



# Corporate Governance

134	Corporate Structure, Participation Structure and Shareholders
142	Capital Structure
144	Board of Directors
150	Executive Board
153	Compensation, Loans and Participation
154	Shareholders' Participation Rights
156	Changes of Control and Defence Measures
157	Auditors
158	Information Policy

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# Corporate Structure, Participation Structure and Shareholders

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## Board of Directors

Michael Hauser, Chairman  
Walter Fust, Vice-Chairman  
Christian Androschin  
François Frôté until 20.04.2024  
Till Fust  
Bernhard Iseli  
Michel Rollier until 20.04.2024  
Adrian Stürm

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## Executive Board

### CEO

Michael Hauser until 31.05.2024  
Martin Buyle from 01.06.2024

### Division CEO Starrag

Martin Buyle

### Division CEO Tornos

Jens Thing

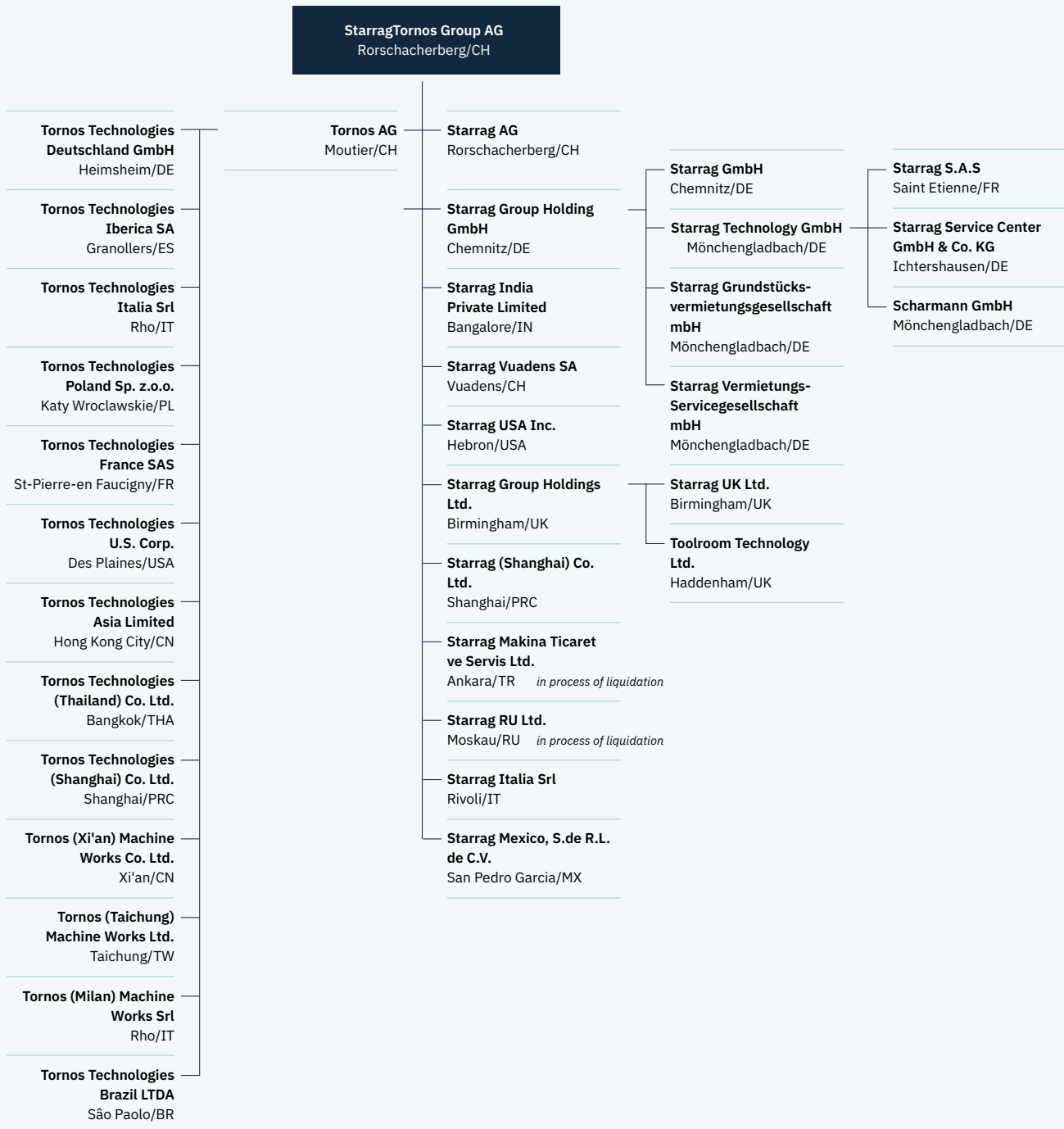
### CFO

Stéphane Pittet until 30.09.2024  
Markus Jäger from 01.10.2024

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## Operational Group Structure



Details of share capital and the equity interest held are given in the consolidated financial statements on pages 208 and 185 of this Annual Report.



The registered shares of StarragTornos Group AG (hereafter referred to as the “company”) are traded at the SIX Swiss Exchange (securities number 236106, ISIN CH0002361068, ticker STGN). The market capitalisation on December 31, 2024 was CHF 202.1 million.

## Shareholders

There were 1,996 shareholders registered in the company's share register on December 31, 2024, who held the following numbers of shares:

More than 100,000 shares	▶ 6 shareholders
10,001 to 100,000 shares	▶ 22 shareholders
1,001 to 10,000 shares	▶ 158 shareholders
1 to 1,000 shares	▶ 1,810 shareholders

363,121 shares or 6.7% were not registered in the share register on December 31, 2024 (cleared shares).

The company knows significant shareholders with more than 5% of voting rights as of December 31, 2024, as follows:

- Walter Fust, Freienbach, Switzerland  
2,846,564 shares, 52.11%
- Eduard Stürm AG, Goldach, Switzerland  
311,079 shares, 5.69%
- Michel Rollier, Le Landeron / Rollomatic Holding SA, Le Landeron, Switzerland  
302,209 shares, 5.53%

We have received the following disclosure notifications during the 2024 financial year in accordance with Art. 20 of the Swiss Federal Act on Financial Infrastructures.

- 24.10.2024: Max Rössler, Hergiswil, Switzerland, 4.07%
- 24.10.2024: Max Rössler, Hergiswil, CH / Parmino Holding AG, Goldach, Switzerland, 4.85%
- 04.01.2024: Max Rössler, Hergiswil, Switzerland, 4.85%

More detailed information regarding the above-mentioned or earlier publications are available on the website of the SIX Swiss Exchange's Disclosure Office: <https://www.ser-ag.com/en/resources/notifications-market-participants/significant-shareholders.html#/>

The company is not aware of any agreements between shareholders.

## Cross-Shareholdings

There are no cross-shareholdings.



# Capital Structure

## Ordinary Share Capital

The company's issued share capital amounts to CHF 46,436,528.50 and is split into 5,463,121 fully paid-in registered shares with a nominal value of CHF 8.50 each.

## Authorized Share Capital

There was no authorized capital of Swiss companies adopted prior to January 1, 2023.

## Capital Band

There is no capital band.

## Conditional Share Capital

The share capital can be increased by up to CHF 595,000 by issuing a maximum of 70,000 fully paid-up registered shares with a par value of CHF 8.50 each to employees, freelance employees and members of the Board of Directors and Executive Management of the company and its Group companies by exercising the option granted to them under the employee participation plan for the Tornos Group of the former Tornos Holding Ltd., which was taken over by the company through merger. The subscription right or priority subscription right of the shareholders is excluded. The employee participation will expire on April 2026. Additional information on the employee participation plan can be found in note 25 to the consolidated financial statement.

## Changes in Capital

In the last three years under report, the share capital of StarragTornos Group AG has changed as follows:

- 06.12.2023: Increase of the company's share capital from CHF 28,560,000 by CHF 17,876,528.50 to CHF 46,436,528.50 by issuing 2,103,121 fully paid-up registered shares with a par value of CHF 8.50 each to 5,463,121 fully paid-up registered shares on the occasion of the merger with Tornos Holding Ltd.



## Shares

Shareholder rights of membership are stipulated in the Swiss Code of Obligations as well as in the company's Articles of Association. Each registered share with a nominal value of CHF 8.50 has one vote at the Annual General Meeting. The right to vote can only be exercised if the shareholder is registered in the company's share register as a shareholder with voting rights. Distribution of profit can be decided upon within the framework of the law by the General Meeting and can be carried out in proportion to the ordinary share capital. The company's Articles of Association are published on [www.starragtornos.com](http://www.starragtornos.com) (click on Articles of Association under Governance) and can be obtained from the company at any time.

## Participation Certificates / Dividend-right certificates

The company has not issued any participation or profit sharing certificates or any Dividend-right certificates.

## Limitations on Transferability and Nominee Registration

In general, there are no limitations to the transfer of shares. The registration of shareholders with voting rights or beneficiaries in the share register can be denied due to the following reasons:

- if the purchaser does not, at the company's request, explicitly confirm that they have acquired and are holding the shares on their own behalf, in their own interests and for their own account;

Persons who do not expressly declare in the registration application that the shares are held for their own account (nominees) will be entered in the share register as shareholders with voting rights up to a maximum of 3% of the share capital. Above this threshold, nominees will be entered in the share register as shareholders with voting rights if the nominee in question discloses the names, addresses, nationalities and shareholdings of the beneficial owners for whose account they hold 0.5% or more of the share capital, and if the reporting obligation set out in the Federal Act on Financial Market Infrastructures and Market Conduct in Securities and Derivatives Trading (FinMIA) (in the current version) is met.

The registration restrictions may be changed by resolution of the General Meeting, with approval of at least two-thirds of the votes represented at the meeting.

## Convertible Bonds and Options

The company has not issued convertible or exchangeable bonds, warrants, options or other securities granting rights to shares, other than certain instruments granted under the employee participation plan of the former Tornos Holding Ltd. Additional information on the employee participation plan can be found in note 25 to the consolidated financial statement.



# Board of Directors

## **Michael Hauser**

Non-executive Member of the BoD, Chairman, since 2023  
Swiss and German, born 1961

### **Previous activities for StarragTornos, Starrag and Tornos:**

- Executive Member of the BoD—CEO of StarragTornos Group AG (2023–05/2024),
- Member of the Board of Directors of Starrag Group Holding AG (2018–2023), Chairman (2020–2023)
- CEO of the Tornos Group (2011–2023)

### **Committees:**

- None

### **Mandates in listed companies:**

- Schlatter Industries AG, Member of the Board, Chair of the Remuneration and Compensation Committee

### **Mandates in non-listed companies and organizations:**

- SWISSMEM: Swiss Association of Mechanical, Metal and Electrical Engineering Industries, Member of the Board
- CECIMO: European Association of Manufacturing Technologies, Swiss Delegate and Member of the Board
- L'incubateur i-moutier, Chairman of the Board

### **Previous professional activities:**

- Georg Fischer AG, Member of the Executive Board and Head of GF Agie Charmilles Division (2008–2010)
- Agie Charmilles Group, Member of the Executive Board (2000–2008),
- Mikron Technology Group, Chairman of the Milling Division (1996–2000)

### **Training—final qualification on completion of studies:**

- Degree in Business Administration (University of Mannheim)

## **Walter Fust (†)**

Non-executive Member of the BoD, Vice-Chairman, since 2023  
Swiss, born 1941, passed away February 4, 2025

### **Previous activities for Starrag and Tornos:**

- Member of the Board of Directors of Starrag Group Holding AG (1988–2023), Vice-Chairman (2020–2023), Chairman (1992–2015 and 2019–2020)
- Member of the Board of Directors of Tornos Holding Ltd. (2014–2023)
- Chairman of the Board of Directors of Starrag Vuadens SA (2017–2024)
- Member of the Board of Directors of Starrag Vuadens SA (2012–2016)

**Committees:**

- Chair of the Remuneration Committee

**Mandates in listed companies:**

- None

**Mandates in non-listed companies and organizations:**

- Immofust AG, Chairman
- L'incubateur i-moutier, Member of the Board
- Fraunhofer Institute IWU University of Chemnitz, Member of the council (until 30.06.2024)

**Previous professional activities:**

- Dipl. Ing. Fust AG, founder (1966),
- Jelvoli Holding AG, Board member (1997–2009), Chairman (until 2007)

**Training—final qualification on completion of studies:**

- Engineer ETHZ (Swiss Federal Institute of Technology Zurich)

**Christian Androschin**

Non-executive Member of the BoD, since 2023

Austrian, born 1967

**Previous activities for Starrag and Tornos:**

- Member of the Board of Starrag Group Holding AG (2022–2023)
- Consulting mandate Androschin & Partner Management Consulting GmbH

**Committees:**

- None

**Mandates in listed companies:**

- None

**Mandates in non-listed companies and organizations:**

- Androschin & Partner Management Consulting GmbH, Managing Director
- A&P Consulting GmbH, Managing Director
- Rhein Management AG, Member of the Board
- Weber Ultrasonics AG, Member of the Board
- Hübers Beteiligungs GmbH, Member of the Board
- tmax Holding GmbH, Member of the Board

**Professional activities:**

- Androschin & Partner Management Consulting GmbH, Managing Partner (since 2005)

**Previous professional activities:**

- Roland Berger, Partner (1989–1992 and 1994–2004)
- Maho AG (1992–1994)

**Training—final qualification on completion of studies:**

- Lic. oec. HSG (University of St. Gallen)

**Till Fust**

Non-executive Member of the BoD, since 2023

Swiss, born 1993

**Previous activities for Starrag and Tornos:**

- Member of the Board of Directors of Tornos Holding Ltd. (2019–2023)

**Committees:**

- None



**Mandates in listed companies:**

- None

**Mandates in non-listed companies and organizations:**

- None

**Professional activities:**

- Solarify, Co-Managing Director, Finance & Controlling

**Previous professional activities:**

- Solarify GmbH, Sales Manager

**Training—final qualification on completion of studies:**

- Master's degree in international economics (Graduate Institute Geneva)

**Bernhard Iseli**

Non-executive Member of the BoD, since 2023

Swiss, born 1960

**Previous activities for Starrag and Tornos:**

- Member of the Board of Directors of Starrag Group Holding AG (2022–2023)

**Committees:**

- Member of the Remuneration Committee

**Mandates in listed companies:**

- None

**Mandates in non-listed companies and organizations:**

- Krämer AG, Bassersdorf, Member of the Board

**Professional activities:**

- scenarioC GmbH for Innovation Management, Co-Founder and Managing Partner (since 2021)

**Previous professional activities:**

- Within GF Machining Solutions AG, Managing Director Technical Unit Liechti (2019–2021) and Managing Director of the “Technical Milling” business unit (2009–2019).
- Various top management positions in companies such as Tecan (Pharma), Mathys AG (Medical) and Fritz Studer AG (Grinding Machines)

**Training—final qualification on completion of studies:**

- Mechanical engineer HTL (Engineering School, Berne) and his postgraduate studies as an operation engineer SIB/ISZ in Zurich

**Adrian Stürm**

Non-executive Member of the BoD, since 2023

Swiss, born 1970

**Previous activities for Starrag and Tornos:**

- Member of the Board of Directors of Starrag Group Holding AG (2008–2023)

**Committees:**

- None

**Mandates in listed companies:**

- None

**Mandates in non-listed companies and organizations:**

- Family-owned company Eduard Stürm AG (Holding) and its subsidiaries Holz Stürm AG and Eduard Stürm Immobilien AG, Chairman
- Holz Michel AG, Member of the Board (until 31.05.2024)

**Previous professional activities:**

- UBS AG, Operational Risk Control and Wealth Management Controlling (2001–2024)
- UBS Wealth Management Switzerland AG, Risk Management (2008–2024)
- Auditor with KPMG Zurich and London (1997–2000)

**Training—final qualification on completion of studies:**

- Lic. oec. HSG (University of St. Gallen)

If not otherwise specified under “Previous activities for Starrag and Tornos” no Board member is or was a member of the management of StarragTornos Group AG or of any other StarragTornos Group company in the last three financial years up to December 31, 2024, or has or had, a significant business relationship with StarragTornos Group AG or of any other StarragTornos Group company.

## Maximum Number of Permissible Mandates

The members of the Board of Directors may not hold more than 15 mandates in other companies. Of these, a maximum of five mandates may be held in companies listed on the stock exchange. The following mandates are not subject to the aforementioned limitations:

- 1 Mandates in companies that are controlled by the company;
- 2 Mandates held at the request of the company or companies controlled by it; no member of the Board of Directors or the Executive Board shall hold more than ten such mandates; and
- 3 Mandates in associations, charitable foundations, staff welfare foundations and associations; no member of the Board of Directors or the Executive Board may hold more than six such mandates.

Mandates are defined as mandates in comparable positions in other undertakings with commercial objects. Mandates in different legal entities that are under joint control are deemed to be a single mandate.

## Election and Term of Office

The members of the Board of Directors, the Chairman of the Board of the Directors, the members of the Compensation Committee and the independent proxies are elected annually at the Annual General Meeting of the Shareholders. There are no restrictions on terms of office.

The terms of office of the incumbent members of the Board of Directors are as follows:

<b>Board of Directors</b>	<b>First time election</b>	<b>Expiry of term of office</b>
Michael Hauser, President	2018	2025
Walter Fust, Vice-President	1988	2025
Adrian Stürm	2008	2025
Christian Androschin	2022	2025
Bernhard Iseli	2022	2025
Till Fust	(Tornos Holding Ltd.: 2019) 2023	2025

## Internal Organization

The Board of Directors shall constitute itself, unless otherwise provided by law. The Chairman shall convene meetings of the Board of Directors if and when the need arises or upon the written request of any other member, at least four times a year. Except in urgent cases, callings for meetings are to be sent out five days before the meeting, stating the items for discussion.



All resolutions and summaries of the discussions must be recorded in the minutes. Minutes are to be signed by the Chairman and the Board Secretary. The Board Secretary is designated by the Board of Directors. He does not need to be Board Member of the Board of Directors. A majority of the Board of Directors must be present in order for resolutions to be validly adopted. No attendance quorum is required to determine the execution of a capital increase and to resolve the subsequent amendment of the Articles of Association. Resolutions shall be passed by a simple majority of the votes cast. In the event of a tied vote, the Chairman, who shall always cast a vote, shall have the casting vote. Resolutions can also be passed in writing by way of circular letter, provided no members request a verbal discussion of the item in question. These are to be included in the minutes.

In the reporting year, a total of five ordinary and four extraordinary Board meetings took place, with an average duration of four hours. Five of the meetings were held by conference call. Michel Rollier and François Frôté were excused at two extraordinary meetings. Walter Fust was excused at three meetings. Apart from that, all members of the Board of Directors participated at all meetings.

The tasks and responsibilities of the Remuneration Committee are presented in the Remuneration Report (from page 160).

In accordance with the simplifications stated in the Swiss Code of Best Practice for Corporate Governance, the Board of Directors has decided not to appoint an audit committee. The codex implies corresponding simplifications for small and medium companies as well as for companies with active majority shareholders.

## Definition of Areas of Responsibility

The Board of Directors has the overall responsibility for the management of the company as well as the supervision of the executive management. The Board of Directors has delegated most of the executive management powers to the CEO and the Executive Board. However, the Board of Directors remains responsible for tasks that legally cannot be delegated and other important business. These include in particular matters such as business strategy, approval of the annual budget, decisions with regard to acquisitions and important personnel matters.

## Information and Control Instruments Vis-à-Vis the Executive Board

Executive management control is exercised primarily through regular reporting by the Executive Board to the Board of Directors, in particular by means of:

- monthly and quarterly financial reports including commentary on the corresponding key figures (incoming orders, sales revenues, margins, profits, investments, liquidity, capital commitment);
- regular information about market and business developments as well as important projects;
- detailed information about market and business developments at every Board meeting, which are partially attended by the CEO and CFO and by other members of the Executive Board as required.

In addition, the Chairman of the Board of Directors discusses current developments with the CEO on a regular basis. Walter Fust as a member of the Board of Directors of Starrag Vuadens SA exercised further control functions.



## Risk Management

As a leading global manufacturer of precision machine tools, the StarragTornos Group is faced with various risks.

The most significant risks include:

- the weakening of the economic environment in customer markets as well as business cycles could lead to a reduction in demand,
- misjudgments of developments in customer markets or in the competitive environment could lead to missed business opportunities or losses,
- failure in research and development as well as other innovation-based activities could prevent business potential from being realized,
- a lack of availability of financial resources could impair the performance and operations of the StarragTornos Group,
- cyber attacks could affect operations across the Group and
- natural events (such as fires) could impair operating activities.

The Board of Directors and the Executive Board give high priority to the careful handling of strategic, financial and operational risks. The StarragTornos Group has a holistic risk management process which is analyzed every year by the Executive Board and the Board of Directors.

The following goals are pursued:

- systematically identifying special risks,
- establishing processes to monitor, reduce and ideally to prevent risks and
- finding the right balance between risks and opportunities.

The risk management system is based on a classic risk matrix involving the probability of occurrence and possible extent of damage (identification and classification) and includes internal instructions as well as a risk log, in which operational data as well as action planning for risk management are documented.

The Executive Board has appointed an officer to implement and moderate risk management, who reports directly to the CFO, as well as a responsible member of the Executive Board for each risk area. In the annual risk review, the risks are carefully identified, analyzed and evaluated, and appropriate measures are defined to reduce the risks. This information is documented in a comprehensive group-wide risk matrix. The implementation of the measures is monitored by the risk management officer. In business processes with recurring risks, the resolved measures are integrated as process steps in the operative processes of the daily business.

On an annual basis, the Executive Board reports on the nature, extent and assessment of significant risks and the measures taken for risk minimization to the Board of Directors. Risks in the area of accounting and financial reporting are monitored and reduced by a suitable internal control system. Additional information on financial risk management can be found on pages 188 to 190.

## Internal Auditing

In accordance with the simplifications stated in the Swiss Code of Best Practice for Corporate Governance, the Board of Directors has decided not to implement an internal audit.

The codex implies corresponding simplifications for small and medium companies as well as for companies with active majority shareholders.



# Executive Board

## Members of the Executive Board

The Board of Directors has appointed an Executive Board and has specified its powers and responsibilities in organisational guidelines and an accompanying functional chart.

### **Martin Buyle**

CEO (since 01.06.2024) and Division CEO Starrag Austrian, born 1974

#### **Previous activities for Starrag and Tornos:**

- CEO of the Starrag Group (2023)
- Managing Director of Starrag Technology GmbH (2020–2022)

#### **Committees:**

- None

#### **Mandates in listed companies:**

- None

#### **Mandates in non-listed companies and organizations:**

- Mozaiq Switzerland AG, Member of the Board

#### **Previous professional activities:**

- Orell Füssli, CEO (2014–2019)
- Jakob Müller AG, CEO and member of the Group Management (2009–2014, from 2013 Chairman)
- Kramer Werke GmbH, Managing Director (2005–2009)
- Roland Berger Strategy Consultants in Munich, Senior Consultant Competence Center Engineered Products/High-Tech (2002–2005)
- MTU Friedrichshafen GmbH, Development Engineer (1997–2000)

#### **Training—final qualification on completion of studies:**

- Degree in mechanical engineering, MBA (IESE Business School)



## **Jens Thing**

Division CEO Tornos

Swiss and Danish, born 1964

### **Previous activities for Starrag and Tornos:**

- CSO of the Tornos Group and member of the General Management (2020–2023)

### **Committees:**

- None

### **Mandates in listed companies:**

- None

### **Mandates in non-listed companies and organizations:**

- None

### **Previous professional activities:**

- Mikron Ltd. in Nidau, Regional Sales Manager (1987–1994)
- Mikron Ltd. in Hannover, Managing Director (1994–2000)
- Mikron Agie Charmilles Ltd. in Nidau, Head of Marketing and Sales Support Milling (2000–2008)
- Agie Charmilles Management Ltd. in Geneva, Head of Global Marketing (2008–2011) and Head of Business Unit Services and Group Management member (2011–2014)
- Haas Automation Europe NV in Brussels, Managing Director (2014–2020)

### **Training—final qualification on completion of studies:**

- Executive Master of Business Administration (MBA) degree from the University of Toronto (Canada), the University of St. Gallen (Switzerland), and the Rotman School of Management (Canada)

## **Markus Jäger**

Chief Financial Officer

Austrian and Liechtenstein, born 1962

### **Previous activities for Starrag and Tornos:**

- Senior Controller Division Starrag (03–09/2024)

### **Committees:**

- None

### **Mandates in listed companies:**

- None

### **Mandates in non-listed companies and organizations:**

- Jäger Markus Consulting GmbH, Schaan, Liechtenstein

### **Previous professional activities:**

- Hilti Group Liechtenstein and United States, Corporate Finance and various Controlling positions (1990–2004)
- Briggs & Stratton AG in Freienbach, CFO and Director Distribution (2004–2007)
- SFS Services AG in Heerbrugg, Head of Corporate Controlling (2008–2015)
- VAT AG in Haag, Head of Controlling, Treasury and Accounting (2015–2019)
- University of Liechtenstein in Vaduz, Rector and Executive Director (2019–2023)
- Jäger Markus Consulting GmbH in Schaan, Managing Partner (from 2024 and onwards)

### **Training—final qualification on completion and studies:**

- University of Innsbruck (Austria), Master's degree in Social and Economic Sciences, Executive Management programs at Thunderbird School of Global Management, Phoenix AZ (United States), Executive management programs at University of Zurich (Switzerland), IMD Lausanne (Switzerland)



## Maximum Number of Permissible Mandates

The members of the Executive Board may not hold more than 3 mandates in other companies, The following mandates are not subject to the aforementioned limitations:

- 1 Mandates in companies that are controlled by the company;
- 2 Mandates held at the request of the company or companies controlled by it; no member of the Board of Directors or the Executive Board may hold more than ten such mandates; and
- 3 Mandates in associations, charitable foundations, staff welfare foundations and associations; no member of the Board of Directors or the Executive Board may hold more than six such mandates.

Mandates are defined as mandates in comparable positions in other undertakings with commercial objects. Mandates in different legal entities that are under joint control are deemed to be a single mandate.

Acceptance of mandates/appointments outside the StarragTornos Group by members of the Executive Board requires prior approval by the Board of Directors.

## Management Contracts

There are no management contracts with companies outside the StarragTornos Group.



# Compensation, Loans and Participation

Information on compensation and loans are specified in the Remuneration Report (from page 160) and information regarding participation can be found in the Notes to the Financial Statement (from page 222).



# Shareholders' Participation Rights

Shareholders of Swiss stock corporations have extensive participation and protective rights. The protective rights include the right to inspection and information, the right to a special audit, the right to convene a General Meeting, the right to add topics to the agenda, the right to challenge resolutions and the right to raise claims regarding responsibility.

The participation rights include, in particular, the right to participate in General Meetings, the right to express opinions and the right to vote.

## Voting Rights Restrictions and Representation

There are no restrictions on voting rights for shareholders entered in the share register with voting rights. Every shareholder is entitled to be represented at the Annual General Meeting by a representative of their choice or by the independent proxy.

The Board of Directors determines the requirements for proxy and the instructions given to the independent voting representative.

## Statutory Quorum

There is no statutory quorum.

## Convening of the Annual General Meeting

The AGM must be held within six months of the end of our financial year (December 31), and normally takes place in April. The Board may at any time until June 30, 2028 also order that the AGM be held electronically without a venue.

Extraordinary General Meetings may be requested by the Board, the external auditor, or shareholders representing at least 3% of the share capital. A notice convening a General Meeting must be sent in writing or by electronic message to shareholders at least 20 days before the scheduled date of the General Meeting.



## Additions to the Agenda

The notice convening a General Meeting shall state the agenda items and the motions of the Board of Directors as well as any proposals by shareholders who have duly requested that a General Meeting be called or that an item be included in the agenda. Shareholders representing at least 0.5% of the share capital can request the addition to the agenda of an item to be discussed. Such inclusion must be requested in writing at least 40 days prior to the next scheduled General Meeting, specifying the agenda items to be discussed and shareholder proposals to be voted on.

## Registrations in the Share Register

The key date for the registration of registered shareholders in the share register with regard to attendance of the General Meeting will be set on a date about 10 days before the General Meeting.



# Changes in Control and Defense Measures

## Obligation to Make an Offer

There are no statutory regulations regarding “opting out” and “opting-up” which differ from law.

## Clauses on Changes in Control

There are no clauses on changes in control.



# Auditors

## Duration of the Mandate and Term of Office of the Auditor in Charge

PricewaterhouseCoopers AG, St. Gallen, has been the statutory and consolidated financial statement auditor since 1981. They are elected for a term of office of one year by the General Meeting. The auditor in charge, Oliver Kuntze, was first assigned the auditing mandate with the auditing of the 2019 financial statement. The rotation rhythm of the leading auditor corresponds to the maximum duration of seven years legally applicable for Swiss companies.

## Audit Fees

PricewaterhouseCoopers invoiced the StarragTornos Group CHF 451,000 in the 2024 financial year for services in connection with auditing the annual statements of StarragTornos Group AG and the Group companies (Starrag and Tornos), as well as the consolidated statements of the StarragTornos Group.

## Additional audit fees

During the 2024 financial year, PricewaterhouseCoopers invoiced additional fees amounting to a total of CHF 182,000. This comprises additional audit work closely related to the merger of Starrag and Tornos, such as merger audit, auditors work on the pro forma financials, etc.

## Supervisory and Control Instruments Pertaining to the Auditors

The external audit is supervised by the Board of Directors. The Board of Directors assesses the audit plan, the audit scope, the audit and the results of the audit. The auditor's report significant findings directly to the Board of Directors. In the reporting year, the auditor in charge attended one meeting of the Board of Directors. At this meetings, the audit plan, scope, and results of the audit, as well as other important aspects of auditing were discussed.



# Information Policy

The company informs its shareholders and the capital market in an open and timely fashion and with the highest possible levels of transparency. The most important information tools are the Annual and Half-year Reports, the [www.starragtornos.com](http://www.starragtornos.com) website, media releases, presentations for the media and analysts and the Annual General Meeting.

As a company listed on the stock exchange, the StarragTornos Group AG is required to disclose information relevant to the share price in accordance with the ad hoc publicity guidelines of the listing regulations of the SIX Swiss stock exchange. Any interested party can register at [www.starragtornos.com/en/e-mail-distribution/subscribe/](http://www.starragtornos.com/en/e-mail-distribution/subscribe/) to receive potential information relevant to the share price directly from the company via the e-mail distribution list.

## Calendar

### **17.04.2025**

Annual General Meeting 2025 in Rorschach, Switzerland

### **25.07.2025**

Publication of Half-year Report 2025

### **30.01.2026**

Sales and order situation 2025

### **13.03.2026**

Annual Report 2025, Media and Analysts' Conference

### **17.04.2026**

Annual General Meeting 2026 in Rorschach, Switzerland

The information mentioned will be published on our website [www.starragtornos.com](http://www.starragtornos.com) as far as possible.

Official announcements and invitations will be sent by post or electronically to shareholders using the addresses recorded in the share register. Public announcements prescribed by law are made by publication in the Swiss Official Gazette of Commerce.



## Trading blackout periods

### General trading restrictions

Purchase and sale of share of StarragTornos Group AG and corresponding financial instruments is prohibited for members of the Board of Directors, members of the Executive Board, members of the Division Management and employees of the accounting departments in Rorschacherberg, Moutier, Vuadens, Chemnitz and Mönchengladbach from the beginning of the year until the publication of the Annual Report and from July 1 until the publication of the Half-year Report.

### Special trading blackout periods

Both the Chairman (or the Vice-Chairman if the Chairman is prevented from attending or is absent) and the CEO are entitled in individual cases to set additional trading blackout periods for individual persons and to designate those persons who must comply with them. These trading blackout periods must be observed regardless of the personal assessment of their necessity and duration.

### Contact

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[investor@starragtornos.com](mailto:investor@starragtornos.com)