



Preliminary draft of the Directive "Alternative Performance Measures"

| Article | Text |
|---------------------------------|---|
| <i>Art. 1 Purpose</i> | The purpose of this directive is to promote clear and transparent use of alternative performance measures. |
| <i>Art. 2 Scope</i> | <p>¹ This directive applies to all issuers whose equity securities are listed on SIX Swiss Exchange Ltd ("SIX Swiss Exchange") and whose registered office is in Switzerland.</p> <p>² Issuers whose registered office is not in Switzerland also fall within the scope of the directive if their equity securities are listed on SIX Swiss Exchange but not in their home country.</p> |
| <i>Art. 3 Definition</i> | <p>¹ An alternative performance measure is a financial measure of historical or future financial performance, financial position or cash flows other than a financial measure defined or specified in the applicable recognised accounting standards.</p> <p>² This definition specifically excludes:</p> <ul style="list-style-type: none">- physical measures (e.g. number of tonnes) or non-financial performance measures;- performance measures defined in other regulations applicable to issuers (e.g. solvency). |
| <i>Art. 4 Applicability</i> | <p>¹ This directive applies to information which is disclosed by issuers periodically or for a specific event and contains alternative performance measures, which are not included in financial statements prepared according to the applicable accounting standards. Information, which is disclosed periodically or for specific events, includes amongst others annual reports, management reports and press releases relating to financial reporting.</p> <p>² This directive does not apply to:</p> <ul style="list-style-type: none">- Prospectuses relating to the listing of securities;- Investor presentations. |



| | |
|---|---|
| <p><i>Art. 5</i> <i>Label and explanation</i></p> | <p>¹ Clear and comprehensible definitions must be disclosed for all alternative performance measures used.</p> <p>² Alternative performance measures must be given a meaningful label. The label should reflect the content and basis of calculation. Misleading labels must be avoided. Whether a label (e.g. non-recurring expense) is misleading is determined by the specific circumstances.</p> |
| <p><i>Art. 6</i> <i>Reference to measures derived from accounting standards</i></p> | <p>For alternative performance measures, reference must be made to a comparable measure in the financial statements prepared according to the recognised accounting standard. This reference can be made, for example, in the form of a reconciliation statement.</p> |
| <p><i>Art. 7</i> <i>Presentation</i></p> | <p>Alternative performance measures must not be presented with more prominence than measures defined by recognised accounting standards. Companies must ensure there is a balance between performance measures defined or specified under applicable accounting standards and alternative performance measures used.</p> |
| <p><i>Art. 8</i> <i>Comparatives</i></p> | <p>Comparative information for the corresponding previous periods must be disclosed for all alternative performance measures used.</p> |
| <p><i>Art. 9</i> <i>Consistency</i></p> | <p>¹ The definition and calculation basis of an alternative performance measure must be used consistently over time.</p> <p>² If the company deviates from the principle of consistency, it must disclose this fact and describe the type of change made to the alternative performance measure.</p> <p>³ Comparatives must be adjusted accordingly, or an explanation must be given as to why the comparatives were not adjusted ("comply or explain").</p> |
| <p><i>Art. 10</i> <i>Use of cross-references</i></p> | <p>Alternatively, the information required by this directive can be provided by cross-referencing (e.g. footnote, web link) other documents, such as an appendix to the annual report or a central document on a webpage. These documents must be publicly accessible at the time the alternative performance measure is disclosed.</p> |