



Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

CORPORATE GOVERNANCE REPORT



Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

“Sound corporate governance and long-term thinking remain foundational to our approach. We believe that creating a lasting enterprise requires the right balance of visionary leadership, strong stewardship and disciplined execution.”

Petra Rumpf
Chair of the Board





Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

LETTER FROM THE CHAIR OF THE BOARD

DEAR READER,

After a decade of service with Straumann Group, I am honored to write to you for the first time as Chair of the Board. Throughout my years with the company, I have witnessed firsthand how our teams' commitment to customer excellence and innovation has transformed millions of lives. Your trust – as shareholders, employees and partners – has been the cornerstone of this success.

Sound corporate governance and long-term thinking remain foundational to our approach at Straumann Group. We believe that creating a lasting enterprise requires the right balance of visionary leadership, strong stewardship and disciplined execution – principles that guide every decision we make. I am pleased to report that these principles have served us well, with 2024 marking another year of robust growth and innovation.

The 8% expansion in our shareholder base stands as a powerful vote of confidence in our direction. This trust reinforces our dedication to exemplary corporate governance and sustainable value creation.

“Our company’s strong growth trajectory and focused strategy are a testament to the strength of our fundamentals.”

Empowerment and diversity

The year 2024 marked a significant evolution in our Board leadership. Marco Gadola, our former CEO and a trusted cultural steward, assumed the role of Vice President while continuing to lead the Human Resources & Compensation Committee (HRCC).

Marco's deep understanding of our cultural journey, combined with his proven track record in developing talent and leadership, makes him uniquely qualified to lead our HRCC during this important phase of our development.

“Our Board of Directors’ constellation brings together the right mix of expertise and perspectives, enabling critical conversations that drive our long-term success.”

Building on insights from our Board evaluation, we strengthened our Board's expertise with strategic appointments. We welcomed Xiaoqun Clever-Steg, who brings exceptional digital transformation experience at a crucial time. As Chair of our Sustainability, Technology & Innovation (STIC) Committee, her impact is already evident across key strategic areas.

We also welcomed back Stefan Meister to our Board, enhancing our Audit and Risk Committee with his deep financial acumen and extensive capital markets experience. His intimate knowledge of our company, combined with his broad expertise, adds valuable oversight capabilities to our governance structure.

These appointments, working alongside our CEO and Executive Management Board, create a powerful combination of fresh perspectives and deep expertise. Our focus on digital transformation and sustainable growth positions us to capture emerging market opportunities and drive continued industry leadership. Together, they reinforce our commitment to advancing dentistry, improving patient care worldwide and creating lasting value for all stakeholders.

Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

Independence

Sound governance and shareholder value remain at the heart of our Board's mandate, with independence serving as a cornerstone of our approach. By combining continuity with fresh perspectives, we maintain the entrepreneurial spirit and industry expertise that drive our success.

I am particularly proud of our diversity, with three of our seven Board members being women, reflecting our commitment to bringing diverse perspectives and experiences to our highest level of decision-making.

Deepening our commitment to sustainability

Sustainability is fundamental to how we create long-term value and is therefore a Board responsibility and embedded across all committees. We will present our detailed non-financial report, as required by art. 964b of the Swiss Code of Obligations, for a binding vote at the 2025 Annual General Meeting. I encourage you to explore our sustainability initiatives and progress in depth in the dedicated letter on page [56](#).

Looking ahead

As Chair, I am committed to guiding the Straumann Group through its next chapter of growth and transformation. Our success stems from your trust as shareholders, reinforced by our Board's strong governance, our employees' commitment to excellence and our management's strategic leadership and execution. Together, we will continue to drive innovation and industry leadership, creating lasting value while staying true to our purpose and long-term vision.

Thank you for your support and for being a part of our journey.

Sincerely,



Petra Rumpf
Chair of the Board
Straumann Group

Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

GROUP STRUCTURE AND SHAREHOLDERS

The principles and rules of the Straumann Group's corporate governance are laid down in the Articles of Association, the Organizational Regulations including the charters of the Board Committees, the Code of Conduct, the Code of Conduct for our External Business Partners and various internal policies, such as those concerning on quality, IT, sales and marketing compliance and confidentiality obligations, as well as other employee and supplier regulations. They are the basis of the Group's corporate governance disclosures, which comply with the Directive on Information relating to corporate governance published by the SIX Swiss Exchange, where Straumann's shares have been traded since the company's initial public offering in 1998.

GROUP STRUCTURE

The Straumann Group is headquartered in Basel, Switzerland. The Group has partnered with and invested in a number of companies to support its mission to be the most customer-focused and innovative oral care company in the world, targeting unexploited growth markets and segments. Its products and services are sold in more than 100 countries through its various distribution subsidiaries and through third-party distributors (see Global Straumann Group presence, p. 15). The subsidiary management is responsible for managing the local daily business. As laid down in the Organizational Regulations¹, the respective Regional Sales Head, the Chief Financial Officer and the Chief Legal Officer are usually members of the supervisory body of the subsidiaries. Details of the Group's business segments can be found in Note 3.1 of the audited consolidated financial statements on p. 224–227 and a list of the subsidiaries and associates of the Straumann Group as of 31 December 2024 can be found in Note 9.5 of the audited consolidated financial statements on p. 256–259.

¹ annualreport.straumann.com/2024-regulations

Straumann Holding AG, the ultimate parent company of the Group, is listed in the main segment of the SIX Swiss Exchange. No other company of the Group is listed on a stock exchange.

Name	Straumann Holding AG
Domicile	Peter Merian-Weg 12, 4052 Basel, Switzerland
Listed on	SIX Swiss Exchange
Valor number	117544866
ISIN	CH 1175 448 666
Ticker symbol	STMN
LEI number	50670046ML5FVIM60Z37
Market capitalization	CHF 18.3 bn
Percentage of treasury shares	0.003

Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

SIGNIFICANT SHAREHOLDERS

The major shareholders on 31 December 2024 are listed in the table below, which is based on shareholdings recorded in the share register and notifications on the SIX Swiss Exchange online reporting platform. In 2024, the Group reported the following transactions according to art. 120 et seq. of the Federal Act on Financial Market Infrastructures and Market Conduct in Securities and Derivatives Trading (Financial Market Infrastructure Act, FinMIA): two transactions by UBS Fund Management (Switzerland) AG, the first one triggered by the absorption merger between Credit Suisse Funds Management (Switzerland) AG and the corresponding aggregation of the relevant interest of both entities and the second one due to purchase of shares; three transactions by BlackRock, Inc., two triggered by acquisition of shares, one by the sale of shares. Details of the transactions were published on the [SIX Swiss Exchange electronic publication platform](#).

Significant shareholders in %

	31 Dec 2024 ¹	31 Dec 2023 ¹
Dr. h.c. Thomas Straumann	15.6	15.7
Dr. h.c. Rudolf Maag	10.2	10.2
UBS Fund Management (Switzerland) AG ²	5.1	n/a
BlackRock Inc. (Group) ²	4.7	7.2
Simone Maag de Moura Cunha	3.4	3.5
Gabriella Straumann	3.0	3.0
Total	42.0	39.6

1 Or at the last reported date if shareholdings are not registered in the share register
 2 Not or only partially registered in the share register

CROSS-SHAREHOLDINGS

The Group does not have and has not entered into any cross-shareholdings with other companies relating to equity or voting rights.





Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

CAPITAL STRUCTURE

On 31 December 2024, the share capital was composed of 159 455 239 registered shares, fully paid in, each with a nominal value of CHF 0.01 and conditional capital of CHF 21 742 divided into 2 174 151 conditional shares, each with a nominal value of CHF 0.01, which relates to 1.36% of the existing share capital.

In April 2022, 13 833 conditional shares were converted into ordinary shares, succeeded by a split of the shares 1:10 and post-split another conversion of 103 219 conditional shares into ordinary shares. There have been no further changes in the share capital in the past three years.

The Group's conditional share capital is approved for an unlimited period for use in employee and Board equity participation plans and for equity participation plans for third parties (see Compensation report, p. 167, and Note 8.3 of the financial report on p. 251). Straumann Holding AG has no capital band, no authorized share capital and no category of shares other than registered shares. All shares have equal voting rights and carry equal entitlements to dividends. There are no limitations on the transferability of the shares. Nominees' registrations are admitted if such nominee has entered into an agreement with the company concerning their position and is subject to recognized banking or financial supervision.

The Group has not issued any financial instruments (participation certificates, dividend-right certificates, warrants, options or other securities granting rights to Straumann shares) other than the performance share units and restricted share units granted to certain employees as a long-term incentive (see p. 251) and a CHF 200 million domestic straight bond issued in 2020 due on 3 October 2025 (see Note 7.2 of the financial report on p. 239).

Capital structure

in CHF 1 000

	31 Dec 2024	31 Dec 2023	31 Dec 2022
Equity	2 043 792	1 838 606	1 853 845
Reserves	(549 759)	(478 224)	(373 175)
Retained earnings	2 588 296	2 312 808	2 223 178
Non-controlling interests	3 661	2 427	2 247
Ordinary share capital (fully paid in)	1 595	1 595	1 595
Conditional share capital	22	22	22
Authorized share capital	0	0	0
Number of registered shares	159 455 239	159 455 239	159 455 239
Treasury shares (% of total)	0.003	0.01	0.06
Nominal value per share (in CHF)	0.01	0.01	0.01
Registration restrictions	None	None	None
Voting restrictions/privileges	None	None	None
Opting-out/up	None	None	None

Corporate governance report

BOARD OF DIRECTORS



PETRA RUMPF

- Non-executive member, independent
- Swiss and German (born 1967)
- Chair of the Board since 2024
- Board member since 2021

OTHER MAIN ACTIVITIES: Member of the Board of V-Zug Holding (listed, Chair of Digital Advisory Board), SHL-Medical (Chair of the Audit Committee) and Vimian (listed).
CAREER HIGHLIGHTS: Petra Rumpf joined Straumann in 2015 as member of the Executive Management Board. As the Head Instrand & Strategic Alliances, she led the successful global expansion of the value brands and subsequently became the Global Head Dental Service Organizations in 2017. Before joining Straumann, she served on the Executive Committee of Nobel Biocare from 2007 to 2014, where she held several global leadership positions. During her 13 years as a member of executive boards in the dental industry, she incubated and managed global business units, defined and implemented digitally driven business models, provided strategic leadership and successfully delivered M&A and organic growth. Before joining the dental industry, she worked at Capgemini Consulting across several continents for 16 years and served as the Vice President Strategy & Transformation in the life science and high-tech sectors.
QUALIFICATIONS: Bachelor's degree in economics from Trier University, Germany; MBA from Clark University, US.
KEY ATTRIBUTES FOR THE BOARD: Petra Rumpf is an exceptional industry insider with an excellent network. Her understanding of digital transformation journeys, changing consumer choices and emerging business models make her a great asset to the company.



MARCO GADOLA

- Non-executive member, independent
- Swiss (born 1963)
- Vice Chair of the Board since 2024
- Chair of the Human Resources & Compensation Committee
- Member of the Audit & Risk Committee
- Board member since 2020

OTHER MAIN ACTIVITIES: Chairman of the Board of DKSH Holding AG and Medartis Holding AG¹ (both listed), Board member of Bühler Group and AVAG, and Operating Partner of Endeavour Vision Ltd. He also leads his own company specializing in cultural transformation and executive coaching.
CAREER HIGHLIGHTS: During his tenure as CEO of Straumann Group (2013–2019), the Group doubled its revenue, more than doubled profits and more than tripled its workforce. Previously, he was CFO and EVP Operations at Straumann Group (2006–2008). He spent the interim years at Panalpina, as CFO and Regional CEO Asia Pacific. Prior to his first term at Straumann, he spent five years at Hero as CFO and was responsible for IT and Operations. Before that, he spent nine years at Hilti in senior commercial, sales and finance positions. Earlier in his career, he worked for Sandoz International Ltd as an Audit Manager and Swiss Bank Corporation in Corporate Finance. He also served as Chairman and Vice Chairman of the Calida Group.
QUALIFICATIONS: Master's degree in business administration from the University of Basel; Executive Coaching and Change Management program at INSEAD, Paris, and various programs at the London School of Economics and IMD in Lausanne.
KEY ATTRIBUTES FOR THE BOARD: Having served many years as CEO and CFO of Straumann, Marco Gadola has in-depth knowledge of the company and the industry. He also brings a wealth of experience from other companies and industries and has worked in many countries around the world, all of which is highly valuable.

¹ For the relationship to Straumann, see Note 9.4 of the financial report on p. 255.

- Key figures 2024
- Letter from the Chair and CEO
- Feature story: What is our superpower?
- Company profile
- Development of business
- Feature story: How did my new smile help me unlock my true potential?
- Sustainability report
- Feature story: How do you envision dentistry in 10 years?

Corporate governance report

- Letter from the Chair of the Board
- Group structure and shareholders
- Capital structure
- Board of Directors**
- Executive Management Board
- Shareholders' participation rights
- Compensation, shareholdings and loans
- Changes of control and defense measures
- External auditors
- Information policy
- Quiet periods
- Compensation report
- Feature story: What are the pain points for dental labs?
- Financial report Straumann Group
- Financial report Straumann Holding
- Appendix



XIAOQUN CLEVER-STEG

- Non-executive member, independent
- German (born in China in 1970)
- Chair of the Sustainability, Technology & Innovation Committee
- Board member since 2024

OTHER MAIN ACTIVITIES: Xiaoqun is a Non-executive Director of BHP Group Limited and Amadeus IT Group and is on the Supervisory Board of Infineon Technologies.

CAREER HIGHLIGHTS: She held various roles with SAP, including Chief Operating Officer of Technology and Innovation, Senior Vice President of Design and New Applications and Executive Vice President and President of Labs in China. She was Chief Technology Officer at ProSiebenSat.1 Media and Chief Technology & Data Officer at Ringier.

QUALIFICATIONS: Xiaoqun holds an Executive MBA from the University of West Florida and a diploma in Computer Science and International Marketing from the Karlsruhe Institute of Technology, Germany. She studied Computer Science and Technology at the University TsingHua in Beijing, China, and graduated from the Global Leadership Development Program of INSEAD.

KEY ATTRIBUTES FOR THE BOARD: Xiaoqun Clever-Steg has over 20 years of experience in software engineering, big data, cyber security and digitalization. She has significant experience in the development, selection and implementation of business transforming technology, innovation and assessment of opportunities and risks in digital disruption. Born in China, she has held various senior management positions in international corporations, including in China.



DR OLIVIER FILLIOL

- Non-executive member, independent
- Swiss (born 1967)
- Member of the Human Resources & Compensation Committee
- Member of the Sustainability, Technology & Innovation Committee
- Board member since 2023

OTHER MAIN ACTIVITIES: Member of the Board of Givaudan S.A. (listed) since 2020 and active investment partner in more than 20 venture capital funded startups with a focus on life science tools, MedTech and digital tech spaces.

CAREER HIGHLIGHTS: At Mettler-Toledo International Inc., a leading manufacturer and marketer of precision instruments for laboratory and industrial applications – Olivier Filliol served as President and Chief Executive Officer from 2008 to 2021.

QUALIFICATIONS: Olivier Filliol holds a master's degree and a PhD in Business Administration from the University of St. Gallen, Switzerland, and has completed executive education at the business school of Stanford University.

KEY ATTRIBUTES FOR THE BOARD: The Group benefits from Olivier's expertise, entrepreneurship and corporate experience, making him a valuable contributor to strategic and operational matters. His experience in both CEO and Board roles provides additional strategic value.

Corporate governance report



STEFAN MEISTER

- Non-executive member, independent
- Swiss (born 1965)
- Member of the Audit & Risk Committee
- Board member since 2024

OTHER MAIN ACTIVITIES: Stefan is a member of the Advisory Board of the Center for Leadership and Value in Society at the University of St. Gallen and a member of the Schweizer Dialog, the university initiative building a network of leaders in business and politics aiming to instill sustainable values in society.

CAREER HIGHLIGHTS: Stefan started his career in 1991 at Novartis AG (Basel), holding various positions including Head of Divisional Controlling for the Pharma Division. For more than 16 years, he held various positions at Haniel Group where he was Group CFO and Member of the Management Board and General Manager of Group affiliates. He then joined Waypoint Capital (today B-Flexion) as the Group COO for almost a decade, followed by a further four years as the Non-executive Vice Chair until the end of 2024. **QUALIFICATIONS:** He has a degree in economics from the University of Basel.

KEY ATTRIBUTES FOR THE BOARD: Stefan Meister has over three decades of executive experience, finance and strategic expertise, as well as industry knowledge. Stefan held various executive leadership roles such as Group COO, Group CFO, Member of the Management Board and General Manager of Group affiliates positions in various business sectors. He is a visionary leader with a passion for innovation, excellence and customer focus.



DR H.C. THOMAS STRAUMANN

- Non-executive member, independent
- Swiss (born 1963)
- Member of the Sustainability, Innovation & Technology Committee
- Board member since 1990

OTHER MAIN ACTIVITIES: Board memberships: centerVision AG (Chair), CHI Classics Basel Ltd (Chair), Medartis Holding AG¹ (listed, Vice Chair), and Straumann Equestrian AG (Chair).

CAREER HIGHLIGHTS: Thomas Straumann was responsible for establishing the new Institut Straumann AG in 1990 and was both CEO (–1994) and Chair (–2002). Further examples of his success as an entrepreneur and businessman are the medical device company Medartis AG, of which he is the founder, majority owner and Vice Chair; and the equestrian event company CHI Classics Basel Ltd, of which he is Chair. He has a diverse portfolio of interests, including not-for-profit activities.

QUALIFICATIONS: Trained in precision engineering; studies at Basel Management School and the Management & Commercial School of Baselland; honorary doctorate from the Medical Faculty of the University of Basel.

KEY ATTRIBUTES FOR THE BOARD: Major shareholder of Straumann Holding AG and the Board's longest-serving member. He complements the Board with his understanding of the dental and medical device industries through personal management experience and various shareholdings.

¹ For the relationship to Straumann, see Note 9.4 of the financial report on p. 255.

Corporate governance report



REGULA WALLIMANN

- Non-executive member, independent
- Swiss (born 1967)
- Chair of the Audit & Risk Committee
- Member of the Human Resources & Compensation Committee
- Board member since 2017

OTHER MAIN ACTIVITIES: Member of the Board of Adecco Group AG (listed, Audit Committee Chair), Helvetia Holding AG (listed), Swissgrid AG (Finance & Audit Committee Chair), Swissport International AG (Audit Committee Chair); Advisory Board Member of the Institute for Accounting, Control and Auditing at St. Gallen University.

CAREER HIGHLIGHTS: Regula Wallimann worked for KPMG AG from 1993 to 2017. As a Global Lead Partner from 2003 on, she was responsible for several global companies. She was a member of the strategic partners committee of KPMG Switzerland from 2012 to 2014. In 2017, she started a new career as an independent financial expert and board member.

QUALIFICATIONS: Degree in business administration, economics and accounting from St. Gallen University, management studies at INSEAD, Certified Public Accountant in the US and in Switzerland, certificate of IMD, Lausanne, on 'Driving Sustainability from the Boardroom.'

KEY ATTRIBUTES FOR THE BOARD: Regula Wallimann is an expert in multinational group auditing, international financial and non-financial reporting, risk management and corporate governance.

THE CURRENT BOARD OF DIRECTORS

The Board comprised seven non-executive members in 2024. Gilbert Achermann, Juan José Gonzalez and Nadia Tarolli Schmidt decided not to stand for re-election in 2024. To fill the gap left by their departures, Xiaoqun Clever-Steg and Stefan Meister were elected to the Board at the Annual General Meeting 2024, and Petra Rumpf became Chair and Marco Gadola Vice Chair.

Details on the departing members Gilbert Achermann, Juan José Gonzalez and Nadia Tarolli Schmidt can be found in the 2023 annual report on p. 133 et seq.

None of the current members has been a member of the Executive Management of any of the Group's companies during the preceding three financial years or had any significant business connections with Straumann Holding AG or any of its subsidiaries in 2024.

The Directors are all Swiss citizens apart from Xiaoqun Clever-Steg, who was born in China and has German citizenship. Petra Rumpf also has German citizenship in addition to her Swiss citizenship. The average age of the Board members at year-end was 58.

Corporate governance report

INDEPENDENCE, GENDER DIVERSITY AND COMPETENCES OF BOARD MEMBERS

The Board strongly believes that its independence is important and in the best interest of all stakeholders. Having Board members with industry experience who are familiar with stakeholder engagement is an important ingredient for Straumann Group's success. Being a predictable operator and a reliable business partner is key.

The Human Resources & Compensation Committee (HRCC) reviews the independence of the Board members. The evaluation also takes into account the interests of the anchor shareholders.

The Straumann Group follows the Swiss Code of Best Practice for Corporate Governance as published by *economiesuisse*. A candidate for the Board of Directors is therefore considered independent if the candidate

- is not, and has not been employed as an Executive Management Board member in the Group or any of its subsidiaries in the prior three years;
- is not, and has not been an employee or affiliated with the elected external auditor in the prior three years; and
- does not maintain a material direct or indirect business relationship with the Group or any of its subsidiaries.

Board of Directors – competence matrix

	P. Rumpf	M. Gadola	X. Clever-Steg	O. Filliol	S. Meister	T. Straumann	R. Wallimann
Executive experience	✓	✓		✓	✓	✓	✓
Finance, audit, risk management		✓	✓	✓	✓		✓
Compliance, regulatory, legal							✓
Capital markets, M&A	✓	✓	✓	✓	✓	✓	✓
Core industry experience (dental)	✓	✓				✓	
Transferable expertise in related industries	✓	✓	✓	✓	✓	✓	✓
International business experience	✓	✓	✓	✓	✓	✓	✓
Digitalization, technology	✓	✓	✓	✓	✓		
Strategy, business transformation	✓	✓	✓	✓	✓		
HR, compensation		✓	✓	✓	✓	✓	✓
Board governance	✓	✓	✓	✓	✓	✓	✓
Sustainability	✓			✓	✓	✓	✓

The Board aims for a healthy average tenure by having a mix of long-term and newer Board members and does not impose an arbitrary end to membership after a certain length of service. The age of a Board member or length of tenure are not criteria for independence. Furthermore, significant shareholder status is also not considered a criterion for independence.

Diversity and representation are vital for the Straumann Group's success. The Board of Directors reflects this commitment by embodying the diversity of our workforce and the global communities we serve. Currently, three out of seven Board members are women, showcasing our efforts toward gender balance. While the Board carries the heritage of Swiss excellence, its members bring a rich blend of international backgrounds and professional experiences, reflecting the dynamic and inclusive spirit of the Group.

The competencies of our Board members are well-balanced and strategically aligned with our company's core business. Each member brings a unique set of skills and experiences that collectively ensure comprehensive oversight and guidance. This diverse expertise spans key areas such as finance, operations, digitalization technology and industry-specific knowledge, enabling the Board to make informed decisions that drive our business forward. The individual competencies are listed in the table below. Dr Andreas Meier Gadiant, Chief Legal Officer and Chief Compliance Officer of the Group, adds further profound legal and compliance know-how to the Board in his function as Corporate Secretary.



Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

PERMITTED MANDATES OUTSIDE STRAUMANN GROUP (PURSUANT TO ART. 626 II CO)

Art. 4.4 of Straumann's Articles of Association states that no member of the Board may perform more than 15 additional mandates in comparable functions in other companies with an economic purpose, of which no more than five may be in listed companies.

The following are exempt from these restrictions:

- Mandates in enterprises that are controlled by the Group
- Mandates in enterprises that are performed at the instruction of the Group
- Mandates in associations, organizations, foundations, trusts and employee pension funds; no member of the Board of Directors may perform more than ten such mandates

Mandates in several legal entities under common control or under the same economic authority are deemed as one mandate.

Straumann Group Board of Directors – significant memberships on other Boards

Member	Listed companies	Private companies	Not-for-profit organizations	Location	Function
Petra Rumpf	V-Zug Holding			CH	Board member
	Vimian Group			SE	Board member
		SHL-Medical		CH	Board member (Chair Audit Committee)
Marco Gadola	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
			Schweizer Dialog, University of St. Gallen	CH	Board member



- Key figures 2024
- Letter from the Chair and CEO
- Feature story: What is our superpower?
- Company profile
- Development of business
- Feature story: How did my new smile help me unlock my true potential?
- Sustainability report
- Feature story: How do you envision dentistry in 10 years?

- Corporate governance report**
 - Letter from the Chair of the Board
 - Group structure and shareholders
 - Capital structure
 - Board of Directors**
 - Executive Management Board
 - Shareholders' participation rights
 - Compensation, shareholdings and loans
 - Changes of control and defense measures
 - External auditors
 - Information policy
 - Quiet periods
 - Compensation report
 - Feature story: What are the pain points for dental labs?
 - Financial report Straumann Group
 - Financial report Straumann Holding
 - Appendix

Member	Listed companies	Private companies	Not-for-profit organizations	Location	Function
Thomas Straumann	Medartis Holding AG			CH	Vice Chair
		centerVision AG		CH	Chair
		CHI Classics Basel Ltd		CH	Chair
		STMN Equestrian AG		CH	Chair
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

ELECTIONS AND TERM OF OFFICE

The members of the Board, the Chair and the members of the Human Resources & Compensation Committee are all elected individually by the Shareholders' General Meeting for a term of one year. Re-election is permitted until the age of 70.

If the position of Chair or a position in the Human Resources & Compensation Committee becomes vacant, the Board appoints a replacement from among its members for the remaining term of office.

WORKING METHODS AND ALLOCATION OF TASKS

The full Board of Directors meets for one-day meetings at least five times a year and as often as business requires. In 2024, the full Board held six meetings. In addition four board calls were held for final decisions which were attended by all or selected Board members representing the entire Board. The Audit & Risk Committee held five meetings and one resolution, the Human Resources & Compensation Committee met five times and the Sustainability, Technology & Innovation Committee met three times.

The CEO, the CFO and the Corporate Secretary generally participate in Board meetings and are occasionally supported by other members of the Executive Management Board (EMB). The Board of Directors consults external experts on specific topics where necessary.

Each physical Board of Directors meeting that took place in 2024 lasted 8 hours on average, whereas the online meetings lasted approximately 1 hour, as they were convened for discussing and approving specific agenda items. Each Committee meeting that took place in 2024 lasted 4 hours on average. These figures indicate the actual length of meetings and do not include the Directors' extensive pre-meeting preparations and post-meeting follow-up activities. The participation rate for the physical meetings of the Board of Directors and the Committee meetings in 2024 was 98%.

The Board of Directors usually also participates in workshops, conferences and trade shows, co-travel and site visits to gain firsthand insights into the business and interact or meet with customers.

The Board conducts an annual self-evaluation as well as an evaluation of the performance of the EMB. It also provides mentoring to the EMB, with the aim of



- Key figures 2024
- Letter from the Chair and CEO
- Feature story: What is our superpower?
- Company profile
- Development of business
- Feature story: How did my new smile help me unlock my true potential?
- Sustainability report
- Feature story: How do you envision dentistry in 10 years?

Corporate governance report

- Letter from the Chair of the Board
- Group structure and shareholders
- Capital structure
- Board of Directors**
- Executive Management Board
- Shareholders' participation rights
- Compensation, shareholdings and loans
- Changes of control and defense measures
- External auditors
- Information policy
- Quiet periods
- Compensation report
- Feature story: What are the pain points for dental labs?
- Financial report Straumann Group
- Financial report Straumann Holding
- Appendix

providing executives an experienced sparring partner, coach and sounding board for testing ideas and seeking qualified independent opinions.

The Board of Directors has a quorum if a majority of its members are present. This does not apply to resolutions that require public notarization. Valid resolutions require a majority of the votes cast. In the event of a tie, the Chair of the meeting has the decisive vote. The Board is responsible for the overall strategic direction of the Group and its management, the supervision of the EMB and financial control. It reviews the company's objectives and identifies opportunities and risks. In addition, it appoints and dismisses the CEO and members of the EMB. The tasks and duties of the Board, as well as those of the Chair and Vice Chair, are listed in sections 4.2 and 4.3 of the [Organizational Regulations](#).

COMMITTEES OF THE BOARD OF DIRECTORS

The Board of Directors has an Audit & Risk Committee, a Human Resources & Compensation Committee and a Sustainability, Technology & Innovation Committee, each consisting of no fewer than three Board members with relevant background and experience. The Board of Directors may establish further committees or appoint individual members for specific tasks.

The members of the Human Resources & Compensation Committee are elected by the General Meeting for a term of one year. In the event of a vacancy in the Human Resources & Compensation Committee, the Board of Directors appoints the replacement from among its own members for the remaining term of office. The members and the Chairs of both the Audit & Risk Committee and the Sustainability, Technology & Innovation Committee are appointed by the Board of Directors. The Human Resources & Compensation Committee constitutes itself.

Audit & Risk Committee

Members: Regula Wallimann (Chair), Marco Gadola and Stefan Meister

The Audit & Risk Committee assists the Board of Directors and the Executive Management Board ('EMB') in monitoring the integrity of the financial statements of the Group, the performance of the external auditors and their qualifications and independence, and the performance of the internal audit function as well as in ensuring that risks are properly assessed and professionally managed.

Human Resources & Compensation Committee

Members: Marco Gadola (Chair), Dr Olivier Filliol and Regula Wallimann

The Human Resources & Compensation Committee assists and provides insights to the Board of Directors and the EMB regarding all matters related to HR topics and to the compensation of its members, the EMB and other Executives.

Board committees

	Audit & Risk Committee	Human Resources & Compensation Committee	Sustainability, Technology & Innovation Committee
P. Rumpf			
M. Gadola	Member	Chair	
X. Clever-Steg			Chair
Dr. O. Filliol		Member	Member
S. Meister	Member		
Dr. h.c. T. Straumann			Member
R. Wallimann	Chair	Member	



Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

Board and committee meetings 2024

	Board Meetings	Audit & Risk Committee	Human Resources & Compensation Committee	Sustainability, Technology & Innovation Committee
Current members				
P. Rumpf (Chair since April 2024)	6	5	4	3
M. Gadola	6	4	5	1
X. Clever-Steg (since April 2024)	5	0	0	1
Dr. O. Filliol	6	0	3	3
S. Meister (since April 2024)	5	4	0	1
Dr. h.c. T. Straumann	5	0	0	2
R. Wallimann	6	5	5	2
Former members (until April 2024)				
G. Achermann, (Chair until April 2024)	1	1	2	2
J.J. Gonzalez (until April 2024)	1	1	0	0
N. Tarolli Schmidt (until April 2024)	1	1	2	0

Sustainability, Technology & Innovation Committee

Members: Xiaoqun Clever-Steg (Chair), Dr Olivier Filliol and Dr h.c. Thomas Straumann

The Sustainability, Technology & Innovation Committee has a mid- to long-term focus, and its key objectives are assisting the Board of Directors and the EMB to elaborate on selected existing and future trends relating to innovation, technology and sustainability, which might have significant strategic impact to the Group's roadmap.

The detailed tasks of each of the committees, as well as the indication of the decision powers of such committees and tasks, are listed in their respective charters, which are attached to the [Organizational Regulations](#)¹.

¹ annualreport.straumann.com/2024-regulations

ASSIGNMENT OF RESPONSIBILITIES TO THE EXECUTIVE MANAGEMENT BOARD

The Board of Directors has delegated responsibility for the operational management and sustainable development of the Group to the Chief Executive Officer (CEO) and the other members of the EMB. For their specific responsibilities, see the chart on p. 159 of this report and section 5 of the [Organizational Regulations](#). The Board may revoke delegated duties at any time.

The Board of Directors has not delegated any management tasks to companies or persons outside the Group.

INFORMATION AND CONTROL INSTRUMENTS VIS-À-VIS THE EXECUTIVE MANAGEMENT

Management Information System

The Management Information System (MIS) is pivotal to the Straumann Group's commitment to transparency, governance and strategic oversight. Through a well-integrated MIS framework encompassing management, business and financial reporting, key data is delivered to the Executive Management Board monthly and, additionally, provided to the Board of Directors as both monthly summaries and comprehensive quarterly reports. This structured information flow enables informed, agile decision-making at all levels.

Central to our MIS is the SAP Enterprise Resource Planning (ERP) system, which processes over 90% of the Group's business transactions across fully consolidated entities. This ERP system forms the foundation of our management infrastructure, seamlessly connecting our headquarters with key subsidiaries and production sites. In 2025, the system will expand with strategic SAP deployments at Createch Medical in Spain, a leader in CAD/CAM prosthetics, and Medentika in Germany, a leading manufacturer of compatible prosthetics. This ERP expansion will enhance operational efficiency, reduce redundancies and strengthen internal controls, effectively minimizing risks of error and fraud.

The SAP system also offers senior management real-time visibility into localized processes and associated financials, providing powerful support for data-driven decision-making and effective monitoring across the Group's global operations.



Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

The Board of Directors actively engages with Executive Management in overseeing the MIS, maintaining close alignment through regular workshops, site visits, joint travel and participation in staff meetings. This approach fosters transparency and ensures that the Board gains a comprehensive, firsthand understanding of the Group's operational dynamics.

Internal control system

The Group's internal control system (ICS) is designed to ensure that key risks across all core business processes are adequately controlled in line with Straumann Group's risk appetite. The ICS undergoes a constant improvement cycle to address new and emerging risks to achieve the desired level of control in terms of efficiency and effectiveness.

The company's approach is to ensure that internal controls are accurate and timely, robust and receive appropriate management attention in each respect. To achieve this, a Group-wide control framework has been implemented that is applicable to all subsidiaries that are controlled by Straumann Group and assessed annually.

Therefore, each entity (sales affiliate, production site or global function) has a designated General Manager and Finance Head (or equivalent) who are ultimately accountable for the assessment undertaken and the decisions arising from it. Clear benefits of the ICS include enhanced segregation of duties, increased control consciousness and higher awareness of potential risks and their consequences.

The ICS program is coordinated by the Head of Internal Audit, who meets with the external auditors on a regular basis to discuss the status of internal control issues and the status of remediation of control deficiencies.

In line with art. 728a para. 1 item 3 CO, the existence of the ICS is evaluated annually by the external auditors. Also, Internal Audit assesses the implementation of and adherence to the controls framework for selected subsidiaries or assesses the controls' effectiveness for selected processes in line with the approved audit plan.

Internal audit

The role of the Group's internal audit function is to provide independent assurance to the Board of Directors that the key risks of the organization are under control and to support management in ensuring compliance, operational efficiency and control effectiveness across the Group. When specialized expertise is required, the internal audit operates in co-sourcing model with external partners.

In 2024, 10 internal audits were performed according to the audit program approved by the Audit & Risk Committee of the Board of Directors.

Corporate risk management

The Board of Directors is responsible for the overall supervision of risk management and uses the internal audit function to this end. The Board has delegated the task of risk management to the Chief Risk Officer (CRO), who also holds the position of CFO. Through its Audit & Risk Committee, the Board assesses and discusses risks on a regular basis in consultation with the CRO and/or the relevant members of senior management. More information about the risk management of the Group can be found on p. 47.

Corporate governance report

EXECUTIVE MANAGEMENT BOARD



GUILLAUME DANIELLOT

- French (born 1970)
- Chief Executive Officer

CAREER HIGHLIGHTS: Guillaume Daniellot’s career began in hospital product management – initially at Coloplast and then at B. Braun, as an international business unit manager. He switched to the dental industry in 2001, joining Dentsply France, where he was Director of Sales and Marketing. He joined Straumann in 2007 as the Managing Director of Straumann France. Two years later, he transferred to the Group’s headquarters to become the Head of Global Sales Digital Dentistry. Shortly thereafter, he took over responsibility for Straumann’s Prosthetic Laboratory business group, which included the global management of sales, marketing, product development, training and education. In both of these roles, he was a member of the Corporate Management Group. He joined Straumann’s Executive Management Board in 2013, serving as Head Sales Western Europe (2013–15) and Head North America (2016–19). He took on his current role as CEO of the Straumann Group on 1 January 2020.

QUALIFICATIONS: Bachelor’s degree in physics from the University of Dijon; master’s in marketing from FGE in Tours; master’s in business administration from ESC European School of Management, Paris.

OTHER ACTIVITIES: Member of the Advisory Board of Rodenstock GmbH.



YANG XU

- French (born 1979)
- Chief Financial Officer

CAREER HIGHLIGHTS: Yang Xu joined Straumann in August 2023 from The Kraft Heinz Company, a publicly listed US food company. She was the Senior Vice President, Head of Corporate Development and Global Treasurer and a member of the company’s Executive Committee. She has more than 20 years of experience in finance, strategy, operational and commercial functions. Her career started with General Electric Healthcare in Europe. She then worked for Whirlpool Corporation, rising through various financial roles of increasing responsibility across corporate functions, business units and regions. Her experience was further enhanced by leading commercial and operational functions outside of finance. During her career, Yang has worked in many countries across Europe, North America and Asia Pacific.

QUALIFICATIONS: Master’s degree in management from HEC Paris; MBA programs at London Business School and Stanford University.

OTHER ACTIVITIES: Member of the Board of Gamestop Corp. (listed).

- Key figures 2024
- Letter from the Chair and CEO
- Feature story: What is our superpower?
- Company profile
- Development of business
- Feature story: How did my new smile help me unlock my true potential?
- Sustainability report
- Feature story: How do you envision dentistry in 10 years?

Corporate governance report

- Letter from the Chair of the Board
- Group structure and shareholders
- Capital structure
- Board of Directors
- Executive Management Board**
- Shareholders' participation rights
- Compensation, shareholdings and loans
- Changes of control and defense measures
- External auditors
- Information policy
- Quiet periods
- Compensation report
- Feature story: What are the pain points for dental labs?
- Financial report Straumann Group
- Financial report Straumann Holding
- Appendix



SARA DALMASSO

- French (born 1977)
- Head of Straumann Group Enterprise Solutions

CAREER HIGHLIGHTS: Sara Dalmasso is a Senior Business Executive with a wealth of experience in the healthcare industry. She has held several leadership positions at Omnicell and GE Healthcare, where she has demonstrated her ability to grow franchises and lead diverse teams toward sustainable growth and margin expansion. Sara’s career included a variety of operations, sales, marketing, professional services and general management roles at GE Healthcare across different geographies and based in several countries. Sara has broad European experience in digital healthcare and is recognized as a creative business strategist and an influencing leader.

QUALIFICATIONS: She is a graduate of École des Sciences Commerciales d’Angers (ESSCA), where she received her B.S. (management) and her master’s in international business (MBA). She is also a Certified Six Sigma Black Belt.



THOMAS FRIESE

- German (born 1975)
- Chief Technology and Information Officer

CAREER HIGHLIGHTS: Thomas brings over 17 years of leadership experience in digital health technology. He previously served as Senior Vice President for the Digital Health Platform at Siemens Healthineers, where he introduced innovative digital services to the global market. His work has consistently focused on generating customer value through advanced technologies such as cloud computing, big data and artificial intelligence. At Straumann, he leads the newly combined Data & Tech and Digital Platform & Technology teams, driving the development of our technology infrastructure, digital dental platform Straumann AXS and advancing our software development and AI initiatives.

QUALIFICATIONS: Thomas holds a PhD in Computer Science from the University of Marburg and has a proven track record of building high-performance teams and digital platforms.

- Key figures 2024
- Letter from the Chair and CEO
- Feature story: What is our superpower?
- Company profile
- Development of business
- Feature story: How did my new smile help me unlock my true potential?
- Sustainability report
- Feature story: How do you envision dentistry in 10 years?

Corporate governance report

- Letter from the Chair of the Board
- Group structure and shareholders
- Capital structure
- Board of Directors
- Executive Management Board**
- Shareholders' participation rights
- Compensation, shareholdings and loans
- Changes of control and defense measures
- External auditors
- Information policy
- Quiet periods
- Compensation report
- Feature story: What are the pain points for dental labs?
- Financial report Straumann Group
- Financial report Straumann Holding
- Appendix



HOLGER HADERER

- German (born 1969)
- Regional Head Europe, Middle East & Africa

CAREER HIGHLIGHTS: Having led the Implantology Business Unit since 2019, Holger Haderer heads the Europe, Middle East & Africa region since June 2024. Prior to joining the EMB at the beginning of 2020, Holger Haderer very successfully managed the Group's largest European business, in Germany, for three years. He spent the previous seven years as Head Marketing & Sales Western Europe, including an ad-interim stint of 14 months as Country Manager of Straumann France. He joined Straumann in 2006 as Head of Marketing & Education in Germany and became Head of Market Management Dental Labs in 2008. He began his career in 1991 at Sulzer Medica in product management, marketing and sales.

QUALIFICATIONS: Holger Haderer received a degree in economics from Baden-Wuerttemberg Cooperative State University (DHBW).



FLORIAN KIRSCH

- German (born 1982)
- Head Integrated Dental Technologies

CAREER HIGHLIGHTS: Florian joined Straumann Group in 2010 and held several positions within the company, including Head of Portfolio Management in Basel and at Neodent in Brazil, where he served as the Regional Finance Officer and Chief Operating Officer. He was responsible for building up the ClearCorrect production in Brazil along with managing the resin production in Curitiba. In addition to his core responsibilities, he focused on regional and local business development and technology-led customer experience optimization. Since 2022, Florian has been leading Connected Customer Solutions, and in 2023, he was appointed to lead the orthodontics division alongside his existing role in the Digital Solutions business unit. He therefore now heads Integrated Dental Technologies, which combines the three business areas mentioned above. Florian has a track record of driving innovation, people development and customer centricity.

QUALIFICATIONS: Florian holds a master's degree in finance, banking and controlling from the University of Basel. In addition, he completed advanced management programs at Stanford University and IESE Business School.

- Key figures 2024
- Letter from the Chair and CEO
- Feature story: What is our superpower?
- Company profile
- Development of business
- Feature story: How did my new smile help me unlock my true potential?
- Sustainability report
- Feature story: How do you envision dentistry in 10 years?

Corporate governance report

- Letter from the Chair of the Board
- Group structure and shareholders
- Capital structure
- Board of Directors
- Executive Management Board**
- Shareholders' participation rights
- Compensation, shareholdings and loans
- Changes of control and defense measures
- External auditors
- Information policy
- Quiet periods
- Compensation report
- Feature story: What are the pain points for dental labs?
- Financial report Straumann Group
- Financial report Straumann Holding
- Appendix



PATRICK LOH

- Malaysian (born 1967)
- Regional Head Asia Pacific

CAREER HIGHLIGHTS: Patrick Loh joined the Straumann Group in his current role in 2017, having spent the previous three years with Haemonetics Corporation, a global provider of blood/plasma supplies and services, where he was President of the Asia/Pacific region and a member of the Corporate Operating Committee. His career spans thirty years in the medical device, biotech and pharmaceutical sectors with multinationals including Thermo Fisher Scientific, Kinetics Concepts and B.Braun. Starting in product management, he rose through general country management to regional leadership, establishing a strong track record of commercial success and strategic business growth. He has spent most of his career based in China and Hong Kong.

QUALIFICATIONS: Studies in marketing in Malaysia; Executive MBA from Olin Business School, Washington University, US; executive programs at INSEAD, Singapore, and Babson College, US.

OTHER ACTIVITIES: Chairman of the Essence & DM Dental Industry Investment Partnership, a private equity fund addressing the dental sector in China.



ARNOUD MIDDEL

- Dutch/Swiss (born 1971)
- Chief People Officer

CAREER HIGHLIGHTS: Arnoud Middel joined Straumann Group in 2024 from the Siegfried Group, where he was Chief Human Resources Officer and a member of the Executive Team. Over the past 12 years, he supported the company's strong and dynamic growth and transformation from an HR perspective and was instrumental in building and developing a strong global HR practice. Before joining Siegfried, he held senior HR positions at Syngenta, XL Insurance and Baloise Insurance.

QUALIFICATIONS: Master's degree in biology from the University of Basel, Switzerland.

- Key figures 2024
- Letter from the Chair and CEO
- Feature story: What is our superpower?
- Company profile
- Development of business
- Feature story: How did my new smile help me unlock my true potential?
- Sustainability report
- Feature story: How do you envision dentistry in 10 years?

Corporate governance report

- Letter from the Chair of the Board
- Group structure and shareholders
- Capital structure
- Board of Directors
- Executive Management Board**
- Shareholders' participation rights
- Compensation, shareholdings and loans
- Changes of control and defense measures
- External auditors
- Information policy
- Quiet periods
- Compensation report
- Feature story: What are the pain points for dental labs?
- Financial report Straumann Group
- Financial report Straumann Holding
- Appendix



SÉBASTIEN ROCHE

- French/Swiss (born 1972)
- Chief Operations Officer

CAREER HIGHLIGHTS: Sébastien Roche joined Straumann Group in 2022 and has extensive experience in the pharmaceutical and manufacturing industries. Sébastien joined from TEVA, the pharmaceutical company, where he served latterly as Senior Vice President and was responsible for up to 28 manufacturing sites across the US, Latin America, Europe and Asia. Sébastien oversees Straumann Group’s manufacturing, supply chain, quality and regulatory affairs.

QUALIFICATIONS: Sébastien holds a master’s degree in Aeronautics and Space from Institut Supérieur de l’Aéronautique et de l’Espace in Toulouse, France.



AURELIO SAHAGUN

- Spanish/US citizen (born 1973)
- Regional Head North America

CAREER HIGHLIGHTS: Aurelio Sahagun joined Straumann in 2021, having most recently served as President of the Orthopedics Division for the multinational medtech firm Microport Scientific. Before joining them in 2014, he spent seven years at Wright Medical Technology in the Netherlands, initially in finance and subsequently in senior sales and regional management positions. Prior to his medtech career, he spent six years in the finance and banking industry.

QUALIFICATIONS: Bachelors’ degree in economics from the Autonomous University of Madrid; MBA from HEC School of Management in France.

OTHER ACTIVITIES: Member of the Board of Fellows of Harvard Dental School.

- Key figures 2024
- Letter from the Chair and CEO
- Feature story: What is our superpower?
- Company profile
- Development of business
- Feature story: How did my new smile help me unlock my true potential?
- Sustainability report
- Feature story: How do you envision dentistry in 10 years?

Corporate governance report

- Letter from the Chair of the Board
- Group structure and shareholders
- Capital structure
- Board of Directors
- Executive Management Board**
- Shareholders' participation rights
- Compensation, shareholdings and loans
- Changes of control and defense measures
- External auditors
- Information policy
- Quiet periods
- Compensation report
- Feature story: What are the pain points for dental labs?
- Financial report Straumann Group
- Financial report Straumann Holding
- Appendix



ANDREAS UTZ

- German (born 1976)
- Head of Implantology Business Unit (IBU)

CAREER HIGHLIGHTS: Andreas Utz embarked on his journey with Straumann Group in early 2004 in product management. Over the years, he has held numerous pivotal roles within the company, showcasing his versatility and dedication. In 2020, Andreas was appointed Managing Director of Straumann Group Germany, the third largest subsidiary by revenue. His leadership and strategic vision were further recognized in September 2024, when he assumed the role of Head of the Implantology Business Unit and joined the Executive Management Board. With two decades of experience at Straumann, Andreas has an exemplary track record of driving global innovation programs, marketing initiatives and leading commercialization and sales organizations to remarkable success.

QUALIFICATIONS: Andreas holds a degree as Diplom Kaufmann/Master Business Administration focused on marketing, finance, Strategic Management from Eberhard-Karls-University in Tübingen, Germany. He is a graduate of advanced management programs at IMD, Lausanne, Switzerland.



ALEXEI COSTA

- Brazilian (born 1978)
- **AS OF 1 FEBRUARY 2025**
Executive Vice President Latin America and President Neodent

CAREER HIGHLIGHTS: Alexei Costa joined Straumann Group on 1 February 2025 from Philips in Dubai. Alexei Costa brings over 20 years of leadership experience in the healthcare and medical device industries, having held senior roles at Carestream and Philips. He has a proven track record in strategic marketing, business development and driving operational excellence across global markets.

QUALIFICATIONS: Alexei holds a graduate degree in medical physics and an MBA from Pontifical Catholic University of Rio Grande do Sul (PUCRS). He further enhanced his leadership expertise through executive education at Stanford University, focusing on advanced management and leadership development.



Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

CHANGES IN 2024

Wolfgang Becker, the Head of EMEA, retired at the end of June after 40 years of service with the Group. He was succeeded by Holger Haderer, the former Head of the Implantology Business Unit. Andreas Utz, the former Managing Director of Straumann Group Germany, the third largest subsidiary in terms of revenue contribution, joined the EMB in September to lead the implantology business.

Sara Dalmaso joined the Straumann Group in August as Head of the Dental Service Organization (DSO) taking over from the CEO Guillaume Daniellot who had filled this role ad interim since August 2023.

Alastair Robertson retired by the end of 2024 after five years at the Straumann Group. He was succeeded by Arnoud Middel, who started as Chief People Officer in early August.

After 17 years with the Group Matthias Schupp, Head of Latin America region, has left Straumann by the end of October 2024 to become CEO of Medartis. Guillaume Daniellot took over this role ad interim.

In July, Straumann Group merged its Data & Tech team and the Digital Platform & Technology department. Thomas Friese has been appointed to lead this newly combined team and joined the EMB as Chief Technology & Information Officer (CTIO). Christian Ullrich, who was the Chief Information Officer at Straumann Group since 2021, left in July.

Jason Forbes left the Straumann Group by the end of October after the sale of the DrSmile business.

CHANGES IN 2025

On 1 February 2025 Alexei Costa joined the Group as Executive Vice President Latin America and President Neodent.

Executive Management Board

CHIEF EXECUTIVE OFFICER

Guillaume Daniellot

REGIONAL HEAD EUROPE, MIDDLE EAST & AFRICA

Holger Haderer

REGIONAL HEAD NORTH AMERICA

Aurelio Sahagun

REGIONAL HEAD ASIA PACIFIC

Patrick Loh

EXECUTIVE VICE PRESIDENT LATIN AMERICA AND PRESIDENT NEODENT (AS OF FEB 2025)

Alexei Costa

CHIEF FINANCIAL OFFICER

Yang Xu

HEAD OF IMPLANTOLOGY BUSINESS UNIT

Andreas Utz

CHIEF OPERATIONS OFFICER

Sébastien Roche

CHIEF TECHNOLOGY AND INFORMATION OFFICER

Thomas Friese

HEAD OF STRAUMANN GROUP ENTERPRISE SOLUTIONS

Sara Dalmaso

HEAD INTEGRATED DENTAL TECHNOLOGIES

Florian Kirsch

CHIEF PEOPLE OFFICER

Arnoud Middel

Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

FORMER MEMBERS OF THE EXECUTIVE MANAGEMENT BOARD IN 2024

The company and the Board of Directors would like to thank Wolfgang Becker, Jason Forbes, Alastair Robertson, Matthias Schupp and Dr Christian Ullrich for their valuable contributions and dedication to the Straumann Group over the past years and wish them all the best for the future.

More detailed information about the departed EMB members can be found on p. 144 et seq. of the 2023 annual report.

PERMITTED MANDATES OUTSIDE STRAUMANN GROUP (PURSUANT TO ART. 626 II CO)

Art. 4.4 of Straumann's Articles of Association states that no member of the EMB may perform more than five mandates in comparable functions in other companies with economic purpose, of which no more than one may be in listed companies.

The following are exempt from these restrictions:

- Mandates in enterprises that control the Group or are controlled by the same
- Mandates in enterprises that are performed at the instruction of the Group
- Mandates in associations, organizations, foundations, trusts and employee pension funds; no member of the Executive Management may perform more than three such mandates

Mandates in several legal entities under common control or under the same economic authority are deemed as one mandate.

MANAGEMENT CONTRACTS

The Board of Directors and the EMB have not delegated any managerial powers to persons or companies outside the Group.





Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

SHAREHOLDERS' PARTICIPATION RIGHTS

VOTING RIGHTS, RESTRICTIONS AND REPRESENTATION

Each share duly entered in the share register with voting rights entitles the shareholder to one vote, except for resolutions regarding the discharge of the Board of Directors or the Executive Management, where shareholders who have participated in any way in the management of the company have no voting rights. On 31 December 2024, 64.9% (2023: 65.2%) of the issued capital was registered in the share register.

All shareholders may be represented at the General Meeting by a proxy. Proxies and directives issued to the independent voting representative may be given either in writing or online. Other voting representatives must have a proxy signed by hand by the shareholder. The Board of Directors decides whether proxies shall be recognized.

The independent voting representative is elected by the General Meeting for a term of office until the end of the next AGM and can be re-elected. In the case of a vacancy, the Board of Directors shall designate an independent voting representative for the next General Meeting.

GENERAL MEETINGS

The Annual General Meeting is convened by the Board of Directors within six months of the end of the financial year. The General Meeting may be held physically, by electronic means without a venue or as a hybrid meeting, provided that shareholders who are not present at the venue of the General Meeting may exercise their rights by electronic means.

The 2025 meeting will be held on 10 April in Basel as a purely physical meeting. Votes on resolutions and elections will be held electronically. In case of technical difficulties, the meeting chair may order an open or written ballot.

Shareholders individually or jointly representing at least 5% of the share capital may request an extraordinary General Meeting. The request must be made to the Board of Directors in writing, stating the agenda items and proposals, and in the case of elections, the names of the proposed candidates.

Invitations to the General Meetings are to be sent out at least 20 days before the General Meeting, either through publication in the Swiss Official Gazette of Commerce or in any form which allows proof in writing. The date, beginning, type and place of the General Meeting, the name and address of the independent voting representative, as well as the agenda items and proposals (including brief explanations) by the Board of Directors and, if the case may be, by shareholders who have requested the General Meeting, must be announced in the notice convening the General Meeting.

Shareholders who individually or jointly represent at least 0.5% of the share capital may ask for an item to be included in the agenda. If the notice of items to be included in the agenda fails to mention any deadline, or if the Company waives publication of a notice of items to be included in the agenda, then such a request must be made in writing at least 45 days before the General Meeting and must indicate the agenda items and the proposal or the proposals of the shareholder(s).

The General Meeting adopts its resolutions and holds its ballots by a majority of votes cast. Abstentions and invalid ballots are not taken into account. The legal provisions (in particular section 704 of the Swiss Code of Obligations) that stipulate a different majority are reserved.



Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

ENTRIES IN THE SHARE REGISTER

Share purchasers are entered in the share register as shareholders with voting rights if they have provided notice of their name and surname (for legal entities, the company name), nationality and address (for legal entities the registered office) and declared that the shares were acquired in their own name and for their own account and that there is no agreement on the redemption or return of corresponding shares and that the purchaser bears the economic risk associated with the shares. Purchasers who are not willing to make such declarations are registered as shareholders without voting rights. Nominees approved by the Board of Directors are recorded in the share register as shareholders with voting rights if such nominee has entered into an agreement with the company concerning their position and is subject to recognized banking or financial supervision. As of 31 December 2024, no nominee had asked for registration and voting rights.

There are no statutory rules concerning deadlines for entry in the share register. However, for organizational reasons, the share register is closed several days before the General Meeting. The cut-off date for inscriptions is announced in the invitation to the General Meeting.

COMPENSATION, SHAREHOLDINGS AND LOANS

The compensation and equity holdings of the Board of Directors and the EMB and their related parties are disclosed in the compensation report on p. [167](#) and in the audited financial statements in notes 3.3 on p. [268](#) and 9.4 on p. [255](#).

CHANGES OF CONTROL AND DEFENSE MEASURES

The Articles of Association of Straumann Holding AG do not contain provisions for opting out or opting up. There are no change-of-control clauses included in agreements and schemes benefiting members of the Board of Directors, the Executive Management Board or other management staff.



Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

EXTERNAL AUDITORS

The Shareholders' General Meeting elects the Group's external auditors on an annual basis. In April 2024, Ernst & Young AG, Basel (EY), was reappointed as the auditor for Straumann Holding AG for its eleventh consecutive one-year term. The lead auditor, Fabian Meier, a Swiss Certified Public Accountant, assumed responsibility for the engagement in 2023.

INFORMATION INSTRUMENTS PERTAINING TO THE EXTERNAL AUDIT

EY provides the Audit & Risk Committee with a detailed report on the audit of the Financial Statements, covering significant findings in financial accounting and reporting as well as the internal control system. In 2024, EY attended two Audit & Risk Committee meetings, including sessions held without Group management present. The Audit & Risk Committee evaluates the effectiveness of the external auditors' work in line with Swiss law, focusing on their understanding of the Group's business, controls and accounting issues, along with their handling of significant matters in Group and statutory accounts. Additionally, the Committee's Chair receives regular briefings to stay informed on audit progress. Audit fees are ultimately approved by the Audit & Risk Committee and EY's independence is maintained by restricting its engagement in non-audit services. The Group follows a formal policy for engaging external auditors in non-audit services, which includes specified limits on permitted services. Each non-audit service engagement is reviewed against this policy before authorization is granted.

The worldwide fees paid to the auditors are outlined in the table below.

Worldwide fees

in CHF 1 000

	31 Dec 2024	31 Dec 2023
Total audit fees	1 750	1 636
Tax consultancy	51	52
Other services	138	87
Total non-audit fees	189	139
Total	1 939	1 775



Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

INFORMATION POLICY

Straumann Group is committed to a policy of open, transparent and continuous information. In accordance with the rules of the SIX Swiss Exchange, the Group publishes detailed sales figures on a quarterly basis as well as annual and half-yearly profitability reports. Detailed information is provided at the AGM, and the minutes are published on the company's website. Where necessary or appropriate, the Group also publishes additional information on significant events. The CEO, CFO and the Heads of Investor Relations and Corporate Communication are responsible for communication with investors and representatives of the financial community, media and other external stakeholders.

In addition to the Group's double materiality assessment (see p. 60), personal contacts, discussions and presentations online, the Group held four quarterly financial results online conferences for the media and analysts in 2024. On average, each event was attended by approximately 250 participants by webcast or by conference call. In addition, Straumann's CEO, CFO and the Investor Relations team attended 13 equity conferences. They also spent a total of 21 days at roadshow events to meet with investors.

Besides these previously mentioned events, top management remained in close contact with its investors and the company organized 10 investor meetings focusing on corporate governance topics with the Chair and the Vice Chair of the Board.

Research analysts from 20 banks/brokers cover developments at the Straumann Group and are listed online.

The Group frequently publishes media releases, briefing documents and other materials, which are archived and available online. The company offers a media release subscription service via its website and takes care to ensure that investor-relevant releases are circulated broadly and in a timely manner according to the rules of the SIX Swiss Exchange and with due regard for the principles of fair disclosure. The company does not update its releases, reports and presentations, which means that the information they contain is only valid at the time of publication. The Group advises against relying on past publications for current information.

MEDIA USED FOR REPORTING PURPOSES

The Group's annual report, including the compensation report and the non-financial report according to art. 964b CO, is an important instrument for communicating with various stakeholder groups. It is published electronically in English on the company's website: [straumann-group.com](https://www.straumann-group.com).

The company's website is [straumann-group.com](https://www.straumann-group.com). The company's journal of record is the Swiss Official Gazette of Commerce SOGC (Schweizerisches Handelsamtsblatt SHAB).

Subscriptions to the email distribution service (according to art. 8 of the Directive Ad hoc Publicity, DAH) can be made [here](#). Information according to art. 9 DAH can be found [here](#).

Further information requests should be addressed to:

Corporate Communications

corporate.communication@straumann.com

Tel. +41 61 965 11 11

Peter Merian-Weg 12

CH-4002 Basel

Investor Relations

investor.relations@straumann.com

Tel. +41 61 965 16 78

Peter Merian-Weg 12

CH-4002 Basel



Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

CALENDAR

The financial reports are scheduled to be published on the following dates:

Q1/2025	30 April 2025
HALF-YEAR REPORT 2025	13 August 2025
Q3/2025	29 October 2025
FULL-YEAR REPORT 2025	18 February 2026

The Annual General Meetings (AGMs) of the Group will take place on the following dates:

AGM 2025	10 April 2025
AGM 2026	17 April 2026

Straumann's calendar of planned reporting dates is updated on the [company's website](#).



Key figures 2024

Letter from the Chair and CEO

Feature story: What is our superpower?

Company profile

Development of business

Feature story: How did my new smile help me unlock my true potential?

Sustainability report

Feature story: How do you envision dentistry in 10 years?

Corporate governance report

Letter from the Chair of the Board

Group structure and shareholders

Capital structure

Board of Directors

Executive Management Board

Shareholders' participation rights

Compensation, shareholdings and loans

Changes of control and defense measures

External auditors

Information policy

Quiet periods

Compensation report

Feature story: What are the pain points for dental labs?

Financial report Straumann Group

Financial report Straumann Holding

Appendix

QUIET PERIODS

The Group's Regulation on Insider Trading shall ensure compliance with insider trading laws and other applicable regulations. All members of the Board of Directors, all members of the EMB and any further Executive Vice Presidents of the Group, the heads of the corporate communications department and of the investor relations department as well as all members of the finance department with access to consolidated accounts of the Group were identified as the persons primarily concerned with insider trading matters.

For all such persons, trading with (as well as issuing recommendations with regard to) Straumann Securities is prohibited during the following regular blocked periods:

- a) Between 31 March and the subsequent announcement of the quarterly results
- b) Between 30 June and the subsequent announcement of the half-year results
- c) Between 30 September and the subsequent announcement of the quarterly results
- d) Between 31 December and the subsequent announcement of the annual results

Employees of the Group who temporarily have access to relevant inside information shall also observe the regular blocked periods for as long as they have access to inside information.

The following exceptions allow trading during the regular blocked periods:

- If at a time when a person other than a member of the Board of Directors or the Executive Management Board did not possess inside information, such person entered into a binding contract, provided instructions, or was subject to a written plan (such as an employee incentive plan) for trading securities and the contract, instruction or plan does not allow to exercise any subsequent alteration and influence over when, whether or at what price the purchases or sales of securities shall be executed
- The sale of shares vested under the Straumann Long-Term Incentive Plan (see p. [175](#), [180](#)) under the conditions that (i) such sale of Straumann securities has been irrevocably declared not later than by 30 December of the preceding year and (ii) the plan participant does not temporarily have access to relevant inside information at the time of the declaration
- The purchase of employee shares under the Straumann Employee Share Participation Plan (see p. [179](#), [251](#))