

In

Focus.





# Introduction.

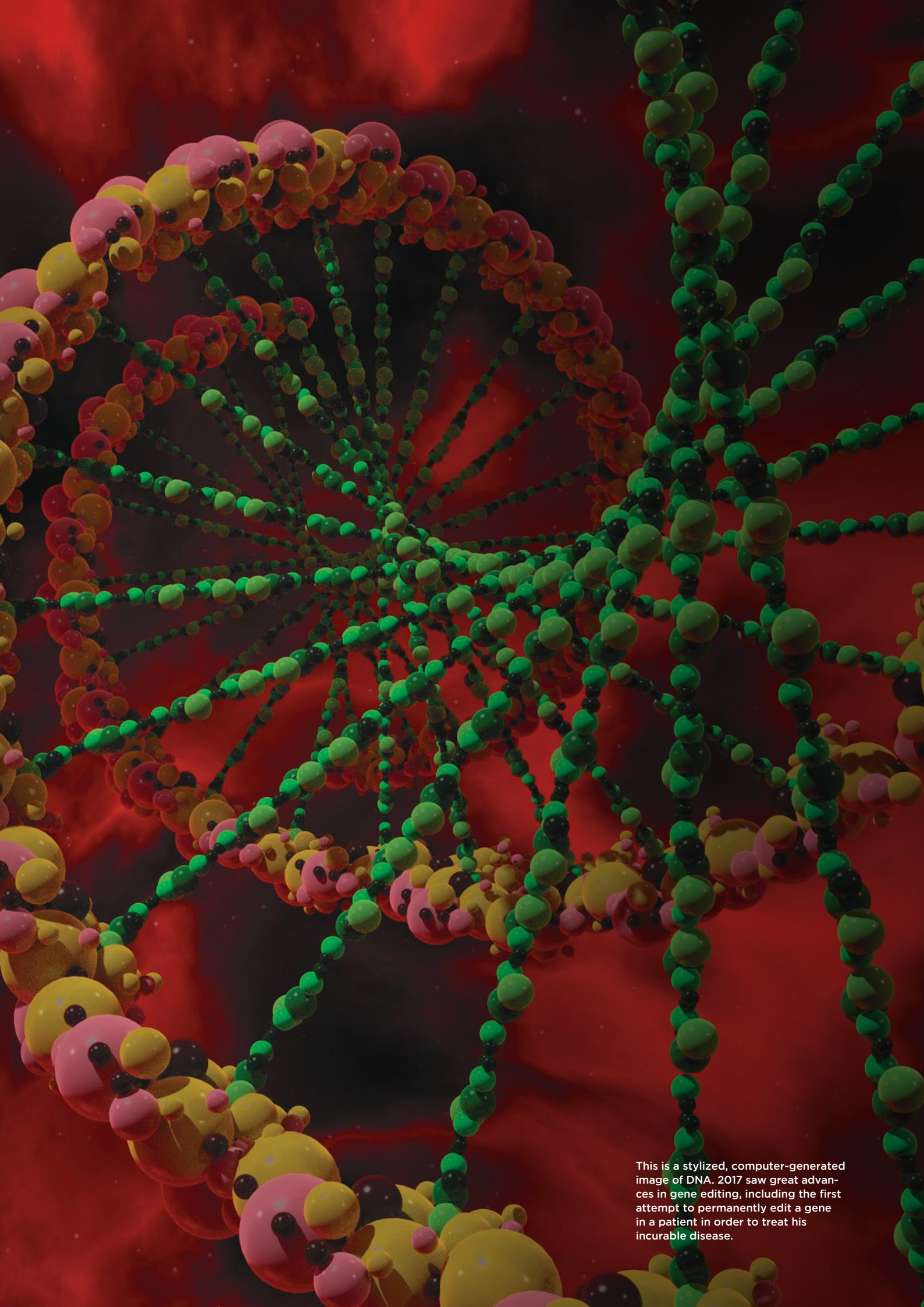
This year has seen many major breakthroughs in medicine and biology, including in regenerative medicine and the development of genetic editing methods that promise to revolutionize disease management and plant breeding. On the technical side, artificial intelligence is making great strides forward, driving the need to ramp up the generation of data that can be mined and interpreted as a basis for rapid decisions in medicine and many other areas. We are truly living in the century of biology.

Wherever you look, the key to success has been enabling technologies that bridge gaps between disciplines. In the case of Tecan, we have seen further development of our technologies as enablers, paving ways to produce ever-greater amounts of valuable data, more reproducibly and efficiently, and more safely, in a broad range of applications.

This year, we have selected a few stories that exemplify the every-day challenges faced by customers and how Tecan technology is helping them to move forward. Two of the stories show how flexible and effective lab automation can be in advancing medicine, from helping in the search for cures to child cancer to partnering with a diagnostics company to streamline the safe screening of pathogens and detection of antibiotic resistance. The other stories give us a strong reminder of how automation technology can support us in our reliance on the natural world as a source of sustainable food and invaluable drug substances.

Tecan will always have the future in focus.





This is a stylized, computer-generated image of DNA. 2017 saw great advances in gene editing, including the first attempt to permanently edit a gene in a patient in order to treat his incurable disease.



# Partnering in Focus.

Working with Tecan Partnering has helped many companies to lift their assay technology to another level. A case in point is Mobidiag, a Finnish biotech enterprise that has partnered with Tecan to develop an automated platform to ramp up the throughput of their diagnostics tests for detecting gastrointestinal pathogens and antibiotic resistance.

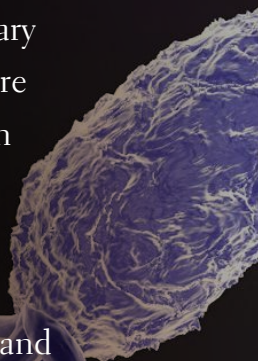
With over 200 million cases of infectious gastroenteritis per year in the US alone, gastrointestinal infections are among the most commonly encountered infections in primary care. Many infections may not be severe and resolve quickly, but outbreaks in hospitals are particularly serious and gastrointestinal infections cause the deaths of millions of children worldwide each year.

Rapid diagnosis to support effective treatment is vital. To achieve this, the R&D group at Mobidiag had already developed sensitive methods for detecting the pathogens involved and any antibiotic resistance they might have. What they needed was a more secure and efficient way to prepare the nucleic acid samples for their diagnostic tests. The solution had to deliver high throughput, avoid any risk of cross-contamination that would give false results, and also protect the operators from dangerous pathogens, including bacteria, parasites and viruses.

For Juha Kirveskari, R&D Director at Mobidiag, the technology choice was clear. “I had used a Tecan platform in an open configuration in a clinical laboratory in the past, so I knew the technology and the software, and that the hardware was reliable and could withstand routine daily operation without technical issues. I also knew that the local service personnel are highly professional. We discussed our ideas with Tecan, and the company suggested some very helpful features.”

The result was Amplidiag® Easy, a versatile, fully integrated platform operated using a simple user interface that automatically processes samples for Mobidiag’s diagnostics tests. The company is now distributing the system across Europe and other countries where CE marking is recognized.

This is yet another example of how Tecan Partnering has helped a company to bring its vision to life.





*“The automated system enables us to perform the extraction in two hours, which would take a full day to do manually and with great risk for error.”*

*Helicobacter pylori* is a common bacterium in the digestive tract, infecting 60% of the world's adult population. Infections are usually harmless but the bacterium tends to attack the stomach lining and is responsible for the majority of ulcers in the stomach and small intestine. The accurate diagnosis of infection is crucial in the effective management of many gastroduodenal diseases.



# Child Cancer Treatment in Focus.

As the fight against cancer continues, one area deserves particular attention – the effort to deliver better treatment options and outcomes for children with cancer. Automated liquid handling from Tecan is helping one research group in their search for agents to improve the outcome for children suffering from brain tumors, the most common form of solid tumor in children.

The Telethon Kids Cancer Centre (TKCC) in Perth, Australia brings together researchers and clinicians from around the world to develop more effective treatments for childhood cancer. Within the TKCC, the Brain Tumour Research Program searches for agents that can sensitize cancer cells to improve the effect of conventional treatments such as chemo- and radiation therapy. To do this, the research team uses model systems to screen drugs for anti-cancer properties and dilute them to determine the minimum dose needed for treatment. The team also studies how anti-cancer drugs interact to ensure that administering new drugs does not interfere with ongoing treatment.

One of the challenges the team faces is to run thousands of drug tests, including large numbers of dilutions, efficiently and error-free. To solve this problem, they decided to automate using a Tecan D300e Digital Dispenser that has essentially transformed their work. As Dr. Jacqueline Whitehouse, senior scientist, said, “What used to take hours now takes minutes on the Tecan system.” Indeed, they have boosted throughput 4–5 fold and also increased the accuracy and precision in their data. This increase in reliability means that they don’t need to repeat experiments so often.

High-precision dispensing of small volumes also saves money since experiments can be run with minute amounts of the expensive, precious anticancer drug substances. Added to that, the small footprint of the instrument means experiments can be run in a biosafety cabinet that protects both the cell cultures and the lab staff.

It is efforts like this that will speed up the discovery of efficient therapies that improve the survival and quality of life for children suffering from cancer.





*“With automation,  
our throughput went  
through the roof...  
we are now able to  
generate more consi-  
sistent results faster.”*

With more than 4 000 diagnosed cases annually in the US alone, central nervous system tumors are the most common form of solid tumor in children and account for one out of four childhood cancers, second only to leukemia. But more children than ever are surviving childhood cancer thanks to new and better drugs and treatments, and also the ability to reduce the after-effects of having had cancer in the past.



# New Drug Candidates in Focus.

The search for new small molecule drugs is a major challenge in health care. Chemists are therefore turning to an old and trusted source for new leads – traditional medicine. The challenge is to find the active substances in these complex extracts, and a research team in China is using Tecan technology to help in their search.

Nature is a great source of medicines, from aspirin and codeine to the chemotherapy drug paclitaxel (Taxol®). In fact, about half of clinically approved drugs in the last 40 years have been derived from natural products. This inspired Professor Yi Wang and his research group at the College of Pharmaceutical Sciences at Zhejiang University, China to search for new drug leads in the traditional medicines that have been used in China for thousands of years to treat illnesses, injuries and infections.

Each of the over 300 traditional medicines is a highly complex mixture and just one extract can contain thousands of compounds, making the discovery of active substances extremely difficult. The team therefore simplified the search by building a library of over 30 000 fractions that were prepared from crude extracts based on various chemical properties.

The next step was to screen the fractions for promising biological activity. To do this, Professor Wang and his team used an Infinite® F200 multimode microplate reader and a monochromator-based Infinite M1000 Pro to develop a large number of assays. They also added on a Tecan D300e Digital Dispenser to accurately dispense extremely low volumes. The assays were used to measure cell toxicity (for chemotherapy), and to find anti-tumor and anti-oxidative compounds.

Tecan technology has enabled the team to develop assays that were not possible earlier, including complex experiments that showed that many Chinese medicines rely on several compounds working together. These synergistic experiments would have been too complicated to perform by hand.

This meeting between traditional medicine and modern analytics promises to increase the flow of drug candidates and open up new paths for treatment.





*“This is such a powerful tool for drug screening, enabling very accurate dispensing of extremely low volumes of compounds.”*

*“The free wavelength selection of this plate reader meant we could create assays that were not possible before.”*

A parasite that grows on caterpillars, this highly valued caterpillar fungus grown in the Tibetan area has a long history in the treatment of many ailments in traditional Chinese medicine. Researchers discovered that one compound, cordycepin, isolated from this fungus is toxic to leukemic cell lines, leading to clinical trials as a treatment for leukemia.



# Sustainable Food in Focus.

With a rapidly increasing world population and pressure on natural resources, ensuring a sustainable supply of healthy food is critical. Fisheries are particularly under threat, which means that monitoring populations is vital to deciding when to open or close fisheries. Tecan technology is now playing a key role in tracking hatchery-reared fish used to boost the natural Pacific Chinook and Coho salmon populations.

The traditional method of tracking involved physically tagging some of the juvenile fish to help in tracing them back to their hatchery and brood. The problem was that this method was expensive, slow, and required killing the fish. It also gave an incomplete picture of the fish population since only a few of the tagged fish were caught.

With a remit to monitor the salmon stocks, the molecular genetics team at the Pacific Biological Station in Nanaimo, British Columbia, Canada realized that they could solve these problems cost-effectively using 'parentage-based tagging' instead of physical tagging. This involved building a database containing the genetic fingerprints for each hatchery brood stock. The genetic tag of individual fish caught in the wild could then be used to search the database and find the fish's hatchery and brood.

The sampling involved simply punching out a small portion of a fin. The DNA was then extracted and several hundred sections of the genome were analyzed using Next Generation Sequencing, an advanced method for DNA sequencing. As is often the case, a major challenge was increasing the throughput in sample processing. Knowing that Tecan had a good reputation for quality products, the team decided to use two Freedom EVO® 100 workstations to feed samples into the DNA sequencer. Thanks to this automation, the team can now process 1 500 fish samples per week, making this a cost-effective method that works on all fish caught and has been running for two years.





*“We chose Tecan because it is a well-known brand with a good reputation and quality products, and Tecan offers verified, flexible protocols to prepare for Next Generation Sequencing of DNA. While Next Generation Sequencing is quite a new technology in fisheries management, I can foresee that it is going to become the way of the future in a lot of applications.”*

Pacific salmon populations can swing wildly, extreme lows and highs, with stocks being affected by many factors, including disease caused by the spread of lice and viruses, and climate change. The wild catch of salmon in British Columbia has declined almost 80 per cent since 1990. Aquaculture has replaced nearly the entire decline, and today produces about three quarters of British Columbia's total salmon haul.





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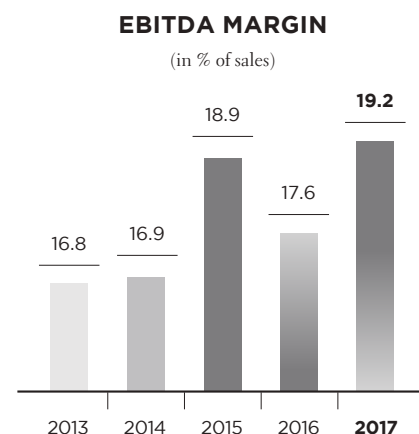
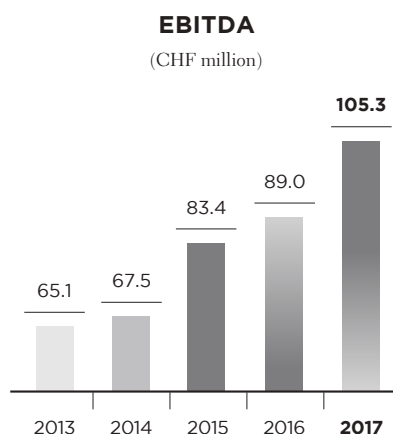
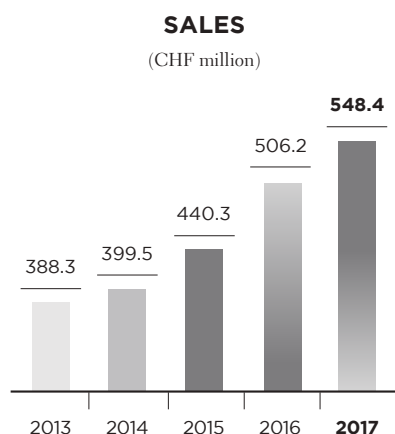


# 2017 at a glance

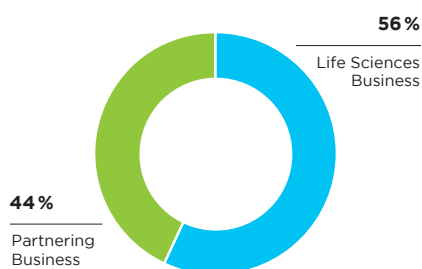
## KEY FIGURES

| CHF million                   | 2016           | 2017           | 2016/2017 |
|-------------------------------|----------------|----------------|-----------|
| Sales                         | 506.2          | 548.4          | 8.3%      |
| Sales in local currencies     | 507.8          | 548.4          | 8.0%      |
| Gross profit<br>in % of sales | 239.4<br>47.3% | 265.6<br>48.4% | 11.0%     |
| EBIT<br>in % of sales         | 68.1<br>13.5%  | 80.5<br>14.7%  | 18.1%     |
| EBITDA<br>in % of sales       | 89.0<br>17.6%  | 105.3<br>19.2% | 18.3%     |
| Net profit<br>in % of sales   | 54.5<br>10.8%  | 66.5<br>12.1%  | 22.0%     |
| EPS (CHF)                     | 4.74           | 5.73           | 20.9%     |

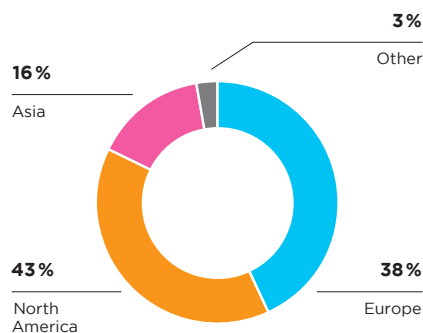
## FINANCIAL SUMMARY



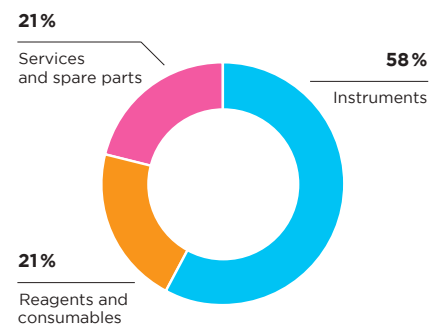
**SALES BY BUSINESS SEGMENTS**  
(in % of sales)



**SALES BY REGIONS**  
(in % of sales)



**SALES BY PRODUCT GROUP**  
(in % of sales)





# Dear Shareholders

Tecan ended fiscal year 2017 with a significant increase in sales and profit as well as strong growth in order entry. Over the last three years our sales have increased by a total of around CHF 150 million or 37%, underpinning our focus on both organic growth as well as contributions from synergetic M&A. Of particular note are our recurring revenues which have increased in recent years from around 30% to now over 40% of our overall sales.

Another key success during 2017 was the rapid integration of the two most recently acquired companies. We also see continued potential in terms of our existing products, which is being underpinned by the by strong growth in order entry we had in 2017. Coupled with new products, both in the Life Sciences Business and the Partnering Business, and the possibility of further acquisitions, Tecan is in a good position for further dynamic growth going forward.

## FINANCIAL RESULTS FULL-YEAR AND SECOND HALF OF 2017

In the year under review, Tecan grew its order entry by 12.1% to CHF 564.1 million (2016: CHF 503.2 million), which corresponds to an increase of 11.8% in local currencies. Both business segments contributed with double-digit growth rates. On an organic basis, order entry increased by 9.1% in Swiss francs and by 8.5% in local currencies. Thanks to strong order entry, which exceeded sales, the order backlog was sharply higher as of December 31, 2017. The growth in order entry was also strong in the second half of the year, with an increase of 7.1% in local currencies.

Sales climbed by 8.3% in Swiss francs or 8.0% in local currencies to CHF 548.4 million in 2017 (2016: CHF 506.2 million). Tecan therefore achieved its annual target for Group sales growth of more than 6% in local currencies communicated in March 2017. On an organic basis, sales grew by 4.7% in local currencies and 5.0% in Swiss francs.

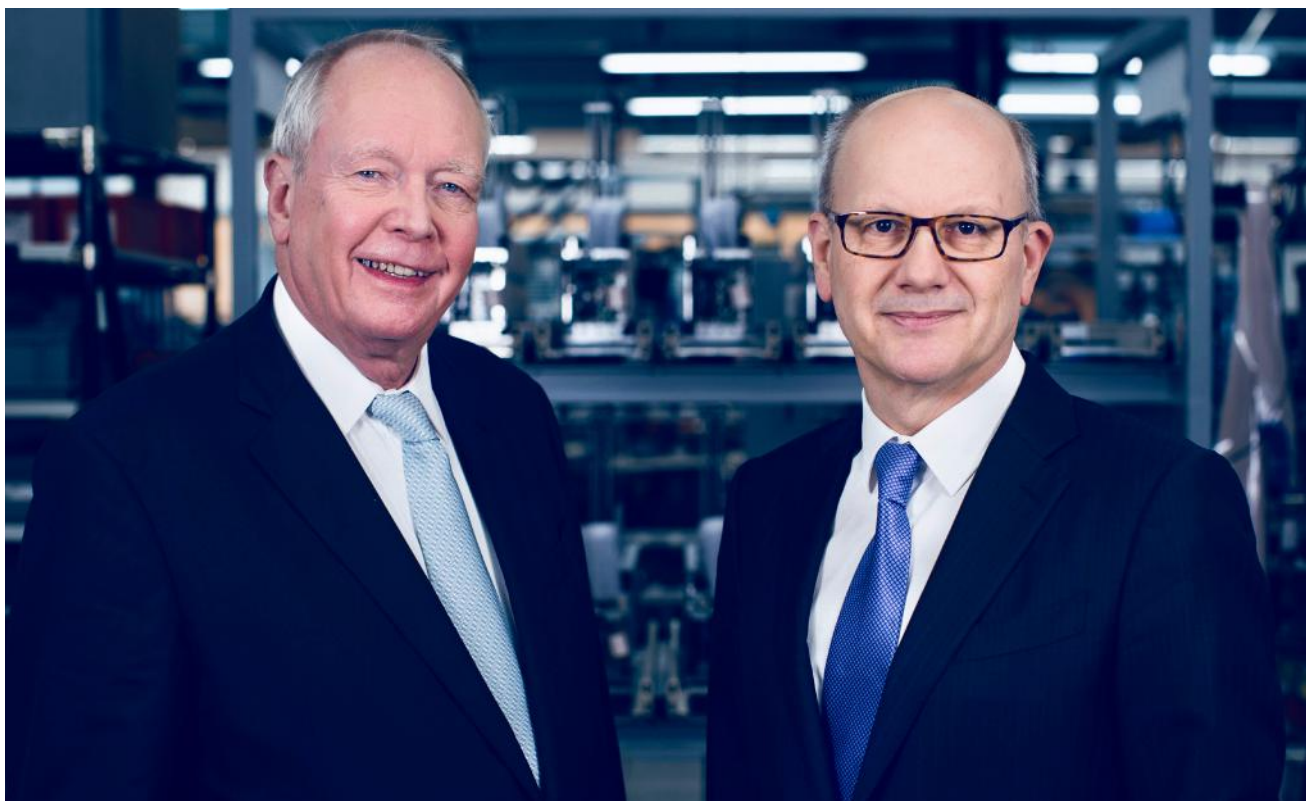
Sales continued their positive trajectory in the second half of the year as well, growing by 8.0% in local currencies and 8.9% in Swiss francs. This corresponds to organic sales growth of 5.8% in local currencies and 6.7% in Swiss francs. Organic sales growth thus accelerated compared with the first six months of 2017, driven by the double-digit sales growth recorded in the Partnering Business in the second half of the year.

Operating profit before depreciation and amortization (earnings before interest, taxes, depreciation and amortization; EBITDA) rose strongly by 18.3% to CHF 105.3 million in the fiscal year (2016: CHF 89.0 million). The EBITDA margin reached 19.2% of sales (2016: 17.6%), after acquisition-related costs in a mid-single-digit million Swiss franc amount. Tecan thus comfortably exceeded its communicated outlook of expanding its reported EBITDA margin to more than 18% of sales. The margin improvement in 2017 was driven by positive volume effects as well as substantial efficiency improvements in procurement and production. The majority of these improvements will have a lasting effect beyond the reporting year. In addition, Tecan also benefited from non-recurring positive effects that were not included in the original plan.

Net profit reported for the year 2017 increased by 22.0% to CHF 66.5 million (2016: CHF 54.5 million). The rise in net profit was slightly greater than the increase in the operating result due to the financial result. The net profit margin improved by 130 basis points to 12.1% of sales (2016: 10.8%). Earnings per share increased by 20.9% to CHF 5.73 (2016: CHF 4.74).

The cash flow from operating activities was CHF 99.4 million in line with expectations (2016: CHF 118.8 million; including a repayment of development costs by an OEM partner). Cash flow from operating activities corresponded to 18.1% of sales in 2017.





**ROLF A. CLASSON**  
Chairman of the Board

**DR. DAVID MARTYR**  
Chief Executive Officer

Details on the course of business of the Life Sciences Business and Partnering Business segments can be found in the relevant sections on pages 28 and 36. Details regarding the regional development of sales are discussed in the Chief Financial Officer's Report on page 83.

### **STRONG BALANCE SHEET - INCREASE IN THE DIVIDEND PROPOSED**

Tecan's equity ratio reached 68.5% as of December 31, 2017 (December 31, 2016: 66.2%). Net liquidity (cash and cash equivalents minus bank liabilities and loans) reached CHF 290.7 million (December 31, 2016: CHF 242.3 million). The company's share capital was CHF 1,166,487 as at the reporting date of December 31, 2017 (December 31, 2016: CHF 1,154,137), consisting of 11,664,872 registered shares with a nominal value of CHF 0.10.

The Board of Directors will propose an increase in the dividend from CHF 1.75 to CHF 2.00 per share to the shareholders at the Company's Annual General Meeting on April 17, 2018.

### **PRIORITIES**

Tecan has a clear strategy to ensure the long-term success of the Company. For details, please refer to pages 20-21 of this report. The implementation of Tecan's strategy is supported through the implementation of Company-wide priorities.

#### **SUCCESS IN IMPLEMENTING PRIORITIES FOR 2017**

As in recent years, we again defined five Company-wide priorities for 2017, to continue the implementation of our strategic priorities and activities.

*Our first priority* was to further increase operational efficiency, reduce material costs and maintain the fast pace of innovation. We achieved significant improvements through continued supplier relocation and consolidation, global alignment of our procurement activities and by strategically leveraging our established sourcing hub in Singapore. In terms of material costs, we were able once again to save a mid-single-digit million Swiss franc amount due to these activities. Together with further reductions in manufacturing times for our instruments, we were therefore able to boost our efficiency once again. With regard to development, we also achieved a strong innovation output due to strengthened global R&D governance and optimized R&D processes.



The *second priority* focused on the Partnering Business. In the year under review, we also supported our partners with a further ramp-up of serial production as well as with upcoming market launches for several new instruments. For example, there was a significant increase in serial production with respect to the platform family for the ORTHO VISION™ Analyzer for our partner Ortho Clinical Diagnostics. In January 2017, our partner celebrated the 1,000th installation worldwide of an ORTHO VISION™ analyzer platform. We are also pleased that in January 2018, it was announced that another approximately 900 instruments were installed during 2017. During the year under review, we concluded new development agreements as the basis for future growth. For example, Tecan launched a joint project with Italian partner DiaSorin to develop a new platform for molecular diagnostics. With Japan-based Sysmex Corporation we signed an agreement for the development of an instrument to be used in the area of flow cytometry. More details on various projects can be found in the segment report on pages 39 and 40.

The *third priority* addressed the Life Sciences Business and centered around the successful market launch of our Fluent® and Spark® instrument platforms. The Fluent platform expanded its position as an industry-leading, application-focused automation solution. At the same time, development of the Fluent® Gx variant for regulated markets was stepped up and preparations were made for the market launch in 2018. We launched new options for the Spark reader platform, such as a stacker to enable longer operating times without user interaction. The integration of the US company SPEware (now Tecan SP), part of the Tecan Group since October 2016, was successfully completed in 2017. With the market launch of these products in Europe, we can now use the global sales and service infrastructure of Tecan.

In the area of *Corporate Development*, we maintained contact with numerous interesting companies, taking a closer look at a selection of them. We are pleased that we were able to expand our technology portfolio in the Partnering Business with the acquisition in February of the French company Pulssar Technologies. The relocation of Pulssar production from Paris to Tecan's existing manufacturing site for components in San Jose, California, was undertaken rapidly and has already been completed.

The *fifth priority* was a continuation of the very successful activities to grow our plastic consumables business. We benefited to an even greater extent in the year under review from our broad base of installed instruments. We were able to expand our business with existing customers and to convince new customers to count on the excellent reliability of our systems. The plastic consumables business now comprises more than 13% of total sales.

## PRIORITIES FOR 2018

As in recent years, we have again defined five business-wide operational priorities for 2018.

With our *first priority* for the year, we are maintaining our focus on operational efficiency and material cost savings. We are once again anticipating savings in the mid-single-digit million Swiss franc range in 2018 compared with 2017. In R&D we are aiming to further optimize processes and to have an ongoing high level of innovation output.

As in the prior year, our *second priority* is the Partnering Business. We want to sign new development agreements in our focus areas. We support existing partners with market launches of the instruments we have developed and with increasing serial production. We want to capture additional growth potential by also expanding our components and service business as well increasing sales of consumables and bolstering our activities in the Asian growth markets, in China in particular.

Our *third priority* is once again the Life Sciences Business. With the introduction of Fluent Gx in the current year, we are offering a promising platform variant for regulated markets. The associated activities are a focal point in sales and marketing. We also see potential in customer-specific, integrated automation solutions, and we want to exploit this potential more effectively. Genomics is rapidly expanding around the world, and we are working across platforms to expand our strong position in this area. In the area of applications for cell biology, which is also growing rapidly, we see major opportunities to profit from this momentum, in particular with the Spark platform. We anticipate that the business with services and consumables will continue to expand. At Tecan SP we are introducing new products for mass spectrometry sample preparation solutions and also marketing these products in Europe for the first time. We are building a team of dedicated specialists in sales and in application support for this purpose.

In line with our strategy, we want to complement organic growth going forward through acquisitions. Corporate Development will therefore remain a priority in the current year. The list of M&A targets continues to be well filled, and it includes companies that would be an optimal addition to our business, as well as potentially larger, transformative deals.

Our new *fifth priority* is to strengthen even more the core brand and corporate culture of Tecan. In a comprehensive brand refresh project in 2015, we defined the common guidelines, values and principles of conduct that underpin our corporate culture and the Tecan brand. We believe that this is a key factor for the Company's success. In the current year, we also want to sharpen the focus on our promise to customers of "Always There For You." Based on a survey conducted



during the year under review, we are establishing a comprehensive customer satisfaction program as an additional important pillar.

## OUTLOOK 2018

Tecan expects organic sales growth for full-year 2018 to be in the mid-single-digit percentage range in local currencies. This forecast does not take account of potential additional acquisitions.

After the significant margin increase in 2017, partly on the back of non-recurring positive effects, we anticipate that the EBITDA margin will once again exceed 19% of sales in 2018.

These expectations regarding profitability include integration costs for already completed acquisitions in a low single-digit million Swiss franc amount and are based on an average exchange rate forecast for full-year 2018 of one euro equaling CHF 1.15 (2016: 1.07) and one US dollar equaling CHF 0.96 (2016: 0.99). Again, no contributions or costs linked to further acquisitions are taken into account.

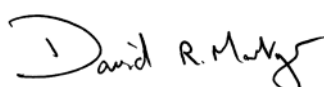
## OUR GRATITUDE

We had a successful 2017, and we laid the foundation for continued growth at Tecan with new products. Together with our new colleagues at SPEware and Pulsar, we worked intensively so that this recent acquisition could quickly become a part of the Tecan family. The Board of Directors and Management Board would like to thank all employees for their commitment and dedication. We are also grateful to our customers for their loyalty, and to our shareholders and business partners for their trust.

Männedorf, March 8, 2018



**ROLF A. CLASSON**  
Chairman of the Board

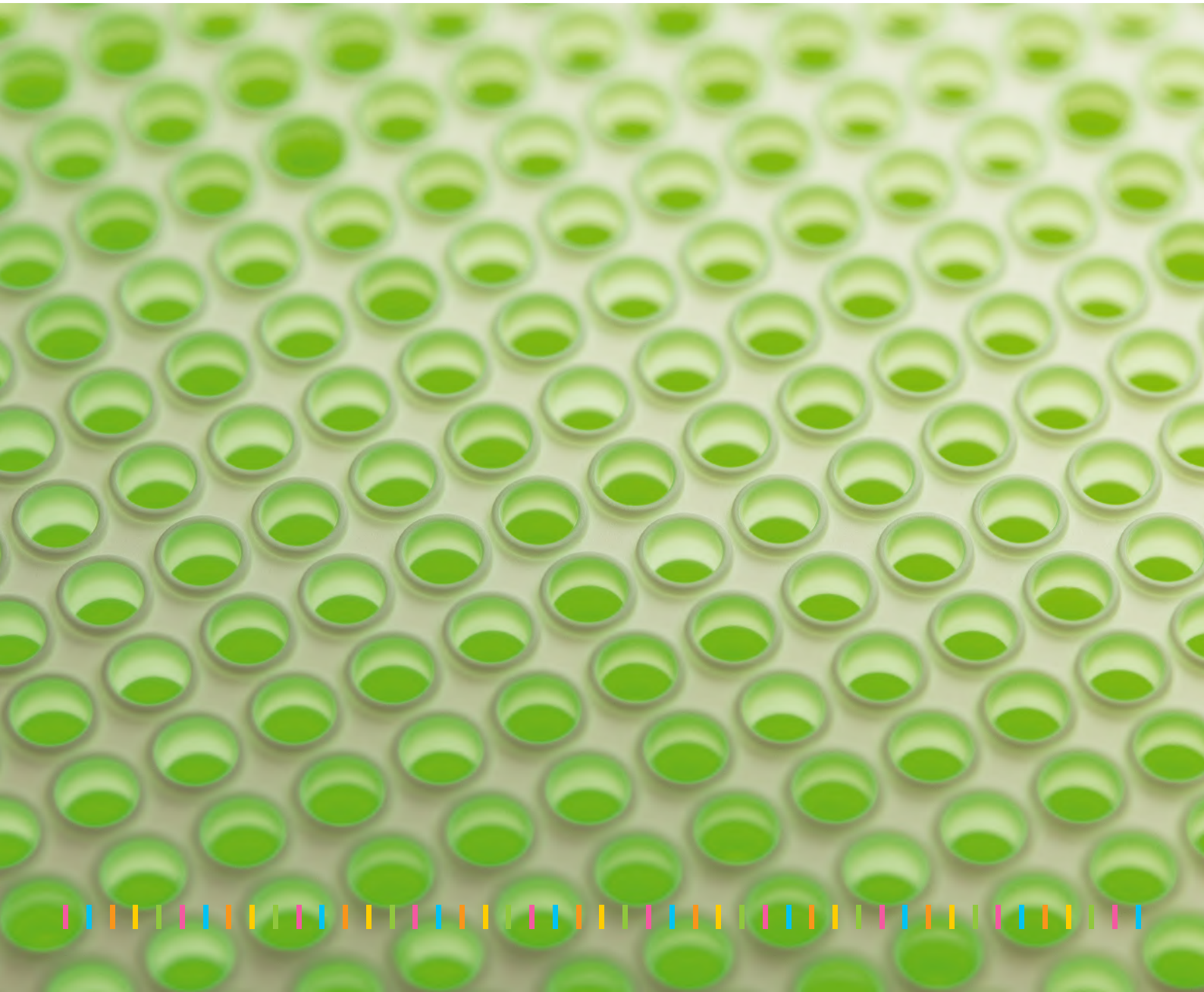


**DR. DAVID MARTYR**  
Chief Executive Officer

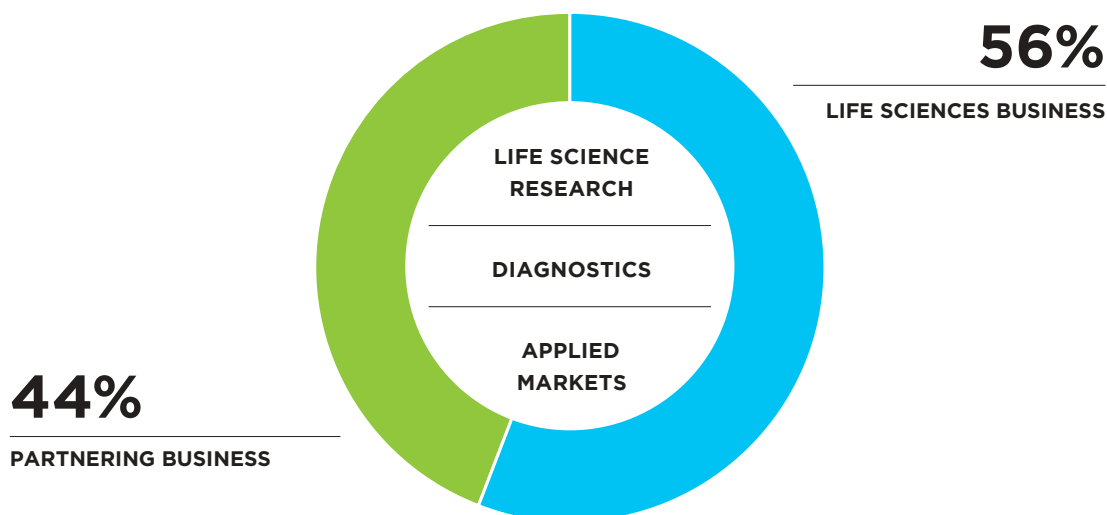


# Markets, strategy and brand management

Tecan is the market leader in laboratory automation. It enables customers in the life science research and diagnostics sectors to put seminal discoveries into practice in their daily business thanks to laboratory instruments and comprehensive automation solutions. Tecan also offers solutions for various applied markets such as forensics, the food industry, crop research, the cosmetic industry and veterinary applications. Automation solutions include instruments, software packages, numerous configurable modules, special application expertise as well as regulatory and quality consulting, service, plastic consumables and (for selected applications) the corresponding functional consumables and reagents.



## BUSINESS SEGMENTS & MARKETS



The name Tecan is synonymous with a level of reliability that has, through countless tests and over many years, become one of the foundations of numerous research institutes and clinical laboratories. Laboratories throughout the world can rely on the consistent excellent quality of Tecan products they use to analyze thousands of blood, cell and tissue samples every day.

Tecan's solutions automate all types of repetitive work steps in the laboratory and make procedures more precise, more efficient and safer. They also pipette the smallest volumes of different fluids with optimum precision, for example. By automating these work steps, laboratories can significantly increase the volume of samples they process, obtain test results sooner and ensure reproducible output. The instruments can also perform necessary work overnight without supervision, allowing laboratory personnel to evaluate the results or continue with the next steps upon returning the following morning. Tecan also offers a wide range of detection devices. This includes analytical devices such as microplate readers, which analyze reactions on a microtiter plate, as well as washers, which perform the washing and purification operations of a test procedure. Tecan also offers integrated solutions in the area of immunoassays for specialty diagnostics and sample preparation for mass spectrometry, including reagents and functional consumables.

The Company serves some customers directly, but is also a leader in developing and manufacturing OEM instruments and components that are distributed by partner companies – mainly diagnostics companies – under their own names as total solutions together with the relevant test kits. The Tecan Group can count on two strong pillars in the Life Sciences Business (end-customer business) and Partnering Business (OEM business) segments. The majority of end-users come from the diagnostics market, accounting for around 60% of total sales. The needs of the diagnostics market are largely addressed via the OEM sales channel and, to a smaller extent, via the end-customer business. Tecan serves the life science research sector and the various applied markets largely under its own brand using its internal sales and service organization. Group-wide functions are combined in the Development & Operations division to better unlock synergies in research, development, procurement and production across different locations.



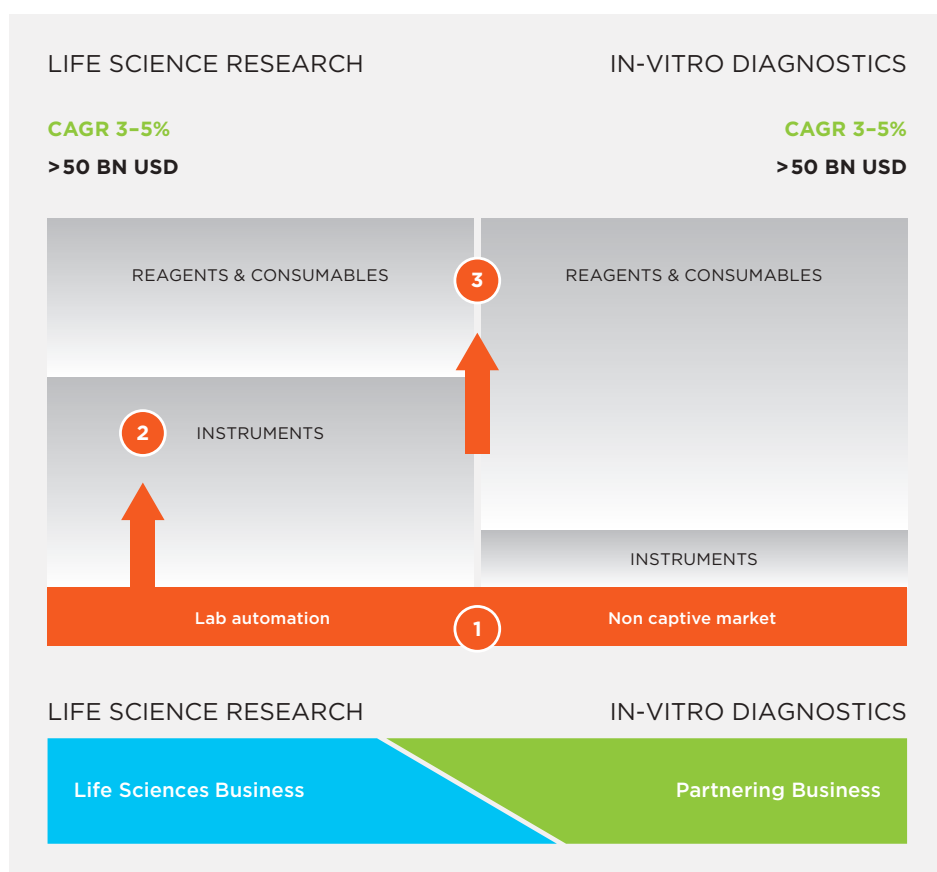
## MARKET DEVELOPMENT AND STRUCTURE AS THE BASIS FOR CORPORATE STRATEGY

Tecan's two main markets are diagnostics and life science research.

The volume of the diagnostics market exceeds USD 50 billion and is growing at an annual rate of 3% to 5%. Diagnostics companies obtain the majority of their sales, around 80%, from reagent sales, while instruments generate around 20% of sales. In the instruments market segment, Tecan primarily supplies diagnostics companies with automation solutions via its Partnering Business segment. Then the customers market them with their own reagents and as a total solution to institutions such as hospitals, large diagnostic laboratories and blood banks. In its Life Sciences Business segment, Tecan distributes open automation platforms, which are used, for example, by clinical laboratories for ELISA-based protocols to investigate blood samples for specialty diagnostics, such as evidence of rare infectious diseases or to determine certain hormone levels. These laboratories are able to obtain the reagents from a variety of suppliers. Tecan was not traditionally involved in the reagent segment of

the diagnostics market and made the first step in this direction with the acquisition of IBL International in 2014. Other fast-growing areas of the regulated diagnostics market that Tecan serves directly with flexible automation solutions include molecular diagnostic applications, such as in gene sequencing.

The life science research market is comparable to the diagnostics market in size and average annual growth rate. However, there is a difference in its market structure; some two-thirds of sales come from instruments and only about a third from reagents. Laboratory automation, a field in which Tecan is active, forms part of the instruments market segment and has a market volume of approximately USD 3 billion. The automated Liquid Handling & Robotics product group, which is the largest product area at Tecan, generates approximately half of the sales in this market segment. Detection instruments, the second largest instrument group at Tecan, accounts for more than one-quarter of the market segment.



MARKET STRUCTURE

## STRATEGY FOR PROFITABLE GROWTH

The corporate strategy is based on the structure of the two main markets. It pursues three vectors to ensure sustainable profitable growth.

**1** In both markets, the aim is to further consolidate the core business and gain market share through launching new products and expanding geographically. In Life Sciences the market-leading position in laboratory automation will be further increased by launching innovative new products. In recent years Tecan has introduced next-generation platforms in both of its main product lines, and more market launches will follow. In the in-vitro diagnostics market, some of the instrument development and production will be outsourced to specialists like Tecan. In this addressable market share, Tecan, through its Partnering Business, is the partner of choice in automation systems for many companies in the in-vitro diagnostics industry. Tecan supports these partners with their regional product launches of new instruments – developed and manufactured by Tecan – and the associated ramp-up in serial production. Tecan has a well-stocked pipeline of additional opportunities, and it leverages its proprietary platforms, technologies and service footprint to expand market share. In the components business, part of the Partnering Business, Tecan aims to expand its leading position for liquid handling components. Various customers are launching new instruments and ramping up series production, which allows Tecan to further grow this business.

Market share in the core business will also be expanded through acquisitions. The acquisition of Sias AG in late 2015 further expanded the Partnering Business and added new corporate customers in in-vitro diagnostics and a well-stocked pipeline of new development projects. Sias is now an integral part of the Group and has been merged with a Tecan company.

**2** Tecan is also aiming to build up further pillars in the instrument market for life science research. This applies in particular to areas beyond conventional, open and flexible robotics solutions for liquid handling and microplate readers. There are plenty of opportunities here, especially in dedicated instruments for sample preparation. In adjacent markets, Tecan sees opportunities to extend its traditional core business so as to grow faster than the overall markets for life science research instruments. This potential can be accessed both organically and through acquisitions. The acquisition of SPEware in 2016 – since renamed Tecan SP – enables the Company, for example, to offer dedicated instruments in the area of sample preparation for mass spectrometry.

**3** The third vector focuses on expanding recurring revenues in Tecan's two main markets, life science research and in-vitro diagnostics. The Company wants to supply reagents and consumables for both markets so as to be able to offer fully integrated solutions. For Tecan this includes instruments, software, applications support and, crucially, reagents and consumables for the platforms for selected applications. In future Tecan will focus more closely in selected applications on fully integrated solutions rather than acting just as a pure instrument provider, which was the focus of the business in the past. Tecan has a long tradition of providing immunoassay instruments in the specialty diagnostics market segment, but has not benefited from recurring revenue from the use of reagents on these platforms. The acquisition of IBL International in 2014 was an important step toward also generating revenue from reagent kits. The acquisition of SPEware (Tecan SP) follows the same logic. In this market segment, too, Tecan is already a leading provider of automation platforms. With Tecan SP's functional consumables, the range of solutions can now be expanded to include sample preparation in mass spectrometry.



## **TECAN BENEFITTING FROM VARIOUS MEGATRENDS**

Megatrends are long-term transformation processes that embody far-reaching social and technological changes. The markets in which Tecan is active are positively influenced by a number of megatrends. Tecan has focused its corporate strategy accordingly and will thus be in a position to obtain significant benefits from these transformation processes.

The 21st century has often been described as a century of biological discovery and development. It is estimated that, every six months, the world's laboratories generate more biological data than has ever been created in human history. The ensuing discoveries and their applications will change human life forever.

For example, the new findings are being used with increasing success in drug development. In the US, the Food and Drug Administration (FDA) approved 46 new drugs in the year under review, twice as many as in the previous year and the highest number in 21 years. The newly approved drugs included 14 anticancer drugs, some with entirely novel mechanisms of action for treatment, such as the first products based on gene therapy approaches. One of these innovative drugs, for example, genetically modifies immune cells taken from the patient's blood so that they recognize specific tumor antigens and destroy cancer cells.

| Megatrends   | Positive effects on Tecan  |
|--|--|
| <p>Population growth and the aging population</p>  | <p><b>Many diseases</b>, such as cancer and cardiovascular diseases, are more prevalent in old age. Around the world, significant sums are being invested in the development of innovative drugs to improve treatments. Numerous novel drugs were approved in recent years, many of which are based on previously unused modes of action. The total volume of diagnostic tests that enable diseases to be identified is increasing and more tests are being carried out per person.</p> <p><b>As many diseases are being treated with increasing success</b>, the progression of these diseases can be observed over a longer time span. Tecan benefits from the increased demand for automated solutions both in life science research and in the field of diagnostics.</p> |
| <p>High levels of investment in healthcare and life science research in emerging markets</p>   | <p><b>Growing levels of prosperity</b> mean that the demand in the area of healthcare is rising continuously. China, for instance, is now one of the world's largest healthcare markets, although its spending per capita is still only a fraction of that in many western industrialized countries. Hundreds of new hospitals are being built each year and the government is investing large sums in university research. Tecan supplies important automation solutions to upgrade laboratory infrastructure and is investing in its own marketing and service organization to serve more customers directly.</p>  |
| <p>Development of targeted pharmaceuticals and use of companion diagnostics</p>  | <p><b>The growing use of personalized medicine</b> means that the biomolecular constitutions of individual patients are increasingly taken into account, allowing targeted drugs to be deployed. Tecan supports research into characteristic biological features (biomarkers) and the development of new active ingredients with automation solutions. Tecan solutions are also being used in companion diagnostics.</p>   |
| <p>An explosion of knowledge in the field of biological correlations and molecular processes – using these findings in applied markets</p> | <p><b>Life science research</b> is coming up with new findings at an ever quicker pace. These are being increasingly used not only in drug development and human diagnostics, but also in numerous applied markets.</p> <p><b>Some examples:</b> In forensics, criminals are being convicted based on DNA profiling. The same techniques and procedures used in human diagnostics are being employed in diagnostics for farm animals. In the area of foodstuffs, impurities are not tolerated and genetic modifications must be declared. In these laboratories too, state-of-the-art automation solutions from Tecan improve efficiency.</p>  |
| <p>Genetic testing for consumers</p>   | <p>Another trend that Tecan is benefiting from is the <b>fast-growing market for genetic testing</b> carried out directly for consumers. This development was made possible by the rapidly declining costs of <b>gene sequencing</b>. In the US in particular, this segment has already become a relevant market, with more than 7 million samples tested in 2017. Areas of application include, for example, tests for inheritable diseases or genealogical research.</p>   |



## CORE COMPETENCES

Tecan's success is based on core competences that the Company has systematically acquired and expanded over the years. Tecan's overall core competence is the automation of complex processes in life science research laboratories and in the strictly regulated diagnostics market. This overall competence is made possible by core competences in individual aspects of an application's typical processes. In robotics, Tecan is the market leader in the automation of very diverse repetitive work steps that have to be conducted in laboratories. Its core competences cover both instruments and the software packages needed for their operation. The Company is an expert at handling various test formats, from microtiter plates to test tubes. Tecan offers a wide-ranging portfolio of different modules to automate applications and work processes, such as examining DNA or cells. To enable the entire workflow to be automated, Tecan also integrates third-party devices. Customers benefit from the enormous application know-how of Tecan specialists, even in strictly regulated areas such as clinical diagnostics.

Tecan has particular technical expertise in liquid handling and detection. Liquid handling involves the high-precision handling of fluids, even in the smallest quantities. This process includes the aspiration and dispensing of liquids with differing physical and chemical properties, such as reagents and blood (both whole blood and serum). The quantities of fluid involved can range from milliliters to microliters. Tecan also has the necessary sensor technology to monitor processes, for example, to ascertain whether a liquid transfer has actually taken place. One of the Company's particular competences is the ability to make these often highly complex processes easy to perform through user-friendly software with an intuitive user interface.

In the area of detection, Tecan specializes in analytical devices that use a variety of optical methods to detect reactions in a test procedure, such as the binding of an antibody to a target molecule. This may be done using fluorescence, luminescence or absorption techniques, for example. Tecan also uses patented technologies here to lower the detection limit or reduce diffused light and thereby increase the sensitivity. Tecan detection instruments are able to process varying wavelengths quickly and flexibly, even in parallel.

Over and above the technical expertise, Tecan also has extensive application know-how in the various disciplines of life science research and clinical diagnostics. One of the Company's unique selling points and core competences is its ability to bridge the gap between research and the strictly regulated diagnostics market for its customers and partner firms. Various new technologies are no longer applied solely in a research context, but increasingly also in diagnostics. Two such technologies that have expanded into diag-

nostics are next-generation sequencing and mass spectrometry, both of which were originally used exclusively for research purposes. Via its Life Science Business, Tecan already collaborates with research institutes and companies in the early phases of such technologies and supports them in automating them. As a result, the Company gains application knowledge and the required technical modules early on. When these technologies reach a later stage and are to be marketed worldwide as standardized, approved tests, Tecan can then bring this expertise to the development of dedicated automation platforms through partnerships with diagnostics companies and significantly reduce time to market. The steady increase in regulatory requirements presents a major challenge, in particular for smaller companies and companies that are traditionally oriented only toward the research market. Tecan can benefit from these growing market barriers, as it has built up these core competences and invested in regulatory compliance for years.

## PATENTS AND PROTECTION OF INTELLECTUAL PROPERTY

Tecan makes above-average investments in research and development to maintain and reinforce its position as market leader. In the year under review, such expenditure amounted to 9.3% of sales. Protecting its intellectual property is of major importance in ensuring that the development of new products and technologies gives the Company a sustainable advantage in the market. Tecan registers patents on relevant developments for the most important markets in a timely manner. The Company has several hundred patents in various patent families. Once again, numerous new patents were granted in the year under review.

Patents strengthen Tecan's competitive position in a variety of products and applications. Numerous patents were also registered for the newly developed platforms in both product lines, the Fluent liquid handling platform and the Spark reader platform, some of which have already been granted. These patent registrations relate to a variety of basic inventions in the fields of both hardware and software that were made during the development of the platforms.

For example, the Fluent liquid handling platform's patented Dynamic Deck™ has a modular structure over several levels and offers an extremely high processing capacity. This can be achieved because the platform's work surface is comprised of modular tabletop elements that can be assembled, rather than a fixed surface. This enables the rapid, problem-free exchange of the individual elements to adapt the work process to specific applications for short periods.

During the development of Fluent, important inventions were also made in other areas and registered as patents. These made it possible to further increase the security, reliability and reproducibility of data offered by Fluent. The patented Adaptive Signal Technology™ precisely detects even minute quantities of fluids, which makes it possible to control pipetting precisely, allowing for the use of smaller reagent and sample volumes for significant cost savings.

In the year under review, Tecan also registered numerous patents for technologies that will potentially be used in future products if cost-effective manufacture is ensured and customer needs can be met. One example of these new technologies for which a patent was filed in 2017 is capacitive measurement, which represents a major advance in fluid transfer.

An overview of the various patents has been published on Tecan's website. The overall strategy to protect intellectual property includes patents, trademark registrations of the names of product platforms, registering designs to protect Tecan products from copycat products

and protecting individual graphic software elements by means of design rights and trademark rights. Tecan also arranged for key branding elements of the new design to be protected and applied for brand registration.



Every lab.

Every day.

Empowered.





## BRAND MANAGEMENT

Tecan is a leading brand in laboratory automation. It stands for the highest standards, quality, reliability and innovation. These are decisive success factors for building up and strengthening a brand in this sector on a long-term basis. A carefully selected and nurtured portfolio of several brands is of prime importance to Tecan and is a necessity if it is to differentiate itself from its competitors. The Company's most important brand is the Tecan umbrella brand, followed by various brand names for product platforms.

With the “Every lab. Every day. Empowered.” vision, Tecan aims to maintain a global presence with outstanding technologies, products and support.

In fiscal year 2017, Tecan again carried out a comprehensive international customer survey. It found that the vast majority of customers were satisfied with Tecan's products and services, with most describing themselves as “completely satisfied” or “very satisfied”. A large proportion of customers would also recommend Tecan to someone else – both within and outside of their own organization. In addition to the largely positive results, the survey also identified room for improvement, which Tecan is now addressing with appropriate measures. Previous surveys also found that Tecan is synonymous with solid reliability. Every day around the world, Tecan products are used in key studies in life science labs, as well as in daily operations in diagnostic labs that are critical to human lives. Its promise to its customers is to be ‘Always there for you’. Tecan strives to be closer to customers and partners, to be more responsive, and help them achieve their goals by contributing with its expertise wherever it can. To further develop customer focus, ongoing assessment of customer satisfaction was set up in the year under review, as a further key pillar of the customer satisfaction program. In addition to the regular comprehensive survey, from 2018 customers will also be surveyed directly after transactions or at set intervals.

Tecan has a clearly identifiable visual signature, including the five-color barcode. The red dot reinforces the design of the Tecan corporate logo and appears as a unique sign-off at the end of headlines and after the product name on instruments. The transparent box is a feature of Tecan's visual identity that lends a touch of refinement to its brand presentation.

To strengthen its brand identity, Tecan had previously introduced a uniform image for the various product platforms in 2014. The Fluent liquid handling platform introduced in the same year and the Spark detection platform introduced in 2015 are linked by the graphic element of a characteristic gray curve. Individual modules also carry the new industry design and are therefore easily identifiable as Tecan products.



*Always there*

*for you.*

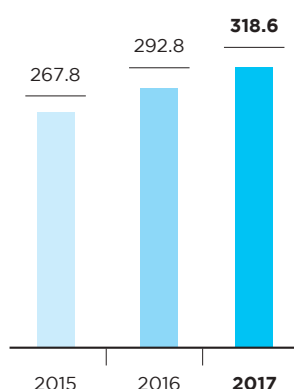




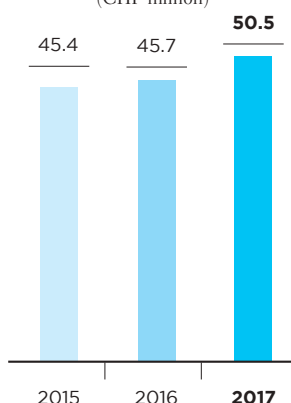
# Life Sciences Business

(end-customer business)

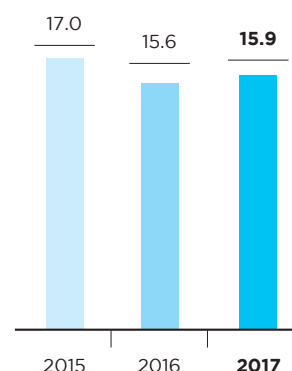
**TOTAL SALES**  
**LIFE SCIENCES BUSINESS<sup>1</sup>**  
(CHF million)



**EBIT**  
**LIFE SCIENCES BUSINESS**  
(CHF million)

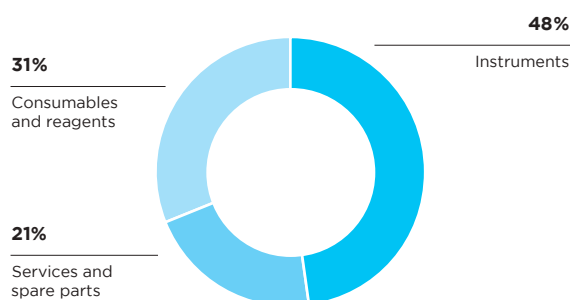


**EBIT MARGIN**  
**LIFE SCIENCES BUSINESS**  
(in % of sales)

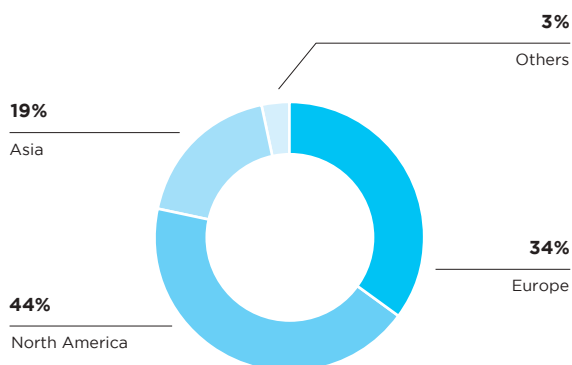


<sup>1</sup>Sales to third parties + intersegment sales

**SALES**  
**BY PRODUCTS**  
(in % of sales)



**SALES**  
**BY REGIONS**  
(in % of sales)



## PERFORMANCE

Sales in the Life Sciences Business increased by 9.0% in local currencies to CHF 306.9 million (2016: CHF 280.2 million) in 2017 and were 9.5% above the prior-year period in Swiss francs. On an organic basis (excluding SPEware for the first nine months), sales in 2017 rose by 3.6% in local currencies, with contributions from a broad range of instrument platforms, the service business and further strong growth in consumables. Among the regions, China again stood out with a high growth rate. After posting strong growth in the first six months of 2017, sales increased by 2.5% in local currencies and 3.8% in Swiss francs in the second half of the year. At -0.6% on

an organic basis, the second half of the year was slightly below the prior-year period, during which sales had benefited from a major project installation.

Full-year order entry in the Life Sciences Business segment once again exceeded sales, achieving double-digit growth. Orders also increased in the second half of the year, comfortably exceeding overall sales growth.

Tecan is the market leader and a pioneer in laboratory automation. Tecan has offered a wide range of laboratory instruments and automated workflow solutions for use by pharmaceutical and biotechnology companies, government research institutions and universities, diagnostic laboratories, and scientists from numerous applied markets for more than 35 years. In 2017, the Life Sciences Business segment represented 56% of total sales of the Tecan Group.

Operating profit in this segment (earnings before interest and taxes; EBIT) rose by 10.6% to CHF 50.5 million (2016: CHF 45.7 million), after acquisition-related costs for the integration of Tecan SP. This positive performance is primarily a result of sales growth and a higher gross margin, as well as further efficiency gains. The operating profit margin improved by 30 basis points to 15.9% of sales (2016: 15.6%).

### HIGHLIGHTS OF 2017

- Integration of US company SPEware (now Tecan SP) and market launch of the Resolvex™ product line for sample preparation for mass spectrometry
- Market launch of additional functions and applications of the Fluent laboratory automation family and development of the Fluent Gx platform variant for regulated markets

### MARKETS AND ORGANIZATION

In the Life Sciences Business segment, Tecan distributes products through its own market organization and distributors in more than 50 countries worldwide. Sales and application specialists communicate with end customers to discuss their various requirements in terms of automating highly diverse laboratory procedures, while service engineers as well as a help desk and expert-line specialists work to ensure a high degree of customer loyalty and satisfaction.

Most of these customers work in the field of life science research and applied markets. Around one-third of sales in this segment are generated from customers in the diagnostics market. Customers in the fields of research and diagnostics place various requirements on products and the sales process. The diagnostics market is strictly regulated by national supervisory authorities, and each automation solution is used within a clearly defined area of application. Product features such as instrument reliability, quality and reproducibility of test results as well as user-friendliness are extremely important. And in the area of research, highly innovative, flexible

and user-friendly automation solutions continue to play a key role. The local sales organizations take into account the various needs and requirements of both customer groups.

### PRODUCT PORTFOLIO

Within the Life Sciences Business, the largest product group is the scalable liquid handling platforms, which are used to pipette fluids with optimum precision and automate laborious and repetitive manual procedures. These platforms can be configured from the wide-ranging portfolio of available modules and devices to provide a high degree of flexibility and easy adaptability for a diverse range of applications. Highly complex customized offerings are also provided to a smaller group of customers. Tecan is the global market leader in automated liquid handling platforms. Tecan also provides a wide range of bioanalytical instruments such as microplate readers and washers, which allow reactions to be monitored or specific analytes to be measured. They are used as independent devices or integrated within the liquid handling platforms to ensure a complete customer solution. Tecan also works with numerous partner companies to integrate their test procedures or devices to provide comprehensive workflow solutions. Tecan's offering includes instruments, special software packages and application expertise as well as consulting, service and consumables. The consumables business in particular recorded strong growth again in the year under review.

In the fields of immunoassays for diagnostic special parameters and sample preparation for mass spectrometry, Tecan also offers integrated total solutions, including appropriate reagents and functional consumables.



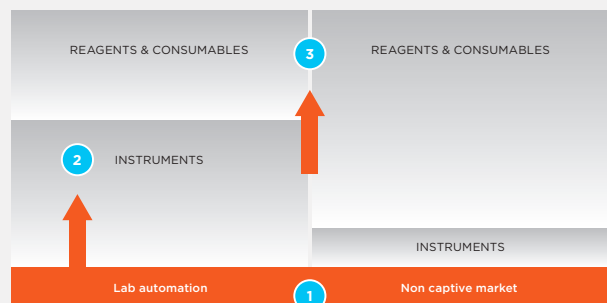
## 1 EXPANDING THE CORE BUSINESS

## LAUNCH OF NEW PRODUCTS

## Fluent: Simplicity – Productivity – Confidence

High-definition liquid handling ensures precision and accuracy over a wide range of volumes, from sub-microliter to several milliliters. The patented Adaptive Signal Technology™ detects even small volumes of liquid with precision, allowing for the use of smaller reagent and sample volumes for significant cost savings. The patented Dynamic Deck™ uses a modular, multilevel design to offer exceptional deck capacity.

| LIFE SCIENCE RESEARCH | IN-VITRO DIAGNOSTICS |
|-----------------------|----------------------|
| CAGR 3-5%             | CAGR 3-5%            |
| >50 BN USD            | >50 BN USD           |



LIFE SCIENCE RESEARCH

IN-VITRO DIAGNOSTICS

Life Sciences Business

Partnering Business

## MARKET STRUCTURE



FLUENT GX

Development of the Fluent Gx platform variant for regulated markets was stepped up in the year under review. The last remaining major area of application – the market for clinical diagnostics and other regulated sub-markets – will be addressed during the course of 2018. In the regulated markets, greater focus will be placed on, for example, process security, the traceability of samples and stricter user management. Tecan has a long tradition when it comes to laboratory automation for regulated markets such as clinical diagnostics. End-customers including large laboratories have been relying on Tecan platforms for years, for example, for automating process steps in genomic applications or for tests for infectious diseases. In addition, Tecan, through

its Partnering Business, is the partner of choice in automation systems for many companies in the in-vitro diagnostics industry. Following the launch of Fluent Gx, customers in regulated markets will also be able to benefit from the high level of productivity and performance offered by Fluent platforms.

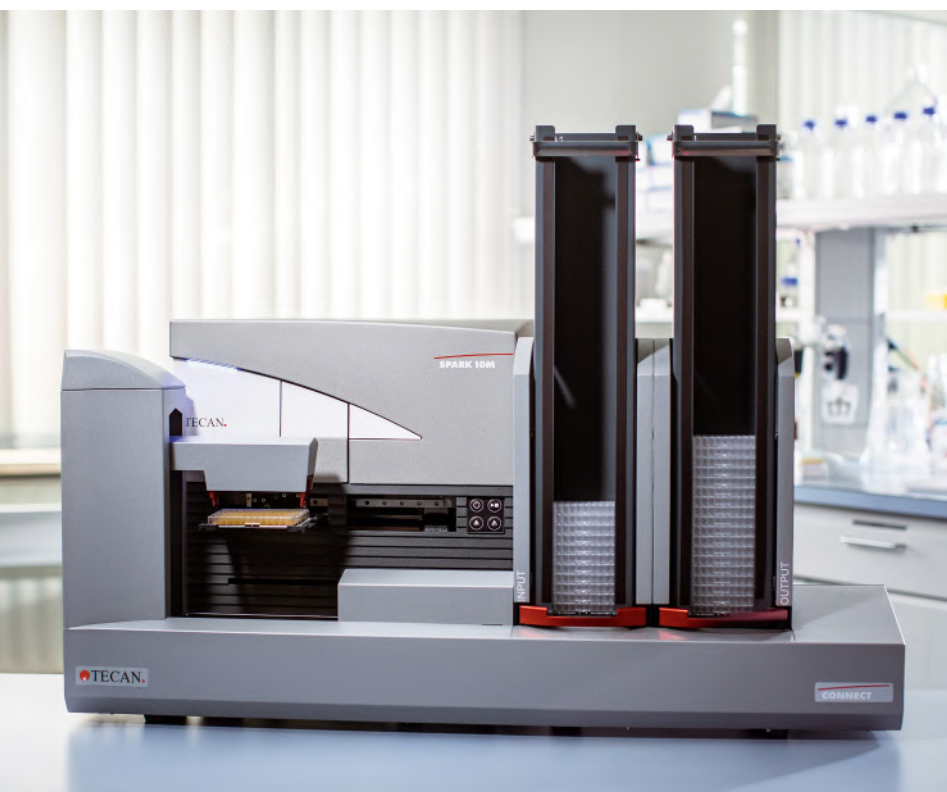


### Spark ignites productivity in the lab

In 2015, Spark marked the introduction of a new generation of the reader platform to the second product line of detection instruments. The Spark multimode microplate reader is designed to offer greater flexibility and increased productivity for cell biology and genomics customers. The all-new platform delivers a combination of exceptional capabilities and ease of use to simplify routine laboratory tasks. In the core of the instrument a unique optics module was developed that ensures that laboratories no longer have to make a trade-off between flexibility and sensitivity. Integrated capabilities for cell counting and incubation simplify cell biology protocols, while ultra-fast scanning – in under five seconds – allows for rapid application analysis in the field of genomics. The special fusion optics function provides a unique sensitivity, speed and flexibility. Other options include the Te-Cool™ cooling module. This module makes it possible for the first time to set the temperature of the measuring chamber lower than the room temperature and thereby achieve exact and reliable results. Automated cell imaging and confluence measurement allows cell cultures to be incubated and monitored in the measuring chamber.

In the year under review, Tecan again launched new options for the Spark reader platform, including a new stacker to enable longer operating times without user interaction. The integrated Spark-Stack™ provides space for up to 50 microplates, which are then automatically loaded into the Spark reader, unloaded after being analysed and transferred back to the Spark-Stack. The module thus raises productivity in that lab employees do not waste valuable time on loading and unloading the microplates. It further enables testing procedures to be run overnight without user interaction. The Spark-Stack can also be fitted on platforms already installed in customer premises.

In order to provide research laboratories with a more cost-effective entry into state-of-the-art reader technology, Tecan added an updated version of the still highly popular Infinite® 200 PRO series of multimode microplate readers to its product offering in the year under review. This proven, reliable reader platform has already been cited in more than 1,800 scientific publications and enjoys great popularity across the world. Customers in the area of life science research can now order one of six application-oriented configurations of the Infinite® 200 PRO platform that is perfectly geared to their research and budget.



SPARK WITH SPARK-STACK

### Products with a high level of user-friendliness and application focus

Modern laboratory automation increases sample throughput in a laboratory, minimizes human error, enhances precision, delivers reproducible test results, documents these results and thus improves productivity as a whole. The currently available solutions are technically able to automate highly complex processes; however, they are often complicated to use, meaning usage is limited to a small expert group within the laboratory. User-friendliness is therefore one of the most important benefits for customers, in addition to existing technical differences in the precision and reliability of the system. Tecan is renowned for its user-friendly solutions and has increased its focus on this area.

Tecan offers, for example, automation solutions that fully automate sample preparation for gene sequencing (next-generation sequencing) and mass spectrometry. Both areas are among the fastest-growing applications in life science research.

### OPENING UP GLOBAL GROWTH MARKETS

Many countries are currently investing considerable amounts in healthcare and life science research. Tecan is focusing in particular on expanding its business in China, which is already one of the world's largest healthcare markets, even though the country's spending per capita is still only a fraction of that in many western industrialized countries. Continuing economic growth combined with rising spending per capita make this an extremely attractive market. Tecan has already been active in China for a number of years, and since 2008 through its own subsidiary. In recent years, sales have had a high average growth rate in the double-digit percentage range. They continued to do so in the year under review.

In China, for example, Tecan is a market leader in liquid handling platforms for the largest hospitals (class 3). The laboratories use Tecan platforms to test blood samples for infectious diseases, for instance. The number of the largest hospitals is constantly growing, along with patient numbers and utilization. The corresponding rise in diagnostic test volumes is increasing the need for efficient automation.

Large investments are also being made in laboratory infrastructure in the area of academic research. According to estimates, government funding already accounts for half of the budget of the National Institutes of Health (NIH) in the US. It is assumed that government funding in China will exceed that in the US by as early as 2020. Research once again represented a growth driver for Tecan in the year under review.

In order to exploit the various end markets in China, Tecan is continuing to invest heavily in expanding its marketing and service organization. Headcount in the local organization increased to around 100 in the year under review. A larger direct market presence should lead to a further significant increase in sales in China in the coming years.

## 2 BUILDING UP FURTHER PILLARS IN THE INSTRUMENT MARKET

Tecan is aiming to build up further pillars in the instrument market for life science research. This applies in particular to areas beyond conventional, open and flexible robotics solutions for liquid handling and microplate readers. There are plenty of opportunities here, especially in dedicated instruments for sample preparation. In adjacent markets, Tecan sees opportunities to extend its traditional core business so as to grow faster than the overall markets for life science research instruments. This potential can be accessed both organically and through acquisitions. For example, the acquisition of SPEware (now Tecan SP) in August 2016 makes it possible to offer dedicated instruments in the area of sample preparation for mass spectrometry, which are increasingly being used for automated solid phase extraction. Automated solid phase extraction with positive pressure workstations offers many advantages compared with conventional vacuum-based purification. The positive pressure ensures a steady flow across a series of pillars. Ultimately, better-purified samples can produce higher-quality analytical results that, thanks to automation, are not dependent on the individual user.

Tecan SP realigned its product portfolio in the year under review, consolidating it under the brand. Existing instruments previously geared exclusively to the US market were technically revised in part so as to make them compatible with the different electric voltages and the corresponding regulations of the global market. In September 2017, the new Resolvex A200 positive pressure workstation was unveiled. The Resolvex A200 increases the productivity of labs by, among other things, enabling longer operating times without user interaction. It weighs less and is more compact, powerful and easier to operate than other models.

Positive pressure workstations can be embedded in a semi-automated work process as an individual solution or integrated in Tecan's liquid handling workstations as a fully automated solution. Integration enables all process steps of a workflow to be automated.



### 3 EXPANSION OF RECURRING SALES

The third vector focuses on expanding recurring revenues in Tecan's two main markets, life science research and in-vitro diagnostics. The Company wants to supply reagents and consumables for select applications in both markets so as to be able to offer fully integrated solutions as well. Reagents and consumables contributed 31% of segment sales during the period under review.

#### EVOLUTION INTO A SOLUTIONS BUSINESS

As part of the company's strategy, Tecan is increasingly seeking to provide comprehensive solutions in the areas of diagnostics and life science research in the life sciences business, including the reagents or functional consumables used during specific applications. This range of solutions should open up new markets for Tecan, without competing with the typical customers in Tecan's Partnering Business.

Tecan made the first step in this direction with the acquisition of IBL International in 2014. In the field of microtiter plate-based immunoassays, Tecan now has one of the widest ranges of tests for specialty diagnostics to be used in research and clinical laboratories. This enables Tecan to leverage its automation expertise and leading position within the immunoassay market for open instrumentation platforms and combine dedicated instruments with one of the widest ranges of immunoassays for specialty diagnostics. New tests were again added to the broad portfolio in the period under review. A total of 84 assays have already been tailored to the Tecan automation platform.

Microtiter plate-based immunoassays are a growing market with a large and increasing number of tests for medical specialties, a market segment generally outside the scope of large in-vitro diagnostic companies and therefore outside the focus of Tecan's typical Partnering Business customers.

The product portfolio comprises enzyme, radio and luminescence immunoassays for research and clinical laboratories, including a large selection of specialty assays for endocrinology (hormone measurement), neurodegeneration (e.g. Alzheimer's disease), neonatal screening and assessing steroid hormones in saliva.

With the acquisition of the US-based SPEware Corporation (Tecan SP), Tecan expanded its offer of dedicated total solutions to a new market segment in the autumn of 2016. Tecan SP is a leading provider of sample preparation solutions for mass spectrometry, previously with a focus on the North American market.

Its comprehensive product portfolio provides analytical laboratories with solutions for sample preparation by combining functional consumables with dedicated instruments and modules. As a result, the procedures for the combination of liquid chromatography with mass spectrometry (LC-MS) can be made more efficient. The total market for this type of extraction technology is growing in the mid single-digit percentage range per year. In recent years, Tecan SP has expanded significantly above the market rate of growth, thanks to a differentiated product offering and a market development that increasingly promotes the use of automated solid-phase extraction for high-complexity tests over other sample preparation methods. Some 80% of the sales of Tecan SP are generated with functional consumables.

RESOLVEX A200



The current customers for these products are mainly large reference laboratories as well as specialized laboratories in North America. They use the solutions that are provided mainly for toxicological investigations and other analyses of complex samples such as urine and saliva. The separation of a target analyte from a complex sample before it can be introduced into an LC-MS improves the robustness of the assay, and the improved purification of the samples enables longer maintenance intervals. The proprietary, microparticle-filled consumables for enrichment of a substance for the solid phase extraction offer significant advantages, including higher selectivity, reproducible separation and improved data quality. Tecan's application-oriented approach is unique on the market and enables it to offer its customers a one-stop shop for everything from receiving samples to sample preparation to transferring sample parameters to the mass spectrometer. Tecan has two dedicated laboratories, one in California and a new one in Hamburg. Its team of application scientists comprises automation specialists, chemists and mass spectrometer experts. These experts collaborate directly with customers, supporting them in adjusting solutions to the specific requirements of their lab workflows



NARROW BORE EXTRACTION COLUMNS

### EXPANSION OF RECURRING SALES WITH PLASTIC CONSUMABLES

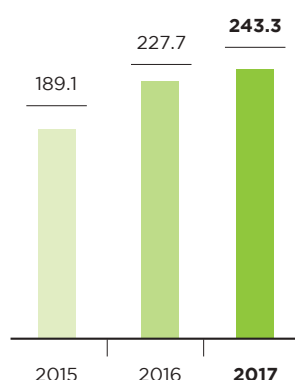
Sales of consumables made of plastic grew strongly again in the period under review. Tecan plans to further expand the share of these recurring sales. Pipette tips, which are used with liquid handling platforms, account for the largest proportion of consumables. Tecan supplies several hundred million pipette tips per year. The use of high-quality consumables improves data quality and ensures that test results are reproducible. They are a key part of the validated workflow solution in diagnostics.

Tecan is continuously expanding its product offering in the area of plastic consumables and benefits from the broad base of existing installed instruments. In the year under review, for example, it launched a special variant of pipette tip on the market that has a greater diameter, making it particularly suitable for viscous, non-homogeneous liquids. This pipette tip addresses demand from, for instance, biobanks, which store biological samples.

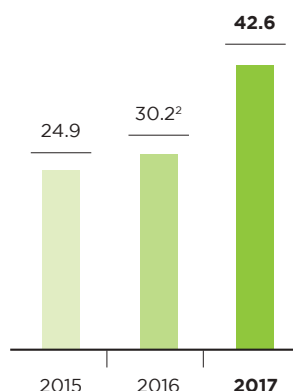
# Partnering Business

## (OEM business)

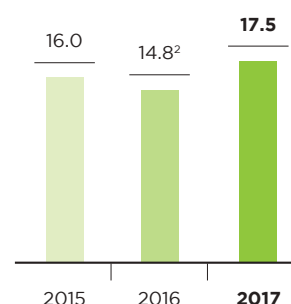
**TOTAL SALES  
PARTNERING BUSINESS<sup>1</sup>**  
(CHF million)



**EBIT  
PARTNERING BUSINESS**  
(CHF million)



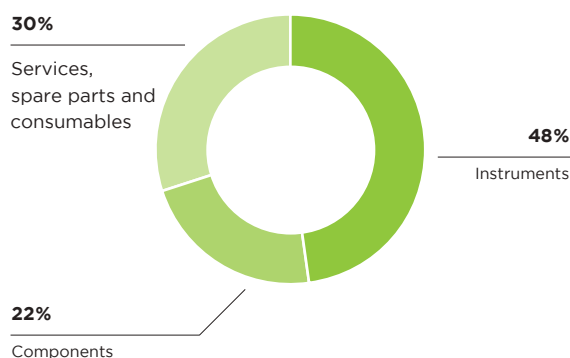
**EBIT MARGIN  
PARTNERING BUSINESS**  
(in % of sales)



<sup>1</sup>Sales to third parties + intersegment sales

<sup>2</sup>Including integration costs related to the Sias acquisition reaching a mid single-digit million Swiss franc amount.

**SALES BY  
PRODUCT GROUPS**  
(in % of sales)



## PERFORMANCE

The Partnering Business generated sales of CHF 241.5 million during the year under review (2016: CHF 226.0 million). This corresponds to an increase of 6.7% in local currencies and 6.9% in Swiss francs. The acquisition of Pulsar Technologies, which has been consolidated in the financial statements since March 1, 2017, as expected only had a limited impact on sales. On an organic basis, excluding sales by Pulsar, revenue in 2017 rose by 6.1% in local currencies. This increase in sales was achieved despite a high baseline in the previous year, in which sales in the first half of the year had benefited from the last major order for a phasing-out platform. The lack of sales from this instrument platform was more than offset by new instrument platforms as well as strong growth in the components business, services and consumables.

After posting a modest decline in the first half of the year, sales growth recovered strongly in the second half, expanding at a rate of 16.4% in local currencies and 16.6% in Swiss francs. On an organic basis, this corresponds to growth of 15.5% in local currency terms in the second half of the year.

Order entry in the Partnering Business increased at a double-digit percentage rate in 2017.



Tecan not only provides end customers with automation solutions, but is also a leading developer and manufacturer of OEM instruments and components which partner companies sell under their own name. Tecan has been operating its OEM business since the Company was founded nearly 40 years ago – parts of the business within today's Group can even look back on more than 40 years of history. The share of this business segment in the total sales of the Tecan Group was 44% in 2017.

Operating profit in the Partnering Business (earnings before interest and taxes; EBIT) rose by 26.2% to CHF 42.6 million in 2017 (2016: CHF 33.8 million). In this segment, too, the increase was largely attributable to the growth in sales, a higher gross margin and improved efficiency. The operating profit margin improved by 270 basis points to 17.5% of sales (2016: 14.8%), in part also due to non-recurring positive effects and because the prior-year period had included even higher integration-related costs in connection with the acquisition of Sias.

### HIGHLIGHTS OF 2017

- Expansion of the pump portfolio through the acquisition of the French company Pulssar Technologies and the relocation of Pulssar production from Paris to San Jose (USA)
- Development of a new instrument platform for molecular diagnostics with the Italian partner DiaSorin and for flow cytometry with the Japan-based Sysmex Corporation

### ORGANIZATION

In the Partnering Business, Tecan manages corporate customers, who are mainly diagnostics companies, centrally via Key Account Management. Employees in Europe, North America and Asia ensure the local management of existing customers and support the acquisition of new customers. There are direct sales employees in the individual national markets for the components business.

In the components business, Tecan supports instrument manufacturers with essential components where they want to develop an instrument themselves. By contrast, in the instruments business, Tecan takes over the development of the entire system, which it then manufactures under contract.

### PRODUCT PORTFOLIO

In the Partnering Business, Tecan benefits from diagnostics and other life science companies outsourcing instrument development, either entirely or for specific parts, to specialists like itself. This enables these companies to focus on developing diagnostic or research-related tests. This trend has accelerated in recent years, especially in the development of instruments that automate novel applications such as gene sequencing or other molecular-diagnostic technologies. OEM customers benefit from Tecan's extensive technology experience in a wide range of instruments and modules in the area of laboratory automation. By outsourcing instrument development, customers are able, among other things, to shorten the time to launch while also gaining access to Tecan's innovative technologies.

Tecan has a wide range of products. The Company has developed various well-known diagnostics instruments in the OEM business and serves several hundred customers with components.



CAVRO® PULSSAR PUMPS

## COMPONENTS

Tecan is the market leader in laboratory automation liquid handling components. The Company supplies laboratory instrument manufacturers with essential components such as precision pumps, valves, robotic arms and developer software. They are used in systems that have a wide range of applications in life science research, diagnostics and numerous other industries. In customers' product ranges, Tecan components generally remain an indispensable element over the entire life cycle of a device. For example, Tecan supplies manufacturers in the fast-growing area of next generation sequencing with the Cavo® XMP 6000 Multi-Channel Pump for precision handling of fluids in different sequencers.

In March 2017, Tecan acquired the French company Pulstar Technologies S.A.S. Pulstar precision pumps expand the technology portfolio of Tecan's components business and meet application-specific customer needs in various market segments.

## PLATFORM-BASED AUTOMATION SOLUTIONS

Rapid market launch and low development costs are key for some OEM customers. In these cases, Tecan can adapt the products and platforms it develops for its own end customers to the specific needs of OEM customers. These adapted and standardized platforms are then distributed under the customers' own brand name as system solutions that combine Tecan's instruments with the partner's own specific tests. Tecan has a broad range of modular platforms suited to applications with low to high sample throughput. Detection instruments from Tecan can also be modified or integrated into fully automated laboratory solutions for OEM customers.

One example of this type of platform-based automation solution is one of the world's most successful molecular diagnostic platforms. It is marketed by the partner as a system solution jointly with a wide range of different molecular diagnostic tests. Applications include, for example, therapy monitoring in HIV or hepatitis patients and detection of sexually transmitted infections.

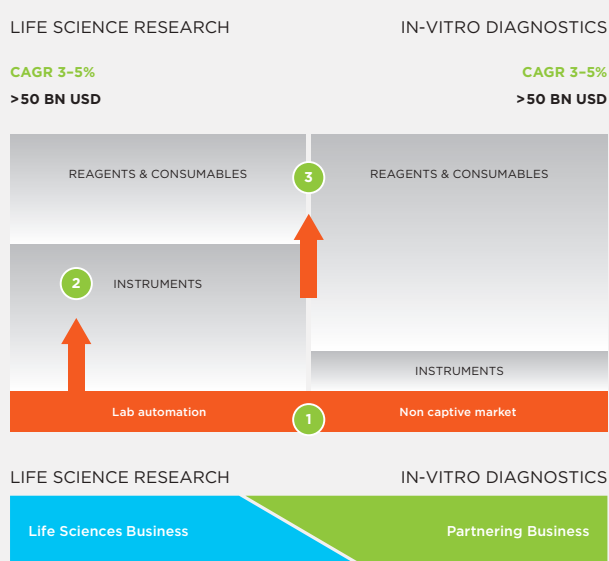
This platform-based approach is very popular in China, too. Many up-and-coming Chinese diagnostics companies are relying on the high-quality platforms of Tecan to automate locally developed tests, for example for molecular diagnostics.

## DEDICATED AUTOMATION SOLUTIONS

When an OEM customer is looking for a specific product, designed and manufactured to a specific functionality and cost, a dedicated system development can be the most suitable answer. Dedicated systems are usually most appropriate for products with a longer life cycle and when the specific functionality and total cost-of-ownership are the key decision criteria. By choosing to partner with Tecan, OEM customers get access to the Company's full range of technologies, modules and software solutions as well as its expertise in system integration and regulatory and quality-related processes.

## SEGMENT STRATEGY

The corporate strategy pursues three vectors to ensure sustainable profitable growth. Tecan's specific strategies allow it to drive forward customer projects with the respective business models of the two business segments.



### MARKET STRUCTURE

## 1 EXPANDING THE CORE BUSINESS

In the in-vitro diagnostics market, some of the instrument development and production will be outsourced to specialists like Tecan. In this addressable market share, Tecan, through its Partnering Business, is the partner of choice in automation systems for many companies in the in-vitro diagnostics industry. Tecan supports these partners with their regional product launches of new instruments – developed and manufactured by Tecan – and the associated ramp-up in serial production.

### PRODUCTION OF IMPORTANT PRODUCTS

Tecan has a broad base of OEM customers and is continuously increasing the number of supply agreements. The supply of new instruments generates additional sales stepwise, building on the established base. This enables Tecan to grow more rapidly than the market.

Numerous customers are also developing instruments incorporating innovative Tecan components as elements. When serial production of these instruments begins, it will result in higher volumes of the components being required and therefore higher sales for Tecan.

### DAKO OMNIS FOR DAKO

Dako Omnis, a platform for automated advanced staining which is used in tissue-based cancer diagnostics, is one example of a dedicated automation solution. The system automates both established processes in the diagnosis of abnormal cells: immunohistochemistry (IHC) and in-situ hybridization (ISH).

Dako Omnis produced by our partner Dako – an Agilent Technologies company – offers full automation and fulfils the requirements of large diagnostic laboratories, hospitals and universities. It offers continuous loading with individual samples or batch loading, as well as the option of leaving the system to run overnight. It therefore sets new standards for what customers can expect from an automated platform with regard to flexibility, capacity, efficiency and traceability of samples. In the year under review, Agilent Technologies announced that it had been selected as the main supplier for certain tissue tests by one of the biggest laboratory chains in the US. Tecan, too, hopes this will result in continuing demand for Dako Omnis platforms.

### ORTHO VISION® ANALYZER FOR ORTHO-CLINICAL DIAGNOSTICS

The ORTHO VISION Analyzer is a next-generation diagnostics instrument used for blood typing and to determine other important blood parameters. The device was developed by Tecan for Ortho Clinical Diagnostics, a market leader in immunohematology, who launched it in various national markets from 2014. In the year under review, it was granted market authorization in China, too, which promises further growth potential for Tecan.

The ORTHO VISION Analyzer heralds a new era in transfusion medicine, with Responsive Automation. ORTHO VISION® Max is another variant of the instrument for transfusion medicine laboratories and has a high sample throughput. Innovative monitoring technologies and control mechanisms give transfusion medicine professionals the ability to track every critical process step. In addition, laboratory personnel can react at any time to ever-changing conditions within the laboratory and unpredictable requirements. For example, particularly urgent cases can be rapidly processed by loading samples into the ORTHO VISION Analyzer on the fly, allowing for prioritization.



The year under review saw a significant increase in the serial production of products from the ORTHO VISION™ Analyzer platform family. In January 2017, Tecan's partner Ortho Clinical Diagnostics announced that it had installed over 1,000 instruments around the world. In January 2018, it was announced that another approximately 900 instruments were installed during 2017.

### **SGX CLARITY® FOR SINGLEX**

In April 2017, Tecan partner Singulex, which is based in Alameda, California, announced it had obtained the CE marking and thus market authorization for the Sgx Clarity system in Europe. Singulex operates in the field of immunodiagnosics and develops new methods that are based on Single Molecule Counting (SMC) technology. Thanks to the ultra-sensitive SMC technology, which is up to 1,000 times more sensitive than conventional technologies, it should be possible, for example, to rule out an acute heart attack or prevent the onset of clinical symptoms. Working in collaboration with Singulex, Tecan has developed the Sgx Clarity system in just three years.

### **ADDITIONAL NEW PLATFORMS IN SERIAL PRODUCTION**

The year under review saw Tecan begin or increase the serial production of other instruments and for different partners. These new platforms form the basis of future growth.

Examples of these platforms include Virclia® Plus, which performs tests for infectious diseases for the company Vircell; Aplidiag® Easy for Mobidiag, which is used for the molecular-diagnostic analysis of stool samples; and Multimacs® X for Miltenyi Biotec, which enables cell separation for various applications.

### **NEW DEVELOPMENT AND SUPPLY AGREEMENTS**

Tecan has acquired a wide range of new customers for platform-based solutions over the past few years; these will contribute to sales growth in the future. Furthermore, the company has a pipeline that is well filled with potential new projects and is currently discussing a range of projects with potential partners. Numerous customers are also developing instruments incorporating innovative Tecan components as elements. Other customers have already started serial production of new devices, resulting in the supply of higher volumes by Tecan. New development agreements were also concluded in the year under review.

In June, the Italian company DiaSorin and Tecan announced that they were to collaborate on a development project. Under the project, DiaSorin will make use of Tecan's Fluent Laboratory Automation Solution as its nucleic acid extraction platform, which will be used in combination with DiaSorin's Liaison® MDX PCR system. The customer is thus provided with a complete sample-to-result system for molecular diagnostics. The Fluent platform will be delivered to DiaSorin through Tecan Partnering and optimized for use in combination with the extraction chemistry and automated PCR setup of DiaSorin's Liaison MDX 96 Well Disc.

Another development project that was advanced in 2017 was the new instrument platform for Japan-based Sysmex Corporation. It was developed on the basis of Tecan's new Cavo® Omni Flex platform, which was adapted specifically to the area of flow cytometry.

### **OPENING UP GLOBAL GROWTH MARKETS**

As in the Life Sciences Business segment, there is also significant market potential for Tecan in the Partnering Business in China. Sales have increased disproportionately in this region in recent years. Local device manufacturers are increasingly integrating Tecan components in various areas of application to ensure the necessary instrument quality and reliability. The first of these instruments have already been granted marketing authorization, and are now being manufactured in larger quantities. Furthermore, Tecan is also increasingly supplying Chinese diagnostics companies with entire instruments.



CAVRO OMNI FLEX

## 2 BUILDING UP FURTHER PILLARS IN THE INSTRUMENT MARKET

In the Partnering Business segment, Tecan mainly supplies diagnostics companies with instruments and components. Further pillars in the instrument market for life science research should therefore only be built up in the Life Sciences Business segment at present.

## 3 EXPANSION OF RECURRING REVENUES

The third vector focuses on expanding recurring revenues. Support for OEM customers in the Partnering Business segment will not end once instrument development is finished. Tecan also offers OEM customers a range of services after the product is launched via its global service infrastructure. The Company can install instruments directly at the end customer's location, provide a helpdesk facility, train the OEM customer's service team and even handle the complete service portfolio for devices itself. Tecan systematically expanded this business line in the year under review, for example, by taking over the

installation and service provision for its partner Singulex's Sgx Clarity system. In addition, Tecan maximizes instrument operation time by providing a global spare parts service. OEM customers in the diagnostics market may benefit from Tecan's high-quality consumables such as certified pipette tips, which are an important component of a validated workflow solution.

Only high-quality consumables can help ensure a high level of quality and reproducibility in tests. Thanks to the growing number of installed devices in recent years, this business posted high growth rates.

# Sustainability

By pursuing sustainable corporate practices, Tecan is looking to secure the long-term expansion and prosperity of the Company for the benefit of all interested parties. Tecan sees sustainable corporate practices as more than just a series of individual measures. Instead, they are a basic mindset that shapes all corporate processes and unites economic, regulatory, ecological and social aspects. Tecan's business principle is to treat partners – including employees, shareholders, customers, suppliers, government agencies and stakeholders – professionally, fairly and with high ethical standards.

## COMPLIANCE WITH THE SUSTAINABILITY TARGETS OF THE UNITED NATIONS

In September 2015, the United Nations (UN) adopted the 2030 Agenda for Sustainable Development at a sustainability summit convened as a meeting of the General Assembly. The agenda's 17 Sustainable Development Goals (SDGs) target fundamental improvements in the living standards of people alive today as well as of future generations. They also comprise objectives aimed at protecting Planet Earth.

Tecan's activities and products are very much in line with the UN's sustainability goals. For instance, nearly all the Group's sales are generated in areas that are defined in the individual SDGs. Tecan develops and sells flexible automation solutions that are deployed in both drug discovery and the sustainable management of fish stocks in the Atlantic, for example.

By far the largest share of Tecan's Group sales is attributable to SDG 3, which aims to promote good health and well-being for people of all ages. In the various defined sub-goals of SDG 3, Tecan supports both research applications and processes in routine laboratories. The use of Tecan products also promotes other UN SDGs, including 2, 6, 14 and 15. Examples of how Tecan products are used in these areas of application are available at [www.tecan.com/tecan-journal](http://www.tecan.com/tecan-journal). Searching for keywords such as "crop", "food", "fish", "water", "marine" or "animal" will provide specific examples of how customers use Tecan products.



## SUSTAINABLE DEVELOPMENT GOALS (SDG'S)\*



End poverty in all its forms everywhere



Reduce inequality within and among countries



End hunger, achieve food security and improved nutrition and promote sustainable agriculture



Make cities and human settlements inclusive, safe, resilient and sustainable



Ensure healthy lives and promote well-being for all at all ages



Ensure sustainable consumption and production patterns



Ensure inclusive and equitable quality education and promote lifelong learning opportunities for all



Take urgent action to combat climate change and its impacts



Achieve gender equality and empower all women and girls



Conserve and sustainably use the oceans, seas and marine resources for sustainable development



Ensure availability and sustainable management of water and sanitation for all



Protect, restore and promote sustainable use of terrestrial ecosystems, sustainably manage forests, combat desertification, and halt and reverse land degradation and halt biodiversity loss



Ensure access to affordable, reliable, sustainable and modern energy for all



Promote peaceful and inclusive societies for sustainable development, provide access to justice for all and build effective, accountable and inclusive institutions at all levels



Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all



Strengthen the means of implementation and revitalize the Global Partnership for Sustainable Development



Build resilient infrastructure, promote inclusive and sustainable industrialization and foster innovation

\*Source:  
[www.un.org/sustainabledevelopment/sustainable-development-goals/](http://www.un.org/sustainabledevelopment/sustainable-development-goals/)

## BUSINESS PROCESSES

At Tecan, prudent corporate activity is an integral component of the daily routine of both employees and management. This requires clearly structured, transparent business processes. It is important that Tecan employees are familiar with globally binding internal corporate guidelines, business processes, and country-specific laws and regulations. Employees can access the most up-to-date version of these documents at any time in the Tecan Management System (TMS). The documents also convey intangible values that form the guiding principles of the corporate culture. The TMS is rated as a model tool by customers and external partners alike. Tecan develops the TMS on a continuous basis.

Tecan has had a continual improvement process (CIP) in place for a number of years. Employees in all areas of the Company should identify potential improvements at a day-to-day level, put forward solutions and contribute to their rapid implementation. The aim of the CIP is to increase the Company's profitability, enhance efficiency as well as quality and occupational safety, and improve internal collaboration. Where possible, the success of the CIP is measured by examining key performance indicators. For example, in production this is done by looking at productivity, throughput time and inventories.

Tecan developed and installed the production and logistics system PULS specifically for continual process improvements as part of just-in-time manufacturing. This integrated system enables Tecan to eliminate weaknesses and to better achieve the required, ever-stricter quality standards. The sustainability of the improvements is ensured by means of an audit system, which covers the relevant areas from occupational safety and environmental protection through management and collaboration. One of the guiding principles of PULS is to avoid waste caused, for example, by overproduction, standby time, excessive inventories and defective units.

As part of the existing lean production, a consistent one-piece flow approach – an “employee-linked workflow” – was adopted in the production system. The employees accompany the instrument along the entire production path to completion, with no interruptions between the various work steps. Not only does this production process shorten production times and further improve quality, it should also further increase employees' motivation levels.

At the Männedorf site, all employees have clearly defined responsibilities in the manufacturing process of the various product lines, and each product line is overseen by a production manager. Responsibility for the timely execution of orders, the procurement

of materials and the observance of the agreed objectives is clearly allocated to individuals. Performance reviews are undertaken on the basis of KPIs (key performance indicators). Each morning, the production manager discusses the next steps to be undertaken with the entire team before production gets underway.

## RISK MANAGEMENT

To ensure sustainable corporate growth, it is crucial that any risks that could compromise this growth be recognized early on, assessed in terms of likelihood and consequences, and mitigated through an appropriate plan of measures. Tecan has a well-established global risk management process for this purpose. The process encompasses, among other factors, strategic risks, environmental and product risks, market and customer risks as well as occupational safety risks. It also focuses on political and economic developments as well as the possible impacts certain events may have on external partners such as customers or suppliers.

Tecan continuously adjusts its risk management system in line with changes to the environment and takes current events into account in its risk assessment. Under the business continuity plan, for example, in the event of natural disasters such as earthquakes and flooding, direct suppliers in the affected region are examined, and information gathered on their subcontractors. The aim is to ensure Tecan's ability to supply, even in this type of exceptional situation. The Board of Directors reviews annually whether the risk assessment of business activities is appropriate and whether it takes into account both internal and external changes. Where necessary, new measures to mitigate risk are implemented. Tecan's risk management system is also regularly audited by a key insurer, who attests to the instrument's high standard, enabling a premium reduction. Some of the Company's employees hold risk management certification. Tecan attaches great importance to the fact that this high level of qualification is internally available and that the Company does not have to depend exclusively on external experts, as is often the case at other companies.

Tecan has a solid SAP-based infrastructure for business processes which integrates sales, customer service, production and the entire financial area in one platform and harmonizes processes. This platform also forms the basis for a “business intelligence reporting suite” with integrated planning modules, for instance for human resources or the budget process. Annual updates ensure that Tecan always has the latest software versions, thus limiting outages and helping avoid large-scale, expensive update processes with long test phases.

In the financial area, Tecan uses an internal, self-managed treasury system and in doing so is taking a pioneering role. Tecan executes all money transfers for all Group companies centrally, and manages their cash reserves. This has enabled Tecan to optimize the number of banks it uses in connection with its business activities, and transfer cash reserves to banks at lower risk of failure. The treasury system has also improved short-term financial planning and ensured an interest rate benefit compared with decentralized management.

Tecan uses an IT-based control system in the financial area. This automatically recognizes and flags potential areas of conflict with regard to employees entrusted with a range of duties, which when combined could result in a risk of manipulation. The system is an integral part of the IT audit by the auditors. In this process, Tecan provided evidence that the access control system is working well.

All IT services offered by the Group worldwide are outsourced to servers of an external service provider. The data is backed up redundantly, and the data centers are physically separated from

one another and from the production sites. This enables Tecan to minimize the risk of critical data loss and increase data security. Global round-the-clock IT support is also available to Group companies, thereby reducing outages.

## CORRECT CORPORATE BEHAVIOR

Tecan has established several organizational control mechanisms with the aim of ensuring correct corporate behavior. These include an internal auditor, who reports directly to the Board of Directors. Tecan has a formalized Code of Conduct that is binding for all employees, managers and Board members. In this Code, Tecan undertakes to maintain the highest standards in its business activities and to respect ethical values. The document is available to the public on the Company’s website. With the Code, Tecan aims to document internally and externally that the Company is a credible and reliable business partner and employer in all situations. The Code of Conduct also brings together in a comprehensible form the key guidelines that are already included in other tools, such as the employment regulations or the Tecan Management System. It helps employees understand the Company structure, and to seek further information or support in cases of doubt. The Code promotes compliance with standards on occupational health, safety and the environment. It provides instructions on ensuring data protection and handling confidential information, and requires accurate and timely communication of information and careful logging of relevant meetings and processes by Tecan staff. The Code also stipulates compliance with competition law as well as national and international trade law for the import and export of products. It guarantees anonymity for whistleblowers. Although Tecan only generates a small portion of its sales in countries with an increased risk of corruption according to the criteria of the organization Transparency International, the Code of Conduct has a zero-tolerance policy toward bribery and corruption. Line managers are responsible for ensuring that all their staff know and understand the content of the Code of Conduct. All employees must attend and successfully complete a training course on the Code.

The Code is established worldwide and the relevant employees have been given training on it. Tecan conducted the training for some employees in the form of e-learning courses. People exposed to higher business risks in their function, such as sales or procurement staff, also had to attend training courses in person. The Code is available in English and German as well as other languages, including Chinese and Japanese. By providing these different language versions, Tecan wishes to ensure that this important document is understood by employees all around the world.

## ETHICAL VALUES

Tecan’s activities and products are very much in line with the UN’s sustainability goals. For instance, nearly all of the Group’s sales are generated in areas that are defined in the SDGs.





Tecan's most important suppliers are also provided with a dedicated version of the Tecan Code of Conduct, to which they must commit. This document, the "Tecan Supplier Code of Conduct", defines the minimum requirements by which all suppliers must abide. These refer to internationally recognized ethical standards relating to labor and the environment, as well as business practices. The requirements are based on the ten principles of the UN Global Compact initiative.

Tecan also carries out regular detailed screening of its distributors, and has established a separate process with a TMS directive (Distributors and Intermediaries Anti Bribery Due Diligence) for this purpose. The screening is carried out with the assistance of an external specialist service provider who draws up a due diligence report. This process is supplemented by Internet research and a database analysis as to whether companies or individuals related to Tecan appear in connection with corruption, bribery or other intolerated behavior. In particular, the TMS directive requires that all Tecan distribution partners and their owners, directors and employees refrain from bribing representatives of governments or state-owned or private enterprises, or from taking bribes. It does not matter whether bribery is prohibited, tolerated or allowed in the countries in which business is being done. Bribes are prohibited irrespective of whether a bribe is connected to a specific act or omission or is granted or received with a general view to the future execution of duties. Bribes do not only involve cash payments but also mean, for instance, lavish gifts, hospitality and entertainment. Distributors and intermediaries need to ensure that their representatives and their sales force are trained and adhere to Tecan's standards on doing business. In individual cases, the screening has led to Tecan terminating relationships with intermediaries. The process is also applied during the selection of new distributors.

## SAFETY AND REGULATORY REQUIREMENTS

Tecan has established processes Group-wide and at its individual business locations to ensure compliance with national laws and regulations as well as with internal guidelines on safety and environmental protection. The Company invests substantial amounts each year in pursuit of further improvement. Tecan cooperates closely with public authorities and standard-setting bodies around the world to recognize new trends in regulation, occupational safety and environmental protection as early as possible and to integrate them in its corporate processes. The Company actively shapes these developments in significant economic regions by participating in key industry associations.

Internal and external experts regularly inspect whether Tecan's locations comply with country-specific regulations and the Company's

internal standards for product and occupational safety as well as health and environmental protection. These inspections also cover measures that Tecan has to implement if it fails to meet any requirements. Each year, the locations are subject to a number of audits conducted by regulatory authorities, testing, monitoring and certification agencies, customers, and Tecan's own specialist teams. As part of a continual improvement process, gap analyses are performed and improvement measures implemented. In 2017, Tecan was again subject to a number of sometimes extensive audits by customers at its production sites. These included leading diagnostics companies that Tecan supplies with instruments through its OEM business in the Partnering Business, or will supply in the future. The audits covered areas including processes, quality management systems, product design, validation and documentation. The customers again attested a high standard at Tecan with regard to the relevant requirements. Tecan is also subject to regular extensive audits by international authorities at its production sites. The US Food and Drug Administration (FDA), for example, audited Tecan's main production sites for instruments in Männedorf (Switzerland), Grödig (Austria) and San Jose (USA) between 2014 and 2016. All audits were successfully concluded with zero formal observations. At the production site for immunoassays in Hamburg (Germany), the certification for the Medical Device Single Audit Program (MDSAP) was successfully completed in the year under review. The MDSAP is a catalog of requirements for manufacturers of medical products drawn up by a number of participating countries. It aims to ensure that audits are performed in a standard and thus simplified manner. Thus, manufacturers of medical products can gain access to several markets by means of a single audit. Countries currently participating in the MSDAP are the USA, Canada, Japan, Brazil and Australia.

Another focal point in Tecan's regulatory efforts is the supporting of customers in the Partnering Business, with Tecan making key documentation available for authorization applications for new diagnostic instruments.

To ensure these efforts were compliant with the relevant regulations, they were based on various ISO standards. Tecan put together an ISO 14971-certified product risk management process for medical devices that covers the entire lifespan of a product and evaluates all possible risks, especially those pertinent to patients and users. The Tecan parent company, all production sites and almost all sales subsidiaries are now ISO 13485-certified. During the year under review, Tecan worked on transitioning to the latest version of ISO 13485. Tecan already obtained certification in 2017, on the basis of the latest version from 2016, for its production sites in Grödig (Austria) and San Jose (USA). Further sites are set to follow in 2018. The most important difference versus prior versions lies in the greater focus on risk management. As part of the risk assessment,

processes are analyzed, for example during the development phase of a product, to determine whether the processes can influence product quality. At the same time as transitioning to the latest ISO 13485 standard, Tecan has also been working on establishing the current ISO 9001 standard for its production sites.

Another aim is to bring newly acquired companies to the high quality level of the Group as quickly as possible, and to reach the same high standard of quality at the various production sites. In the year under review, Tecan rolled out a Tecan-standard quality system at SPEware (now Tecan SP), acquired in the autumn of 2016, and also made preparations for the ISO certification to be obtained in 2018. The production of precision pumps at Pulsar Technologies, acquired in early 2017, was relocated from Paris to San Jose (USA), where Tecan traditionally develops and manufactures components. Pulsar pumps are now being produced in line with ISO 13485 for the first time.

As part of its ISO certification strategy, Tecan obtained a full, Group-wide matrix certificate based on ISO 13485. The Company wants to ensure that all units worldwide work according to the same processes and strive together to continuously improve their products and services. The matrix certificate also accommodates the current and future Group structure with an increasing number of subsidiaries. In Europe, the sales subsidiary in Germany was awarded the main certificate, while subsidiaries in other countries received subcertificates. This new method of coordinated certification has benefits for customers and Tecan alike: greater transparency; the possibility to systematically monitor processes worldwide; and harmonized, standardized systems that also accommodate differences in the markets. The matrix certificate results in considerable simplifications and increased safety compared to individual certificates. The certifying body verifies the certification annually with sample checks at different subsidiaries. Tecan products must also satisfy the following important requirements, among many others: US QSR (Quality System Regulation)/21 CFR 820, CMDCAS (Canadian Medical Device Conformity Assessment System), PMD Act (Pharmaceutical and Medical Device Act) and CCC (Chinese Compulsory Certification). New opportunities are developing for Tecan in emerging markets, which will place additional requirements on the Company.

Regulatory requirements are increasing around the world. To ensure that the current versions of these are understood and satisfied everywhere, Tecan is in constant contact with local organizations and authorities. Several online applications provide Tecan's technical staff with the necessary technical support for managing product registrations and clarifying regulatory requirements in more than 60 countries.

Tecan has a central Quality & Regulatory organization at Group level to ensure ongoing improvements in the high quality standards worldwide. In Europe, all the quality systems of the national subsidiaries and organizations have been harmonized and processes standardized, including sales, service and complaint processes. Tecan operates a Central Complaint Unit for customer complaints. Tecan performs a global management review every year in which relevant data from all Group companies are reviewed centrally. The process assesses whether quality management is still optimized to the legal requirements and regulations for the products and services supplied by Tecan. Tecan undertakes this review with regard to the individual national markets as well as from a Group-level perspective.

Tecan's approach to product development is also characterized by an awareness of quality and regulatory requirements. Specialists collaborate from an early stage, supporting the process in a series of structured stages that span the product's entire life up to the point where it is withdrawn from the market.

## ENVIRONMENT

The Company attaches great importance to acting responsibly and in an environmentally friendly manner in the development, manufacture and global distribution of Tecan products as well as in all services it provides. All Tecan production sites and the majority of suppliers are located in stringently regulated markets. Direct suppliers are subject to an audit program in order to ensure sustainable business.

### ENVIRONMENTALLY RESPONSIBLE BEHAVIOR



**In the year under review, CO<sub>2</sub> emissions were reduced by 29% thanks to an adjusted energy mix and saving measures.**

In the production process – unlike, for example, the mass production of consumer goods – Tecan focuses on the final assembly of a relatively small number of items of laboratory equipment. In comparison with companies with extensive production processes, Tecan therefore emits only very low levels of pollutants. Tecan implemented numerous controls as part of the ISO 13485 certification, which applies to all production sites and sales subsidiaries. ISO 14001 certification has not been applied for, as no own incinerators are used in the production process. The production sites therefore do not emit CO<sub>2</sub>, methane or other greenhouse gases (scope 1 emissions) during the production process. Two production sites produce direct emissions exclusively from the combustion of natural gas for heating purposes. Indirect emissions arise from energy purchased (scope 2 emissions). In the year under review, indirect emissions were reduced by 36% thanks to an adjusted energy mix and saving measures. Consequently, total (direct and indirect) emissions fell by 29%, which corresponds to a reduction of 332 tons of CO<sub>2</sub>. Overall, the manufacturing process is less energy-intensive and is limited to the final assembly. Energy costs therefore make up less than 1% of all operating costs. The table shows the values of the four production sites in Männedorf (Switzerland), Grödig (Austria), San Jose (USA) and Hamburg (Germany) for the year under review.

The areas used at the production sites consist exclusively of offices and rooms for assembling products, are located in already developed commercial and industrial zones, and did not change during the

year under review. Environmental considerations such as the impact on protected areas and biodiversity are therefore not relevant in the current circumstances.

Total energy consumption for the year under review remained on a par with the previous year. The energy intensity, which is the total energy consumption in relation to sales, dropped by 7.3%, with higher sales.

Tecan continuously invests in measures aimed at further increasing energy efficiency. In 2016, for example, it acquired a new refrigeration system for its largest production site in Männedorf. The new refrigeration system for this production facility has a significantly better energy rating. Aside from reducing energy costs, the system also helps to reduce indirect CO<sub>2</sub> emissions by around seven tons a year. Tecan conducted an energy consumption analysis in the year under review. Energy-saving measures included the installation of new cold-water pumps and better insulation of the cooling distribution system in the production facility in Männedorf. The biggest investment was the replacement of some 700 fluorescent tubes with LED lights. This measure should result in a reduction of energy consumption by two-thirds, or about 96,000 kilowatt hours per year in the next few years.





Tecan takes care to ensure that modern, energy-efficient technology is used in the infrastructure of its buildings. For example, hot and cold water lines in the ceiling are the sole source of heating and cooling at the headquarters in Männedorf. Processed wastewater from the Männedorf wastewater treatment plant supplies the heat pumps with energy.

No water is used as a production factor in the assembly process. Tecan's water requirements are met entirely by the communal water utilities and do not influence any water resources in protected areas. Overall consumption was slightly less than in the previous year, even taking into account the higher number of employees. Per capita consumption dropped by 6.2%.

Paper consumption was on a par with the previous year.

There was an overall decline of 8.8% in the total amount of waste produced in comparison with the previous year. This was attributable to reductions in all waste categories.

Recyclable waste and refuse accounted for nearly 99% of total waste. Only a small portion of it was hazardous waste, which includes materials, solvents and chemicals contaminated through the automation of biological processes, for example. The 22.6% reduction in hazardous waste was the most significant decrease.

Tecan attaches great importance to using the most environmentally friendly materials and ecologically efficient processes possible. Employees receive regular training and are familiar with the latest developments in this area. The importance of environmental standards such as the WEEE<sup>1</sup> or RoHS<sup>2</sup> Directives is increasing. Tecan incorporated the RoHS requirements into product development from an early stage to comply with this directive. The Company must also implement the directives in their local forms in emerging markets such as China. In addition to environmental aspects, such as avoiding toxic substances that are not readily biodegradable in electrical and electronic devices, there are also ethical aspects related to rare earth elements and mining conflict minerals. Tecan is working together with suppliers on these areas and requires a Declaration of Conformity that human rights are respected as part of supply agreements.

Through the reliable, robust and sustainable design of its products, Tecan continuously targets progress in their environmental sustainability. The PULS program set up by the Company also includes targets and measures to avoid wasting materials and energy.

Tecan also makes its administrative processes as environmentally friendly as possible. For example, the Company is holding more

video conferences in order to reduce the number of flights. Customer service staff use tools that enable completely paper-free processes. For innovations, CO<sub>2</sub> efficiency is also a key criterion. Designing products to be lighter and more compact means that CO<sub>2</sub> emissions arising from their transportation can be reduced. The use of LED lamps also allows energy to be saved in comparison with predecessor technologies. Tecan supports employees at the Männedorf location in their use of electric vehicles. The Company provides separate parking spaces equipped with charging stations that can be used free of charge.

## EMPLOYEES

Tecan is very aware of the enormous responsibility it bears for its employees, which is reflected in its personnel policies that are binding at all of its companies around the globe. National hiring rules ensure compliance with laws on, for example, gender equality and non-discrimination. Both Tecan managers and employees are also held to strict ethical guidelines. These ethical guidelines are firmly established in the Code of Conduct and form part of the training requirements for all employees. As part of fundamental labor rights, Tecan is also committed to observing international labor and social standards that are based on the defined standards of the International Labour Organization (ILO), a specialized agency of the United Nations. The globally applicable minimum standards are intended to ensure workplace rights and thus decent work. The four basic principles of the ILO are freedom of association and the right to collective bargaining, the elimination of forced or compulsory labor, the abolition of child labor and the elimination of discrimination in respect of employment and occupation.

Tecan has a very cosmopolitan workforce comprising employees from 44 countries. The average age of Tecan employees is under 43. With the incorporation of the Tecan SP (formerly SPEware) employees, the total number of employees increased by 4.9%. The proportion of women in the workforce increased again to 33.0% (2016: 30.5%). The proportion of female managers was virtually unchanged at 22.8%. Two of seven positions on the Board of Directors are occupied by women.

<sup>1</sup> WEEE = Waste Electrical and Electronic Equipment

<sup>2</sup> RoHS = Restriction of Hazardous Substances

## OVERVIEW OF PERSONNEL FIGURES

|  | Unit                  | 2015    | 2016*   | 2017*   |
|--|-----------------------|---------|---------|---------|
| <b>Employee figures</b>                      |                       |         |         |         |
| Employees                                    | No.                   | 1,369   | 1,413   | 1,482   |
| Full-time positions                          | in % of all employees | 87.5%   | 88.8%   | 88.7%   |
| Part-time positions                          | in % of all employees | 12.5%   | 9.8%    | 11.3%   |
| Trainees                                     | No.                   | 21      | 20      | 24      |
| New positions created                        | No.                   | 145     | 44      | 69      |
| <b>Gender diversity</b>                      |                       |         |         |         |
| Women  | in % of all employees | 30.2%   | 30.5%   | 33.0%   |
| Men  | in % of all employees | 69.8%   | 69.5%   | 67.0%   |
| Women in management positions                | in % of all managers  | 23.5%   | 23.4%   | 22.8%   |
| Women in the Board of Directors              | No.                   | 2       | 2       | 2       |
| Women in the Board of Directors              | in % of all members   | 28.6%   | 28.6%   | 28.6%   |
| <b>Basic and continuing training**</b>       |                       |         |         |         |
| Investments in basic and continuing training | CHF                   | 639,254 | 585,204 | 481,694 |
| Investments in basic and continuing training | CHF per employee      | 1,321   | 1,117   | 981     |
| <b>Other figures</b>                         |                       |         |         |         |
| Staff turnover rate                          |                       | 10.4%   | 11.0%   | 10.7%   |
| Absence rate**                               |                       | 2.5%    | 2.3%    | 2.7%    |
| Average number of years of service**         | Years                 | 5.7     | 6.8     | 7.7     |
| Average age**                                | Years                 | 40.7    | 41.7    | 42.5    |

\*2016: including Sias AG, excluding SPEware Corporation; 2017: including SPEware Corporation (now Tecan SP)

\*\* Data for Switzerland only

## ENVIRONMENTAL PERFORMANCE

|   | Unit                      | 2015     | 2016     | 2017     |
|---|---------------------------|----------|----------|----------|
| Net floor area                            | m <sup>2</sup>            | 28,152   | 28,249   | 28,249   |
| <b>Energy consumption</b>                 |                           |          |          |          |
| Total energy consumption                  | Gigajoules                | 20,927.6 | 18,817.4 | 18,905.7 |
| Total direct energy consumption           | Gigajoules                | 3,363.8  | 3,595.3  | 3,908.8  |
| Total fuel consumption                    | Gigajoules                | 0        | 0        | 0        |
| Fuel consumption/m <sup>2</sup>           | Gigajoules/m <sup>2</sup> | 0        | 0        | 0        |
| Total natural gas consumption             | Gigajoules                | 3,363.8  | 3,595.3  | 3,908.8  |
| Natural gas consumption/m <sup>2</sup>    | Gigajoules/m <sup>2</sup> | 0.1      | 0.1      | 0.1      |
| Total indirect energy consumption         | Gigajoules                | 17,563.8 | 15,222.1 | 14,996.9 |
| Total consumption of electricity          | Gigajoules                | 12,706.0 | 11,113.8 | 10,949.2 |
| Consumption of electricity/m <sup>2</sup> | Gigajoules/m <sup>2</sup> | 0.5      | 0.4      | 0.4      |
| Total heating energy                      | Gigajoules                | 3,089.2  | 2,202.6  | 2,092.1  |
| Heating energy/m <sup>2</sup>             | Gigajoules/m <sup>2</sup> | 0.2      | 0.1      | 0.1      |
| Total cooling energy                      | Gigajoules                | 1,768.6  | 1,905.6  | 1,955.6  |
| Cooling energy/m <sup>2</sup>             | Gigajoules/m <sup>2</sup> | 0.1      | 0.1      | 0.1      |
| Total steam consumption                   | Gigajoules                | 0        | 0        | 0        |
| Steam consumption/m <sup>2</sup>          | Gigajoules/m <sup>2</sup> | 0        | 0        | 0        |
| Energy intensity (total energy/turnover)  | Gigajoules/CHF million    | 47.5     | 37.2     | 34.5     |
| <b>Water consumption</b>                  |                           |          |          |          |
| Total water consumption                   | m <sup>3</sup>            | 6,910.5  | 6,694.7  | 6,576.2  |
| Water consumption per head                | m <sup>3</sup> /head      | 9.1      | 7.5      | 6.1      |
| <b>Paper consumption</b>                  |                           |          |          |          |
| Total paper consumption                   | kg                        | 22,725.8 | 25,437.9 | 25,484.0 |
| Paper consumption per head                | kg/head                   | 27.1     | 28.4     | 23.6     |
| Percentage of recycled paper              | Percentage                | 84.5     | 80.9     | 68.8     |
| <b>Waste consumption</b>                  |                           |          |          |          |
| Total waste                               | Ton                       | 163.4    | 195.7    | 178.4    |
| Normal waste                              | Ton                       | 80.7     | 85.6     | 79.3     |
| Recyclable waste                          | Ton                       | 80.5     | 107.1    | 96.7     |
| Hazardous waste                           | Ton                       | 2.2      | 3.1      | 2.4      |

## GREENHOUSE GAS EMISSIONS

|   | Unit                              | 2015* | 2016   | 2017   |
|---|-----------------------------------|-------|--------|--------|
| <b>Total direct CO<sub>2</sub> emissions (scope 1)</b>                          | Ton (CO <sub>2</sub> equivalents) | 0     | 183.76 | 198.92 |
| Emissions via fuel consumption  | Ton (CO <sub>2</sub> equivalents) | 0     | 0.00   | 0.00   |
| Emissions via natural gas consumption   | Ton (CO <sub>2</sub> equivalents) | 0     | 183.76 | 198.92 |
| <b>Total direct emissions of other greenhouse gases**</b>                       | Ton                               | 0     | 0.00   | 0.00   |
| <b>Total indirect CO<sub>2</sub> emissions via energy procurement (scope 2)</b> | Ton (CO <sub>2</sub> equivalents) | 70.96 | 962.35 | 615.24 |
| Emissions via electricity procurement   | Ton (CO <sub>2</sub> equivalents) | 39.83 | 819.84 | 405.06 |
| Emissions via heating energy  | Ton (CO <sub>2</sub> equivalents) | 15.59 | 127.59 | 205.70 |
| Emissions via cooling energy  | Ton (CO <sub>2</sub> equivalents) | 15.54 | 14.92  | 4.48   |

\*2015 site in Männedorf (CH) only

\*\*Methane, nitrous oxide, sulfur hexafluoride, nitrogen trifluoride



## VISION AND VALUES

Tecan's management considers it of key importance to instill the Company's vision and common values in all its employees and ensure they are put into practice. Tecan reformulated the vision in 2015 as part of a major brand refresh project. As a common basis for collaboration, it has great importance in Tecan's corporate culture.

### THE TECAN VISION

The common values and objectives for all Tecan employees are encapsulated in the vision:

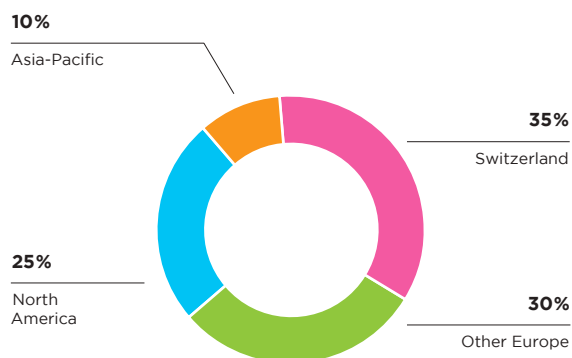
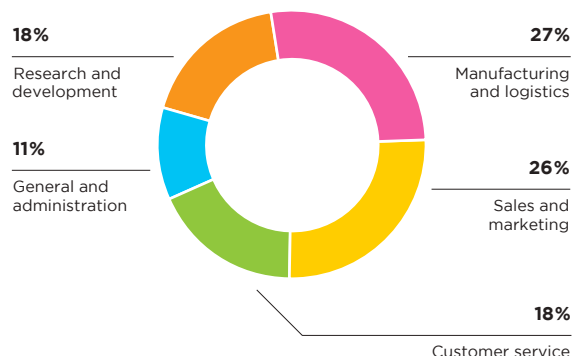
Every lab. Every day.  
Empowered.

In the brand refresh project, Tecan drafted comprehensive guidelines, common values and principles of conduct for employees, to which the image of the Company was also linked. The result of this link is the Tecan brand – a key factor for the Company's success. The building blocks of the Tecan brand are graphically visualized in the "brand house": the unique selling points for the Company's positioning in the market, as well as its promise to its customers and the elements of its visual image are built on the foundations of the three core values – trust, highest standards and ambition. Tecan's inner strength is made up of reliability, highest performance standards for the products and ambitious goals for innovations and process improvements. Through its new vision "Every lab. Every day. Empowered.", Tecan aims to maintain a global presence with outstanding technologies, products and support. The Company wants to actively shape the future of automated workflows in life sciences and clinical diagnostics by facilitating key innovations and empowering those involved to achieve. When it comes to its unique selling points, Tecan sets particular store by the characteristic "leading". Throughout its corporate history, Tecan has launched many pioneering projects and has played a decisive role in the laboratory automation industry. In future, Tecan wishes to increase its focus on these traditional strengths and, on that basis, further strengthen its leading, formative role in the industry.

The vision and values have been implemented in the Company by means of an intensive program, with events again held at various sites during the year under review to increase and renew awareness. The elements of the Tecan brand are comprehensively described in the brand book, which is available on the intranet and is given to new employees on their first day with the Company.

The brand house has firmly established itself in Tecan's day-to-day routine, with the various elements having been integrated into, for example, year-end process and employee meetings as part of their performance review.

Tecan's central customer promise is "Always There For You" – all of the Company's activities are geared toward its customers. This promise is put into practice in an exemplary manner by numerous Tecan employees across the world in their daily dealings with customers and colleagues. To honor these sometimes extraordinary efforts and special commitment, Tecan created the "Always There For You Award" during the year under review. Employees can nominate colleagues for this prize on the intranet. The winners will be announced to the entire Group and receive a special financial bonus.

**EMPLOYEES BY REGION\*****EMPLOYEES BY ACTIVITY\***

\* In % of all employees, including SPEware Corporation (now Tecan SP)

**BASIC AND CONTINUING TRAINING**

At Tecan, ongoing professional and external basic and continuing training is a key requirement critical to business. Due to strict industry-specific requirements, Tecan has high training expenditure: The Company must comply with requirements and guidelines set forth by various supervisory authorities and must also demonstrate that its employees possess the required knowledge. In the year under review, Tecan again invested heavily in basic and continuing training. Aided by an SAP-based system, Tecan ensures that training processes are carried out to a sufficient standard throughout the Company. Each individual employee receives a personalized training profile. This enables employees and line managers to check and update the current training status. It also ensures that information on training levels is available electronically at all times for audits. Tecan is working continuously to develop and improve this learning system. It should provide an effective performance record and offer employees the best possible training opportunities.

Tecan is increasing investments in management training. Strong leadership is indispensable if the Company is to generate sustainable value. Employees can choose the right offer for them from a wide range of seminars and training opportunities. Specific four-part seminars, for example, provide managers from all levels with practical guidance for developing their leadership skills, motivating employees and raising the Company's productivity.

These seminars have become a standard and are extremely popular. All the seminars include written individual and group exercises as well as larger group projects, including case studies and simulations of challenging business situations. A new two-part project management seminar is a further training focus: First, a common basis is ensured using e-learning, then the participants take part in a two-day situational training session. Through this seminar, Tecan is building up important knowledge, establishing an internal Company standard and providing training on uniform methods and terminology. This seminar is compulsory for all project managers, subproject managers and project staff.

Tecan also holds a financial seminar for novices. This is aimed at employees without in-depth financial training who require advanced knowledge for their budget processes, project planning or business analyses.

The Te-Wiki is a tool available to Tecan employees for the purpose of exchanging information and experience. This platform includes general information describing Tecan products, as well as experiences of employees in sales and customer services from direct contact with customers. All Tecan employees can also benefit from the knowledge of their colleagues by asking questions or outlining issues via "tickets."

In countries employing a dual education system, Tecan instructs trainees from various vocational and professional groups.

## CUSTOMER LOYALTY AND SATISFACTION

At Tecan, strong customer loyalty and a high degree of customer satisfaction are key factors for sustainable business growth. Tecan regularly measures and evaluates customer loyalty and satisfaction.

More detailed information on the topics of customer satisfaction, customer loyalty and brand development can be found in the “Markets, strategy and brand management” section on pages 24 to 26.

## SOCIAL RESPONSIBILITY

Tecan offers a wide range of healthcare initiatives for its employees, including medical courses, vaccination programs and various sporting activities. The Company also supports chronically ill employees, taking efforts to ensure they remain integrated in the workplace as far as possible.

Tecan attaches great importance to good cooperation with the people and authorities where it does business. The Company also supports various projects serving the common good at its various locations.



A row of laboratory test tubes containing a red liquid, with a white text overlay.

Empowered

with

Tecan.



# Corporate Governance

Information pursuant to the SIX Swiss Exchange Directive on Information Relating to Corporate Governance.

## 1 GROUP STRUCTURE AND SHAREHOLDERS

### GROUP STRUCTURE

Tecan Group Ltd. (the Company), Seestrasse 103, 8708 Männedorf, Zurich, Switzerland, is the ultimate parent company of the Tecan Group.

The Company is listed on the SIX Swiss Exchange.

|                     |              |
|---------------------|--------------|
| Security symbol:    | TECN         |
| Security number:    | 1 210 019    |
| ISIN:               | CH0012100191 |
| Telekurs Financial: | TECN         |
| Bloomberg:          | TECN SW      |
| Reuters:            | TECN.S       |

As of December 31, 2017, the Company's market capitalization was CHF 2,364 million (shares outstanding). The list of consolidated subsidiaries, none of which is publicly listed, is presented in the financial section on page 145 of this Annual Report. The operational Group structure is based on a customer-oriented division into the business segments Life Sciences Business (end-customers) and Partnering Business (OEM customers). The segment reporting based on this structure is presented in the financial section on page 101 of this Annual Report.

### IMPORTANT SHAREHOLDERS

As of December 31, 2017, the following shareholders held more than 3% of Tecan's shares:

|  | 2016      |       | 2017      |       |
|--|-----------|-------|-----------|-------|
|  | Shares    | %     | Shares    | %     |
| Chase Nominees Ltd., London (UK)                                 | 1,546,910 | 13.4% | 1,546,910 | 13.3% |
| NN Groep N.V., Amsterdam (NL)                                    | 848,426   | 7.4%  | 848,426   | 7.3%  |
| BlackRock Inc., New York (US)                                    | 578,431   | 5.0%  | 749,718   | 6.4%  |
| Massachusetts Mutual Life Insurance Company, Springfield MA (US) | 570,285   | 4.9%  | 577,131   | 4.9%  |
| UBS Fund Management (Switzerland) AG, Basel (CH)                 | 570,408   | 5.0%  | 575,537   | 4.9%  |
| APG Algemene Pensioen Groep N.V., Amsterdam (NL)                 | 572,926   | 5.0%  | 572,926   | 4.9%  |
| Norges Bank (the Central Bank of Norway), Oslo (NO)              | 345,939   | 3.0%  | 345,939   | 3.0%  |
| Pictet Funds SA, Geneva (CH)                                     | 344,811   | 3.0%  | 344,811   | 3.0%  |
| Wellington Management Group LLP, Boston (US)                     |           | <3%   | 344,269   | 3.0%  |
| Credit Suisse Funds AG, Zurich (CH)                              | 376,921   | 3.3%  |           | <3%   |

For more information, please refer to <https://www.six-exchange-regulation.com/en/home/publications/significant-shareholders.html>.

Numbers of shares according to the most recent shareholder notifications to SIX; the percentages are adjusted to the actual share capital as at the end of the reporting period. The Company does

not have any cross-shareholdings exceeding 5% of the capital or voting rights on both sides.

## 2 CAPITAL STRUCTURE

|   | 2015               | 2016               | 2017               |
|---|--------------------|--------------------|--------------------|
| Shares                                    | 11,467,577         | 11,541,371         | 11,664,872         |
| Nominal value per share (CHF)             | 0.10               | 0.10               | 0.10               |
| Share capital (CHF)                       | 1,146,758          | 1,154,137          | 1,166,487          |
| Legal reserves (CHF)                      | 6,716,885          | 16,551,751         | 36,385,751         |
| Net retained earnings (CHF)               | 198,291,481        | 247,403,692        | 231,404,950        |
| <b>Shareholders' equity (CHF)</b>         | <b>206,155,124</b> | <b>265,109,580</b> | <b>268,957,188</b> |
| <b>Conditional share capital</b>          |                    |                    |                    |
| Reserved for employee participation plans | 835,635            | 761,841            | 638,340            |
| Shares                                    | 83,564             | 76,184             | 63,834             |
| CHF                                       |                    |                    |                    |
| Reserved for future business development  | 1,800,000          | 1,800,000          | 1,800,000          |
| Shares                                    | 180,000            | 180,000            | 180,000            |
| CHF                                       |                    |                    |                    |
| <b>Authorized share capital</b>           |                    |                    |                    |
| Expiring on April 13, 2018                |                    |                    |                    |
| Shares                                    | 2,200,000          | 2,200,000          | 2,200,000          |
| CHF                                       | 220,000            | 220,000            | 220,000            |

As of December 31, 2017, the Company's share capital was CHF 1,166,487 and was divided into 11,664,872 registered shares with a nominal value of CHF 0.10 each. Each share is entitled

to dividend payments whenever the shareholders approve a profit distribution. The Company does not have any bearer shares, participation certificates or bonus certificates outstanding.



## CONDITIONAL SHARE CAPITAL – CHANGES IN CAPITAL

In 1997, the Company's shareholders approved the creation of conditional share capital of CHF 130,000 (consisting of 1,300,000 registered shares with a nominal value of CHF 0.10 each) for the purpose of employee stock options. Several employee stock option plans were adopted based on this conditional share capital. Details of these plans are given in the consolidated financial statements under Note 10 "Employee benefits". Since 2011, the Company has serviced the options exercised and share transfers from its own shares. Due to the sale of all treasury shares in the first half of 2015, share capital was created again for the first time for the options subsequently exercised. A total of 39,053 options (share option plans) were exercised and 84,448 (share plans) were transferred, increasing the Company's share capital by CHF 12,350 and decreasing the Company's conditional capital by 123,501 shares (fiscal year 2016: exercise of 23,319 options, transfer of 50,475 shares, increase of share capital by CHF 7,379 and decrease of conditional capital by 73,794 shares). As of December 31, 2016, 94,984 shares of the conditional share capital were reserved for outstanding employee stock options and 165,701 for outstanding employee shares in connection with the Performance Share Matching Plan (PSMP) and other share plans. These shares correspond to a share capital of CHF 26,069. On April 26, 2006, the shareholders approved the creation of additional conditional share capital. The Company's share capital may be increased by a maximum of CHF 180,000 through the issue of a maximum of 1,800,000 registered shares to be paid in full with a nominal value of CHF 0.10 each. This increase shall be achieved through the exercise of conversion or option rights granted in connection with bonds or similar instruments issued by the Company or Group companies or through the exercise of option rights granted to shareholders. Shareholders' pre-emptive rights are excluded. The acquisition of registered shares through the exercise of conversion or option rights and any further transfer of registered shares is subject to the restrictions specified in Article 5 of the Articles of Incorporation. In the case of convertible bonds or warrant-linked bonds, the preferred subscription rights of the shareholders may be restricted or excluded by resolution of the Board of Directors 1) in order to finance or refinance the acquisition of companies, parts of companies or equity investments, or 2) to issue warrant-linked or convertible bonds on international capital markets. If preferred subscription rights are excluded, then 1) the bonds must be placed at market conditions; 2) the exercise period for warrants must be limited to five years and the exercise period for conversion rights must be limited to ten years from the date the bond was issued; and 3) the conversion or exercise price for the new shares must be set at least in line with the market conditions prevailing on the bond issue date. The Articles of Incorporation are available for consultation at <https://www.tecan.com/tecan-corporate-policies>.

## AUTHORIZED SHARE CAPITAL

On April 26, 2006 (for the first time), and on April 13, 2016, the shareholders approved the creation of authorized share capital, which authorizes the Board of Directors to increase the share capital at any time up to April 13, 2018, by a maximum of CHF 220,000 through the issue of not more than 2,200,000 registered shares to be paid in full with a nominal value of CHF 0.10. Increases by way of firm commitment underwriting as well as partial increases are permitted. The respective issue amount, the dividend entitlement date, the type of contributions and potential acquisitions of tangible assets will be determined by the Board of Directors. Following acquisition, the new registered shares are subject to the restrictions specified in Article 5 of the Company's Articles of Incorporation. The pre-emption rights of the shareholders may be restricted, excluded and allocated to third parties by resolution of the Board of Directors if the new shares are intended to be used 1) to pay for the acquisition of companies, parts of companies or equity investments; 2) to finance or re-finance the acquisition of companies, parts of companies or equity investments; or 3) for an international placement of shares. Shares for which subscription rights were granted but not exercised must be used by the Board of Directors in the interest of the Company. The Company does not have convertible bonds or any options outstanding other than the aforementioned employee stock options.

## ADDITIONAL REQUIREMENTS TO INCREASE THE SHARE CAPITAL UNDER THE AUTHORIZED AND CONDITIONAL SHARE CAPITAL

The provisions of the Articles of Incorporation require that the conditional capital for convertible bonds, warrant-linked bonds, similar securities or other financial market instruments shall be reduced if and to the extent authorized capital is used, and that the authorized capital shall be reduced if and to the extent new shares are created under the respective conditional capital. As a result of these two provisions, the total authorization will be reduced to approximately 20% of the share capital. Due to the existing employee option and share programs, the possibility of creating employee shares and stock options is not affected by this change.

## ENTRY IN THE SHARE REGISTER AND NOMINEE REGULATIONS

Registration of voting rights in the Company's share register is conditional on shareholders declaring that they have acquired the shares in their own name and for their own account. The Company's Board of Directors may register nominees for not more than 2% of the share capital as shareholders with voting rights in the share register. Nominees are shareholders who do not explicitly declare in the registration application that they hold the shares for their own account and with whom the Company has entered into a corresponding agreement. In addition, for shares in excess of 2% of the share capital, the Board of Directors may register nominees with voting rights in the share register if such nominees disclose the names, addresses, nationalities and shareholdings of those persons for whose account they hold 2% or more of the share capital. Legal entities and companies that are linked to one another in terms of capital and voting power through uniform management or otherwise, as well as individuals, legal entities or companies coordinating their actions to circumvent the registration limitations, are considered to be one person. The Board of Directors is entitled to grant exceptions to the registration limitations in special cases. No such exceptions were granted in the year under review. The procedures and conditions for canceling these limitations on transferability are described in section 6.

## 3 BOARD OF DIRECTORS

### INDEPENDENCE AND RULES REGARDING OUTSIDE MANDATES

All the members of the Board of Directors are non-executive members. None of the Board members was formerly a member of the Management Board of Tecan Group Ltd. or any Group company during the period under review or the three preceding periods. According to the Articles of Incorporation the permitted number of other mandates of the members of the Board of Directors in the highest executive management or bodies of legal entities outside of the Company's group is limited to six mandates in listed and six mandates in non-listed companies, foundations and other legal entities that are registered in the commercial register. Mandates in different legal entities of the same group (including in joint ventures directly or indirectly owned by such a group or the Company that are not consolidated) are counted as one mandate per group, but may not exceed the number of 20 additional mandates if counted separately. Short-term transgressions of these maximum numbers by a maximum of two mandates per category are permitted during a maximum period of six months. Mandates held by members of the Board of Directors by order of the Company shall not be subject to the limitations set out above.

## ELECTION, TERM OF OFFICE, ORGANIZATION AND RESPONSIBILITIES

Pursuant to the Company's Articles of Incorporation, the Board of Directors is composed of a minimum of one and a maximum of seven members, who are elected for a term of one year. Reelection after the end of the term is permitted. The Chairman of the Board of Directors is elected by the General Meeting. The Board of Directors is responsible for the ultimate supervision and management of the Company, including the development of general strategies and guidelines, and for all other duties that are non-transferable under applicable law. To the extent permitted by law and provided that there is no conflict with the Company's Articles of Incorporation and the Organizational Regulations adopted by the Board of Directors, management of the Company's affairs is delegated to the Management Board pursuant to the Organizational Regulations. The Board of Directors meets as often as business matters require but at least five times a year upon invitation of the Chairman or, in his absence, upon invitation of another Board member. Any member of the Board of Directors may call a meeting by specifying the reasons for the meeting. The meetings usually last one whole day. As a general rule, the CEO and CFO attend the Board meetings in their entirety, and any other members of the Management Board or senior management invited by the Chairman attend for certain portions. Meetings may also be held by videoconference or by telephone. The Board of Directors passes its resolutions by an absolute majority of votes of Board members present. In the event of a tie, the Chairman of the Board has the deciding vote. Resolutions may be passed by postal vote unless a member requests oral deliberation. Five full-day Board meetings and three extended conference calls were held in the year under review. Four meetings or conference calls of the Audit Committee lasting about four hours each were also held. In addition, there were three meetings of the Compensation Committee.

# Board of Directors

## ROLF A. CLASSON

### Chairman of the Board Chairman of the Nomination and Governance Committee

Since 2009, elected until 2017  
1945

Swedish citizen  
Chemical Engineer; Gothenburg  
School of Engineering, Pol. Mag.  
University of Gothenburg

#### Professional background:

1969 to 1974 Pharmacia AB, Director, Organization Development; 1974 to 1978 Asbjorn Habberstad AB, Consultant; 1979 to 1984 Pharmacia AB Hospital Products Division, President; 1984 to 1990 Pharmacia Development Company, Inc., President; 1990 to 1991 Pharmacia Biosystems AB, President and COO; 1991 to 1995 Bayer Diagnostics, Executive Vice President; 1995 to 2002 Bayer Diagnostics, President; 2002 to 2004 Bayer HealthCare, CEO and Chairman of the Executive Committee; 2005 to 2006 Hillenbrand Industries, interim President and CEO

#### Other activities:

Hill-Rom Holdings, USA, Non-executive Chairman; Fresenius Medical Care AG, Germany, Member of the Board; Catalent, Inc., Member of the Board; Perrigo Plc, Member of the Board

## HEINRICH FISCHER

### Vice Chairman of the Board Chairman of the Audit Committee

Since 2007, elected until 2017  
1950

Swiss citizen  
Master of Applied Physics & Electrical Engineering (ETH Zurich), MBA (University of Zurich)

#### Professional background:

Four years R&D in electronics (ETH Zurich, IBM); 1980 to 1990 Director of Staff Technology and Executive Vice President, Balzers Division of Oerlikon-Bührle Group; 1991 to 1996 Executive Vice President, Corporate Development, Oerlikon-Bührle Group; 1994 to 2005 Co-founder and Chairman of ISE (Integrated Systems Engineering); 1996 to 2007 Delegate of the Board and Chief Executive Officer, Saurer Group; since 2007 DiamondScull AG, owner and Chairman of the Board

#### Other activities:

Hilti AG, Chairman of the Board; CAMOX Fund, Member of the Board; Sensirion Holding AG, Member of the Board

## DR. CHRISTA KREUZBURG

### Chairwoman of the Compensation Committee

Since 2013, elected until 2017  
1959

German citizen  
Diploma and Ph.D. in Physical Chemistry, Duisburg University, Chemical Faculty

#### Professional background:

1990 to 1994 Laboratory Head, Central Research at Bayer AG, Germany; 1994 to 1996 Departmental Head, Central Research at Bayer AG, Germany; 1997 to 1999 Strategy Consultant, Corporate Strategic Planning at Bayer AG, Germany; 2000 to 2002 Head of Corporate Strategic Planning, in addition from 2001, leading the restructuring project of division Pharmaceuticals after the withdrawal of Lipobay® at Bayer AG, Germany; 2002 to 2005 Head of Pharma Japan (from 2004)/Europe/MERA and member of the Pharma Management Committee at Bayer HealthCare, Germany; 2006 to 2007 Head of Pharma Primary Care/International Operations and member of the Pharma Management Committee at Bayer HealthCare, Germany; 2007 to 2008 Head of Bayer Schering Pharma Europe/Canada and member of the Executive Committee. Integration of Bayer and Schering in the region at Bayer HealthCare, Germany; 2009 to today consulting projects for small and mid-size healthcare companies

#### Other activities:

Catalent Inc, Member of the Board

## LARS HOLMQVIST

Since 2015, elected until 2017  
1959

Swedish citizen  
INSEAD, Fontainebleau, France  
Business Administration (Mid Sweden University, Sweden)

#### Professional background:

1983 to 1987, Lederle Labs. Nordic; 1991 to 1993, Becton Dickinson Nordic; 1993 to 1996, Pharma Hospital Care; 1996 to 1998, Boston Scientific Europe, Vice President Vascular EMEA, Member of the Executive Management Group; 1998 to 2004, MEDITRONIC EUROPE SARL, various positions, last position Vice President, Vascular & Cardiac Surgery, Western Europe, Member of the European Management, Committee and Global Vascular & Cardiac Surgery Executive Staff; 2004 to 2009, Applied Biosystems, Inc., various positions, last position Vice President and Executive Member of Applera Corp.; 2009 to 2012, Dako Denmark A/S President and CEO; 2012 to 2014, Agilent Technology, Inc. President of Life Sciences and Diagnostics Group/ Senior Vice President of Agilent

#### Other activities:

Lundbeck Foundation, Denmark, Member of the board of trustees and Member of the investment committee; H. Lundbeck A/S, Valby, Denmark, Member of the board and Member of the Audit Committee; ALK-Abelló A/S, Denmark, Member of the board and Member of the Remuneration Committee; Naga UK TopCo Limited, Hertfordshire, UK, Member of the Board and Member of the audit and nomination committee



**GÉRARD VAILLANT**

Since 2004, elected until 2017  
1942

US citizen

Degree in Marketing (École Supérieure de Commerce, Paris) and MS (University of Sciences, Paris)

**Professional background:**

1987 to 1992 various senior management positions within Johnson & Johnson (US), including Vice-President, J&J International; 1992 to 1995, Worldwide President Life Scan (a J&J Company); 1995 to 2004, Company Group Chairman Diagnostics Worldwide; he was a member of the Medical Devices & Diagnostics Group Operating Committee of J&J until he retired in 2004; acting CEO of the Tecan Group from February to October 2012

**Other activities:**

STAT-Diagnostica & Innovation S.L., Spain, Chairman of the Board

**DR. OLIVER FETZER**

Since 2011, elected until 2017  
1964

US citizen

MBA, Carnegie Mellon University, Pittsburgh, USA, Ph.D. Pharmaceutical Sciences, Medical University of South Carolina, USA

**Professional background:**

1993 to 2002 The Boston Consulting Group, USA, between 2000 and 2002 Managing Director and Partner; 2002 to 2007 Cubist Pharmaceuticals USA, various management positions, including Senior Vice President, Corporate Development and Research and Development; 2007 to 2008 Sabbatical; 2009 to 2014 President and Chief Executive Officer, member of the Board of Directors of Cerulean Pharma Inc., USA; since 2014 CEO and member of the board Synthetic Genomics

**Other activities:**

Synthetic Genomics, member of the Board; Arena Pharmaceuticals, Member of the Board

**DR. KAREN HÜBSCHER**

Since 2012, elected until 2017  
1963

Swiss and British citizen

MBA, IMD Lausanne; Ph.D. Natural sciences, ETH Zurich and Master's degree, Animal Sciences, ETH Zurich

**Professional background:**

1995 to 2000 various positions with increasing responsibility in Research and Finance at CIBA Geigy and Novartis; 2000 to 2005 Novartis, Global Head Investor Relations; 2006 to 2009 Member of the Global Executive Committee and Global Innovation Board, Novartis Vaccines & Diagnostics with headquarters in the U.S., in charge of Business Development/Mergers and Acquisitions; 2009 to 2011 Member of the European Commercial Operations Leadership Team and Site Head Novartis Vaccines & Diagnostics, Basel. Head Public Health and Market Access Europe (Marketing & Sales). Board Member European Vaccines Manufacturers' association in Brussels; since 2012 Founder and Managing Director of Fibula Medical AG; since 2014 CEO Solvias AG, Kaiseraugst, Switzerland

**Other activities:**

SMG (Swiss Management Association), Member of the Board

## COMMITTEES

The Board of Directors may appoint committees composed of members of the Board to prepare and implement its resolutions and to exercise its supervisory function. The committees meet upon invitation of the respective chairman and as often as business requires, but at least twice a year. The committee meetings usually last between two and three hours. Committee resolutions and proposals for consideration by the entire Board of Directors are passed by a majority of votes cast, provided that there is a quorum of at least two committee members present. Resolutions may also be passed by postal vote. For specific topics (for example in connection with M&A discussions) the Board of Directors forms ad-hoc committees. Several conference calls of ad-hoc committees were held in the year under review. The Board of Directors has established three committees that are composed as follows:

|                   | Audit Committee | Compensation Committee | Nomination and Governance Committee |
|-------------------|-----------------|------------------------|-------------------------------------|
| Rolf Classon      |                 |                        | Chairman                            |
| Heinrich Fischer  | Chairman        |                        | Member                              |
| Gérard Vaillant   |                 | Member                 |                                     |
| Oliver Fetzner    |                 | Member                 |                                     |
| Lars Holmqvist    | Member          |                        |                                     |
| Christa Kreuzburg |                 | Chairwoman             | Member                              |
| Karen Hübscher    | Member          |                        |                                     |

## AUDIT COMMITTEE

The Audit Committee is composed of at least two members. The Committee's principal duties and responsibilities are to form an opinion regarding internal and external audits and to monitor cooperation between the external statutory auditors and the Company; to assess the quality of internal audits and compliance; to review the annual financial statements (both consolidated and single-entity) and interim financial statements destined for publication and report on them to the full Board of Directors; to make recommendations to the full Board of Directors, especially with regard to the approval of annual and interim financial statements; and to monitor the independence, performance and fees of the statutory auditors and propose that they be appointed or reappointed by vote of the Annual General Meeting. Representatives of the external statutory auditors and the internal auditor may attend meetings of this Committee at the invitation of the Chairman.

## COMPENSATION COMMITTEE

Pursuant to the Company's Articles of Incorporation, the Compensation Committee is composed of two or more members, who are elected by the General Meeting. The Chairman of the Compensation Committee is nominated by the Board of Directors. The Committee is otherwise self-constituting. The majority of members of the Compensation Committee must be non-executive and independent members of the Board of Directors.

The Compensation Committee's tasks and responsibilities include in particular:

- Putting together proposals for an overall compensation policy for consideration by the Board of Directors, as well as a compensation model, a compensation regulation and the Compensation Report aligned with it.
- Putting together a substantive proposed motion on the annual maximum compensation sums of the Board of Directors and the Management Board.
- Putting together a proposal on the material terms of the employment contracts and their termination and determining the actual compensation for members of the Board of Directors within the parameters of the maximum sum approved by the General Meeting.
- The resolution on loans and credits to members of the Board of Directors and the Management Board.

The Compensation Committee also reviews reports on salary structure and trends, and monitors the disclosure requirements pertaining to compensation for senior management and the Board of Directors.

## NOMINATION AND GOVERNANCE COMMITTEE

The majority of members of the Nomination and Governance Committee must be independent and nonexecutive members of the Board of Directors. The Committee consists of three members. It is chaired by the Chairman of the Board. The most important duties of this Committee include succession planning at the level of the Board of Directors and the Management Board; defining the selection criteria for members of the Board of Directors and the Management Board; and regularly reviewing the performance of the Board of Directors, its committees and its individual members based on a defined evaluation plan. This Committee is also charged with monitoring risk management and corporate governance.

## INFORMATION AND CONTROL INSTRUMENTS

*The members of the Management Board* are actively involved in the various committees of the Board of Directors. The CEO, CFO, the internal auditors and sometimes the external statutory auditors attend the meetings of the Audit Committee, for example. In addition, members of the Management Board meet with individual Board members on an ad hoc basis to discuss and delve more deeply into specific topics.

*The Board of Directors* receives monthly reports from the Group's management information system so that it can monitor financial and operational performance. All relevant guidelines are presented to the Board of Directors or the appropriate committees for approval to ensure shared responsibility for all major decisions.

*Internal Audit:* Since the internal auditors report to the Audit Committee, their independence is assured. All companies are audited every three years on the basis of a risk analysis. The annual audit plan consists of audits of all major companies and is approved by the Audit Committee. A summary of significant findings and recommendations is submitted directly to the Audit Committee with copies to the CEO, the CFO and the General Counsel. The reports are also made available to the external statutory auditors.

During the year under review, Internal Audit focused its efforts on strengthening the internal control system for financial reporting and compliance. Other areas audited include compliance with laws and standards; the compliance, efficiency and effectiveness of business processes; and the implementation of recommendations made by the internal auditors. Additional information on risk management is given in Note 30 to the consolidated financial statements.

## 4 MANAGEMENT

### MANAGEMENT CONTRACTS AND RULES REGARDING OUTSIDE MANDATES

No agreements between the Company and third parties that are not part of the Tecan Group were entered into or renewed in the year under review for the purpose of delegating management responsibilities.

According to the Articles of Incorporation the permitted number of other mandates of the members of the Management Board in the highest executive management or bodies of legal entities outside of the Company's group is limited to two mandates in listed and four mandates in non-listed companies, foundations and other legal entities that are registered in the commercial register. Mandates in different legal entities of the same group (including in joint ventures directly or indirectly owned by such a group or the Company that are not consolidated) are counted as one mandate per group, but may not exceed the number of 20 additional mandates if counted separately. Short-term transgressions of these maximum numbers by a maximum of two mandates per category are permitted during a maximum period of six months. Mandates held by members of the Management Board by order of the Company shall not be subject to the limitations set out above.

# Management Board



## 1 | ANDREAS WILHELM

**Executive Vice President  
General Counsel and Secretary  
of the Board of Directors of  
Tecan Group Ltd.**

Member since 2012  
Joining Tecan in 2004  
1969  
Swiss citizen  
Studies of law (University Berne,  
Switzerland), Master of Law Program  
(Boston University, USA), Admitted to  
the Swiss Bar

**Professional background:**  
1993 Judicial Clerk at District Court of  
Nidau; 1994 to 1995 Legal Internship  
at Notter&Partner in Berne; 1996 to  
1999 Attorney-at-law at Grüninger  
Hunziker Roth Rechtsanwälte in  
Berne; 2000 to 2004 Attorney-at-law  
at Bär & Karrer in Zurich; since 2004  
Head Legal Affairs and Secretary of  
the Board of Directors of Tecan Group  
Ltd.

**Other activities:**  
None

## 2 | DR. RUDOLF EUGSTER

**Chief Financial Officer of the  
Tecan Group**

Member since 2002  
Joining Tecan in 2002  
1965  
Swiss citizen  
Degree in Chemistry (Swiss Federal  
Institute of Technology), PhD in  
Technical Science (Swiss Federal  
Institute of Technology), Postgraduate  
degree in Business Administration  
(Swiss Federal Institute of Technology)

**Professional background:**  
1993 to 1994 Strategic planning/  
controlling at Novartis; 1994 to 2002  
Several positions at Von Roll, the last of  
which was CFO of Isola Composites,  
a joint venture between Von Roll and  
Isola AG.

**Other activities:**  
None

## 3 | DR. KLAUS LUN

**Executive Vice President  
Head of the Life Sciences  
Business division (since  
February 2017)**

Member since 2013  
Joining Tecan in 2013  
1972  
Italian citizen  
M.Sc. Biology (University of  
Tübingen, Germany), Dr. rer. nat. in  
neurobiology (equiv. Ph.D., University  
of Heidelberg, Germany), MBA  
(University of Mannheim, Germany)

**Professional background:**  
2002 to 2007 Variety of positions  
at Amara GmbH, now part of the  
Lonza Group, most recently as a  
Senior Project Manager, 2007 to 2011  
Director Business Development at  
Leica Microsystems (Danaher Group);  
2011 to 2013 Several management  
positions at Molecular Devices Inc.  
(Danaher Group), most recently  
as Vice President Drug Discovery  
and Bioresearch und Vice President  
Global Product Marketing, 2013  
to 2017 Executive Vice President,  
Head of Corporate Development,  
Tecan Group.

**Other activities:**  
None

## 4 | DR. ACHIM VON LEOPRECHTING

**Executive Vice President  
Head of the Partnering  
Business division**

Member since 2013  
Joining Tecan in 2013  
1968  
German citizen  
PhD in Biology (University of  
Freiburg, Germany)

**Professional background:**  
1999 to 2002 Different positions in  
product management at Packard  
Bioscience, today part of PerkinElmer;  
2002 to 2013 Several management  
positions and professional positions  
at PerkinElmer Inc. (NYSE: PKI),  
including Vice President and General  
Manager In Vitro Solutions.

**Other activities:**  
None



**5 | DR. DAVID MARTYR****Chief Executive Officer**

Member since October 2012  
Joining Tecan in October 2012  
1957

British citizen  
B.Sc. and Ph.D. in Engineering  
(University of Newcastle-upon-Tyne,  
United Kingdom)

**Professional background:**

1984 to 1988 Sales and marketing management positions at Ferranti plc; 1989 to 1998 Variety of management and sales-related positions at Lumonics Inc., including Managing Director Europe; 1998 to 2007 Various senior management and professional positions at Leica Microsystems, including Executive Vice President Worldwide Sales and Marketing and Managing Director Europe; 2009 to 2011 Group Executive and Vice President of Danaher Corporation (NYSE: DHR), the shareholder of Leica Microsystems Group, overseeing the development of Danaher's Life Sciences businesses; 2007 to 2011 Group President of Leica Microsystems Group with full responsibility for Leica Microsystems, Leica Biosystems and Invetech.

**Other activities:**

Analytical, Life Science and Diagnostics Association (ALDA), Member of the Board; Non-executive Chairman, Sphere Medical Holding plc, UK (until 31 March 2018); Büchi Labortechnik AG, Vice Chairman of the Board

**6 | ERIK NORSTRÖM****Executive Vice President  
Head of  
Corporate Development**

Member since 2017  
Joining Tecan in December 2017  
1973

**Swedish and Swiss citizen**

M.Sc. in Chemical Engineering  
(Chalmers University of Technology,  
Göteborg, Sweden)

B.Sc. in Business Administration  
(Göteborg University of Economics  
and Commercial Law, Sweden)

**Professional background:**

1999 to 2001 Capex Analyst at F. Hoffmann-La Roche AG, Basel; 2001 to 2008 Corporate Development Director at F. Hoffmann - La Roche AG, Basel; 2008 to 2012 Head of M&A and alliances at Nobel Biocare AG, Zürich; 2012 to 2015 Head of Corporate Development and M&A Member of the Corporate Leadership Team at Nobel Biocare AG, Zürich; 2015 to 2017 Corporate Vice President strategic development and M&A Member of the Corporate Leadership team at Chr. Hansen a/s, Copenhagen, Denmark.

**Other activities:**

Andrew Alliance S.A.,  
Member of the Board

**7 | MARKUS SCHMID****Executive Vice President  
Head of Corporate Human  
Resources & Internal  
Communications**

Member since 2011  
Joining Tecan in 2011  
1968

Swiss citizen  
Master in Psychology and Journalism  
(University of Freiburg, Switzerland)

**Professional background:**

1990 to 1993 Consultant for an occupational pensions fund at an insurance Company; 1994 to 1998 teacher and instructor at various educational levels and has held various consulting positions; 1998 to 2011 Partner and operations manager at MANRES AG, Zurich.

**Other activities:**

None

**8 | ULRICH KANTER****Executive Vice President  
Head of the Division  
Development and Operations**

Member since 2014  
Joining Tecan in 2014  
1963

**German citizen**

Mechanical Engineer (Berufsakademie Mannheim, Germany) and Diploma in Business Administration (Verwaltungs- und Wirtschaftsakademie at the J.W. Goethe University Frankfurt, Germany)

**Professional background:**

1995 to 2000 Vice President, Operations and Global Supply Chain Manager at AVL Medizintechnik (acquired by Roche Diagnostics in 2000); 2000 to 2014 diverse positions with increasing management responsibility at Roche Diagnostics, most recently as General Manager and Head of Research & Development in Graz, Austria.

**Other activities:**

Toolpoint for Lab Science, member of the Board

## 5 CONTENT AND METHOD OF DETERMINING COMPENSATION AND STOCK OPTION PLANS

Pursuant to the Articles of Incorporation, each year the Compensation Report for the completed business year is submitted to the Annual General Meeting for a non-binding consultative vote. The process for the prospective approval of the compensation of the Board of Directors and of the Management Board is described in the Compensation Report on pages 70–78 herein.

Pursuant to the Articles of Incorporation, any loans, credits or securities granted to a member of the Board of Directors or the Management Board may not exceed an amount corresponding to 50% of such member's base salary. No such loans, credits or securities were outstanding at the end of 2017.

The Articles of Incorporation are available for consultation at <https://www.tecan.com/tecan-corporate-policies>. The provisions of the Articles of Incorporation regarding the compensation policy (article 18, sections 3, 4, 6 and 7) read as follows:

- For work performed in the interest of the Company, the members of the Board of Directors shall receive, in addition to reimbursements of costs and expenses, a compensation, the maximum amount of which must be approved by the Annual General Meeting. The compensation of the members of the Board of Directors may consist of an annual compensation and further non-performance-related compensation (such as remunerations for the membership in committees or the performance of special tasks or assignments) plus the employer's social security contributions and contributions to pension plans. The compensation may be paid in cash and partly in shares in the Company.
- For work performed in the interest of the Company, the members of the Management Board shall receive, in addition to reimbursements of costs and expenses, a compensation, the maximum amount of which must be approved by the Annual General Meeting. The compensation of the members of the Management Board may consist of (a) an annual base salary and further non-performance-related compensation plus the employer's social security contributions and contributions to pension plans, (b) performance-related cash compensation, and (c) compensation under the long-term participation plan, each plus the employer's social security contributions and contributions to pension plans, if applicable.

- The variable cash compensation shall be determined on the basis of financial targets of the Company's group and (quantitative and qualitative) personal targets (hereinafter referred to as "performance-related cash compensation"). The targets shall be defined by the Board of Directors at the beginning of each year upon motion of the Compensation Committee. The performance-related cash compensation of the CEO may not exceed 150% of the base salary and the performance-related cash compensation of the other members of the Management Board may not exceed 100% of the base salary. The performance-related cash compensation is generally paid out in cash but may also be paid in the form of shares or other types of benefits.
- Within the scope of the long-term participation plan, the compensation of the members of the Management Board shall be determined on the basis of the Company's strategic and/or financial targets, which shall be measured over a period of at least three years. The targets shall be defined by the Board of Directors upon motion of the Compensation Committee. In addition, the members of the Management Board may be allowed to participate in the long-term participation plan on a voluntary basis. The compensation may be paid in the form of shares, entitlements to additional shares (matching shares), options, cash or other types of benefit as determined by the Board of Directors upon motion of the Compensation Committee. The Board of Directors upon motion of the Compensation Committee shall determine the conditions that apply to grants, vesting and blocking periods as well as the circumstances triggering accelerated vesting or de-blocking or forfeiture of any grants (e.g. in the event of death, invalidity, change of control, termination of employment contract). The Board of Directors upon motion of the Compensation Committee shall determine the maximum amount of compensation under the long-term participation plan in the compensation and participation plans or regulations.

The provisions of the Articles of Incorporation on pensions reads as follows (article 20): The Company may establish one or more independent pension funds for occupational pension plans or may join existing pension funds. Contributions by the employer to such pension funds, as opposed to the regulated benefits paid by such pension funds, are a component of the compensation. Pension

benefits directly accrued or paid by the employer due to country-specific regulations for occupational benefits shall be treated the same way as contributions to and benefits by pension funds. Under special circumstances, the Company may make payments for social security purposes outside the statutory social security system, including payments by the Company to the pension fund to finance a transitional pension in the event of early retirement. The value of such payments per member of the Management Board may not exceed the total amount of the last annual compensation paid to this very member. The value of the pension is determined in accordance with generally recognized actuarial rules.

For information with regard to the actual compensation schemes and participation plans and further information on the actual compensation 2017 as well as on the motions proposed to the Annual General Meeting on the prospective approval of the compensation of the Board of Directors and of the Management Board, please refer to the Compensation Report on pages 70–78.

## 6 SHAREHOLDERS' PARTICIPATION RIGHTS

Each share entitles the bearer to one vote. Shareholders may only be represented at the Annual General Meeting by their legal representative, another shareholder with voting rights or the independent proxy. Proxy representation requires a written power of attorney that is only valid for the meeting for which it is issued. Article 13 paragraph 2 of the Company's Articles of Incorporation stipulates the matters for which a majority greater than that prescribed by law is required in order to pass a shareholders' resolution, namely a qualified majority of at least two-thirds of the votes represented and an absolute majority of the nominal stock value represented.

The types of transaction covered by this provision are as follows:

- The conversion of registered shares into bearer shares;
- The cancellation or modification of transferability restrictions (article 5 of the Articles of Incorporation);
- The dissolution and liquidation of the Company and the removal of article 13 paragraph 2 itself from the Articles of Incorporation, and the elimination or modification of the quorum specified in this provision.

Shareholders who together hold shares of at least 1% of the share capital may request in writing no later than 56 days prior to a General Meeting that a specific item be included on the agenda. Shareholders who together represent at least 10% of the share capital may request that a General Meeting be convened. Shareholders registered as having voting rights are informed by mail of the convening of a General Meeting at least 20 days prior to the meeting. The notice is also published in the Swiss Official Gazette of Commerce. As a rule, the share register is closed for new entries from around ten days before the day of the General Meeting until the day of the General Meeting. In connection with the implementation of the requirements of the Ordinance Against Excessive Compensation in Listed Companies, the responsibilities of the General Meeting were expanded in the Articles of Incorporation to include the responsibilities relating to the compensation of the Board of Directors and the Management Board.

## 7 CHANGE OF CONTROL AND DEFENSE MEASURES

The Company's Articles of Incorporation do not contain any rules on opting-out or opting-up in order to cancel or restrict the obligation to submit an offer pursuant to the Federal Act on Stock Exchanges and Securities Trading. One-third of the options issued in conjunction with ESOP (for details see consolidated financial statements, Note 10.4 "Share-Based Payment") vest each year (vesting period). During this vesting period, these options generally cannot be exercised. When there is a change of control (and the related change of the employment relationship), these options vest immediately and may be exercised immediately (accelerated vesting period). In the event of a change of control (and the related change of the employment relationship), the three-year blocking period for the shares allotted under PSMP will be lifted and the matching shares will be allocated before the usual time (see "Employee participation plans" in the Compensation Report). There are otherwise no change-of-control clauses included in agreements or compensation plans that benefit members of the Board of Directors, the Company's Management Board, or the Tecan Group.

## 8 STATUTORY AUDITORS

|   |                |
|---|----------------|
| Date on which Ernst & Young AG (EY) took over the existing auditing mandate | April 13, 2016 |
| Year in which the lead auditor took up his position                         | 2016           |

### FEES PAID

| CHF 1,000  | 2016 | 2017 |
|--|------|------|
| Total auditing fees of the Group auditor         | 482  | 503  |
| Total tax consulting fees of the Group auditor   | 181  | 188  |
| Total other consulting fees of the Group auditor | 12   | 11   |

The auditors are appointed by vote of the Annual General Meeting of Shareholders for a one-year term. The external audit is reviewed by the Audit Committee. The auditors attend the meetings of the Audit Committee at which the annual and semi-annual financial statements are discussed and preparations are made for approval by the Board of Directors. The auditors' report on the audit focus and summarize the audit findings. The auditors submit recommendations regarding the scope of the audit and its focus for the upcoming audit period. At year's end, the Audit Committee reviews the performance of the auditors as well as the audit costs and submits a proposal to the Board of Directors regarding reappointment of the auditors. As a rule, the Company issues a new request for audit proposals every four years. The lead auditor must be changed every seven years.

## 9 INFORMATION POLICY

Tecan informs shareholders and the financial community on a continuous basis about significant developments in the Company's business operations. This policy is implemented primarily through regular press releases, interim and annual reports, and information provided on the Company's website ([www.tecan.com](http://www.tecan.com)). In addition, the Company gives regular presentations to institutional investors at its headquarters and at several conferences, and holds numerous individual and group meetings with members of the international financial community. Company publications are available in printed form on request. They can also be downloaded from the Tecan website.

### IMPORTANT DATES FOR INVESTORS

| Date            | Location                  | Event   |
|-----------------|---------------------------|---|
| March 14, 2018  | Zurich                    | Full Year Results 2017, Press Briefing on Annual Results and Analysts' Conference |
| April 17, 2018  | Pfäffikon, SZ             | Annual General Meeting  |
| August 16, 2018 | Conference Call / Webcast | Half-year Results 2018  |

### FOR MAIL OR PHONE INQUIRIES, PLEASE CONTACT


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# Compensation Report

This Compensation Report sets out the compensation system and the compensation paid to the members of the Board of Directors and the Management Board of Tecan Group Ltd. It has been drawn up based on the applicable regulatory provisions for Switzerland and will be put to the Annual General Meeting on April 17, 2018, retrospectively for the past fiscal year for an advisory vote.

## POLICIES

The Compensation Report contains information on the total compensation paid to members of the Board of Directors and Management Board and refers to the 2017 reporting year unless otherwise noted. The Tecan Group has a set of uniform compensation policies that are systematic, transparent and have a long-term focus. Compensation is determined on the basis of four factors: corporate profit, individual performance, position held and the labor market. The ultimate goal of the compensation system is to attract highly qualified and motivated specialists and managers, ensure their long-term loyalty to the Company and align the interests of employees and shareholders. The variable performance component is a complementary management tool designed to promote the achievement of overriding objectives. In addition, the Performance Share Matching Plan (PSMP) — the stock ownership plan in place for all members of the Management Board — guarantees direct financial participation in the long-term development of the Group's economic profits. The compensation of the Board of Directors is in line with the current corporate governance recommendations for compensation systems and provides only a fixed fee. Members of the Board of Directors receive a fixed allotment of shares in addition to a specified cash component. These shares vest fully upon completion of their term and pro rata in the event of an early exit. The total amounts for the individual members are nominally determined in Swiss francs, from which the cash component is deducted and the remainder converted into shares. As is the case with the PSMP, the value of the shares is based on the average closing price of Tecan shares on the SIX Swiss Exchange during the first four months of the relevant fiscal year. The amount and composition of the compensation paid to both the Board of Directors and the Management Board is assessed and determined by the Compensation Committee. In the year under review, the Compensation Committee comprised Christa Kreuzburg (Chairwoman), Oliver Fetzner and Gérard Vaillant. All members were directly elected by the General Meeting. The CEO, CFO and Corporate Head of Human Resources regularly attend meetings in an advisory capacity. Invited members of the Management Board do not take part in discussions on agenda

items concerning themselves. Minutes are kept of the meetings. The Compensation Committee proposes motions to the Board of Directors, which in turn must approve the HR and salary policies for the entire Group as well as the general conditions of employment for members of the Management Board.

The Compensation Committee defines the compensation amounts to be paid to the members of the Management Board. The Board of Directors then reviews and approves the target achievement of the CEO and members of the Management Board and the actual bonus to be paid. The amount and type of compensation to be paid to the Board of Directors is reviewed annually by the Compensation Committee and put before the Board of Directors. Every two years, the compensation of the Board of Directors and Management Board is benchmarked by an external specialist and, if necessary, adjustments are proposed. Each year, the Board of Directors submits a proposal to the Annual General Meeting on the maximum total compensation for the members of the Management Board for the fiscal year following the Annual General Meeting (January 1 to December 31).

In 2017, a comparison was made of the fees of the members of the Board of Directors by an external specialist (Agnes Blust Consulting), which involved comparing the compensation at Tecan with that of a selection of companies listed on the Swiss Performance Index (SPI) that have similar market capitalization (excluding the financial and real estate sectors). Overall, the total compensation paid to members of the Board of Directors is in line with that of the reference companies. Only the Chairman of the Board of Directors was found to be below the average of comparable companies.

All employees of Tecan Group go through a formalized target and performance review process, which generally takes place at least once a year, shortly after the end of the fiscal year. This process forms the basis for the calculation of individual employees' performance-based pay for the preceding fiscal year. It also ensures that consistent

targets are set across the Group for the new fiscal year and promotes the development of both individual employees and the Group. Personal targets are determined in the performance review process at an individual meeting with the employee's supervisor.

## THE SYSTEM

The compensation system for members of the Management Board and extended Management Board of Tecan Group Ltd. is based on three central pillars: a fixed cash component (fixed or base salary), a variable cash component (annual variable salary component) and a variable long-term stock ownership plan (Performance Share Matching Plan). For members of management levels three and four (senior management) and key employees at the Tecan Group, the third pillar consists of either a performance-based share plan or a performance-based option plan. The compensation system for members of management levels one and two (middle management) in most cases consists of two pillars: a base salary (fixed or base salary) and a variable component (annual variable salary component) based on the performance review. In addition, outstanding performance may be rewarded with one-time bonuses in the form of options. Employees are paid a fixed salary and may receive individual, performance-based, one-time spot cash bonus payments.

## CASH COMPENSATION

The compensation structure at all management levels is based on the Variable Pay Policies adopted by the Board of Directors. These call for a target salary to be determined. For members of the Management Board, the target salary is made up of a fixed component (60% of the target salary for the CEO or 70% for the other members) and a variable component (40% of the target salary for the CEO or 30% for the other members). The amount of the variable component is based on achievement of both

Group financial targets and other quantitative and qualitative corporate goals. The financial targets (sales and EBITDA margin) are set annually by the Board of Directors in December for the following year. If the target is fully met, 100% of the variable compensation is paid out. In the year under review, financial targets at Group level were exceeded overall, and a component above 100% was paid out accordingly.

If the defined targets are exceeded, depending on the degree of exceedance, up to 200% of the variable component may be paid out.

Additional provisions regarding the compensation policy, e.g. regarding maximum payouts of variable compensation, can be found in the Articles of Incorporation. Those are available for consultation on the Company's webpage at <https://www.tecan.com/tecan-corporate-policies>.

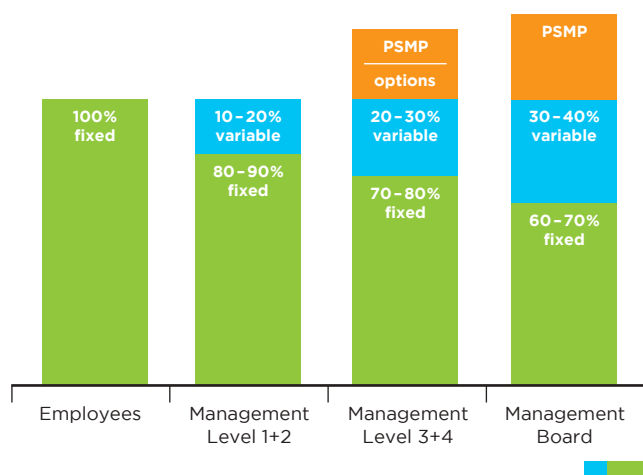
## EMPLOYEE PARTICIPATION PLANS

In addition to cash compensation, the members of the Management Board participate in a long-term incentive plan (LTI). This Performance Share Matching Plan (PSMP) is based on quantitative targets defined for a three-year period. The 2015 to 2017 cycle came to an end in the year under review. The PSMP is initially (first year of the cycle) based on the allotment of Tecan Group Ltd. registered shares to the Management Board and the extended Management Board. The shares are blocked for three years from the allotment date. Employees are eligible to receive additional shares (“matching shares”) if certain quantitative targets based on the Tecan Group’s economic profit are reached three years after the allotment of shares. Participants in the PSMP are eligible for matching shares only if a certain economic profit was achieved. This mechanism ensures that shareholders’ interests are aligned with those of PSMP participants. The economic profit target is based primarily on sales growth and EBIT targets. The factor used to calculate the matching share portion is between 0x and 2.5x, depending on the degree to which the economic profit target is attained. This means that a participant in the PSMP may be eligible for up to 2.5 matching shares per originally allotted share. A formula incorporating, among other factors, the two components of “sales growth in local currencies” and “EBITDA margin” (as of 2016 LTI cycle; prior to that the basis was EBIT margin) has been devised for

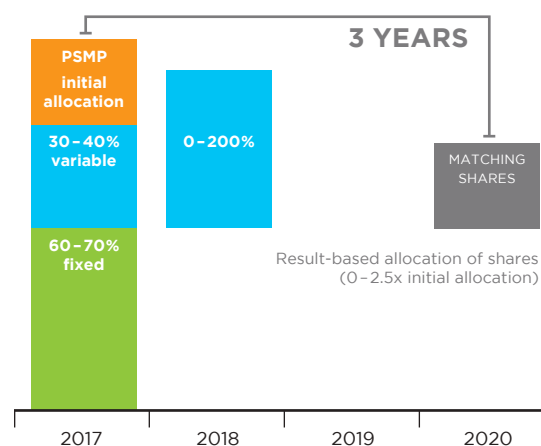
the calculation of the matching share factor. The two parameters are linked, meaning that the EBITDA margin must be higher to achieve a specific factor if growth is lower, while higher growth is required if the EBITDA margin is lower. The sales growth component has been given a higher weighting, and accounts for two-thirds for the purposes of calculating the matching share factor. The parameter grid is specified anew each year on a look-ahead basis for the coming three-year period in order to clearly establish the financial targets in advance.

The size of the initial allotment of PSMP shares is approved annually by the Board of Directors based on a proposal by the Compensation Committee. In 2017, the initial allotment for Management Board members averaged 33% of total compensation.

### STRUCTURE OF THE COMPENSATION SYSTEM



### STRUCTURE OF THE COMPENSATION SYSTEM MANAGEMENT BOARD





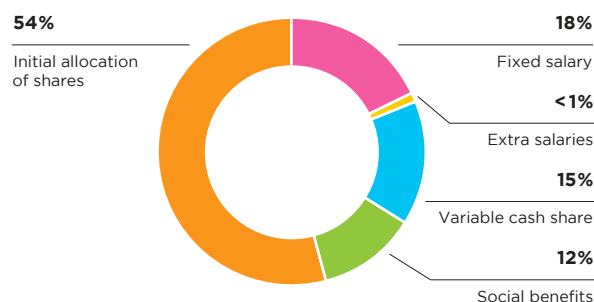
## ANNUAL GENERAL MEETING VOTE ON COMPENSATION

The Ordinance against Excessive Compensation in Listed Companies (OeEC) took effect on January 1, 2014. The compensation and approval mechanism was amended accordingly in 2015 and is set out in the Articles of Incorporation of Tecan Group Ltd. The structure of the compensation system of the Tecan Group, with the elements described in this chapter, has remained unchanged since 2016.

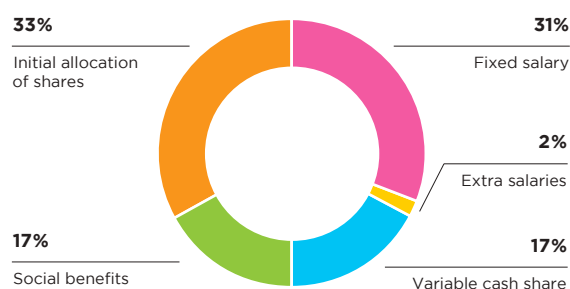
### Compensation and approval mechanism.

Each year, the Board of Directors proposes to the Annual General Meeting for its approval the maximum total amount of compensation to be paid to the Board of Directors for the period up to the next Annual General Meeting and to the Management Board for the following fiscal year. In addition, as previously, each year the Board of Directors presents the Annual General Meeting with the Compensation Report for its retrospective, advisory approval in accordance with Art. 15 (7) of the Articles of Incorporation. The Board of Directors will propose to the 2018 Annual General Meeting the advance approval of compensation for the Board of Directors and Management Board for fiscal year 2019. For 2018, the Compensation Report will be presented to the shareholders for retrospective, advisory approval at the 2019 Annual General Meeting.

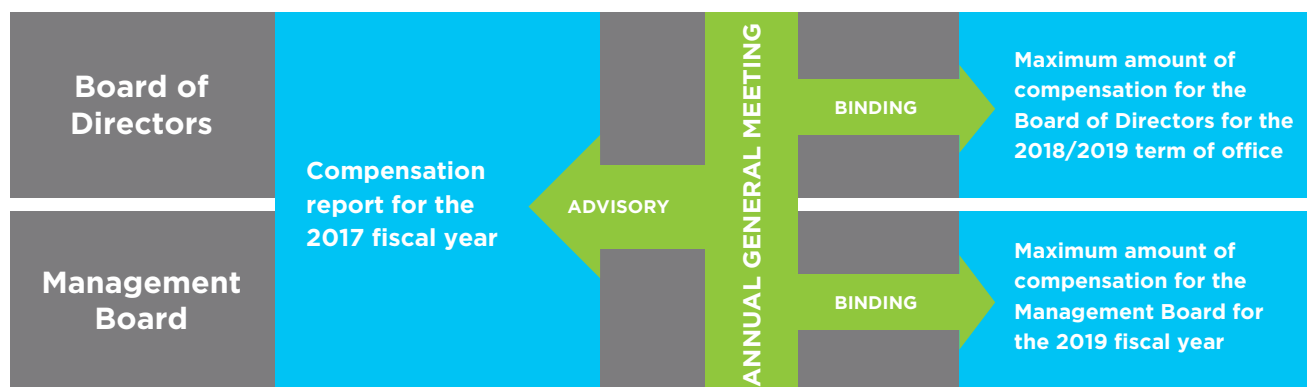
## SALARY STRUCTURE CEO



## SALARY STRUCTURE MANAGEMENT BOARD (WITHOUT CEO)



## COMPENSATION AND APPROVAL MECHANISM



## APPLICATION FOR A MAXIMUM TOTAL AMOUNT FOR THE MANAGEMENT BOARD

The Annual General Meeting of April 17, 2018, will be asked to approve a maximum total amount in Swiss francs for compensation of the Management Board for fiscal year 2019. The most significant factors in the calculation of this maximum amount are the estimated performance-based compensation and the number of members of the Management Board. As was the case last year, the proposal for 2019 is based on eight members.

In determining variable compensation, the calculation of this maximum amount assumes that the defined performance targets are significantly exceeded and that the threshold for the payment of 200% of the annual variable component is met. The maximum matching share factor of 2.5 is also assumed for the long-term stock ownership plan, the Performance Share Matching Plan. To make the calculation of the maximum amount as transparent and comprehensible as possible, complex mathematical formulae and methods have been avoided. For example, future payments were not discounted. Likewise, in calculating the value of matching shares, no complex formula such as a Monte Carlo model was used, but simply the value of the initial allotment of shares in Swiss francs multiplied by the maximum factor of 2.5.

In 2017, the average target attainment of all Management Board members was approximately 125%, and a matching share factor of 2.5 was attained for the three-year period ending in 2017 (2015 to 2017).

In table 1 on page 75, the theoretical maximum amounts from the already completed three-year cycles starting in 2014 and 2015 are compared with the actual amounts in order to provide a better understanding. These figures are not available for the three-year cycles starting in 2016 and 2017 as the cycles of the stock ownership plan have not yet come to an end. If the proposed maximum total amount is not approved by the Annual General Meeting, the Board of Directors can submit new proposals to the same Annual General Meeting at any time or call a new General Meeting if it does not submit new proposals or if the Annual General Meeting also rejects the new proposals. The Board of Directors can submit a proposal to retrospectively increase an approved total amount to the Annual General Meeting at any time.

TABLE 1

|  | COMPLETED CYCLES                            |       |   |       | MOTION 2017                                 |      | MOTION 2018                                 |      |
|--|---|-------|---|-------|---|------|---|------|
|  | Theoretical Maximum<br>Cycle 2014 – 2016    |       | Theoretical Maximum<br>Cycle 2015 – 2017    |       | Cycle 2018 – 2020<br>(anticipated)          |      | Cycle 2019 – 2021<br>(anticipated)          |      |
|  | 2014  | 2016  | 2015  | 2017  | 2018  | 2020 | 2019  | 2021 |
| Base salary & fringe benefits  | 2,713                                       |       | 2,635                                       |       |   |      |   |      |
| Variable salary  | 2,576                                       |       | 2,533                                       |       |   |      |   |      |
| Social benefits  | 946   |       | 878   |       |   |      |   |      |
| Contingencies  | 0   |       | 0   |       |   |      |   |      |
| <b>Total cash payments</b>   | <b>6,235</b>                                |       | <b>6,046</b>                                |       | <b>6,800</b>                                |      | <b>6,800</b>                                |      |
| (Number of members of the Management Board)  | 8   |       | 8   |       | 8   |      | 8   |      |
| Initial share grant (value)  | 1,843                                       |       | 1,924                                       |       |   |      |   |      |
| Potential additional shares (value “Matching Shares”)                                      |   | 4,608 |   | 4,810 |   |      |   |      |
| Social security for granted shares   | 113   | 237   | 117   | 348   |   |      |   |      |
| Potential additional shares (value “Matching Shares”) on voluntary shares                  |   | 4,830 |   | 4,749 |   |      |   |      |
| Contingencies  | 0   |       | 0   |       |   |      |   |      |
| <b>Total (potential) long-term incentives</b>  | <b>11,631</b>                               |       | <b>11,948</b>                               |       | <b>11,700</b>                               |      | <b>11,700</b>                               |      |
|  |   |       |   |       |   |      |   |      |
|  | Effective Compensation<br>Cycle 2014 – 2016 |       | Effective Compensation<br>Cycle 2015 – 2017 |       | Effective Compensation<br>Cycle 2018 – 2020 |      | Effective Compensation<br>Cycle 2019 – 2021 |      |
|  |   |       |   |       |   |      |   |      |
| Base salary & fringe benefits  | 2,713                                       |       | 2,635                                       |       |   |      |   |      |
| Variable salary  | 843   |       | 1,488                                       |       |   |      |   |      |
| Social benefits  | 734   |       | 769   |       |   |      |   |      |
| <b>Total cash payments</b>   | <b>4,290</b>                                |       | <b>4,892</b>                                |       |   |      |   |      |
| Initial share grant (value)  | 1,843                                       |       | 1,924                                       |       |   |      |   |      |
| Voluntary shares (value)   | 412   |       | 568   |       |   |      |   |      |
| Social security for granted shares <sup>1</sup>  | 606   |       | 197   |       |   |      |   |      |
| Additional shares (“Matching Shares”; initial grant and voluntary investment) <sup>2</sup> |   | 7,062 |   | 6,232 |   |      |   |      |
| <b>Total long-term incentives</b>  | <b>9,923</b>                                |       | <b>8,921</b>                                |       |   |      |   |      |
| <b>Effective compensation in % as of the theoretical maximum</b>                           | <b>80 %</b>                                 |       | <b>77 %</b>                                 |       |   |      |   |      |

All data in CHF 1,000

<sup>1</sup> Cycle 2015-2017: excl. social security for matching shares.<sup>2</sup> Cycle 2014-2016: share price per 17.3.2017 (CHF 156.10).

Cycle 2015-2017: share price per grant date (CHF 124.40); effective value can vary.

## COMPARABILITY OF THE PROPOSAL TO THE ANNUAL GENERAL MEETING WITH THE DISCLOSURE OF ANNUAL COMPENSATION FOR MEMBERS OF THE MANAGEMENT BOARD

As outlined, the calculation of a maximum total amount for the members of the Management Board depends on certain assumptions. The amounts in the disclosed compensation table on page 77 will therefore generally differ from those in the proposal to the Annual General Meeting and from the values in Table 1 on page 77. The deviations are mainly the result of the differing treatment of the long-term stock ownership plan. In order to increase comparability, the key differences are described below.

In the disclosure of annual compensation:

- The actual variable component paid is used.
- Only the fair value of initial shares granted as part of the long-term stock ownership plan is taken into account, in the stated total compensation.
- In addition, the theoretical maximum matching share factor of 2.5 is used to determine the number of potential matching shares together with the matching shares actually granted in the fiscal year for the three-year period that ended in 2017. In the proposal to the Annual General Meeting, however, a fair value has already been calculated and the maximum matching share factor of 2.5 is assumed.

## APPLICATION FOR A MAXIMUM TOTAL AMOUNT FOR THE BOARD OF DIRECTORS

The Board of Directors will propose to the Annual General Meeting for its approval the maximum total compensation to be paid to the Board of Directors, consisting of a fixed cash component and a share component nominally determined in Swiss francs. No payments to a pension fund are planned.

## COMPENSATION TO FORMER MEMBERS OF GOVERNING BODIES

No compensation was paid to former members of the Board of Directors or Management Board in 2017.

## RELATED PARTY COMPENSATION

No compensation was paid in 2017 or the previous year to parties related to present or former members of the governing bodies.

## TERMINATION BENEFITS

Members of the Board of Directors and Management Board are not contractually entitled to any severance payments.

## LOANS AND CREDITS

### ACTUAL AND FORMER MEMBERS OF THE BOARD OR OF THE MANAGEMENT BOARD

Neither in 2017 nor in the previous year were any loans or credits extended to current or former Members of the Board or of the Management Board that remained outstanding at the end of the year.

### RELATED PARTIES

Neither in 2017 nor in the previous year were any loans or credits extended to related parties of current or former members of governing bodies that remained outstanding at the end of the year.



## COMPENSATION TO MEMBERS OF THE BOARD OF DIRECTORS AND MANAGEMENT BOARD

### COMPENSATION TO THE BOARD OF DIRECTORS

|                                   | Year        | Fixed fee  | Committee fee | Total cash compensation | Social benefits <sup>1</sup> | Share award plan: shares granted (number) <sup>2</sup> | Fair value of shares granted <sup>3</sup> | Total compensation |
|-----------------------------------|-------------|------------|---------------|-------------------------|------------------------------|--|---|--------------------|
| CHF 1,000                         |             |            |               |                         |                              |  |   |                    |
| Rolf Classon (Chairman)           | 2016        | 150        | 28            | 178                     | –                            | 545  | 73  | 251                |
|                                   | 2017        | 150        | 27            | 177                     | –                            | 501  | 86  | 262                |
| Heinrich Fischer (Vice Chairman)  | 2016        | 85         | 36            | 121                     | 3                            | 341  | 46  | 170                |
|                                   | 2017        | 85         | 34            | 119                     | 3                            | 313  | 54  | 176                |
| Dr. Oliver S. Fetzner             | 2016        | 75         | 37            | 112                     | –                            | 273  | 37  | 149                |
|                                   | 2017        | 75         | 31            | 106                     | –                            | 250  | 43  | 148                |
| Lars Holmqvist (since April 2015) | 2016        | 75         | 10            | 85                      | –                            | 273  | 37  | 122                |
|                                   | 2017        | 75         | 10            | 85                      | –                            | 250  | 43  | 128                |
| Dr. Karen Hübscher                | 2016        | 75         | 10            | 85                      | 11                           | 273  | 37  | 133                |
|                                   | 2017        | 75         | 10            | 85                      | 11                           | 250  | 43  | 138                |
| Dr. Christa Kreuzburg             | 2016        | 75         | 13            | 88                      | 11                           | 273  | 37  | 136                |
|                                   | 2017        | 75         | 18            | 93                      | 11                           | 250  | 43  | 147                |
| G  rard Vaillant <sup>4</sup>     | 2016        | 75         | 17            | 92                      | 9                            | 273  | 37  | 138                |
|                                   | 2017        | 75         | 20            | 95                      | –                            | 250  | 43  | 138                |
| <b>Total</b>                      | <b>2016</b> | <b>610</b> | <b>151</b>    | <b>761</b>              | <b>34</b>                    | <b>2,251</b>   | <b>304</b>                                | <b>1,099</b>       |
|                                   | <b>2017</b> | <b>610</b> | <b>150</b>    | <b>760</b>              | <b>25</b>                    | <b>2,064</b>   | <b>354</b>                                | <b>1,138</b>       |

<sup>1</sup> Employer's contribution to social security.

<sup>2</sup> Vesting condition: Graded vesting from May 1, 2016 to April 30, 2017 (Share Plan BoD 2016) and from May 1, 2017 to April 30, 2018 (Share Plan BoD 2017). Vested shares are transferred at the end of the service period (April 30, 2017 and April 30, 2018, respectively). The shares are fully included in the amount of fair value of shares granted.

<sup>3</sup> Formula for 2016: Shares granted in 2016 \* fair value at grant (CHF 134.20) and formula for 2017: Shares granted in 2017 \* fair value at grant (CHF 171.30).

<sup>4</sup> Seniority gift not included in the total compensation; worth CHF 4,000 (2017).

## COMPENSATION TO THE MANAGEMENT BOARD

|   | Year        | Fixed Salary | Calculated variable salary <sup>1</sup> | Taxable fringe benefits <sup>2</sup> | Total cash compensation | Social benefits <sup>3</sup> | PSMP: Initial shares granted (number) <sup>4</sup> | Fair value of initial grant <sup>5</sup> | Total compensation | Theoretical maximum of matching shares (number)<br>Cycle 2017 - 2019 | Fair value of matching shares pay out<br>Cycle 2014 - 2016 (2016) <sup>6</sup><br>Cycle 2015 - 2017 (2017) <sup>7</sup> |
|---|-------------|--------------|---|--------------------------------------|-------------------------|------------------------------|--|--|--------------------|--|---|
| CHF 1,000   |             |              |   |                                      |                         |                              |  |  |                    |  |   |
| Dr. David Martyr (CEO) <sup>8</sup>                 | 2016        | 661          | 500                                     | 7                                    | 1,168                   | 291                          | 5,023  | 673                                      | 2,132              | n/a  | 1,999   |
|   | 2017        | 686          | 575                                     | 12                                   | 1,273                   | 450                          | 11,620 <sup>9</sup>                                | 1,991                                    | 3,714              | 14,550   | 2,663   |
| Dr. Rudolf Eugster (CFO)                            | 2016        | 354          | 159                                     | 5                                    | 518                     | 161                          | 2,478  | 332                                      | 1,011              | n/a  | 1,079   |
|   | 2017        | 354          | 190                                     | 9                                    | 553                     | 201                          | 2,279  | 390                                      | 1,144              | 5,698  | 1,438   |
| Other members of the Management Board <sup>10</sup> | 2016        | 1,626        | 730                                     | 48                                   | 2,404                   | 646                          | 11,171   | 1,498                                    | 4,548              | n/a  | 3,734   |
|   | 2017        | 1,448        | 777                                     | 136                                  | 2,361                   | 782                          | 8,838  | 1,518                                    | 4,661              | 22,095   | 4,958   |
| <b>Total</b>  | <b>2016</b> | <b>2,641</b> | <b>1,389</b>                            | <b>60</b>                            | <b>4,090</b>            | <b>1,098</b>                 | <b>18,672</b>                                      | <b>2,503</b>                             | <b>7,691</b>       | <b>n/a</b>   | <b>6,813</b>  |
|   | <b>2017</b> | <b>2,488</b> | <b>1,542</b>                            | <b>157</b>                           | <b>4,187</b>            | <b>1,433</b>                 | <b>22,737</b>                                      | <b>3,899</b>                             | <b>9,519</b>       | <b>42,343</b>  | <b>9,059</b>  |

<sup>1</sup> Payment will be made in the following year.

<sup>2</sup> Including the first third of the special payment to a new MB member for lost LTI.

<sup>3</sup> Employer's contribution to social security and contributions to post-employment benefit plans (including social security on shares transferred during the reporting period).

<sup>4</sup> Vesting and granting conditions: Vesting January 1, 2016 (PSMP 2016) granted May 2, 2016. Vesting January 1, 2017 (PSMP 2017) granted May 2, 2017. Vested shares are blocked until the end of the performance period (December 31, 2018 and 2019, respectively).

<sup>5</sup> Formula for 2016: Shares granted in 2016 \* fair value at grant (CHF 134.20); Formula for 2017: Shares granted in 2017 \* fair value at grant (CHF 171.30).

<sup>6</sup> Assigned/allocated matching shares\* Stock price as 30.12.2016 (CHF 158.90).

<sup>7</sup> Assigned/allocated matching shares\* Stock price as 29.12.2017 (CHF 201.50) minus calculated matching shares of a leaving member of the Management Board.

<sup>8</sup> Member of the Management Board with the highest compensation in 2016 and 2017.

<sup>9</sup> In the reporting year, the CEO was granted a one-off 7,000 PSMP shares as an additional long-term incentive (LTI), although the matching share potential is limited to 3,000 shares.

<sup>10</sup> 2016: Total six members; 2017: Total six members (leaving of a member March, 31; entry of a member Dec,1).



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To the General Meeting of  
Tecan Group Ltd., Männedorf

Zurich, 8 March 2018

## Report of the statutory auditor on the compensation report

We have audited the compensation report of Tecan Group Ltd. for the year ended 31 December 2017. The audit was limited to the information according to articles 14 – 16 of the Ordinance against Excessive Compensation in Stock Exchange Listed Companies (Ordinance) contained on page 76 in the sections “Compensation to former members of governing bodies”, “Related party compensation”, “Termination benefits”, “Loans and credits”, and “Related parties” and in the tables “Compensation to members of the Board of Directors and Management Board” on pages 77 and 78 of the compensation report.



### Board of Directors' responsibility

The Board of Directors is responsible for the preparation and overall fair presentation of the compensation report in accordance with Swiss law and the Ordinance. The Board of Directors is also responsible for designing the compensation system and defining individual compensation packages.



### Auditor's responsibility

Our responsibility is to express an opinion on the compensation report. We conducted our audit in accordance with Swiss Auditing Standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the compensation report complies with Swiss law and articles 14 – 16 of the Ordinance.

An audit involves performing procedures to obtain audit evidence on the disclosures made in the compensation report with regard to compensation, loans and credits in accordance with articles 14 – 16 of the Ordinance. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatements in the compensation report, whether due to fraud or error. This audit also includes evaluating the reasonableness of the methods applied to value components of compensation, as well as assessing the overall presentation of the compensation report.

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



### Opinion

In our opinion, the compensation report for the year ended 31 December 2017 of Tecan Group Ltd. complies with Swiss law and articles 14 – 16 of the Ordinance.

Ernst & Young Ltd

A blue ink signature of Andreas Bodenmann, written in a cursive style.

Andreas Bodenmann  
Licensed audit expert  
(Auditor in charge)

A blue ink signature of Siro Bonetti, written in a cursive style.

Siro Bonetti  
Licensed audit expert



The background of the entire page is a close-up, high-angle shot of a multi-well microplate. Each well is filled with a vibrant orange liquid, creating a dense, repeating pattern of circular shapes. The lighting is soft, highlighting the glass edges of the wells and the uniform color of the liquid.

# Financial

# Report

# 2017.





# Chief Financial Officer's Report



**DR. RUDOLF EUGSTER**  
Chief Financial Officer

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Our recurring revenues have increased in recent years from around 30% to now over 40% of our overall sales.

## ORDER ENTRY AND SALES

In the year under review, Tecan grew its order entry by 12.1% to CHF 564.1 million (2016: CHF 503.2 million), which corresponds to an increase of 11.8% in local currencies. Both business segments contributed with double-digit growth rates. On an organic basis, order entry increased by 9.1% in Swiss francs and by 8.5% in local currencies. Thanks to strong order entry, which exceeded sales, the order backlog was sharply higher as of December 31, 2017. The growth in order entry was also strong in the second half of the year, with an increase of 7.1% in local currencies.

Sales climbed by 8.3% in Swiss francs or 8.0% in local currencies to CHF 548.4 million in 2017 (2016: CHF 506.2 million). Tecan therefore achieved its annual outlook for Group sales growth of more than 6% in local currencies communicated in March 2017. On an organic basis, sales grew by 4.7% in local currencies and 5.0% in Swiss francs.

Sales continued their positive trajectory in the second half of the year as well, growing by 8.0% in local currencies and 8.9% in Swiss francs. This corresponds to organic sales growth of 5.8% in local currencies and 6.7% in Swiss francs. Organic sales growth thus accelerated compared with the first six months of 2017, driven by the double-digit sales growth recorded in the Partnering Business in the second half of the year.

## REGIONAL DEVELOPMENT

In Europe, sales in 2017 fell by 3.6% in local currencies and by 3.0% in Swiss francs compared to the previous year. Sales in Life Sciences Business grew and the overall negative trend was primarily due to the positive one-time effect in the first half of 2016 incurred by Partnering Business, which had resulted in a high comparative basis. However, a considerable increase in sales in the second half of the year could offset a large part of the negative developments of the first six months.

In North America, sales grew by 19.6% in both local currencies and Swiss francs in 2017. The Life Sciences Business posted strong growth in this region as a result of the first-time contribution of SPEware products. The Partnering Business also generated significant double-digit growth, including a strong contribution from the components business.

In Asia, Tecan achieved a considerable increase in sales of 12.4% in local currencies and 12.6% in Swiss francs. Both segments

contributed with a double-digit rise in sales. In China, both segments continued to benefit from continuing major investment in healthcare and life science research.

## RECURRING SALES OF SERVICES, CONSUMABLES AND REAGENTS

Recurring sales of services and consumables increased in 2017 by 22.0% in local currencies and 22.4% in Swiss francs. This sharp increase in sales was supported both by strong organic growth and the first-time contribution of SPEware consumables. Recurring sales amounted to 42.4% of total sales, their highest level ever for a full year (2016: 37.6%). Services (including spare parts) accounted for 21.6% of total sales, while consumables (plastics and reagents) accounted for 20.8%.

The reader is referred to the "Life Sciences Business" and "Partnering Business" sections of this Annual Report for a detailed description of the business performance of the individual segments.

## GROSS PROFIT

Gross profit increased to 265.6 million Swiss Francs (2016: CHF 239.4 million), which was 26.2 million or 11.0% above the prior-year figure. The reported gross profit margin was at 48.4% – an increase of 110 basis points compared to the prior year (2016: 47.3%).

Several factors impacted the gross profit margin level:

- (+) Material cost savings
- (+) Impact from acquisition
- (-) Product mix with higher share of services and consumables
- (-) Price

## OPERATING EXPENSES LESS COST OF SALES

In 2017, operating expenses grew in line with sales and totaled CHF 186.8 million or 34.0% of sales, compared with CHF 172.5 million or 34.1% of sales in the prior-year period. All costs in 2017 include costs from acquired businesses.

Sales and Marketing increased slightly more than sales with continued investments in the market units.

Research and development expenses in 2017 stayed stable at 9.3% of sales (2016: 9.3%) and increased on an absolute level to CHF 51.1 million (2016: CHF 47.1 million).

General and administration expenses increased less than sales, realizing a positive volume effect. The absolute increase to CHF 51.5 million was almost entirely acquisition-related (2016: CHF 48.9 million).

## OPERATING PROFIT

Operating profit before depreciation and amortization (earnings before interest, taxes, depreciation and amortization; EBITDA) rose strongly by 18.3% to CHF 105.3 million in the fiscal year (2016: CHF 89.0 million). The EBITDA margin reached 19.2% of sales (2016: 17.6%), after acquisition-related costs in a mid-single-digit million Swiss franc amount. Tecan thus comfortably exceeded its communicated outlook of expanding its reported EBITDA margin

to more than 18% of sales. The margin improvement in 2017 was driven by positive volume effects as well as substantial efficiency improvements in procurement and production. The majority of these improvements will have a lasting effect beyond the reporting year. In addition, Tecan also benefited from non-recurring positive effects that were not included in the original plan.

## NET PROFIT AND EARNINGS PER SHARE

Net profit reported for the year 2017 increased by 22.0% to CHF 66.5 million (2016: CHF 54.5 million). The rise in net profit was slightly greater than the increase in the operating result due to the financial result. The net profit margin improved by 130 basis points to 12.1% of sales (2016: 10.8%). Earnings per share increased by 20.9% to CHF 5.73 (2016: CHF 4.74).




## BALANCE SHEET AND EQUITY RATIO

Tecan's equity ratio reached 68.5% as of December 31, 2017 (December 31, 2016: 66.2%). The company's share capital was CHF 1,166,487 as at the reporting date of December 31, 2017 (December 31, 2016: CHF 1,154,137), consisting of 11,664,872 registered shares with a nominal value of CHF 0.10.

## CASH FLOW

The cash flow from operating activities was CHF 99.4 million in line with expectations (2016: CHF 118.8 million; including a repayment of development costs by an OEM partner). Cash flow from operating activities corresponded to 18.1% of sales in 2017.

Net liquidity (cash and cash equivalents minus bank liabilities and loans) reached CHF 290.7 million (December 31, 2016: CHF 242.3 million).



**DR. RUDOLF EUGSTER**  
Chief Financial Officer

## FIVE-YEAR CONSOLIDATED DATA

| CHF 1'000  | 2013      | 2014      | 2015      | 2016      | 2017              |
|--|-----------|-----------|-----------|-----------|-------------------|
| <b>Statement of profit or loss</b>   |           |           |           |           |                   |
| Sales  | 388,292   | 399,518   | 440,295   | 506,227   | 548,399           |
| EBITDA   | 65,059    | 67,542    | 83,401    | 89,031    | 105,310           |
| Operating profit (EBIT)  | 54,800    | 57,203    | 66,949    | 68,137    | 80,481            |
| Financial result   | 693       | (8,059)   | (942)     | (2,709)   | (804)             |
| Income taxes   | (9,822)   | (8,928)   | (8,860)   | (10,886)  | (13,130)          |
| Profit for the period  | 45,671    | 40,216    | 57,147    | 54,542    | 66,547            |
|  |           |           |           |           |                   |
| Research and development, gross  | (45,323)  | (39,451)  | (39,857)  | (47,090)  | (51,069)          |
| Personnel expenses   | (141,565) | (148,130) | (149,813) | (174,217) | (187,451)         |
| Depreciation of property, plant and equipment                              | (6,454)   | (6,271)   | (6,213)   | (6,750)   | (6,969)           |
| Amortization of intangible assets  | (3,805)   | (4,068)   | (10,239)  | (14,144)  | (16,723)          |
| Impairment losses  | -         | -         | -         | -         | (1,137)           |
| <b>Balance sheet</b>   |           |           |           |           |                   |
| Current assets   | 387,571   | 423,833   | 492,353   | 534,290   | 601,091           |
| Non-current assets   | 79,078    | 128,429   | 149,129   | 201,871   | 201,767           |
| Total assets   | 466,649   | 552,262   | 641,482   | 736,161   | 802,858           |
| Current liabilities  | 105,312   | 124,581   | 137,843   | 141,956   | 151,793           |
| Non-current liabilities  | 25,135    | 66,483    | 62,966    | 107,120   | 100,724           |
| Total liabilities  | 130,447   | 191,064   | 200,809   | 249,076   | 252,517           |
| Shareholders' equity   | 336,202   | 361,198   | 440,673   | 487,085   | 550,341           |
| <b>Statement of cash flows</b>   |           |           |           |           |                   |
| Cash inflows from operating activities                                     | 27,909    | 48,191    | 99,128    | 118,801   | 99,428            |
| Capital expenditure in property, plant and equipment and intangible assets | (19,777)  | (22,629)  | (14,723)  | (14,322)  | (19,641)          |
| Acquisition of Pulssar Technologies S.A.S. <sup>1</sup>                    | -         | -         | -         | -         | (2,895)           |
| Acquisition of SPEware Group <sup>1</sup>                                  | -         | -         | -         | (40,390)  | -                 |
| Acquisition of SIAS-Xiril Group <sup>1</sup>                               | -         | -         | (18,899)  | -         | -                 |
| Acquisition of IBL International Group <sup>1</sup>                        | -         | (31,835)  | -         | -         | -                 |
| Change in treasury shares (net)  | 10,756    | 3,387     | 32,437    | -         | -                 |
| Dividends paid   | (16,488)  | (16,651)  | (16,857)  | (20,122)  | (20,315)          |
| <b>Other information</b>   |           |           |           |           |                   |
| Number of employees (end of period)  | 1,184     | 1,261     | 1,368     | 1,447     | 1,482             |
| Number of employees (average)  | 1,190     | 1,265     | 1,368     | 1,368     | 1,469             |
|  |           |           |           |           |                   |
| Research and development in % of sales                                     | 11.7%     | 9.9%      | 9.1%      | 9.3%      | 9.3%              |
| Sales per employee   | 326       | 316       | 322       | 370       | 373               |
| <b>Information per share</b>   |           |           |           |           |                   |
| Basic earnings per share   | 4.16      | 3.63      | 5.05      | 4.74      | 5.73              |
| Gross dividend (CHF) <sup>2</sup>  | 1.50      | 1.50      | 1.75      | 1.75      | 2.00 <sup>3</sup> |
| Payout from statutory capital contribution reserve (CHF) <sup>2</sup>      | 0.00      | 0.00      | 0.00      | 0.00      | 0.00 <sup>3</sup> |
| Total payout (CHF) <sup>2</sup>  | 1.50      | 1.50      | 1.75      | 1.75      | 2.00 <sup>3</sup> |
| Total payout ratio   | 36.1%     | 41.3%     | 34.7%     | 36.9%     | 34.9%             |

<sup>1</sup>Net of cash acquired<sup>2</sup>Payment is made in following year<sup>3</sup>Proposal to the Annual General Meeting of Shareholders on April 17, 2018

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS

| CHF 1,000  | Notes | 2016           | 2017           |
|--|-------|----------------|----------------|
| <b>Sales</b>   | 4     | <b>506,227</b> | <b>548,399</b> |
| Cost of sales  |       | (266,870)      | (282,832)      |
| <b>Gross profit</b>  |       | <b>239,357</b> | <b>265,567</b> |
| Sales and marketing  |       | (76,485)       | (84,220)       |
| Research and development   | 6     | (47,090)       | (51,069)       |
| General and administration   |       | (48,888)       | (51,489)       |
| Other operating income   | 7     | 1,243          | 3,324          |
| Other operating expenses   | 7     | -              | (1,632)        |
| <b>Operating profit</b>  | 4     | <b>68,137</b>  | <b>80,481</b>  |
| Financial income   |       | 309            | 31             |
| Finance cost   |       | (785)          | (671)          |
| Net foreign exchange losses  |       | (2,233)        | (164)          |
| <b>Financial result</b>  | 8     | <b>(2,709)</b> | <b>(804)</b>   |
| <b>Profit before taxes</b>   |       | <b>65,428</b>  | <b>79,677</b>  |
| Income taxes   | 11    | (10,886)       | (13,130)       |
| <b>Profit for the period, attributable to owners of the parent</b> |       | <b>54,542</b>  | <b>66,547</b>  |
| <b>Earnings per share</b>  |       |                |                |
| Basic earnings per share (CHF/share)                               | 9     | 4.74           | 5.73           |
| Diluted earnings per share (CHF/share)                             | 9     | 4.66           | 5.64           |

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

| CHF 1,000   | Notes | 2016           | 2017           |
|---|-------|----------------|----------------|
| <b>Profit for the period</b>  |       | <b>54,542</b>  | <b>66,547</b>  |
| <i>Other comprehensive income</i>   |       |                |                |
| Remeasurement of net defined benefit liability  | 10    | (3,099)        | (3,901)        |
| Related income taxes  |       | 569            | 608            |
| <b>Items that will not be reclassified to profit or loss, net of income taxes</b>         |       | <b>(2,530)</b> | <b>(3,293)</b> |
| Translation differences   |       | (64)           | 3,562          |
| Related income taxes  |       | 37             | (241)          |
| <b>Items that may be reclassified subsequently to profit or loss, net of income taxes</b> |       | <b>(27)</b>    | <b>3,321</b>   |
| <i>Other comprehensive (loss)/income, net of income taxes</i>                             |       | <i>(2,557)</i> | <i>28</i>      |
| <b>Total comprehensive income for the period, attributable to owners of the parent</b>    |       | <b>51,985</b>  | <b>66,575</b>  |

There were no reclassification adjustments relating to translation differences for the periods presented.

## CONSOLIDATED BALANCE SHEET

### ASSETS

|                                | Notes | 31.12.2016     | 31.12.2017     |
|--------------------------------|-------|----------------|----------------|
| CHF 1,000                      |       |                |                |
| Cash and cash equivalents      | 12    | 246,744        | 309,412        |
| Current derivatives            | 13    | 3,038          | 1,017          |
| Trade accounts receivable      | 14    | 97,045         | 113,075        |
| Other accounts receivable      |       | 9,784          | 11,618         |
| Inventories                    | 15    | 168,409        | 158,724        |
| Income tax receivables         | 11    | 1,633          | 732            |
| Prepaid expenses               |       | 3,497          | 2,863          |
| Assets held for sale           | 3.3   | 4,140          | 3,650          |
| <b>Current assets</b>          |       | <b>534,290</b> | <b>601,091</b> |
| Non-current financial assets   | 16    | 692            | 831            |
| Property, plant and equipment  | 17    | 20,290         | 21,291         |
| Intangible assets and goodwill | 18    | 164,685        | 164,303        |
| Deferred tax assets            | 11    | 16,204         | 15,342         |
| <b>Non-current assets</b>      |       | <b>201,871</b> | <b>201,767</b> |
| <b>Assets</b>                  |       | <b>736,161</b> | <b>802,858</b> |

### LIABILITIES AND EQUITY

|  | Notes | 31.12.2016     | 31.12.2017     |
|--|-------|----------------|----------------|
| CHF 1,000                              |       |                |                |
| Current financial liabilities          | 19    | 7,780          | 10,150         |
| Trade accounts payable                 |       | 10,057         | 13,948         |
| Other accounts payable                 |       | 14,155         | 16,666         |
| Current deferred revenue               | 20    | 33,379         | 36,334         |
| Income tax payables                    | 11    | 13,046         | 12,923         |
| Accrued expenses                       |       | 40,294         | 45,176         |
| Current provisions                     | 21    | 21,596         | 15,056         |
| Liabilities held for sale              | 3.3   | 1,649          | 1,540          |
| <b>Current liabilities</b>             |       | <b>141,956</b> | <b>151,793</b> |
| Non-current financial liabilities      | 19    | 11,078         | 8,330          |
| Non-current deferred revenue           | 20    | 46,945         | 38,960         |
| Liability for post-employment benefits | 10    | 30,146         | 36,512         |
| Non-current provisions                 | 21    | 4,199          | 5,335          |
| Deferred tax liabilities               | 11    | 14,752         | 11,587         |
| <b>Non-current liabilities</b>         |       | <b>107,120</b> | <b>100,724</b> |
| <b>Total liabilities</b>               |       | <b>249,076</b> | <b>252,517</b> |
| Share capital                          |       | 1,154          | 1,166          |
| Capital reserve                        |       | 33,061         | 36,418         |
| Retained earnings                      |       | 485,230        | 541,796        |
| Translation differences                |       | (32,360)       | (29,039)       |
| <b>Shareholders' equity</b>            | 22    | <b>487,085</b> | <b>550,341</b> |
| <b>Liabilities and equity</b>          |       | <b>736,161</b> | <b>802,858</b> |



## CONSOLIDATED STATEMENT OF CASH FLOWS

|   | Notes | 2016            | 2017            |
|---|-------|-----------------|-----------------|
| CHF 1,000   |       |                 |                 |
| <b>Profit for the period</b>  |       | <b>54,542</b>   | <b>66,547</b>   |
| <b>Adjustments for</b>  |       |                 |                 |
| Depreciation, amortization and impairment losses                        | 17/18 | 20,894          | 24,829          |
| Change in provisions and liability for post-employment benefits         | 10/21 | 2,690           | (3,522)         |
| Interest income   | 8     | (309)           | (31)            |
| Interest expenses   | 8     | 336             | 471             |
| Income taxes  | 11    | 10,886          | 13,130          |
| Equity-settled share-based payment transactions                         | 10    | 12,878          | 12,807          |
| Other non-cash items  |       | (1,377)         | 3,628           |
| <b>Change in working capital</b>  |       |                 |                 |
| Trade accounts receivable   | 14    | (4,529)         | (15,608)        |
| Inventories   | 15    | 9,375           | 10,327          |
| Trade accounts payable  |       | (1,776)         | 3,551           |
| Other changes in working capital (net)                                  |       | 25,113          | (3,134)         |
| Income taxes paid   |       | (9,922)         | (13,567)        |
| <b>Cash inflows from operating activities</b>                           |       | <b>118,801</b>  | <b>99,428</b>   |
| Interest received   |       | 265             | 29              |
| Acquisition of Pulsar Technologies S.A.S., net of cash acquired         | 3.2   | -               | (2,895)         |
| Acquisition of SPEware Group, net of cash acquired                      | 3.2   | (40,309)        | -               |
| Purchase of property, plant and equipment                               | 17    | (6,780)         | (8,142)         |
| Proceeds from sales of property, plant and equipment                    | 17    | 76              | 98              |
| Investment in intangible assets   | 18    | (7,542)         | (11,499)        |
| <b>Cash outflows from investing activities</b>                          |       | <b>(54,290)</b> | <b>(22,409)</b> |
| Proceeds from employee participation plans                              | 10.4  | 1,954           | 3,369           |
| Dividends paid  | 22    | (20,122)        | (20,315)        |
| Change in current bank liabilities                                      | 19    | (1,475)         | 3,216           |
| Increase in bank loans  | 19    | 716             | 437             |
| Repayment of bank loans   | 19    | (3,455)         | (1,503)         |
| Repayment of mortgage (held for sale)                                   | 3.3   | (80)            | (80)            |
| Repayment of other loans  | 19    | (3,543)         | -               |
| Interest paid   |       | (209)           | (282)           |
| <b>Cash outflows from financing activities</b>                          |       | <b>(26,214)</b> | <b>(15,158)</b> |
| Effect of exchange rate fluctuations on cash held                       |       | 13              | 807             |
| <b>Increase in cash and cash equivalents</b>                            |       | <b>38,310</b>   | <b>62,668</b>   |
| Cash and cash equivalents, net of bank overdrafts at January 1          |       | 208,434         | 246,744         |
| <b>Cash and cash equivalents, net of bank overdrafts at December 31</b> | 12    | <b>246,744</b>  | <b>309,412</b>  |

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

|   | Notes | Share capital | Capital reserve | Retained earnings | Translation differences | Total share-holders' equity |
|---|-------|---------------|-----------------|-------------------|-------------------------|-----------------------------|
| CHF 1,000   |       |               |                 |                   |                         |                             |
| <b>Balance at January 1, 2016</b>                         |       | <b>1,147</b>  | <b>31,114</b>   | <b>440,745</b>    | <b>(32,333)</b>         | <b>440,673</b>              |
| Profit for the period                                     |       | -             | -               | 54,542            | -                       | 54,542                      |
| Other comprehensive loss, net of income taxes             |       | -             | -               | (2,530)           | (27)                    | (2,557)                     |
| <b>Total comprehensive income for the period</b>          |       | <b>-</b>      | <b>-</b>        | <b>52,012</b>     | <b>(27)</b>             | <b>51,985</b>               |
| Dividends paid  | 22    | -             | -               | (20,122)          | -                       | (20,122)                    |
| New shares issued based on employee participation plans   | 10/22 | 7             | 1,947           | -                 | -                       | 1,954                       |
| Share-based payments                                      | 10    | -             | -               | 12,595            | -                       | 12,595                      |
| <b>Total contributions by and distributions to owners</b> |       | <b>7</b>      | <b>1,947</b>    | <b>(7,527)</b>    | <b>-</b>                | <b>(5,573)</b>              |
| <b>Balance at December 31, 2016</b>                       |       | <b>1,154</b>  | <b>33,061</b>   | <b>485,230</b>    | <b>(32,360)</b>         | <b>487,085</b>              |
| Profit for the period                                     |       | -             | -               | 66,547            | -                       | 66,547                      |
| Other comprehensive gain, net of income taxes             |       | -             | -               | (3,293)           | 3,321                   | 28                          |
| <b>Total comprehensive income for the period</b>          |       | <b>-</b>      | <b>-</b>        | <b>63,254</b>     | <b>3,321</b>            | <b>66,575</b>               |
| Dividends paid  | 22    | -             | -               | (20,315)          | -                       | (20,315)                    |
| New shares issued based on employee participation plans   | 10/22 | 12            | 3,357           | -                 | -                       | 3,369                       |
| Share-based payments                                      | 10    | -             | -               | 13,627            | -                       | 13,627                      |
| <b>Total contributions by and distributions to owners</b> |       | <b>12</b>     | <b>3,357</b>    | <b>(6,688)</b>    | <b>-</b>                | <b>(3,319)</b>              |
| <b>Balance at December 31, 2017</b>                       |       | <b>1,166</b>  | <b>36,418</b>   | <b>541,796</b>    | <b>(29,039)</b>         | <b>550,341</b>              |

# Notes to the consolidated financial statements

## 1 REPORTING ENTITY

The Tecan Group is a global provider of laboratory instruments and solutions in biopharmaceuticals, forensics and clinical diagnostics. The Group specializes in the development, production and distribution of automation solutions for laboratories in the life sciences sector. Its clients include pharmaceutical and biotechnology companies, university research departments, forensic and diagnostic laboratories. As an original equipment manufacturer, the Group also develops and manufactures OEM instruments and components that are then distributed by partner companies. Founded in Switzerland in 1980, the Group has manufacturing, research and development sites in both Europe and North America and maintains a sales and service network in 52 countries.

The ultimate parent company is Tecan Group Ltd., a limited company incorporated in Switzerland, whose shares are publicly traded. Tecan Group Ltd.'s registered office is located at Seestrasse 103, 8708 Männedorf, Switzerland.

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### 2.1 BASIS OF PREPARATION

These financial statements are the consolidated financial statements of Tecan Group Ltd. and its subsidiaries (together referred to as the 'Group') for the year ended December 31, 2017. The financial statements are prepared in accordance with International Financial Reporting Standards (IFRS) and their interpretations adopted by the International Accounting Standards Board (IASB).

The financial statements are presented in Swiss francs (CHF), rounded to the nearest thousand. They are prepared on the historical cost basis except for derivative financial instruments and the contingent consideration, which are stated at their fair value.

The consolidated financial statements were authorized for issue by the Board of Directors on March 8, 2018. Final approval is subject to acceptance by the Annual General Meeting of Shareholders on April 17, 2018.

### 2.2 CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of these consolidated financial statements requires management to make assumptions and estimates that affect the reported amounts of revenues, expenses, assets, liabilities and disclosure of contingent liabilities at the date of these financial statements. If in the future such assumptions and estimates deviate from the actual circumstances, the original assumptions and estimates will be modified as appropriate in the year in which the circumstances change.

The valuation of the following material positions is based on critical accounting estimates and judgments:

#### 2.2.1 Revenue recognition – percentage of completion method

The Group applies the percentage of completion method (POC) in accounting for construction contracts as outlined in the accounting and valuation principles (see note 2.7.10). The use of the POC method requires management to determine the stage of completion by reference to the contract costs incurred for work performed to date in proportion to the estimated total contract costs (cost-to-cost method). Based on the estimated stage of completion, a respective portion of the expected revenue is recognized. If circumstances arise that may change the original estimates of revenues, costs or extent of progress towards completion, estimates are revised. These revisions may result in increases or decreases in estimated revenues or costs and are reflected in the statement of profit or loss in the period in which the circumstances that give rise to the revision become known to the management. See note 14 and 20 for more details.

#### 2.2.2 Performance share matching plan (PSMP) – matching share factor

The Group established performance share matching plans. The number of matching shares is determined based on the following formula: number of shares from initial grant plus number of shares from mandatory and voluntary investments times the matching share factor. The matching share factor is dependent on the achievement of specific performance targets. In any case, the matching share factor will not be lower than 0.0 or higher than 2.5. A change in estimate of the matching share factors applied in the current period, will impact the results of future periods. See note 10 for more details.

#### 2.2.3 Income taxes

At December 31, 2017, the net liability for current income taxes was CHF 12.2 million and the net asset for deferred taxes was CHF 3.8 million. Significant estimates are required in determining the current and deferred assets and liabilities for income taxes. Various internal and external factors may have favorable or unfavorable effects on the income tax assets and liabilities. These factors include, but are not limited to, changes in tax laws, regulations and/or rates (particularly in relation to the US tax reform), changing interpretations of existing tax laws or regulations (particularly in relation to the acceptance of intra-Group transfer prices), and changes in overall levels of pre-tax earnings. Such changes could impact the assets and liabilities recognized in the balance sheet in future periods.

## 2.2.4 Inventories – capitalized development costs

In 2010, the Group entered into an OEM agreement with a global diagnostics company. The agreement comprises the development and supply of a dedicated diagnostic instrument. The related customer-specific development costs were capitalized in the position inventories as part of the production costs. The delivery of the instruments, which takes place over a period of more than 10 years, started in October 2014. The customer requests the units with individual purchase orders. The Group recognizes the corresponding development costs in cost of sales upon fulfillment of the individual purchase orders. The remaining balance of capitalized development costs as of December 31, 2017 amounted to CHF 97.7 million.

At December 31, 2017, the net realizable value of the position was higher than the capitalized development costs. However, the assessment is highly dependent on the best estimate of the future sales quantity. A decrease in estimate could require write-downs in future periods.

## 2.2.5 Intangible assets – capitalized development costs

After the technical feasibility of in-house developed products has been demonstrated, the Group starts to capitalize the related development costs until the product is ready for market launch. However, there can be no guarantee that such products will complete the development phase or will be commercialized, or that market conditions will not change in the future, requiring a revision of management's assessment of future cash flows related to those products. Such changes could lead to additional amortization and impairment charges. At the end of 2017, the Group has capitalized development costs in the amount of CHF 24.8 million as disclosed in note 18.

## 2.2.6 Impairment test on goodwill

At December 31, 2017 total goodwill amounted to CHF 101.6 million. The Group performed the mandatory annual impairment tests at the end of June. Based on these tests, there was no need for the recognition of any impairment. However, the calculation of the recoverable amounts requires the use of estimates and assumptions. The key assumptions are disclosed in note 18.

## 2.3 INTRODUCTION OF NEW AND AMENDED ACCOUNTING STANDARDS AND INTERPRETATIONS

The accounting policies are consistent with those applied in the previous year, except for the introduction of the following new or revised/amended standards and interpretations, effective as from January 1, 2017:

### Standard/interpretation<sup>1</sup>

|   |
|---|
| IAS 7 amended 'Statement of Cash Flows' – Disclosure Initiative                         |
| IAS 12 amended 'Income taxes' – Recognition of Deferred Tax Assets on Unrealised Losses |
| Annual improvements to IFRSs 2014-2016 Cycle  |

<sup>1</sup> IAS = International Accounting Standards, IFRS = International Financial Reporting Standards, IFRIC = Interpretations as by the IFRS Interpretations Committee (formerly International Financial Reporting Interpretations Committee)

The adoption of these new or revised/amended standards and interpretations did not result in substantial changes to the Group's accounting policies.

## 2.4 NEW STANDARDS AND INTERPRETATIONS NOT YET APPLIED

The following new and revised/amended standards and interpretations have been issued, but are not yet effective and are not applied early in these consolidated financial statements:

| Standard/interpretation <sup>1</sup>  | Effective date for the Group |
|---|------------------------------|
| IFRIC 22 'Foreign Currency Transactions and Advance Consideration'  | Reporting year 2018          |
| IAS 40 amended 'Investment Properties' – Transfers of Investment Properties   | Reporting year 2018          |
| IFRS 2 amended 'Share-based Payment' – Classification and Measurement of Share-based Payment Transactions   | Reporting year 2018          |
| IFRS 9 'Financial Instruments'  | Reporting year 2018          |
| IFRS 15 'Revenue from Contracts with Customers'   | Reporting year 2018          |
| IFRIC 23 'Uncertainty over Income Tax Treatments'   | Reporting year 2019          |
| IFRS 16 'Leases'  | Reporting year 2019          |
| IFRS 17 'Insurance Contracts'   | Reporting year 2021          |
| IFRS 10 amended 'Consolidated Financial Statements' and IAS 28 amended 'Investments in Associates and Joint Ventures' – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture | To be defined                |

<sup>1</sup> IAS = International Accounting Standards, IFRS = International Financial Reporting Standards, IFRIC = Interpretations as by the IFRS Interpretations Committee (formerly International Financial Reporting Interpretations Committee)

The Group intends to adopt these standards, if applicable, when they become effective. The impact of these changes on the consolidated financial statements is disclosed below:



### 2.4.1 IFRS 9 'Financial Instruments'

The Group does not expect a significant impact on its balance sheet or equity on applying the classification and measurement requirements of IFRS 9. Trade accounts receivables meet the criteria of amortized cost measurement under IFRS 9 as well. In addition, the Group expects to continue measuring at fair value all financial instruments (derivatives and contingent consideration) currently held at fair value. Hedge accounting is not applied.

IFRS 9 requires the Group to record expected credit losses on its trade accounts receivable, either on a 12-month or lifetime basis. The Group will apply the simplified approach and record lifetime expected losses on all trade accounts receivable. The expected change in the allowance for doubtful accounts is not material.

### 2.4.2 IFRS 15 'Revenue from Contracts with Customers'

During 2016, the Group performed a preliminary assessment of IFRS 15, which was further elaborated and supplemented with a more detailed analysis in 2017. The introduction of the standard does not change the timing of revenue recognition for most of the

product sales and services due to their nature. With regard to product sales, the Group does not provide extended warranties in its contracts with customers and therefore will continue to account for its assurance-type warranties under IAS 37 'Provisions, Contingent Liabilities and Contingent Assets', consistent with its current practice.

However, the adoption of IFRS 15 reduces the possibility to use the percentage of completion method and changes the timing of the revenue recognition for development services. Further, it will modify the presentation in the balance sheet and increase the disclosures in the notes. Other than the aforementioned, the Group does not expect the adoption of IFRS 15 to have any significant impact on the balance sheet, results of operations and cash flows. The Group plans to adopt the new standard using the full retrospective method in accordance with IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors'.

If the new standard was introduced already as of January 1, 2017, the impact on the consolidated financial statements would have been as follows:

|  | Reported       | Adjustment   | Restated       |
|--|----------------|--------------|----------------|
| CHF 1,000  |                |              |                |
| <b>Consolidated balance sheet at January 1, 2017</b>           |                |              |                |
| Trade accounts receivable (construction contracts in progress) | 2,058          | (2,058)      | -              |
| Contract assets  | -              | 1,885        | 1,885          |
| Inventories  | 168,409        | 2,339        | 170,748        |
| Deferred revenue   | (80,324)       | 80,324       | -              |
| Contract liabilities   | -              | (82,051)     | (82,051)       |
| Deferred tax liabilities                                       | (14,752)       | (42)         | (14,794)       |
| <b>Shareholder's equity (retained earnings)</b>                | <b>487,085</b> | <b>397</b>   | <b>487,482</b> |
| <b>Consolidated balance sheet at December 31, 2017</b>         |                |              |                |
| Trade accounts receivable (construction contracts in progress) | 1,514          | (1,514)      | -              |
| Contract assets  | -              | 1,123        | 1,123          |
| Inventories  | 158,724        | 1,493        | 160,217        |
| Deferred tax assets  | 15,342         | 26           | 15,368         |
| Deferred revenue   | (75,294)       | 75,294       | -              |
| Contract liabilities   | -              | (76,644)     | (76,644)       |
| <b>Shareholder's equity (retained earnings)</b>                | <b>550,341</b> | <b>(222)</b> | <b>550,119</b> |
| CHF 1,000  |                |              |                |
| <b>Consolidated statement of profit or loss 2017</b>           |                |              |                |
| Sales  | 548,399        | 160          | 548,559        |
| Cost of sales  | (282,832)      | (847)        | (283,679)      |
| <b>Operating profit</b>  | <b>80,481</b>  | <b>(687)</b> | <b>79,794</b>  |
| Income taxes   | (13,130)       | 68           | (13,062)       |
| <b>Profit for the period</b>                                   | <b>66,547</b>  | <b>(619)</b> | <b>65,928</b>  |

### 2.4.3 IFRS 16 'Leases'

IFRS 16 sets out the principles for the recognition, measurement, presentation and disclosures of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under IAS 17. At the commencement date of a lease, a lessee will recognise a liability to make lease payments (lease liability) and an asset representing the right of use of the underlying asset during the lease term (right-of-use asset). Lessees will be required to separately recognise the interest expense related to the lease liability and the depreciation expense related to the right-of-use asset.

In accordance with IAS 17, all operating lease arrangements are currently reported off-balance (see note 26.2). In 2018 the Group will continue to analyse in details the impact of IFRS 16 on its consolidated financial statements.

The Group will introduce the new standard on January 1, 2019, applying the modified retrospective method.

### 2.4.4 Other changes

Other changes, individually and in the aggregate, are not expected to have a significant impact on the balance sheet, results of operations and cash flows of the Group upon adoption.

## 2.5 CONSOLIDATION PRINCIPLES

### 2.5.1 Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has the right to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

On the loss of control, the Group derecognizes the assets and liabilities of the subsidiary, any non-controlling interests and other components of equity related to the subsidiary. Any resulting gain or loss is recognized in profit or loss.

When control is transferred in the event of a business combination, the Group is applying the acquisition method at the acquisition date.

### 2.5.2 Transactions eliminated on consolidation

Intra-Group balances and transactions, and any unrealized profits arising from intra-Group transactions, are eliminated in preparing the consolidated financial statements.

## 2.6 FOREIGN CURRENCY TRANSLATION

Generally, all Group companies have identified their local currency as their functional currency. Transactions in other currencies are initially reported using the exchange rate at the date of the transaction. Gains and losses from the settlement of such transactions, as well as gains and losses on translation of monetary assets and liabilities denominated in other currencies, are included in net profit.

Translation differences arising on intra-Group loans that, in substance, are part of the net investment in a foreign operation, are recognized initially in other comprehensive income and reclassified from equity to profit or loss on disposal of the foreign operation.

Upon consolidation, assets and liabilities of Group companies using functional currencies other than Swiss francs (foreign entities) are translated into Swiss francs (presentation currency) using year-end exchange rates. Revenues, expenses and cash flows are translated at the average exchange rates for the year. Translation differences due to the changes in exchange rates between the beginning and the end of the year and the difference between net profits translated at the average and year-end exchange rates are recognized in other comprehensive income. On the disposal of a foreign operation, the identified cumulative currency translation differences relating to that foreign operation, recognized in other comprehensive income and accumulated in the separate component of equity, are reclassified from equity to profit or loss (as a reclassification adjustment) when the gain or loss on disposal is recognized.

## 2.7 ACCOUNTING AND VALUATION PRINCIPLES

### 2.7.1 Segment reporting

Segment information is presented in the same manner as in the internal reporting to the chief operating decision maker. The chief operating decision maker, responsible for strategic decisions, for the assessment of the segments' performance and for the allocation of resources to the segments, is the Board of Directors of Tecan Group Ltd.

The following reportable segments were identified:

- *Life Sciences Business (end-customer business)*: The business segment 'Life Sciences Business' supplies end users with automated workflow solutions directly. These solutions include laboratory instruments, software packages, application knowhow, services, consumables and spare parts.
- *Partnering Business (OEM business)*: The business segment 'Partnering Business' develops and manufactures OEM instruments and components that are distributed by partner companies under their own names.

The operating segments are equivalent to the reportable segments. No operating segments have been aggregated. Segment assets, purchases of property, plant and equipment and intangible assets as well as segment liabilities are not reported to the chief operating decision maker.

### 2.7.2 Sales – revenue recognition

*Goods sold and services rendered* – Sales are recorded net of sales taxes and discounts, at the time the risks and benefits of ownership are substantially transferred to customers. Revenue recognition from products with material application and installation work requires a written acceptance by the customer. Revenue from service con-

tracts is recognized in the statement of profit or loss according to the proportion of the full contract period that has already elapsed at the balance sheet date.

*Construction contracts* – As soon as the outcome of a construction contract can be estimated reliably, contract revenue and expenses are recognized in the statement of profit or loss in proportion to the stage of completion of the contract (see note 2.7.10 ‘Construction contracts’).

### 2.7.3 Government research subsidies

The Group receives government grants for research activities, which are unconditional. They are recognized as income when earned.

### 2.7.4 Employee benefits – retirement and long-service leave benefit plans (IAS 19)

The Group has both defined contribution and defined benefit retirement benefit plans. Defined contribution plans are retirement benefit plans under which the Group pays fixed contributions into a separate fund and will have no legal or constructive obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits relating to employee service in the current and prior periods. All other retirement benefit plans are defined benefit plans.

Payments to defined contribution retirement benefit plans are recognized as an expense when employees have rendered service entitling them to the contributions.

The liability recognized in the balance sheet in regard to defined benefit retirement benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets for funded plans. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method, considering possible risk sharing arrangements.

When the calculation results in a benefit to the Group, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan.

The components of defined benefit costs are as follows:

- Service costs, which are recognized in the statement of profit or loss within operating result
- Interest expense or income on net liability or asset, which is recognized in the statement of profit or loss within financial result
- Remeasurements, which are recognized in other comprehensive income

Service costs include current service costs, past service costs and gains or losses on plan curtailments and settlements. When the benefits of a plan are changed, or when a plan is curtailed or settled, the portion of the changed benefits related to employee service in prior periods (past service costs), or the gains or losses on curtail-

ments and settlements, are recognized immediately in profit or loss when the plan amendments or curtailments and settlements occur.

Interest expense or income is calculated by applying the discount rate to the net defined benefit liability or asset, taking into account any changes in the net defined benefit liability or asset during the period as a result of contribution and benefit payments.

Remeasurements arising from defined benefit plans comprise actuarial gains and losses, the return on plan assets (excluding interest income) and the effect of the asset ceiling (if applicable). Remeasurements are recognized in other comprehensive income and cannot be reclassified to profit or loss.

Long-service leave benefits: The method of accounting for liabilities concerning long-service leave benefits is similar to the one used for defined benefit retirement plans.

### 2.7.5 Employee benefits – termination benefits (IAS 19)

Termination benefits result from either the Group’s decision to terminate the employee’s employment before the normal retirement date or an employee’s decision to accept an offer of benefits in exchange for the termination of employment. The event that gives rise to an obligation is the termination of employment rather than employee service. A liability for termination benefits is recognized at the earlier of when the Group can no longer withdraw the offer of the termination benefits and when the Group recognizes any related restructuring costs.

### 2.7.6 Employee benefits – share-based payment (IFRS 2)

The Group has introduced several equity-settled share-based compensation plans, for which the fair value of shares or share options granted is recognized within operating result and a corresponding increase in equity. The fair value is measured at grant date and spread over the period during which the employees become unconditionally entitled to the shares or share options (vesting period). The amount recognized as an expense is adjusted by an expected forfeiture rate to reflect the expected number of shares or share options that will vest.

The fair value of the shares granted represents the market value of one Tecan share adjusted for expected dividend payments during the vesting period. The fair value of the share options granted is measured using a trinomial model, taking into account the terms and conditions upon which the share options were granted.

### 2.7.7 Income taxes

Income tax on the profit or loss for the year comprises current and deferred tax. Income tax is recognized in the statement of profit or loss except to the extent that it relates to items recognized in other comprehensive income or directly in equity (transactions with owners), in which case it is recognized in other comprehensive income or equity.

Deferred taxes are provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes, the initial recognition of assets or liabilities that affects neither accounting profit nor taxable profit, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the balance sheet date.

Deferred tax assets resulting from temporary differences and tax loss carry-forwards are recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

In addition, deferred taxes are provided on expected dividend distributions in the foreseeable future from subsidiary companies (non-recoverable withholding taxes).

### **2.7.8 Cash and cash equivalents**

Cash and cash equivalents comprise cash balances and time deposits with a term of three months or less from the date of acquisition. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.

### **2.7.9 Trade and other accounts receivable**

Trade and other accounts receivable are stated at their amortized cost less impairment losses. For short-term receivables, nominal value equals amortized cost.

The allowance account in respect of accounts receivable is used to record impairment losses unless the Group decides that no recovery of the amount owed is possible; at that point the amount considered irrecoverable is written off against the financial asset directly.

The Group establishes an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables. The main components of this allowance are a specific loss component that relates to individually significant exposures, and a collective loss component established for groups of similar assets in respect of losses that have been incurred but not yet identified. The collective loss allowance is determined based on historical data of payment statistics for similar assets.

### **2.7.10 Construction contracts**

Some sales categories of the operating segments 'Life Sciences Business' (sale of instruments with exceptionally high portion of installation and application work) and 'Partnering Business' (sale of development services) are accounted for using the 'percentage of completion' method of IAS 11. The respective stage of completion is determined by reference to the contract costs incurred for work

performed to date in proportion to the estimated total contract costs (cost-to-cost method).

According to the stage of completion, pro rata sales are recognized in the statement of profit or loss. In the balance sheet, projects in progress – netted against customers' advances – are recognized as net assets (included in the position 'trade accounts receivable') or net liabilities (included in the position 'deferred revenue') from construction contracts. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognized as an expense immediately.

### **2.7.11 Borrowing costs**

The Group capitalizes borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset. Other borrowing costs are expensed. During the reporting period, no asset qualified for capitalization of borrowing costs (2016: none).

### **2.7.12 Inventories**

Inventories are stated at the lower of purchase or production cost and net realizable value. Production costs include raw materials, components and semi-finished products, direct production costs (internal labor and external services) and production overheads. The Group applies the weighted average cost method. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Provisions are made for slow-moving items and obsolete items are written off.

### **2.7.13 Property, plant and equipment**

Property, plant and equipment are stated at cost less accumulated depreciation (see below) and impairment losses (see separate accounting policy). The cost of self-constructed assets includes the cost of materials, direct labor and an appropriate proportion of production overheads and borrowing costs, if they are directly attributable to a qualifying asset.

Assets acquired under lease contracts, which provide the Group with substantially all benefits and risks of ownership are classified as finance leases and capitalized at amounts equivalent to their fair value or, if lower, the estimated present value of the underlying minimum lease payments. The corresponding rental obligations, net of finance charges, are included in liabilities. Leased assets are depreciated over their estimated useful lives. There were no items of property, plant and equipment under finance lease as per the balance sheet date (2016: none). Payments made under operating leases are charged against income on a straight-line basis over the period of the lease.



Depreciation is charged to the statement of profit or loss on a straight-line basis over the estimated useful lives of items of property, plant and equipment from the date they are available for use. The estimated useful lives are as follows:

|  |                                      |
|--|--------------------------------------|
| Land                                   | indefinite useful life               |
| Buildings                              | 25 years                             |
| Leasehold improvements                 | shorter of useful life or lease term |
| Furniture and fittings                 | 4 – 8 years                          |
| Machines and motor vehicles            | 2 – 8 years                          |
| Tools in connection with OEM contracts | units of production method           |
| EDP equipment                          | 3 – 5 years                          |

Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Where parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment (component approach).

Costs for repair and maintenance are recognized as an expense as incurred.

#### 2.7.14 Intangible assets

*Software* – Expenditure on the implementation of software, including licenses and external consulting fees, is capitalized.

*Research costs* – Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognized in profit or loss as incurred.

*Development costs* – Development activities involve a plan or design for the production of new or substantially improved products and processes. Development expenditure is capitalized only if development costs can be measured reliably, the product is technically and commercially feasible, future economic benefits are probable, and the Group intends to and has sufficient resources to complete development and to use or sell the asset. The expenditure capitalized includes the cost of materials, external services, personnel, temporary employees, overhead and borrowing costs, if they are directly attributable to a qualifying asset. Other development expenditure is recognized in profit or loss as incurred.

*Intangible assets acquired in a business combination* – All identifiable intangible assets that are recognized applying the acquisition method are stated initially at fair value. The following valuation methods are used in order to determine the fair values at the acquisition date: multi-period excess earnings method, relief from royalty method and replacement cost approach.

Intangible assets are measured at cost less accumulated amortization (see below) and impairment losses (see separate accounting policy). Amortization is charged to the statement of profit or loss on a straight-line basis over the estimated useful lives of intangible assets. Intangible assets are amortized from the date they are available for use.

The estimated useful lives are as follows:

|                               |              |
|-------------------------------|--------------|
| Software                      | 3 – 5 years  |
| Development costs             | 3 – 5 years  |
| Patents                       | 3 – 5 years  |
| Acquired brand                | 2 – 10 years |
| Acquired technology           | 10 years     |
| Acquired client relationships | 7 – 17 years |

Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

#### 2.7.15 Goodwill

Goodwill represents the future economic benefits arising from assets acquired in a business combination that are not capable of being individually identified and separately recognized.

For acquisitions, the Group measures goodwill at the acquisition date as

- the fair value of the consideration transferred, plus
- the recognized amount of any non-controlling interests in the acquiree, plus
- if the business combination is achieved in stages, the fair value of existing equity interest in the acquiree, less
- the net recognized amount of the identifiable net assets acquired.

When the excess is negative, a bargain purchase gain is recognized immediately in profit or loss.

After initial recognition, the Group measures goodwill at cost less any accumulated impairment losses. Goodwill is tested for impairment annually or more frequently if events or changes in circumstances indicate that the intangible asset might be impaired.

#### 2.7.16 Impairment

The carrying amount of the Group's non-financial assets other than inventories, assets arising from construction contracts and deferred tax assets, is reviewed at each balance sheet date to determine whether there is any indication of impairment. If such indication exists, the asset's recoverable amount, being the higher of its fair value less costs of disposal and its value in use, is estimated. Goodwill, intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually. An impairment loss is recognized in the statement of profit or loss whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reviewed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized. An impairment loss in respect of goodwill is not reversed.

**2.7.17 Interest-bearing loans and borrowings**

Interest-bearing loans and borrowings are recognized initially at fair value, less attributable transaction costs. Subsequent to initial recognition, interest-bearing loans and borrowings are stated at amortized cost with any difference between cost and redemption value being recognized in the statement of profit or loss over the period of the borrowings on an effective interest basis.

**2.7.18 Trade and other accounts payable**

Trade and other accounts payable are stated at their amortized cost, which equals the nominal amount for short-term payables.

**2.7.19 Provisions**

Provisions are recognized when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows.

A provision for warranties is recognized when the underlying products or services are sold. The provision is based on historical data.

**2.7.20 Derivatives**

The Group uses derivative financial instruments to economically hedge certain exposures to foreign exchange rate risks. Hedge accounting is not applied. Derivative financial instruments are recognized initially at fair value. Subsequent to initial recognition, derivative financial instruments are also stated at fair value. Any resulting gain or loss is recognized directly in the statement of profit or loss.

**2.7.21 Treasury shares**

In case the Group purchases own shares, the consideration paid is recognized as treasury shares and presented as a deduction from equity until these shares are cancelled or sold. Any consideration received from the sale of these shares is recognized in equity.

### 3 SCOPE OF CONSOLIDATION

#### 3.1 DISCLOSURE OF INTERESTS IN OTHER ENTITIES

The scope of the consolidation does not include an interest in any of the following:

- Subsidiaries with non-controlling interests
- Associates
- Joint arrangements

The companies which are included in the consolidated financial statements are listed in the notes to the statutory financial statements of Tecan Group Ltd.

#### 3.2 CHANGE IN SCOPE OF CONSOLIDATION: ACQUISITION THROUGH BUSINESS COMBINATION

##### 3.2.1 Assets and liabilities arising from acquisitions

The fair value of the identifiable assets and liabilities and the net cash outflow at the date of acquisition were:

|   | 30.09.2016<br>SPEware Group | 28.02.2017<br>Pulssar |
|---|-----------------------------|-----------------------|
| CHF 1,000   |                             |                       |
| Cash and cash equivalents                                     | 374                         | 6                     |
| Trade accounts receivable                                     | 3,180                       | -                     |
| Inventories   | 2,481                       | 221                   |
| Other current assets  | 43                          | 255                   |
| Property, plant and equipment                                 | 2,058                       | 37                    |
| Intangible assets   | 19,704                      | 2,187                 |
| Deferred tax assets   | 677                         | -                     |
| <b>Assets</b>   | <b>28,517</b>               | <b>2,706</b>          |
| Current financial liabilities                                 | (2,556)                     | (500)                 |
| Trade and other accounts payable                              | (2,013)                     | (273)                 |
| Deferred revenue  | (32)                        | -                     |
| Accrued expenses  | (2,475)                     | (63)                  |
| Provisions  | (2,623)                     | -                     |
| Liability for post-employment benefits                        | (647)                       | (38)                  |
| Deferred tax liabilities                                      | (7,724)                     | (209)                 |
| <b>Liabilities</b>  | <b>(18,070)</b>             | <b>(1,083)</b>        |
| <b>Total identifiable net assets at fair value</b>            | <b>10,447</b>               | <b>1,623</b>          |
| Goodwill arising on acquisition                               | 39,004                      | 3,021                 |
| <b>Consideration transferred for the business combination</b> | <b>49,451</b>               | <b>4,644</b>          |
| Cash acquired   | (374)                       | (6)                   |
| Contingent consideration (earn-out)                           | (8,768)                     | (1,743)               |
| <b>Net cash outflow</b>                                       | <b>40,309</b>               | <b>2,895</b>          |

Trade accounts receivable comprise gross contractual amounts due of CHF 0 million (2016: CHF 3.5 million), of which CHF 0 million (2016: CHF 0.3 million) was expected to be uncollectable at the acquisition date.

The acquisitions were accounted for using the acquisition method. The resulting goodwill includes expected synergies from the acquisition, the work force and potentially other intangible assets that could not be valued separately. Goodwill arising from these acquisitions is not expected to be tax deductible.

### 3.2.2 Acquisition on February 28, 2017: Pulssar Technologies S.A.S.

The Group acquired 100% of the voting rights of Pulssar Technologies S.A.S (Paris, France) on February 28, 2017 to increase the technology portfolio of its 'Partnering Business'.

At the acquisition date, the fair value of the contingent consideration was estimated to be CHF 1.7 million. The fair value was determined using the discounted cash flow method with a discount rate of 11%.

One earn-out payment in the amount of EUR 2.0 million was agreed with the seller upon the achievement of a sales-defined milestone in 2019. The underlying business plan indicated that the entire amount will be payable. There is no change to this assessment at year-end 2017.

### 3.2.3 Acquisition on September 30, 2016: SPEware Group

The Group acquired 100% of the voting rights of SPEware Group on September 30, 2016 consisting of the following companies:

| Company       | Domicile                          | Participation in % | Activities |
|---------------|-----------------------------------|--------------------|------------|
| SPEware Corp. | Baldwin Park/Los Angeles, CA (US) | 100%               | S/D        |
| • Cera Inc.   | Baldwin Park/Los Angeles, CA (US) | 100%               | R/P/D      |

S = services, holding functions, R = research and development, P = production, D = distribution

The SPEware Group is a provider for mass spectrometry sample preparation solutions, with a focus on the North American market. The acquired Group is part of the business segment 'Life Sciences Business'.

At the acquisition date, the fair value of the contingent consideration was estimated to be CHF 8.8 million. The fair value was determined using the discounted cash flow method with a discount

rate of 10%. Two payments in the amount of USD 5.0 million each were agreed with the seller upon the achievement of sales-defined milestones in 2017 and 2018. The underlying business plan indicated that the entire amount will be payable. There is no change to this assessment at year-end 2017.

### 3.2.4 Contribution of acquired companies in the year of acquisition and consolidated numbers (unaudited)

|   | 2016    | 2017    |
|---|---------|---------|
| CHF 1,000   |         |         |
| <b>Contribution of acquired companies from the date of acquisition</b>                            |         |         |
| Months  | 3       | 10      |
| Sales   | 4,910   | 1,085   |
| Operating profit  | 734     | (570)   |
| <b>Consolidated numbers, if the acquisition occurred at the beginning of the reporting period</b> |         |         |
| Sales   | 520,134 | 548,724 |
| Operating profit <sup>1</sup>   | 70,721  | 80,492  |
| Acquisition-related legal fees and due diligence costs, included in 'general and administration'  | 762     | 188     |

<sup>1</sup> In determining these amounts, management has assumed that the fair value adjustments that arose on the acquisition date would have been the same as if the acquisition had occurred on January 1, 2016 and 2017, respectively.



### 3.3 DISPOSAL GROUP HELD FOR SALE

In the second half of 2016, management committed to a plan to sell its manufacturing facility after having transferred all business activities to Männedorf. Accordingly, the facility and the related

mortgage are presented as a disposal group held for sale. Efforts to sell the disposal group continue.

At the end of December, the disposal group comprised the following assets and liabilities:

| CHF 1,000  | Notes | 2016         | 2017         |
|--|-------|--------------|--------------|
| Land and buildings in Hombrechtikon, Zurich (CH) | 17    | 4,140        | 3,650        |
| <b>Assets held for sale</b>                      |       | <b>4,140</b> | <b>3,650</b> |
| Mortgage   | 19    | 1,575        | 1,495        |
| Interest derivative                              | 19    | 74           | 45           |
| <b>Liabilities held for sale</b>                 |       | <b>1,649</b> | <b>1,540</b> |

Land and buildings are valued at the lower of their carrying amount and fair value less costs to sell. At year-end 2017, the

Group recognized an impairment charge on buildings in the amount of CHF 0.5 million in accordance with IFRS 5.

## 4 SEGMENT INFORMATION

### 4.1 INFORMATION BY BUSINESS SEGMENTS

|                               | Life Sciences Business |                | Partnering Business |                | Corporate/consolidation |                 | Group          |                |
|-------------------------------|------------------------|----------------|---------------------|----------------|-------------------------|-----------------|----------------|----------------|
| CHF 1,000                     | 2016                   | 2017           | 2016                | 2017           | 2016                    | 2017            | 2016           | 2017           |
| Sales third                   | 280,224                | 306,851        | 226,003             | 241,548        | -                       | -               | 506,227        | 548,399        |
| Intersegment sales            | 12,620                 | 11,738         | 1,661               | 1,772          | (14,281)                | (13,510)        | -              | -              |
| <b>Total sales</b>            | <b>292,844</b>         | <b>318,589</b> | <b>227,664</b>      | <b>243,320</b> | <b>(14,281)</b>         | <b>(13,510)</b> | <b>506,227</b> | <b>548,399</b> |
| <b>Operating profit</b>       | <b>45,685</b>          | <b>50,528</b>  | <b>33,781</b>       | <b>42,638</b>  | <b>(11,329)</b>         | <b>(12,685)</b> | <b>68,137</b>  | <b>80,481</b>  |
| Depreciation and amortization | (11,839)               | (14,886)       | (9,055)             | (8,806)        | -                       | -               | (20,894)       | (23,692)       |
| Impairment losses             | -                      | (647)          | -                   | (490)          | -                       | -               | -              | (1,137)        |

| CHF 1,000  | 2016           | 2017           |
|--|----------------|----------------|
| <b>Reconciliation of reportable segment sales</b>  |                |                |
| Total sales for reportable segments  | 520,508        | 561,909        |
| Elimination of intersegment sales  | (14,281)       | (13,510)       |
| <b>Total consolidated sales</b>  | <b>506,227</b> | <b>548,399</b> |
| <b>Reconciliation of reportable segment profit</b>   |                |                |
| Total operating profit for reportable segments   | 79,466         | 93,166         |
| Unallocated costs (business development, investor relations and other corporate costs) and consolidation entries | (11,329)       | (12,685)       |
| Financial result   | (2,709)        | (804)          |
| <b>Total consolidated profit before taxes</b>  | <b>65,428</b>  | <b>79,677</b>  |

## 4.2 ENTITY-WIDE DISCLOSURES

### Products and services

|                          | 2016           | 2017           |
|--------------------------|----------------|----------------|
| CHF 1,000                |                |                |
| Products                 | 343,111        | 357,407        |
| Services                 | 162,716        | 190,270        |
| Leases                   | 400            | 722            |
| <b>Total sales third</b> | <b>506,227</b> | <b>548,399</b> |

### Sales by regions (by location of customers)

|                          | 2016           | 2017           |
|--------------------------|----------------|----------------|
| CHF 1,000                |                |                |
| Switzerland              | 10,160         | 10,679         |
| Other Europe             | 205,605        | 198,593        |
| North America            | 197,235        | 235,809        |
| Asia                     | 78,490         | 88,355         |
| Others                   | 14,737         | 14,963         |
| <b>Total sales third</b> | <b>506,227</b> | <b>548,399</b> |

### Non-current assets by regions (by location of assets)

|                               | Property, plant and equipment |               | Intangible assets |                |
|-------------------------------|-------------------------------|---------------|-------------------|----------------|
|                               | 2016                          | 2017          | 2016              | 2017           |
| CHF 1,000                     |                               |               |                   |                |
| Switzerland                   | 9,658                         | 10,906        | 93,003            | 96,821         |
| Other Europe                  | 4,713                         | 4,942         | 10,537            | 10,455         |
| North America                 | 5,554                         | 5,053         | 60,986            | 56,945         |
| Asia                          | 365                           | 390           | 159               | 82             |
| <b>Balance at December 31</b> | <b>20,290</b>                 | <b>21,291</b> | <b>164,685</b>    | <b>164,303</b> |

### Information about major customers

There are sales to one individual customer (CHF 71.4 million) relating to the business segment 'Partnering Business' that in aggregate exceeded 10% of total sales in 2017 (2016: one individual

customer (CHF 73.1 million) relating to the business segment 'Partnering Business').

## 5 OPERATING EXPENSES BY NATURE

|   | 2016           | 2017           |
|---|----------------|----------------|
| CHF 1,000   |                |                |
| Material costs  | 181,143        | 188,610        |
| Personnel costs   | 174,217        | 187,451        |
| Depreciation of property, plant and equipment                                   | 6,750          | 6,969          |
| Impairment loss on assets held-for-sale   | -              | 490            |
| Amortization of intangible assets   | 14,144         | 16,723         |
| Impairment loss on capitalized development costs                                | -              | 647            |
| Other operating costs   | 71,480         | 81,640         |
| <b>Total operating costs incurred (gross)</b>                                   | <b>447,734</b> | <b>482,530</b> |
| Capitalization of development costs in position inventories (see note 15)       | (1,759)        | (1,214)        |
| Capitalization of development costs in position intangible assets (see note 18) | (6,642)        | (10,074)       |
| Other operating income  | (1,243)        | (3,324)        |
| <b>Total operating expenses, according to statement of profit or loss</b>       | <b>438,090</b> | <b>467,918</b> |

## 6 RESEARCH AND DEVELOPMENT

|   | 2016          | 2017          |
|---|---------------|---------------|
| CHF 1,000   |               |               |
| Gross research and development costs incurred <sup>1</sup>                              | 51,853        | 59,166        |
| Reclassification of development costs related to engineering services to cost of sales  | (7,955)       | (10,766)      |
| Capitalization of development costs in position inventories (see note 15)               | (1,759)       | (1,214)       |
| Capitalization of development costs in position intangible assets (see note 18)         | (6,642)       | (10,074)      |
| Amortization of development costs and acquired technology                               | 11,593        | 13,310        |
| Impairment loss on capitalized development costs  | -             | 647           |
| <b>Total research and development (gross), according to statement of profit or loss</b> | <b>47,090</b> | <b>51,069</b> |
| Government research subsidies   | (1,098)       | (1,073)       |
| <b>Total research and development (net)</b>   | <b>45,992</b> | <b>49,996</b> |

<sup>1</sup> The amount includes the cost of materials, external services, personnel, temporary employees and overhead.

Costs for research and the development of new products (gross) amounted to 9.3% of sales (2016: 9.3%).

## 7 OTHER OPERATING RESULT

|   | 2016         | 2017         |
|---|--------------|--------------|
| CHF 1,000   |              |              |
| Government research subsidies   | 1,098        | 1,073        |
| Replacement value of damaged inventory (in excess of manufacturing costs) | -            | 2,117        |
| Rent income property Hombrechtikon  | -            | 51           |
| Other operating income (miscellaneous)                                    | 145          | 83           |
| <b>Total other operating income</b>                                       | <b>1,243</b> | <b>3,324</b> |

|  | 2016     | 2017           |
|--|----------|----------------|
| CHF 1,000  |          |                |
| Change in fair value of contingent consideration | -        | (856)          |
| Maintenance cost property Hombrechtikon          | -        | (130)          |
| Impairment loss on property Hombrechtikon        | -        | (490)          |
| Other operating expenses (miscellaneous)         | -        | (156)          |
| <b>Total other operating expenses</b>            | <b>-</b> | <b>(1'632)</b> |

## 8 FINANCIAL RESULT

|   | 2016           | 2017         |
|---|----------------|--------------|
| CHF 1,000   |                |              |
| <b>Financial income</b>                                     |                |              |
| Interest income   | 288            | 31           |
| Other   | 21             | 17           |
| <b>Subtotal financial income</b>                            | <b>309</b>     | <b>48</b>    |
| <b>Finance cost</b>   |                |              |
| Interest expenses   | (336)          | (471)        |
| Net interest cost on liability for post-employment benefits | (243)          | (217)        |
| Other   | (206)          | -            |
| <b>Subtotal finance cost</b>                                | <b>(785)</b>   | <b>(688)</b> |
| <b>Net foreign exchange gains/(losses)</b>                  |                |              |
| Result from derivatives (net)                               | (3,578)        | 1,582        |
| Other net foreign exchange gains/(losses)                   | 1,345          | (1,746)      |
| <b>Subtotal net foreign exchange losses</b>                 | <b>(2,233)</b> | <b>(164)</b> |
| <b>Total financial result</b>                               | <b>(2,709)</b> | <b>(804)</b> |



## 9 EARNINGS PER SHARE

The earnings per share are based on the consolidated profit for the period and the average number of shares outstanding, excluding treasury shares.

|   | 2016              | 2017              |
|---|-------------------|-------------------|
| <b>Average number of shares outstanding</b>                                 | <b>11,502,948</b> | <b>11,622,365</b> |
| <b>Basic earnings per share (CHF/share)</b>                                 | <b>4.74</b>       | <b>5.73</b>       |
| <b>Employee share option plans</b>  |                   |                   |
| Average number of shares under option total                                 | 106,745           | 93,108            |
| Average number of shares under option dilutive                              | 100,768           | 87,590            |
| Average adjusted exercise price   | 99.93             | 122.48            |
| Number of shares that would have been issued at market price                | (63,373)          | (52,925)          |
| Adjustment for dilutive share options                                       | 37,395            | 34,665            |
| <b>Employee share plans</b>   |                   |                   |
| Adjustment for not vested shares (PSMP/initial grant and other share plans) | 16,397            | 5,396             |
| Adjustment for contingently issuable shares (PSMP/matching shares)          | 144,909           | 141,049           |
| <b>Average number of shares outstanding after dilution</b>                  | <b>11,701,649</b> | <b>11,803,475</b> |
| <b>Diluted earnings per share (CHF/share)</b>                               | <b>4.66</b>       | <b>5.64</b>       |

## 10 EMPLOYEE BENEFITS

### 10.1 NUMBER OF EMPLOYEES

|                            | 2016  | 2017  |
|----------------------------|-------|-------|
| FTE (full-time equivalent) |       |       |
| Employees – year-end       | 1,447 | 1,482 |
| Employees – average        | 1,368 | 1,469 |

### 10.2 PERSONNEL EXPENSES

Personnel expenses include the following:

|                                 | Notes | 2016           | 2017           |
|---------------------------------|-------|----------------|----------------|
| CHF 1,000                       |       |                |                |
| Salaries and wages              |       | 133,761        | 141,856        |
| Social security                 |       | 16,710         | 18,461         |
| Post-employment benefits        |       |                |                |
| Defined contribution plans      |       | 1,516          | 1,695          |
| Defined benefit plans           | 10.3  | 6,066          | 7,644          |
| Share-based payment             | 10.4  | 12,878         | 12,807         |
| Termination benefits            |       | -              | -              |
| Other personnel expenses        |       | 3,286          | 4,988          |
| <b>Total personnel expenses</b> |       | <b>174,217</b> | <b>187,451</b> |

### 10.3 LIABILITY FOR POST-EMPLOYMENT BENEFITS: DEFINED BENEFIT PLANS (IAS 19)

#### 10.3.1 Characteristics of defined benefit plans and risks associated with them

|  | 2016        |                     |         | 2017        |                     |         |
|--|-------------|---------------------|---------|-------------|---------------------|---------|
|  | Swiss plans | International plans | Total   | Swiss plans | International plans | Total   |
| Number of plans                        | 5           | 3                   | 8       | 5           | 3                   | 8       |
| <b>Actives</b>                         |             |                     |         |             |                     |         |
| Number                                 | 500         | 99                  | 599     | 493         | 96                  | 589     |
| Defined benefit obligation (CHF 1,000) | 112,608     | 4,483               | 117,091 | 119,533     | 4,541               | 124,074 |
| Weighted average duration in years     | 21.5        | 9.3                 | 21.0    | 21.0        | 9.8                 | 20.6    |
| <b>Retirees</b>                        |             |                     |         |             |                     |         |
| Number                                 | 29          | -                   | 29      | 31          | -                   | 31      |
| Defined benefit obligation (CHF 1,000) | -           | -                   | -       | 6,523       | -                   | 6,523   |
| Weighted average duration in years     | -           | -                   | -       | 18.4        | -                   | 18.4    |
| <b>Total</b>                           |             |                     |         |             |                     |         |
| Number                                 | 529         | 99                  | 628     | 524         | 96                  | 620     |

Within the Group, various defined benefit plans exist, which differ in their purpose and financing according to local needs:

|                              |   |        |  |
|------------------------------|---|--------|--|
| Switzerland<br>(Swiss plans) | Retirement,<br>death-in-service<br>and disability<br>benefits | Funded | <p><b>Nature of the benefits provided</b></p> <p>The pension plans of Tecan Group Ltd., Tecan Schweiz AG, Tecan Sales Switzerland AG and Tecan Trading AG are plans with guarantee of a minimum interest credit on the savings and fixed conversion rates at retirement. Disability and death benefits are defined as percentage of the insured salary.</p> <p><b>Regulatory framework</b></p> <p>The plan provides benefits based on the LPP/BVG law, which stipulates the minimum requirements of the mandatory employer-sponsored pension plan in Switzerland. In particular, annual salary up to CHF 84,600 (amount in 2016) must be insured and the financing is age-dependent with contribution rates in per cent of the insured salary ranging from 7% to 18%. The conversion rate to calculate the annuity based on the accrued savings capital is 6.8% at normal retirement age (65 for men and 64 for women).</p> <p>Under LPP/BVG law, the plan must be fully funded on a static basis at all times. In case of underfunding, recovery measures must be taken, such as additional financing from the employer or from the employer and employees, or reduction of benefits or a combination of both.</p> <p><b>Specific plan rules</b></p> <p>The saving credits for the retirement benefits are defined in percentage of the insured salary. The saving credits for the part of the annual salary between CHF 24,675 and CHF 84,600 are age-dependent and range from 8% to 19%. The saving credits for the part of the annual salary above CHF 84,600 amount to 14% for the employees and to 18% or 19% for the members of the management. The conversion rate for the mandatory part of the savings capital is 6.8% at normal retirement age. For the exceeding part of the savings capital, the conversion rate is defined by the board of trustees.</p> <p>The annual disability pension amounts to 70% of the insured salary, the annual partner's pension to 50% of the insured salary or to 60% of the current retirement pension. In case of death before retirement an additional lump-sum of 200% of the insured salary is paid.</p> <p><b>Governance of the plan</b></p> <p>The companies are affiliated to the collective foundation Swiss Life Collective BVG Foundation. The collective foundation is a separate legal entity. The foundation is responsible for the governance of the plan; the foundation's board of trustees is composed of an equal number of representatives from the employers and employees chosen from all affiliated companies. The foundation has set up investment guidelines, defining in particular the strategic allocation with ranges.</p> <p>Additionally, there are pension committees for each affiliated company composed of an equal number of representatives from the company and the employees. The pension committee is responsible for the set-up of the plan benefits.</p> <p><b>Risks to which the plan exposes the Group</b></p> <p>The plan provider Swiss Life Collective BVG Foundation has reinsured the risks disability, death, longevity and the investment risk with Swiss Life Ltd. Therefore, the only risks for the Group are that the Swiss Life Collective BVG Foundation terminates the affiliation contract or increases the premiums.</p> <p><b>Plan amendments, settlements or curtailments</b></p> <p>Sias AG and Xiril AG, acquired through business combination in 2015, were affiliated with the collective foundation Nest Sammelstiftung. Due to the legal integration of these subsidiaries in 2016, the acquired retirement benefit plans were transferred into the existing solution at Swiss Life. The resulting curtailment amounting to CHF 1.4 million was recognized in profit or loss of 2016.</p> |
|------------------------------|---|--------|--|

|                                     |                                |          |   |
|-------------------------------------|--------------------------------|----------|---|
| Austria<br>(International<br>plans) | Long-service<br>leave benefits | Unfunded | <p><b>Nature of the benefits provided</b></p> <p>The severance-payments plan of Tecan Austria GmbH and Tecan Sales Austria GmbH guarantees a one-time lump sum payment, once the employee leaves the company. The plan was closed for new members at December 31, 2002. Plan participants are all employees with at least 3 years of service and an entry-date before January 1, 2003. The membership to this plan is mandatory.</p> <p><b>Regulatory framework</b></p> <p>The plan provides benefits according to Austrian law (AngG 23 and 23a) which stipulates benefits in case of retirement, death (50%), disability or termination of employment. Vesting is after 3 years of service, whereas all rights forfeit in the case of voluntary termination.</p> <p>The level of the benefits depends on the period of service in the company and amounts to a lump-sum payment of 2 monthly salaries after 3 years of service up to 12 monthly salaries after 25 years of service. The monthly salary is defined as twelfth part of the total annual salary of the last 12 months.</p> <p><b>Governance of the plan</b></p> <p>Only the company (employer) is responsible for the governance of the plan.</p> <p><b>Risks to which the plan exposes the Group</b></p> <p>The plan is exposed to an inflation risk as well as to the risk of salary increases. There is no longevity risk because the payments are due latest at retirement.</p> <p><b>Plan amendments, settlements or curtailments</b></p> <p>There were no major plan amendments, settlements or curtailments during the financial years 2016 and 2017.</p> |
| Other<br>(International<br>plans)   | Retirement<br>benefits         | Unfunded | There are two minor retirement benefit plans in Tecan Japan Co., Ltd. and Tecan Italia S.r.l. for only a limited number of participants.  |
| Other<br>(International<br>plans)   | Retirement<br>benefits         | Funded   | The Group acquired the SPEware Group in 2016. Immediately before the closing of the transaction, the associated retirement benefit plan was frozen and all contributions to the plan were stopped. The plan was settled in 2017.  |

### 10.3.2 Amounts recognized in the financial statements

The amounts recognized in the balance sheet are as follows:

|   | 2016          | 2017          |
|---|---------------|---------------|
| CHF 1,000   |               |               |
| <b>Swiss plans</b>  |               |               |
| Present value of obligations arising from retirement benefit plans (funded)           | 112,608       | 126,056       |
| Related fair value of plan assets   | (86,947)      | (94,085)      |
| <b>Deficit Swiss plans</b>  | <b>25,661</b> | <b>31,971</b> |
| <b>International plans</b>  |               |               |
| Present value of obligations arising from long-service leave benefit plans (unfunded) | 3,429         | 3,409         |
| Present value of obligations arising from retirement benefit plans (unfunded)         | 1,056         | 1,132         |
| Present value of obligations arising from retirement benefit plans (funded)           | 2,569         | -             |
| Related fair value of plans assets  | (2,569)       | -             |
| <b>Deficit International plans</b>  | <b>4,485</b>  | <b>4,541</b>  |
| <b>Net liability at December 31</b>   | <b>30,146</b> | <b>36,512</b> |



The components of defined benefit cost are as follows:

|   | 2016         |                     |              | 2017          |                     |               |
|---|--------------|---------------------|--------------|---------------|---------------------|---------------|
|   | Swiss plans  | International plans | Total        | Swiss plans   | International plans | Total         |
| CHF 1,000   |              |                     |              |               |                     |               |
| Current service cost  | 7,169        | 294                 | 7,463        | 7,350         | 294                 | 7,644         |
| Past service cost (plan amendment)                                | -            | 24                  | 24           | -             | -                   | -             |
| Past service cost (curtailment)                                   | (1,421)      | -                   | (1,421)      | -             | -                   | -             |
| <b>Defined benefit cost included in operating profit</b>          | <b>5,748</b> | <b>318</b>          | <b>6,066</b> | <b>7,350</b>  | <b>294</b>          | <b>7,644</b>  |
| Net interest cost on liability for post-employment benefits       | 163          | 80                  | 243          | 153           | 64                  | 217           |
| <b>Defined benefit cost included in finance cost</b>              | <b>163</b>   | <b>80</b>           | <b>243</b>   | <b>153</b>    | <b>64</b>           | <b>217</b>    |
| <b>Total defined benefit cost included in profit or loss</b>      | <b>5,911</b> | <b>398</b>          | <b>6,309</b> | <b>7,503</b>  | <b>358</b>          | <b>7,861</b>  |
| <b>Actuarial (gains)/losses on obligations</b>                    |              |                     |              |               |                     |               |
| Changes in demographic assumptions                                | (40)         | (26)                | (66)         | (994)         | (3)                 | (997)         |
| Changes in financial assumptions                                  | 2,809        | 17                  | 2,826        | -             | 28                  | 28            |
| Experience adjustments  | 545          | 45                  | 590          | 5,191         | (458)               | 4,733         |
| Return on plan assets (excluding interest income)                 | (251)        | -                   | (251)        | 137           | -                   | 137           |
| <b>Remeasurement loss, included in other comprehensive income</b> | <b>3,063</b> | <b>36</b>           | <b>3,099</b> | <b>4,334</b>  | <b>(433)</b>        | <b>3,901</b>  |
| Translation differences, included in other comprehensive income   | -            | (25)                | (25)         | -             | 331                 | 331           |
| <b>Total defined benefit cost recognized</b>                      | <b>8,974</b> | <b>409</b>          | <b>9,383</b> | <b>11,837</b> | <b>256</b>          | <b>12,093</b> |

The Group expects to contribute CHF 5.4 million to its defined benefit plans in 2018.

Changes in the present value of the defined benefit obligation are as follows:

|  | 2016           |                     |                | 2017           |                     |                |
|--|----------------|---------------------|----------------|----------------|---------------------|----------------|
|  | Swiss plans    | International plans | Total          | Swiss plans    | International plans | Total          |
| CHF 1,000                                |                |                     |                |                |                     |                |
| Balance at January 1                     | 106,054        | 4,439               | 110,493        | 112,608        | 7,054               | 119,662        |
| Acquisition through business combination | -              | 2,484               | 2,484          | -              | 40                  | 40             |
| Current service cost                     | 7,169          | 294                 | 7,463          | 7,350          | 294                 | 7,644          |
| Past service cost                        | (1,421)        | 24                  | (1,397)        | -              | -                   | -              |
| Employee contributions                   | 3,598          | -                   | 3,598          | 3,595          | -                   | 3,595          |
| Insurance premiums                       | (1,771)        | -                   | (1,771)        | (1,804)        | -                   | (1,804)        |
| Benefits paid                            | (2,955)        | (363)               | (3,318)        | (7,202)        | (239)               | (7,441)        |
| Settlement payments from plan assets     | (2,333)        | -                   | (2,333)        | -              | (2,482)             | (2,482)        |
| Interest expense                         | 953            | 80                  | 1,033          | 788            | 64                  | 852            |
| Actuarial losses                         | 3,314          | 36                  | 3,350          | 4,198          | (434)               | 3,764          |
| Gross presentation disability benefits   | -              | -                   | -              | 6,523          | -                   | 6,523          |
| Translation differences                  | -              | 60                  | 60             | -              | 244                 | 244            |
| <b>Balance at December 31</b>            | <b>112,608</b> | <b>7,054</b>        | <b>119,662</b> | <b>126,056</b> | <b>4,541</b>        | <b>130,597</b> |

Changes in the fair value of plan assets are as follows:

|   | 2016          |                     |               | 2017          |                     |               |
|---|---------------|---------------------|---------------|---------------|---------------------|---------------|
|   | Swiss plans   | International plans | Total         | Swiss plans   | International plans | Total         |
| CHF 1,000   |               |                     |               |               |                     |               |
| Balance at January 1                              | 84,031        | -                   | 84,031        | 86,947        | 2,569               | 89,516        |
| Acquisition through business combination          | -             | 1,837               | 1,837         | -             | -                   | -             |
| Employer contributions                            | 5,336         | 647                 | 5,983         | 5,528         | -                   | 5,528         |
| Employee contributions                            | 3,598         | -                   | 3,598         | 3,595         | -                   | 3,595         |
| Insurance premiums                                | (1,771)       | -                   | (1,771)       | (1,804)       | -                   | (1,804)       |
| Benefits paid                                     | (2,955)       | -                   | (2,955)       | (7,202)       | -                   | (7,202)       |
| Settlement payments from plan assets              | (2,333)       | -                   | (2,333)       | -             | (2,482)             | (2,482)       |
| Interest income                                   | 790           | -                   | 790           | 635           | -                   | 635           |
| Return on plan assets (excluding interest income) | 251           | -                   | 251           | (137)         | -                   | (137)         |
| Gross presentation disability benefits            | -             | -                   | -             | 6,523         | -                   | 6,523         |
| Translation differences                           | -             | 85                  | 85            | -             | (87)                | (87)          |
| <b>Balance at December 31</b>                     | <b>86,947</b> | <b>2,569</b>        | <b>89,516</b> | <b>94,085</b> | <b>-</b>            | <b>94,085</b> |

The investment risk for the Swiss plans is reinsured. Therefore the plan assets represent a receivable from the life insurance company.

### 10.3.3 Actuarial assumptions and sensitivity analysis

Principal actuarial assumptions at the balance sheet date (expressed as weighted averages):

|  | 2016        |                                  | 2017        |                                  |
|--|-------------|----------------------------------|-------------|----------------------------------|
|  | Swiss plans | International plans <sup>1</sup> | Swiss plans | International plans <sup>1</sup> |
| Discount rates   | 0.70%       | 1.67%                            | 0.70%       | 1.39%                            |
| Rate of future salary increases                          | 1.75%       | 2.69%                            | 1.75%       | 2.51%                            |
| Rate of future pension increases                         | 0.00%       | 0.00%                            | 0.00%       | 0.00%                            |
| Rates for the projection of savings capital <sup>2</sup> | 1.00%       | 0.00%                            | 1.00%       | 0.00%                            |
| Mortality tables <sup>3</sup>                            | BVG2015G    | various                          | BVG2015GT   | various                          |

<sup>1</sup>Excluding plan SPEw are due to settlement

<sup>2</sup>Swiss plans: the rate is only applied to the mandatory part

<sup>3</sup>Calculation models used:

2016: Model 'Menthonnex'

2017: Model 'Continuous Mortality Investigation (CMI)'

### Sensitivities of significant actuarial assumptions

The discount rate, the rate of future salary increase and the life expectancy were identified as significant actuarial assumptions. The following impacts on the defined benefit obligation are to be expected:

|                                 | Change in actuarial assumptions | 2016        |                      |         | 2017        |                      |         |
|---------------------------------|---------------------------------|-------------|----------------------|---------|-------------|----------------------|---------|
|                                 |                                 | Swiss plans | International plans¹ | Total   | Swiss plans | International plans¹ | Total   |
| CHF 1,000                       |                                 |             |                      |         |             |                      |         |
| Discount rates                  | - 25 basis points               | 4,707       | 104                  | 4,811   | 5,359       | 107                  | 5,466   |
|                                 | + 25 basis points               | (4,482)     | (104)                | (4,586) | (4,900)     | (110)                | (5,010) |
| Rate of future salary increases | - 25 basis points               | (853)       | (99)                 | (952)   | (821)       | (106)                | (927)   |
|                                 | + 25 basis points               | 629         | 98                   | 727     | 826         | 99                   | 925     |
| Life expectancy                 | - 1 year                        | (2,641)     | (19)                 | (2,660) | (1,788)     | (21)                 | (1,809) |
|                                 | + 1 year                        | 2,401       | 13                   | 2,414   | 1,820       | 10                   | 1,830   |

(positive = increase in obligation/negative = decrease in obligation)

<sup>1</sup>Excluding plan SPEw are due to settlement

The sensitivity analysis is based on realistically possible changes at the end of the reporting period. Each change in significant assumption was analyzed separately as part of the test. Interdependencies were not taken into account.

## 10.4 EMPLOYEE PARTICIPATION PLANS – SHARE-BASED PAYMENT (IFRS 2)

### 10.4.1 Employee share option plans

The terms and conditions of the outstanding grants are as follows:

| Plan                               | Plan terms |             | Number granted | Exercise price | 2016                               |                    | 2017                               |                    |
|------------------------------------|------------|-------------|----------------|----------------|------------------------------------|--------------------|------------------------------------|--------------------|
|                                    | Grant date | Expiry date |                |                | Remaining contractual life (years) | Number outstanding | Remaining contractual life (years) | Number outstanding |
| Plan 2010                          | 02.11.2009 | 02.11.2016  | 63,492         | 70.0           | –                                  | 1,854              | –                                  | –                  |
| Plan 2011                          | 02.11.2010 | 02.11.2017  | 52,950         | 69.0           | 0.8                                | 6,436              | –                                  | –                  |
| Plan 2012                          | 02.11.2011 | 02.11.2018  | 59,998         | 57.2           | 1.8                                | 5,853              | 0.8                                | 3'691              |
| Plan 2013                          | 02.11.2012 | 02.11.2019  | 40,953         | 69.6           | 2.8                                | 9,483              | 1.8                                | 5'320              |
| Plan 2014                          | 02.11.2013 | 02.11.2020  | 35,112         | 95.0           | 3.8                                | 16,856             | 2.8                                | 7'492              |
| Plan 2015                          | 02.11.2014 | 02.11.2021  | 34,260         | 100.4          | 4.8                                | 25,858             | 3.8                                | 15'563             |
| Plan 2016                          | 02.11.2015 | 02.11.2022  | 23,569         | 135.0          | 5.8                                | 23,646             | 4.8                                | 17'831             |
| Plan 2017                          | 02.11.2016 | 02.11.2023  | 23,907         | 162.8          | 6.8                                | 23,907             | 5.8                                | 23'016             |
| Plan 2018                          | 02.11.2017 | 02.11.2024  | 22,071         | 212.1          | –                                  | –                  | 6.8                                | 22'071             |
| <b>Balance at December 31</b>      |            |             |                |                | <b>4.7</b>                         | <b>113,893</b>     | <b>4.9</b>                         | <b>94'984</b>      |
| Thereof exercisable at December 31 |            |             |                |                |                                    | 63,090             |                                    | 23'452             |

All plans are granted to members of the management level 3 and 4 and have a contractual life of 7 years. The vesting conditions are one/two/three years of service for 33%/33%/34% of options. One

option grants the right to purchase one Tecan share with settlement by physical delivery (equity-settled). All outstanding options are fully covered by the conditional share capital.

The number and weighted average exercise price of the share options are as follows:

|                               | 2016                                  |                | 2017                                  |               |
|-------------------------------|---------------------------------------|----------------|---------------------------------------|---------------|
|                               | Weighted average exercise price (CHF) | Number         | Weighted average exercise price (CHF) | Number        |
| Balance at January 1          | 95.87                                 | 117,167        | 112.83                                | 113,893       |
| Granted                       | 162.80                                | 23,907         | 212.10                                | 22,071        |
| Exercised                     | 84.82                                 | (23,319)       | 92.99                                 | (39,053)      |
| Forfeited                     | 82.28                                 | (2,009)        | 125.63                                | (1,342)       |
| Expired                       | 70.73                                 | (1,853)        | 69.18                                 | (585)         |
| <b>Balance at December 31</b> | <b>112.83</b>                         | <b>113,893</b> | <b>144.14</b>                         | <b>94,984</b> |

The weighted average share price at the date of exercise was CHF 152.45 in 2016 and CHF 181.19 in 2017.

The expenses, recognized in profit or loss, are calculated as follows:

The fair value of services received in return for the share options granted is measured by reference to the share options vested multiplied by their fair value at grant date (measurement date). The

estimate of the fair value is based on a trinomial model. Changes in the fair value of the option after the grant date do not change the fair value of the services received.

Fair value of share options and key assumptions (not yet vested share option plans):

|           |            |            |        |           |       |         |                  |
|-----------|------------|------------|--------|-----------|-------|---------|------------------|
| Plan 2015 | CHF 100.40 | CHF 100.40 | 22.54% | 7.0 years | 2.42% | 0.45%   | <b>CHF 18.54</b> |
| Plan 2016 | CHF 135.00 | CHF 135.00 | 26.41% | 7.0 years | 2.10% | (0.20%) | <b>CHF 29.24</b> |
| Plan 2017 | CHF 162.80 | CHF 162.80 | 29.42% | 7.0 years | 1.75% | (0.31%) | <b>CHF 40.47</b> |
| Plan 2018 | CHF 212.10 | CHF 212.10 | 22.73% | 7.0 years | 1.30% | (0.01%) | <b>CHF 42.37</b> |

<sup>1</sup> Historic volatility with an underlying period that depends on the option life

Data source: Bloomberg

## 10.4.2 Employee share plans

### 10.4.2.1 Performance share matching plans (PSMP)

The terms and conditions of the outstanding grants are as follows, whereby all shares are delivered physically and free of charge (except for mandatory investment):

| <b>Performance share matching plan (PSMP) 2015</b> |  |   |            |   |   |  |
|--|--|---|------------|---|---|--|
| Initial grant                                      | Extended Management Board and other management on April 16, 2015 | 20,727 shares   | CHF 130.70 | Graded vesting from January 1, 2015 to December 31, 2017 <sup>1</sup> | Three years of service                        |  |
| Mandatory investment                               | Extended Management Board on April 16, 2015                      | 4,847 shares  | CHF 130.70 | Immediate vesting <sup>1</sup>  | None  |  |
| Up to 50% of the target cash bonus 2014            |  |   |            |   |   |  |
| Matching shares                                    | Extended Management Board and other management on April 16, 2015 | 63,935 shares (maximum of potential shares granted)             | CHF 126.20 | January 1, 2015 to December 31, 2017                                  | Three years of service and performance target |  |
| <b>Performance share matching plan (PSMP) 2016</b> |  |   |            |   |   |  |
| Initial grant                                      | Extended Management Board on March 10, 2016                      | 20,981 shares   | CHF 146.95 | Immediate vesting <sup>1</sup>  | None  |  |
|  | Other management on May 23, 2016                                 | 2,335 shares  | CHF 142.25 |   |   |  |
| Matching shares                                    | Extended Management Board on March 10, 2016                      | 52,453 shares (maximum of potential shares granted)             | CHF 143.45 | January 1, 2016 to December 31, 2018                                  | Three years of service and performance target |  |
|  | Other management on May 23, 2016                                 | 5,838 shares (maximum of potential shares granted)              | CHF 138.75 |   |   |  |
| <b>Performance share matching plan (PSMP) 2017</b> |  |   |            |   |   |  |
| Initial grant                                      | Extended Management Board on March 9, 2017                       | 17,859 shares   | CHF 164.25 | Immediate vesting <sup>1</sup>  | None  |  |
|  | Additional grant CEO on April 11, 2017                           | 7,000 shares  | CHF 156.55 |   |   |  |
|  | Other management on May 2, 2017                                  | 1,901 shares  | CHF 169.55 |   |   |  |
| Matching shares                                    | Extended Management Board on March 9, 2017                       | 44,648 shares (maximum of potential shares granted)             | CHF 160.75 | January 1, 2017 to December 31, 2019                                  | Three years of service and performance target |  |
|  | Additional grant CEO on April 11, 2017                           | 3,000 shares (maximum of potential shares granted) <sup>2</sup> | CHF 153.05 |   |   |  |
|  | Other management on May 2, 2017                                  | 4,753 shares (maximum of potential shares granted)              | CHF 166.05 |   |   |  |

<sup>1</sup> Vested shares are blocked until the end of the performance period.

<sup>2</sup> Matching share factor capped at 0.43 instead of 2.5

Number of shares outstanding at December 31:

|   | 2016           | 2017           |
|---|----------------|----------------|
| Employee shares   |                |                |
| Balance at January 1  | 232,232        | 223,879        |
| Granted   | 81,607         | 79,161         |
| Deblocked and available to the participants                         | (47,290)       | (82,858)       |
| Forfeited   | (42,670)       | (8,511)        |
| <b>Balance at December 31</b>                                       | <b>223,879</b> | <b>211,671</b> |
| Thereof vested, but blocked until the end of the performance period | 41,884         | 48,034         |

The expenses, recognized in profit or loss, are calculated as follows:

The fair value of services received in return for the shares granted is measured by reference to the shares vested multiplied by their fair value at grant date (measurement date). The fair value at grant represents the market value of one Tecan share adjusted for expected dividend payments during the vesting period. Changes in the fair value of the shares after the grant date do not change the fair value of the services received.

The number of matching shares is determined based on the following formula: number of shares from initial grant plus number of shares from mandatory (if applicable) times the matching share factor. The matching share factor is dependent on the achievement of specific economic profit targets. In any case, the matching share factor will not be lower than 0.0 and not higher than 2.5.

Number of matching shares expected to vest at December 31, 2017:

|               |        |       |        |      |        |
|---------------|--------|-------|--------|------|--------|
| PSMP 2015     | 18,671 | 4,549 | 23,220 | 2.50 | 58,050 |
| PSMP 2016     | 21,274 | n/a   | 21,274 | 2.50 | 53,185 |
| PSMP 2017     | 19,760 | n/a   | 19,760 | 2.50 | 49,400 |
| PSMP 2017/CEO | 7,000  | n/a   | 7,000  | 0.43 | 3,000  |

<sup>1</sup> Only shares that qualify for matching shares

<sup>2</sup> Not adjusted for expected fluctuation

#### 10.4.2.2 Other share plans

The terms and conditions of the outstanding grants are as follows, whereby all shares are delivered physically and free of charge:

| Share plan 2017 – Board of Directors (BoD) |                                      |              |            |   |                     |
|--|--------------------------------------|--------------|------------|---|---------------------|
| Annual grant                               | Board of Directors on April 11, 2017 | 2,064 shares | CHF 156.55 | Graded vesting from May 1, 2017 to April 30, 2018 | One year of service |

#### 10.4.3 Total expenses recognized

|   | 2016          | 2017          |
|---|---------------|---------------|
| CHF 1,000   |               |               |
| Expenses arising from equity-settled share option plans | 639           | 805           |
| Expenses arising from performance share matching plans  | 11,920        | 11,679        |
| Expenses arising from other share plans                 | 319           | 323           |
| <b>Total expenses recognized</b>                        | <b>12,878</b> | <b>12,807</b> |



## 11 INCOME TAXES

### 11.1 INCOME TAXES IN STATEMENT OF PROFIT OR LOSS AND RECONCILIATION

|                           | 2016          | 2017          |
|---------------------------|---------------|---------------|
| CHF 1,000                 |               |               |
| Current income taxes      | 10,748        | 14,763        |
| Deferred income taxes     | 138           | (1,633)       |
| <b>Total income taxes</b> | <b>10,886</b> | <b>13,130</b> |

The income tax expense can be analyzed as follows:

|  | 2016          | 2017          |
|--|---------------|---------------|
| CHF 1,000  |               |               |
| Profit before taxes  | 65,428        | 79,677        |
| <b>Tax expense based on the Group's weighted average rate of 21.98% (2016: 19.95%)</b> | <b>13,050</b> | <b>17,510</b> |
| Non-deductible expenses and additional taxable income                                  | 2,115         | 260           |
| Tax-free income and tax reductions   | (5,229)       | (5,444)       |
| Potential tax assets not recognized  | -             | 194           |
| Tax-deductible impairments of investments in subsidiaries (including reversal)         | (96)          | (114)         |
| Changes in the structure of the Group  | -             | 794           |
| Effect of US tax reform <sup>1</sup>   | -             | 4             |
| Effect of tax rate change on opening deferred taxes (excluding US)                     | 210           | 25            |
| Changes in recognition of tax losses   | 166           | (40)          |
| Unrecoverable withholding tax  | (84)          | (91)          |
| Underprovided in prior years   | 754           | 32            |
| <b>Tax expense reported</b>  | <b>10,886</b> | <b>13,130</b> |

<sup>1</sup>Effect of adjusting the existing deferred taxes on the enactment date (December 22, 2017) and applying the new (lower) tax rate on changes in temporary differences after that date

The tax rate of the Group is the weighted average tax rate obtained by applying the currently effective rate for each individual jurisdiction to its respective profit before taxes. As a result of changes in the country mix of the profit before taxes, the Group's expected tax rate for 2017 increased to 21.81%.

The US tax reform will reduce the weighted average tax rate as from January 1, 2018.

### 11.2 DEFERRED INCOME TAXES

#### 11.2.1 Overview

Deferred taxes are included in the balance sheet as follows:

|  | 2016         | 2017         |
|--|--------------|--------------|
| CHF 1,000                                    |              |              |
| Deferred tax assets                          | 16,204       | 15,342       |
| Deferred tax liabilities                     | (14,752)     | (11,587)     |
| <b>Net deferred tax asset at December 31</b> | <b>1,452</b> | <b>3,755</b> |

Deferred tax assets and liabilities are attributable to the following:

| CHF 1,000  | 2016           | Change 2017  | 2017         |
|--|----------------|--------------|--------------|
| <b>Net deferred tax assets arising from temporary differences</b>          |                |              |              |
| Receivables  | (275)          | 97           | (178)        |
| Inventories  | 4,906          | (341)        | 4,565        |
| Property, plant and equipment  | (1,098)        | 645          | (453)        |
| Intangible assets  | (11,337)       | 3,760        | (7,577)      |
| Liabilities and accrued expenses   | 8,293          | 661          | 8,954        |
| Provisions   | 2,987          | (1,928)      | 1,059        |
| Other  | (590)          | (483)        | (1,073)      |
| <b>Subtotal net deferred tax assets arising from temporary differences</b> | <b>2,886</b>   | <b>2,411</b> | <b>5,297</b> |
| Deferred taxes provided on expected dividends from subsidiaries            | (1,754)        | 91           | (1,663)      |
| Potential tax benefits from tax loss carry-forwards                        | 320            | (199)        | 121          |
| <b>Net deferred tax asset at December 31</b>                               | <b>1,452</b>   | <b>2,303</b> | <b>3,755</b> |
| Deferred taxes recognized in profit or loss                                | (138)          |              | 1,633        |
| Deferred taxes recognized in other comprehensive income                    | 569            |              | 608          |
| Deferred taxes recognized in equity  | (283)          |              | 259          |
| Acquisition through business combination                                   | (7,049)        |              | (218)        |
| Translation differences  | (124)          |              | 21           |
| <b>Total change compared with previous year</b>                            | <b>(7,025)</b> |              | <b>2,303</b> |

Temporary differences on intangible assets primarily relate to assets recognized during the purchase price allocation process for business combinations.

### 11.2.2 Potential tax benefits from tax loss-carry forwards

Tax loss carry-forwards:

| CHF 1,000   | Gross value of tax loss carry forwards not capitalized |          | Potential tax benefits |            |
|---|--|----------|------------------------|------------|
|   | 2016   | 2017     | 2016                   | 2017       |
| <b>Expiring in</b>  |  |          |                        |            |
| 1 <sup>st</sup> – 5 <sup>th</sup> year                    |  |          | -                      | -          |
| 6 <sup>th</sup> year or beyond                            |  |          | -                      | -          |
| Unlimited   |  |          | 320                    | 121        |
| <b>Tax loss carry-forwards capitalized at December 31</b> |  |          | <b>320</b>             | <b>121</b> |
| <b>Expiring in</b>  |  |          |                        |            |
| 1 <sup>st</sup> – 5 <sup>th</sup> year                    | 977  | -        | 244                    | -          |
| 6 <sup>th</sup> year or beyond                            | -  | -        | -                      | -          |
| Unlimited   | -  | -        | -                      | -          |
| <b>Tax loss carry-forwards not capitalized</b>            | <b>977</b>   | <b>-</b> | <b>244</b>             | <b>-</b>   |
| <b>Total tax loss carry-forwards</b>                      | <b>977</b>   | <b>-</b> | <b>564</b>             | <b>121</b> |

### 11.2.3 Unrecognized deferred tax liabilities

At December 31, 2017, there were temporary differences of CHF 258.6 million related to investments in subsidiaries for which no deferred tax liabilities were recognized since the Group controls the timing of reversal of the temporary differences and it is probable

that the temporary differences will not reverse in the foreseeable future. The corresponding unrecognized amount is not material.

## 12 CASH AND CASH EQUIVALENTS

|                                 | 2016           | 2017           |
|---------------------------------|----------------|----------------|
| CHF 1,000                       |                |                |
| <b>Bank balances</b>            |                |                |
| Denominated in CHF              | 206,736        | 270,969        |
| Denominated in EUR              | 20,623         | 22,027         |
| Denominated in GBP              | 1,342          | 318            |
| Denominated in USD              | 12,242         | 8,122          |
| Denominated in JPY              | 973            | 1,011          |
| Denominated in other currencies | 4,828          | 6,965          |
| <b>Balance at December 31</b>   | <b>246,744</b> | <b>309,412</b> |
| Effective interest rate         | 0.02%          | (0.07%)        |

Cash and cash equivalents as per cash flow statement comprise cash and cash equivalents as per balance sheet and bank overdrafts (December 31, 2017: CHF 0.0 million; December 31, 2016:

CHF 0.0 million) that are included in the position 'current financial liabilities'.

## 13 CURRENT DERIVATIVES

|                               | 2016         | 2017         |
|-------------------------------|--------------|--------------|
| CHF 1,000                     |              |              |
| Current derivatives           | 3,038        | 1,017        |
| <b>Balance at December 31</b> | <b>3,038</b> | <b>1,017</b> |

The derivatives comprise foreign currency forwards and options with positive fair values. For detailed disclosures see note 24.

## 14 TRADE ACCOUNTS RECEIVABLE

|  | 2016           | 2017           |
|--|----------------|----------------|
| CHF 1,000  |                |                |
| <b>Trade accounts receivable</b>   |                |                |
| Denominated in CHF   | 27,456         | 32,120         |
| Denominated in EUR   | 19,533         | 23,256         |
| Denominated in GBP   | 1,996          | 2,914          |
| Denominated in USD   | 40,856         | 45,091         |
| Denominated in JPY   | 2,369          | 4,012          |
| Denominated in other currencies  | 4,988          | 7,734          |
| <b>Subtotal trade accounts receivable</b>  | <b>97,198</b>  | <b>115,127</b> |
| <b>Allowance for doubtful accounts</b>   |                |                |
| Individual impairment allowance account  | (1,851)        | (3,033)        |
| Collective impairment allowance account  | (360)          | (533)          |
| <b>Subtotal allowance for doubtful accounts</b>  | <b>(2,211)</b> | <b>(3,566)</b> |
| <b>Construction contracts in progress</b>  |                |                |
| Aggregate amount of cost incurred and recognized profits   | 15,915         | 6,883          |
| Allowance  | (1,247)        | -              |
| Amounts of advances received   | (12,610)       | (5,369)        |
| <b>Subtotal construction contracts in progress</b>   | <b>2,058</b>   | <b>1,514</b>   |
| <b>Balance at December 31</b>  | <b>97,045</b>  | <b>113,075</b> |
| Increase   | 4,529          | 15,608         |
| Acquisition through business combination   | 3,180          | -              |
| Translation differences  | 46             | 422            |
| <b>Total change compared with previous year</b>  | <b>7,755</b>   | <b>16,030</b>  |
| Amount of contract revenue recognized as sales in the statement of profit or loss relating to construction contracts | 7,074          | 10,077         |

The maximum exposure to credit risk for trade accounts receivable at the reporting date by geographic region was:

|                               | 2016          | 2017           |
|-------------------------------|---------------|----------------|
| CHF 1,000                     |               |                |
| Switzerland (domestic)        | 3,329         | 2,297          |
| Euro-zone countries           | 20,744        | 33,908         |
| Other European countries      | 7,509         | 5,540          |
| North America                 | 55,089        | 60,225         |
| Asia                          | 9,153         | 11,524         |
| Other                         | 1,374         | 1,633          |
| <b>Balance at December 31</b> | <b>97,198</b> | <b>115,127</b> |

The Group's most significant customer accounts for 13.6% of the trade accounts receivable carrying amount at December 31, 2017 (December 31, 2016: 11.3%).

The movement in the allowance for impairment in respect of trade accounts receivable during the year was as follows:

|  | 2016           | 2017           |
|--|----------------|----------------|
| CHF 1,000  |                |                |
| <b>Individual impairment allowance account</b>                         |                |                |
| Balance at January 1   | (1,831)        | (1,851)        |
| Change in impairment losses  | (74)           | (1,464)        |
| Write-offs   | 73             | 288            |
| Translation differences  | (19)           | (6)            |
| <b>Balance at December 31</b>  | <b>(1,851)</b> | <b>(3,033)</b> |
| Amount of trade accounts receivable with individual impairment (gross) | 1,936          | 3,107          |
| <b>Collective impairment allowance account</b>                         |                |                |
| Balance at January 1   | (199)          | (360)          |
| Change in impairment losses  | (163)          | (150)          |
| Translation differences  | 2              | (23)           |
| <b>Balance at December 31</b>  | <b>(360)</b>   | <b>(533)</b>   |

The due dates of trade accounts receivable that are not individually impaired were:

|                               | 2016          |              | 2017           |              |
|-------------------------------|---------------|--------------|----------------|--------------|
|                               | Gross         | Impairment   | Gross          | Impairment   |
| CHF 1,000                     |               |              |                |              |
| Not past due                  | 82,298        | (38)         | 84,538         | -            |
| Past due 1-30 days            | 11,137        | -            | 21,284         | -            |
| Past due 31-90 days           | 2,327         | -            | 5,392          | -            |
| Past due 91-360 days          | (350)         | (321)        | 842            | (523)        |
| Past due more than one year   | (150)         | (1)          | (36)           | (10)         |
| <b>Balance at December 31</b> | <b>95,262</b> | <b>(360)</b> | <b>112,020</b> | <b>(533)</b> |

The Group did not experience any severe financial difficulties with its debtors in the past. The sum of all recognized final write-offs of trade accounts receivable in 2016 and 2017 represents less than 1% of sales.



## 15 INVENTORIES

|  | 2016           | 2017           |
|--|----------------|----------------|
| CHF 1,000  |                |                |
| Raw materials, semi-finished and finished goods  | 63,477         | 69,340         |
| Allowance for slow-moving inventories  | (10,458)       | (11,505)       |
| Work in progress   | 2,340          | 2,966          |
| Capitalized customer-specific development costs  | 113,050        | 97,923         |
| <b>Balance at December 31</b>  | <b>168,409</b> | <b>158,724</b> |
| Decrease   | (9,375)        | (10,327)       |
| Acquisition through business combination   | 2,481          | 221            |
| Translation differences  | 1              | 421            |
| <b>Total change compared with previous year</b>  | <b>(6,893)</b> | <b>(9,685)</b> |
| Amount of write-offs due to slow-moving inventories charged to the statement of profit or loss | 2,564          | 2,141          |

## 16 NON-CURRENT FINANCIAL ASSETS

|                               | 2016       | 2017       |
|-------------------------------|------------|------------|
| CHF 1,000                     |            |            |
| Non-current derivatives       | 36         | 157        |
| Rent deposits                 | 656        | 674        |
| <b>Balance at December 31</b> | <b>692</b> | <b>831</b> |

The derivatives comprise foreign currency forwards and options with positive fair values. For detailed disclosures see note 24.

## 17 PROPERTY, PLANT AND EQUIPMENT

|   | Land and<br>buildings | Leasehold<br>improvements | Furniture<br>and fittings | Machines<br>and motor<br>vehicles | EDP<br>equipment | Equipment<br>leased to<br>customers <sup>1</sup> | Total 2016    |
|---|-----------------------|---------------------------|---------------------------|-----------------------------------|------------------|--|---------------|
| CHF 1,000   |                       |                           |                           |                                   |                  |  |               |
| <b>At cost</b>  |                       |                           |                           |                                   |                  |  |               |
| Balance at January 1, 2016  | 4,370                 | 9,869                     | 13,952                    | 35,224                            | 19,655           | –  | 83,070        |
| Acquisition through business combination                            | –                     | 129                       | 4                         | 1,727                             | 3                | 195  | 2,058         |
| Additions   | –                     | 666                       | 452                       | 4,368                             | 1,183            | 111  | 6,780         |
| Disposals   | –                     | (123)                     | (419)                     | (822)                             | (2,282)          | –  | (3,646)       |
| Reclassification between the classes of PPE and from/to inventories | –                     | –                         | –                         | (959)                             | (2)              | 1'056  | 95            |
| Reclassification to assets held-for-sale                            | (4,370)               | –                         | –                         | –                                 | –                | –  | (4,370)       |
| Translation differences   | –                     | 41                        | (72)                      | 57                                | (19)             | (24)   | (17)          |
| <b>Balance at December 31, 2016</b>                                 | <b>–</b>              | <b>10,582</b>             | <b>13,917</b>             | <b>39,595</b>                     | <b>18,538</b>    | <b>1,338</b>                                     | <b>83,970</b> |
| <b>Accumulated depreciation and impairment losses</b>               |                       |                           |                           |                                   |                  |  |               |
| Balance at January 1, 2016  | 19                    | 8,206                     | 11,033                    | 24,061                            | 17,015           | –  | 60,334        |
| Annual depreciation   | 211                   | 547                       | 956                       | 3,371                             | 1,555            | 110  | 6,750         |
| Disposals   | –                     | (112)                     | (338)                     | (586)                             | (2,120)          | –  | (3,156)       |
| Reclassification between the classes of PPE and from/to inventories | –                     | –                         | –                         | (227)                             | (3)              | 261  | 31            |
| Reclassification to assets held for sale                            | (230)                 | –                         | –                         | –                                 | –                | –  | (230)         |
| Translation differences   | –                     | 29                        | (64)                      | 3                                 | (11)             | (6)  | (49)          |
| <b>Balance at December 31, 2016</b>                                 | <b>–</b>              | <b>8,670</b>              | <b>11,587</b>             | <b>26,622</b>                     | <b>16,436</b>    | <b>365</b>                                       | <b>63,680</b> |
| <b>Net book value</b>   | <b>–</b>              | <b>1,912</b>              | <b>2,330</b>              | <b>12,973</b>                     | <b>2,102</b>     | <b>973</b>                                       | <b>20,290</b> |

<sup>1</sup>See note 26.1

|   | Land and<br>buildings | Leasehold<br>improvements | Furniture<br>and fittings | Machines<br>and motor<br>vehicles | EDP<br>equipment | Equipment<br>leased to<br>customers <sup>1</sup> | Total 2017    |
|---|-----------------------|---------------------------|---------------------------|-----------------------------------|------------------|--|---------------|
| CHF 1,000   |                       |                           |                           |                                   |                  |  |               |
| <b>At cost</b>  |                       |                           |                           |                                   |                  |  |               |
| Balance at January 1, 2017  | –                     | 10,582                    | 13,917                    | 39,595                            | 18,538           | 1,338  | 83,970        |
| Acquisition through business combination                            | –                     | 23                        | 7                         | –                                 | 7                | –  | 37            |
| Additions   | –                     | 467                       | 211                       | 4,637                             | 2,605            | 222  | 8,142         |
| Disposals   | –                     | (235)                     | (410)                     | (886)                             | (1,648)          | –  | (3,179)       |
| Reclassification between the classes of PPE and from/to inventories | –                     | 71                        | 89                        | (432)                             | 44               | 192  | (36)          |
| Translation differences   | –                     | (47)                      | 223                       | 592                               | 253              | 187  | 1,208         |
| <b>Balance at December 31, 2017</b>                                 | <b>–</b>              | <b>10,861</b>             | <b>14,037</b>             | <b>43,506</b>                     | <b>19,799</b>    | <b>1,939</b>                                     | <b>90,142</b> |
| <b>Accumulated depreciation and impairment losses</b>               |                       |                           |                           |                                   |                  |  |               |
| Balance at January 1, 2017  | –                     | 8,670                     | 11,587                    | 26,622                            | 16,436           | 365  | 63,680        |
| Annual depreciation   | –                     | 606                       | 717                       | 3,881                             | 1,486            | 279  | 6,969         |
| Disposals   | –                     | (236)                     | (398)                     | (651)                             | (1,443)          | –  | (2,728)       |
| Reclassification between the classes of PPE and from/to inventories | –                     | 71                        | 52                        | (223)                             | 30               | 50   | (20)          |
| Translation differences   | –                     | (41)                      | 184                       | 538                               | 213              | 56   | 950           |
| <b>Balance at December 31, 2017</b>                                 | <b>–</b>              | <b>9,070</b>              | <b>12,142</b>             | <b>30,167</b>                     | <b>16,722</b>    | <b>750</b>                                       | <b>68,851</b> |
| <b>Net book value</b>   | <b>–</b>              | <b>1,791</b>              | <b>1,895</b>              | <b>13,339</b>                     | <b>3,077</b>     | <b>1,189</b>                                     | <b>21,291</b> |

<sup>1</sup>See note 26.1

There were no material purchase commitments at year-end 2016 and 2017.

## 18 INTANGIBLE ASSETS AND GOODWILL

### 18.1 OVERVIEW

|   | Software      | Development costs | Patents    | Acquired brand | Acquired technology | Acquired client relationships | Goodwill      | Total 2016     |
|---|---------------|-------------------|------------|----------------|---------------------|-------------------------------|---------------|----------------|
| CHF 1,000   |               |                   |            |                |                     |                               |               |                |
| <b>At cost</b>  |               |                   |            |                |                     |                               |               |                |
| Balance at January 1, 2016                            | 27,432        | 49,387            | 64         | 1,312          | 6,354               | 10,172                        | 58,171        | 152,892        |
| Acquisition through business combination              | -             | -                 | -          | 395            | 4,630               | 14,679                        | 39,004        | 58,708         |
| Additions   | -             | -                 | 116        | -              | -                   | -                             | -             | 116            |
| Internally developed                                  | 784           | 6,642             | -          | -              | -                   | -                             | -             | 7,426          |
| Disposal  | (1)           | (136)             | -          | -              | -                   | -                             | -             | (137)          |
| Translation differences                               | (8)           | (6)               | -          | 1              | 102                 | 443                           | 1,055         | 1,587          |
| <b>Balance at December 31, 2016</b>                   | <b>28,207</b> | <b>55,887</b>     | <b>180</b> | <b>1,708</b>   | <b>11,086</b>       | <b>25,294</b>                 | <b>98,230</b> | <b>220,592</b> |
| <b>Accumulated amortization and impairment losses</b> |               |                   |            |                |                     |                               |               |                |
| Balance at January 1, 2016                            | 22,250        | 18,034            | 2          | 145            | 607                 | 869                           | -             | 41,907         |
| Annual amortization                                   | 1,222         | 10,780            | 60         | 315            | 753                 | 1,014                         | -             | 14,144         |
| Disposal  | -             | (132)             | -          | -              | -                   | -                             | -             | (132)          |
| Translation differences                               | (2)           | 1                 | -          | (2)            | (11)                | 2                             | -             | (12)           |
| <b>Balance at December 31, 2016</b>                   | <b>23,470</b> | <b>28,683</b>     | <b>62</b>  | <b>458</b>     | <b>1,349</b>        | <b>1,885</b>                  | <b>-</b>      | <b>55,907</b>  |
| <b>Net book value</b>                                 | <b>4,737</b>  | <b>27,204</b>     | <b>118</b> | <b>1,250</b>   | <b>9,737</b>        | <b>23,409</b>                 | <b>98,230</b> | <b>164,685</b> |

|   | Software      | Development costs | Patents    | Acquired brand | Acquired technology | Acquired client relationships | Goodwill       | Total 2017     |
|---|---------------|-------------------|------------|----------------|---------------------|-------------------------------|----------------|----------------|
| CHF 1,000   |               |                   |            |                |                     |                               |                |                |
| <b>At cost</b>  |               |                   |            |                |                     |                               |                |                |
| Balance at January 1, 2017                            | 28,207        | 55,887            | 180        | 1,708          | 11,086              | 25,294                        | 98,230         | 220,592        |
| Acquisition through business combination              | -             | -                 | -          | -              | 2,187               | -                             | 3,021          | 5,208          |
| Additions   | -             | -                 | 148        | -              | -                   | -                             | -              | 148            |
| Internally developed                                  | 1,277         | 10,074            | -          | -              | -                   | -                             | -              | 11,351         |
| Disposal  | (336)         | (586)             | -          | -              | -                   | -                             | -              | (922)          |
| Translation differences                               | 39            | 44                | (2)        | 63             | 165                 | (182)                         | 363            | 490            |
| <b>Balance at December 31, 2017</b>                   | <b>29,187</b> | <b>65,419</b>     | <b>326</b> | <b>1,771</b>   | <b>13,438</b>       | <b>25,112</b>                 | <b>101,614</b> | <b>236,867</b> |
| <b>Accumulated amortization and impairment losses</b> |               |                   |            |                |                     |                               |                |                |
| Balance at January 1, 2017                            | 23,470        | 28,683            | 62         | 458            | 1,349               | 1,885                         | -              | 55,907         |
| Annual amortization                                   | 1,246         | 11,916            | 99         | 358            | 1,294               | 1,810                         | -              | 16,723         |
| Impairment loss                                       | -             | 647               | -          | -              | -                   | -                             | -              | 647            |
| Disposal  | (336)         | (586)             | -          | -              | -                   | -                             | -              | (922)          |
| Translation differences                               | 10            | 5                 | -          | 23             | 96                  | 75                            | -              | 209            |
| <b>Balance at December 31, 2017</b>                   | <b>24,390</b> | <b>40,665</b>     | <b>161</b> | <b>839</b>     | <b>2,739</b>        | <b>3,770</b>                  | <b>-</b>       | <b>72,564</b>  |
| <b>Net book value</b>                                 | <b>4,797</b>  | <b>24,754</b>     | <b>165</b> | <b>932</b>     | <b>10,699</b>       | <b>21,342</b>                 | <b>101,614</b> | <b>164,303</b> |

The amortization charge is recognized in the following line items of the statement of profit or loss:

|                            | 2016          | 2017          |
|----------------------------|---------------|---------------|
| CHF 1,000                  |               |               |
| Cost of sales              | -             | -             |
| Sales and marketing        | 1,329         | 2'168         |
| Research and development   |               |               |
| Annual amortization        | 11,593        | 13'310        |
| Impairment                 | -             | 647           |
| General and administration | 1,222         | 1'245         |
| <b>Total amortization</b>  | <b>14,144</b> | <b>17'370</b> |

## 18.2 IMPAIRMENT TESTS

For the purpose of impairment testing, goodwill is allocated to a cash-generating unit or to a group of cash-generating units that are expected to benefit from the synergies of the corresponding business combination. Subsequently, the recoverable amount of the cash-generating unit (higher of fair value less costs of disposal and value in use) is compared to its carrying amount. An impairment loss is only recognized if the carrying amount of the cash-generating unit exceeds its recoverable amount. Value in use is normally assumed to be higher than the fair value less costs of disposal; therefore, fair value less costs of disposal is only investigated when value in use is lower than the carrying amount of the cash-generating unit.

Value in use is calculated according to the discounted cash flow method. The cash flow projections are based on a five-year financial planning period. Cash flows beyond the five-year period are extrapolated applying the estimated long-term growth rates stated below. The expected growth in sales is based on external market studies and internal assessments prepared by management. Future cash flows are discounted using the weighted average cost of capital (WACC). The discount rates applied are pre-tax.

### 18.2.1 Financial year 2017

The Group performed impairment tests on cash-generating units containing goodwill in June 2017, using the following key assumptions:

| Goodwill<br>Cash-generating unit                          | Method     | Carrying amount<br>(CHF 1,000) | Test<br>date | Basis for recoverable<br>amount | Pre-tax<br>discount rate | Projection<br>period | Long-term<br>growth rate |
|---|------------|--------------------------------|--------------|---------------------------------|--------------------------|----------------------|--------------------------|
| Goodwill Life Sciences Business<br>Life Sciences Business | DCF-method | 85,897                         | June 2017    | Value in use                    | 10.2%                    | 5 years              | 0.0%                     |
| Goodwill Partnering Business<br>Partnering Business       | DCF-method | 15,717                         | June 2017    | Value in use                    | 10.2%                    | 5 years              | 0.0%                     |

In addition, the Group prepared mandatory impairment tests for capitalized development costs relating to products that are not yet launched on the market, on August 31, 2017.

However, one development project of the business segment 'Life Science Business' was abandoned and the related capitalized development costs fully impaired during the second half of 2017.

Based on the impairment tests 2017, there was no need for the recognition of any impairment. Management believes that no reasonably possible change in any of the above key assumptions would cause the carrying amount of the cash-generating unit to materially exceed its recoverable amount.

### 18.2.2 Financial year 2016

The Group performed impairment tests on cash-generating units containing goodwill in June and December 2016 respectively, using the following key assumptions:

| Goodwill<br>Cash-generating unit                          | Method     | Carrying amount<br>(CHF 1,000) | Test<br>date     | Basis for recoverable<br>amount | Pre-tax<br>discount rate | Projection<br>period | Long-term<br>growth rate |
|---|------------|--------------------------------|------------------|---------------------------------|--------------------------|----------------------|--------------------------|
| Goodwill Life Sciences Business<br>Life Sciences Business | DCF-method | 85,826                         | December<br>2016 | Value in use                    | 10.3%                    | 5 years              | 0.0%                     |
| Goodwill Partnering Business<br>Partnering Business       | DCF-method | 12,404                         | June 2016        | Value in use                    | 9.5%                     | 5 years              | 0.0%                     |

In addition, the Group prepared mandatory impairment tests for capitalized development costs relating to products that are not yet launched on the market, on August 31, 2016.

Based on the impairment tests 2016, there was no need for the recognition of any impairment.



## 19 CURRENT AND NON-CURRENT FINANCIAL LIABILITIES

|  | Current<br>bank<br>liabilities | Current<br>maturities<br>of non-<br>current bank<br>liabilities | Other<br>loans | Current<br>derivatives <sup>1</sup> | <b>Total<br/>current</b> | Bank<br>loans | Mort-<br>gages | Other<br>loans<br>(subordina-<br>ted) | Non-<br>current<br>derivatives <sup>1</sup> | Con-<br>tingent<br>consi-<br>deration <sup>2</sup> | <b>Total<br/>non-current</b> |
|--|--------------------------------|---|----------------|-------------------------------------|--------------------------|---------------|----------------|---------------------------------------|---|--|------------------------------|
| CHF 1,000  |                                |   |                |                                     |                          |               |                |                                       |   |  |                              |
| Balance at January 1, 2016                       | 2,578                          | 2,597   | -              | 4,824                               | <b>9,999</b>             | 970           | 1,575          | 1,919                                 | 1,057                                       | -  | <b>5,521</b>                 |
| <i>Cash flows</i>                                |                                |   |                |                                     |                          |               |                |                                       |   |  |                              |
| Change   | (1,475)                        | -   | -              | -                                   | <b>(1,475)</b>           | -             | -              | -                                     | -   | -  | <b>-</b>                     |
| Increase in loans                                | -                              | -   | -              | -                                   | <b>-</b>                 | 716           | -              | -                                     | -   | -  | <b>716</b>                   |
| Repayment of loans                               | -                              | (3,535)   | (1,624)        | -                                   | <b>(5,159)</b>           | -             | -              | (1,919)                               | -   | -  | <b>(1,919)</b>               |
| <i>Non-cash changes</i>                          |                                |   |                |                                     |                          |               |                |                                       |   |  |                              |
| Acquisition through<br>business combination      | -                              | 932   | 1,624          | -                                   | <b>2,556</b>             | -             | -              | -                                     | -   | 8,768  | <b>8,768</b>                 |
| Change in fair value                             | -                              | -   | -              | 897                                 | <b>897</b>               | -             | -              | -                                     | 118   | 197  | <b>315</b>                   |
| Transfer to current                              | -                              | 1,052   | -              | -                                   | <b>1,052</b>             | (972)         | (80)           | -                                     | -   | -  | <b>(1,052)</b>               |
| Reclassification to<br>liabilities held for sale | -                              | (80)  | -              | -                                   | <b>(80)</b>              | -             | (1,495)        | -                                     | (74)  | -  | <b>(1,569)</b>               |
| Translation differences                          | -                              | (10)  | -              | -                                   | <b>(10)</b>              | (10)          | -              | -                                     | -   | 308  | <b>298</b>                   |
| <b>Balance at December 31, 2016</b>              | <b>1,103</b>                   | <b>956</b>  | <b>-</b>       | <b>5,721</b>                        | <b>7,780</b>             | <b>704</b>    | <b>-</b>       | <b>-</b>                              | <b>1,101</b>                                | <b>9,273</b>                                       | <b>11,078</b>                |
| <b>Analysis by currency</b>                      |                                |   |                |                                     |                          |               |                |                                       |   |  |                              |
| Denominated in EUR                               |                                |   |                |                                     | 956                      |               |                |                                       |   |  | 704                          |
| Denominated in USD                               |                                |   |                |                                     | 5,696                    |               |                |                                       |   |  | 10,374                       |
| Denominated in JPY                               |                                |   |                |                                     | 441                      |               |                |                                       |   |  | -                            |
| Denominated in AUD                               |                                |   |                |                                     | 662                      |               |                |                                       |   |  | -                            |
| Denominated in other                             |                                |   |                |                                     | 25                       |               |                |                                       |   |  | -                            |
| <b>Total</b>                                     |                                |   |                |                                     | <b>7,780</b>             |               |                |                                       |   |  | <b>11,078</b>                |
| <b>Analysis by interest rate</b>                 |                                |   |                |                                     |                          |               |                |                                       |   |  |                              |
| Interest-free                                    |                                |   |                |                                     | 5,721                    |               |                |                                       |   |  | 1,101                        |
| Variable interest rates<br>depending on LIBOR    |                                |   |                |                                     | -                        |               |                |                                       |   |  | -                            |
| Fixed interest rate                              |                                |   |                |                                     |                          |               |                |                                       |   |  |                              |
| 0% - 2%  |                                |   |                |                                     | 2,059                    |               |                |                                       |   |  | 704                          |
| 2% - 4%  |                                |   |                |                                     | -                        |               |                |                                       |   |  | -                            |
| 4% - 6%  |                                |   |                |                                     | -                        |               |                |                                       |   |  | -                            |
| 6% - 8%  |                                |   |                |                                     | -                        |               |                |                                       |   |  | -                            |
| WACC   |                                |   |                |                                     | -                        |               |                |                                       |   |  | 9,273                        |
| <b>Total</b>                                     |                                |   |                |                                     | <b>7,780</b>             |               |                |                                       |   |  | <b>11,078</b>                |

<sup>1</sup> See note 24<sup>2</sup> See note 3.2

| CHF 1,000                                  | Current bank liabilities | Current maturities of non-current bank liabilities | Current derivatives <sup>1</sup> | Current contingent consideration <sup>2</sup> | Total current | Bank loans   | Mortgages | Non-current derivatives <sup>1</sup> | Non-current contingent consideration <sup>2</sup> | Total non-current |
|--|--------------------------|--|----------------------------------|---|---------------|--------------|-----------|--------------------------------------|---|-------------------|
| Balance at January 1, 2017                 | 1,103                    | 956  | 5,721                            | -   | 7,780         | 704          | -         | 1,101                                | 9,273   | 11,078            |
| <b>Cash flows</b>                          |                          |  |                                  |   |               |              |           |                                      |   |                   |
| Change                                     | 3,216                    | -  | -                                | -   | 3,216         | -            | -         | -                                    | -   | -                 |
| Increase in loans                          | -                        | -  | -                                | -   | -             | 437          | -         | -                                    | -   | 437               |
| Repayment of loans                         | -                        | (1,503)  | -                                | -   | (1,503)       | -            | -         | -                                    | -   | -                 |
| <b>Non-cash changes</b>                    |                          |  |                                  |   |               |              |           |                                      |   |                   |
| Acquisition through business combination   | -                        | 500  | -                                | -   | 500           | -            | -         | -                                    | 1,743   | 1,743             |
| Change in fair value                       | -                        | -  | (4,772)                          | -   | (4,772)       | -            | -         | (767)                                | 856   | 89                |
| Transfer to current                        | -                        | -  | -                                | 4,923   | 4,923         | -            | -         | -                                    | (4,923)   | (4,923)           |
| Translation differences                    | 10                       | 47   | -                                | (51)  | 6             | 88           | -         | -                                    | (182)   | (94)              |
| <b>Balance at December 31, 2017</b>        | <b>4,329</b>             | <b>-</b>   | <b>949</b>                       | <b>4,872</b>                                  | <b>10,150</b> | <b>1,229</b> | <b>-</b>  | <b>334</b>                           | <b>6,767</b>                                      | <b>8,330</b>      |
| <b>Analysis by currency</b>                |                          |  |                                  |   |               |              |           |                                      |   |                   |
| Denominated in EUR                         |                          |  |                                  |   | 7             |              |           |                                      |   | 3,319             |
| Denominated in USD                         |                          |  |                                  |   | 5,789         |              |           |                                      |   | 5,012             |
| Denominated in JPY                         |                          |  |                                  |   | 2,724         |              |           |                                      |   | -                 |
| Denominated in AUD                         |                          |  |                                  |   | 1,598         |              |           |                                      |   | -                 |
| Denominated in other                       |                          |  |                                  |   | 32            |              |           |                                      |   | -                 |
| <b>Total</b>                               |                          |  |                                  |   | <b>10,150</b> |              |           |                                      |   | <b>8,331</b>      |
| <b>Analysis by interest rate</b>           |                          |  |                                  |   |               |              |           |                                      |   |                   |
| Interest-free                              |                          |  |                                  |   | 949           |              |           |                                      |   | 335               |
| Variable interest rates depending on LIBOR |                          |  |                                  |   | -             |              |           |                                      |   | -                 |
| Fixed interest rate                        |                          |  |                                  |   |               |              |           |                                      |   |                   |
| 0% - 2%                                    |                          |  |                                  |   | 4,329         |              |           |                                      |   | 1,229             |
| 2% - 4%                                    |                          |  |                                  |   | -             |              |           |                                      |   | -                 |
| 4% - 6%                                    |                          |  |                                  |   | -             |              |           |                                      |   | -                 |
| 6% - 8%                                    |                          |  |                                  |   | -             |              |           |                                      |   | -                 |
| WACC                                       |                          |  |                                  |   | 4,872         |              |           |                                      |   | 6,767             |
| <b>Total</b>                               |                          |  |                                  |   | <b>10,150</b> |              |           |                                      |   | <b>8,331</b>      |

<sup>1</sup>See note 24<sup>2</sup>See note 3.2

In 2017, the average interest rate paid on bank loans was 0.8% (2016: 0.8%).

## 20 DEFERRED REVENUE

| CHF 1,000  | 2016          |               | 2017          |                |
|--|---------------|---------------|---------------|----------------|
|  | Current       | Non-current   | Current       | Non-current    |
| Advance payments received related to product sales to be recognized upon delivery or customer's acceptance | 12,119        | 46,945        | 12,686        | 38,960         |
| Deferred income related to service contracts   | 21,235        | -             | 22,451        | -              |
| <b>Construction contracts in progress</b>  |               |               |               |                |
| Aggregate amount of cost incurred and recognized profits   | (1,009)       | -             | (4,119)       | -              |
| Amounts of advances received   | 1,034         | -             | 5,316         | -              |
| <b>Subtotal construction contracts in progress</b>   | <b>25</b>     | <b>-</b>      | <b>1,197</b>  | <b>-</b>       |
| <b>Balance at December 31</b>  | <b>33,379</b> | <b>46,945</b> | <b>36,334</b> | <b>38,960</b>  |
| Increase/(decrease)  |               | 28,571        |               | (5,311)        |
| Acquisition through business combination   |               | 32            |               | -              |
| Translation differences  |               | (276)         |               | 281            |
| <b>Total change (current and non-current) compared with previous year</b>                                  |               | <b>28,327</b> |               | <b>(5,030)</b> |

## 21 PROVISIONS

| CHF 1,000                                | Warranties and returns | WEEE <sup>1</sup> | Legal cases | Other         | Total 2016    |
|--|------------------------|-------------------|-------------|---------------|---------------|
| Balance at January 1, 2016               | 9,470                  | 1,001             | 326         | 9,637         | 20,434        |
| Acquisition through business combination | 286                    | -                 | -           | 2,337         | 2,623         |
| Provisions made                          | 8,996                  | 60                | -           | 1,859         | 10,915        |
| Provisions used                          | (6,548)                | -                 | -           | (1,112)       | (7,660)       |
| Provisions reversed                      | (273)                  | (49)              | (164)       | (45)          | (531)         |
| Translation differences                  | (8)                    | (34)              | (1)         | 57            | 14            |
| <b>Balance at December 31, 2016</b>      | <b>11,923</b>          | <b>978</b>        | <b>161</b>  | <b>12,733</b> | <b>25,795</b> |
| Thereof current                          | 11,923                 | -                 | 161         | 9,512         | 21,596        |
| Thereof non-current                      | -                      | 978               | -           | 3,221         | 4,199         |

<sup>1</sup> WEEE = waste electrical and electronic equipment (directive 2002/96/EC)

| CHF 1,000                                | Warranties and returns | WEEE <sup>1</sup> | Legal cases | Other        | Total 2017    |
|--|------------------------|-------------------|-------------|--------------|---------------|
| Balance at January 1, 2017               | 11,923                 | 978               | 161         | 12,733       | 25,795        |
| Acquisition through business combination | -                      | -                 | -           | -            | -             |
| Provisions made                          | 13,031                 | 77                | 74          | 2,257        | 15,439        |
| Provisions used                          | (12,388)               | (2)               | -           | (3,927)      | (16,317)      |
| Provisions reversed                      | (961)                  | 1                 | -           | (3,845)      | (4,805)       |
| Reclassification                         | -                      | -                 | -           | 73           | 73            |
| Translation differences                  | 101                    | 85                | 19          | 1            | 206           |
| <b>Balance at December 31, 2017</b>      | <b>11,706</b>          | <b>1,139</b>      | <b>254</b>  | <b>7,292</b> | <b>20,391</b> |
| Thereof current                          | 11,706                 | -                 | 254         | 3,096        | 15,056        |
| Thereof non-current                      | -                      | 1,139             | -           | 4,196        | 5,335         |

<sup>1</sup> WEEE = waste electrical and electronic equipment (directive 2002/96/EC)

The provision for legal cases (2017: CHF 0.3 million and 2016: CHF 0.2 million) relates to several legal cases with former customers and employees in different subsidiaries, for which the timing of settlement was uncertain at year-end.

The position 'other' contains provisions to cover commitments relating to other non-current employee benefits (2017: CHF 3.7 million and 2016: CHF 3.1 million), to parts and material for discontinued

products (2017: CHF 1.7 million and 2016: CHF 4.9 million), to regulatory issues (2017: CHF 0.0 million and 2016: CHF 0.3 million), to controversial transactional tax positions (2017: CHF 1.3 million and 2016: CHF 4.1 million) and to several minor items (2017: CHF 0.6 million and 2016: CHF 0.3 million).

## 22 SHAREHOLDERS' EQUITY

### 22.1 SHARE CAPITAL AND CAPITAL RESERVE

Holders of ordinary shares are entitled to dividends and to one vote per share at the General Meetings of Shareholders. All payments

of the shareholders in excess of the nominal value of the share (CHF 0.10 / share) are classified to capital reserve (share premium).

### 22.2 NATURE AND PURPOSE OF THE EQUITY RESERVES

#### 22.2.1 Treasury shares

The Position 'Treasury shares' comprises the acquisition cost of the treasury shares held by the Group. All rights attached to treasury shares are suspended until those shares are resold.

#### 22.2.2 Translation differences

The translation differences comprise all foreign currency differences arising from the translation of the financial statements of foreign operations from their functional currency into the reporting currency (CHF).

### 22.3 MOVEMENTS IN SHARES OUTSTANDING

| Shares (each share has a nominal value of CHF 0.10)     | Shares issued     | Treasury shares | Shares outstanding |
|---|-------------------|-----------------|--------------------|
| Balance at January 1, 2016                              | 11,467,577        | -               | 11,467,577         |
| New shares issued based on employee participation plans | 73,794            | -               | 73,794             |
| <b>Balance at December 31, 2016</b>                     | <b>11,541,371</b> | <b>-</b>        | <b>11,541,371</b>  |
| New shares issued based on employee participation plans | 123,501           | -               | 123,501            |
| <b>Balance at December 31, 2017</b>                     | <b>11,664,872</b> | <b>-</b>        | <b>11,664,872</b>  |

### 22.4 DIVIDENDS PAID

|  | 2016       | 2017       | 2018<br>Proposed |
|--|------------|------------|------------------|
| Number of shares eligible for dividend | 11,498,012 | 11,608,657 | 11,664,872       |
| Dividends paid (CHF/share)             | 1.75       | 1.75       | 2.00             |

**22.5 CONDITIONAL SHARE CAPITAL RESERVED FOR THE EMPLOYEE PARTICIPATION PLANS**

|   | 2016           | 2017           |
|---|----------------|----------------|
| Shares (each share has a nominal value of CHF 0.10)           |                |                |
| Balance at January 1  | 835,635        | 761,841        |
| New shares issued based on employee participation plans       | (73,794)       | (123,501)      |
| <b>Balance at December 31</b>                                 | <b>761,841</b> | <b>638,340</b> |
| Employee share options and employee shares, not yet delivered | 291,328        | 260,685        |

**22.6 CONDITIONAL AND AUTHORIZED SHARE CAPITAL FOR THE PURPOSE OF FUTURE BUSINESS DEVELOPMENT**

|  | 2016       | 2017       |
|--|------------|------------|
| <b>Conditional share capital</b>               |            |            |
| Shares (with a nominal value of CHF 0.10 each) | 1,800,000  | 1,800,000  |
| CHF  | 180,000    | 180,000    |
| <b>Authorized share capital</b>                |            |            |
| Expiry date                                    | 13.04.2018 | 13.04.2018 |
| Shares (with a nominal value of CHF 0.10 each) | 2,200,000  | 2,200,000  |
| CHF  | 220,000    | 220,000    |

The Articles of Incorporation of Tecan Group Ltd. (the ultimate holding company) require that the existing conditional share capital for future business development shall be reduced if and to the extent authorized capital is used and that the authorized

capital shall be reduced if and to the extent new shares are created under the respective conditional capital. However, the conditional share capital for employee participation plans is not affected by this rule.

**22.7 CAPITAL MANAGEMENT**

The Board's policy is to maintain a strong capital base in order to ensure investor, creditor and market confidence and to sustain future development of business. It is the Group's target to keep a minimum equity ratio of 30% (reported in 2017: 68.5% and 2016: 66.2%), which limits the level of borrowings. Changes to this target are subject to the Board of Directors' approval. In addition, all covenants relating to bank liabilities must be satisfied at any time.

The Board of Directors monitors both the earnings per share and the ability of the Group to undertake future business development.

Amongst others it may initiate share buyback programs in order to rebalance the position of the Group in relation to these targets.

The level of dividend payments to shareholders shall be kept on a constant and ongoing level.

There were no changes in the Group's approach to capital management during the year.



## 23 FOREIGN EXCHANGE RATES

The following foreign exchange rates were used for the preparation of the consolidated financial statements:

|     |     | Closing exchange rates |            | Average exchange rates<br>January to December |       |
|-----|-----|------------------------|------------|---|-------|
|     |     | 31.12.2016             | 31.12.2017 | 2016  | 2017  |
| CHF |     |                        |            |   |       |
| EUR | 1   | 1.07                   | 1.17       | 1.09  | 1.11  |
| GBP | 1   | 1.26                   | 1.32       | 1.33  | 1.27  |
| SEK | 100 | 11.19                  | 11.90      | 11.52   | 11.54 |
| USD | 1   | 1.02                   | 0.97       | 0.99  | 0.98  |
| SGD | 1   | 0.70                   | 0.73       | 0.71  | 0.71  |
| CNY | 1   | 0.15                   | 0.15       | 0.15  | 0.15  |
| JPY | 100 | 0.88                   | 0.86       | 0.91  | 0.88  |
| AUD | 1   | 0.73                   | 0.76       | 0.73  | 0.75  |

## 24 FINANCIAL RISK MANAGEMENT (IFRS 7)

### 24.1 INTRODUCTION

The Group's activities expose it to a variety of financial risks: credit risk, market risk (including interest rate risk and foreign currency risk) and liquidity risk. The Group's risk management focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial performance. The Group uses derivative financial instruments to economically hedge certain risk exposures.

Financial risk management is carried out by a central treasury department (Group Treasury) under policies approved by the Board of Directors (Treasury Policy). Group Treasury identifies, evaluates

and hedges financial risks in close co-operation with the Group's operating units. The "Treasury Policy" provides principles for specific areas, such as credit risk, interest rate risk, foreign currency risk, use of derivative financial instruments and investment of excess liquidity.

This note presents information about the Group's exposure to each of the risks arising from financial instruments and the Group's objectives, policies and processes for measuring and managing risk. Further quantitative disclosures are included throughout these consolidated financial statements.

## 24.2 CLASSES OF FINANCIAL INSTRUMENTS

|  | Cash<br>and cash<br>equivalents | Current<br>derivatives | Trade<br>and other<br>receivables | Non-current<br>financial<br>assets | <b>Total<br/>assets</b> | Current<br>financial<br>liabilities | Trade<br>and other<br>payables/<br>accrued<br>expenses | Non-current<br>financial<br>liabilities | <b>Total<br/>liabilities</b> |
|--|---------------------------------|------------------------|-----------------------------------|------------------------------------|-------------------------|-------------------------------------|--|---|------------------------------|
| CHF 1,000  |                                 |                        |                                   |                                    |                         |                                     |  |   |                              |
| <b>Financial instruments<br/>measured at fair value</b>      |                                 |                        |                                   |                                    |                         |                                     |  |   |                              |
| Currency forwards and options                                | -                               | 3,038                  | -                                 | 36                                 | <b>3,074</b>            | (5,721)                             | -  | (1,101)                                 | <b>(6,822)</b>               |
| Contingent consideration <sup>2</sup>                        | -                               | -                      | -                                 | -                                  | <b>-</b>                | -                                   | -  | (9,273)                                 | <b>(9,273)</b>               |
| <b>Financial instruments<br/>measured at amortized costs</b> |                                 |                        |                                   |                                    |                         |                                     |  |   |                              |
| Cash and cash equivalents                                    | 246,744                         | -                      | -                                 | -                                  | <b>246,744</b>          | -                                   | -  | -                                       | <b>-</b>                     |
| Receivables  | -                               | -                      | 95,763                            | -                                  | <b>95,763</b>           | -                                   | -  | -                                       | <b>-</b>                     |
| Rent and other deposits                                      | -                               | -                      | 341                               | 656                                | <b>997</b>              | -                                   | -  | -                                       | <b>-</b>                     |
| Current bank liabilities                                     | -                               | -                      | -                                 | -                                  | <b>-</b>                | (1,103)                             | -  | -                                       | <b>(1,103)</b>               |
| Bank loans   | -                               | -                      | -                                 | -                                  | <b>-</b>                | (956)                               | -  | (704)                                   | <b>(1,660)</b>               |
| Payables and accrued expenses                                | -                               | -                      | -                                 | -                                  | <b>-</b>                | -                                   | (50,329)   | -                                       | <b>(50,329)</b>              |
| <b>Total financial instruments</b>                           | <b>246,744</b>                  | <b>3,038</b>           | <b>96,104</b>                     | <b>692</b>                         | <b>346,578</b>          | <b>(7,780)</b>                      | <b>(50,329)</b>  | <b>(11,078)</b>                         | <b>(69,187)</b>              |
| Reconciling items <sup>1</sup>                               | -                               | -                      | 10,725                            | -                                  | <b>10,725</b>           | -                                   | (14,177)   | -                                       | <b>(14,177)</b>              |
| <b>Balance at December 31, 2016</b>                          | <b>246,744</b>                  | <b>3,038</b>           | <b>106,829</b>                    | <b>692</b>                         | <b>357,303</b>          | <b>(7,780)</b>                      | <b>(64,506)</b>  | <b>(11,078)</b>                         | <b>(83,364)</b>              |

<sup>1</sup> Receivables/payables arising from POC, VAT/other non-income taxes and social security<sup>2</sup> See note 3.2

|  | Cash<br>and cash<br>equivalents | Current<br>derivatives | Trade<br>and other<br>receivables | Non-current<br>financial<br>assets | <b>Total<br/>assets</b> | Current<br>financial<br>liabilities | Trade<br>and other<br>payables/<br>accrued<br>expenses | Non-current<br>financial<br>liabilities | <b>Total<br/>liabilities</b> |
|--|---------------------------------|------------------------|-----------------------------------|------------------------------------|-------------------------|-------------------------------------|--|---|------------------------------|
| CHF 1,000  |                                 |                        |                                   |                                    |                         |                                     |  |   |                              |
| <b>Financial instruments<br/>measured at fair value</b>      |                                 |                        |                                   |                                    |                         |                                     |  |   |                              |
| Currency forwards  | -                               | 1,017                  | -                                 | 157                                | <b>1,174</b>            | (949)                               | -  | (334)                                   | <b>(1,283)</b>               |
| Contingent consideration <sup>2</sup>                        | -                               | -                      | -                                 | -                                  | <b>-</b>                | (4,872)                             | -  | (6,767)                                 | <b>(11,639)</b>              |
| <b>Financial instruments<br/>measured at amortized costs</b> |                                 |                        |                                   |                                    |                         |                                     |  |   |                              |
| Cash and cash equivalents                                    | 309,412                         | -                      | -                                 | -                                  | <b>309,412</b>          | -                                   | -  | -                                       | <b>-</b>                     |
| Receivables  | -                               | -                      | 112,382                           | -                                  | <b>112,382</b>          | -                                   | -  | -                                       | <b>-</b>                     |
| Rent and other deposits                                      | -                               | -                      | 433                               | 674                                | <b>1,107</b>            | -                                   | -  | -                                       | <b>-</b>                     |
| Current bank liabilities                                     | -                               | -                      | -                                 | -                                  | <b>-</b>                | (4,329)                             | -  | -                                       | <b>(4,329)</b>               |
| Bank loans   | -                               | -                      | -                                 | -                                  | <b>-</b>                | -                                   | -  | (1,229)                                 | <b>(1,229)</b>               |
| Payables and accrued expenses                                | -                               | -                      | -                                 | -                                  | <b>-</b>                | -                                   | (59,193)   | -                                       | <b>(59,193)</b>              |
| <b>Total financial instruments</b>                           | <b>309,412</b>                  | <b>1,017</b>           | <b>112,815</b>                    | <b>831</b>                         | <b>424,075</b>          | <b>(10,150)</b>                     | <b>(59,193)</b>  | <b>(8,330)</b>                          | <b>(77,673)</b>              |
| Reconciling items <sup>1</sup>                               | -                               | -                      | 11,878                            | -                                  | <b>11,878</b>           | -                                   | (16,597)   | -                                       | <b>(16,597)</b>              |
| <b>Balance at December 31, 2017</b>                          | <b>309,412</b>                  | <b>1,017</b>           | <b>124,693</b>                    | <b>831</b>                         | <b>435,953</b>          | <b>(10,150)</b>                     | <b>(75,790)</b>  | <b>(8,330)</b>                          | <b>(94,270)</b>              |

<sup>1</sup> Receivables/payables arising from POC, VAT/other non-income taxes and social security<sup>2</sup> See note 3.2

### 24.3 CREDIT RISKS

Credit risk is the risk of financial loss to the Group if a customer or counterparty to financial instruments fails to meet its contractual obligations, and arises principally from cash and cash equivalents, time deposits, derivatives and trade accounts receivable.

All domestic and international bank relationships are selected by the CFO and Group Treasury. Only banks and financial institutions that are ranked in the top class of the respective country are accepted.

The credit risk with trade accounts receivable (see note 14) is limited, as the Group has numerous clients located in various geographical regions. The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. For the purpose of risk control, the customers are grouped as follows (risk groups): governmental organizations, listed public limited companies, and other customers. Credit limits are established for each customer, whereby the credit limit represents the maximum open amount without requiring payments in advance or letters of credit; these limits are reviewed regularly (credit check).

The maximum exposure to credit risk is represented by the carrying amount of each financial asset, including derivative financial instruments, in the balance sheet. There are no commitments that could increase this exposure to more than the carrying amounts.

### 24.4 MARKET RISKS

Market risk is the risk that changes in market prices, such as interest rates, foreign exchange rates and other prices will affect the Group's result or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return on risk.

#### 24.4.1 Interest rate risks

At the reporting date the Group had the following interest-bearing financial instruments: cash and cash equivalents, time deposits, rent deposits and bank liabilities. All cash and cash equivalents mature or reprise in the short-term, no longer than three months.

Borrowings mainly bear interest at fixed rates. Cash and cash equivalents and borrowings issued at variable rates expose the Group to cash flow interest rate risk. For the interest rate profile of the Group's interest-bearing financial liabilities refer to note 19.

The Group does not account for any fixed rate borrowings at fair value through profit or loss. Therefore a change in interest rates at the reporting date would not affect profit or loss.

The Group Treasury manages the interest rate risk in order to reduce the volatility of the financial result as a consequence of interest rate movements. For the decision whether new borrowings shall be arranged at a variable or fixed interest rate, the Group Treasury focuses on an internal long-term benchmark interest rate and considers the amount of cash and cash equivalents held at a variable interest rate. Currently the interest rate exposure is not hedged.

At December 31, 2017, if interest rates had been 50 basis points higher/lower with all other variables held constant, post-tax profit for the year would have been CHF 1.2 million (2016: CHF 0.9 million) higher/lower, mainly as a result of cash positions held at variable rates.

#### 24.4.2 Foreign currency risks

The Group incurs foreign currency risks on sales, purchases and borrowings denominated in a currency other than the functional currency of the respective Group companies. On a consolidated basis, the Group is also exposed to currency fluctuations between the Swiss franc (CHF) and the functional currencies of its Group companies. The two major currencies giving rise to currency risks are the Euro (EUR) and the US dollar (USD).

The Group centralizes its foreign currency exposure in a few locations only. The hedging policy of the Group is to cover the foreign currency exposure to a certain percentage of the operating activities (forecast sales and purchases). The Group uses forward exchange contracts, currency options and swaps to hedge its foreign currency risk on specific future foreign currency cash flows. These contracts have maturities of up to 18 months.

The Group does not hedge its net investment in foreign entities and the related foreign currency translation of local earnings.

The Group's exposure to foreign currency risk arising on financial instruments denominated in a currency different from the functional currency of the entity holding the instruments was as follows:

| CHF 1,000                                      | 2016       |               |                |              | 2017         |              |              |                |
|--|------------|---------------|----------------|--------------|--------------|--------------|--------------|----------------|
|  | CHF        | EUR           | USD            | Other        | CHF          | EUR          | USD          | Other          |
| Derivatives                                    | -          | -             | (3,831)        | 83           | -            | -            | (79)         | (30)           |
| Contingent consideration                       | -          | -             | -              | -            | -            | (2,090)      | -            | -              |
| Cash and cash equivalents                      | 674        | 12,811        | 1,048          | 2,364        | 568          | 9,336        | 2,009        | 687            |
| Receivables                                    | 12         | 2,076         | 1,452          | 950          | 717          | 1,670        | 2,411        | 2,584          |
| Rent and other deposits                        | -          | 42            | -              | -            | -            | 42           | -            | -              |
| Current bank liabilities                       | -          | -             | -              | (1,103)      | -            | -            | -            | (4,322)        |
| Bank loans                                     | -          | -             | -              | -            | -            | -            | -            | -              |
| Payables and accrued expenses                  | 11         | (3,035)       | (861)          | (496)        | (115)        | (3,849)      | (1,278)      | (231)          |
| <b>Net exposure to currency at December 31</b> | <b>697</b> | <b>11,894</b> | <b>(2,192)</b> | <b>1,798</b> | <b>1,170</b> | <b>5,109</b> | <b>3,063</b> | <b>(1,312)</b> |

At December 31, if the CHF had moved against the USD and EUR with all other variables held constant, post-tax profit for the year would have been:

| CHF 1,000                                  | 2016<br>higher/(lower) | 2017<br>higher/(lower) |
|--|------------------------|------------------------|
| If CHF had weakened against EUR by 10%     | 945                    | 373                    |
| If CHF had strengthened against EUR by 10% | (945)                  | (373)                  |
| If CHF had weakened against USD by 10%     | (8,067)                | (8,131)                |
| If CHF had strengthened against USD by 10% | 8,078                  | 8,194                  |

Foreign currency risks from financial instruments primarily relate to CHF/EUR and CHF/USD forwards and options.

The derivative financial instruments used as economic hedges of foreign currencies are summarized in the table below:

| CHF 1,000                           | Fair value   |                |               | Contract value |                               |               |
|-------------------------------------|--------------|----------------|---------------|----------------|-------------------------------|---------------|
|                                     | Positive     | Negative       | Total         | 1 and 90 days  | Due within<br>91 and 360 days | 1 and 2 years |
| <b>Foreign currency forwards</b>    |              |                |               |                |                               |               |
| Sell USD                            | 212          | (5,175)        | 130,433       | 40,760         | 52,479                        | 37,194        |
| Buy USD                             | 1,174        | (42)           | (37,194)      | (21,399)       | (15,795)                      | -             |
| Sell CNY                            | 108          | -              | 7,164         | 7,164          | -                             | -             |
| Buy CNY                             | -            | (25)           | (7,164)       | (7,164)        | -                             | -             |
| <b>Foreign currency options</b>     |              |                |               |                |                               |               |
| Sell USD                            | -            | (1,580)        | 35,665        | 35,665         | -                             | -             |
| Buy USD                             | 1,580        | -              | (35,665)      | (35,665)       | -                             | -             |
| <b>Balance at December 31, 2016</b> | <b>3,074</b> | <b>(6,822)</b> | <b>93,239</b> | <b>19,361</b>  | <b>36,684</b>                 | <b>37,194</b> |

| CHF 1,000                           | Fair value   |                |                | Contract value |                               |               |
|-------------------------------------|--------------|----------------|----------------|----------------|-------------------------------|---------------|
|                                     | Positive     | Negative       | Total          | 1 and 90 days  | Due within<br>91 and 360 days | 1 and 2 years |
| <b>Foreign currency forwards</b>    |              |                |                |                |                               |               |
| Sell USD                            | 760          | (1'099)        | 134'941        | 49'202         | 50'177                        | 35'562        |
| Buy USD                             | 413          | (152)          | (35'562)       | (20'460)       | (15'102)                      | -             |
| Sell CNY                            | -            | (32)           | 7'315          | 7'315          | -                             | -             |
| Buy CNY                             | 1            | -              | (3'112)        | (3'112)        | -                             | -             |
| <b>Balance at December 31, 2017</b> | <b>1'174</b> | <b>(1'283)</b> | <b>103'582</b> | <b>32'945</b>  | <b>35'075</b>                 | <b>35'562</b> |

## 24.5 LIQUIDITY RISK

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. Group Treasury manages the Group's liquidity to ensure sufficient liquidity to meet all liabilities when due, under both normal and stressed conditions, without facing unacceptable losses or risking damage to the Group's reputation.

It is the Group's target to have a cash reserve or committed credit lines in the amount of 10% of its annual sales budget centralized at Tecan Group Ltd. and Tecan Trading AG. Changes to this target

are subject to the Board of Directors' approval. All cash in Tecan Group Ltd. and Tecan Trading AG, which does not count against such a cash reserve, is considered as excess liquidity. Excess liquidity can be invested in instruments such as time deposits, government and corporate bonds, shares of publicly listed companies and capital protected instruments.

The following are the contractual maturities of financial liabilities, including interest payments:

| CHF 1,000                                   | Carrying amount | Contractual cash flows | Between 1 and 90 days | Between 91 and 360 days | Between 1 and 2 years | Over 2 years |
|---|-----------------|------------------------|-----------------------|-------------------------|-----------------------|--------------|
| <b>Derivative financial liabilities</b>     |                 |                        |                       |                         |                       |              |
| <b>Foreign currency forwards</b>            | <b>5,242</b>    |                        |                       |                         |                       |              |
| Outflow                                     |                 | 104,423                | 18,826                | 52,479                  | 33,118                | -            |
| Inflow                                      |                 | (97,365)               | (17,081)              | (49,269)                | (31,015)              | -            |
| <b>Foreign currency options</b>             | <b>1,580</b>    |                        |                       |                         |                       |              |
| Outflow                                     |                 | 35,665                 | 35,665                | -                       | -                     | -            |
| Inflow                                      |                 | (34,076)               | (34,076)              | -                       | -                     | -            |
| <b>Non-derivative financial liabilities</b> |                 |                        |                       |                         |                       |              |
| Current bank liabilities                    | 1,103           | 1,104                  | 1,104                 | -                       | -                     | -            |
| Payables and accrued expenses <sup>1</sup>  | 50,329          | 50,330                 | 31,768                | 18,524                  | -                     | 38           |
| Bank loans                                  | 1,660           | 1,679                  | 957                   | 6                       | 5                     | 711          |
| Contingent consideration                    | 9,273           | 10,190                 | -                     | -                       | 5,095                 | 5,095        |
| <b>Balance at December 31, 2016</b>         | <b>69,187</b>   | <b>71,950</b>          | <b>37,163</b>         | <b>21,740</b>           | <b>7,203</b>          | <b>5,844</b> |

<sup>1</sup> Excluding reconciling items (see note 24.2)

| CHF 1,000                                   | Carrying amount | Contractual cash flows | Between 1 and 90 days | Between 91 and 360 days | Between 1 and 2 years | Over 2 years |
|---|-----------------|------------------------|-----------------------|-------------------------|-----------------------|--------------|
| <b>Derivative financial liabilities</b>     |                 |                        |                       |                         |                       |              |
| <b>Foreign currency forwards</b>            | <b>1,283</b>    |                        |                       |                         |                       |              |
| Outflow                                     |                 | 77,465                 | 27,776                | 29,229                  | 20,460                | -            |
| Inflow                                      |                 | (74,939)               | (27,108)              | (28,386)                | (19,445)              | -            |
| <b>Non-derivative financial liabilities</b> |                 |                        |                       |                         |                       |              |
| Current bank liabilities                    | 4,329           | 4,329                  | 4,329                 | -                       | -                     | -            |
| Payables and accrued expenses <sup>1</sup>  | 59,193          | 59,193                 | 36,546                | 22,647                  | -                     | -            |
| Bank loans                                  | 1,229           | 1,275                  | 3                     | 19                      | 22                    | 1,231        |
| Contingent consideration                    | 11,639          | 11,639                 | 4,872                 | -                       | 6,767                 | -            |
| <b>Balance at December 31, 2017</b>         | <b>77,673</b>   | <b>78,962</b>          | <b>46,418</b>         | <b>23,509</b>           | <b>7,804</b>          | <b>1,231</b> |

<sup>1</sup> Excluding reconciling items (see note 24.2)

Unused lines of credit amounting to CHF 140.7 million were available to the Group at December 31, 2017 (2016: CHF 44.8 million). In addition, the Group had uncommitted

lines of credit amounting to CHF 90.0 million for the purpose of financing possible future business combinations.



## 25 FAIR VALUE MEASUREMENT AND DISCLOSURES

### 25.1 FAIR VALUE HIERARCHY

To increase consistency and comparability in fair value measurements and related disclosures, IFRS 13 established a fair value hierarchy that categorizes into three levels the inputs to valuation techniques used to measure their value.

*Level 1 inputs:* Quoted prices (unadjusted) in active markets for identical assets and liabilities that the Group can access at the measurement date.

*Level 2 inputs:* Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

*Level 3 inputs:* Unobservable inputs for the asset or liability.

There have been no transfers between the levels in 2016 and 2017.

### 25.2 ASSETS AND LIABILITIES MEASURED AT FAIR VALUE ON A RECURRING BASIS AFTER INITIAL RECOGNITION

The following table shows the valuation techniques used in the determination of fair values for assets and liabilities measured at fair value on a recurring basis after initial recognition:

| Position                 | Net carrying amount in balance sheet measured at fair value (CHF 1,000) |          | Level   | Data source | Model  | Change in fair value recognized in position |
|--------------------------|---|----------|---------|-------------|--|---|
|                          | 2016  | 2017     |         |             |  |   |
| Currency forwards        | (3,748)   | (109)    | Level 2 | Bloomberg   | (forward rate - [spot rate +/- forward points]) * amount in foreign currency | Financial result                            |
| Currency options         | p.m.  | -        | Level 2 | Bloomberg   | Black-Scholes model  | Financial result                            |
| Contingent consideration | (9,273)   | (11,639) | Level 3 | n/a         | See note 3.2   | Other operating result                      |

Contingent considerations – level 3 inputs: Beside of the WACCs that were used for discounting the expected payments, the underlying business plans are the most significant unobservable inputs.

A decrease in the forecasted net sales of 10% would result in a fair value of 7.1 million considering the sales-defined milestones.

### 25.3 ASSETS AND LIABILITIES MEASURED AT FAIR VALUE ON A NON-RECURRING BASIS AFTER INITIAL RECOGNITION (IFRS 5)

| Position  | Net carrying amount in balance sheet measured according to IFRS 5 (CHF 1'000) |       | Fair value less costs to sell (CHF 1'000) |       | Level   | Data source | Model                             | Impairment recognized in position |
|---|---|-------|---|-------|---------|-------------|-----------------------------------|-----------------------------------|
|   | 2016  | 2017  | 2016                                      | 2017  |         |             |                                   |                                   |
| Land and buildings in Hombrechtikon (held for sale) | 4'140   | 3'650 | n.a.                                      | 3'650 | Level 3 | n/a         | Net rental method<br>See note 3.3 | Other operating result            |

Land and buildings Hombrechtikon – level 3 inputs: Beside of the discount rate, the expected future rental income is the most significant unobservable input. It is based on the highest and best use

of the property that differs from the current use due to its change in purpose.

## 25.4 FAIR VALUE DISCLOSURES OF FINANCIAL INSTRUMENTS MEASURED AT AMORTIZED COST

The carrying amount of financial instruments measured at amortized costs (see note 24.2) is a reasonable approximation of their fair value due to their short-term nature. Bank loans are the only exception due to their long-term nature.

Their fair values are disclosed in the following table:

| Position   | Net carrying amount in balance sheet measured at amortized cost (CHF 1'000) |         | Fair value disclosure (CHF 1'000) |         | Level   | Data source | Model  |
|------------|---|---------|-----------------------------------|---------|---------|-------------|--|
|            | 2016  | 2017    | 2016                              | 2017    |         |             |  |
| Bank loans | (1'660)   | (1'229) | (1'644)                           | (1'235) | Level 2 | Bloomberg   | The fair value is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments. |

## 26 FUTURE PAYMENTS UNDER OPERATING LEASE ARRANGEMENTS

The Group did not enter into any finance lease contracts.

### 26.1 THE GROUP AS A LESSOR IN OPERATING LEASE ARRANGEMENTS

The operating leases relate to arrangements in which the Group provides instruments free of charge in return for a minimum commitment of the customer for consumables or reagents.

The future minimum lease payments (receivables) under non-cancellable operating leases are:

|                               | 2016         | 2017         |
|-------------------------------|--------------|--------------|
| CHF 1,000                     |              |              |
| <b>Due date</b>               |              |              |
| Within one year               | 442          | 714          |
| In 1 to 3 years               | 761          | 1,061        |
| In 3 to 5 years               | 229          | 395          |
| After 5 years                 | -            | -            |
| <b>Balance at December 31</b> | <b>1,432</b> | <b>2,170</b> |

In financial year 2017, CHF 0.7 million (2016: CHF 0.4 million) were recognized as revenue from leases in the consolidated statement of profit or loss.

### 26.2 THE GROUP AS A LESSEE IN OPERATING LEASE ARRANGEMENTS

The commitments arising from operating leases are largely rental payments for buildings.

The future minimum lease payments (payables) under non-cancellable operating leases are:

|                               | 2016          | 2017          |
|-------------------------------|---------------|---------------|
| CHF 1,000                     |               |               |
| <b>Due date</b>               |               |               |
| Within one year               | 7,818         | 8,296         |
| In 1 to 3 years               | 12,803        | 13,208        |
| In 3 to 5 years               | 7,325         | 7,319         |
| After 5 years                 | 2,809         | 1,388         |
| <b>Balance at December 31</b> | <b>30,755</b> | <b>30,211</b> |

In financial year 2017, CHF 8.9 million (2016: CHF 8.3 million) were recognized as expenses for leases in the consolidated statement of profit or loss.

## 27 CONTINGENT LIABILITIES, ENCUMBRANCE OF ASSETS AND OTHER COMMITMENTS

At December 31, 2016 and 2017, the Group had no significant contingent liabilities to third parties, and none of the Group's assets were pledged, assigned or subject to retention of title, except for the following positions:

| CHF 1,000  | 2016  | 2017  |
|--|-------|-------|
| <b>Pledged assets</b>                            |       |       |
| Land and buildings (classified as held for sale) | 4,140 | 3,650 |

Purchase commitments: In the ordinary course of business, the Group regularly enters into relationships with suppliers whereby the Group commits itself to purchase certain minimum quantities of raw materials for the manufacturing of its products in order to benefit from better pricing conditions and a stable supply. Such

commitments reflect normal business operations, are in line with the Group's manufacturing plans and product life cycles and are not in excess of current market prices. The Group recognizes a provision for onerous contracts if and to the extent such commitments exceed the Group's expected purchase quantities.

## 28 RELATED PARTIES

The Group has a related party relationship with its subsidiaries and with key management personnel (members of the Board of Directors and the Management Board).

The total compensation paid to the key management personnel was:

| CHF 1,000                        | 2016          | 2017          |
|----------------------------------|---------------|---------------|
| Short-term employee benefits     | 5,515         | 5,950         |
| Post-employment benefits         | 477           | 455           |
| Share-based payment <sup>1</sup> | 10,584        | 9,985         |
| <b>Total compensation</b>        | <b>16,576</b> | <b>16,390</b> |

<sup>1</sup> See note 10.4 for more details

For further details concerning compensation, please refer to the compensation report. The information reported in this note and the information provided in other parts of the annual report may differ due to different recognition and valuation principles.

## 29 SUBSEQUENT EVENTS

There were no events subsequent to the balance sheet date which would require adjustments to or disclosures in these consolidated financial statements.

## 30 GROUP RISK MANAGEMENT

### 30.1 INTRODUCTION

Group risk management is a systematic assessment that addresses all kind of risks posing a potential threat to the business activities of the Group. It is the umbrella process for all other risk management activities throughout the Group. The risk assessment process is coordinated by the CFO; however, the ultimate responsibility is with the Board of Directors.

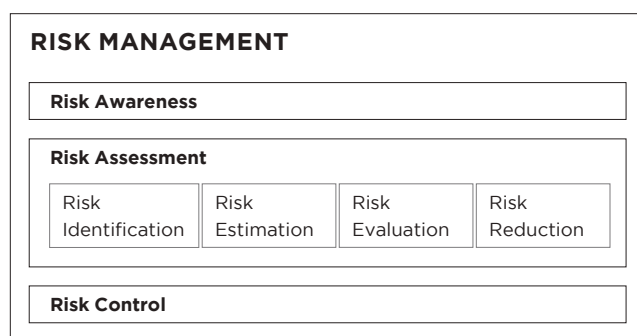
### 30.2 RISK ASSESSMENT CYCLE

#### 30.2.1 Initiation of risk assessment

The Group risk assessment cycle takes place every two years unless otherwise mandated by the Board of Directors or by a triggering event. A review during the intermediate year assesses the need for action.

In a first step, the Board of Directors determines the risk acceptance and appoints the risk assessment team. The risk acceptance defines which combinations of risk characteristics (probability and severity of damage) are acceptable and which are not acceptable for the Group. This definition is the basis for the risk classification (see below). The risk assessment team includes representatives from various functions and disciplines such as Finance, Quality & Regulatory, Advisory & Support, Operations and Internal Audit.

The risk assessment team follows the process that is presented below:



#### 30.2.2 Risk identification

The risk assessment team conducts periodic workshops to identify potential risks in the following categories:

- Hazard risk
- Financial risk
- Operational risk
- Strategic risk

Furthermore, the risk assessment team considers the results of all other risk management activities within the Group:

- Product-related risk management
- IT risk management
- Business risk management for significant business units and market units
- Strategy
- Mid-term plan
- Budget

#### 30.2.3 Risk estimation and evaluation

Each of the identified risks is estimated and evaluated and finally classified to the following risk categories:

- *Acceptable risk*: No further risk mitigation actions required.
- *Elevated risk*: Further risk mitigation actions recommended. Requires justification and approval by the CFO if no further measures are taken.
- *Unacceptable risk*: Further risk mitigation actions are strongly recommended. Requires justification and approval by the Board of Directors if no further measures are taken.

#### 30.2.4 Risk reduction, risk report and approval

Risk reduction measures must be investigated and implemented for risks that are elevated or unacceptable, unless the risks are explicitly accepted by the risk assessment team.

As a result, the risk assessment team prepares a risk summary report containing all significant risks and measures taken. The final status of the risk assessment is reported to the Executive Management. The Board of Directors finalizes the risk assessment cycle with its approval. Risks remaining unacceptable must each be approved individually.

#### 30.2.5 Risk control

Risk management is a dynamic process and forms a part of all planning and other activities of the Group. Within the process of ongoing risk control, members of the risk assessment team continuously collect information about risk factors and risk-related information. If any new potential elevated or unacceptable risk arises, it is brought immediately to the attention of the CFO.



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To the General Meeting of  
Tecan Group Ltd., Männedorf

Zurich, 8 March 2018

## Statutory auditor's report on the audit of the consolidated financial statements



### Opinion

We have audited the consolidated financial statements of Tecan Group Ltd. and its subsidiaries (the Group), which comprise the consolidated balance sheet as at 31 December 2017 and the consolidated statement of profit and loss, consolidated statement of other comprehensive income, consolidated statement of cash flows and consolidated statement of changes in equity 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 87 to 137) give a true and fair view of the consolidated financial position of the Group as at 31 December 2017, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) and comply with Swiss law.



### Basis for opinion

We conducted our audit in accordance with Swiss law, International Standards on Auditing (ISAs) and Swiss Auditing Standards. 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, as well as the IESBA Code of Ethics for Professional Accountants, 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.



### Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial





statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the consolidated financial statements (pages 87 to 137).

### Revenue recognition

**Area of focus** For goods sold and services rendered, sales are recorded at the time the risk and benefits of ownership are substantially transferred to customers. Revenue recognition from products with material application and installation work requires a written acceptance by the customer. Revenue from service contracts is recognized pro-rata based on the full contract period. Refer to note 2.7.2 (Accounting and valuation principles: Sales – revenue recognition) in the consolidated financial statements for further details.

Revenue recognition is significant to our audit as the Group generates revenues from different streams (goods sold and services rendered) and due to the risks that transactions may be recorded in the incorrect period.

**Our audit response** Our audit procedures included assessing the application of the Group's revenue recognition policies. We tested a sample of transactions near the year-end and agreed the details of these transactions to underlying documentation, such as the contractual terms, to ensure that revenue has been recognized in the appropriate period and in the appropriate amount. For sales transactions where material application and installation work was required, we evaluated whether written customer acceptance had been received before revenue was recognized.

### Goodwill impairment test

**Area of focus** As at 31 December 2017, the Group reported CHF 101.6 million in goodwill as a result of previous acquisitions. For purposes of the annual impairment test, goodwill is allocated to a cash-generating unit or to a group of cash-generating units that are expected to benefit from the synergies of the corresponding business combination. The recoverable amount (higher of fair value less costs of disposal and value in use) of the cash-generating unit is compared to its carrying amount. An impairment loss is recognized if the carrying amount of the cash-generating unit exceeds its recoverable amount. Refer to notes 2.7.15 (Accounting and valuation principles: Goodwill) and 18 (Intangible assets and goodwill) in the consolidated financial statements for further details.

The goodwill impairment test is significant to our audit due to the complexity and judgment involved in the Group's impairment test.

**Our audit response** Our audit procedures included understanding the Group's goodwill impairment testing process and the determination of key assumptions. We evaluated the Group's impairment testing model and key assumptions involving valuation specialists. We further corroborated the



Company's key assumptions applied based on internally and externally available evidence and underlying data.

#### Income taxes – Accounting for uncertain tax positions

**Area of focus** The Group operates in multiple tax jurisdictions that are regulated by various tax laws and is subject to periodic tax audits by local tax authorities. The Group is required to use significant judgment in estimating the appropriate amount to record in respect to uncertain income tax positions. Refer to note 2.2.3 (Critical accounting estimates and judgments: Income taxes) in the consolidated financial statements for further details.

The accounting for uncertain income tax positions is significant to our audit due to the complexity and judgment involved in the Group's identification and determination of uncertain income tax positions.

**Our audit response** Our audit procedures included evaluating the Group's judgments used in the determination of uncertain income tax positions, involving local and group tax specialists. Our procedures focused on considering the status of past and current tax audits in relevant jurisdictions, analyzing the Group's correspondence with the relevant tax authorities and corroborating the assumptions utilized with supporting evidence.



#### Other information in the annual report

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

Our opinion on the consolidated financial statements does not cover the other information in the annual report 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 in the annual report 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.



### Responsibility of the Board of Directors for the consolidated financial statements

The Board of Directors is responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with IFRS and 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, ISAs and Swiss Auditing Standards 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 at the website of EXPERTsuisse: <http://www.expertsuisse.ch/en/audit-report-for-public-companies>. This description forms part of our auditor's report.



### Report on other legal and regulatory requirements

In accordance with article 728a para. 1 item 3 CO and the Swiss Auditing Standard 890, we confirm that an internal control system exists, which has been designed for the preparation of 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

Andreas Bodenmann  
Licensed audit expert  
(Auditor in charge)

Siro Bonetti  
Licensed audit expert

## BALANCE SHEET OF TECAN GROUP LTD. AT DECEMBER 31

## ASSETS

|  | Notes | 31.12.2016     | 31.12.2017     |
|--|-------|----------------|----------------|
| CHF 1,000                                    |       |                |                |
| Cash and cash equivalents                    |       | 143,735        | 145,873        |
| Current loans to subsidiaries                | 4     | 52,052         | 57,000         |
| Other accounts receivable from third parties |       | 20             | 9              |
| Other accounts receivable from subsidiaries  |       | 5,097          | 1,969          |
| Prepaid expenses                             |       | 12             | 12             |
| <b>Current assets</b>                        |       | <b>200,916</b> | <b>204,863</b> |
| Investments in subsidiaries                  | 3     | 63,479         | 63,479         |
| Non-current loans to subsidiaries            |       | 32,000         | 32,000         |
| Property, plant and equipment                |       | 1              | 2              |
| <b>Non-current assets</b>                    |       | <b>95,480</b>  | <b>95,481</b>  |
| <b>Assets</b>                                |       | <b>296,396</b> | <b>300,344</b> |

## LIABILITIES AND EQUITY

|  | Notes | 31.12.2016     | 31.12.2017     |
|--|-------|----------------|----------------|
| CHF 1,000  |       |                |                |
| Other accounts payable to third parties              |       | 112            | 86             |
| Other accounts payable to subsidiaries               |       | 17             | 9              |
| Income tax payables                                  |       | 169            | -              |
| Accrued expenses                                     |       | 876            | 1,168          |
| <b>Current liabilities</b>                           |       | <b>1,174</b>   | <b>1,263</b>   |
| Provision for general business risks                 | 5     | 30,000         | 30,000         |
| Other non-current provisions                         |       | 112            | 124            |
| <b>Non-current liabilities</b>                       |       | <b>30,112</b>  | <b>30,124</b>  |
| <b>Total liabilities</b>                             |       | <b>31,286</b>  | <b>31,387</b>  |
| Share capital  |       | 1,154          | 1,166          |
| Legal capital reserve (capital contribution reserve) |       | 15,552         | 35,386         |
| General legal retained earnings                      |       | 1,000          | 1,000          |
| Voluntary retained earnings                          |       | 247,404        | 231,405        |
| <b>Shareholders' equity</b>                          | 6     | <b>265,110</b> | <b>268,957</b> |
| <b>Liabilities and equity</b>                        |       | <b>296,396</b> | <b>300,344</b> |

**INCOME STATEMENT OF TECAN GROUP LTD.**

|   | 2016           | 2017           |
|---|----------------|----------------|
| CHF 1,000   |                |                |
| Royalties from subsidiaries   | 4,597          | 660            |
| Dividend income from subsidiaries                                       | 67,387         | 5,000          |
| Interest income from third parties                                      | -              | 3              |
| Interest income from subsidiaries                                       | 659            | 920            |
| Foreign exchange gains, net   | -              | 21             |
| <b>Operating income</b>   | <b>72,643</b>  | <b>6,604</b>   |
| Personnel expenses  | (1,166)        | (1,175)        |
| Change in provision relating to employee participation plans            | 1,266          | -              |
| Other operating expenses  | (1,177)        | (1,085)        |
| Depreciation of property, plant and equipment                           | (1)            | (1)            |
| Interest expense to third parties                                       | (16)           | (26)           |
| Foreign exchange losses, net  | (16)           | -              |
| <b>Operating expenses</b>   | <b>(1,110)</b> | <b>(2,287)</b> |
| <b>Operating profit</b>   | <b>71,533</b>  | <b>4,317</b>   |
| Impairment on investments in and loans to subsidiaries                  | (2,132)        | -              |
| <b>Extraordinary, non-recurring or prior-period income and expenses</b> | <b>(2,132)</b> | <b>-</b>       |
| <b>Profit before taxes</b>  | <b>69,401</b>  | <b>4,317</b>   |
| Income taxes  | (166)          | (1)            |
| <b>Profit for the period</b>  | <b>69,235</b>  | <b>4,316</b>   |



# Notes to the financial statements of Tecan Group Ltd.

## 1 REPORTING ENTITY

Tecan Group Ltd. is a limited company incorporated in Switzerland, whose shares are publicly traded. Tecan Group Ltd.'s registered office is located at Seestrasse 103, 8708 Männedorf, Switzerland.

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### 2.1 BASIS OF PREPARATION

The financial statements of Tecan Group Ltd. (the 'Company') have been prepared in accordance with the provisions on accounting and financial reporting of the Swiss Code of Obligations (32<sup>nd</sup> title) introduced on January 1, 2013. They are a supplement to the consolidated financial statements (pages 87 through 137) prepared in accordance with International Financial Reporting Standards (IFRS). While the consolidated financial statements reflect the economic situation of the Group as a whole, the information reported in the Company's financial statements (pages 142 through 150) relates to the ultimate parent company alone. The retained earnings disclosed in these financial statements provide the basis for the decision regarding the distribution of earnings to be made during the Annual General Meeting of Shareholders.

Subsidiaries include all legal entities which are directly or indirectly owned and controlled by the Company.

As consolidated financial statements are provided, the Company is exempt from the disclosure of a management report, a cash flow statement and extended information in the notes.

## 2.2 ACCOUNTING AND VALUATION PRINCIPLES

### 2.2.1 Loans

Loans are valued at historical costs adjusted for foreign currency translation differences and less any impairment of value.

### 2.2.2 Investments in subsidiaries

Investments are valued at historical costs less any impairment of value, applying the single-asset-valuation principle.

### 2.2.3 Provisions

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that the outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made.

### 3 INVESTMENTS IN SUBSIDIARIES

#### 3.1 OVERVIEW (DIRECT AND INDIRECT INVESTMENTS)

The investments in directly and indirectly held subsidiaries are the same for the years ended December 31, 2016 and December 31, 2017, except as noted below in note 3.2.

| Company                                 | Registered office                 | Participation in %<br>(capital and votes) | Share capital<br>(LC 1,000) | Currency | Activities |
|---|-----------------------------------|---|-----------------------------|----------|------------|
| Tecan Schweiz AG                        | Männedorf/Zurich (CH)             | 100%                                      | 5,000                       | CHF      | R/P/D      |
| Tecan Trading AG                        | Männedorf/Zurich (CH)             | 100%                                      | 300                         | CHF      | S/D        |
| • Pulssar Technologies S.A.S            | Paris (FR)                        | 100%                                      | 400                         | EUR      | inactive   |
| Tecan Sales Switzerland AG              | Männedorf/Zurich (CH)             | 100%                                      | 250                         | CHF      | D          |
| Tecan Austria GmbH                      | Grödig/Salzburg (AT)              | 100%                                      | 1,460                       | EUR      | R/P        |
| Tecan Sales Austria GmbH                | Grödig/Salzburg (AT)              | 100%                                      | 35                          | EUR      | D          |
| Tecan Sales International GmbH          | Grödig/Salzburg (AT)              | 100%                                      | 35                          | EUR      | D          |
| Tecan Landesholding GmbH                | Crailsheim/Stuttgart (DE)         | 100%                                      | 25                          | EUR      | S          |
| • Tecan Deutschland GmbH                | Crailsheim/Stuttgart (DE)         | 100%                                      | 51                          | EUR      | D          |
| • Tecan Software Competence Center GmbH | Mainz-Kastel (DE)                 | 100%                                      | 103                         | EUR      | R          |
| • IBL International GmbH                | Hamburg (DE)                      | 100%                                      | 25                          | EUR      | R/P/D      |
| Tecan Benelux B.V.B.A.                  | Mechelen (BE)                     | 100%                                      | 137                         | EUR      | D          |
| Tecan France S.A.S.                     | Lyon (FR)                         | 100%                                      | 2,760                       | EUR      | D          |
| Tecan Iberica Instrumentacion S.L.      | Barcelona (ES)                    | 100%                                      | 30                          | EUR      | D          |
| Tecan Italia S.r.l.                     | Milano (IT)                       | 100%                                      | 77                          | EUR      | D          |
| Tecan UK Ltd.                           | Reading (UK)                      | 100%                                      | 500                         | GBP      | D          |
| Tecan Nordic AB                         | Stockholm (SE)                    | 100%                                      | 100                         | SEK      | D          |
| Tecan US Group, Inc.                    | Morrisville, NC (US)              | 100%                                      | 1,500                       | USD      | S          |
| • Tecan US, Inc.                        | Morrisville, NC (US)              | 100%                                      | 400                         | USD      | D          |
| • Tecan Systems, Inc.                   | San Jose, CA (US)                 | 100%                                      | 26                          | USD      | R/P        |
| • Tecan SP, Inc.                        | Baldwin Park/Los Angeles, CA (US) | 100%                                      | 472                         | USD      | R/S/D      |
| IBL International Corp.                 | Toronto (CA)                      | 100%                                      | 0                           | USD      | inactive   |
| Tecan Asia (Pte.) Ltd.                  | Singapore (SG)                    | 100%                                      | 800                         | SGD      | S          |
| Tecan (Shanghai) Trading Co., Ltd.      | Shanghai (CN)                     | 100%                                      | 3,417                       | CNY      | D          |
| Tecan Japan Co., Ltd.                   | Kawasaki (JP)                     | 100%                                      | 125,000                     | JPY      | D          |
| Tecan Australia Pty Ltd                 | Melbourne (AU)                    | 100%                                      | 0                           | AUD      | D          |

S = services, holding functions, R = research and development, P = production, D = distribution

#### 3.2 CHANGE IN INVESTMENTS

The Company acquired 100% of the voting rights of SPEware Corp. (including Cera Inc.) on September 30, 2016 and 100% of the voting rights of Pulssar Technologies S.A.S. on February 28, 2017.

Cera Inc. was merged into SPEware Corp. (renamed to Tecan SP, Inc.) and IBL International B.V. was liquidated and closed in 2017.

## 4 CURRENT LOANS TO SUBSIDIARIES

|                               | 2016          | 2017          |
|-------------------------------|---------------|---------------|
| CHF 1,000                     |               |               |
| Current loans to subsidiaries | 52,488        | 57,000        |
| Allowance                     | (436)         | -             |
| <b>Balance at December 31</b> | <b>52,052</b> | <b>57,000</b> |

## 5 PROVISION FOR GENERAL BUSINESS RISKS

The provision for general business risks relates to investments in subsidiaries.

## 6 SHAREHOLDERS' EQUITY

### 6.1 CHANGES IN SHAREHOLDERS' EQUITY

|   | Share capital | Legal capital reserve (capital contribution reserve) | General legal retained earnings | Voluntary retained earnings | Total share-holders' equity |
|---|---------------|--|---------------------------------|-----------------------------|-----------------------------|
| CHF 1,000   |               |  |                                 |                             |                             |
| <b>Balance at January 1, 2016</b>                       | <b>1,147</b>  | <b>5,717</b>   | <b>1,000</b>                    | <b>198,291</b>              | <b>206,155</b>              |
| Net profit  | -             | -  | -                               | 69,235                      | 69,235                      |
| Dividend paid   | -             | -  | -                               | (20,122)                    | (20,122)                    |
| New shares issued based on employee participation plans | 7             | 9,835  | -                               | -                           | 9,842                       |
| <b>Balance at December 31, 2016</b>                     | <b>1,154</b>  | <b>15,552</b>  | <b>1,000</b>                    | <b>247,404</b>              | <b>265,110</b>              |
| Net profit  | -             | -  | -                               | 4,316                       | 4,316                       |
| Dividend paid   | -             | -  | -                               | (20,315)                    | (20,315)                    |
| New shares issued based on employee participation plans | 12            | 19,834   | -                               | -                           | 19,846                      |
| <b>Balance at December 31, 2017</b>                     | <b>1,166</b>  | <b>35,386</b>  | <b>1,000</b>                    | <b>231,405</b>              | <b>268,957</b>              |

The Company's share capital is CHF 1,166,487, consisting of 11,664,872 registered shares with a nominal value of CHF 0.10 each (2016: share capital of CHF 1,154,137 consisting of 11,541,371 registered shares with a nominal value of CHF 0.10 each).

The amount of the legal capital reserve (capital contribution reserve) is subject to review and confirmation by the Swiss federal tax authorities.

### 6.2 CONDITIONAL AND AUTHORIZED SHARE CAPITAL

In 1997, a conditional share capital of CHF 130,000 reserved for employee participation plans was approved. The conditional share capital consisted of 1,300,000 registered shares with a nominal value of CHF 0.10 each. Since 1999, several employee participation plans have been introduced based on this conditional share capital. Between February 2011 and June 2015 the employee participation plans were funded with treasury shares. In 2017 a total of 39,053 options (share option plans) were exercised and 84,448 shares transferred (share plans), increasing the Company's share capital by CHF 12,350 and decreasing the Company's conditional share

capital by 123,501 shares (2016: a total of 23,319 options were exercised and 50,475 shares transferred, increasing the share capital by CHF 7,379 and decreasing the conditional share capital by 73,794 shares).

On April 26, 2006 and on April 13, 2016, the Annual General Meeting of Shareholders approved the creation of additional conditional and authorized share capital for the purpose of future business development.

|   | 2016       | 2017       |
|---|------------|------------|
| <b>Conditional share capital</b>                              |            |            |
| <b>Reserved for employee participation plans</b>              |            |            |
| Shares (with a nominal value of CHF 0.10 each)                | 761,841    | 638,340    |
| CHF   | 76,184     | 63,834     |
| Employee share options and employee shares, not yet delivered | 291,328    | 260,685    |
| <b>Reserved for future business development</b>               |            |            |
| Shares (with a nominal value of CHF 0.10 each)                | 1,800,000  | 1,800,000  |
| CHF   | 180,000    | 180,000    |
| <b>Authorized share capital</b>                               |            |            |
| <b>Reserved for future business development</b>               |            |            |
| Expiry date   | 13.04.2018 | 13.04.2018 |
| Shares (with a nominal value of CHF 0.10 each)                | 2,200,000  | 2,200,000  |
| CHF   | 220,000    | 220,000    |

The Articles of Incorporation of Tecan Group Ltd. require that the existing conditional share capital for future business development shall be reduced if and to the extent authorized capital is used and that the authorized capital shall be reduced if and to the extent

new shares are created under the respective conditional capital. However, the conditional share capital for employee participation plans is not affected by this rule.

## 7 NUMBER OF EMPLOYEES

|                            | 2016 | 2017 |
|----------------------------|------|------|
| FTE (full-time equivalent) |      |      |
| Employees – average        | 1.0  | 1.0  |

## 8 NUMBER OF SHARES AND SHARE OPTIONS

During the year the following number and value of shares were granted:

|                    | 2016         |                      | 2017         |                      |
|--------------------|--------------|----------------------|--------------|----------------------|
|                    | Number       | Value<br>(CHF 1,000) | Number       | Value<br>(CHF 1,000) |
| Board of Directors |              |                      |              |                      |
| Shares             | 2,251        | 313                  | 2,064        | 323                  |
| Employees          |              |                      |              |                      |
| Shares             | 3,315        | 479                  | 3,045        | 493                  |
| <b>Total</b>       | <b>5,566</b> | <b>792</b>           | <b>5,109</b> | <b>816</b>           |

The numbers and values disclosed include the maximum amount of matching shares granted. The final amount of matching shares that will vest is not only subject to a service period of three years,

but also to the achievement of specific performance targets on the Group level.

## 9 GUARANTEES IN FAVOR OF THIRD PARTIES

The total amount of guarantees in favor of its subsidiaries was CHF 91.4 million at December 31, 2017 (2016: CHF 89.9 million). In addition the Company is member of the VAT-group of Tecan Schweiz AG.

## 10 LIABILITIES FROM LEASE ARRANGEMENTS NOT INCLUDED IN THE BALANCE SHEET

The future minimum lease payments under non-cancellable leases are:

|                                     | 2016 | 2017 |
|-------------------------------------|------|------|
| CHF 1,000                           |      |      |
| Liabilities from lease arrangements | -    | 45   |

## 11 INFORMATION ACCORDING TO ARTICLE 663C OF THE SWISS CODE OF OBLIGATIONS

### 11.1 SIGNIFICANT SHAREHOLDERS

The Company has knowledge of the following significant shareholders with shareholdings in excess of 3% of the issued share capital at December 31: <sup>1</sup>

|  | 2016  | 2017  |
|--|-------|-------|
| Chase Nominees Ltd., London (UK)                                 | 13.4% | 13.3% |
| NN Group N.V., Amsterdam (NL)                                    | 7.4%  | 7.3%  |
| BlackRock Inc., New York (US)                                    | 5.0%  | 6.4%  |
| Massachusetts Mutual Life Insurance Company, Springfield MA (US) | 4.9%  | 4.9%  |
| UBS Fund Management (Switzerland) AG, Basel (CH)                 | 5.0%  | 4.9%  |
| APG Algemene Pensioen Groep N.V., Amsterdam (NL)                 | 5.0%  | 4.9%  |
| Norges Bank (the Central Bank of Norway), Oslo (NO)              | 3.0%  | 3.0%  |
| Pictet Funds SA, Geneva (CH)                                     | 3.0%  | 3.0%  |
| Wellington Management Group LLP, Boston (US)                     | <3%   | 3.0%  |
| Credit Suisse Funds AG, Zürich (CH)                              | 3.3%  | <3%   |

<sup>1</sup>Percentages are based on the most recent shareholder notifications to SIX, adjusted to the actual share capital at the end of the reporting period.

### 11.2 SHARE AND OPTION OWNERSHIP OF THE BOARD OF DIRECTORS AND MANAGEMENT BOARD

For details of the employee participation plans please refer to note 10.4 of the consolidated financial statements.

#### 11.2.1 Share and option ownership of the Board of Directors

| Number                              | Year | Employee share option plans <sup>1</sup><br>2010 | 2011  | Total options | Total shares |
|-------------------------------------|------|--|-------|---------------|--------------|
| Strike price in CHF                 |      | 70.00  | 69.00 |               |              |
| Expiring in                         |      | 2016 <sup>2</sup>                                | 2017  |               |              |
| Rolf Classon<br>(Chairman)          | 2016 | 1,700  | 2,442 | 4,142         | 6,748        |
|                                     | 2017 | -  | -     | -             | 7,293        |
| Heinrich Fischer<br>(Vice Chairman) | 2016 | -  | -     | -             | 15,896       |
|                                     | 2017 | -  | -     | -             | 16,237       |
| Dr. Oliver S. Fetzner               | 2016 | -  | -     | -             | 1,975        |
|                                     | 2017 | -  | -     | -             | 2,248        |
| Lars Holmqvist                      | 2016 | -  | -     | -             | 352          |
|                                     | 2017 | -  | -     | -             | 625          |
| Dr. Karen Hübscher                  | 2016 | -  | -     | -             | 1,571        |
|                                     | 2017 | -  | -     | -             | 625          |
| Dr. Christa Kreuzburg               | 2016 | -  | -     | -             | 1,201        |
|                                     | 2017 | -  | -     | -             | 1,474        |
| Gérard Vaillant                     | 2016 | -  | -     | -             | 1,975        |
|                                     | 2017 | -  | -     | -             | 2,248        |
| <b>Balance at December 31, 2016</b> |      | 1,700  | 2,442 | 4,142         | 29,718       |
| <b>Balance at December 31, 2017</b> |      | -  | -     | -             | 30,750       |

<sup>1</sup>All options are vested and exercisable.

<sup>2</sup>Extended due to insider trading restrictions in 2016



## 11.2.2 Share and option ownership of the Management Board

| Number  | Year | Total options | Total shares |
|---|------|---------------|--------------|
| Dr. David Martyr (CEO)                                | 2016 | -             | 16,037       |
|   | 2017 | -             | 21,930       |
| Dr. Rudolf Eugster (CFO)                              | 2016 | -             | 9,088        |
|   | 2017 | -             | 7,776        |
| Ulrich Kanter   | 2016 | -             | 4,878        |
|   | 2017 | -             | 5,825        |
| Dr. Achim von Leoprechting                            | 2016 | -             | 5,974        |
|   | 2017 | -             | 5,943        |
| Dr. Klaus Lun   | 2016 | -             | 5,728        |
|   | 2017 | -             | 5,512        |
| Erik Norström<br>(since December 2017) <sup>1</sup>   | 2016 | -             | -            |
|   | 2017 | -             | 130          |
| Markus Schmid   | 2016 | -             | 5,703        |
|   | 2017 | -             | 5,199        |
| Dr. Stefan Traeger<br>(until March 2017) <sup>2</sup> | 2016 | -             | 6,389        |
|   | 2017 | -             | -            |
| Andreas Wilhelm                                       | 2016 | -             | 5,256        |
|   | 2017 | -             | 5,199        |
| <b>Balance at December 31, 2016</b>                   |      | -             | 59,053       |
| <b>Balance at December 31, 2017</b>                   |      | -             | 57,514       |

<sup>1</sup> Shares and share options in 2016 are not disclosed, because the member of the Board joined after year-end 2016.

<sup>2</sup> Shares and share options in 2017 are not disclosed, because the member of the Board stepped down before year-end 2017.

## APPROPRIATION OF AVAILABLE EARNINGS

The Board of Directors proposes to the Annual General Meeting of Shareholders on April 17, 2018 to allocate the voluntary retained earnings as follows:

| CHF 1,000  | 2016<br>Approved | 2017<br>Proposed |
|--|------------------|------------------|
| Carried forward from previous year   | 178,169          | 227,089          |
| Net profit   | 69,235           | 4,316            |
| <b>Available retained earnings</b>   | <b>247,404</b>   | <b>231,405</b>   |
| Dividend paid as approved by the annual general meeting of shareholders on April 13, 2016:<br>CHF 1.75 per share with a nominal value of CHF 0.10 each (total 11,608,657 shares eligible for dividend) | (20,315)         |                  |
| Dividend proposed:<br>CHF 2.00 per share with a nominal value of CHF 0.10 each (total 11,664,872 shares eligible for dividend) <sup>1</sup>  |                  | (23,330)         |
| <b>Balance to be carried forward</b>   | <b>227,089</b>   | <b>208,075</b>   |

<sup>1</sup>These numbers are based on the outstanding share capital at December 31, 2017. The number of shares eligible for dividend may change due to the repurchase or sale of treasury shares and the issuance of up to 81,502 new shares from the conditional share capital reserved for employee participation plans.



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To the General Meeting of  
Tecan Group Ltd., Männedorf

Zurich, 8 March 2018

## Report of the statutory auditor on the financial statements

As statutory auditor, we have audited the financial statements of Tecan Group Ltd. (the "Company"), which comprise the balance sheet, income statement and notes (pages 142 to 149), for the year ended 31 December 2017.



### Board of Directors' responsibility

The Board of Directors is responsible for the preparation of the financial statements in accordance with the requirements of Swiss law and the Company's articles of incorporation. This responsibility includes designing, implementing and maintaining an internal control system relevant to the preparation of financial statements that are free from material misstatement, whether due to fraud or error. The Board of Directors is further responsible for selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.



### Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Swiss law and Swiss Auditing Standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal control system relevant to the entity's preparation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control system. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



### Opinion

In our opinion, the financial statements for the year ended 31 December 2017 comply with Swiss law and the Company's articles of incorporation.



### Report on key audit matters based on the circular 1/2015 of the Federal Audit Oversight Authority

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each



matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the financial statements (pages 142 to 149).

#### Valuation of investments in subsidiaries

|                           |  |
|---------------------------|--|
| <b>Area of focus</b>      | <p>As at 31 December 2017, investments in subsidiaries of the Company amounted to CHF 63.5 million and represent 21% of total assets. Investments in subsidiaries are valued at historical cost less any impairment of value. The Company values investments in subsidiaries individually (single-asset-valuation principle). Refer to note 2.2.2 (Investments in subsidiaries) in the financial statements for further details.</p> <p>Investments in subsidiaries are significant to our audit due to the complexity and judgment involved in the Company's impairment test.</p> |
| <b>Our audit response</b> | <p>Our audit procedures included understanding the Company's investment in subsidiaries impairment testing process and the determination of key assumptions. We evaluated the Company's impairment testing model and key assumptions. We further corroborated the Company's key assumptions applied based on internally and externally available evidence and underlying data.</p>   |

**Report on other legal requirements**

We confirm that we meet the legal requirements on licensing according to the Auditor Oversight Act (AOA) and independence (article 728 CO and article 11 AOA) and that there are no circumstances incompatible with our independence.

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

We further confirm that the proposed appropriation of available earnings 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

Andreas Bodenmann  
Licensed audit expert  
(Auditor in charge)

Siro Bonetti  
Licensed audit expert



# Performance of the Tecan share in 2017

The equity markets saw a continuation in 2017 of the upward trend that has been in place for several years, with share prices moving sharply higher once again. The SPI Extra, which encompasses small and mid-cap companies on the SIX Swiss Exchange, surged 29.7%, its best year since 2009. The SMI, which covers Swiss blue-chip stocks, advanced by about 14% for the year.

Shares of Tecan ended the year at CHF 202.70, a gain of 27.6%. The Tecan share price crossed the CHF 200 mark for the first time in September. The daily closing price high for the year was CHF 215.40 in November, and it was also an all-time high for Tecan shares (taking into consideration stock splits).

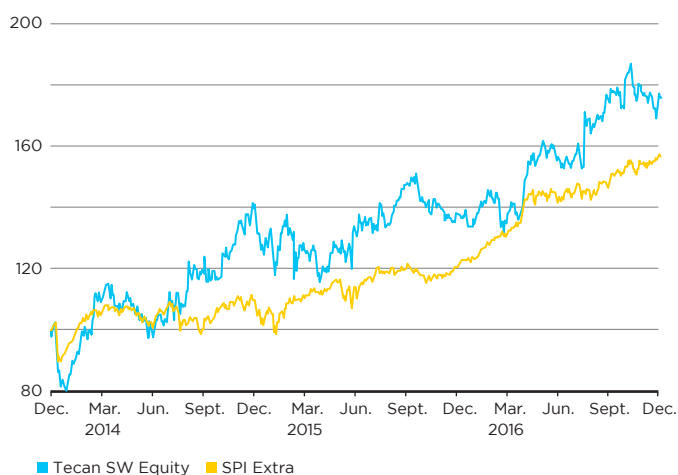
## SHARE INFORMATION

|                  |                    |
|------------------|--------------------|
| Listing:         | SIX Swiss Exchange |
| Stock name:      | Tecan Group        |
| Security number: | 1210019            |
| ISIN:            | CH0012100191       |
| Bloomberg:       | TECN SW            |
| Reuters:         | TECN.S             |

## SHARE PRICE PERFORMANCE BETWEEN 30.12.2016 AND 29.12.2017



## SHARE PRICE PERFORMANCE BETWEEN 2015 AND 2017



## TECAN SHARE

|  | 2015       | 2016       | 2017       |
|--|------------|------------|------------|
| Numbers of shares issued                             | 11,467,577 | 11,541,371 | 11,664,872 |
| Number of treasury shares                            | 0          | 0          | 0          |
| Number of shares outstanding at December 31          | 11,467,577 | 11,541,371 | 11,664,872 |
| Average number of shares outstanding                 | 11,324,970 | 11,502,948 | 11,622,365 |
| Share price at December 31 (CHF)                     | 162.90     | 158.90     | 202.70     |
| High (CHF)   | 163.30     | 174.90     | 217.80     |
| Low (CHF)  | 91.50      | 126.10     | 148.80     |
| Average number of traded shares per day <sup>1</sup> | 27,219     | 21,814     | 20,879     |
| Average trading volume per day (CHF) <sup>1</sup>    | 3,429,327  | 3,338,414  | 3,781,813  |

## INFORMATION PER SHARE

|   | 2015    | 2016              | 2017              |
|---|---------|-------------------|-------------------|
| Basic earnings per share (CHF/share)            | 5.05    | 4.74              | 5.73              |
| Shareholder,s equity at December 31 (CHF 1,000) | 440,673 | 487,085           | 550,341           |
| Dividend (CHF)                                  | 1.75    | 1.75 <sup>2</sup> | 2.00 <sup>2</sup> |
| Dividend yield (%) <sup>3</sup>                 | 1.07 %  | 1.10 %            | 1.00 %            |

## FINANCIAL RATIOS

|  | 2015    | 2016    | 2017    |
|--|---------|---------|---------|
| Market capitalization (CHF million) <sup>4</sup> | 1,868.1 | 1,833.9 | 2,364.5 |
| Enterprise Value (CHF million) <sup>5</sup>      | 1,669.3 | 1,591.6 | 2,073.8 |
| Price Earnings Ratio <sup>6</sup>                | 32.26   | 31.47   | 35.38   |

<sup>1</sup> Including off-exchange trading

<sup>2</sup> Proposal to the Annual General Meeting of Shareholders on April 17, 2018

<sup>3</sup> At share price as of Dec 31

<sup>4</sup> Number of shares issued multiplied with share price as of Dec 31

<sup>5</sup> Market capitalization minus net liquidity

<sup>6</sup> Share price as of Dec 31 divided by basic earnings per share

# Global.



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This Annual Report is available in English and German and can also be found at the website [www.tecan.com](http://www.tecan.com). For the Financial Report, the English report is the authoritative version.



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