

Together ahead. **RUAG** 

**RUAG International at a Glance** Letter to the Shareholder Management Report

**Beyond Gravity** Innovation & Future Sustainability

**Financial Statements Corporate Governance** 

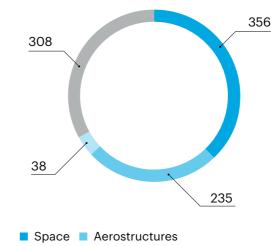
### Net sales 2022 by segments in CHF m

## **2022** financial year

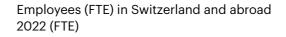
In a challenging market environment, aerospace company RUAG International achieved earnings before interest and taxes (EBIT) of CHF 178 million in 2022 (previous year CHF 70 million) - thanks to three successfully divested business areas. The Space business, rebranded as Beyond Gravity since March 2022, secured important orders in connection with the Amazon-Kuiper satellite constellation and further expanded its business. The aerostructures business stabilised and once again recorded more orders from the main customer Airbus. In 2023 Beyond Gravity will focus on implementing the restructuring, optimisation and investment projects already launched. Further investments are also planned to handle the expected volume growth.

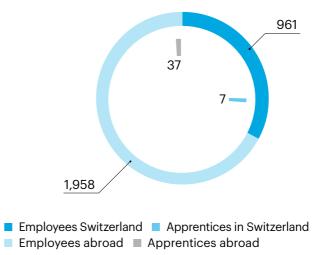
### Overview of key figures in CHF million

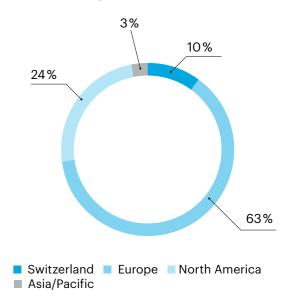
	2022	2021	Change in %
Incoming orders	1043	1424	-26.8%
Order backlog	1013	1191	-14.9%
Net Sales	945	1240	-23.8%
Operating income	991	1277	-22.4%
Earnings before interest, taxes, depreciation and amortisation (EBITDA)	199	116	72.0%
Earnings before interest and taxes (EBIT)	178	70	153.4%
Net profit	154	58	164.5%
Cash flow from operating activities	(64)	85	_
Free cash flow	472	8	5652.7%
Net financial position	570	106	440.3%
Research and development expenses	18	28	-34.3%
Employees as at 31 December incl. apprentices	2963	6145	-51.8%



■ MRO International ■ Ammotec

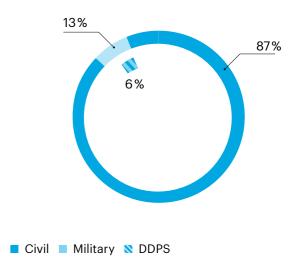






### Net sales 2022 by market in %

Net sales 2022 by application in %



# Key events in 2022

### March

### From RUAG Space to Beyond Gravity

RUAG Space becomes Beyond Gravity. With the name change, the largest Swiss space company is positioning itself even more consistently as a global player in the international space market. The new, innovative name is a perfect fit for the rapidly changing space market.

### Мау

## 2,000<sup>th</sup> Horizontal Stabilizer for Pilatus

Numerous components are produced and assembled at the RUAG Aerostructures plant in Emmen for the Swiss aircraft manufacturer Pilatus. At the beginning of May, the 2,000<sup>th</sup> horizontal stabilizer for the PC-12 was delivered. The horizontal stabilizer is the horizontal surface of the tail unit at the rear of an aircraft.

### July

### Sale of Ammotec

The ammunition segment of RUAG International was sold to Beretta Holding. The new owner took on all 2,700 employees at all production and sales sites. Ammotec is the leading European supplier of small-calibre ammunition. Ammotec generates about two-thirds of its total turnover from hunting and sporting ammunition.

### Vega-C

Vega-C is a four-stage rocket with a height of about 35 metres and a launch mass of 210 tonnes. To launch large single satellites into space, Vega-C uses payload fairings called "Vampires" from Beyond Gravity. The fairing, which is 9 metres high and 3.3 metres in diameter, was manufactured in Switzerland and used for the first time in mid-July.

### April

## Large orders secured for Amazon's satellite constellation

Amazon will soon begin deploying its first satellites constellation and has contracted space technology provider Beyond Gravity to manufacture the bespoke, scalable dispenser systems. This is the largest single order in Beyond Gravity's history. Beyond Gravity is expanding production in Linköping for this purpose.

## Simulation & Training successfully divested

At the end of April, RUAG sold all its Simulation & Training (RUAG S&T) business activities to the French company Thales. With 500 employees, RUAG S&T is a leading provider of simulation and training systems for security organisations and armed forces. As part of its restructuring, the Group decided to sell RUAG S&T.

### September

### Sale of RUAG Australia

The Australian industrial company ASDAM (Australian Sovereign Defence and Advanced Manufacturing) took over all business activities and employees of RUAG Australia at the beginning of September. With over 150 employees and modern production sites throughout Australia, the company is active in the field of maintenance, repair and overhaul (MRO) of military aircraft.

## Beyond Gravity gets a new organisational structure

Beyond Gravity's organisation has been restructured in view of the scheduled privatisation. In addition to "Launchers" and "Satellites", the "Lithography" division was established as a third business unit. This is because the business, which concerns apertures and actuators for the production of microchips, is showing promising development.

### October

## Laying the foundation stone at Decatur

United Launch Alliance (ULA) awarded Beyond Gravity a contract to supply 38 rocket nose cones (payload fairings) for its new Vulcan rocket. To deal with the volume, Beyond Gravity doubled its capacity in the US and is building a new production facility in Decatur (Alabama) together with ULA.

### November

## Launch of the Artemis missions

For the first time since 1972, humans will land on the moon again. Closely associated with the Artemis missions is the new and most powerful US launch vehicle ever: SLS or Space Launch System. Beyond Gravity provides important elements for both SLS and the Orion spacecraft, for example mechanisms that continuously align the solar sails with the sun.

## Successful sale of three business areas and full order books thanks to major orders in the Space segment

Dear Shareholders, Dear Customers, Dear Readers,

RUAG International is looking back on a successful financial year. We have achieved or exceeded all the targets set for the privatisation of the business areas. While on the one hand EBIT rose strongly due to the divestments, on the other hand turnover fell due to the discontinuation of the businesses. The economic performance of the two remaining segments, RUAG Aerostructures and Space (Beyond Gravity), was mixed. While both segments recorded a significant increase in net sales, this also led to a sharp rise in profit (EBIT) in the Aerostructures area. In contrast, profit (EBIT) in the Space segment suffered from the structural adjustments as well as the investments with regard to the expansion of production capacities and closed in slightly negative territory. The bottom line for 2022 was CHF 945 million in net sales (previous year CHF 1,240 million) and EBIT of CHF 178 million (previous year CHF 70 million). Adjusted for divestment and currency effects, net sales increased by 7% compared to the previous year. The order backlog of the Space segment reached a record level of CHF 744 million (previous year CHF 675 million), thanks in particular to the large orders secured in the reporting year, allowing us to look to the future with confidence. (For detailed information, see page 64/65.)

### **Global inflation and supply chain disruptions**

The global economic environment in 2022 was characterised by the gradual end to most of the pandemic measures and the impact of the war in Ukraine. The effects of the pandemic included ongoing disruptions in global supply chains; limited availability of materials and components affected the entire industry. Additional pressure on all activities in the reporting year came from inflation, which rose sharply across the world as a result of the war in Ukraine and the sometimes massive increases in the price of energy and raw materials. Thanks to targeted measures such as the specific stockpiling of critical materials and components, the expansion and extension of strategic partnerships, the reduction of "single-source" materials and regular monitoring, we managed to minimise negative effects on the result.

### **Investing in the future of Beyond Gravity**

The business performance of the two segments that will remain under the RUAG International umbrella for the time being, Space (Beyond Gravity) and Aerostructures, was generally positive. In the Space business, order backlog in particular grew very strongly thanks to large new orders, including that of the Amazon Kuiper satellite constellation. To handle the considerable additional volume, we have, among other things, invested in new production facilities at the US site in Decatur and in Linköping, Sweden. In Decatur, production capacity for payload fairings and other launcher structures is actually being doubled, as is that for satellite dispensers in Linköping. These investments are part of a consistent optimisation of the product portfolio. Promising, profitable activities are being expanded in a targeted manner and areas which are economically less attractive are being reduced.

With the Space segment, we have set ourselves the target of becoming a "start-up with decades of experience". In 2022, we invested in the digitalisation of products and manufacturing processes. Among other things, the legacy IT systems will be replaced by modern, company-wide uniform platforms in the coming years. By increasing our own agility and consistently aligning all activities to the respective customers, we are laying the groundwork for the profitable use of the ever faster innovation cycles in the satellite business.

### A new name, customer focus and large orders

The new dynamic is underlined by the new brand launched in March. As Beyond Gravity, we have been positioning the Space segment and thus the former RUAG Space as an agile and innovative partner to the global space industry since March 2022. The dynamic brand identity has met with a positive response from customers and has significantly increased the attractiveness for existing and new employees.

In the reporting year, we continued to push ahead with our consistent focus on customers. To this end, Beyond Gravity has combined its business activities with apertures and special actuators for laser optics in semiconductor production in a new Lithography division, alongside the



two previously existing divisions Launchers and Satellites. Furthermore, the previously centrally managed support functions of Sales, Engineering and Operations were integrated directly into the divisions, which are now fully equipped to deliver best-in-class solutions focused on their customers.

In 2022, Beyond Gravity won several significant contracts. Among other things, the company will develop and manufacture dispenser systems for Amazon's Kuiper constellation. A contract has also been secured for 38 payload fairings for the United Launch Alliance (ULA) Vulcan rockets, which will be used to launch the first Amazon satellites into orbit. When completed, the Kuiper constellation is expected to include several thousand satellites. (For more information on Beyond Gravity, see page 12.)

Airbus business and Emmen ready for privatisation In Aerostructures, the restructuring programmes initiated in previous years paid off in 2022. The Airbus business Leadership event of Beyond Gravity on the company values "Together", "Passionate", "Curious". Zurich, December 2022.

succeeded in sustainably increasing productivity through improvements in productivity management and optimisation of production systems. In parallel, the business area benefited from increased demand for passenger aircraft following the lifting of many global pandemic measures. We were also able to improve the cost structure in Emmen, thus preparing the ground for sustainable profitability. Both Aerostructures Germany/ Hungary as well as Aerostructures Switzerland are therefore ready for a long-term value-retaining divestment. (For further information on RUAG Aerostructures, see page 14.)

### Successful sale of three business areas

We made significant further progress in 2022 on the path decided by the Swiss Federal Council towards complete privatisation of all activities by the end of 2025 at the latest. The sales preparations of the past years bore fruit in several respects. The sale of the three business areas, RUAG Ammotec (ammunition), RUAG Simulation & Training and RUAG Australia, was very successful both in terms

of the revenue generated and in ensuring the continued successful development of the units sold. We were able to find reputable buyers for all three areas who are pursuing long-term goals with the former RUAG activities. The Simulation & Training unit was taken over by Thales at the end of April with all its business activities and some 500 employees. The small-calibre ammunition segment RUAG Ammotec, including all 2,700 employees, was transferred to Beretta Holding at the beginning of August. And in early September, RUAG Australia with all its employees was transferred to the Australian ASDAM Group. (For further information, see the section on divestments, page 15.)

In addition, the unbundling of RUAG into RUAG MRO Switzerland and RUAG International was successfully completed. As a result, the Group structure was simplified once more and BGRB Holding, which was established for this purpose, was merged with RUAG International. RUAG International and RUAG MRO Switzerland are thus once again directly owned by the Swiss Confederation.

### **Organisation ready for future challenges**

On 1 May, the CEO of RUAG International, André Wall, also took over the operational management of Beyond Gravity. With the organisational structure communicated at the end of September and already operationally implemented, we have further streamlined Beyond Gravity's business and redistributed resources - in terms of locations, products and functions. The focus is on clear responsibilities for profits and losses in the Launchers and Satellites divisions and the newly established Lithography division. The divisions are supported by three lean support units - Finance/Legal/M&A/Information Security, HR and Corporate Strategy&Transformation.

The new organisational structure, which finally became active at the beginning of 2023, comes alongside changes in Beyond Gravity's seven-member Executive Board. Paul Horstink, who previously managed the Aerostructures site in Emmen and successfully returned the business to profitability, will head up the Launchers division. Satellites will be managed by Anders Linder, who already knows the business and will drive a fundamental review of the project portfolio. Lithography was established as a separate division under the leadership of Dr. Oliver Kunz. In the Support units, Finance/Legal/M&A/ Information Security continues to be headed up by

CFO Angelo Quabba. Oliver Grassmann joined the Executive Board as Head of Corporate Strategy & Transformation. Laura-Katrin Seitz was recruited for the position of the CPO (Chief People Officer) starting her position in March 2023.

### **Further enhancing responsibility** and sustainability

Beyond Gravity wants to contribute to the positive development of humanity and improve life on earth with its products and innovations. We anchored this aspiration in our vision when we launched the new brand. We are already well positioned in many ESG (Environment, Social, Governance) topics in the areas of Health&Safety, Compliance, Risk Management and Cyber Security. In 2022, we launched a comprehensive ESG project with the aim of publishing a far-reaching ESG report for the first time in the 2023 reporting year.

### **Positive outlook for all activities**

2023 RUAG International will focus on the preparation and sale of the two aerostructures businesses. For both the Airbus business and the activities in Emmen, we are looking for buyers with long-term plans. In order to achieve an optimal sales result, we will continue to optimise cost structures and processes, among other things, in 2023. The economic environment should continue to improve in global aviation in the coming year and thus help us find an optimal succession solution. The sale should take place before the end of 2023.

In 2023, Beyond Gravity's management will focus entirely on implementing the restructuring and optimisation projects that have been launched. This will lay the foundation for finding an attractive buyer for Beyond Gravity by the end of 2025 at the latest. Further investments are also planned in order to handle the expected volume growth. Among other things, 2023 will see the completion of the new production capacities in the US plant in Decatur and in Linköping. In parallel, the product portfolio will be further streamlined.

The digital transformation of the company will be central to Beyond Gravity in the coming years. In addition to the skilful use of digitalisation technologies - both in the products themselves, in automation and in production this also includes the development of new types of business models based on digital technologies and data.

RUAG International Holding AG 

In addition, the start-up incubator, which was launched in 2022, successfully supported four young companies in their projects during the first cycle, which ended in December, and generated interesting impetus for Beyond Gravity's business, particularly in the area of digitalisation.

André Wal

CEO

### **Together in the future**

We are confident that we will be able to successfully implement the divestment of the aerostructures business and the privatisation of Beyond Gravity in the coming years. The focus at Beyond Gravity for the



hin y

Dr. Remo Lütolf Chairman of the Board of Directors

coming year, especially against the backdrop of the record order volume, is on the profitable completion of projects in all divisions, the consistent quality assurance and adherence to deadlines for our customers. and the profitable implementation of the investments initiated in the reporting year.

We would like to thank our customers, partners, employees and the owner for their trust in RUAG International and look forward to the continued successful implementation of our goals.

## **Beyond Gravity** 2022 Management Report

Beyond Gravity won important contracts for the Amazon satellite project in 2022 and was part of major space missions.

RUAG International's Space segment looks back over a mixed year in 2022. The business unit saw sales rise 11.6% from CHF 319 million to CHF 356 million. However, earnings before interest and taxes (EBIT) fell from CHF 14 million to CHF –5 million. Additional costs for the capacity expansion in the Launchers division and lower margins in the Satellite business led to the lower-than-expected result. As in the previous year, new orders from large commercial space providers – such as Amazon – led to a robust order intake at Beyond Gravity as well as a considerable increase of CHF 69 million in the order backlog (CHF 744 million), allowing us to look to the future with confidence.

### From RUAG Space to Beyond Gravity

Since spring 2022, the Space segment has no longer been operating as RUAG Space, but as Beyond Gravity. The new name and brand identity position the company even more consistently as a global player in the international space market. As of 1 May 2022, André Wall has taken over the operational management of Beyond Gravity. In the course of his 100-day programme, Beyond Gravity's organisational structure was expanded in October to include the Lithography division. The previously independent functions of Sales, Engineering and Operations were integrated into the three divisions. In addition, the support functions were split into Finance/Legal/M&A/IT Security, HR and Corporate Strategy & Transformation. In the summer, Beyond Gravity also launched a space incubator. The cooperation with start-ups ensures the early identification of promising ideas and concepts as well as their acceleration.

### **Launchers division**

The Launchers division, with around 660 employees and business units in Switzerland, the USA and Sweden, focused on further development with a view to profitable growth. Alongside organisational adjustments, the business unit concentrated heavily on the development and expansion of the two sites in Decatur and Linköping, which will manufacture payload fairings and satellite dispensers for Amazon's Kuiper satellite project. The orders secured in this context in the reporting year are among the largest in Beyond Gravity's corporate history and offer the opportunity for new jobs and further orders. Beyond Gravity's payload fairings are used not only on the American Vulcan launch vehicles, but also on the European Ariane 5 and 6 and the Japanese H3. Since autumn 2022, the division has been headed up by Paul Horstink, who was previously responsible for RUAG Aerostructures Switzerland.

### **Satellites division**

In the booming market for new space products, the Satellites division, with 750 employees and sites in Switzerland, Sweden, Austria, the USA and Finland, won significant orders from new and established customers and was able to support important projects. For NASA's Gateway space station, the division will supply drive alignment mechanisms and network electronics. NASA's Artemis missions will also use solar array drive mechanisms, structures and slip rings from the Satellites division. Investments in new product developments such as the OnBoard computers for satellite constellations and a family of modular mechanisms are paying off, particularly because several leading satellite companies are choosing these products as the standard for all future missions. The Satellites division is headed up by Anders Linder.

### **Lithography division**

In October 2022, the new Lithography division was established within Beyond Gravity. The business area, with 185 employees and departments at the two sites in Zurich (CH) and Coswig (DE), develops and produces special actuators as well as apertures required for nanometre-precise semiconductor production. The mechanisms that support laser optics and other optical systems are used worldwide in machines for the production of microchips and form the basis for a variety of high-tech applications such as smartphones or artificial intelligence. Dr. Oliver Kunz, who was previously responsible for global engineering at Beyond Gravity, manages the division.

### **Figures at a glance**

Sales: CHF 356 m (previous year CHF 319 m) EBIT: CHF –5 m (previous year CHF 14 m)
 Employees (FTE): 1,638 (previous year 1,455)
 Countries: Switzerland, Sweden, USA, Austria, Germany, Finland
 Customers: Airbus Defence & Space, Amazon, Ariane Group, Avio, Ball Aerospace, ESA, Maxar, Mitsubishi, NASA, Rocket Lab, Thales Alenia Space, ULA

### Outlook

The market for space products is growing and demand for microchips remains high. An important focus for Beyond Gravity in the coming years will be the profitable completion of the major projects secured, the consistent quality assurance and adherence to deadlines for the customers and the profitable implementation of the investments initiated in the reporting year. Additional orders can also be expected due to the increase in the ESA budget for the planning period 2023-2025.

In future, the Space segment will focus even more clearly on strategic customer partnerships, profitable projects and new areas of business. Investments are also flowing into the expansion of digital platforms, increased production and enhancing the attractiveness of the working environment. As already communicated, the privatisation of the Space business area should take place by end of 2025 at the latest.

## **RUAG** Aerostructures

2022 Management Report

Aerostructures showed a significant stabilisation in 2022 with positive signs for a longer-term recovery.

In the aftermath of the pandemic, RUAG Aerostructures succeeded in stabilising its business performance, increasing sales and operating in the black. Net sales rose year-on-year from CHF 209 million to CHF 235 million. EBIT increased from CHF 5 million to CHF 43 million. A significant share of the positive result is attributable to the reversal of provisions and value adjustments created in 2020 and which were no longer required.

While higher Covid sickness rates were observed in the first months of 2022, the after-effects of the global lockdown made their mark in subsequent months through delays within supply chains. These supply difficulties intensified again with the start of the Ukraine war. Not only did suppliers experience volatility, but incoming orders also suffered from this uncertainty. The focus was on increasing profitability to a sustainable level through improved productivity, quality and increased cost flexibility.

### **RUAG Aerostructures Oberpfaffenhofen** and Hungary

The Oberpfaffenhofen (DE) and Eger (HU) sites, with around 750 and 250 employees respectively, work primarily for the customer Airbus and produce various sections (assemblies) for the A320 families. In 2022, production rates increased from initially around 35 to a good 50 aircraft units per month. During the year, the two sites focused on stabilising production, expanding production capacities and optimising production processes. In addition, significant productivity improvements were made at both sites, simultaneously improving guality. Investments were also made in two automatic riveting machine at the Oberpfaffenhofen site and in a new logistics centre in Eger. Both the Oberpfaffenhofen and Eger sites continue to be managed by Clemens Friedl.

### **RUAG Aerostructures Switzerland**

The Emmen (CH) site, with its 220 employees, also focused on increasing profitability and securing internal and external supply chains in the 2022 operating year. The areas of machining and logistics at the Emmen site, which had been outsourced to external partners, were integrated back into the internal process. Business with the main customers SAAB (payload suspensions and drop tanks for Gripen fighter aircraft), Boeing (trailing edge flaps (TEF) for F/A-18) and Pilatus (aerostructure parts for PC-12 and PC-21) performed well. The Emmen site is researching and developing the "Wing of Tomorrow" for Airbus, and was able to deliver the first prototypes to the customer during the year. In organisational terms, RUAG Aerostructures Emmen has been headed up since mid-September by Simon Hächler, who took over from Paul Horstink. The latter has moved to the Space segment, where he now heads up the Launchers division.

### Outlook

In Aerostructures, we expect production rates to continue to increase with the main customer Airbus. An increase of around 10% is expected for the coming year. At the Emmen site, positive performance is expected thanks to newly negotiated contracts. In line with the owner's implementation plan, the entire RUAG Aerostructures business area is to be divested by the end of 2023 at the latest.

## **Divestments** 2022 Management Report

With the sale of RUAG Ammotec, RUAG Simulation & Training and RUAG Australia, RUAG International is making significant progress in implementing its divestment strategy.

The Swiss Federal Council's decisions of 2018 and 2020 to unbundle the former RUAG Holding Ltd were also accompanied by numerous divestment decisions. Over the past few years, RUAG International has sold numerous companies - for example, in 2019 it sold the IT security company Clearswift and the two business jet sites in Geneva and Lugano, and in 2021 it sold the entire Dornier-228 programme as well as shares in RUAG Malaysia. This was followed in 2022 by the sale of RUAG Simulation & Training, RUAG Ammotec and RUAG Australia. All divestments were made within the framework of the divestment strategy defined by the Swiss Federal Council.

### **Thales takes over RUAG Simulation & Training**

Following exclusive negotiations between RUAG International and Thales back in November 2021 on the sale of the Simulation & Training business activities (RUAG S&T), Thales took over all business activities and all 500 or so employees in four countries (Switzerland, France, Germany and the United Arab Emirates), with the final transfer of ownership at the end of April 2022. RUAG S&T is a leading provider of simulation and training systems for security organisations and armed forces.

### **Beretta takes over RUAG Ammotec**

As of the end of July 2022, all shares in RUAG Ammotec were transferred to Beretta Holding. RUAG Ammotec is a leading European supplier of small-calibre ammunition and employs some 2,700 people. Ammotec generates around two-thirds of its total turnover in the civilian sector. This includes hunting and sporting ammunition as well as components for the industrial sector. Ammotec also supplies small-calibre ammunition for the defence and law enforcement sectors. Beretta Holding is the market leader in light firearms for hunting, sport and defence and is family-owned. It will also take on all employees at all Ammotec production and sales sites.

### **Figures at a glance**

Sales: CHF 235 m (previous year CHF 209 m) EBIT: CHF 43 m (previous year CHF 5 m) **Employees (FTE):** 1,220 (previous year 1,155) **Countries:** Germany, Switzerland, Hungary Customers: Airbus, Boeing, Pilatus, SAAB, GE

### **ASDAM takes over RUAG Australia**

All shares in RUAG Australia were transferred to the Australian ASDAM Group at the end of August. RUAG Australia specialises in maintenance, repair and overhaul (MRO), repairs using additive manufacturing technology and surface treatment. The ASDAM Group (Australian Sovereign Defence and Advanced Manufacturing) is Australia's largest supplier for the F-35 Joint Strike Fighter programme and manages a number of defence and non-defence programmes. ASDAM acquired all of RUAG Australia's business activities and all of its approximately 150 employees.

### Outlook

With the sale of RUAG Ammotec, RUAG S&T and RUAG Australia, the two former segments RUAG Ammotec and RUAG MRO International were dissolved. RUAG International now consists of the two segments RUAG Aerostructures and Beyond Gravity. These two segments are also to be divested: RUAG Aerostructures by the end of 2023 at the latest and Beyond Gravity by the end of 2025 at the latest.







## **Beyond Gravity at a glance** We help humanity explore the world and beyond.

Beyond Gravity has been supplying products for hundreds of space missions for over 40 years. They all ultimately serve one goal: advancing humanity. We do this by working in the areas of satellite positioning and communications, providing instruments to collect satellite data that helps manage natural hazards, or working on satellites for better weather forecasting. We also help discover space, explore planets and countless other scientific missions. With our solutions we help our customers around the world make the impossible possible.

Headquartered in Zurich, Switzerland, Beyond Gravity is the first start-up to combine agility, speed and innovation with decades of experience and proven quality. Beyond Gravity is the preferred supplier of structures for all types of launch vehicles – including the European Ariane and Vega rockets. Beyond Gravity is also a leader in selected satellite products as well as satellite constellations. The company is also a longstanding supplier of the lithography market.

## beyond gravity



17

### From RUAG Space to Beyond Gravity

In 2022, the company changed its name from RUAG Space to Beyond Gravity. The new name and brand identity position the company more clearly in international markets and make our range of services even better known. In 2009, the former RUAG Space took over the space activities of Saab Space, Austrian Aerospace and Oerlikon Space AG (formerly Contraves Space). Beyond Gravity is part of RUAG International Holding AG. All shares in the company are held by the Swiss Confederation.

### **Three divisions**

Beyond Gravity consists of three divisions. The Launchers division manufactures payload fairings for various European, American and Japanese launch vehicles, amongst other things. The Satellites division supplies almost all the core elements of a satellite – from the structure to the computer and the antenna. And the Lithography division manufactures special actuators and apertures which are used for the nanometre-precise exposure of wafers (semiconductor silicon substrate).

### Six countries, 12 locations

Around 1,600 employees at 12 locations in six countries (Switzerland, Sweden, Austria, Germany, USA and Finland) generate turnover of around CHF 365 million (2022).



Our Story as a video.



## **Launchers Division**

At Beyond Gravity, the Launchers Division covers composite structures for rockets, which have been successfully used in over 400 launches to date. Our separation systems ensure that the satellite and rocket remain securely connected and that the payload is precisely placed in orbit. For decades, our payload fairings, interstage adapters, dispensers, payload adapters and separation systems have been the first choice for launch service providers in the space industry.

### **Fast internet thanks to Amazon**

Beyond Gravity is a world leader in the manufacture of satellite dispensers (image 1). The cylindrically shaped carbon fibre structures make it possible to attach numerous small satellites to them and then deploy them in space with pinpoint accuracy. The dispensers have been used successfully for many years, for example for the OneWeb satellite network. Beyond Gravity will also manufacture numerous dispensers for Amazon's new Kuiper satellite project, which will safely accompany the satellites into space and ensure fast, reliable Internet.

### Japan's new emblem

The H3 launch vehicle is Japan's new emblem for transport into space. Back in 2019, Beyond Gravity and Mitsubishi Heavy Industries signed a contract for payload fairings. Soon, the new rocket will be equipped with the rocket nose cones (image 2) manufactured by Beyond Gravity in Emmen (CH), which will protect the precious cargo on its way into space. In terms of size and payload, the H3 is comparable to the Ariane 6.

### To the moon – and beyond

With the Artemis missions still to come, ever larger loads will be transported into space and to the Moon, and with ever larger launch vehicles. For the largest American launch vehicle of all time – the SLS 1B – Beyond Gravity is building an important element together with its partner Dynamics: the Universal Stage Adapter (image 3). This connects the Orion spacecraft, in which the astronauts will be staying, with the upper stage of the SLS Block 1B rocket and at the same time protects the precious cargo. The adapter has a height of some 10 metres and measures just under 8.5 metres in diameter at its widest point.

**Key customers:** Amazon, United Launch Alliance (ULA), Ariane Group, NASA, ESA, Avio, Mitsubishi

**Locations:** Emmen, Zurich, Linköping, Huntsville\*, Decatur

**Employees in 2022:** 660

\*To focus capacities, the Huntsville and Decatur sites will be combined.

## **Satellites Division**

The Satellites Division brings together all of Beyond Gravity's satellite activities and supplies mission-critical products for a wide range of satellite missions for commercial and institutional customers. With the exception of engines, all core elements of a satellite are offered: from the satellite structure, the computer and other electronics to thermal protection, a wide variety of mechanisms and slip rings.

### **Computers for satellite constellations**

For hundreds of small satellites, forming a satellite network, Beyond Gravity has developed the Constellation On Board Computer (COBC, image 1) – a computer based entirely on commercial components, offering high performance, short delivery times, competitive pricing and high reliability. After many years of development and investment, it is already used in over 50 models.

> Key customers: ESA, NASA, Maxar, Rocketlab, Ball Aerospace, Airbus Defence & Space, Thales Alenia Space

Locations: Gothenburg, Nyon, Tampere, Titusville, Vienna/Berndorf, Zurich

**Employees in 2022:** 750





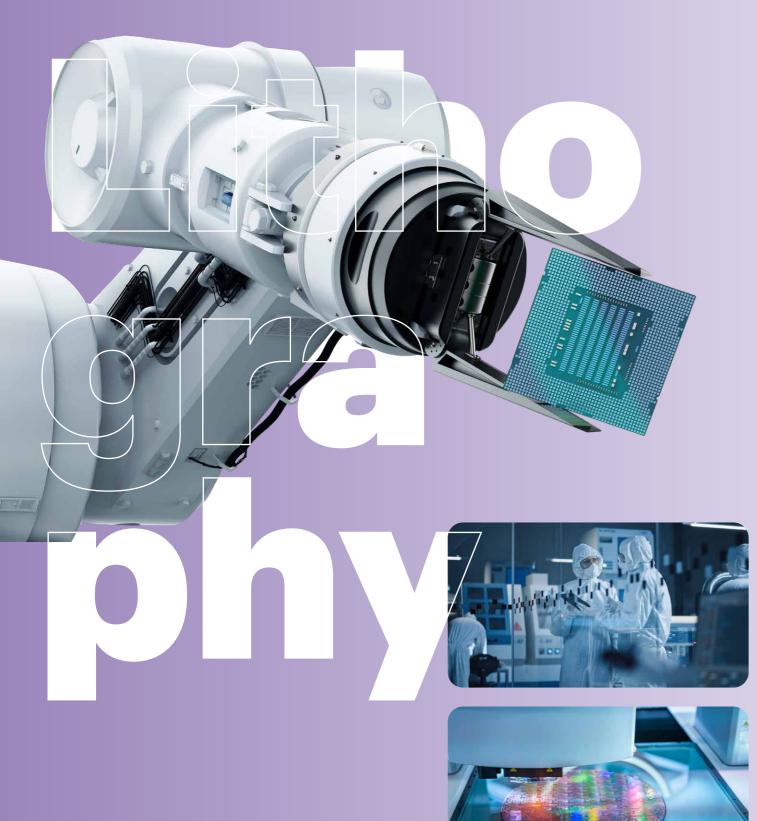


### **Mechanisms for electric engines**

Satellites are increasingly using electric ion engines. Beyond Gravity provides important control mechanisms for the ion engines of NASA's new Gateway space station (image 2). These mechanisms allow the thrust direction of the electric engines to be correctly aligned for both precise manoeuvres and long range orbit changes around the Moon during Gateway's lifetime. Beyond Gravity has more than 20 years' experience in building control mechanisms - including for the European satellite navigation system Galileo and for commercial satellites.

### **Slip rings for satellites**

Slip rings (image 3) are necessary to enable uninterrupted rotation and to continuously transmit data and electricity. Slip rings are used, for example, in mechanisms that continuously align satellites' solar panels with the sun in order to provide the greatest possible power supply for the satellites' systems. Beyond Gravity is the European leader in the field of space applications and can look back on many years of experience.



## **Lithography Division**

Beyond Gravity has been active in the field of lithography for over 20 years and is a key player in the semiconductor industry supply chain. In October 2022, the new Lithography division was launched to further strengthen its position as a key partner in the market. The division produces special actuators and special mechanical assemblies for ZEISS, which are required for the nanometre-precise exposure of wafers (semiconductor silicon substrate). The optical systems from ZEISS are used worldwide in machines that manufacture microchips and form the basis for numerous high-tech applications such as smartphones or artificial intelligence.

### 1,000 mechanical assemblies manufactured

More than 1,000 special mechanical assemblies have already been manufactured with high production reliability and are in use in the semiconductor industry. The assemblies help provide sharp and precise exposure in lithography machines. The business unit will be further expanded in the coming years to meet increasing demand.

### **Goniometer developed**

The goniometer, an element of a measuring and testing system for the quality control of mirror units for lithography systems, is currently being developed in a cross-site collaboration between the teams in Zurich and Dresden. Delivery of the goniometer is scheduled for autumn 2023.

### **Actuators for extreme requirements**

At the physical limit of feasibility: the actuators, which Beyond Gravity manufactures for the semiconductor industry, operate in a vacuum and have to fulfil extreme requirements. We meet these requirements thanks to our expertise, the purity of our materials and our cleaning processes, throughout our supply chain.

**Customer:** ZEISS Semiconductor Manufacturing Technology (SMT) **Locations:** Coswig, Zurich **Employees:** 185

## **Platform for innovation**

At Beyond Gravity, innovation has many faces and very different origins. For example, in the "Launchpad", the company's own incubator programme for start-ups. But also internally: with the Space Race competition for engineers. And last but not least, in cooperation with students and universities.

### Launchpad - the platform for start-ups

In October 2022, Beyond Gravity launched its own startup programme called "Launchpad" (image 1). The incubator supports start-ups and their promising space technology ideas. The incubator's three focal points are space technology itself, the optimisation of value chains, and the human factor in general. In an eight-week programme, Beyond Gravity offers exclusive contacts in the international space environment as well as access to highly-specialised engineers, leading technologies and varied production resources.

### **Coordinated innovation**

Everything to do with innovation comes together in the innovation team. It launches collaboration training, maintains the internal innovation channel on Yammer and helps organise the internal Space Race competition (image 2). Different teams of engineers each take on a special challenge: in 2022, the focus was on new ways of transmitting power from rotating parts to fixed parts and how these are used for motors to control solar panels on satellites. In addition, a three-month project started with a group of students from the University of St. Gallen to successfully implement business model innovations related to the collection of data from the atmosphere, which is used in meteorology or climate change research, for example.

### The STARS are the employees

The stars are the employees at Beyond Gravity who have the courage to challenge and improve the status quo. They are the people who contribute to the company's success. But STARS is also an element of new culture, curiosity and performance. Various initiatives have emerged from the internal STARS programme, such as the Woman Alliance Community, which offers events, workshops and other networking opportunities for women at different locations, and the Work out Loud platform with a 12-week personal development programme.

### **Student rocket launches**

The student-run association ARIS (Akademische Raumfahrt Initiative Schweiz – English: Academic Space Initiative Switzerland) or the EPFL Rocket Team bring together students from various Swiss universities who are passionate about space exploration. In addition to two competitions with successful rocket launches in Portugal and the USA, ARIS was also able to carry out the first launch here in Switzerland in 2022 (image 3). In around 10 years, ARIS then wants to break through the Kármán Line with a self-engineered rocket and launch its self-developed satellite into space. Beyond Gravity supports ARIS and the EPFL Rocket Team both financially and with technical know-how as an initiative partner.



26

## **Space is the future**

The importance of space as an economic factor is growing strongly. Lower launch costs promise continued growth. As a supplier, Beyond Gravity is well positioned with expertise in many fields.

The global space industry is in the midst of a major change and transformation. The scientific exploration of space has recently celebrated great successes, most notably with the successful launch and commissioning of the James Webb Space Telescope. The Artemis missions are an equally exciting and comprehensive project, which, with the return to the Moon, will form the basis for a journey to Mars, but at the same time also include economic interests. In addition, large commercial satellite constellations by Amazon, SpaceX and OneWeb are shaping events in space. And, not least, space tourism is also gaining momentum, for example with Virgin Galactic or Blue Origin.

### Launch costs will fall massively

The many governmental players and commercial providers are stimulating the space market to an unprecedented degree. A study (2022) by Citibank predicts that the space industry will generate an annual turnover of more than USD 1 trillion by 2040, up from around USD 370 billion in 2020 and an annual growth rate of five percent. The main driver of space industry growth is lower launch costs. The study predicts that launch costs could fall from USD 1,500 today to USD 100 per kilogram by 2040.

### Climate and space debris as drivers

According to a study by Morgan Stanley (2022), important drivers for the growth of the space industry include, on the one hand, the climate crisis and the resulting increased demand for data (e.g. satellite imagery), major private investments in the new space sector, the increasingly acute issue of space debris, but also the security needs of states, which are expanding into the space sector. And last but not least, there is the telecommunications industry and its needs for connectivity, navigation and communication.

### Important contracts won

Beyond Gravity has won important contracts and prestigious customers in both the launch vehicle and satellite sectors, and is working with them at the forefront of further space exploration. In 2022, for example, Beyond Gravity received the largest order in the company's history and will supply products – including dispensers and payload fairings – for the launch of Amazon's Kuiper satellite network. Beyond Gravity also works with renowned organisations such as ESA and NASA in the institutional sector, for example on the James Webb Space Telescope, the Artemis missions and the latest generation of Galileo navigation satellites.

For Beyond Gravity, "Realising what's next" also means that the company is working on innovative projects that are changing the space industry. Beyond Gravity's powerful and space-qualified computers will be used in the field of deorbiting (the collection of space debris) as well as in the small- and mini-rocket sector, where the company is delivering compact and innovative solutions in the field of rocket nose cones.



"Even though missions such as Artemis are working on getting to Mars in the near future, one thing is certain. For the time being, Earth will remain humanity's only home. We want to assume our responsibility and contribute to making sure that our planet is preserved for future generations by using resources wisely. At Beyond Gravity, we are convinced that it is important to combine economic success and growth with environmental and social responsibility. We understand sustainability comprehensively, in the sense of ESG (Environment, Social, Governance): our goal is to minimise negative impacts on our planet and to promote the well-being of our employees and the communities in which we operate. We are therefore committed to transparency and will communicate our ESG efforts through a comprehensive annual ESG report. We will also continue to ensure seamless compliance and proactively integrate the increasing regulations and investor requirements regarding ESG into our thinking and actions. Not least, we see sustainability as an opportunity for new products and services, markets and revenue streams."

Dr. Remo Lütolf Chairman of the Board of Directors

## André Wall

CEO Beyond Gravity & RUAG International

"We have to take care of the planet, because if we don't, we're not going to be able to go anywhere else." NASA astronaut and environmental advocate Piers Sellers

## A word from André Wall

Interview with the CEO

Global crises such as the climate crisis, the Covid-19 crisis or the war in Ukraine and the associated challenges such as the energy shortage and supply bottlenecks show that globally active companies in particular are exposed to many external influences. But companies can also contribute to solving global challenges and exploit the opportunities offered by ESG (Environment, Social, Governance). For Beyond Gravity, too, the topic of sustainability is moving into the focus of all our thinking and actions. CEO André Wall explains the background in an interview.

### André, compared to other industries, ESG became an issue in the aerospace industry relatively late. Why now of all times?

André Wall: The space industry is central to solving many of the challenges facing mankind, such as telecommunications, satellite-based navigation or climate monitoring and forecasting. Whether it is climate protection, the deorbiting of space debris, sustainable forms of propulsion or reuse concepts for launch vehicles: ESG has gained in importance for the entire industry, especially in recent months and years, and has thus also become the driving force for numerous innovations, changes and also new business fields for the industry.

## Hand on your heart: Why is sustainability important to you as CEO, but also personally?

When we launched our new brand Beyond Gravity at the beginning of 2022, we consciously communicated a new corporate vision: For the benefit of mankind. It is clear that we also put ESG at the top of the agenda. My goal as CEO of this company is to contribute to the positive development of mankind and improve life on earth with our products and innovations. As a leading aerospace supplier, we are already at the forefront. This also includes making our contribution to overcoming the climate crisis. And not least, I am a father, which raises my awareness of leaving the planet intact for our children and future generations.

### Beyond Gravity is to be privatised by 2025 at the latest. Do potential investors also play a role here?

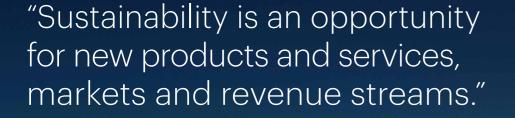
The fact is that more and more investors are paying very close attention to how responsibly and sustainably a company conducts itself when making investment decisions. A company that addresses ESG issues can increase its interest among potential investors and thus raise capital more easily.

## Where do you see Beyond Gravity's contribution to a more sustainable industry?

With our leading market position in many of the industry's key products, we can positively influence the sustainable development of the space industry by promoting sustainable practices across our operations – including working closely with our customers and partners who pursue similar goals. My goal for Beyond Gravity is that, in addition to consistent customer focus and economic success, we make sustainability an integral part of our DNA. Last year, we therefore launched a comprehensive ESG project to obtain a systematic overview of where we are and how we can address the issues even more strategically in the future. Because a lot is already happening at Beyond Gravity. For reporting year 2023, we will publish our first comprehensive ESG report, which will appear in the first half of 2024.

## "I want sustainability to be an integral part of our DNA."

André Wall CEO Beyond Gravity & RUAG International



### André Wall

CEO Beyond Gravity & **RUAG** International





### When you say that a lot is already happening, in which areas specifically and where do you see a need to catch up?

We are already well positioned in many areas. For example, we meet the benchmarks in health & safety, compliance, risk management and cyber security. We also have comprehensive KPIs that we regularly evaluate and that guide us in our daily work. We have some catching up to do in the areas of environment and diversity. Specifically, regarding the representation of women in our company, we are not yet where we want to be. And in the area of the environment we now want to step up our efforts and become more energy efficient - be it through the consistent use of LED light bulbs at our sites, the optimisation of air-conditioning systems or the use of energy-saving devices and equipment. When constructing new buildings, as is currently the case in Linköping, for example, we also pay attention to the energy sustainability of the building. In the future we will focus even more on sustainability in our supply chain.

### You hear it all the time: "Sustainability is like drilling through hard boards". How do you want to make ESG part of your company's DNA and where do you see resistance?

ESG will be on the agenda everywhere in the future. When we start a project, we will not only consider quality and profitability, but we will also ask: How sustainable is the project? What can we do to minimise the impact on the environment? That is the first step. I want every employee to think about ESG as well. This requires conviction, perseverance and leadership so that we can slowly change our culture towards a more sustainable use of resources.

### **Does sustainability have a cost?**

Of course, investments are also necessary. For example, last year we created a position to coordinate and drive our ESG efforts. But I don't want it to be understood as an issue that can be delegated to a central office. Sustainability concerns all of us at Beyond Gravity. We will only make progress if we start at the core of our business. I am also convinced that ESG is ultimately a good business case and can also generate a good return on investment and perhaps even open up new areas of business. Last but not least, I see sustainability as a great opportunity for new products and services, markets and revenue streams.

### Can you give us some examples?

Even today, many missions and products in which we are involved - such as the Arctic Weather Satellite, the NASA's climate satellites, the Copernicus Earth observation programme or the weather satellites of the MetOp program - contribute to a better understanding of the environment. We are examining which business models will offer opportunities in the sustainability sector in the future and will be able to actively address them.

André Wall, thanks for talking to us.

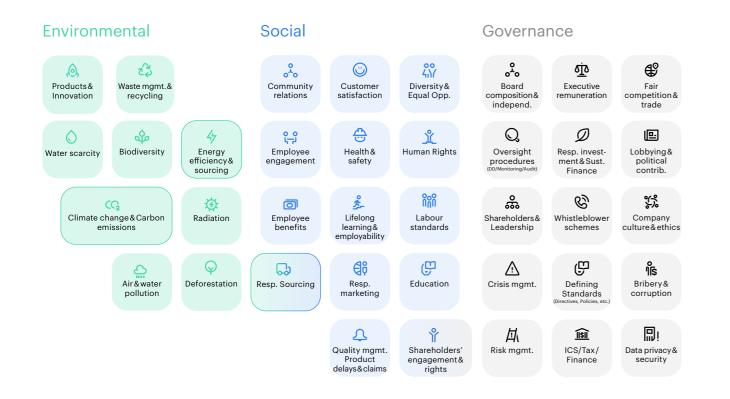
## **Our sustainability strategy**

As a technology company with a global presence, we pursue a strategy that creates value for all stakeholders along the entire value chain - taking into account economic, environmental and social aspects in all our activities.

### Definition of the strategy

Last year, for the first time, we conducted a consolidated assessment in a framework across all ESG topics. In doing so, we analysed all topics and identified those that were most relevant to us. Risks and opportunities, the influence beyond our company (double materiality), the relevance for international standards, and the potential for improvement were taken into account.

The identification of material ESG issues for Beyond Gravity is based on the following process, which defines the focus topics for our future reporting and also indicates which indicators will be published in the future. The process also reveals our strategic focus areas and any weaknesses; areas in which Beyond Gravity will have to invest and improve in the future.





### Materiality analysis: Where are the biggest levers for Beyond Gravity in terms of ESG?

An ESG (Environmental, Social and Governance) materiality analysis is a process that identifies and prioritises the most important ESG topics for a company. The criteria that are relevant for an ESG materiality analysis generally include environmental impact (e.g. greenhouse gas emissions, energy and water use, waste management), social impact (e.g. labour standards, human rights and social engagement), corporate governance impacts (e.g. composition and independence of the board of directors, executive remuneration and risk management), financial impact (e.g. sales, profit, and return on investment), reputational impact (e.g. customer satisfaction, employee engagement and stakeholder trust) and legal and regulatory impact (compliance with laws and regulations; environmental, labour and anti-corruption laws within the company).

### **Raising awareness and anchoring ESG in the company from the outset**

Deciding which ESG topics are considered material to Beyond Gravity was based on a combination of internal and external factors. The internal input included data and information from the company's operations and management, while external input included the views of stakeholders such as investors, customers and industry experts. ESG standards and guidelines such as the Global Reporting Initiative (GRI) and the Sustainability Accounting Standards Board (SASB) were taken into account.

Under the guidance of sustainability experts, a workshop was held on August 17, 2022 with around 30 employees from all Beyond Gravity business areas and sites. In addition to providing input on the materiality analysis, another objective of the workshop was to anchor and broadly support ESG in the company from the outset. Based on the various inputs, the Board of Directors and Executive Board finally decided on the three strategic key topics "Climate change and carbon emissions", "Energy efficiency and sourcing" and "Responsible sourcing". In order to raise employee awareness of ESG, Beyond Gravity has already launched communication campaigns on various ESG topics. Last year, Beyond Gravity launched an energy saving campaign against the backdrop of the current energy crisis.

mance in key areas and

### Governance & anchoring

 Define organisational structure

- Roadmap&Measures
- Resources& Responsibilities

### Start

### Implementation

 The implementation starts with a new organisational structure Communication, meeting structure and working tools in a project-like structure

### Reporting

- Measurement of ESG performance
- Communication of
- measures
- Compliance with all external requirements

## Our three strategic key topics

Our levers to turn the blue dot green

The results of our materiality analysis have shown that there is still a lot to do in the area of "Environmental" and at the same time we have a lot of potential and opportunities. We are therefore focusing on environmental topics as a first step. These topics are not only relevant for us as a company, but are also important for the industry as a whole, our stakeholders and society. The three strategic key topics are complemented by measures in the areas of social and governance topics.

## Key

### Key topic 1: Climate change and carbon emissions

Careful management of our environment and climate is one of the three strategic key topics for Beyond Gravity in the coming years. We are focusing primarily (but not exclusively) on reducing carbon dioxide. We consume very few fossil fuels and already obtain most of our energy from renewable energy sources. Nevertheless, as a manufacturing company with 1,600 employees, we have a significant carbon footprint, which we want to further reduce in the years to come. The following levers will make a significant contribution to reducing our CO<sub>2</sub> emissions across the company:

### **Optimising energy efficiency and sourcing:**

Optimisation measures in the area of energy consumption will enable us to further reduce energy consumption and thus both directly and indirectly reduce our CO<sub>2</sub> emissions. These can be, for example, measures to improve the building shell, the use of LED lights or the recalibration of heating and cooling systems. However, the day-to-day efficient use of energy by our employees also makes a significant contribution to reducing overall energy requirements.

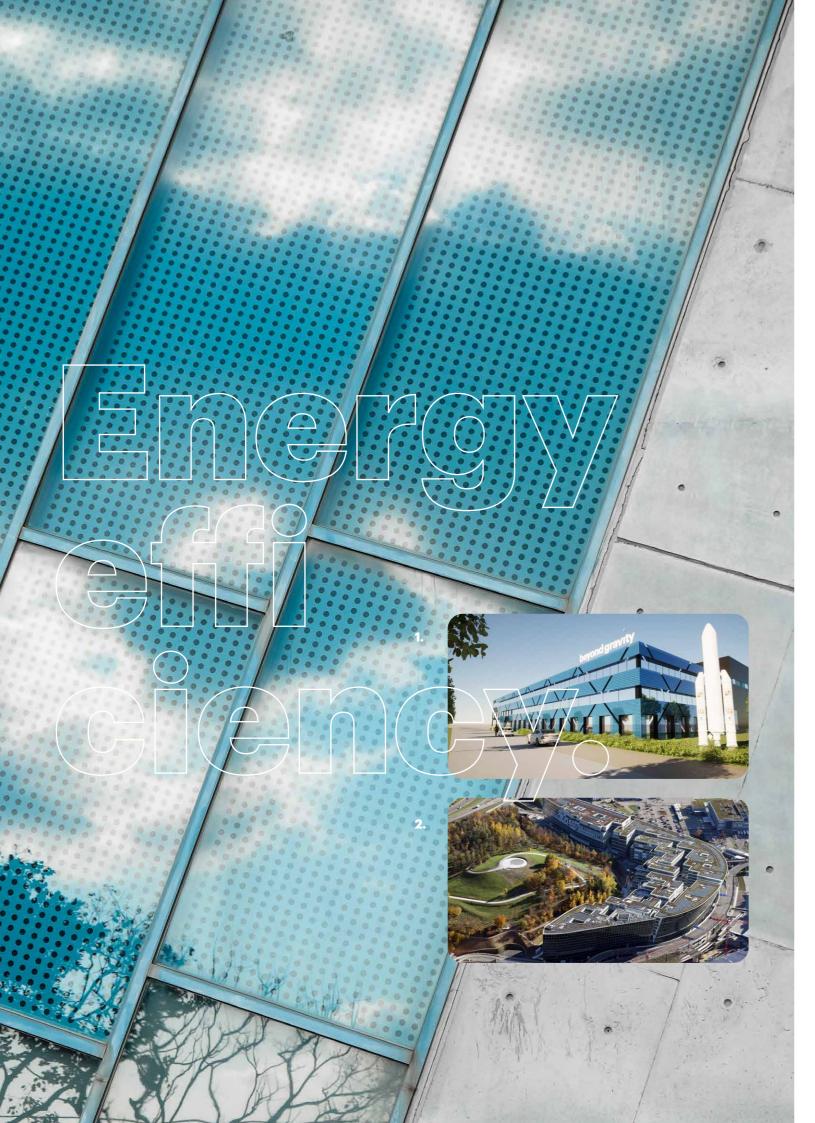
**Renewable energy:** The aim is to gradually be able to cover our energy needs exclusively through renewable energy. This will enable us to reduce the use of fossil fuels and, consequently, CO<sub>2</sub> emissions.

**Supply chain:** By far the largest carbon footprint is indirectly caused by our supply chain. The aim is therefore to better monitor and evaluate our suppliers and to work with them on common goals for reducing CO<sub>2</sub>.

Switching to public transport, cutting down on business trips, making the workplace more flexible: We want to motivate our employees and create incentives to use public transport to get to work, to reduce unnecessary business trips, to favour rail travel over air travel wherever possible, and to enable working from home wherever it makes sense.

**Net Zero:** Even though the path to climate neutrality will be challenging, we want to outline the way there in the coming year.





## Key topic 2: Energy efficiency and sourcing

By otimising energy consumption, we can contribute to alleviating the current energy shortage, reduce CO<sub>2</sub> emissions and at the same time lower our energy costs. The most important drivers in this regard are the following:

**Employee behavior:** Practical behavior by employees in production, when closing and opening doors and windows, using tools or electric lights, can make a significant contribution to reducing energy consumption overall. Beyond Gravity will use corporate communications and on-site training to raise awareness among employees.

Technical optimisation: Building shells, lights, door opening mechanisms, system operating times or the recalibration of air-conditioning and heating systems can make a significant contribution to reducing our energy needs.

### Step by step towards modern, sustainable offices

We are currently renovating our offices in Gothenburg, Linköping and Vienna, and in Zurich we are renting additional space in the Circle at the airport from summer 2023. The result will be attractive open-space offices with flexible workstations that promote cross-functional learning, collaboration and engagement.

The modern offices will help us to reduce heating and energy costs in our premises. In some locations, such as Linköping, there are solar panels on the entire roof of the production area.

1. Visualisation of our new office in Linköping. The renovation will be completed in 2024.

2. "The Circle" building at Zurich Airport. From summer 2023, some of our employees will move into the modern open-plan office.

**Space optimisation:** The reduction in office space through shared offices also helps to cut heating and energy costs in our premises.

**Renewable energy:** The aim is to gradually be able to cover our energy needs exclusively through renewable energy. This will enable us to reduce the use of fossil fuels and, consequently, CO2 emissions.

### Key topic 3: Responsible sourcing

It is important for us to work with suppliers who share our sustainability goals. In addition to climate protection measures, we also ensure compliance with all laws and regulations affecting us within the supply chain - for example with regard to human rights, corporate integrity, and health and safety. A software-based monitoring and evaluation solution and a business code of conduct serve as tools for greater transparency.

Supplier commitment: A commitment to our business code of conduct and defined goals from our suppliers form the basis and understanding of ESG materiality issues.

Supplier Monitoring & Assessment: A softwarebased solution for monitoring and assessing ESG performance data from our suppliers as well as selective additional transparency within our supply chain vis-à-vis our management.

Supplier Development: Accompanying and supporting suppliers in the application of measures plays an important role in the implementation of our ESG ambitions within our supply chain. Supplier development in ESG disciplines will also be taken into account as a competitive advantage in the selection of suppliers.



### **Zero tolerance of discrimination**

Beyond Gravity clearly positions itself against any kind of discrimination. It is therefore important to be aware of forms of discrimination and to examine and implement possible counter-measures.



### **Conscious use of consumables**

Consumables account for a significant share of waste and disposal management. We can reduce our footprint by increasingly using recycled materials, reusable product solutions or climate-neutral products.



Recycle carbon

prepreg

materials

### Less waste - more recycling

as recycled waste.

into the sea.



### **Opportunities, but also risks in view**

Our current enterprise risk management system will be expanded in the future to include all major ESG topics and, in the spirit of double materiality, will also take into account risks beyond Beyond Gravity.

Sustainability also counts in remuneration

of sustainability.

We create financial transparency



## Strong, together with our ESG network account in decision-making.

### ... and beyond!

The three strategic focal points focus primarily on the "Environmental" area. Of course, as a global company, other social and governance issues are also important to us. The three strategic key topics are therefore complemented by the following measures:



satisfaction

### On the pulse of customers and markets

In future, we will measure the satisfaction of our customers on an annual basis, thus creating an important basis for a sustainable customer relationship and the early identification of any weaknesses.



### **Consistent compliance with human rights**

We attach particular importance to integral compliance with human rights. In this respect, we expect our suppliers to respect the fundamental rights of people at all times in their business activities.



### **Diversity is our strength**

Diversity contributes to a tolerant and open corporate culture and is central to ensuring that different perspectives are incorporated into decision-making processes. Increasing diversity in the company and, as a first step, specifically the proportion of women in management positions, is one of our stated goals.

• Pre-impregnated carbon fibre waste will in future be sent to a specialist supplier so that it can be reused

• Salvage of payload fairings: Due to the expected significant increase in rocket launches, we want to give our customers the technical possibility in future to track down and dispose of payload fairings that have fallen

In addition to financial and personal targets, an ESG target will in future be included in the bonus awards of the company's executives and managers. In this way, we are improving management's incentives in favour

In future, we will supplement our year-end reporting with extended information on the governance structure with regard to possible conflicts of interest as well as tax-relevant financial key figures.

ESG managers in all countries and divisions form part of an internal ESG network so that ESG implementation is better coordinated internationally and country-specific differences can be taken into

## **Austria leads by example**

In Austria, we have been committed to the issue of sustainability for more than 20 years now and have received the internationally recognised ISO 14001 certification every year. This confirms that we consistently comply with environmental guidelines and laws and fulfil our ecological responsibility.

Annual targets such as the systematic identification of risks and opportunities or the optimisation of the company's environmental protection through a continuous improvement process are a permanent feature for the environmental management team in Austria. In addition, we continuously set ourselves the target of increasing competitiveness, exploiting potential savings through energy-saving measures and creating more legal certainty and lower environmental risks.

### We have already successfully implemented the following measures in Austria:

• Switching to electricity from 100% renewable energies Continuous energy savings through ongoing technical optimisation of plants and their control, adaptation of processes or the replacement of equipment Step-by-step conversion to LED lighting • Raising awareness for environmentally-friendly behavior among employees, such as switching off appliances at the end of the day and the conscious use of air-conditioning or heating devices in offices and meeting rooms • Expansion of electromobility: gradual, carefully considered partial conversion to electric cars and the installation of electric charging stations

The three strategic key topics that Beyond Gravity has defined comprehensively for the company are already being addressed in Austria. "For example, we had a 'Corporate Carbon Footprint' (CCF) drawn up for the first time in 2017, and next we would like to examine the lifecycle of our thermal protection foils. It makes me proud that we are already on the right track here in Austria and that my work is considered valuable and meaningful," says Bettina Hartmann, Specialist Facility & Environment. Bettina has been with the company since 2000. In her current role, she can draw on over 10 years' experience in the field of sustainability.

### We have our corporate carbon footprint under control

With the revision of ISO 14001 in 2015 (ISO 14001:2015), the topic of lifecycle assessment was brought into focus and declared as a standard requirement. To comply with the standard requirement, in 2017 we had a corporate carbon footprint drawn up for the first time. To this end, all three scopes of the Greenhouse Gas (GHG) Protocol were used.



Scope 1 • 8.89% Scope 2 8.66% Scope 3 • 82.45%

"The Corporate Carbon Footprint records all emissions generated by our activities over a year. I am satisfied with the result for Scope 1, as we source electricity from 100% renewable energy. The most potential for improvement currently lies in Scope 3, in the area of mobility. Switching to public transport, reducing business travel and making the workplace more flexible are measures which will contribute to improving the results in the future."

### The results:

### GA overview: CCF according to scope

Scope 1	116
Scope 2	113
Scope 3	1,082

### **SCOPE 1**

**Direct emissions** 

**SCOPE 2** 

Indirect emissions

Upstream scope 3

5. Waste in operations

6. Business travel 7. Employee travel

### **Bettina Hartmann**

Specialist Facility & Environment

,724 kg CO₂ eq. ,787 kg CO₂ eq. 742 kg CO2 eq.

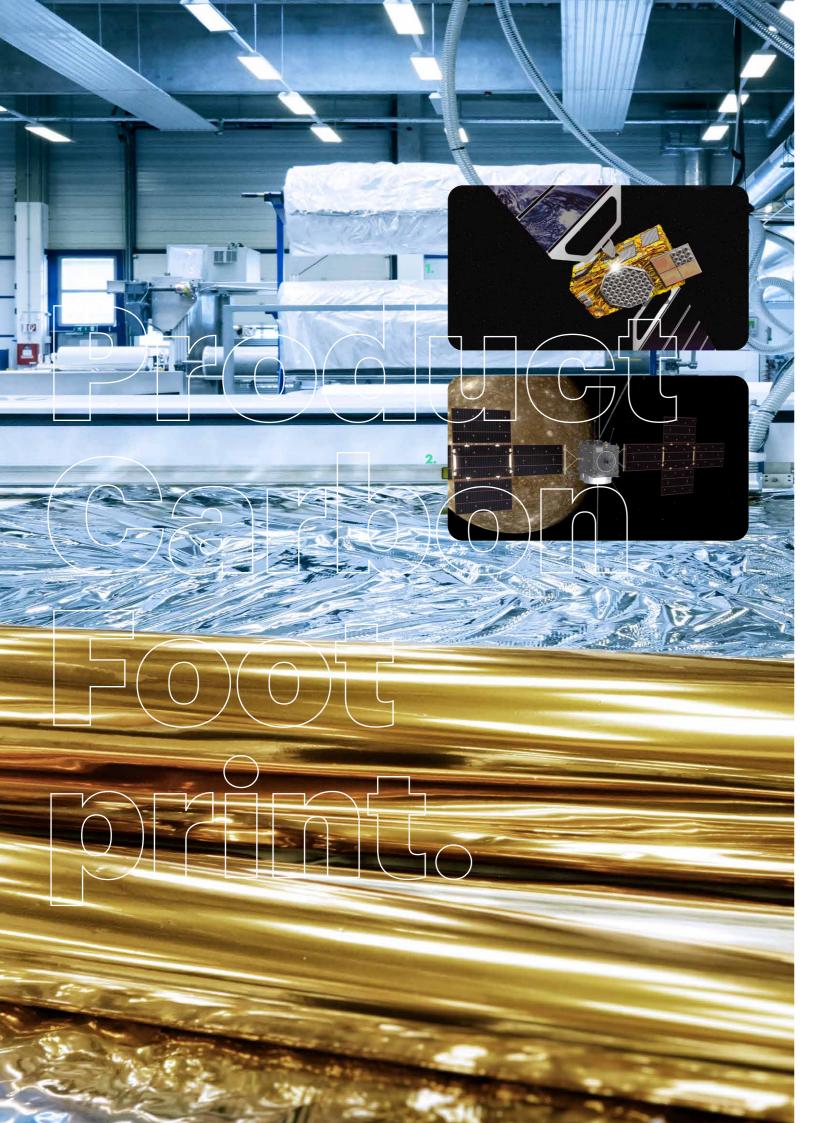
### **SCOPE 3**

Various scope 3 categories:

- . Fuel and energy-related activiti
- 4. Upstream transportation and dist







### What's next? Reviewing the life cycle of our thermal protection foils

Interest in the environmental impact of products and services is growing among companies, suppliers, customers and policymakers. One indicator is the produc carbon footprint (PCF). It provides information about the total greenhouse gas emissions for which a product is responsible during its life cycle. With relatively little effort, it can be used to identify potential improvement and compare alternatives.

"We not only want to comply with the standards and analyse our corporate carbon footprint, but we also want to make a contribution that creates sustainable added value and take a closer look at individual products. Therefore, as our first project, we are planning on calculating and documenting the environmental impact of the thermal foils which protect satellites from extreme heat and cold in space," says Bettina Hartmann, Specialist Facility & Environment. The aim of the project is to create a product carbon footprint of our thermal foils using the "cradle to the gate" approach. The carbon footprint is expressed in CO2 equivalents and provides transparent, easy to understand and easily communicable results. The calculation is based on standard ÖNORM EN ISO 14067.

1. The current Galileo system consists of a total of 28 satellites. These are protected from heat and cold in space by our thermal protection foils.

2. Our thermal protection foil protects Europe's mission to Jupiter (Juice) from temperatures of plus/minus 230 degrees Celsius.

ct	We will take into account the relevant raw materials, auxiliary materials and energy sources. The system boundary begins with the production or extraction of the raw materials, materials and consumer goods,
ct	including any relevant transport and ends with the delivery to the customer. This will enable us to communicate
its	the total greenhouse gas emissions of our thermal foils as a key figure to all stakeholders should there be interest and demand.
	Furthermore, with this evaluation method we will be able to independently calculate alternative foils in the future. One possible future scenario would be to declare the
n	foils as climate-neutral by means of CO <sub>2</sub> compensation through climate protection projects.
m	
ct	
n	
le	

Key figures

Consolidat of RUAG Int

Notes to the of RUAG In

Report of the of RUAG Interview of RUAG Interview of the second s

Financial st of RUAG Int

Notes to the of RUAG Interview

Report of the of RUAG Interview of RUAG Interview of the second s

	40-43
ed financial statements	
ternational	50-53
e consolidated financial statements	
ternational	54–87
ne statutory financial statements	
ternational	88-89
atements	
ternational Holding Ltd	90-91
e financial statementes	
ternational Holding Ltd	92–94
ne statutory auditor on the financial statements	
ternational Holding Ltd	95-96

18\_10

### **Overview of key figures**

in CHF m	2022	2021
Order intake	1043.2	1424.3
Order backlog	1013.1	1190.8
Net sales	944.7	1239.9
Operating income	990.8	1276.8
Cost of materials and purchased services	(369.3)	(438.1)
Personnel expenses	(424.7)	(540.7)
Other operating income	189.8	29.2
Other operating expenses	(187.8)	(211.7)
Earnings before interest, taxes, depreciation and amortisation (EBITDA)	198.8	115.6
EBITDA in % of net sales	21.0%	9.3%
Earnings before interest and taxes (EBIT)	177.9	70.2
EBIT in % of net sales	18.8%	5.7%
Net profit	154.3	58.3
Net profit in % of net sales	16.3%	4.7%
Cash flow from operating activities	(64.1)	84.8
Cash flow from investing activities	535.7	(76.6)
Free cash flow	471.6	8.2
Cash flow from financing activities	(2.9)	(59.7)
Equity attributable to the RUAG International shareholder	686.4	502.5
Equity in % of total assets	62.1%	44.9%
Return on equity <sup>1</sup>	26.0%	12.1%
Description emertiestics and impoissent	20.0	4E 4
Depreciation, amortisation and impairment Research and development expenses <sup>2</sup>	20.9	<u>45.4</u> 27.6
	18.1 1.9%	27.6
in % of net sales	1.9%	2.2%
Net sales per employee (in CHF thousands)	197	200
Added value per employee (in CHF thousands)	120	126
Employees (FTE) as at 31 December incl. apprentices	2963	6145
Number of employees (average FTE for year, incl. apprentices)	4801	6206
Number of registered shares (nominal CHF 100 or CHF 1000 in the previous year) <sup>3</sup>	2179000	340000
Earnings per registered share <sup>3</sup>	70.80	171.57
Paid dividend per registered share <sup>4</sup>	91.79	0.89
Distribution ratio <sup>3</sup>	129.6%	0.5%
Book value per registered share in CHF <sup>3</sup>	315	1478

1.1

<sup>1</sup> Net profit as a percentage of average equity.

<sup>2</sup> Includes the self-financed research and development expenses that were incurred during the year under review at the company's own risk and recognised as expenses. <sup>3</sup> On 8 June 2022, BGRB Holding Ltd distributed its stake in RUAG MRO Holding Ltd to the Swiss Confederation. RUAG International Holding Ltd was then merged into BGRB Holding Ltd on 8 June 2022, after distribution of the dividend in kind, with retroactive effect from 1 January 2022. The merged company was renamed RUAG International Holding Ltd at the same time. The content of the consolidated financial statements presented corresponds to that of the previous RUAG International Group, both in the year under review and in the comparative period 2021, although BGRB Holding Ltd is the legally surviving company. The number of registered shares and the nominal value of the shares have changed following the merger. The previous year's values were calculated with the previous number of shares from the previous year.

<sup>4</sup> Expected dividend 2022 as proposed by the Board of Directors: CHF 200 million Dividend paid per registered share 2021 calculated with the number of shares 2022.

Five-year overview <sup>1</sup>					
in CHF m	2022	2021	2020	2019	2018
Order intake	1043.2	1424.3	1214.2	1892.7	2220.9
Order backlog	1013.1	1190.8	1168.5	1634.2	1794.1
Net sales	944.7	1239.9	1181.3	2003.1	1998.5
Earnings before interest and taxes (EBIT)	177.9	70.2	(223.8)	(7.4)	105.9
EBIT in % of net sales	18.8%	5.7%	(18.9%)	(0.4%)	5.3%
Net profit (loss)	154.3	58.3	(218.7)	(25.0)	73.6
Net profit (loss) in % of net sales	16.3%	4.7%	(18.5%)	(1.2%)	3.7%
Cash flow from operating activities	(64.1)	84.8	18.8	132.5	176.3
Cash flow from investing activities	535.7	(76.6)	(74.1)	2.8	(82.7)
Free cash flow	471.6	8.2	(55.3)	135.3	93.6
Cash flow from financing activities	(2.9)	(59.7)	(23.8)	(109.3)	(87.5)
Equity attributable to the RUAG International shareholder	686.4	502.5	462.7	1028.5	1022.3
Equity in % of total assets	62.1%	44.9%	36.9%	55.1%	51.2%
Return on equity <sup>2</sup>	26.0%	12.1%	(38.4%)	(2.4%)	7.3%
Research and development expenses <sup>3</sup>	18.1	27.6	26.9	41.6	46.2
in % of net sales	1.9%	2.2%	2.3%	2.1%	2.3%
Employees (FTE) as at 31 December incl. apprentices	2963	6145	6299	9 0 91	9127
Number of employees (average FTE for year, incl. apprentices)	4801	6206	6 4 7 6	9157	9 159
<sup>1</sup> On 8 June 2022, BGRB Holding Ltd distributed its stake in RUAG MRO Holding into BGRB Holding Ltd on 8 June 2022, after distribution of the dividend in kin	d, with retroactive	e effect from 1 Jar	nuary 2022. The m	erged company w	as renamed

RUAG International Holding Ltd at the same time. The content of the consolidated financial statements presented corresponds to that of the previous RUAG International Group, both in the year under review and in the comparative periods 2018-2021, although BGRB Holding Ltd is the legally surviving company. As at the end of April 2020, the business activities of RUAG MRO Switzerland were transferred to RUAG MRO Holding Ltd under the umbrella of BGRB Holding Ltd with retroactive effect from 1 January 2020 as a result of the RUAG split (unbundling). The MRO Switzerland business segment formed a separate sister group as of 1 January 2020 and has since no longer been included in the consolidated financial statements of RUAG International Holding Ltd. The comparative periods 2018-2020 have not been restated.

<sup>2</sup> Net profit as a percentage of average equity. For the calculation in 2020, the unbundling effect on equity as at 31 December 2019 was taken into account. <sup>3</sup> Includes the self-financed research and development expenses that were incurred during the year under review at the company's own risk and recognised as expenses.

### **Consolidated income statement 1 January to 31 December**

in CHF m	Note	2022	2021
Net sales	6	944.7	1239.9
Own work capitalised		5.7	5.7
Changes in inventories and work in progress		40.4	31.3
Operating income		990.8	1276.8
Cost of materials and purchased services		(369.3)	(438.1)
Personnel expenses	7	(424.7)	(540.7)
Other operating income	8	189.8	29.2
Other operating expenses	8	(187.8)	(211.7)
Earnings before interest, taxes, depreciation and amortisation (EBITDA)		198.8	115.6
Depreciation and impairment of property, plant and equipment	17	(18.6)	(41.3)
Amortisation and impairment of intangible assets	18	(2.3)	(4.1)
Earnings before interest and taxes (EBIT)		177.9	70.2
Financial income	10	2.9	1.0
Financial expenses	10	(7.0)	(3.7)
Earnings before tax		173.7	67.5
Income taxes	11	(19.4)	(9.2)
Net profit		154.3	58.3
Allocation of net profit:			
Shareholders of RUAG International Holding Ltd		154.3	56.8
Non-controlling interests		_	1.6
Net profit		154.3	58.3

The notes to the consolidated financial statements on pages 54 to 87 form an integral part of the consolidated financial statements.

### **Consolidated balance sheet as at 31 December** in CHF m Cash and cash equivalents Current financial assets Trade receivables Prepayments to suppliers Other current receivables Tax assets Prepaid expenses and accrued income Inventories and work in progress Current assets Property, plant and equipment Intangible assets Non-current financial assets Deferred tax assets Non-current assets Total assets Current financial liabilities Trade accounts payable Prepayments from customers Other current liabilities Tax liabilities Deferred income and accrued expenses Current provisions Current liabilities Non-current financial liabilities Other non-current financial liabilities Employee benefit obligations Non-current provisions Deferred tax liabilities Non-current liabilities Share capital Capital reserves Retained earnings Offsetting of goodwill Other reserves Foreign currency translation adjustments Equity attributable to the RUAG International shareholder

Total liabilities and equity

Total equity

The notes to the consolidated financial statements on pages 54 to 87 form an integral part of the consolidated financial statements.

Equity attributable to non-controlling interests

12         570.3         106.1           13         5.5         3.5           14         84.2         117.1           14         6.5         6.4           14         8.7         13.7           4.3         9.3         17.1           13.4         7         13.4           15.16         271.5         500.8           968.1         770.4           17         128.3         307.5           18         5.7         11.4           13         0.5         0.5           11         3.0         29.5           11         3.0         29.5           137.5         348.9         1105.6           119         5.7         4.6           20         39.7         55.9           20         147.9         178.5           21         15.3         24.5           22         0.4         0.8           23         113.2         136.6           24         27.5         70.0           355.5         476.1         39.3           19         0.2         0.3           22         0.4 <td< th=""><th>Note</th><th>2022</th><th>2021</th></td<>	Note	2022	2021
14         84.2         117.1           14         6.5         6.4           14         8.7         13.7           4.3         9.3         17.1           13.4         9.3         17.1           15, 16         271.5         500.8           968.1         770.4           17         128.3         307.5           18         5.7         11.4           13         0.5         0.55           11         3.0         29.5           137.5         348.9           1105.6         1119.3           19         5.7         4.6           20         39.7         55.9           20         147.9         178.5           21         15.3         24.5           6.3         5.9           23         113.2         136.6           24         27.5         70.0           355.5         476.1         19           19         0.2         0.3           22         0.4         0.8           25         22.7         81.0           24         31.1         39.3           11         <	12	570.3	106.1
14         6.5         6.4           14         8.7         13.7           4.3         9.3           17.1         13.4           15, 16         271.5         500.8           968.1         770.4           17         128.3         307.5           18         5.7         11.4           13         0.5         0.5           11         3.0         29.5           137.5         348.9           1105.6         1119.3           19         5.7         4.6           20         39.7         55.9           20         147.9         178.5           21         15.3         24.5           6.3         5.9         23           23         113.2         136.6           24         27.5         70.0           355.5         476.1         19           9         0.2         0.3           22         0.4         0.8           25         22.7         81.0           24         31.1         39.3           31         9.2         19.3           63.6         140.6	13	5.5	3.5
14         8.7         13.7           4.3         9.3           17.1         13.4           15.16         271.5         500.8           968.1         770.4           17         128.3         307.5           18         5.7         11.4           13         0.5         0.5           11         3.0         29.5           137.5         348.9           1105.6         1119.3           19         5.7         4.6           20         39.7         55.9           20         147.9         178.5           21         15.3         24.5           6.3         5.9         23           23         113.2         136.6           24         27.5         70.0           355.5         476.1         39.3           19         0.2         0.3           22         0.4         0.8           25         22.7         81.0           24         31.1         39.3           11         9.2         19.3           63.6         140.6           26         217.9         340.0     <	14	84.2	117.1
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	14	6.5	6.4
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	14	8.7	13.7
$\begin{array}{c c c c c c c c c c c c c c c c c c c $			9.3
15.16         271.5         500.8           968.1         770.4           17         128.3         307.5           18         5.7         11.4           13         0.5         0.5           11         3.0         29.5           137.5         348.9           1105.6         1119.3           19         5.7         4.6           20         39.7         55.9           20         147.9         178.5           21         15.3         24.5           6.3         5.9         23           23         113.2         136.6           24         27.5         70.0           355.5         476.1         19           19         0.2         0.3           22         0.4         0.8           25         22.7         81.0           24         31.1         39.3           11         9.2         19.3           63.6         140.6         140.6           26         217.9         340.0           578.0         9.5         8.4           62.8         (84.8)         (62.8) <tr< th=""><th></th><th></th><th>13.4</th></tr<>			13.4
968.1 $770.4$ 17128.3 $307.5$ 18 $5.7$ $11.4$ 13 $0.5$ $0.5$ 11 $3.0$ $29.5$ 11 $3.0$ $29.5$ 137.5 $348.9$ 1105.6 $1119.3$ 19 $5.7$ $4.6$ 20 $39.7$ $55.9$ 20 $147.9$ $178.5$ 21 $15.3$ $24.5$ 6.3 $5.9$ 23 $113.2$ $136.6$ 24 $27.5$ $70.0$ 355.5 $476.1$ 19 $0.2$ $0.3$ 22 $0.4$ $0.8$ 25 $22.7$ $81.0$ 24 $31.1$ $39.3$ 11 $9.2$ $19.3$ 63.6 $140.6$ 26 $217.9$ $340.0$ 578.0 $9.5$ $8.4$ $299.3$ $(62.8)$ $(84.8)$ $(9.3)$ $(8.8)$ $(45.8)$ $(52.6)$ $686.4$ $502.5$	15, 16	***************************************	500.8
18         5.7         11.4           13         0.5         0.5           11         3.0         29.5           137.5         348.9           137.5         348.9           19         5.7         4.6           20         39.7         55.9           20         147.9         178.5           21         15.3         24.5           6.3         5.9         23           23         113.2         136.6           24         27.5         70.0           355.5         476.1         39.3           19         0.2         0.3           22         0.4         0.8           25         22.7         81.0           24         31.1         39.3           11         9.2         19.3           63.6         140.6           26         217.9         340.0           578.0         9.5         8.4         299.3           (62.8)         (84.8)         (9.3)         (8.8)           (62.8)         (84.8)         (52.6)         686.4         502.5		•••••••••••••••••••••••••••••••••••••••	•••••••••••••••••••••••••••••••••••••••
18         5.7         11.4           13         0.5         0.5           11         3.0         29.5           137.5         348.9           137.5         348.9           19         5.7         4.6           20         39.7         55.9           20         147.9         178.5           21         15.3         24.5           6.3         5.9         23           23         113.2         136.6           24         27.5         70.0           355.5         476.1         39.3           19         0.2         0.3           22         0.4         0.8           25         22.7         81.0           24         31.1         39.3           11         9.2         19.3           63.6         140.6           26         217.9         340.0           578.0         9.5         8.4         299.3           (62.8)         (84.8)         (9.3)         (8.8)           (62.8)         (84.8)         (52.6)         686.4         502.5			
13         0.5         0.5           11         3.0         29.5           137.5         348.9           1105.6         1119.3           19         5.7         4.6           20         39.7         55.9           20         147.9         178.5           21         15.3         24.5           6.3         5.9         23           23         113.2         136.6           24         27.5         70.0           355.5         476.1         39.3           19         0.2         0.3           22         0.4         0.8           25         22.7         81.0           24         31.1         39.3           11         9.2         19.3           63.6         140.6           26         217.9         340.0           578.0         9.5           8.4         299.3           (62.8)         (84.8)           (9.3)         (8.8)           (45.8)         (52.6)           686.4         502.5	17	128.3	•••••••••••••••••••••••••••••••••••••••
11 $3.0$ $29.5$ 137.5 $348.9$ 1105.6         1119.3           19 $5.7$ $4.6$ 20 $39.7$ $55.9$ 20 $147.9$ $178.5$ 21 $15.3$ $24.5$ 6.3 $5.9$ $23$ 23 $113.2$ $136.6$ 24 $27.5$ $70.0$ $355.5$ $476.1$ 19 $0.2$ $0.3$ 22 $0.4$ $0.8$ 25 $22.7$ $81.0$ 24 $31.1$ $39.3$ 11 $9.2$ $19.3$ 63.6 $140.6$ $140.6$ 26 $217.9$ $340.0$ 26 $217.9$ $340.0$ 578.0 $9.5$ $8.4$ $299.3$ $(62.8)$ $(84.8)$ $(9.3)$ $(8.8)$ $(45.8)$ $(45.8)$ $(52.6)$ $686.4$	18	5.7	•••••••••••••••••••••••••••••••••••••••
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	13	0.5	•••••••••••••••••••••••••••••••••••••••
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	11	····· · · · · · · · · · · · · · · · ·	29.5
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$		137.5	348.9
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$		1105.6	1119.3
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$			
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	19	5.7	4.6
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	20	39.7	55.9
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	20	147.9	178.5
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	21	15.3	24.5
$\begin{array}{c c c c c c c c c c c c c c c c c c c $		6.3	5.9
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	23	113.2	136.6
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	24	27.5	70.0
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$		····· · · · · · · · · · · · · · · · ·	•••••••••••••••••••••••••••••••••••••••
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$			
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	•	***************************************	•••••••••••••••••••••••••••••••••••••••
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	•••••••••••••••••••••••••••••••••••••••		••••••••••••••••••••••
11       9.2       19.3         63.6       140.6         26       217.9       340.0         578.0       9.5         8.4       299.3         (62.8)       (84.8)         (9.3)       (88.8)         (45.8)       (52.6)         686.4       502.5         -       -	••••••	***************************************	••••••••••••••••••••••••
63.6       140.6         26       217.9       340.0         578.0       9.5         8.4       299.3         (62.8)       (84.8)         (9.3)       (8.8)         (45.8)       (52.6)         686.4       502.5         -       -	••••••		•••••••••••••••••••••••••••••••••••••••
26         217.9         340.0           578.0         9.5           8.4         299.3           (62.8)         (84.8)           (9.3)         (88)           (45.8)         (52.6)           686.4         502.5           -         -	11	····· · · · · · · · · · · · · · · · ·	•••••••••••••••••••••••••••••••••••••••
578.0         9.5           8.4         299.3           (62.8)         (84.8)           (9.3)         (8.8)           (45.8)         (52.6)           686.4         502.5           -         -		63.6	140.6
578.0         9.5           8.4         299.3           (62.8)         (84.8)           (9.3)         (8.8)           (45.8)         (52.6)           686.4         502.5           -         -	26	217 9	340.0
8.4       299.3         (62.8)       (84.8)         (9.3)       (8.8)         (45.8)       (52.6)         686.4       502.5         -       -			•••••••••••••••••••••••••••••••••••••••
(62.8)       (84.8)         (9.3)       (8.8)         (45.8)       (52.6)         686.4       502.5         -       -			
<u>    686.4     502.5                              </u>		(62.8)	(84.8)
<u>    686.4     502.5                              </u>		(9.3)	(8 R)
<u>    686.4     502.5                              </u>		(45.8)	(52.6)
		686 /	502.07
686.4 502.5			
		686.4	502.5
1105.6 1119.3			

### Consolidated statement of cash flows, 1 January to 31 December

in CHF m	Note	2022	2021
Net profit		154.3	58.3
		104.0	
Depreciation, amortisation and impairment	17, 18	20.9	45.4
Change in non-current provisions and deferred taxes		(0.5)	(3.6)
Use of non-current provisions		(4.1)	(4.4)
Other non-cash changes		1.1	6.3
Change in net working capital <sup>1</sup>	-	(109.8)	(18.5)
Gain on disposal of non-current assets incl. investments		(129.0)	(1.0)
Financial income	10	(2.6)	(0.9)
Financial expenses	10	5.6	3.2
Cash flow from operating activities <sup>2</sup>		(64.1)	84.8
Capital expenditures for movable plant and equipment	17	(17.9)	(27.2)
Capital expenditures for immovable property, plant and equipment	17	(18.0)	(8.8)
Capital expenditures for intangible assets	18	(4.8)	(4.3)
Acquisition of business operations	4	(1.8)	-
Disposal of plant and equipment		0.1	0.6
Disposals of property, plant and equipment		0.2	4.7
Disposal of intangible assets		—	0.0
Disposal of investments less cash and cash equivalents disposed of	4	578.0	(41.6)
Cash flow from investing activities		535.7	(76.6)
Free cash flow		471.6	8.2
BGRB merger <sup>3</sup>		2.1	_
Decrease in financial assets		0.1	0.9
Repayment of current financial liabilities	•••••	(0.2)	(56.5)
Financial income received		2.6	0.9
Financial expenses paid	••••••	(5.6)	(3.2)
Dividends paid to shareholders		(1.9)	(1.9)
Cash flow from financing activities		(2.9)	(59.7)
Change in cash and cash equivalents before foreign currency translation adjustments		468.7	(51.5
Cash and cash equivalents at beginning of period		106.1	158.5
Foreign currency translation adjustments in respect of cash and cash equivalents		(4.5)	(0.8)
Cash and cash equivalents at end of period		570.3	106.1
<sup>1</sup> Excludes current financial assets, current financial liabilities and other non-current liabilities.			

Excludes current financial assets, current financial liabilities and other non-current liabilities.

<sup>2</sup> Including income taxes of CHF 1.7 million paid in the year under review (previous year: CHF 10.4 million).

<sup>3</sup> On 8 June 2022, BGRB Holding Ltd distributed its stake in RUAG MRO Holding Ltd to the Swiss Confederation. RUAG International Holding Ltd was then merged into BGRB Holding Ltd on 8 June 2022, after distribution of the dividend in kind, with retroactive effect from 1 January 2022. The merged company was renamed RUAG International Holding Ltd at the same time.

The notes to the consolidated financial statements on pages 54 to 87 form an integral part of the consolidated financial statements.

### **Consolidated statement of changes in equity**

Consolidated statement of changes i	n equit	y							
in CHF m	Share capital	Capital reserves	Retained earnings	Offsetting of goodwill	Other reserves	currency translation	Attributable to the RUAG International shareholder	to non-	Total equity
Balance as at 1 January 2021	340.0	9.5	244.5	(84.8)	(3.5)	(42.9)	462.7	(1.3)	461.4
Net profit	_	_	56.8	_	_	_	56.8	1.6	58.3
Recognised in profit or loss									
due to disposal <sup>1</sup>	_	_			_	(2.7)	(2.7)	(0.2)	(2.9)
Change in fair value of cash flow hedges	_	_	—	—	(4.8)	_	(4.8)	—	(4.8)
Gains and losses from cash flow hedges									
transferred to profit or loss	_	_	_	_	(0.5)	_	(0.5)	_	(0.5)
Foreign currency translation adjustments	;								
of foreign subsidiaries	_	_			_	(7.0)	(7.0)	(0.0)	(7.0)
Dividends paid	_	—	(1.9)	—	_	—	(1.9)	—	(1.9)
Balance as at 31 December 2021	340.0	9.5	299.3	(84.8)	(8.8)	(52.6)	502.5	_	502.5
Balance as at 1 January 2022	340.0	9.5	299.3	(84.8)	(8.8)	(52.6)	502.5		502.5
BGRB merger <sup>2</sup>	(122.1)	570.4	(445.2)		_	_	3.1	_	3.1
Net profit	_		154.3				154.3	_	154.3
Recognised in profit or loss									
due to disposal <sup>1</sup>				22.1		19.2	41.2		41.2
Change in fair value of									
cash flow hedges and losses	_	_	_	_	(14.7)	—	(14.7)	—	(14.7)
Gains and losses from cash flow hedges									
transferred to profit or loss	_	_	_	—	14.3	—	14.3	—	14.3
Foreign currency translation adjustments									
of foreign subsidiaries	—	—	—	—	—	(12.3)	(12.3)	—	(12.3)
Dividends paid	_	(1.9)	_	_	_	_	(1.9)	_	(1.9)
Balance as at 31 December 2022	217.9	578.0	8.4	(62.8)	(9.3)	(45.8)	686.4	_	686.4

<sup>1</sup> The cumulative translation differences as well as minority interests were derecognised from equity and form part of the gain on disposal. <sup>2</sup> On 8 June 2022, BGRB Holding Ltd distributed its stake in RUAG MRO Holding Ltd to the Swiss Confederation. RUAG International Holding Ltd was then merged into BGRB Holding Ltd on 8 June 2022, after distribution of the dividend in kind, with retroactive effect from 1 January 2022. The merged company was renamed RUAG International Holding Ltd at the same time.

In the year under review, a dividend of CHF 1.9 million (previous year: CHF 1.9 million) was paid to the shareholder of RUAG International Holding Ltd. This corresponds to a dividend per share of CHF 0.89 (previous year CHF 0.87) taking into account the number of shares after the merger and CHF 5.68 (previous year CHF 5.59) taking into account the number of shares before the merger.

The notes to the consolidated financial statements on pages 54 to 87 form an integral part of the consolidated financial statements.

Notes to the consolidated financial statements of RUAG International

This financial report is a translation of the original German version. In case of any inconsistency the German version shall prevail.

### 1 General information: Business activities and relationship with the Swiss Confederation

RUAG International Holding Ltd is a Swiss joint-stock company headquartered in Bern and wholly owned by the Swiss Confederation. RUAG International Holding Ltd and its subsidiary companies (hereinafter referred to as "RUAG International") focus on the international aerospace and defence businesses with goods and services in the military and civil sectors. RUAG International is bound by the owner's strategy of the Swiss Federal Council.

### **Relationship with the Swiss Confederation**

The Swiss Confederation is the sole shareholder of RUAG International Holding Ltd. Under the terms of the Federal Act on State-Owned Defence Companies, any disposal of the capital or voting majority of the Swiss Confederation to third parties requires the approval of the Federal Assembly. As sole shareholder, the Confederation exercises control over all decisions taken at the General Meeting, including the election and remuneration of members of the Board of Directors and dividend resolutions. Details of transactions with the Swiss Confederation are given in Note 31.

### 2 Summary of significant accounting policies

In 2020, an unbundling process took place in which RUAG was split into two sister companies, RUAG International and RUAG MRO Holding Ltd. Since then, BGRB Holding Ltd has been the parent company of the two sister companies. Until 8 June 2022, RUAG International Holding Ltd was wholly owned by BGRB Holding Ltd, in which the Swiss Confederation was the sole shareholder.

On 8 June 2022, BGRB Holding Ltd distributed its stake in RUAG MRO Holding Ltd to the Swiss Confederation. RUAG International Holding Ltd was then merged into BGRB Holding Ltd on 8 June 2022, after distribution of the dividend in kind, with retroactive effect from 1 January 2022. The merged company was simultaneously renamed RUAG International Ltd.

The content of the consolidated financial statements presented corresponds to that of the former RUAG International group, both in the reporting year and in the previous period, although BGRB Holding Ltd is the legally surviving company. This approach is intended to enable meaningful financial reporting.

The narrow interpretations of the provisions of Swiss company law, according to which the consolidated financial statements of the former BGRB Holding Ltd would have to be presented, were thus not taken into account in favour of meaningful consolidated financial statements.

### 2.1 Basis of preparation

RUAG International's consolidated financial statements have been prepared in accordance with the guidelines of the Swiss Accounting and Reporting Recommendations (Swiss GAAP

FER). Certain provisions of Swiss GAAP FER 31 "Additional recommendations for listed companies" have also been applied. These provisions contain recommendations regarding income tax, financial liabilities and segment reporting. Furthermore, the provisions of Swiss company law were complied with, with the exception of the presentation of the previous year, as explained above. The reporting period covers twelve months and corresponds to the calendar year.

The consolidated financial statements are presented in Swiss francs (CHF). The balance sheet is structured according to maturities.

Current assets include assets that

- □ are realised within 12 months after the balance sheet date,
- or are sold, consumed as part of operational activities, or that
- □ are held for trading purposes, as well as
- □ cash and cash equivalents.

### All other assets are non-current assets.

Current liabilities include liabilities

- □ that must be settled within 12 months after the balance sheet date or
- □ for which a cash outflow is probable within the scope of operational activities, or
- □ that are held for trading purposes.

All other liabilities are non-current liabilities.

The income statement is prepared using the total cost method.

Items are measured at historical cost unless a recommendation requires a different valuation basis for a line item.

Preparation of the consolidated financial statements in accordance with the Swiss GAAP FER recommendations to some extent requires the use of estimates and assumptions. These have an impact on the recognised assets and liabilities, the application of accounting policies, the disclosure of contingent assets and liabilities at the end of the reporting period and the reporting of income and expenses during the reporting period. Even though these estimates and assumptions are based on the management's latest knowledge of current developments and events, the actual results may differ. Exceptionally complex areas, or areas where more extensive use of estimates and assumptions is necessary or where assumptions and estimates have a material impact on the consolidated financial statements, are presented in Note 3.

Unless otherwise indicated, all amounts are in millions of Swiss francs. Please note that the use of rounded figures and percentages may result in differences due to commercial rounding.

### 2.2 Explanation of key figures not defined in Swiss GAAP FER

The operating income sub-total shown separately on the income statement includes all operating income, own work capitalised including changes in inventories and work in progress.

EBITDA corresponds to earnings before interest and taxes (EBIT) before depreciation and impairment of property, plant and equipment and amortisation and impairment of intangible assets and is reported separately in the income statement.

The free cash flow comprises the cash flow from operating activities and the cash flow from investing activities and is shown separately in the statement of cash flows.

These three figures are key performance indicators for RUAG International and are therefore shown separately.

### 2.3 Principles and scope of consolidation

RUAG International's annual consolidated financial statements include subsidiaries where RUAG International Holding Ltd is effectively able to control the financial and operating policies. For control to exist, the investor must have power, exposure or rights to variable returns and the ability to combine those requirements, that is the ability to use its power to affect the variable returns. This is usually the case if RUAG International directly or indirectly holds the majority of the voting power or the potential voting rights of the entity. The assets, liabilities, equity, income and expenses of fully consolidated subsidiary companies are included in their entirety in the consolidated financial statements. Non-controlling interests in equity and net profit are stated separately. Subsidiaries and associates are consolidated with effect from the date of their acquisition, and eliminated from the consolidated financial statements in the event of a loss of control. Changes to investments in subsidiary companies are recognised as equity transactions insofar as these subsidiary companies were previously controlled and continue to be controlled. All intra-Group receivables, liabilities, expenses and income, as well as unrealised intercompany profits, are fully eliminated on consolidation.

The consolidated financial statements are based on the individual financial statements of the Group companies prepared in accordance with uniform principles. All subsidiaries included in the consolidated financial statements have 31 December as their reporting date.

Investments where RUAG International does not exercise significant influence (less than 20% of the voting rights held directly or indirectly) are stated at historical cost less any valuation allowances and shown under "Non-current financial assets".

### **Exchange rates**

Currency		Unit	Annual average 2022	End-of-year rate 2022	Annual average 2021	End-of-year rate 2021	Annual average 1 2020	End-of-year rate 2020
Euro	EUR	1	1.01	0.99	1.08	1.03	1.07	1.08
Swedish krona	SEK	100	9.47	8.86	10.66	10.08	10.21	10.76
US dollar	USD	1	0.95	0.92	0.91	0.91	0.94	0.88
Hungarian forint	HUF	100	0.26	0.25	0.30	0.28	0.31	0.30

An overview of all significant subsidiaries and minority interests is provided in Note 35.

The key consolidation and accounting principles were applied unchanged from the previous year.

### 2.4 Foreign currency translation

RUAG International Holding Ltd's consolidated financial statements are presented in Swiss francs (CHF), the functional currency of RUAG International Holding Ltd.

Transactions in foreign currencies are translated into the functional currency of the Group companies at the exchange rate at the transaction date. At the end of the reporting period, foreigncurrency receivables and liabilities (monetary items) are translated at the exchange rate at the end of the reporting period, while non-monetary items measured at fair value or cost in a foreign currency are translated into the functional currency at the rate at the date of the fair value measurement or the rate at the transaction date. The resulting exchange differences are recognised in profit or loss, with the exception of exchange differences arising from effective cash flow hedges or net investments in foreign subsidiaries, which are recognised directly in equity.

The assets and liabilities of subsidiaries whose functional currency is not the Swiss franc are translated into Swiss francs on consolidation at the exchange rate applicable at the end of the reporting period. The income statement, cash flow statements and other fluctuating items are translated at the average exchange rate for the reporting period. Exchange differences arising from the conversion of the annual statements of subsidiaries are recognised directly in consolidated equity and reported separately as cumulative foreign currency translation adjustments. In the event of disposal of a foreign subsidiary, the cumulative foreign currency translation adjustments previously recognised in equity are transferred to the income statement as a component of the gain or loss on disposals.

Differences arising in the reporting period on translation of equity and non-current intra-Group financial transactions related to net investments in foreign operations, in addition to retained earnings and other equity items, are recognised in the cumulative foreign currency translation adjustments in equity.

In these consolidated financial statements, the significant currencies were translated at the following rates in the reporting periods:

### 2.5 Cash and cash equivalents

Cash and cash equivalents comprise cash and balances in postal checking and demand deposit accounts with financial institutions. They also include term deposits held with financial institutions and short-term money market investments that have a remaining term of no more than three months as at the balance sheet date. This definition is also used for the statement of cash flows. Cash and cash equivalents are recognised at amortised cost.

### 2.6 Current financial assets

Current financial assets comprise term deposits held with financial institutions and short-term money market investments that are held for trading or due within one year.

### 2.7 Receivables and prepayments

Trade receivables and prepayments are recognised at amortised cost less valuation allowances for doubtful receivables. The valuation allowances are estimated on the basis of an analysis of the actual exposure to losses from receivables outstanding at the end of the reporting period. The valuation allowances comprise specific valuation allowances for specifically identified items where there is objective evidence that the outstanding amount will not be received in full, and global valuation allowances. The global valuation allowances are based on historical experience. Receivables and prepayments judged to be non-recoverable are charged to profit or loss as "Other operating expenses".

### 2.8 Inventories and work in progress

Inventories and work in progress are measured at the lower of cost and net realisable value. Cost comprises all costs of purchase and conversion, including pro rata production overheads. All foreseeable exposures to loss from work in progress are accounted for by recognising economically reasonable valuation allowances. Inventories are valued using the weighted average method or standard cost accounting. The standard costs that are determined are regularly monitored and, if any major discrepancies are observed, adjusted to the latest conditions. Impairment losses are reported for hard-to-sell or slow-moving inventories. Non-saleable inventories are written off in full

Long-term construction and service contracts are measured according to the percentage of completion method. When the conditions are satisfied, work in progress and sales are recognised by reference to the stage of completion. Long-term construction contracts are defined as manufacturing or service orders where completion of the order extends over a longer period, calculated from the time the order is awarded to the time it is essentially completed.

The stage of completion is derived from the relationship between the costs incurred by the order and the overall estimated cost of the order (cost-to-cost method). Losses from long-term construction and service contracts are recognised immediately and in full in the financial year in which the losses are identified, irrespective of the stage of completion. Order costs and pro rata profits from long-term construction and service contracts which are measured using the percentage of completion method are shown as work in progress (percentage of completion) as a

component of inventories and work in progress. They are stated at cost plus a pro rata profit that corresponds to the stage of completion achieved.

In the Space business segment, the milestone method is applied to a large extent. Here, project milestones are defined on the basis of individual customer contracts; upon reaching these milestones, services performed are invoiced to the customer and sales and income are realised on a pro rata basis.

If the outcome of long-term construction and service contracts cannot be estimated reliably, sales are only recognised to the extent of contract costs incurred that are likely to be recoverable (recoverable cost method). Contract costs are recognised when incurred unless they give rise to an asset that is linked to future activity on the contract. Any expected loss on a contract is expensed immediately. Semi-finished products and services in progress are stated under "Inventories and work in progress".

Sales from services provided are recognised in the income statement on the basis of the stage of completion at the end of the reporting period.

### 2.9 Property, plant and equipment

Property, plant and equipment are recognised at cost less accumulated depreciation and impairment. Repair and maintenance costs are stated as an expense. Major renovations and other value-enhancing costs are capitalised and depreciated over their estimated useful life. The carrying amount of replaced parts is derecognised. Items are depreciated on a straight-line basis, with the exception of land, which is not depreciated and is recognised at cost.

The estimated useful lives for the main classes of property, plant and equipment are:

Class	Useful life in years
Plant and equipment	5 to 12
Fixtures and fittings	10
Information technology	3 to 5
Motor vehicles	5 to 10
Aircraft	10 to 15
Buildings (operating properties)	20 to 60

The useful lives are reviewed at least once a year at the end of the reporting period and adjusted where necessary.

### 2.10 Government grants

Government grants related to assets are recognised in the balance sheet at fair value as deferred income. Government grants are then recognised in profit or loss as other income on a straightline basis over the useful life of the assets.

### 2.11 Leases

Leased assets where the benefits and risk arising from ownership are essentially transferred to RUAG International are recognised at the lower of the fair value/market value of the leased asset and

the cash value of the future lease payments. Correspondingly, the estimated net present value of future, non-cancellable lease payments is carried under liabilities from finance leases. Assets under finance leases are amortised on a straight-line basis over the shorter of their estimated useful life or the duration of the lease. All other lease transactions are classified as operating leases. RUAG International currently only has operating leases.

### 2.12 Intangible assets and goodwill

Intangible assets have a finite useful life and are recognised at cost less accumulated amortisation and impairment. Intangible assets acquired separately in business combinations are recognised at their acquisition-date fair value less any necessary impairment.

Items are amortised on a straight-line basis over the following estimated useful lives:

Class	Useful life
	in years
Patents and developments	5 to 15
Trademarks and prototypes	3 to 8
ERP systems	3 to 5
Licences and rights	1 to 10
Order backlog and customer relationships	1 to 10

The useful lives are reviewed at least once a year at the end of the reporting period and adjusted where necessary.

Business combinations are accounted for using the acquisition method. The cost is recognised at the fair value of the consideration at the transaction date. Identifiable assets acquired and liabilities and contingent liabilities assumed are recognised in the balance sheet at their acquisition-date fair value, irrespective of the extent of any non-controlling interest. Transaction costs are recognised as expenses in profit or loss. The acquisition costs exceeding the net assets recognised at fair value (goodwill) are offset against equity at the time of acquisition. If the purchase price contains elements that depend on future events, these are estimated and recognised as accurately as possible at the time of acquisition. If, when the purchase price is definitively calculated at a later date, there are any differences, the effect is recognised in the income statement under "Other operating income or expenses". The impact of the goodwill being theoretically capitalised (acquisition cost, residual value, useful life, amortisation) and any potential impairment are shown in the notes. Any negative difference is recognised directly in profit or loss after being reviewed. In the event of a company being sold, the goodwill previously recorded under equity will be booked out and then recognised in the income statement as a component of the gain or loss on disposals.

### 2.13 Research and development expenses

Research expenses are not capitalised and are expensed as incurred. RUAG International examines the capitalisation of development costs on a case-by-case basis. Development costs are only recognised as intangible assets if an intangible asset is identifiable, the entity believes it can demonstrate the technical

feasibility and ability to complete and use the asset, the asset is expected to generate future economic benefits and the cost of the asset can be reliably determined. Capitalised development costs are measured at cost less accumulated amortisation and accumulated impairment losses.

### 2.14 Impairment

Impairment of assets, in particular property, plant and equipment and intangible assets The recoverable amount of property, plant and equipment, intangible assets and the goodwill recognised and disclosed in the notes is reviewed whenever changes in circumstances or events indicate that the carrying amount may be overestimated. Where there is an indication of a possible overestimate, the Group measures the fair value on the basis of expected future cash flows from use and eventual sale, minus any cost of disposal. Where the carrying amount exceeds the higher of fair value less costs to sell and value in use, an impairment loss equivalent to the difference is recorded (this does not apply to goodwill). As goodwill is offset against equity at the time of acquisition, any impairment of the goodwill is not charged to the income statement, but is only disclosed in the notes. The impairment assessment is based on the smallest group of assets for which independent cash generating units are identifiable. The estimation of future discounted cash flows is based on the forecasts and assumptions of the management. Accordingly, the actual cash flows generated may differ from these estimates

### 2.15 Financial liabilities

Financial liabilities are recognised at nominal value.

### 2.16 Trade accounts payable and prepayments

Trade accounts payable and prepayments are recognised at nominal value.

### 2.17 Deferred income and accrued expenses

Deferred income and accrued expenses contain expenses incurred during the reporting period for which supplier invoices are yet to be received, as well as income received in advance that relate to future periods and bonus accruals. The valuation is carried out at nominal value.

### 2.18 Provisions

Provisions are recognised where:

- RUAG International has a present legal or constructive obligation due to a past event;
- □ it is likely that an outflow of resources embodying economic benefits will be required to settle the liability; and
- □ a reliable estimate can be made of the amount of the liability.

Provisions are discounted if the effect of discounting is material.

**Provisions for restructuring** Costs arising in connection with restructurings are treated as an expense when management has decided on a plan from which a constructive liability has arisen and the amount of this liability can be estimated reliably. The costs of redundancy plans are treated as an expense at the time of the management's decision, provided that a probable

liability has arisen and the amount of this liability can be estimated reliably.

**Provisions for contract losses** Losses arising from long-term construction and service contracts are recorded immediately and in full in the financial year in which the losses are identified.

Provisions for warranties Provisions for warranties are recognised based on the sales revenue to which warranty obligations relate and the goods and services provided in the past.

Provisions for leave and overtime credits Employees' entitlements to leave and overtime credits are calculated at the end of the reporting period and accounted for on an accrual basis.

### 2.19 Employee benefit obligations

In accordance with the corresponding national provisions, RUAG International offers pension plans for its employees. These are primarily institutions and foundations that are financially independent from the Group. They are usually financed via employee and employer contributions.

The economic impacts of the pension plans are assessed on an annual basis. Any excesses/shortfalls are determined on the basis of the annual financial statements of the corresponding pension funds; such calculations are based on Swiss GAAP FER 26 (Swiss plans) and the applicable country-specific methods (foreign plans).

An economic benefit is only capitalised if this is permitted and where the intention is

- □ to use the excess to reduce employer contributions;
- □ to refund it to the employer in line with local legislation; or
- □ to use it in another way that would economically benefit the employer outside of the benefits in line with the regulations.

An economic liability is recognised if the conditions for creating a provision are met under Swiss GAAP FER 23. This is recognised under employee benefit obligations.

Changes to an economic benefit or liability are recognised in the income statement in the same way as for the contributions made for the period. Any impact on income of foreign pension plans is recorded in the operating result under personnel expenses.

### 2.20 Other long-term employee benefits

Other long-term employee benefits include long-service awards. These are calculated using the projected unit credit method and are reported in the item "Provisions for loyalty bonuses and anniversary benefits".

### 2.21 Current and deferred income taxes

Income taxes include all current and deferred taxes which are related to profit. They are recognised in profit or loss except to the extent that they relate to a business combination or to

an item recognised directly in equity. Taxes which are not based on income, such as taxes on real estate and capital, are recognised under "Other operating expenses".

Current income taxes comprise the taxes expected to be payable in respect of taxable income, calculated at the tax rates that are applicable or are announced as at the balance sheet date, and any adjustments to the tax liability in respect of prior periods.

Deferred taxes are recognised for temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and their tax base. Deferred taxes are not recognised for:

- □ temporary differences when recognising assets and liabilities for the first time in relation to transactions that do not impact net profit or taxable income; and
- □ temporary differences in relation to stakes in subsidiaries, provided the Group is able to control the period of time over which these differences will be reversed and it is likely that they will not be reversed in the foreseeable future.

Deferred taxes are measured taking into account when and how the assets concerned are expected to be realised or settled. In this regard, tax rates apply that are applicable or are announced as at the balance sheet date. Deferred taxes are included in non-current assets (deferred tax assets) or non-current liabilities (deferred tax liabilities). They are netted if it is legally permissible to offset current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same tax authority. Deferred tax assets for unused tax losses and deductible temporary differences are recognised to the extent that it is likely that there will be future profits against which they can be used. The tax rates are based on the actual and expected tax rates to apply at the legal entities in question.

### 2.22 Equity

Share capital The share capital is the nominal capital comprising all registered shares that have been issued.

Capital reserves This item consists of the capital paid in that exceeds the par value (less transaction costs) as well as any grants or contributions from shareholders in their capacity as shareholders.

Retained earnings Retained earnings primarily include the subsidiaries' accumulated earnings that were not distributed to shareholders. The appropriation of available earnings is subject to local legal restrictions.

Offsetting of goodwill This item consists of the goodwill from acquisitions that is offset directly against equity at the time of acquisition.

**Other reserves** Other reserves primarily comprise the effective portion of the cumulative net changes in the fair value of hedging instruments used to hedge cash flows.

Foreign currency translation adjustments This item consists of the difference that arises when assets, liabilities, income and expenses of subsidiaries whose functional currency is not the Swiss franc are translated into Swiss francs.

### 2.23 Revenue recognition

Net sales include the fair value of the consideration received from the sale of goods and the rendering of services by RUAG International in its ordinary business operations. The amount is shown after any deductions for value added tax, price reductions, rebates and discounts. RUAG International records its sales when the amounts can be measured reliably, future cash flows are likely and the specific criteria described below have been fulfilled.

Long-term contracts Net sales for the period comprise "invoiced sales" plus "change in contracts under the percentage of completion method". "Invoiced sales" comprise accrued or invoiced amounts for goods and services already provided in the period, while "change in contracts under the percentage of completion method" includes the goods and services already provided under current construction and service contracts and measured using the percentage of completion method.

Rendering of services Sales from the rendering of services are determined on the basis of either time and material or a fixed price contract.

Sales from fixed price agreements are measured using the percentage of completion method when both the full costs incurred up to completion of the order and the stage of completion at the end of the reporting period can be reliably determined. The stage of completion is derived from the relationship between contract costs incurred and the total estimated cost of the order (cost-to-cost method) or using the milestone method (Space business segment). If the proceeds of a construction contract cannot be reliably measured, sales are recognised only to the extent of the potentially recoverable costs incurred by the contract recognised as an expense in the relevant period. Contributions from third parties arising from contract development work are recognised as sales and assigned to the period in which the corresponding development costs are incurred.

Sale of goods Sales from the sale of goods are stated at the time of delivery or performance, i.e. when the relevant significant risks and rewards of ownership are transferred to the buyer.

Other income Other income, such as rental income and interest income, is stated on a time-proportionate basis. Dividend income is recognised once legal entitlement to payment has arisen.

### 2.24 Segment information

Reportable operating segments are determined on the basis of the management approach. External segment reporting is then carried out in accordance with RUAG's organisational and management structure as well as internal financial reporting to RUAG International's Chief Operating Decision Maker, the CEO. Reporting is broken down according to the "Space", "Aerostructures", "MRO International" and "Ammotec" business segments. In addition, the reporting includes the area "Other segments", which comprises central services such as real estate management (location Zürich Seebach), IT and RUAG International's corporate units.

Unrealised gains or losses may be incurred as a result of services or disposal of assets between the individual segments. These are eliminated and stated in the segment information in the "Elimination" column.

Net assets comprise trade receivables, advance payments to suppliers, other current receivables, tax receivables, prepaid expenses, inventories and work in progress, property, plant and equipment, and intangible assets less trade payables, advance payments from customers, other current liabilities, tax liabilities, deferred income and current and non-current provisions. The investments of the segments contain additions to property, plant and equipment and other intangible assets.

### Space business segment

With a broad international customer base, Beyond Gravity (formerly RUAG Space) is the leading supplier of products for the space industry in Europe and has a growing presence in the United States as well. With 12 production sites in six countries, the division specialises in high-performance products for use on board satellites and other spacecraft as well as launch vehicles. The competence is divided into three divisions: payload fairings and separation systems for launch vehicles (Launchers division), Mechatronics, electronics application and payload solutions (Satellites division), Actuator manufacturing for semiconductor lithography production (Lithography division). These divisions represent the most important sources of revenue.

Aerostructures business segment RUAG Aerostructures is a globally active tier 1 supplier manufacturing aircraft for civil and military customers. Key activities include the development, production and final assembly of complete fuselage sections, wing and control surface components as well as sophisticated

component assemblies and parts for civil and military aircraft. The segment also provides services in the field of surface treatment. Among other things, it is responsible for the complete global fuselage section supply chains for Airbus. The main sources of earnings are the sale of aerostructures and of complex assemblies and components.

MRO International business segment RUAG MRO International developed and operated simulation and training facilities for international armed forces. The business segment was also active as a supplier, support provider and integrator of systems for military aviation in Australia. The main sources of earnings were maintenance and life extension services as well as the sale of systems and subsystems. The activities of the MRO International division were sold in 2022. Further information regarding the sales can be found in note 4.

Ammotec business segment With its Armed Forces & Law Enforcement, Hunting & Sports and Industry business units, RUAG Ammotec was the European market leader in small-calibre ammunition, pyrotechnic elements and components. Its precision ammunition for special forces were in high demand worldwide. The business segment was also the leader in heavymetal-free primer technologies as used in actuator cartridges in the construction industry and automotive safety system applications. The product range also included large-calibre training systems, hand grenades and environmentally safe disposal of pyrotechnic products. The main sources of earnings were the sale of ammunition as well as the components business for industrial purposes. The Ammotec division was sold in 2022. Further information regarding the sale can be found in note 4.

### 2.25 Related party transactions

RUAG International produces defence equipment in the field of ammunition for the Swiss Federal Department of Defence, Civil Protection and Sport (DDPS). The procurement contracts awarded by the DDPS for defence products and services are subject to civil law. The process of awarding such contracts is subject to the Swiss Confederation's provisions regarding public procurement. These provisions apply to all suppliers of goods and services, and are based on the principle of free competition. In the reporting period, services were purchased from the sister group RUAG MRO Holding Ltd, for example in the form of renting business premises, and services were provided on a smaller scale to the sister group.

### 2.26 Derivative financial and hedging instruments

Derivative financial instruments are measured at fair value. The way in which the gain or loss is measured depends on whether the instrument is used for the purpose of hedging a specific risk and whether the conditions for hedge accounting are met. The objective of hedge accounting is to ensure the change in value of the hedged item and hedge instrument is included in the income statement at the same time.

When concluding a hedge transaction, the Group documents the relationship between hedging instruments and hedged items, as well as the purpose and strategy of the hedge. The process also involves linking all hedging derivatives with specific assets and liabilities, or firm commitments and forecasted transactions. At inception as well as during the life of the hedge, the Group documents the extent to which the derivatives used for the hedge offset the change in fair value of the hedged item. When a contract is concluded, a derivative instrument is defined as

- □ a hedge on the change in the fair value of a recorded asset or a liability (fair value hedge), or as
- □ a hedge on cash flows from a forecasted transaction or firm commitment (cash flow hedge), or as
- □ a hedge on a net investment in a foreign operation.

Changes in the fair value of foreign exchange hedging instruments that are used to hedge the cash flows from a forecasted transaction or firm commitment and that offer an effective hedge are recognised as cash flow hedges. These instruments are measured at fair value; the effective portion of the change in fair value of the foreign exchange hedging instrument is recognised in equity and separately disclosed under "Other reserves". The ineffective portion is recognised in profit or loss in the income statement under "Other operating expenses". Upon occurrence of the underlying transaction, the relevant hedging instrument is reclassified from equity to the income statement. Commodity price hedging instruments are recognised at their positive or negative replacement value as at the balance sheet date and are disclosed in the notes.

Currently, RUAG International has only hedges on cash flows from forecasted transactions or firm commitments (cash flow hedge).

### **3 Significant judgements and sources of estimation** uncertainty in the application of the accounting policies

The preparation of the consolidated financial statements depends on assumptions and estimates associated with the accounting policies where management judgement is used to a certain extent. The application of accounting policies in the consolidated financial statements requires certain forwardlooking estimates and assumptions to be made that may have a significant effect on the reported amounts of assets, liabilities, income and expenses and the related disclosures. The estimates and assumptions used in recognition and measurement are based on historical experience and other factors that are believed to be reasonable under the circumstances. The following items involve significant estimates and assumptions:

Inventories and work in progress The current value of inventories and work in progress is reassessed periodically. This involves classifying the individual items in terms of inventory sales ratios and valuing them accordingly. The carrying amount of inventories and work in progress as well as valuation allowances are explained in Note 15 "Inventories and work in progress".

Long-term construction and service contracts and manufacturing agreements Estimates with a significant effect are used as the basis for the measurement of long-term construction and service contracts using the percentage of completion method. Although the estimates, such as the projects' stage of completion and estimated contract costs, are made to the best of management's knowledge about current events and possible future measures, actual outcomes may ultimately differ from these estimates. Please also refer to the explanations in Note 16 "Percentage of completion" and Note 24 "Provisions".

Property, plant and equipment and intangible assets Property, plant and equipment and intangible assets are reviewed annually for indications of impairment. If there are indications that these assets are overvalued, an estimate is made of the future cash flows expected to result from the utilisation of these assets or their possible disposal. Actual cash flows may differ from the discounted future cash flows based on these estimates. Factors such as changes in the planned use of property, plant and equipment, site closures, technical obsolescence or lower-thanforecasted sales of products, the rights to which have been recognised, may shorten the estimated useful life or result in impairment. The carrying values of property, plant and equipment and intangible assets are disclosed in Note 17 "Property, plant and equipment" and Note 18 "Intangible assets".

Provisions As part of their ordinary business operations, Group companies are exposed to various risks. These are continuously assessed and provisions are set aside accordingly in light of the available information on the basis of the cash flows that can realistically be expected. For example, provisions for warranties are determined on the basis of empirical values and provisions for litigation by means of a legal assessment. The carrying values of such provisions are disclosed in Note 24 "Provisions".

Deferred income taxes Deferred tax assets are recognised based on management's judgement. Deferred tax assets are only recognised for tax loss carryforwards if it is probable that they can be used. Their use depends on the ability to generate future taxable profits that can be offset against existing loss carryforwards. An assessment as to the probability of their future use requires estimates of various factors such as future earnings. If actual amounts differ from the estimates, this may result in a change in the assessment of the deferred tax assets' recoverability. The carrying values of current and deferred tax assets and liabilities are disclosed in the consolidated balance sheet and Note 11 "Income taxes".

### 4 Newly established companies, mergers, disposals of subsidiaries and business units, acquisitions

Newly established companies No new companies were founded in the year under review.

As at 27 May 2021, Beyond Gravity Ltd was formed, domiciled in Emmen (Switzerland). The aim of this company was to secure the company name "Beyond Gravity" with a view to the rebranding of the Space business segment carried out in spring 2022. The company was renamed RUAG Aerostructures Switzerland Ltd at the end of April 2022. Beyond Gravity Switzerland Ltd (formerly RUAG Switzerland Ltd) transferred its aerostructures activities to RUAG Aerostructures Switzerland Ltd by means of a contribution in kind as at 1 January 2022.

RUAG Ammotec Denmark ApS, based in Randers (Denmark), was founded on 20 August 2021. The aim of this company, which was sold in the year under review, was to expand RUAG Ammotec's business potential in Denmark.

The activities of the newly established companies had no material impact on RUAG International's consolidated financial statements prior to the transfer of the Aerostructures activities or until their sale.

Mergers RUAG International Holding Ltd was wholly owned by BGRB Holding Ltd, domiciled in Bern (Switzerland), until 8 June 2022. On 8 June 2022, BGRB Holding Ltd distributed its stake in RUAG MRO Holding Ltd to the owner (the Swiss Confederation) as a dividend in kind and subsequently merged with RUAG International Holding Ltd with retroactive effect from 1 January 2022. The acquiring company, BGRB Holding Ltd, changed its name to RUAG International Holding Ltd at the same time.

### **Disposals of subsidiaries and business units**

### Simulation and Training (MRO International business segment)

On 30 April 2022, the Simulation & Training business unit with the companies RUAG Simulation & Training Ltd, RUAG Holding France SAS, RUAG Defence France SAS, RUAG Defence Deutschland GmbH, RUVEX AG and RUAG Simulation Company LLC, was sold to Thales S.A. in France. In the year under review until 30 April 2022, the Simulation & Training business generated sales of CHF 23.8 million and a negative EBIT of CHF 4.4 million.

Ammotec business segment On 31 July 2022, the Ammotec business segment was sold to Beretta Holding S.p.A. The Ammotec business segment included the companies RUAG Ammotec Ltd (CH), RUAG Ammotec Switzerland Ltd (CH), RUAG Ammotec Deutschland GmbH (DE), RUAG Ammotec GmbH (DE), RUAG Ammotec Italia s.r.l. (IT), Stadeln Genehmigungshaltergesellschaft GmbH (DE), RUAG Industrie e Comercio de Municoes Ltda (BR), RUAG Hungarian Ammotec Inc. (HU), Norma Precision AB (SE), RUAG Ammotec USA Inc. (US), RUAG Ammotec UK Ltd. (GB), RUAG Ammotec France S.A.S. (FR), RUAG Ammotec Austria GmbH (AT), RUAG Ammotec Benelux BVBA (BE), VS Medien GmbH (DE), Gyttorp AB (SE), RUAG Ammotec Sweden AB (SE), Gyttorp Cartridge Company AB (SE), RUAG Ammotec Finland OY (FI) and RUAG Ammotec Denmark ApS (DNK). In the reporting period up until the time it was sold, the Ammotec business segment generated sales of CHF 307.9 million and EBIT of CHF 58.5 million.

RUAG Australia Pty Ltd On 31 August 2022, RUAG Australia Pty Ltd was sold to ASDAM Operations Pty Ltd. In the reporting period until 31 August 2022, RUAG Australia Pty Ltd generated sales of CHF 14.2 million and a negative EBIT of CHF 3.9 million.

RUAG Aerospace Services GmbH On 28 February 2021, RUAG Aerospace Services GmbH was sold to General Atomics Europe GmbH. By the time it was sold, RUAG Aerospace Services GmbH generated sales of CHF 11.9 million and a negative EBIT of CHF 2.9 million.

RUAG Aviation Malaysia Sdn Bhd On 14 June 2021, RUAG Aviation Malaysia Sdn Bhd was sold to Global Systémes Asia Sdn Bhd. By the time it was sold, RUAG Aviation Malaysia Sdn Bhd generated sales of CHF 0.4 million and a negative EBIT of CHF 0.1 million.

Machining business unit On 30 September 2021, the machining business of Beyond Gravity Switzerland Ltd was sold to fitINDUSTRY Emmen AG as part of an asset deal. This unit did not generate any material third-party sales or earnings contributions until the date of sale.

Disposals of subsidiaries and business units in the year under review and in the previous year had the following effects on net sales and EBIT at RUAG International:

### Net sales and EBIT of discontinued operations

in CHF m

Net sales
EBIT

The disposals of assets and liabilities associated with the sales made in the year under review and in the previous year and the corresponding cash inflows/outflows are summarised in the following table:

### **Spin-off assets and liabilities**

in CHF m		
	2022	2021
Current assets	500.2	161.6
Non-current assets	205.1	8.7
Current and non-current liabilities	(232.2)	(155.6)
Total spin-off assets and liabilities	473.1	14.8

### Net cash inflow/outflow

in CHF m		
	2022	2021
Consideration received in the form of cash	651.0	43.6
Cash and cash equivalents sold	(73.0)	(85.2)
Total net cash inflow/outflow	578.0	(41.6)

### Acquisitions

Machining business unit RUAG Aerostructures Switzerland Ltd acquired the Machining business unit from fitINDUSTRY Emmen AG as part of an asset deal on 6 October 2022.

Assets acquired and liabilities assumed from acquisitions of co	ompanies	l
in CHF m		
	2022	2021
Current assets	0.3	_
Non-current assets	2.0	—
Current and non-current liabilities	(0.8)	_
Total acquired assets and liabilities	1.5	_

### Net cash outflow from acquisitions of companies

in CHF m

### Considerations paid in cash

Cash and cash equivalents acquired Total net cash outflow

2021	2022
12.2	346.0
(3.1)	50.2

Effects from acquisitions of companies The acquisitions of assets and liabilities associated with the acquisition made in the year under review and the corresponding cash outflows are summarised in the following tables:

2021	2022
—	(1.8)
—	—
—	(1.8)

### **Segment information**

in CHF m	Sp	ace	Aeros	tructures	MRO Ir	nternational	Amr	notec	Other	segments	Total	segments	Elimi	inations	Gro	up total
	2022	2021	2022	2021	2022	2021	2022	2021	2021	2021	2022	2021	2022	2021	2022	2021
Order intake – third parties	438.6	442.3	263.2	241.2	43.8	149.8	295.2	589.5	2.3	1.5	1043.2	1424.3	_	_	1043.2	1424.3
Order backlog - third parties	744.3	675.0	268.8	225.1	_	147.3	_	143.4	_	_	1013.1	1190.8	_	_	1013.1	1190.8
Net sales with third parties	355.5	318.3	234.2	207.4	38.0	130.6	307.9	574.9	9.0	2.7	944.7	1234.0	1		944.7	1234.0
Net sales with other segments	0.5	0.5	1.0	1.4	0.0	2.1	—	0.0	32.1	43.4	33.6	47.4	(33.6)	(41.5)	_	5.9
Total net sales	356.0	318.8	235.2	208.8	38.0	132.7	307.9	574.9	41.1	46.2	978.3	1281.4	(33.6)	(41.5)	944.7	1239.9
Earnings before interest, taxes, depreciation											1		1			
and amortisation (EBITDA)	5.7	25.7	33.8	6.5	76.9	4.3	103.4	98.6	(21.1)	(19.5)	198.8	115.6	_	—	198.8	115.6
Depreciation, amortisation and impairment	(11.1)	(12.2)	9.5	(1.1)	(1.6)	(3.8)	(14.6)	(24.4)	(3.1)	(4.0)	(20.9)	(45.4)	_	_	(20.9)	(45.4)
Earnings before interest and taxes (EBIT)	(5.4)	13.5	43.3	5.4	75.3	0.5	88.9	74.3	(24.2)	(23.5)	177.9	70.2	_	_	177.9	70.2
Net financial result Profit before tax															(4.2) 173.7	(2.7) 67.5
Income taxes															(19.4)	(9.2)
Net profit															154.3	58.3
Net operating assets by region	68.3	88.7	57.4	4.7	-	9.1	_	335.9	19.7	30.4	145.4	468.8	-	—	145.4	468.8
Net operating assets Switzerland	13.6		14.6	8.2	_	(18.1)	_	48.1	26.6	40.1	54.9	73.2	2.4	2.1	52.5	71.2
Net operating assets Rest of Europe	16.8	•	42.8	(3.5)	_	15.4		257.5	(6.9)	(9.7)	52.6	280.8	(1.6)	(1.9)	54.2	282.7
Net operating assets Rest of world	37.9	72.6	_	_	_	11.9	_	30.3	(0.0)	(0.0)	37.9	114.8	(0.8)	(0.1)	38.7	114.9
Property, plant and equipment and intangible assets	71.1	63.5	15.1	0.3	_	20.0	_	186.1	47.9	49.0	134.1	318.9	_	_	134.1	318.9
Property, plant and equipment and intangible assets Switzerland	26.0	26.1	0.0	_	_	3.3	_	39.8	47.9	49.0	73.9	118.3	_	_	73.9	118.3
Property, plant and equipment and intangible assets Rest of Europe	19.4	14.8	15.1	0.3	_	6.0	_	142.1	_	_	34.5	163.2	_	_	34.5	163.2
Property, plant and equipment and intangible assets	1011	1 110		0.0		0.0				······	0 110	10012			0 110	100.2
Rest of world	25.6	22.5	_	_	_	10.7	_	4.1	_	_	25.6	37.3	_	_	25.6	37.3
Capital expenditures for property, plant and equipment																
and intangible assets	(20.2)	(5.4)	(3.8)	(1.1)	(1.6)	(3.0)	(13.2)	(29.3)	(2.0)	(1.6)	(40.8)	(40.3)	_	_	(40.8)	(40.3)
Disposal of property, plant and equipment and intangible assets	0.1	0.2	0.0	0.1	(0.0)	4.9	0.2	0.1	_	0.1	0.3	5.3	_	_	0.3	5.3
וווננוואוטוב מספרס	0.1	0.2	0.0	0.1	(0.0)	4.3	0.2	0.1	_I	0.1	0.5	0.0		—	0.5	5.5

Products and services of the individual business segment are described in Note 2.24, "Segment information".

Information on sales and customers is provided in Note 6 "Net sales".

### **6 Net sales**

in CHF m	2022	2021
Invoiced sales	945.6	1240.0
Change in contracts under the percentage of completion (PoC) method	(0.8)	(0.1)
Total net sales	944.7	1239.9

### Analysis of invoiced sales

Third parties	892.4	1108.8
DDPS	53.1	131.2
Invoiced sales by customer group	945.6	1240.0

In the year under review, there is a customer relationship with Airbus with a share of more than 10 % of net sales. In the previous year, customer relationships with DDPS and Airbus accounted for more than 10% of sales. Net sales to DDPS were mainly generated by Ammotec, while Airbus accounted for more than 10%. Net sales to DDPS were mainly generated by Ammotec and net sales to Airbus were mainly generated by Aerostructures.

Civil 825.2	964.4
Defence 120.4	275.6
Invoiced sales by type of use 945.6	1240.0

Switzerland	97.0	181.8
Rest of Europe	662.7	706.8
Middle East	1.6	4.7
North America	154.8	306.9
South America	1.0	0.6
Asia/Pacific	28.1	38.5
Africa	0.3	0.7
Invoiced sales by region	945.6	1240.0

Invoiced sales in "rest of Europe" primarily concern Germany, France, Italy, Great Britain, Austria and Sweden.

### **7** Personnel expenses

in CHF m	2022	2021
Salaries and wages	(325.4)	(406.9)
Expense of benefit plans	1.5	(17.6)
Other social security expenses	(53.0)	(62.5)
Contract personnel	(35.4)	(43.2)
Other personnel expenses	(12.4)	(10.5)
Total personnel expenses	(424.7)	(540.7)

Personnel expenses decreased compared to the previous year, primarily due to the divestments of the Ammotec and MRO International business segments (Simulation & Training and RUAG Australia). The revaluation of foreign pension plans, mainly in the Ammotec (Germany and Sweden) and Space (Sweden)

business segments, led to a reduction of CHF 24.8 million (previous year: reduction of CHF 8.3 million) as a result of the lower discount rates, and which is reported under pension expenses.

### 8 Other operating income/expenses

in CHF m	2022	2021
Other operating income	189.8	29.2
Total other operating income	189.8	29.2
Premises costs	(29.3)	(34.1)
Maintenance and repairs of property, plant and equipment	(34.2)	(45.5)
Cost of energy and waste disposal	(9.9)	(13.1)
Insurance and duties	(5.6)	(5.0)
Administration and IT costs	(50.8)	(61.4)
Advertising costs	(8.8)	(13.7)
Other operating expenses	(49.0)	(38.9)
Total other operating expenses	(187.8)	(211.7)

in CHF m	2022	2021
Other operating income	189.8	29.2
Total other operating income	189.8	29.2
Premises costs	(29.3)	(34.1)
Maintenance and repairs of property, plant and equipment	(34.2)	(45.5)
Cost of energy and waste disposal	(9.9)	(13.1)
Insurance and duties	(5.6)	(5.0)
Administration and IT costs	(50.8)	(61.4)
Advertising costs	(8.8)	(13.7)
Other operating expenses	(49.0)	(38.9)
Total other operating expenses	(187.8)	(211.7)

"Other operating income" was significantly higher than in the previous year. This is primarily the result of the sale of investments. A significant insurance compensation from a claim by Ammotec is also included. As the divestments were made during the year, there are also further effects in the other items of other operating expenses. The most significant changes in provisions in the year under review are explained in Note 24 "Provisions".

"Premises costs" are below the level of the previous year. The focus on reducing costs and optimising rental space as well as the divestments of Simulation&Training and Ammotec in the year under review led to a decrease of around CHF 4.2 million compared with the previous year. A one-off payment of CHF 0.7 million from RUAG Real Estate (rent waiver due to the global Covid-19 pandemic) granted in 2021 is no longer applicable in the year under review.

The position "Insurance and duties" increased by CHF 0.6 million compared to the previous year. Thereof, approximately

### **9** Research and development expenses in CHF m

Total research and development expenses

All in-house work, work assigned to third parties and services required from third parties performed at the company's own risk

### **10 Financial income/financial expenses**

2022	2021
2.9	1.0
2.9	1.0
(7.0)	(3.7)
(7 0)	(7 2)
	2022 2.9 2.9 (7.0)

CHF 0.9 million is due to higher insurance premiums with a simultaneous reduction of duties by approximately CHF 0.3 million.

In connection with RUAG International's strategic realignment, the "Beyond Gravity" brand was launched in the year under review. Together with the more relaxed Covid-19 situation, this led to an increase in advertising costs of around CHF 0.4 million compared with the previous year. Due to the divestments, advertising costs decreased by around CHF 5.3 million.

Various adjustments and reassessments of provisions are included in the position "Other operating expenses". Furthermore, this position includes exchange losses of CHF 14.6 million net (previous year CHF 3.6 million). These are mainly the cumulative effects of forward exchange contracts entered into to hedge transactions in connection with operating activities (hedging of future sales as well as purchases of goods and services in the respective currencies).

2022	2021
18.1	27.6

and recognised as an expense during the reporting year are included and disclosed under Research and development expenses.

### **11 Income taxes**

2022	2021
0.1	(12.1)
(1.0)	1.7
(0.8)	(10.4)
(16.8)	(0.7)
(0.0)	0.5
0.2	1.8
(1.9)	(0.5)
(18.6)	1.2
(19, 7)	(9.2)
· · · · ·	2022 0.1 (1.0) (0.8) (16.8) (0.0) 0.2 (1.9) (18.6) (19.4)

In addition, the following deferred taxes were recognised in equity:

in CHF m	2022 Before tax	2022 Tax (expense)/ income	2022 Net (after tax)	2021 Before tax	2021 Tax (expense)/ income	2021 Net (after tax)
Change in fair value of cash flow hedges	(20.6)	5.9	(14.7)	(6.6)	1.7	(4.8)
Gains and losses from cash flow hedges transferred to profit and loss	20.2	(6.0)	14.3	(0.7)	0.2	(0.5)
Changes in equity	(0.3)	(0.1)	(0.4)	(7.3)	1.9	(5.3)

### Analysis of income tax expense

The following table shows the reconciliation of expected to effective income tax expense. The applicable income tax rate for the purposes of the following analysis is the average income tax rate of the Group companies weighted by profit or loss; it is 32.8% (previous year: 30.0%).

1

2022	2021
173.7	67.5
32.8%	30.0%
(57.0)	(20.3)
	32.8%

### Reconciliation to reported income tax expense

Effect of (valuation allowances)/recognising of tax loss carryforwards from prior years	(0.9)	(1.7)
Effect of using unrecognised tax loss carryforwards from prior years	(29.4)	(7.0)
Effect of current losses for which tax loss carryforwards are not recognised	12.3	4.4
Effect of non-deductible expenses	0.5	1.8
Effect of tax-free income	(19.9)	(1.5)
Effect of income taxed at lower rates	(0.6)	(0.2)
Effect of tax rate changes	0.0	(1.1)
Effect of tax losses (credits) from prior periods	(0.7)	(1.8)
Other effects	1.0	(4.1)
Reported income tax expense	(19.4)	(9.2)
	· · · · · ·	
Effective income tax rate	11.2%	13.6%

Individual countries (cantons in the case of Switzerland) operate with different tax laws and tax rates. For this reason, the weighted average of the expected tax rate may vary

### **Deferred tax assets and liabilities**

Recognised deferred tax assets and liabilities break down as follows:

in CHF m	2022 Deferred tax assets	2022 Deferred tax liabilities	2021 Deferred tax assets	2021 Deferred tax liabilities
Assets				
Receivables and prepayments	0.3	0.7	1.1	0.7
Inventories and work in progress	0.5	0.5	7.3	5.7
Property, plant and equipment	0.6	4.5	0.3	11.3
Intangible assets	0.0	0.9	0.2	0.7
Tax loss carryforwards	0.5	_	4.3	—
Employee benefit assets	_	—	—	—
Other asset items	0.3	0.4	1.1	0.9
Liabilities				
Deferred income and accrued expenses	2.1	—	1.8	0.1
Current and non-current provisions	0.6	1.0	7.9	1.2
Employee benefit obligations	0.9	—	14.3	—
Other liability items	1.4	5.5	2.0	9.6
Deferred taxes before offsetting	7.1	13.4	40.4	30.2
Offsetting of deferred tax assets and liabilities	(4.2)	(4.2)	(10.9)	(10.9)
Total deferred taxes	3.0	9.2	29.5	19.3

Deferred tax assets and liabilities changed as follows:

in CHF m	2022	2021
Total deferred taxes at 1 January	10.2	9.9
Changes recognised in profit or loss	(18.6)	1.2
Changes in equity with no impact on profit or loss	(0.1)	1.9
Changes in the scope of consolidation	3.0	(1.9)
Foreign currency translation adjustments	(0.7)	(0.9)
Total deferred taxes at 31 December	(6.3)	10.2
of which deferred tax assets	3.0	29.5
of which deferred tax liabilities	(9.2)	(19.3)

Deferred taxes are calculated on the basis of the expected country- specific tax rates applicable at the individual companies for the relevant expected country-specific tax assets and liabilities. The tax rates used to calculate the deferred tax items do not differ materially from the respective income tax rates.

### between periods, which is attributable to the profits or losses generated in each individual country or canton.

Deferred tax assets for unused tax loss carryforwards are only recognised if it is probable that they will be offset against future taxable profits.

### The tax loss carryforwards are due to expire as follows:

in CHF m	2022	2021
Expiring within 1 year	_	0.9
Expiring in 1 to 2 years	_	4.1
Expiring in 2 to 3 years	0.1	3.4
Expiring in 3 to 4 years	1.6	4.5
Expiring in 4 to 5 years	0.8	1.6
Expiring in 5 to 6 years	47.1	0.8
Expiring in 6 to 7 years	7.9	192.0
Expiring in more than 7 years	179.5	200.2
Total tax loss carryforwards	237.0	407.6
Potential tax effect of tax loss carryforwards	56.2	61.7
therein recognised as deferred tax assets	0.5	4.3

The decrease in tax loss carryforwards in the reporting year is mainly due to the divestment of the Ammotec business segment. Also in Switzerland, unrecognised tax loss carryforwards were

consumed due to gains on the disposal of investments held by RUAG International Holding Ltd.

55.8

57.4

### **12 Cash and cash equivalents**

therein not recognised

in CHF m	2022	2021
Cash on hand	0.0	0.4
Demand deposits with financial institutions	87.7	105.7
Money market investments	482.5	0.0
Total cash and cash equivalents	570.3	106.1

### Currencies of cash and cash equivalents

Total cash and cash equivalents	570.3	106.1
Other	3.7	5.3
GBP	0.5	2.0
SEK	17.2	7.6
USD	28.3	20.7
EUR	190.7	29.7
CHF	329.8	40.9
in CHF m	2022	2021

### **13 Financial assets** Current financial coasts

Current financial assets		
in CHF m	2022	2021
Derivative financial instruments	5.5	3.5
Total current financial assets	5.5	3.5

Current financial assets primarily include the positive replacement values of the open foreign currency hedging transactions (see also the information on financial instruments in Note 33,

### "Risk management process, financial risk management and capital management").

### **Non-current financial assets**

in CHF m	2022	2021
Money market investments	_	0.1
Other non-current financial assets	0.5	0.5
Total non-current financial assets	0.5	0.5

### Currencies of current and non-current financial assets

Total financial assets	6.0	4.1
Other	_	0.0
SEK	1.2	0.5
USD	4.2	1.7
EUR	0.6	1.9
in CHF m	2021	2020

The carrying amounts of the non-current financial assets are a reasonable approximation of their fair value.

# 14 Trade receivables, other current receivables and prepayments

in CHF m	2022	2021
Trade receivables	86.2	120.1
Valuation allowances	(2.0)	(3.0)
Total trade receivables	84.2	117.1
Prepayments to suppliers	6.5	6.4
Total prepayments to suppliers	6.5	6.4
Current receivables from government bodies	3.3	8.0
Other current receivables	5.4	5.7
Total other current receivables	8.7	13.7
Total trade receivables, other current receivables and prepayments	99.4	137.2

### Maturity profile of trade receivables, other current receivables and prepayments

in CHF m	2022	2021
Not past due	83.7	91.8
Past due 1-30 days	8.6	22.1
Past due 31-60 days	1.1	8.3
Past due 61-90 days	2.1	7.1
Past due 91-180 days	3.2	4.1
Past due over 180 days	0.8	3.8
Total trade receivables, other current receivables and prepayments	99.4	137.2

### Currencies of trade receivables, other current receivables and prepayments

in CHF m	2022	2021
CHF	18.5	17.0
EUR	40.7	62.8
USD	37.9	47.6
SEK	2.1	3.2
GBP	0.1	0.7
Other	0.1	5.9
Total trade receivables, other current receivables and prepayments	99.4	137.2

Valuation allowances for doubtful receivables comprise specific valuation allowances for specifically identified items where there is a high risk of non-payment and global valuation allowances based on historical experience.

The allowance for receivables changed as follows:

Valuation allowances for doubtful receivables	
in CHF m	2022
Balance at 1 January	(3.0)
Disposals from the scope of consolidation	1.0
Increase in allowance	(1.2)
Utilisation of allowance	0.8
Reversal of allowance	0.1
Currency differences	0.2
Carrying amount at 31 December	(2.0)

Allowances for doubtful receivables are recorded in an allowance account. No valuation allowances were required for financial instruments in categories other than receivables

at the end of the reporting period. Receivables judged to be unrecoverable are written off as realised losses.

2021 (3.1)

0.5 (2.2)1.7 0.1 0.1 (3.0)

#### **15 Inventories and work in progress**

in CHF m	2022	2021
Raw materials and supplies	109.1	191.5
Work in progress at cost of conversion	120.7	141.1
Work in progress (percentage of completion) <sup>1</sup>	54.3	67.9
Semi-finished goods	10.9	56.5
Finished goods	2.5	103.4
Valuation allowances	(26.0)	(59.6)
Total inventories and work in progress	271.5	500.8

<sup>1</sup> The key figures for work in progress, which is measured using the percentage of completion method, are explained in further detail below.

In the reporting period, a total of CHF 322.6 million (previous year: CHF 379.6 million) in raw materials and supplies, semifinished and finished goods, and work in progress was charged to cost of materials.

The reassessment of orders in the Aerostructures business segment as a result of the Covid-19 pandemic led to write-downs of inventories and work in progress at the sites in Switzerland, Germany and Hungary in 2020 and 2021. In the year under review, however, the Aerostructures business segment experienced a recovery. Accordingly, write-ups of CHF 1.4 million (previous year CHF 1.1 million, from the Ammotec business segment) were recognised on value adjustments made to inventories.

In the period under review, inventories and work in progress were written down to net realisable value, which had an impact on profit and loss of CHF 2.4 million (previous year: CHF 8.0 million).

Write-downs and reversals of inventory write-downs are recorded as cost of materials.

16	Percentage of	Completion (PoC)	
----	---------------	------------------	--

in CHF m	2022	2021
Cumulative results at the end of the reporting period		
Aggregated contract sales at the end of the reporting period	1528.2	1465.9
Aggregated contract costs at the end of the reporting period	(1094.4)	(1064.8)
Realised margin at the end of the reporting period	433.8	401.1
Cumulative carrying amounts of ongoing projects at the end of the reporting period		
	E 4 0	
Gross amount due from customers for contract work	54.3	67.9
Gross amount due from customers for contract work Gross amount due to customers for contract work	54.3 (72.0)	67.9 (62.0)
Gross amount due from customers for contract work	54.3 (72.0) (17.7)	67.9 (62.0) 6.0
Gross amount due from customers for contract work Gross amount due to customers for contract work	54.3 (72.0) (17.7)	67.9 (62.0) 6.0

The above table shows the aggregated sales and costs - on a cumulative basis across several periods - for the long-term construction and service contracts not yet concluded at the end of the reporting period. Projects concluded as at the end of the reporting period are not included here. The "Gross amount due from customers for contract work" relates to long-term construction and service contracts for which the realisable order sales exceed

the sales already invoiced. Long-term construction and service contracts for which the sales already invoiced exceed the realisable order sales are recognised under "Gross amount due to customers for contract work" (see Note 23 "Deferred income and accrued expenses"). In the year under review, sales totalling CHF 372.2 million (previous year: CHF 369.1 million) were recognised from long-term construction and service contracts.

As at the balance sheet date, RUAG International had received advances for ongoing contract work that had not yet been invoiced totalling CHF 4.4 million (previous year: CHF 22.1 million).

#### **17 Property, plant and equipment**

i Property, plant and equipment						
in CHF m	Plant and	Other <sup>1</sup>	Land <sup>2</sup>	Puildingo		Property, plant
At 222	equipment	Other.	LdIIU-	Buildings	CONSTRUCTION	and equipment
At cost As at 1 January 2021	536.9	192.2	28.9	125.4	28.5	911.9
Eliminations from the scope of consolidation	(36.4)	(22.7)	20.5	(2.7)	(0.1)	(61.9) <sup>3</sup>
Additions	20.6	7.1		(2.7)	(0.1)	(01.9) 36.0
Disposals	(11.0)	(8.5)	(3.2)	(1.2)	(0.1)	(24.0)
Reclassifications	16.2	5.4	(0.2)	0.9	(22.5)	(24.0)
Foreign currency translation adjustments	(12.7)	(3.3)	(0.0)	(1.7)	(0.3)	(18.1)
As at 31 December 2021	513.6	170.3	25.6	122.2	12.2	843.9
Accumulated depreciation and impairment losses						
As at 1 January 2021	363.8	144.8	0.2	72.5	0.1	581.3
Eliminations from the scope of consolidation	(35.4)	(17.2)		(2.7)		(55.2) <sup>3</sup>
Depreciation	23.6	12.6	0.0	4.4		40.6
Impairment	0.1	0.3	_	_	0.3	0.74
Disposals	(10.7)	(8.3)	_	(0.6)	_	(19.6)
Reclassifications	0.1	0.0	—	—	(0.1)	—
Foreign currency translation adjustments	(7.7)	(2.8)	(0.0)	(0.8)	(0.0)	(11.4)
As at 31 December 2021	333.7	129.4	0.2	72.8	0.3	536.4
At cost						
As at 1 January 2022	513.6	170.3	25.6	122.2	12.2	843.9
Business combination	2.0	0.0	_		_	2.05
Eliminations from the scope of consolidation	(350.9)	(67.5)	(1.2)	(28.6)	(9.9)	(458.2) <sup>3</sup>
Additions	13.4	4.5	—	1.8	16.2	35.9
Disposals	(5.1)	(3.2)	_	(0.1)	(0.2)	(8.5)
Reclassifications	1.8	0.6	_	0.7	(3.1)	—
Foreign currency translation adjustments	(18.4)	(4.8)	(0.1)	(2.3)	(0.8)	(26.3)
As at 31 December 2022	156.4	99.9	24.4	93.7	14.5	388.8
Accumulated depreciation and impairment losses						
As at 1 January 2022	333.7	129.4	0.2	72.8	0.3	536.4
Eliminations from the scope of consolidation	(207.3)	(51.5)	(0.2)	(11.7)		(270.7) <sup>3</sup>
Depreciation	16.3	9.2		3.9		29.4
Impairment	2.0	0.0				2.0 4,5
Reversal of impairment	(10.1)	(2.3)		(0.3)		(12.7)6
Disposals	(5.0)	(3.0)		(0.1)		(8.1)
Reclassifications	0.1	0.1		(0.0)	(0.2)	
Foreign currency translation adjustments	(10.7)	(4.1)	(0.0)	(1.0)	(0.0)	(15.8)
As at 31 December 2022	118.9	77.8	0.0	63.6	0.0	260.5
Net carrying amounts						
As at 1 January 2021	173.2	47.5	28.7	52.9	28.4	330.7
As at 31 December 2021	179.8	40.9	25.4	49.4	12.0	307.5
As at 31 December 2022	37.4	22.1	24.4	30.0	14.4	128.3

<sup>1</sup> Fixtures and fittings, information technology, motor vehicles and aircraft.

<sup>2</sup> As at 31 December 2022, the book value of undeveloped land amounted to CHF 2.2 million (previous year: CHF 2.2 million).

<sup>3</sup> The divestments of RUAG Aerospace Services GmbH (MRO International), RUAG Aviation Malaysia Sdn Bhd (MRO International) and the machining business unit of Aerostructures Emmen led to the disposals in the scope of consolidation in the previous year. The divestments from the business segment Ammotec and MRO International (S&T and RUAG Australia Pty Ltd) led to disposals in the scope of consolidation in the reporting year. <sup>4</sup> In the previous year and the year under review, the tense market situation in the aerospace industry led to impairments of property, plant and equipment in the

Aerostructures business segment.

<sup>5</sup> With the acquisition of the machining business of fitINDUSTRY Emmen AG, the reintegration of Aerostructures Emmen took place with a first-time consolidation and simultaneous full write-down in the year under review.

<sup>6</sup> Due to the recovery of the market situation in the aerospace industry in the Aerostructures business segment, the value adjustments of property, plant and equipment were reversed in the year under review.

The total amount of property, plant and equipment pledged as collateral is listed in Note 30 "Assets pledged as collateral".

These advances are recognised under "Advances received from customers".

#### **18 Intangible assets**

in CHF m	Patents and Tr	ademarks and	Licences	Order backlog and customer lists/	ERP	Intangible assets	Intangible
	developments	prototypes		relationships	systems	in progress	Assets
At cost							
As at 1 January 2021	2.1	10.0	24.9	119.5	6.0	13.5	176.0
Eliminations from the scope of consolidation	_	_	(14.0)	_	_	_	(14.0) <sup>1</sup>
Additions	_	_	0.9	_	2.5	0.8	4.3 <sup>2</sup>
Disposals	_	_	(0.3)	_	_	_	(0.3)
Reclassifications	_	_	_	_	6.3	(6.3)	_
Foreign currency translation adjustments	(0.1)	(0.5)	(0.1)	(1.6)	(0.7)	(0.3)	(3.1)
As at 31 December 2021	2.0	9.6	11.4	117.9	14.2	7.7	162.8

#### Accumulated amortisation and impairment losses

As at 1 January 2021	2.1	9.5	22.3	119.1	4.2	7.1	164.2
Eliminations from the scope of consolidation	_	_	(14.0)	_	_	_	(14.0) <sup>1</sup>
Depreciation	_	0.2	1.0	0.0	2.5		3.7
Impairment	_	_	_	_	_	0.3	0.3
Disposals	_	_	(0.3)	_	_	_	(0.3)
Reclassifications	_	_	_	_	_	_	_
Foreign currency translation adjustments	(0.1)	(0.4)	_	(1.5)	(0.3)	(0.3)	(2.6)
As at 31 December 2021	2.0	9.2	9.0	117.6	6.4	7.2	151.4

#### At cost

As at 1 January 2022	2.0	9.6	11.4	117.9	14.2	7.7	162.8
Eliminations from the scope of consolidation	(2.0)	(9.3)	(5.0)	(13.2)	(9.7)	(0.3)	(39.4) <sup>1</sup>
Additions	_	_	0.6	_	0.3	3.9	4.8 <sup>3</sup>
Disposals	_	_	_	_	_	(5.4)	(5.4)4
Reclassifications	_	_	0.2	_	_	(0.2)	_
Foreign currency translation adjustments	_	(0.3)	(0.2)	(1.7)	(0.9)	(0.4)	(3.6)
As at 31 December 2022	—	_	7.0	103.0	3.9	5.2	119.1

#### Accumulated amortisation and impairment losses

As at 1 January 2022	2.0	9.2	9.0	117.6	6.4	7.2	151.4
Eliminations from the scope of consolidation	(2.0)	(9.0)	(3.9)	(12.9)	(3.8)	(0.3)	(31.9) <sup>1</sup>
Depreciation	_	0.1	0.8	0.0	1.7	_	2.6
Reversal of impairment	_	_	(0.0)	_	_	(0.2)	(0.3)5
Disposals	_	_	(0.0)	_	_	(5.4)	(5.4)4
Foreign currency translation adjustments	—	(0.3)	(0.2)	(1.7)	(0.5)	(0.2)	(2.9)
As at 31 December 2022	_	_	5.5	103.0	3.8	1.0	113.4

#### Net carrying amounts

As at 1 January 2021	0.0	0.6	2.6	0.4	1.8	6.3	11.8
As at 31 December 2021	0.0	0.4	2.4	0.3	7.7	0.5	11.4
As at 31 December 2022	_	_	1.5	_	0.1	4.1	5.7

<sup>1</sup> The divestment of RUAG Aerospace Services GmbH led to the disposals in the scope of consolidation in the previous year. The divestments from the Ammotec business segment, the S&T business unit (MRO International) and RUAG Australia Pty Ltd (MRO International) led to the disposals in the scope of consolidation in the year under review.

<sup>2</sup> The additions in the previous year are mainly due to the introduction of the new ERP system SAP S4/HANA at RUAG Ammotec.

<sup>3</sup> The additions in the year under review are mainly due to intangible assets in progress in the area of research and development for the Kuiper project at Beyond Gravity in Sweden and the Constellation On Board Computer project at Beyond Gravity in Austria.

<sup>4</sup> The disposals in the year under review are mainly due to the final termination of the ERP project Impulse (plants in progress) at RUAG Aerostructures Germany.

<sup>5</sup> Due to the recovery of the market situation in the aerospace industry in the Aerostructures business segment, the value adjustments of intangible assets were reversed in the year under review.

Scheduled amortisation and extraordinary impairment of intangible assets are reported in the consolidated income statement under "Amortisation and impairment of intangible assets".

#### Goodwill The goodwill from acquisitions is offset directly against the equity at the time of acquisition. The theoretical

#### Theoretical movement schedule for goodwill

in CHF m			MRO		
	Space	Aerostructures	International	Ammotec	Total
At cost					
As at 1 January 2021	60.8	—	7.6	12.1	80.5
Business combination	_	_	_	_	_
Adjustments	_	—	—	—	_
Eliminations from the scope of consolidation	_	—	—	—	_
Foreign currency translation adjustments	(0.2)	—	(0.2)	(0.5)	(0.9)
As at 31 December 2021	60.6		7.4	11.6	79.6
Accumulated amortisation					
As at 1 January 2021	60.7	—	7.6	11.9	80.1
Theoretical ordinary amortisation	0.1	_	_	0.1	0.2
Eliminations from the scope of consolidation	_	_	_	_	—
Foreign currency translation adjustments	(0.2)	—	(0.2)	(0.5)	(0.8)
As at 31 December 2021	60.6		7.4	11.5	79.5
At cost					
As at 1 January 2022	60.6	—	7.4	11.6	79.6
Business combination	_	_	_	_	_
Adjustments	—	—	—	—	—
Eliminations from the scope of consolidation	—	_	(7.4)	(11.0)	(18.3)
Foreign currency translation adjustments	(1.1)	—	(0.0)	(0.7)	(1.8)
As at 31 December 2022	59.5	—	_	_	59.5
Accumulated amortisation					
As at 1 January 2022	60.6	—	7.4	11.5	79.5
Theoretical ordinary amortisation	_	_	_	0.0	0.0
Eliminations from the scope of consolidation	—	—	(7.4)	(10.9)	(18.2)
Foreign currency translation adjustments	(1.1)	—	(0.0)	(0.7)	(1.8)
As at 31 December 2022	59.5	_	_	_	59.5
Theoretical net book value					
As at 1 January 2021	0.1		_	0.2	0.3
As at 31 December 2021	0.0		_	0.1	0.1
As at 31 December 2022	_	_		_	_

As at 1 January 2021
Theoretical ordinary amortisation
Eliminations from the scope of consolidation
Foreign currency translation adjustments
As at 31 December 2021

As at 1 January 2022	
Theoretical ordinary amortisation	
Eliminations from the scope of consolidation	
Foreign currency translation adjustments	
As at 31 December 2022	

in CHF m			MRO		
	Space	Aerostructures	International	Ammotec	Total
At cost					
As at 1 January 2021	60.8	_	7.6	12.1	80.5
Business combination	—	—	—	—	—
Adjustments	-	—	—	—	_
Eliminations from the scope of consolidation	-	—	—	—	—
Foreign currency translation adjustments	(0.2)	—	(0.2)	(0.5)	(0.9)
As at 31 December 2021	60.6		7.4	11.6	79.6
Accumulated amortisation					
As at 1 January 2021	60.7	—	7.6	11.9	80.1
Theoretical ordinary amortisation	0.1	_	_	0.1	0.2
Eliminations from the scope of consolidation	_	—	—	_	_
Foreign currency translation adjustments	(0.2)	—	(0.2)	(0.5)	(0.8)
As at 31 December 2021	60.6		7.4	11.5	79.5
At cost					
As at 1 January 2022	60.6	—	7.4	11.6	79.6
Business combination	_			_	_
Adjustments	—	—	—	—	_
Eliminations from the scope of consolidation	—	—	(7.4)	(11.0)	(18.3)
Foreign currency translation adjustments	(1.1)	_	(0.0)	(0.7)	(1.8)
As at 31 December 2022	59.5	_	_	—	59.5
Accumulated amortisation					
As at 1 January 2022	60.6	—	7.4	11.5	79.5
Theoretical ordinary amortisation	_			0.0	0.0
Eliminations from the scope of consolidation	—	—	(7.4)	(10.9)	(18.2)
Foreign currency translation adjustments	(1.1)	—	(0.0)	(0.7)	(1.8)
As at 31 December 2022	59.5	_	_	—	59.5
Theoretical net book value					
As at 1 January 2021	0.1		_	0.2	0.3
As at 31 December 2021	0.0		_	0.1	0.1
As at 31 December 2022	_	_		_	_

## capitalisation, based on a useful life of five years, would have the following impact on the consolidated financial statements:

Capitalising the goodwill and amortising it over five years would have the following theoretical impact on the consolidated income statement and consolidated balance sheet:

#### Impact on consolidated income statement

in CHF m	2022	2021
Earnings before interest and taxes (EBIT)	177.9	70.2
Theoretical amortisation of goodwill	(0.0)	(0.2)
Theoretical EBIT incl. amortisation of goodwill	177.8	70.0
Net profit	154.3	58.3
Net profit Theoretical amortisation of goodwill	154.3 (0.0)	58.3 (0.2)

#### Impact on consolidated balance sheet

in CHF m	2022	2021
Equity according to the balance sheet	686.4	502.5
Theoretical capitalisation of net book value of goodwill	—	0.1
Theoretical equity incl. net book value of goodwill	686.4	502.6

#### **19 Financial liabilities**

## **Current financial liabilities**

in CHF m 2022	2021
Financial liabilities towards third parties <sup>1</sup> 5.7	4.6
Total current financial liabilities   5.7	4.6

<sup>1</sup> This item primarily includes the negative replacement values of foreign currency forward transactions.

#### **Non-current financial liabilities**

in CHF m 20	022	2021
Financial liabilities towards third parties	).2	0.3
Total non-current financial liabilities (	).2	0.3

The carrying amounts of the non-current financial liabilities are a reasonable approximation of their fair value. The average rate of interest on non-current financial liabilities in the year under review was 0% (previous year: 0%).

#### Maturity structure of current and non-current financial liabilities

in CHF m	2022	2021
Up to 1 year	5.7	4.6
Up to 2 years	0.2	0.3
Total financial liabilities	5.9	4.9

#### **Currencies of financial liabilities**

in CHF m	2022	2021
CHF	0.0	0.0
EUR	2.5	0.8
USD	2.0	3.5
SEK	1.1	0.3
GBP	—	0.1
Other	0.3	0.3
Total financial liabilities	5.9	4.9

20 Trade accounts payable and prepayments		
in CHF m	2022	2021
Trade accounts payable	39.7	55.9
Total trade accounts payable	39.7	55.9
Prepayments from customers	147.9	178.5
Total prepayments from customers	147.9	178.5
Total trade accounts payable and prepayments	187.6	234.4

in CHF m	2022	2021
Trade accounts payable	39.7	55.9
Total trade accounts payable	39.7	55.9
Prepayments from customers	147.9	178.5
Total prepayments from customers	147.9	178.5
Total trade accounts payable and prepayments	187.6	234.4

## Currencies of trade accounts payable and prepayments

in CHE m	2022	2021
	2022	2021
CHF	14.3	69.7
EUR	52.0	73.8
USD	117.7	83.5
SEK	2.6	4.0
GBP	0.7	0.1
Other	0.2	3.3
Total trade accounts payable and prepayments	187.6	234.4

#### **21 Other current liabilities**

in CHF m	2022	2021
Due to third parties	12.3	13.2
Due to government bodies	3.0	11.3
Total other current liabilities	15.3	24.5

22 Other non-current financial liabilities
in CHF m
Due to third parties
Total other non-current liabilities

# 23 Deferred income and accrued expenses

in CHF m

Deferred income and accrued expenses for PoC orders
Income relating to future periods
Outstanding trade accounts payable
Personnel-related accrued expenses
Other deferred income and accrued expenses
Total deferred income and accrued expenses

2021	2022
0.8	0.4
0.8	0.4

2021	2022
62.0	72.0
5.8	0.5
	24.3
13.7	6.2
14.9	10.1
136.6	113.2

#### **24 Provisions**

in CHF m		Contract		Holiday and	Loyalty bonuses and anniversary		
	Restructuring	losses	Warranties	overtime	benefits	Other	Total
Balance at 1 January 2021	21.1	44.5	8.4	20.7	9.0	82.1	185.9
Business combination	_	_	_	_	_	_	_
Eliminations from the scope		(6.2)	(0.7)	(1.9)	(0.7)	(2.6)	(12.1)
of consolidation	_	(0.2)	(0.7)	(1.9)	(0.7)	(2.0)	(12.1)
Additions	0.1	4.9	3.9	15.6	0.2	17.8	42.5
Release of unused provisions	(9.1)	(0.8)	(0.7)	(0.1)	(0.4)	(5.0)	(15.9)
Use of provisions	(3.9)	(11.6)	(2.2)	(15.3)	(0.5)	(54.0)	(87.6)
Reclassifications	(3.4)	_	_	_	_	3.4	_
Foreign currency translation	(0.1)	(1.1)	(0.3)	(0.7)	(0.2)	(1.2)	(3.5)
adjustments	(0.1)	(1.1)	(0.0)	(0.7)	(0.2)	(1.2)	
Balance at 31 December 2021	4.7	29.8	8.4	18.3	7.4	40.6	109.3
Current provisions	4.5	10.3	8.1	18.3	0.8	27.9	70.0
Non-current provisions	0.2	19.5	0.3	_	6.5	12.7	39.3
Balance at 1 January 2022	4.7	29.8	8.4	18.3	7.4	40.6	109.3
Business combination	_		_	_	_	0.3	0.3
Eliminations from the scope of consolidation	(1.1)	(2.7)	(6.5)	(12.0)	(2.6)	(7.5)	(32.3)
Additions	3.0	8.3	1.9	17.6	0.2	18.7	49.7
Release of unused provisions	(1.3)	(22.3)	(1.7)	(1.4)	(0.3)	(11.0)	(38.1)
Use of provisions	(1.4)	(6.2)	(0.5)	(10.1)	(1.0)	(7.2)	(26.4)
Reclassifications	—	—	—	—	_	—	—
Foreign currency translation adjustments	(0.3)	(0.8)	(0.4)	(1.0)	(0.2)	(1.1)	(3.7)
Balance at 31 December 2022	3.6	6.0	1.2	11.4	3.6	32.8	58.6
Current provisions	3.6	1.4	0.8	11.4	_	10.2	27.5
Non-current provisions	0.1	4.6	0.3	—	3.6	22.6	31.1

In the reporting year, the following significant events led to changes in the respective provision categories:

Provisions for restructuring The restructuring of the Space business segment initiated at the end of 2020 was not utilised in 2022. Due to the realignment and transformation of the Space business, additional provisions of CHF 3.0 million were made in the year under review.

Provisions for contract losses Due to the recovery of the market situation in the aerospace industry in the business unit Aerostructures Oberpfaffenhofen (Germany) and the successful implementation of numerous improvement measures, provisions for anticipated order losses in the amount of CHF 21.7 million that were no longer required were reversed in the year under review. In addition, further adjustments to provisions for order-related losses in the amount of CHF 7.7 million were made throughout the Group in the course of ordinary business activities.

Other provisions In the year under review, CHF 14.8 million in other provisions was set aside for potential legal cases, contractual risks and warranties. A provision of CHF 1.0 million was made for contractual liabilities in connection with the early termination of rental agreements. In addition, new provisions of CHF 3.0 million were made throughout the Group for unfavourable contracts, dismantling obligations and other identified risks in connection with ordinary business activities.

In the Aerostructures business segment, provisions totalling CHF 7.3 million that were no longer required were released in connection with project-related quality risks and contractual concessions. Furthermore, CHF 3.0 million was reclassified to tax liabilities.

In the previous year, additional provisions of around CHF 4.0 million were made for newly opened proceedings and pending legal cases. In addition, new provisions of CHF 13.8 million were made throughout the Group for unfavourable contracts, delivery delays and other identified risks in relation with ordinary business activities

#### **25 Employee benefit obligations**

The RUAG International Group maintains various employee benefit plans. The main employee benefit plans are in Switzerland, Sweden, and until the sale of the Ammotec business segment on 31 July 2022, also in Germany, the plan in Switzerland being administered by a legally autonomous organisation.

Employee benefit plan in Switzerland All RUAG International employees in Switzerland have been insured against the risks of old age, death and disability with the Livica Sammelstiftung (collective foundation). Livica Sammelstiftung is a fully autonomous employee benefit fund set up in line with the Swiss defined contribution system. It has the legal status of a foundation. In addition to the compulsory benefits, the employee benefit fund also provides benefits over and above the compulsory minimum under the Swiss Federal Act on Occupational Retirement, Survivors' and Disability Pension Schemes (BVG). The affiliation of a company is based on the pension fund regulations on the basis of a written affiliation agreement, which must be brought to the attention of the supervisory authority. In principle, the affiliated company shall form its own pension fund within the foundation. Livica Sammelstiftung is registered with and regulated by the Bern supervisory authority for occupational retirement schemes and foundations. Livica Sammelstiftung is subject to the provisions of the BVG. Under those provisions, the management body of the employee benefit fund is also responsible for ensuring that, in the event of a deficit, restructuring measures are decided and implemented so as to restore the funding level of future employee benefits to 100% within a reasonable period. These measures include making additional contributions to rehabilitate the fund. Key decisions concerning the benefits offered by the individual pension funds are taken by the pension fund committees, which is made up in equal numbers of employee and employer representatives.

Employee benefit plan in Sweden The existing ITP plan was renegotiated with effect from 1 January 2007, and became a defined contribution plan (ITP 1) from that point onwards. However, all staff born before 1979 are still insured under the ITP 2 defined benefit plan. Alongside a final salary retirement pension, the plan also includes surviving dependants and disability pension cover provided by Alecta.

**Employee benefit plan in Germany** The pension commitments in Germany were made with respect to active and retired employees which cover old-age, loss of income and survivors' pensions. The pension scheme was essentially divided into the basic pension, which was provided through a direct commitment by RUAG Ammotec GmbH, and the supplementary pension. The basic pension was determined by salary components up to the contribution assessment ceiling in the statutory pension insurance scheme. The supplementary pension was made up of salary-dependent contributions for remuneration components above the contribution assessment ceiling.

A three-part pension commitment has been put in place for certain management staff. This was composed of a basic pension primarily based on final salary, and two defined contribution components. The annual increment of the pension entitlement in this case was based on the bonus awarded or on a conversion of earnings into pension contributions (whereby the employees decide, within predefined limits, on the percentage to be converted) and was topped up by an additional contribution from the employer.

In addition to the pension obligations, the Group provides other long-term employee benefits comprising loyalty bonuses and anniversary benefits (see Note 24, "Provisions").

The following table shows the economic benefit as well as the economic liability at the end of the reporting period and of that of the previous year and the corresponding change in the pension expense:

in CHF m	Surplus/ deficit in accordance with FER 26	2022 Group's economic share	2021 Group's economic share	Foreign currency translation adjust- ments	Year-on-year changes/ expenses for reporting period	Contribu- tions accrued for the period	2022 Expense of benefit plans in personnel expenses	2021 Expense of benefit plans in personnel expenses
Patronal financing foundation	_	_	_	_	_	_	_	_
Benefit plans without surplus/deficit	_	—	4.3	0.0	4.7	(13.7)	(9.0)	(14.5)
Benefit plans with surplus	_	_	_	_	_	_	_	—
Benefit plans with deficit	_	_	—	_	_	_	_	_
Benefit plans without plan assets	—	22.7	76.7	5.8	15.4	(4.9)	10.5	3.1
Total	_	22.7	81.0	5.9	20.1	(18.6)	1.5	(17.6)

The benefit plans without surplus/deficit include the Livica Sammelstiftung defined benefit plan in Switzerland and the defined benefit basic pension scheme in Germany. The recognised economic liabilities for benefit plans without plan assets,

i.e. unfunded plans, amount to CHF 22.7 million (previous year: CHF 76.7 million) and mainly relate to the pension plans in Germany and Sweden.

The following table shows the summary of the pension expense for the reporting period and the previous year:

in CHF m	Switzerland	Abroad	2022 Total	Switzerland	Abroad	2021 Total
Contributions to benefit and contribution plans at expense of Group companies	(11.9)	(6.7)	(18.6)	(14.8)	(9.7)	(24.5)
Contributions to benefit and contribution plans from employer contribution reserves	_	_	—	—	_	_
Total contributions	(11.9)	(6.7)	(18.6)	(14.8)	(9.7)	(24.5)
+/- change in ECR from portfolio performance, impairment etc.	_	_	_	_	_	_
Contributions and change in employer contribution reserves	(11.9)	(6.7)	(18.6)	(14.8)	(9.7)	(24.5)
Decrease/increase in economic liability of Group from benefit						
and contribution plans without surplus/deficit	_	4.7	4.7	-	3.9	3.9
Decrease/increase in economic liability of Group (plans without plan assets)	_	15.4	15.4	—	2.9	2.9
Total change in economic impact from surpluses/deficits	_	20.1	20.1	—	6.9	6.9
Total expense of benefit and contribution plans for period	(11.9)	13.4	1.5	(14.8)	(2.9)	(17.6)

The change in recognised economic liabilities from benefit plans and paid-in employer contributions for the reporting year amount to CHF 1.5 million (previous year: CHF -17.6 million).

These are fully included in personnel expenses in the reporting year, as was the case in the previous year.

#### **26 Share capital**

The share capital comprises a total of 2,179,000 fully paid-up shares with a par value of CHF 100 each. There is no conditional share capital. All shares in RUAG International Holding Ltd are owned by the Swiss Confederation.

#### **27 Contingent liabilities towards third parties** in CHF m

Group guarantees

Total contingent liabilities towards third parties

Group guarantees are primarily performance and bid guarantees from operational towards customers.

#### 28 Additional contingent liabilities not stated on the balance sheet in CHF m

Capital commitments for property, plant and equipment Other liabilities not stated on the balance sheet Total additional contingent not stated on the balance sheet

Capital commitments Capital commitments include the value of investments entered into as at the end of the reporting period in assets under construction.

#### **29 Future minimum commitments from leasing transactions** .....

Operating leases		
in CHF m	2022	2021
Within 1 year	17.0	22.1
Later than 1 year, within 5 years	49.1	59.8
After 5 years	54.3	21.8
Total	120.4	103.8

These comprise off-balance sheet obligations under operating leases (including rental agreements).

#### **30 Assets pledged as collateral**

in CHF m	2022	2021
Cash and cash equivalents	0.5	—
Property	0.8	2.6
Total assets pledged as collateral	1.3	2.6

<b>31 Related party transactions</b>
in CHF m
Receivables from related parties
Liabilities to related parties
Prepayments from related parties

Receivables from related parties in the year under review are due in full to RUAG MRO Holding Ltd Group, while CHF 1.7 million was due to the DDPS in the previous year. The liabilities to related parties are exclusively to RUAG MRO Holding Ltd. As at the balance sheet date, there were no more advance payments due to the sale of the Ammotec business segment. The advance payments of CHF 17.5 million from related parties in the previous year were made in full by the DDPS. Invoiced sales to the DDPS totalled

2021	2022
	34.8
	34.8

2022	2021
_	3.8
0.4	0.1
0.4	3.9

2021	2022
1.8	0.0
(1.4)	(0.7)
(17.5)	_

CHF 53.1 million (previous year: CHF 131.2 million) as stated in Note 6, "Net sales". In addition, CHF 1.6 million (previous year CHF 5.9 million) in sales was generated with the sister group RUAG MRO Holding Ltd. In return, purchases of materials and services were made, totalling CHF 18.1 million (previous year: CHF 26.9 million). There were no loans between the Group companies.

#### **32 Remuneration of key management personnel**

The total remuneration of the non-executive members of the Board of Directors for the year under review was CHF 488,000 (previous year CHF 497,000).<sup>1</sup> The number of members of the Board of Directors including the Chairman was 5 in the year under review (previous year 5).

The total remuneration of the CEO and the Executive Committee for the year under review was CHF 3,839,000 (previous year CHF 4,903,000).<sup>1,2</sup> The total remuneration of the CEO for the year under review was CHF 861,000 (previous year CHF 900,000).1 The number of members of the Executive Committee including the CEO in the year under review was 6 (previous year 7).<sup>3</sup>

#### Overview of remuneration paid to members of the Board of Directors and the Executive Committee:

	To	tal	Highest Total remuneration			
in CHF thousands	2022	2021	2022	202		
Board of Directors remuneration						
Cash compensation	470	479	176	176		
Employer contributions to pension fund	18	18	—	-		
Total remuneration paid to members of the Board of Directors	488	497	176	176		
Basic salary of Executive Committee	1		1			
Cash compensation	2517	3321	524	584		
Benefits in kind	55	63	11	(		
Employer contributions to pension fund	303	348	72	8		
Performance-based component Executive Committee	1		1			
Cash compensation	839	1027	223	20		
Employer contributions to pension fund	125	144	31	25		
Other long-term employee benefits	—	_	—	_		
Total remuneration to members of the Executive Committee	3839	4903	861	900		
of which cash compensation	3356	4348	747	785		
of which benefits in kind	55	63	11	Ç		
of which employer contributions to pension fund	428	492	103	106		
of which other long-term employee benefits	_	_	_	_		
Ratio of performance-based compensation to	1		1			
fixed cash compensation	33%	31%	43%	349		

Total remuneration to members of the Board of Directors and		
Executive Committee	4327	5400
of which short-term employee benefits <sup>5</sup>	3881	4890
of which employer contributions to pension fund	446	510
of which other long-term employee benefits	_	—

<sup>1</sup> The total remuneration amounts are exclusive of employer social security contributions.

<sup>2</sup> In the 2022 financial year, this includes the departing members Christoph Eisenhardt, Judith Bischof (both departed on 31 July 2022) and Christian Ferber (departed on 31 December 2022), as well as Anders Linder, Paul Horstink, Oliver Kunz and Oliver Grassmann, who joined the Executive Committee as of 1 October 2022. <sup>3</sup> In financial year 2022, the number refers to the members as at 31 December 2022.

<sup>4</sup> The highest total remuneration in the Board of Directors in 2022 refers to the position of Chairman of the Board of Directors. The highest total remuneration 2022 in the Executive Committee refers to the CEO.

<sup>5</sup> Includes the positions cash compensation and benefits in kind.

#### 33 Risk management process, financial risk management and capital management

#### **Risk management process**

RUAG International has a risk management system which records strategic and potentially dangerous risks as well as operational risks and focuses on relevant topics from the perspective of the Group and the business segments. Risks are identified, assessed and monitored in the individual business

segments using a structured, bottom-up risk assessment. In order to prevent or reduce the individual risks, the appropriate measures are defined and implemented. At Group level, the aggregate risks relevant for the Group are monitored and managed by the executive management. The Board of Directors deals intensively with strategic and potentially dangerous risks twice a year or as required.

The risks identified are assessed in terms of probability of occurrence and impact, and are entered on the Group's risk map. This risk map is periodically discussed with the executive management, the Audit Committee and the entire Board of Directors. Depending on the way responsibilities are defined, the executive management or business segment management are responsible for the ongoing monitoring, control and management of risks. As part of this, management is supported by the Risk Management Team at Group level in training sessions or moderating workshops.

#### **Financial risk management**

RUAG International is exposed to various financial risks as a result of its business activities. The most significant financial risks arise from changes in exchange rates, interest rates and commodity prices. A further risk is the ability to secure adequate liquidity.

Financial risk management is a central function and is performed at Group level by the Corporate Treasury department, in compliance with the directives issued by the Board of Directors. Corporate Treasury identifies, evaluates and hedges financial risks in close cooperation with the operating units.

#### a. Market risks

RUAG International is exposed to market risks that largely relate to changes in exchange and interest rates and would therefore impact the value of the financial instruments held or the income/ expenses associated with these. The Group monitors these risks continuously.

#### At the end of the previous year and the reporting period, the following foreign currency positions were recognised in the balance sheet in relation to financial assets and liabilities:

#### as at 31 December 2021

in CHF m
Cash and cash equivalents
Trade receivables/other receivables
Other financial assets
Financial liabilities
Trade accounts payable/other liabilities
Other financial liabilities
Total foreign currency positions as at balance-sheet date
from financial assets and liabilities

#### as at 31 December 2022

## in CHF m Cash and cash equivalents Trade receivables/other receivables Other financial assets **Financial liabilities** Trade accounts payable/other liabilities Other financial liabilities Total foreign currency positions as at balance-sheet date from financial assets and liabilities

It employs a number of derivative financial instruments to manage the volatility associated with these risks. The Group's objective is to reduce - where appropriate - fluctuations in earnings and cash flows associated with changes in interest rates, exchange rates and the value of financial assets.

In compliance with Group policy, RUAG International employs derivative financial instruments (e.g. foreign currency forward transactions) to manage risk. RUAG International avoids any financial transaction in which the risk cannot be gauged at the time the transaction is concluded. The Group does not sell any assets that it does not own or does not know that it will own. RUAG International sells only existing assets and hedges only existing transactions and (in the case of forward hedges) forecasted transactions that can be expected to materialise on the basis of past experience.

Exchange rate risk The consolidated financial statements are presented in Swiss francs (CHF). The Group is mainly subject to changes in the exchange rates of the euro, US dollar, Swedish krona and Hungarian forint. In the case of transaction risk, it faces the risk of fluctuations in the value of foreign currencies between the date of a contractual agreement and the actual date of payment. Accordingly, RUAG International employs different contracts to compensate for exchange rate-induced changes in asset values, firm commitments and forecasted transactions. RUAG International also employs forward transactions and currency options to hedge certain cash flows anticipated in foreign currency.

EUR	USD	SEK	GBP	Other
29.7	20.7	7.6	2.0	5.3
57.2	48.1	3.2	0.7	5.9
1.9	1.7	0.5	—	0.0
(0.8)	(3.5)	(0.3)	(0.1)	(0.3)
(27.2)	(12.8)	(8.6)	(0.5)	(4.5)
—	—	(0.5)	_	(0.3)
60.8	54.3	1.9	2.1	6.1

EUR	USD	SEK	GBP	Other
190.7	28.3	17.2	0.5	3.7
34.4	39.6	2.1	0.1	0.1
0.6	4.2	1.2	—	—
(2.5)	(2.0)	(1.1)	_	(0.3)
(15.4)	(21.1)	(4.3)	(0.7)	(0.9)
 —	—	(0.4)	—	_
207.8	48.9	14.9	(0.0)	2.5

The following currency hedging transactions existed as at 31 December:

Volume of contracts		
in CHF m	2022	2021
Currency hedging contracts banks		
(Sale of foreign currency)	284.2	394.7
Currency hedging contracts banks		
(Purchase of foreign currency)	(69.9)	(57.2)
Carrying amounts		
in CHF m	2022	2021
Current financial assets	5.5	3.5
Non-current financial assets	0.1	—
Current financial liabilities	(5.7)	(4.5)
Non-current financial liabilities	(0.2)	_

The carrying amounts mainly contain the positive and negative replacement values from foreign currency forward transactions that are recognised at fair value. The following tables show the contractual due dates of the foreign currency forward transactions held by RUAG International at the end of the previous year and of the reporting year:

#### as at 31 December 2021

in CHF m	Up to 1 year	Up to 2 years	Up to 3 years	Over 3 years	Total
Foreign currency forward transactions used for hedging purposes:					
Outflows	(4.3)	(0.2)	(0.0)	—	(4.5)
Inflows	3.5	0.0	_	0.0	3.5
	(0.8)	(0.2)	(0.0)	0.0	(1.0)

as at 31 December 2022					
in CHF m	Up to 1 year	Up to 2 years	Up to 3 years	Over 3 years	Total
Foreign currency forward transactions used for hedging purposes:					
Outflows	(5.7)	(0.2)	(0.1)	_	(5.9)
Inflows	5.5	0.1	0.0	_	5.6
	(0.2)	(0.1)	(0.0)	—	(0.3)

Hedge accounting RUAG International carries out foreign currency forward transactions to hedge future transactions in relation to its operational business (hedging future revenues or purchases of goods and services in the corresponding currencies); these hedging transactions have been designated for hedge accounting. The hedging reserve under shareholders' equity (other reserves) included the following as at 31 December:

in CHF m	2022	2021
Other reserves	(3.4)	(3.1)

RUAG International provides certain foreign Group companies with loans in foreign currencies. These loans are not hedged. As repayment is neither planned nor likely in the foreseeable future, these items are quasi-equity loans. Therefore, the foreign currency gains/losses are recognised directly in equity. Cumulative foreign currency losses for these loans booked to equity as at 31 December 2022 amounted to CHF 39.8 million (previous year: CHF 43.8 million).

Interest rate risk RUAG International is exposed to interest rate risks arising from the volatility of market interest rates. Demand deposits and money market investments are subject to an interest rate risk that can impact on net profit.

#### Interest-bearing financial liabilities

as at 31 December, in CHF m	2022	2021
Current financial liabilities	_	0.0
Non-current financial liabilities	_	0.3
Total interest-bearing financial liabilities	_	0.3
Of which variable interest-bearing	_	0.3
Fixed through interest rate swap	_	—
Variable interest-bearing, net	—	0.3

Commodity price risk In buying commodities (particularly copper, lead, steel, zinc, aluminium, etc.) to be used as raw materials in production, the company is subject to a price risk. Commodity price changes can affect the gross profit margins of the operations concerned. Therefore, until the sale of the Ammotec business unit, RUAG International primarily used lead swaps to minimise the price fluctuation risk of planned purchases.

The following hedging transactions existed as at 31 December:

#### Volume of contracts

in CHF m 202	22	2021
Lead price hedging contracts banks	_	1.6
Replacement values		
in CHF m 202	22	2021
Positive replacement value banks	_	0.3
Negative replacement value banks	_1	_

The following table shows an overview of the annual consumption of commodities.

#### Consumption

in CHF m 202	2 2021
Aluminium 1.4	4 1.2
Lead 7.4	4 10.0
Copper 31.9	31.3
Steel 2.8	4.3
Titanium 0.0	0.0
Zinc 6.	1 4.7
Other 0.	7 0.3
Total 50.4	4 51.9

#### b. Credit risk

Credit risks arise in particular when customers are not in a position to fulfil their contractual commitments. To manage this risk, the Group periodically evaluates customers' solvency. Around 6% (previous year: 11%) of the Group's sales are attributable to the DDPS. No other customer accounts for more than 10% of the Group's sales, with the exception of Airbus.

As at the balance sheet date, there are no heavily concentrated default risks with regard to the recognised trade receivables.

The carrying amount of financial assets corresponds to the maximum credit risk of RUAG International and is composed as follows:

in CHF m	2022	2021
Cash and cash equivalents 5	70.3	106.1
Current financial assets	5.5	3.5
Trade receivables		
Other current receivables	92.9	130.8
Non-current financial assets	0.5	0.5
Total credit risk 6	69.2	241.0

Counterparty risk comprises the risk of default on derivative financial instruments and money market transactions and the credit risk on current account balances and time deposits. Default risk and credit risk are minimised by choosing as counterparties only banks and financial institutions that have an optimum credit rating when the transaction is concluded. These risks are regularly monitored to ensure that they remain within the prescribed parameters. Group guidelines ensure that the credit risk in respect of financial institutions is limited. At present, the Group does not expect any losses arising from counterparties' non-fulfilment of their contractual obligations.

#### c. Liquidity risk

Liquidity risk describes the risk that arises if the Group is not in a position to fulfil its obligations when due or at a reasonable price. Group Treasury is responsible for monitoring liquidity, financing and repayment. In addition, management controls processes and guidelines in this connection. To maintain flexibility, RUAG International manages its liquidity risk on a consolidated basis, drawing on business policy, tax and financial considerations and, if necessary, various funding sources. A rolling liquidity plan is drawn up on the basis of expected cash flows and is regularly updated.

On 10 December 2021, as part of the establishment of an independent financing solution, RUAG International signed a revolving, unsecured and committed syndicated loan agreement with a consortium of banks. As at 19 September 2022, the CHF 200 million portion of the cash credit limit was fully reduced and cancelled and the CHF 50 million deposit credit limit was reduced to CHF 30 million. As a result, RUAG International only has a bail-in credit limit of CHF 30 million, which was drawn down in the double-digit millions as at 31 December 2022.

This change had no impact on the covenants (minimum liquidity at Group level and minimum equity ratio) defined in the syndicated loan agreement of 10 December 2021. All relevant key financial figures (covenants) were complied with as at 31 December 2022.

The net financial position is a key measure of liquidity management. The table below provides an analysis of the Group's net financial position by due date from the end of the reporting period to the contractual expiry date.

#### As at 31 December 2021

in CHF m	Up to 1 year	Up to 2 years	Up to 3 years	Up to 4 years	Over 4 years	Total
Cash and cash equivalents	106.1	_	_	_	—	106.1
Current financial assets <sup>1</sup>	0.0	_	_	_	_	0.0
Non-current financial assets <sup>1</sup>	_	0.2	0.1	0.1	0.2	0.5
Current financial liabilities <sup>1</sup>	(0.0)	_	_	_	—	(0.0)
Non-current financial liabilities <sup>1</sup>	_	(0.3)	_	—	—	(0.3)
Other non-current financial liabilities	_	(0.4)	(0.1)	(0.1)	(0.2)	(0.8)
Net financial position	106.1	(0.5)	—	—	0.0	105.6
Prepayments from customers						178.5
Net financial position excl. customer prepayments						(73.0)

#### As at 31 December 2022

in CHF m	Up to 1 year	Up to 2 years	Up to 3 years	Up to 4 years	Over 4 years	Total
Cash and cash equivalents	570.3	_	_	_	_	570.3
Current financial assets <sup>1</sup>	_	_	_	_	_	_
Non-current financial assets <sup>1</sup>	_	0.1	0.1	0.1	0.1	0.4
Current financial liabilities <sup>1</sup>	_	_	_	_	_	_
Non-current financial liabilities <sup>1</sup>	_	_	_	_	_	_
Other non-current financial liabilities	_	(0.1)	(0.1)	(0.1)	(0.1)	(0.4)
Net financial position	570.3	_	_	—	_	570.3
Prepayments from customers						147.9
Net financial position excl. customer prepayments						422.3

<sup>1</sup> Cash flow hedges recognised in current financial assets and liabilities are not part of the net financial position as they are not interest-bearing.

#### **Capital management**

In managing capital, RUAG International's aims to ensure that the Group can continue its operating activities, that the owner receives an adequate return and that the balance sheet structure is optimised with regard to the cost of capital. In order to meet these objectives, RUAG International can apply for higher or lower dividend payments, repay capital to the share-holder, issue new shares, or dispose of assets in order to reduce debt. RUAG International monitors its capital structure on the basis of net financial position and equity. The net financial position is the sum of cash and cash equivalents, current and non-current financial assets minus current and non-current financial liabilities and other non-current liabilities.

#### **34 Events after the reporting period**

The Board of Directors of RUAG International Holding Ltd approved the consolidated financial statements for publication on 1 March 2023.

No material events have taken place since the end of the reporting period that would have an impact on the carrying values of the assets or liabilities as at 31 December 2022.

The right to approve the consolidated financial statements rests with the annual shareholders' meeting.

# . .

35 Consolidated companies and non Company	Head office	Country			Shareholding 2022	Shareholding 2021	Consolidation methor
RUAG International Holding Ltd <sup>1</sup>	Bern	Switzerland	CHF	217 900 000			Full
Konsolidierte Gesellschaften	<u>-</u>						
Beyond Gravity Switzerland Ltd <sup>2</sup>	Emmen	Switzerland	CHF	112200000	100.0%	100.0%	Full
Beyond Gravity Services Ltd <sup>2</sup>	Bern	Switzerland	CHF	100000	100.0%	100.0%	Full
Beyond Gravity Slip Rings Ltd <sup>2</sup>	Nyon	Switzerland	CHF	100000	100.0%	100.0%	Full
Beyond Gravity USA Holding Inc. <sup>2</sup>	Huntsville, AL	USA	USD	0.1	100.0%	100.0%	Full
Beyond Gravity USA Inc. <sup>2</sup>	Huntsville, AL	USA	USD	25000	100.0%	100.0%	Full
Beyond Gravity Germany GmbH <sup>2</sup>	Coswig	Germany	EUR	26000	100.0%	100.0%	Full
Beyond Gravity Holding Sweden AB <sup>2</sup>	Gothenburg	Sweden	SEK	100000	100.0%	100.0%	Full
Beyond Gravity Sweden AB <sup>2</sup>	Gothenburg	Sweden	SEK	15000000	100.0%	100.0%	Full
Beyond Gravity Finland Oy <sup>2</sup>	Tampere	Finland	EUR	2500	100.0%	100.0%	Full
Beyond Gravity Austria GmbH <sup>2</sup>	Vienna	Austria	EUR	1500000	100.0%	100.0%	Full
Beyond Gravity Advanced Systems Inc. <sup>2,3</sup>	Huntsville, AL	USA	USD	1500	100.0%	100.0%	••••••
RUAG Deutschland GmbH	Gilching	Germany	EUR	1000000	100.0%	100.0%	Full
RUAG Aerostructures Switzerland Ltd <sup>4</sup>	Emmen	Switzerland	CHF	100000	100.0%	100.0%	Full
RUAG Aerospace Structures GmbH	Gilching	Germany	EUR	25000	100.0%	100.0%	Full
RUAG Aerostructures Hungary Zrt.	Eger	Hungary	HUF	609000000	100.0%	100.0%	Full
RUAG Ammotec Ltd	Thun	Switzerland	CHF	12000000	0.0%	100.0%	Full
RUAG Ammotec Switzerland Ltd	Winterthur	Switzerland	CHF	300000	0.0%	100.0%	Full
RUAG Simulation & Training Ltd	Bern	Switzerland	CHF	100000	0.0%	100.0%	Full
RUVEX Ltd	Bern	Switzerland	CHF	100000	0.0%	100.0%	Full
RUAG Defence Deutschland GmbH	Wedel	Germany	EUR	260000	0.0%	100.0%	Full
RUAG Ammotec Deutschland GmbH	Fürth	Germany	EUR	100000	0.0%	100.0%	Full
RUAG Ammotec GmbH	Fürth	Germany	EUR	25000	0.0%	100.0%	Full
VS Medien GmbH	Bad Ems		····· •····	•••••••••••••••••••••••••••••••••••••••	•••••••••••••••••••••••••••••••••••••••	100.0%	Full
	Amotfors	Germany	EUR	25000	0.0%	100.0%	
Norma Precision AB	••••	Sweden	SEK	2500000	0.0%	· · · · · · · · · · · · · · · · · · ·	Full
Gyttorp AB	Karlskoga	Sweden	SEK	701400	0.0%	100.0%	Full
Gyttorp Cartridge Company AB	Nora	Sweden	SEK	1000000	0.0%	100.0%	Full
RUAG Ammotec Sweden AB	Karlskoga	Sweden	SEK	300000	0.0%	100.0%	Full
RUAG Australia PTY Ltd	Bayswater	Australia	AUD	10000	0.0%	100.0%	Full
RUAG Ammotec Benelux BVBA	Boechout	Belgium	EUR	25000	0.0%	100.0%	Full
	São Francisco	Brasilien	BRL	500000	0.0%	100.0%	Full
RUAG Ammotec Denmark ApS <sup>4</sup>	Randers SV	Denmark	DKK	371804	0.0%	100.0%	Full
RUAG Ammotec UK Ltd	Liskeard	UK	GBP	15000	0.0%	100.0%	Full
RUAG Ammotec Finland OY	Malax	Finland	EUR	33638	0.0%	100.0%	Full
RUAG Holding France SAS	Terssac	France	EUR	100000	0.0%	100.0%	Full
RUAG Defence France SAS	Terssac	France	EUR	400000	0.0%	100.0%	Full
RUAG Ammotec France SAS	Paris	France	EUR	1000000	0.0%	100.0%	Full
RUAG Ammotec Italia s.r.l.	Brescia	Italy	EUR	100000	0.0%	100.0%	Full
RUAG Ammotec Austria GmbH	Wien	Austria	EUR	297959	0.0%	65.0%	Full
RUAG Hungarian Ammotec Inc.	Sirok	Hungary	HUF	300000000	0.0%	100.0%	Full
RUAG Ammotec USA Inc.	Tampa, FL	USA	USD	6500000	0.0%	100.0%	Full
RUAG Simulation Company LLC	Abu Dhabi	VAE	AED	150000	0.0%	49.0%	Full
Stadeln Genehmigungshaltergesellschaft GmbH <sup>3</sup>	Fürth	Germany	EUR	25000	0.0%	78.6%	
Minority interests							
Arianespace Participation	Evry	France	EUR	3937983	3.5%	3.5%	3
	Evry Bern	Switzerland	CHF	14310000	3.5%	3.5%	3
Flughafen Bern Ltd							

Company	Head office	Country		Equity capital (100%)	Shareholding 2022	Shareholding 2021	Consolidatio metho
RUAG International Holding Ltd <sup>1</sup>	Bern	Switzerland	CHF	217 900 000			Ful
Konsolidierte Gesellschaften							
Beyond Gravity Switzerland Ltd <sup>2</sup>	Emmen	Switzerland	CHF	112200000	100.0%	100.0%	Ful
Beyond Gravity Services Ltd <sup>2</sup>	Bern	Switzerland	CHF	100000	100.0%	100.0%	Ful
Beyond Gravity Slip Rings Ltd <sup>2</sup>	Nyon	Switzerland	CHF	100000	100.0%	100.0%	Ful
Beyond Gravity USA Holding Inc. <sup>2</sup>	Huntsville, AL	USA	USD	0.1	100.0%	100.0%	Ful
Beyond Gravity USA Inc. <sup>2</sup>	Huntsville, AL	USA	USD	25000	100.0%	100.0%	Ful
Beyond Gravity Germany GmbH <sup>2</sup>	Coswig	Germany	EUR	26000	100.0%	100.0%	Ful
Beyond Gravity Holding Sweden AB <sup>2</sup>	Gothenburg	Sweden	SEK	100000	100.0 %	100.0%	Ful
•••••••••••••••••••••••••••••••••••••••	•••••••••••••••••••••••••••••••••••••••	Sweden	· · · · · · · · · · · · · · · · · · ·	•••••••••••••••••••••••••••••••••••••••	100.0%	100.0%	
Beyond Gravity Sweden AB <sup>2</sup>	Gothenburg	•••••••••••••••••••••••••••••••••••••••	SEK	15000000	·····	· · · · · · · · · · · · · · · · · · ·	Ful
Beyond Gravity Finland Oy <sup>2</sup>	Tampere	Finland	EUR	2500	100.0%	100.0%	Ful
Beyond Gravity Austria GmbH <sup>2</sup>	Vienna	Austria	EUR	1500000	100.0%	100.0%	Ful
Beyond Gravity Advanced Systems Inc. <sup>2,3</sup>	Huntsville, AL	USA	USD	1500	100.0%	100.0%	
RUAG Deutschland GmbH	Gilching	Germany	EUR	1000000	100.0%	100.0%	Ful
RUAG Aerostructures Switzerland Ltd <sup>4</sup>	Emmen	Switzerland	CHF	100000	100.0%	100.0%	Ful
RUAG Aerospace Structures GmbH	Gilching	Germany	EUR	25000	100.0%	100.0%	Fu
RUAG Aerostructures Hungary Zrt.	Eger	Hungary	HUF	609000000	100.0%	100.0%	Fu
RUAG Ammotec Ltd	Thun	Switzerland	CHF	12000000	0.0%	100.0%	Fu
RUAG Ammotec Switzerland Ltd	Winterthur	Switzerland	CHF	300000	0.0%	100.0%	Fu
RUAG Simulation & Training Ltd	Bern	Switzerland	CHF	100000	0.0%	100.0%	Fu
RUVEX Ltd	Bern	Switzerland	CHF	100000	0.0%	100.0%	Ful
RUAG Defence Deutschland GmbH	Wedel	Germany	EUR	260000	0.0%	100.0%	Ful
RUAG Ammotec Deutschland GmbH	Fürth	Germany	EUR	100000	0.0%	100.0%	Ful
RUAG Ammotec GmbH	Fürth	Germany	EUR	25000	0.0%	100.0%	Ful
VS Medien GmbH	Bad Ems	Germany	EUR	25000	0.0%	100.0%	Ful
Norma Precision AB	Amotfors	Sweden	SEK	2500000	0.0%	100.0%	Ful
Gyttorp AB	Karlskoga	Sweden	SEK	701400	0.0%	100.0%	Fu
Gyttorp Cartridge Company AB	Nora	Sweden	SEK	1000000	0.0%	100.0%	Ful
RUAG Ammotec Sweden AB	Karlskoga	Sweden	SEK	300000	0.0%	100.0%	Ful
RUAG Australia PTY Ltd	Bayswater	Australia	AUD	10000	0.0%	100.0%	Ful
RUAG Ammotec Benelux BVBA	Boechout	Belgium	EUR	25000	0.0%	100.0%	Ful
RUAG Industria e Comercio de Municoes Ltda	São Francisco	Brasilien	BRL	500000	0.0%	100.0%	Ful
RUAG Ammotec Denmark ApS <sup>4</sup>	Randers SV	Denmark	DKK	371804	0.0%	100.0%	Ful
RUAG Ammotec UK Ltd	Liskeard	UK	GBP	15000	0.0%	100.0%	Ful
RUAG Ammotec Finland OY	Malax	Finland	EUR	33638	0.0%	100.0%	Ful
RUAG Holding France SAS	Terssac	France	EUR	100000	0.0%	100.0%	Ful
RUAG Defence France SAS	Terssac	France	EUR	400000	0.0%	100.0%	Ful
RUAG Ammotec France SAS	Paris	France	EUR	1000000	0.0%	100.0%	Ful
RUAG Ammotec Italia s.r.l.	Brescia	Italy	EUR	100000	0.0%	100.0%	Ful
RUAG Ammotec Austria GmbH	Wien	Austria	EUR	297959	0.0%	65.0%	Fu
RUAG Hungarian Ammotec Inc.	Sirok	Hungary	HUF	300000000	0.0%	100.0%	Ful
RUAG Ammotec USA Inc.	Tampa, FL	USA	USD	6500000	0.0%	100.0%	Ful
RUAG Simulation Company LLC	Abu Dhabi	VAE	AED	150000	0.0%	49.0%	Ful
Stadeln Genehmigungshaltergesellschaft GmbH <sup>3</sup>	Fürth	Germany	EUR	25000	0.0%	78.6%	
Minority interests							
Arianespace Participation	Evry	France	EUR	3937983	3.5%	3.5%	
Flughafen Bern Ltd	Bern	Switzerland	CHF	14310000	3.5 % 1.4 %	1.4%	
	חוסת	OWILZEIIdIIU	UIF	14010000	1.4 /0	1.4 /0	

Company	Head office	Country		Equity capital (100%)	Shareholding 2022	Shareholding 2021	Consolidation metho
RUAG International Holding Ltd <sup>1</sup>	Bern	Switzerland	CHF	217 900 000			Ful
Konsolidierte Gesellschaften							
Beyond Gravity Switzerland Ltd <sup>2</sup>	Emmen	Switzerland	CHF	112200000	100.0%	100.0%	Ful
Beyond Gravity Services Ltd <sup>2</sup>	Bern	Switzerland	CHF	100000	100.0%	100.0%	Ful
Beyond Gravity Slip Rings Ltd <sup>2</sup>	Nyon	Switzerland	CHF	100000	100.0%	100.0%	Fu
Beyond Gravity USA Holding Inc. <sup>2</sup>	Huntsville, AL	USA	USD	0.1	100.0%	100.0%	Ful
Beyond Gravity USA Inc. <sup>2</sup>	Huntsville, AL	USA	USD	25000	100.0%	100.0%	Fu
	••••	•••••••••••••••••••••••••••••••••••••••	•••••	25000	100.0%	100.0%	Fu
Beyond Gravity Germany GmbH <sup>2</sup>	Coswig	Germany	EUR	•••••••••••••••••••••••••••••••••••••••	••••••••••••••••••••••••••••	•••••••••••••••••••••••••••••••	
Beyond Gravity Holding Sweden AB <sup>2</sup>	Gothenburg	Sweden	SEK	100000	100.0%	100.0%	Fu
Beyond Gravity Sweden AB <sup>2</sup>	Gothenburg	Sweden	SEK	15000000	100.0%	100.0%	Fu
Beyond Gravity Finland Oy <sup>2</sup>	Tampere	Finland	EUR	2500	100.0%	100.0%	Fu
Beyond Gravity Austria GmbH <sup>2</sup>	Vienna	Austria	EUR	1500000	100.0%	100.0%	Fu
Beyond Gravity Advanced Systems Inc. <sup>2,3</sup>	Huntsville, AL	USA	USD	1500	100.0%	100.0%	
RUAG Deutschland GmbH	Gilching	Germany	EUR	1000000	100.0%	100.0%	Fu
RUAG Aerostructures Switzerland Ltd <sup>4</sup>	Emmen	Switzerland	CHF	100000	100.0%	100.0%	Fu
RUAG Aerospace Structures GmbH	Gilching	Germany	EUR	25000	100.0%	100.0%	Fu
RUAG Aerostructures Hungary Zrt.	Eger	Hungary	HUF	609000000	100.0%	100.0%	Fu
RUAG Ammotec Ltd	Thun	Switzerland	CHF	12000000	0.0%	100.0%	Fu
RUAG Ammotec Switzerland Ltd	Winterthur	Switzerland	CHF	300000	0.0%	100.0%	Fu
RUAG Simulation & Training Ltd	Bern	Switzerland	CHF	100000	0.0%	100.0%	Fu
RUVEX Ltd	Bern	Switzerland	CHF	100000	0.0%	100.0%	Fu
RUAG Defence Deutschland GmbH	Wedel	Germany	EUR	260000	0.0%	100.0%	Fu
RUAG Ammotec Deutschland GmbH	Fürth	Germany	EUR	100000	0.0%	100.0%	Fu
RUAG Ammotec GmbH	Fürth	Germany	EUR	25000	0.0%	100.0%	Fu
VS Medien GmbH	Bad Ems	Germany	EUR	25000	0.0%	100.0%	Fu
Norma Precision AB	Amotfors	Sweden	SEK	2500000	0.0%	100.0%	Fu
Gyttorp AB	Karlskoga	Sweden	SEK	701400	0.0%	100.0%	Fu
Gyttorp Cartridge Company AB	Nora	Sweden	SEK	1000000	0.0%	100.0%	Fu
RUAG Ammotec Sweden AB	Karlskoga	Sweden	SEK	300000	0.0%	100.0%	Fu
RUAG Australia PTY Ltd	Bayswater	Australia	AUD	10000	0.0%	100.0%	Fu
RUAG Ammotec Benelux BVBA	Boechout	Belgium	EUR	25000	0.0%	100.0%	Fu
RUAG Industria e Comercio de Municoes Ltda	São Francisco	Brasilien	BRL	500000	0.0%	100.0%	Fu
RUAG Ammotec Denmark ApS <sup>4</sup>	Randers SV	Denmark	DKK	371804	0.0%	100.0%	Fu
RUAG Ammotec UK Ltd	Liskeard	UK	GBP	15000	0.0%	100.0%	Fu
RUAG Ammotec Finland OY	Malax	Finland	EUR	33638	0.0%	100.0%	Fu
RUAG Holding France SAS	Terssac	France	EUR	100000	0.0%	100.0%	Fu
RUAG Defence France SAS	Terssac	France	EUR	400000	0.0%	100.0%	Fu
RUAG Ammotec France SAS	Paris	France	EUR	1000000	0.0%	100.0%	Fu
RUAG Ammotec Italia s.r.l.	Brescia	Italy	EUR	100000	0.0%	100.0%	Fu
RUAG Ammotec Austria GmbH	Wien	Austria	EUR	297959	0.0%	65.0%	Fu
RUAG Hungarian Ammotec Inc.	Sirok	Hungary	HUF	300000000	0.0%	100.0%	Fu
RUAG Ammotec USA Inc.	Tampa, FL	USA	USD	6500000	0.0%	100.0%	Fu
RUAG Simulation Company LLC	Abu Dhabi	VAE	AED	150000	0.0%	49.0%	Fu
Stadeln Genehmigungshaltergesellschaft GmbH³	Fürth	Germany	EUR	25000	0.0%	78.6%	
Minority interests							
Arianespace Participation	Evry	France	EUR	3937983	3.5%	3.5%	
Flughafen Bern Ltd	Bern	Switzerland	CHF	14310000	1.4%	1.4%	
Ingharon Donn Elu	0011	JWILZEIIAIIU	U11	14010000	1.4 /0	4.5%	

<sup>1</sup> RUAG International Holding Ltd, Bahnhofplatz 10b, CH-3011 Bern.

<sup>2</sup> The company was renamed Beyond Gravity as part of the RUAG rebranding.

<sup>3</sup> Non-material investments are valued at cost minus a valuation allowance.

<sup>4</sup> Beyond Gravity Ltd, which was founded on 27 May 2021 and is headquartered in Emmen (Switzerland), was renamed RUAG Aerostructures Switzerland Ltd at the end of April 2022. Beyond Gravity Switzerland Ltd (formerly RUAG Switzerland Ltd) transferred its aerostructures activities to RUAG Aerostructures

Switzerland Ltd by means of a contribution in kind as at 1 January 2022.

_	_	
٠	_	,
0		

+41 58 286 30 04

**Building a better** working world

Phone: +41 58 286 61 11 Ernst & Young Ltd Schanzenstrasse 4a Fax: www.ey.com/ch PO Box CH-3001 Berne

#### To the Board of Directors of

**RUAG International Holding Ltd, Berne** 

Berne, 6 March 2023

#### Independent auditor's report of the financial statements

#### Opinion

We have audited the financial statements of RUAG International Holding Ltd (the Company), which comprise the consolidated balance sheet as at 31 December 2022, the consolidated income statement, the consolidated statement of cash flows and the consolidated statement of changes in equity for the year then ended, and the notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements (page 50 to 87) are prepared, in all material respects, in accordance with the accounting policies as described in Note 2.

#### Basis for our opinion

We conducted our audit in accordance with Swiss Standards on Auditing (SA-CH). Our responsibilities under those standards are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the Company in accordance with the requirements of the Swiss audit profession, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

#### Emphasis of matter - Basis of accounting and restriction on use

We draw attention to Note 2 of the financial statements, which describes the basis of accounting. The financial statements were prepared to ensure the comparability of the consolidated financial statements of RUAG International Holding AG with the prior period. As a result, the financial statements may not be suitable for another purpose. Our opinion is not modified in respect of this matter.

#### Board of Directors' responsibilities for the financial statements

The Board of Directors is responsible for the preparation of the financial statements in accordance with the accounting policies as described in Note 2 and for such internal control as the Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.



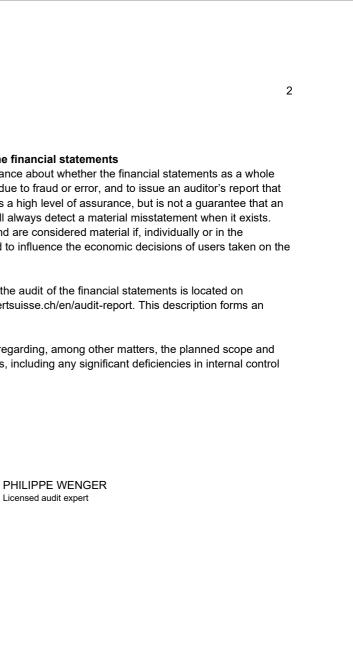
#### Auditor's responsibilities for the audit of the financial statements Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SA-CH will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on EXPERTsuisse's website at: https://www.expertsuisse.ch/en/audit-report. This description forms an integral part of our report.

We communicate with the Board of Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Ernst & Young Ltd.

MARTIN MATTES Licensed audit expert (Auditor in charge)



#### **Income statement for 1 January to 31 December**

in CHF m	Note	2022	2021
Income from investments	2.5	184.6	9.2
Income from services		2.7	_
Reversal of impairment loss on financial assets	2.6	60.4	_
Total operating income		247.8	9.2
Personnel expenses		(0.2)	(0.3)
Other operating expenses	2.7	(26.1)	(1.1)
Impairment losses on investments	2.8	(11.3)	_
Total operating expenses		(37.7)	(1.5)
Financial income			
Financial income			
Interest income		16.2	0.0
Currency gains		_	0.0
Financial expenses			
Interest expense		(9.4)	(0.0)
Currency losses		(9.9)	(0.0)
Pre-tax profit		206.9	7.7
Income taxes		(0.1)	(0.2)
Net profit		206.9	7.5

The notes to the financial statements on pages 92 to 94 form an integral part of the financial statements.

# **Balance sheet as at 31 December** in CHF m Cash and cash equivalents Current financial assets Due to third parties Other current receivables Due to third parties Due to companies in which the entity holds an investment Prepaid expenses and accrued income Due to third parties Due to companies in which the entity holds an investment Total current assets in % of total assets Financial assets Due to companies in which the entity holds an investment<sup>1</sup> Investments Intangible assets Total non-current assets in % of total assets Total assets Current interest-bearing liabilities Due to third parties Due to companies in which the entity holds an investment Other current interest-bearing liabilities Due to third parties Due to companies in which the entity holds an investment Other current liabilities Due to third parties Due to companies in which the entity holds an investment Current provisions Deferred income and accrued expenses Due to third parties Due to companies in which the entity holds an investment Total current liabilities Non-current provisions Total non-current liabilities Total liabilities in % of total assets Share capital Legal capital reserve Reserves from capital contributions Other capital reserves Voluntary retained earnings

Balance sheet profit (loss) Net profit brought forward Net profit for the year Total equity in % of total assets

#### Total liabilities and equity

<sup>1</sup> Of which subordinated: CHF 79.6 million.

The notes to the financial statements on pages 92 to 94 form an integral part of the financial statements.

532.7         0.7           3.7         -           1.9         0.0           6.1         -           2.0         0.1           1.0         -           51.9%         0.1%           51.9%         0.1%           176.0         -           2.1         331.7           895.0         -           507.7         895.0           48.1%         99.9%           1055.1         895.9           0.0         -           206.3         -           0.0         -           13.7         -           2.8         0.1           2.4         0.0           2.8         0.1           2.4         0.3           2.4         0.3           2.28.4         0.3           2.28.4         0.3           2.28.4         0.3           2.3         217.9           2.4         578.0	2021	2022	Note
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	0.7	532.7	
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	0.7	202.7	
$ \begin{array}{c c c c c c c c c c c c c c c c c c c $		3.7	
$ \begin{array}{c c c c c c c c c c c c c c c c c c c $	0.0	1.9	
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	-		
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	•••••••		••••••
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	0.1	2.0	•••••••••••••••••••••••••••••••••••••••
51.9%         0.1%           176.0         -           2.1         331.7         895.0           0.0         -           507.7         895.0           48.1%         99.9%           1055.1         895.9           0.0         -           206.3         -           0.0         -           2.8         0.1           2.4         0.0           1.8         0.0           2.8         0.1           2.4         0.0           2.3         217.9           2.4         -           865.8         865.8	_	·····	
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	0.9		
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	0.1%	51.9%	
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$			
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$		176.0	
$\begin{array}{c c c c c c c c c c c c c c c c c c c $			21
507.7         895.0           48.1%         99.9%           1055.1         895.9           0.0            206.3            0.0            13.7         -           2.8         0.1           2.4         0.0           0.7         0.1           0.7         0.1           0.7         0.1           0.7         0.0           28.4         0.3           228.4         0.3           228.4         0.3           228.4         0.3           228.4         0.3           22.3         217.9           2.3         217.9           2.4         -           865.8         -			2.1
48.1%       99.9%         1055.1       895.9         0.0       -         206.3       -         0.0       -         13.7       -         13.7       -         2.8       0.1         2.4       0.0         0.7       0.1         0.7       0.1         0.7       0.1         0.7       0.1         0.7       0.1         0.7       0.1         0.7       0.1         0.7       0.0         228.4       0.3         12.1       -         12.1       -         228.4       0.3         228.4       0.3         228.4       0.3         22.3       217.9         2.3       217.9         2.4       -         865.8       -	895.0		
$\begin{array}{c c c c c c c c c c c c c c c c c c c $			
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	•••••••		
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$			
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$			·····
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	_		
$ \begin{array}{c ccccccccccccccccccccccccccccccccccc$	—	206.3	·····
$ \begin{array}{c ccccccccccccccccccccccccccccccccccc$			
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	—		
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$		13.7	
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	0.1		
1.8       0.0         0.7       0.1         0.7       0.0         228.4       0.3         12.1       -         12.1       -         12.1       -         240.5       0.3         228.4       0.0%         240.5       0.3         22.3       217.9         2.4       -         865.8			
0.7       0.1         0.7       0.0         228.4       0.3         12.1       -         12.1       -         12.1       -         240.5       0.3         228.4       0.3         240.5       0.3         22.3       217.9         2.4       -         865.8			
0.7         0.0           228.4         0.3           12.1         -           12.1         -           12.1         -           240.5         0.3           22.8%         0.0%           2.3         217.9           2.4         -           865.8	0.0	1.0	
0.7         0.0           228.4         0.3           12.1         -           12.1         -           12.1         -           240.5         0.3           22.8%         0.0%           2.3         217.9           2.4         -           865.8	0.1	0.7	
228.4       0.3         12.1       -         12.1       -         12.1       -         240.5       0.3         22.8%       0.0%         2.3       217.9         2.4       -         865.8			
12.1     -       12.1     -       12.1     -       240.5     0.3       22.8%     0.0%       2.3     217.9       2.4     -       865.8			
12.1     -       240.5     0.3       22.8%     0.0%       2.3     217.9       2.4     -       865.8			
240.5         0.3           22.8%         0.0%           2.3         217.9         217.9           2.4         -         865.8	—	12.1	
22.8%         0.0%           2.3         217.9         217.9           2.4         -         865.8		12.1	
22.8%         0.0%           2.3         217.9         217.9           2.4         -         865.8			
2.3 217.9 217.9 2.4 – 865.8			
2.4 — 865.8	0.0%	22.8%	
2.4 — 865.8	017.0	017.0	0.0
	217.9	217.9	2.3
	865.8		2 /
2		578.0	
		0,0.0	<i>2</i> .7
			······
(188.2) (195.6)	(195.6)	(188.2)	
206.9 7.5			
814.6 895.6	•••••••••••••••••••••••••••••••••••••••		
77.2% 100.0%			
1055.1 895.9	895.9	1055.1	

#### **1** Principles

#### 1.1 General

On 8 June 2022, BGRB Holding Ltd distributed its stake in RUAG MRO Holding Ltd to the Swiss Confederation. RUAG International Holding Ltd was then merged into BGRB Holding Ltd on 8 June 2022, after distribution of the dividend in kind, with retroactive effect from 1 January 2022. The merged company was renamed RUAG International Holding Ltd at the same time.

The key applied accounting principles that are not stipulated by law are described below. Here it must be noted that in order to ensure its long-term success, the company has made use of the option to create and release hidden reserves.

#### **1.2 Financial assets**

The financial assets include long-term loans. Loans provided in foreign currencies are valued using the closing rates on the balance-sheet-date; in this regard, unrealised losses are recognised, while unrealised profits are not (imparity principle).

#### 1.3 Investments

Investments are measured at cost minus the required impairment. The carrying amounts are reviewed on an annual basis with regard to their value and, if necessary, written down. The valuations are checked in accordance with the individual valuation principle.

#### **1.4 Foreign currency forward transactions**

Positive and negative replacement values of foreign currency forward transactions which are subject to hedge accounting are

#### 2 Information on balance sheet and income statement items

#### 2.1 Investments

Head office	Country	Share of capital Sha and voting rights 2022 in %	are of capital and voting rights 2021 in %		Capital
Bern	Switzerland	n/a	100	CHF	340 000 000
Bern	Switzerland	0	100	CHF	100 000
Emmen	Switzerland	100	0	CHF	112200000
Bern	Switzerland	100	0	CHF	100 000
Nyon	Switzerland	100	0	CHF	100 000
Gothenburg	Sweden	100	0	SEK	100 000
Emmen	Switzerland	100	0	CHF	100 000
Wessling	Germany	100	0	EUR	1000000
Eger	Hungary	100	0	HUF	609000000
Bern	Switzerland	1.4	0	CHF	14310000
Biel/Bienne	Switzerland	4.5	0	CHF	2202700
	Bern Emmen Bern Nyon Gothenburg Emmen Wessling Eger	BernSwitzerlandBernSwitzerlandEmmenSwitzerlandBernSwitzerlandNyonSwitzerlandGothenburgSwedenEmmenSwitzerlandWesslingGermanyEgerHungaryBernSwitzerland	and voting rights 2022 in %BernSwitzerlandn/aBernSwitzerland0EmmenSwitzerland100BernSwitzerland100BernSwitzerland100BernSwitzerland100BernSwitzerland100BernSwitzerland100GothenburgSweden100EmmenSwitzerland100EgerHungary100BernSwitzerland1.4	and voting rights 2022 in %voting rights 2021 in %BernSwitzerlandn/a100BernSwitzerland0100EmmenSwitzerland1000BernSwitzerland1000BernSwitzerland1000BernSwitzerland1000BernSwitzerland1000BernSwitzerland1000GothenburgSweden1000EmmenSwitzerland1000EgerHungary1000BernSwitzerland1.40	and voting rights 2022 in %voting rights 2021 in %BernSwitzerlandn/a100CHFBernSwitzerland0100CHFEmmenSwitzerland1000CHFBernSwitzerland1000CHFBernSwitzerland1000CHFBernSwitzerland1000CHFBernSwitzerland1000CHFBernSwitzerland1000CHFGothenburgSweden1000SEKEmmenSwitzerland1000CHFWesslingGermany1000EUREgerHungary1000HUFBernSwitzerland1.40CHF

<sup>1</sup> On 8 June 2022, BGRB Holding Ltd distributed its stake in RUAG MRO Holding Ltd to the Swiss Confederation. RUAG International Holding Ltd was then merged into BGRB Holding Ltd on 8 June 2022, after distribution of the dividend in kind, with retroactive effect from 1 January 2022. The merged company was simultaneously renamed RUAG International Holding Ltd.

<sup>2</sup> The company was renamed Beyond Gravity as part of the RUAG rebranding.

not measured during their life because the net principle is applied. The contract volumes and replacement values of current transactions are listed in the notes under section 2.2.

#### **1.5 Foreign currency valuation**

Current assets and liabilities in foreign currencies are valued using the closing rates on the balance-sheet-date. Profits or losses are recognised on a "realised" basis. For non-current assets and liabilities, the imparity principle applies; any unrealised foreign exchange losses are treated as an expense, while unrealised profits are not recognised in the income statement.

#### 1.6 Non-preparation of statement of cash flows and additional details in the notes

As RUAG International Holding Ltd prepares its consolidated financial statements in line with recognised accounting standards (Swiss GAAP FER), in accordance with the statutory provisions it has not provided details in the notes to the financial statements concerning interest-bearing liabilities and audit fees, and has not prepared a statement of cash flows.

#### b) Material indirect investments

/ Material man cot investments						
ompany	Head office	Country	Share of capital and voting rights 2022 in %	Share of capital and voting rights 2021 in %		Capital
eyond Gravity Sweden AB <sup>2</sup>	Gothenburg	Sweden	100	100	SEK	15000000
eyond Gravity USA Inc. <sup>2</sup>	Huntsville	USA	100	100	USD	25000
eyond Gravity Austria GmbH <sup>2</sup>	Wien	Austria	100	100	EUR	1500000
UAG Aerospace Structures GmbH	Wessling	Germany	100	100	EUR	25000
eyond Gravity Switzerland Ltd <sup>2</sup>	Emmen	Switzerland	0	100	CHF	112200000
UAG Ltd	Emmen	Switzerland	0	100	CHF	100 000
UAG Real Estate Ltd	Bern	Switzerland	0	100	CHF	8000000
UAG Ammotec Ltd	Thun	Switzerland	0	100	CHF	12000000
UAG Simulation & Training Ltd	Bern	Switzerland	0	100	CHF	100 000
UAG Ammotec GmbH	Fürth	Germany	0	100	EUR	25000
UAG Ammotec USA Inc.	Tampa, FL	USA	0	100	USD	6500000

Company	Head office	Country	Share of capital and voting rights 2022 in %	Share of capital and voting rights 2021 in %		Capital
Beyond Gravity Sweden AB <sup>2</sup>	Gothenburg	Sweden	100	100	SEK	15000000
Beyond Gravity USA Inc. <sup>2</sup>	Huntsville	USA	100	100	USD	25000
Beyond Gravity Austria GmbH <sup>2</sup>	Wien	Austria	100	100	EUR	1500000
RUAG Aerospace Structures GmbH	Wessling	Germany	100	100	EUR	25 0 0 0
Beyond Gravity Switzerland Ltd <sup>2</sup>	Emmen	Switzerland	0	100	CHF	112200000
RUAG Ltd	Emmen	Switzerland	0	100	CHF	100 000
RUAG Real Estate Ltd	Bern	Switzerland	0	100	CHF	8000000
RUAG Ammotec Ltd	Thun	Switzerland	0	100	CHF	12000000
RUAG Simulation & Training Ltd	Bern	Switzerland	0	100	CHF	100 000
RUAG Ammotec GmbH	Fürth	Germany	0	100	EUR	25 0 0 0
RUAG Ammotec USA Inc.	Tampa, FL	USA	0	100	USD	6500000

<sup>2</sup> The company was renamed Beyond Gravity as part of the RUAG rebranding.

#### 2.2 Foreign currency forward transactions

in CHF m	2022	2021
Volume of foreign currency hedging contracts with banks	284.2	_
Volume of foreign currency hedging contracts with banks	(69.9)	—
Volume of foreign currency hedging contracts with Group companies	9.5	—
Volume of foreign currency hedging contracts with Group companies	(82.8)	_
Positive replacement value banks	5.6	—
Negative replacement value banks	(5.9)	—
Positive replacement value Group companies	1.9	_
Negative replacement value Group companies	(0.5)	—
Total replacement values	1.1	_

The contract volumes represent the volume of open foreign currency forward transactions as at year-end. The replacement values only contain the positive and negative replacement

#### 2.3 Share capital

The share capital of CHF 217.9 million comprises 2.179 million registered shares, each with a nominal value of CHF 100.

#### 2.4 Reserves from capital contributions/other capital reserves

As at 31.12.2021, the reserves from capital contributions still amounted to CHF 865.8 million, which were created on the occasion of a quasi-merger in 2019 (contribution in kind of the shares of the former RUAG International Holding Ltd). In 2022, a cash dividend of CHF 1.9 million was distributed from the capital contribution reserves. In addition, the participation in RUAG MRO Holding Ltd was distributed as a dividend in kind from the capital contribution reserves.

Furthermore, in 2022, the parent-subsidiary merger between BGRB Holding Ltd (now RUAG International Holding Ltd) and its subsidiary RUAG International Holding Ltd took place.

The above-mentioned absorption-merger resulted in a merger loss of CHF 15.7 million, which was charged to reserves from capital contributions.

values from open foreign currency forward transactions as at year-end that are recognised at fair value.

As the merger of BGRB Holding Ltd with RUAG International Holding Ltd took place shortly after the quasi-merger (in line with tax practice), this now leads to the same tax consequences as a direct absorption-merger, i.e. the originally formed capital contribution reserves are no longer accepted for tax purposes to this extent and have been reclassified to other capital reserves. The capital contribution reserves amounted to CHF 0 as of 31.12.2022.

#### 2.5 Dividend income

The income from investments includes the ordinary dividend distributions from RUAG MRO Holding Ltd, Beyond Gravity Holding Sweden AB, Beyond Gravity Sweden AB and Beyond Gravity Switzerland Ltd and the results from the sale of participations in RUAG Simulation & Training Ltd, RUAG Holding France SAS, RUAG Ammotec AG, RUAG Ammotec Switzerland Ltd and RUAG Australia PTY Ltd.

# **2.6 Impairment losses and reversals of impairment losses on financial assets**

Financial assets are reviewed annually for impairment, if events or circumstances give reason to suspect that the book value may no longer be recoverable. When recoverability is restored,

2.7 Other operating expenses

in CHF m	2022	2021
Advertising costs	(0.4)	(0.0)
Administration costs	(20.9)	(1.1)
Management fees (top management costs)	(4.8)	—
Total other operating expenses	(26.1)	(1.1)

#### 2.8 Impairment losses on investments

If events or circumstances indicate that the carrying amount may no longer be recoverable, investments are reviewed on an annual basis with regard to their value. As part of the carve-out of RUAG Aerostructures Ltd, the value of the Beyond Gravity Switzerland Ltd investment was adjusted in the amount of the dividend in kind paid out in accordance with accounting regulations (CHF 11.3 million).

impairment losses can be reversed up to the acquisition value.

In the year under review, value adjustments on financial assets

amounting to CHF 60.4 million were reversed.

## **3 Further information**

#### **3.1 Full-time positions**

As in the previous year, the annual average number of full-time positions did not exceed 10 in the year under review.

#### **3.2 Collateral provided for third-party liabilities**

in CHF m 2022	2021
Group guarantees 83.8	_
Total contingent liabilities 83.8	_

Guarantee liabilities are primarily performance and advance payment guarantees issued as part of operational business, as well as guarantees to secure bank credit limits vis-à-vis the subsidiaries.

#### 3.3 Events after the reporting period

There were no significant events after the balance sheet date that have an impact on the book values of the reported assets or liabilities or that would have to be disclosed here.

2022

18.7

(188.2) 206.9

#### Proposal by the Board of Directors for the appropriation of available earnings

in CHF m
Balance sheet profit at the start of the financial year
Net profit for the year
Balance sheet profit at the disposal of the Annual General Meeting

#### The Board of Directors proposes the following appropriation of profit at the Annual General Meeting:

Dividend	_
Allocation to general legal retained earnings	_
Balance to be brought forward 1	8.7

Furthermore, the Board of Directors proposes to distribute a dividend of CHF 200.0 million from the other capital reserves.





Ernst & Young Ltd P Schanzenstrasse 4a F P.O. Box w CH-3001 Berne

To the General Meeting of RUAG International Holding Ltd, Berne

# Report of the statutory auditor

## Report on the audit of the financial statements



#### Opinion

We have audited the financial statements of RUAG International Holding Ltd (the Company), which comprise the statement of balance sheet as at 31 December 2022 and the statement of income for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements (page 90 to 94) comply with Swiss law and the Company's articles of incorporation.



#### Basis for opinion

We conducted our audit in accordance with Swiss law and Swiss Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the Company in accordance with the provisions of Swiss law and the requirements of the Swiss audit profession, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

#### Other information

The Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Phone: +41 58 286 61 11 Fax: +41 58 286 30 04 www.ey.com/ch

Berne, 6 March 2023

<b>EY</b> Building a better working world		Page 2	
	<b>Board of Directors' responsibilities for the</b> The Board of Directors is responsible for the p accordance with the provisions of Swiss law a for such internal control as the Board of Direct preparation of financial statements that are free fraud or error.	reparation of the financial statements in nd the Company's articles of incorporation, and ors determines is necessary to enable the	
	In preparing the financial statements, the Boar Company's ability to continue as a going concern to going concern, and using the going concern Directors either intends to liquidate the Compa- alternative but to do so.	ern, disclosing, as applicable, matters related basis of accounting unless the Board of	
	a whole are free from material misstatement, w auditor's report that includes our opinion. Reas but is not a guarantee that an audit conducted always detect a material misstatement when it	ance about whether the financial statements as whether due to fraud or error, and to issue an sonable assurance is a high level of assurance, in accordance with Swiss law and SA-CH will exists. Misstatements can arise from fraud or ly or in the aggregate, they could reasonably be	
	A further description of our responsibilities for on EXPERTsuisse's website at: https://www.e forms an integral part of our report.	the audit of the financial statements is located xpertsuisse.ch/en/audit-report. This description	
Report on	other legal and regulatory require	ments	
	In accordance with Art. 728a para. 1 item 3 CC control system exists, which has been designed statements according to the instructions of the	ed for the preparation of the financial	
	We further confirm that the proposed appropria repayment of legal capital reserve comply with incorporation. We recommend that the financia We recommend that the financial statements s	n Swiss law and the Company's articles of al statements submitted to you be approved.	
	In addition, we draw your attention to the fact to been prepared, which is in breach of article 96	that consolidated financial statements have not 3 CO.	
	Ernst & Young Ltd		
	MARTIN MATTES Licensed audit expert (Auditor in charge)	PHILIPPE WENGER Licensed audit expert	

**Board of Directors** 

**Corporate Governance** 

# **RUAG International follows clear rules**

Management and control are based on the corporate governance guidelines of SIX Swiss Exchange.

#### **Board of Directors**

The duties of the Board of Directors of RUAG International Holding Ltd are governed by the Swiss Code of Obligations, the owner's strategy of the Swiss Federal Council, the Articles of Association and the Regulations Governing Organisation and Operations. The Board of Directors of RUAG International Holding Ltd currently consists of five members (20% women), none of whom exercises an executive function within the company or has done so in the three financial years preceding the period under review. In addition, the members of the Board of Directors have no material business relationship with the Group. There were no changes in the composition of the Board of Directors in the reporting year.

#### **Election and term of office**

The Board of Directors of RUAG International Holding Ltd and its Chairman are elected by the Annual General Meeting (AGM). In accordance with the Articles of Association, the Board of Directors consists of a maximum of seven individuals. The majority of the Board's members must be Swiss nationals who are resident in Switzerland. They are elected annually and individually, and may be re-elected. RUAG International does not specify an age limit for members of the Board of Directors, nor does it limit their term of office. The members of the Board of Directors are proposed by the Swiss Confederation (sole shareholder) and elected unanimously. The following section provides information on the composition of the Board of Directors as at 31 December 2022, the individual members' functions within RUAG International, their nationality and the year in which they were first elected to the Board. Information is also provided on the year of birth, on other activities and interests, on significant mandates at major companies, organisations and foundations, on permanent functions in major interest groups, and on public offices and political mandates held as at 31 December 2022.

#### Vested interests

In accordance with the Nomination & Compensation Committee (NCC) Charter of 2020, the NCC is responsible for approving external ancillary activities of the members of the Board of Directors and the CEO. Twice a year, the NCC submits an updated list of all ancillary activities of all members of the Board of Directors and the Executive Board to the Board of Directors for information. Corresponding mandates are included on the agenda of both the NCC and the Board of Directors and discussed individually.

The Board of Directors' vested interests are regularly disclosed. The Board of Directors is sensitised to ensuring that such vested interests are compatible with the mandate for RUAG International, both in terms of time and content. This is already taken into account when filling positions. Should a conflict of interest nevertheless arise unexpectedly, the member concerned would step aside. New mandates or commitments are also discussed in advance with the Chairman of the Board of Directors.



# (From left to right)

Jürg Oleas Vice Chairman Dr. Remo Lütolf Chairman Déborah Carlson-Burkart Member Rainer G. Schulz Member Kaspar W. Kelterborn Member **Dr. Remo Lütolf** (b.1956, Swiss), Chairman of the Board of Directors since 26 April 2018, Member since 2014, elected until the 2023 Annual General Meeting. **Education:** Dipl. El. Ing. ETH, Dr. sc. techn. ETH Zurich: Executive MBA IMD Lausanne.

Professional background: CEO of ABB Switzerland (2013-2018); Head of the global business unit for power electronics and medium-voltage drives, ABB Group (2003-2012); Head of the regional division for automation products, ABB North Asia/China (2005-2008); Head of the local business unit for power electronics, ABB Switzerland (1999-2002); Various management positions in the Building Control and Energy Management divisions, Landis & Gyr Zug (1987-1998) Committees: Member of the Audit Committee and the Nomination & Compensation Committee. Significant mandates: Chairman of the Board of Directors of ewl Energie Wasser Luzern Holding AG, Chairman of the Board of Directors of Erdgas Zentralschweiz AG, Member of the Board of Directors of MTE Meter Test Equipment AG, Member of the University Council, University of Applied Sciences and Arts Northwestern Switzerland.

**Jürg Oleas** (b.1957, Swiss), Vice Chairman, Member since 2011, elected until the 2023 Annual General Meeting.

**Education:** Master's in Mechanical Engineering from ETH Zurich.

**Professional background:** Until 2001 various professional positions at ABB and lastly briefly at Alstom, from 2001 management position at GEA Group AG and from 2004 to 2019 CEO of GEA Group AG. **Committees:** Member of the Audit Committee. **Significant mandates:** Chairman of the Board of Directors HOCHDORF Holding AG, Member of the Board of Directors Holcim (Member of AC Committee and Nomination, Compensation and Governance Committee).

Rainer G. Schulz (b.1965, Swiss), Member since 2020, elected until the 2023 Annual General Meeting.
Education: Engineering studies with specialisation in production technology.

**Professional background:** Interim CEO Röchling SE (2021/22), CEO REHAU Group (until 2018); Head of Production/Purchasing, BMW Rolls Royce AeroEngines (until 2001). Head of Production Logistics, Scheidt& Bachmann GmbH (until 1994).

**Committees:** Member of the Nomination & Compensation Committee.

**Significant mandates:** Member of the Board of Directors and Chairman of the Audit Committee of Bühler Holding AG, Member of the Board of Directors of Hoerbiger Holding AG, Member of the Advisory Board of Röchling SE & Co KG, Member of the Board of Directors of EISENMANN SE. **Kaspar W. Kelterborn** (b.1964, Swiss), Member since 2021, elected until the 2023 Annual General Meeting.

**Education:** Lic. Oec. HSG, University of St. Gallen, Switzerland.

**Professional background:** Chief Financial Officer (CFO) and member of the Executive Board of Conzzeta AG, Switzerland (2006–2021); Chief Financial Officer (CFO) and member of the Executive Board of Unaxis Holding AG, Switzerland (2002–2005); various leading management positions and international assignments in the area of finance and controlling in Switzerland and abroad within Clariant Group (until 2002)

**Committees:** Chairman of the Audit Committee. **Significant mandates:** Member of the Board of Directors and Head of the Audit Committee of CPH Chemie+Papier Holding AG, President of the Foundation Board Hilfsfond der Perlen Gruppe, Member of the Board of Directors of Suhner Group AG, Member of the Board of Directors of Wipf Holding AG, Member of Conzzeta Pension Fund, from 01.04.2022 to 31.12.2022 CFO ad interim and member of the Executive Board of dormakaba Group.

**Déborah Carlson-Burkart** (b.1969, Swiss), Member since 2021, elected until the 2023 Annual General Meeting.

**Education:** Certified Board Member, INSEAD (FR); LL.M., Duke University (USA); Admitted to the bar, Zurich (CH); Lic. iur./ Master of Law, Faculty of Law, University of Zurich (CH).

Professional background: Self-employed lawyer and Board member since 2015, Head Legal Rothschild Trust Group and Member of the Executive Board of Rothschild Trust (Switzerland) AG and Managing Director of Rothschild Trust Italy srl. in Milan (IT) until 2015; Head Legal and Secretary of the Board of Directors of Alstom (Switzerland) AG, Member of the Executive Board, until 2011; Head International Legal, MicroStrategy Inc. Washington, DC (USA), until 2005. Committees: Chair of the Nomination & Compensation Committee.

**Significant mandates:** Visiting lecturer University of St. Gallen HSG. Member of the Board of Directors of Visana Group, Alstom Network Switzerland AG and PVS Pension fund.

#### Internal organisation and tasks

The Board of Directors holds ultimate responsibility for the business strategy and overall management of the Group. Subject to the authority of the Annual General Meeting, it possesses supreme decisionmaking powers.

The main duties of the Board of Directors under the terms of the Swiss Code of Obligations and Articles of Association of RUAG International Holding Ltd are:

- The strategic orientation and management of the Group in accordance with the owner's strategy of the Swiss Federal Council
- The structuring of the accounting system, financial controlling and financial planning
- The appointment and dismissal of the CEO, other members of the Group Executive Board and other senior executives
- □ Supreme oversight of business activities
- Production of the Annual Report, preparation of the AGM and implementation of resolutions passed by the latter

Decisions are taken by the Board of Directors as a whole. To assist it in the preparation and implementation of its decisions, the Board is assisted by two committees: an Audit Committee and a Nomination & Compensation Committee.

In the year 2022, the Board of Directors held seven ordinary meetings instead of the usual six, including one two-day strategy meeting. In addition, the BoD held four extraordinary meetings and five circular resolutions. In addition, the members of the Board of Directors discussed matters regularly by telephone. The agenda for meetings of the Board of Directors is set by the Chairman. Any member of the Board of Directors may request that an item be included on the agenda. The members are provided with documentation prior to each meeting to enable them to prepare for the items to be discussed.

The Board of Directors maintains an exchange of ideas with the company's operational managers. The CEO and CFO regularly attend the meetings as guests, other executives do so depending on the agenda.

With the exception of three excused absences, the members of the Board of Directors participated in all Board meetings, in individual cases by telephone, e.g. due to Covid infections.

#### **Committees**

The Board of Directors has an Audit Committee, and a Nomination & Compensation Committee, each of which has its own Chair. The committees meet regularly and prepare business for the full Board of Directors, draft related proposals and implement resolutions of the Board of Directors as required. The agenda of each committee's meetings is set by its Chair. The members of the committees are provided with documentation prior to the meetings to enable them to prepare for the items on the agenda. Individual charters have been defined for both the Audit Committee and the Nomination & Compensation Committee, which define the tasks within the two committees.

#### Audit Committee

The Audit Committee is composed of three members of the Board of Directors, none of whom exercises an executive function. The members of the Audit Committee are experienced in financial and accounting matters. The Audit Committee meets regularly and is convened by the Chair as often as business requires. Usually the meetings are also attended by the CEO, CFO, Vice President of Internal Audit, General Counsel and representatives of the statutory auditor.

The main task of the Audit Committee is to ensure a comprehensive and efficient audit strategy for RUAG International Holding Ltd and the Group. The duties of the Audit Committee include:

- □ Assessing processes in the risk and control environment (internal control system)
- □ Monitoring financial reporting
- □ Assessing the internal and external auditors
- $\hfill\square$  Defining and approving the focal points of the audits
- Accepting the audit report and any recommendations of the statutory auditor prior to submission of the annual financial statements (individual and consolidated) to the full Board of Directors for approval
- Submitting a proposal to the full Board of Directors as to which external auditor should be recommended to the AGM for appointment; assessing the performance, fees and independence of the external auditor and examining the compatibility of audit activities with any consultancy mandates
- Regularly examining the Compliance Management System

The Audit Committee regulates, supervises and commissions the Internal Audit. It provides the full Board of Directors with a regular report on its activities and immediately informs the Board of any important matters.

#### **Nomination & Compensation Committee**

The Nomination & Compensation Committee (NCC) is composed of three members of the Board of Directors, none of whom exercises an executive function. The NCC meets regularly and is convened by the Chair as often as business requires. The meetings are usually also attended by the CEO and the Chief HR Officer.

The main task of the NCC is to propose the outlines of human resource policies and planning to the full Board of Directors and to present proposals on the selection and compensation of Group Executive Board members. This also includes preparing necessary decisions for the full Board of Directors in the areas of management development, compensation system and policies, objective setting, pension fund matters and social partnership.

Finally, the NCC is tasked with proposing the compensation of members of the Board of Directors in conformity with the guidelines set forth by the Swiss Confederation.

#### Information and control instruments

The RUAG International Management Information System (MIS) is structured as follows: the separate financial statements (balance sheet, income statement and statement of cash flows) of the individual subsidiaries and business units are compiled on a monthly, quarterly, semi-annual and annual basis. These figures are consolidated for each business unit and for the Group as a whole and presented in comparison with the budget. The budget, which represents the first year of a rolling three-year plan, is examined in the form of a feasibility forecast based on monthly results. The CEO submits a monthly written report on budget compliance to the Board of Directors.

#### **Compliance & Governance Organisation**

At Group level, the Compliance & Governance function is responsible, among other things, for ensuring that RUAG International's internal rules are anchored by a comprehensive compliance management system. The business segments are responsible for data protection, trade compliance, risk management and commercial compliance via communities of interest.

The Vice President Compliance and the Vice President Governance report only on a disciplinary basis (solid-line) to the General Counsel. Both regularly report technically (dotted-line) to the Board of Directors, either during Board meetings or through the Audit Committee. In addition, two detailed meetings are held annually with the Chairman of the Board of Directors. The shareholder is regularly informed in summary form about compliance issues, in particular during quarterly reports and discussions.

#### Whistle-blower system

RUAG International has an independent reporting office, which offers employees and third parties a way to report any abuses occurring at RUAG – anonymously if desired. The reporting tool, run by an external Swiss company, is intended to function as an early warning system and to help prevent, detect and remedy any irregularities. Incoming reports are seen and processed only by designated Compliance&Governance specialists.

#### **Code of Conduct for Business Partners**

The Code of Conduct for Business Partners has been integrated into RUAG International's General Terms and Conditions. RUAG International is committed to conducting business in accordance with ethical principles and applicable law and in a socially responsible fashion. RUAG International also expects its customers, suppliers and service providers and their supply chains to conduct themselves correctly in every respect.

#### **Rejecting corruption**

By systematically implementing the "Anti Corruption" directive, which forms part of every RUAG International employment contract, RUAG International is affirming its commitment to being a fair competitor and refraining from seeking unfair advantage by providing financial or other incentives to third parties. RUAG likewise does not accept financial or other incentives in expectation of or as a reward for granting an unfair advantage.

Behaviour that violates the "Anti-Corruption" directive or other internal rules is consistently sanctioned and corrective measures are implemented.

#### **Group Executive Board**

The following section provides information on the names, year of birth, function and date of joining, as well as the external mandates, of each member of the Group Executive Board.

André Wall (b.1964, German), Chairman of the Group Executive Board, CEO of RUAG International, joined Nov. 2020

External mandates: Founder of Social Return GmbH, Owner of AW Aviation GmbH & Co. KG

**Angelo Quabba** (b.1965, Swiss), member of the Group Executive Board, CFO of RUAG International, joined Nov. 2020

External mandates: Chairman of the Board of Directors of Gubemo AG, Chairman of the Board of Directors of Tresio AG

**Dr. Christian Ferber** (b.1965, Swiss), member of the Group Executive Board, CHRO of RUAG International, joined 2012, left 31.10.2022

**Dr. Judith Bischof** (b. 1974, Swiss), member of the Group Executive Board, General Counsel of RUAG International, joined 2018, left 30.09.2022

**Christoph M. Eisenhardt** (b. 1968, German), member of the Group Executive Board, CEO of RUAG Ammotec, joined 2017, left 31.07.2022

#### Management organisation

The Board of Directors has appointed a Group Executive Board under the chairmanship of the CEO. The CEO and the Group Executive Board are responsible for the overall management of RUAG International and for all matters not delegated to another governing body of the company by law, the Articles of Association or the Regulations Governing Organisation and Operations. The powers and duties of the Group Executive Board and CEO are set out in detail in the Organisational Regulations and in the job description of the CEO.

The members of the Group Executive Board report to the CEO.

Following the departures of Christoph M. Eisenhardt (RUAG Ammotec), Dr Judith Bischof (General Counsel) and Dr Christian Ferber (Chief HR Officer), the Executive Board of RUAG International consists of André Wall, Chief Executive Officer (CEO), and Angelo Quabba, Chief Financial Officer (CFO).

#### CEO

The CEO manages RUAG International. He submits the RUAG International strategy, long- and mediumterm objectives, and management guidelines to the full Board of Directors for their approval.

At the proposal of the CEO, the Board of Directors decides on the three-year corporate plan, annual budget, individual projects, business unit and consolidated financial statements and Group Executive Board-level human resource issues.

The CEO regularly submits reports to the Board of Directors on business performance, anticipated business matters and risks, as well as changes at the next management level.

The members of the Board of Directors may request and review further information on operations as provided by the law, the Articles of Association and the Regulations Governing Organisation and Operations. The CEO regularly assesses whether the Articles of Association and the regulations and other guidelines issued by the Board of Directors require amendment, and applies for such amendments to be made.

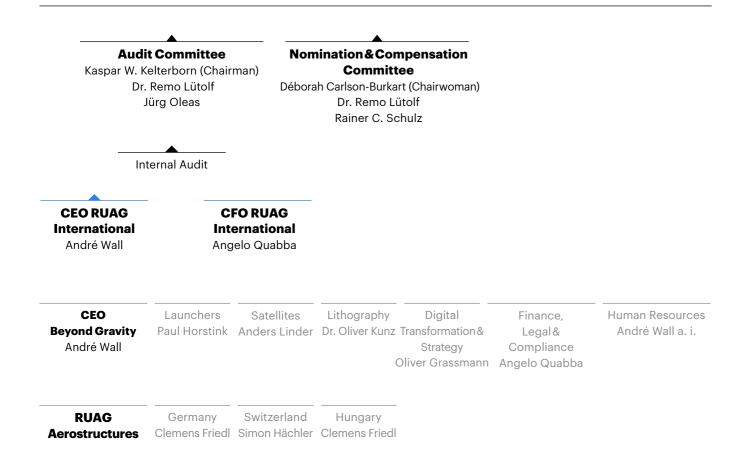
#### Management contracts

No management contracts have been concluded by RUAG International Holding Ltd and its subsidiaries with any third parties.

#### **RUAG International management structure as at 31 December 2022**

#### **Board of Directors**

Dr. Remo Lütolf (Chairman), Jürg Oleas (Vice-Chairman), Rainer G. Schulz, Kaspar W. Kelterborn, Déborah Carlson-Burkart



- Group Executive Board RUAG International Holding Ltd

# Compensation, profit-sharing and loans

## **Compensation report**

The following details correspond to the guidelines of SIX Swiss Exchange concerning the compensation policy and compensation paid to members of the Board of Directors and Group Executive Board, taking the transparency provisions of the Swiss Code of Obligations (Art. 663b and Art. 663c) into account. Compensation paid in accordance with these provisions of the Swiss Code of Obligations is listed in the financial statements of RUAG International in Note 32 "Compensation of key management personnel", with further details provided.

#### **Compensation policy**

RUAG International's HR policy includes the principle that employee performance and company success are the main factors that determine compensation. The policy is aimed at implementing simple, clearly structured compensation systems that ensure fair pay and are transparent for employees. RUAG International bases its compensation on current levels of remuneration in the applicable market environment and reviews it regularly. Individual compensation is based on job requirements, the employee's skills and performance, and the company's financial success. Wherever possible, RUAG International applies success- and performance-based compensation systems with an additional success-based variable component. These principles also apply in setting the compensation policy for the Group Executive Board, which is determined by the Board of Directors at the request of the NCC. RUAG International also prepares an annual report for submission to the Swiss Federal Department of Finance (EFD), the Swiss Federal Council and the Finance Delegation of the Federal Assembly on compliance with the Federal Council's executive pay ordinance.

#### **Board of Directors**

The members of the Board of Directors receive compensation for their work that is determined annually by the AGM in accordance with the guidelines set forth by the Swiss Confederation (including upper limits for remuneration). The criteria for determining compensation paid to the Board of Directors is based on the responsibility accorded to its members, the complexity of the task, the specialist and personal demands placed on the individual and the expected average time required to fulfil the task. Compensation consists of the following:

Fixed fee
 Other benefits

Each member of the Board of Directors receives a fixed fee as part of his or her basic compensation. Other benefits comprise lump-sum allowances for expenses.

No compensation was paid to former Board members.

Further details of compensation paid in the year under review can be found in the financial statements in Note 32 "Compensation of key management personnel".

#### **Group Executive Board**

The composition and amount of compensation are based on the industry and labour market environment and are regularly reviewed. To this end, publicly available information on companies of a similar size from Swiss industry and, where applicable, the results of surveys and external studies are taken into account. Overall remuneration for the CEO and for members of the Group Executive Board is subject to an upper limit approved by the Annual General Meeting.

Compensation consists of the following:

- □ Fixed basic salary
- Performance-based component
- Employer contributions to pension funds
- Fringe benefits

The fixed basic salary is determined primarily by the task, responsibility, qualifications and experience of the Board members, as well as the market environment. The performance-based component depends on the extent to which individual performance objectives are reached and on the company's financial success. It consists of a one-year Short Term Incentive Plan (STI). Targets are determined with reference to the extent to which personal performance objectives are reached, and to the company's financial success. As part of the objective-setting process, measurable goals are set at the beginning of each year by the Board of Directors and the CEO for the members of the Group Executive Board. At the end of the financial year, the extent to which these objectives have been met is assessed.

#### **Short Term Incentive Plan (STI)**

The financial success of RUAG International overall and of the individual business segments is measured based on five financial value drivers:

- □ Net sales
- □ Operating result (EBIT)
- Net working capital (NWC)
- □ Return on net operating assets (RNOA)
- □ Free cash flow

The target figures are set for one year and the targets are weighted according to strategic priorities. A lower and an upper threshold are defined for each of the five value drivers. If the lower threshold is not reached for the criterion concerned, the related portion of the performance-based component is omitted. However, exceeding the upper threshold does not lead to a further increase in the amount of the performancebased component. Goal attainment is weighted for the members of the Group Executive Board as follows: 20% for personal goals and 80% for financial goals. In the case of the heads of business segments, the financial goals are defined per segment. In the case of the CEO and the heads of service segments, the financial goals of RUAG International apply.

For the members of the Group Executive Board, the performance-based component in 2022 ranged from 22% (previous year: 24%) to a maximum of 42% (previous year: 39%) of the annual cash remuneration.

With regard to a successful sale or privatisation of the Beyond Gravity business segment in accordance with the owner's strategy, a long-term incentive plan with a retention character was also created for all permanent employees and managers, including the Executive Board. The amount of any payments depends on a successful sale and the increase in value of the business segment until the sale.

#### **Other benefits**

Other benefits comprise employers' contributions paid to social security funds and for mandatory and extra-mandatory employee benefits. Members of the Executive Board are subject to the same expense regulations as all other RUAG International employees. The flat-rate expense allowance for members of the Executive Board and all management staff in Switzerland was abolished in 2022 – except for the CEO and CFO. An additional regulation applies governing flat-rate compensation for entertainment and minor expenses. Both regulations have been approved by the responsible cantonal tax office. A company car or a mobility allowance is provided to each member of the Group Executive Board. No compensation was paid to former Group Executive Board members. Further details of compensation paid in the year under review can be found in the financial statements in Note 32 "Compensation of key management personnel".

In the 2022 reporting year, three members of the Executive Board left the company. Further information can be found in the Financial Report, Note 32, "Compensation for key management personnel".

Shares and options: No shares and/or options are allocated to members of the Group Executive Board or Board of Directors.

Additional fees: During the 2022 financial year, the members of the Board of Directors received no appreciable fees or other compensation of additional services rendered to RUAG International Holding Ltd or any of its subsidiaries. One member of the Executive Board received a payment in the reporting year as a result of the successful sale of a business unit.

RUAG International and its subsidiaries have not provided any securities, loans, advances or credits to the members of the Group Executive Board or Board of Directors and related parties, nor waived any amounts receivable from them.

#### **Capital structure**

The share capital of RUAG International Holding Ltd amounts to CHF 217.9 million, comprising 2,179,000 fully paid-up registered shares, each with a par value of CHF 100. As at 31 December 2022, RUAG International Holding Ltd did not have any conditional or authorised capital, nor had it issued participation or dividend right certificates. The registered shares of RUAG International Holding Ltd are not listed.

#### **Changes in capital**

Due to the merger of BGRB Holding Ltd with RUAG International Holding Ltd, the share capital changed from CHF 340 million to CHF 217.9 million. This corresponds to the share capital of the former BGRB Holding Ltd, which was renamed RUAG International Holding Ltd during the period under review. No other changes in capital were resolved.

#### Shares, share register

At the AGM of RUAG International Holding Ltd, each registered share carries one vote. The voting right may only be exercised provided that the shareholder is recorded in the RUAG International Holding Ltd share register as a shareholder with voting rights. The registered shares carry full entitlement to dividends.

In place of shares, the company may issue certificates. It may also elect to issue neither shares nor certificates. In this case, the shareholder is entitled at any time to demand issuance of a statement of shares held.

The Board of Directors keeps a register of shareholders.

## **Shareholder structure**

#### Shareholder

The Swiss Confederation holds 100% of the shares and thus all the voting rights in RUAG International Holding Ltd. The Federal Finance Administration (FFA) attends to the Confederation's shareholder interests.

#### Owner's strategy of the Swiss Federal Council

In its owner's strategy, the Federal Council lays down strategic objectives for its shareholding, specifically strategic focal points, human resource policy and financial objectives, cooperation and investments and reporting to the Swiss Federal Council.

The new owner's strategy of the Swiss Federal Council entered into force on 1 January 2020 and establishes the transparent, binding framework which enables RUAG International Holding Ltd and its subsidiaries to fulfil their duties on a commercial basis while taking account of broader interests.The owner's strategy is enshrined in the Articles of Association of RUAG International Holding Ltd.

#### **Cross-shareholdings**

RUAG International has not entered into any crossshareholdings with other companies, either in terms of capital or votes.

#### **Participation rights of shareholders**

#### Voting right

At the AGM of RUAG International Holding Ltd, each registered share carries one vote. A shareholder may be represented by another shareholder only by written proxy.

#### Statutory quorums

The following resolutions are subject to decision by qualified majority in accordance with the Swiss Code of Obligations (Art. 704 CO):

- □ Amendment of the company's objects
- Introduction of shares with preferential voting rights
- Restriction on the transferability of registered shares
- $\hfill\square$  Authorised or contingent capital increase
- Capital increase funded by equity capital, against contributions in kind or to fund acquisitions in kind and the granting of special privileges
- Restriction or cancellation of subscription rights
- $\hfill\square$  Relocation of the company's registered office
- $\hfill\square$  Dissolution of the company or liquidation

#### **Convening the AGM**

The AGM is convened and its agenda set as governed by law and by the Articles of Association.

#### **Change in control and defensive measures Obligatory offer for sale**

The Articles of Association contain no provisions concerning opting-out (Art. 125 paras. 3-4 of the Financial Market Infrastructure Act - FinMIA) or opting-up (Art. 135 para. 1 FinMIA).

#### Change of control clauses

Any disposal of the capital or voting majority of the Swiss Confederation in RUAG International Holding AG to third parties requires the approval of the Federal Assembly (by simple federal decree, not subject to referendum, Art. 3 para. 3 of the Federal Act on Federal Armaments Companies).

With regard to a change of control or the privatisation of the Space segment (Beyond Gravity) by 2025 at the latest, a long-term incentive plan was created for all permanent employees, including the Executive Board (see chapter Compensation, shareholdings and loans). There is no corresponding plan for the Board of Directors.

#### **Pension fund**

The pension fund of RUAG International with the Livica collective foundation had a cover ratio of over 100% as at 31 December 2022, as in the previous year.

#### **Statutory auditor**

#### **Duration of mandate of auditor in charge**

At the Annual General Meeting of 18 May 2022, Ernst & Young AG Bern was elected as RUAG International's statutory auditor for one year. Martin Mattes acts as lead auditor and is responsible for the audit mandate.

#### Audit fees and additional expenses

Ernst&Young provided RUAG International with services in the amount of CHF 0.6 million (previous year: CHF 0.7 million) during the 2022 financial year related to the audit of the financial statements of RUAG International Holding Ltd and its subsidiaries and of RUAG International's consolidated financial statements.

In addition, Ernst & Young AG provided RUAG International with audit-related services, tax advice and due diligence services in the amount of 0.0 million (previous year: CHF 0.0 million).

#### **Supervisory and control instruments**

The Audit Committee of the Board of Directors assesses the performance, fees and independence of the statutory auditor each year and submits a proposal to the Board of Directors as to which external auditor should be recommended to the AGM for appointment. On 18 May 2022, the AGM appointed Ernst&Young AG as the statutory auditor. The Audit Committee annually reviews the scope of external auditing, the auditing plans and the relevant processes, and discusses the audit results with the external auditor in each case.

#### Information policy

RUAG International pursues an open information policy in relation to the public and to the financial markets. The published figures extend beyond the statutory requirements in terms of transparency. Quarterly discussions are held between the shareholder and the Board of Directors.

#### Fees paid to the auditors

in CHF 1000

Audit fees	
Tax advice	
Due diligence services	
All other services	
Total fees	

. 1

2021	2022
723	637
25	—
—	_
12	—
760	637

112 Annual Report 2022

Key dates

**Key dates** End of financial year Generalversammlung

31 December 2022 24 May 2023

The Annual Report containing the financial statements for the year ended 31 December 2022 is sent to the shareholder together with an invitation to the AGM.

**RUAG International Holding AG,** Bahnhofplatz 10b, 3011 Bern, Switzerland, info@ruag.com, www.ruag.com, +41 31 376 64 50