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“At the core  
of our success  
is the collective  
strength  
of our people.”

**Marco Gadola,**  
Chair of the Human Resources & Compensation Committee





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# LETTER FROM THE CHAIR OF THE HUMAN RESOURCES & COMPENSATION COMMITTEE (HRCC)

## DEAR READER,

As Chair of the Human Resources and Compensation Committee, I am pleased to share with you the compensation report for 2024.

The Straumann Group turned in strong financial 2024 performance, with all regions and business units creating value and contributing to sustained growth. Facing continued dynamic challenges within geopolitical and macroeconomic volatility, our people continued to perform, transform and make a significant difference in the world by improving people's lives and creating millions of smiles.

Fueling this successful performance is the strength of our people who collectively create our unique high performance player learner culture and show a sustained commitment in their daily work to shape our digital future, create a great customer experience, and provide the cutting-edge connected solutions that our customers ask from the Straumann Group. With our culture at the core of our company and our passionate people as our guide, we remain convinced that our journey to strive for a world where oral health is a source of confidence is being realized. We truly believe that the future will be shaped when we unlock the collective genius of our people, across the organization to deliver simple and connected services and solutions across the globe, enhancing the experiences of our people and customers.

With a focus on bringing the organization sustainably into the second half of the decade, the HRCC worked with management on embedding the talent mindset deeper into the organization and ensuring the culture is strengthened and remains embedded in the Group DNA. The HRCC also continued to review the effectiveness of management in developing people towards new opportunities that contribute to growth and value creation by ensuring access to attractive rewards to recognize successful outcomes for our people in the moments that matter.

A talented workforce must also be engaged. A key year-end activity for the HRCC, CEO and the Group is reviewing the results of the annual engagement survey, which in 2024, as in previous years, continued to reflect a very high level of engagement. The overall score of 82 combined with a world class 92% response rate places the Group above the 10th percentile benchmark reflecting the sustained commitment, pride and belief of our people to the Group's prospects and purpose.

**“We are confident that the Straumann Group vision of a world where oral health is a source of confidence is on the right track.”**

The engagement survey also provides insights as a form of feedback, a key element of our culture and player-learner mindset, that empowers our people to collaborate and grow by listening to the key themes and development opportunities the insights provide. Staying curious and using this and other areas for feedback are at the core of continuous growth and development for our people and the Group. Within this curiosity is where we will continue to innovate for our customers, resulting in new and improved products, and collaborative business solutions for the future – growing our customer base and adding more new smiles every day.

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Looking ahead

Building on the high engagement of our people during 2024, and in addition to broadening and deepening the focus on talent during 2025, the HRCC will ensure the Group has robust succession plans in place, and that leadership continues to be developed for the future.

In line with the responsibilities assigned to the HRCC by our shareholders, and to ensure greater transparency and equitable pay, we will review the Group compensation framework to ensure it remains equitable, compliant, competitive and relevant to our people to maintain this key pillar of growth and sustainability.

“Sustained growth, shared success and contributions to value creation must be rewarded competitively, and equitably.”

Beyond ensuring compliance, the HRCC remains committed to ensuring that the Group total rewards offering follows a pay-for-performance philosophy, designed to be robust, competitive and reward successful outcomes. Providing the right balance of fixed and variable pay, attractive benefits and an equitable distribution methodology that is market-aligned and competitive ensure we achieve attraction, retention and engaged people.

Beyond the rewards framework, yet inherently attached to it, the HRCC will review inclusion and diversity initiatives, and support channels for developing people to creatively grow and explore cutting edge solutions through collaboration supporting our EMB leaders in continuing the success story of the Straumann Group sustainably into the second half of the decade.

Curiosity is at the heart of our successful player-learner culture and throughout 2024 I have appreciated the questions and feedback provided to me as the Chair of the HRCC and Vice Chair of the Board of Directors – which helps us focus on our stakeholder needs, drive innovation, solve problems and deliver a Straumann Group high performance each year.

As the Chair of the HRCC, I would like to thank everyone at the Straumann Group for their commitment and achievements during 2024. I would also like to express my specific gratitude to the EMB for their continued efforts, as well as to the Board of Directors and to our shareholders, for their confidence and trust in the HRCC as well as their valued input. I am looking forward to a successful year with new innovations, customer and stakeholder value creation and sustained growth in 2025 and beyond.



Marco Gadola  
Chair of the Human Resources & Compensation Committee



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# COMPENSATION GOVERNANCE AND REGULATIONS

This report is prepared in line with Swiss laws and regulations, including the Swiss Code of Obligations, and considers the Directive on Information relating to Corporate Governance of SIX as well as the Guidelines of the Swiss Code of Best Practice for Corporate Governance by *economiesuisse*.

The baseline for the compensation framework in place at Straumann is anchored in the Articles of Association (AoA).

<b>Article 4.1</b>	<b>Compensation of the members of the Board of Directors</b> Compensation of the members of the Board of Directors Compensation of members of the Board of Directors is made up of a fixed base compensation paid out in cash and/or in the form of shares and may include other compensation components and benefits.
<b>Article 4.2</b>	<b>Compensation of the members of the Executive Management</b> Compensation of members of Executive Management is made up of fixed (base salary and may include additional compensation components and benefits) and variable compensation components (may include short- and long-term compensation elements). Payouts under the variable short-term compensation components depend on the achievement of annual performance targets. Payouts under the variable long-term compensation components are share-based and adjusted to objective, multi-year performance targets.
<b>Article 4.3</b>	<b>Supplement to compensation in case of changes in the Executive Management</b> A supplementary amount is available for any member who joins the Executive Management after the approval of the compensation by the AGM. The additional amount may not exceed a total of 30% of the respective last approved total amounts of the (maximum) fixed and variable compensation of the Executive Management.
<b>Article 4.5</b>	<b>Agreements and non-compete clauses</b> Employment agreements with the members of the Executive Management can be of temporary or permanent nature whereas the latter have a notice period of no more than twelve months. Non-compete clauses may be agreed upon, whereas the amount of compensation shall not exceed the average of the compensation of the three last financial years paid to the relevant member before the separation and may be paid for a period not to exceed one year.

## HUMAN RESOURCES & COMPENSATION COMMITTEE (HRCC)

The Board of Directors (BoD) nominates the members of the Human Resources & Compensation Committee (HRCC) for individual election by the Annual General Meeting (AGM) on an annual basis; re-election is possible. In 2024, the committee consisted of three members, Marco Gadola, Regula Wallimann, and Olivier Filliol. Further information on the HRCC can be found on p. 138, 147 of the corporate governance report. Additionally, a list of the external mandates of all members of the BoD and the Executive Management Board (EMB) can be found at the end of this report.

The Committee is entrusted with the design of the fee structure for the BoD and the total rewards framework for the EMB, in addition to the review of the total rewards framework for all employees and other key people programs. The Committee reports its views on these programs to the BoD at least once a year and proposes changes when necessary.

The Chair of the BoD and the CEO participated in all the meetings, except during discussions concerning the evaluation and determination of their own compensation, as guests without voting rights. The HRCC has the right to invite other internal as well as external guests without voting rights to their meetings.

Additional information can be found in the Charter of the HRCC, available in the Organizational Regulations of the company.

The HRCC met five times in 2024 and all its members were present. The Committee spent significant time on high performance culture and leadership-related components in its meetings. Specifically during 2024, talent management remained a key focus, particularly at the EMB and senior management level. In addition to a thorough review of key development programs, significant time was spent on ensuring the effectiveness of people managers. The HRCC also assumed a key role in acting as a sounding board for empowering diversity, equality and inclusion programs at Straumann and ensuring continuity of initiatives that support the high-performance culture. In line with this discussion the HRCC deepened its focus on equitable distribution of compensation and benefits during the year.



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Topics addressed by the HRCC in 2024	Feb	Apr	Aug	Oct	Dec
Culture & leadership	✓	✓	✓	✓	✓
Diversity, equity and inclusion	✓	✓	✓	✓	✓
Talent management & employee engagement	✓	✓	✓	✓	✓
ESG			✓		✓
Global pay equity			✓		✓
Total Rewards Program	✓	✓	✓	✓	✓
STI: Performance targets framework, etc.		✓			✓
LTI: Grant, vesting, framework, etc.		✓		✓	✓
EMB compensation	✓		✓	✓	
Pensions and retirement schemes	✓				✓
Global compensation framework	✓		✓	✓	
Compensation report	✓		✓	✓	✓
Key personnel changes	✓	✓	✓	✓	✓
BoD & EMB succession	✓	✓	✓	✓	✓

Lastly, attention was increasingly given to widened sustainability topics in 2024 by focusing on the sustainability framework. This multifaceted review approach provides a holistic basis for the HRCC to be able to give directional input related to people topics.

## REGULATIONS

The Group's compensation schemes for its executives and directors, as well as its AoA reflect the relevant sections of the Swiss Code of Obligations ('Obligationenrecht'), particularly articles 732 – 735. The AoA does not allow for loans, advances, or credits to any current or former members of the EMB, the BoD, or related parties. In addition, notice periods for the EMB are restricted to a maximum of 12 months. The compensation schemes and AoA, as well as the Organizational Regulations of the BoD and the EMB are publicly available [here](#).

## Agreements with the Board of Directors and the Executive Management Board

Agreements are concluded with members of the BoD regarding the payments for their mandate (members are elected for a term of one year) and with members of the EMB regarding their employment. Non-compete clauses are permissible, and compensation may be paid as indemnity where it is determined necessary. In such cases, the compensation must not exceed the average of the total compensation of the three last financial years paid to the individual and may not be paid for more than one year, as referenced in the AoA.

## Termination provisions

Variable compensation components are subject to forfeiture clauses that allow for partial or total forfeiture if the individual leaves the Group before the vesting date, subject to the BoD's assessment of departure reasons. Further, the agreements with the members of the BoD as well as the EMB do not contain any severance provisions from which a benefit could be obtained in the event of a change of control.

The AoA does not contain provisions for opting out or opting up. In the case of a change of control event, unvested equity-based long-term variable compensation awards vest with the number of the awards being adjusted on a pro-rata basis and the value per award being determined by the BoD. These procedures apply to all recipients of long-term variable compensation awards irrespective of whether they are part of the EMB or not.

## Compensation

Recommendations and decisions

Recipient	Compensation recommended by	Compensation decided by
Chair of the Board	HRCC/BoD	AGM
Board members		
CEO	Chair of the BoD/HRCC	BoD
Executive Management	CEO/HRCC	BoD
Senior Management	EMB	CEO
Management and others	Line management	EMB



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# COMPENSATION PRINCIPLES

The compensation principles outlined below are valid for everyone working for wholly owned Straumann Group companies.

## ETHICAL, FAIR STANDARDS

The Group seeks to be in full compliance with international labor standards and, as an equal opportunity employer, is committed to treating all its employees fairly and equally. Compensation and access to rewards programs are prohibited from being discriminatory under local regulations. Local minimum wage regulations have no bearing on the remuneration policy, as the compensation surpasses them. The Group's commitment to remain competitive and live up to these standards is reflected in its use of benchmark data for periodic reviews to ensure compliance and internal standards. It is further anchored in the Group's culture of equity and inclusion, under which the aim is to foster an environment of mutual respect, transparency and recognition. Collective bargaining agreements and freedom of association may exist throughout the Group in compliance with laws and regulations.

## VALUE CREATION DRIVES TOTAL REWARDS

The Group's view is that success depends largely on value creation for all stakeholders by its employees, which should be recognized and rewarded. A modern compensation system and access to competitive rewards are an important instrument for attracting, retaining, motivating and developing people. Therefore, we conduct regular benchmarking to ensure internal and external fairness, to incentivize sustainable growth and to provide benefits that recognize diverse lifestyles and interests across all generations.

Furthermore, our principles are founded on the belief that empowered and engaged employees help drive performance and ensure the resilience of our organization. Having an engaging culture energizes our colleagues, helps us attract new talent, increases commitment to purpose and helps us create our future. By giving our employees fulfilling work in a supportive environment that appreciates their wellbeing, we provide our team with the opportunity to fully explore their potential.

This is also reflected in our clearly outlined commitment to the broader societal agenda through the lens of the UN Sustainable Development Goals (SDGs). The UN SDGs are designed to be a 'blueprint to achieve a better and more sustainable future for all'. This commitment contributes to the following UN SDGs: 5 – Gender Equality and 8 – Decent Work and Economic Growth.

## PAY FOR PERFORMANCE

The total compensation of most of our employees includes a balance of fixed and variable elements. With regard to the variable compensation elements, the Group fosters a performance culture that focuses both on what was achieved and how it was achieved. This is done by setting relevant and challenging yet realistic performance ambitions thereby promoting accountability among employees for their performance, aligned with our core beliefs.

The goal of the variable elements is to reward employees for high performance while at the same time effectively addressing underperformance. In combination with share-based long-term compensation elements, the focus of our senior management and particularly the EMB are strongly aligned with the experience and interests of our shareholders and achieving long-term strategic and financial success.

## COMPREHENSIVE BENCHMARKING

We seek to attract and retain top talent from various industries, with unique and relevant experiences, across many locations. As a result, our compensation benchmarking approach considers various contextual factors such as growth and future aspirations, business complexity, global footprint, geographical competitors and industry considerations.

Benchmark reviews for all Group employees are supported using external surveys which include data from relevant companies in local markets. Our approach is to provide total compensation packages that are competitive with comparable companies in each respective local market. In addition, we set our variable compensation levels to enable realized total compensation to move towards the upper quartile for sustained outstanding performance.



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For the EMB, the external benchmark data includes data from available companies in the SMIM index, which comprises the 30 largest mid-cap companies in Switzerland. The benchmarking approach considers organizational factors such as market capitalization, headcount and revenue in the context of an individual's roles and responsibilities from a current and aspirational perspective.

The benchmark and EMB compensation review for 2024 followed the aforementioned approach and took a holistic view of the framework and value of compensation positioning of each Executive Board member (EMB), as well as a review of the structure and pay-mix of each EMB member. An adjustment for six members will be requested at the 2025 Annual General Meeting (AGM) amounting to a total EMB increase of 2.5%, when approved.

For the BoD, the most recent external benchmark was conducted in 2024 and found that fees were in line with the market standards with the exception of committee membership fees which will be proposed in the 2025 AGM.

## PRINCIPLES OF COMPENSATION FOR THE BOARD OF DIRECTORS

The compensation of the BoD is subject to the approval of the AGM and consists of fixed compensation components paid in cash and shares in accordance with the AoA. The BoD establishes the compensation payable to its members based on the recommendations of the HRCC and within the limits approved by the AGM. The principles remain unchanged in 2024.

Irrespective of role, all BoD members are entitled to reimbursement from the company for their reasonable expenses for travel to and from BoD meetings, travel on behalf of the BoD and other related incidental expenses, in accordance with the expense regulations for Members of the BoD of Straumann Holding AG.

### Board of Directors compensation framework

in CHF 1 000

Recipient	Cash	Equity allocation
Chair	400	300
Vice Chair	150	100
Other members of the BoD	100	100
Committee chair fee <sup>1</sup>	50	0
Committee membership	0	0

<sup>1</sup> Committee chair fee applicable to Vice Chair if acting as a committee chair during the year

The shares allocated to the members of the BoD are blocked for two years. The value of shares allocated is calculated using the average closing price of the shares over the seven trading days following the ex-dividend date.

Furthermore, members of the BoD are provided with an opportunity to participate in a BoD version of the Straumann pension plan. The BoD pension plan mirrors all conditions of the Straumann plan with the exception that all contributions, including the employer portion, are to be funded by the respective members of the BoD themselves without incurring any additional costs to the company, with the exception of the Chair who was previously a member of the EMB and a continuation of the Swiss pension was deemed necessary.





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Members of the BoD are required to hold the value of two years' annual fees in Straumann shares. Newly elected members must build up the required ownership within two years of their election to the BoD. The HRCC reviews the holdings of the BoD members on an annual basis.

All applicable members were in compliance with the requirements. The number of shares in Straumann Holding AG held by the members of the BoD in office at the end of 2024 are shown in the table on the following page.

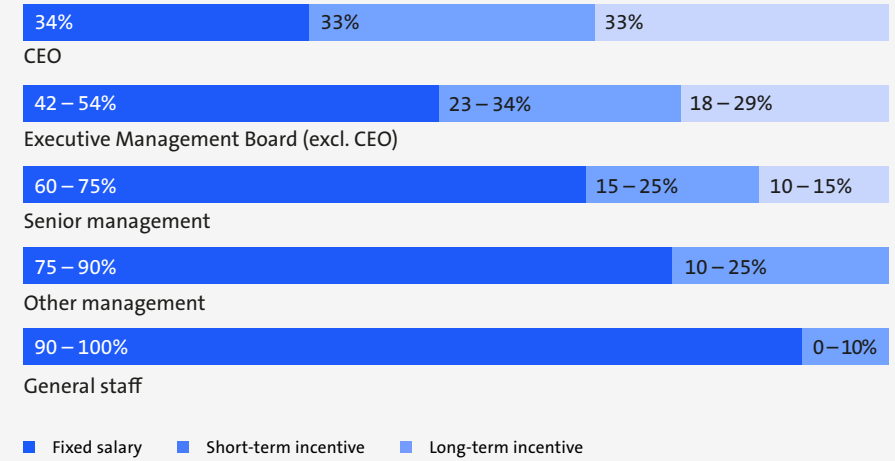
### PRINCIPLES OF COMPENSATION FOR THE EXECUTIVE MANAGEMENT BOARD

The principles for the compensation of the EMB specify both a fixed cash component, which includes base salary and other fixed compensation items, and a variable component in accordance with the AoA, which includes a short-term and a long-term component as well as access to benefits that make up their total rewards. The compensation levels for each EMB member are determined according to the role's responsibilities and are reviewed based on external benchmarks as described in the section entitled Comprehensive benchmarking.

The collective financial rewards of the EMB, including the CEO, are subject to approval by the shareholders at the AGM. If there are changes in the EMB after the AGM, the compensation of a new CEO or any other incoming member of the EMB will be determined in accordance with the AoA, which includes stipulations regarding total compensation to be offered and any supplementary compensation to offset losses of rights associated with giving up prior activities.

To demonstrate their commitment to the Group's value creation, EMB members are required to hold Straumann Group equity in a value corresponding at least to the aggregate of their individual annual base salary and short-term incentive at target. The requirement for the CEO is at least the aggregate of the annual base salary, short-term incentive at target and long-term incentive contractual grant value. Incoming EMB members are expected to build up the required equity within five years. The HRCC reviews the holdings of the EMB members on an annual basis. In 2024, all applicable members were in compliance with the requirements and surpassed them in most cases. The numbers of shares in Straumann Holding AG held by the members of the EMB in office at the end of 2024 are shown in the table on the following page.

### Group pay mix corridor (at target achievement)





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## Equity instruments of the Board of Directors and Executive Management 2024 (audited table)

	Shares	Performance share units (PSUs)		
		April 2025	April 2026	April 2027
<b>Board of Directors</b>	<b>2024</b>			
Petra Rumpf	32 822	0	0	0
Dr. Olivier Filliol	31 467	0	0	0
Marco Gadola	63 075	0	0	0
Dr h.c. Thomas Straumann	24 857 465	0	0	0
Regula Wallimann	11 235	0	0	0
Stefan Meister	739	0	0	0
Xiaoqun Clever-Steg	1 849	0	0	0
<b>Total</b>	<b>24 998 652</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Executive Management Board</b>				
Guillaume Daniellot	38 907	8 961	8 497	9 427
Holger Haderer	10 346	1 946	1 846	1 699
Florian Kirsch	6 068	512	1 457	1 478
Patrick Loh	0	2 151	2 040	1 810
Sébastien Roche	0	2 612	2 137	2 167
Aurelio Sahagun	3 601	2 560	2 185	1 810
Yang Xu	1 600	0	4 856	4 433
Thomas Friese	1 759	512	486	1 478
Arnoud Middel	0	0	0	1 387
Andreas Utz	1 637	438	528	1 084
Sara Dalmasso	1 278	0	0	1 390
<b>Total</b>	<b>65 196</b>	<b>19 692</b>	<b>24 032</b>	<b>28 163</b>
<b>Total</b>	<b>25 063 848</b>	<b>19 692</b>	<b>24 032</b>	<b>28 163</b>



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	Shares		Performance share units (PSUs)	
	2023	April 2024	April 2025	April 2026
<b>Board of Directors</b>				
Gilbert Achermann	310 919	0	0	0
Petra Rumpf	30 606	0	0	0
Dr. Olivier Filliol	30 728	0	0	0
Marco Gadola	62 336	0	0	0
Juan José Gonzalez	4 306	0	0	0
Dr h.c. Thomas Straumann	25 044 026	0	0	0
Nadia Tarolli Schmidt	1 496	0	0	0
Regula Wallimann	11 726			
<b>Total</b>	<b>25 496 143</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Executive Management Board</b>				
Guillaume Daniellot	30 756	9 170	8 961	8 497
Wolfgang Becker	11 212	2 050	1 946	1 943
Jason Forbes	1 647	0	3 073	2 428
Holger Haderer	9 180	1 890	1 946	1 846
Florian Kirsch	3 508	360	512	1 457
Patrick Loh	0	2 210	2 151	2 040
Alastair Robertson	6 534	2 160	2 151	2 040
Sébastien Roche	750	0	2 612	2 137
Aurelio Sahagun	870	3 370	2 560	2 185
Matthias Schupp	4 785	1 400	1 536	1 457
Dr. Christian Ullrich	1 369	1 940	1 844	1 748
Yang Xu	0	0	0	4 856
<b>Total</b>	<b>70 611</b>	<b>24 550</b>	<b>29 292</b>	<b>32 634</b>
<b>Total</b>	<b>25 566 754</b>	<b>24 550</b>	<b>29 292</b>	<b>32 634</b>

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# GROUP COMPENSATION FRAMEWORK

## FIXED COMPONENTS

Fixed compensation includes base salary and may include additional cash elements depending on local practice and regulation. It is set through the previously described benchmarking practice.

## VARIABLE COMPONENTS

Throughout the year the HRCC continued to consider ESG targets in their discussions when reviewing the compensation framework and has decided not to implement ESG targets directly into the variable compensation framework for 2025. Nevertheless, the HRCC remains committed to continuous review and dialogue with stakeholders and the BoD, in consideration of these important targets when making their determination to consider them as directly or indirectly part of incentive compensation.

As part of a broader approach, the Group continues to focus on ESG both in the day-to-day business operations, as well as key strategic initiatives.

## Short-term incentive (STI)

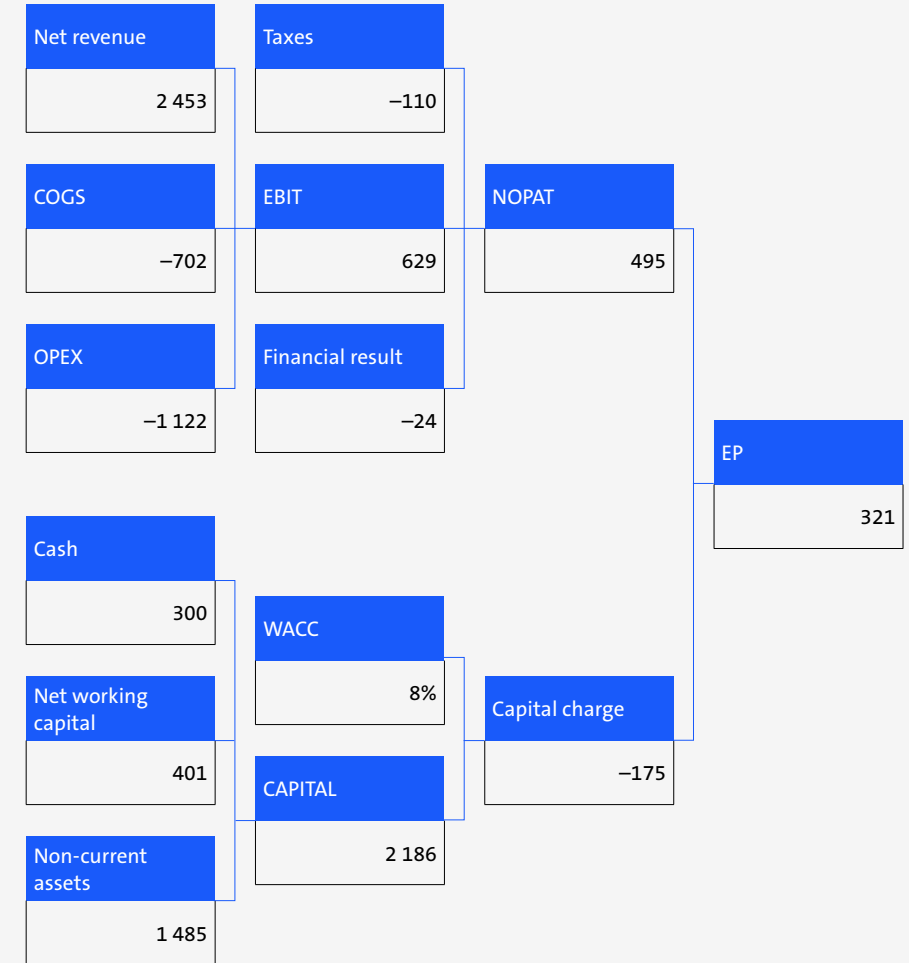
The Group STI scheme focuses on rewarding all participating individuals, based on company and team performance, incentivizing growth and value creation, and is weighted as shown in the STI performance criteria weighting table. The payout is capped at 165%, 180%, or 190% of the target, depending on the participant’s managerial level and organizational unit focus.

## Company performance

Economic profit (EP) is the key performance indicator of company performance, which applies to all STI participants. EP is calculated by deducting a capital charge from the net operating profit after tax (NOPAT). The BoD may adjust extraordinary elements from the calculation. The capital charge represents the cost of capital calculated based

## 2024 Economic performance (EP) core result, foreign exchange (FX) adjusted

in CHF m



NOPAT = Net operating profit after taxes; COGS = Cost of goods sold; OPEX = Operating expenses; EBIT = Earnings before interest and taxes; WACC = Weighted average cost of capital



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on an average equity return expected by investors. The BoD sets the absolute target for generation in Swiss francs annually prior to the start of the respective performance cycle. While this target is grounded in the company's medium-term business plans and the approved budget for the year, it is also shaped by external factors, such as evolving economic conditions and market trends, and aligned with strategic priorities aimed at fostering sustainable growth and driving forward momentum for the Group.

Due to its commercial sensitivity, disclosing the target upfront could provide an unfair advantage to Straumann Group's competitors. However, to enhance transparency in compensation decisions, retrospective insights into EP target and performance achievements influencing the 2024 STI payout are disclosed.

### Organizational unit performance

Specific financial targets are applicable in addition to EP for participants in the majority of our organizational units. These targets are derived from annual budgets and are set by the CEO and CFO together with the member of the EMB responsible for the respective organizational unit. These targets include, for example, organizational unit performance, sales country/hub/region financial contribution to the Group, etc.

### STI performance criteria weighting 2024 and 2023

Management level	Company performance (economic profit, EP)	Organizational unit performance (financial targets)
Chief Executive Officer	100%	
Executive Management Board	100%	
Senior management	40–100%	0–60%
Management	20–100%	0–80%
Staff	20–100%	0–80%

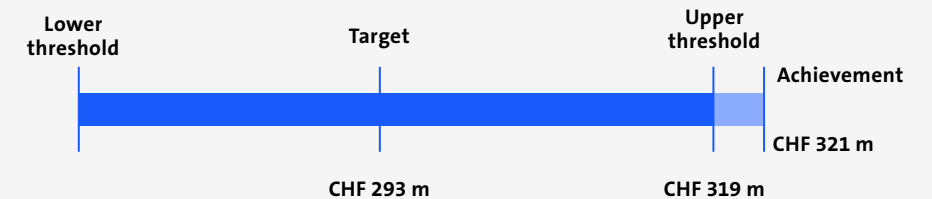
Targets and weighting by the hierarchical levels

### Employee share participation plan

	2024	2023	2022 <sup>1</sup>
Employees participating	456	398	480
Shares issued	113 761	98 619	103 526
Discount share price at issue	CHF 101.52 <sup>2</sup> CHF 87.98 <sup>3</sup>	CHF 102.98 <sup>2</sup> CHF 89.25 <sup>3</sup>	CHF 97.64 <sup>2</sup> CHF 84.62 <sup>3</sup>
End of blocking period	May 2026	April 2025	April 2024

- 1 Share split 2022–1:10
- 2 25% discount
- 3 35% discount

### 2024 EP compared to the set absolute target for EP generation



	Target	Actual	Payout ratio
2024 EP Core result, FX adjusted	CHF 293 m	CHF 321 m	190%



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## Long-term incentive (LTI)

The LTI program is designed for the EMB, senior management and other key employees depending on role, responsibility, location, strategic impact and market practice. Participation is determined by the BoD. The plan was introduced in 2012 and is designed to offer an attractive variable compensation element that aligns participants' interests with those of the shareholders and other key stakeholders. The plan uses PSUs, which are granted to eligible personnel with specific performance conditions that result in a potential vesting into Straumann shares after three years.

### Performance share unit grant 2024

PSUs are granted once a year after the AGM and no cash investment is required from the participants. The number of PSUs granted is equal to the participant's LTI contractual grant value divided by the reference value of one PSU at the grant date. The LTI grant value is a percentage of the total target compensation and is determined in accordance with the participant's role in the organization. In 2024, 96 519 PSUs were granted.

### Performance share unit value at grant 2024

The value of the PSUs granted is determined based on the notion that it should accurately reflect the inherent risk of the underlying instrument. Under this assumption, for the 2024 grant and in line with previous years, the Group uses a PSU reference share value at 25% discount below the market share price at the time of the grant, and therefore the results in a market value that is higher at the time of the grant.

### Conversion of 2024 PSUs grant into shares (vesting in 2027)

The 2024 PSU grant will vest and be converted into shares at the end of the three-year performance period. The number of shares allocated per PSU will depend on the achievement of specific performance conditions, which reflect the shareholder experience and are considered critical for sustaining shareholder value creation:

- Absolute total shareholder return (weighted 25%) links the LTI value directly to the absolute value created for shareholders
- Relative total shareholder return (weighted 25%) measures the Group's share performance relative to peer companies (SMIM index)
- Absolute Core EBIT growth (weighted 50%) reinforces our commitment to driving sustained profitability and aligning with strategic objectives, such as operational efficiency and market leadership.

The performance conditions vest independently of each other. The LTI has a total conversion factor of 1 share per PSU at target and a maximum conversion factor of 2 shares per PSU in total.

When determining the vesting curves, the BoD considers ambitious yet realizable target performance levels to establish a statistically reasonable chance for target achievement. The vesting curves are chosen to warrant an overall more robust LTI program, whereby any decreases or improvements in performance are proportionately reflected in the number of vested PSUs. The Group believes that the overall approach to target setting adds to the competitiveness of its reward system for its executive and senior management and limits the possibility of excessive risk taking.

### Total shareholder return (TSR)

TSR is the profit (or loss) realized by an investment at the end of a year or specific period. It includes capital gains or losses from changes in the share price as well as gross dividends. Capital gain is calculated using the average of the closing share prices over the period of seven trading days starting on the ex-dividend date in the year of grant and in the year of vesting.

### Absolute total shareholder return (aTSR)

The aTSR vesting curve is parametrized at a target of 7.0% aTSR, whereby the conversion rate of PSUs into shares ranges from 0 to 0.5 shares per PSU.

The target is derived both under consideration of the internally applied cost of capital for the determination of economic profit as well as analyst estimates. Target achievement will result in a conversion rate of 0.25 shares per PSU, with any achievements below target achieving a conversion rate on a linear basis down to zero for any result below the minimum threshold. If the aTSR CAGR amounts to 14.0% or more, the conversion rate of one PSU is capped at 0.5 shares per PSU.

Over the past three years the share price has been subject to high market volatility yet still demonstrated a solid growth. However, as the company continues to mature and expand and the overall business environment remains exposed to ever-increasing risk, the probability of achieving the aTSR CAGR returns is expected to be very challenging.

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Relative total shareholder return (rTSR)

The rTSR vesting curve allows for no vesting in the case of below-pre-defined threshold performance (SMIM performance alignment) and limits the conversion rate at a maximum of 0.5 shares per PSU in case of above-target performance.

Relative TSR is calculated by taking the percentage points difference between the TSR of Straumann and that of the SMIM (Swiss Market Index Mid) index.

No shares are allocated if Straumann Group underperforms the SMIM by 25 percentage points or more (i.e. conversion rate of zero). However, each PSU converts into 0.5 shares (i.e. conversion rate of 100%) if the Group outperforms the SMIM by 25% points or more. Performance in line with the SMIM (target performance) results in each PSU converting into 0.25 shares per PSU as shown in the vesting curves in the chart on the right.

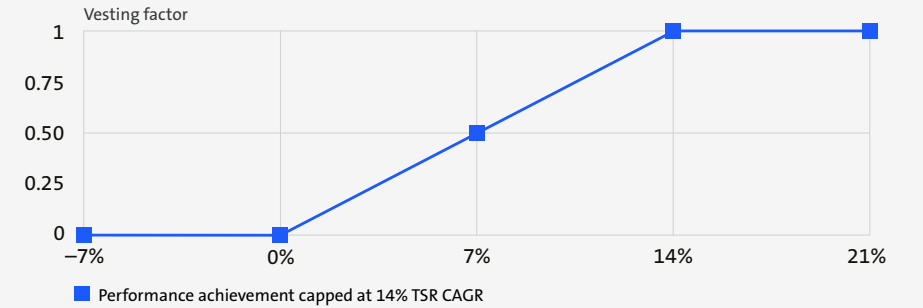
Absolute Core EBIT growth (EGA)

The Core EGA performance condition is a total target Core EBIT growth amount over the full Core EBIT performance period determined by the BoD at the time of grant. It is related to the three financial years starting on 1 January in the year of the grant (for example from 1 January 2024 until 31 December 2026).

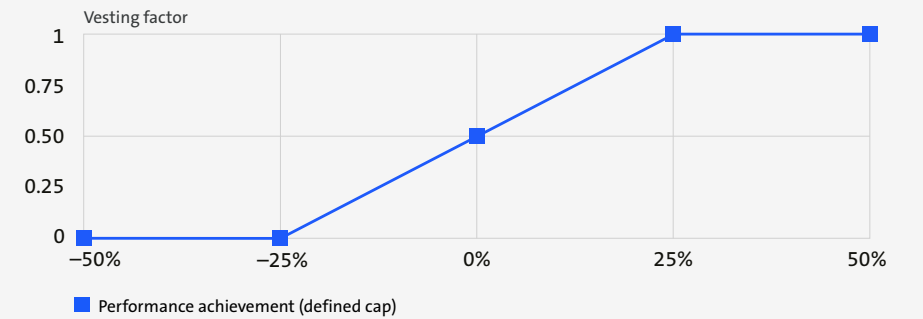
The aggregate Core EBIT growth amount over the three-year EBIT performance period is calculated as follows:

- Straumann Group Core EBIT growth over the EBIT performance period,
- less Core EBIT of all businesses and participations acquired after the grant date during the EBIT performance period,
- taking into account all other extraordinary calculation effects specified by the BoD at the time of grant, and
- considering other adjustments decided by the BoD at the time of calculating the actual Core EGA in order to compensate for unforeseen major effects that would impair the purpose of the plan.

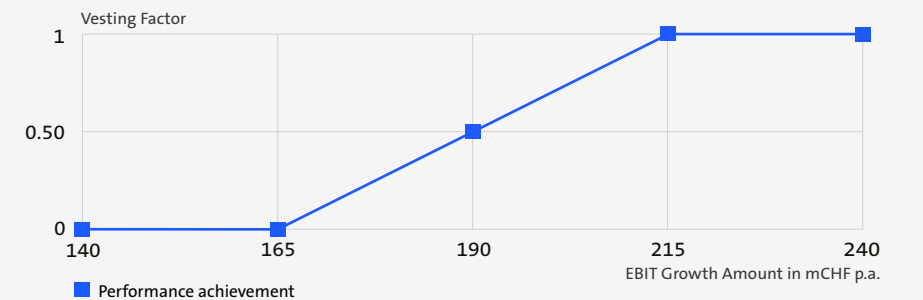
Absolute TSR – CAGR over 3 years



3-year relative TSR versus SMIM in percentage points



3-year Total Core EBIT Growth Amount



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At the end of the performance period, no shares will be allocated if the Core EGA is below the defined floor; 0.5 shares will be granted per vested PSU if the Core EGA is exactly at the defined performance target and one share per vested PSU for Core EGA which is the defined cap (200%).

For Core EGA between the defined floor and the defined performance target or between the defined performance target and the defined cap, the number of shares allocated per vested PSU is calculated on a linear basis.

Given the strategic importance of the EBIT targets, the company will not disclose these upfront. However, retrospective insights into the targets set and corresponding achievements will be shared in 2027 alongside the communication of vesting outcomes.

**Outstanding PSUs as of 31 December 2024**

Group view, including EMB

	2024	2023	2022
As of 1 January	221 609	249 891	262 270
Granted PSUs	96 519	84 283	90 390
Vested PSUs	-65 375	-90 561	-77 360
Forfeited PSUs	-32 754	-22 004	-25 409
As of 31 December	219 999	221 609	249 891

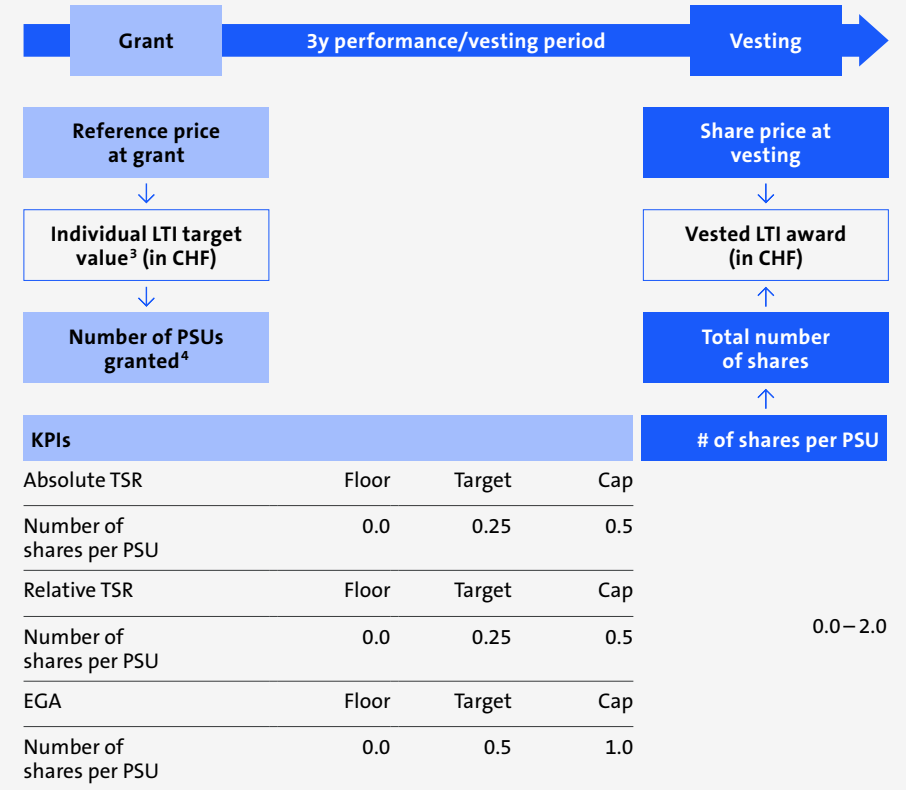
**Outstanding PSU grants**

Group view, including EMB

	2024	2023	2022
Grant date	25/04/2024	20/04/2023	20/04/2022
Vesting date <sup>1</sup>	25/04/2027	20/04/2026	25/04/2025
Share price at grant	CHF 135.36	CHF 137.31	CHF 130.18
PSU reference value <sup>2</sup>	CHF 101.52	CHF 102.98	CHF 97.64
Granted PSUs	96 519	84 283	90 390

<sup>1</sup> Seven trading days after the ex-dividend date  
<sup>2</sup> Average closing share price of seven days ex-dividend less 25% discount

**Straumann 2024–2027 LTI program**



<sup>3</sup> Grant value is defined as a percentage of the total target compensation taking into account participant's role in the organization.  
<sup>4</sup> Results from division of the individual LTI grant value by the reference price of one PSU





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## BENEFITS

### Pension plans

Internal analysis carried out in recent years showed that Straumann and its subsidiaries fulfil and, in some respects, exceed local legal requirements relating to pension plans. In most cases, pension obligations are fully funded; where this is not the case, liabilities are reported in the annual report following actuarial rules. Further information on pension plans is provided in Note 8.2 to the audited consolidated financial statements on p. 248. The pension funds are managed locally and invested through independent financial institutions. For example, the investment strategy of the Swiss pension fund, which represents the largest pension plan of the Group, is determined by the Group's Pension Fund Commission and executed by its Investment Committee. The pension funds publish regular reports for all members.

### Other benefits

Straumann Group's benefit programs are designed to support our employees' professional and personal wellbeing, and enable the Group to attract and retain talent. Programs are structured to support our overall business strategy and are aligned with local practices and legislation. Examples of benefits include, depending on location, public transport passes, lunch vouchers, the use of company cars, mobile phones and discounts on Straumann products. A global review of the competitiveness and market practice of the benefit plans took place during 2021 and 2022 and will be reviewed again in 2025.

Specific to the EMB, according to article 4.3 of the Group's AoA, new members joining the EMB may be eligible to receive compensation for losses incurred because of the change of position. Such lost compensation is replaced on a like-for-like basis (i.e. no increase to the replacement value) and is reported under 'other compensation and benefits' in the compensation table for the financial year in question.

## Compensation framework

Element	Type	Delivery	Description
Fixed components	Base salary	Cash	<ul style="list-style-type: none"> <li>For all employees (including EMB) a fixed compensation, determined by scope and complexity of the role. Generally, within 80–120% of relevant market positioning.</li> </ul>
Variable components	Short-term incentive	Cash	For senior management and a broad group of employees, paid annually: <ul style="list-style-type: none"> <li>Maximum payout potential: 165%, 180% or 190% of target, depending on hierarchy level. Performance measured against business results and financial targets.</li> </ul>
	Long-term incentive	Performance share units (PSUs)	For the EMB and a defined senior management group: <ul style="list-style-type: none"> <li>Three independent performance criteria: absolute TSR, relative TSR (SMIM) and EGA.</li> <li>PSUs to shares performance conversion factor: 0 to maximum of 0.5 or 1 share per PSU, per performance condition, respectively (maximum overall 2 shares per PSU for the three performance conditions combined)</li> <li>Three-year vesting period</li> </ul>
Benefits	Pension plans		In line with local statutory guidelines and under consideration of the notions of equity and inclusion <ul style="list-style-type: none"> <li>Pension plans are de-risked in line with Group guidelines.</li> </ul>
	Other benefits		In line with local market practices <ul style="list-style-type: none"> <li>Benefits are positioned in line with relevant market medians where meaningful and necessary.</li> </ul>
	Employee share participation plan (ESPP)	Blocked shares	<ul style="list-style-type: none"> <li>For Swiss-based employees: purchase of Straumann shares up to a maximum of 35% of their annual base salary at a discount of 35%.</li> <li>For senior management: the purchase cap is 25% of annual base salary with a discount of 25%.</li> <li>The shares are blocked for two years.</li> </ul>



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# BOARD OF DIRECTORS AND EXECUTIVE MANAGEMENT BOARD COMPENSATION 2024

## COMPENSATION FOR THE BOARD OF DIRECTORS

The 2024 AGM approved a maximum total compensation for the BoD of CHF 2.6 million for the term of office ending at the 2025 AGM. It consists of a fixed fee paid in cash and shares and includes social security.

In 2024, none of the BoD members received any compensation from the Straumann Group other than that disclosed in this report. No compensation was paid to related

parties of members of the BoD and no payments were made to former members of the BoD or related parties.

### Shareholdings of the Board of Directors

The number of shares in Straumann Holding AG held by the members of the BoD in office at the end of 2024 is shown in the table on p. 176

### Board of Directors compensation (audited table)

in CHF 1 000

	2024	2023	Fixed cash compensation	Fixed share compensation	Social security	Other benefits	Pension	Total <sup>1</sup>
Petra Rumpf (Chair of the Board)	319	140	319	300	38	0	107	764
Marco Gadola (Vice Chair of the Board, Chair of the Human Resources & Compensation Committee)	189	150	140	100	14	0	0	254
Xiaoqun Clever-Steg (from April 2024, Chair of Sustainability, Technology & Innovation Committee)	110	0	189	100	16	0	0	305
Oliver Filliol (from April 2023)	100	76	110	100	12	0	0	222
Stefan Meister (from April 2024)	72	0	100	100	14	0	0	214
Thomas Straumann	100	100	72	100	11	0	0	183
Regula Wallimann (Chair of the Audit & Risk Committee)	150	150	100	100	14	0	0	214
Nadia Tarolli Schmidt (until April 2024)	28	100	150	100	17	0	0	267
	100	100	28	0	2	0	0	30
	100	100	100	100	13	0	0	213



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Juan Jose Gonzalez (until April 2024)	28	0	2	0	0	30
	100	100	13	0	0	213
Gilbert Achermann (until April 2024)	113	0	9	8	32	162
	400	300	48	31	127	906
Beat Lüthi (until April 2023)	0	0	0	0	0	0
	38	0	2	0	0	40
<b>Total</b>	<b>1 209</b>	<b>900</b>	<b>135</b>	<b>8</b>	<b>139</b>	<b>2 391</b>
	<b>1 254</b>	<b>1 000</b>	<b>148</b>	<b>31</b>	<b>127</b>	<b>2 559</b>

1 Includes employer pension contribution funded by the eligible Board members through a reduction to paid base fees.

## COMPENSATION OF THE EXECUTIVE MANAGEMENT BOARD

At the 2024 AGM, the shareholders prospectively approved a fixed compensation of CHF 10.2 million for the collective EMB (as composed in April 2024 for the period between 1 April 2024 and 31 March 2025). The shareholders also approved a maximum budget of CHF 3.8 million for the collective contractual value of long-term variable compensation of the EMB for the 2024 grant cycle. The variable STI for the financial year ending 31 December 2024 will be submitted for approval by the shareholders at the 2025 AGM based on the financial achievement of the Group using the economic profit target established in January of each year.

### Changes to the EMB

At the end of 2024 the EMB comprised 13 members, compared to 12 members in 2023.

The following EMB appointments and changes were made in 2024:

With effect as of July 2024:

- Christian Ullrich left his role as Chief Information Officer and was replaced by Thomas Friese, who was promoted into the role.

With effect as of August 2024:

- Arnoud Middel was appointed to Chief People Officer to replace Alastair Robertson who retired at the end of 2024.
- Sara Dalmasso was appointed Head of the Dental Service Organization (DSO), taking over from Rahma Samow who left the organization towards the end of 2023.

With effect as of September 2024:

- Wolfgang Becker, Head of EMEA, retired after 40 years of service with the Straumann Group, replaced by Holger Haderer, who formerly headed the Implantology Business Unit.
- Andreas Utz joined the EMB to lead the Implantology Business Unit and replaced Holger Haderer.

With effect as of October 2024:

- Matthias Schupp left his role as Head of Latin America region and was replaced by Alexei Costa in Q1 2025.
- Jason Forbes left his role as Chief Consumer Officer, a role which will not be replaced.

A final installment of the replacement award granted to Yang Xu, who joined the company in 2023 was delivered in 2024 in the form of a performance-based equity grant. The first installment was made in financial year 2023 and an additional final installment of CHF 500 000 that vests in 2027 was made in 2024. Both installments are subject to forfeiture provisions in addition to the performance criteria.

For the CEO, total variable compensation for 2024 amounted to 297% of his total fixed compensation. For other EMB members, total variable compensation for 2024 averaged 151% of their respective total fixed compensation.



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### 2024 Fixed compensation

In 2024, the CEO received an adjustment to align to the market benchmark and reflect his performance, resulting in an annualized base salary for 2024 of CHF 1 088m. Five other EMB members also received adjustments to bring them in line with the market benchmark, resulting in a total annualized EMB spend increase of 4.9%, using the methodology outlined in the Comprehensive Benchmarking section of this report.

### 2024 Short-term incentive

The target level of the STI corresponds to 102.8% of paid base salary for the CEO and between 42–70% of the base salary for the other EMB members. For all EMB members, the payout is capped at 190% of the target. The STI for the 2024 financial year resulted in maximum achievement, therefore leading to a payout of 190% of target for all EMB members. This will be paid in April 2025, subject to AGM approval.

### 2024 Long-term incentive

The target value of the CEO's LTI contractual grant value corresponds to 88% of annual base salary, while the target value of the respective LTI contractual grant values for other full-year EMB members varies between 37–77% of base salary.

In 2024, 96 519 PSUs were granted in total. Thereof 30 379 PSUs were granted to EMB members in 2024, whereas 9 427 for the CEO and 20 952 for the other members of the EMB in total.

The LTI performance between the grant in April 2021 and vesting in April 2024 exceeded the set target, resulting in an overall performance achievement of 125.84% and a vesting factor of 1.26.

As a result, eight EMB members including the CEO were eligible for vesting on grants they received as an EMB member in 2021. The vesting factor of 1.26 shares per PSU granted, resulted in a combined vested value of CHF 4.2 million for 2024. The vesting value represents a realized value of 187% of the 2021 grant through the vesting factor of 1.26 shares per PSU and share price accretion during the three-year period.

### 2021 Long-term incentive that vested in April 2024

	Weighting	Minimum	Target	Maximum	Actual	2024 Vesting (% of target)
aTSR – CAGR over 3 years	50%	0%	7%	14%	3.27%	26.23%
rTSR vs. SMIM in percentage points	50%	-25%	0%	+25%	24.81%	99.61%
<b>Vesting factor</b>						<b>1.26 shares per granted PSU</b>



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## ANNUAL TOTAL COMPENSATION RATIOS

This section provides details of the ratio of the annual total compensation for the organization's highest-paid individual (our CEO) to the median annual total compensation for all permanent Straumann Group employees globally; adjusted for CHF (excluding the highest-paid individual). The ratio is therefore reflects our global employee footprint and the strength of the CHF reporting currency, as well as general market movement towards comparative consistency. The average pay disclosure is therefore replaced by the following disclosure.

As Straumann strives to consistently increase the level of pay transparency for our stakeholders, the following disclosure accepts the fact that factors such as currency volatility and changes to our employee geographic footprint may result in year-on-year variance. Quantitative data may not be sufficient on its own to understand pay disparity and drivers as this ratio can be influenced by the aforementioned factors in addition to changes to organizational size, sector and strategy.

The analysis' inclusion of a broader employee base will be discretionary based on data availability and accuracy, determined at the time of reporting.

For 2024, the analysis did not include non-permanent employees (i.e., interns, apprentices, trainees, short-term employees). For part-time employees, the use of full-time equivalency is applied, and for hourly employees an annualized pay is imputed.

Applying the above principles, using base salary and at target variable compensation elements, as well as the systematic application of benefits values (e.g., pension, social security and other locally driven benefits), the annual compensation ratio was 87:1, which reflects the extension of our geographical footprint during the year to include data from locations where competitive local compensation is relatively lower.

If the ratio would include permanent employees in Switzerland given our CEO's location in Switzerland and as a way to mitigate the employee footprint and currency volatility, the ratio for the CEO 2024 compensation to median Swiss-based employee compensation would be 40:1.

### Executive Management Board compensation (audited table)

in CHF 1 000

	Annual base salary	Realized short-term incentive	Performance share units (grant value) <sup>1</sup>	ESPP discount	Social security & pension <sup>2</sup>	Other compensation & benefits <sup>3</sup>	Total
<b>13 members 2024</b>							
<b>12 members 2023</b>							
Guillaume Daniellot (CEO)	1 088 <sup>4</sup>	2 126	957	37	423	72	4 703
	900	1 663	875	37	442	61	3 978
Other members <sup>5</sup>	5 403	5 302	2 127	76	1 642	1 881	16 431
	5 292	5 441	2 685	28	1 711	1 872	17 029
Former members	142	0	0	0	11	187	340
	0	0	0	0	0	0	0
<b>Total</b>	<b>6 633</b>	<b>7 428</b>	<b>3 084</b>	<b>113</b>	<b>2 076</b>	<b>2 140</b>	<b>21 474</b>
	<b>6 192</b>	<b>7 104</b>	<b>3 560</b>	<b>65</b>	<b>2 153</b>	<b>1 933</b>	<b>21 007</b>

1 This value reflects the contractual grant value on the grant date. The Group uses a PSU reference share value at 25% below the market share price at the time of grant and results in a market value of CHF 1 276k for the CEO and a total of CHF 3 610k for the rest of the EMB on the grant date.

2 This amount includes estimated social security contributions related to PSU grants to align the timing of social security reporting with the compensation element that creates it.

3 Other compensation includes automobile lease for EMB members on Swiss contracts in addition to local benefits for EMB members in LATAM, APAC and performance equity units granted in CHF in 2024 as a replacement award.

4 Reflects the annualized effect adjustment to base salary of CHF 1150k in April 2024

5 Includes members residing outside of Switzerland who receive their compensation in local currency, converted into CHF for reporting purposes



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## 2024 Realized compensation of the CEO

in CHF 1 000

Fixed compensation		Contractual 12 month salary	Annualized effect	ESPP discount	Realized social security and pension	Other compensation and benefits	Realized fixed compensation
		1 150	1 088	37	432	72	1 691
Variable compensation							
STI-related	LTI-related <sup>1</sup>	Quantitative measures and their contribution to variable compensation		Realized performance	Realized vs target performance	Target/granted compensation <sup>2</sup>	Realized variable compensation <sup>2</sup>
✓		EP 2024	100%	Max. achievement	190%	875	1 663
	✓	aTSR April 2021 to April 2024	50%	99.61%	1 share per PSU	11 554 shares worth CHF 1 588 506	1 589 (includes conversion of 1.26 shares per PSU for KPI achievement + share price accretion, if any, between grant and realization date)
	✓	rTSR April 2021 to April 2024	50%	26.23%	0.26 share per PSU		

<sup>1</sup> Does not include STI to be paid in 2025 for the 2024 performance year as well as fixed compensation and LTI grants for the EMB members who joined after the AGM approval in the amount of CHF 1 862 k

<sup>2</sup> Amounts shown in CHF 1 000



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# APPROVAL OF COMPENSATION

## Compensation approved and dispensed

in CHF 1 000

	Board of Directors	Executive Management Board
Compensation earned during the financial year 2024 (A)	2 346	12 323 <sup>1</sup>
Compensation earned for the period 1 January to 31 March 2024 (3 months) (B)	365	2 758
Compensation to be earned for the period from 1 January to 31 March 2025 (3 months) (C)	400	2 400 <sup>1</sup>
Total compensation earned from 1 April 2024 to 31 March 2025 (A)-(B)+(C)	2 381	11 965
Amount approved by shareholders at the AGM 2024	2 600	14 000 <sup>1</sup>
Compensation dispensed by the company within approved amount	yes	yes

<sup>1</sup> Does not include STI to be paid in 2025 for the 2024 performance year as well as fixed compensation and LTI grants for the EMB members who joined after the AGM approval in the amount of CHF 1 862 k

The BoD determines the compensation of the individual members of the BoD and the EMB based on the recommendations of the HRCC and within the limits set by the AGM. The relevant criteria are explained on p. 173–175 and the compensation awarded to the BoD and the EMB is disclosed in the tables on p. 184–185 and on p. 187–188.

The AGM approves the maximum compensation payable to the BoD and the EMB. At the 2025 AGM, the shareholders will be asked to approve:

- The total compensation of the BoD from 1 April 2025 to 31 March 2026
- The total fixed compensation of the EMB from 1 April 2025 to 31 March 2026
- The short-term incentive (STI) of the EMB for the 2024 financial year
- The total long-term incentive (LTI) for the 2025 grant including grant-related social security for the EMB

The approved STI of the EMB for the 2023 performance year was paid in April 2024 as approved by the AGM.

The reconciliation of approved and dispensed compensation for the 2024–2025 AGM period is shown in the table above.

Compensation adjustments made during 2024 for members who moved into the EMB or changed from one EMB role to another were funded (if applicable) by the allowable supplemental compensation that is available in such cases based on article 4.3 of the AoA.

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# OTHER MANDATES OF BOARD OF DIRECTORS AND EXECUTIVE MANAGEMENT BOARD MEMBERS

The following table includes external mandates of the members of the EMB and the BoD at other companies with an economic purpose in line with the disclosure requirement under art. 734e OR in the compensation report, as well as all activities and positions of the respective members in line with requirements under section 3.2 and section 4.2 of the Annex to the Directive on Information relating to Corporate Governance of SIX.

### Straumann Group Executive Management Board – significant memberships on other Boards 2024 (audited table)

EMB member	External Mandates	Group Mandates	Position
Guillaume Daniellot	Rodenstock GmbH		Advisory Board member
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
Thomas Friese			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
Holger Haderer			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
Florian Kirsch			3D Diagnostix, Inc. Board member
			Digital Design Solutions S.A.E. Board member
			Dental Monitoring SAS Strategic Committee member
			Smilecloud S.r.l. Board member
			Board member in certain Group subsidiaries
Patrick Loh	Essence & DM Dental Industry Investment Partnership		Chair
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
Aurelio Sahagun	Harvard Dental School		Board of Fellows member
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
			Board member in certain Group subsidiaries
Andreas Utz			Botiss medical AG Supervisory Board member
			Supervisory Board member

Yang Xu	Gamestop Corp. (listed)	Board member
		Board member in certain Group subsidiaries

### Straumann Group Executive Management Board – significant memberships on other Boards 2023 (audited table)

EMB member	Company	Position
Guillaume Daniellot	Rodenstock GmbH	Advisory Board member
Yang Xu	Gamestop Corp. (listed)	Board member
Patrick Loh	Essence & DM Dental Industry Investment Partnership	Chair
Aurelio Sahagun	Harvard Dental School	Board of Fellows member





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## Straumann Group Board of Directors – significant memberships on other Boards 2024 (audited table)

Member	Listed companies	Private companies	Not-for-profit organizations	Location	Function
Petra Rumpf	V-Zug Holding			CH	Board member
	Vimian Group			SE	Board member
Marco Gadola		SHL-Medical		CH	Board member (Chair Audit Committee)
	DKSH			CH	Chair
	Medartis Holding AG			CH	Chair
		Bühler Group		CH	Board member
		AVAG Anlage und Verwaltungs AG		CH	Board member
			Schweizerische Management Gesellschaft	CH	Advisory Board member
			Swiss American Chamber of Commerce	CH	Advisory Board member
			Basel Chamber of Commerce	CH	Board member
Xiaoqun Clever-Steg	BHP Group Limited			AU	Board member
	Amadeus IT Group			ES	Board member
	Infineon Technologies			DE	Supervisory Board member
		Cornelsen		DE	Board member
			Fraunhofer-Institut für Intelligente Analyse- und Informationssysteme (IAIS)	DE	Advisory Board member
			Nuremberg Institute for Market Decisions e.V.	DE	Advisory Board member
Olivier Filliol	Givaudan			CH	Board member
Stefan Meister		atwork corporate AG		CH	Chair
		Grand Hotel Les Trois Rois		CH	Vice Chair
		Silverpine AG		CH	Board member
			Center for leadership and Value in Society, University of St. Gallen	CH	Advisory Board member
Thomas Straumann	Medartis Holding AG		Schweizer Dialog, University of St. Gallen	CH	Board member
		centerVision AG	CH	Chair	
		CHI Classics Basel Ltd	CH	Chair	
		STMN Equestrian AG	CH	Chair	



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Member	Listed companies	Private companies	Not-for-profit organizations	Location	Function
Regula Wallimann	Adecco Group AG			CH	Board member (Chair Audit Committee)
	Helvetia Holding AG			CH	Board member
		Helvetia Schweizerische Versicherungsgesellschaft AG		CH	Board member
		Helvetia Schweizerische Lebensversicherungsgesellschaft AG		CH	Board member
		Radar Topco S.à.r.l. (including Swissport Group, Opfikon, Switzerland)		LU	Board member (Chair Audit Committee)
		Swissgrid AG		CH	Board member (Chair Audit Committee)
			University of St. Gallen, Institute of Accounting, Control and Auditing (ACA-HSG)	CH	Advisory Board member

## Straumann Group Board of Directors – significant memberships on other Boards 2023 (audited table)

Member	Listed companies	Private companies	Not-for-profit organizations	Location	Function	
Gilbert Achermand	Julius Bär Group AG/ Bank Julius Bär & Co. AG			CH	Board member	
	Ypsomed AG			CH	Chair	
		Unilabs		DK	Chair	
		GreenTEG		CH	Board member	
				International Institute for Management Development (IMD)	CH	Supervisory Board member
				Basel Chamber of Commerce	CH	Board member
				International Team for Implantology (ITI)	CH	Board member
Olivier Filliol	Givaudan		Swiss Medtech	CH	Board member	
				CH	Board member	



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Member	Listed companies	Private companies	Not-for-profit organizations	Location	Function	
Marco Gadola	DKSH			CH	Chair	
	MCH Group			CH	Vice Chair	
	Medartis Holding AG			CH	Chair	
		Bühler Group		CH	Board member	
		AVAG Anlage und Verwaltungs AG		CH	Board member	
		WS Audiology Ltd		DK	Chair	
				Schweizerische Management Gesellschaft	CH	Advisory Board member
Petra Rumpf	V-Zug Holding			CH	Board member	
	Vimian Group			SE	Board member	
		LimaCorporate		IT	Board member (until 3/1/2024)	
		SHL-Medical		CH	Board member (Chair Audit Committee)	
				Swiss American Chamber of Commerce	CH	Advisory Board member
				Basel Chamber of Commerce	CH	Board member
				Society of Political Economy and Statistics, Basel	CH	Chair
Thomas Straumann	Medartis Holding AG			CH	Vice Chair	
		centerVision AG		CH	Chair	
		CHI Classics Basel Ltd		CH	Chair	
Nadia Tarolli Schmidt	Basellandschaftliche Kantonalbank (State Bank)			CH	Supervisory Board member	
	Medartis Holding AG			CH	Board member	
		EGK Group Companies		CH	Board member	
		Parkresort Rheinfelden Holding AG		CH	Board member	
		IKEA Pension Fund		CH	Supervisory Board member	
		Genossenschaft Stadion St. Jakob-Park		CH	Board member	
		BiomedVC AG		CH	Board member	
		VISCHER AG		CH	Board member	
Regula Wallimann	Adecco Group AG			CH	Board member	
	Helvetia Holding AG			CH	Board member	
		Swissgrid AG		CH	Board member	
		Radar Topco S.à.r.l. (including Swissport Group, Opfikon, Switzerland)		LU	Board member	
				Nordic Cultural and Educational Foundation	CH	Supervisory Board member
				University of St. Gallen, Institute of Accounting, Control and Auditing (ACA-HSG)	CH	Supervisory Board member

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**Report of the Statutory auditor on the audit of the compensation report**



**Opinion**

We have audited the compensation report of Straumann Holding AG (the Company) for the year ended 31 December 2024. The audit was limited to the information pursuant to Art. 734a-734f of the Swiss Code of Obligations (CO) in the tables marked 'audited' on pages 176–177, 184–185, 187, 190–193 of the compensation report.

In our opinion, the information pursuant to Art. 734a-734f CO in the compensation report complies 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 compensation report' 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 tables marked 'audited' in the compensation report, the consolidated financial statements, the stand-alone financial statements and our auditor's reports thereon.

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

In connection with our audit of the compensation report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the audited financial information in the compensation report 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.



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

The Board of Directors is responsible for the preparation of a compensation report in accordance with the provisions of Swiss law and the Company's articles of incorporation, and for such internal control as the Board of Directors determines is necessary to enable the preparation of a compensation report that is free from material misstatement, whether due to fraud or error. It is also responsible for designing the compensation system and defining individual compensation packages.



**Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the information pursuant to Art. 734a-734f CO is 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 Swiss law and 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 this compensation report.

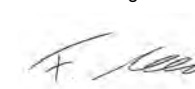
As part of an audit in accordance with Swiss law and SA-CH, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- ▶ Identify and assess the risks of material misstatement in the compensation report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made.

We communicate with the Board of Directors or its relevant committee 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.

We also provide the Board of Directors or its relevant committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Ernst & Young Ltd



Fabian Meier  
 Licensed audit expert  
 (Auditor in charge)



Adrian Hottiger  
 Licensed audit expert