1885 – 2025

140 YEARS

Annual report.

Fiscal year 2024.

This language version has been translated from the original French report.
In case of doubt the French language version applies.

CENDRES+ MÉTAUX GROUP

Message from the Chairman

The year 2024 presented two very different realities: On the one hand, the Cendres+Métaux Group was strongly impacted by the abrupt downturn in the watchmaking industry in the second half of the year, which significantly affected its results. On the other hand, our activities in the Medtech and Industry sectors performed well, notably thanks to acquisitions made in recent years. Furthermore, numerous subcontracting projects are underway and should translate into revenue in the coming years. Given the circumstances, our overall results are satisfactory and demonstrate the new stability of the CM Group compared to its historical business sectors, which are often cyclical and dependent on economic conditions.

Strict and disciplined management at the beginning of 2025 will be crucial in establishing a solid foundation and preparing for the return of growth. All employees are aware of the challenge ahead and are fully motivated to respond to it.

Philippe Milliet
Chairman of the Board

1885 – 2025
140 YEARS

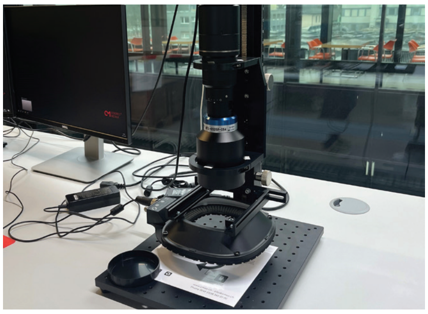
140 Years
This year, we celebrate 140 years of Cendres+Métaux. In preparing for this anniversary and reflecting on our journey, we delved into our archives. Throughout the pages of this annual report, you will discover how our company has evolved since 1885 to meet the challenges of its time – and how it is preparing for the future.

Table of Contents.

The Central Role of the Analytical Laboratory.

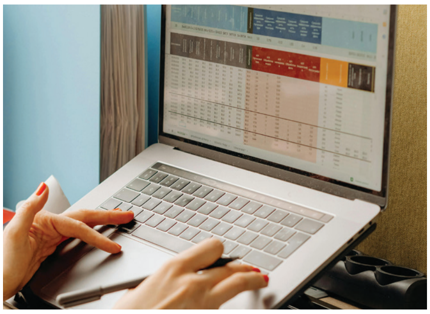
From the very beginning, one of Cendres+Métaux's core strengths has been its expertise in precious metals and the recycling of these materials contained within through smelting. In this process, the analytical laboratory plays a key role by ensuring the precise determination of precious metal content. Both in the past and today, it is involved at two stages of production: when precious metals are received and during or after casting. Although techniques and tools have evolved over time—from manual methods such as line testing testing and cupellation to advanced technologies including gas analyzers and X-Ray machines—our laboratory's expertise has always enabled us to meet market demands and remain competitive.

Key Events 2024.



AI Project Completed for Visual Inspection of Parts

We have developed an AI-powered prototype for the automated visual inspection of implants. It is now operational, and we are working on its industrialization.



Centralization and Harmonization of HR and Accounting Processes

HR processes, personnel administration, and accounting for all Swiss companies within the group have been centralized and standardized in Biel. They are now managed on a single SAP ERP system, which strengthens synergies and improves efficiency.

Lauener & Cie: Small Series Cell for Watchmaking Swiss Turning

A distinct production cell dedicated to small series turning of miniature parts for watchmaking has been established. This enables a quicker response to requests and improves the service offered to our clients.

Polishing Robots: Advanced Automation

The polishing robot is now in place. Designed with a collaborative system and automatic palletizing, it can perform numerous polishing tasks autonomously.

New Expertise in Magnesium Machining

We have successfully completed our development project for the mechanical machining and turning of «pure magnesium,» a material new to us. This expertise is now integrated into our serial production, further expanding our capabilities in material processing.

Queloz: A Full Acquisition

After acquiring 90% of Queloz's shares in 2018, we strengthened our partnership with the minority shareholder in 2024 and finalized the acquisition of the remaining 10%. We now own 100% of Queloz.

The Employees.

Together as one! Since its foundation, Cendres+Métaux has fostered strong bonds between its employees and promoted team spirit. Indeed, now more than ever, as the company has expanded, we are convinced that the key to our success lies in our ability to work together. Throughout our 140-year history, we have found that the diversity of the people who make up the CM Group – regarding age, origin, spoken languages, professions, or passions – is a true strength, enabling our company to stay current. And we enjoy coming together, celebrating, and honoring our accomplishments, as seen in these two Christmas parties, one held in 1953 and the other in 2024!

Cendres+Métaux Group governance and Organizational Structure.

From left to right: Olivier Costa de Beauregard, Philippe Douchet, Yanik Tardy, Carole Hübscher Clements, Philippe Milliet, Aude Pidoux, Pierre-François Chauvy.

Philippe Milliet, President

- Nationality: CH
- Degree in Pharmacy (University of Lausanne)
- Master of Business Administration HEC (University of Lausanne)
- Chairman of the Board of Directors of Banque SYZ
- Member of the Board of Directors of Banque Cantonale du Jura
- Member of the Board of Directors of Perrin Holding SA
- Member of the Board of Directors of SK-Pharma GmbH, Germany
- Chairman of the Board of Directors of SYZ Capital SA
- Chairman of the Board of Directors of SYZ Financière SA

Aude Pidoux, Secretary

- Nationality: CH and NO
- MA in Humanities (University of Basel)
- Degree in PR Journalism (CFJM, Lausanne)
- Editor and Member of the Executive Board of Helvetiq SA, Lausanne

Philippe Douchet, Member

- Nationality: CH and F
- MBA in Economics and Business Administration (University of Lausanne, Fribourg, and Geneva)
- HEC Lausanne
- Entrepreneur and Board Member of several foundations in Switzerland and Liechtenstein

Yanik Tardy, Member

- Nationality: CH
- Physicist, PhD in Science EPFL
- Co-founder of Coat-X SA and Independent Consultant

Carole Hübscher Clements, Vice President

- Nationality: CH
- PMD Harvard Business School
- Graduate of the Ecole Hôtelière de Genève
- Chairwoman and CEO of Caran d'Ache SA, Geneva
- Founding Member of the Foundation for the Attractiveness of Geneva (Flag)

Olivier Costa de Beauregard, Member

- Nationality: F
- Former student of the École Normale Supérieure and the École Nationale d'Administration
- CEO of the industrial group Marcel Dassault
- Member of the Board of Directors, Delegated Administrator of SITAM, Switzerland
- Chairman of the Management Board of Immobilière Dassault, Paris
- Member of the Board of Directors of Dassault Medias and the Figaro Group, Paris
- Delegated Administrator of Dassault Belgique Aviation, Brussels
- CEO of Dassault Wine Estates, Saint-Emilion

Pierre-François Chauvy, Member

- Nationality: CH
- Materials Science Engineer, PhD in Science EPFL
- Entrepreneur, Co-founder, and Director of Micropat SA

Management of the Cendres+Métaux Group

Philipp von Büren
Chief Executive Officer

Marcel Gerber
Chief Financial Officer

Auditor of Cendres+Métaux Holding SA and Consolidated Financial Statements Auditor
Ernst & Young SA, Bern
End of Mandate: General Assembly 2025

A Polishing Robot.

New in 2024: After 139 years of hand polishing, a first polishing robot makes its debut at CM. It does not fully replace humans but performs repetitive tasks and reflects the company’s intention to integrate new technologies into its production. An employee is involved at the beginning of the process to program the robot and teach it the proper techniques, before allowing it to carry out its tasks. The robot increases production volume, but its use requires a flawless transfer of the artisanal expertise of our specialists, which poses a true challenge for our teams.

Annual Report of the Board of Directors.
The Cendres+Métaux Group.

Machining Department at Cornu & Cie

2024, Positive Start, Difficult End

The year 2024 began very positively, with the excellent results of the first months forecasting a good year for the Cendres+Métaux Group. However, from the second half of the year, the watch-making sector experienced a sharp and abrupt slowdown. This hit our Luxury division hard, resulting in lower 2024 results compared to 2023. The group's overall revenue grew in 2024. The organic growth, taking into account the acquisition of Lauener & Cie in December 2023, stands at –1.3%. The EBITDA (Earnings Before Interest, Taxes, Depreciation, and Amortization) rose from 12.5% of revenue in 2023 to 13.7%. We are satisfied with these results, considering the current economic situation and geopolitical challenges.
The strong performance of the two acquisitions made in 2023, Lauener & Cie and R. Schlierholz, helped absorb the shock, although it was not enough to fully offset the decline in our watchmaking sector during the second half of the year. This situation confirms the relevance of the diversification strategy implemented over recent years. It has helped create a more robust overall structure in the face of economic uncertainty, allowing us to finish 2024 in the black figures despite the sudden volume drop in the watchmaking sector.

Macro-Economic Environment

In 2024, the watchmaking market experienced a strong slow-down. The Chinese slowdown, which began in 2023 due to the real estate crisis, intensified and is no longer compensat-ed by the strong performance of other markets. In addition inventories at Watch Brand level have increased significantly and need to be reduced.
The European market, which is currently showing stable figures, faces many economic and political uncertainties, particularly in France and Germany. The United States and Japan, on the other hand, are displaying greater dynamism. However, the picture is less bleak in the high-end segment, an area in which the CM Group is active. This somewhat mitigates the impact of the current challenges faced by the watchmaking sector. As in 2023, conflicts are limiting market performance in the affected regions.

Organization of the Group

The integration of acquisitions continues, both in terms of management and the organization of the group. The matrix organization of the group's management, implemented in 2023, is functioning, and the management of each company has been integrated. This encourages collaborative exchanges between all entities of the group and with the general management.

At the sales level, Key Account Manager roles have been created. Each Key Account Manager handles the accounts of specific clients and offers them the full range of services and expertise from the group (instead of just one company, as it was the case previously).

The Board of Directors

The Board of Directors met seven times in 2024. It actively participates in defining the strategy in collaboration with management and takes its oversight role very seriously. It invested significant time to understand the opportunities and challenges associated with the new ESG standards. These will be integrated into its strategic considerations mid-year, and the necessary projects for the future will be defined in collaboration with management.

New SAP Tool

The implementation of the new version of the SAP S4 HANA ERP system, our enterprise management tool, is progressing and remains a key priority for 2025. Its launch was successfully completed between late 2024 and early 2025 at the Biel site, and will roll out at other sites between 2025 and 2027.
The deployment of this unified IT system across all group sites will enable significant synergies, standardize processes, reduce risks, increase transparency, and harmonize the way different teams work, with performance gains as a result.

Fluctuation in the Price of Precious Metals and Exchange Rates

In recent months, the price of gold has reached new highs: the same amount of gold was worth 30% more at the end of December 2024 compared to December 2023. This situation presents a challenge for the CM Group, which works extensively with this metal.
In fact, in addition to driving up production costs, this has a financial impact on the company. Since the gold required for our activities is partly financed in Swiss francs, its high price increases the amount of our loans with the banks and intensifies the use of our credit lines.
The positive effect, however, is that our balance sheet and equity are more stable and stronger.
The fluctuation in interest rates related to the financing of acquisitions has also increased the group's financial costs. These costs have stabilized and then decreased during the second half of 2024, suggesting lower expenses in 2025.

Finally, the strength of the Swiss franc against the euro benefits our European competitors. It is therefore crucial to be innovative and continuously improve our productivity.

Business Performance

Despite a very positive start to the year, organic revenue for 2024 declined by -1.3% compared to 2023. However, it is still above the level of 2022. This decline reflects the challenges faced by our Luxury division, which operates in a watchmaking market experiencing a strong slowdown, as well as delays in the launch of certain projects in Medtech. This difficult economic situation validates our diversification and acquisition strategy, without which the CM Group's results would have been in the red in 2024. However, these recent acquisitions also represent a significant financial burden due to goodwill amortization and the financial costs they entail.
It should be noted that the accounts published in this report are statutory figures, which follow the prudence principle of the Swiss Code of Obligations and only imperfectly reflect the economic result of the group. It is interesting to observe that, despite the difficult economic situation, the economic EBIT for 2024 is at the same level as 2023 and higher than the economic EBIT of previous years. To provide better accounting transparency and a more economic (and not statutory) view of results in the future, the Board of Directors has decided to adopt the Swiss GAAP FER standard starting in 2025. This will allow the CM Group to report on its economic results and align with the requirements of its various funding sources.
Despite these mixed results for 2024, we are pleased to note that our customers remain present and in demand, and we look forward to continuing our partnership with them.

Shares and Dividends

The 2024 result is satisfactory given the circumstances, but lower than the previous year. The economic efforts required to recover the situation involve an adjustment to the 2024 dividend. The Board of Directors proposes a dividend of CHF 140 per share. At the end of 2024, the value of our shares stood at CHF 4600.
In the coming years, the objective remains to improve visibility and transparency regarding the company's value. With a strong equity ratio, positive results, and steady growth, this should help increase the attractiveness of our stock. We thank our shareholders for their loyalty and the interest they show in the CM Group.

New Name

In recent years, the CM Group has expanded through various acquisitions and diversified its business sectors. It became clear that there was a need to bring together the different entities of the group under a single name, allowing the companies and divisions within the CM Group to fully identify with it, unite, and take advantage of the synergies between them. Therefore, the management and the Board of Directors have decided on a new name for the group. The name CMSA Holding was chosen because it maintains historical continuity while allowing for the construction of a shared future, where everyone can invest and identify themselves. The name Cendres+Métaux will continue to be used for our dental brand products. The companies active in the CMO sector will be uniformly managed under the name CMSA.

Amendment of the Articles of Association

At the annual general meeting on May 8, 2025, we will ask our shareholders to vote on an amendment to our articles of association. This amendment is necessary to change the group's name from Cendres+Métaux Holding SA to CMSA Holding SA, CMSA Holding AG, and CMSA Holding Ltd. (Article 1 of the articles of association). We will take this opportunity to make some simplifications to our articles.

CMO Report

Luxury

The Luxury segment had a strong first half, followed by a marked decline in the second half, resulting in an –8.6% drop in revenue for the year. This situation is due to the severe slowdown in the markets, further intensified by excess stock and inventory held by our clients, who reduced their orders accordingly.

Despite the challenging market conditions, our clientele remains loyal and continues to trust us. We are expanding and retaining our customer base by offering them a wider range of services and expertise, thanks to the companies that have joined the group in recent years (cross-selling). Our clients see in the CM Group a stable, high-value, and highly skilled supplier, offering a wide range of quality services. The watchmaking clients of R. Schlierholz and Lauener & Cie have reaffirmed their intention to work with the entire group and have strengthened their partnership with us. The implementation of the Key Account Management strategy is supporting this development.

We are currently in a phase of reduced sales and rising costs. As a result, we are striving to cut expenses wherever possible, notably by refraining from new hires and limiting the workforce. With the hires made in 2023 and 2024, the group now has the necessary manpower to operate, and we are working on stabilizing and optimizing processes while increasing performance.

The Turning Department at Cendres+Métaux in Bienne

Medtech

The Medtech sector saw its revenue decrease by –7.6% in 2024. This situation is caused by the negative impact of the geopolitical situation, the weakness of the Asian market, and the very high price of precious metals. Additionally, our clients hold excessive inventories and have deferred projects to 2025. Nevertheless, they remain loyal to us, and we are relatively confident for 2025.
At the same time, we have used this slowdown to develop our prototyping capabilities for our clients and to improve our production processes. We are now focusing on titanium and developing high-complexity platinum-iridium products. We are observing growth in demand for titanium dental implants, turning, and milling, as well as for products in the cochlear field. As a result, we have invested in 16 Citizen lathes and 3 Willemin-Macodel milling machines. The groups' companies have expertise in surface treatment for implants, and several new clients are requesting these services; we are therefore also increasing our capacities in this area.
Furthermore, we have invested significantly in our customer relationships through visits and exchanges, strengthening our clients' trust in our expertise. We continue to participate in key specialized fairs to enhance the group's presence and image.

Various medical devices for which CM provides components

Industry

Despite a sluggish start to the year, R. Schlierholz saw its revenue increase by 27.8% in 2024 compared to 2023. After stagnating in the first half of the year, the semiconductor market resumed growth in September 2024 and is now experiencing strong expansion. The semiconductor industry represents about 70% of R. Schlierholz's revenue, with the company also working in electronics, medical technology, and watchmaking.
We used the first half of the year to carry out new developments with existing and new clients and confirmed several future projects. In addition, we are in the process of creating a Competence Center Surface Treatment for the entire group and are investing in this business sector.
Recent developments in artificial intelligence and the demand for chips they generate suggest excellent prospects.

Parts prepared for the surface treatment process at R. Schlierholz

Soprano® Surface Stain & Glaze Kit Ceramic Pastes

Dental Brand Report

The revenue of our dental brand contracted by –7.1% in 2024. The ongoing decline in sales of our precious metal dental alloys, which face competition from cheaper substitute products made from less noble materials, is inevitable. Additionally, the high prices of precious metals have a negative impact on the sale of our alloys. On the other hand, the Dalbo® system, like other products, is performing well and partially compensates for this decline. Conflicts in key regions for our dental brand also negatively impact our revenue, as does the interruption of the CM LOC® system due to a patent issue. We have established a regional center in Barcelona and implemented a unified management for our two foreign sites (France and Spain). The CAD/CAM machining center is expanding in the field of 3D printing and offers its expertise to laboratories in France, Spain, and Portugal, with plans to cover the Swiss market in 2025. We have completed the separation between our dental brand and the CMO division of the Cendres+Métaux Group, ensuring greater transparency and simplicity in its management. A global director has been appointed for the dental brand, who is also responsible for market and product development.

Outlook for 2025

Visibility for 2025 is limited. It has become more difficult for our watchmaking partners to plan their orders in the medium and long term as they did in previous years, which makes the development of our Luxury division hard to predict. There is no indication of a recovery in this sector in 2025. In the Industry division, the semiconductor market remains volatile, which affects medium- and long-term forecasts. The Medtech division, with its multi-year projects, is the only division of the Cendres+Métaux Group to offer satisfactory visibility, which allows us to look forward to 2025 with confidence in this sector. The expected result for 2025 is similar to that of 2024. The strong potential and high demand in the Medtech and Industry divisions should partially offset the revenue decline in the Luxury division. In this context, the management and the board of directors have decided to focus efforts in 2025 on preserving liquidity, which is an essential condition to ensure the continuity of the Cendres+Métaux Group. This includes measures to reduce expenses and workforce, while ensuring the maintenance of the high level of expertise that defines our reputation with our customers. It also involves focusing on improving the profitability of existing structures, continuing to invest in essential production tools, implementing the new version of the ERP system, improving productivity and efficiency, and fostering staff development and employer attractiveness. We are therefore taking advantage of this slowdown phase to lay the basis and stability necessary for the sustainable development of the Cendres+Métaux Group in the future, involving all the companies within the group in strengthening our corporate culture and expressing our values. In 2025, we will celebrate the 140th anniversary of Cendres+Métaux, and we look forward to continuing to build its future.

Acknowledgements

We sincerely thank all our partners, clients, shareholders, and employees, as well as everyone we work with. We deeply appreciate their loyalty and look forward to continuing and strengthening these collaborations.

1885 – 2025

140 YEARS

Welcome to the cleanest rooms in the company!

Cendres+Métaux currently has three cleanrooms maintained at a constant temperature of 22 degrees. These high-cleanliness level cleanrooms, the first of which was inaugurated in 2006, are classified according to ISO standards. They enable the certification required for the sale of medical devices in international markets. The medical products produced in the cleanrooms are directly implanted into the human body, which represents a significant responsibility for the teams. Before the cleanrooms, Cendres+Métaux had a SAR (controlled atmosphere room) equipped with particle protection and was used for processes requiring a stable environment, but less demanding than those made possible by a cleanroom.

Consolidated balance sheet.

Assets (in CHF 1000)	31.12.2024	31.12.2023
Cash and cash equivalents	7 615	10 438
Trade Receivables from Sales of Goods and Services	19 003	21 091
Other short-term receivables	6 576	12 821
Inventories and Unbilled Services	152 463	170 704
Accrued income	1 033	1 661
Total current assets	**186 690**	**216 715**
Financial fixed assets	836	1 213
Tangible fixed assets	49 308	47 074
Tangible fixed assets under leasing	4 730	3 940
Intangible assets	38 560	41 323
Total fixed assets	**93 434**	**93 550**
Total assets	**280 124**	**310 265**

Liabilities and Shareholders' Equity (in CHF 1000)	31.12.2024	31.12.2023
Debts arising from the purchase of goods and services	7 920	10 857
Short-term interest-bearing debts	77 397	95 497
Metal loan from banks	32 332	43 634
Metal loan from third parties	15 144	21 231
Other loans from banks and shareholder loans	29 921	30 632
Other short-term debts	5 200	4 585
Accrued expenses and short-term provisions	5 047	5 137
Total short-term liabilities	**95 564**	**116 076**
Long-term interest-bearing debts	32 133	44 667
Provisions	6 079	6 445
Total long-term liabilities	**38 212**	**51 112**
Total liabilities	**133 776**	**167 188**
Share capital	1 400	1 400
Legal reserve from profit and consolidation	138 255	129 230
Profit for the year	7 018	12 473
Own shares	–325	–425
Minority interests in shareholders' equity	0	399
Total shareholders' equity	**146 348**	**143 077**
Total liabilities	**280 124**	**310 265**

Comments on the Consolidated Balance Sheet

Assets

Current Assets

The «Cash» position decreased by kCHF –2,823, resulting from operational activities of kCHF 28,845, investment activities of kCHF –16,630, and financing activities of kCHF –15,046, with the remaining balance coming from exchange rate differences.

«Accounts receivable» decreased by kCHF –2,088. This is due to the decline in sales in the watchmaking sector, particularly in the second half of the year.

«Other short-term receivables» mainly include negative balance accounts, a deposit to customs, and advances to various social security insurances. The decrease in negative balance accounts by kCHF –6,817 is the main component of the kCHF –6,131 decrease.

Regarding the valuation of «Precious Metal Inventories,» the board continued to apply a price variation reserve for precious metals. The purpose of this reserve is to cover a potential risk of declining precious metal prices for the CM Group. The parameters used for the precious metal valuation have not changed and remain at the same level as the previous year, so there is no impact on the income statement. The value of inventories in the balance sheet decreased by kCHF –18,241 due to repayments of certain precious metal loans with the banks.

The decrease in «Prepaid Expenses» by kCHF –627 has no specific origin and results from the adjustment of periodic deferrals for accrued expenses.

Fixed Assets

The various positions of net tangible fixed assets increased by kCHF 2,647, primarily due to investments in our production equipment.

The decrease in intangible assets by kCHF –2,765 is mainly due to amortization of goodwill and purchase price allocation (PPA).

The depreciation methods and rates have not been changed and remain consistent.

Liabilities

Short-term Liabilities

Interest-bearing short-term debts decreased by kCHF –18,099, including kCHF –11,302 of precious metal loans with banks, kCHF –6,087 of precious metal loans from third parties, and kCHF –710 of bank loans.

«Other short-term liabilities» include, among other items, receivables outside of suppliers and subcontractors, tax liabilities, and liabilities to various social security insurances. The increase of kCHF 615 has no specific origin and results from the usual variations in the different components of this category.

Long-term Liabilities

«Long-term interest-bearing debts» decreased by kCHF –12,533, mainly due to the repayment of various debts.

Equity

The «Share capital» remains unchanged at kCHF 1,400.

As of 31.12.2024, the CM Group holds 36 own shares of Cendres+Métaux Holding SA in its portfolio. 18 shares were sold during this fiscal year. The minority shares in the company Queloz SA were bought back and no longer appear on the balance sheet.

Consolidated Income Statement

(in CHF 1000)	2024	2023
Net revenue from sales of goods and services	224 409	192 318
Change in inventories of finished and semi-finished goods and changes in unbilled services	–742	4 194
Activation of our own services	1 079	–
Material expenses	–97 453	–87 872
Gross margin	**127 293**	**108 640**
Margin	56.7%	56.5%
Personnel expenses	–75 298	–60 065
Short time indemnities	1 790	159
Total personnel expenses	**–73 508**	**–59 906**
Building expenses	–2 720	–1 738
General operating expenses	–3 026	–3 470
Furniture Fixed Assets	–7 236	–5 208
Vehicle and transportation expenses	–1 038	–936
Insurance, duties, taxes, permits and licenses	–754	–583
Energy and waste disposal expenses	–4 214	–4 169
Administrative expenses	–5 300	–4 865
Marketing – Advertising	–892	–777
Other operating expenses	–580	–555
Total operating expenses	**–99 268**	**–82 206**
EBITDA	**28 025**	**26 434**
Depreciations and amortizations	–15 449	–9 937
EBIT	**12 576**	**16 497**
Financial income	67	852
Financial expenses	–4 846	–4 674
Financial result	**–4 779**	**–3 822**
Operating income before taxes	**7 797**	**12 674**
Non-operating income	45	66
Non-operating expenses	–	–108
Extraordinary, one-off or out-of-period income	883	1 297
Extraordinary, one-off or out-of-period expenses	–154	–622
Non-operating, extraordinary income	**774**	**634**
Income before taxes	**8 571**	**13 308**
Taxes	–1 553	–1 321
Net income for the financial year of the Group	**7 018**	**11 987**
Minority interests in net income	–	486
Net income for the financial year attributable to shareholders of Cendres+Métaux Holding SA	**7 018**	**12 473**

Comments on the Consolidated Income Statement.

The total revenue increased by kCHF 32,091. Organic growth, taking into account the acquisition of Lauener & Cie SA in December 2023, stands at –1.3% and is satisfactory given the current economic situation. The revenue evolution excluding precious metals on a comparable perimeter is –5.9%.

In 2024, we capitalized kCHF 1,079 of own services related to the «PEGASUS» project, specifically the migration of our ERP system SAP to the new SAP S4Hana version for the Biel site.

The gross margin stands at 56.7% and remains stable compared to the previous year.

«Personnel expenses» increased by kCHF 15,233, of which kCHF 13,159 comes from Lauener & Cie SA. The balance corresponds to the hiring of new employees in the group's subsidiaries.
In 2024, unemployment benefits of kCHF 1,790 were received, compared to kCHF 159 the previous year.

«Other operating expenses» increased by kCHF 3,461, but considering Lauener & Cie SA's share of kCHF 4,309, we can report a decrease of kCHF –849.

The main contributor to this positive trend is the reduction in energy costs amounting to kCHF –1,032.

EBITDA (Earnings Before Interest, Taxes, Depreciation, and Amortisation) stands at kCHF 28,025, compared to kCHF 26,434 the previous year, reflecting an increase of kCHF 1,591. As a percentage of revenue, we achieve an EBITDA of 12.5% compared to 13.7% last year.

«Depreciation and amortization» consists of regular amortizations and increased by kCHF 5,512. Considering the share of Lauener & Cie SA of kCHF 4,527, the organic increase is kCHF 986.
EBIT (Earnings Before Interest and Taxes) stands at kCHF 12,576, a decrease of kCHF 3,921 compared to the previous year.

The «Financial result» stands at kCHF –4,778, primarily due to the negative currency fluctuations. Interest charges on loans remained comparable to the previous year.

«Exceptional, one-time, or non-period items» of kCHF 883 result from various insurance reimbursements, customer rebate repayments, payments received for already written-off clients, and various non-significant positions.

«Exceptional, one-time, or non-period expenses» consist of various non-significant items.

The «Tax» account includes taxes already paid and those still due according to our calculations.

Finally, the «Net Income for the Year» at 31.12.2024 is kCHF 7,018 for the Cendres+Métaux Group. As a percentage of revenue, this represents 3.1% compared to 6.5% last year. Given the difficult economic situation in the watchmaking sector and the various geopolitical challenges, this result can be considered satisfactory.

Consolidated statement of cash flows.

(in CHF 1000)	31.12.2024	31.12.2023
Net income after taxes	**7 018**	**11 987**
Amortizations and value adjustments	15 449	9 937
Proceeds from disposal of fixed assets	–98	159
Changes in provisions	–366	–4 902
Cash flow before changes in net working capital	**22 003**	**17 181**
Receivables from the sale of goods and services	1 110	172
Other short-term receivables	6 079	–1 250
Inventories and Unbilled Services	18 204	–6 350
Accrued income	813	–334
Payables from the sale of goods and services	–3 091	–225
Short-term debts – «precious metal»	–17 388	25 150
Other short-term debts and accrued expenses	15	6 733
Cash flow from operating activities	**27 745**	**41 077**
nvestments in fixed assets – Furnitures	–16 027	–10 183
Investments in fixed assets – Buildings	–57	–57
Investments in intangible assets	–443	–
Investments in financial fixed assetss	–	–49 444
Disinvestment in financial fixed assets	377	346
Disinvestment in tangible fixed assets	720	201
Cash flow from investments	**–15 430**	**–59 137**
Free Cash Flow	**12 315**	**–18 060**
Long-term debts	–9 518	25 649
Mortgage debts	–3 228	–1 300
Treasury shares	–	66
Payment of dividends and directors’ fees	–2 400	–2 260
Cash flow from financing	**–15 146**	**22 155**
Exchange rate difference	**8**	**278**
Change in Cash	**–2 823**	**4 373**
Cash at the beginning of the period	10 438	6 065
Change	–2 823	4 373
Cash and cash equivalents at the end of the period	**7 615**	**10 438**

Notes to the consolidated accounts.

Information on the Principles Used in the Annual Accounts

The present annual accounts have been prepared in accordance with the principles of the new accounting law. The precious metals provided by our clients do not appear in the balance sheet but are only mentioned in the notes to these accounts.

The components of the consolidated financial statements are:
– the consolidated balance sheet
– the consolidated income statement
– the notes to the consolidated accounts
– the consolidated cash flow statement

The Scope of Consolidation	Headquarters	Consolidation Method	% Ownership Percentage* 2024	2023
Cendres+Métaux Holding SA (Parent company)	Bienne			
Cendres+Métaux SA	Bienne	FC	100.0	100.0
Cendres+Métaux France SAS	St-Barthélémy-d'Anjou	FC	100.0	100.0
Cendres+Métaux Ibérica SA	Barcelona	FC	0.0	100.0
CM Ciencia y Tecnologia Dental S.L.U.	Barcelona	FC	100.0	100.0
Queloz SA	Saignelégier	FC	100.0	90.0
Cendres+Métaux Lux SA	Bienne	FC	100.0	100.0
Cronal SA	La Chaux-de-Fonds	FC	100.0	75.0
Cornu & Cie SA	La Chaux-de-Fonds	FC	100.0	100.0
R. Schlierholz AG	Köniz	FC	100.0	0.0
Elisante SA	Cortaillod	FC	0.0	100.0
Lauener & Cie SA	Boudry	FC	100.0	0.0

FC Full Consolidation
* The percentages of voting rights are identical

The companies mentioned above have been consolidated using the full consolidation method, which requires that all assets and liabilities, as well as all income and expenses, be fully included in the consolidated financial statements. The minority interest in the equity and the results for the year is presented separately.

During the 2024 fiscal year, Cendres+Métaux Ibérica SA in Barcelona was liquidated and Elisante SA in Cortaillod was merged into Lauener & Cie SA in Boudry. For Cronal SA and Queloz SA, the minority stakes of 25% and 10%, respectively, were acquired.

Consolidation of Capital

The consolidation of capital has been established according to the Anglo-Saxon method (purchase method). This method has been applied to the investments acquired after October 1, 1992, except for the acquisition of 90% of the share capital of Queloz SA in October 2018. For the latter, the entire goodwill was written off against equity. The same method was applied when acquiring the remaining 10% of Queloz SA's share capital in December 2024.

Fiscal Year-End Date

The fiscal year-end date is December 31 for all group companies.

Foreign Currency Conversion

The chosen conversion method is the «Closing/Current Rate Method». All balance sheet items were converted at the closing rate, and income statement items at the average exchange rate for the month. The exchange rate differences were charged to equity.

Valuation Principles

The following principles were uniformly applied to the consolidated financial statements:

– Inventories: The precious metal portion of Cendres+Métaux's inventories (except those from banks or third parties) is valued at historical prices, with a reserve for actual price fluctuations. The historical prices of precious metals at Cendres+Métaux were last adjusted in 2018. The purpose of this reserve is to prevent changes in precious metal prices from impacting the CM Group's results.

– Accounts Receivable Provisions: Covers specific risks as well as a general risk on trade receivables.

– Own Shares: Own shares are recorded at their acquisition cost. Gains and losses are offset directly in the optional reserves from profits and consolidation.

– Taxes: The annual income tax charge was adjusted based on the results determined in consolidation, taking into account the local conditions (tax rates) specific to each company.

– Other Items: The other balance sheet and income statement items of the group's various companies have been included in the consolidation at book value without modification.

– Treatment of Relationships Between Group Companies: All transactions and accounts, as well as dividends, have been eliminated. The internal margins on inventory have been eliminated based on the margin realized with each subsidiary.

Exchange Rates

Exchange Rates in the Balance Sheet	31.12.24	31.12.23
CHF / 1 EUR	0.931	0.928

Average Exchange Rates in the Income Statement	2024	2023
CHF / 1 EUR	0.964	0.994

Number of Employees

	31.12.24	31.12.23
Full-Time Equivalents	672	671
Apprentices	23	21
Total	695	692

Net dissolution of provisions for economic risks (latent reserves) in CHF

As of December 31, 2024: CHF 0
As of December 31, 2023: CHF 17 147 630

Extraordinary Income

Various insurance reimbursements, rebate of client shares, payments received for already written-off clients, and various non-significant items.

Extraordinary Expenses

The extraordinary expenses consist of various non-significant items.

Pledged assets

(in CHF 1000)	31.12.2024	31.12.2023
Real estate subject to mortgage notes	37 500	37 500
Book value of building Biel	11 967	12 865
Book value of building Saignelégier	851	1 111
Book value of building Avenches	1 301	1 446

(in number of shares)		
Lauener & Cie SA shares pledges to ZKB	750	0
Lauener & Cie SA shares pledges to BCBE	750	0

Off-balance sheet value

(in CHF 1000)	31.12.2024	31.12.2023
Customer weight account	90 796	69 482
Guarantee to banks and third parties	71 057	93 627

Changes in equity (book values)

(in CHF 1000)	2024	2023
Shareholders' equity of the Cendres+Métaux Group at the beginning of the financial year	**142 678**	**132 317**
(+) Profit / (–) Loss for the year	7 018	12 473
(–) Dividends paid to shareholders for the previous period	–2 100	–1 960
(–) Profit shares	–300	–300
(+) Sale / (–) Purchase of treasury shares	100	66
(+) Foreign currency translation difference	–208	82
(–) Amortization of the purchase of 10% of Queloz's shares	–696	0
(+) Liquidation of CM Iberica	17	0
(–) Correction of Previous Years	–161	0
Shareholders' Equity of Cendres+Métaux Holding SA	146 348	142 678
Minority interests in shareholders' equity	**0**	**399**
Shareholders' equity at the end of the year	**146 348**	**143 077**

Treasury shares	2024		2023	
	nombre	**kCHF**	**nombre**	**kCHF**
Opening balance Cendres+Métaux Holding SA	54	425	66	491
Purchase of the year	0	0	–	–
Sale of the year	–18	–100	–12	–66
Closing balance Cendres+Métaux Holding SA	**36**	**325**	**54**	**425**

Post balance sheet event

None.

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To the General Meeting of
Cendres+Métaux Holding Ltd, Biel

Berne, 21 March 2025

Report of the statutory auditor

Report on the audit of the consolidated financial statements

Opinion

We have audited the consolidated financial statements of Cendres+Métaux Holding Ltd and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2024, the consolidated statement of income and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements (pages 16, 18 and 20 to 24) comply with Swiss law and the consolidation and valuation principles as set out in the notes.

Basis for opinion

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

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

Other information

The Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements, the stand-alone financial statements and our auditor’s reports thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

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

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

Shape the future
with confidence

Board of Directors' responsibilities for the consolidated financial statements
The Board of Directors is responsible for the preparation of the consolidated financial statements in accordance with the provisions of Swiss law and for such internal control as the Board of Directors determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

Report on other legal and regulatory requirements

In accordance with Art. 728a para. 1 item 3 CO and PS-CH 890, we confirm that an internal control system exists, which has been designed for the preparation of the consolidated financial statements according to the instructions of the Board of Directors.

We recommend that the consolidated financial statements submitted to you be approved.

Ernst & Young Ltd

Michael Hochstrasser Licensed audit expert (Auditor in charge)	Laurence Lefebvre CPA (Canada)

Smaller and smaller.

From foundry to alloys, from rings to dental products, ultimately leading to watchmaking and medical parts: Over the decades, CM has specialized in the production of ever-smaller parts. Today, some of the machined pieces are barely visible to the naked eye!
Lauener SA produces, in particular, pins (see photo below), tiny components essential to the assembly and proper functioning of watch movements. Lauener SA's posts are distinguished by their great precision and durability, meeting the high standards of the watchmaking industry.

Balance sheet.

Assets (in CHF 1000)	31.12.2024	31.12.2023
Cash and short-term listed assets	140	139
Other short-term receivables – Third parties	3	5
Other short-term receivables – Group companies	10 566	1 020
Total current assets	**10 709**	**1 164**
Financial fixed assets	74 564	74 564
Participations	106 783	105 683
Tangible Fixed Assets – Real Estate	29	0
Total fixed assets	**181 376**	**180 247**
Total assets	**192 085**	**181 411**

Liabilities (in CHF 1000)	31.12.2024	31.12.2023
Liabilities arising from the purchase of goods and services – Third parties	45	4
Short-term interest-bearing debts – Third parties	8 624	6 850
Other short-term debts – Third parties	83	92
Other short-term debts – Group companies	11 048	899
Accrued expenses and short-term shareholdings	527	638
Total short-term liabilities	**20 327**	**8 483**
Long-term interest-bearing debts – Third parties	22 200	29 650
Long-term interest-bearing liabilities – Group companies	9 050	–
Accrued expenses and short-term shareholdings	**31 250**	**29 650**
Total short-term liabilities	**51 577**	**38 133**
Share capital	1 400	1 400
Legal reserve from profit	17 294	17 294
Optional reserves from profit	122 139	125 009
Optional reserves	122 609	124 105
Balance sheet profit	–470	904
Treasury shares	–325	–425
Total shareholders' equity	**140 508**	**143 278**
Total liabilities	**192 085**	**181 411**

Income statement.

(in CHF 1000)	2024	2023
Interest income – Participations	1 501	2 023
License proceeds income	46	52
Total operating income	**1 547**	**2 075**
Personnel expenses	–597	–595
Insurance, rights, taxes, licenses, and patents	–19	–
Administrative expenses	–242	–465
Total operating expenses	**–858**	**–1 060**
EBITDA	**689**	**1 015**
Depreciations and amoritzations	–	–
EBIT	**689**	**1 015**
Financial proceeds income	106	698
Financial expenses	–1 264	–587
Financial income/loss	**–1 158**	**111**
Operating income before taxes	**–469**	**1 126**
Non-operating expenses	30	–
Non-operating, extraordinary income	**30**	**–**
Income before taxes	**–439**	**1 126**
Direct taxes	–32	–222
Net income for the financial year	**–470**	**904**

Statement of cash flows.

(in CHF 1000)	2024	2023
Net profit after taxes	**–470**	**904**
Depreciations and amortizations	–	–
Changes in provisions	–	–
Cash flow before changes in net working capital	**–470**	**904**
Other short-term receivables – Investments	–9 546	4 105
Other short-term receivables	2	–2
Other short-term debts and accrued expenses	–79	257
Other short-term debts and accrued expenses – Investments	10 923	–10 036
Cash flow from operating activities	**830**	**–4 772**
Investments in tangible fixed assets – Real estate	–29	–
Investments in subsidiaries	–	–61 100
Cash flow from investments	**–29**	**–61 100**
Free Cash Flow	**801**	**–65 872**
Treasury shares	–	66
Payment of dividends and bonuses	–2 400	–2 260
Change in long-term loans – Investments	–	32 550
Change in long-term loans	–7 450	35 500
Change in long-term liabilities – Investments	9 050	–
Cash flow from financing	**–800**	**65 856**
Change in cash and cash equivalents	**1**	**–16**
Cash at the beginning of the period	139	155
Change	1	–16
Cash at the end of the period	**140**	**139**

Notes to the accounts.

Information on the principles used in the annual accounts

These financial statements have been prepared in accordance with the principles of Swiss law, in particular the articles on bookkeeping and business accounting of the Swiss Code of Obligations (art. 957 à 962).

Treasury shares: Treasury shares are capitalised at acquisition cost. Gains and losses are offset directly against the voluntary reserves from the profit.

(in CHF 1000)	31.12.2024	31.12.2023
Number of employees		
The company does not employ any personnel. The costs booked under personnel costs come from re-invoicing of Group companies.		
Financial fixed assets		
Long-term loan to Cendres+Métaux SA	5 500	5 500
Long-term loan to Cendres+Métaux Lux SA	53 530	53 530
Long-term loan to Queloz SA	11 800	11 800
Long-term loan to Cronal SA	750	750
Long-term loan to Cornu & Cie SA	2 984	2 984
Total financial fixed assets	**74 564**	**74 564**
Explanations of extraordinary, one-off or out-of-period items in the income statement		
Bonus premiums insurance	30	–
Total extraordinary, one-time, or non-periodic income	**30**	**–**
Fees paid to the auditors		
Fees for auditing services	39	43
Maturity of long-term interest-bearing liabilities		
Maturity from 1 to 5 years	22 200	29 650
Off-balance sheet commitment		
Guarantee to banks and third parties	83 107	93 627

Holdings

(as at 31.12.2024)

Company name	Headquarters	Purpose		Share capital	Ownership share*
Cendres+Métaux SA	Bienne	Manufacturing	CHF	1 000 000	100 %
Cendres+Métaux France SAS	St-Barthélémy-d’Anjou	Sale	EUR	62 000	100 %
CM Ciencia y Tecnología Dental S.L.U.	Barcelona	Sale	EUR	263 000	100 %
Queloz SA	Saignelégier	Manufacturing	CHF	50 000	100 %
Cendres+Métaux Lux SA	Bienne	Manufacturing	CHF	1 000 000	100 %
Cronal SA	La Chaux-de-Fonds	Manufacturing	CHF	100 000	100 %
Cornu & Cie SA	La Chaux-de-Fonds	Manufacturing	CHF	518 759	100 %
R. Schlierholz AG	Köniz	Manufacturing	CHF	100 000	100 %
Lauener & Cie SA	Boudry	Manufacturing	CHF	1 500 000	100 %

(as at 31.12.2023)

Company name	Headquarters	Purpose		Share capital	Ownership share*
Cendres+Métaux SA	Bienne	Manufacturing	CHF	1 000 000	100 %
Cendres+Métaux France SAS	St-Barthélémy-d’Anjou	Sale	EUR	62 000	100 %
Cendres+Métaux Ibérica SA	Barcelona	Sale	EUR	140 000	100 %
CM Ciencia y Tecnología Dental S.L.U.	Barcelona	Sale	EUR	263 000	100 %
Queloz SA	Saignelégier	Manufacturing	CHF	50 000	90 %
Cendres+Métaux Lux SA	Bienne	Manufacturing	CHF	1 000 000	100 %
Cronal SA	La Chaux-de-Fonds	Manufacturing	CHF	100 000	75 %
Cornu & Cie SA	La Chaux-de-Fonds	Manufacturing	CHF	518 759	100 %
R. Schlierholz AG	Köniz	Manufacturing	CHF	100 000	100 %
Elisante SA	Cortaillod	Holding	CHF	1 000 000	100 %
Lauener & Cie SA	Boudry	Manufacturing	CHF	1 500 000	100 %

* the percentages of the shares of the voting rights are identical

Treasury shares

	2024		2023	
	number	kCHF	number	kCHF
Own shares				
Opening balance Cendres+Métaux Holding SA	54	425	66	491
Disposal of Cendres+Métaux Holding SA				
Loss on disposal				
Share purchase				
Sale of shares	–18	–100	–12	–66
Loss on disposal				
Closing balance Cendres+Métaux Holding SA	**36**	**325**	**54**	**425**

Assets pledged in favor of third parties

Cendres+Métaux Holding SA agrees not to request repayment of its loans to Cendres+Métaux Lux SA below a balance of CHF 52 million without prior agreement from the bank holding a mortgage claim against Cendres+Métaux Lux SA.

The loan from Banque Cantonale Neuchâteloise is secured by the share capital of Cronal SA.
The loan from UBS is secured by 235 shares of R. Schlierholz AG.
The loan from ZKB is secured by 735 shares of Lauener & Cie SA.
The loan from BEKB is secured by 735 shares of Lauener & Cie SA.

Due diligence and transparency regarding minerals and metals from conflict zones

This duty is subordinated to Cendres+Métaux Lux SA.

Post-balance sheet event

None

Proposal for appropriation of available earnings.

Share capital	CHF	1 400 000
Number of shares		14 000
Nominal value per share	CHF	100

	31.12.2024	31.12.2023
Retained earnings	9861	6732
Suspended rights on own shares (Art. 659a, paragraph 1 CO)	0	0
Net income for the financial year	–470 460	904 128
Profit on the balance sheet	**–460 599**	**910 861**
Withdrawal from optional reserves	2 721 000	1 520 000
Profit available for distribution	**2 260 401**	**2 430 861**
1st dividend (CHF 20 gross per share)	280 000	280 000
Reserve funds	21 000	21 000
Directors’ fees allocated to Board of Directors	270 000	300 000
2nd dividend (CHF 120 gross per share)	1 680 000	1 820 000
Optional reserves from profit	0	0
Free reserves (rounding)	0	0
Retained earnings	**9401**	**9861**

The dividend per share amounts to CHF 140.

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To the General Meeting of
Cendres+Métaux Holding Ltd, Biel

Berne, 21 March 2025

Report of the statutory auditor

Report on the audit of the financial statements

Opinion
We have audited the financial statements of Cendres+Métaux Holding Ltd (the Company), which comprise the statement of financial position as at 31 December 2024, the statement of income and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements (pages 28 to 33) comply with Swiss law and the Company's articles of incorporation.

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

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

Other information
The Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements, the consolidated financial statements and our auditor's reports thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

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

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

Board of Directors' responsibilities for the financial statements
The Board of Directors is responsible for the preparation of the financial statements in accordance with the provisions of Swiss law and the Company's articles of incorporation, and for such internal control as the Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

Report on other legal and regulatory requirements

In accordance with Art. 728a para. 1 item 3 CO and PS-CH 890, we confirm that an internal control system exists, which has been designed for the preparation of the financial statements according to the instructions of the Board of Directors.

Based on our audit in accordance with Art. 728a para. 1 item 2 CO, we confirm that the proposal of the Board of Directors complies with Swiss law and the Company's articles of incorporation. We recommend that the financial statements submitted to you be approved.

Ernst & Young Ltd

Michael Hochstrasser
Licensed audit expert
(Auditor in charge)

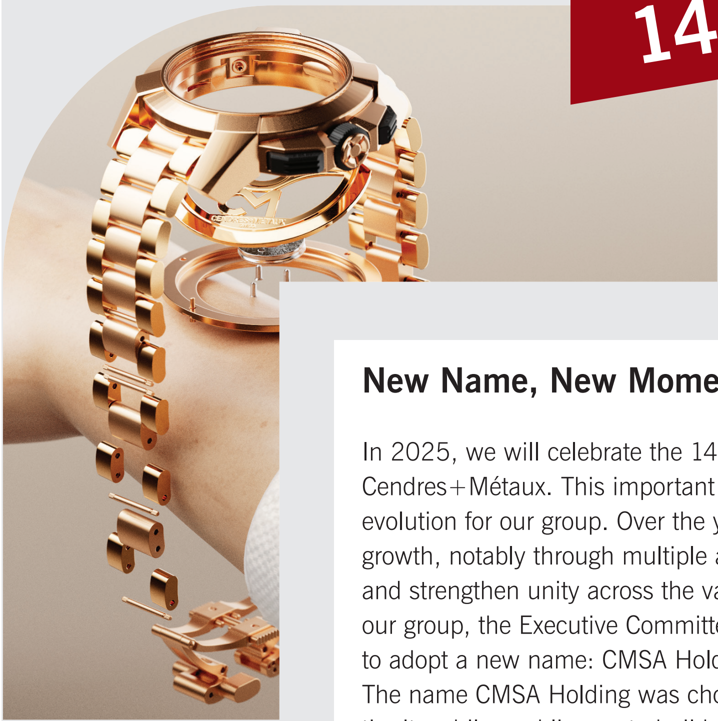
Laurence Lefebvre
CPA (Canada)

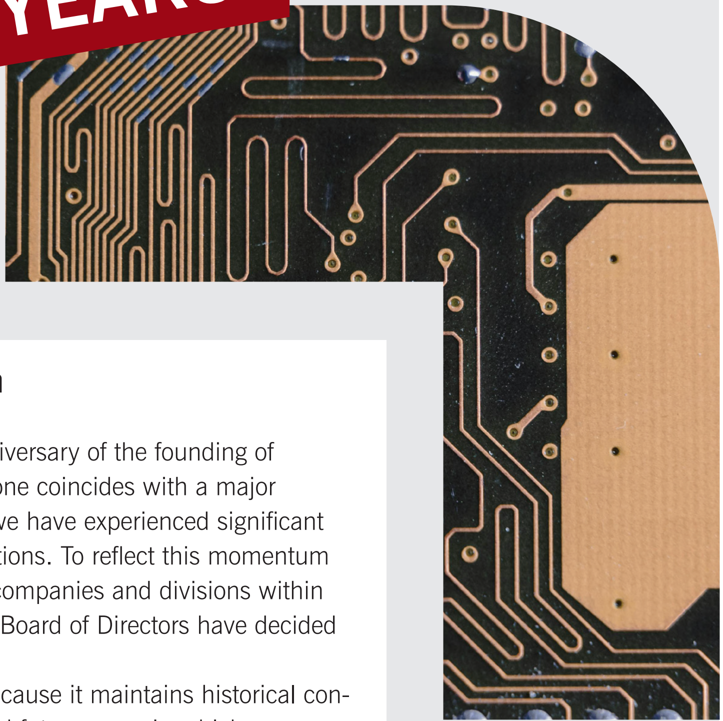
Quality – A Quiet Yet Essential Department

Sometimes labeled «nitpickers» by the production team, the quality department plays a key role in both the production chain and the company as a whole, ensuring that market requirements are consistently met. Flexible and meticulous, quality team members must continually adapt to new regulations that reflect an ever-changing world.
The concept of quality gained importance across many industries starting in the 1980s and became more formalized through ISO standards in the 2000s. At the same time, quality control made a significant leap forward with the introduction of digital systems such as SAP. Process automation has helped increase efficiency and reduce errors.
In addition to ISO standards, Cendres+Métaux adheres to principles of responsible practice, including those of the Responsible Jewellery Council, established in 2005. The Council promotes ethical, social, and environmental standards across the entire supply chain—from mine to retail.

1885 – 2025

140 YEARS





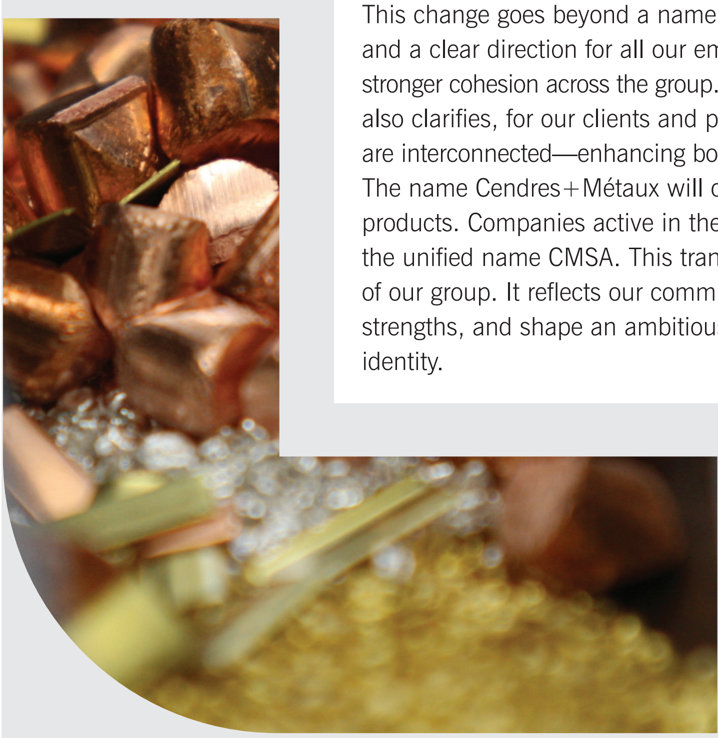
New Name, New Momentum

In 2025, we will celebrate the 140th anniversary of the founding of Cendres+Métaux. This important milestone coincides with a major evolution for our group. Over the years, we have experienced significant growth, notably through multiple acquisitions. To reflect this momentum and strengthen unity across the various companies and divisions within our group, the Executive Committee and Board of Directors have decided to adopt a new name: CMSA Holding.

The name CMSA Holding was chosen because it maintains historical continuity while enabling us to build a shared future—one in which everyone can feel involved and represented.

This change goes beyond a name: it comes with a unified positioning and a clear direction for all our employees, fostering a shared vision and stronger cohesion across the group. Our new identity is not just internal. It also clarifies, for our clients and partners, how our expertise and services are interconnected—enhancing both our visibility and impact.

The name Cendres+Métaux will continue to be used for our dental brand products. Companies active in the CMO sector will now operate under the unified name CMSA. This transition marks a key step in the evolution of our group. It reflects our commitment to grow together, leverage our strengths, and shape an ambitious future—driven by a strong and unified identity.



Sustainability 2024.

Strengthening the Basis and Key Assets of Each Company.

Photovoltaic Installation in Biel

In 2024, the Cendres+Métaux Group focused on strengthening the basis of its sustainability efforts. We not only advanced our internal goals through targeted measures, but also made measurable contributions to our long-term ambitions. Special attention was given to building a solid data foundation for each entity, enabling more accurate quarterly data collection moving forward. This new database serves as a cornerstone for measuring our progress transparently and implementing more relevant measures in the future. Our efforts and ambition position the Group as a pioneer in the industry—a fact highlighted by our presence in the **NZZ's special sustainability edition** produced in collaboration with economiesuisse.

(Click on the text to read the article in french)

Note on the Non-Financial Reporting Obligations of Cendres+Métaux Holding SA

Cendres+Métaux Holding SA is currently not subject to the new non-financial reporting obligations under Art. 964a of the Swiss Code of Obligations.
However, the company is required to comply with the due diligence and transparency obligations relating to minerals and metals from conflict-affected areas and child labor (Art. 964j–l CO), as well as the provisions set out in the implementing ordinance (ODiTr). The due diligence report on supply chains is published on our website under Corporate Responsibility. In this Annual Report, we are also voluntarily publishing a group-wide climate report in accordance with the Greenhouse Gas Protocol.

Sustainability Goals and Implementation.

Our commitment to sustainability is embedded at multiple levels within the newly developed group positioning and is reflected in particular in our value of «Responsibility». We have clearly structured our sustainability goals within the Swiss Triple Impact (STI) program and defined them based on the well-established 5P framework (Processes, Production, People, Planet, Partnerships). This framework serves as a strategic foundation for systematically aligning our actions with the United Nations Sustainable Development Goals (SDGs) outlined in the 2030 Agenda.

Processes
Basic Requirements (Standards, Laws, and Certifications)
Ethical Business Practices (Company Policies, Corporate Governance Regarding Anti-Corruption, Bribery, Money Laundering, Data Protection, Whistleblowing Systems, Internal Audits, etc.)

Objective 1

Production
By 2027, we will reduce our production materials by 10% relative to total production volume compared to 2021.
Sustainable Development Goals (SDGs) 8/12/13

Objective 2

People
By 2025, we aim to achieve 80% employee satisfaction and obtain the «Great Place to Work®» certification.
SDGs 3/5/8

Objective 3

Planet
By 2030, we will be carbon neutral (Scopes 1 & 2) and commit to the Science Based Targets initiative (SBTi).
SDGs 7/13

Objective 4

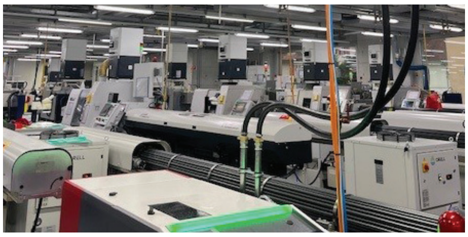
Partnerships
By 2027, our key suppliers (by spend) will comply with our Code of Conduct.
SDGs 8/12

Implementation and Realization: 6 Thematic Focus Areas
To implement our sustainability goals, we have defined six central thematic focus areas that are reflected in our daily work. The key highlights of these focus areas are presented on the following two pages.

Key Milestones in the Implementation of the Sustainability Strategy.

Responsible Production and Circular Economy
(Production)
Cendres+Métaux Lux SA, Biel

Expansion of the Cooling Network
Connection of six additional machines to the groundwater-based cooling network. This eco-friendly system reduces the amount of heat released into the building and allows the machines to operate more stably.



Responsible Production and Circular Economy
(Production)
Queloz SA

Optimisation of Metal Recycling
The investment in finer filters and the implementation of an optimised sorting process for metal waste in 2024 have improved material recovery and recycling.

Occupational Health and Safety
(People)
Entire Group

First Aid Training
Training of 12 new first responders and refresher courses for 14 existing ones to enhance employee safety and strengthen the Group's ability to respond effectively to medical emergencies.

Occupational Health and Safety
(People)
Cendres+Métaux Biel and La Chaux-de-Fonds

Cybersecurity Enhancement
Measures and projects significantly strengthened cybersecurity in 2024: increased employee awareness through e-learnings and phishing test emails, further development of threat detection systems, improved baseline security and system architecture, infrastructure testing by external experts (penetration tests), and successful audits.

Labour Practices and Human Rights
(People)
Lauener & Cie SA and R. Schlierholz SA

Great Place to Work® Certification
Lauener & Cie SA and Schlierholz have obtained the Great Place to Work® certification. All companies within the Group are now certified. This reflects our commitment to fostering a positive corporate culture and continuously enhancing employee satisfaction.

Labour Practices and Human Rights
(People)
Entire Group

Protection of Personal Integrity in the Workplace
Implementation of a secure reporting process for problematic behavior, supported by an independent contact point; establishment of new partnerships (Integrity Plus); and introduction of a workplace integrity protection policy, including mandatory awareness training for managers.

Climate and Environmental Protection
(Planet)
Cendres+Métaux Lux SA, Biel

Heating System Optimisation
Modifications to a heat pump at the Biel site led to a 41% reduction in natural gas consumption compared to the previous year.

Climate and Environmental Protection
(Planet)
Lauener & Cie SA

Improved Wastewater Treatment
In 2024, the replacement of the wastewater treatment plant with an automated system improved employee safety by eliminating manual operations and increased treatment capacity from 2 m^3/day to 7 m^3/day to support future growth.

Responsible Supply Chain
(Partnerships)
Entire Group

Improvement of the Due Diligence System
Implementation of a new reporting system with a publicly accessible online platform, allowing irregularities within our companies and supply chains to be reported.

Éthique et conformité
(Processes)
Entire Group

Audits and Qualifications
Training and qualification of internal auditors, increasing their number to 12. A total of 47 internal audits were conducted in the Medtech and Luxury+Industry sectors.

Éthique et conformité
(Processes)
Entire Group

Audits and Qualifications
21 external audits were conducted:
– ISO 9001 in 7 companies
– ISO 14001 in 5 companies
– ISO 13485 in 4 companies
– ISO/IEC 17025 in 1 company
– RJC Chain-of-Custody certification for 2 companies

Carbon Footprint and Environmental Indicators.

Analysis and Outlook

In 2024, our carbon footprint for Scopes 1 and 2 amounted to 354 tCO_2eq, representing a 0.6% increase compared to the 2023 baseline. This marginal rise in CO_2 emissions is noteworthy considering the full integration of two new companies during this period. At the same time, reductions were observed in several areas, particularly in heat consumption at the Biel site (Scope 1), thanks to energy efficiency measures and resource optimisation. We continue our efforts to reduce our carbon footprint through:

- The continuation of the transition to renewable energy
- The continuous optimisation of energy efficiency across all our sites
- The improvement of our fleet management

The evaluation of our carbon footprint is based on the standards of the Greenhouse Gas Protocol (GHG Protocol) and enables precise monitoring of our emissions.

Evolution of Calculation Basis, Methodology, and Scope

As part of the revision of our reporting methods, the calculation basis was adjusted for the period from November 2023 to October 2024. This new methodology, which replaces the one previously used, will be applied in parallel with the old one. It is important to note that this change has only a marginal impact on calculation results and other key sustainability indicators, as the adjustments are mainly structural and do not significantly affect the trends observed in our sustainability reporting.

In addition, the data used for the climate footprint are continuously refined, even during the year, which improves data integrity. This enhancement enables us to act more transparently and take targeted action to reduce our CO_2 emissions. As a result, climate footprint data in future annual reports may be adjusted compared to previous years.

The Group's recent acquisitions have broadened the measurement scope, resulting in an approximately 30% increase in productive hours. This expansion directly impacts absolute emission values and reflects a significant development in our operations.

Emissions Trends by Source

Heat Production (Scope 1)

Emissions from internal heating decreased to 211 tCO_2eq in 2024, down from 235 tCO_2eq in 2023. This reduction reflects our efforts to optimise energy use and reduce reliance on fossil fuels.

– 10.2 % of tCO_2 eq

Vehicle Fleet (Scope 1)

- Company cars: slight increase to 45 tCO_2eq (compared to 41 tCO_2eq in 2023)
- Light commercial vehicles (delivery trucks): significant increase to 32 tCO_2eq (compared to 18 tCO_2eq in 2023), due to increased usage and the expanded scope following the integration of R. Schlierholz and Lauener & Cie.

+9.8 % of tCO_2 eq
(Company car)

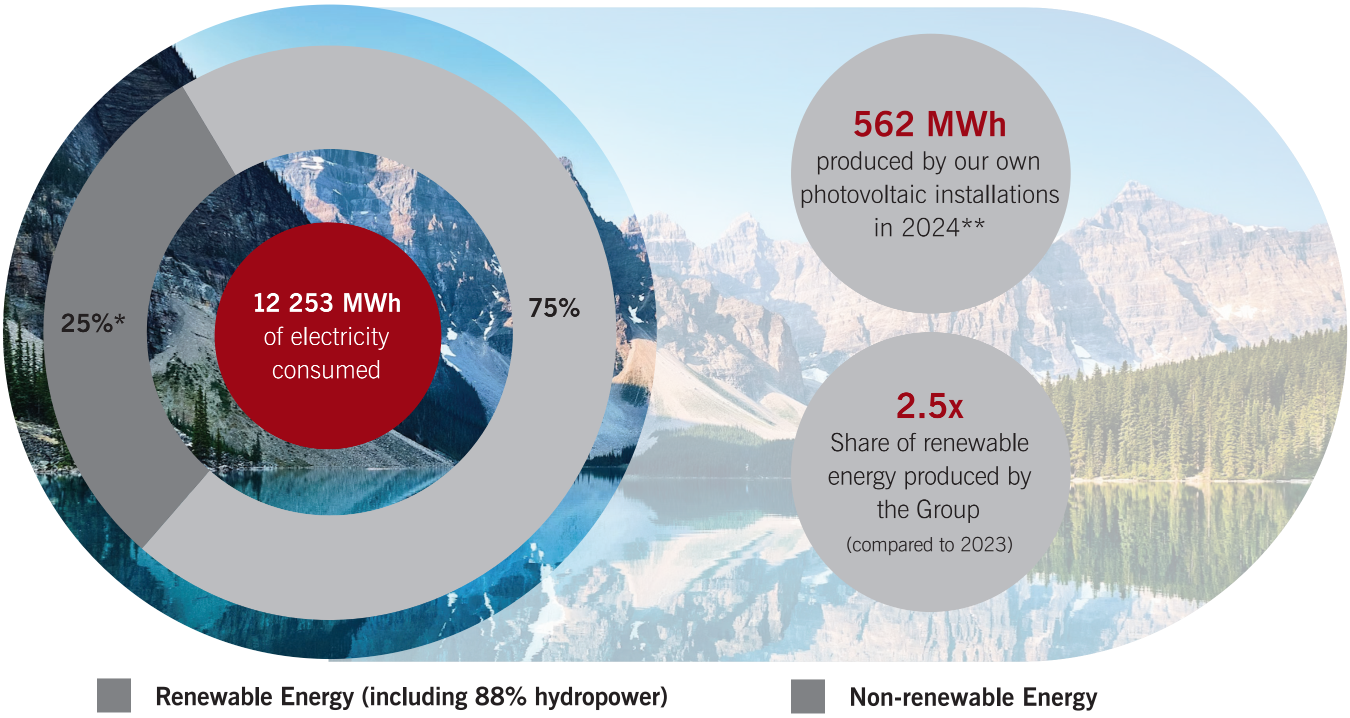
+ 76.9 % of tCO_2 eq
(Commercial vehicles)

Electricity-Related Emissions (Scope 2)

CO_2 emissions associated with electricity consumption from the grid increased to 51 tCO_2eq in 2024, up from 19 tCO_2eq in 2023. This rise is partly due to the full-year integration of R. Schlierholz and Lauener & Cie. In 2024, Cronal included energy from waste incineration in its electricity mix, which significantly contributed to the increase in Scope 2 CO2 emissions.

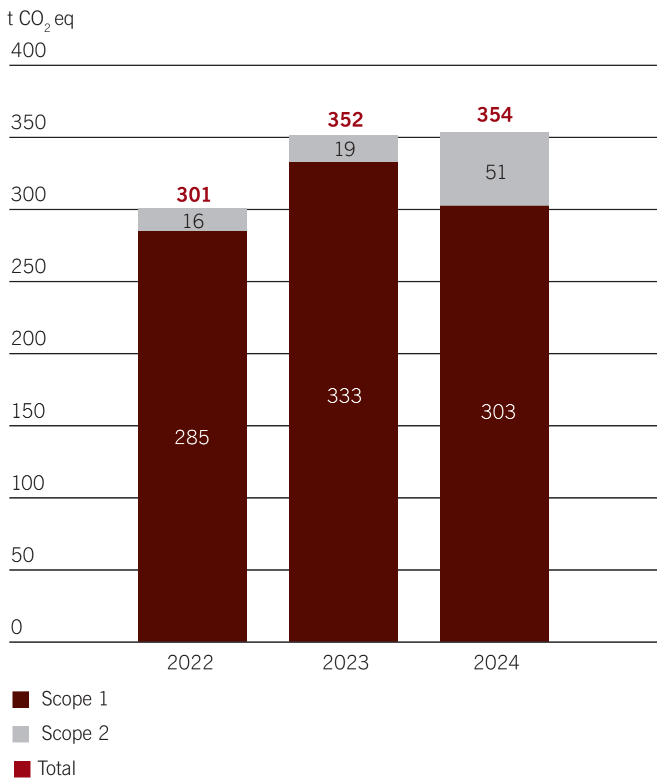
+ 168.4 % of tCO_2eq

Share of Renewable Energy in Total Electricity Consumption

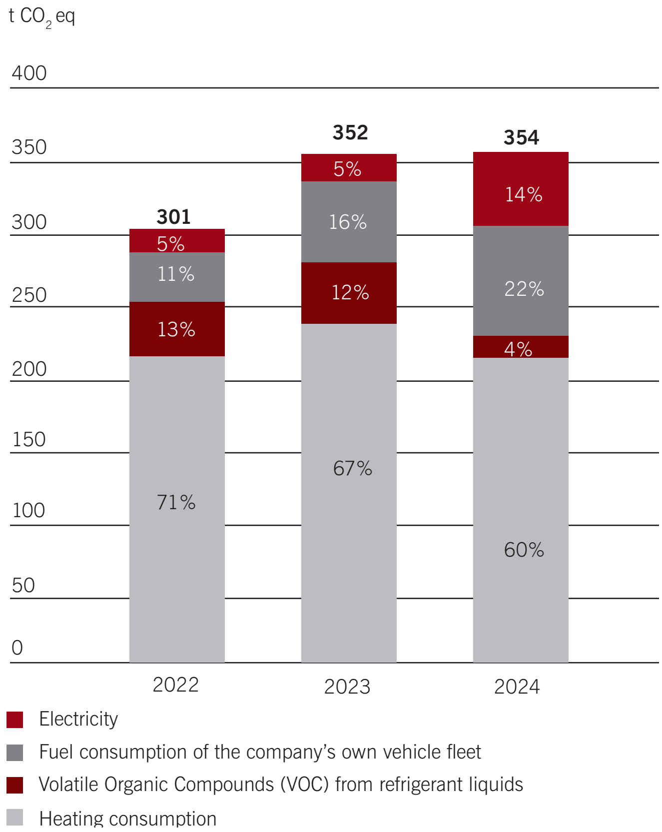


* This percentage includes the full-year integration of Lauener & Cie in 2024 ** In Biel, Avenches, and Boudry

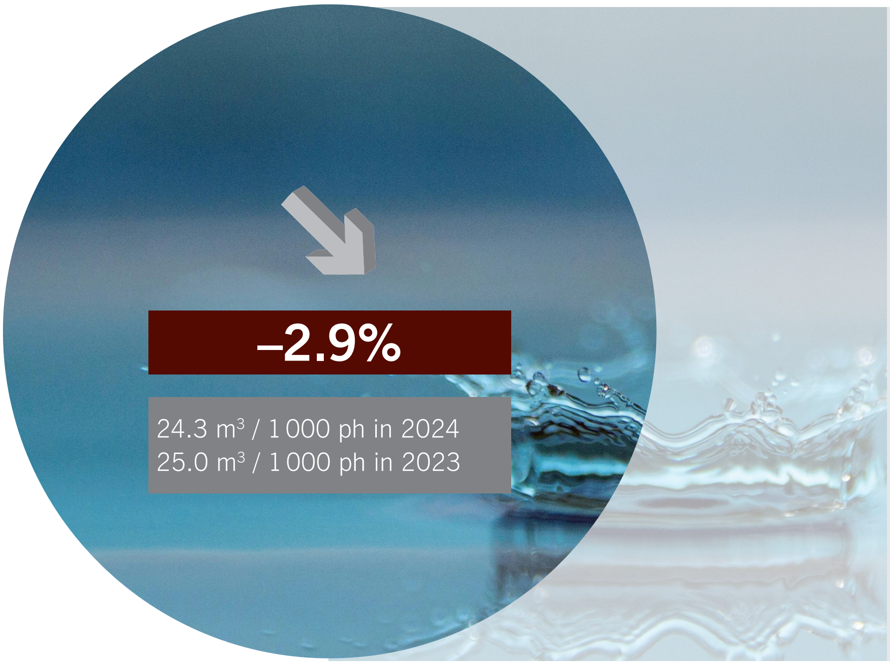
Carbon Balance Sheet scope 1 and 2



Allocation scope 1 and 2

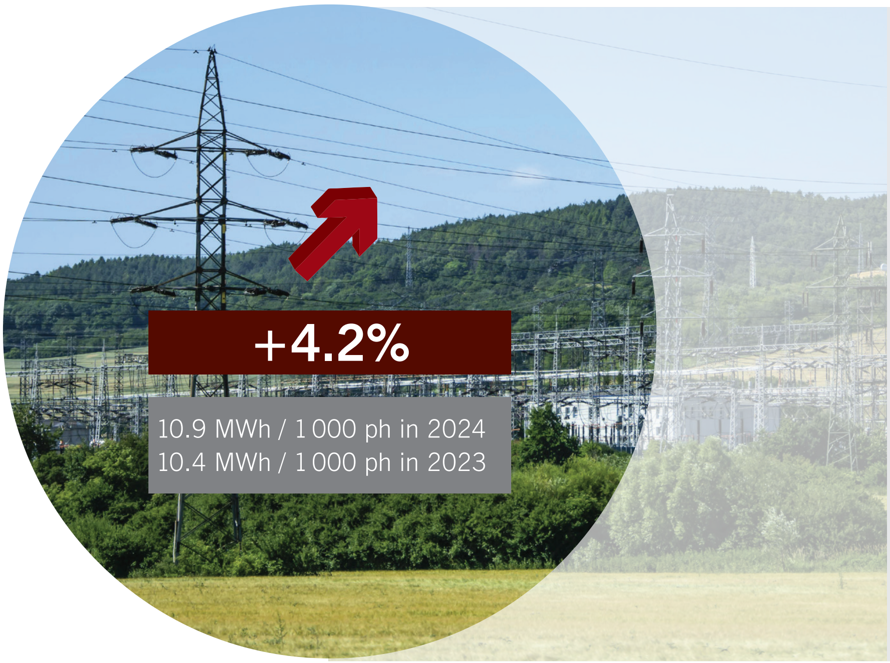


Water Consumption in m³



The data presented refer exclusively to municipal (tap) water.
Compared to the previous year, municipal water consumption across all Group entities decreased by –2% in absolute terms. This result is primarily due to improvements in internal production processes and a decrease in orders at a site involved in in electroplating, a process that requires particularly high water usage.
Per 1,000 productive working hours, water consumption fell by –2.9%.

Energy Consumption in MWh



Energy consumption (electricity, gas, and heating oil) increased by +2% in absolute terms across all Group entities compared to 2023.
This rise is partly due to weather-related fluctuations affecting heating needs, as well as investments in new machines, whose commissioning led to additional electricity consumption.
The relative increase amounted to +4.2%, also positively impacted by the photovoltaic installations.

To ensure a consistent comparison, we have adjusted the 2023 figures on this page.

Chemical Consumption and Waste Management

Product Purchases		
Solid chemical products	+53.2%	16.6 kg / 1000 ph in 2024
		10.8 kg / 1000 ph in 2023
Liquid chemical products	–10.0%	96.5 kg / 1000 ph in 2024
		107.2 kg / 1000 ph in 2023
Gaseous chemical products	–5.8%	263.2 kg / 1000 ph in 2024
		279.4 kg / 1000 ph in 2023
Paper	+3.1%	4.4 kg / 1000 ph in 2024
		4.2 kg / 1000 ph in 2023

Waste disposal		
Special waste	+13.4%	224.5 kg / 1000 ph in 2024
		198 kg / 1000 ph in 2023
Paper / cardboard	+6.3%	9 kg / 1000 ph in 2024
		8.5 kg / 1000 ph in 2023

The consumption of solid chemicals increased by +53.2% compared to the previous year. This rise is primarily due to the significant growth in orders for custom manufacturing in the medical sector. This type of product requires sandblasting, where the sand used is considered a solid chemical. The consumption of liquid chemicals decreased by –10% compared to the previous year, and the share of gaseous chemicals decreased by –5.8%. This result is mainly due to process optimisation and the existing stock of raw materials from the previous year.

Despite our increased efforts toward digitisation, paper consumption rose by +3.1%. Paper disposal increased by +6.3%. The +13.4% increase in the disposal of special waste is directly related to the higher order volume and the cleaning of our stocks of hazardous materials at our sites. Hazardous products that we no longer needed were disposed of and discarded in compliance with legal requirements.

To ensure a consistent comparison, we have adjusted the 2023 figures on this page.

Imprint

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