

DESTIA GROUP
FINANCIAL STATEMENTS
ANNOUNCEMENT 2008

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Summary of the key figures and events of the year

- The Group's turnover increased by 19.1 per cent to MEUR 717.1.
- The Group's operating profit rose to MEUR 19.3 and amounted to 2.7 per cent of turnover
- Return on investment came to 15.7 per cent
- The equity ratio was 33.4 per cent
- In December, Destia sold the road marking business to Oy Geveko Trading Ab
- In October, Destia acquired Finnroad Oy's entire share capital
- In April, Destia purchased eighty per cent of the share capital of Maarakennus Jaara Oy
- Destia Ltd started operations on 1st January 2008

CONSOLIDATED KEY FINANCIAL INDICATORS

	Group	Destia Ltd
MEUR	2008	2008
Turnover	717.1	649.0
Operating profit	19.3	15.2
% of turnover	2.7	2.3
Profit for the period	10.4	9.2
% of turnover	1.5	1.4
Gross investments	66.5	48.2
% of turnover	9.3	7.4
Balance sheet total	294.4	269.8
Equity	85.5	86.8
Equity ratio, %	33.4	35.5
Gearing ratio %	44.4	46.7
Interest-bearing liabilities	62.7	57.6
Current Ratio	0.8	1.2
Quick Ratio	0.7	1.1
Return on equity, %	14.7	17.7
Return on investment, %	15.7	15.4
Personnel on average	2 921	2 469
Order backlog	721	689
Research and development costs	3.0	3.0
% of other operating costs	4.6	5.3

There are no comparison figures for the previous year because the company started up on 1st January 2008 and the reorganisation entered into effect on 1st January 2008. The key figures for Finnish Road Enterprise for 2006–2007 are shown separately on page 19.

The operating environment

In 2008, the infrastructure market grew by a further 3 per cent, even though the deterioration in the global economic situation from the spring of 2008 began to be seen in the sector already towards the end of the year. The situation as regards demand for earth and water construction was still reasonably good.

The market situation varied markedly in the course of the year. Activity in the sector was challenged, on the one hand, by the change from the foreseen inadequacy of personnel resources at the start of the year to the adjustment measures in the sector towards the end of the year, and, on the other, by the trend away from the powerful rise in construction and financing costs at the beginning of the year

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towards the significant fall in the prices of raw materials and in interest rates towards the end of the year.

The deterioration in the economic situation did not affect infrastructure projects as greatly as it did many other investments due to the fact that public projects were launched in accordance with the original schedules. In order to ease the weak economic situation, in the first supplementary budget for 2009, the state has established projects in a transport stimulation programme. These cover basic road maintenance, basic railway maintenance, the development of airports and various road, waterway and railway projects, worth a total of about MEUR 350, for implementation between the beginning of 2009 and 2013.

The decline in the volume of housing construction has led to a shift in focus in construction towards infrastructure projects, and new operators have entered the market. The range of services available for infrastructure projects has increased, which has led to increasing competition on the market and thereby also to fiercer price competition in the sector.

The industry is investing in particular in enhancing safety on sites and in the introduction of machine automation. The development of work processes in the construction sector and ecological considerations are also objects of attention.

New implementation concepts and increased use in projects of the life cycle model that has been exploited already before have been under discussion in large public sector highway projects in particular.

The recession is impacting on the future prospects of infrastructure construction and other sectors alike. The depth and duration of the recession will decide how significant these impacts in the sector are. The availability and cost of financing have clearly weakened the potential for implementing investment plans especially in the private sector or have postponed implementation of plans. Competition for new projects will probably tighten up.

Financial result 1st January – 31st December 2008

Consolidated turnover for 2008 came to MEUR 717.1, representing a growth of 19.1 per cent compared to the corresponding period in the previous year (Destia-Finnish Road Enterprise Group). Excluding acquisitions, there was a growth in turnover in the period of fifteen per cent. Operating profit for the period increased to MEUR 19.3 and accounted for 2.7 per cent of turnover. Operating profit for the period includes other business income of MEUR 11.4, principally comprising rental income, profit from the sale of equipment and profits relating to the sale of business operations. Turnover for the period includes MEUR 24.2, and operating profit MEUR 3.5, in the figures for Maarakennus Jaara, purchased in April 2008.

The purchase of 51 per cent of the share capital of Finnroad Oy, bought in October 2008, has had no appreciable effect on turnover and profit. The Road Marking business sold in December passed to the buyer only at the end of the year.

Consolidated profit for the period totalled MEUR 10.4.

Destia Group's relative profitability improved in the core business, on account of measures to improve profitability in Finland, and was satisfactory. Profitability also improved through an increase in turnover, demand having been reasonably good for most of the year. The downward trend in the margins for the surfacing business was successfully turned positive in 2008. Consolidated operating profit was reduced in particular by the losses in the Estonian business operation. Adjustment measures to respond to the market situation have been launched in Estonia.

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Destia Group's economic objectives

Economic objectives have been set for Destia Group up until 2011. The operating profit target is 5.5 per cent of turnover, and other targets are a return on investment of twenty per cent and profitable growth.

The business operation

In 2008, Destia Group was divided into four business divisions: Construction Services, Maintenance and Ferry Services, Consulting Services, International Operations and Other Business.

Construction Services

Construction Services includes construction, bridge reconstruction, surfacing and road marking services, as well as mineral aggregate operations. Construction Services operates not only in Finland but also in the North of Sweden and North of Norway. This division also provides special construction services, comprising large planning and implementation projects. In addition, the division builds demanding bridges and implements energy infrastructure, rock and railway construction projects.

Construction services	
Turnover 1.1.-31.12.2008, MEUR	475.5
% of consolidated turnover	66.3 %
Order backlog, MEUR	276.6
Personnel on 31.12.2008	1 310

Turnover in 2008 in Construction Services came to MEUR 476, accounting for 66.3 per cent of consolidated turnover. The order book at the turn of the year totalled MEUR 277 and there were 1,310 employees.

The biggest project in 2008 was the Hakamäentie road project in Helsinki (road project started already in 2006), which is proceeding according to schedule. The year saw the completion of the second phase of the western ring road in Tampere and the construction projects on Saaristokatu Street in Kuopio and the harbour link in Rauma. The contract to plan and implement highway 4 and the bridges in Kemi as well as the Hännilänsalmi bridge project on highway 4 in Central Finland have been prestigious new contracts in the period under review. The contract to maintain the surfaced roads in the Koillismaa region in 2008–2022 was also significant. During the year, the volume of construction orders developed positively and bidding activity was brisk.

Maintenance and Ferry Services

Maintenance and Ferry Services include regional maintenance contracts, small-scale construction, ferry services, as well as weather centre and equipment operations.

Maintenance and ferry services	
Turnover 1.1.-31.12.2008, MEUR	204.1
% of consolidated turnover	28.5 %
Order backlog, MEUR	421.5
Personnel on 31.12.2008	763

Turnover in Maintenance and Ferry Services in 2008 came to MEUR 204, accounting for 28.5 per cent of consolidated turnover. The order book at the end of the year totalled MEUR 422 and there were 763 employees.

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In the course of 2008, the Virrat, Lapua, Ilomantsi, Kittilä, Juva, Parkano and Pudasjärvi–Taivalkoski regional contracts have been significant new contracts. The contracts that have been won are for five and seven years. During the accounting period, Destia also concluded a maintenance contract for a life cycle project, the E18 motorway between Muurla and Lohja. The contract covers the entire 21-year period of maintenance until 2029.

In addition, Destia took over the maintenance of three out of five regional contracts previously managed by Estonian company AS Teho when that company withdrew from Finland.

Consulting Services

Consulting Services cover infrastructure construction planning, geotechnical, surveying and expert services.

Consulting services	
Turnover 1.1.-31.12.2008, MEUR	28.3
% of consolidated turnover	3.9 %
Order backlog, MEUR	13.3
Personnel on 31.12.2008	478

Turnover in Consulting Services in 2008 came to MEUR 28, accounting for 3.9 per cent of consolidated turnover. The order book totalled MEUR 13 million and there were 478 employees at the end of the year.

During the period under review, the most significant new contracts have comprised the surveying work for highway 4 at Kemi and the diamond drillings for Geological Survey of Finland.

International Operations and Other Business

Destia's International Operations include construction, maintenance and upkeep in the Baltic Sea region, for the moment principally in Estonia.

International operations and other business	
Turnover 1.1.-31.12.2008, MEUR	9.2
% of consolidated turnover	1.3 %
Order backlog, MEUR	9.8
Personnel on 31.12.2008	200

Turnover for International Operations and other business in 2008 totalled MEUR 9, accounting for 1.3 per cent of consolidated turnover. The order book totalled MEUR 10 and there were 200 employees at the end of the year.

Destia's purchase of Finnroad Oy, raising its ownership share to hundred per cent, brought the company not only international business activity but also new personnel with international experience.

During the accounting period, Destia Traffic, part of Other Business, concluded co-operation agreements with four significant navigator manufacturers for the supply of real-time traffic information (TMC) directly to navigators. In the period under review, the globalisation of traffic information services has proceeded well. In Norway and Sweden, contracts have been concluded for the production and supply of a TMC service with two different navigator manufacturers.

The parent company's turnover accounted for 90.5 per cent and the subsidiaries' and associated companies' turnovers accounted for a total of 9.5 per cent of consolidated turnover. The consolidated work in progress at the end of 2008 came to MEUR 721.

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Business acquisitions and sales

Destia's ownership share rose in railway construction specialist Kaivuujyrä Group from sixty per cent to 68 per cent. The rise in share of ownership was based on a purchase and sale contract of sale concluded in the previous year.

In April, Destia bought eighty per cent of the share capital of Oulu-based Maarakennus Jaara Oy. A specialist in traditional earth and water construction and in jobs requiring expertise in the infrastructure sector, Maarakennus Jaara Oy has a work force of 130. Its turnover in 2008 totalled MEUR 24.2. The acquisition forms part of Destia's growth strategy in Finland and puts both Destia and Maarakennus Jaara in an even better position to engage in projects in the North of Finland and elsewhere in the country.

Destia Ltd purchased 51 per cent of the share capital of infrastructure consulting company Finnroad Oy. Since the acquisition completed on 1st October, Destia has owned Finnroad's entire share capital. In the transaction, Ramboll Finland Oy sold 26 per cent and SITO Oy 25 per cent of its shares. The acquisition supports Destia's internationalisation strategy. Finnroad has a work force of ten and its turnover is about MEUR 7. Finnroad Oy has continued as a subsidiary of Destia Ltd since 1st October.

The contract for the sale of Destia Ltd's road marking business to Geveko Trading Oy was signed on 13th November 2008. The deal supports Destia's strategy and makes it possible for Destia to concentrate on its core business sector. The road marking business was transferred to Geveko at the end of 2008. The business had a turnover of about MEUR 10. The 41 employees of the road marking services moved to Geveko as existing employees. In the spring, Destia purchased the whole share capital of Rovaniemi-based Lapin Tiemerkintä Oy, which is engaged in the road marking business. In December Lapin Tiemerkintä Oy, in connection with the sale of the road marking operation, was transferred to Geveko. Lapin Tiemerkintä had a turnover of about 1 MEUR.

The balance sheet, investments and financing

The Act on the conversion of Finnish Road Enterprise into a limited company (1126/2007) entered into force on 1st January 2008. On the grounds of the Act, the Finnish Government was authorised to transfer the assets, intellectual property right and the business in the possession of Finnish Road Enterprise to a limited company established to continue its operation. The limited company is responsible for loan, service, contracting, procurement and delivery agreements and for other commitments undertaken by Finnish Road Enterprise. The Finnish State subscribed to all the shares of the new company Destia Ltd.

In connection with the incorporation, Destia Ltd assumed responsibility for arranging supplementary pension cover for personnel transferred from Finnish Road Enterprise, totalling some MEUR 32.4 and for entering Finnish Road Enterprise's profit for 2007, MEUR 4.6, to the State. The supplementary pension liability has been entered in the opening balance sheet directly as a deduction from shareholders' equity. In connection with the incorporation, about nineteen million euro in long-term liabilities was also recorded as having been paid to the State.

When Finnish Road Enterprise's financial statements were adopted on 31st December 2007, the company's shareholder meeting confirmed that the final unrestricted shareholders' equity fund in Destia Ltd's opening balance sheet totalled MEUR 60.6 and that thereby the increase in the amount of the invested unrestricted shareholders' equity fund was 12.8 euro. The final net value of the assets given as capital contribution in Destia Ltd's opening balance sheet was confirmed to be MEUR 77.5, including seventeen million euro in share capital. In accordance with the formula used in the government bill, the opening balance sheet total came to MEUR 204.9 and the equity ratio to 37.9 per cent.

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Gross investments in the accounting period totalled MEUR 66.5, MEUR 42.2 of which consisted of investments in buildings and equipment and 24.3 MEUR of other investments relating mainly to acquisitions.

Destia's liquidity remained good throughout the year. The parent company did not take out any long-term loans, and the long-term loans taken out by the Group companies amounted to MEUR 2.1. MEUR 5.6 of the Group's long-term loans were paid off during the year. Short-term credit limits were in use only occasionally.

Cash and cash equivalents in the balance sheet at the end of December totalled MEUR 22.9, including cash and bank receivables as well as financial asset securities. Short-term credit limits of MEUR 30 were unused.

Consolidated interest-bearing long-term liabilities fell during the period to MEUR 6.6.

In the spring of 2008, Destia Ltd and Nordea Bank Finland Plc, Pohjola Bank Plc and Sampo Bank Plc signed an agreement for the issue of commercial papers on the Finnish money market. The joint programme worth MEUR 150 is designed to strengthen Destia's financial resources and to make Destia Ltd's name known on the financial market. The commercial papers issued by Destia on the market at the turn of the year had a combined value of MEUR 48.4.

At the turn of the year, Destia did not have any derivative contracts in force.

Cash flow for the period comprised MEUR 36.9 from operating activities, -55.5 MEUR from investing, and 37.8 MEUR from financing activities.

At the end of the period, the equity ratio was 33.4 per cent, and net gearing ratio 44.4 per cent.

Meetings of shareholders in 2008 and administration

The government programme of Prime Minister Vanhanen's second cabinet released in the spring of 2007 included a plan for the incorporation of Finnish Road Enterprise into a wholly state-owned limit company from 1st January 2008. Destia Ltd started its operation in accordance with the aforesaid plan.

The following members of the previous Board of Directors were re-elected to the Board of Directors of Destia Ltd from 1st January 2008: the Chairman of the Board of Directors Jorma Wiitakorpi, until 14th November 2008, the Deputy Chairman of the Board of Directors Eeva-Liisa Virkkunen, Kaisa Vikkula and Arto Honkaniemi. Jukka Ruuska, Jorma Haapamäki, Jarmo Pirhonen and Anna Tapio were elected as new members to the Board of Directors. An extraordinary meeting of shareholders held on 14th November 2008 elected Eeva-Liisa Virkkunen as Chairman, the Board of Directors elected from among its members Jorma Haapamäki as Deputy Chairman. All the members of the Board of Directors are independent of the company, apart from Arto Honkaniemi, who is not independent in relation to the company's shareholder.

The Board of Directors carried out a self-assessment of its work in December 2008.

The Board of Directors has established from among its members two committees, the Audit Committee and the Remuneration and Appointment Committee. The Audit Committee comprised Eeva-Liisa Virkkunen as Chairman, Jukka Ruuska and Kaisa Vikkula. The Remuneration and Appointment Committee comprised until 14th November 2008 Jorma Wiitakorpi as Chairman and since that with Eeva-Liisa Virkkunen, Jorma Haapamäki and Arto Honkaniemi.

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In accordance with a decision of a meeting of shareholders, the Chairman of the Board of Directors was paid a monthly fee of 3 300 euro, the Deputy Chairman a fee of 1 800 euro, and the other members of the Board of Directors a fee of 1 500 euro. All members of the Board of Directors were paid, in addition to the monthly fee, an attendance fee of 600 euro for each meeting of the Board of Directors and a committee. Travel expenses and daily allowances were paid in accordance with Destia's Corporate Travel Policy.

Ernst & Young Oy, with Jarmo Lohi, CPA, APA, as the auditor with principal responsibility, was elected as auditor for 2008.

From 1st January to 31st December 2008, Jukka Laaksovirta held the position of Destia's President and CEO.

The foundation, share capital and shares of Destia Ltd

Destia Ltd's deed of incorporation was signed on 13th December 2007, and Destia Ltd's business name was registered on 4th January 2008. Destia Ltd's registered share capital at the beginning of 2008 came to 17.0 MEUR and the number of shares totalled 680,000. The company is 100% state-owned. The accounting period is from 1st January to 31st December.

Organisation and personnel

On 1st January 2008, Destia reformed its organisational structure from the previous organisational model based partly on geographical regions and partly on operations to an organisational structure based on business operations. As a result of the reorganisation the business operations were divided into Construction Services, Maintenance and Ferry Services, Consulting Services, International and Other Business.

Since 1st January 2009, the organisational structure has been rendered more precise whereby the business divisions are: Infrastructure Construction, Infrastructure Maintenance, Rocks, Solutions, and International. The Group's joint operations are: Finance and Administration, Legal Services, and Communication.

From 1st January 2009, Destia management team comprised President and CEO Jukka Laaksovirta, Vice-President Hannu Kulju, Kalevi Katko, Jouni Karjalainen, Juha Ryhänen and Markus Korhonen as well as Pirkko Salminen, Pekka Holopainen, Miia Apukka and representative of personnel Jouko Korhonen.

As a new company, Destia Kalusto Oy started up on 1st July 2008. This equipment company took over the parent company's heavy equipment from all the business divisions, i.e., the equipment centre's equipment, the ferry equipment, surfacing and road marking equipment, crushing equipment as well as construction and maintenance equipment.

In May, Destia Ltd and Enfo Oy concluded a sizeable outsourcing agreement, under which Destia's entire ICT service process was taken on by Enfo. Under the agreement, twenty Destia employees moved to Enfo as existing employees. The agreement includes all the ICT services required by Destia. By transferring ICT services to a reliable partner, Destia can concentrate in accordance with its business sector strategy on its core business and on improving profitability.

During the period under review, the Group's personnel averaged 2,921. The total at the end of December was 2,833, including 2,612 permanent employees and 221 on fixed-term contracts. 95.4 per cent of personnel worked in Finland, 4.6 per cent abroad. Owing to the seasonal nature of the business the number of employees varies during the year and peaks in the summer.

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Personnel costs in 2008 totalled 143.0 MEUR, equivalent to 19.9 per cent of turnover. During the year, universal pay rise increased personnel costs by 3.2 per cent, i.e., 4.4 MEUR. The Board of Directors, President and CEO, and Vice-President were paid during the year a total of MEUR 0.76 in salaries and fees subject to withholding of tax.

Destia's incentive scheme covers the company's entire personnel. The reward criteria in the incentive scheme are based on the results per Group and business division as well as on achieving personal targets agreed in annual superior-subordinate discussions. Destia's instance bonus applicable to the entire personnel is granted by a separate decision for good work performance.

In 2008, the Group devoted particular attention also to work safety, developing the competence and welfare at work of personnel. These will continue to be a priority in 2009 and in future years in order to kick-start processes continuing through particular projects. The measures in the safety campaign launched in 2008 will also go on in 2009.

Environmental matters

Infrastructure sector production chains have an impact on the environment, inter alia, as regards use of land and mineral aggregates and energy consumption. Management of environmental matters forms an essential part of Destia's corporate culture. Destia offers its customers solutions that improve the state of the environment and take the life cycle into account, and is engaged in joint development of the sector.

In 2008, Destia gained the international ISO 9001- and 14001 combined certificate for quality and environmental matters relating to all its contracting services, i.e., infrastructure construction, maintenance and upkeep services.

Research and development

Research and development work creates the prerequisites for remaining a pioneer in the sector. Destia invested in R&D activities in accordance with its strategy. In 2008, R&D costs totalled 3.0 MEUR.

The objective of research and development work is to standardise production concepts and improve productivity as well as to develop new business operations in support of the Group's growth strategy. Destia is also engaged in developing the sector in various projects. Research and development work are also carried out in collaboration with a variety of interest groups.

Automation continues to be an area under development, in which considerable progress was made in 2008. The introduction of automation at Destia sites has proceeded well. Development is also designed to respond to changing order practices in the industry.

Risk management

According to Destia's risk management policy and operating principles, risk management forms a natural part of the operation and relates closely to management. Group management follows closely changes occurring in the business environment and assesses their impact and risks for the implementation of the strategy. The risks relating to strategies are examined in connection with strategy work, and the risk factors, their probability and effects on attainment of objectives are assessed in the business plans. Changes in significant risks affecting the operating year, and measures to curb them, are reported quarterly.

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Destia Group's most significant risks relate to implementation of customer projects. Significant risks are involved in particular projects offered and implemented for new customers, in a new business environment, and in the profitability of the projects. In addition, international operations involve particular risks differing from those of domestic operations, which is why special attention is paid to the risks associated with international projects.

Risk management for project activity has been organised separately with regard to the various stages of project activity, bidding activity, contractual praxis, project launching, management of the project implementation phase, and conclusion of a project. The risks of project activity and their impact on the economy are assessed monthly in connection with economic reporting. Other indicators anticipating the riskiness of project activity have also been introduced to improve risk management. Projects with significant risks are examined in connection with the quarterly reports.

Provision has been made for dealing with significant risk factors associated with projects, assets and liabilities with the aid of insurance and contractual terms and conditions.

Management of financial risks in the Group is dealt with centrally in accordance with a separate guideline defined in financial policy.

Destia Group's internal audit is there to make sure that internal supervision is at an adequate level. The work of internal audit is based on the professional standards for internal audits.

In the course of 2008, the Board of Directors and its Audit Committee have focused in particular on the state of Destia Group's internal supervision. International supervision and auditing have been rendered more effective in order to ensure that it has been organised properly.

Legal proceedings

On 19th October 2007, Helsinki District Court gave a decision on the action brought by Destia concerning the procurement procedure for the stretch of the E18 motorway between Lohja and Lohjanharju. At the District Court, Destia claimed compensation totalling MEUR 5.5 from the Finnish Road Administration. The District Court rejected Destia's claims, and Destia has appealed the decision to Helsinki Court of Appeal. It is estimated that the additional costs for Destia in the matter will comprise the legal costs.

Events subsequent to the accounting period

Destia Ltd has agreed on co-operation with Masku Kiinteistöt Oy for the construction of the Ideapark business city in Kiiminki. A land area of over thirty hectares has been set aside for the project. The Kiiminki Ideapark business city is to cover an area of about 100,000 square metres. The project is due to be launched in May 2009. The construction phase will provide work for about a thousand people.

Destia is the project manager in the project and is contributing its core competence in infrastructure construction and project management. Destia is not a real estate investor in the project. The principal partner as regards commercial construction is Metsäliitto Wood Products Industry, which possesses international experience of supplying wooden product parts for demanding commercial and public buildings.

Future prospects

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Improved profitability is the Destia Group's primary target. This will pave the way for growth and internationalisation. Alongside traditional civil engineering, Destia will make investments in railway construction and infrastructure construction for the mining and energy industries, and will also expand with new businesses.

Substantial changes in financing markets and the economy have led to uncertainty in the outlook for the infrastructure industry. Major traffic route and railway projects are in the pipeline and will be launched in the coming years. In January, Government decided on a reflation programme that will increase infrastructure construction in 2009–2013. The economic downturn and difficult financing situation will hinder the launch of private sector projects in particular, and competition for upcoming projects is heating up.

The current market situation makes it difficult to forecast trends for 2009. The economic downturn is expected to lower demand for infrastructure construction, and so the Destia Group's 2009 turnover is forecast to fall short of 2008 figures. However, thanks to Destia's order backlog and ongoing measures to improve profitability, the Board of Directors expects consolidated operating profit to remain at the same level as in 2008.

Board of Directors recommendation for the distribution of profit

Destia Ltd's distributable unrestricted shareholders' equity totals 69 775 892.96 euro, including profit for the period of 9 226 492.05 euro.

The Board of Directors recommends to the Annual General Meeting of shareholders that, for the year ended 31st December 2008, dividend of 6.80 euro per share be distributed, i.e., 4 624 000.00 euro in total, leaving 4 602 492.05 euro in profits. The proposed payment of dividend will not jeopardise Destia's liquidity.

Recommendations of the Board of Directors to the 2009 Annual General Meeting of shareholders

The Annual General Meeting of Destia Ltd's shareholders is to be held at 10 a.m. on 11th March.

Proposal by the Board of Directors regarding the profit:

Destia Ltd's distributable unrestricted shareholders' equity totals 69 775 892.96 euro, including profit for the period of 9 226 492.05 euro.

The Board of Directors recommends to the Annual General Meeting of shareholders that, for the year ended 31st December 2008, dividend of 6.80 euro per share be distributed, i.e., 4 624 000.00 euro in total, leaving 4 602 492.05 euro in profits. The proposed payment of dividend will not jeopardise Destia's liquidity.

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Recommendation of the Board of Directors for the auditor:

The Board of Directors recommended that KHT-yhteisö Deloitte & Touche Oy be chosen as the company's auditor.

Helsinki 26th of February 2009

DESTIA LTD

The Board of Directors

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Destia Group's Interim Report Q1/2009 is due to be released on 29th April 2009.

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PROFIT AND LOSS ACCOUNT	CONSOLIDATED		DESTIA LTD	
	1 Jan-	31 Dec 2008	1 Jan-	31 Dec 2008
TURNOVER		717 119 079,02		649 006 795,42
Other operating income		11 393 155,98		9 525 057,80
MATERIALS AND SERVICES				
MATERIALS AND CONSUMABLES				
Purchases during the financial year		-152 404 994,28		-128 530 680,43
Increase/decrease in inventories		3 331 657,28		3 206 242,33
External services		-331 673 623,43		-325 740 325,31
Materials and services		-480 746 960,42		-451 064 763,41
PERSONNEL EXPENSES				
Salaries and fees		-114 854 613,76		-101 354 517,64
Personnel expenses				
Pension expenses		-20 696 529,07		-18 080 550,93
Other personnel expenses		-7 460 073,92		-6 411 607,73
Personnel expenses		-143 011 216,75		-125 846 676,30
DEPRECIATION AND WRITE-DOWNS				
Depreciation according to plan		-19 211 217,25		-9 612 477,57
Depreciation of consolidated goodwill		-1 468 161,29		
Other operating expenses		-64 791 449,14		-56 857 566,56
OPERATING PROFIT		19 283 230,14		15 150 369,38
FINANCIAL INCOME AND EXPENSES				
Dividend income from Group companies				420 005,00
Income from other financial assets		418,00		418,00
Other interest income from Group companies				2 392 220,09
Other interest income and financial income		267 550,70		245 480,48
Depreciation on financial assets				-500 000,00
Interest expenses from liabilities to Group companies				-15 833,34
Interest expenses from liabilities to others		-3 722 819,77		-3 141 544,48
Financial income and expenses		-3 454 851,07		-599 254,25
PROFIT BEFORE EXTRAORDINARY ITEMS		15 828 379,06		14 551 115,13
EXTRAORDINARY ITEMS				
Extraordinary expenses				-5 324 623,08
Extraordinary items				-5 324 623,08
PROFIT BEFORE TAXES		15 828 379,06		9 226 492,05
APPROPRIATIONS, TAXES AND MINORITY INTEREST				
Income tax		-2 062 228,11		
Change in deferred tax liability		-1 618 910,51		
Minority interest		-1 729 805,85		
PROFIT FOR THE PERIOD		10 417 434,59		9 226 492,05

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BALANCE SHEET	CONSOLIDATED 31 Dec 2008	CONSOLIDATED 1 Jan 2008	DESTIA LTD 31 Dec 2008	DESTIA LTD 1 Jan 2008
ASSETS				
NON-CURRENT ASSETS				
INTANGIBLE ASSETS				
Intangible rights	820 207,02	639 729,21	726 990,84	636 729,62
Goodwill	151 740,20	232 632,38	151 740,20	232 632,38
Consolidated goodwill	13 655 644,01	3 882 661,43		
Other long-term expenditure	553 867,15	678 897,40	487 955,53	619 397,40
Advance payments on intangible assets	24 893,22		24 893,22	
Intangible assets	15 206 351,61	5 433 920,42	1 391 579,79	1 488 759,40
TANGIBLE ASSETS				
Land and water areas	3 185 311,19	3 085 419,16	3 169 065,42	3 085 419,16
Buildings and structures	11 898 234,93	9 989 923,90	9 674 165,37	9 977 181,41
Machinery and equipment	95 412 215,58	66 026 245,21	7 664 261,80	59 177 501,33
Other tangible assets	15 926 497,21	15 823 734,90	15 234 697,67	15 503 765,14
Advance payments and construction in progress	421 483,78	1 483 092,46	421 483,78	1 399 477,22
Tangible assets	126 843 742,70	96 408 415,63	36 163 674,04	89 143 344,26
INVESTMENTS				
Shares in Group companies			23 735 816,74	6 032 048,92
Receivables from Group companies			4 100 000,00	
Shares in associated companies		81 262,11		181 575,17
Other shares and securities	2 101 798,39	115 665,17	2 036 471,42	62 165,17
Investments	2 101 798,39	196 927,28	29 872 288,16	6 275 789,26
NON-CURRENT ASSETS	144 151 892,66	102 039 263,33	67 427 541,99	96 907 892,92
CURRENT ASSETS				
INVENTORIES				
Materials and consumables	32 136 634,75	28 221 757,35	31 317 800,29	28 111 557,96
Unfinished products	11 977,25			
Finished products	110 640,50	5 494,22		
Other inventories	65 838,46			
Inventories	32 325 090,96	28 227 251,57	31 317 800,29	28 111 557,96
RECEIVABLES				
Accounts receivable	65 563 684,73	54 199 136,49	55 869 164,51	50 277 343,40
Current receivables from Group companies			75 289 434,78	955 822,44
Current receivables from associated companies		1 178 110,20		1 178 110,20
Other receivables	3 378 412,46	551 752,02	1 151 830,31	434 431,79
Prepaid expenses and accrued income	26 036 497,70	25 847 598,29	21 583 611,57	25 689 321,17
Receivables	94 978 594,89	81 776 597,00	153 894 041,17	78 535 029,00
Investments	5 114 497,54	682 889,13	5 114 497,54	227 031,68
Cash and bank	17 821 038,44	3 088 771,40	12 005 110,05	1 077 552,44
CURRENT ASSETS	150 239 221,86	113 775 509,10	202 331 449,05	107 951 171,08
ASSETS	294 391 114,53	215 814 772,43	269 758 991,04	204 859 064,00

20.2.2009

BALANCE SHEET	CONSOLIDATED 31 Dec 2008	CONSOLIDATED 1 Jan 2008	DESTIA LTD 31 Dec 2008	DESTIA LTD 1 Jan 2008
EQUITY AND LIABILITIES				
EQUITY				
Subscribed equity	17 000 000,00	17 000 000,00	17 000 000,00	17 000 000,00
Fund for investments of non-restricted equity	60 549 400,91	60 549 400,91	60 549 400,91	60 549 400,91
Retained earnings	-2 455 826,06	-2 359 570,76		
Profit/loss for the period	10 417 434,59		9 226 492,05	
EQUITY	85 511 009,44	75 189 830,15	86 775 892,96	77 549 400,91
MINORITY INTEREST	3 910 048,34	854 309,69		
PROVISIONS	18 257 284,54	16 551 740,63	17 320 665,77	16 412 778,35
GROUP RESERVE	129 376,35			
LIABILITIES				
LONG-TERM LIABILITIES				
Government loan	1 793 060,06	8 700 000,00	1 793 060,06	8 700 000,00
Loans from financial institutions	4 832 637,56	2 970 746,20		
Other liabilities	890 151,44	709 522,02		
Long-term liabilities	7 515 849,07	12 380 268,22	1 793 060,06	8 700 000,00
SHORT-TERM LIABILITIES				
Government loan	3 453 469,97		3 453 469,97	
Loans from financial institutions	51 327 354,13	8 933 961,42	48 382 092,01	6 104 390,51
Advances received	27 042 016,87	22 151 492,82	25 411 956,44	20 897 526,36
Accounts payable	40 701 722,47	34 544 584,69	33 400 618,77	32 949 524,12
Liabilities to Group companies			9 085 727,64	181 054,68
Other liabilities	9 982 461,20	14 076 287,69	6 484 122,43	12 174 662,83
Accrued expenses and deferred income	44 380 580,98	31 094 171,50	37 651 384,99	29 889 726,24
Deferred tax liability	2 179 941,18	38 125,62		
Short-term liabilities	179 067 546,80	110 838 623,74	163 869 372,25	102 196 884,74
LIABILITIES	186 583 395,86	123 218 891,96	165 662 432,31	110 896 884,74
EQUITY AND LIABILITIES	294 391 114,53	215 814 772,43	269 758 991,04	204 859 064,00

20.2.2009

DESTIA Group

	CONSOLIDATED DEC 2008	DESTIA LTD DEC 2008
<u>Cash flow from business operations</u>		
Payments received from customers	723 437 752,76	655 329 600,74
Payments to suppliers of goods/services and to personnel	-683 419 885,65	-636 071 122,18
Cash flow from business operations before financial items and tax	40 017 867,11	19 258 478,56
Interest paid on business operations	-3 015 398,70	-2 434 123,41
Dividend income received from business operations	418,00	420 423,00
Interest received from business operations	250 132,75	228 062,53
Taxes paid on business operations	-357 007,03	
Cash flow before extraordinary items	36 896 012,13	17 472 840,68
Cash flow from business operations	36 896 012,13	17 472 840,68
<u>Cash flow from investment activities</u>		
Investments in tangible and intangible assets	-46 143 328,04	-22 393 430,87
Proceeds from the sale of tangible and intangible assets	6 424 727,84	3 122 770,24
Acquired and divested shares in subsidiaries	-13 914 671,34	-18 022 192,65
Other investments	-1 988 971,39	-1 988 971,39
Proceeds from the sale of other investments	98 421,14	14 665,14
Loans granted		-5 214 889,21
Cash flow from financing activities	-55 523 821,79	-44 482 048,74
<u>Cash flow from financing activities</u>		
Withdrawals of short-term loans	41 495 385,31	46 277 701,50
Withdrawals of long-term loans	2 062 081,97	
Repayment of long-term loans	-5 575 282,17	-3 453 469,97
Dividends paid	-188 000,00	
Cash flow from financing activities	37 794 185,11	42 824 231,53
<u>Change in liquid funds</u>		
Liquid assets on balance sheet on 31 Dec.	22 935 535,98	17 119 607,59
Liquid assets on balance sheet on 1 Jan.	3 769 160,53	1 304 584,12
	<u>19 166 375,45</u>	<u>15 815 023,47</u>

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DESTIA GROUP

Income statement per quarter

Group currency EUR	1-3/2008	4-6/2008	7-9/2008	10-12/2008	1-12/2008
INCOME STATEMENT, FAS					
TURNOVER	103.7	170.3	227.3	215.8	717.1
Other operating income	0.7	1.4	1.5	7.8	11.4
Materials and services	-66.4	-111.5	-156.7	-146.2	-480.8
Personnel costs	-28.6	-34.3	-35.7	-44.5	-143.1
Depreciation and amortization	-4.3	-5.2	-5.8	-5.4	-20.7
Other operating costs	-10.0	-15.7	-17.1	-21.9	-64.7
OPERATING PROFIT/LOSS	-4.9	5.0	13.5	5.6	19.2
Financial income and expenses	-0.3	-0.7	-1.1	-1.3	-3.4
PROFIT/LOSS BEFORE EXTRAORDINARY ITEMS	-5.2	4.3	12.4	4.3	15.8
Income tax on business operations	0.0	-0.4	-0.6	-1.0	-2.0
Changes in deferred tax liability				-1.7	-1.7
Minority interest	0.3	-0.2	-0.5	-1.3	-1.7
PROFIT/LOSS FOR THE PERIOD	-4.9	3.7	11.3	0.3	10.4

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DESTIA GROUP

Quarterly balance sheet

	31 Dec 2008	30 Sep 2008	30 Jun 2008	31 Mar 2008
ASSETS				
NON-CURRENT ASSETS	144,2	134,8	131,5	104,2
CURRENT ASSETS				
Inventories	32,3	33,0	32,3	28,6
Receivables	95,0	142,4	105,1	57,8
Investments	5,1	0,2	0,2	1,2
Cash and bank	17,8	4,5	6,8	4,8
CURRENT ASSETS	150,2	180,1	144,4	92,4
ASSETS	294,4	314,9	275,9	196,6
EQUITY AND LIABILITIES				
EQUITY	85,5	85,5	70,2	66,7
MINORITY INTEREST	3,9	2,7	2,1	0,4
PROVISIONS	18,3	16,4	16,7	16,4
GROUP RESERVE	0,1			
LIABILITIES				
Deferred tax liability	2,2	0,5	0,6	0,0
Long-term liabilities	7,5	15,6	15,3	12,5
Short-term liabilities	176,9	194,2	171,0	100,6
LIABILITIES	186,6	210,3	186,9	113,1
EQUITY AND LIABILITIES	294,4	314,9	275,9	196,6

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Destia Group

Cash flow statement

	Mar 2008	Jun 2008	Sep 2008	Dec 2008
<u>Cash flow from business operations</u>				
Payments received from customers	129,6	263,7	470,0	723,4
Payments to suppliers of goods/services and to personnel	-142,0	-278,3	-494,7	-683,4
Cash flow from business operations before financial items and taxes	-12,4	-14,6	-24,7	40,0
Interest paid on business operations	-0,3	-0,8	-1,4	-3,0
Interest received from business operations	0,0	0,1	0,2	0,3
Taxes paid on business operations	0,0	-0,3	-1,1	-0,4
Cash flow from business operations	-12,7	-15,6	-27,0	36,9
<u>Cash flow from investment activities</u>				
Investments in tangible and intangible assets	-6,1	-20,8	-30,4	-46,1
Proceeds from the sale of tangible and intangible assets	0,1	1,0	2,5	6,4
Acquired and divested shares in subsidiaries and associates	-0,4	-11,2	-14,5	-13,9
Other investments				-2,0
Proceeds from the sale of other investments	0,0	0,1	0,1	0,1
Cash flow from investment activities	-6,4	-30,9	-42,3	-55,5
<u>Cash flow from financing activities</u>				
Withdrawals of short-term loans	21,2	49,0	69,5	41,5
Withdrawals of long-term loans	0,2	1,0	1,3	2,1
Repayment of long-term loans	0,0	-0,2	-0,3	-5,6
Dividends paid	0,0	-0,1	-0,2	-0,2
Cash flow from financing activities	21,4	49,7	70,3	37,8
Change in liquid funds	2,3	3,2	1,0	19,2
Liquid assets on balance sheet on 31 Dec.	6,1	7,0	4,8	22,9
Liquid assets on balance sheet on 1 Jan.	3,8	3,8	3,8	3,7
Change in liquid funds	2,3	3,2	1,0	19,2

Finnish Road Enterprise Group in 2007, 2006

CONSOLIDATED FINANCIAL INDICATORS MEUR	GROUP	GROUP	ROAD ENTERPRISE	ROAD ENTERPRISE
	1-12/2007	1-12/2006	1-12/2007	1-12/2006
Turnover	601.9	485.4	572.7	474.1
Change from previous year, %	24.0	-2.0	20.8	-3.4
Operating profit	10.2	9.2	7.9	10.6
% of turnover	1.7	1.9	1.4	2.2
Profit/loss for the period	5.9	8.2	4.8	9.6
% of turnover	1.0	1.7	0.8	2.0
Gross investments	33.2	20.8	26.6	19.2
% of turnover	5.5	4.3	4.6	4.0
Balance sheet total	248.1	234.6	237.1	231.1
Equity	93.1	91.9	95.5	95.5
Equity ratio, % 1)	41.6	42.2	44.2	44.5
Gearing ratio, % 2)	39.1	3.5	34.0	-0.4
Interest-bearing liabilities	40.6	38.2	33.7	34.5
Current Ratio 3)	1.3	1.5	1.4	1.5
Quick Ratio 4)	1.2	1.2	1.2	1.2
Return on equity, % 5)	9.5	9.0	7.6	10.4
Return on investment, % 6)	8.5	8.0	6.9	9.0
Personnel on average	2 774	2 600	2 469	2 469
Order backlog	658	693	627	685

Calculation rules:

- 1) Shareholders' equity + minority interest/(balance sheet total - advances received)
- 2) (Interest-bearing liabilities - cash, bank receivables and financial securities)/shareholders' equity + minority interest
- 3) Inventories + financial assets/short-term liabilities
- 4) Financial assets excluding receivables from uncompleted projects /Short-term liabilities excluding advances
- 5) Profit/loss before extraordinary items - taxes /Shareholders' equity + minority interest on average (opening and closing balance)
- 6) Profit/loss before extraordinary items + interest and other financial expenses/average of capital invested
(balance sheet total - non-interest-bearing liabilities - obligatory provisions, opening and closing balance)