementation notes of 13 December 2012, the recalculation of the claims must be based on the flight patterns determined by the BAF (curving routes). This leads to a situation in which the exterior noise levels in partial areas of the claim areas will presumably be lower and require less expensive protection measures than would have been the case if the preliminary flight patterns based on the official approval of a plan (straight routes) had been the basis. One suit brought by neighbouring residents for most-favoured treatments is already pending, and the possibility that additional suits will be filed cannot be excluded.

Additional risks also arise from the fact that the realisation of significantly more extensive construction measures to provide protection from aircraft noise for the properties in the airport environs will lend more weight to the issue of ventilation. For this reason, FBB has included more powerful noise insulation fans in the technical requirements for possible construction measures for noise insulation. Since there are currently no instructions from government authorities concerning the consideration of existing technical standards for ventilation, the reprocessing of the applications for noise protection will take existing technical solutions into account. If the authorities decide retroactively that more extensive technical solutions are required, the necessity for yet another revision of parts of the applications which processed at that time must be assumed.

Moreover, it is assumed that the recalculation of the protection and compensation areas according to the process declaration before the Federal Administrative Court in October 2011 will have effects on the number of properties entitled to claims.

B.4 Disputed regulations in the current fee schedule

The disputes between BFG and airlines regarding the fees continued in 2013. The disputes with various airlines regarding the fees for the utilisation of key infrastructure facilities in effect since 01 April 2002 and the levying of passenger fees as per 01 August 2003 were settled with almost all of the involved airlines by means of a settlement back in 2005. But since it was not possible to come to an agreement with dba Luftfahrtgesellschaft mbH (dba), Germania and Hapag-Lloyd Fluggesellschaft mbH, BFG initially brought suit against dba and Germania, later against Hapag-Lloyd Fluggesellschaft as well.

In the litigation BFG vs. Germania and Hapag-Lloyd Fluggesellschaft mbH (now: TuiFly), the Berlin Superior Court of Justice dismissed the defendants' appeal in the pending proceedings on 20 December 2012, declared the fee calculation for the central infrastructure facilities and the levying of the passenger fees per 1 August 2003 to be legal, and confirmed the fee schedule of 2005 as well. The right to appeal was denied. The Berlin Superior Court of Justice handed down a decision on 21 January 2013 ending the litigation between BFG and dba (now Air Berlin Finance II GmbH). The appeal sought by the opponent to overturn the final decision of the Berlin Regional Court was dismissed. The defendants in all of the proceedings filed a complaint against the denial of leave to appeal at the BGH [German Federal Court of Justice]. The court's decision is still pending.

Disputes have arisen pursuant to the sale of GlobeGround Berlin GmbH (GGB). BFG has undertaken the obligation to initiate court proceedings to recover utilisation fees for ground services owed by Air Berlin PLC & Co. Luftverkehrs KG (Air Berlin) to GGB pursuant to assigned rights. Besides the review of the permissibility and reasonableness of the utilisation fees claimed by BFG, the interpretation of the contract concluded between GGB and Air Berlin is the object of the proceedings. In the first-instance decision on 18 December 2008, the BFG suit against Air Berlin was dismissed because the court was of the opinion that the payment of utilisation fees had not been effectively agreed. The Berlin Superior Court of Justice dismissed the appeal of this decision on 26 July 2010 on

the grounds that German lawmakers had incorrectly implemented the Ground Handling Services Directive with the consequence that the levying of utilisation fees was illegal in Germany. The BGH set aside the decision of the Superior Court of Justice and referred the case back to a different Senate of the Superior Court of Justice. In the opinion of the BGH, the Ground Handling Services Directive had been correctly implemented in German law.

In addition, the BFG undertook an obligation during the sale to conduct a test case against GGB to clarify the permissibility and reasonableness of the utilisation fees for ground services claimed by BFG. The subject of the proceedings concerns utilisation fees which GGB invoiced for the handling of Hapag-Lloyd. The Berlin Regional Court dismissed the suit on 12 July 2010 on the grounds that BFG had not set the utilisation fees in accordance with objectively justifiable criteria. BFG appealed the decision.

In deciding on the BFG appeal in the GlobeGround case and with respect to the referral back to the court in the Air Berlin case, the Berlin Superior Court of Justice declared the airside leasing agreements to be null and void. The Superior Court of Justice did not make any comments regarding the landside agreements. There are essentially two grounds for the invalidity. The presentation and clarity of the cost basis is not adequate. There are gaps and inconsistencies in the fee calculation, leaving open the possibility that costs may be charged twice. The reference figures the airside utilisation agreement were not appropriate to the circumstances because they do not ensure that the degree of utilisation of the facilities corresponds to the costs. Leave to appeal was denied in both cases. BFG filed a complaint against the denial of leave to appeal at the BGH. Appropriate consideration has been given to the risk of back payments in the annual accounts.

B.5 Closure of Tegel

The operational startup of Berlin Brandenburg Airport will simultaneously result in the closure of Tegel Airport. Both the revocation of the aviation law permit for Tegel Airport and the discharge of the facilities and areas of Tegel Airport from the aviation law zoning (cancellation of the planning approval) are definitive. The operation permit has been extended for an indefinite period. The current notice of revocation provides for a revocation of the operating permit when six months have expired following the functioning operational startup of the extension of the existing runway to 3,600 metres and the construction of the new future runway at the commercial airport BER with a minimum length of 4,000 metres.

The negotiations with the land owners to determine the formalities of returning the property were started well in advance of the planned shutdown of flight operations and will be continued. The subject of these discussions will include the regulations of the leaseholds concluded between the Company and the State of Berlin or the German government providing compensation based on market value if and when the buildings and premises can continue to be used for other purposes. BFG does not have any obligations to demolish buildings, facilities and traffic areas upon the expiration of the heritable building right / leasing agreements. The plan is for BFG, upon expiration of the heritable building right, to receive compensation in the amount of 50 % of the market value for the existing buildings, provided that the structures can be utilised in accordance with a future planning permission designation of the land.

The closure of Berlin Tegel Airport has been postponed to the same extent as the operational startup of Berlin Brandenburg Airport. BFG is in negotiations with the German government as well as with the State of Berlin regarding the resultant issues.

With regard to the current utilisation of the state's own areas at the Berlin airport TXL, it must be noted that the heritable building right agreement from 2008 which established the basis for the utilisation by BFG expired at the end of 2011. As provided in the agreement, BFG applied in due time for an extension of the heritable building right agreement under the same contractual terms and conditions. BFG and the State of Berlin have not been able to reach agreement on the terms and conditions of an extension. The parties' views differ in particular with respect to these points:

- Amount of compensation to be paid by the State of Berlin to BFG
- Description of the condition of the property owed by BFG upon its return
- Responsibility for any inherited contamination of the buildings / clean-up obligations

The State of Berlin wanted to revise the regulations of these issues and has no intention of extending the heritable building right agreement under the current terms and conditions.

Utilisation at this time continues on the basis of the content of the previous heritable building right agreement, even though ultimately there is no contractual foundation for this utilisation. BFG and the State of Berlin are negotiating parallel the conclusion of a leasing agreement which will regulate utilisation until the return of the state's own areas to the State of Berlin and the formalities of the return.

The areas owned by the German state are being utilised by BFG on the basis of a heritable building right agreement and a leasing agreement with the Federal Agency for Real Estate Management. This agreement will remain in effect until its cancellation by the parties which BFG can request subsequent to the cessation of flight operations. The leasing contract / heritable building right agreement with the federal government provide that the provisions for the return will be regulated in a separate agreement, which is now in final draft form.

B.6 Damage compensation claims arising from postponement of operational startup of BER

FBB has received letters of claim from service providers, tenants, airlines and other companies requesting damages / regress payments as a consequence of the postponement of the operational startup of Berlin Brandenburg Airport originally set for 3 June 2012.

There are currently two cases pending before courts. Air Berlin and Private Textiles (tenant in the terminal) have filed an action for declaratory judgement and a suit for partial payment against FBB. The majority of the letters have initially

done no more than assert the grounds for the claims; very few of the claim letters include concrete figures or they contain at most estimates. The actions filed by Air Berlin and Private Textiles contain only a provisional value of the actions as well. As a consequence, it is not possible at this time to make any definitive statements regarding the total amount of the claims asserted by the various claimants.

FBB is reviewing the claims in consultation with outside legal counsel to determine whether they are justified with respect to their basis and amount. Basically, a distinction must be made between two cases:

- (1) Claimants who can refer to contractual relationships with FBB
- (2) Claimants who do not have any contractual relationship with FBB, but can refer to a precontractual obligation.

Claimants who do not fall in one of these two categories (such as individual passengers or companies in the airport environs) would have to prove and justify statutory claims pursuant to Section 823 BGB [German Civil Code] owing to the lack of any specific obligations. FBB does not believe that any of the prerequisites required to establish such claims are met.

If and when, however, contractual relationships exist, there is a possibility of no-fault liability arising from the claimant's interest in fulfilment. This claim is more extensive than claims which might arise on the basis of precontractual subsidiary obligations and general obligations to provide information because the latter would be effective solely in the event of FBB's culpability and would cover fidelity damage only.

Basically, it is possible (following a preliminary assessment of the damage or loss asserted by a small number of claimants) to determine clearly that compensation cannot be claimed for many of the cases of asserted damage or loss because they rest on a contractual relationship and ultimately assert the interest in fulfilment and lost profit, to which there is no claim as long as there is no contractual relationship.

FBB assumes that a part of the claims will be clarified in the course of litigation because there are new or legally complex issues, especially in those cases of the second group (no contractual relationship), which will require clarification, possibly involving a series of appeals. One major aspect of these actions will be the clarification of the circumstances establishing liability (culpability of FBB). Clarification of this issue by the courts will presumably take a longer period of time. Discernible risks have been given due consideration in the annual accounts by the creation of provisions. The possibility of additional risks cannot be completely excluded, but it is not possible at this time to determine their value with any degree of certainty.

B.7 Progress of the BER project

The value of major parts of tangible assets is based on the assumption of the successful startup and operation of BER. After the indefinite postponement of the opening date in January 2013, an appraisal of progress and defects as well as a review of the circumstances related to obtaining approvals for the passenger terminal were conducted and completed in the summer of 2013. The results were subsequently analysed and planning tasks based on the analysis were scheduled.

A consolidated time schedule for the passenger terminal is now being prepared so that a definite date for the opening of BER can be set. The schedule gives consideration to influencing factors from planning, contracts awards, construction progress and any required approval processes and startup phases. Another prerequisite is the business agreement with the companies regarding addenda and billing issues. To ensure the performance of the actions required for this, new structures and responsibilities have been established both on the part of FBB departments for construction planning, management and supervision and of the service providers for the passenger terminal.

One key new element is the installation of the action plan SPRINT, which has brought about intense communication among all of the departments and has already produced initial success. The contact to regulatory authorities is controlled in structured form by the SPRINT organisation.

The planning principles have been expanded in the form of additional construction work in the passenger terminal as prerequisite for the completion of the safety features and the remedy of the defects which have been determined (e.g. planning revisions for the smoke removal systems). Clear instructions are being drawn up for the companies doing the work of completion of the remaining construction; the overhaul of the boxes in the ceiling void has started. Compliance with the prerequisites for legal permits are being reviewed and successively processed so that acceptance of the authorities can be obtained, assuring the operational startup.

The operational startup of BER is also dependent on the provision of funding. The project costs for BER have been reviewed and compiled in a cost forecast. All in all, it can be assumed that BER will be carried out to a successful conclusion.

B.8 Marketing of the areas at Business Park Berlin

FBB is planning to sell the plots which have not yet been sold at Business Park Berlin. FBB will continue its marketing activities and assumes that the operational startup of BER will stimulate demand.

B.9 Financing

The amount of €299.1m of the capital contribution of €1.2bn resolved by the shareholders' meeting of FBB was paid in the fiscal year just past. These additional shareholder funds, the BER long-term financing and the leasing financing cover the financial needs of FBB as they can be estimated at this time. The loans for the BER long-term financing taken out by FBB are secured in full by guarantees submitted by the three FBB shareholders. It must be assumed that further financing will be required as a consequence of the renewed indefinite postponement of the date for the operational startup, depending on the time which actually lapses until the airport starts operation. An estimate of the amount will not be possible until all of the assessments have been concluded, the additional investments which will still be required have been determined and it has become possible to set a new date for operational startup.

B.10 Financial instruments

Major financial instruments within the sense of Section 289 (2), no. 2 HGB existed in the Company in fiscal year 2013 in the form of receivables and payables. Far and away the greatest part of the liabilities is due to banks as a consequence of the BER long-term financing. The receivables make up only a small portion of the balance sheet total. With the exception of the BER long-term financing, the use of these financial instruments means that the Company is vulnerable to the risks of payment flow fluctuations, price changes, failures and liquidity solely to the degree usual in the industry.

The interest for the long-term financing represents a major component of the payment obligations of FBB. Since the interest expenses for the BER long-term loans are determined on the basis of the variable 3-month Euribor, FBB is vulnerable to substantial risks from payment flow fluctuations in the event of a change in the interest level.

For this reason, the Company has secured its position in part against an increase in interest rates and the subsequent rise in financing expenses with the aid of interest swaps. The secured risk is the change in value of the interest payments for the long-term borrowing resulting from changes in the 3-month Euribor interest rates.

The security was obtained for only a part of the interest payments expected from the FBB financing so that the current low interest rates favour FBB.

B.11 Improvement of profitability

The constant increase in profitability of the Company is a major pillar of the financing concept. It is also an essential prerequisite for fulfilment of the financial obligations. As a consequence of the postponement of the date for operational startup, it will not be possible in the short term to maintain the level of profitability which had already been achieved. If nevertheless the required contribution to the financing and the compliance with payment obligations are to be achieved long-term, it is essential that the shortfall remain within acceptable limits and that BER return to its previous successful course, albeit under the new general conditions. In view of these circumstances, all of the costs and income remain subject to strict controlling.

One important aspect is the strict management of operating costs. There is careful monitoring to ensure that the operating concepts and the contractual services (e.g. for servicing and maintenance) are in conformity with the requirements of the business plan on which the financing concept is based.

B.12 Full use of utility grids

Owing to the postponement of the operational startup of BER, there is a risk that the utility grids operated by FEW in Schönefeld will not be utilised to their full capacity, which will mean that costs cannot be charged onward in full. Furthermore, there is a risk that the calculated basic price will be too high because the equipment is not being utilised adequately and will not be paid by third-party customers.

B.13 Deconcentration pursuant to Sections 6 et seqq. EnWG [German Energy Management Act]

Sections 6 et seqq. EnWG impose a deconcentration obligation on utility companies. In a legal assessment commissioned in 2011, it was determined that the electric power generation facilities at the site of Tegel Airport are customer plants within the sense of Section 3, no. 24a EnWG. The classification of the electric power generation facilities as customer plants means that BFG is not subject to the regulatory regulations for network operators pursuant to the EnWG.

B.14 General risks

General risks which have not been described in detail are recorded in the FBB Group's risk management system and are under constant observation.

B.15 Appraisal of overall risk

The risk management system at FBB Group did not reveal any threats to the Company's existence for fiscal year 2013, whether from isolated risks or from aggregate risks, nor are any risks to the Company's existence discernible for 2014.



04

Outlook and Opportunities

A Development of Commercial Operation

A.1 Aviation Management / Traffic development

The airport association ADV expects slight growth in passenger volume of 2.2% at German airports in 2014. The effects of the euro crisis have not been overcome in all parts of Europe, and the ongoing austerity measures in many European countries continue to have a negative impact on economic development and consumer behaviour. All in all, the development of air traffic tends to be reserved.

Moreover, developments within the market are decisive. Market development has been inhibited by the aviation tax and the intense competition among players. The resulting consolidations and restructuring measures such as the shifting of decentralised routes within Lufthansa Group to the subsidiary Germanwings led to numerous adjustments in frequency and routes even last year. It must be assumed that the concentration on hubs and medium-size airports will continue to progress.

After eleven successive years of air traffic development in the capital city region at a higher level than the national average, it must be assumed that growth will slow. Most of the markets, especially in Europe, have been fully developed. Another consideration is that the density of the competition may lead to cancellation of routes by some of the airlines. Moreover, the addition of any further routes at Tegel will hardly be possible because of the capacity bottlenecks dominant at the location. All in all, total growth at the air traffic location Berlin-Brandenburg and Schönefeld and Tegel Airports in the low single-digit range is expected.

As in previous years, the developments at Schönefeld and Tegel Airports will presumably differ from each other. While Tegel can serve the function of a hub, Schönefeld will continue to be the inexpensive low-cost location. Growth in the low single-digit percentage range is expected at Tegel Airport in 2014, above all from further growth in transfer volume. Zero growth should be possible at

Schönefeld because of the addition of new routes by easyJet and Norwegian and the relocation of Germania flights to Schönefeld.

airberlin will continue to expand hub operations at Tegel Airport, just as it did in 2012 and 2013 after the BER postponement. Increased frequencies of the long-haul flights to New York (ten flights a week in the future) and to Chicago (once a day in the future) have been announced. Despite the cancellation of the route to Los Angeles, the aircraft used for this route (Airbus A330-200) will remain stationed in Berlin and will offer optimised transfer connections to North America. Further increases in frequency on European routes relevant for transfers can also be expected. The Lufthansa subsidiary Germanwings relocated from Schönefeld to Tegel in 2013 and will take over the Group's decentralised European destinations in Berlin with the exception of the hub routes to Frankfurt, Munich and Düsseldorf. In view of the SCORE programme now being conducted within Lufthansa Group, Germanwings can be expected to examine all of its routes carefully and to cancel unprofitable routes. Slight growth is the most that can be expected from Germanwings in the coming year.

A continuation of the trend to greater use of capacity in the aircraft and the deployment of larger planes is to be expected at both locations. Aircraft movements will remain approximately constant.

Growth in freight is expected to be slight and in the low single-digit range. This is a consequence of the aforementioned adjustments in the long-haul sector on the routes to Chicago and New York and the deployment of an Airbus A330 for the route to Doha. The increase in capacities will contribute to positive development in the cargo sector.

A.2 Non-Aviation Management

Intense work in all of the areas related to BER Airport continues. The highest priority has been given to ensuring legal security for FBB, securing the ideal mix of sectors and securing the expansion of tenants as of the opening of BER. The focus in daily business, on the other hand, has reverted more in the direction of the legacy airports in Tegel and Schönefeld. The strong support for the current

tenants will continue so that the good tenant performance is maintained and the best possible service from the customers' perspective can be offered at the legacy airports.

A.3 Real Estate Management

Owing to the positive market demand, a tender for a second hotel in Airport City has been initiated in 2013. In the middle term, Airport City has great potential for the realisation of another office project.

The procedure to obtain planning permits for two commercial zones has been initiated in cooperation with Schönefeld municipality so the possible additional space requirements from companies and operations located right at the airport can be met.

The planning concepts for the changes in use of the operating airport at Schönefeld created in 2011 will be developed further and concretised in 2013; in addition, measures for the acquisition of planning and construction permits will be taken. These steps are intended to lay the groundwork for high-quality of urban development and economically attractive subsequent use of the properties at the legacy Schönefeld Airport. The initial point of these developments are the new diplomatic airport of the German government and the planned location of Business Aviation.

The realisation of the second development phase for Business Park Berlin began and was carried out in fiscal year 2011. All of the areas which have been sold have now been developed.

In the long term, there is substantial potential for urban and commercial development inherent in the development areas at BER which could be mined to the benefit of FBB as well as of the states of Berlin and Brandenburg. But exploiting this potential is dependent on the opening of BER. Moreover, the communication of the project development potential at BER requires a fitting environment for the shaping of public opinion. This is acknowledged by the plans to launch proactive public communications after the opening of BER.

B Commercial Development

Sales revenues in 2014 will amount to €296.5m and fall short of the level of the previous year, primarily a consequence of one-off effects from the billing of construction services in 2013. When 2013 is adjusted for this special effect, there will be an increase in sales revenues. Operating expenditures will decline. Significantly lower Other operating expenses will offset higher depreciation, increases in personnel expenses because of the additional personnel requirements, most of them temporary as a consequence of the postponement of the BER operational startup, and the hiring of previously third-party workers and freelancers at FBB.

In total, a net loss for the year of €-156m is expected for fiscal year 2014.

Further developments after 2014 will be dependent on the date when BER is finally opening because a significant increase in revenues and improvement in the annual results cannot be expected until the airport opens.

C The New Berlin Brandenburg Airport

The key objective in the BER project for 2014 and beyond is the completion of the passenger terminal by remedying the existing construction errors and completing the safety systems. Additional rebuilding measures in the existing building for the overhaul of the ceiling void and smoke removal system must be carried out in the passenger terminal. Further focus will be on the conduct of the acceptance procedures by experts, operational startup and test runs for the technical equipment of the facility and the acquisition of the official approvals required for the passenger terminal.

New contracts will be awarded in 2014, especially for the planning and installation of the smoke removal systems and the safety systems. In this sense, the investment volume is primarily a consequence of these requirements as well as of the modification and upgrading of existing systems and the fulfilment of existing contracts and addenda.

The significant milestones for 2014 are by and large related to the completion of the BER passenger terminal:

- Operational startup of the buildings required for operation
- Continuation of the construction measures in the passenger terminal, especially:
 - Securing compliance with approval requirements, e.g. by working on the major subject "Smoke Removal and Completion of the Overhaul of the Ceiling Void"
 - Completion of planning points, remaining work and remedy of defects
 - Preparation for utilisation approval of the terminal by the Building Authority
 - Current status documentation
- Conclusion of all of the official acceptance procedures for third-party investment properties (TNP / MWC) in dependency on the completion of the passenger terminal
- Continuation of the planting and foresting measures integrated into use for the compensation activities in the Zülowniederung
- Realisation and new construction of the localiser (ILS system)

Schönefeld, 28 April 2014

Dr Hartmut Mehdorn

Heike Fölster

Auditor's Opinion

We have audited the consolidated annual accounts – comprising balance sheet, income statement, notes, cash flow statement and analysis of shareholders' equity movement – and the consolidated management report prepared by Flughafen Berlin Brandenburg GmbH, Schönefeld, for the fiscal year from 01 January 2013 to 31 December 2013. According to German commercial law, the preparation of the consolidated annual accounts and the consolidated management report is the responsibility of the company's management. It is our responsibility to form an independent opinion, based on our audit, of those consolidated annual accounts and of the consolidated management report. We conducted our audit in accordance with Section 317 HGB, taking into consideration the German standards of auditing issued by the Institut der Wirtschaftsprüfer (IDW). These standards require that we plan and perform the audit to obtain reasonable assurance that any errors and irregularities which would materially affect the representation of the assets, liabilities, financial position and profit and loss shown in the consolidated annual accounts with due regard to with generally accepted accounting standards and in the consolidated management report would be recognized. In determining the audit actions, we gave consideration to our knowledge of the business activities and the economic and legal environment of the Group as

well as to our expectations of possible errors. The scope of the audit also includes, primarily on a test basis, an assessment of the effectiveness of the internal controlling system related to the accounting as well as of the evidence for the amounts and disclosures in the consolidated annual accounts and consolidated management report. The audit includes assessing the accounting information from the various divisions included in the consolidated annual accounts, the definition of the companies included in the consolidation, the accounting and consolidation methods used and the significant estimates made by the legal representative as well as evaluating the overall presentation of the consolidated annual accounts and the consolidated management report. We believe that our audit provides an adequately assured basis for our opinion.

Our audit did not reveal any reasons for objection.

In our opinion, based on our findings during the audit, the consolidated annual accounts are in conformity with legal statutes and, with due regard to the generally accepted accounting principles, give a true and fair view of the Company's assets, liabilities, financial position and profit and loss. The consolidated management report is consistent with the consolidated annual accounts, gives overall a true and fair view of the Group's position and accurately describes the opportunities and risks of future developments.

Berlin, 30 April 2014
BDO AG, Accounting Firm

signed Schulz, CPA
signed Rehmer, CPA

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Last revised: May 2014

Airport

Berlin Brandenburg

Area 1,470 hectares

Capacity
On opening day 27 million passengers annually
Expansion stages 45 million passengers annually

Terminal
Gross floor area 320,000 square metres
Roof area 49,000 square metres
Length 220 metres
Width 180 metres
Height 32 metres

Main Pier
Length 715 metres
Passenger bridges 16

North Pier
Length 350 metres
Walk boarding positions 12

South Pier
Length 350 metres
Passenger bridges 9

Runways
North Runway 3,600 metres
South Runway 4,000 metres
Lateral separation 1,900 metres

Parking spaces 10,000

