
CORPORATE GOVERNANCE

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GROUP STRUCTURE AND SHAREHOLDERS

Schweiter Technologies AG assures its customers, shareholders, investors, and employees that it is fully committed to good corporate governance based on the Articles of Association and organizational regulations of the company.

Schweiter Technologies AG adheres to the standards of the Directive on Information relating to Corporate Governance published by SIX Exchange Regulation.

GROUP STRUCTURE

Schweiter Technologies, with its head office in Steinhausen, Switzerland, is a globally active Group focusing on composites solutions with its division 3A Composites. The main activities include the development, production, and distribution of high-quality composites, paper and plastic sheets, foamboards, and core materials based on balsa wood and PET foam. These materials are used primarily in the areas of visual communication (display), architecture, wind energy, industry, train and bus manufacturing, and marine engineering.

Its best-known brands are AIREX®, ALUCOBOND®, BALTEK®, DIBOND®, FOREX®, GATOR®, KAPA®, PERSPEX® and SINTRA®.

An overview of all Group companies can be found in the financial section on page 159.

SIGNIFICANT SHAREHOLDERS

As of 31 December, the following shareholders held more than 3% of voting rights:

PERCENTAGE OF SHARES HELD (ACCORDING TO MOST RECENT DISCLOSURE NOTICE)	2023	2022
KWE Beteiligungen AG, Wollerau ¹	25.5%	25.5%
1832 Asset Management L.P., Toronto, Canada	12.46%	10.06%
Beat Siegrist Beteiligungen AG, Zug	5.81%	5.9%
Credit Suisse Funds AG, Zurich	3.01%	3.03%

¹ KWE Beteiligungen AG is held by a group of shareholders consisting of Beat Frey, Brigitte Frey, Vanessa Frey and Alexandra Frey.

Conversion of bearer shares for registered shares in accordance with the resolution of the AGM 2023

On 4 April 2023, the Annual General Meeting of Schweiter Technologies AG approved the conversion of the previously existing bearer shares with a par value of CHF 1 each into registered shares.

Following the conversion, the share capital of Schweiter Technologies AG remains unchanged at CHF 1 431 808 and consists of 1 431 808 registered shares with a par value of CHF 1 each. Stock exchange trading on the SIX Swiss Exchange AG in the previous bearer shares was maintained until 12 April 2023. The listing and admission to trading of the total of 1 431 808 registered shares in the International Reporting Standard took place on 13 April 2023.

Registered shares security No.: 124866700; ISIN: CH1248667003; ticker: SWTQ

Based on its share price of CHF 519 at the end of 2023, the company's market capitalization stood at CHF 743.1 million as of 31 December 2023.

The scope of consolidation comprises the unlisted companies which were fully consolidated as of 31 December 2023 and is presented on pages 114 to 115 of the notes to the consolidated annual financial statements.

TREASURY SHARES

No treasury shares are held by Schweiter Technologies AG or its Group companies as of 31 December 2023.

During the 2023 financial year, the following disclosure notices of shareholdings were made in accordance with Article 120 ff. FinMIA (Financial Market Infrastructure Act):

- With disclosure notice as of 4 July 2023, the shareholder Credit Suisse Funds AG, Zurich, disclosed a shareholding of 3.01% (as of 22 March 2023: disclosure notice of a shareholding of below 3%).
- With disclosure notice as of 20 December 2023, the shareholder 1832 Asset Management L.P., Ontario, Canada, disclosed a shareholding of 12.46%.

Details about the disclosure of shareholdings are available on the SIX Exchange Regulation website: <https://www.ser-ag.com/en/resources/notifications-market-participants/significant-shareholders.html>

As far as Schweiter Technologies AG is aware, there are no shareholder agreements between the significant shareholders.

CROSS-SHAREHOLDINGS

There are no cross-shareholdings with other companies relating to capital or voting rights.

CAPITAL STRUCTURE

CAPITAL

As of 31 December 2023, the ordinary share capital amounts to CHF 1 431 808. Conditional capital amounted to a total of CHF 132 600, as of 31 December 2023. There was no authorized capital as of 31 December 2023 and 31 December 2022, respectively.

CAPITAL BAND AND CONDITIONAL CAPITAL IN PARTICULAR

Capital band

The company's Articles of Association in effect as of 31 December 2023 do not provide for a capital band.

Conditional capital

Conditional capital amounts to a total of CHF 132 600.

The company's share capital may be increased by a maximum of CHF 132 600 (9.26% of existing share capital) through the issuance of a maximum of 132 600 registered shares to be fully paid in, each with a par value of CHF 1, including:

- a) up to an amount of CHF 32 600 by exercise of option rights, granted to the employees of the company or of one of its subsidiaries at conditions to be determined by the Board of Directors;
- b) up to an amount of CHF 100 000 by exercise of option or conversion rights granted in conjunction with bonds or similar debentures issued by the company or one of its subsidiaries.

Shareholders' subscription rights relating to this maximum of 132 600 registered shares are excluded. Shareholders' preferential subscription rights in the case of warrants or convertible bonds pursuant to b), involving a maximum of 100 000 registered shares, may be restricted or excluded by a resolution of the Board of Directors (i) to directly or indirectly finance the acquisition of companies, portions of companies or shareholdings or new company capital expenditures, or (ii) to issue these bonds on international capital markets.

If preferential subscription rights are excluded, the bonds must (i) be placed with the previous owners of companies, portions of companies or shareholdings, or (ii) be placed with the general public at market conditions, in which case the exercise price for the new shares must be set at least in line with the market conditions at the time of the bond issue, and the exercise period for the option or conversion rights must be set at no more than seven years from the time of the bond issue.

CHANGES IN CAPITAL DURING THE LAST THREE FINANCIAL YEARS

The ordinary share capital of Schweiter Technologies AG is CHF 1 431 808 as of 31 December 2023, the same as on the reporting dates of the previous two years.

Conditional capital has remained unchanged at CHF 132 600 for the last three years. As of 31 December 2023, no capital band exists. In addition, as in the two previous years, there was no authorized capital as of the respective balance sheet dates. For details of changes in the consolidated shareholders' equity in financial years 2023 and 2022, reference is made to page 110 of the consolidated financial statements. The development of consolidated shareholders' equity in financial year 2021 is presented on page 92 of the 2022 consolidated financial statements.

The company's annual reports can be downloaded from the corporate website:

<https://www.schweiter.ch/s1a200/investors/financial-reports-presentations.html>

Changes in the shareholders' equity in financial years 2021 through 2023:

(in CHF m)	Share capital	Statutory capital reserves	Free retained earnings	Total equity
		Other capital reserves		
Balance as of 31 December 2020	1.4	3.2	448.0	452.6
Net income 2021			39.0	39.0
Dividend			-57.3	-57.3
Balance as of 31 December 2021	1.4	3.2	429.7	434.3
Net income 2022			51.5	51.5
Dividend			-57.3	-57.3
Balance as of 31 December 2022	1.4	3.2	423.9	428.5
Net income 2023			44.4	44.4
Dividend			-28.6	-28.6
Balance as of 31 December 2023	1.4	3.2	439.7	444.3

SHARES, PARTICIPATION CERTIFICATES, AND DIVIDEND-RIGHTS CERTIFICATES

On 4 April 2023, the Annual General Meeting of Schweiter Technologies AG approved the conversion of the existing bearer shares with a par value of CHF 1 each into registered shares with a par value of CHF 1 each. Since 13 April 2023, only the

registered shares of Schweiter Technologies AG are traded through SIX Swiss Exchange AG.

Following the conversion, the share capital of Schweiter Technologies AG remains unchanged at CHF 1 431 808.

As of 31 December 2023, the share capital consists of 1 431 808 registered shares with a par value of CHF 1 each, amounting to a total of

CHF 1 431 808. All registered shares are fully paid-up. Each share entitles the holder to one vote at the General Meeting. All registered shares are entitled to dividends.

Schweiter Technologies AG has no participation certificates or dividend-rights certificates outstanding.

SHARE REGISTER AND RESTRICTIONS ON TRANSFERABILITY AND NOMINEE REGISTRATIONS

A share register is kept for the registered shares. Pursuant to Article 3bis of the Articles of Association as amended on 4 April 2023, a person is recognized as a shareholder or usufructuary if he or she is entered as such in the share register with his or her surname and first name, place of residence, address, and nationality (legal entities with company name, domicile, and registered office). Shareholders must expressly notify the company of any changes in their contact details for the attention of the share register. If this is not done, any notices sent by the company to the registered contact details shall still be deemed to have been validly delivered. Registration in the share register as a shareholder with voting rights is subject to the approval of the Board of Directors, which may delegate this authority in whole or in part.

The Board of Directors may reject acquirers and their entry in the share register if they do not expressly declare that they have acquired and hold registered shares in their own name and for their own account, that there is no agreement on the redemption or return of corresponding shares, and that they bear the economic risk associated with the shares. Until the acquirer has been recognized by the company, the acquirer may neither exercise the voting rights attached to the shares nor any other membership rights or other related rights. Voting rights and the other rights mentioned may only be exercised to the extent that a shareholder with voting rights is entered in the share register.

Persons who do not expressly declare in the application for registration or at the request of the company that they hold the shares for their own account (hereinafter: nominees) will be entered in the share register with voting rights up to a maximum of 3.0% of the outstanding share capital. Over and above these limits, registered shares of nominees will only be registered with voting rights

if the nominee concerned discloses, at the time of application for registration or thereafter upon request by the company, the names, addresses, nationalities and, shareholdings of those persons for whose account he or she holds 0.5% or more of the outstanding share capital. The Board of Directors is authorized to enter into agreements with nominees on simplified reporting requirements and to approve increases in the aforementioned restrictions and limits.

Legal entities and partnerships or other associations of persons or joint ownerships which are linked to each other by capital or votes, by common management or in any other way, or which coordinate their conduct, shall be deemed to be one shareholder or one nominee.

The Board of Directors may, after hearing the persons concerned, delete entries in the share register as a shareholder with voting rights if such entries have been made on the basis of false information or if the person concerned fails to provide requested information. The person concerned must be informed of the deletion immediately.

The Board of Directors may issue supplementary provisions if necessary. The registration restrictions set forth in Article 3bis of the Articles of Association shall also apply to shares subscribed or acquired through the exercise of subscription, option or conversion rights. These provisions shall also apply *mutatis mutandis* to usufructuaries.

In the reporting year 2023, no entries were refused or exceptions granted.

According to Article 16 of the Articles of Association, a restriction on the transferability of registered shares requires a resolution of the Annual General Meeting of Shareholders passed by at least two-thirds of the votes represented and a majority of the par value of the shares represented.

<https://www.schweiter.ch/s1a127/corporate-governance/articles-of-association.html>

Until the Annual General Meeting on 4 April 2023, the share capital of the company consisted of bearer shares. The Articles of Association of the company in force until that date did not contain any statutory restrictions on transferability or provisions regarding nominee registrations.

CONVERTIBLE BONDS, LONG-TERM INCENTIVE PLAN, AND OPTIONS

No convertible bonds are outstanding as of 31 December 2023. As set out in the section on "Conditional Capital", drawing on the conditional capital may increase the company's share capital by a maximum of CHF 100 000 by the exercise of option or conversion rights granted in conjunction with bonds or similar debentures issued by the company or one of its subsidiaries.

In the financial year 2021, the Board of Directors approved a Long-term Incentive Plan (LTI) to run over three financial years (2021 – 2023) for the members of Group Management and key employees within the Group, which expired on 31 December 2023.

Details of the Long-term Incentive Plan and the payment can be found in the Compensation Report 2023 on pages 86 to 103 and in the Compensation Reports 2022 on pages 68 to 81 and 2021 on pages 68 to 80. The LTI will be paid out in cash and will therefore not lead to a dilution of earnings.

<https://www.schweiter.ch/s1a200/investors/financial-reports-presentations.html>.

The Board of Directors has decided to establish a new Long-term Incentive Plan (LTI) for members of the Group Management and selected key employees during the business years 2024 to 2026 (duration three business years).

There are no option plans in place.

BOARD OF DIRECTORS (AS OF 31 DECEMBER 2023)



from left to right

DR. DANIEL BOSSARD

Member since 2021 (non-executive)

LARS VAN DER HAEGEN

Member since 2020 (non-executive)

DR. HEINZ O. BAUMGARTNER

Chairman since 2023 (non-executive)

Member since 2020

BEAT SIEGRIST

Member since 2008 (non-executive)

VANESSA FREY

Member since 2014 (non-executive)

DR. JACQUES SANCHE

Member since 2011 (non-executive)

STEPHAN WIDRIG

Member since 2021 (non-executive)

Members

Name	Function	Member since AGM	Committees	
Board of Directors			AC ³	NCC ⁴
Dr. Heinz O. Baumgartner	Chairman	2020 Chairman 2023	–	–
Dr. Daniel Bossard	Member	2021	–	Member
Vanessa Frey	Member	2014	–	Member
Dr. Jacques Sanche	Member	2011	–	Chair
Beat Siegrist ¹	Member	2008	–	–
Lars van der Haegen	Member	2020	Chair	–
Stephan Widrig	Member	2021	Member	–
Number of meetings in financial year 2023	7		4	3
Average attendance ratio²	98%		100%	100%

¹ Beat Siegrist was Chairman of the Board of Directors of Schweiter Technologies AG from AGM 2011 until AGM 2023.

² The average attendance ratio regarding the Committees refers directly to the members of the respective Committee. Additional participants who participate as guests in the Committee meetings are not included in the percentage calculations.

One Board meeting was held in each of the first, second and third quarter, and four Board meetings were held in the fourth quarter.

Roman Sonderegger, CEO, attended all meetings. Urs Scheidegger, CFO since 1 October 2023, attended since taking office all four meetings until the end of the financial year. Martin Klöti, CFO until 30 September 2023, attended all three meetings until his departure.

³ Audit Committee ("AC"); one meeting of the AC was held in each of the first and fourth quarter, and two meetings in the third quarter.

Roman Sonderegger, CEO, attended all four meetings of the AC. Urs Scheidegger, CFO since 1 October 2023 attended since taking office the meeting of the AC held in the fourth quarter. Martin Klöti, CFO until 30 September 2023, attended all three meetings of the AC until his departure.

⁴ Nomination and Compensation Committee ("NCC"); one NCC meeting was held in the first quarter and two meetings were held in the fourth quarter.

Roman Sonderegger, CEO, attended two NCC meetings. Urs Scheidegger, CFO since 1 October 2023, has attended one meeting of the NCC since joining the company; Martin Klöti, CFO until 30 September 2023, attended one meeting of the NCC until his departure.

At the Annual General Meeting held on 4 April 2023, Heinz O. Baumgartner, Daniel Bossard, Vanessa Frey, Jacques Sanche, Beat Siegrist, Lars van der Haegen, and Stephan Widrig were re-elected individually as members of the Board of Directors for a one-year term of office. At the same meeting, Heinz O. Baumgartner was newly elected as Chairman of the Board of Directors for a one-year term of office.

At the Annual General Meeting held on 4 April 2023, Jacques Sanche, Daniel Bossard, and Vanessa Frey were re-elected individually as members of the Nomination and Compensation Committee for a one-year term of office. For the 2023 financial year, Jacques Sanche re-assumed office as Chair of this committee.

MEMBERS OF THE BOARD OF DIRECTORS

DR. HEINZ O. BAUMGARTNER

1963, Swiss citizen

Chairman since 2023

Member since 2020

(non-executive since 1 October 2022)

Heinz O. Baumgartner has been member of the Board of Directors of Schweiter Technologies AG since 2020 and serves as Chairman since April 2023. From 2008 until 30 September 2022, he was CEO and member of the Group Management of Schweiter Technologies Group. From 1996 to 2013, he was also CFO of Schweiter Technologies. From 1992 to 1995, he worked as a controller at Asea Brown Boveri Switzerland.

He has been a member of the Board of Directors of United Grinding Group since 2018 and was a member of the Board of Directors of Zur Rose Group AG from 2017 to 2019. In April 2021, he was elected to the Board of Directors of Bystronic AG (formerly Conzzeta AG), and since 2022 he has served as Chairman of this company.

Heinz O. Baumgartner holds a degree in business management (specializing in accounting) and a doctorate in economics from the University of St. Gallen.

DR. DANIEL BOSSARD

1970, Swiss citizen

Member since 2021 (non-executive)

Daniel Bossard has been CEO of the Bossard Group since 2019, having been CEO Northern and Eastern Europe from 2009 to 2018. From 2006 to 2008, he served as Sales & Marketing Manager of the Bossard Group and was responsible for the realignment of Bossard's sales strategy as well as the development of international customer relations. From 2003 to 2006, he was CEO of Bossard Denmark. Daniel Bossard joined Bossard in 2000 as an E-Business Manager, after having worked as a consultant for Andersen Consulting (today Accenture).

Daniel Bossard holds a degree in business administration and a doctorate in technology management from the University of St. Gallen.

VANESSA FREY

1980, Swiss citizen

Member since 2014 (non-executive)

Vanessa Frey has been CEO and a member of the Board of Directors of Corisol Holding AG since 2007. She has been a member of the Boards of Directors of Tata 1mg Technologies Private Limited (since 2021), Inficon Holding AG (since 2012), KWE Beteiligungen AG (since 2008), and Swiss Small Cap Invest (since 2008). She was a member of the Board of Directors of Zur Rose Group AG from 2016 to 2019. Until 2018, Vanessa Frey was Vice President of Garaventa Accessibility AG. She worked from 2004 to 2006 in the Corporate Finance team at Handelsbanken Capital Markets in Stockholm, Sweden, and subsequently as an asset manager in Hong Kong.

Vanessa Frey studied economics and law at the University of St. Gallen and holds a Master of

Science degree in International Economics and Business from the Stockholm School of Economics, Sweden.

DR. JACQUES SANCHE

1965, Canadian and Swiss citizen

Member since 2011 (non-executive)

Jacques Sanche has been CEO of Bucher Industries AG since 2016. He was CEO of Belimo Group from 2007 to 2015. From 2004 to 2007, he was CEO of the WMH Tool Group, Chicago, USA, and member of the management board of WMH Walter Meier Holding AG, Stäfa (since 2018 Meier Tobler AG). Between 1997 and 2004, he held various executive management positions within the WMH Walter Meier Group. From 1990 to 1997, he was an advisor at IMG, St. Gallen and the Boston Consulting Group, Munich.

Jacques Sanche holds a business management degree and a doctorate in economics from the University of St. Gallen.

BEAT SIEGRIST

1960, Swiss citizen

Member since 2008 (non-executive)

Beat Siegrist has been a member of the Board of Directors since 2008 and he served as Chairman from 2011 until the Annual General Meeting 2023.

He has been a member of the Board of Directors of Phoenix Mecano AG since 2003, and a member of the Board of Directors of Inficon Holding AG since 2010. From 2013 to 2018, he served as Chairman of the Board of Directors of Garaventa Accessibility AG. From 2008 to 2012, he was CEO of Satisloh and a member of the Executive Committee of the French Group Essilor.

Beat Siegrist worked in an executive function as CEO of Schweiter Technologies from 1996 until mid-2008. Prior to 1996, he worked as a consultant at McKinsey & Co.

Beat Siegrist holds a degree in engineering (dipl. Ing. ETH) and an MBA from INSEAD Fontainebleau.

LARS VAN DER HAEGEN

1968, Swiss citizen

Member since 2020 (non-executive)

Lars van der Haegen has been CEO of the Belimo Group and Head of the Group Executive Commit-

tee since July 2015. Prior to that, he held various management positions at Belimo: Head of Product Management Air Volume Control Europe from 2000 to 2002, Head of Product Management and Marketing at Belimo Americas from 2003 to 2006, Managing Director of Belimo Italy from 2007 to 2010, and Head of Americas and member of the Group Executive Committee from 2011 to June 2015.

Lars van der Haegen is a Building Technology Designer who holds a Master of Business Administration (MBA) from the Columbia Business School in New York and an MBA from the London Business School.

STEPHAN WIDRIG

1972, Swiss citizen

Member since 2021 (non-executive)

Stephan Widrig has been CEO of Allreal Group, Zurich, since May 2023. Prior to that, he worked for Flughafen Zurich AG in various positions for 23 years, including 15 years as a member of the Management Board. He worked as Chief Commercial Officer (2010–2014) and as Chief Development Officer (2008–2010), and most recently eight years as CEO (2015–2023) of Flughafen Zurich AG. From 2005 to 2008, Stephan Widrig was Chief Financial and Commercial Officer at Bangalore International Airport Ltd. (BIAL) in India and prior to that Head of Real Estate Management at Zurich Airport.

Stephan Widrig holds a master's degree in international relations from the University of St. Gallen.

Other activities and vested interests

During the year under review, the members of the Board of Directors did not have any other management or permanent advisory functions or any mandates from major Swiss or foreign companies other than those mentioned in their resumes, nor did they exercise any important official duties or political mandates. A list of all mandates, as required under the Swiss Code of Obligations in the Compensation Report, can be found for the respective members of the Board of Directors on page 96.

Stipulations in the Articles of Association on the number of permissible additional activities and interests

According to the Articles of Association, members of the Board of Directors are permitted to exercise a maximum of 15 additional mandates, including up to five mandates in listed companies.

For the purposes of this rule, the term "mandate" means an activity in the senior management or executive bodies of legal entities with an economic purpose. Multiple mandates in legal entities of the same consolidated group are regarded as a single mandate. There are no restrictions on mandates in legal entities that are controlled by the company or that control the company, on mandates exercised on the instructions of the company or companies under its control, or on mandates in associations, non-profit foundations, family foundations or staff welfare foundations, unless they have an economic purpose. See also:

<https://www.schweiter.ch/s1a127/corporate-governance/articles-of-association.html>

Executive activities for the company or its subsidiaries

As mentioned in his resume, Heinz O. Baumgartner was in addition to his function as member of the Board of Directors, previously also CEO and a member of the Group Management of Schweiter Technologies AG until 30 September 2022. No other member carries out any operational function within the company, nor has any of them been a member of the Group Management of Schweiter Technologies AG or one of its Group companies in the past three years. They also do not have any business relationships with the company.

Independence

In 2023, all members of the Board of Directors are non-executive and, with the exception of Heinz O. Baumgartner, due to his aforementioned executive activity, also independent members of the Board (in accordance with Article 15 of the Swiss Code of Best Practice for Corporate Governance 2023).

Election and term of office

In accordance with the company's Articles of Association, the Board of Directors consists of three to seven members. There are no age restrictions or other restrictions on members' term of office. The members of the Board of Directors are elected individually by the General Meeting for

a one-year term of office, the period between one ordinary General Meeting and the closing of the next being deemed to constitute one year. Members are eligible for re-election. Members newly elected during a term of office are elected for the remainder of the current term of office.

The Articles of Association contain no rules which differ from the statutory provisions in relation to the appointment of the Chairman, the members of the Nomination and Compensation Committee or the independent proxy. See also:

<https://www.schweiter.ch/s1a127/corporate-governance/articles-of-association.html>

INTERNAL ORGANIZATION

Allocation of tasks within the Board of Directors

The General Meeting elects a member of the Board of Directors to serve as Board Chairman. The General Meeting also elects the members of the Nomination and Compensation Committee. The term of office is one year, this being defined as the time between one ordinary General Meeting and the closing of the next ordinary General Meeting. Members are eligible for re-election. If the office of Chairman is vacant, the Board of Directors will appoint a Chairman for the remaining term of office. The Board of Directors constitutes itself, except for the Chairman and members of the Nomination and Compensation Committee, who are elected by the General Meeting. Heinz O. Baumgartner has been Chairman of the Board of Directors since the Annual General Meeting 2023. The Board of Directors elects a Secretary who neither needs to be a member of the Board nor a shareholder. Both the Board of Directors and its committees (Audit Committee and Nomination and Compensation Committee) meet as often as the company's business requires.

All key decisions are taken by the entire Board of Directors as a whole (in particular appointments). The main criteria when selecting candidates for nomination for election to the Board of Directors are professional experience and the relevant expertise. In addition to a balance of professional competences, the Board of Directors also pays attention to appropriate diversity.

In addition to their regular Board duties, all members of the Board of Directors also attend three to

five meetings per year regarding specific issues (see also section "Working methods of the Board of Directors").

Committees of the Board of Directors

In the 2023 reporting year, the Board of Directors had two permanent committees: the Audit Committee and the Nomination and Compensation Committee. The duration of the committee meetings depends on the issues discussed.

Audit Committee ("AC")

The Audit Committee ("AC") is composed of two members of the Board of Directors (Lars van der Haegen, Chair, and Stephan Widrig). The Board of Directors has determined that both committee members have proven experience and skills in the area of finance to enable them to fulfill their tasks.

In accordance with the organizational and business regulations, the AC supports the Board of Directors in its overall supervisory function, particularly with regard to the completeness of the financial statements, compliance with legal requirements, and the capability and performance of the internal and external auditors.

The committee assesses the appropriateness of the financial reporting, the internal control system, and the monitoring of business risks. It ensures ongoing communication with the external auditors and the internal auditors regarding the Group's financial position and business performance.

In particular, the AC has the following duties and responsibilities:

- Evaluating the external auditors, taking into account the required qualification and independence, and proposal to the Board of Directors regarding their appointment
- Evaluating the work of the internal auditors and ensuring cooperation with the external auditors
- Questioning the management, the internal auditors, and the external auditors on significant risks, contingent liabilities, and other commitments of the Group and assessing the measures taken to manage them
- Reviewing the semi-annual and annual financial statements of the company and the Group, including significant off-balance sheet items;
- Discussing the results of the annual audit with the external auditors and discussing the reports of the internal auditors

- Compliance with the rules on transparency of compensation and shareholdings of the members of the Board of Directors and the Group Management

The AC holds decision-making powers in relation to all audit-specific tasks, subject to approval by the entire Board of Directors. All other key decisions are taken by the entire Board of Directors (in particular, appointments). AC meetings are usually attended by the CEO and the CFO, see also the footnotes in the table on page 68. The full Board of Directors is informed of the AC's activities following each meeting. As a rule, the AC meets three to five times per year (at least once every four months).

During the year under review, the AC held four meetings, of which one was held as a video conference. The meetings and the video conference, respectively, lasted one to three hours. The auditors attended three meetings in the year under review.

Nomination and Compensation Committee ("NCC")

In compliance with Article 23a of the Articles of Association, the General Meeting elects from among the members of the Board of Directors at least three members to serve on the Nomination and Compensation Committee ("NCC"). The term of office of the members of the NCC is one year until the closing of the subsequent ordinary General Meeting. Members are eligible for re-election.

In accordance with the Articles of Association and the organizational regulations, the NCC (Jacques Sanche, Chair, Daniel Bossard, and Vanessa Frey) has, in particular, the following duties and responsibilities in respect of compensation matters concerning the Board of Directors and Management:

- Determining the principles for the selection of candidates for the Board of Directors and the Management and submitting proposals to the Board of Directors (for the attention of the General Meeting) regarding the composition of the Board of Directors and the Executive Board
- Proposals to the Board of Directors concerning the definition of the principles of compensation applicable to Management, including the proportion to be paid in shares and the valuation of these shares

- Proposals to the Board of Directors, for submission to the General Meeting, concerning the total amounts of compensation for the Board of Directors and Management
- Proposals to the Board of Directors concerning the individual levels of compensation for the members of the Board of Directors and Management within the respective total amount approved by the General Meeting
- Proposals to the Board of Directors, for submission to the General Meeting, concerning amendments to the Articles of Association with regard to the compensation system in place for remunerating the Board of Directors and Group Management

The NCC prepares the annual compensation report for the attention of the Board of Directors. In addition to the work relating to compensation, the responsibilities of the NCC include succession planning in connection with changes in the Board of Directors and related nomination and election recommendations to the Board of Directors for approval by the Annual General Meeting, as well as the evaluation and succession planning of the Management:

- Submitting proposals to the Board of Directors regarding the appropriate size and balanced composition of the Board of Directors
- Developing criteria for election and re-election to the Board of Directors and the Group Management
- Evaluating potential candidates for the Board of Directors and proposal to the Board of Directors regarding the nomination of such candidates for the agenda item of the General Meeting
- Evaluating candidates for the Group Management and proposal to the Board of Directors
- Evaluating proposals of the Group Management to the Board of Directors regarding appointments and dismissals of members of the Group Management for submission to the Board of Directors
- Submitting proposals to the Board of Directors regarding the approval of agreements and employment contracts with members of the Group Management
- Reviewing succession and contingency plans with the Board of Directors and the Group Management

The Articles of Association and the organizational regulations are available via the following links: <https://www.schweiter.ch/s1a127/corporate-governance/articles-of-association.html> and <https://www.schweiter.ch/s1a293/corporate-governance/organizational-regulations.html>

After every meeting, the Chairman of the NCC reports on the committee's activities to the Board of Directors. The committee meeting minutes are made available to the members of the Board of Directors. Decision-making powers in relation to compensation reside with the Board of Directors and with the General Meeting as far as total compensation amounts are concerned. As a rule, the CEO and the CFO participate in the NCC meetings in an advisory capacity. However, they recuse themselves when their own compensation is being discussed and determined. Other invited members of the Management are also not present during the part of the meeting when their own compensation is being decided.

The decision-making authority with regard to nominations lies with the entire Board of Directors and the election and re-election of members of the Board of Directors lies with the General Meeting.

As a rule, the NCC meets two to four times per year (semi-annually to quarterly). The NCC is free to call upon external consultants to address specific compensation matters.

In the year under review, the NCC held three meetings. The meetings lasted up to half a day. For details on the participation of the members of the Group Management in the NCC meetings in 2023, please refer to the footnotes in the table on page 68. As a rule, the Chairman of the Board of Directors attends the NCC meetings as a guest. As in the previous year, in 2023 the Board of Directors did not consult external advisors.

Working methods of the Board of Directors

The Board of Directors is responsible for the strategic management of the Group and for the supervision of those entrusted with its management. To this end, the Board of Directors holds meetings at least four times per year (i.e. once a quarter). Meetings last on average one day. At the Board meetings, the Management reports on the operational side of the business. In discussing business performance, the Management presents risks that have been identified and are of relevance to the

business, assesses their possible impact, and presents the resulting measures. More detailed information can be found in the chapter "Risk Management" on page 118 in the financial report and in the sustainability report on climate-related issues on pages 36 to 41. In addition, individual strategy meetings are held, usually at times close to the Board of Directors' meeting. Such strategy meetings usually last half a day or one day. In these meetings, specific strategic priorities are discussed in depth. The majority of members of the Board of Directors must be present to ensure a quorum. The Board of Directors adopts resolutions by a majority of votes cast. In the event of a tie, the Chairman shall have the casting vote.

In 2023, the Board of Directors held seven meetings, including a strategy meeting. In the year under review, the average attendance ratio of the members of the Board of Directors was 98%. The CEO and CFO generally attend the meetings of the Board of Directors; see also the footnotes in the table on page 68.

Definition of areas of responsibility

Unless the law or the Articles of Association provide otherwise, the Board of Directors delegates operational management entirely to the Group Management. The Board of Directors exercises overall leadership, supervises, and oversees business operations. It issues business policy guidelines and ensures that it is kept regularly informed of business performance (see also section "Working methods of the Board of Directors" and the company's Articles of Association

<https://www.schweiter.ch/s1a127/corporate-governance/articles-of-association.html>).

The Board of Directors has in particular the following non-delegable and inalienable duties:

- Overall management of the company's business and issuing the necessary directives; hence also developing the strategic objectives, defining the means of achieving those objectives and defining business policy
- Defining the organization
- Defining accounting, financial control, and financial planning, and deciding on extraordinary individual investments, which were not approved in the budget
- Determination of the individual compensation of the members of the Board of Directors and the

Group Management within the scope of the total amounts approved by the General Meeting

- Proposing to the General Meeting the total amounts of compensation to be paid to the Board of Directors and the Group Management and amendments to the Articles of Association regarding the compensation system for the Board of Directors and the Group Management
- Appointing and dismissing persons entrusted with the management of the Group and regulation on the authority to sign
- Ultimate supervision of the persons entrusted with the management of the company, specifically in view of their compliance with the law, the Articles of Association, regulations, and directives
- Preparing the annual report and the compensation report as well as making arrangements for the General Meeting and implementing the resolutions passed by the latter
- Submitting a request for a moratorium and notification of the judge in the event of over-indebtedness
- Resolution on the subsequent payment of contributions on shares not fully paid in
- Adopting resolutions on capital increases and capital reduction and resulting amendments to the Articles of Association
- Verifying compliance with legal requirements governing the appointment, election, and professional qualifications of the statutory auditor

Group Management is responsible for the day-to-day operations of the company in accordance with the directives issued by the Board of Directors and following the customary duty of due diligence and the provisions of the law.

At the Board meetings and the regular division meetings, Group Management reports to the Board on the following matters in particular:

- Business policy from the perspective of Group Management
- Progress of the business and financial situation of the Group
- Outlook and measures to be taken in the near future
- Development projects and status
- Extraordinary events with a substantial bearing on business
- Personnel policy and planning, information on important personnel decisions

Information and control instruments

The Board of Directors is responsible for overseeing the Group's internal control systems, which monitor the risk of inadequate business performance, but cannot rule out such a risk. These systems provide appropriate, though not absolute, security against significant inaccuracies and material losses. Group Management is responsible for identifying and assessing significant risks (see also section "Definition of areas of responsibility"). In addition to quantitative approaches and formal guidelines – which cover only part of a comprehensive risk management approach – it is also considered important to maintain a corresponding risk management culture.

In addition to a continuous process of monitoring and assessment, the Management also submits detailed monthly reports to the Board of Directors (MIS). These provide a detailed account of the volume and profitability trends (net sales, contribution margin, OPEX, EBITDA, EBIT, and net income). Deviations from the budget or from the previous year are presented in detail. Important balance sheet figures (cash and cash equivalents, and net operating assets) and headcount data are prepared on a monthly basis. Besides this information, which is prepared on a monthly basis, additional analyses of individual key figures are also provided such as price and margin trends and currency effects. Within the scope of the annual plan, a forecast is prepared at the middle of the year and in the fourth quarter. Group Management members are consulted on individual topics.

The Audit Committee and Board of Directors identify additional topics which are taken up in the context of the internal controlling processes and subject to in-depth analysis and investigation. This is done either by means of internal audits in the relevant national subsidiaries or by consulting external specialists where necessary. However, there is no institutionalized internal auditing process. The Audit Committee also focuses on defining the scope and content of the external audit. Each Board member is also sent the full minutes of all Audit Committee meetings. The CEO and the CFO usually attend the meetings of the Audit Committee.

Risk management

As part of the risk assessment process, the likelihood of occurrence of risks and the potential damage are considered. In addition to financial

risks, current systemic risks such as pandemics, cyber threats, political instability, supply and raw material shortages, and the possible impact of climate change are also included in the risk assessment. Based on the results of the probability of occurrence and the expected damage potential, a risk matrix is drawn up.

Further information regarding risk management can be found on page 6 in the Group management report and on pages 118 to 120 of the notes to the financial statements.

Internal Control System (ICS)

Schweiter Technologies has an internal control system (ICS). The ICS follows a risk-oriented approach, under which – on the basis of a risk assessment – key controls in significant internal business processes are systematically monitored with regard to existence, compliance, and documentation. All Group companies have an ICS, the scope of the ICS depends on size and risks. ICS documentation and test programs are in place for the following processes, which have been defined as financially relevant: purchasing, inventories, production, property, plant and equipment, payroll, finances, information technology, preparation of financial statements, and consolidation.

Group Controlling monitors the Group companies' ICS documentation, is responsible for company-wide controls, and ensures that effective controls are performed with respect to consolidated financial statements. Furthermore, Group Controlling also ensures, on an annual basis, that suggestions for improvement and measures proposed by the external auditors and in internal audit reports are implemented. In the course of interim and annual audits, the external auditors monitor the existence and the relevant documentation of the ICS and submit a report to the Audit Committee. The scope of the annual audit is discussed yearly with the Audit Committee. The Board of Directors reviews the internal information and control systems annually regarding their effectiveness for identifying, assessing, and managing the risks associated with business operations.

GROUP MANAGEMENT (AS OF 31 DECEMBER 2023)



ROMAN SONDEREGGER
Group CEO

DR. URS SCHEIDEGGER
Group CFO

ROMAN SONDEREGGER

1976, Swiss citizen

Group CEO

Roman Sonderegger is a member of the Group Management, and since 1 October 2022 he has been CEO of Schweiter Technologies AG.

After occupying a number of management positions in supply chain management and working as a consultant at the Boston Consulting Group, Roman Sonderegger has been employed in various roles at the Bühler Group since 2010, including as Head of Sales & Services Operations Group and Managing Director of Bühler Southern Africa. From 2019 to March 2022, he was Head of Business Unit Wheat & Rye and Customer Service Milling Solutions of the Bühler Group.

Roman Sonderegger has a master's degree in Industrial Management and Manufacturing from the Swiss Federal Institute of Technology (ETH) Zurich.

DR. URS SCHEIDEGGER

1969, Swiss citizen

Group CFO since 1 October 2023

Urs Scheidegger joined Schweiter Technologies AG as Designated CFO and a member of the Group Management on 1 September 2023. On 1 October 2023, he assumed the function of CFO of Schweiter Technologies AG.

He began his career at McKinsey & Company and since 2002 has worked in a variety of roles at Schindler Group, including eight years in Asia in various financial management functions. From 2011, he was in charge of corporate controlling at Schindler Group, before becoming Group CFO, a role in which he served from 2018 to 2022.

Urs Scheidegger holds a master's degree in business administration (lic. oec.) and a doctorate in economics (Dr. oec.) awarded by the University of St. Gallen, Switzerland.

Change in the Group Management in the financial year 2023

Martin Klöti was CFO of Schweiter Technologies from 2014 until 30 September 2023. He left the company and the Group Management of his own accord at the end of September 2023. His successor is Urs Scheidegger. Further information on Martin Klöti can be found in the Annual Report

2022 on page 61 in the chapter "Corporate Governance" via the following link:

<https://www.schweiter.ch/s1a200/investors/financial-reports-presentations.html>

Other activities and vested interests

During the year under review, both members of the Group Management, Roman Sonderegger, CEO, and Urs Scheidegger, CFO, had no further management or permanent advisory functions or mandates from major Swiss or foreign companies, nor did they exercise any important official duties or political mandates.

Stipulations in the Articles of Association on the number of permissible additional activities and interests

Members of Group Management may exercise a maximum of ten additional mandates, including up to two mandates in listed companies.

For the purposes of this rule, the term "mandate" means an activity in the senior management or executive bodies of other legal entities with an economic purpose. Multiple mandates in legal entities of the same consolidated group are regarded as a single mandate. There are no restrictions on mandates in legal entities that are controlled by the company or that control the company, on mandates exercised on the instructions of the company or companies under its control, or on mandates in associations, non-profit foundations, family foundations or staff welfare foundations, unless they have an economic purpose. See also:

<https://www.schweiter.ch/s1a127/corporate-governance/articles-of-association.html>

Management contracts

There are no management contracts.

Compensation, shareholdings, and loans

Details on compensation, shareholdings, and loans including the statutory rules regarding the principles of compensation, participation plans, loans, credits, and pension benefits are set out in the separate Compensation Report on pages 86 to 103 of this Annual Report.

SHAREHOLDERS' PARTICIPATION RIGHTS

Restriction of voting rights and representation

Each registered share entitles shareholders, who have been registered in the share register, to one vote. Pursuant to Article 3bis of the Articles of Association, shareholders or usufructuaries are recognized by the company if they are entered as such in the share register with their surname and first name, place of residence, address and, nationality (legal entities with company name, domicile and, registered office).

Each shareholder registered in the share register may represent his or her votes at the General Meeting of Shareholders himself or herself or have them represented by a third party who does not need to be a shareholder. The representative must identify himself or herself by written power of attorney. In addition, any shareholder may have his or her shares represented at the General Meeting of Shareholders by the independent proxy. Regarding the provisions of the Articles of Association concerning nominee registrations, reference is made to the explanations on page 65 chapter "Share Register and Limitations on Transferability and Nominee Registrations" and Article 3bis of the Articles of Association.

In the reporting year 2023, the Board of Directors did not reject any applications for registration in the share register and did not grant any exceptions.

Pursuant to Article 16 of the Articles of Association, a restriction on the transferability of registered shares requires a resolution of the General Meeting of Shareholders passed by at least two-thirds of the votes represented and a majority of the par value of the shares represented.

<https://www.schweiter.ch/s1a127/corporate-governance/articles-of-association.html>

Until the Annual General Meeting on 4 April 2023, the company's capital consisted of bearer shares. The former Articles of Association at that time did not contain any statutory restrictions on voting rights and no restrictions on proxy voting.

Independent proxy

The General Meeting elects the independent proxy for a term of office of one year. He or she is eligible for re-election. Pursuant to Article 14a of the Articles of Association, the independent proxy is

obliged to exercise voting rights in accordance with instructions. If he or she has not received any instructions, he or she shall abstain from voting. The Board of Directors prepares forms which must be used to issue powers of attorney and instructions. Proxies and instructions may only be issued for the upcoming General Meeting. They may also be issued electronically. If the General Meeting does not have an independent proxy, the Board of Directors shall appoint one for the next General Meeting. See also:

<https://www.schweiter.ch/s1a127/corporate-governance/articles-of-association.html>

The Annual General Meeting held on 4 April 2023 re-elected Proxy Voting Services GmbH, Zurich, management by Dr. René Schwarzenbach, to serve as the independent proxy for a one-year term of office.

Annual General Meeting 2023

At the Annual General Meeting on 4 April 2023, the conversion of bearer shares into registered shares was approved by the Annual General Meeting. Shareholders who wished to attend or be represented at the Annual General Meeting were able to obtain their admission card with voting material directly at the company's domicile from the date of publication of the invitation in the Swiss Official Gazette of Commerce on 13 March 2023, against deposit of their shares or against a deposit certificate which they could request from their bank. The deposited shares remained blocked until after the end of the Annual General Meeting. Shareholders who did not attend the Annual General Meeting in person could be represented by a third party or by the independent proxy.

As an alternative to attending in person, shareholders also had the option of issuing a written or electronic proxy with instructions to the independent voting representative. Upon receipt of the registration, shareholders received the appropriate proxy and the access code for electronic voting.

Annual General Meeting 2024

For the upcoming Annual General Meeting on 10 April 2024, shareholders who are registered in the share register are entitled to vote. In addition to physical attendance or voting by third parties or by the independent proxy, the company again offers shareholders the possibility of voting by

proxy in electronic form via the ShApp platform (www.shapp.ch). The relevant registration and voting procedure using this platform will be explained in the invitation to the General Meeting.

Statutory quorums

The General Meeting passes its resolutions and conducts its elections by a majority of the votes cast, excluding blank and invalid votes, unless otherwise provided by law or the Articles of Association. In the event of a tie, a resolution shall be deemed not to have been passed, and elections shall be decided by lot.

Pursuant to Article 16 of the Articles of Association, the following resolutions must by law be passed by at least two-thirds of the votes represented and a majority of the par value of the shares represented:

1. Amendment of the corporate purpose
2. Introduction of shares with increased voting powers
3. Restriction of the transferability of registered shares
4. Introduction of conditional capital or introduction of a capital band
5. Increase of capital out of equity, against contribution in kind or by offsetting against a claim and the granting of special benefits
6. Restriction or cancellation of subscription rights
7. Change of the currency of the share capital;
8. Introduction of the casting vote of the Chairman at the General Meeting
9. Delisting of the company's equity securities;
10. Transfer of the domicile of the company
11. Introduction of an arbitration clause in the Articles of Association
12. Dissolution of the company

<https://www.schweiter.ch/s1a127/corporate-governance/articles-of-association.html>

Convening the General Meeting and inclusion of items on the agenda

The General Meeting is convened by the Board of Directors, or if necessary, by the auditors. The General Meeting must be convened by publication of a notice in the Swiss Official Gazette of Commerce at least 20 days before the date on which the meeting is due to be held. Shareholders regis-

tered in the share register will also receive the invitation by letter.

The Annual General Meeting takes place each year within six months of the end of the financial year. The right to propose items for the agenda of the General Meeting is governed by the provisions of Swiss company law.

Extraordinary General Meetings are to be called as frequently as is necessary, particularly in the cases provided by the law. The convening of a General Meeting may also be requested in writing by one or more shareholders representing at least 5% of the share capital or voting rights, specifying the agenda item and the proposals. In this case, the Board of Directors must convene the General Meeting within a reasonable period of time, but at the latest within 60 days. Shareholders representing shares with a nominal value of at least 0.5% of the share capital or voting rights may request that a particular item or that motions relating to items are added to the agenda. Such requests must be submitted to the Board of Directors in writing at least 45 days in advance of the General Meeting, specifying the subject to be discussed and the proposals together with a brief explanation.

The date, time, nature, and place of the General Meeting, the items to be discussed, the motions of the Board of Directors and of the shareholders who have requested that the General Meeting be held or that an item be placed on the agenda, together with a brief statement of the reasons for the motions, and the name and address of the independent proxy shall be published, when the such a meeting is convened.

At least 20 days prior to the Ordinary General Meeting, the annual financial statements with the auditor's report and the management report of the Board of Directors as well as the compensation report including the auditor's report shall be made accessible electronically to the shareholders. If the documents are not accessible electronically, each shareholder may request that they be sent to him or her in good time.

No resolutions may be passed on motions relating to items on the agenda that have not been duly announced, with the exception of motions to convene an Extraordinary General Meeting, to conduct a special investigation and to elect an auditor in response to a request from a shareholder.

No prior announcement is required for the submission of motions within the scope of the

items on the agenda or for negotiations without the adoption of resolutions.

The venue of the General Meeting and the form in which it is held shall be determined by the Board of Directors. The place of the meeting may also be abroad if the Board of Directors designates an independent proxy in the notice convening the meeting.

According to Article 12 of the Articles of Association, the Board of Directors may provide that shareholders who are not present at the venue of the General Meeting may exercise their rights electronically. Instead, the Board of Directors may also waive the determination of a venue and order to hold a purely virtual General Meeting if the Board of Directors designates an independent proxy in the notice convening the meeting. See also:

<https://www.schweiter.ch/s1a127/corporate-governance/statuten.html>

In the case of a purely virtual General Meeting, the Board of Directors must, in accordance with Article 701e of the Swiss Code of Obligations, ensure before the meeting is convened that:

- any falsification of the votes is prevented;
- the identity of the participants can be established;
- the votes of the General Meeting can be transmitted immediately;
- each participant can make motions and take part in the discussion; and,
- the voting results cannot be falsified.

The Annual General Meeting on 10 April 2024 is planned with physical attendance by the shareholders at the General Meeting, in Zug, Switzerland.

Entries in the share register

The Annual General Meeting 2023 approved the conversion of the previous bearer shares into registered shares. Since 13 April 2023, only registered shares of Schweiter Technologies AG have been traded through SIX Swiss Exchange AG. A share register is maintained for the registered shares. In accordance with Article 3bis of the Articles of Incorporation, anyone whose name, address, and nationality (in the case of legal entities, the registered office) are entered in the share register is recognized as a shareholder or beneficiary. Entry in the share register as a shareholder

with voting rights is subject to the approval of the Board of Directors, which may delegate this authority in whole or in part. For administrative reasons, the share register is closed ten days before the General Meeting. The effective closing will be stated in the invitation to the Annual General Meeting on 10 April 2024. The share register is held by areg.ch AG, Hägendorf.

CHANGE OF CONTROL AND DEFENSE MEASURES

Duty to make an offer

An acquirer of shares of the company is not obliged to submit a public purchase offer pursuant to Articles 135 and 163 of the Federal Act on Financial Market Infrastructures and Market Conduct in Securities and Derivatives Trading (FinMIA) (Article 4 of the Articles of Association "Opting out"); see also:

<https://www.schweiter.ch/s1a127/corporate-governance/articles-of-association.html>

Clauses on changes of control

No clauses on changes of control are in place for members of the Board of Directors or Management or in favor of other senior executives holding a key function within the Group.

STATUTORY AUDITOR

Duration of mandate and term of office of the auditor in charge

The General Meeting elects the statutory auditor, who must be independent in accordance with the provisions of Article 728 of the Swiss Code of Obligations. The statutory auditor is elected for a one-year term of office ending on the conclusion of the General Meeting at which the statutory

auditor's report is to be submitted. The statutory auditor is eligible for re-election. In accordance with Article 730a of the Swiss Code of Obligations, the auditor in charge rotates every seven years.

Since 2021, KPMG AG, Zug is the statutory auditor of Schweiter Technologies AG. At the Annual General Meeting on 4 April 2023, KPMG AG was re-elected for a one-year term, as proposed by the Board of Directors. Since 1 April 2021, the auditor in charge has been Toni Wattenhofer of KPMG AG.

Auditing fee

The following fees were paid to the auditing companies in financial year 2023:

(in 1000 CHF)	2023	2022
Auditing services ¹	817	817
Audit-related services	29	15
Total	846	832

¹ Auditing the consolidated financial statements, the holding company statements, and the financial statements of the individual Group companies, of which CHF 233 000 is attributable to third-party auditors (in 2022: CHF 217 000)

Additional fees

In financial year 2023, KPMG AG was paid additional fees in the total amount of CHF 73 000, thereof CHF 67 000 for tax advice and CHF 6 000 for other services (total amount in 2022: CHF 117 000).

Supervisory and control instruments vis-à-vis the auditor

Auditing services are defined as standard tasks in an audit, to prepare reports on the statutory annual financial statements, and to be able to provide an opinion on the consolidated financial statements.

The Audit Committee, which met the auditors three times during the 2023 financial year, is responsible for supervising and monitoring the audit and regularly reporting back to the Board of Directors as a whole. The statutory auditor prepares a comprehensive report on the outcome of the auditing activities on an annual basis. The statutory auditor's report is supported by an accompanying annual management letter and a comprehensive report to the Board of Directors.

The auditors may not be members of the Board of Directors or company employees, nor may they carry out any other work for the company which would be incompatible with the audit assignment. They must be independent of the Board of Directors and of any shareholding of more than 5% of voting rights. The auditors must adhere to the independence guidelines of their profession. The Audit Committee verifies the statutory auditor's qualifications on an annual basis as part of its supervisory and monitoring functions. Particular emphasis is placed on the following criteria: independence of the auditors and an understanding of the Group's business activities and the specific business risks it faces.

With respect to the year under review, the Audit Committee and Board of Directors have concluded that the independence of the auditor is fully ensured.

INFORMATION POLICY

Schweiter Technologies maintains a regular and open dialog with all shareholders and the capital market.

In addition to the annual financial statements, Schweiter Technologies AG publishes its business results in a semi-annual report. In compliance with the ad hoc publicity guidelines contained in the Listing Rules of SIX Exchange Regulation, Schweiter Technologies AG also discloses price-sensitive information.

The company's official publication is the Swiss Official Gazette of Commerce (SOGC, www.sogc.ch). Information on disclosure notices from major shareholders can be found at:

<https://www.serag.com/en/resources/notifications-market-participants/significant-shareholders.html>

Information on transactions effected by members of the Board of Directors or Management is available at:

<https://www.ser-ag.com/en/resources/notifications-market-participants/official-notices.html>

Any interested party may request to be placed on the Schweiter Technologies AG e-mail distribution list to receive, free of charge, price-sensitive information in a direct and timely manner. All information and the online registration form to be placed on the e-mail distribution list can be found at: www.schweiter.com (direct link: <https://www.schweiter.ch/contact-order-report>).

The regular presentation of company facts and figures is an inherent part of Schweiter's communication culture. Media and analyst conferences for investors, analysts, and journalists are held to present specific company events and publish annual and/or semi-annual results. These presentations are available on the company's website at: <https://www.schweiter.ch/s1a200/investors/financial-reports-presentations.html>

At the General Meeting, the Board of Directors and Group Management provide information on the annual financial statements and the company's business performance, and answer shareholders' questions.

The financial reports (annual reports, semi-annual reports) and sustainability reports are available on the company's website, and print versions can be ordered free of charge or electronic versions can be downloaded via the following link:

<https://www.schweiter.ch/s1a200/investors/financial-reports-presentations.html>

Media releases, classified under "All" and "Ad hoc press releases", are available via the following direct link:

<https://www.schweiter.ch/s1f3/media-releases/>

The direct links to the company's Articles of Association (in German) and the Organizational and Business Regulations of the company can be found at:

<https://www.schweiter.ch/s1a127/corporate-governance/articles-of-association.html>

and:

<https://www.schweiter.ch/s1a293/corporate-governance/organizational-regulations.html>

The company's Code of Conduct is available via the following link:

<https://www.schweiter.ch/s1a203/corporate-governance/code-of-conduct.html>

The address for investor relation matters is:

Schweiter Technologies AG
Dr. Urs Scheidegger, Group CFO
Hinterbergstrasse 20
6312 Steinhausen, Switzerland
T +41 41 757 77 00

investor@schweiter.com
www.schweiter.com

7 March 2024: Publication of annual results 2023 and media and analyst conference results 2023

10 April 2024: Annual General Meeting

14 August 2024: Publication of semi-annual results 2024 and media and analyst conference on semi-annual results 2024

The entire financial calendar with important dates is available at:

<https://www.schweiter.ch/s1a13/investoren/finanzkalender.html>

BLACKOUT PERIODS

Schweiter Technologies AG has defined the following rules on trading blackout periods in its Principles on Management Transactions and Insider Trading:

During 30 calendar days prior to publication of the company's semi-annual and annual results, no securities transactions may be carried out, nor may trading in the company's securities be recommended to other persons. The dates of publication of all financial results are published on the website:

<https://www.schweiter.ch/s1a13/investors/financial-calendar.html>.

Trading blackout periods also include the period between the internal notification of information leading to "ad hoc publicity" (e.g. profit changes, important personnel changes, and company takeovers, etc.) and the announcement of this information.

The trading blackout periods apply to all members of the Board of Directors and Group Management of Schweiter Technologies AG as well as to persons who, by virtue of their shareholding or activity, have direct access to confidential information relevant to the share price.

No exceptions are granted. There was no deviation from this rule either in the reporting year 2023 or in the previous years.