Workflow

Geschäftsbericht 2021

21

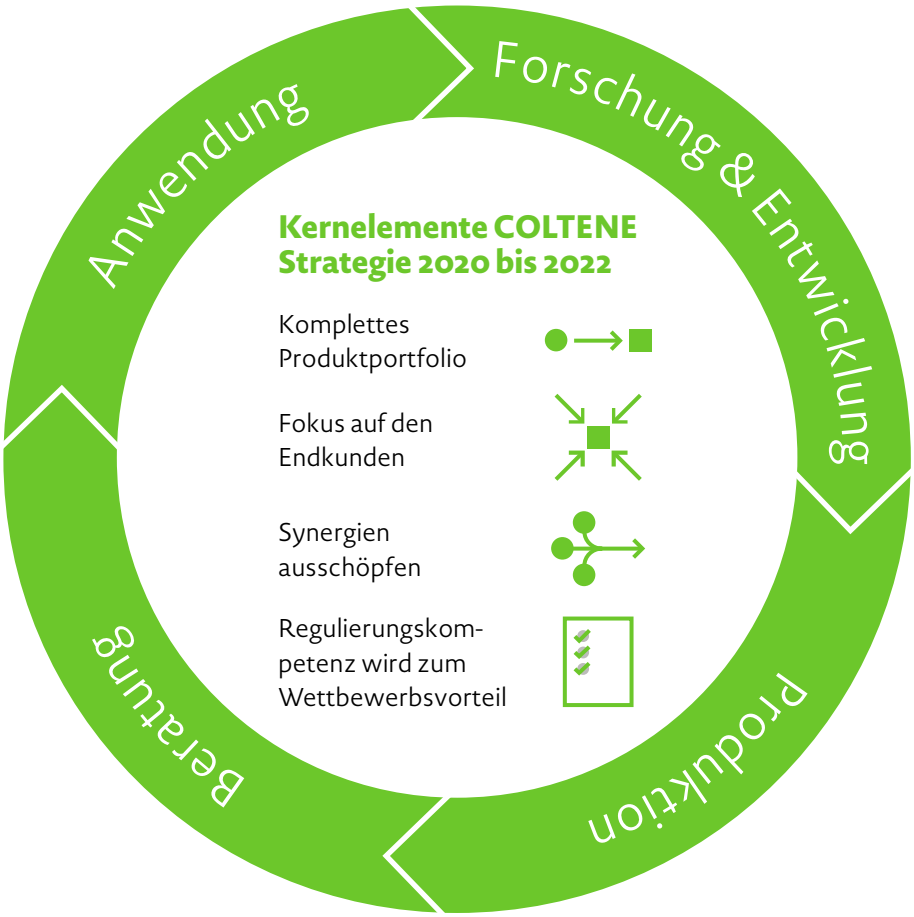
COLTENE

Normalisierung der Märkte

In der ersten Hälfte des Jahres hatte COLTENE alle Hände voll zu tun, die aufgrund von Nachholeffekten stark gestiegene Nachfrage rasch und umfassend abzudecken. Engpässe in den Lieferketten machten sich ab dem zweiten Semester bemerkbar und mussten durch flexible Lösungen abgefedert werden.

COLTENE hat die Pandemie genutzt, um die Marketing- und Verkaufsprozesse zu überprüfen, neu zu strukturieren und einen Schwerpunkt auf die Schulung von Verkaufspersonal und Endkunden zu setzen. So wurden drei zentrale Prozesse der zahnärztlichen Arbeit, die Instrumentenaufbereitung, die Endodontie und die Zahnrestauration, für die verschiedenen Anspruchsgruppen übersichtlich dargestellt und mit dem breiten Sortiment von COLTENE verknüpft. Das Kapitel «Dentale Workflows» gibt einen vertieften Einblick in das Thema.

Die diesjährige Fotoreportage rückt langjährige Mitarbeitende aus den verschiedenen Standorten ins Rampenlicht.



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Produktübersicht

Die COLTENE Gruppe gliedert ihr umfassendes Sortiment in die drei Produktgruppen Infektionskontrolle, Zahnerhaltung und Behandlungseffizienz.

Infektionskontrolle
Instrumentenaufbereitung und Oberflächendesinfektion

35 %

COLTENE ist ein Systemanbieter für die Instrumenten-Wiederaufbereitung und -Sterilisation sowie die Oberflächenreinigung und -desinfektion. Die umfassende Produktgruppe beinhaltet State-of-the-Art-Ultraschallreinigungsgeräte und -lösungen, Washers, Thermodesinfektionsgeräte und Autoklaven sowie hochwertige Reinigungs- und Desinfektionstücher für alle Oberflächen in der Zahnarztpraxis.

Zahnerhaltung
Restauration, Endodontie

28 %

Mit restaurativen und endodontischen Systemen zur Bewahrung von vitaler und nicht vitaler Zahnhartsubstanz bietet COLTENE vielfältige Produkte für die nachhaltige Zahnerhaltung von der Wurzel bis zur Krone an. Das abgestimmte Sortiment umfasst hochwertige Adhäsive, Komposite, Wurzelkanalinstrumente, Spüllösungen samt Zubehör sowie Materialien für die Obturation und Versiegelung von Wurzelkanälen.

Behandlungseffizienz
Prothetik, Rotierende Instrumente, Behandlungshilfen

37 %

Die Produktgruppe Behandlungseffizienz umfasst ein breites Angebot an Produkten und Hilfsmitteln zur Effizienzsteigerung in der Zahnarztpraxis. Dazu gehören hochpräzise Abformmaterialien, qualitativ hochwertige Produkte für die Wundversorgung und Watteerzeugnisse, effiziente Absaugkanülen und leistungsstarke Rotierende Instrumente sowie Kofferdams für die Isolation des Behandlungsfeldes.

Fakten und Zahlen

COLTENE ist ein international tätiges Unternehmen für die Entwicklung, Herstellung und den Vertrieb von zahnmedizinischen Verbrauchsgütern und Kleingeräten in den Bereichen Infektionskontrolle, Zahnerhaltung und Behandlungseffizienz. Die Gruppe verfügt über modernste Produktionsstätten in den USA, Kanada, Deutschland, Frankreich und der Schweiz. Zudem ist COLTENE mit eigenen Verkaufsorganisationen in wichtigen Schlüsselmärkten wie Nordamerika, Europa, Japan, China, Indien und in Lateinamerika präsent. Die COLTENE Gruppe beschäftigt weltweit 1242 Mitarbeitende (31. Dezember 2021).

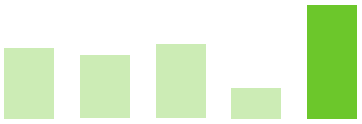
5-Jahresübersicht 2017–2021 (in CHF Mio.)

2017: IFRS, ab 2018: Swiss GAAP FER

Nettoumsatz

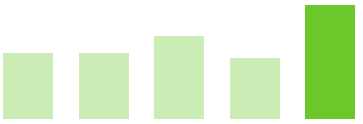
2017	2018	2019	2020	2021
168,0	204,0	273,8	248,4	279,2

Reingewinn



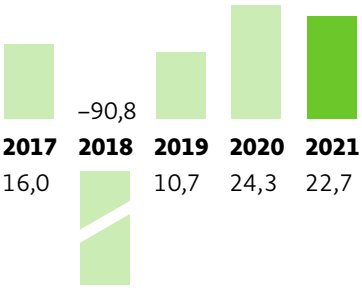
2017	2018	2019	2020	2021
19,1	17,0	20,0	8,2	31,7

Betriebserfolg (EBIT)



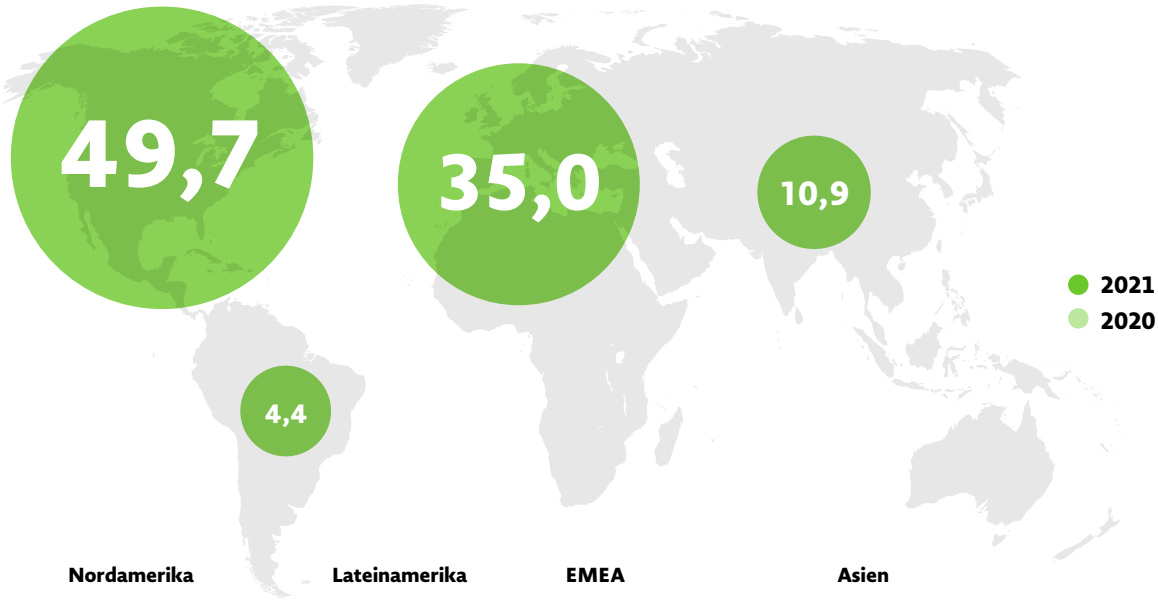
2017	2018	2019	2020	2021
25,5	25,4	32,0	23,3	43,8

Free Cash Flow



2017	2018	2019	2020	2021
16,0		10,7	24,3	22,7

Nettoumsatz nach Regionen in %



Nordamerika	Lateinamerika	EMEA	Asien
51,4	4,6	32,9	11,1

Informationen zur COLTENE Aktie

Aktienkapital und Kapitalstruktur

	2021	2020	2019	2018	2017
Nennwert pro Aktie (CHF)	**0.10**	0.10	0.10	0.10	0.10
Anzahl Namenaktien	**5 975 580**	5 975 580	5 975 580	5 975 580	4 219 000
Dispobestand	**16,91 %**	12,50 %	13,34 %	29,20 %	14,00 %
Anzahl eigene Aktien	**84**	19	14	3 265	0
Anzahl dividendenberechtigte Aktien	**5 975 496**	5 975 561	5 975 566	5 972 315	4 219 000
Ordentliches Kapital (CHF 1000)	**598**	598	598	598	422
Bedingtes Kapital (CHF 1000)	**0**	0	0	0	0
Genehmigtes Kapital (CHF 1000)	**0**	0	7	7	0
Total Stimmrechte	**5 975 580**	5 975 580	5 975 580	5 975 580	4 219 000

Börsenkennzahlen pro Aktie

CHF	2021	2020	2019	2018	2017
Börsenkurs höchst	**133.40**	97.30	103.60	124.00	103.50
Börsenkurs tiefst	**82.50**	56.10	72.00	80.00	74.50
Jahresendkurs	**112.40**	86.00	88.80	84.30	94.90
Durchschnittliches Volumen/Handelstag (Stück)	**4 338**	5 008	5 442	4 084	4 324
Börsenkapitalisierung in CHF Mio. (31.12.)	**672**	514	531	504	400

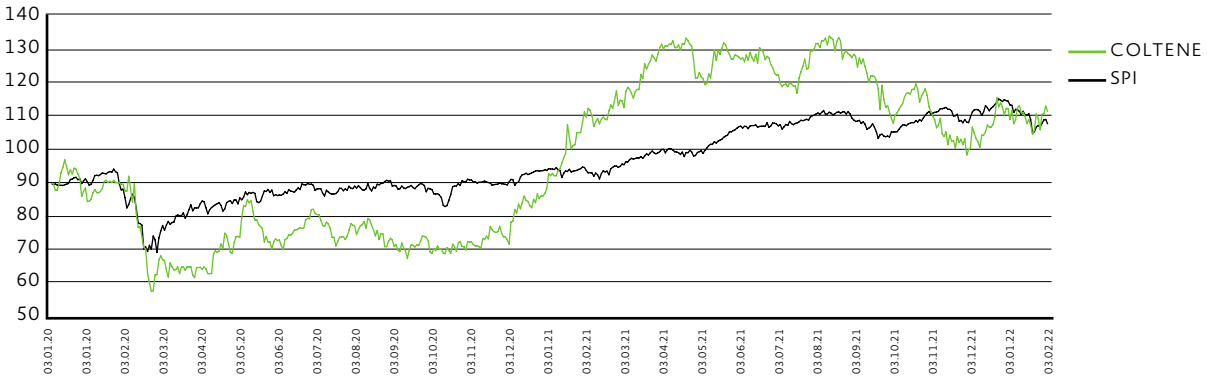
Kennzahlen pro Aktie[1]

CHF	2021	2020	2019	2018	2017
Reingewinn pro Aktie – unverwässert	**5.31**	1.38	3.35	3.61	4.52
Reingewinn pro Aktie – verwässert	**5.31**	1.38	3.35	3.61	4.52
Betrieblicher Cash Flow pro Aktie	**5.44**	5.82	3.98	4.12	5.19
Free Cash Flow pro Aktie	**3.80**	4.06	1.79	–15.20	3.80
Ausschüttung pro Aktie	**3.30[2]**	3.00	1.50	3.00	3.00
Eigenkapital pro Aktie	**17.97**	15.10	15.26	14.76	28.85

[1] 2017: IFRS, ab 2018: Swiss GAAP FER.
[2] Antrag des Verwaltungsrats an die Generalversammlung vom 21. April 2022: Ausschüttung von CHF 3.30 pro Aktie aus Kapitaleinlagereserven mit Auslandbezug und ohne Berücksichtigung der eigenen Aktien.

Entwicklung Aktienkurs (03.01.2020 bis 03.02.2022)

CLTN Namenaktien / Swiss Performance Index (SPI) adjustiert



Der Wert einer COLTENE Aktie gewann im Jahr 2021 30,7 % von CHF 86.00 auf CHF 112.40. COLTENE schüttete im Berichtsjahr am 8. April eine Dividende von CHF 3.00 pro Aktie aus. Die Gesamtperformance inkl. Dividende im Jahr 2021 betrug 34,2 %. Seit dem 1. Februar 2021 sind die Aktien der COLTENE Holding AG in den beiden ESG-Indizes der SIX Swiss Exchange SPI ESG und SPI ESG Weighted enthalten.

Aktionärsstruktur[1]

Per 31. Dezember 2021 waren 2020 Aktionäre (31.12.2020: 2204) im Aktienregister eingetragen. Die folgenden Aktionäre hielten am Jahresende 3 % oder mehr des ausstehenden Aktienkapitals der COLTENE Holding AG:

	31.12.2021	31.12.2020
HUWA Finanz- und Beteiligungs AG	**22,35 %**	22,28 %
Arthur Zwingenberger	**17,28 %**	17,28 %
Rätikon Privatstiftung	**11,45 %**	10,18 %
Robert Heberlein	**4,05 %**	4,02 %
Credit Suisse Asset Management Funds AG[2]	**3,48 %**	n.a.
UBS Fund Management (Switzerland) AG[2]	**3,22 %**	n.a.
Tweedy, Browne Company LLC[3]	**n.a.**	4,21 %

[1] Für weitere Details siehe Seiten 44 und 45 im Teil Corporate Governance dieses Geschäftsberichts.
[2] Aktienbestand am 31.12.2020 <3 %
[3] Aktienbestand am 31.12.2021 <3 %

Kontaktadresse

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COLTENE Holding AG
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9450 Altstätten
Schweiz
Telefon +41 71 757 54 80
E-Mail investor@coltene.com

Aktienregister

Philipp Baumgartner
ShareCommService AG
Telefon +41 79 370 62 29
E-Mail philipp.baumgartner@sharecomm.ch

Kalender

Veröffentlichung Jahresbericht und Medien- und Analystenkonferenz zum Geschäftsjahr 2021	4. März 2022
Generalversammlung 2022	21. April 2022
Veröffentlichung Halbjahresbericht und Medien- und Analystenkonferenz zum Halbjahresabschluss 2022	5. August 2022
Veröffentlichung Jahresbericht und Medien- und Analystenkonferenz zum Geschäftsjahr 2022	3. März 2023
Generalversammlung 2023	19. April 2023
Veröffentlichung Halbjahresbericht und Medien- und Analystenkonferenz zum Halbjahresabschluss 2023	4. August 2023

Highlights 2021

279,2 Mio.

Umsatz in CHF

Es wurde ein neuer Rekordwert in der Geschichte des Unternehmens erzielt.

10,6 %

Organisches Wachstum gegenüber 2019

Gegenüber 2019 betrug das um die Währungseffekte und den Verkauf der Vigodent bereinigte Wachstum 10,6 %.

15,7 %

EBIT-Marge

Die höchste je in einem Geschäftsjahr erzielte EBIT-Marge.

57,5 %

Eigenkapitalquote

Die Eigenkapitalquote hat deutlich zugelegt und widerspiegelt die solide Bilanz der COLTENE Gruppe.

19,7 %

Wachstum Zahnerhaltung

Das starke Wachstum des Bereichs Zahnerhaltung zeigt, dass sich die Dentalmärkte von der Pandemie erholt haben.

1242

Anzahl Mitarbeitende

Die wieder gestiegene Anzahl an Mitarbeitenden (Vollzeitäquivalente) widerspiegelt den guten Geschäftsverlauf 2021.

Vorwort

Sehr geehrte Aktionärinnen, sehr geehrte Aktionäre

Vor einem Jahr war an dieser Stelle von einer pandemiebedingten Talfahrt im zweiten Quartal 2020 und einer Erholung im zweiten Halbjahr die Rede. Im ersten Semester 2021 waren wegen der Coronapandemie immer noch starke Nachholeffekte erkennbar. Ab Juli 2021 haben sich Märkte und Nachfrage normalisiert.

Die COLTENE Gruppe schloss das Jahr mit einem Umsatz von CHF 279,2 Mio., 12,4 % über dem Vorjahr und einem neuen Rekordwert (2020: CHF 248,4 Mio.; 2019: CHF 273,8 Mio.). Um die Veräusserung von Vigodent sowie um Wechselkurseffekte bereinigt, verzeichnete COLTENE 2021 sogar 14,9 % mehr Umsatz im Vergleich zum Vorjahr. Gegenüber 2019 betrug das um die Währungseffekte und den Verkauf der Vigodent bereinigte organische Wachstum 10,6 % (CAGR 2019–2021: 5,1 %). Der Betriebserfolg (EBIT) erreichte 2021 CHF 43,8 Mio. (2020: CHF 23,3 Mio.). Die EBIT-Marge betrug 15,7 % (2020: 9,4 %), was auch bei der Rentabilität einer Höchstmarke entspricht. Spareffekte auf der Kostenseite und Erholungseffekte auf der Verkaufsseite führten vor allem im ersten Halbjahr zu überproportional erfreulichen Resultaten. Im zweiten Semester normalisierte sich die Nachfrage wieder .

Gegenüber 2019 betrug das um die Währungseffekte und den Verkauf der Vigodent bereinigte organische Wachstum 10,6 %.

Während im Vorjahr der Bereich Infektionskontrolle bedingt durch die Pandemie mit plus 35,5 % rasant wuchs, normalisierte sich das Wachstum in diesem Bereich auf 2,3 %. Die Bereiche Zahnerhaltung und Behandlungseffizienz, die im Jahr 2020 Umsatz verloren hatten, legten 2021 dafür umso stärker zu, nämlich um 19,7 % resp. 17,8 %.

Marketing und Sales mit neuem Fokus zurück im persönlichen Kontakt

In der ersten Hälfte des Jahres hatte COLTENE alle Hände voll zu tun, die hohe Nachfrage rasch und umfassend abzudecken. Engpässe in den Lieferketten wurden durch flexible Lösungen abgefedert, zum Beispiel durch die rasche Umstellung auf Alternativlieferanten oder durch den Einsatz von lieferbaren elektronischen Bauteilen, die dank Neuprogrammierung in unterschiedlichen Geräten eingesetzt werden können. Im zweiten Halbjahr kamen auch die Prozesse in Marketing und Sales wieder in Schwung. Während ein deutlicher Wandel hin zu digitalen Kanälen und Hilfsmitteln stattgefunden hat, war die Wiederaufnahme der persönlichen Kontakte unter Einhaltung der jeweils geltenden Schutzmassnahmen ebenfalls wichtig.

Nick Huber, Präsident des Verwaltungsrats

Martin Schaufelberger, CEO

COLTENE hat die Pandemie genutzt, um die Marketing- und Verkaufsprozesse zu überprüfen, neu zu strukturieren und einen Schwerpunkt auf die Schulung von Verkaufspersonal und Endkunden zu setzen. So wurden drei wichtige Prozesse der zahnärztlichen Arbeit, die Instrumentenaufbereitung, die Endodontie und die Zahnrestauration, für die verschiedenen Anspruchsgruppen übersichtlich dargestellt und mit dem umfassenden Sortiment von COLTENE verknüpft. Das Kapitel «Dentale Workflows» gibt einen vertieften Einblick in das Thema.

Ende 2021 wurde aufgrund der nachhaltig erhöhten Kosten eine massvolle Preiserhöhung über das gesamte Produktsegment angekündigt, die im Rahmen der Erhöhungen im Gesamtmarkt liegt. Die Erhöhung wird 2022 im ersten Quartal umgesetzt.

Service- und Reparaturbereiche modernisiert
COLTENE hat 2021 den Bereich Customer Service inklusive Reparaturen modernisiert und ausgebaut, um Kundenkontakte v.a. zu den Zahnärztinnen und

Marketing- und Sales-Inhalte drehen sich um die drei Workflows Instrumentenaufbereitung, Endodontie und Restauration.

Zahnärzten effizienter zu dokumentieren sowie näher an diese Endkundinnen und -kunden zu rücken. Verschiedene Service- und Reparaturräumlichkeiten wurden renoviert sowie Schulungsräume erneuert. Mittels modernster Technik ist es den Mitarbeitenden im Customer Service möglich, Fragen zur Bedienung von Geräten oder zu Fehlermeldungen aus der Ferne zu beantworten, zu analysieren und die Endkunden zu instruieren. Davon wird auch der Verkauf des neu ins Sortiment aufgenommenen STATIM B6000 von SciCan mit seinen modernen Konnektivitätsfunktionalitäten profitieren.

Erneuerung der MDR-Akkreditierung
Die COLTENE Gruppe war europaweit eines der ersten Dentalunternehmen, deren Produkte teilweise den Vorschriften der im Jahr 2021 in Kraft getretenen Medical Device Regulation (MDR) der EU entsprachen. Bis im Mai 2024 werden schrittweise alle COLTENE Produkte die neuen MDR-Vorschriften erfüllen.

Das bilaterale Abkommen zum Abbau technischer Handelshemmnisse (MRA) zwischen der Schweiz und der EU, das einen barrierefreien Zugang zum EU-Markt ermöglichte, fiel 2021 aufgrund des Abbruchs der Verhandlungen zum institutionellen Rahmenabkommen weg. COLTENE erfüllt die EU-Vorgaben auch ohne MRA vollumfänglich, setzt sich aber im Sinne der Planungssicherheit, der Forschung, der Kosteneffizienz sowie der Zusammenarbeit in Europa weiterhin für einen erneuten Eintritt der Schweiz in eine übergeordnete, strukturierte Wirtschaftsbeziehung mit der EU ein.

2021 wurde die MDR bereits bei vielen COLTENE Produkten umgesetzt. Bis Mai 2024 werden alle COLTENE Produkte die MDR-Auflagen erfüllen.

Bericht zur Nachhaltigkeit mit neuer Struktur
COLTENE hat den Bericht zur Nachhaltigkeit jüngst ausgebaut, um den steigenden Informationsbedürfnissen der verschiedenen Anspruchsgruppen besser gerecht zu werden. Die neuen schweizerischen Berichterstattungspflichten, die auf das Geschäftsjahr 2023 Anwendung finden werden, nimmt die COLTENE Gruppe zum Anlass, den Bericht zur Nachhaltigkeit zu vertiefen, neu zu strukturieren und zu erweitern (siehe Seite 28).

Veränderungen in der Gruppenleitung
Seit 1. Januar 2022 ist Markus Abderhalden neuer Finanzchef der COLTENE Gruppe. Der 43-jährige Schweizer verfügt über mehrjährige Industrieerfahrung als CFO und wechselte von der DGS Gruppe zu COLTENE.
Auf den 1. Januar 2022 wurde Paul Frey, Vice President Sales & Marketing Communication North America, ebenfalls in die Gruppenleitung berufen. Paul Frey ist Amerikaner und bringt eine langjährige Erfahrung in der Dentalindustrie mit. Er lebt in den USA und führt das grösste Marktgebiet der COLTENE Gruppe aus seiner Heimat heraus.

Dividende
Der Verwaltungsrat wird den Aktionären eine Dividende von CHF 3.30 pro Aktie vorschlagen. Das erfreuliche Resultat des Berichtsjahres und die Liquiditätsreserven lassen diese Erhöhung der Dividende um 10 % im Vergleich zum Vorjahr zu. Die Dividenden werden aus Kapitaleinlagereserven und damit für natürliche Personen mit Wohnsitz in der Schweiz weiterhin steuerfrei ausbezahlt.

Ausblick
Die Gruppe hält am mittelfristigen Ziel einer EBIT-Marge von 15 % und einem leicht über dem Markt liegenden Umsatzwachstum fest. Nach einer Zeit der Integration von SciCan und Micro-Mega sowie dem Meistern der Coronapandemie liegt der strategische Fokus vermehrt auf Wachstum. In Grossbritannien, Deutschland und Frankreich wird ein Wachstum des Bereichs Infektionskontrolle angestrebt, während sich in der Endodontie vor allem in den USA, in Deutschland, Frankreich, Italien und auf der Iberischen Halbinsel Wachstumschancen eröffnen. Im laufenden Jahr legt die COLTENE Gruppe den Fokus nebst den Hauptmärkten auf Wachstum in Asien und insbesondere in China, da dieser Dentalmarkt grosses Potential umfasst. Mittelfristig kann das organisch angestrebte Wachstum mit zielgerichteten Akquisitionen ergänzt werden. Die Ausschüttungsquote für zukünftige Dividenden bleibt bei einem Zielwert von 70 %.

China ist ein wichtiger Wachstumsmarkt mit grossem Potential für das Schweizer Dentalunternehmen.

Dank
Im Namen des Verwaltungsrats und der Konzernleitung bedanken wir uns bei allen Mitarbeitenden für ihren Einsatz und ihre Treue in diesem Jahr des starken Wachstums.

Unser besonderer Dank geht an unsere Kunden, Geschäftspartner und Aktionäre für ihr Vertrauen.

Nick Huber
Präsident des Verwaltungsrats

Martin Schaufelberger
CEO

COLTENE
ParaCore
COLTENE

24 Jahre Teamwork

Ich schätze die Abwechslung in meiner Arbeit zwischen dem Rüsten der Maschinen, Abfüllen, Verpacken und Konfektionieren von verkaufsfertigen Produkten.
Wir sind flexibel, so dass wir Aufträge immer möglichst in der gewünschten Zeit bei gleichbleibend hoher Qualität erledigen.
Seit ich bei COLTENE eingetreten bin, habe ich erlebt, wie unsere Arbeitsabläufe immer mehr digitalisiert wurden, und so habe ich auch meine Computer-Skills ausgebaut. Ich arbeite gerne in meinem Team, die Stimmung ist kameradschaftlich gut und meine Vorschläge für Verbesserungen werden aufgenommen.

Sabina Stähli, Coltène/Whaledent AG, Schweiz
Produktionsmitarbeiterin Restauration seit 1998

Dentale Workflows

COLTENE hat die Pandemie genutzt, um die Marketing- und Verkaufsprozesse zu überprüfen, neu zu strukturieren und einen Schwerpunkt auf die Schulung von Verkaufspersonal und Endkunden zu setzen. So wurden drei zentrale Prozesse der zahnärztlichen Arbeit, die Instrumentenaufbereitung, die Endodontie und die Zahnrestauration, für die verschiedenen Anspruchsgruppen übersichtlich dargestellt und mit dem breiten Sortiment von COLTENE verknüpft.

Die drei Prozesse, auch **«Dentale Workflows»** genannt, werden auf den folgenden Seiten in Form von chronologischen Abläufen veranschaulicht.

Für jeden dieser Prozesse bietet COLTENE passende Produkte aus dem breiten Sortiment an, die aufeinander abgestimmt einen idealen Ablauf und eine sichere Behandlung ermöglichen. Auf diesem Konzept bauen in Zukunft interne Schulungen für Verkäuferinnen und Verkäufer sowie weitere Kommunikationsmassnahmen für Zahnärztinnen und Zahnärzte wie z.B. interaktive Darstellungen oder Broschüren auf.

Der Kundennutzen und damit die spezifischen Vorteile der Hauptprodukte von COLTENE werden prägnant hervorgehoben, indem jedem der Hauptprodukte zu den drei übergeordneten Faktoren **«Sicherheit», «Flexibilität»** und **«Effizienz»** drei Alleinstellungsmerkmale (USPs) zugeordnet werden.

Workflow Instrumentenaufbereitung

Gebrauchte Instrumente

Handstücke

Reinigen und pflegen

STATMATIC
smart

Reinigen und desinfizieren

HYDRIM M2 G4 & C61wd
G4

Ultraschallreinigung

BioSonic
UC150

Verpacken

Sterilisation

STATCLAVE
G4

BRAVO G4
G4

STATIM B6000
G4+

STATIM 2000/5000
G4

Zuordnung und Verwendung am Patienten

Workflow Wurzelkanalbehandlung

Diagnose

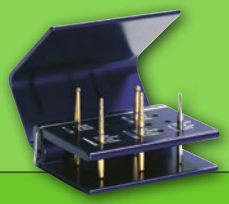
EndoFrost & Endo Ice
Wattekügelchen

Isolation

Kofferdam
Latex und latexfrei
und Klammern

Wurzelkanal öffnen

DIATECH
Endo Preparation Kit



Entfernung der Pulpa

MicroMega
Handfeilen

Apex Lokalisation

CanalPro Apex Locator
MircoMega Dual Pex
CanalPro Jeni

Wurzelkanal aufbereiten

HyFlex EDM, CM
MicroMega One RECI, One
Curve mini, 2Shape mini
CanalPro Jeni,
Dual Move Endo Motor

Spülen

CanalPro SyringeFill
mit NaOCl / EDTA / CHX

Trocknen

ROEKO Papierspitzen &
Surgitip-endo

Medikamente

MicroMega Seal
MM MTA,
MM CaOH Paste

Temporäre Restauration

Coltosol und
Temposil

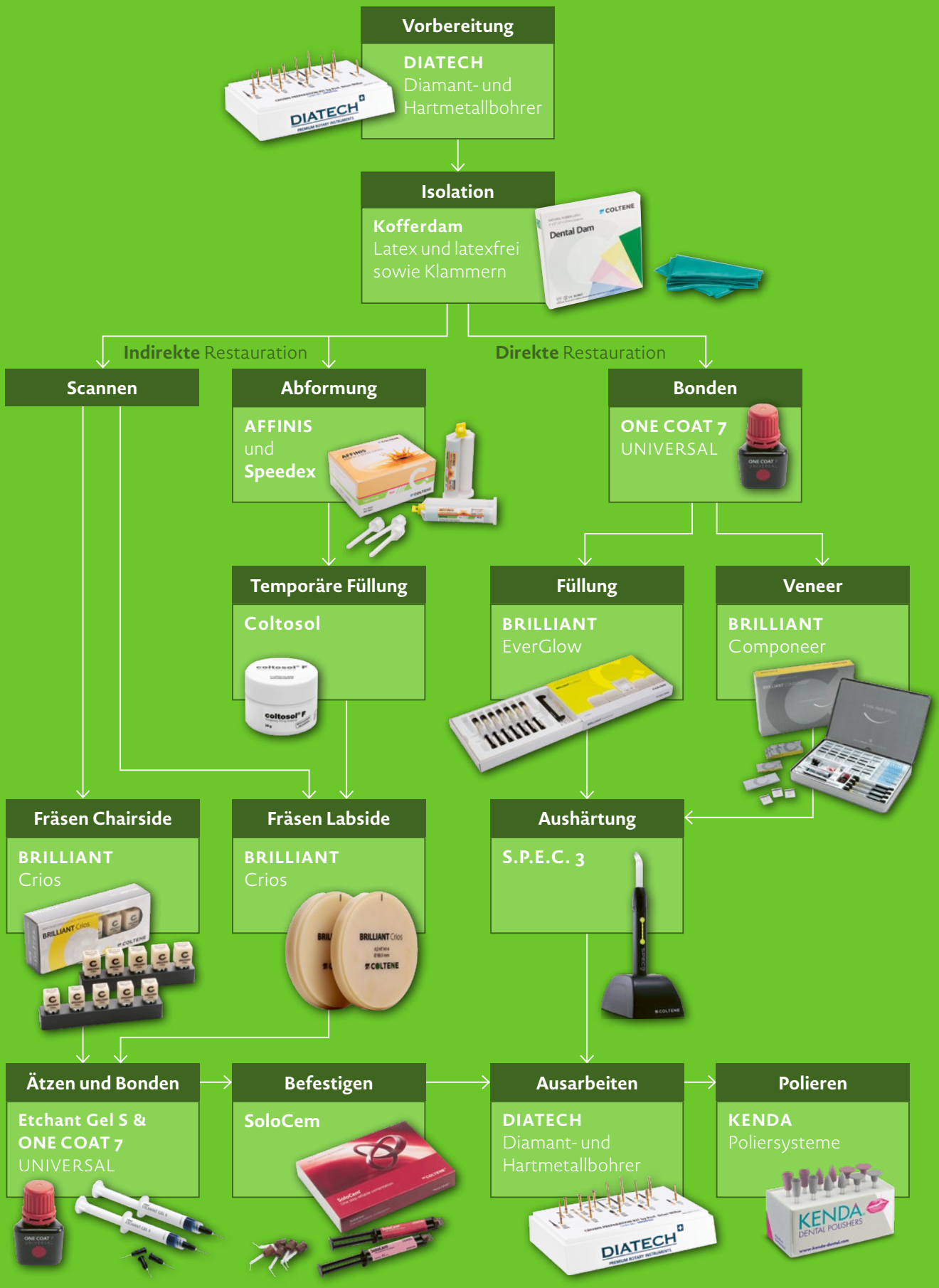
Versiegelung

ROEKO
GuttaFlow bioseal &
Guttapercha Spitzen

Definitive Restauration

BRILLIANT EverGlow
ParaPost X-System &
Fiber Posts

Workflow Restauration



Operativer Rückblick und Finanzkommentar

Nach einem sehr starken ersten Semester, das von Nachholeffekten aus dem Jahr 2020 geprägt war, setzte sich die Nachfrage auch im zweiten Halbjahr auf hohem Niveau fort. Trotz Engpässen in den Logistikketten und der COVID-19 Pandemie hat COLTENE die sich bietenden Chancen genutzt und dank einer hohen Produktionsauslastung die Ertragskraft gestärkt.

Nachholeffekt im ersten Halbjahr und Herausforderungen bei der Materialbeschaffung im zweiten Semester

Das erste Halbjahr war von Nachholeffekten geprägt und zeigte eine überproportionale Umsatzzunahme. Im zweiten Semester normalisierte sich die Nachfrage und das Unternehmen spürte zunehmend Engpässe in den Logistikketten, was die Lieferfähigkeit teilweise beeinträchtigte. Trotz einem schwächeren zweiten Semester erzielte COLTENE für das ganze Jahr eine deutliche Umsatzsteigerung von 12,4 %. Währungsbereinigt, und korrigiert um die im Geschäftsjahr 2020 verkaufte Vigodent, steigerte COLTENE den Umsatz sogar um 14,9 %. Alle Märkte und Produktbereiche haben sich gegenüber dem Pandemiejahr erholt. Die im Berichtsjahr erzielten Verkäufe von CHF 279,2 Mio. lagen auch über dem Wert von 2019 (CHF 273,8 Mio.), was einer währungsbereinigten organischen Steigerung von 10,6 % entsprach (CAGR 2019–2021: 5,1 %).

Im zweiten Semester normalisierte sich die Nachfrage und das Unternehmen spürte zunehmend Engpässe in den Logistikketten.

Normalisierung des Wachstums der Infektionskontrolle

Nachdem der Bereich Infektionskontrolle im Jahr 2020 währungsbereinigt um 35,5 % gewachsen war, hat sich das Wachstum dieses Geschäftsbereichs von 2020 auf 2021 in CHF auf 2,3 %, respektive 3,3 % in Lokalwährung normalisiert. Die Bereiche Zahnerhaltung und Behandlungseffizienz konnten sich gegenüber dem Vorjahr in CHF um 19,7 % (währungsbereinigt 20,1 %) respektive 17,8 % (währungsbereinigt 17,9 %) verbessern. Der Umsatzanteil des Bereichs Behandlungseffizienz ist mit 37,1 % (CHF 103,5 Mio.) nun wieder am grössten., dicht gefolgt von der Infektionskontrolle mit 34,5 % (CHF 96,3 Mio.) und des Bereichs Zahnerhaltung mit 28,4 % (CHF 79,4 Mio.).

Nordamerika (NAM) weiterhin grösster Markt – Erholung der übrigen Regionen

Nordamerika (NAM) ist der bedeutendste Markt für die COLTENE Gruppe mit Verkäufen von CHF 138,9 Mio. (2020: CHF 127,7 Mio.). Das entspricht einem Umsatzanteil von 49,7 % (2020: 51,4 %). Während sich die Umsätze in Kanada aufgrund der weiterhin sehr starken Einschränkungen wegen COVID-19 im Vergleich zum Vorjahr um 8,5 % in CHF, respektive 11,8 % in Lokalwährung, reduziert haben, nahmen die Umsätze in den USA um 13,9 % in CHF und um 15,6 % in Lokalwährung zu.

Das grösste prozentuale Wachstum verzeichnete die Region EMEA, wo der Umsatz von CHF 81,8 Mio. im Jahr 2020 auf CHF 97,6 Mio. stieg. Das entsprach einem Wachstum von 19,3 %. Währungsbereinigt betrug das Wachstum sogar 21,2 %. Mit einem Umsatzanteil von 35,0 % ist das auch die zweitgrösste Region. Das grösste Wachstum innerhalb der Region EMEA verzeichnete Grossbritannien/Irland mit einem Wachstum von 58,2 % in CHF respektive 60,7 % in Lokalwährungen. Sehr positiv entwickelt hat sich auch Frankreich mit einer Wachstumsrate von 24,5 % in CHF respektive von 26,5 % in Lokalwährung. Der Markt Deutschland und Österreich legte mit einem um 21,4 % höheren Umsatz (24,8 % in Lokalwährung) im Vergleich zu 2020 ebenfalls markant zu. Schwieriger gestaltete sich wegen des Tendergeschäftes die Situation im Nahen Osten sowie in Afrika, wo der Umsatz um 4,6 % in CHF, respektive um 6,9 % in Lokalwährung, gesunken ist.

Die Umsätze in den USA nahmen um 13,9 % in CHF zu. EMEA wuchs um 19,3 % in CHF mit starkem Wachstum in Grossbritannien, Irland, Frankreich, Deutschland und Österreich.

Erfreulich entwickelt hat sich auch Lateinamerika mit einem Wachstum von 7,5 % in CHF respektive von 7,9 % in Lokalwährungen. Der Umsatz betrug CHF 12,2 Mio. (2020: CHF 11,3 Mio.). Mit einem Umsatzanteil von 4,4 % ist diese Region das kleinste Marktgebiet, das Wachstum war jedoch besonders erfreulich, da in der Vergleichsperiode noch Umsätze der per Ende 2020 verkauften Vigodent enthalten waren. Werden die Umsätze der Vigodent aus dem Jahr 2020 herausgerechnet, betrug die Umsatzsteigerung in Lokalwährungen 64,5 %.

Die Region Asien trug 10,9 % zum Gesamtumsatz bei. Der Umsatz 2021 belief sich auf CHF 30,6 Mio. (2020: CHF 27,5 Mio.), was einem Wachstum in CHF von 10,9 % entsprach. Währungsbereinigt lag das Wachstum leicht tiefer, bei 7,2 %. Nach einem schwachen Jahr 2020 hat sich insbesondere Indien wieder erholt und ein Wachstum von 40,9 % in CHF und 44,9 % in Lokalwährung erzielt. In China legten die Umsätze in CHF um 15,9 % zu. In Lokalwährung hingegen waren es nur 6,6 %, weil der CNY gegenüber dem CHF stärker geworden ist.

Kosten immer noch unter dem Niveau von 2019

Auf der Kostenseite machten sich die coronabedingten Restriktionen und die im Vorjahr getroffenen Sparmassnahmen weiterhin bemerkbar. Die gesamten operativen Kosten (OPEX) haben sich zwar gegenüber dem Vorjahr um 4,6 % auf CHF 137,2 Mio. (2020: CHF 131,2 Mio.) erhöht, allerdings waren die Kosten immer noch deutlich unter dem Niveau von 2019, als die OPEX CHF 149,7 Mio. betrugen.

Die grösste Steigerung mit CHF 9,5 Mio. (+11,2 %) stammte aus dem Personalaufwand. Dies war insbesondere auf den Wegfall von Kurzarbeitsentschädigungen zurückzuführen, welche im Vorjahr CHF 3,8 Mio. ausgemacht hatten. Der Personalbestand hat gegenüber der Vergleichsperiode

um 52,8 Vollzeitäquivalente zugenommen. Wegen der gestiegenen Nachfrage nach COLTENE Produkten wurde die Produktionskapazität und damit der Personalbestand in der Produktion hochgefahren.

Die Kostensteigerung bei den Verkaufs- und Administrationsaufwendungen betrug 14,5 % oder CHF 4,1 Mio. – bereinigt um den Verlust aus dem Verkauf der Vigodent im Vorjahr von CHF 8,8 Mio. Dies war auf die gestiegenen Reise- und Marketingaktivitäten zurückzuführen, aber auch auf einmalige Kosten im Zusammenhang mit der Umstellung auf die MDR-Zertifizierung. Auch in diesem Bereich waren die Aufwendungen immer noch rund CHF 9,0 Mio. tiefer als im Jahr 2019.

Integration der SciCan Gruppe abgeschlossen
Nach der rechtlichen Integration der SciCan Inc. (USA) in die Coltène/Whaledent Inc. (USA) im Jahr 2020 werden im kommenden Jahr der Standort der SciCan Inc. in Canonsburg (PA) geschlossen und sämtliche Tätigkeiten zur Coltène/Whaledent Inc. in Ohio verlagert. Die damit verbundenen einmaligen Kosten wurden 2021 verbucht und betrugen CHF 0,8 Mio. Aus diesem Transfer ergibt sich keine wesentliche Veränderung im Personalbestand. Durch die Schliessung des Standorts resultieren allein aus dem Wegfall von Mieten jährliche Einsparungen im Umfang von rund CHF 0,4 Mio. Weiter wurde die SciCan Medtech AG (CH) per 1. Januar 2021 mit der Coltène/Whaledent AG (CH) fusioniert.

Die beiden Gesellschaften SciCan Ltd. (CAN) und SciCan GmbH (DE) wurden per 1. November 2021 in die bestehende SAP-Umgebung der COLTENE Gruppe integriert. Mit diesem Schritt ist SAP an allen Produktionsstandorten der COLTENE Gruppe eingeführt.

Finanzergebnis ohne Spezialeffekt und normalisierte Steuerrate
Nachdem das Finanzergebnis im Jahr 2020 mit rund CHF 2,8 Mio. durch den Verkauf der Vigodent SA belastet wurde, waren im Jahr 2021 keine aussergewöhnlichen Positionen zu verzeichnen, die eine Auswirkung auf das Finanzergebnis und den Steueraufwand hatten. Der Finanzaufwand betrug CHF 2,6 Mio., wovon der grösste Teil (CHF 2,0 Mio.) aus Währungsverlusten stammte.

Aufgrund der weitgehenden Erholung der Märkte in Europa hat sich der Umsatzanteil von Gruppengesellschaften mit überdurchschnittlich hohen Steuersätzen verringert, was hauptsächlich dazu geführt hat, dass die erwartete Steuerrate von 29,0 % auf 23,1 % gesunken ist. Weiter haben die nicht nutzbaren Verluste aus dem Verkauf der Vigodent SA im Jahr 2020 dazu geführt, dass die effektive Steuerquote im Jahr 2020 auf 54,3 % gestiegen ist. Im Berichtsjahr hat sich die Steuerquote mit 23,0 % wieder normalisiert.

Im Berichtsjahr hat sich die Steuerquote mit 23,0 % normalisiert. Es waren keine aussergewöhnlichen Positionen zu verzeichnen.

Hoher operativer Cash Flow durch Investitionen in Lieferfähigkeit belastet

Der hohe Cash Flow aus dem Vorjahr von CHF 24,3 Mio. konnte im aktuellen Geschäftsjahr mit CHF 22,7 Mio. nicht ganz erreicht werden. Hauptgrund für den Rückgang war der Aufbau des Lagers. Aufgrund der anspruchsvollen Lage am Beschaffungsmarkt wurden vermehrt Verpflichtungen für grössere Mengen eingegangen, bewusst höhere Sicherheitsbestände angelegt und es wurden vermehrt Vorauszahlungen geleistet, um die Lieferung von kritischen Komponenten zu sichern. Dazu beigetragen hat auch der hohe Lagerbestand an OPTIM Produkten aufgrund tieferer Nachfrage als erwartet. Das alles führte dazu, dass die Lagerpositionen gegenüber dem Vorjahr um CHF 11,7 Mio. angestiegen sind und den operativen Cash Flow entsprechend belasteten.

Die Investitionen in das Anlagevermögen waren pandemiebedingt wie im Vorjahr unterdurchschnittlich. Der Geldabfluss aus Investitionstätigkeiten fiel mit CHF 9,8 Mio. sogar noch leicht unter dem Wert des Vorjahres (CHF 10,5 Mio.) aus. Hauptgrund war insbesondere der Wegfall von Akquisitionskosten. Aufgrund des positiven Geschäftsverlaufes konnte die Verschuldung weiter reduziert werden und Bankkredite bis auf CHF 42,7 Mio. (2020: CHF 59,8 Mio.) zurückbezahlt werden. Dank den erfreulichen Ergebnissen wird der Verwaltungsrat an der Generalversammlung vom 21. April 2022 die Ausschüttung einer Dividende von CHF 3.30 pro Aktie vorschlagen.

Aufgrund des positiven Geschäftsverlaufes konnte die Verschuldung weiter reduziert und Bankkredite bis auf CHF 42,7 Mio. (2020: CHF 59,8 Mio.) zurückbezahlt werden.

Weitere Investitionen in die Modernisierung und Optimierung der Produktionsstandorte

In **Altstätten, Schweiz,** wurden verschiedene Gebäudeumbauten vorgenommen. In der Forschung & Entwicklung wurden sämtliche Räumlichkeiten vollständig erneuert, um die Abläufe zu optimieren sowie um den gestiegenen regulatorischen Anforderungen noch besser gerecht zu werden. Weiter wurde auf dem Dach des Neubaus eine 750 m² grosse Photovoltaikanlage mit einer jährlichen Stromproduktion von rund 145 MWh installiert. Damit können zukünftig ca. 20 % des jährlichen Stromverbrauchs selbst produziert werden. Auch wurde in verschiedene Produktionsanlagen und neue Steuerungen investiert, um die Produktivität zu verbessern und den Energieverbrauch weiter zu reduzieren.

Im Werk in **Cuyahoga Falls, Ohio, USA,** wurde weiter in die Modernisierung von CNC-Fräsmaschinen für die Herstellung von Hartmetallbohrern investiert. Im Zusammenhang mit der Schliessung des Standorts in Canonsburg, PA, wurde in Ohio ein neues Training Center aufgebaut. Hauptfunktion dieses Training Centers ist die Ausbildung von Verkäufern und Servicepersonal unserer Vertriebspartner, aber auch die Ausbildung

von Zahnärztinnen und Zahnärzten. Weitere Investitionen wurden in die Erneuerung und Modernisierung der Infrastruktur getätigt.

SciCan investierte in **Toronto, Kanada,** primär in die Optimierung der Produktionsabläufe und hat dafür neue Produktionsmittel angeschafft. Zudem wurden das Reparaturcenter sowie die Schulungs- und Laborräume erneuert.

Micro-Mega in **Besançon, Frankreich,** investierte ebenfalls weiter in die Modernisierung von bestehenden Fräsmaschinen, um die Produktivität sowie die Qualität weiter zu verbessern. Am Büro- und Produktionsgebäude wurden weitere Renovationsarbeiten vorgenommen.

Das Management von COLTENE ist überzeugt, dass diese Investitionen und Verbesserungen wesentlich zur Nachhaltigkeit der Produktionsprozesse und der hergestellten Dentalprodukte beitragen. Das Unternehmen wird die Prozesse entlang der gesamten Wertschöpfungskette weiterhin optimieren, um nicht zuletzt auch die Umweltbelastung kontinuierlich zu verringern.

Insgesamt beliefen sich die Investitionen in Sach- und Immaterielle Anlagen auf CHF 9,7 Mio. (2020: CHF 9,7 Mio.).

Insgesamt beliefen sich die Investitionen in Sach- und immaterielle Anlagen auf CHF 9,7 Mio.

Solide Bilanz und tiefere Nettoverschuldung
Das konsolidierte Eigenkapital der COLTENE Gruppe belief sich per 31. Dezember 2021 auf CHF 107,4 Mio. (2020: CHF 90,2 Mio.). Das Eigenkapital der COLTENE Holding AG betrug CHF 162,3 Mio. (2020: CHF 172,7 Mio.). Davon sind CHF 125,0 Mio. Kapitaleinlagereserven (KER), welche gemäss der aktuell gültigen Rechtsgrundlage an Aktionäre (natürliche Personen mit Wohnsitz in der Schweiz) steuerfrei ausgeschüttet werden können. Davon sind CHF 75,0 Mio. KER mit Auslandbezug, die steuerfrei ausgeschüttet werden können, ohne dass gleichzeitig eine zu versteuernde Dividende in derselben Höhe ausbezahlt werden muss.

Die konsolidierte Bilanzsumme per 31. Dezember 2021 betrug CHF 186,7 Mio. (2020: CHF 187,6 Mio.). Die Nettoverschuldung konnte weiter reduziert werden auf CHF 17,2 Mio. (2020: CHF 21,8 Mio.). Der Verschuldungsfaktor (Nettoverschuldung dividiert durch das EBITDA) ist auf 0,34 gesunken (2020: 0,75). Die Eigenkapitalquote betrug am Bilanzstichtag 57,5 % (2020: 48,1 %). Die vertraglich vereinbarten Covenants für die Finanzierung waren eingehalten.

Innovationen und Projekte
Innovationen werden weiterhin mit grosser Priorität vorangetrieben, um den Kunden neue und innovative Produkte präsentieren zu können. Die Aktivitäten in Forschung & Entwicklung finden in allen Bereichen statt, insbesondere aber im stark wachsenden Geschäftsbereich Infektionskontrolle. Die Ausgaben für Forschung & Entwicklung beliefen sich im Jahr 2021 auf CHF 11,2 Mio. (2020: CHF 11,6 Mio.), davon wurden CHF 2,2 Mio. aktiviert (2020: CHF 2,1 Mio.). Im Jahr 2021 konnte der Kassettenautoklav STATIM B6000 erfolgreich im Markt eingeführt werden. Der kompakte 6-Liter-Autoklav mit fraktionierter Vakuumtechnologie bietet eine flexible Beladung, kürzere Zykluszeiten und erweiterte digitale Funktionen. Nebst Upgrades und Weiterentwicklungen von bereits gut positionierten Produkten sind Neuentwicklungen und Innovationen im Bereich der IOT-Technologie für verschiedene Geräte in der Pipeline.

Der neue STATIM B6000 ist ein kompakter 6-Liter-Autoklav mit fraktionierter Vakuumtechnologie und bietet eine flexible Beladung, kürzere Zykluszeiten und erweiterte digitale Funktionen.

Die wichtigsten aktuellen gruppenübergreifenden Projekte betreffen die Einführung einer Product Lifecycle Management Software (PLM), um den gestiegenen Anforderungen im regulatorischen Bereich gerecht zu werden, und die weltweite Vereinheitlichung der CRM-Plattform. Dies schafft noch mehr Kundennähe und erlaubt es COLTENE, Anfragen und Reklamationen von Kunden effizienter zu bearbeiten und den Kundenservice nachhaltig zu verbessern.

Erholung der Märkte trifft auf Herausforderungen auf der Beschaffungsseite
Die Dentalmärkte haben sich im Jahr 2021 weiter erholt und sind in vielen Bereichen wieder auf Vor-Pandemie-Niveau. Allerdings machen sich auch bei COLTENE die weltweiten Lieferengpässe bemerkbar. Insbesondere im Bereich von Elektronikkomponenten ist es eine grosse Herausforderung, die benötigten Teile zeitgerecht zu erhalten. Dank dem grossen Einsatz auf der Beschaffungs-, aber auch auf der Produktionsseite musste die Produktion aufgrund von fehlenden Komponenten zu keinem Zeitpunkt unterbrochen werden. Die Herausforderungen im Beschaffungsbereich werden COLTENE auch im aktuellen Jahr noch beschäftigen. Ungewiss sind auch die künftigen Entwicklungen der Einkaufspreise für Rohstoffe und Energie wie auch der damit verbundene Anstieg der Inflation. Die COLTENE Gruppe hat verschiedene Massnahmen getroffen, um die Kosten zu reduzieren und die Preise ihrer Produkte auf allen Märkten weltweit nach oben anzupassen.

COLTENE
Eric Cross

13 Jahre Herausforderungen

Ich bin sehr stolz auf mein Team, mit dem ich zusammenarbeite. Wir harmonieren bestens und verstehen uns blind, wenn es um die Einhaltung der Arbeitsabläufe und die Sicherstellung der höchstmöglichen Qualität bei der Herstellung von Hartmetallbohrern geht. Unsere Aufgabe besteht in der Einstellung, Überwachung und Versorgung mit Rohlingen der zahlreichen CNC-Fräsmaschinen, die hochpräzise Bohrinstrumente für die Zahnärztinnen und Zahnärzte herstellen. Die laufende Erneuerung und Revision des bestehenden Maschinenparks ist für mein Team und mich eine stetige Herausforderung, um technisch und in Bezug auf die Informatik auf dem neuesten Stand zu bleiben. Besonders gefällt mir, dass ich hier bei meiner Arbeit neue Freunde gefunden habe.

Eric Cross, Coltène/Whaledent Inc., USA
Techniker und Maschinist Rotierende Instrumente seit 2009

Bericht zur Nachhaltigkeit

Sehr geehrte Aktionärinnen, sehr geehrte Aktionäre

Unsicherheiten und Veränderungen waren stetige Begleiter in der Pandemie. Diese Erfahrung weist Ähnlichkeiten auf mit den Unsicherheiten, die der Klimawandel für die globale Gemeinschaft mit sich bringt. COLTENE hilft aktiv mit, die Gemeinschaften, in denen die Gruppe aktiv ist, vor den negativen Folgen solcher externen Faktoren zu schützen. Nachhaltigkeit im Umgang mit Ressourcen und der Fokus auf die positive Entwicklung unserer Mitarbeiter- und Kundenbeziehungen rückten im vergangenen Jahr noch näher ins Zentrum des Handelns und Schaffens bei COLTENE. Nur der stetige Austausch mit dem Umfeld weckt die Neugier und das Interesse, immer neue, bessere und nachhaltigere Lösungen zu entwickeln. Die Gruppenleitung lebt diese Werte vor und geht mit ihrem Beispiel voran.

Mit den Entwicklungen rund um das Thema Nachhaltigkeit wird zunehmend ein höheres Informationsbedürfnis zu nichtfinanziellen Aspekten der Berichterstattung an COLTENE herangetragen. Um diesen Ansprüchen gerecht zu werden, publiziert die Gruppe bereits seit 2015 Umweltdaten und baute den Bericht zur Nachhaltigkeit (bisher Umwelt und Produktion) stetig weiter aus. Mit den neuen Vorgaben zur nichtfinanziellen Berichterstattung gibt nun auch der Regulator in der Schweiz verbindliche Verpflichtungen heraus. Die neuen Pflichten zur Berichterstattung werden erstmals auf das Geschäftsjahr 2023 Anwendung finden. Verwaltungsrat und Geschäftsleitung von COLTENE nahmen dies zum Anlass, den Bericht zur Nachhaltigkeit für diesen Geschäftsbericht neu zu strukturieren und zu erweitern.

COLTENE entwickelt und produziert nachhaltige Produkte sowie Dienstleistungen, die den Menschen helfen, gesunde und natürliche Zähne zu erhalten.

COLTENE hat dafür eine neue Stelle für Nachhaltigkeitsbelange geschaffen, die die Gruppenleitung bei diesem Vorhaben unterstützt. Auf den folgenden Seiten weist das Unternehmen den gruppenweiten Management-Ansatz zum Thema aus und publiziert eine vollständige Stakeholder-Übersicht. Eine Erweiterung der Beschreibung des Geschäftsmodells, der Verpflichtungen von COLTENE als Hersteller von Medizinprodukten sowie erweiterte Kennzahlen zu Mitarbeitenden und Arbeitssicherheit stehen ebenfalls zur Verfügung.

Martin Schaufelberger
CEO

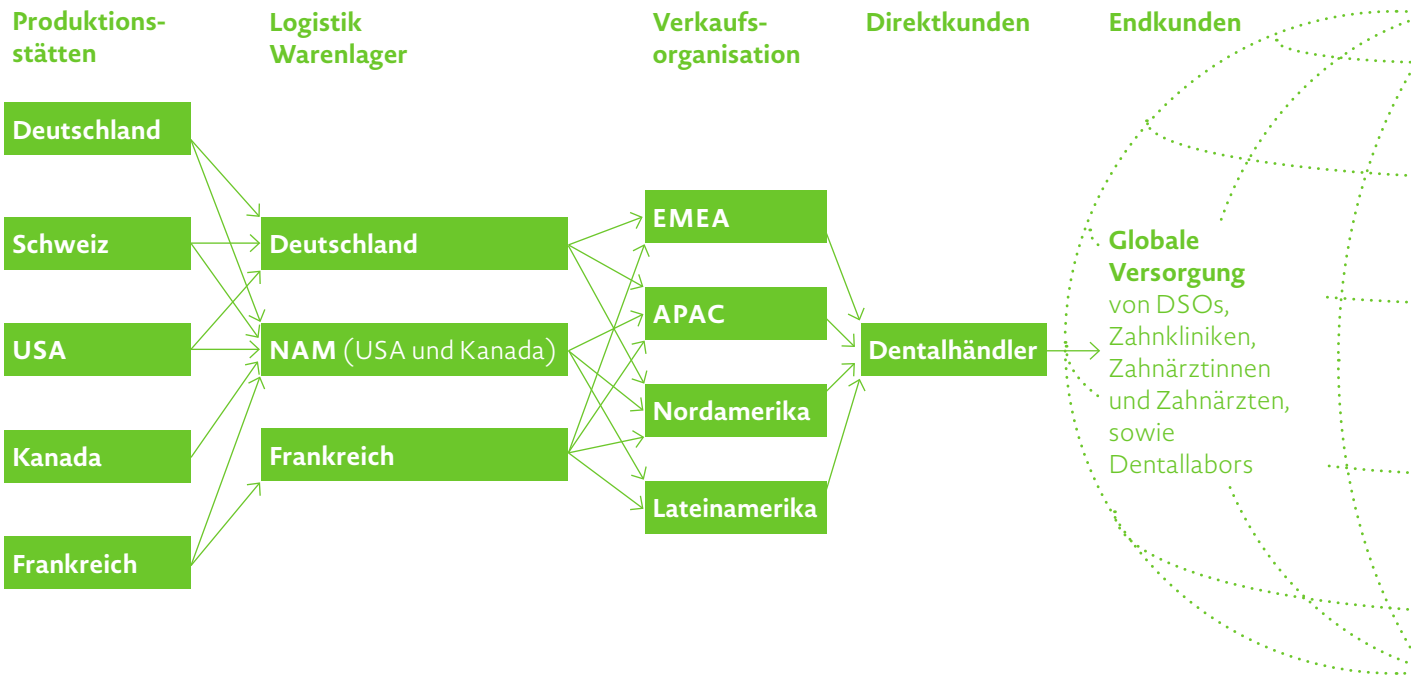
Das Geschäftsmodell von COLTENE

COLTENE entwickelt und produziert dentale Verbrauchsmaterialien und Kleingeräte für Zahnarztpraxen, DSOs, Dentalkliniken und Dentallabors. Die Gruppe entwickelt und produziert an fünf modernen Standorten in Europa und Nordamerika, verfügt über 17 Verkaufsgesellschaften sowie weltweit über 300 Mitarbeitende im Verkauf. Die Produkte von COLTENE lassen sich in die Hauptbereiche Infektionskontrolle, Zahnerhaltung und Behandlungseffizienz einteilen. Sie decken einen breiten Indikationsbereich von der Zahnrestauration über Wurzelkanal- bis zur kosmetischen Behandlung ab. Weiter unterstützen sie Zahnärztinnen und Zahnärzte in der Instrumentenaufbereitung sowie in der Sicherstellung einer einwandfreien Reinigung, Desinfektion und Sterilisation von Instrumenten und der Hygiene in den Behandlungsräumen.

Ein Teil der umfassenden Produktepalette sorgt für effiziente Arbeitsabläufe bei vielfältigen dentalen Eingriffen und Behandlungen. Seite 4 in diesem Bericht bietet eine Übersicht zu den drei Produktgruppen. Die COLTENE Gruppe verkauft ihre Produkte an Dentalhändler auf der ganzen Welt. Diese werden direkt ab Werk, respektive den Warenlagern in den USA, in Kanada, Deutschland und Frankreich, ausgeliefert. In China, Indien und Japan verfügt die Unternehmensgruppe ebenfalls über Verkaufsgesellschaften mit eigenen Warenlagern.

Die Endkunden kaufen die Produkte schliesslich für ihre Bedürfnisse weltweit beim Dentalhandel ein.

In Europa und Nordamerika betreibt COLTENE eigene Reparatur- und Servicecenters, die für den Unterhalt und die Reparaturen an den Geräten (im Wesentlichen Geräte zur Ultraschallreinigung, Reinigung und Sterilisation von Instrumenten) zuständig sind. In verschiedenen anderen Ländern werden diese Leistungen von zertifizierten Dritten erbracht. Die Verkaufsorganisation des Unternehmens besucht und schult Zahnärztinnen und Zahnärzte in den Praxen, in eigenen Schulungsräumen oder an verschiedenen Veranstaltungsorten weltweit, um Nähe und Kontakt zu den Endanwendern sicherzustellen. Universitäten und Dentalfachschulen werden ebenso besucht, um Kontakt zu angehenden Dentalfachleuten zu knüpfen.



Medizinische Anwendungsgebiete
Gemäss der Medtech-Verordnung der EU sind die Produkte von COLTENE den Klassen 1, 2a und 3 zuzuordnen.

- Produkte der Klasse 1 wie etwa Watteprodukte sind nichtinvasive Produkte, die keine Auswirkungen auf den menschlichen Körper haben und ein geringes Risiko für Patienten darstellen.
- Produkte der Klasse 2a bergen ein mittleres Risiko, da einige davon nach einer Behandlung im Zahn verbleiben. Die grosse Mehrheit der von COLTENE hergestellten und vertriebenen Produkte gehören der Klasse 2a an. Beispiele für Produkte dieser Klasse sind Komposite oder Füllungsmaterialien, Guttapercha, Papierspitzen, Diamant- und Hartmetallbohrer oder neu nach der MDR auch Abformmaterialien.
- Produkte mit höherem Risiko für Patientinnen und Patienten sind in die Klasse 3 eingestuft. Diese Produkte sind von erheblicher Bedeutung für die menschliche Gesundheit oder stellen ein besonders hohes methodisches Krankheits- oder Verletzungsrisiko dar. Das sind beispielsweise Gelatamp-Schwämmchen. Diese resorbierbaren, gut verträglichen Präparate zur Blutstillung und Desinfektion dienen der Versorgung von Wundhöhlen nach Zahnextraktionen.

Je nach Klassifizierung sind die Anforderungen an die Zulassung wie auch an die technischen Dokumentationen der Produkte unterschiedlich hoch. Alle Standorte der COLTENE Gruppe verfügen über die notwendigen Zertifizierungen und alle Produkte erfüllen die je nach Markt geforderten Registrierungsbedingungen. Damit stellt die Unternehmensgruppe weltweit den konformen Vertrieb und die sichere Anwendung ihrer Produkte an Patientinnen und Patienten gemäss den Anforderungen von Behörden und Regulatorien sicher.

Produktion
COLTENE betreibt weltweit fünf Produktionsstätten, die alle über Forschungs- und Entwicklungsabteilungen verfügen. Die einzelnen Standorte sind auf unterschiedliche Technologien und Produkte spezialisiert und werden gruppenweit in einer Matrixorganisation geführt (siehe auch Seite 46 in diesem Bericht). Dies stellt sicher, dass Synergien genutzt werden und der bereichsübergreifende Informationsaustausch gelingt.

Die Produktionsstätte in *Altstätten, Schweiz*, ist auf die Entwicklung und Herstellung folgender Produkte spezialisiert:

- Dentale Abformmaterialien einschliesslich C-Silikon- und A-Silikon-Produkte
- Restaurative Produkte für eine innovative und bewährte ästhetische Füllungstherapie sowie eine breite Palette an Adhäsiv- und Befestigungsmaterialien
- Diamantbohrer für Dentalbehandlungen
- Zahnmedizinische Diamant- und Silikonpolierer
- Autoklavierbare Polierer
- Polierer für die Zahntechnik

Das COLTENE Werk in *Langenau, Deutschland*, entwickelt und produziert:

- Endodontische Produkte zur Reinigung, Trocknung und Obturation von Wurzelkanälen unter den Markennamen Roeko, Hygenic, Luna und Surgitip
- Produkte zur Wundversorgung, Feuchtigkeits- und Infektionskontrolle
- Kofferdam-Produkte zur Isolation des Behandlungsfeldes
- Produkte für die Okklusionsprüfung

In *Cuyahoga Falls, Ohio, USA*, verfügt COLTENE über ihre grösste Produktionsstätte. Das Werk ist vorwiegend auf mechanische Fertigungsverfahren spezialisiert und stellt unter anderem folgende Produkte her:

- Stifte wie das ParaPost X System, Hartmetallbohrer und Wurzelkanalinstrumente
- Geräte zur Ultraschallreinigung und Desinfektion von Instrumenten in der zahnärztlichen Praxis
- Elektrochirurgische Instrumente für die Gewebeentfernung und Polymerisationslampen

SciCan Ltd. betreibt eine Produktionsstätte in *Toronto, Kanada*, für Produkte zur Reinigung, Desinfektion und Sterilisation:

- Kassettenautoklaven (STATIM) und Volumenautoklaven (BRAVO)
- Reinigungs- und Thermodesinfektionsgeräte (HYDRIM)
- Wasserdestillationsgeräte (AQUASTAT)
- Reinigungs- und Pflegegeräte für Dentalinstrumente wie z. B. Hand- und Winkelstücke
- Desinfektionsmittel für Oberflächen und dentale Instrumente (OPTIM)

Das Sortiment von Micro-Mega mit Produktionsstätte in *Besançon, Frankreich*, umfasst:
- Wurzelkanalinstrumente für unterschiedliche Anwendungen
- Spüllösungen für die sichere Wurzelkanalaufbereitung
- Obturations- bzw. Versiegelungsmaterialien

In Nordamerika und in Deutschland unterhält die COLTENE Gruppe eigene Service Centers für den Unterhalt und die Reparatur ihrer Dentalgeräte. In verschiedenen anderen Ländern werden diese Leistungen von zertifizierten Dritten erbracht.

Management-Ansatz

Gesunde Zähne und ein strahlendes Lachen stehen für Lebensqualität und Wohlbefinden. Wer bei COLTENE arbeitet ist stolz darauf, zahnmedizinische Produkte zu entwickeln, die die Gesundheit von Patientinnen und Patienten fördern sowie Zahnärztinnen und Zahnärzten verlässliche und effiziente Lösungen bieten.

COLTENE steht für innovative Produkte und Dienstleistungen, die in professionellen, sicheren und effizienten dentalen Behandlungsprozessen angewendet werden. Dabei basiert der Erfolg des Unternehmens auf den Mitarbeitenden. Die Gruppe rekrutiert und fördert motivierte und kompetente Mitarbeitende mit dem Ziel, sie langfristig zu beschäftigen. Durch die Förderung von Eigeninitiative und unkonventionellem Denken schafft COLTENE ein Klima für erfolgreiche Innovationen. Glaubwürdigkeit, Ehrlichkeit, Vertrauenswürdigkeit und Gradlinigkeit entstehen durch schlüssiges Handeln, verantwortungsvolle Führung und konsequente Leistung.

Nachhaltigkeitsthemen werden bei COLTENE auf Gruppenstufe und auf Stufe der einzelnen Produktionsstandorte besprochen und umgesetzt. Auf Gruppenstufe beschäftigten sich der Verwaltungsrat und die Gruppenleitung 2021 in je einer Sitzung spezifisch mit dem Thema. Diese Gremien haben eine strategische Weiterentwicklung der Berichterstattung beschlossen. Um eine adäquate Berichterstattung sicherzustellen und die richtigen KPIs zu erheben, soll der Nachhaltigkeitsbericht auf die wichtigsten Stakeholder wie Investoren, Zahnärztinnen und Zahnärzte sowie auf Patientinnen und Patienten ausgerichtet werden.

COLTENE verfolgt weiterhin den Ansatz, die Berichterstattung zur Nachhaltigkeit integriert in den Geschäftsbericht zu publizieren.

Zentrale Richtlinien

COLTENE wendet grundsätzlich das Vorsorgeprinzip auf allen Stufen an. Entscheidungsträger treffen im Fall von begründetem Verdacht auf Schäden Vorsorge und beziehen die Interessen aller Stakeholder mit ein.

Zentrale globale Richtlinien auf Gruppenstufe sind die Statuten der Holdinggesellschaft, das Organisationsreglement, der Code of Conduct (Verhaltenskodex), das Accounting-Manual und das Unterschriften- und Kompetenzreglement. Diese werden bei den einzelnen Gesellschaften ergänzt durch lokale Bestimmungen sowie Weisungen und Reglemente, die länder- und kulturspezifisch sind.

Verstösse gegen den Code of Conduct oder gegen geltendes Recht können gruppenweit dem CFO oder innerhalb der lokalen Organisation gemeldet werden. Auf der Gruppenwebsite steht ein anonymer Meldeweg über einen spezialisierten Drittanbieter zur Verfügung.

Für die Weiterentwicklung von Nachhaltigkeitsthemen auf Gruppenstufe ist am Standort in Altstätten seit Ende 2021 ein Absolvent der Universität St. Gallen in einem Teilzeitpensum angestellt.

Umsetzung in den Ländergesellschaften

COLTENE verfügt an jedem Produktionsstandort über eine Qualitätsmanagement- und Registrierungsabteilung. Diese stellen sicher, dass nur Medizinprodukte unter Einhaltung der vorgeschriebenen Zulassung in Verkehr gebracht werden. Das Qualitäts- und Risikomanagement ist auf Gruppenstufe sowie an jedem Produktionsstandort etabliert. Alle Standorte der COLTENE Gruppe erfüllen die Normen von ISO 13485:2016, da sie klassifizierte Medizinprodukte entwickeln und herstellen. An allen Standorten, wo dentale Geräte entwickelt und produziert werden, folgt das Risikomanagement für Medizinprodukte der Norm ISO 14971:2012.

Am Standort der *Coltène/Whaledent AG, Altstätten, Schweiz*, werden Nachhaltigkeitsthemen im Rahmen von Projekten umgesetzt. Verantwortlich dafür ist primär die Abteilung Verfahrenstechnik. Im Vorder-

grund stehen insbesondere die Reduktion des Stromverbrauchs, da der Standort aufgrund der Herstellverfahren energieintensiv ist. Mit Unterstützung eines externen Beraters wurde der Stromverbrauch über die letzten acht Jahre beträchtlich gesenkt. Im Berichtsjahr wurde eine Fotovoltaikanlage mit einer jährlichen Stromproduktion von 145 MWh installiert, die ca. 20 % des Strombedarfs deckt. Mit der Neugestaltung der Verpackungen wurde eine Systematik für Karton- und Kunststoffverpackungen eingeführt, die eine ressourcenschonende Verwendung und die Reduktion von Verpackungsmaterialien ermöglicht.

Der Standort verfügt über die notwendigen Bewilligungen und Einrichtungen, damit von gefährlichen Rohstoffen, die in geringen Mengen in der Produktion eingesetzt werden, keine Gefahren für Menschen und Umwelt ausgehen können. Zur Verbesserung der Arbeitssicherheit werden regelmässig Schulungen unter Einbezug von externen Beratungsstellen wie z. B. der SUVA durchgeführt. Eine Mitarbeiterbefragung ergab erstmals Feedback zu Verbesserungsmassnahmen im HR-Bereich. Es ist geplant, eine interne Stelle zu schaffen, die künftig die verschiedenen Massnahmen im Umwelt- und Nachhaltigkeitsbereich koordiniert und umsetzt.

Im COLTENE *Werk Langenau, Deutschland*, werden die Nachhaltigkeitsthemen von der verantwortlichen Person in Abstimmung mit der Geschhäftsleitung koordiniert und überwacht. Besonderer Wert wird auf die Bewusstseinsbildung innerhalb des Unternehmens, auf die Einführung von Konzepten zum Recycling von Rohstoffen wie beispielsweise Baumwolle gelegt. Für 2022 ist die Berechnung des CO_2-Fussabdrucks nach Greenhouse Gas Protocol (GHG) geplant, gefolgt von weiteren Massnahmen zur CO_2-Reduzierung. Mit jährlichen Mitarbeiterbefragungen werden Rückmeldungen zu Themen wie Arbeitszufriedenheit, Vergütung, Work-Life-Balance, Kommunikation usw. eingeholt, die die Basis für laufende Verbesserungsmassnahmen bilden.

Coltène/Whaledent Inc., Cuyahoga Falls, Ohio, USA, engagiert sich für eine nachhaltige Zukunft und für die Verbesserung des sozialen, wirtschaftlichen und ökologischen Wohlergehens des Unternehmens und der Gemeinschaften an ihrem Standort. Das Unternehmen fördert mit gezielten Strategien die Verbesserung der sozialen und wirtschaftlichen Bedingungen ihrer Mitarbeitenden, die Wiederverwendung von Rohstoffen, die Reduzierung von Abfall und das Recycling. Es beteiligt sich auch an gemeinschaftsbasierten Initiativen zum Wohle der Bürger und der lokalen Gemeinschaften.

Mit jährlichen Mitarbeiterbefragungen wird Feedback zu wichtigen sozialen Themen eingeholt, die die Basis für laufende Verbesserungsmassnahmen bilden. Für die verschiedenen Nachhaltigkeitsaspekte gibt es mehrere Verantwortliche im Unternehmen. So ist die Sicherheitskoordinatorin für Umweltaspekte verantwortlich, die zuständige Person im Personalbereich für soziale Aspekte und für die Themen Diversity und Inclusion ist ebenfalls eine Mitarbeiterin verantwortlich. Im Unternehmen gibt es ein Employment Engagement Committee, sowie einen Diversity Advisory Council.

Der amerikanische Produktionsstandort ist in verschiedenen lokalen Gremien vertreten wie der lokalen und regionalen Handelskammer und dem Akron Chamber Equity and Inclusion Committee sowie der City of Akron Racial Equity and Social Justice Taskforce. National ist der Standort in der Dental Trade Alliance und der OSAP (Organization for Safety & Asepsis Procedures) vertreten.

Der *Produktionsstandort der SciCan, Toronto, Kananda*, steuert die Nachhaltigkeitsthemen mittels Projekten, die von der Forschungs- und Entwicklungsabteilung, dem Industrial Engineering und dem Ausschuss für Gesundheit und Sicherheit vorangetrieben werden. Im Jahr 2021 wurden u.a. folgende Projekte durchgeführt:

- Reduzierung von Schaumstoffverpackungen für Geräte
- Wasserrecycling und -wiederverwendung für die Endprüfung der Produktlinie Sterilisatoren

Der Gesundheits- und Sicherheitsbeauftragte ist für die Nachhaltigkeitsthemen und die Leiterin der Personalabteilung für Soziales und Governance verantwortlich.

Der kanadische Produktionsstandort ist nach Workplace Safety and Insurance Board (WSIB) zertifiziert, was gewährleistet, dass das Unternehmen ein hohes Sicherheitsniveau am Arbeitsplatz einhält, wodurch jährlich Versicherungskosten eingespart werden. Weiter erfüllt das Unternehmen die nötigen ISO- und nordamerikanischen Standards für die Produktion von Dampfsterilisatoren (Autoklaven) und ist Mitglied von verschiedenen nationalen und internationalen Verbänden, Vereinigungen und Arbeitsgruppen im Dentalbereich.

Micro-Mega, Besançon, Frankreich hat 2021 neu den United Nations Global Compact (UNGC) mit seinen zehn Prinzipien zur nachhaltigen Entwicklung unterzeichnet und ist auch Unterzeichner des französischen IMPACT-Manifests zu Umweltfragen. Im Dezember 2021 hat sich Micro-Mega zum ersten Mal durch EcoVadis bewerten lassen, und dabei die Bewertung auf Stufe Silber erreicht. Mit 60 von 100 maximal möglichen Punkten bewegt sich Micro-Mega im Branchenvergleich unter den fortschrittlichen Unternehmen und gehört zu den von EcoVadis bewerteten top 8 % der Unternehmen in der Branche «Herstellung von medizinischen und zahnmedizinischen Instrumenten».

Seit mehreren Jahren werden in verschiedenen Bereichen im Rahmen der Verbesserung der Nachhaltigkeit zahlreiche Projekte geführt, die über das Qualitätsmanagementsystem verwaltet und überwacht werden. Der oberste Qualitätsmanager koordiniert und plant die Massnahmen. Ziele dieser Projekte sind:
- Energieeinsparung forcieren
- Chemikalieneinsatz reduzieren
- Anteil an nachhaltigen lokalen Lieferanten erhöhen
- Wohlbefinden am Arbeitsplatz fördern
- Gleichstellung der Geschlechter garantieren

Stakeholder und Stakeholder-Interaktion

2021 identifizierte COLTENE die relevanten Stakeholder-Gruppen und führte mit einem Teil davon gezielte Umfragen zum Thema Nachhaltigkeit durch. Nachfolgend sind die Gruppen und die Art ihrer Interaktionen mit COLTENE aufgeführt.

Mitarbeitende

2021 wurden im Rahmen einer Umfrage 62 Mitarbeitende am Standort Altstätten zu verschiedenen Dimensionen der Nachhaltigkeit befragt.

Über 90 % der Befragten halten es für wichtig, dass COLTENE ökologisch nachhaltig handelt und ökologische Nachhaltigkeitskriterien entlang der gesamten Wertschöpfungskette überwacht, kontrolliert und fördert. Fast alle der befragten Mitarbeitenden sprachen sich dafür aus, dass COLTENE in die Reduktion des ökologischen Fussabdrucks investieren soll. Hierzu wurden Massnahmen wie die Nutzung erneuerbarer Energien, die Reduktion von Abfall und Materialverbrauch, die Förderung von Recycling und das Investieren in nachhaltigere Materialien in der Herstellung genannt.

Ebenso wichtig ist es den befragten Mitarbeitenden, dass COLTENE sozial nachhaltig ist. Dabei sind Massnahmen wie die Möglichkeit zur flexiblen Arbeitszeitgestaltung, die Förderung von Weiterbildungen und Schulungen, individueller Handlungsspielraum, interessante Arbeitsinhalte, Mitwirkung bei Entscheidungen und Lohngleichheit unter den Geschlechtern als relevante Punkte identifiziert worden.

Interaktionskanäle
- Jährliche Gespräche mit den Mitarbeitenden
- Befragungen der Mitarbeitenden (Stufe Werke)
- Personalkommission
- Intranet
- Informationen an die Mitarbeitenden
- Anlässe für die Mitarbeitenden
- MBO-Prozesse (MBO: Management by Objectives/ Führung durch Zielsetzung)

COLTENE verfügt teilweise über Online-Schulungen und Ausbildungsprogramme für die Mitarbeitenden. Themen sind Gesundheit, Sicherheit, Gewalt und Belästigung am Arbeitsplatz und interne Richtlinien. Rollenspezifische Schulungen werden über die zuständige Abteilung gesteuert und über eine Trainingsmatrix zugeordnet und dokumentiert. Die Schulungsdatenbank wird jährlich auditiert und Einträge der Abteilungen werden von der Personalabteilung überwacht.

Die COLTENE Gruppe erfüllt an allen Standorten die gesetzlich bestimmten Sozial- und Vorsorgeleistungen für ihre Mitarbeitenden. An den wichtigsten Produktionsstandorten werden die folgenden Zusatzleistungen gewährt:

Coltène/Whaledent AG, Altstätten, Schweiz: Die Arbeitnehmenden sind von der Zahlung der Prämien für die Nichtbetriebsunfallversicherung und die Krankentaggeldversicherung befreit. Die obligatorische Pensionsversicherung ist bessergestellt als vom Gesetzgeber gefordert. In Abhängigkeit vom Lebens- und Dienstalter werden zusätzliche Ferientage gewährt und es gibt Geschenke für Dienstjubiläen.

Coltène/Whaledent GmbH + Co. KG, Langenau, Deutschland: Das Unternehmen unterstützt die vermögenswirksame Leistung. Mitarbeitende können für verschiedene Zwecke mit Unterstützung des Arbeitgebers Sparguthaben bilden, z. B. für Immobilien oder die Rente.

Coltène/Whaledent Inc., Cuyahoga Falls, USA: Der Arbeitgeber zahlt in eine Lebensversicherung ein und gewährt verschiedene Vergünstigungen bei der Kranken- und Zahnversicherung. Das Unternehmen unterstützt nebst weiteren Fringe Benefits Einzahlungen in eine Pensionsversicherung und offeriert abhängig vom Dienstalter zusätzliche Ferientage.

SciCan Ltd., Toronto, Kanada: Das Unternehmen gewährt verschiedene Vergünstigungen bei der Kranken- und Zahnversicherung und unterstützt unter anderem Einzahlungen in eine Pensionsversicherung. Zusätzliche Ferientage werden abhängig von der Dienstzeit gewährt und in einer Kantine subventioniert die Firma die Verpflegung.

Micro-Mega SA, Besançon, Frankreich: Die Kosten für die Krankenversicherung werden teilweise vom Unternehmen getragen. Es besteht eine von der Firma zu 100 % finanzierte Vorsorgeversicherung für lange krankheitsbedingte Abwesenheiten sowie eine Lebensversicherung bei Todesfall. Das Unternehmen finanziert teilweise eine Rentenversicherung sowie eine Zusatzrente.

An jedem Produktionsstandort stehen unentgeltlich Ladestationen für Elektrofahrzeuge zur Verfügung. Alle Gruppengesellschaften unterstützen die Mitarbeitenden in der beruflich orientierten Weiterbildung. An allen Standorten finden jährlich unterschiedliche Anlässe für alle Mitarbeitenden statt, um die Interaktion, Kommunikation, das Gesellschaftliche und auch die sportliche Betätigung ausserhalb des Arbeitsplatzes zu fördern.

Alle Mitarbeitenden werden periodisch über den Geschäftsgang, die Strategie sowie betriebliche und soziale Themen informiert. Dabei haben sie die Möglichkeit, Fragen zu stellen und sich mit dem Management auszutauschen. Alle Standorte bieten regelmässig für die Mitarbeitenden innerbetriebliche Weiterbildungen an.

Direktkunden: Dentalhändler

Dank regelmässigen Besuchen bei Zahnärztinnen und Zahnärzten orientiert sich COLTENE gemeinsam mit den Dentalhändlern an den Bedürfnissen der Patientinnen und Patienten sowie dem medizinischen Fachpersonal.

Interaktionskanäle
- Persönlicher Kontakt und Besuche bei Endkunden
- Newsletter und Social Media
- Messen
- Fachzeitschriften

Endkunden: Zahnärzte und Zahnärztinnen, Dentalpraxen und Zahnarztketten

COLTENE beschäftigt im Verkauf rund 300 Mitarbeitende, die zum grossen Teil tagtäglich Zahnärztinnen und Zahnärzte in Praxen und Zahnkliniken sowie Universitäten und Dentalfachschulen besuchen. Ihre Feedbacks, die in einem CRM-System gesammelt und ausgewertet werden, geben wertvolle Informationen für die laufende Verbesserung von Produkten und Dienstleistungen. Dabei werden auch Informationen zur Anwendung und zur Qualität der Produkte erfasst, die ebenfalls in den permanenten Verbesserungsprozess einfliessen.

COLTENE hat 2021 in einer Befragung die Bedürfnisse verschiedener Zahnärztinnen und Zahnärzte hinsichtlich Nachhaltigkeit evaluiert. Bei einer Online- und Telefon-Umfrage wurden dafür 30 Zahnärztinnen und Zahnärzte befragt. Fast 90 % der Befragten gaben an, an nachhaltigeren Produkten der Dentalindustrie interessiert zu sein.

Interaktionskanäle
- Persönlicher Kontakt
- Messen
- Social Media
- Kundendienst

- Kundenanlässe
- Fachzeitschriften
- Zusammenarbeit mit Key-Opinion-Leadern
- Kurse und Schulungen

Patientinnen und Patienten
COLTENE legt höchsten Wert auf Patientensicherheit und orientiert sich bei der Schaffung und Weiterentwicklung ihrer Produkte und Dienstleistungen stets an den Bedürfnissen dieser Anspruchsgruppe.

2021 hat COLTENE in einer Stichprobe rund 80 Patientinnen und Patienten aller Altersgruppen zu Nachhaltigkeitsthemen befragt. Patientinnen und Patienten unter 40 Jahren gaben dabei an, Zahnarztpraxen mit nachhaltigeren Materialien grundsätzlich vorzuziehen, wenn sie die Wahl hätten. Zudem wurde festgestellt, dass Mitglieder dieser Anspruchsgruppe das Bedürfnis haben, mehr über die Nachhaltigkeit von Dentalprodukten zu erfahren.

Interaktionskanäle
- Patientenbefragungen
- Patientensicherheitsprozesse

Investorinnen und Investoren
COLTENE hat in Zusammenarbeit mit einem Studenten der Universität St. Gallen die Interessen betreffend Nachhaltigkeitsdimensionen dieser Stakeholder-Gruppe untersucht.

Die Resultate zeigen, dass Nachhaltigkeitsbelange auch für Investorinnen und Investoren von steigender Bedeutung sind. Ausserdem wurde der Nachhaltigkeit der Sphäre «Governance» eine zentrale Rolle bei Investitionsentscheidungen zugesprochen. Der Zugang zu mehr nichtfinanziellen Informationen stellt der Analyse zufolge ein zentrales Bedürfnis dieser Anspruchsgruppe dar.

COLTENE hat dafür das Kapitel zur Nachhaltigkeit weiter ausgebaut und die Transparenz erhöht mit dem Ziel, dieses Jahr für Jahr zu erweitern.

Interaktionskanäle
- Generalversammlung
- Jährliche Medienkonferenzen und halbjährliche Telefonkonferenzen
- Investorenkommunikation, 2021 mit einem IR-Tag in Altstätten
- Besuch von Konferenzen 2021: Investora und Baader-Helvea-Konferenz
- Investorenmeetings, organisiert durch Banken und Broker
- Direktgespräche mit Investoren und Analysten
- Lunch-Meetings mit Analysten und Investoren
- Journalistentage

Lieferanten
COLTENE verfügt über ein weltweites Lieferantennetzwerk und legt auch bei dieser Stakeholder-Gruppe Wert auf nachhaltige und langfristige Partnerschaften.

Interaktionskanäle
- Code of Conduct
- Lieferantenbeurteilungen
- Stetiger Kontakt über Einkaufsabteilungen
- Austausch an Branchenanlässen und Messen

Regulatoren/Verbände und Interessensvertreter
Zur Gruppe der Regulatoren gehören staatliche Stellen wie Gesundheits-, Steuer- und Umweltbehörden. Nebst der Einhaltung von Gesetzen hat die Einhaltung von Sicherheits- und Umweltstandards für COLTENE weltweit höchste Priorität. COLTENE verzichtet auf aktives Lobbying und setzt sich über Verbände und Interessensvertreter für ein möglichst uneingeschränktes Marktumfeld ein. Das bedeutet den Abbau von Handelshürden und die Vermeidung von neuen Handelshürden. Das Bezahlen von Steuern an den jeweiligen Standorten und die Beteiligung an der lokalen Standortentwicklung ist für COLTENE eine Grundregel.

Sowohl die COLTENE Gruppe als auch die einzelnen Gesellschaften sind weltweit Mitglieder in verschiedensten Verbänden und Gruppierungen von Interessensvertretern im Bereich der Zahnmedizin.

Lokale Gemeinschaften
Die Standortförderung ist ein zentraler Pfeiler der Geschäftsphilosophie von COLTENE. COLTENE bekennt sich zu den jeweiligen Standorten, setzt sich für die lokale Arbeitsplatzerhaltung ein und fördert neue Arbeits- und Ausbildungsplätze.

COLTENE pflegt verschiedene Arten von Partnerschaften zu lokalen Universitäten und Fachhochschulen. Micro-Mega führt beispielsweise eine Partnerschaft mit der Lorraine Universität (Endodontische Fakultät in Nancy) in Frankreich.

Interaktionskanäle
- Präsentationen an Schulen
- Schnuppertage
- Führungen
- Partnernetzwerk von Universitäten und Ausbildungsstätten
- Engagement und Philanthropie (Zurverfügungstellung von Gratisprodukten für Freiwilligeneinsätze von Studenten in Drittweltländern)
- Unterstützung von sozialen Institutionen anstelle von Kundengeschenken

Ökologische Faktoren

Forschung und Entwicklung, Materialien

In der Forschung und Entwicklung werden Funktionsweise, Leistung, Sicherheit und Gebrauchstauglichkeit der Produkte von den frühen Phasen der Entwicklung bis zur Anwendung sowie zur Umweltverträglichkeit und Entsorgung berücksichtigt. Verpackungsmaterialien werden, wo immer möglich, standardisiert und minimiert und bestehen zum Teil aus biologisch abbaubaren Stoffen. Aufgrund der Vorschriften für die Lagerung oder Anwendung von Medizinprodukten ist es nicht immer möglich, auf die ökologisch verträglichsten Verpackungsmaterialien zurückzugreifen. COLTENE wählt umweltschonende Fertigungsverfahren und prüft Produkte auf Wiederverwendbarkeit in der Zahnarztpraxis zum Beispiel mittels Sterilisationsverfahren bei dentalen Bohrern oder Wurzelkanalfeilen.

Die Umweltbelastungen von COLTENE sind generell, insbesondere aber auch in den Fertigungs- und Forschungsaktivitäten, gering.

Die im Produktionsprozess verwendeten wesentlichen Materialgruppen sind:
- Hygiene und Behandlungshilfen: Kunststoffe, Metalle, Textilfasern, Baumwolle, Reinigungslösungen
- Endodontische Produkte: NiTi-Metall, Kunstsstoffe, Papier
- Restaurative Materialien: Polyamidmatrix mit Glasfüller
- Abformmaterialien: Silikonöle, Füllstoffe
- Rotierende Instrumente: Stahl, NiTi-Metall, Diamanten
- Betriebsmittel: Wasser, Reinigungsmittel, Lösungen für galvanische Bäder, Papier

COLTENE ist bestrebt, den Verbrauch von Betriebsmitteln von Jahr zu Jahr zu reduzieren. Alle lokalen Regeln zur Lagerung und Entsorgung von giftigen oder gefährlichen Stoffen sowie belastetem Abwasser werden eingehalten. In den jeweiligen Ländern sind Spezialunternehmen damit beauftragt. Metalle und weitere Stoffe werden, soweit möglich, rezykliert.

Umweltdaten

COLTENE publiziert seit dem Geschäftsjahr 2015 Umweltdaten. Die Daten werden über einen weitgehend standardisierten Prozess erhoben und ausgewertet. Strom- und Wasserverbrauch basieren auf effektiven Abrechnungen der Netzbetreiber. Beim Ölverbrauch wird der Einkauf gemäss Rechnungen mit dem Lagerbestand abgeglichen. Die Umrechnung von Energie in CO_2-Emissionen erfolgt dabei in Abhängigkeit von länderspezifischen Energiefaktoren.

Die Zahlen zum Recycling werden gemäss Abrechnungen und Auflistungen der lokalen Recyclingdienstleister erhoben.

2021 stieg der Verbrauch von Elektrizität, Heizöl, Gas und Wasser im Vergleich zum Vorjahr wieder an, was auf die deutlich gestiegene Auslastung der Produktionskapazitäten zurückzuführen ist. Das gesamte Abwasser der COLTENE Werke wird über Abwasserreinigungsanlagen abgeführt, somit ist die Menge des Outputs an Abwasser gleich wie der Verbrauch an sauberem Wasser. Massnahmen zur Abfallreduktion zeigten Wirkung und die gesamte Abfallmenge nahm gegenüber dem Vorjahr als auch gegenüber 2019 ab. Indirekt resultierte daraus auch eine leichte Abnahme der Mengen an rezyklierten Stoffen.

Auf dem Dach des Werkes in Altstätten wurde 2021 eine Solaranlage installiert, die 145 MWh Strom pro Jahr produziert und in Zukunft rund 20% des Energiebedarfs des Werkes abdecken kann.

Umweltdaten nach Werken der COLTENE Gruppe

Input	Einheit	2019	2020	2021	Delta 2021/2020		Output	Einheit	2019	2020	2021	Delta 2021/2020
Strom	MWh	1 063	1 020	**1 291**	**27 %**		**CO_2**	t	344	293	**388**	**33 %**
Öl	t	46	35	**53**	**52 %**		**Recycling**	t	92	50	**51**	**3 %**
Gas	1000 m³	6	4	**–**	**–100 %**		**Abfall**	t	113	117	**149**	**28 %**
Wasser	m³	9 015	6 349	**11 918**	**88 %**	**Schweiz/FL**	**Abwasser**	m³	8 125	6 349	**11 918**	**88 %**
Strom	MWh	919	834	**936**	**12 %**		**CO_2**	t	862	806	**934**	**16 %**
Öl	t	2	–	**–**	**n.a.**		**Recycling**	t	79	62	**85**	**37 %**
Gas	1000 m³	96	99	**121**	**23 %**		**Abfall**	t	30	34	**42**	**24 %**
Wasser	m³	1 564	1 934	**1 959**	**1 %**	**Deutschland**	**Abwasser**	m³	1 564	1 934	**1 959**	**1 %**
Strom	MWh	2 604	2 884	**2 963**	**3 %**		**CO_2**	t	1 971	2 147	**1 901**	**–11 %**
Öl	t	–	–	**–**	**n.a.**		**Recycling**	t	41	49	**53**	**9 %**
Gas	1000 m³	97	94	**94**	**0 %**		**Abfall**	t	38	31	**37**	**20 %**
Wasser	m³	4 779	5 609	**5 122**	**–9 %**	**USA**	**Abwasser**	m³	4 779	5 609	**5 122**	**–9 %**
Strom	MWh	1 240	1 065	**1 115**	**5 %**		**CO_2**	t	621	548	**584**	**6 %**
Öl	t	–	–	**–**	**n.a.**		**Recycling**	t	54	87	**38**	**–57 %**
Gas	1000 m³	98	89	**97**	**9 %**		**Abfall**	t	286	382	**204**	**–47 %**
Wasser	m³	9 463	6 153	**7 744**	**26 %**	**Kanada**	**Abwasser**	m³	9 463	6 153	**7 744**	**26 %**
Strom	MWh	1 264	1 072	**1 391**	**30 %**		**CO_2**	t	346	286	**375**	**31 %**
Öl	t	8	7	**11**	**49 %**		**Recycling**	t	7	20	**29**	**41 %**
Gas	1000 m³	59	46	**59**	**29 %**		**Abfall**	t	26	16	**14**	**–13 %**
Wasser	m³	1 428	1 465	**1 721**	**17 %**	**Frankreich**	**Abwasser**	m³	1 428	1 465	**1 721**	**17 %**

Umweltdaten (total) aller Werke der COLTENE Gruppe

Input	Einheit	2019	2020	2021	Delta 2021/2020		Output	Einheit	2019	2020	2021	Delta 2021/2020
Strom	MWh	7 090	6 875	**7 696**	12 %		**CO_2**	t	4 144	4 079	**4 181**	3 %
Öl	t	56	42	**64**	51 %		**Recycling**	t	272	268	**255**	–5 %
Gas	1000 m³	355	332	**371**	12 %		**Abfall**	t	493	579	**446**	–23 %
Wasser	m³	26 249	21 510	**28 464**	32 %	**COLTENE Gruppe**	**Abwasser**	m³	25 359	21 510	**28 464**	32 %

Lieferkette – Metalle und ökologische Faktoren
COLTENE stellt Dentalbohrer her, die teils mit Edelmetallen beschichtet werden. Hierzu werden geringe Mengen an Gold und Platin verarbeitet. Die Lieferanten dieser Metalle bestätigen, die Herkunft ihrer Produkte nachverfolgen zu können, und sind Mitglied der Responsible Minerals Initiative. COLTENE produziert weder Implantate noch Amalgamfüllstoffe und verwendet keine grösseren Mengen an Titanmetallen, Blei oder Mangan. Quecksilber wird gar nicht verwendet.

COLTENE kauft und verarbeitet kein Wolfram oder Tantal. Die Firma verwendet unbedeutende Mengen an bleifreiem Löt-Zinn, das von einem Schweizer Lieferanten stammt und gemäss Herstellerangaben der Richtlinie 2011/65/EU sowie dem Elektro- und Elektronikgesetz (ElektroG) entspricht. Somit entsprechen die Proukte auch den Restriction of (the use of certain) Hazardous Substances in electrical and electronic Equipment-Richtlinien (RoHS).

Die Herstellung von Aktivatoren für C-Silikone benötigt grössere Mengen von Rohstoffen, die Zinnverbindungen enthalten, für deren Produktion rund 2,5 Tonnen Zinn pro Jahr verwendet werden.

In der ISO-13485:2016-Richtlinie ist ein periodischer Bewertungsprozess für Lieferanten vorgesehen. Wichtige Lieferanten werden mindestens einmal jährlich geprüft. Im vergangenen Jahr gab es keine wesentlichen Veränderungen in der Lieferkette und keine wesentlichen Beanstandungen aus den Lieferantenaudits.

Soziale Faktoren

Mitarbeitende – Gesundheit und Sicherheit am Arbeitsplatz
In allen Ländern der Produktionswerke bestehen staatliche Vorgaben und Kontrollen zur Arbeitssicherheit. In jedem Werk sind Sicherheitsbeauftragte bestimmt, welche die damit verbundenen Themen intern koordinieren und umsetzen. Sie haben lokale Ausbildungen zur Arbeitssicherheit absolviert und sind entsprechend zertifiziert.

Die Standorte, welche Geräte mit elektrischen und elektronischen Komponenten entwickeln und produzieren, halten die RoHS-Richtlinien ein. Die RoHS-Richtlinien beschränken die Verwendung bestimmter gefährlicher Stoffe in Elektro- und Elektronikgeräten.

In *Altstätten* wird das Sicherheitskonzept jährlich zweimal auditiert. Gehen Berufsunfallmeldungen ein, werden die Ursachen analysiert und angemessene Massnahmen ergriffen.

In *Toronto* werden die Arbeitsplätze monatlich nach lokalen Vorgaben inspiziert. Viermal jährlich finden Sitzungen zu den Themen Gesundheit und Sicherheit am Arbeitsplatz statt.

In *Langenau* ist für die Einhaltung und Überprüfung der Arbeitssicherheit ein externer Dienstleister beauftragt. Es finden regelmässige Sitzungen und Begehungen statt. Zudem überwacht und berät die Berufsgenossenschaft relevante Themen zur Arbeitssicherheit.

In *Besançon* erscheint lokal ein monatliches Magazin zur Gesundheit und Sicherheit am Arbeitsplatz, und es werden eine Reihe von Massnahmen und Systemen angewendet, von der Ergonomie über die Risikobeurteilung bis hin zum Bericht des zuständigen Arbeitsmediziners.

Schutz vor dem Coronavirus
COLTENE hat zu Beginn der Pandemie einen internen Krisenstab gebildet. Dieser besteht auf Gruppenstufe aus Managementvertretern und an jedem Standort aus dem Geschäftsführer, dem Sicherheitsbeauftragten, dem Qualitäts- und Regulatory-Manager, dem Produktionsleiter, dem Personalverantwortlichen und gegebenenfalls weiteren Personen. Diese Teams stellen sicher, dass die lokalen behördlichen Vorgaben jederzeit umgesetzt und spezifische Massnahmen in den Werken eingeleitet werden. Sie beurteilen die Situation laufend neu und informieren mit Hilfe von Aushängen und internen Kommunikationsmitteln die gesamte Belegschaft. Nach Entscheiden von lokalen Behörden werden die Mitarbeitenden rasch über wichtige Neuerungen und Verhaltensmassnahmen informiert.

Unfallstatistik der Berufsunfälle in Werken und Verkaufsgesellschaften

	2021	2020
Coltène/Whaledent AG, Schweiz	8	6
Coltène/Whaledent GmbH + Co. KG, Deutschland	5	3
Coltène/Whaledent Inc., USA	3	4
SciCan Ltd., Kanada	5	7
Micro-Mega SA, Frankreich	3	7
Übrige Standorte total	1	1
Total	**25**	**28**

Gegenüber der im Vorjahr publizierten Statistik wurden für 2020 Unfälle aus den Verkaufsgesellschaften nachgeführt.

Total kam es 2021 zu 25 Arbeitsunfällen. Keiner der Unfälle im Berichtsjahr hatte bleibende Schäden oder längere Ausfälle zur Folge. Die lokalen Arbeitssicherheitsverantwortlichen prüfen nach jedem Unfall, ob weitere Präventionsmassnahmen nötig sind oder Arbeitsplätze und Prozesse angepasst werden können, um die Sicherheit zu erhöhen.

Die im Vorjahr publizierte Statistik zu den Mitarbeitenden der Werke wurde auch für das Jahr 2020 ergänzt durch die Mitarbeitenden der Verkaufsgesellschaften.

Die Fluktuation der COLTENE Gruppe betrug 2021 rund 16 %. Der leichte Anstieg im Vergleich zum Vorjahr ist auf organisatorische Veränderungen und auf coronabedingte Stellenwechsel zurückzuführen. Es ist das Ziel, die Anzahl der Stellenwechsel über die nächsten Jahre zu senken.

Wegen der COVID-19-Pandemie musste 2021 keine Kurzarbeit mehr beantragt werden und temporäre Entlassungen (furloughs) wie im Vorjahr waren in den USA kein Thema mehr. Um die Belegschaft an den verschiedenen Standorten möglichst gut gegen das Coronavirus zu schützen und damit v.a. Ausfälle zu vermeiden, da die Nachfrage wieder stark angestiegen war, wurden überall die behördlich vorgeschriebenen Schutzmassnahmen angewendet und umgesetzt.

Statistik (Mitarbeitende aller Gesellschaften der Gruppe)

		2021	in %	2020	in %
Anzahl Vollzeitäquivalente Festangestellte	Männer	606	52 %	580	51 %
	Frauen	552	48 %	555	49 %
	Total	**1 157**	**100 %**	**1 135**	**100 %**
Anzahl Vollzeitäquivalente Temporärangestellte	Männer	40	48 %	32	66 %
	Frauen	44	52 %	16	34 %
	Total	**84**	**100 %**	**48**	**100 %**
Anzahl Vollzeitäquivalente Vollzeitstellen	Männer	633	51 %	600	51 %
	Frauen	554	45 %	524	44 %
	Total	**1 187**	**96 %**	**1 124**	**95 %**
Anzahl Vollzeitäquivalente Teilzeitstellen	Männer	11	1 %	13	1 %
	Frauen	44	4 %	46	4 %
	Total	**55**	**4 %**	**59**	**5 %**
Führungspositionen	Männer	119	71 %	115	71 %
	Frauen	49	29 %	47	29 %
	Total	**168**	**100 %**	**162**	**100 %**
Total Vollzeitäquivalente	Männer	647	52 %	612	52 %
	Frauen	595	48 %	571	48 %
	Total	**1 242**	**100 %**	**1 183**	**100 %**

Diversität
Im Verwaltungsrat der COLTENE Gruppe beträgt das Durchschnittsalter 56,5 Jahre, zwei von sieben Mitgliedern sind Frauen (29 %). In der ebenfalls siebenköpfigen Geschäftsleitung ist aktuell keine Frau vertreten. Frauen besetzen in der Gruppe fast 30 % der Führungspositionen ab Stufe Teamleitung. Insgesamt ist die Verteilung von Männern und Frauen unter allen Mitarbeitenden mit 48 % zu 52 % beinahe ausgeglichen.

Für COLTENE ist die Diversität unter Mitarbeitenden und eine ausgewogene Repräsentation der Geschlechter wichtig.

In Langenau ist dafür ein Gleichstellungsbeauftragter zuständig. In Frankreich ist ein Monitoring über den Gender Equality Index Pflicht. Micro-Mega erreichte dabei (Stand Februar 2020) 90 von 100 Punkten. Der Standort Cuyahoga Falls in den USA hat 2020 eine Erklärung zu Diversity, Equality and Inclusion (Vielfalt, Gleichberechtigung und Inklusion) eingeführt und beteiligt sich an Veranstaltungen im Zusammenhang mit diesem Thema.

2021 wurde am Standort Altstätten die obligatorische Lohngleichheitsanalyse durchgeführt. Analysiert wurden die Löhne von 196 Mitarbeitenden, davon 111 (56,6 %) Frauen und 85 (43,4 %) Männer. Coltène/Whaledent AG hat die Lohngleichheitsanalyse bestanden.

Governance-relevante Faktoren

Qualitäts- und Risikomanagement
In Europa untersteht COLTENE der Medical Device Directive (MDD) respektive neu seit Mai 2021 der Medical Device Regulation (MDR), in den USA der Food and Drug Administration (FDA) sowie in allen Ländern den jeweiligen Medizinproduktevorschriften. COLTENE ist an allen Werkstandorten nach der ISO-Norm 13485:2016 zertifiziert. Die Produktion erfolgt nach Standard Operating Procedures (SOP). Dies sind verbindliche Beschreibungen der Abläufe in der Produktion, in der Qualitätssicherung und Registrierung, aber auch in der Forschung und Entwicklung und in Supportprozessen, wie z. B. dem Personalwesen. So stellt COLTENE sicher, dass jeder Schritt des Herstellungsprozesses und jede Komponente, jedes Rohmaterial und jeder Hilfsstoff den behördlichen und gesetzlichen Anforderungen entspricht und die Produkte vollständig rückverfolgbar sind.

Die lokalen Teams stellen sicher, dass die Qualitätsmanagementsysteme eingehalten werden und stets auf dem aktuellen Stand sind. Sie prüfen laufend die Neuerungen in den lokalen gesetzlichen Anforderungen und setzen diese um. Zudem werden durch die Medizinprodukteverordnungen Risikobeurteilungen für Produkte und Prozesse erstellt und bewertet. Für alle hohen und hochgestuften Risiken werden Massnahmen definiert und umgesetzt, um sie zu entschärfen.

Nach der Inverkehrbringung werden die Produkte und deren Anwendung im Markt laufend überwacht (Post Market Surveillance). Damit werden Informationen und Rückschlüsse für die laufende Verbesserung der Produkte gesammelt, die in die internen Prozesse einfliessen.

Für Risiken, die obligatorisch oder sinnvoll versicherbar sind, sind die notwendigen Versicherungspolicen abgeschlossen. Für die Abdeckung bedeutender Risiken bestehen auf Gruppenstufe sogenannte Umbrella-Policen wie zum Beispiel die Betriebs- und Produktehaftpflichtversicherung oder die Sach- und Transportversicherung. Diese Versicherungspolicen decken die entsprechenden Risiken auf Gruppenstufe für alle rechtlichen Einheiten der COLTENE Gruppe ab. Das zentrale Risikomanagement ist im Kapitel Corporate Governance auf den Seiten 44 bis 69 näher beschrieben. Die Produktionsstandorte werden jährlich von einer akkreditierten Benannten Stelle auf die Einhaltung aller gesetzlichen und regulatorischen Anforderungen überprüft. Die Abweichungen, die sich daraus ergeben, werden zeitnah umgesetzt und die Umsetzung wird von dieser Benannten Stelle überwacht. Damit ist sichergestellt, dass die COLTENE Gruppe die gesetzlichen und regulatorischen Vorschriften für ihre Produkte, Dienstleistungen und Prozesse einhält.

Code of Conduct und Vermeidung von Korruption
COLTENE verfügt über einen gruppenweiten Code of Conduct. Jede neu eintretende Mitarbeiterin oder jeder neu eintretende Mitarbeiter durchläuft obligatorisch eine Schulung des Verhaltenskodex. Die Schulungsunterlagen existieren in allen wesentlichen Sprachen, die in der COLTENE Gruppe gesprochen werden. In der

Schulung werden im Wesentlichen folgende Themen behandelt:

- *Einhaltung von Vorschriften und Gesetzen – ethisches Verhalten*: Alle Mitarbeitenden müssen die lokalen gesetzlichen und regulatorischen Vorschriften respektieren und einhalten. Die Mitarbeitenden von COLTENE respektieren andere Kulturen, Religionen und Hautfarben und achten auf die Menschenwürde. Privatsphäre und persönliche Freiheit geniessen einen besonderen Schutz und Diskriminierung oder Belästigung werden unter keinen Umständen geduldet.
- *Interessenskonflikte*: Mitarbeitende dürfen sich nicht in Situationen mit widersprüchlichen persönlichen oder finanziellen Interessen zu ihren geschäftlichen Interessen begeben.
- *Bestechung und Korruption*: Weder Unternehmen noch Mitarbeitende dürfen Geschäftspartnern einen ungerechtfertigten geldwerten oder anderen Vorteil anbieten. Bargeschenke sind in jedem Fall untersagt und Verträge mit Geschäftspartnern (z. B. mit Lieferanten, Kunden oder Beratern) dürfen nicht dazu verwendet werden, um Zahlungen vorzunehmen, die das Verbot von Korruption und Bestechung umgehen.
- *Einhaltung des Wettbewerbsrechts*: COLTENE verpflichtet sich einem fairen und offenen Wettbewerb. Die Verletzung von Wettbewerbsrecht ist verboten.
- *Offenlegung und Aufzeichnung*: Alle Geschäftsvorfälle müssen so aufgezeichnet werden, dass es dem geltenden Recht und den lokalen und von COLTENE vorgegebenen Rechnungslegungsgrundsätzen entspricht. Jeglicher E-mail-Verkehr wird permanent gesichert, um jederzeit die Möglichkeit zu haben, kontroverse Fälle nachzuvollziehen.
- *Vertraulichkeit und Schutz des geistigen Eigentums*: Interne Informationen müssen vertraulich behandelt werden. Dies gilt u.a. für Geschäftsgeheimnisse und Geschäftstätigkeiten, urheberrechtlich geschützte Informationen, Technologien, geistiges Eigentum, die finanzielle Situation, Kunden, Lieferanten, Geschäftspartner, Verträge usw. Die Vertraulichkeitsverpflichtung besteht extern wie intern und sie besteht über das Ende des Arbeitsverhältnisses hinaus.
- *Umwelt-, Gesundheits- und Arbeitsschutz:* Alle Standorte sind dem Gesundheits- und Arbeitsschutz der Mitarbeitenden sowie dem Umweltschutz verschrieben und halten sich an die entsprechenden externen Gesetze und Vorschriften sowie an die internen Weisungen.
- *Nachhaltigkeit im Umgang mit Lieferanten*: Das heisst, folgende Aspekte bei Beschaffungsentscheiden zu berücksichtigen: Wirtschaftlichkeit, Technologien und Prozesse, soziale und ökologische Aspekte, Schutz der Menschenrechte, Kampf gegen Korruption sowie Schutz der Umwelt.

Verstösse gegen den Code of Conduct werden je nach Schwere mit unterschiedlichen Massnahmen geahndet, im schlimmsten Fall mit Entlassung. Alle Mitarbeitenden haben die Möglichkeit, Verstösse gegen den Code of Conduct oder gegen geltendes Recht dem CFO oder innerhalb der lokalen Organisation dem jeweiligen Vorgesetzten oder der Personalabteilung zu melden. Die Produktionsstandorte in der EU haben dafür eine anonyme Meldestelle eingerichtet. Diese ist über die Gruppenwebsite für alle Personen offen.

COLTENE
MicroMega
REMOVER
COLTENE

31 Jahre Abwechslung

Mir gefällt, dass ich während meinen vielen Jahren der Betriebszugehörigkeit in verschiedenen Abteilungen arbeiten und mein Können unter Beweis stellen konnte. Mit der Veränderung und Entwicklung von Micro-Mega konnte auch ich mich laufend weiterentwickeln und weiterbilden. Nun bin ich zuständig für die Qualitätssicherung unserer Produkte vor der Freigabe für den Verkauf. Ich schätze die Abwechslung, die Selbstständigkeit sowie die grosse Verantwortung meiner Tätigkeit, die mich täglich in Kontakt mit verschiedensten Mitarbeitenden in den Abteilungen unseres Unternehmens bringt. Mein ausgeprägter Sinn für den Service am Kunden hilft mir dabei, zusammen mit meinen Kolleginnen und Kollegen Probleme rasch und zur Zufriedenheit aller zu lösen.

Judith Bourgoin, Micro-Mega SA, Frankreich
Mitarbeiterin Qualitätskontrolle Wurzelkanalinstrumente seit 1991

Corporate Governance COLTENE Holding AG

This chapter describes the principles of corporate governance applied at Group and Senior Management level within the COLTENE Group. Good corporate governance safeguards the sustainable development and performance of the company. COLTENE is committed to openness and transparency and provides information on structures and processes, areas of responsibility and decision procedures, as well as rights and obligations of various stakeholders. The main elements are contained in the Articles of Incorporation and Organizational Regulations, and are based on the SIX Swiss Exchange guidelines. The compensation report is published separately in this Annual Report on page 70 to page 80. All information is valid as at 31 December 2021, unless otherwise stated. Significant changes that have occurred between that date and the publication date of this report have also been indicated as appropriate.

Whenever a reference is made in this Corporate Governance report to the Articles of Incorporation, they are available in German as well as in an unofficial translation in English on the website at: https://www.coltene.com/de/investoren-medien/corporate-governance/ (German version) and https://www.coltene.com/investor-relations/corporate-governance/ (English version).

Group Structure and Shareholders

Group Structure

The COLTENE Group is active in the dental market only and operates one segment in line with its management structure, the organizational setup, the reporting, and the allocation of resources.

COLTENE Holding AG, headquartered in Altstätten, Switzerland, is the only listed company of the COLTENE Group. COLTENE Holding AG's registered shares (security no. 2.534.325, ISIN CH0025343259, symbol CLTN) are quoted on SIX Swiss Exchange. On 31 December 2021, the market capitalization amounted to CHF 671.7 million (previous year CHF 513.9 million). All Group companies are ultimately owned at 100 % by COLTENE Holding AG.

End of May 2020 ,COLTENE bought the assets of Ackermann KG in Göppingen, Germany, the manufacturer of Adaco® steel separating strips. The additional annual turnover of these products is approximately CHF 0.4 million.

In August 2020, all operational activities of Kenda AG in Vaduz, Liechtenstein, were moved into the production facility of Coltène/Whaledent AG in Altstätten, Switzerland. The relocation will save costs significantly. It is planned to liquidate Kenda AG in the near future.

On 1 September 2020 SciCan Inc., Pittsburgh, PA, was merged into Coltène/Whaledent Inc. in Cuyahoga Falls, OH. This merger allows to integrate both sales organizations for dental dealers in one legal entity in order to improve effectiveness and profitability.

On 12 November 2020 COLTENE do Brazil Ltd. was founded to distribute products imported into Brazil from other COLTENE production sites in the future.

End of December 2020 the Group decided to sell the Brazilian subsidiary Vigodent SA to local entrepreneurs.

On 1 January 2021 Coltène/Whaledent AG, Altstätten, has acquired assets and liabilities from Kenda AG, Vaduz, through an asset deal, and SciCan Medtech AG, Zug, was merged with Coltène/Whaledent AG in Altstätten.

Information on the companies belonging to the COLTENE Group, which are not listed, is shown on page 107 of the Financial Report.

Major Shareholders

As of 31 December 2021, there were 2020 shareholders (previous year: 2204) entered in the share register and COLTENE received notification that the following shareholders held stakes equaling or exceeding the legal disclosure threshold of 3 % of the voting stock of COLTENE Holding AG:

HUWA *Finanz- und Beteiligungs* AG, Heerbrugg, Switzerland, held 1 335 412 registered shares. These equals voting rights of 22.35 %. Huwa Finanz- und Beteiligungs AG is representing the families of Ruedi Huber, Balgach, Switzerland, Helene Huber, Heerbrugg, Switzerland,

and Nick Huber, Balgach, Switzerland. Further details are available on the disclosure of shareholdings website of SIX Swiss Exchange. Nick Huber is Chairman of COLTENE Holding AG. He is neither the majority shareholder of HUWA nor does he have a decisive influence on the decision-making process at HUWA. In case of conflicts of interest, he has abstained from voting on board resolutions at HUWA level, e.g. on the question of how to vote with shares, which HUWA holds in a listed company where he is a member of the Board of Directors.

Arthur Zwingenberger, Luzern, Switzerland, held 1 032 501 registered shares. These equals voting rights of 17.28 %. Arthur Zwingenberger is the father of Allison Zwingenberger, member of the Board of Directors of COLTENE Holding AG. Allison Zwingenberger has no business connection with Arthur Zwingenberger and no influence on his voting decisions with regard to COLTENE shares.

Rätikon Privatstiftung, Bludenz, Austria, held 683 924 registered shares. These equals voting rights of 11.45 %. Rätikon Privatstiftung is under control of Franz Rauch, Laterns, Austria. Direct shareholder is ESOLA Beteiligungsverwaltungs GmbH, Rankweil, Austria. Franz Rauch is the father of Jürgen Rauch, member of the Board of Director of COLTENE Holding AG. Jürgen Rauch has no business connection with Rätikon Privatstiftung and ESOLA Beteiligungsverwaltungs GmbH and no influence on their voting decisions with regard to COLTENE shares.

Robert Heberlein, Zumikon, Switzerland, held directly and indirectly through Burix Beteiligungen AG, Zurich, which he controls, 242 254 registered shares, representing 4.05 % of the voting rights.

Credit Suisse Funds AG, Zurich, Switzerland, held 207 766 registered shares or 3.48 % of the voting rights.

UBS Fund Management (Switzerland) AG, Zurich, Switzerland, held 192 637 registered shares or 3.22 % of the voting rights.

All other shareholders held a stake of 38.17 % of the voting rights of COLTENE Holding AG.

The Company held 84 treasury shares amounting to 0.00 % (previous year: 0.00 %) at the balance sheet date. Shares pending registration of transfer amounted to 16.91 % (previous year 12.52 %) of the total as at 31 December 2021.

Disclosure notifications pertaining to shareholdings are published on the electronic publication platform of SIX Swiss Exchange AG. The notifications can be accessed via the following link to the database of the disclosure office of SIX Swiss Exchange:
https://www.six-exchange-regulation.com/de/home/publications/significant-shareholders.html

Cross-Shareholding

COLTENE Holding AG has no cross-shareholding arrangements with other companies.

Structure of Group Operations

Group Management of the reporting year

The COLTENE Group is operationally headed by Group Management. COLTENE Group Management chaired by Martin Schaufelberger as CEO, consisted of Gerhard Mahrle, CFO, who acted also as deputy CEO, Stefan Helsing, COO, Martin Schlüter (Vice President R&D/Innovation), Werner Barth, Vice President Product Management/Group Marketing, John Westermeier (Vice President Sales & Marketing Communication of North America), and Christophe Loretan, Vice President Sales & Marketing Communication of Europe and Rest of the World (ROW).

Changes of Group Management

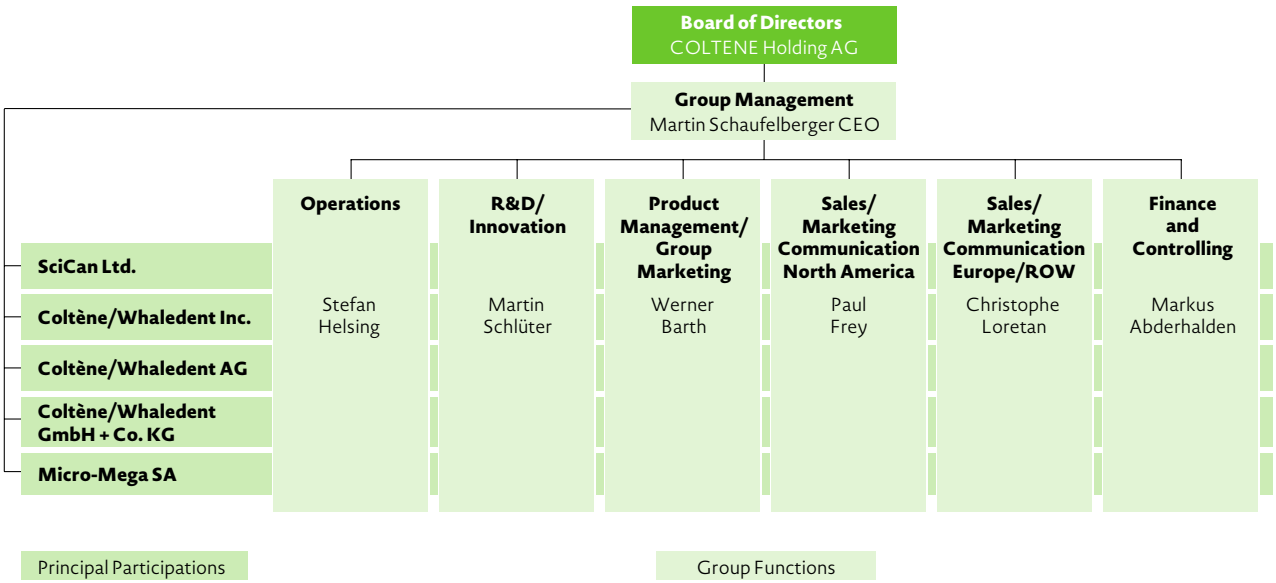
Gerhard Mahrle, Chief Financial Officer of the COLTENE Group since 1 January 2014 retired on 31 December 2021. Markus Abderhalden (age 43), a Swiss citizen, took up his position as CFO of the COLTENE Group on 1 January 2022. He brings solid industry experience in finance roles and many years of experience as an auditor. He joined COLTENE from the DGS Group where most recently he was CFO.

John Westermeier, Vice President Marketing & Sales North America and Managing Director of SciCan Ltd. in Toronto has decided for private reasons to step down from Group Management of COLTENE end of June 2021. With effect from 1 January 2022, Paul Frey (age 47), Vice President Sales & Marketing Communication

North America, was appointed to Group Management. Paul Frey is a US citizen and brings many years of experience in the dental industry to his roles. He previously worked for Kulzer Dental in North America. Based in the US, Paul Frey oversees the COLTENE Group's largest market from his home country. He joined the COLTENE Group in October 2021.

Group Structure and Group Management Organization
Group Management is responsible for the operational management of the holding company and the COLTENE Group. The Group is managed by the Board of Directors through Group Management. The Board of Directors and Group Management are assisted in their work by central Group functions. The separation of responsibilities between the Board of Directors and Group Management is explained on page 50.

Group structure and management organization of the COLTENE Group as per 1 January 2022:



Capital Structure

Information about the capital structure can be found in COLTENE Holding AG's Articles of Incorporation, in the Financial Statements of COLTENE Holding AG as well as in the Investor Relations section on page 6 to 7 of this report.

Capital

Details on the capital are included in the COLTENE Holding AG's financial statements on pages 112 and 113.

Authorized or Conditional Capital

According to Paragraph 3 para. 9 of the Articles of Incorporation, the Board of Directors had the authorization to increase the share capital of COLTENE Holding AG in an amount not exceeding CHF 6842.00 (which corresponds to approximately 1.14 % of the current share capital) at any time until 13 September 2020, by way of issuance of up to 68 420 registered shares with a nominal value of CHF 0.10 each to be fully paid in. The authorized capital expired unused on the mentioned date. Following the expiry of the deadline set for the authorized capital, the Board of Directors decided at its meeting on 25 February 2021, to delete the corresponding article in the Articles of Incorporation of

COLTENE Holding AG. The deletion of this article was approved by the Annual General Meeting of 31 March 2021 in the context of further amendments to the Articles of Incorporation.

COLTENE Holding AG has no conditional capital.

Changes in Capital

The changes in equity of COLTENE Holding AG that occurred during the last three financial years are shown in the table below.

Changes in equity

In CHF 1000	31.12.2021	31.12.2020	31.12.2019
Share capital	598	598	598
Statutory reserves	120	120	84
Capital contribution reserve without foreign reference	49 983	49 983	49 983
Capital contribution reserve with foreign reference	74 988	92 913	101 877
Capital contribution reserve	124 971	142 896	151 860
Reserves for treasury shares	–8	–2	–1
Net income brought forward	36 639	29 061	34 915
Total	**162 320**	**172 673**	**187 456**

Based on the Annual General Meeting's decision on 31 March 2021, the Company distributed a dividend of CHF 3.00 (previous year CHF 1.50) per share paid out to its shareholders on 8 April 2021, from capital contribution reserves with foreign reference. The total amount paid was TCHF 17 924 (previous year TCHF 8963).

Shares and Participation Certificates

COLTENE shares security no.:	2.534.325
ISIN:	CH0025343259
Symbol:	CLTN

The Company's share capital consists of 5 975 580 (previous year 5 975 580) registered shares with a par value of CHF 0.10 each (previous year CHF 0.10). All shares are fully paid up and entitled to dividends. They entitle the holder to one vote at the General Meeting. The right to apply the special rules concerning treasury shares held by the Company is reserved, particularly in relation to the exemption from the entitlement to dividends. There is no additional conditional or authorized capital.

The shares of COLTENE Holding AG are traded in the Swiss Reporting Standard and are part of the indices of the SPI family as well as of the SXI Life Sciences and SXI Bio+Medtech index at the SIX Swiss Exchange in Zürich. Since 1 February 2021, the shares of COLTENE Holding AG are part of both ESG indices of SIX Swiss Exchange SPI ESG and SPI ESG Weighted.

Profit-Sharing Certificates

COLTENE Holding AG has not issued any profit-sharing certificates.

Restrictions on Transferability of Shares and Nominee Registrations

According to Paragraph 4 of the Articles of Incorporation, only individuals who are registered in the share register may be recognized as the owners or beneficiaries of traded shares. Registration of ownership may be refused only in cases where the purchaser does not expressly declare that he has acquired the shares for his or her own account. The Board of Directors may cancel a registration of a shareholder or nominee in the share register, after hearing the respective parties, if the entry was made based on false declarations. The Board of Directors may define principles for the registration of fiduciaries or nominees and stipulate the necessary rules to guarantee compliance with the aforementioned principles.

The Board of Directors shall register nominees as shareholders with voting rights in the share register up to a maximum of 3 % of the total share capital outstanding at the time. Above this limit of 3 %, the Board of Directors decides on a case-by-case basis, provided such nominee declares that it will disclose the names, addresses, nationalities, and shareholdings of the persons for which it holds 0.5 % or more of the total share capital outstanding at the time. In 2021, the Board of Directors has not registered any nominees with voting rights exceeding 3 %.

Convertible Bonds and Warrants/Options

COLTENE Holding AG has no outstanding convertible bonds or options.

Board of Directors

Members of the Board of Directors

On 31 December 2021, the Board of Directors of COLTENE Holding AG consisted of seven members. The Articles of Incorporation stipulate a minimum of five and in the maximum nine members.

All Board members are non-executive and none of the members of the Board of Directors was a member of the management of the Group or a Group company in the past three financial years. None of the Board members has a significant business relationship with COLTENE Holding AG or a Group company. In 2021, the law firm Lenz & Staehelin, Zurich, where the board member Astrid Waser is partner, received CHF 43 000 (2020: CHF 27 000 and 2019: CHF 13 000) for legal advice. In 2021, the main part of the fee was related to the support in a court case and in 2020 to the legal advice in connection with the sale of Vigodent SA. The fees paid in 2019 were mainly for general legal advice in the course of ordinary business.

The personal details together with the other activities and vested interests of individual members of the actual Board of Directors are listed on pages 52 to 56

Election and Term of Office

The members of the Board of Directors are elected by the shareholders for a period of one year. At the end of their term of office, members may be re-elected. There is no limit to the period of office or age of members of the Board of Directors. The members of the Board of Directors are elected person by person. The Chairman of the Board of Directors is elected by the shareholders for a period of one year. In the event of incapacity of the Chairman, the Chairman of the Audit and Corporate Governance Committee will temporarily assume the role of the Vice Chairman of the Board of Directors.

Restrictions on Activities outside of COLTENE Group

Restrictions on activities outside of the COLTENE Group of the members of the Board of Directors are governed in Paragraph 18 of the Articles of Incorporation.

Internal Organization

Allocation of Tasks within the Board of Directors

The Board of Directors is ultimately responsible for the management of the Company and the supervision of the persons in charge of the management. The Board of Directors represents the Company and takes care of all matters that are not delegated by law, the Articles of Incorporation, or the organizational regulations to another body.

The Board of Directors' main duties can be summarized as follows:

- Determination and formulation of the business strategy
- Purchase and sale of participations or establishment and liquidation of Group companies
- Approval of investments in and divestments of fixed assets exceeding CHF 200 000 in value
- Approval of intercompany loans in excess of CHF 400 000 per fiscal year per Group company
- Definition of COLTENE Group's finance strategy
- Determination of financial accounting and reporting, financial control, and financial planning
- Definition of COLTENE Group's organizational structure
- Appointment of the persons in charge of the management and their supervision
- Approval of the Auditor's report and Annual Report as well as preparation of the General Meeting of Shareholders and the execution of its resolutions

Membership of the Committees of the Board of Directors, their Duties and Responsibilities

The Board of Directors has delegated the operational management to Group Management headed by the Chief Executive Officer (CEO). The Chairman of the Board of Directors organizes and manages the work of the Board of Directors.

The permanent committees of the Board of Directors are composed as follows:

Audit and Corporate Governance Committee
The Audit and Corporate Governance Committee has been set up by the Board as follows:
Chairman: Erwin Locher
Members: Jürgen Rauch, Astrid Waser

The Audit and Corporate Governance Committee assists the Board of Directors in its supervisory duties and has to perform the following main tasks and duties:
- Approval of the auditing program and audit fees and form a judgment of the effectiveness of the external audits
- Review, amendment, and approval of the risk management assessment and system as well as control of the fulfillment of defined measures
- Review and assessment of the functioning of the internal control system and control of the fulfillment of corrective actions
- Review of the consolidated financial statements as well as interim statements intended for publication
- Regular review of the principles concerning Corporate Governance
- Proposals to the Board of Directors of amendments to the Articles of Incorporation or internal regulations if necessary

Nomination and Compensation Committee
The Nomination and Compensation Committee is elected every year by the Annual General Meeting. The Nomination and Compensation Committee has been composed as follows:
Chairman: Matthew Robin
Members: Nick Huber, Roland Weiger

The Nomination and Compensation Committee carries out the following duties:
- Recommendation of the remuneration of the members of the Board of Directors
- Definition of the principles for the remuneration of the members of Group Management and submission of these to the Board of Directors for approval
- Definition of principles for the selection of candidates for election or re-election to the Board of Directors
- Preparation of the selection and assessment of the candidates for the position of the CEO
- Recommendation of appointments of members of Group Management
- Recommendation of the remuneration to be paid to Group Management
- Approval of the general guidelines for the Human Resources management of the Group
- Yearly elaboration of the compensation report to be presented to the AGM

Working Methods of the Board of Directors and its Committees
The Board of Directors meets annually for at least six ordinary, mainly one-day meetings. Extraordinary meetings may be held as necessary. Every member of the Board of Directors is entitled to request an immediate meeting if he/she names its purpose. In 2021, the Board of Directors met eight times (previous year ten times). These meetings lasted in average four to eight hours. In one meeting, the Board of Directors discussed the Group Strategy together with the enlarged Group Management during a two-day workshop. On one occasion in 2020, the circular method was used for decision-making; none in 2021.

The Audit and Corporate Governance Committee met three times (previous year four times) for usually a two- to three-hour meeting. The Nomination and Compensation Committee met four times (previous year four times) for a usually two-hour meeting.

Since March 2020, the meetings were mostly held via telephone or video conferencing systems due to the personal meeting restrictions because of the COVID-19 pandemic. Despite these restrictions, meetings in 2021 and the previous year were also held physically from time to time to ensure personal contact. The local rules for physical meetings were always adhered to. In both years, some meetings also took place in a mixed form with personal participation and video conferencing.

In 2021, a member of the Board of Directors was excused from two Board of Directors meetings and one Audit and Corporate Governance Committee meeting.

Another member was excused from one Board of Directors meeting. In the previous year, a member of the Board of Directors was excused from four Board of Directors meetings and another member of the Board of Directors was excused from one Board of Directors meeting and one Audit and Corporate Governance Committee meeting. All members were always present at the Nomination and Compensation Committee meetings in the reporting period and in the previous year. Prior to the respective meetings, the Chairman of the meeting obtained the opinions and the voting decisions of the absent members of the Board in a personal conversation. After each meeting, the CEO informed the absent Board members about the decisions taken and the votes cast.

Attendance rates at meeting of	2021	2020
Board of Directors	95 %	93 %
Audit and Corporate Governance Committee	89 %	92 %
Nomination and Compensation Committee	100 %	100 %

Meetings are summoned in writing by the Chairman. An invitation together with a detailed agenda and documentation is sent to all participants normally seven days in advance of the date set for the meeting.

As a rule, the Chief Executive Officer and the Chief Financial Officer attend meetings of the Board of Directors as well as meetings of the committees. In order to ensure that the Board of Directors has sufficient information to make decisions, other members of the Group Management team or other members of staff or third parties may also be invited to attend.

The Board of Directors is quorate if all members have been duly invited and the majority of its members take part in the decision-making process. Members may participate in deliberations and the passing of resolutions by telephone, by video conference, or other suitable electronic media if all participants are in agreement. The decisions of the Board of Directors are taken on the basis of the votes submitted. In the event of a tie, the Chairman has the casting vote. Decisions may also be made in writing.

Proposals may also be sent to all members and they are regarded as passed if the majority of members agree unconditionally and no member insists on discussion of the issues in question in a formal meeting. Members of the Board of Directors are obliged to leave meetings when issues are discussed that affect their own interests or the interests of persons close to them.

All proposals and decisions are entered in the minutes to the meeting of the Board of Directors and its committees. The minutes also contain a summary of important requests to speak and any deliberations.

Definition of Areas of Responsibility

The areas of responsibility between the Board of Directors and Group Management are defined in COLTENE Holding AG's organizational regulations and can be summarized as follows: with the exception of decisions which according to article 716a of the Swiss Code of Obligations are part of its inalienable and non-transferable duties, and those additional duties listed on page 48, the Board of Directors has delegated the executive control of COLTENE Group and, with it, operational management of the entire COLTENE Group, to Group Management.

Information and Control Instruments vis-à-vis Group Management

As a rule, Group Management updates the Board of Directors on operations and COLTENE Group's financial position every month. In addition, the CEO and CFO report on business and all matters of relevance to the Board of Directors at each meeting of the Board of Directors.

Every member of the Board of Directors has the right to ask any member of Group Management for information about matters within his remit, even outside meetings. The Chairman of the Board of Directors is also informed by the CEO about all businesses and issues of a fundamental nature or of special importance.

Risk Management
Based on an approved Risk Management policy by the Board of Directors, an extensive system for monitoring and controlling the risks linked to the business activities is in place. Group Management is responsible for the risk identification, analysis, controlling, reporting, and monitoring the implementation. The implementation is organized along the Group's organizational areas with each member of Group Management heading the processes in their correspondent areas of responsibilities.

The Board of Directors reviews the risk management and the results of implemented corrective actions once a year, based on a detailed protocol. In 2021, a total of twenty-six risks have been assessed in a matrix along four stages of probability of occurrence and four stages of impact on net income. The protocol additionally compares the current assessment to the previous year. Five out of the twenty-six risks have been classified as critical in terms of potential impact on net income and probability of occurrence. For example, tax risks and respective potential impact are considered to be low, in contrast to cyber threats. The analysis includes newly assessed risks such as a global pandemic.

The risks are assessed in the categories of Strategy, Operation, and Reporting. The topics cover customers as a stakeholder group and range from the global market environment and sales management to customer needs related to product groups, product and service quality, and flexibility in developing new online sales channels. Employees as another important stakeholder group are covered in the assessment of the image of COLTENE as an employer, career development as well as in their role in reputational processes towards other stakeholders. Regarding operations, general high-tech industry factors such as efficiency, adaptability, and trademark and brand awareness are weighed in. Leadership, internal and external reporting as well as compliance are also fields covered by the risk assessment. Financial risks are captured regarding currency exposures among other factors. The sale of Vigodent in Brazil, among other reasons also due to prolonged and increasing currency weakness of the BRL, was the most impactful decision stemming from risk management processes in 2020.

Based on an approved Internal Control System policy by the Board of Directors, the internal control mechanisms are reviewed and documented. At least once a year, a member of the Audit and Corporate Governance Committee reviews in detail the assessment of risk by Group Management as well as the corrective and mitigative actions implemented. The findings of the Committee are reviewed regularly by the Board of Directors. The external audit firm audits the internal control system of the COLTENE Group annually as part of their audit of the Group's risk management.

Self-Evaluation of the Board of Directors
In 2021, the Board of Directors conducted a self-evaluation. It was prepared by the Chairman of the Board of Directors and discussed with each member of the Board of Directors in a personal meeting.

Board of Directors

The Board of Directors of COLTENE has committed itself to maintaining the highest standards of integrity and transparency in its governance of the Company.

Matthew Robin | Allison Zwingenberger | Jürgen Rauch | Nick Huber | Astrid Waser | Roland Weiger | Erwin Locher

Set out below are the names, position, age, year of first election, and committee memberships of the Board of Directors:

Membership of the Board of Directors

				2021	
Members	**Function Board of Directors**	**Born in**	**Year of first election**	**Audit and Compliance Committee**	**Nomination Compensation Committee**
Nick Huber	Chairman	1964	2005		Member
Erwin Locher	Member	1953	2009	Chairman	
Jürgen Rauch	Member	1967	2016	Member	
Matthew Robin	Member	1965	2006		Chairman
Astrid Waser	Member	1971	2017	Member	
Roland Weiger	Member	1961	2013		Member
Allison Zwingenberger	Member	1970	2018		

Nick Huber

- Chairman of the Board of Directors
- Completion of the Stanford Executive Program
- Swiss citizen, born in 1964

Professional background (main stages)

1990–1995	IBM (Switzerland) AG, Zürich, Account Manager
1995–2016	SFS Group AG, Heerbrugg, different management positions

Other important activities and vested interests

- Member of the Board of Directors of SFS Group AG, Heerbrugg
- Member of the Board of Directors of Gurit Holding AG, Wattwil
- Member of the Board of Directors of Huwa Finanz- und Beteiligungs AG, Heerbrugg

Key knowledge and experience

- International and strategic management – many years of operational leadership experience in management positions in the SFS group and longtime experience as member of the board of international companies.
- Human resources – longtime operational responsibility of the human resources department of the SFS group.
- Marketing and sales – operational management experience as divisional head of direct and indirect consumables business.

Erwin Locher

- Chairman of the Audit and Corporate Governance Committee
- Economist, University of Basel, MBA, University of Toronto (Rotman)/University of St. Gallen
- Swiss citizen, born in 1953

Professional background (main stages)

1979–1982	Sandoz AG, Basel, Internal Auditor
1982–1986	Mibelle AG, Buchs (subsidiary of Migros), Head Logistics
1986–1987	Zellweger AG, Uster, Treasurer
1987–1991	Mibelle AG, Buchs (subsidiary of Migros), Vice President Finance
1991–1996	Allo Pro AG, Baar (subsidiary of Sulzer Medica), Vice President Finance, and then President
1996–2004	Mathys Medical AG, Bettlach, CEO and President Synthes Division

Other important activities and vested interests

- Chairman of the Board of Directors of Thommen Medical AG, Grenchen

Key knowledge and experience

- International and strategic management, marketing and sales – experience as former CEO of a global medical device company.
- Financial management, audit, and compliance – many years of experience as Vice President of finance in a national and international company.
- Dental industry – operational responsibility for the COLTENE Group as CEO ad interim in 2011/2012.

Jürgen Rauch

- Business economist, University of Innsbruck
- Austrian citizen, born in 1967

Professional background (main stages)

1993–1994	Pittra Inc, New York, various Management functions
1994–2004	Rauch Hungaria Kft, Budapest, General Manager
Since 2004	Rauch Fruchtsäfte GmbH & Co OG, Rankweil, CEO

Other important activities and vested interests

Jürgen Rauch has no other important activities and vested interests.

Key knowledge and experience

- Production and distribution – long-lasting experience in building up and in general management of an international bottling company for liquid consumables.
- Marketing and branding – many years of experience in the positioning and marketing of an internationally renowned brand in the consumables industry.

Matthew Robin

- Chairman of the Nomination and Compensation Committee
- M. Eng. in Chemical Engineering, Imperial College, University of London
- British and Swiss citizen, born in 1965

Professional background (main stages)

1987–1998	Lonza Fine Chemicals, Basel, various functions in the US and in Switzerland (last function: Business Director US Custom Manufacturing)
1998–2003	Disetronic Holding AG, Burgdorf, various senior management functions (last function: Head Disetronic Injection Systems)
2003–2006	Ypsomed Holding AG, Burgdorf, CEO
2007–2011	Tecan Holding AG, Männedorf, Divisional Head Liquid Handling & Robotics
Since 2011	ELSA-Mifroma Group, Estavayer-le-Lac, CEO

Other important activities and vested interests

Matthew Robin has no other important activities and vested interests.

Key knowledge and experience

- International and strategic management – longtime operational and strategic leadership experience in the medical device and other regulated international businesses.
- Manufacturing, innovation, and human resources – many years of experience as business director and CEO of large producing companies.
- Medtech and digital innovation – know-how and active access to networks in technology and marketing.

Astrid Waser

- Dr. iur., attorney-at-law, LL.M., University of Lausanne
- Swiss citizen, born in 1971

Professional background (main stages)

2002–2011	Lenz & Staehelin, Zurich, Associate
2004	Foreign Associate, Brussels
Since 2012	Lenz & Staehelin, Zurich, Partner

Other important activities and vested interests

Astrid Waser has no other important activities and vested interests.

Key knowledge and experience

- Legal affairs and compliance – proven expert in competition and procurement law and long-standing experience in counselling firms in the field of business law, in particular regarding internal and regulatory investigations and compliance matters.

Roland Weiger

- Prof. Dr. med. dent., University of Tübingen, Germany
- German and Swiss citizen, born in 1961

Professional background (main stages)

2000–2002	University of Tübingen, Professor of Endodontology
2002–2011	Chairman of the Research Committee, European Society of Endodontology (ESE)
Since 2002	University of Basel, Professor and Director, Clinic of Periodontology, Endodontology and Cariology
2012–2015	University of Basel, Director of the Department of Dental Medicine
Since 2016	University Center of Dentistry (UZB), Basel, Director of the University Dental Clinics and member of the Executive Board

Other important activities and vested interests

- Member of the Expert Commission of the Swiss Society for Preventative, Restorative and Esthetic Dentistry (SSPRE)
- Member of the Board of the Swiss Society of Periodontology (SSP)
- Member of the Swiss Examining Board (federal examen in dentistry)

Key knowledge and experience

- Expertise in general dentistry and specialized conservative dentistry – longtime leadership experience as chairman of a dental department and higher-level clinical university institution.
- Experience in dental technology and dental market – profound expertise in research, teaching, and clinical procedures as professor in conservative dentistry and professional competence as practicing dentist specialized in endodontology and restorative dentistry.

Allison Zwingenberger
- DVM, University of Guelph
- Canadian and German citizen, born in 1970

Professional background (main stages)

Since 2005	University of California, Davis, Professor of Veterinary Radiology
2006–2018	SciCan Ltd., Toronto, Member of the Board of Directors
2015–2017	American College of Veterinary Radiology (ACVR), President CT/MRI Society
2016–2018	European College of Veterinary Diagnostic Imaging (ECVDI), President
Since 2018	University of California, Davis, Cancer Center, Co-Director of the Translational Imaging Shared Resource
Since 2020	Director of Diagnostic Imaging, Veterinary Medical Teaching Hospital, University of California, Davis
Since 2021	President-elect, American College of Veterinary Radiology (ACVR)

Other important activities and vested interests

Allison Zwingenberger has no other important activities and vested interests.

Key knowledge and experience
- Experience as a board member of SciCan Ltd., specializing in infection control in the dental industry.
- Professor at a leading school of veterinary medicine with experience in leadership, healthcare, and education.
- Experience in biomedical science as an NIH-funded clinician researcher in translational imaging with a master's degree in Clinical Research.

Group Management

Group Management of COLTENE has committed itself to the highest principles of sustainability, integrity, and responsibility that build the foundation of COLTENE's corporate culture.

Stefan Helsing | Paul Frey | Markus Abderhalden | Martin Schaufelberger | Martin Schlüter | Werner Barth | Christophe Loretan

Martin Schaufelberger

- Chief Executive Officer COLTENE Group (since 2012)
- Electrical Engineer, Fachhochschule für Technik, Rapperswil
- MBA Marketing, City University of Seattle, Zurich and Seattle
- Swiss citizen, born in 1964

Professional background (main stages)

1988–1998	Zellweger Uster AG, Uster, various functions in Switzerland and Japan (last function: General Manager Strategic Marketing)
1998–2001	Kunststoff Schwanden AG, Schwanden, Head Marketing and Sales
2001–2007	Kunststoff Schwanden AG, Schwanden, Deputy CEO
2007–2012	Kunststoff Schwanden AG, Schwanden, CEO

Other important activities and vested interests

- Chairman of the Board of Directors of Zünd Systemtechnik AG, Altstätten
- Member of the Board of Directors of Toneatti Construction Companies, Bilten
- Member of the Advisory Board of the University of Applied Sciences OST, Rapperswil

Gerhard Mahrle

- Chief Financial Officer COLTENE Group (2014–2021)
- lic. oec. HSG, University of St. Gallen
- Swiss citizen, born in 1957

Professional background (main stages)

1985–1992	Various senior positions in finance at the Galenica Group and the Hilti Group
1992–1998	Eugster/Frismag Group, Romanshorn, CFO
1998–2000	Batigroup Holding AG, Basel, CFO
2000–2009	sia Abrasives Holding AG, Frauenfeld, CFO
2009–2013	Kardex AG, Zurich, CFO

Other important activities and vested interests

Gerhard Mahrle has no other important activities and vested interests.

Markus Abderhalden

- Chief Financial Officer COLTENE Group (since 2022)
- Bachelor of Business Administration, University of Applied Science (FHS) St. Gallen/SG
- Swiss certified public accountant (CPA), EXPERTsuisse Zurich/ZH
- Swiss citizen, born in 1979

Professional background (main stages)

2002–2013	Auditor and Consultant Ernst&Young, St. Gallen/SG
2013–2014	Head of Corporate Accounting and Financial Reporting Bühler Group, Uzwil/SG
2015–2017	Regional CFO North- and Central America Bühler Group, Uzwil/SG
2018–2021	CFO DGS Druckguss Systeme Group, St. Gallen/SG

Other important activities and vested interests

Markus Abderhalden has no other important activities and vested interests.

Stefan Helsing

- Chief Operating Officer COLTENE Group (since 2018)
- lic. oec. HSG, University of St. Gallen
- Swiss citizen, born in 1958

Professional background (main stages)

1985–1994	Management Zentrum St. Gallen and Indevo AB, Management Consultant
1994–2000	Swissair AG, Zurich, Network Management and CEO Balair-Airline
2000–2005	STA Travel Ltd., Zurich, CEO
2005–2008	Hotelplan Management AG, Glattbrugg, Production Management
2008–2018	Sanavis Group, Toronto and Leutkirch, Executive Chairman

Other important activities and vested interests

- General Manager and minor owner of Sycotec GmbH & Co. KG, Leutkirch
- Member of the Board of Directors of eMonitor AG, St. Gallen

Werner Barth

- Vice President Product Management/ Group Marketing COLTENE Group
- Member of Group Management since 2015
- Dr. sc. techn. ETH, Zurich
- Swiss citizen, born in 1966

Professional background (main stages)

1999–2001	VOLPI AG, Schlieren, Head Business Unit Medical Products
2001–2004	HMT High Medical Technologies AG, Lengwil, Product and Sales manager
2005–2006	Ziemer Ophthalmic Systems AG, Port, Head Marketing & Sales
2006–2013	Ziemer Ophthalmic Systems AG (Ziemer Group), Port, Vice President Sales
2013–2015	Coltène/Whaledent AG, Altstätten, Global Director Marketing

Other important activities and vested interests

Werner Barth has no other important activities and vested interests.

Christophe Loretan

- Vice President Sales & Marketing Communication Europe/ROW COLTENE Group
- Member of Group Management since 2015
- Dipl. sc. nat. ETH Zurich
- MBA University of Rochester, Bern
- Swiss citizen, born in 1970

Professional background (main stages)

1998–2002	Geistlich Pharma AG, Wolhusen, Marketing Manager and Area Sales Manager Division Biomaterials
2002–2003	Tillotts Pharma AG, Ziefen, Business Development Manager Pharma/ Gastroenterology
2003–2005	Novozymes Switzerland AG, Dittingen, Global Marketing Manager
2006–2013	Novozymes Switzerland AG, Dittingen, Customer Solutions Director EMEA
2013–2015	Novozymes Switzerland AG, Dittingen, Technical Service and Sales Director EMEA
2015–2019	Coltène/Whaledent Inc., Cuyahoga Falls, Vice President Global Sales

Other important activities and vested interests

Christophe Loretan has no other important activities and vested interests.

Martin Schlüter

- Vice President R&D/Innovation COLTENE Group
- Member of Group Management since 2020
- Dr. rer.nat., Dipl. Chem. Westfälische Wilhelms Universität, Münster
- German citizen, born in 1972

Professional background (main stages)

2005–2007	BEGO Bremer Goldschlägerei Wilhelm Herbst GmbH & Co. KG, Bremen, Manager R&D Department Dental Consumables
2007–2009	BEGO Bremer Goldschlägerei Wilhelm Herbst GmbH & Co. KG, Bremen, Manager of Business Unit Dental Consumables & Ceramics
2009–2010	BEGO Bremer Goldschlägerei Wilhelm Herbst GmbH & Co. KG, Bremen, Manger R&D and Innovation Management
2010–2018	Director R&D EMEA, Coltène/ Whaledent AG, Altstätten
2018–2019	Director R&D/Innovation, COLTENE Group, Altstätten

Other important activities and vested interests

Martin Schlüter has no other important activities and vested interests.

John Westermeier

- Vice President Sales & Marketing Communication North America COLTENE Group
- Member of Group Management (January 2020 – June 2021)
- B.A. Marketing & Communications Canisius College, Buffalo, NY
- US citizen, born in 1965

Professional background (main stages)

1992–2007	KaVo America, Brea CA/USA, Director of National Accounts, Regional Manager, Sales Trainer
2007–2010	SciCan Inc., Pittsburgh PA, Director of New Product Sales
2010–2015	SciCan Inc., Pittsburgh PA, President
2015–2019	SciCan Group, Toronto ON, CEO SciCan Ltd. and Head of Sales

Other important activities and vested interests

John Westermeier has no other important activities and vested interests.

Paul Frey

- Vice President Sales & Marketing Communication North America COLTENE Group
- Member of Group Management (since 2022)
- B.A. Political Science Arizona State University, Tempe, Arizona
- US citizen, born in 1975

Professional background (main stages)

2009–2012	Senior Sales Representative, Kulzer Dental North America
2012–2015	Regional Manager, Kulzer Dental North America
2015–2018	Director of Sales and Special Markets, Kulzer Dental North America
2018–2021	Vice President of Sales and Service, Kulzer Dental North America

Other important activities and vested interests

John Westermeier has no other important activities and vested interests.

Group Management

On 1 January 2022, COLTENE Holding AG's Group Management consisted of seven persons (in 2021 and 2020 seven persons): the Chief Executive Officer (CEO) Martin Schaufelberger, the Chief Financial Officer (CFO) Markus Abderhalden, Stefan Helsing, Chief Operating Officer (COO), Werner Barth, Vice President Product Management/Group Marketing, Christophe Loretan, Vice President Sales & Marketing Communication Europe and Rest of the World (ROW), Paul Frey, Vice President Sales & Marketing Communication of North America, and Martin Schlüter, Vice President R&D/Innovation.

For further information regarding the changes in the Group Management team see pages 45 and 46 of this report.

Members of Group Management

The personal details together with the other activities and vested interests of individual members of the actual Group Management are listed on pages 58 to 62.

Management Contracts

No agreements pertaining to the provision of managerial services exist between COLTENE Holding AG and other companies or natural persons outside the COLTENE Group.

Restrictions on Activities outside of COLTENE Group

Restrictions on activities outside of the COLTENE Group of the members of Group Management are governed in Paragraph 18 of the Articles of Incorporation.

Principles on Compensation

Principles applicable to performance-related payments and to the allocation of equity securities, convertible rights, and options, as well as the additional amount for payments to members of Group Management appointed after the vote on the compensation at the General Meeting of Shareholders are governed in Paragraphs 22 et seqq. of the Articles of Incorporation.

Loans, credit facilities, and post-employment benefits for members of the Board of Directors and Group Management are governed in Paragraph 28 of the Articles of Incorporation.

Regulations on the vote of the General Meeting of Shareholders on the compensation to members of the Board of Directors and Group Management are governed in Paragraphs 13.3 and 21 et seqq. of the Articles of Incorporation.

Further information regarding the compensation of the Board of Directors and Group Management is available in the section of the compensation report on pages 72 to 79 of this Annual Report.

Shareholders' Participation Rights

Details of shareholders' participation rights can be found in the Articles of Incorporation. They are available in German as well as in an unofficial translation in English on the website at: https://www.coltene.com/de/investoren-medien/corporate-governance/ (German version) and https://www.coltene.com/investor-relations/corporate-governance/ (English version).

Voting Right Restrictions and Representation

The Articles of Incorporation contain no restrictions on voting rights. Every registered share represented at the General Meeting is entitled to one vote. A shareholder may vote his own shares or be represented at the General Meeting by way of a written proxy. Since the Annual General Meeting 2015, every shareholder can use also the online platform of ShareCommService AG ("SisVote") in order to grant the independent proxy a power of attorney and to forward his instructions to such independent proxy.

Statutory Quorums

Unless otherwise determined by law, a General Meeting convened in accordance with the Articles of Incorporation is quorate, regardless of the number of shareholders attending or the number of shares represented. To be valid and subject to legal or statutory provisions, resolutions require an absolute majority of the votes submitted.

Important decisions of the General Meeting as defined in article 704 Paragraph 1 of the Swiss Code of Obligations require at least two thirds of the votes present and the absolute majority of the par value of shares represented.

Request for Items Included in the Agenda of General Meetings

Shareholders representing at least 0.5 % of the total share capital outstanding at the time or of the votes may request items to be included in the agenda. Such request must be handed in to the Board of Directors at least 30 days prior to the General Meeting in writing by stating the items of the agenda and the motions. Under the same conditions, shareholders may request that motions relating to items on the agenda be included in the notice calling for the General Meeting. Shareholders may submit a brief explanation together with the agenda items or motions. Such explanation must be included in the notice calling for the General Meeting.

Convocation of the General Meeting of Shareholders

The ordinary General Meeting of Shareholders takes place annually within six months of the end of the Company's financial year. Extraordinary General Meetings of the shareholders can be called by resolution of the General Meeting of the shareholders, of the Board of Directors, upon request of the auditors or if it is requested by shareholders representing together at least 5 % of the total share capital outstanding at the time or of the total votes by way of a written request to the Board of Directors, indicating the agenda items and the associated motions.

The invitation to the General Meeting of Shareholders is published in the Swiss Official Commercial Gazette. All shareholders whose addresses are registered in the share register are notified by a letter or by e-mail at their choice.

Agenda

The Articles of Incorporation contain no regulations relating to agendas that differ from those set forth by the law except the decision regarding the delisting of the shares of the company from the SIX Swiss Exchange or its successor.

Entries in the Share Register

Shareholders and/or beneficiaries of registered shares are entitled to vote if they are registered in the share register at the time of the General Meeting of Shareholders. The Board of Directors shall determine and indicate in the invitation to any General Meeting of Shareholders the relevant cut-off date for registrations in the share register that shall be relevant for the eligibility of any shareholder to participate in and vote at such General Meeting.

Changes in Corporate Control and Defense Measures

Public Purchase Offers

The Articles of Incorporation of COLTENE Holding AG do not stipulate an alleviation (opting up) or exemption (opting out) for the duty to submit a public offer according to articles 135 and 163 of the Swiss Federal Act on Financial Market Infrastructures and Market Conduct in Securities and Derivatives Trading (FMIA) (Bundesgesetz über die Finanzmarktinfrastrukturen und das Marktverhalten im Effekten- und Derivatehandel, FinfraG).

Clauses on Changes of Control

No change of ownership clauses are in effect at 31 December 2021, at COLTENE Group and senior management level.

Auditors

Duration of Mandate and Lead Auditor's Term of Office

The auditor of COLTENE Holding AG is elected by the Annual General Meeting for a term of one year. In the year under review, Ernst & Young AG (EY), listed as auditor in the commercial register of COLTENE Holding AG since 25 June 2012, served in this capacity. EY also serves as Group auditors. In accordance with legal requirements the lead auditor is replaced after a maximum period of seven years. After the first seven years period, Iwan Zimmermann became lead auditor in 2019.

Auditing Fees

The budget for the audit fees is proposed by the CFO and approved by the Audit and Corporate Governance Committee. The total sum charged during the year under review by EY amounted to CHF 308 000 (CHF 303 000 in previous year) and was related to audit services, which included the audit of the statutory financial statements of COLTENE Holding AG and of all major subsidiaries, as well as the audit of the consolidated financial statements.

Audit services are defined as the standard audit work performed each year in order to issue opinions on the Group companies in scope and the consolidated financial statements of the Group, to issue opinions relating to the existence of the Group's internal control system, and to issue reports on local statutory financial statements if required. Also included are audit services that are provided by the Group auditor, such as auditing of non-recurring transactions and implementation of new accounting policies, as well as audits of accounting infrastructure system controls.

Additional Fees

COLTENE paid in the reporting year no fees for non-audit-related services (CHF 6000 in previous year). This amount was mainly paid for services in connection with tax-related questions of restructuring projects. The execution or assistance of EY in the preparation of financial statements, the consolidated financial statements, and related documents is not admissible.

Supervisors and Control Instruments Pertaining to the Auditors

As explained on page 49, the Board of Directors has established an Audit and Corporate Governance Committee to monitor the external auditors (statutory and COLTENE Group auditors). The Audit and Corporate Governance Committee, acting on behalf of the Board of Directors, is responsible for overseeing, monitoring, and evaluating the activities of the auditors. The auditor participates in the meetings of the Audit and Corporate Governance Committee, providing oral and written reports on the results of its reviews and audits. In 2021, the auditors participated in two meetings of the Audit and Corporate Governance Committee. All other members of the Board of Directors also attend these meetings as guests. Thus, the full Board of Directors is always directly informed about the results of the reviews and audits by the auditor. The Audit and Corporate Governance Committee checks and evaluates the auditor and makes recommendations to the Board of Directors. The independence of the auditor is ensured by various measures. There is no explicit threshold for non-audit-related fees, but they are not allowed to be significant in relation to the audit fees and must be approved by the CFO in order to assure that there is no potential conflict between the audit and non-audit services of the auditor. As part of his reporting for the consolidated and statutory financial statements, the auditor confirms its independence vis-à-vis COLTENE Holding AG.

The performance of the auditor is evaluated by the Audit and Corporate Governance Committee as well as by employees of COLTENE who are in regular contact with the auditor. The assessment is based on criteria such as the professional expertise and know-how, the understanding of the corporate structure and company-specific risks, comprehensibility of the audit strategy proposed by the auditor, and diligence in the implementation of the proposed audit strategy, as well as the coordination of the auditor with the finance department of the COLTENE Group and the audited entities. In addition, the Audit and Corporate Governance Committee reviews the results of the audit and particularly the comprehensive audit report for the consolidated annual financial statements. Based on the performance evaluation, the Audit and Corporate Governance Committee recommends to the Board of Directors whether EY should be proposed to the Annual General Meeting for re-election.

Information Policy

COLTENE Holding AG provides its shareholders with information in the form of the Annual Report and Half-year Report. At the publication date of the annual results, COLTENE informs at the annual press and analysts conference and later at the Annual General Meeting in detail about its business activity. At the publication date of the half-year results COLTENE informs about the business activity normally by means of a conference call. Important events are published immediately through press releases and/or letters to shareholders. Further information can be requested at the contact address indicated on page 7 and page 120.

Code of Conduct

In 2021, the COLTENE Group set up an anonymous reporting whistleblowing platform via its own website, which can be used to report violations of laws, guidelines, and the like.
https://www.coltene.com/whistleblowing-portal/

Internet
Shareholders and other interested parties can obtain information about the COLTENE Group on the Internet at www.coltene.com and subscribe to a news service.

Ad Hoc Publicity
COLTENE Holding AG maintains regular contact with the financial world in general, with all kinds of media and with important investors. At the same time, it abides by the legally prescribed principle of treating all parties equally as regards communication. Relevant new facts are published openly and are available to all interested parties. All ad hoc publications and press releases and can be found as follows:
https://global.coltene.com/de/investoren-medien/medienmitteilungen/ (German Version)
https://www.coltene.com/investor-relations/media-releases/ (English version).

Financial Publications
https://global.coltene.com/de/investoren-medien/finanzpublikationen/ (German Version)
https://www.coltene.com/investor-relations/financial-publications/ (English version)

Articles of Incorporation
https://global.coltene.com/de/investoren-medien/corporate-governance/ (German Version)
https://www.coltene.com/investor-relations/corporate-governance/ (English version)

Corporate Communications and Investor Relations
COLTENE Holding AG
Corporate Communication/Investor Relation
Feldwiesenstrasse 20
9450 Altstätten, Switzerland
+41 71 7575 54 80
investor@coltene.com

For important dates of publications this year, the following year and contact addresses refer to page 7 and page 120.

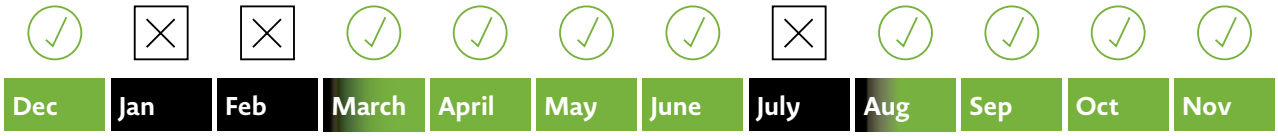
Blackout Periods

General Blackout Periods
In connection with the publication of financial statements COLTENE knows two general blackout periods:
- Before the publication of the annual financial statements the first general blackout period starts on 1 January and ends one day after the publication of the annual results, usually in the first week of March
- Before the publication of the interim financial statements the second general blackout period starts on 1 July and ends one day after the publication of the interim financial statements, usually in the first week of August.

The contractual allocation of the share portion of the variable compensation to Group Management, for which there is no option, does not fall under the general blackout period.

These blackout periods are announced and cancelled by e-mail by the Group CFO who is also responsible for maintaining the respective insider list of persons who are affected. Persons in scope are members of the Board of Directors, Group Management, Accounting, Finance and Controlling, as well as all employees, external consultants and everyone else in possession of the sensitive insider information.

General Blackout Periods



An annual training session on insider trading is held by the Group CFO for the Board of Directors and Group Management.

Special Blackout Periods
Blackout periods for share-price-relevant facts are established by the Chairman of the Board of Directors and the Group CEO if necessary. Insider lists are maintained for each of these projects and contain all internal and external people with access to the sensitive insider information.

Non-Applicability/Negative Statement

It is explicitly declared that all statements that are not included or mentioned in this report are considered as either not applicable or negative statements according to the directive on information relating to Corporate Governance published by SIX Swiss Exchange AG or the associated commentary.

COLTENE
Hyflex CM
Guttapercha-Spitzen
Guttapercha Points
0.04

36 Years
Flexibility

When I started working at Roeko in the mid-eighties, the company in Langenau was still independent. In 2002, 20 years ago, it was taken over by the COLTENE Group. Since then, a lot has changed. Thanks to the integrated SAP software, we can retrieve our production orders in a simple way and then log the manufactured products in the system. Today, this is done electronically without a lot of paper. This makes production very flexible. What I appreciate about my interesting and precision work is the great team spirit and the mutual support.

Marie-Désirée Fleischer, Coltène/Whaledent GmbH + Co. KG, Germany
Employee Guttapercha Production since 1986

Compensation Report

1 Introduction

This report provides an overview of COLTENE's compensation principles and practices. It provides information on the compensation of the Board of Directors and Group Management in 2020 and 2021. It explains the variable compensation systems and equity participation programs and discloses equity participations of Directors and Group Management in the Company.

These principles and practices are designed to:
- Align the interests of the leadership team and employees with those of our shareholders
- Support our attractiveness as a global employer, helping us to retain and recruit an engaged workforce
- Reward individuals according to clear targets
- Encourage entrepreneurism, above-market performance, accountability and value creation

We believe that our plan is balanced and in line with current best practices.

1.1 Reporting Standards

The Compensation Report is written in accordance with the Ordinance Against Excessive Compensation in Listed Companies (VegüV), the standard relating to information on Corporate Governance of the SIX Swiss Exchange, and the principles of the Swiss Code of Best Practice for Corporate Governance of economiesuisse. The compensation paid or granted to Directors and Group Management is presented in chapter 4 of this report and on page 99 in our audited Financial Report.

1.2 Management Structure

Annual General Meeting
Board of Directors/Nomination and Compensation Committee
Group Management
Senior Management
Employees

Fig. 1: Management Structure

Information regarding the Board of Directors and the members of Group Management is available in the Corporate Governance report on pages 52 to 62.

1.3 Corporate Governance

The Board of Directors proposes candidates for the Nomination and Compensation Committee (NCC) to be elected annually by shareholders at the Annual General Meeting (AGM). Since the AGM 2016, the NCC is composed as follows:

Chair: Matthew Robin
Members: Nick Huber and Roland Weiger

The Board of Directors determines the NCC's responsibilities, and passes all resolutions on the Company's compensation system (see page 49). The NCC is entrusted with the design of the compensation system that applies to Directors, Group Management and Senior Management. It reviews the principles and programs for compensation, and ensures that the compensation paid by the Company is based on market and performance related criteria. The NCC reports to the Board of Directors on compensation practices as well as on Group Management compensation at least once a year and proposes changes when necessary. Any recommendations made to the Board of Directors by the NCC are discussed, adjusted if required and formally approved by the Board of Directors. Among other duties, the NCC:
- Recommends the remuneration of the members of the Board of Directors
- Defines the principles for the remuneration and recommends the remuneration of the members of Group Management and submits these to the Board of Directors for approval
- Prepares the compensation report annually to be presented to the AGM

Recommendation and decision responsibilities with regard to compensation

Recipient	Recom-mendation	Decision	Approval
Chairman of the Board of Directors	NCC	BoD	AGM
Other members of the Board of Directors	NCC	BoD	AGM
CEO	NCC	BoD	AGM
Other members of Group Management	CEO	BoD	AGM
Senior Management		Group Management	Group Management

NCC: Nomination and Compensation Committee
BoD: Board of Directors
AGM: Annual General Meeting
CEO: Chief Executive Officer

This table describes the recommendation, decision and approval process of the COLTENE Group with regard to compensation of the Board of Directors, Group Management and Senior Management (including the split in fixed and variable components and the approval of the maximum payout).

According to the Ordinance Against Excessive Compensation in Listed Companies, effective since 2014, and the Articles of Incorporation of COLTENE Holding AG of 31 March 2021, the compensation payable to the Board of Directors and to Group Management has to be approved by the AGM. While the NCC recommends the remuneration packages, the Board of Directors decides on the compensation packages that are submitted to the AGM for approval. Group Management sets and approves the compensation for Senior Management within the guidelines set by the NCC. For all other employees, Group Management is responsible for setting the guidelines for compensation; these are implemented by Senior Management.

Until the AGM 2021, all compensation approvals were submitted in advance to the AGM for voting. At the AGM on 31 March 2021, the shareholders approved the new Articles of Association, which include the following voting process regarding compensation to the Board of Directors and to Group Management:

- The compensation to the Board of Directors shall be approved by the AGM for the period of one year lasting from the ordinary AGM to the next ordinary AGM (instead of the financial year)
- The fixed compensation for Group Management shall be approved for the next financial year
- The variable compensation for Group Management shall be approved retrospectively by the AGM following the respective financial year

These changes will come into force in several steps:

- The first step was the approval at the AGM 2021 of the compensation to the Board of Directors for the period of 1 January 2022 until the AGM 2022 and the fixed amount of the compensation to Group Management for the financial year 2022
- The AGM 2022 shall be asked to approve the fixed compensation to the Board of Directors for the period from the ordinary AGM 2022 to the ordinary AGM 2023 and the fixed compensation to Group Management for the fiscal year 2023
- The AGM 2023 shall for the first time retrospectively vote on the variable compensation to Group Management for the period from 1 January 2022 to 31 December 2022

2 Compensation Principles

2.1 Driving Values through Compensation

COLTENE believes that a compensation system based on value creation encourages sustainable performance, loyalty and entrepreneurship is thus in the interests of management, employees, and shareholders. The Group is committed to compensating staff, management, and Directors in a way that is competitive and rewards sustainable, short-term and long-term performance with the objective of driving value.

It is COLTENE's view that the success of a company depends largely on the quality and engagement of its people. A modern compensation system is an important instrument for attracting, retaining, and motivating talented people. COLTENE's compensation system takes these factors into account in that it:

- Offers competitive salaries
- Fosters a high-performance culture that differentiates and rewards above-average individual performance, both in the short and long term
- Links variable long-term compensation to value generated by the Company over the long term based on shareholder expectations
- Provides employees with benefits based on good practices and regulations in local markets

The system is periodically reviewed by the NCC for effectiveness and adjusted if required.

2.2 Determination Procedure for Compensation

COLTENE's policy is to pay employees, management, and Directors a compensation according to their expertise, formal qualifications, skills, experience, and area of responsibility.

Key employees and employees with management functions receive a variable compensation component in addition to their fixed compensation. The main target of the variable pay is to share the economic success of the COLTENE Group with them.

Benchmark reviews for the remuneration of the Board of Directors and Group Management are conducted regularly by COLTENE, by using of independent specialists and/or external studies if appropriate. In the year before the reporting year, a benchmark review based on nine listed companies was conducted with regard to the compensation of Group Management and the Board of Directors. The sample of the benchmark review consisted of Swiss listed companies comparable to COLTENE Holding AG that were selected according to one or more criteria such as industry, geographic location, and size. Compared with the selected benchmark, the compensation for the Chairman of the Board of Directors is in the lower quartile. For the entire Board of Directors, the CEO and Group Management, the compensation is in the lower half of the peer group. The benchmark was made with the following companies: Straumann, IVF Hartmann, Basilea, Siegfried, Bachem, Dottikon ES, Arbonia, VAT Group and Starrag.

2.3 Ethical, Fair Standards

COLTENE is committed to fair and equal treatment of all its employees and seeks to be in full compliance with the regional labor standards. Compensation is not influenced by gender or by non-performance-related criteria other than specific professional experience.

3 Total Compensation and Compensation Elements

Total compensation for all employees including management and Directors can be found in the financial section of the Annual Report on page 95.

Directors receive until the ordinary AGM 2022 a fixed annual cash amount and a fixed amount of money in shares, blocked for three years. 100 % of Directors' compensation is fixed. Their pay includes no variable component. The Directors receive 80 % to 90 % of the fixed compensation in cash and the remaining 10 % to 20 % in shares valued at the volume weighted average share price of the preceding month of the pay date.

The compensation of Group Management team members comprises fixed and variable components. The percentage of the variable component depends on the role of each member of Group Management and is proposed by the Nomination and Compensation Committee at its own discretion. For the CEO the maximum variable portion is 40 % to 50 % of the total remuneration. For other Group Management members it varies from 15 % to 55 %. The Board of Directors approves the split. The variable compensation mix for Group Management includes a long-term variable remuneration element, which is paid in shares blocked for three years.

Based on the amended Articles of Incorporation that were approved by the AGM on 31 March 2021 the Board of Directors decided to adjust the payment of the share portion to the Board of Directors and the calculation of the long-term portion of the variable compensation component paid out in shares to Group Management. These adjustments are described in detail on pages 76 and 77 of this Compensation Report.

The split of the total maximum compensation is set as follows:

Compensation Elements

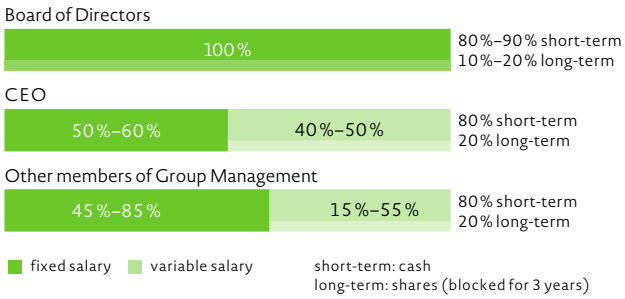


Fig. 2: Compensation Elements

3.1 Fixed Compensation Elements

The fixed compensation elements of the remuneration of Group Management include the following components:

- Base salary
- Pension plan benefits[1] (subject to local practices and regulations)
- Other benefits (subject to local practices and regulations)

[1] The Board of Directors is not entitled to a pension plan under Swiss legislation (BVG).

Base salary

Group Management members receive a base salary in accordance with their role.

Other benefits

COLTENE's benefit programs including local pension benefits are an integral part of total compensation and are designed to enable the Company to compete effectively for talent and retain it. Benefits are structured to support COLTENE's overall business strategy, and are aligned with local legislation and practices. Group Management members and certain members of Senior Management, depending on their travel frequency, are entitled to a company car.

3.2 Variable Compensation Elements

The variable component of total compensation for each member of Group Management varies by function (role), seniority, and responsibility. Total variable compensation is based on one or several quantitative financial targets plus individual performance targets.

In 2020 net sales and results of the COLTENE Group were impacted by the COVID-19 pandemic. In many core markets, governments mandated the full or partial closing of dental practices or they were restricted to treating emergency patients only. This lockdown was an extrinsic factor beyond the influence of Group Management. The Board of Directors therefore decided to measure in 2020 the quantitative targets of Group Management not on a yearly basis as usual, but on a quarterly basis. For this purpose the annual quantitative targets were broken down into quarterly targets according to monthly budgeted figures and measured on this basis but annual targets remained unchanged. In this way target achievement could better reflect the results of measures taken by Group Management to mitigate the COVID-19 pandemic. This change of procedure for the assessment of the quantitative targets of Group Management and hence of the determination of the variable compensation was a one-time issue and only applied to financial year 2020. In 2021 the variable compensation of Group Management was determined again as in past years based on the yearly budget and on individual targets.

Quantitative targets

Quantitative targets are key performance indicators (KPIs) on which the individual member of Group Management has a direct impact. As a rule, each member of Group Management has two or three quantitative targets to meet. These quantitative targets are based on the budget approved by the Board of Directors for the financial year and are generally selected from the following key indicators:

- EBIT margin (operating margin before interest and tax) for the COLTENE Group
- Net sales for the COLTENE Group or for the region applicable to the member of Group Management
- Net sales for focus products
- Net sales for new products

In fiscal year 2021 the quantitative targets of Group Management included net sales of the COLTENE Group, net sales of focus products, and the operating margin before interest and tax (EBIT margin).

Individual targets
Individual targets are agreed separately with each member of Group Management and approved by the Board of Directors. These targets measure the performance of each individual member of Group Management. As a rule, each member agrees to meet at least five individual targets of equal or different weighting. These targets are aligned with the role and responsibilities of each individual member of Group Management and with the Group strategic targets. For example, they may include delivery on specific individual projects, organizational restructurings or product launches or tool rollouts. At the end of the financial year, the CEO reviews and rates the individual target achievements of the other members of Group Management and proposes these to the Compensation and Nomination Committee. The Board of Directors is responsible for reviewing and rating the individual targets of the CEO. Each member of Group Management can achieve a maximum of 100 points or 100 % by meeting the individual targets. If, for example, 80 points are achieved or 80 % of the individual targets are met, 80 % of the variable compensation agreed for this part of the variable compensation is paid out. Attainment of individual targets of each member of Group Management is finally approved by the Board of Directors at the end of the financial year.

The principle individual targets of COLTENE Group management members for 2021 included market targets such as the successful introduction of a new cassette sterilizer in Europe, the implementation of the new COLTENE pricing system, and the strengthening of the DSO organization as well as operational targets such as the introduction of a new customer service tool, the group wide harmonization of the CRM tool, and preparing the organization for the changes according to MDR. These individual targets were achieved in a range from 80 % to 83 %.

Weighting by variable compensation component
The variable compensation components are weighted as follows:
- Each quantitative target has a weighting of 15 %–55 %
- The individual or personal targets have a combined weighting of 20 %–55 %

The exact weighting of individual targets is set annually within these ranges and remains unchanged for the performance measurement period.

Weighting of quantitative criteria
The measurement scale for the achievement of quantitative financial targets (company performance and financial targets) extends from 0 % to a maximum of 120 % and is based on a line joining three points as explained in the illustration. Entitlement to a variable compensation based on financial targets starts at a minimum of 80 % fulfillment of the defined target but it may start at a higher percentage than at 80 % of the defined target. An example for a target with a higher starting point, e.g. 90 % fulfillment, is net sales. This means that no variable compensation will be paid for this target until at least 90 % of the targeted net sales

Composition of Group Management Compensation

	Fixed and variable percentage of total compensation		Quantitative and personal targets and their weighting			Long-term versus short-term variable compensation	
	Fixed percentage	Variable percentage	Net Sales Focus products New products	EBIT margin	Personal targets	Long-term variable compensation in CLTN shares (blocked for 3 years)	Short-term variable compensation paid in cash
CEO	50 %–60 %	40 %–50 %	25 %–35 %	40 %–50 %	20 %–30 %	20 %	80 %
CFO and COO	60 %–80 %	20 %–40 %	25 %–35 %	40 %–50 %	20 %–30 %	20 %	80 %
VP Sales/Marketing	45 %–80 %	20 %–55 %	45 %–55 %	25 %–35 %	25 %–30 %	20 %	80 %
VP R&D/Innovation	60 %–80 %	20 %–40 %	15 %–25 %	25 %–35 %	45 %–55 %	20 %	80 %

Fig. 3: Composition of Group Management compensation

are achieved. The maximum payment made for the achievement of a single financial target is 150 % of the defined variable compensation for this single target.

Scale of Variable Compensation Elements

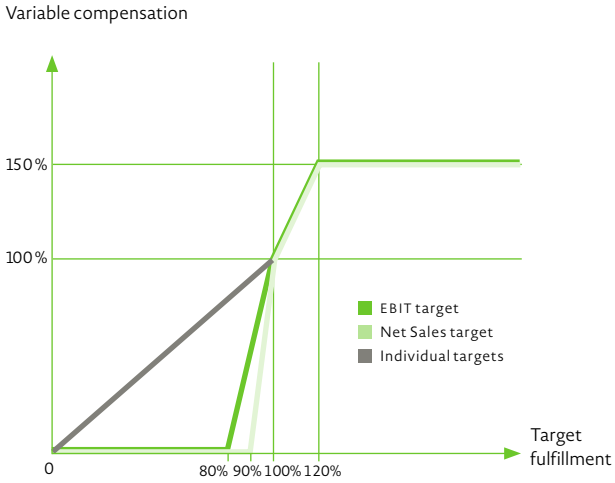


Fig. 4: Scale of variable compensation elements

Weighting of personal targets
The assessment scale for individual personal target achievement is linear and extends from 0 % to 100 %. 80 % achievement of the personal targets means that 80 % of the portion of the variable compensation related to the personal targets will be paid.

Total variable compensation and over-achievement of quantitative targets
A quantitative financial target might be over 100% fulfilled and in this case, the portion of the variable compensation related to this target will be paid up to 150%, the maximum being achieved when the target fulfillment reached 120%. However, the total variable compensation which results from the sum of the result of all quantitative and personal targets is capped at the maximum variable compensation agreed with each member of the management and may in no case exceed the total fixed compensation as defined in section 3.1 on page 73 and illustrated in Fig.2. This means that overachievement of one or more quantitative targets may compensate underachievement of other quantitative or qualitative targets.

Long-term component versus short-term component
Currently for Group Management, 20 % of the variable component is defined as long-term and is remunerated in the form of shares, which are blocked for three years. 80 % of the variable component is paid in cash (short-term portion). The split between long-term (20 %) and short-term (80 %) percentage of the total variable compensation of Group Management is decided periodically by the Board of Directors upon proposal of the Compensation and Nomination Committee at its own discretion.

Until fiscal year 2021, the amount of the long-term portion of the variable compensation of each Group Management team member is divided by the grant price of the COLTENE shares. This results in the total number of shares that are granted for each Group Management team member for the reporting period. The calculation of the grant price is based on the Swiss Performance Index (SPI) of the SIX Swiss stock exchange. This calculation is defined so that if COLTENE shares outperform the SPI, Group Management members are rewarded with a larger amount of money in shares in proportion with the outperformance and in the case of underperformance are penalized by rewarding Group Management with a lower amount of money in shares. The shares are granted at the SPI index price based on COLTENE's share price. The grant price for the reporting period is calculated based on the reference share price of the reporting period. Starting 2020, the reference price for COLTENE shares and for the SPI index are reset to the year-end share price of the prior year every four years forming the bases (SPI reference and reference share price) for the following four-year period. Based on the index price, the relative performance of the SPI is applied to calculate the grant price for COLTENE shares awarded to Group Management team members.

The following formula is applied to calculate the grant price and the number of shares awarded:

Grant price = (CLTN reference share price)
× (SPI at 31 December of year of the reporting period) / (SPI reference)

For the reporting year 2021, the following values apply:
- CLTN reference share price is the year-end share price at 31 December 2019 (CHF 88.80)
- SPI at 31 December of the reporting period 2021 (16 445)
- SPI reference is the SPI at 31 December 2019 (12 838)
- Grant Price: CHF 113.75

The remuneration plan contractually agreed to by all eligible employees dictates that all rights granted in respect of a variable payment shall be immediately, automatically, and definitively forfeited in the case of termination for cause.

The following diagram shows exemplary the impact of overperformance or underperformance of the COLTENE share price compared to the SPI as calculated above and illustrates the effectiveness of the system.

Changes with regard to compensation to the Board of Directors and to Group Management

Based on the amended Articles of Incorporation that were approved by the AGM on 31 March 2021 the Board of Directors decided the following changes with regard to the compensation to the Board of Directors and to Group Management:

Board of Directors
- Each member of the Board of Directors shall in future receive as part of the total compensation a fixed number of shares instead of a fixed amount of money in shares for a one year period.
- The Chairman shall receive 400 shares and each other member of the Board of Directors shall receive 200 shares every year. These shares shall be blocked for three years.
- The total compensation to the Board of Directors shall be approved for a one-year period from one ordinary AGM to the next ordinary AGM prospectively.

Value of share portion in case of overperformance/underperformance

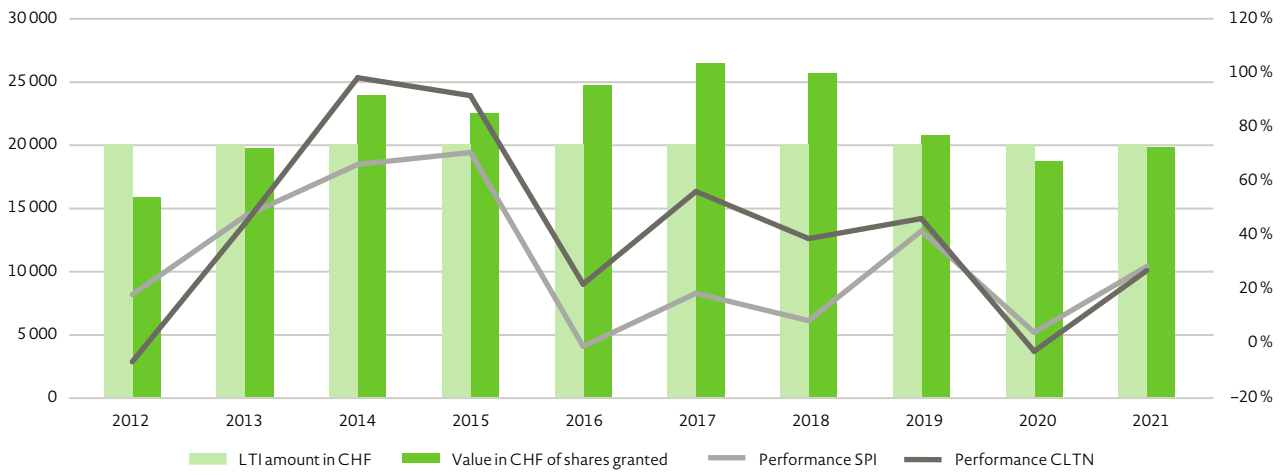


Fig. 5: Value of share portion of variable compensation

Group Management

- Each member of Group Management shall receive from fiscal year 2022 onwards a predefined fixed number of shares as part of the variable compensation. The number of shares granted in future was calculated for the first time based on the volume weighted average share price (VWAP) of COLTENE shares for the period from 1 October 2021 to 31 December 2021, which was CHF 108.42.
- Each member of Group Management is entitled to receive 20 % of the variable compensation as a maximum in shares. This amount will be divided for each individual by the VWAP to calculate the maximum number of shares to be granted in future. This maximum number of shares shall then be fixed for a certain number of years.
- The allocation of the effective number of shares depends on the individual target achievement of Group Management member in the respective financial year (percentage of target achievement). As an example, if a Group Management member achieves 80 % of the overall targets he will receive 80 % of the predefined maximum number of shares as a long-term incentive. These shares shall be blocked for three years also.
- The total variable compensation to Group Management including the allotment of the shares shall be approved by the AGM retrospectively for the previous financial year.
- The Board of Directors has the authority to adjust the maximum number of shares for Group Management members on its discretion.
- The remaining 80 % of the variable compensation to Group Management members will be continued to be paid in cash.
- The fixed compensation to Group Management in cash shall be approved by the AGM in advance as today.

The new long-term incentive system is easy to understand and the Board of Directors and Group Management will be impacted directly positively or negatively in the case of changes of the share price like any other shareholder. Due to the changes of the long-term compensation system of Group Management the variable portion can be higher than the fixed portion of the compensation if the share price is high and the target achievement of Group Management member is high as well.

3.3 Contract Duration and Notice Period

Duration of term of office of the members of the Board of Directors: each member of the Board of Directors is elected every year at the ordinary AGM for one year of service until the next ordinary AGM. Notice period for members of Group Management: no member of Group Management has a notice period that exceeds twelve months.

3.4 Other Types of Payment

There are no severance payments, payments in advance, and no specific payments for change-of-control events. In the event of a change of control the Board of Directors decides whether there is full vesting under the long-term component of variable compensation or not.

4 Remuneration of Directors and Group Management

The tables below show the compensation paid to the members of the Board of Directors and of Group Management for the years 2020 and 2021.

Remuneration of the Board of Directors

In CHF	Base remuneration		Other remuneration	
	in cash	in shares[1]	Social security[2]	Total
2020				
Nick Huber	76 667	20 000	12 509	109 176
Erwin Locher	67 083	10 000	6 193	83 276
Jürgen Rauch	57 500	10 000	0	67 500
Matthew Robin	67 083	10 000	9 977	87 060
Astrid Waser	57 500	10 000	8 737	76 237
Roland Weiger	57 500	10 000	8 737	76 237
Allison Zwingenberger	57 500	10 000	8 737	76 237
Total[3]	**440 833**	**80 000**	**54 890**	**575 723**
2021				
Nick Huber	80 000	20 000	14 254	114 254
Erwin Locher	70 000	10 000	9 515	89 515
Jürgen Rauch	60 000	10 000	0	70 000
Matthew Robin	70 000	10 000	11 502	91 502
Astrid Waser	60 000	10 000	9 890	79 890
Roland Weiger	60 000	10 000	10 044	80 044
Allison Zwingenberger	60 000	10 000	10 044	80 044
Total	**460 000**	**80 000**	**65 249**	**605 249**

[1] The number of shares granted in 2020 is calculated based on the weighted average share price of the month of March (2021: March) of the subsequent year.
[2] Company paid social security contributions incl. AHV, IV, and ALV.
[3] As a response to the negative impacts of the COVID-19 pandemic Group Management decided to introduce short-time work or furloughs (temporary layoffs) where feasible. In order to adjust production capacities in line with lower demand, the workforce was reduced by 10 %, or roughly 145 FTE. Most temporary employment contracts were terminated, and a hiring freeze was put in place. In the spirit of solidarity, the Board of Directors reduced their own remuneration in cash by 10 % for the period of five months starting from the second quarter.

Remuneration of Group Management

In CHF	Base remuneration	Variable remuneration[1]		Other remuneration		
	in cash	in cash	in shares[2]	Social security[3]	Other benefits	Total
2020						
Martin Schaufelberger	395 088	287 984	85 129	147 120	20 692	936 013
Other members	1 475 500	584 597	172 983	345 981	85 438	2 664 499
Total[4]	**1 870 588**	**872 581**	**258 112**	**493 101**	**106 130**	**3 600 512**
2021						
Martin Schaufelberger	410 507	328 000	76 859	167 125	15 519	998 010
Other members	1 524 304	736 305	172 798	399 931	31 979	2 865 317
Total[5]	**1 934 811**	**1 064 305**	**249 657**	**567 056**	**47 498**	**3 863 327**

[1] The variable remuneration, which includes cash bonus and shares, is not paid out in the reporting period. It is accrued for and paid out in the following year based on the decision of the Board of Directors.
[2] The value of shares granted is calculated based on the share price at closing of the grant date. For 2020, it was 25 February 2021, and the share price was CHF 109.00. For 2021, it was 23 February 2022, and the share price was CHF 106.60.
[3] Company paid social security contributions incl. pension fund payments, AHV, IV, ALV, NBU, and KTG.
[4] In 2020, the total compensation increased due to one more Group Management member that was appointed on 1 January 2020 despite the negative impact of the COVID-19 pandemic on the financial results of the COLTENE Group and hence on the variable compensation to Group Management and to the voluntary waiver of part of the fixed compensation.
[5] In 2021 the total compensation was higher than in 2020 mainly due to the good results of the entire COLTENE Group that led to a high payout ratio of the variable compensation to Group Management.

Approved remuneration of the Board of Directors and Group Management by the AGM for 2021

On 2 April 2020, the AGM approved the remuneration for the Board of Directors and Group Management for the financial year 2021 based on the Ordinance Against Excessive Compensation in Public Corporations (VegüV) and the Articles of Incorporation of COLTENE Holding AG of 9 October 2018.

Approved remuneration of the Board of Directors

The AGM approved an aggregate remuneration of the members of the Board of Directors of CHF 620 000. The division into cash and shares was not part of the approval. In total, the Board of Directors received as compensation CHF 525 249 in cash and CHF 80 000 in shares.

Compensation paid to the Board of Directors in 2021 in CHF

	Approved compensation	Actual compensation
Total compensation in cash	n/a	525 249
Total compensation in shares	n/a	80 000
Overall compensation	**620 000**	**605 249**

The remuneration of the Board of Directors for 2021 was within the overall approved amount.

Approved remuneration of Group Management

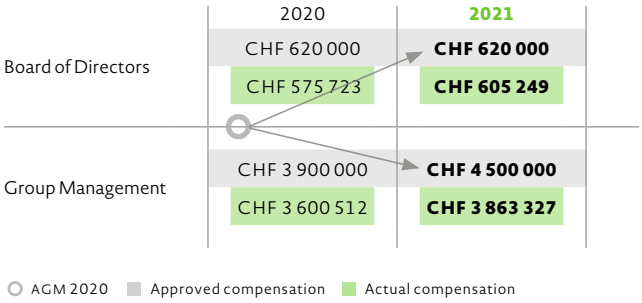
The AGM approved an aggregate remuneration to Group Management of CHF 4 500 000. In total, Group Management received as compensation CHF 3 863 327. The approved amount for the fixed compensation was CHF 2 900 000 and the received amount was CHF 2 549 365. For the variable compensation CHF 1 600 000 were approved and CHF 1 313 962 were received.

Compensation paid to Group Management in 2021 in CHF

	Total fixed compensation	Variable compensation	Total
Approved compensation	2 900 000	1 600 000	**4 500 000**
Actual compensation	2 549 365	1 313 962	**3 863 327**

The remuneration of Group Management for 2021 was within the approved amounts.

Summary of compensation to the Board of Directors and Group Management



Loans

In the reporting period, no loans, advances, or credits were granted to any member of the Board of Directors or Group Management.

Numbers of shares held by the Board of Directors and Group Management

Number of shares held by the Board of Directors

	31.12.2021	31.12.2020
Nick Huber	24 269	20 095
Erwin Locher	1 623	3 936
Jürgen Rauch	634	547
Matthew Robin	4 692	5 505
Astrid Waser	454	367
Roland Weiger	1 555	1 468
Allison Zwingenberger	259	172
Total Board of Directors	**33 486**	**32 090**

Number of shares held by Group Management

	31.12.2021	31.12.2020
Martin Schaufelberger	9 131	12 350
Gerhard Mahrle	3 728	3 346
Werner Barth	1 811	1 648
Stefan Helsing	20 738	40 402
Christophe Loretan	548	756
Martin Schlüter[1]	80	0
John Westermeier[1,2]	455	0
Total Management	**36 491**	**58 502**

[1] New members of Group Management appointed on 1 January 2020.
[2] John Westermeier left COLTENE at the end of June 2021.

5 Approval of the Compensation Report

This compensation report provides comprehensive transparency with regard to the Company's general compensation principles and in particular to the compensation of Group Management and the Board of Directors. The Board of Directors took notice of the Compensation Report 2021 and approved it on the Board of Directors' meeting of 23 February 2022. It will be presented to the shareholders for consultative approval at the Annual General Meeting on 21 April 2022.

Report of the Statutory Auditor

To the General Meeting of COLTENE Holding AG, Altstätten
St. Gallen, February 23, 2022

Report of the Statutory Auditor on the Remuneration Report

We have audited the remuneration report of COLTENE Holding AG for the year ended December 31, 2021. The audit was limited to the information according to articles 14–16 of the Ordinance against Excessive Compensation in Stock Exchange Listed Companies (Ordinance) contained in the tables in Chapter 4 on pages 78 to 79 of the remuneration report.

Board of Directors' Responsibility

The Board of Directors is responsible for the preparation and overall fair presentation of the remuneration report in accordance with Swiss law and the Ordinance. The Board of Directors is also responsible for designing the remuneration system and defining individual remuneration packages.

Auditor's Responsibility

Our responsibility is to express an opinion on the remuneration report. We conducted our audit in accordance with Swiss Auditing Standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the remuneration report complies with Swiss law and articles 14–16 of the Ordinance.

An audit involves performing procedures to obtain audit evidence on the disclosures made in the remuneration report with regard to compensation, loans and credits in accordance with articles 14–16 of the Ordinance. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatements in the remuneration report, whether due to fraud or error. This audit also includes evaluating the reasonableness of the methods applied to value components of remuneration, as well as assessing the overall presentation of the remuneration report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

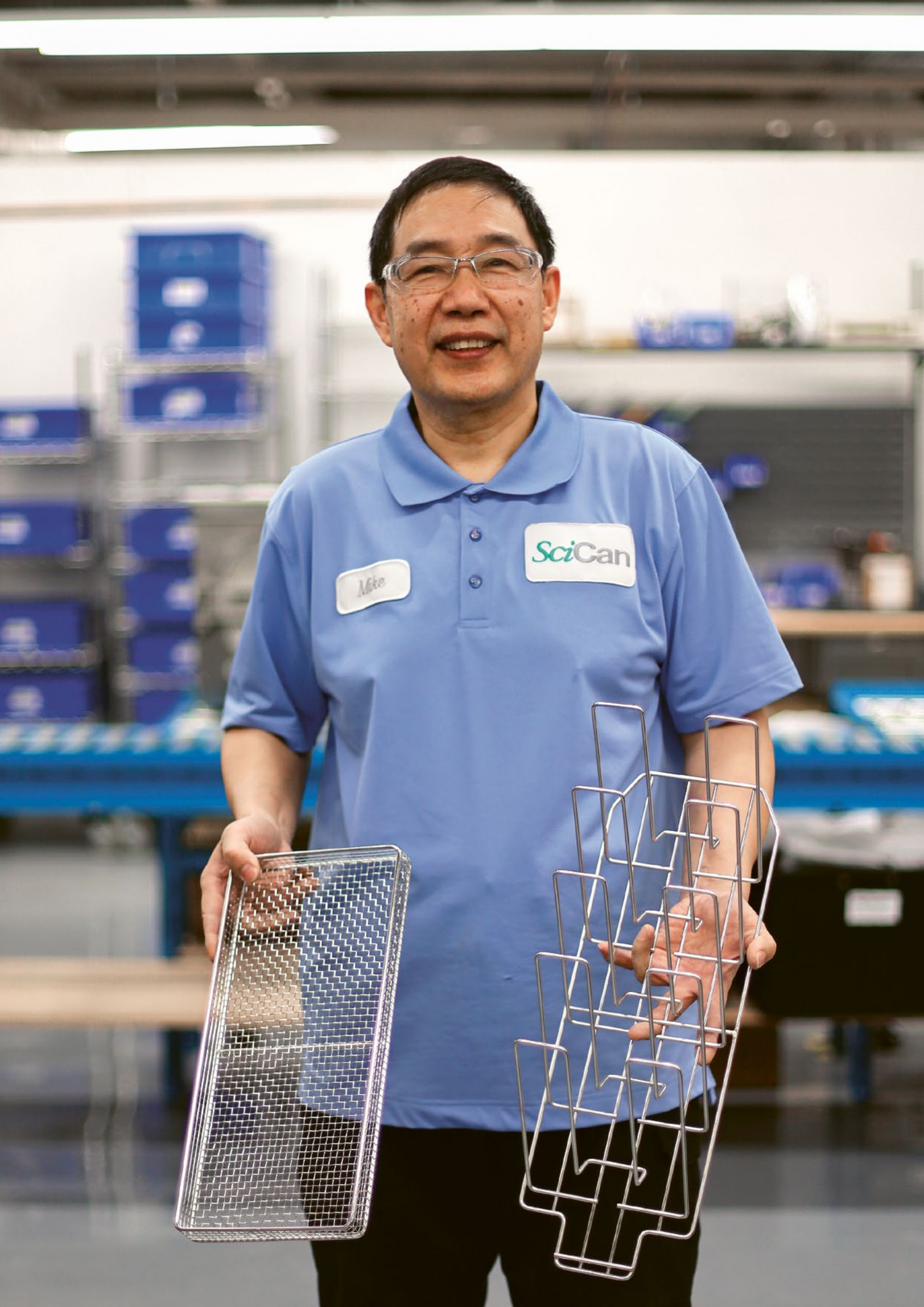
Opinion

In our opinion, the remuneration report for the year ended December 31, 2021, of COLTENE Holding AG complies with Swiss law and articles 14–16 of the Ordinance.

Ernst & Young Ltd

Iwan Zimmermann
Licensed audit expert
(Auditor in charge)

Erik Zeller
Licensed audit expert


Mike
SciCan

18 Years
Quality Enhancement

I started working on sub-assembly and assembly lines for six years before I went on to build HYDRIM machines. Now I am the final production step for our HYDRIM Automated Instrument Washers. "Quality First" drives the work and excites me. I inspect and test the final machine, ensuring its quality standards are met and everything works as intended. It is very satisfying to see quality continually increasing each year, knowing that I am helping improve our products for our customers. I enjoy working with my team, the COLTENE SciCan family, and look forward to many more years with them.

Qin (Mike) Zhu, SciCan Ltd., Canada
Master Assembler, Production Employee since 2004

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Consolidated Income Statement

In CHF 1000

	Ref.	2021	2020
Net sales	**1**	**279 242**	**248 352**
Other operating income		35	29
Changes in inventories of finished goods and work in progress		–1 698	1 212
Raw material and consumables used		–90 095	–89 102
Personnel expenses	2	–94 414	–84 928
Other operating expenses	4	–42 836	–46 277
Depreciation on tangible fixed assets	14	–5 523	–5 395
Amortization on intangible assets	16	–915	–632
Operating profit (EBIT)		**43 796**	**23 259**
Financial income and expenses	5	–2 595	–5 231
Net profit before tax		**41 201**	**18 028**
Income taxes	6	–9 493	–9 796
Net profit for the period	**8**	**31 708**	**8 232**
Earnings per share	8	CHF 5.31	CHF 1.38
Diluted earnings per share	8	CHF 5.31	CHF 1.38

The consolidated financial statements have been prepared in accordance with Swiss GAAP FER.
The notes are part of COLTENE Group financial statements.

Consolidated Balance Sheet

In CHF 1000

	Ref.	31.12.2021	31.12.2020
Cash and cash equivalents		25 733	38 473
Trade accounts receivable	9	36 969	40 709
Prepaid expenses and deferred income	12	1 561	1 251
Other short-term receivables	11	3 033	3 147
Inventories	13	63 661	52 000
Current assets		**130 957**	**135 580**
Tangible fixed assets	14	49 193	47 235
Financial assets	10	367	355
Intangible assets	16	4 911	3 595
Deferred tax assets	7	1 310	866
Non-current assets		**55 781**	**52 051**
Total assets		**186 738**	**187 631**
Short-term financial liabilities	18	42 843	59 962
Trade accounts payable	19	12 143	7 690
Other short-term liabilities	20	3 364	9 079
Short-term provisions	22	1 985	1 158
Accrued liabilities and deferred income	21	14 052	13 122
Current liabilities		**74 387**	**91 011**
Long-term financial liabilities	18	75	377
Deferred tax liabilities	7	2 273	3 107
Long-term provisions	3, 22	2 604	2 902
Non-current liabilities		**4 952**	**6 386**
Total liabilities		**79 339**	**97 397**
Share capital		598	598
Capital reserves		135 472	153 396
Treasury shares		–8	–2
Retained earnings		–28 663	–63 758
Total equity	**23**	**107 399**	**90 234**
Total liabilities and equity		**186 738**	**187 631**

The consolidated financial statements have been prepared in accordance with Swiss GAAP FER.
The notes are part of COLTENE Group financial statements.

Consolidated Cash Flow Statement

In CHF 1000

	Ref.	2021	2020
Net profit for the period		31 708	8 232
Depreciation of tangible fixed assets and amortization of intangible assets[1]	14, 16	6 438	10 885
Change in provisions not affecting the fund		384	221
Other expenses and income not affecting the fund		11 732	17 421
Change in trade accounts receivable		4 352	3 893
Change in inventories		–11 441	2 175
Change of other short-term receivables, prepaid expenses, and deferred income		732	–733
Change in trade accounts payable		4 473	–3 280
Change in other short-term liabilities, accrued liabilities, and deferred income		–1 048	542
Interest paid		–426	–784
Interest received		23	22
Income tax paid		–14 412	–3 788
Cash flow from operating activities		**32 515**	**34 806**
Purchase of tangible fixed assets		–7 685	–7 393
Proceeds from sale of tangible fixed assets		109	83
Purchase of intangible assets		–2 219	–2 077
Acquisitions and disposals (net of cash)		0	–1 129
Cash flow from investing activities		**–9 795**	**–10 516**
Proceeds from financial liabilities		4 500	30 753
Repayments of financial liabilities		–22 125	–29 652
Dividends paid to shareholders	23	–17 924	–8 963
Proceeds/purchase of treasury shares	23	–279	–220
Cash flow from financing activities		**–35 828**	**–8 082**
Effect of exchange rate changes on cash		368	–699
Change in cash and cash equivalents		**–12 740**	**15 509**
Cash and cash equivalents at beginning of year		38 473	22 964
Cash and cash equivalents at end of year		25 733	38 473

[1] In 2020, depreciation and amortization include also the effect from recycling of goodwill related to the disposal of Vigodent SA.
The consolidated financial statements have been prepared in accordance with Swiss GAAP FER.
The notes are part of COLTENE Group financial statements.

Consolidated Statement of Changes in Equity

In CHF 1000	Ref.	Share capital	Capital reserves (Agio)	Treasury shares	Currency translation adjustments	Goodwill (offset)	Retained earnings	Total of retained earnings	Total equity
01.01.2020		**598**	**162 359**	**–1**	**572**	**–230 380**	**158 062**	**–71 746**	**91 210**
Net profit of the period		0	0	0	0	0	8 232	8 232	8 232
Acquisition of treasury shares		0	0	–220	0	0	0	0	–220
Share-based compensation		0	0	219	0	0	–22	–22	197
Dividends	23	0	–8 963	0	0	0	0	0	–8 963
Foreign currency differences		0	0	0	–4 728	0	0	–4 728	–4 728
Changes in consolidation group		0	0	0	0	4 859	0	4 859	4 859
Goodwill offset		0	0	0	0	–353	0	–353	–353
31.12.2020		**598**	**153 396**	**–2**	**–4 156**	**–225 874**	**166 272**	**–63 758**	**90 234**
Net profit of the period		0	0	0	0	0	31 708	31 708	31 708
Acquisition of treasury shares		0	0	–279	0	0	0	0	–279
Earn-out[1]		0	0	0	0	0	238	238	238
Share-based compensation		0	0	273	0	0	72	72	345
Dividends	23	0	–17 924	0	0	0	0	0	–17 924
Foreign currency differences		0	0	0	3 077	0	0	3 077	3 077
31.12.2021		**598**	**135 472**	**–8**	**–1 079**	**–225 874**	**198 290**	**–28 663**	**107 399**

[1] Earn-out from Vigodent SA Transaction
The consolidated financial statements have been prepared in accordance with Swiss GAAP FER.
The notes are part of COLTENE Group financial statements.

Notes to Group Financial Statements

General

The COLTENE Holding AG Board of Directors authorized these financial statements on 23 February 2022, for issue. The financial statements are subject to approval by the Annual General Meeting of Shareholders scheduled to take place on 21 April 2022.

Reporting Entity

COLTENE Holding AG, the holding company of the COLTENE Group ("the Group"), is a stock corporation according to the Swiss Code of Obligations. The Company's legal domicile is in Altstätten, Switzerland. COLTENE Holding AG was founded on 15 December 2005, and has been listed on SIX Swiss Exchange since 23 June 2006. The Group is active in the dental consumables and small dental equipment market.

Operating Segments and Products

The Group develops, manufactures, and sells mainly via distribution channels a broad and comprehensive range of disposables, tools, and equipment for dentists and dental laboratories.

Accounting Policies

Basis of Preparation

The Group financial statements are based on the individual financial statements of the Group companies. They have been prepared in accordance with all existing guidelines of Swiss GAAP FER (Swiss Accounting and Reporting Recommendations). The consolidated financial statements have been prepared under the historical cost convention unless otherwise stated in the following consolidation and accounting policies. The financial year-end date for COLTENE Holding AG, all subsidiaries and the Group financial statements is 31 December. All amounts presented are denominated in CHF thousand (except otherwise noted). Swiss francs are the functional currency of the holding company as well as the presentation currency of the Group.

The preparation of financial statements requires the use of certain critical accounting estimates which could impact the assets, liabilities, and contingent liabilities at the balance sheet date as well as income and expenses of the reporting period. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. If subsequently such judgments and estimates made by management differ from the actual circumstances, the original judgments and estimates made are changed for the year in which the respective circumstances have occurred and are applied prospectively.

Scope and Principles of Consolidation

The investments in subsidiaries are included in the Group financial statements as follows:

- All subsidiaries that COLTENE controls are fully consolidated. Control is usually presumed where the Group directly or indirectly owns more than 50 % of the voting rights of the subsidiaries. All of the assets and liabilities as well as the income and expenses of these companies are fully included. Minority interests in the consolidated equity and net income are shown separately. All intercompany transactions and balances as well as intercompany profits in inventory and other assets are eliminated on consolidation.
- Those companies purchased during the reporting year are included in the consolidation as at the date on which control was effectively transferred. From the date of transfer of control all previously recognized assets and liabilities as well as contingent liabilities of the Company are valued initially at fair value. Companies that have been divested during the reporting year are included in the consolidated financial statements until the date on which control ceased.
- Joint ventures and investments with voting rights between 20 % and 50 % are recognized using the equity method. They are recognized with the proportionate equity as per balance sheet date and reported under financial assets in the balance sheet and as equity investments in the notes. The proportionate share of net income is shown as income (expense) in the consolidated income statement.
- Capital consolidation is based on the purchase method (acquisition method). Acquisition costs comprise the consideration paid, including the proportion of the purchase price retained for contractual representations and warranties, transaction costs, and contingent consideration. The latter is recognized at fair value on the transaction date. The net assets acquired are revalued at the acquisition date and compared with the purchase price, only previously recognized assets are revalued. Any resulting goodwill is directly offset against

equity. This approach is used for both positive and negative goodwill.

Foreign Currency Translation
Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (functional currency). Transactions conducted in foreign currencies are converted into the functional currency at the exchange rate applicable on the transaction date and retranslated at year-end, e.g. accounts receivable and payable as well as loans in foreign currencies are shown at the year-end exchange rates. Gains and losses are reported in the income statement.

The statement of balance sheet and income statement of foreign subsidiaries are converted into Swiss francs (presentation currency) upon consolidation at the rate applicable at year-end respectively at the average exchange rate for the year. Differences resulting from the conversion into the Group presentation currency are recognized in equity. In the event of a sale of a subsidiary, foreign currency differences are taken into account as part of the gain or loss resulting from the sale.

The most important exchange rates are listed below:

The most important exchange rates

	31.12.2021	Ø 2021	31.12.2020	Ø 2020
1 USD	0.9122	0.9143	0.8803	0.9384
1 EUR	1.0331	1.0812	1.0802	1.0705
1 CAD	0.7178	0.7295	0.6910	0.7001

Cash and Cash Equivalents
Cash and cash equivalents include cash on hand, deposits with banks and other short-term highly liquid investments with maturities of three months or less. Bank overdrafts are shown in current liabilities in the consolidated balance sheet.

Trade Accounts Receivable
Accounts receivable in respect of deliveries and services and other accounts receivable are generally due for settlement within 30 to 60 days and therefore are all classified as current. Trade receivables and other receivables are recognized initially at the amount of consideration that is unconditional. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at nominal value less impairment, if any. Indications for impairment are: substantial financial problems of the customer, a declaration of bankruptcy, or a material delay in payment.

Inventories
Inventories are stated at the lower of weighted average cost and net realizable value. The cost of finished goods and work in progress comprises design costs, raw material, direct labor, other direct costs, and related production overheads (based on normal operating capacity). It excludes borrowing costs. Early payment discounts are treated as a deduction of the purchase price.

Net realizable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses. Value adjustments are made for obsolete and slow-moving items.

Tangible Fixed Assets
Property, plant, and equipment are stated on the balance sheet at the purchased or manufactured cost less accumulated depreciation. Depreciation is charged using the straight-line method over the estimated useful lives of the related assets. Land is not depreciated.

Leases in which the Company holds all significant risks and rewards of ownership are classified as financial leases. The respective assets are carried as property, plant, and equipment and are depreciated. The corresponding lease obligations are shown as financial liabilities. Leasing installments are allocated accordingly to capital repayments and interest expenses.

Class	Years
Land	no depreciation
Buildings	40 to 50
Building fixtures	10 to 20
Machinery	5 to 12
Office equipment and furniture	5 to 10
Vehicles, means of transportations	5 to 8
IT hardware	3 to 5
Other tangible fixed assets	3 to 5

Intangible Assets

Intangible assets contain software, patents, and others. They are stated at historical costs less amortization on a straight-line basis over the useful life. Intangible assets are amortized over the following periods:

Class	Years
Licences	5 to 20
Patents and technical know-how	5 to 20
Software	3 to 5
Development cost	3 to 10
Other intangible assets	individually

Impairment of Assets

Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and the value in use.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows (cash-generating units). Assets that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date except for goodwill, where a previously recorded impairment is not reversed in subsequent periods.

Financial Assets

Financial assets include loans. They are valued at nominal values less any value adjustments.

Trade Accounts Payables, Financial Liabilities, and Other Liabilities

Trade payables, financial liabilities, and other liabilities are recognized at nominal value.

Provisions

Provisions are recognized when the Group has a present legal or constructive obligation as a result of a past event and it is probable that an outflow of resources which can be reliably estimated will be required to settle the obligation. Such provisions are made to cover assurance type warranties and liability claims. Provisions for restructuring measures are made as soon as the corresponding decision is taken and communicated.

Cash outflow may differ from the amount provided for as it is based on assumptions and estimates available at that time.

Off-Balance-Sheet Transactions

Contingent liabilities originate from past transactions or events. The reliability of estimation and the probability of the outflow of resources do not meet the requirements to be recognized as provisions. If contingent liabilities lead to a probable outflow of resources and a reliable estimation of the outflow is possible, a corresponding provision will be recognized.

Employee Benefit Obligations

Within COLTENE Group, pension plans for employees exist in accordance with the applicable country regulations. The economic impact of these pension plans on COLTENE Group is determined annually. For Swiss pension plans, economic benefits and/or economic obligations are determined on the basis of the annual financial statement prepared in accordance with Swiss GAAP FER 26. For foreign plans, the economic impact is determined according to country-specific methods.

An economic benefit is capitalized if it is permissible and intended to use the surplus of the pension fund for the Company's future pension expense. An obligation from a pension plan is recognized when the conditions for the recognition of a provision are met. Existing employer contribution reserves are recognized as a financial asset. Changes in the economic benefit or the economic obligation are recognized in the income statement as personnel expenses.

Share-Based Payments
All members of the Board of Directors receive a fixed amount in shares with a blocking period of three years without any vesting conditions. Group Management receives a variable remuneration. Part of the variable remuneration is paid in shares with a blocking period of three years without any vesting conditions. The valuation of the shares takes place at the grant date, the related expense is recognized immediately in the income statement. For further details, see pages 70 to 80 in the compensation report.

Income Taxes
All taxes payable on income for the financial year are provided for in full at the reporting date and in compliance with the applicable tax laws. According to the liability method, deferred income tax on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Group financial statements at enacted or substantially enacted tax rates on the reporting date is provided in full.

Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted at the balance sheet date and are expected to apply when the related deferred income tax asset is realized or deferred income tax liability is settled.

Deferred tax assets are recognized to the extent that future taxable profit will be available to use tax losses carried forward and temporary differences.

Net Sales
COLTENE generates revenues mainly from sales of products. These revenues are recognized upon delivery to the customer. Revenue is recorded if risks and rewards of the sold products are transferred to the customer or, when the service has been performed, depending on the terms of the sales contract. Sales are shown as a net amount in the income statement. They represent the total value of invoices to third parties reduced by sales taxes, credits for returns and reductions of revenue (primarily rebates and discounts).

Repair and Maintenance Costs
Repair and maintenance costs (included in other operating expenses) are recognized in the income statement when they occur.

Research and Development
Research costs are expensed in other operating expenses as incurred. Development costs are capitalized if they can be determined reliably and if it can be safely assumed that the project in question will be completed successfully and result in future benefits. Development costs capitalized are amortized on a straight-line basis over a maximum period of ten years.

Earnings per Share
Earnings per share are calculated by dividing the profit attributable to shareholders of the Group by the weighted average number of shares issued during the year excluding shares purchased by the Group and held as treasury shares.

Dividend and Capital Distribution
Dividend distribution to the Company's shareholders is recognized as a liability in the Group's financial statements in the period in which the dividends are approved by the Company's shareholders, until paid out.

Acquisitions and Disposals

There were no acquisitions and disposals in the reporting year.

On 1 January 2021 SciCan Medtech AG was merged into Coltène/Whaledent AG.

In the previous year, on 31 December 2020, 100 % of the shares of Vigodent SA, the Group's manufacturing plant in Brazil, were sold to local entrepreneurs. The proceeds from the sale were TCHF 1. Net assets sold amounted to TCHF 4806. The disposal resulted in a loss of TCHF 11 681. Thereof TCHF 8846 were reported within other operating expenses and TCHF 2835 in the financial result. Equity was impacted by TCHF 3987.

Significant Estimates and Judgments

The Group makes judgments and estimates concerning the future. The resulting accounting estimates therefore may not correspond to the actual results.

1 Group-wide Information

Net Sales from Contracts with Customers

The Group derives revenue from the transfer of goods and services at a point in time in the following major geographical regions and product lines:

Net sales by geographical regions

In CHF 1000	2021	2020
EMEA	97 635	81 812
North America	138 903	127 681
Latin America	12 178	11 333
Asia/Oceania	30 526	27 526
Net sales	**279 242**	**248 352**

Net sales by products and services

In CHF 1000	2021	2020
Infection Control	96 296	94 128
Dental Preservation	79 440	66 369
Efficient Treatment	103 506	87 855
Net sales	**279 242**	**248 352**

Net sales of TCHF 63 734 (previous year TCHF 50 173) corresponding to 22.8 % of Group net sales (previous year 20.2 %) were generated with one large distribution group. No other major customers exist.

In accordance with Swiss GAAP FER 31, the COLTENE Group has decided not to disclose detailed segment revenue. The disclosure of segment results would lead to considerable competitive disadvantages. COLTENE justifies its decision based on the following considerations:

- The main competitors of the COLTENE Group do not disclose segment results because they are either non-public companies or the dental businesses of large public companies are far too small for the disclosure of their sales or results. COLTENE would be the only player in the market providing such detailed information.
- The disclosure of segment information of the COLTENE Group would provide detailed information on margins, profitability of product groups, etc.
- Disclosing segment information would also provide information on product cost structures and pricing to competitors.

2 Personnel Expenses

The average workforce amounted to 1228 employees (previous year 1304). As per year-end 2021, 1242 FTEs were employed (2020: 1189 FTEs). Detailed information on personnel expenses:

Personnel expenses

In CHF 1000	2021	2020
Wages and salaries	72 935	66 769
Social Security Expenses	15 503	15 308
Other personnel expenses	5 976	2 851
Total	**94 414**	**84 928**

Personnel expenses include TCHF 330 (previous year TCHF 338) for share-based payment transactions with the Board of Directors and Group Management.

In 2021, COLTENE Group was entitled to short-time work compensation of TCHF 89 (previous year TCHF 3806). Personnel expenses are presented net of such compensations.

3 Pension Liabilities

To complement the benefits provided by state-regulated pension schemes, COLTENE maintains additional employee pension plans for a number of subsidiaries. In accordance with local statutory requirements, COLTENE has no obligations to these pension plans beyond the amounts recognized as liabilities in the balance sheet and beyond the regulatory contributions and any recapitalization contributions that may become necessary.

The employee benefits expenditure only comprises contributions made to the benefit schemes at the expense of the Company. The pension plans with surplus are related to the staff pension scheme of Coltène/Whaledent AG in Switzerland. At 31 December 2021, the coverage rate amounted to 113.68 % for the pension schemes in Switzerland.

Plan description (Switzerland)

Pension plans are regulated by the Swiss Federal Law on Occupational Retirement, Survivors' and Disability Pension Plans (LPP/BVG). The pension solution adopted for employees in Switzerland is affiliated to legally independent collective foundations or occupational benefits solutions offered by insurance companies. Plan participants are insured against the financial consequences of old age, disability, and death. The benefits are financed through regular employer and employee contributions. Emloyees in Switzerland are members of a multi-employer pension institution (Sammelstiftungsanschluss). The most senior governing body of the pension plan is the Board of Trustees, which consists of an equal number of employer and employee representatives.

Plan description (France)

Pension plans are regulated by French Law on general social security scheme (RGSS). The main post-employment defined benefit plans as adopted for the French companies concern the retirement termination benefits. Employee benefits for retirement bonuses and the agreement are based on the rights accumulated at the balance sheet date, according to the scale set out in the collective agreement or the Company-wide agreement.

Economic benefit/economic obligation and pension benefit expenses

	Surplus/ deficit	Financial share of the organization		Change vs. prior year	Contributions in the period	Pension benefit expense as part of personnel expense	
In CHF 1000	**31.12.2021**	**31.12.2021**	**31.12.2020**	**2021**	**2021**	**2021**	**2020**
Pension funds without surplus/deficit	0	0	0	0	2 224	2 224	2 216
Pension funds without own assets	0	948	1 041	–93	108	14	–9
Total	**0**	**948**	**1 041**	**–93**	**2 332**	**2 238**	**2 207**

4 Other Operating Expenses

Other operating expenses

In CHF 1000	2021	2020
Production expenses	10 327	9 035
Marketing	7 990	7 077
Consulting	5 427	3 784
Selling and administration expenses	19 091	17 535
Other expenses[1]	1	8 846
Total	**42 836**	**46 277**

[1] In 2020, other expenses comprise the effects of the sale of Vigodent SA of TCHF 8846.

In 2021, TCHF 9049 (previous year TCHF 9465) were spent on research and development and recorded as an expense in the income statement.

5 Financial Income and Expenses

Financial results

In CHF 1000	2021	2020
Interest income on cash and cash equivalents	23	22
Exchange rate differences and other financial income	57	6
Total financial income	**80**	**28**
Interest expenses for bank overdrafts and loans	–415	–795
Exchange rate differences and other financial expenses[1]	–2 260	–4 464
Total financial expenses	**–2 675**	**–5 259**
Total financial result	**–2 595**	**–5 231**

[1] In 2020, exchange rate differences and other financial expenses include effects from recycling of currency translation differences that arose on equity loans of Vigodent SA.

6 Tax Expenses

Tax expenses comprise the following positions:

Tax expenses

In CHF 1000	2021	2020
Current taxes	10 834	8 324
Deferred taxes	–1 341	1 472
Total	**9 493**	**9 796**

Tax expenses can be analyzed as follows:

Tax expenses

In CHF 1000	2021	2020
Net profit before tax expenses	41 201	18 028
Tax expenses at applicable tax rate of 23 % (29 %)	9 513	5 228
Effects of non-tax-deductible expenses	360	240
Effects of tax-exempt income/ income taxed at another rate	1 663	–369
Effects of tax loss not capitalized in current year	1	3 990
Effects of tax loss used not capitalized in prior years	–133	–193
Effects of change in tax rate on deferred taxes	–40	256
Effects of revaluation of DTAs	0	25
Tax adjustments prior years	173	378
Withholding tax not refundable	656	468
Other impacts[1]	–2 700	–227
Actual tax expense	**9 493**	**9 796**
Effective tax rate in %	23.0 %	54.3 %

[1] Includes TCHF –2616 effects from changes in investments (2020: TCHF –468)

The applicable tax rate represents a weighted average rate based on all Group companies. Compared to last year, the applicable tax rate decreased from 29 % to 23 %. This decrease is mainly because entities with lower tax rates had proportenaly higher profits in 2021 then in 2020.

Tax expenses of TCHF 9493 represent an effective tax rate of 23 % (previous year 54.3 %) of net profit before tax. For 2020, the difference between applicable and effective tax rate related largely to effects from losses that do not qualify for future tax benefits. These losses are mainly related to effects from the disposal of Vigodent SA and from losses incurred in Group companies in Brazil and India.

The Group has the following tax-relevant losses to be carried forward:

Tax losses

In CHF 1000	2021	2020
Tax losses capitalized		
Expiration between 1 and 5 years	273	223
Expiration over 5 years	0	1 546
Total	**273**	**1 769**
Deferred tax assets of capitalized tax losses		
Expiration between 1 and 5 years	71	69
Expiration over 5 years	0	207
Total	**71**	**276**
Tax losses not capitalized		
Expiration between 1 and 5 years	0	0
Expiration over 5 years	6 713	13 595
Total	**6 713**	**13 595**
Estimated tax effect of not capitalized tax losses		
Expiration between 1 and 5 years	0	0
Expiration over 5 years	1 880	2 999
Total	**1 880**	**2 999**

The declined balance of tax losses capitalized is largely attributable to a Group company in Switzerland that was able to fully offset current year gains with previous year losses.

Tax losses not capitalized are mainly attributable to Germany. The drop of tax losses not capitalized compared to the previous period is attributable to a Swiss entity that was able to offset all prior year losses with non-taxable gains in 2021.

7 Deferred Taxes

Deferred tax assets and liabilities are based on the valuation differences between Group valuation and tax valuation in the following financial statement positions.

For the calculation of deferred income taxes in the consolidated balance sheet, the expected tax rate per tax subject is applied.

Deferred tax details

In CHF 1000	2021		2020	
	Deferred tax assets	Deferred tax liabilities	Deferred tax assets	Deferred tax liabilities
Receivables and accruals	776	425	259	334
Inventories	1 953	464	1 387	353
Property, plant, and equipment	0	3 120	0	2 608
Intangible assets	116	34	130	49
Provisions	517	88	255	48
Deferred taxes from losses carried forward	71	0	276	0
Deferred taxes on equity reserves	0	265	0	1 156
Offset of deferred assets and liabilities	–2 123	–2 123	–1 441	–1 441
Total	**1 310**	**2 273**	**866**	**3 107**

8 Earnings per Share

Net profit amounts to TCHF 31 708 (previous year TCHF 8232). Earnings per share (EPS) are calculated as follows:

Earnings per share

	2021	2020
Weighted number of shares issued at 31.12.[1]	5 974 932	5 975 354
Earnings per share (based on net profit for the period)	CHF 5.31	CHF 1.38
Diluted earnings per share (based on net profit for the period)	CHF 5.31	CHF 1.38

[1] The weighted average number of shares takes into account the weighted average effect of changes in treasury share transactions.

9 Trade Accounts Receivable

Trade accounts receivable

In CHF 1000	2021	2020
Trade accounts receivable from third parties (gross)	37 746	41 530
Allowance	–777	–821
Total trade accounts receivable (net)	**36 969**	**40 709**

Trade accounts receivable (gross) by maturity

In CHF 1000	2021	2020
Not due	25 742	31 308
Past due 1 to 30 days	7 191	6 474
Past due 31 to 60 days	1 574	1 304
Past due 61 to 90 days	945	754
Past due 91 to 120 days	546	152
Past due over 120 days	1 748	1 538
Total	**37 746**	**41 530**

Trade accounts receivable by maturity including allowance

In CHF 1000	2021	2020
Not due	25 675	31 085
Past due 1 to 30 days	7 191	6 448
Past due 31 to 60 days	1 574	1 295
Past due 61 to 90 days	945	749
Past due 91 to 120 days	522	145
Past due over 120 days	1 062	987
Total	**36 969**	**40 709**

As per 31 December 2021, no trade accounts receivable are pledged (previous year also none).

10 Financial Assets

Financial assets

In CHF 1000	2021	2020
Loans to third parties	367	355
Total financial assets	**367**	**355**

11 Other Short-term Receivables

Other short-term receivables

In CHF 1000	2021	2020
Net VAT/Tax receivables	1 885	1 327
Wage and T&E expenses advances	98	107
Prepayments for suppliers	201	174
Deposits	297	355
Other short-term receivables	552	1 184
Total	**3 033**	**3 147**

12 Prepaid Expenses and Deferred Income

Prepaid expenses and deferred income

In CHF 1000	2021	2020
Personnel expenses	14	83
Insurance costs	76	97
License fees	744	468
Exhibition and marketing expenses	206	111
Other prepaid expenses and deferred income	521	492
Total	**1 561**	**1 251**

13 Inventories

Inventories are as follows:

Inventories (net)

In CHF 1000	2021	2020
Raw materials	24 475	21 734
Work in progress	10 528	10 962
Finished goods	20 289	19 774
Trade merchandise	15 917	9 905
Prepayments to suppliers	3 864	656
Total inventories gross	**75 073**	**63 031**
Allowances	–11 412	–11 031
Total inventories net	**63 661**	**52 000**

No inventories are pledged as of 31 December 2021 and 2020.

14 Tangible Fixed Assets

Gross values

In CHF 1000	Machinery and equipment[1]	Land	Buildings (incl. inst.)	Assets under construction	Total
Value 31.12.2019	**70 365**	**3 282**	**41 112**	**2 718**	**117 477**
Change in consolidation scope	–1 043	–95	–954	0	–2 092
Additions	3 673	311	676	2 918	7 578
Disposals	–1 466	0	–213	–28	–1 707
Currency effects	–2 826	–44	–1 444	–125	–4 439
Reclassification	2 650	35	469	–2 973	181
Value 31.12.2020	**71 353**	**3 489**	**39 646**	**2 510**	**116 998**
Additions	3 280	3	497	3 696	7 476
Disposals	–2 638	0	–22	–31	–2 691
Currency effects	239	–22	343	16	576
Reclassification	908	–352	810	–1 366	0
Value 31.12.2021	**73 142**	**3 118**	**41 274**	**4 825**	**122 359**

Accumulated depreciation

In CHF 1000	Machinery and equipment	Land	Buildings (incl. inst.)	Assets under construction	Total
Value 31.12.2019	**50 929**	**21**	**19 074**	**0**	**70 024**
Change in consolidation scope	–773	0	–329	0	–1 102
Depreciation	4 162	8	1 225	0	5 395
Disposals	–1 439	0	–213	0	–1 652
Currency effects	–2 140	0	–742	0	–2 882
Reclassification	160	31	–211	0	–20
Value 31.12.2020	**50 899**	**60**	**18 804**	**0**	**69 763**
Depreciation	3 971	20	1 532	0	5 523
Disposals	–2 507	0	–109	0	–2 616
Currency effects	257	–1	240	0	496
Reclassification	0	–60	60	0	0
Value 31.12.2021	**52 620**	**19**	**20 527**	**0**	**73 166**

Net values

In CHF 1000	Machinery and equipment	Land	Buildings (incl. inst.)	Assets under construction	Total
Value 31.12.2020	20 454	3 429	20 842	2 510	47 235
Thereof in finance lease value 31.12.2020	452	0	0	0	452
Value 31.12.2021	**20 522**	**3 099**	**20 747**	**4 825**	**49 193**
Thereof in finance lease value as of 31.12.2021	**227**	**0**	**0**	**0**	**227**

[1] Some Assets which were previously shown under Buildings have been reclassed to Machinery. The previous years have been adjusted accordingly. This change increased the gross value of machinery and equipment by TCHF 20 144 and the accumulated depreciation of TCHF 12 608 as of 31 December 2019.

Contractual Commitments

As per 31 December 2021, no significant contractual commitments to acquire fixed assets were entered into apart from short-term commitments assumed in the normal course of business.

Finance Lease

The carrying value of plant and machinery held under finance leases and hire purchase contracts at 31 December 2021, was TCHF 227. Leased assets and assets under hire purchase contracts are pledged as security for the related finance lease and hire purchase liabilities.

Pledged Assets

No other property, plant, and equipment are pledged as of 31 December 2021 and 2020.

15 Operating Leasing

Operating leasing and rental commitments not recognized in the balance sheet are as follows:

Leasing

In CHF 1000	2021	2020
Not later than 1 year	2 386	2 493
1 to 5 years	6 819	6 112
Later than 5 years	5	1 335
Total	**9 210**	**9 940**
Total later than 1 year	**6 824**	**7 447**

For 2021, lease expenses amounted to TCHF 3655 (previous year TCHF 3489).

16 Intangible Assets

Gross values

In CHF 1000	Software	Patents and technical know-how	Licences	Trademarks and publishing rights	Development cost[1]	Other intangible assets	Total
Value 31.12.2019	**8 430**	**263**	**292**	**277**	**1 833**	**236**	**11 331**
Additions	1 115	0	0	0	997	0	2 112
Disposal	–57	–33	0	0	0	0	–90
Currency effects	–36	–28	–27	–25	–129	–3	–248
Reclassification	138	0	–87	0	–220	0	–169
Value 31.12.2020	**9 590**	**202**	**178**	**252**	**2 481**	**233**	**12 936**
Additions	1 889	0	0	0	279	26	2 194
Disposal	–57	0	0	0	0	0	–57
Currency effects	–51	–6	10	9	88	–9	41
Reclassification	–11	11	0	0	0	0	0
Value 31.12.2021	**11 360**	**207**	**188**	**261**	**2 848**	**250**	**15 114**

Accumulated amortization

In CHF 1000	Software	Patents and technical know-how	Licences	Trademarks and publishing rights	Development cost	Other intangible assets	Total
Value 31.12.2019	**7 456**	**223**	**286**	**223**	**510**	**236**	**8 934**
Amortization	375	13	0	24	217	3	632
Disposal	–56	–19	0	0	0	0	–75
Currency effects	–27	–42	–26	–18	–34	–6	–153
Reclassification	110	–25	–82	0	0	0	3
Value 31.12.2020	**7 858**	**150**	**178**	**229**	**693**	**233**	**9 341**
Amortization	631	11	0	16	254	3	915
Disposal	–57	0	0	0	0	0	–57
Currency effects	–28	–1	10	8	24	–9	4
Reclassification	0	0	0	0	0	0	0
Value 31.12.2021	**8 404**	**160**	**188**	**253**	**971**	**227**	**10 203**

Net values

In CHF 1000	Software	Patents and technical know-how	Licences	Trademarks and publishing rights	Development cost	Other intangible assets	Total
Value 31.12.2020	1 732	52	0	23	1 788	0	3 595
Value 31.12.2021	**2 956**	**47**	**0**	**8**	**1 877**	**23**	**4 911**

[1] Development cost charged from third parties.

No impairment was recognized for the periods presented.

17 Theoretical Goodwill

The goodwill of a purchased consolidated company is offset with equity at the date of the acquisition. The theoretical amortization of the goodwill is over the useful life of five years. A theoretical capitalization of the goodwill would have the following impact on the consolidated financial statements:

Theoretical goodwill

In CHF 1000	2021	2020
Value as of 1.1.	**225 874**	**230 380**
Additions from acquisitions	0	353
Disposals[1]	0	–4 859
Cost (gross) as of 31.12.	**225 874**	**225 874**
Accumulated translation adjustments	–10 604	–16 102
Value as of 31.12.	**215 270**	**209 772**

In CHF 1000	2021	2020
Accumulated amortization as of 1.1.	**–119 084**	**–85 905**
Amortization	–38 068	–38 038
Disposal	0	4 859
Accumulated amortization as of 31.12.	**–157 152**	**–119 084**

Theoretical book values net

In CHF 1000	2021	2020
As of 1.1.	90 688	140 804
As of 31.12.	58 118	90 688

Effect on income statement

In CHF 1000	2021	2020
Net profit	**31 708**	**8 232**
Amortization of goodwill	–38 068	–38 038
Theoretical net profit/loss (–) incl. amortization of goodwill	–6 360	–29 806

Theoretical book values net

In CHF 1000	2021	2020
Equity according to balance sheet	**107 399**	**90 234**
Theoretical capitalization of net book value of goodwill	58 118	90 688
Theoretical equity incl. net book value of goodwill	165 517	180 922

[1] Last years disposal of Goodwill was due to the disposal of Vigodent SA.

18 Financial Liabilities

The following tables show details of current bank loans as well as of non-current bank loans. Book values represent nominal values.

Financial liabilities

In CHF 1000	2021	2020
Bank loans	42 687	59 771
Leasing liabilities	156	191
Total current financial liabilities	**42 843**	**59 962**
Bank loans	4	93
Leasing liabilities	71	284
Total non-current financial liabilities	**75**	**377**
Total financial liabilities	**42 918**	**60 339**

Remaining life of leasing liabilities

In CHF 1000	2021	2020
<1 year	156	191
1–5 years	71	284
Total leasing liabilities	**227**	**475**

Current bank loans

In CHF 1000

Maturity		Currency	Interest rate	2021
21.01.2022	unsecured	USD	1.01 %	912
20.01.2022	unsecured	USD	0.95 %	912
16.02.2022	unsecured	USD	0.90 %	639
17.01.2022	unsecured	USD	0.84 %	639
13.01.2022	unsecured	CHF	0.70 %	35 000
09.02.2022	unsecured	CHF	0.72 %	4 500
13.06.2022	unsecured	EUR	0.70 %	31
17.07.2022	unsecured	EUR	0.30 %	51
31.12.2021	unsecured	EUR	1.35 %	3
Total				**42 687**

Non-current bank loans

In CHF 1000

Maturity		Currency	Interest rate	2021
17.07.2022	unsecured	EUR	0.30 %	4
Total				**4**

Current bank loans

In CHF 1000				
Maturity		**Currency**	**Interest rate**	**2020**
29.01.2021	unsecured	USD	1.10 %	880
18.03.2021	unsecured	USD	1.17 %	880
31.03.2021	unsecured	USD	1.07 %	1 320
02.04.2021	unsecured	USD	1.08 %	1 012
30.04.2021	unsecured	USD	1.09 %	617
31.03.2021	unsecured	USD	1.02 %	617
08.01.2021	unsecured	CHF	0.80 %	50 000
10.07.2021	unsecured	EUR	1.35 %	3
31.12.2021	unsecured	EUR	0.70 %	32
31.12.2021	unsecured	EUR	0.30 %	54
20.07.2021	unsecured	EUR	1.35 %	35
10.07.2021	unsecured	EUR	0.50 %	4 321
Total				**59 771**

Non-current bank loans

In CHF 1000				
Maturity		**Currency**	**Interest rate**	**2020**
13.06.2022	unsecured	EUR	0.70 %	33
17.07.2022	unsecured	EUR	0.30 %	58
20.07.2022	unsecured	EUR	1.35 %	2
Total				**93**

Credit lines amount to TCHF 158 252 (previous year TCHF 163 628) of which 27 % are used (previous year 37 %). Covenants exist for selected bank loans. Covenants were met for both periods.

Total committed credit lines amount to TCHF 75 000 (previous year 75 000) of which TCHF35 000 are used (previous year 50 000). Convenants were met for both periods.

The Group intends to repay the bank loans of TCHF 42 687 within less than twelve months and to finance cash needs by renewing existing bank loans.

19 Trade Accounts Payable

Trade accounts payable

In CHF 1000	2021	2020
Trade accounts payable from third parties	12 143	7 690
Total trade accounts receivable (net)	**12 143**	**7 690**

All accounts payable to suppliers fall due and will be paid within 120 days.

20 Other Short-term Liabilities

Other short-term liabilities

In CHF 1000	2021	2020
Net VAT obligations	410	429
Current income tax obligations	808	4 259
Prepayments from customers	364	614
Reclassification of accounts receivables	544	696
Other short-term liabilities	1 238	3 081
Total	**3 364**	**9 079**

21 Accrued Liabilities and Deferred Income

Accrued liabilities and deferred income

In CHF 1000	2021	2020
Bonus, vacations, payroll taxes	6 887	5 437
Sales bonus	1 553	1 471
Social security	854	1 175
Outstanding invoices	279	215
Other accrued liabilities and deferred income	4 479	4 824
Total	**14 052**	**13 122**

22 Provisions

The column "Provision for guarantees & other provisions" mainly contains provisions for estimated guarantees for product repairs or product replacement based on past experience for guarantee claims that cannot be insured and are based on the assessment of specific cases. The column "Provision for legal cases" covers the risk of litigation and employment contract termination benefits. For short-term provisions, a capital outflow is expected within one year. A capital outflow from long-term provisions is expected in the next one to five years.

Provisions are as follows:

Provisions

In CHF 1000	Provision for guarantees & other provisions	Provision for employee benefit obligations	Provision for legal cases	Total
31.12.2019	**2 567**	**1 070**	**288**	**3 925**
Additions	564	45	344	953
Reversals	–167	–59	–298	–524
Used	–66	–10	–126	–202
Currency effects	–64	–5	–23	–92
Reclassification	–513	0	513	0
31.12.2020	**2 321**	**1 041**	**698**	**4 060**
Additions	524	42	1 323	1 889
Reversals	–224	–74	–312	–610
Used	–348	–18	–276	–642
Currency effects	–43	–43	–22	–108
31.12.2021	**2 230**	**948**	**1 411**	**4 589**

Provision by maturity

In CHF 1000	Provision for guarantees & other provisions	Provision for employee benefit obligations	Provision for legal cases	Total
31.12.2020				
Short-term provisions	677	0	481	1 158
Long-term provisions	1 644	1 041	217	2 902
Total	**2 321**	**1 041**	**698**	**4 060**
31.12.2021				
Short-term provisions	574	0	1 411	1 985
Long-term provisions	1 656	948	0	2 604
Total	**2 230**	**948**	**1 411**	**4 589**

23 Equity

The share capital represents the capital of COLTENE Holding AG. Treasury stock on 31 December 2021, included 84 shares (previous year 19).

Treasury shares

in CHF	2021		
	Number	Transaction price (Ø)	Acquisitions costs
As of 1.1.	19	89.46	1 700
Acquisitions	3 129	89.22	279 180
Share-based compensation	–3 064	89.21	–273 339
As of 31.12.	84	89.77	7 541

in CHF	2020		
	Number	Transaction price (Ø)	Acquisitions costs
As of 1.1.	14	93.36	1 307
Acquisitions	2 500	87.87	219 679
Share-based compensation	–2 495	79.04	–219 286
As of 31.12.	19	89.46	1 700

The outstanding capital consists of 5 975 580 (previous year 5 975 580) registered shares of CHF 0.10 (previous year CHF 0.10) par value per share. All shares are issued and fully paid. There is no conditional or authorized capital.

The distribution of CHF 3.30 per share will be proposed to the General Meeting on 21 April 2022.

The non-distributable reserves in group equity amounted to TCHF 1509 as at 31 December 2021.

Based on the General Meeting decision on 31 March 2021, the Company paid out from capital contribution reserves CHF 3.00 (previous year CHF 1.50 paid out from capital contribution reserves) per share to its shareholders on 8 April 2021. The total amount paid was TCHF 17 924 (previous year TCHF 8963).

24 Transactions with Related Parties

Related parties (persons and companies) are Board members, members of Group Management, pension funds, important shareholders, and companies controlled by them. Transactions with related parties are generally conducted based on usual market conditions.

Relationships with Related Parties General Disclosures

Group Management

In the reporting period and the prior year period, the members of Group Management received no other payments or remuneration except the ordinary remuneration as explained in the compensation report on pages 70 to 80 and in the notes to the closing of COLTENE Holding AG on page 116. In the years under review, the members of Group Management and related persons did not receive any other compensation for additional services for COLTENE Holding AG or one of its subsidiaries.

Board of Directors

In the reporting period and the prior year period, the members of the Board of Directors received no other payments and remuneration except the ordinary remuneration as explained in the compensation report on pages 70 to 80 and in the notes to the closing of COLTENE Holding AG on page 116. All Board members are non-executive and have no material business interest with the COLTENE Group. In 2021, the law firm Lenz & Staehelin, Zürich, where Astrid Waser is partner, received CHF 46 000 (2020: CHF 27 000). Lenz & Staehelin acted as an advisor to the Board of Directors and Group Management.

In the years under review, the members of the Board of Directors and related persons did not receive any compensation for additional services for COLTENE Holding AG or one of its subsidiaries.

Loans to Directors and Group Management
In the years under review, COLTENE Holding AG or its subsidiaries did not grant any loans, credits, guarantees, or advances to the members of the Board of Directors, Group Management, or related persons to them.

Pension funds
Depending on the local legislation in the countries of the COLTENE Group companies, various pension schemes are in place. In the periods under review, there were no extraordinary transactions between the pension funds and the related Group companies except the payments of the ordinary annual contributions.

Business Relationships with Related Parties
Business transactions with other related parties in the year under review and the prior year were as follows:

Rent of production, warehouse and office buildings
The COLTENE Group rented production, warehouse and office space from companies that are controlled by a major shareholder of COLTENE Holding AG. The rent includes also additional services provided by the lessor, such as accounting and administrative services.

In CHF 1000	2021	2020
Rent of production and office buildings	986	841

The conditions of the leasing contracts are based on usual market conditions. The rental agreement for the production and office building in Toronto ends on 31 December 2026. The total duration is ten years and the annual rent will increase in average by 2.1% until the expiry of the rental agreement.

Suppliers
A COLTENE Group company maintains a business relationship with a company held by a major shareholder of COLTENE Holding AG. COLTENE buys parts from the respective supplier at market conditions that other suppliers can provide also.

In CHF 1000	2021	2020
Annual purchase value	2 874	3 096
Payables	578	157

25 Subsequent Events
As per the release date of this Annual Report, the Board of Directors and the Executive Management were not aware of any further important events subsequent to the reporting date.

26 Group Companies

Company	Activity	Currencies	Registered capital	Group ownership 2021	Group ownership 2020	Consolidation principles[5]
COLTENE Holding AG, Altstätten CH	4	CHF	597 558	n.a.	n.a.	F
Coltène/Whaledent AG, Altstätten CH	1	CHF	1 600 000	100 %	100 %	F
Coltène/Whaledent Vertriebsservice und Marketing GmbH, Altstätten CH	2	CHF	20 000	100 %	100 %	F
Coltène/Whaledent GmbH + Co. KG, Langenau DE	1	EUR	1 850 000	100 %	100 %	F
Dentalia Kft., Bicske HU	1	HUF	3 000 000	100 %	100 %	F
ROEKO Verwaltungs GmbH, Langenau DE	4	EUR	30 000	100 %	100 %	F
Coltène/Whaledent Ltd., Burgess Hill GB	2	GBP	200 000	100 %	100 %	F
Coltène/Whaledent S.à.r.l., Lezennes FR	2	EUR	503 000	100 %	100 %	F
Coltène Italy S.r.l., Milano IT	2	EUR	10 000	100 %	100 %	F
Coltène Iberia S.L., Madrid ES	2	EUR	10 000	100 %	100 %	F
Coltene Turkey Diş Sağlığı Ürünleri Ltd. Şti, Istanbul TR	2	TRY	20 000	100 %	100 %	F
Coltène/Whaledent Dental Materials & Equipment Trading Co. Ltd, Beijing CN	3	CNY	10 000 000	100 %	100 %	F
Coltène/Whaledent Private Limited, Mumbai IN	3	INR	64 800 000	100 %	100 %	F
Coltene Japan LLC, Tokyo JP	3	JPY	1 400 000	100 %	100 %	F
Coltene Australia Pty Ltd., Sydney AU	3	AUD	15 000	100 %	100 %	F
DentalDrives GmbH, Leutkirch DE	4	EUR	100 000	100 %	100 %	F
Micro-Mega International, Besançon FR	4	EUR	419 700	100 %	100 %	F
Micro-Mega SA, Besançon FR	1	EUR	2 900 000	100 %	100 %	F
Coltène/Whaledent Inc., Cuyahoga Falls US	1	USD	8 400 000	100 %	100 %	F
Diatech Inc., Mount Pleasant US	3	USD	100 000	100 %	100 %	F
Coltene do Brasil Ltda, Rio de Janeiro BR	2	BRL	10 000	100 %	100 %	F
Kenda AG, Vaduz FL	1	CHF	50 000	100 %	100 %	F
SciCan Medtech AG, Zug CH	6	CHF	100 000	0	100 %	F
SciCan Ltd., Toronto CAN	1	CAD	729	100 %	100 %	F
SciCan GmbH, Leutkirch DE	3	EUR	25 564	100 %	100 %	F

[1] Production and sales of dental specialities
[2] Sales services and marketing of dental specialities
[3] Sales of dental specialities
[4] Holding company
[5] F = Full consolidation
[6] Company merged in 2021

Non-Swiss GAAP FER Measures as Defined by COLTENE Group

COLTENE Group uses certain non-Swiss GAAP FER metrics when measuring performance, especially when measuring current-year results against prior periods, including core results, constant currencies, free cash flow, and net debt. Despite the use of these measures by management in setting goals and measuring the Group's performance, these are non-Swiss GAAP FER measures that have no standardized meaning prescribed by Swiss GAAP FER. As a result, such measures have limits in their usefulness to investors. Because of their non-standardized definitions, the non-Swiss GAAP FER measures (unlike Swiss GAAP FER measures) may not be comparable to the calculation of similar measures of other companies. These non-Swiss GAAP FER measures are presented solely to permit investors to more fully understand how the Group's management assesses underlying performance. These non-Swiss GAAP FER measures are not, and should not be viewed as, a substitute for Swiss GAAP FER measures. As an internal measure of Group performance, these non-Swiss GAAP FER measures have limitations, and the Group's performance management process is not solely restricted to these metrics.

Growth Rate Calculation

For ease of understanding, COLTENE Group uses a sign convention for its growth rates such that a reduction in operating expenses or losses compared to the prior year is shown as a positive growth.

Free Cash Flow

Free cash flow is presented as additional information because management believes it is a useful supplemental indicator of the Group's ability to operate without reliance on additional borrowing or use of existing cash. Free cash flow is a measure of the net cash generated that is available for debt repayment and for returning to shareholders. Free cash flow is a non-Swiss GAAP FER measure, which means it should not be interpreted as a measure determined under Swiss GAAP FER. Free cash flow is not intended to be a substitute measure for cash flow from operating activities as determined under Swiss GAAP FER.

COLTENE Group's definition of free cash flow includes cash flow from operating activities and cash flow from investing activities.

Net Debt

Net debt is presented as additional information because management believes it is a useful supplemental indicator of the Group's ability to pay dividends, to meet financial commitments, and to invest in new strategic opportunities, including strengthening its balance sheet. Net debt is a non-Swiss GAAP FER measure, which means it should not be interpreted as a measure determined under Swiss GAAP FER.

COLTENE Group defines net debt as current and non-current financial debt less cash and cash equivalents, current investments, and derivative financial instruments.

EBITDA

COLTENE Group defines earnings before interest, tax, depreciation, and amortization (EBITDA) as operating income from continuing operations excluding depreciation of property, plant, and equipment (including any related impairment charges), and amortization of intangible assets (including any related impairment charges).

Leverage Factor

The COLTENE Group relates interest-bearing debt to EBITDA to determine the leverage factor. A leverage ratio is any one of several financial measurements that look at how much capital comes in the form of debt (loans), or assesses the ability of a company to meet its financial obligations. The leverage ratio is important given that companies rely on a mixture of equity and debt to finance their operations and knowing the amount of debt held by a company is useful in evaluating whether it can pay its debts off as they come due.

Report of the Statutory Auditor

To the General Meeting of COLTENE Holding AG, Altstätten
St. Gallen, February 23, 2022

Building a better working world

Report of the Statutory Auditor on the Consolidated Financial Statements

As statutory auditor, we have audited the consolidated financial statements of COLTENE Holding AG, which comprise the consolidated income statement, consolidated balance sheet, consolidated cash flow statement, consolidated statement of changes in equity and notes to Group financial statements (pages 86 to 107), for the year ended December 31, 2021.

Board of Directors' Responsibility

The Board of Directors is responsible for the preparation of the consolidated financial statements in accordance with Swiss GAAP FER and the requirements of Swiss law. This responsibility includes designing, implementing and maintaining an internal control system relevant to the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error. The Board of Directors is further responsible for selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with Swiss law and Swiss Auditing Standards. Those standards require that we plan and perform the audit to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal control system relevant to the entity's preparation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control system. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements for the year ended December 31, 2021 give a true and fair view of the financial position, the results of operations and the cash flows in accordance with Swiss GAAP FER and comply with Swiss law.

Report on Key Audit Matters Based on the Circular 1/2015 of the Federal Audit Oversight Authority

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibility section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the

procedures performed to address the matters below, provide the basis for our audit opinion on the consolidated financial statements.

Valuation of Inventory

Area of Focus

The total balances of inventory and inventory allowance as of December 31, 2021 amount to CHF 63.7 million and CHF 11.4 million, respectively, as described in note 13. We focused on this position because the gross inventory and related allowance are material to the financial statements, involve a level of judgment and are subject to uncertainty due to market demand changes.

Our Audit Response

We assessed the process, method and assumptions used to identify slow moving, excess or obsolete items and to calculate the related allowance. We completed procedures to assess the amount of the allowance including a comparison of management's calculations for consistency against those used in the prior year. We tested the underlying data used by management to calculate the inventory allowance, typically an aged inventory analysis with the latest movements, by re-performing the ageing calculation determined by the ERP-system. We also tested the accuracy of the calculation by assessing the calculation criteria. Furthermore, we compared the net realizable value with the carrying value for a sample of products.

Our audit procedures did not lead to any reservations relating to the method and the assumptions used to calculate the valuation of inventory.

Report on Other Legal Requirements

We confirm that we meet the legal requirements on licensing according to the Auditor Oversight Act (AOA) and independence (article 728 CO and article 11 AOA) and that there are no circumstances incompatible with our independence.

In accordance with article 728a para. 1 item 3 CO and Swiss Auditing Standard 890, we confirm that an internal control system exists, which has been designed for the preparation of consolidated financial statements according to the instructions of the Board of Directors.

We recommend that the consolidated financial statements submitted to you be approved.

Ernst & Young Ltd

Iwan Zimmermann
Licensed audit expert
(Auditor in charge)

Erik Zeller
Licensed audit expert

Income Statement COLTENE Holding AG

In CHF	2021	2020
Dividend income	27 902 798	8 543 948
Other financial income	194 421	259 617
Other operating income	200 000	0
Total income	**28 297 219**	**8 803 565**
Financial expenses	–464 205	–694 110
Personnel expenses	–719 217	–574 733
Other operating expenses	–385 694	–721 664
Impairment loss on investments	–18 042 885	–12 051 781
Tax expenses	–1 108 045	–580 028
Total expenses	**–20 720 046**	**–14 622 316**
Profit/loss(–) of the year	**7 577 173**	**–5 818 751**

Balance Sheet COLTENE Holding AG

In CHF	31.12.2021	31.12.2020
Cash and cash equivalents	2 306 789	2 831 910
Other accounts receivable from third parties	239 550	19 613
Other accounts receivable from subsidiaries	40 172	8 469 414
Current assets	**2 586 511**	**11 320 937**
Long-term receivables from subsidiaries	15 483 043	22 036 381
Investments in subsidiaries	187 109 911	205 152 796
Non-current assets	**202 592 954**	**227 189 177**
Total assets	**205 179 465**	**238 510 114**
Trade accounts payable to third parties	14 253	10 025
Current interest-bearing liabilities to third parties	42 601 310	55 325 755
Other accounts payable to third parties	15 000	18 143
Other accounts payable to subsidiaries	12 771	9 953 305
Accrued liabilities and deferred income to third parties	127 846	241 071
Short-term provisions	88 314	288 746
Current liabilities	**42 859 494**	**65 837 045**
Share capital	597 558	597 558
Legal reserves from retained earnings	119 512	119 512
Capital contribution reserves without foreign reference	49 983 127	49 983 127
Capital contribution reserves with foreign reference	74 988 767	92 913 167
Voluntary reserves from retained earnings	29 061 375	34 880 125
Treasury shares	–7 541	–1 670
Profit/loss(–) of the year	7 577 173	–5 818 750
Total equity	**162 319 971**	**172 673 069**
Total liabilities and equity	**205 179 465**	**238 510 114**

Statements of Changes in Equity COLTENE Holding AG

In CHF	Share capital	Statutory reserves	Capital contribution reserves	Treasury shares	Net income brought forward	Total
31.12.2019	**597 558**	**84 380**	**151 859 635**	**–1 308**	**34 915 257**	**187 455 522**
Distribution to shareholders			–8 963 341		0	–8 963 341
Capital increase		35 132			–35 132	0
Change in treasury shares				–362	0	–362
Profit/loss(–) of the year					–5 818 750	–5 818 751
31.12.2020	**597 558**	**119 512**	**142 896 294**	**–1 670**	**29 061 375**	**172 673 068**
Distribution to shareholders			–17 924 400		0	–17 924 400
Allocation to the legal reserves					0	0
Change in treasury shares				–5 871	0	–5 871
Profit/loss(–) of the year					7 577 173	7 577 173
31.12.2021	**597 558**	**119 512**	**124 971 894**	**–7 541**	**36 638 548**	**162 319 971**

Notes to COLTENE Holding AG

Principals

The financial statements of COLTENE Holding AG, Altstätten, were prepared according to the provisions of the Swiss Law on Accounting and Financial Reporting (32nd title of the Swiss Code of Obligations). Where not prescribed by law, the significant accounting and valuation principles applied are described below. It should be noted that to ensure the Company's going concern, the Company's financial statements may be influenced by the creation and release of hidden reserves.

Financial Assets

Financial assets include long-term loans. Loans granted in foreign currencies are translated at the rate at the balance sheet date.

Treasury Shares

Treasury shares are recognized at weighted average cost and deducted from shareholders' equity at the time of acquisition. In case of a resale, the gain or loss is recognized through the income statement as financial income or financial expenses.

Investments

Investments include securities with a long-term holding period and are valued individually at their acquisition cost adjusted for impairment losses. Investments are tested on an annual base for impairment needs.

Foregoing Additional Disclosures in the Notes

As COLTENE Holding AG has prepared its consolidated financial statements in accordance with a recognized accounting standard (Swiss GAAP FER), it has decided to forego presenting additional information on interest-bearing liabilities and audit fees in the notes as well as a cash flow statement and a management report in accordance with the law.

Full-Time Equivalents

COLTENE Holding AG has no employees.

Investments in Subsidiaries

The major investments in subsidiaries are listed in note 26 on page 107 of this Annual Report.

Impairment Loss on Investments

In line with the dividends issued by SciCan Ltd. on 18 June 2021, in the sum of CHF 8 893 790 the investment in SciCan Ltd. has been reduced by the same amount. In 2021, Kenda AG has discontinued its business activities. This resulted in an impairment loss of CHF 9 149 095 in the reporting period.

Subsequent Events

As per the release date of this Financial Statement, the Board of Directors and the Executive Management were not aware of any further important events subsequent to the reporting date.

Contingent liabilities

	31.12.2021	31.12.2020
Joint and several liability from group taxation for current and future value-added tax liabilities of Coltène/Whaledent AG and Coltène/Whaledent Vertriebsservice und Marketing GmbH	p. m.	p. m.

Treasury shares

	Average rate of transactions in CHF	Quantity
Inventory as of 1.1.2020		**14**
Acquisitions	87.87	2 500
Sales	79.04	–2 495
Inventory as of 31.12.2020		**19**
Acquisitions	89.22	3 129
Sales	89.21	–3 064
Inventory as of 31.12.2021		**84**

Significant shareholders[1]

	31.12.2021	31.12.2020
HUWA Finanz- und Beteiligungs AG, Heerbrugg	22.35%	22.28%
Arthur Zwingenberger, Luzern	17.28%	17.28%
Rätikon Privatstiftung, Bludenz/Austria	11.45%	10.18%
Tweedy, Browne Company LLC, New York/USA[3]	n.a.	4.21%
Robert Heberlein, Zumikon	4.05%	4.02%
Credit Suisse Asset Management Funds AG, Zürich[2]	3.48%	n.a.
UBS Fund Management (Switzerland) AG, Zürich[2]	3.22%	n.a.

[1] The Company is aware of the following registered shareholders who own 3 % or more of the shares. For more details see page 44.
[2] Ownership at 31 December 2020, <3 %
[3] Ownership at 31 December 2021, <3 %

Number of shares held by Board of Directors

	31.12.2021	31.12.2020
Nick Huber, Chairman	24 269	20 095
Erwin Locher, member	1 623	3 936
Jürgen Rauch, member	634	547
Matthew Robin, member	4 692	5 505
Astrid Waser, member	454	367
Roland Weiger, member	1 555	1 468
Allison Zwingenberger, member	259	172
Total	**33 486**	**32 090**

Number of shares held by Executive Management

	31.12.2021	31.12.2020
Martin Schaufelberger, CEO	9 131	12 350
Gerhard Mahrle, CFO	3 728	3 346
Werner Barth, Vice President Marketing	1 811	1 648
Stefan Helsing, COO	20 738	40 402
Christophe Loretan, Vice President Sales	548	756
Martin Schlüter	80	0
John Westermeier[1]	455	0
Total	**36 491**	**58 502**

[1] Left company as of 30 June 2021

Remuneration of the Board of Directors

In CHF	Base remuneration		Other remuneration	
	in cash	in shares[1]	Social security[2]	Total
2020				
Nick Huber	76 667	20 000	12 509	109 176
Erwin Locher	67 083	10 000	6 193	83 276
Jürgen Rauch	57 500	10 000	0	67 500
Matthew Robin	67 083	10 000	9 977	87 060
Astrid Waser	57 500	10 000	8 737	76 237
Roland Weiger	57 500	10 000	8 737	76 237
Allison Zwingenberger	57 500	10 000	8 737	76 237
Total[3]	**440 833**	**80 000**	**54 890**	**575 723**
2021				
Nick Huber	80 000	20 000	14 254	114 254
Erwin Locher	70 000	10 000	9 515	89 515
Jürgen Rauch	60 000	10 000	0	70 000
Matthew Robin	70 000	10 000	11 502	91 502
Astrid Waser	60 000	10 000	9 890	79 890
Roland Weiger	60 000	10 000	10 044	80 044
Allison Zwingenberger	60 000	10 000	10 044	80 044
Total	**460 000**	**80 000**	**65 249**	**605 249**

[1] The number of shares granted in 2020 is calculated based on the weighted average share price of the month of March (2021: March) of the subsequent year.
[2] Company paid social security contributions incl. AHV, IV, and ALV.
[3] As a response to the negative impacts of the COVID-19 pandemic Group Management decided to introduce short-time work or furloughs (temporary layoffs) where feasible. In order to adjust production capacities in line with lower demand, the workforce was reduced by 10 %, or roughly 145 FTE. Most temporary employment contracts were terminated, and a hiring freeze was put in place. In the spirit of solidarity, the Board of Directors reduced their own remuneration in cash by 10 % for the period of five months starting from the second quarter.

Remuneration of Group Management

In CHF	Base remuneration	Variable remuneration[1]		Other remuneration		
	in cash	in cash	in shares[2]	Social security[3]	Other benefits	Total
2020						
Martin Schaufelberger	395 088	287 984	85 129	147 120	20 692	936 013
Other members	1 475 500	584 597	172 983	345 981	85 438	2 664 499
Total[4]	**1 870 588**	**872 581**	**258 112**	**493 101**	**106 130**	**3 600 512**
2021						
Martin Schaufelberger	410 507	328 000	76 859	167 125	15 519	998 010
Other members	1 524 304	736 305	172 798	399 931	31 979	2 865 317
Total[5]	**1 934 811**	**1 064 305**	**249 657**	**567 056**	**47 498**	**3 863 327**

[1] The variable remuneration, which includes cash bonus and shares, is not paid out in the reporting period. It is accrued for and paid out in the following year based on the decision of the Board of Directors.
[2] The value of shares granted is calculated based on the share price at closing of the grant date. For 2020, it was 25 February 2021, and the share price was CHF 109.00. For 2021, it was 23 February 2022, and the share price was CHF 106.60.
[3] Company paid social security contributions incl. pension fund payments, AHV, IV, ALV, NBU, and KTG.
[4] In 2020, the total compensation increased due to one more Group Management member that was appointed on 1 January 2020 despite the negative impact of the COVID-19 pandemic on the financial results of the COLTENE Group and hence on the variable compensation to Group Management and to the voluntary waiver of part of the fixed compensation.
[5] In 2021 the total compensation was higher than in 2020 mainly due to the good results of the entire COLTENE Group that led to a high payout ratio of the variable compensation to Group Management.

Proposed Appropriation of Disposable Profit and Dividend Distribution

In CHF	2021	2020
Allocation of the profit of the year		
Net income carried forward from prior-year	29 059 703	34 878 816
Profit/loss(–) of the year	7 577 173	–5 818 751
Transfer to reserves for treasury stocks	–5 871	–362
Allocation to the legal reserves	0	0
Total amount at the disposal of the AGM	**36 631 005**	**29 059 703**
Balance to be carried forward	36 631 005	29 059 703
Distribution out of reserves from capital contributions		
Available reserves from capital contributions without foreign reference	49 983 127	49 983 127
Available reserves from capital contributions with foreign reference	74 988 767	92 913 167
Total available capital contribution reserves	124 971 894	142 896 294
Distribution to shareholders of CHF 3.30 per share without treasury shares*		
from capital contribution reserves with foreign reference	–19 719 414	–17 924 400
Available capital contribution reserves after distribution		
without foreign reference	49 983 127	49 983 127
with foreign reference	55 269 353	74 986 427
Total capital contribution reserves	**105 252 480**	**124 969 554**

* Amount will be adapted according to the number of treasury shares.

Report of the Statutory Auditor

To the General Meeting of COLTENE Holding AG, Altstätten
St. Gallen, February 23, 2022

Building a better working world

Report of the Statutory Auditor on the Financial Statements

As statutory auditor, we have audited the financial statements of COLTENE Holding AG, which comprise the income statement, balance sheet and notes (pages 112 to 117), for the year ended December 31, 2021.

Board of Directors' Responsibility

The Board of Directors is responsible for the preparation of the financial statements in accordance with the requirements of Swiss law and the company's articles of incorporation. This responsibility includes designing, implementing and maintaining an internal control system relevant to the preparation of financial statements that are free from material misstatement, whether due to fraud or error. The Board of Directors is further responsible for selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Swiss law and Swiss Auditing Standards. Those standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal control system relevant to the entity's preparation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control system. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements for the year ended December 31, 2021, comply with Swiss law and the company's articles of incorporation.

Report on Key Audit Matters Based on the Circular 1/2015 of the Federal Audit Oversight Authority

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibility section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the financial statements.

Valuation of Investments

Area of Focus

The valuation of investments in accordance with the provisions of the Swiss Code of Obligations is important to our statutory audit as it represents a significant judgment area. Investments as at balance sheet date represent 91.6 % of the total assets of COLTENE Holding AG. In performing the impairment testing for investments, the company used various assumptions in respect of future market and economic conditions, market share, revenue growth and margin development.

Our Audit Response

Our audit procedures included an assessment and test of the assumptions, methodology, the weighted average cost of capital and other data used by the company, for example by comparing them to external data, such as expected inflation rates, external market growth expectations and by analyzing sensitivities in COLTENE's valuation model. Furthermore, we included in our team a valuation specialist to assist us with these procedures. We specifically focused on the sensitivity by evaluating whether a reasonably possible change in assumptions could cause the carrying amount to exceed its recoverable amount. We also assessed the historical accuracy of the Board of Management's estimates.

Our audit procedures did not lead to any reservations relating to the used assumptions, the methodology and the weighted average cost of capital and the other data used.

Report on Other Legal Requirements

We confirm that we meet the legal requirements on licensing according to the Auditor Oversight Act (AOA) and independence (article 728 CO and article 11 AOA) and that there are no circumstances incompatible with our independence.

In accordance with article 728a para. 1 item 3 CO and Swiss Auditing Standard 890, we confirm that an internal control system exists, which has been designed for the preparation of financial statements according to the instructions of the Board of Directors.

We further confirm that the proposed appropriation of available earnings complies with Swiss law and the company's articles of incorporation. We recommend that the financial statements submitted to you be approved.

Ernst & Young Ltd

Iwan Zimmermann
Licensed audit expert
(Auditor in charge)

Erik Zeller
Licensed audit expert

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Disclaimer
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The extract of the reporting section of the Annual Report 2021 in German is the governing text.