Financial reporting

Consolidated income statement

January 1 – December 31

millions of CHF	Notes	2022	2021 [1]
Continuing operations			
Sales from continuing operations	**3, 21**	3’179.9	3’155.3
Cost of goods sold		–2’240.3	–2’208.4
Gross profit from continuing operations		**939.6**	**946.9**
Selling and distribution expenses		–317.0	–309.2
General and administrative expenses		–363.0	–358.8
Research and development expenses	**11**	–66.4	–64.4
Net impairment loss on contract assets and trade accounts receivable	**2**	–39.9	–10.8
Other operating income / (expenses), net	**12**	–42.1	18.1
Operating income (EBIT) from continuing operations		**111.4**	**221.8**
Interest and securities income	**13**	9.7	10.4
Interest expenses	**13**	–27.3	–25.7
Other financial income / (expenses), net	**13**	16.0	–6.4
Share of profit / (loss) of associates	**18**	–2.7	–2.2
Income before income tax expenses from continuing operations		**107.0**	**197.9**
Income tax expenses	**14**	–79.0	–57.2
Net income from continuing operations		**28.0**	**140.7**
Net income from discontinued operations, net of tax	**5**	–	1’278.3
Net income		**28.0**	**1’418.9**
– thereof attributable to shareholders of Sulzer Ltd		28.6	1’416.7
– thereof attributable to non-controlling interests		–0.6	2.2
Earnings per share (in CHF)			
Basic earnings per share	**26**	0.85	41.93
Diluted earnings per share	**26**	0.83	41.28
Earnings per share from continuing operations (in CHF)			
Basic earnings per share from continuing operations	**26**	0.85	4.10
Diluted earnings per share from continuing operations	**26**	0.83	4.03

1) Comparative information has been re-presented: Net impairment loss on contract assets and trade accounts receivable was previously included in selling and distribution expenses.

Consolidated statement of comprehensive income

January 1 – December 31

millions of CHF	Notes	2022	2021
Net income		**28.0**	**1’418.9**
Items that may be reclassified subsequently to the income statement			
Cash flow hedges, net of tax	**30**	–7.5	–2.5
Currency translation differences		–60.3	2.4
Total of items that may be reclassified subsequently to the income statement		**–67.8**	**–0.1**
Items that will not be reclassified to the income statement			
Remeasurements of defined benefit plans, net of tax	**2, 10**	–75.5	88.7
Equity investments at FVOCI – net change in fair value, net of tax	**19**	–11.0	0.6
Total of items that will not be reclassified to the income statement		**–86.5**	**89.3**
Total other comprehensive income		**–154.3**	**89.2**
Total comprehensive income for the period		**–126.2**	**1’508.1**
- thereof attributable to shareholders of Sulzer Ltd		–125.5	1’505.8
- thereof attributable to non-controlling interests		–0.7	2.3

Consolidated balance sheet

December 31

millions of CHF	Notes	2022	2021
Non-current assets			
Goodwill	15	676.9	727.3
Other intangible assets	15	234.3	276.5
Property, plant and equipment	16	360.5	394.0
Lease assets	17	90.1	89.2
Associates	18	41.8	25.5
Other non-current financial assets	19	28.5	18.0
Defined benefit assets	10	1.3	134.3
Non-current receivables		1.0	5.3
Deferred income tax assets	14	149.9	164.2
Total non-current assets		**1'584.2**	**1'834.2**
Current assets			
Inventories	20	522.4	475.6
Current income tax receivables		28.3	26.7
Advance payments to suppliers		64.4	64.7
Contract assets	21	466.1	409.3
Trade accounts receivable	22	585.5	549.2
Other current receivables and prepaid expenses	23	128.7	118.7
Current financial assets	19	14.0	26.7
Cash and cash equivalents	24	1'196.3	1'505.4
Total current assets without disposal group		**3'005.6**	**3'176.2**
Assets of disposal group held for sale	6	30.4	–
Total current assets		**3'036.0**	**3'176.2**
Total assets		**4'620.2**	**5'010.4**
Equity			
Share capital		0.3	0.3
Reserves		1'023.9	1'273.5
Equity attributable to shareholders of Sulzer Ltd		**1'024.3**	**1'273.8**
Non-controlling interests		4.4	5.5
Total equity	25	**1'028.6**	**1'279.3**
Non-current liabilities			
Non-current borrowings	27	1'043.9	1'164.6
Non-current lease liabilities	17	67.2	64.5
Deferred income tax liabilities	14	53.0	84.1
Non-current income tax liabilities	14	2.7	2.2
Defined benefit obligations	10	122.2	180.0
Non-current provisions	28	58.2	68.0
Other non-current liabilities		1.3	5.4
Total non-current liabilities		**1'348.6**	**1'568.8**
Current liabilities			
Current borrowings	27	311.4	345.5
Current lease liabilities	17	22.4	24.3
Current income tax liabilities	14	30.0	40.2
Current provisions	28	155.9	167.8
Contract liabilities	21	382.3	324.5
Trade accounts payable		440.8	431.8
Other current and accrued liabilities	29	874.7	828.1
Total current liabilities without disposal group		**2'217.5**	**2'162.3**
Liabilities of disposal group held for sale	6	25.4	–
Total current liabilities		**2'242.9**	**2'162.3**
Total liabilities		**3'591.5**	**3'731.1**
Total equity and liabilities		**4'620.2**	**5'010.4**

Consolidated statement of changes in equity

January 1 – December 31, 2022

		Attributable to shareholders of Sulzer Ltd							
millions of CHF	Notes	Share capital	Retained earnings	Treasury shares	Cash flow hedge reserve	Currency translation adjustment	**Total**	Non-controlling interests	**Total equity**
Equity as of January 1, 2022		**0.3**	**1'967.7**	**–51.0**	**3.3**	**–646.5**	**1'273.8**	**5.5**	**1'279.3**
Comprehensive income for the period:									
Net income			28.6				28.6	–0.6	28.0
- Cash flow hedges, net of tax	**30**	–	–	–	–7.5	–	–7.5	–	–7.5
- Remeasurements of defined benefit plans, net of tax	**2,10**	–	–75.5	–	–	–	–75.5	–	–75.5
- Equity investments at FVOCI – net change in fair value, net of tax	**19**	–	–11.0	–	–	–	–11.0	–	–11.0
- Currency translation differences		–	–	–	–	–60.2	–60.2	–0.2	–60.3
Other comprehensive income		–	–86.5	–	–7.5	–60.2	–154.1	–0.2	–154.3
Total comprehensive income for the period		**–**	**–57.9**	**–**	**–7.5**	**–60.2**	**–125.5**	**–0.7**	**–126.2**
Transactions with owners of the company:									
Disposal of non-controlling interests without a change of control	**4**	–	–0.4	–	–	–0.0	–0.4	0.8	0.4
Capital increase non-controlling interests		–	–	–	–	–	–	0.5	0.5
Contribution from medmix	**25**	–	0.4	–	–	–	0.4	–	0.4
Transaction costs	**25**	–	–0.7	–	–	–	–0.7	–	–0.7
Allocation of treasury shares to share plan participants		–	–27.6	27.6	–	–	–	–	–
Purchase of treasury shares	**25**	–	–	–19.5	–	–	–19.5	–	–19.5
Share-based payments	**32**	–	14.9	–	–	–	14.9	–	14.9
Dividends	**25**	–	–118.7	–	–	–	–118.7	–1.6	–120.3
Equity as of December 31, 2022	**25**	**0.3**	**1'777.7**	**–42.9**	**–4.1**	**–706.7**	**1'024.3**	**4.4**	**1'028.6**

January 1 – December 31, 2021

		Attributable to shareholders of Sulzer Ltd							
millions of CHF	Notes	Share capital	Retained earnings	Treasury shares	Cash flow hedge reserve	Currency translation adjustment	**Total**	Non-controlling interests	**Total equity**
Equity as of January 1, 2021		**0.3**	**2'083.8**	**–38.3**	**5.9**	**–647.4**	**1'404.3**	**12.9**	**1'417.2**
Comprehensive income for the period:									
Net income			1'416.7				1'416.7	2.2	1'418.9
– Cash flow hedges, net of tax	**30**	–	–	–	–2.5	–	–2.5	–	–2.5
– Remeasurements of defined benefit plans, net of tax	**10**	–	88.7	–	–	–	88.7	–	88.7
– Equity investments at FVOCI – net change in fair value	**19**	–	0.6	–	–	–	0.6	–	0.6
– Currency translation differences		–	–	–	–	2.3	2.3	0.1	2.4
Other comprehensive income		–	89.3	–	–2.5	2.3	89.1	0.1	89.2
Total comprehensive income for the period		**–**	**1'506.0**	**–**	**–2.5**	**2.3**	**1'505.8**	**2.3**	**1'508.1**
Transactions with owners of the company:									
Acquisition of non-controlling interests without a change of control	**4**	–	–10.6	–	–	–1.4	–11.9	–5.4	–17.3
Derecognition of non-controlling interests		–	–	–	–	–	–	–2.1	–2.1
Spin-off Applicator Systems division	**5**	–	–1'485.6	–	–	–	–1'485.6	–	–1'485.6
Transaction costs	**25**	–	–3.4	–	–	–	–3.4	–	–3.4
Allocation of treasury shares to share plan participants		–	–9.1	9.1	–	–	–	–	–
Purchase of treasury shares	**25**	–	–	–21.8	–	–	–21.8	–	–21.8
Share-based payments	**32**	–	21.9	–	–	–	21.9	–	21.9
Dividends	**25**	–	–135.4	–	–	–	–135.4	–2.1	–137.4
Equity as of December 31, 2021	**25**	**0.3**	**1'967.7**	**–51.0**	**3.3**	**–646.5**	**1'273.8**	**5.5**	**1'279.3**

Consolidated statement of cash flows

January 1 – December 31

millions of CHF	Notes	2022	2021
Cash and cash equivalents as of January 1		**1’505.4**	**1’123.2**
Net income		28.0	1’418.9
Gain on net assets derecognized - Spin-off Applicator Systems division	**5**	–	–1’255.1
Interest and securities income		–9.7	–5.3
Interest expenses		27.3	26.5
Income tax expenses		79.0	74.4
Depreciation, amortization and impairments	**15, 16, 17**	159.3	173.0
Income from disposals of tangible and intangible assets		–5.5	–2.7
Changes in inventories		–59.8	–20.8
Changes in advance payments to suppliers		–0.4	–9.5
Changes in contract assets		–60.3	–74.1
Changes in trade accounts receivable		–82.4	17.1
Changes in contract liabilities		86.9	15.5
Changes in trade accounts payable		34.4	–28.0
Changes in employee benefit plans		–7.6	–9.7
Changes in provisions		–14.0	–1.4
Changes in other net current assets		45.4	89.3
Other non-cash items		0.2	9.5
Interest received		9.3	5.2
Interest paid		–24.6	–23.3
Income tax paid		–86.5	–83.7
Total cash flow from operating activities		**119.2**	**315.9**
– thereof discontinued operations		–	49.0
Purchase of intangible assets	**15**	–8.7	–6.9
Sale of intangible assets	**15**	0.0	0.2
Purchase of property, plant and equipment	**16**	–61.2	–79.2
Sale of property, plant and equipment	**16**	9.0	8.7
Acquisitions of subsidiaries, net of cash acquired	**4**	–4.2	–123.9
Divestitures of subsidiaries, net of cash derecognized	**4**	3.2	–1.2
Spin-off Applicator Systems division	**5**	–	–85.9
Acquisitions of associates	**18**	–20.9	–6.9
Dividends from associates	**18**	0.1	0.5
Purchase of other non-current financial assets	**19**	–6.7	–6.0
Repayments of other non-current financial assets	**19**	3.2	0.3
Purchase of current financial assets	**19**	–2.9	–0.2
Repayments of current financial assets	**19**	1.2	732.7
Total cash flow from investing activities		**–87.8**	**432.3**
– thereof discontinued operations		–	9.7

Dividends paid to shareholders of Sulzer Ltd	25	–80.6	–91.9
Dividends paid to non-controlling interests in subsidiaries		–1.6	–2.1
Purchase of treasury shares	25	–19.5	–21.8
Payments of lease liabilities	17	–32.1	–41.1
Divestiture (Acquisition) of non-controlling interests	4	0.4	–17.3
Capital increase non-controlling interests		0.5	–
Proceeds from non-current borrowings	27	169.6	0.0
Repayments of non-current borrowings	27	0.0	–0.0
Proceeds from current borrowings	27	1'054.0	54.8
Repayments of current borrowings	27	–1'376.1	–263.1
Total cash flow from financing activities		**–285.4**	**–382.5**
– thereof discontinued operations		–	9.7
Exchange gains / (losses) on cash and cash equivalents		–26.4	16.5
Net change in cash and cash equivalents		**–280.5**	**382.2**
Cash and cash equivalents as of December 31	24	**1'224.9**	**1'505.4**
Cash and cash equivalents classified as held for sale		–28.6	–
Cash and cash equivalents as of December 31 as per balance sheet		**1'196.3**	**1'505.4**

For the calculation of free cash flow (FCF), reference is made to the section “Financial review”.

Notes to the consolidated financial statements

Notes to the consolidated financial statements

1 General information

Sulzer Ltd (the “company”) is a company domiciled in Switzerland. The address of the company’s registered office is Neuwiesenstrasse 15 in Winterthur, Switzerland. The consolidated financial statements for the year ended December 31, 2022, comprise the company and its subsidiaries (together referred to as the “group” and individually as the “subsidiaries”) and the group’s interest in associates and joint ventures. The group specializes in pumping, agitation, mixing, separation and purification technologies for fluids of all types. Sulzer was founded in 1834 in Winterthur, Switzerland, and employs around 12'900 people. The company serves clients in 180 production and service sites around the world. Sulzer Ltd is listed on SIX Swiss Exchange in Zurich, Switzerland (symbol: SUN).

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS). They were authorized for issue by the Board of Directors on February 16, 2023.

Details of the group’s accounting policies are included in note 35.

2 Significant events and transactions during the reporting period

The financial position and performance of the group were particularly affected by the following events and transactions during the reporting period:

- On April 6, 2022, Sulzer announced that it would significantly reduce its business in Russia, followed by an announcement on May 24, 2022, that it was initiating the process to sell four legal entities in Russia – AO Sulzer Pumps, Sulzer Chemtech, Sulzer Turbo Services Russia and Sulzer Pumps Russia. The four legal entities were classified as a disposal group held for sale in June 2022, and upon classification as held for sale, impairments amounting to CHF 88.9 million were recorded on goodwill, other intangible assets, property, plant and equipment, inventory and other assets. As of December 31, 2022, the net impairment loss recorded on contract assets and trade accounts receivables included in the disposal group classified as held for sale amounts to CHF 37.4 million included in the total net impairment loss of CHF 39.9 million recorded for the group (2021: CHF 10.8 million). Deferred tax assets of CHF 5.1 million in connection with the Russian business were reversed. This impact was offset by a positive foreign exchange effect of CHF 21.0 million arising from movements of unhedged intercompany loans. Further details are provided in note 6 and note 13.
- On May 19, 2022, the group announced its intention to wind down its business in Poland, which consists of two entities: Sulzer Turbo Services Poland and Sulzer Pumps Wastewater Poland. The group assessed that it no longer controls the two entities, which resulted in a loss from deconsolidation of CHF 6.2 million and wind down costs of CHF 1.0 million. Further details are provided in note 4 and note 12.
- An asset ceiling of CHF 197.9 million was recorded on Swiss pension plans leading to a decrease in pension assets. The change in asset ceiling is the result of an increase in the discount rate and is reflected in other comprehensive income, net of the associated tax impact. Further details are provided in note 10.

For a detailed discussion about the group's performance and financial position, please refer to the section "Financial review".

3 Segment information

Segment information by divisions

	Flow Equipment		Services		Chemtech	
millions of CHF	**2022**	**2021**	**2022**	**2021**	**2022**	**2021**
Order intake from continuing operations (unaudited) [1]	**1’419.2**	**1’324.7**	**1’171.3**	**1’163.4**	**834.9**	**679.5**
Nominal growth (unaudited)	7.1%	2.1%	0.7%	2.9%	22.9%	9.5%
Currency-adjusted growth (unaudited)	9.4%	1.8%	1.8%	2.8%	21.7%	8.8%
Organic growth (unaudited) [2]	8.9%	–3.9%	1.6%	2.0%	22.5%	8.8%
Order backlog as of December 31 (unaudited)	850.1	811.5	492.9	479.5	501.7	433.2
Sales recognized at a point in time	843.4	993.5	825.9	898.8	357.5	377.0
Sales recognized over time	479.5	395.5	291.1	219.0	382.4	271.6
Sales from continuing operations [3]	**1’323.0**	**1’389.0**	**1’117.0**	**1’117.7**	**739.9**	**648.5**
Nominal growth	–4.8%	7.1%	–0.1%	3.7%	14.1%	9.4%
Currency-adjusted growth (unaudited)	–3.1%	6.9%	0.8%	3.5%	12.9%	8.4%
Organic growth (unaudited) [2]	–3.4%	2.0%	0.7%	2.7%	14.8%	8.4%
Operational profit from continuing operations (unaudited)	**87.4**	**81.4**	**159.0**	**158.7**	**80.0**	**64.8**
Operational profitability from continuing operations (unaudited)	**6.6%**	**5.9%**	**14.2%**	**14.2%**	**10.8%**	**10.0%**
Restructuring expenses	0.3	–7.5	–1.3	–0.6	0.8	–1.3
Amortization	–26.7	–38.1	–4.4	–4.9	–6.9	–6.7
Impairments on tangible and intangible assets	–8.0	–0.9	–24.2	–2.8	–12.3	–0.5
Non-operational items (unaudited)	–20.4	0.1	–75.1	–2.3	–23.4	–2.7
EBIT from continuing operations	**32.6**	**35.1**	**54.0**	**148.2**	**38.3**	**53.6**
Depreciation	–30.4	–33.4	–29.0	–31.5	–13.4	–12.8
Operating assets	1’554.1	1’573.9	980.0	939.5	579.7	552.8
Unallocated assets	–	–	–	–	–	–
Total assets as of December 31	**1’554.1**	**1’573.9**	**980.0**	**939.5**	**579.7**	**552.8**
Operating liabilities	730.9	745.0	456.4	403.3	439.8	404.0
Unallocated liabilities	–	–	–	–	–	–
Total liabilities as of December 31	**730.9**	**745.0**	**456.4**	**403.3**	**439.8**	**404.0**
Operating net assets	823.2	829.0	523.7	536.2	139.9	148.7
Unallocated net assets	–	–	–	–	–	–
Total net assets as of December 31	**823.2**	**829.0**	**523.7**	**536.2**	**139.9**	**148.7**
Capital expenditure (incl. lease assets)	–37.9	–33.9	–42.0	–57.1	–16.8	–20.7
Employees (number of full-time equivalents) as of December 31	5’263	5’325	4’559	4’571	2’852	3’734

1) Order intake from external customers.
2) Adjusted for currency and acquisition effects.
3) Sales from external customers.

Segment information by divisions

millions of CHF	Total divisions 2022	Total divisions 2021	Others [4] 2022	Others [4] 2021	Total Sulzer 2022	Total Sulzer 2021
Order intake from continuing operations (unaudited) [1]	**3'425.4**	**3'167.6**	**–**	**–**	**3'425.4**	**3'167.6**
Nominal growth (unaudited)	8.1%	3.9%	–	–	8.1%	3.9%
Currency-adjusted growth (unaudited)	9.2%	3.6%	–	–	9.2%	3.6%
Organic growth (unaudited) [2]	9.1%	0.9%	–	–	9.1%	0.9%
Order backlog as of December 31 (unaudited)	1'844.7	1'724.1	–	–	1'844.7	1'724.1
Sales recognized at a point in time	2'026.8	2'269.3	–	–	2'026.8	2'269.3
Sales recognized over time	1'153.1	886.0	–	–	1'153.1	886.0
Sales from continuing operations [3]	**3'179.9**	**3'155.3**	**–**	**–**	**3'179.9**	**3'155.3**
Nominal growth	0.8%	6.3%	–	–	0.8%	6.3%
Currency-adjusted growth (unaudited)	1.6%	6.0%	–	–	1.6%	6.0%
Organic growth (unaudited) [2]	1.8%	3.5%	–	–	1.8%	3.5%
Operational profit from continuing operations (unaudited)	**326.4**	**304.9**	**–8.8**	**–11.6**	**317.6**	**293.3**
Operational profitability from continuing operations (unaudited)	**10.3%**	**9.7%**	**n/a**	**n/a**	**10.0%**	**9.3%**
Restructuring expenses	–0.1	–9.4	0.0	–0.0	–0.1	–9.5
Amortization	–38.0	–49.6	–0.8	–0.6	–38.8	–50.2
Impairments on tangible and intangible assets	–44.5	–4.2	–	–	–44.5	–4.2
Non-operational items (unaudited)	–119.0	–4.8	–3.8	–2.9	–122.8	–7.7
EBIT from continuing operations	**124.8**	**236.9**	**–13.5**	**–15.0**	**111.4**	**221.8**
Depreciation	–72.8	–77.7	–3.2	–3.3	–76.0	–81.0
Operating assets	3'113.8	3'066.2	–47.5	180.3	3'066.3	3'246.5
Unallocated assets	–	–	1'553.8	1'763.9	1'553.8	1'763.9
Total assets as of December 31	**3'113.8**	**3'066.2**	**1'506.4**	**1'944.3**	**4'620.2**	**5'010.4**
Operating liabilities	1'627.0	1'552.3	8.0	196.8	1'635.0	1'749.1
Unallocated liabilities	–	–	1'956.5	1'982.0	1'956.5	1'982.0
Total liabilities as of December 31	**1'627.0**	**1'552.3**	**1'964.5**	**2'178.8**	**3'591.5**	**3'731.1**
Operating net assets	1'486.8	1'513.9	–55.5	–16.4	1'431.4	1'497.5
Unallocated net assets	–	–	–402.7	–218.1	–402.7	–218.1
Total net assets as of December 31	**1'486.8**	**1'513.9**	**–458.2**	**–234.6**	**1'028.6**	**1'279.3**
Capital expenditure (incl. lease assets)	–96.7	–111.7	–3.3	–7.7	–100.0	–119.4
Employees (number of full-time equivalents) as of December 31	12'674	13'631	194	185	12'868	13'816

1) Order intake from external customers.
2) Adjusted for currency and acquisition effects.
3) Sales from external customers.
4) The most significant activities under "Others" relate to Corporate Center.

For the definition of operational profit from continuing operations, operational profitability from continuing operations, currency-adjusted growth and organic growth, reference is made to the section "Supplementary information" and for the reconciliation statements to the section "Financial review".

Information about reportable segments

Operating segments are determined based on the reports reviewed by the Chief Executive Officer that are used to measure performance, make strategic decisions and allocate resources to the segments. The business is managed on a divisional basis and the reported segments have been identified as follows:

Flow Equipment

The Flow Equipment division (renamed in 2021 from Pumps Equipment) specializes in pumping solutions specifically engineered for the processes of its customers. The division provides pumps, agitators, compressors, grinders, screens and filters developed through intensive research and development in fluid dynamics and advanced materials. The focus is on pumping solutions for water, oil and gas, power, chemicals and most industrial segments.

Services

The Services division (renamed in 2021 from Rotating Equipment Services) provides cutting-edge parts as well as maintenance and repair solutions for pumps, turbines, compressors, motors and generators, through a network of over 100 service sites around the world. The division services Sulzer original equipment, but also all associated third-party rotating equipment run by the customers, maximizing its sustainability and life-cycle cost-effectiveness. The division’s technology-based solutions, fast execution and expertise in complex maintenance projects are available at its customers’ doorsteps.

Chemtech

The Chemtech division focuses on innovative mass transfer, static mixing and polymer solutions for chemicals, petrochemicals, refining and LNG. Chemtech also provides ecological solutions such as bio-based chemicals, polymers and fuels, recycling technologies for textiles and plastic as well as carbon capture and utilization/storage, contributing to a circular and sustainable economy. The division’s product offering ranges from process components to complete process plants and technology licensing.

Others

Certain expenses related to the Corporate Center are not attributable to a particular segment and are reviewed as a whole across the group. Also included are the eliminations for operating assets and liabilities.

The Chief Executive Officer primarily uses operational profit to assess the performance of the operating segments. However, the Chief Executive Officer also receives information about the segments’ order intake and backlog, sales, and operating assets and liabilities on a monthly basis.

Sales from external customers reported to the Chief Executive Officer are measured in a manner consistent with that in the income statement. There are no significant sales between the segments. No individual customer represents a significant portion of the group’s sales.

Operating assets and liabilities are assets or liabilities related to the operating activities of an entity and contributing to the EBIT.

Segment information by region

The allocation of assets is based on their geographical location. Non-current assets exclude deferred income tax assets, non-current receivables, defined benefit assets and other non-current financial assets. The allocation of sales from external customers is based on the location of the customer.

Non-current assets by region

millions of CHF	2022	2021
Europe, the Middle East and Africa	**853.5**	**941.9**
– thereof Switzerland	220.5	201.5
– thereof United Kingdom	180.1	203.0
– thereof Sweden	125.7	162.2
– thereof Finland	114.6	109.0
– thereof the Netherlands	84.6	100.8
Americas	**413.4**	**425.9**
– thereof USA	376.6	390.3
Asia-Pacific	**136.7**	**144.6**
– thereof China	52.4	53.6
Total	**1’403.6**	**1’512.4**

Sales by region

millions of CHF	Flow Equipment 2022	Services 2022	Chemtech 2022	Total Sulzer 2022
Europe, the Middle East and Africa	**602.0**	**439.9**	**166.0**	**1'207.9**
– thereof United Kingdom	36.3	112.9	15.7	164.9
– thereof Germany	87.8	43.1	17.0	147.9
– thereof Saudi Arabia	66.3	23.7	20.3	110.3
– thereof France	32.3	31.3	8.6	72.2
– thereof Russia	31.2	23.2	14.0	68.4
Americas	**420.9**	**525.5**	**196.4**	**1'142.8**
– thereof USA	223.6	397.1	141.3	761.9
Asia-Pacific	**300.1**	**151.6**	**377.5**	**829.2**
– thereof China	202.2	28.3	254.6	485.1
Total	**1'323.0**	**1'117.0**	**739.9**	**3'179.9**

millions of CHF	Flow Equipment 2021	Services 2021	Chemtech 2021	Total Sulzer 2021
Europe, the Middle East and Africa	**671.8**	**485.6**	**140.0**	**1'297.5**
– thereof United Kingdom	25.7	112.1	5.3	143.1
– thereof Germany	65.6	55.7	26.7	148.0
– thereof Saudi Arabia	118.7	25.4	15.2	159.3
– thereof France	27.3	30.8	9.1	67.2
– thereof Russia	34.2	35.6	15.9	85.6
Americas	**386.0**	**473.5**	**118.6**	**978.1**
– thereof USA	236.0	368.3	63.0	667.4
Asia-Pacific	**331.1**	**158.6**	**390.0**	**879.7**
– thereof China	227.3	30.7	265.8	523.7
Total	**1'389.0**	**1'117.7**	**648.5**	**3'155.3**

Segment information by market segment

The following table shows the allocation of sales from external customers by market segment.

Sales by market segment – Flow Equipment

millions of CHF	2022	2021
Energy	453.4	507.9
Water	489.8	497.0
Industry	379.7	384.1
Total Flow Equipment	**1’323.0**	**1’389.0**

Sales by market segment – Services

millions of CHF	2022	2021
Pumps Services	593.7	601.0
Other Equipment	523.4	516.7
Total Services	**1’117.0**	**1’117.7**

Sales by market segment – Chemtech

millions of CHF	2022	2021
Chemicals	398.4	366.4
Gas and Refining	130.4	128.1
Services	108.5	96.7
Renewables	73.9	38.3
Water	28.6	19.1
Total Chemtech	**739.9**	**648.5**

4 Acquisitions and divestitures of subsidiaries and transactions with non-controlling interests

Cash flow from acquisitions of subsidiaries

millions of CHF	2022	2021
Cash consideration paid	–	–138.4
Contingent consideration paid	–4.2	–0.5
Cash acquired	–	15.0
Total cash flow from acquisitions, net of cash acquired	**–4.2**	**–123.9**

No acquisitions of businesses were made in the year 2022, contingent consideration was paid in 2022 for the GTC Technology US, LLC acquisition in 2019.

Contingent consideration

millions of CHF	2022	2021
Balance as of January 1	5.9	6.6
Assumed in a business combination	–	1.9
Derecognized as discontinued operations	–	–2.2
Payment of contingent consideration	–4.2	–0.5
Currency translation differences	0.2	0.1
Total contingent consideration as of December 31	**1.9**	**5.9**
– thereof non-current	–	1.9
– thereof current	1.9	4.0

The outstanding contingent consideration relates to acquisitions in 2021. It is expected to be paid in 2023. It is presented in other current liabilities.

Acquisitions in 2021

The following table summarizes the recognized amounts of assets acquired and liabilities assumed at the date of acquisition, including the resulting goodwill and the total consideration paid.

Net assets acquired

millions of CHF	Nordic Water	Others	**Total**
Intangible assets	72.3	7.4	79.7
Property, plant and equipment	1.2	1.4	2.5
Lease assets	2.9	1.5	4.4
Deferred income tax assets	0.1	–	0.1
Cash and cash equivalents	14.1	0.9	15.0
Trade accounts receivable	7.3	0.1	7.4
Other current assets	19.9	1.3	21.2
Lease liabilities	–2.9	–1.4	–4.4
Provisions	–1.9	–0.2	–2.1
Deferred income tax liabilities	–18.7	–1.0	–19.7
Other liabilities	–20.1	–0.4	–20.5
Net identifiable assets	**74.3**	**9.4**	**83.6**
Goodwill recognized in balance sheet	54.9	1.7	56.6
Total consideration	**129.2**	**11.1**	**140.2**
Purchase price paid in cash	129.2	9.2	138.4
Contingent consideration	–	1.9	1.9
Total consideration	**129.2**	**11.1**	**140.2**

Divestitures in 2022

In the first half of 2022, the group sold its 100% shareholding in the Brazilian subsidiary Sulzer Services Brasil, Triunfo. The disposal resulted in a loss of CHF 0.6 million, including a loss of CHF 1.0 million from the reclassification of currency translation differences into the income statement. The loss is recorded in other operating expenses. In the first half of 2022, the group announced its intention to wind down its business in Poland, comprising of the two subsidiaries Sulzer Turbo Services Poland and Sulzer Pumps Wastewater Poland. The group assessed that it no longer has control over the two subsidiaries and deconsolidated the Polish business at the end of the first half of 2022. The investment retained was classified as investment in associates, the fair value of the investment retained at the date of the loss of control amounted to zero. The deconsolidation resulted in a loss of CHF 6.2 million and includes a loss of CHF 1.2 million from the reclassification of currency translation differences into the income statement. The loss is recorded in other operating expenses.

Cash flow from divestments

millions of CHF	2022	2021
Cash consideration received	7.8	1.6
Cash disposed of	–4.6	–2.8
Total cash flow from divestitures, net of cash derecognized	**3.2**	**–1.2**

Net assets derecognized

The assets and liabilities derecognized during the year 2022 as part of the divestitures are reflected in the below table.

millions of CHF	Total
Property, plant and equipment	2.5
Deferred income tax assets	0.2
Inventories and advance payments to suppliers	2.0
Trade accounts receivable	9.0
Contract assets	0.6
Other current receivables	1.9
Cash and cash equivalents	4.7
Non-current provisions	–0.3
Trade payables	–2.6
Contract liabilities	–0.7
Other current liabilities	–4.8
Net assets derecognized	**12.5**

Transactions with non-controlling interests

millions of CHF	2022	2021
Carrying amount of non-controlling interests acquired (disposed)	–0.8	5.4
Consideration received (paid) for non-controlling interests in cash	0.4	–17.3
Increase (Decrease) in equity attributable to owners of Sulzer Ltd	**–0.4**	**–11.9**

5 Discontinued operations

On September 20, 2021, at their Extraordinary General Meeting, Sulzer Ltd shareholders approved the 100% spin-off of the Applicator Systems (APS) division (later renamed medmix) through a 1:1 share split, granting Sulzer shareholders one medmix share in addition to each Sulzer share held.

The group has separated the financial data for 2021 into “continuing” and “discontinued” operations. Discontinued operations include the operational results from the Applicator Systems division, certain corporate activities attributable to the Applicator Systems division prior to the spin-off on September 20, 2021 and the gain on net assets derecognized as of September 20, 2021.

The Applicator System Division (now medmix) develops and delivers innovative products and services for liquid application and mixing solutions within the healthcare, adhesives and beauty markets through its well-known brands (Mixpac, Transcodent, Cox, medmix, Haselmeier and Geka).

Income statement of discontinued operations

millions of CHF	2022	2021 1)
Sales	–	337.9
Cost of goods sold	–	–201.5
Gross profit from discontinued operations	**–**	**136.5**
Selling and distribution expenses	–	–28.3
General and administrative expenses	–	–30.9
Research and development expenses	–	–18.9
Net impairment loss on contract assets and trade accounts receivable	–	–0.1
Other operating income / (expenses), net	–	–12.0
Operating income (EBIT) from discontinued operations	**–**	**46.2**
Interest and securities income	–	0.1
Interest expenses	–	–5.9
Other financial income / (expenses), net	–	–0.0
Income before income tax expenses from discontinued operations	**–**	**40.3**
Income tax expenses	–	–17.1
Net income from discontinued operations before gain on net assets derecognized	**–**	**23.2**
Gain on net assets derecognized	–	1’255.1
Net income from discontinued operations, net of tax	**–**	**1’278.3**

1) The consolidated income statement amounts are for the period January 1, 2021, to September 20, 2021, the completion date of the spin-off. The information has been re-presented: Net impairment loss on contract assets and trade accounts receivable was previously included in selling and distribution expenses.

Net assets derecognized

The following table presents the Applicator Systems division net assets at the date of spin-off on September 20, 2021.

millions of CHF	September 20, 2021
Goodwill	265.4
Other intangible assets	143.9
Property, plant and equipment	165.0
Lease assets	51.6
Deferred income tax assets	6.6
Other non-current assets	0.1
Cash and cash equivalents	85.9
Inventories	71.8
Trade accounts receivable	40.7
Other current assets	11.3
Borrowings	–439.8
Lease liabilities	–51.1
Provisions	–13.7
Non-current income tax liabilities	–1.9
Deferred income tax liabilities	–24.1
Other liabilities	–67.3
Net assets derecognized	**244.2**

Gain on net assets derecognized

millions of CHF	September 20, 2021
Net assets derecognized	–244.2
Derecognition of distribution liability	1’485.6
Difference between net assets and distribution liability	**1’241.4**
Recognition of medmix Ltd shares	21.9
Currency translation differences recycled into the income statement	–7.2
Cash flow hedges, net of tax recycled into the income statement	–1.1
Gain on net assets derecognized	**1’255.1**

Following the approval of the Sulzer Ltd shareholders to spin-off the Applicator Systems division through a 1:1 share split, the group recognized a distribution liability at fair value amounting to CHF 1’485.6 million. The distribution liability was recognized as a deduction to retained earnings and exceeded the carrying value of the Applicator Systems division of CHF 244.2 million by CHF 1’241.4 million.

At the time of the spin-off on September 20, 2021, the group held 498’736 treasury shares. Through the spin-off the group received 498’736 medmix Ltd shares, which were recognized at fair value based on the closing price at the first trading date on September 30, 2021. At initial recognition, the fair value of CHF 21.9 million was reported as a financial asset. Management has designated this investment at fair value through other comprehensive income (see note 19).

The total non-taxable, non-cash gain recognized at the distribution date of the spin-off of the Applicator Systems division recorded in net income from discontinued operations, net of tax, amounted to CHF 1’255.1 million.

6 Disposal group held for sale

The assets and liabilities of the disposal group held for sale are composed of the Russian business classified as held for sale. On May 24, 2022, the group announced its intention to exit the Russian market and initiated the search for potential buyers for the four legal entities in the country. The Russian business is comprised of four legal entities with operations in the reporting segments Flow Equipment, Services and Chemtech which includes two service centers and one production facility, and the assets and liabilities of these operations expected to be transferred as part of a sale have been classified as held for sale in June 2022. In February 2023, Sulzer signed an agreement to sell its business in Russia to a local third party. The transaction is subject to regulatory approvals by the Russian Government Subcommission for Control over Foreign Investments and the Federal Antimonopoly Service (FAS).

With the classification as held for sale in June, the disposal group was measured at the lower fair value less costs to sell, resulting in the recognition of impairments amounting to CHF 88.9 million on that date, with CHF 32.2 million recorded in other operating expenses, CHF 38.8 million in costs of goods sold, CHF 15.7 million in general and administrative expenses and CHF 2.2 million in income tax expenses. The write-offs were mainly recorded on goodwill, other intangible assets, property, plant and equipment, lease assets, inventory and advance payments from customers. In addition, the group recognized net impairment losses on contract assets and trade accounts receivables related to the Russian business. These impairment losses amounted to CHF 37.4 million as of December 31, 2022. Deferred tax assets in the amount of CHF 5.1 million were reversed as of year end 2022. Reference is made to note 12 and note 20 and the respective balance sheet notes.

The cumulative income recognized in other comprehensive income related to the disposal group amounts to CHF 11.8 million as of December 31, 2022, consisting entirely of items to be reclassified to the income statement at the date of the sale. The assets and liabilities classified as held for sale as of December 31, 2022, are presented in the table below.

millions of CHF	**2022**
Cash and cash equivalents	28.6
Trade accounts receivable	1.8
Total assets of disposal group held for sale	**30.4**
Non-current lease liabilities	0.3
Current lease liabilities	0.2
Current provisions	0.3
Trade accounts payable and contract liabilities	15.8
Other current and accrued liabilites	8.9
Total liabilities of disposal group held for sale	**25.4**

While the cash and cash equivalents classified as held for sale can be used without restriction in the respective country, they are not available for general use by other entities within the group.

7 Critical accounting estimates and judgments

All estimates and assessments are continually reviewed and are based on historical experience and other factors, including expectations regarding future events that appear reasonable under the given circumstances. The group makes estimates and assumptions that relate to the future. By their nature, these estimates will only rarely correspond to actual subsequent events. The estimates and assumptions that carry a significant risk, in the form of a substantial adjustment to the measurement of assets and liabilities within the next financial year, are set out below.

Employee benefit plans

Assets, liabilities and costs for defined benefit pension plans and other post-employment plans are determined on an actuarial basis using a number of assumptions. Assumptions used in determining the defined benefit assets/obligations include the discount rate, future salary and pension increases, and mortality rates. The assumptions are reviewed and reassessed at the end of each year based on observable market data, i.e., market yields of high-quality corporate bonds denominated in the corresponding currency and asset management studies. Further details are provided in note 10 and note 35.

Income taxes

The group is subject to income taxes in numerous jurisdictions. Assumptions are required in order to determine income tax provisions. There are transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The group recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made. Management believes that the estimates are reasonable, and that the recognized liabilities for income tax-related uncertainties are adequate. Further details are disclosed in note 14.

Goodwill and other intangible assets

The group carries out an annual impairment test on goodwill in the first quarter of the year (after the budget and the three-year strategic plan have been approved by the Board of Directors in February), or when indications of a potential impairment exist. The recoverable amount from cash-generating units is measured on the basis of value-in-use calculations, with the terminal growth rate, the discount rate, and the projected cash flows as the main variables. Information about assumptions and estimation uncertainties that have significant risk of resulting in a material adjustment are disclosed in note 15. The accounting policies are disclosed in note 35.

Lease assets and lease liabilities

The group has applied judgment to determine the lease term for lease contracts that include renewal and termination options. The assessment of whether the group is reasonably certain to exercise such options impacts the lease term, which significantly affects the amount of lease liabilities and lease assets recognized. This assessment depends on economic incentives, such as removal and relocation costs. Further details are disclosed in note 17 and note 35.

Sales

At contract inception, the group assesses the goods or services promised in a contract with a customer and identifies each promise to transfer to the customer as a performance obligation. The group considers the terms of the contract and all other relevant facts, including the economic substance of the transaction. Judgment is needed to determine whether there is a single performance obligation or multiple separate performance obligations. In typical engineering contracts, engineering, production and installation are treated as one single performance obligation.

If the consideration promised in a contract includes a variable amount (e.g., expected liquidated damages, early payment discounts, volume discounts), the group estimates the amount of consideration to which the group will be entitled in exchange for transferring the promised goods or services to a customer. The amount of the variable consideration is estimated by using either of the following methods, depending on which method the group expects to better predict the amount of consideration to which it will be entitled: the expected value or the most likely amount. The method selected is applied consistently throughout the contract and to similar types of contracts when estimating the effect of uncertainty on the amount of variable consideration to which the group is entitled. Depending on the outcome of the respective transactions, actual payments may differ from these estimates.

To allocate the transaction price to each performance obligation on a relative stand-alone selling price basis, the group determines the stand-alone selling price at contract inception of the distinct good or service underlying each performance obligation in the contract and allocates the transaction price in proportion to those stand-alone selling prices. If the stand-alone selling price is not directly observable, then the group estimates the amount with the expected cost-plus-margin method.

The group recognizes sales either over time or at a point in time. Sales are recognized over time if any of the conditions described in note 35 are met. The most critical estimate in determining whether sales should be recorded over time or at a point in time, is the existence of a right to payment. The group estimates if an enforceable right to payment (including reasonable profit margin) for performance to date exists in case the customer terminates the contract for convenience. For this estimate, the group reviews the contracts and considers relevant laws, legal precedents and customary business practice.

Applying the over time method requires the group to estimate the proportional sales and costs. To measure the stage of completion, generally, the cost-to-cost method is applied. Work progress of sub-suppliers is considered in determining the stage of completion. If circumstances arise that may change the original estimates of sales, costs or extent of progress toward completion, estimates are revised. These revisions may result in increases or decreases in estimated sales or costs and are reflected in income in the period in which the circumstances that give rise to the revision become known by management.

Further details are disclosed in note 21 and note 35.

Provisions

Provisions are made, among other reasons, for warranties, disputes, litigation and restructuring. A provision is recognized in the balance sheet when the group has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. The nature of these costs is such that judgment has to be applied to estimate the timing and amount of cash outflows. Depending on the outcome of the respective transactions, actual payments may differ from these estimates. Further details are disclosed in note 28 and note 35.

8 Financial risk management

8.1 Financial risk factors

The group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, interest rate risk, cash flow interest rate risk, and price risk), credit risk and liquidity risk. The group's overall risk management program 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 hedge certain risk exposures.

Risk management is carried out by a central treasury department (Group Treasury). Group Treasury identifies, evaluates and hedges financial risks in close cooperation with the group's subsidiaries. Principles for overall risk management and policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity exist in writing.

a) Market risk

(I) Foreign exchange risk
The group operates internationally and is exposed to foreign exchange risk arising from various currency exposures. The group is exposed to transactional foreign currency risk to the extent that sales, purchases, license fees, borrowings and other balance sheet items are denominated in currencies other than the functional currencies of group companies. The functional currencies of group companies are primarily CHF, USD, EUR, CNY and INR. Management has set up a policy to require subsidiaries to manage their foreign exchange risk against their functional currency. The subsidiaries are required to hedge their major foreign exchange risk exposure using forward contracts or other standard instruments, usually transacted with Group Treasury. The group's management policy is to apply the following hedge ratios:

Contractual FX exposure

- 90% to 100% of the exposure

Non-contractual FX exposure

- 100% of the forecasted exposure for the next 1–3 months
- 60% of the forecasted exposure for the next 4–6 months
- 40% of the forecasted exposure for the next 7–12 months

The group uses forward exchange contracts to hedge its currency risk, most with a maturity of less than one year from the reporting date. The contracts are generally designated for hedge accounting as cash flow hedges. The group determines the existence of an economic relationship between the hedging instruments and the hedged item based on the currency, amount and timing of the respective cash flows. For hedges of foreign currency purchases, the group enters into hedge relationships where the critical terms of the hedging instrument match exactly with the terms of the hedged item. The group therefore performs a qualitative assessment of effectiveness. If changes in circumstances affect the terms of the hedged item such that the critical terms no longer match exactly with the critical terms of the hedging instrument, the group uses the hypothetical derivative method to assess effectiveness. In hedges of foreign currency purchases, ineffectiveness may arise if the timing of the forecast transaction changes from what was originally estimated.

External foreign exchange contracts are designated as hedges of foreign exchange risk on specific assets, liabilities or future transactions on a gross basis. The group has certain investments in foreign operations, whose net assets are exposed to foreign currency translation risk. If required, currency exposure arising from the net assets of the group's foreign operations is managed primarily through borrowings denominated in the relevant foreign currencies. Derivative financial instruments are only used on an ad hoc basis to manage foreign currency translation risk.

The following tables show the hypothetical influence on the income statement for 2022 and 2021 related to foreign exchange risk of financial instruments. The volatility used for the calculation is the one-year historic volatility on December 31 for the relevant currency pair and year. For 2022, the currency pair with the most significant exposure and inherent risk was the EUR versus the RUB. If, on December 31, 2022, the EUR had increased by 54.5% against the RUB with all other variables held constant, profit after tax for the year would have been CHF 2.3 million higher due to foreign exchange gains on EUR-denominated financial assets. A decrease of the rate would have caused a loss of the same amount.

Hypothetical impact of foreign exchange risk on income statement

millions of CHF				**2022**
Currency pair	EUR/RUB	USD/BRL	EUR/BRL	USD/BHD
Exposure	5.9	7.8	–6.0	7.8
Volatility	54.5%	18.9%	19.1%	10.0%
Effect on profit after tax (rate increase)	2.3	1.1	–0.8	0.6
Effect on profit after tax (rate decrease)	–2.3	–1.1	0.8	–0.6

millions of CHF				**2021**
Currency pair	USD/BRL	USD/KRW	EUR/INR	USD/INR
Exposure	7.2	5.3	–5.4	–5.7
Volatility	16.8%	6.4%	5.8%	4.8%
Effect on profit after tax (rate increase)	0.9	0.4	–0.4	–0.4
Effect on profit after tax (rate decrease)	–0.9	–0.4	0.4	0.4

The following tables show the hypothetical influence on equity for 2022 and 2021 related to foreign exchange risk of financial instruments for the most important currency pairs as of December 31 of the respective year. The volatility used for the calculation is the one-year historic volatility on December 31 for the relevant currency pair and year. Most of the hypothetical effect on equity is a result of fair value changes of derivative financial instruments designated as hedges of future cash flows in foreign currencies.

Hypothetical impact of foreign exchange risk on equity

millions of CHF							2022
Currency pair	GBP/USD	EUR/USD	USD/MXN	EUR/CHF	USD/INR	GBP/EUR	USD/CHF
Exposure	156.3	47.6	–42.7	–57.9	–46.9	–28.7	–22.9
Volatility	12.5%	10.1%	10.4%	7.6%	5.2%	7.7%	9.4%
Effect on equity, net of taxes (rate increase)	14.3	3.5	–3.2	–3.2	–1.8	–1.6	–1.6
Effect on equity, net of taxes (rate decrease)	–14.3	–3.5	3.2	3.2	1.8	1.6	1.6

millions of CHF							2021
Currency pair	USD/BRL	GBP/USD	EUR/USD	USD/CHF	USD/MXN	USD/INR	EUR/CHF
Exposure	–35.3	89.2	52.6	–40.7	–23.8	–40.1	–45.2
Volatility	16.8%	6.6%	5.7%	6.5%	11.1%	4.8%	3.9%
Effect on equity, net of taxes (rate increase)	–4.2	4.2	2.1	–1.9	–1.9	–1.4	–1.3
Effect on equity, net of taxes (rate decrease)	4.2	–4.2	–2.1	1.9	1.9	1.4	1.3

(II) Price risk

As of December 31, 2022, and 2021, the group was not exposed to significant price risk related to investments in equity securities.

(III) Interest rate sensitivity

The group’s interest rate risk arises from interest-bearing assets and liabilities. Financial assets and liabilities at variable rates expose the group to cash flow interest rate risk. The group analyzes its interest rate exposure on a net basis, and if required, enters into derivative instruments in order to keep the volatility of net interest income or expense limited. The group’s non-current interest-bearing liabilities mainly comprise bonds with a fixed interest rate.

The following table shows the hypothetical influence on the income statement for variable interest-bearing assets net of liabilities at variable interest rates, assuming market interest rate levels would have increased/decreased by 100 basis points. For the most significant currencies, CHF, USD, EUR, CNY and INR, increasing interest rates would have had a positive impact on the income statement, since the value of variable interest-bearing assets (comprising mainly cash and cash equivalents) exceed the value of variable interest-bearing liabilities.

Hypothetical impact of interest rate risk on income statement

millions of CHF				2022
			Impact on post-tax profit	
Variable interest-bearing assets (net)	Amount	Sensitivity in basis points	rate increase	rate decrease
CHF	417.2	100	3.0	–3.0
USD	264.4	100	1.9	–1.9
EUR	181.3	100	1.3	–1.3
CNY	174.0	100	1.3	–1.3
INR	29.8	100	0.2	–0.2

millions of CHF				2021
			Impact on post-tax profit	
Variable interest-bearing assets (net)	Amount	Sensitivity in basis points	rate increase	rate decrease
CHF	559.4	100	4.0	–4.0
USD	319.3	100	2.3	–2.3
CNY	201.2	100	1.4	–1.4
EUR	175.1	100	1.3	–1.3
GBP	42.2	100	0.3	–0.3

On December 31, 2022, if the interest rates on CHF-denominated assets net of liabilities had been 100 basis points higher with all other variables held constant, post-tax profit for the year would have been CHF 3.0 million higher, as a result of higher interest income on CHF-denominated assets. A decrease of interest rates on CHF-denominated assets net of liabilities would have caused a loss of the same amount. As of December 31, 2021, if the interest rates had been 100 basis points higher with all other variables held constant, post-tax profit for the year would have been CHF 4.0 million higher, as a result of higher interest income on CHF-denominated assets.

b) Credit risk

Credit risk arises from cash and cash equivalents, derivative financial instruments, deposits with financial institutions and credit exposures to customers, including outstanding receivables, contract assets and committed transactions. The maximum exposure to credit risk per class of financial asset is disclosed by carrying amounts in the fair value table. Equity instruments are not exposed to credit risks. The carrying amounts of financial assets and contract assets represent the maximum credit risk exposure.

Credit risks of banks and financial institutions are monitored and managed centrally. Generally, only independently rated parties with a strong credit rating are accepted, and the total volume of transactions is split among several banks to reduce the individual risk with one bank.

For every customer with a large order volume, an individual risk assessment of the credit quality of the customer is performed that considers independent ratings, financial position, past experience and other factors. Additionally, bank guarantees and letters of credit are requested. For more details on the credit risk of contract assets, please refer to note 21, and on the credit risk of trade accounts receivable, please refer to note 22.

c) Liquidity risk

Prudent liquidity risk management includes the maintenance of sufficient cash and marketable securities, the availability of funding from an adequate number of committed credit facilities, and the ability to close out market positions. Due to the dynamic nature of the underlying businesses, Group Treasury maintains flexibility in funding through a committed credit line.

Management anticipates the future development of the group’s liquidity reserve on the basis of expected cash flows by performing regular group-wide cash forecasts. In 2021, the existing syndicated credit facility of CHF 500 million was renewed for a duration of five years until December 31, 2026. The facility includes two one-year extension options and a further option to increase the credit facility by CHF 250 million (subject to lenders’ approval). In 2022, the group exercised the first of the two extension options, extending the term of the credit facility partially by one year to December 2027 (for CHF 85 million of the facility, the maturity date remains unchanged).

The following table analyzes the group’s financial liabilities in relevant maturity groupings based on the remaining period from the reporting to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows translated at year-end closing rates, if not denominated in CHF. Borrowings include the notional amount and interest payments.

Maturity profile of financial liabilities

					2022
millions of CHF	Carrying amount	<1 year	1–5 years	>5 years	**Total**
Borrowings	1’355.3	330.0	1’080.6	–	1’410.6
Lease liabilities	89.6	22.8	48.2	25.7	96.7
Trade accounts payable	440.8	440.8	–	–	440.8
Other current and non-current liabilities (excluding derivative liabilities)	432.5	431.2	0.1	1.2	432.5
Derivative liabilities	7.0	7.0	0.0	–	7.0
– thereof outflow		604.7	9.9	–	614.6
– thereof inflow		597.7	9.9	–	607.6

					2021
millions of CHF	Carrying amount	<1 year	1–5 years	>5 years	**Total**
Borrowings	1’510.1	359.6	992.3	201.7	1’553.6
Lease liabilities	88.8	24.8	53.6	20.7	99.1
Trade accounts payable	431.8	431.8	–	–	431.8
Other current and non-current liabilities (excluding derivative liabilities)	393.8	389.2	4.6	–	393.8
Derivative liabilities	7.5	6.7	0.0	0.8	7.5
– thereof outflow		394.6	0.7	0.8	396.1
– thereof inflow		387.9	0.7	–	388.6

8.2 Capital risk management

The group's objectives when managing capital are to safeguard the group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In this respect, the group aims at maintaining an investment-grade credit rating, either as a perceived rating or an external rating issued by a credit rating agency.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The following table shows the net debt/EBITDA ratio as of December 31, 2022, and 2021.

Net debt/EBITDA ratio

millions of CHF	2022	2021
Cash and cash equivalents	–1'196.3	–1'505.4
Current financial assets	–14.0	–26.7
Non-current borrowings	1'043.9	1'164.6
Non-current lease liabilities	67.2	64.5
Current borrowings	311.4	345.5
Current lease liabilities	22.4	24.3
Net debt as of December 31	**234.6**	**66.8**
Operating income (EBIT) from continuing operations	**111.4**	**221.8**
Operating income (EBIT) from discontinued operations	–	46.2
Depreciation from continuing operations	76.0	81.0
Depreciation from discontinued operations	–	20.5
Impairments on tangible and intangible assets from continuing operations [1]	44.5	4.2
Impairments on tangible and intangible assets from discontinued operations	–	0.5
Amortization from continuing operations	38.8	50.2
Amortization from discontinued operations	–	16.6
EBITDA	**270.7**	**441.0**
Net debt	234.6	66.8
EBITDA	270.7	441.0
Net debt/EBITDA ratio	**0.87**	**0.15**

1) Impairments on tangible and intangible assets from continuing operations in 2022 include CHF 32.4 million impairments recorded in connection with the Russian business classified as held for sale, see Note 12.

Another important ratio for the group is the gearing ratio (borrowings-to-equity ratio), which is calculated as total borrowings and lease liabilities divided by equity attributable to shareholders of Sulzer Ltd.

As of December 31, 2022, and 2021, the gearing ratio was as follows:

Gearing ratio (borrowings-to-equity ratio)

millions of CHF	2022	2021
Non-current borrowings	1’043.9	1’164.6
Non-current lease liabilities	67.2	64.5
Current borrowings	311.4	345.5
Current lease liabilities	22.4	24.3
Total borrowings and lease liabilities	**1’444.9**	**1’598.9**
Equity attributable to shareholders of Sulzer Ltd	1’024.3	1’273.8
Gearing ratio (borrowings-to-equity ratio)	**1.41**	**1.26**

For the definition of net debt, EBITDA and gearing ratio, please refer to the section “Supplementary information”.

8.3 Fair value estimation

The following tables present the carrying amounts and fair values of financial assets and liabilities as of December 31, 2022, and 2021, including their levels in the fair value hierarchy. For financial assets and financial liabilities not measured at fair value in the balance sheet, fair value information is not provided if the carrying amount is a reasonable approximation of fair value.

Fair values are categorized into three different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

The fair value of financial instruments traded in active markets, including the outstanding bonds, is based on quoted market prices at the balance sheet date. Such instruments are included in level 1.

The fair values included in level 2 are based on valuation techniques using observable market input data. This may include discounted cash flow analysis, option pricing models or reference to other instruments that are substantially the same, while always making maximum use of market inputs and relying as little as possible on entity-specific inputs. The fair values of forward contracts are measured based on broker quotes for foreign exchange rates and interest rates.

Fair values measured using unobservable inputs are categorized within level 3 of the fair value hierarchy. Level 3 instruments reflected in the below table comprises of non-current financial assets (at fair value through profit or loss) and contingent considerations. As of December 31, 2022, the non-current financial assets (at fair value through profit or loss) categorized as level 3 instruments amount to CHF 22.6 million (2021: CHF 8.6 million). Unrealized fair value gains recorded in income from continuing operations in 2022 amount to CHF 7.6 million (2021: CHF 0.0 million). Contingent considerations are linked to the fulfillment of certain parameters, mainly related to earn-out clauses. For more information, please refer to note 4.

Additional fair value measurements categorized within level 3 relate to intangible assets and property, plant and equipment and lease assets included in the Russian disposal group classified as held for sale, see note 6 for further information. With the measurement at fair value less costs to sell, these assets were fully impaired resulting in unrealized losses in the amount of CHF 32.4 million.

Fair value table

											December 31, 2022
		Carrying amount						Fair value			
millions of CHF	Notes	Fair value hedging instruments	Fair value through profit or loss	Financial assets at fair value through other comprehensive income – equity instruments	Financial assets at amortized cost	Other financial liabilities	**Total carrying amount**	Level 1	Level 2	Level 3	**Total fair value**
Financial assets measured at fair value											
Other non-current financial assets (at fair value)	**19**		22.8	–			22.8	0.2	–	22.6	22.8
Derivative assets – non-current	**30**	0.1					0.1	–	0.1	–	0.1
Derivative assets – current	**23,30**	13.2					13.2	–	13.2	–	13.2
Current financial assets (at fair value)	**19**		1.5	8.8			10.3	10.3	–	–	10.3
Total financial assets measured at fair value		**13.2**	**24.4**	**8.8**	**–**	**–**	**46.4**	**10.5**	**13.2**	**22.6**	**46.4**
Financial assets not measured at fair value											
Other non-current financial assets (at amortized cost)	**19**				5.6		5.6				
Non-current receivables (excluding non-current derivative assets)					0.9		0.9				
Trade accounts receivable	**22**				585.5		585.5				
Other current receivables (excluding current derivative assets and other taxes)	**23**				23.4		23.4				
Current financial assets (at amortized cost)	**19**				3.6		3.6				
Cash and cash equivalents	**24**				1'196.3		1'196.3				
Total financial assets not measured at fair value		**–**	**–**	**–**	**1'815.5**	**–**	**1'815.5**				
Financial liabilities measured at fair value											
Derivative liabilities – non-current	**30**	0.0					0.0	–	0.0	–	0.0
Derivative liabilities – current	**29, 30**	7.0					7.0	–	7.0	–	7.0
Contingent considerations	**4**		1.9				1.9	–	–	1.9	1.9
Total financial liabilities measured at fair value		**7.0**	**1.9**	**–**	**–**	**–**	**8.9**	**–**	**7.0**	**1.9**	**8.9**
Financial liabilities not measured at fair value											
Outstanding non-current bonds	**27**					1'043.9	1'043.9	1'003.7	–	–	1'003.7
Other non-current liabilities (excluding non-current derivative liabilities)						1.3	1.3				
Outstanding current bonds	**27**					289.9	289.9	288.5	–	–	288.5
Other current borrowings and bank loans	**27**					21.5	21.5				
Trade accounts payable						440.8	440.8				
Other current liabilities (excluding current derivative liabilities, other taxes and contingent considerations)	**29**					396.3	396.3				
Total financial liabilities not measured at fair value		**–**	**–**	**–**	**–**	**2'193.6**	**2'193.6**				

Fair value table

		Carrying amount						Fair value			December 31, 2021
millions of CHF	Notes	Fair value hedging instruments	Fair value through profit or loss	Financial assets at fair value through other comprehensive income – equity instruments	Financial assets at amortized cost	Other financial liabilities	**Total carrying amount**	Level 1	Level 2	Level 3	**Total fair value**
Financial assets measured at fair value											
Other non-current financial assets (at fair value)	**19**		8.9	–			8.9	0.3	–	8.6	8.9
Derivative assets – non-current	**30**	0.7					0.7	–	0.7	–	0.7
Derivative assets – current	**23,30**	7.0					7.0	–	7.0	–	7.0
Current financial assets (at fair value)	**19**		2.0	22.5			24.5	24.5	–	–	24.5
Total financial assets measured at fair value		**7.7**	**10.9**	**22.5**	**–**	**–**	**41.1**	**24.8**	**7.7**	**8.6**	**41.1**
Financial assets not measured at fair value											
Other non-current financial assets (at amortized cost)	**19**				9.1		9.1				
Non-current receivables (excluding non-current derivative assets)					4.6		4.6				
Trade accounts receivable	**22**				549.2		549.2				
Other current receivables (excluding current derivative assets and other taxes)	**23**				18.3		18.3				
Current financial assets (at amortized cost)	**19**				2.2		2.2				
Cash and cash equivalents	**24**				1’505.4		1’505.4				
Total financial assets not measured at fair value		**–**	**–**	**–**	**2’088.8**	**–**	**2’088.8**				
Financial liabilities measured at fair value											
Derivative liabilities – non-current	**30**	0.8					0.8	–	0.8	–	0.8
Derivative liabilities – current	**29,30**	6.7					6.7	–	6.7	–	6.7
Contingent considerations	**4**		5.9				5.9	–	–	5.9	5.9
Total financial liabilities measured at fair value		**7.5**	**5.9**	**–**	**–**	**–**	**13.4**	**–**	**7.5**	**5.9**	**13.4**
Financial liabilities not measured at fair value											
Outstanding non-current bonds	**27**					1’163.8	1’163.8	1’189.5	–	–	1’189.5
Other non-current borrowings	**27**					0.8	0.8				
Other non-current liabilities (excluding non-current derivative liabilities)						4.6	4.6				
Outstanding current bonds	**27**					325.0	325.0	325.9	–	–	325.9
Other current borrowings and bank loans	**27**					20.5	20.5				
Trade accounts payable						431.8	431.8				
Other current liabilities (excluding current derivative liabilities, other taxes and contingent considerations)	**29**					350.9	350.9				
Total financial liabilities not measured at fair value		**–**	**–**	**–**	**–**	**2’297.3**	**2’297.3**				

9 Personnel expenses

millions of CHF	2022	2021
Salaries and wages	793.2	792.9
Defined contribution plan expenses	29.6	32.3
Defined benefit plan expenses	15.7	16.9
Cost of share-based payment transactions	15.4	20.8
Social benefit costs	112.3	117.4
Other personnel costs	36.2	37.9
Total personnel expenses continuing operations	**1'002.4**	**1'018.1**
Personnel expenses discontinued operations	–	91.4
Total personnel expenses	**1'002.4**	**1'109.5**

10 Employee benefit plans

The defined benefit obligations for the active members of pension plans is the present value of accrued pension obligations at the reporting date considering future salary and pension increases as well as turnover rates (using the project unit credit method). The defined benefit assets/obligations for the retirees are the present value of the current and future pension benefits considering future pension increases.

Reconciliation of the amount recognized in the balance sheet as of December 31

						2022
millions of CHF	Funded plans Switzerland	Funded plans United Kingdom	Funded plans USA	Funded plans others	Unfunded plans	**Total**
Present value of funded defined benefit obligation	–716.8	–355.3	–53.7	–78.3	–	–1’204.0
Fair value of plan assets (funded plans)	914.7	277.2	43.5	57.1	–	1’292.5
Overfunding / (underfunding)	**197.9**	**–78.0**	**–10.2**	**–21.2**	**–**	**88.5**
Present value of unfunded defined benefit obligation	–	–	–	–	–11.5	–11.5
Adjustment to asset ceiling	–197.9	–	–	–0.0	–	–197.9
Net asset / (liability) recognized in the balance sheet	**–**	**–78.0**	**–10.2**	**–21.2**	**–11.5**	**–121.0**
– thereof defined benefit obligations	–	–78.0	–10.2	–22.5	–11.5	–122.2
– thereof defined benefit assets	–	–	–	1.3	–	1.3

						2021
millions of CHF	Funded plans Switzerland	Funded plans United Kingdom	Funded plans USA	Funded plans others	Unfunded plans	**Total**
Present value of funded defined benefit obligation	–891.6	–613.2	–68.4	–104.9	–	–1’678.1
Fair value of plan assets	1’025.8	504.0	50.6	66.1	–	1’646.6
Overfunding / (underfunding)	**134.2**	**–109.2**	**–17.8**	**–38.8**	**–**	**–31.5**
Present value of unfunded defined benefit obligation	–	–	–	–	–14.1	–14.1
Asset / (liability) recognized in the balance sheet	**134.2**	**–109.2**	**–17.8**	**–38.8**	**–14.1**	**–45.7**
– thereof defined benefit obligations	–	–109.2	–17.8	–38.9	–14.1	–180.0
– thereof defined benefit assets	134.2	–	–	0.1	–	134.3

The group operates major funded defined benefit pension plans in Switzerland, the UK and the USA. The main unfunded defined benefit plan is a German pension benefit plan. The plans are exposed to actuarial risks, e.g., longevity risk, currency risk and interest rate risk, and the funded plans additionally to market (investment) risk.

In Switzerland, the group contributes to two pension plans funded via two different pension funds, i.e., a base plan for all employees and a supplementary plan for employees with salaries exceeding a certain limit. Both plans provide benefits depending on the pension savings at retirement. They include certain legal minimum interest credits to the pension savings (i.e. investment return) and guaranteed rates of conversion of pension savings into an annuity at retirement. In addition, the plans offer death in service and disability benefits. The two pension funds are collective funds administrating pension plans of group companies and also unrelated companies. In case of a material underfunding of the pension plans, the regulations include predefined steps, such as higher contributions by employer and employees or lower interest on pension savings, to eliminate the underfunding. The pension funds are legally separated from the group. The vast majority of the active participants in the two pension funds are employed by companies not belonging to the group. The Board of Trustees for the base plan comprises 10 employee representatives and 10 employer representatives. The discount rate in 2022 increased compared to 2021 (from 0.4% to 2.2% for active employees and from 0.3% to 2.3% for pensioners), leading to an asset ceiling that reduced the defined benefit assets from CHF 134.2 million in 2021 to CHF 0.0 million in 2022. The change in effect of asset ceiling amounting to CHF 197.9 million is recorded in other comprehensive income (OCI). The total expenses recognized for these pension plans in the income statement in 2022 amounted to CHF 13.7 million (2021: CHF 16.6 million).

In the UK, the plan is a final salary plan and provides benefits linked to salary at closure to future accrual adjusted for inflation to retirement or earlier date of leaving service. The scheme is fully closed to new entrants and future accruals. The scheme is managed by nine trustees forming the Board. The plan is a multiemployer scheme with Sulzer (UK) Holding being the principal sponsor. The discount rate increased in 2022 by 2.9 percentage points to 4.9% (2021: 2.0%). The net pension liabilities decreased from CHF 109.2 million in 2021 to CHF 78.0 million in 2022 due to the higher discount rate and actuarial gains from changes in financial assumptions. In 2022, the total expenses recognized in the income statement amounted to CHF 2.8 million (2021: CHF 3.0 million).

In the USA, the group operates non-contributory defined benefit retirement plans. The salaried plans provide benefits that are based on years of service and the employee’s compensation, averaged over the five highest consecutive years preceding retirement. The hourly plans’ benefits are based on years of service and a flat dollar benefit multiplier. All plans are closed to new entrants. In 2022, an expense of CHF 1.1 million was recognized in the income statement (2021: CHF 1.1 million). The discount rate increased in 2022 to 4.8% (2021: 2.5%). The amount recognized in other comprehensive income (OCI) in 2022 amounted to CHF 8.9 million (2021: CHF –1.0 million).

In Germany, the group operates a range of different defined benefit pension plans. The majority of these plans are unfunded and benefits are paid directly by the employer to the beneficiaries as they become due. All defined benefit plans are closed for new entrants and a new defined contribution plan for all employees was introduced in 2007. Existing employees who participated in the defined benefit plans continued to be eligible for these defined benefit pensions but also became eligible for the new defined contribution pensions. However, benefits received under the defined contribution plan are offset against the benefits under the defined benefit plans. The different defined benefit plans offer retirement pension, disability pension and survivor’s pension benefits.

Employee benefit plans

millions of CHF	2022	2021
Reconciliation of effect of asset ceiling		
Adjustment to asset ceiling at January 1	–	–
Change in effect of asset ceiling excl. interest income / (expenses)	–197.9	–
Currency translation differences	–0.0	–
Adjustment to asset ceiling at December 31	**–197.9**	**–**
Reconciliation of net asset / (liability) recognized in the balance sheet		
Net asset / (liability) recognized at January 1	–45.7	–151.7
Defined benefit income / (expenses) recognized in the income statement	–18.7	–24.1
Defined benefit income / (expenses) recognized in OCI	–90.8	102.2
Employer contributions	24.8	29.0
Divestitures of subsidiaries	0.2	–
Derecognized as discontinued operations	–	1.4
Currency translation differences	9.2	–2.5
Net asset / (liability) recognized at December 31	**–121.0**	**–45.7**
Components of defined benefit income / (expenses) in the income statement		
Current service costs (employer)	–16.4	–19.1
Interest expenses	–17.3	–12.9
Interest income on plan assets	14.5	9.7
Past service costs	0.9	–0.1
Gains and (losses) on settlement	1.3	–
Other administrative costs	–1.5	–1.7
Income / (expenses) recognized in the income statement	**–18.7**	**–24.1**
– thereof charged to personnel expenses	–15.7	–16.9
– thereof charged to financial expenses	–2.9	–3.2
– thereof charged to net income from discontinued operations	–	–4.0
Components of defined benefit gains / (losses) in OCI		
Actuarial gains / (losses) on defined benefit obligation	366.3	16.6
Returns on plan assets excl. interest income	–259.4	84.9
Changes in effect of asset ceiling excl. interest expenses / (income)	–197.9	–
Returns on reimbursement right excl. interest income / (expenses)	0.2	0.7
Defined benefit gains / (losses) recognized in OCI [1]	**–90.8**	**102.2**

1) The tax effect on defined benefit cost recognized in OCI amounted to CHF 15.4 million (2021: CHF -13.4 million).

Employee benefit plans

millions of CHF	2022	2021
Reconciliation of defined benefit obligation (funded and unfunded plans)		
Defined benefit obligation as of January 1	–1’692.3	–1’841.2
Interest expenses	–17.3	–12.9
Current service costs (employer)	–16.4	–19.1
Contributions by plan participants	–7.5	–9.2
Past service costs	0.9	–0.1
Benefits paid / (deposited)	104.4	99.3
Gains and (losses) on settlement	1.3	–
Divestitures of subsidiaries	0.2	–
Other administrative costs	–1.5	–1.7
Actuarial gains / (losses)	366.3	16.6
Derecognized as discontinued operations	–	89.6
Currency translation differences	46.4	–13.6
Defined benefit obligation as of December 31	**–1’215.6**	**–1’692.3**
Reconciliation of the fair value of plan assets		
Fair value of plan assets as of January 1	1’646.6	1’689.5
Interest income on plan assets	14.5	9.7
Employer contributions	24.8	29.0
Contributions by plan participants	7.5	9.2
Benefits (paid) / deposited	–104.4	–99.3
Returns on plan assets excl. interest income	–259.4	84.9
Derecognized as discontinued operations	–	–88.2
Currency translation differences	–37.1	11.8
Fair value of plan assets as of December 31	**1’292.5**	**1’646.6**
Total plan assets at fair value – quoted market price		
Cash and cash equivalents	44.5	82.1
Equity instruments	237.8	569.9
Debt instruments	292.7	392.3
Real estate funds	33.0	33.2
Investment funds	4.9	4.6
Others	80.6	126.3
Total assets at fair value – quoted market price as of December 31	**693.5**	**1’208.5**
Total plan assets at fair value – non-quoted market price		
Properties occupied by or used by third parties (real estate)	270.0	264.7
Others	329.1	173.4
Total assets at fair value – non-quoted market price as of December 31	**599.0**	**438.1**
Best estimate of contributions for upcoming financial year		
Contributions by the employer	23.9	23.3

Employee benefit plans

millions of CHF	2022	2021
Components of defined benefit obligation, split		
Defined benefit obligation for active members	–211.4	–275.3
Defined benefit obligation for pensioners	–801.4	–1’024.9
Defined benefit obligation for deferred members	–202.7	–392.0
Total defined benefit obligation as of December 31	**–1’215.6**	**–1’692.3**
Components of actuarial gains / (losses) on obligations		
Actuarial gains / (losses) arising from changes in financial assumptions	384.1	22.0
Actuarial gains / (losses) arising from changes in demographic assumptions	4.0	1.7
Actuarial gains / (losses) arising from experience adjustments	–21.8	–7.1
Total actuarial gains / (losses) on defined benefit obligation	**366.3**	**16.6**
Maturity profile of defined benefit obligation		
Weighted average duration of defined benefit obligation in years	10.4	13.2

The defined benefit obligations for the Swiss and UK pension plans represent 88% (2021: 89%) of the group. The following significant actuarial assumptions were used for these two countries:

Principal actuarial assumptions as of December 31

	2022		2021	
	Funded plans Switzerland	Funded plans United Kingdom	Funded plans Switzerland	Funded plans United Kingdom
Discount rate for active employees	2.2%	4.9%	0.4%	2.0%
Discount rate for pensioners	2.3%	4.9%	0.3%	2.0%
Future salary increases	1.5%	0.0%	1.0%	0.0%
Future pension increases	0.0%	2.7%	0.0%	3.2%
Life expectancy at retirement age (male / female) in years	22/24	22/24	22/24	22/24

Sensitivity analysis of defined benefit obligations

millions of CHF	2022	2021
Discount rate (decrease 0.25 percentage points)	–33.7	–53.5
Discount rate (increase 0.25 percentage points)	26.5	59.1
Future salary growth (decrease 0.25 percentage points)	0.6	7.9
Future salary growth (increase 0.25 percentage points)	–6.5	–0.5
Life expectancy (decrease 1 year)	15.2	104.5
Life expectancy (increase 1 year)	–15.1	–95.8

Negative amounts in the above table indicate an increase in defined benefit obligations, positive amounts indicate a decrease in defined benefit obligations. The sensitivity analysis is based on reasonably possible changes of the significant actuarial assumptions as of year end. The sensitivities provided are based on the change in one assumption while holding the other assumptions unchanged, interdependencies were not considered.

11 Research and development expenses

A breakdown of the research and development expenses per division is shown in the table below:

millions of CHF	2022	2021
Flow Equipment	36.7	39.6
Services	1.8	1.3
Chemtech	27.8	23.4
Total	**66.4**	**64.4**

12 Other operating income and expenses

millions of CHF	2022	2021
Gain from sale of property, plant and equipment	5.5	1.7
Operating currency exchange gains, net	–	5.1
Other operating income	19.2	27.8
Total other operating income	**24.7**	**34.6**
Restructuring expenses	–0.1	–9.5
Impairments on tangible and intangible assets	–44.5	–4.2
Cost for mergers and acquisitions	–1.5	–2.7
Loss from sale of property, plant and equipment	–0.0	–0.2
Loss from deconsolidation of subsidiaries	–6.7	–
Operating currency exchange losses, net	–13.9	–
Total other operating expenses	**–66.7**	**–16.5**
Total other operating income / (expenses), net	**–42.1**	**18.1**

Other operating income includes income from litigation cases, government grants and incentives, and recharges to third parties not qualifying as sales to customers. In 2022, other operating income included income from charges to the discontinued operation Applicator Systems division (later renamed medmix) for corporate support functions and centrally procured indirect spend utilized by medmix of CHF 9.8 million (2021: CHF 11.5 million).

The loss from deconsolidation of subsidiaries includes a loss of CHF 6.2 million resulting from the deconsolidation of two subsidiaries in Poland and a loss of CHF 0.6 million from the disposal of a subsidiary in Brazil (see note 4).

The group recognized impairments of CHF 44.5 million (2021: CHF 4.2 million). Impairments of CHF 12.1 million (2021: CHF 4.2 million) were recorded based on performed impairment tests on production machines and facilities as well as lease assets. Impairments of CHF 32.4 million on goodwill, other intangible assets, property, plant and equipment and lease assets were recorded in connection with the classification of the business in Russia as held for sale and the write-down to fair value less costs to sell (see note 6).

In 2022, the group recognized restructuring costs of CHF 1.8 million, partially offset with the release of restructuring provisions of CHF 1.7 million. Restructuring costs mainly related to resizing activities in Indonesia.

13 Financial income and expenses

millions of CHF	2022	2021
Interest and securities income	9.3	10.4
Interest income on employee benefit plans	0.4	–
Total interest and securities income	**9.7**	**10.4**
Interest expenses on borrowings and lease liabilities	–24.1	–22.5
Interest expenses on employee benefit plans	–3.2	–3.2
Total interest expenses	**–27.3**	**–25.7**
Total interest income / (expenses), net	**–17.6**	**–15.3**
Fair value changes	24.0	1.3
Other financial expenses	–1.5	–1.6
Currency exchange gains / (losses), net	–6.6	–6.0
Total other financial income / (expenses), net	**16.0**	**–6.4**
Total financial income / (expenses), net	**–1.6**	**–21.7**
- thereof fair value changes on financial assets at fair value through profit or loss	24.0	1.3
- thereof interest income on financial assets at amortized costs	9.3	10.4
- thereof other financial expenses	–1.5	–1.6
- thereof currency exchange gains / (losses), net	–6.6	–6.0
- thereof interest expenses on borrowings	–22.1	–20.4
- thereof interest expenses on lease liabilities	–2.0	–2.1
- thereof interest expenses on employee benefit plans, net	–2.9	–3.2

In 2022, the total financial expenses, net amounted to CHF 1.6 million, compared with CHF 21.7 million in 2021.

The line “Fair value changes” includes gains from fair value changes of investments in financial instruments classified at fair value through profit or loss amounting to CHF 8.7 million (2021: CHF 0.3 million), with the remainder relating to fair value changes of derivative financial instruments used as hedging instruments to hedge foreign exchange risks.

Currency exchange gains/losses are mainly related to foreign currency differences of non-operating assets and liabilities recorded at the prevailing rate at the time of acquisition (or preceding year-end closing rate) as against the current balance sheet rate. It includes a positive foreign exchange effect of CHF 21.0 million arising on unhedged intercompany loans to Russian entities prior to their classification as held for sale.

14 Income taxes

millions of CHF	2022	2021
Current income tax expenses	–76.3	–86.4
Deferred income tax (expenses) income	–2.7	29.1
Total income tax expenses	**–79.0**	**–57.2**

The weighted average tax rate results from applying each subsidiary’s statutory income tax rate to the income before taxes. Since the group operates in countries that have differing tax laws and rates, the consolidated weighted average effective tax rate may vary from year to year according to variations in income per country and changes in applicable tax rates.

Reconciliation of income tax expenses

millions of CHF	2022	2021
Income before income tax expenses from continuing operations	107.0	197.9
Weighted average tax rate	**23.7%**	**23.7%**
Income taxes at weighted average tax rate	–25.4	–46.9
Income taxed at different tax rates	3.4	1.0
Effect of tax loss carryforwards and allowances for deferred income tax assets	–2.7	–4.7
Expenses not deductible for tax purposes	–5.2	–5.3
Effect of changes in tax rates and legislation	–2.2	3.6
Prior year items and others	–47.0	–4.9
Total income tax expenses	**–79.0**	**–57.2**
Effective income tax rate	73.8%	28.9%

The effective income tax rate for 2022 was 73.8% (2021: 28.9%). The effective income tax rate was significantly impacted by recognized impairments on the Russian business upon the classification of the four Russian entities as held for sale and the wind down of the Polish business. The total tax impact amounts to CHF 37.4 million, with CHF 32.3 million presented in prior year items and others. Furthermore, the effect of tax loss carryforwards and allowances for deferred income tax assets in the amount of –2.7 million was impacted by a reversal of Russian deferred tax assets in the amount of CHF 5.1 million.

The effect of changes in tax rates and legislation mainly relates to the announced tax rate change in France and UK causing the revaluation of a deferred tax position in the amount of –2.2 million. Expenses not deductible for tax purposes in the amount of –5.2 million mainly relates to disallowances of group charges and interest.

Prior year items and others include beside the above mentioned Russian and Polish restructuring effects a –2.7 million impact from CTA movements and adjustments on deferred and current tax receivables in Sweden and Switzerland in the amount of –3.6 million.

The effective income tax rate for 2021 was 28.9%. The effect of tax loss carryforwards and allowances for deferred tax assets in the amount of CHF –4.7 million consist of restructuring expenses related to closed facilities and divestments of businesses with no corresponding tax effects. Expenses not deductible for tax purposes in the amount of CHF –5.3 million mainly relate to the disallowance of group charges and interests. Prior year items and others include additional provision for uncertain tax positions in the amount of CHF 1.1 million, tax base adjustments in Russia and Mexico, and negative tax audit assessments.

Income tax liabilities

millions of CHF	2022	2021
Balance as of January 1	42.4	43.5
Acquired through business combination	–	0.7
Derecognized as discontinued operations	–	–10.0
Additions	76.1	77.0
Released as no longer required	–16.6	–6.9
Utilized	–67.4	–62.6
Currency translation differences	–1.8	0.7
Total income tax liabilities as of December 31	**32.8**	**42.4**
– thereof non-current	2.7	2.2
– thereof current	30.0	40.2

Summary of deferred income tax assets and liabilities in the balance sheet

			2022			2021
millions of CHF	Assets	Liabilities	Net	Assets	Liabilities	Net
Intangible assets	11.8	–57.9	–46.1	11.9	–66.5	–54.6
Property, plant and equipment	3.6	–17.4	–13.7	3.2	–16.8	–13.6
Other financial assets	21.3	–1.6	19.7	17.1	–0.5	16.6
Inventories	32.3	–2.1	30.3	29.4	–1.2	28.2
Other assets	18.9	–30.7	–11.7	18.7	–50.9	–32.2
Defined benefit obligations	20.7	–	20.7	33.0	–	33.0
Non-current provisions	9.1	–1.0	8.0	13.4	–0.0	13.4
Current provisions	29.2	–1.0	28.2	29.2	–2.7	26.5
Other liabilities	53.6	–16.8	36.9	48.0	–14.6	33.4
Tax loss carryforwards	23.5	–	23.5	28.9	–	28.9
Elimination of intercompany profits	1.1	–	1.1	0.5	–	0.5
Tax assets / liabilities	**225.2**	**–128.3**	**96.9**	**233.2**	**–153.2**	**80.1**
Offset of assets and liabilities	–75.3	75.3	–	–69.1	69.1	–
Net recorded deferred income tax assets and liabilities	149.9	–53.0	96.9	164.2	–84.1	80.1

Cumulative deferred income taxes recorded in equity as of December 31, 2022, amounted to CHF 21.8 million (2021: CHF 0.5 million). The group does not recognize any deferred taxes on investments in subsidiaries because it controls the dividend policy of its subsidiaries – i.e., the group controls the timing of reversal of the related taxable temporary differences and management is satisfied that no material amounts will reverse in the foreseeable future.

Movement of deferred income tax assets and liabilities in the balance sheet

					2022
millions of CHF	**Balance as of January 1**	Recognized in profit or loss - continuing operations	Recognized in other comprehensive income	Currency translation differences	**Balance as of December 31**
Intangible assets	–54.6	4.6	–	3.9	–46.1
Property, plant and equipment	–13.6	–0.7	–	0.6	–13.7
Other financial assets	16.6	3.1	–	0.0	19.7
Inventories	28.2	1.5	–	0.6	30.3
Other assets	–32.2	15.4	5.4	–0.3	–11.7
Defined benefit obligations	33.0	–25.2	15.4	–2.5	20.7
Non-current provisions	13.4	–5.2	–	–0.2	8.0
Current provisions	26.5	2.2	–	–0.5	28.2
Other liabilities	33.4	4.7	–	–1.3	36.9
Tax loss carryforwards	28.9	–3.8	–	–1.6	23.5
Elimination of intercompany profits	0.5	0.6	–	–	1.1
Total	**80.1**	**–2.7**	**20.7**	**–1.2**	**96.9**

								2021
millions of CHF	Balance as of January 1	Recognized in profit or loss continuing operations	Recognized in profit or loss discontinued operations	Recognized in other comprehensive income	Acquisition of subsidiaries	Derecognized as discontinued operations	Currency translation differences	**Balance as of December 31**
Intangible assets	–66.1	5.6	3.8	–	–19.7	21.4	0.5	–54.6
Property, plant and equipment	–11.5	–2.4	0.8	–	–	–0.1	–0.4	–13.6
Other financial assets	3.2	13.2	–	–	–	–	0.2	16.6
Inventories	24.7	2.3	1.2	–	–	–	–	28.2
Other assets	–15.2	–13.9	–6.3	0.8	–	–0.2	2.6	–32.2
Defined benefit obligations	36.4	7.2	2.1	–13.4	–	–0.7	1.5	33.0
Non-current provisions	10.8	2.9	–	–	–	–0.2	–	13.4
Current provisions	15.4	10.7	0.2	–	0.1	–	–	26.5
Other liabilities	25.1	6.5	1.3	–	–	–0.8	1.3	33.4
Tax loss carryforwards	42.7	–2.8	–8.4	–	–	–1.9	–0.7	28.9
Elimination of intercompany profits	0.6	–0.1	–	–	–	–	–	0.5
Total	**66.0**	**29.1**	**–5.3**	**–12.6**	**–19.6**	**17.5**	**5.0**	**80.1**

Tax loss carryforwards (TLCF)

					2022
millions of CHF	Amount	Potential tax assets	Valuation allowance	Carrying amount	**Unrecognized TLCF**
Expiring in the next 3 years	0.1	0.0	–	0.0	–
Expiring in 4–7 years	6.0	1.1	–0.0	1.1	0.4
Available without limitation	219.4	39.4	–17.0	22.4	97.2
Total tax loss carryforwards as of December 31	**225.5**	**40.5**	**–17.0**	**23.5**	**97.6**

					2021
millions of CHF	Amount	Potential tax assets	Valuation allowance	Carrying amount	**Unrecognized TLCF**
Expiring in the next 3 years	0.0	0.0	–	0.0	–
Expiring in 4–7 years	17.0	3.6	–3.1	0.5	14.5
Available without limitation	232.4	45.7	–17.3	28.4	104.8
Total tax loss carryforwards as of December 31	**249.4**	**49.3**	**–20.4**	**28.9**	**119.3**

Deferred income tax assets are recognized for tax loss carryforwards to the extent that the realization of the related tax benefit through future taxable profits is probable. No deferred income tax assets have been recognized on tax loss carryforwards in the amount of CHF 97.6 million (2021: CHF 119.3 million) or on step-ups in relation with the Swiss corporate tax reform (TRAF), which entered into effect on January 1, 2020.

To tackle uneven profit distribution and tax contributions of large multinational enterprises, several tax initiatives have been launched at the global level, including an agreement by over 135 jurisdictions to introduce a global minimum tax rate of 15%. In December 2021, the Organisation for Economic Co-operation and Development (OECD) released a draft legislative framework, followed by detailed guidance released in March 2022. Both documents should be used by individual jurisdictions, which signed the agreement to amend their unilateral tax laws. Once changes to the tax laws in any jurisdiction in which Sulzer operates are enacted or substantively enacted, Sulzer may be subject to the top-up tax. At the date when these financial statements were authorized for issue, none of the jurisdictions in which Sulzer operates had enacted or substantively enacted the tax legislation related to the top-up tax. Management is closely monitoring the progress of the legislative process in each Sulzer jurisdiction. On December 31, 2022, the current status of the legislative process does not allow the Group to determine the potential quantitative impact.

15 Goodwill and other intangible assets

millions of CHF	Goodwill	Trademarks and licenses	Research and development	Computer software	Customer relationship	2022 Total
Acquisition cost						
Balance as of January 1	1'067.3	93.8	9.8	47.2	449.5	1'667.6
Divestitures of subsidiaries	–	–	–	–0.3	–1.4	–1.7
Classification as held for sale [1]	–8.6	–	–	–0.8	–12.6	–22.0
Additions	–	–	2.2	6.4	0.1	8.7
Disposals	–	–	–	–4.1	–8.6	–12.6
Reclassifications	–	–	4.1	1.8	0.2	6.0
Currency translation differences	–41.8	–1.3	–0.0	0.5	–27.7	–70.3
Balance as of December 31	**1'016.9**	**92.5**	**16.1**	**50.7**	**399.5**	**1'575.6**
Accumulated amortization and impairment losses						
Balance as of January 1	340.0	38.1	8.2	33.3	244.2	663.8
Divestitures of subsidiaries	–	–	–	–0.3	–1.4	–1.7
Classification as held for sale [1]	–	–	–	–0.3	–6.4	–6.7
Additions	–	8.4	1.1	2.3	27.0	38.8
Disposals	–	–	–	–4.1	–8.6	–12.6
Currency translation differences	–	–0.7	–0.0	–0.2	–16.2	–17.1
Balance as of December 31	**340.0**	**45.8**	**9.3**	**30.7**	**238.6**	**664.5**
Net book value						
As of January 1	727.3	55.7	1.6	14.0	205.3	1'003.8
As of December 31	676.9	46.7	6.7	20.0	160.8	911.2

1) In 2022, Goodwill in the amount of CHF 8.6 million and other intangible assets with a net book value of 6.7 million were allocated to the Russian disposal group and fully impaired; reference is made to note 6. The impairments of CHF 15.3m are recorded in other operating expenses (see note 12).

millions of CHF	Goodwill	Trademarks and licenses	Research and development	Computer software	Customer relationship	2021 Total
Acquisition cost						
Balance as of January 1	1'286.0	221.6	15.3	58.3	628.4	2'209.6
Acquired through business combination	56.6	11.0	–	–	68.7	136.3
Derecognized as discontinued operations	–265.4	–78.8	–5.8	–16.7	–239.8	–606.6
Additions	–	–	0.3	6.7	0.0	6.9
Disposals	–	–61.2	–0.0	–2.4	–0.7	–64.4
Currency translation differences	–9.9	1.2	–0.0	1.4	–7.1	–14.4
Balance as of December 31	**1'067.3**	**93.8**	**9.8**	**47.2**	**449.5**	**1'667.6**
Accumulated amortization and impairment losses						
Balance as of January 1	340.0	148.7	11.4	46.5	316.1	862.6
Derecognized as discontinued operations	–	–66.2	–4.4	–13.9	–112.7	–197.2
Additions	–	16.9	1.3	2.8	45.9	66.8
Disposals	–	–61.2	–0.0	–2.3	–0.7	–64.2
Impairments	–	–	–	–	0.2	0.2
Currency translation differences	–	–0.1	–0.0	0.2	–4.6	–4.5
Balance as of December 31	**340.0**	**38.1**	**8.2**	**33.3**	**244.2**	**663.8**
Net book value						
As of January 1	946.0	73.0	4.0	11.8	312.3	1'347.0
As of December 31	727.3	55.7	1.6	14.0	205.3	1'003.8

Goodwill impairment test

millions of CHF	Goodwill	Headroom	Growth rate residual value	Pretax discount rate
				2022
Flow Equipment	384.9	605.7	2.0%	8.9%
Services	205.0	1'275.5	2.0%	10.2%
Chemtech	87.0	717.6	2.0%	10.5%
Total as of December 31	**676.9**	**2'598.8**		

millions of CHF	Goodwill	Headroom	Growth rate residual value	Pretax discount rate
				2021
Flow Equipment	416.3	545.0	2.0%	8.3%
Services	222.0	1'208.2	2.0%	10.5%
Chemtech	88.9	684.2	2.0%	9.5%
Discontinued operations	–	–	n/a	n/a
Total as of December 31	**727.3**	**2'437.4**		

Goodwill is allocated to the smallest cash-generating unit at which goodwill is monitored for internal management purposes (i.e., division). The recoverable amount has been determined based on a value-in-use calculation. The three-year strategic plan approved by the Board of Directors in the first quarter of the year forms the basis for the projected cash flows, with two additional periods based on a management calculation. These cash flow projections were updated by management in the middle of the year following the classification of the Russian business as held for sale and the associated write-downs. These updated cash flow projections cover a period of four and a half years. Cash flows beyond the planning period are extrapolated using a terminal value including a growth rate as stated above.

As of December 31, 2022, there is no indication of goodwill impairment. Updating the impairment test would not have resulted in any goodwill impairment.

Sensitivity analyses

The recoverable amount from cash-generating units is measured on the basis of value-in-use calculations significantly impacted by the terminal growth rate used to determine the residual value, the discount rate and the projected cash flows. The table above shows the amount by which the estimated recoverable amount of the CGU exceeds its carrying amount (headroom).

Management identified that for the CGU Flow Equipment, a reasonably possible decrease in the terminal growth rate by 6.6 percentage points could cause the carrying amount to exceed the recoverable amount (2021: decrease by 5.0 percentage points).

Management determined there are no other reasonably possible changes in key assumptions that would result in a goodwill impairment.

16 Property, plant and equipment

millions of CHF	Land and buildings	Machinery and technical equipment	Other non-current assets	Assets under construction	2022 Total
Acquisition cost					
Balance as of January 1	332.8	503.8	179.4	43.6	1'059.6
Divestitures of subsidiaries	–0.6	–5.4	–0.6	–0.1	–6.7
Classification as held for sale [1]	–9.1	–15.8	–4.1	–0.7	–29.7
Additions	4.6	14.8	7.8	34.0	61.2
Disposals	–3.1	–24.5	–6.7	–	–34.3
Reclassifications	10.5	20.5	2.5	–39.5	–6.0
Currency translation differences	–8.4	–15.9	–5.5	–1.2	–31.0
Balance as of December 31	**326.8**	**477.5**	**172.8**	**36.1**	**1'013.2**
Accumulated depreciation					
Balance as of January 1	150.7	363.9	151.1	-	665.7
Divestitures of subsidiaries	–0.2	–3.6	–0.5	-	–4.3
Classification as held for sale [1]	–1.5	–9.4	–2.7	-	–13.5
Additions	10.1	25.9	11.0	-	47.0
Disposals	–1.6	–22.7	–6.3	-	–30.6
Impairments	-	7.8	0.0	2.7	10.5
Currency translation differences	–4.6	–11.9	–5.5	–0.1	–22.1
Balance as of December 31	**152.9**	**350.1**	**147.1**	**2.6**	**652.6**
Net book value					
As of January 1	182.2	139.8	28.4	43.6	394.0
As of December 31	173.9	127.4	25.7	33.5	360.5

1) In 2022, property, plant and equipment with a net book value of CHF 16.2 million was included in the Russian disposal group classified as held for sale and fully impaired; reference is made to note 6. The impairments of CHF 16.2 million are recorded in other operating expenses (see note 12).

millions of CHF	Land and buildings	Machinery and technical equipment	Other non-current assets	Assets under construction	2021 Total
Acquisition cost					
Balance as of January 1	366.8	710.2	186.3	89.3	1'352.6
Acquired through business combination	0.5	2.0	0.0	0.1	2.5
Derecognized as discontinued operations	–46.6	–229.2	–16.6	–53.6	–346.0
Additions	5.3	14.5	6.9	52.4	79.2
Disposals	–9.1	–24.4	–7.5	–	–41.0
Reclassifications	10.4	24.4	10.3	–45.1	–
Currency translation differences	5.5	6.3	–0.1	0.6	12.4
Balance as of December 31	**332.8**	**503.8**	**179.4**	**43.6**	**1'059.6**
Accumulated depreciation					
Balance as of January 1	169.5	489.8	148.0	–	807.3
Derecognized as discontinued operations	–26.6	–146.4	–7.4	–0.6	–181.0
Additions	11.9	41.1	12.1	–	65.0
Disposals	–5.9	–21.0	–6.9	–	–33.9
Impairments	0.0	1.4	0.1	0.6	2.1
Currency translation differences	1.7	–0.9	5.2	–	6.1
Balance as of December 31	**150.7**	**363.9**	**151.1**	**–**	**665.7**
Net book value					
As of January 1	197.3	220.4	38.3	89.3	545.3
As of December 31	182.2	139.8	28.4	43.6	394.0

The group performed impairment tests on production machines and facilities, resulting in impairments of CHF 10.5 million as of December 31, 2022 (December 31, 2021: CHF 2.1 million), all of which were charged to operating expenses.

In 2022, the group sold property, plant and equipment with a book value of CHF 3.6 million for CHF 9.0 million resulting in a net gain of CHF 5.5 million (2021: property, plant and equipment with a book value of CHF 7.1 million was sold for CHF 8.7 million, resulting in a net gain of CHF 1.5 million).

The contractual commitments to acquire property, plant and equipment as of December 31, 2022, amounted to CHF 5.0 million (December 31, 2021: CHF 11.8 million).

17 Leases

Lease assets

				2022
millions of CHF	Land and buildings, leased	Machinery and technical equipment, leased	Other non-current assets, leased	**Total**
Balance as of January 1	71.7	5.7	11.7	89.2
Classification as held for sale [1)]	–0.7	–	–0.0	–0.7
Additions	33.6	1.4	8.4	43.3
Disposals	–5.8	–0.1	–0.6	–6.5
Depreciation	–20.2	–2.5	–6.3	–29.0
Impairments	–1.6	–	–0.0	–1.7
Remeasurements and contract modifications	–0.5	–	0.1	–0.4
Currency translation differences	–3.4	–0.0	–0.7	–4.1
Total lease assets as of December 31	**73.0**	**4.5**	**12.6**	**90.1**

1) In 2022, lease assets with a book value of CHF 0.7 million were included in the Russian disposal group classified as held for sale and fully impaired, reference is made to Note 6. The impairments of CHF 0.7m are recorded in other operating expenses (see note 12).

				2021
millions of CHF	Land and buildings, leased	Machinery and technical equipment, leased	Other non-current assets, leased	**Total**
Balance as of January 1	99.7	8.2	13.4	121.2
Acquired through business combination	3.7	0.1	0.6	4.4
Derecognized as discontinued operations	–45.1	–5.3	–1.2	–51.6
Additions	52.6	5.4	7.7	65.7
Disposals	–1.0	–0.0	–1.5	–2.5
Depreciation	–27.0	–2.6	–6.9	–36.5
Impairments	–2.4	–	–	–2.4
Remeasurements and contract modifications	–8.9	–	–0.1	–9.0
Currency translation differences	–0.0	0.1	–0.2	–0.1
Total lease assets as of December 31	**71.7**	**5.7**	**11.7**	**89.2**

Lease liabilities

	2022	2021
Balance as of January 1	88.8	119.7
Acquired through business combination	0.0	4.4
Derecognized as discontinued operations	–	–51.1
Classification as held for sale	–0.5	–
Additions	43.3	65.7
Interest expenses	2.0	2.1
Cash flow for repayments – principal portion	–32.1	–41.1
Cash flow for repayments – interest portion	–2.0	–2.1
Remeasurements and contract modifications	–6.0	–8.4
Currency translation differences	–4.0	–0.4
Total lease liabilities as of December 31	**89.6**	**88.8**
- thereof non-current lease liabilities	67.2	64.5
- thereof current lease liabilities	22.4	24.3

The group leases land and buildings used for production, storage or office space. The terms are typically fixed for a period of three to five years. Various lease contracts for buildings contain extension options, providing the group with operational flexibility and planning security. Extension options are included in the lease liability and the lease assets only if Management assesses these extension options as reasonably certain to be exercised.

Other leasing disclosures

millions of CHF	2022	2021
Recognized in the income statement		
Expenses relating to short-term leases	–13.8	–15.2
Expenses relating to low-value asset leases, excluding short-term leases of low-value assets	–1.0	–1.5
Expenses relating to variable lease payments not included in the lease liability	–2.7	–2.6
Income from subleasing right-of-use assets	0.5	0.8
Interest expenses on lease liabilities	–2.0	–2.1
Total recognized in the income statement continuing operations	**–19.0**	**–20.6**
Recognized in the income statement of discontinued operations	–	–2.4
Total recognized in the income statement	**–19.0**	**–23.0**
Recognized in the statement of cash flows		
Cash flow for short-term, low-value and variable leases (included within cash flow from operating activities)	–17.6	–19.3
Cash flow from subleasing right-of-use assets (included within cash flow from operating activities)	0.5	0.8
Cash flow for repayments of interest on lease liabilities (included within cash flow from operating activities)	–2.0	–2.1
Cash flow for repayments of the principal portion on lease liabilities (included within cash flow from financing activities)	–32.1	–41.1
Total cash outflow	**–51.1**	**–61.7**

18 Associates

millions of CHF	2022	2021
Balance as of January 1	25.5	21.2
Additions	20.9	6.9
Share of profit / (loss) of associates	–2.7	–2.2
Dividend payments received	–0.1	–0.5
Currency translation differences	–1.8	0.2
Total investments in associates as of December 31	**41.8**	**25.5**

On September 22, 2022, the group increased its investment in the associate Worn Again by CHF 20.9 million. Worn Again is developing a unique polymer recycling process leveraging the group’s technology to enable the recycling of textiles and polyester packaging. Sulzer is accounting for its investment in Worn Again using the equity method of accounting.

19 Other financial assets

millions of CHF	Financial assets at fair value through profit or loss	Financial assets at fair value through other comprehensive income	Financial assets at amortized costs	Total
				2022
Balance as of January 1	10.9	22.5	11.3	44.7
Derecognized as discontinued operations	–	–	–	–
Additions	6.7	–	2.9	9.6
Repayments	–	–	–4.4	–4.4
Changes in fair value	8.0	–13.7	–	–5.8
Currency translation differences	–1.1	–	–0.6	–1.7
Balance as of December 31	**24.4**	**8.8**	**9.3**	**42.5**
– thereof non-current	22.8	–	5.6	28.5
– thereof current	1.5	8.8	3.6	14.0

millions of CHF	Financial assets at fair value through profit or loss	Financial assets at fair value through other comprehensive income	Financial assets at amortized costs	Total
				2021
Balance as of January 1	10.4	–	305.3	315.7
Derecognized as discontinued operations	–0.0	–	–0.4	–0.4
Recognized through Applicator Systems division spin-off	–	21.9	434.2	456.2
Additions	0.9	–	5.3	6.2
Repayments	–	–	–733.0	–733.0
Changes in fair value	0.3	0.6	–	0.9
Currency translation differences	–0.7	–	–0.1	–0.8
Balance as of December 31	**10.9**	**22.5**	**11.3**	**44.7**
– thereof non-current	8.9	–	9.1	18.0
– thereof current	2.0	22.5	2.2	26.7

Financial assets that belong to the category “financial assets at fair value through profit or loss” include investments in equity securities.

The financial assets in the category “financial assets at fair value through other comprehensive income” are comprised of medmix shares amounting to CHF 8.8 million (2021: CHF 22.5 million), which were received as part of the Applicator Systems spin-off in 2021. The financial investment in medmix Ltd is recognized at its fair value based on the share price of medmix Ltd (a level 1 hierarchy valuation). Management has designated this investment at fair value through other comprehensive income at initial recognition. In 2022, fair value changes amounting to CHF –13.7 million (2021: CHF 0.6 million) were recorded in other comprehensive income, with an associated deferred tax effect of CHF 2.7 million (2021: CHF 0.1 million). The dividend received amounted to CHF 0.2 million (2021: CHF 0.0 million).

Financial assets at amortized costs include CHF 2.7 million (2021: CHF 0.0 million) in investments in fixed-term deposits with maturities between 4 and 12 months at the date of acquisition.

20 Inventories

millions of CHF	2022	2021
Raw materials, supplies and consumables	192.3	186.0
Work in progress	250.3	218.3
Finished products and trade merchandise	79.9	71.3
Total inventories as of December 31	**522.4**	**475.6**

In 2022, the group recognized write-downs of CHF 49.8 million (2021: CHF 16.5 million) in the income statement, of which CHF 31.4 million relates to write-downs in connection with the Russian business classified as held for sale. The accumulated write-downs on inventories amounted to CHF 79.9 million as of December 31, 2022 (2021: CHF 85.4 million). Material expenses in 2022 amounted to CHF 1’192.1 million (2021: CHF 1’110.1 million).

21 Assets and liabilities related to contracts with customers

millions of CHF	2022	2021
Sales recognized over time related to ongoing performance obligations	641.5	525.5
Sales recognized over time related to satisfied performance obligations	511.6	360.6
Sales recognized over time	**1’153.1**	**886.0**
Sales recognized at a point in time	2’026.8	2’269.3
Sales	**3’179.9**	**3’155.3**
– thereof sales recognized included in the contract liability balance at the beginning of the period	324.5	300.5
– thereof sales recognized from performance obligations satisfied (or partially satisfied) in previous periods	0.1	0.6
Cost of goods sold recognized over time related to ongoing performance obligations	–495.3	–391.8
Cost of goods sold recognized over time related to satisfied performance obligations	–372.4	–255.5
Cost of goods sold recognized over time	**–867.7**	**–647.3**
Cost of goods sold recognized at a point in time	–1’372.6	–1’561.1
Cost of goods sold	**–2’240.3**	**–2’208.4**
Gross profit recognized over time related to ongoing performance obligations	146.2	133.7
Gross profit recognized over time related to satisfied performance obligations	139.2	105.0
Gross profit recognized over time	**285.4**	**238.7**
Gross profit recognized at a point in time	654.2	708.2
Gross profit	**939.6**	**946.9**
Contract assets from sales recognized over time relating to ongoing performance obligations	1’087.4	912.5
Expected loss rate	0.2%	0.1%
Allowance for expected losses	–2.4	–0.6
Allowance for expected losses and write-off of contract assets in the disposal group classified as held for sale (see note 6)	–26.8	–
Netting with contract liabilities	–592.1	–502.6
Contract assets	**466.1**	**409.3**
Contract liabilities from costs recognized over time relating to ongoing performance obligations	119.2	86.3
Advance payments from customers relating to point in time contracts	172.9	173.3
Advance payments from customers relating to over time contracts	682.3	567.5
Netting with contract assets	–592.1	–502.6
Contract liabilities	**382.3**	**324.5**
Order backlog (aggregate amount of transaction price allocated to unsatisfied performance obligations)	1’844.7	1’724.1
– thereof expected to be recognized as revenue within 12 months	1’650.5	1’515.8
– thereof expected to be recognized in more than 12 months	194.2	208.3

Total sales recognized over time increased from CHF 886.0 million in 2021 to CHF 1'153.1 million in 2022. Contract assets increased by CHF 56.8 million and contract liabilities by CHF 57.8 million.

22 Trade accounts receivable

Aging structure of trade accounts receivable

				2022				2021
millions of CHF	Expected loss rate	Gross amount	Allowance	**Net book value**	Expected loss rate	Gross amount	Allowance	**Net book value**
Not past due	0.9%	439.0	–3.7	435.2	0.2%	411.0	–0.9	410.2
Past due								
1–30 days	0.9%	61.6	–0.6	61.1	0.5%	54.6	–0.3	54.3
31–60 days	1.5%	31.7	–0.5	31.2	3.7%	24.1	–0.9	23.2
61–120 days	8.4%	20.7	–1.7	19.0	3.5%	21.2	–0.7	20.5
>120 days	52.2%	81.6	–42.6	39.0	56.7%	94.7	–53.7	41.0
Total trade accounts receivable as of December 31		**634.6**	**–49.1**	**585.5**		**605.7**	**–56.5**	**549.2**

Allowance for doubtful trade accounts receivable

millions of CHF	**2022**	**2021**
Balance as of January 1	56.5	53.7
Derecognized as discontinued operations	–	–2.0
Reclassification as held for sale	–8.6	–
Additions	19.3	19.5
Released as no longer required	–10.1	–8.5
Utilized	–7.6	–6.7
Currency translation differences	–0.3	0.6
Balance as of December 31	**49.1**	**56.5**

Approximately 31% (2021: 32%) of the gross amount of trade accounts receivable was past due, and an allowance of CHF 49.1 million (2021: CHF 56.5 million) was recorded. The recoverability of trade accounts receivable is regularly reviewed, and the credit quality of new customers is thoroughly assessed. Due to the large and heterogeneous customer base, the credit risk from individual customers of the group is limited. The allowance for doubtful trade accounts receivable is based on expected credit losses by country and by division. These are based on historical observed default rates over the expected life of the trade receivables and are adjusted for forward-looking information such as development of gross domestic product (GDP).

Accounts receivable by geographical region

millions of CHF	2022	2021
Europe, the Middle East and Africa	**265.9**	**236.1**
– thereof United Kingdom	48.0	55.3
– thereof Saudi Arabia	38.6	32.5
– thereof Germany	22.8	15.8
– thereof Spain	21.7	20.4
– thereof France	23.4	12.1
Americas	**124.8**	**111.0**
– thereof USA	75.3	70.5
Asia-Pacific	**194.8**	**202.0**
– thereof China	127.5	137.7
Total as of December 31	**585.5**	**549.2**

23 Other current receivables and prepaid expenses

millions of CHF	2022	2021
Taxes (VAT, withholding tax)	55.8	62.0
Derivative financial instruments	13.2	7.0
Other current receivables	23.4	18.3
Total other current receivables as of December 31	**92.4**	**87.3**
Prepaid expenses	36.3	31.4
Total prepaid expenses as of December 31	**36.3**	**31.4**
Total other current receivables and prepaid expenses as of December 31	**128.7**	**118.7**

For further details on derivative financial instruments, refer to note 30. Other current receivables and prepaid expenses do not include any material positions that are past due or impaired.

24 Cash and cash equivalents

millions of CHF	2022	2021
Cash	939.6	858.4
Cash equivalents	256.8	647.0
Total cash and cash equivalents as of December 31	**1’196.3**	**1’505.4**

As of December 31, 2022, the group held restricted cash and cash equivalents of CHF 15.7 million (2021: CHF 36.3 million).

25 Equity

Share capital

	2022		2021	
thousands of CHF	Number of shares	Share capital	Number of shares	Share capital
Balance as of December 31 (par value CHF 0.01)	34’262’370	342.6	34’262’370	342.6

The share capital amounts to CHF 342’623.70, made up of 34’262’370 shares with dividend entitlement and a par value of CHF 0.01. All shares are fully paid in and registered. On December 31, 2022, conditional share capital amounted to CHF 17’000 (2021: CHF 17’000), consisting of 1’700’000 shares with a par value of CHF 0.01.

Share ownership

Sulzer shares are freely transferable provided that, when requested by the company to do so, buyers declare that they have purchased and will hold the shares in their own name and for their own account. Nominees will only be entered in the share register with the right to vote provided that they meet the following conditions: the nominee is subject to the supervision of a recognized banking and financial market regulator; the nominee has entered into an agreement with the Board of Directors concerning its status; the share capital held by the nominee does not exceed 3% of the registered share capital entered in the commercial register; and the names, addresses and number of shares of those individuals for whose accounts the nominee holds at least 0.5% of the share capital have been disclosed. The Board of Directors is also entitled, beyond these limits, to enter shares of nominees with voting rights in the share register, provided that the above-mentioned conditions are met (see also paragraph 6a of the Articles of Association at https://sulzer.com/governance).

Shareholders holding more than 3%

	Dec 31, 2022		Dec 31, 2021	
	Number of shares	in %	Number of shares	in %
Viktor Vekselberg (direct shareholder: Tiwel Holding AG)	16’728’414	48.82	16’728’414	48.82
The Capital Group Companies, Inc.	1’034’950	3.02	-	-
FIL Limited	-	-	1’114’854	3.25

Retained earnings

The retained earnings include prior years’ undistributed income of consolidated companies and all remeasurements of the net liability for defined benefit plans and other transactions recorded directly in retained earnings.

Treasury shares

During 2022, the group acquired 281’349 treasury shares for CHF 19.5 million (2021: 207’690 shares for CHF 21.8 million). The total number of shares held by the group as of December 31, 2022, amounted to 523’855 treasury shares (December 31, 2021: 534'733 shares).

The treasury shares are mainly held for the purpose of issuing shares under the management share-based payment programs.

Cash flow hedge reserve

The hedging reserve comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instruments where the hedged transaction has not yet occurred. Amounts are reclassified to profit or loss when the associated hedged transaction affects the income statement.

Currency translation reserve

The currency translation reserve comprises all foreign exchange differences arising on the translation of the financial statements of controlled entities, whose functional currency differs from the reporting currency of the group. The cumulative amount is reclassified to profit or loss when the net investment is derecognized.

Acquisition of non-controlling interests without a change of control

Reference is made to note 4.

Spin-off Applicator Systems division

Reference is made to note 5.

Transaction costs

In 2022, directly attributable transaction costs relating to the spin-off of the Applicator Systems division amounting to CHF 0.7 million (2021: CHF 3.4 million) have been recognized directly in retained earnings in equity.

Dividends

On April 6, 2022, the Annual General Meeting approved an ordinary dividend of CHF 3.50 (2021: ordinary dividend of CHF 4.00) per share to be paid out of reserves. The dividend was paid to shareholders on April 12, 2022. The total amount of the dividend to shareholders of Sulzer Ltd was CHF 118.7 million (2021: CHF 135.4 million), thereof paid dividends of CHF 80.6 million (2021: CHF 91.9 million) and unpaid dividends of CHF 38.1 million (2021: CHF 43.5 million). The dividend payments to the group's main shareholder, Tiwel Holding AG, could not be transferred as a result of US sanctions. The unpaid dividends are reflected in the balance sheet position "other current and accrued liabilities" (see note 29).

The Board of Directors decided to propose to the Annual General Meeting 2023 a dividend for the year 2022 of CHF 3.50 per share (2021: CHF 3.50).

26 Earnings per share

	2022	2021
Net income attributable to shareholders of Sulzer Ltd – continuing operations	28.6	138.5
Net income attributable to shareholders of Sulzer Ltd – discontinued operations	–	1’278.3
Net income attributable to shareholders of Sulzer Ltd (millions of CHF)	**28.6**	**1’416.7**
Issued number of shares	34’262’370	34’262’370
Adjustment for average treasury shares held	–436’556	–474’364
Average number of shares outstanding as of December 31	**33’825’814**	**33’788’006**
Adjustment for share participation plans	697’151	534’195
Average number of shares for calculating diluted earnings per share as of December 31	**34’522’965**	**34’322’201**
Earnings per share, attributable to a shareholder of Sulzer Ltd (in CHF) as of December 31		
Basic earnings per share	0.85	41.93
– thereof basic earnings per share continuing operations	0.85	4.10
– thereof basic earnings per share discontinued operations	–	37.83
Diluted earnings per share	0.83	41.28
– thereof diluted earnings per share continuing operations	0.83	4.03
– thereof diluted earnings per share discontinued operations	–	37.24

27 Borrowings

			2022
millions of CHF	Non-current borrowings	Current borrowings	Total
Balance as of January 1	1’164.6	345.5	1’510.1
Cash flow from proceeds	169.6	1’054.0	1’223.6
Cash flow for repayments	–0.0	–1’376.1	–1’376.1
Changes in amortized costs	0.3	0.0	0.3
Reclassifications	–289.9	289.9	–
Currency translation differences	–0.8	–1.8	–2.6
Total borrowings as of December 31	**1’043.9**	**311.4**	**1’355.3**

			2021
millions of CHF	Non-current borrowings	Current borrowings	Total
Balance as of January 1	1’491.3	231.8	1’723.1
Acquired through business combination	0.8	–	0.8
Derecognized as discontinued operations	–	–5.5	–5.5
Cash flow from proceeds	0.0	54.8	54.8
Cash flow for repayments	–0.0	–263.1	–263.1
Changes in amortized costs	0.3	0.1	0.4
Reclassifications	–327.7	327.7	–
Currency translation differences	–0.0	–0.4	–0.4
Total borrowings as of December 31	**1’164.6**	**345.5**	**1’510.1**

Borrowings by currency

			2022			2021
	millions of CHF	in %	Interest rate	millions of CHF	in %	Interest rate
CHF	1’333.8	98.4	1.4%	1’488.8	98.6	0.8%
INR	8.3	0.6	4.4%	6.0	0.4	4.7%
IDR	6.3	0.5	7.1%	1.6	0.1	7.2%
USD	5.0	0.4	3.8%	7.8	0.5	0.9%
EUR	–	–	–	1.3	0.1	0.3%
SEK	–	–	–	2.4	0.2	2.1%
Other	1.9	0.1	–	2.1	0.1	–
Total as of December 31	**1’355.3**	**100.0**	**–**	**1’510.1**	**100.0**	**–**

In 2021, the group arranged the renewal of the CHF 500 million syndicated credit facility with a maturity date of December 31, 2026. The facility includes two one-year extension options and a further option to increase the credit facility by CHF 250 million (subject to lenders' approval). In 2022, the group exercised the first of the two extension options, extending the term of the credit facility partially by one year to December 2027 (for CHF 85 million of the facility, the maturity date remains unchanged). The facility is available for general corporate purposes including financing of acquisitions. The facility is subject to financial covenants based on net financial indebtedness and EBITDA, which were adhered to throughout the reporting period. As of December 31, 2022, and 2021, the syndicated facility was not used.

Outstanding bonds

	2022		2021	
millions of CHF	Amortized costs	Nominal	Amortized costs	Nominal
0.375% 07/2016–07/2022	–	–	325.0	325.0
0.875% 07/2016–07/2026	125.0	125.0	125.0	125.0
1.300% 07/2018–07/2023	289.9	290.0	289.8	290.0
1.600% 10/2018–10/2024	249.9	250.0	249.9	250.0
0.800% 09/2020–09/2025	299.6	300.0	299.5	300.0
0.875% 11/2020–11/2027	199.7	200.0	199.7	200.0
3.350% 12/2022–11/2026	169.6	170.0	–	–
Total as of December 31	**1'333.8**	**1'335.0**	**1'488.8**	**1'490.0**
– thereof non-current	1'043.9	1'045.0	1'163.8	1'165.0
– thereof current	289.9	290.0	325.0	325.0

On December 16, 2022, Sulzer issued a CHF 170 million single tranche bond. The bond has a term of three years and 11 months and carries a coupon of 3.350% at a price of 100.055%.

All the outstanding bonds are traded on SIX Swiss Exchange.

28 Provisions

millions of CHF	Other employee benefits	Warranties / liabilities	Restructuring	Environmental	Other	Total
						2022
Balance as of January 1	53.9	93.8	21.0	11.8	55.4	235.8
Classified as held for sale	–	–2.5	–	–	–	–2.5
Additions	11.0	26.9	1.8	0.1	68.0	107.8
Released as no longer required	–7.0	–10.0	–1.7	–	–3.6	–22.3
Utilized	–10.6	–16.1	–12.7	–0.0	–58.7	–97.9
Currency translation differences	–2.8	0.1	–0.3	–0.5	–3.3	–6.7
Total provisions as of December 31	**44.5**	**92.3**	**8.1**	**11.4**	**57.8**	**214.1**
– thereof non-current	31.0	3.2	1.2	11.4	11.5	58.2
– thereof current	13.5	89.1	6.9	0.0	46.3	155.9

millions of CHF	Other employee benefits	Warranties / liabilities	Restructuring	Environmental	Other	Total
						2021
Balance as of January 1	53.5	85.3	41.5	12.8	56.3	249.3
Acquired through business combination	0.6	0.6	–	–	0.9	2.1
Derecognized as discontinued operations	–4.0	–2.0	–0.5	–	–7.2	–13.7
Additions	12.2	37.1	11.7	–	69.7	130.7
Released as no longer required	–1.9	–6.9	–2.0	–	–6.1	–16.9
Utilized	–7.0	–20.7	–29.8	–1.1	–56.7	–115.2
Currency translation differences	0.4	0.3	0.1	0.1	–1.4	–0.5
Total provisions as of December 31	**53.9**	**93.8**	**21.0**	**11.8**	**55.4**	**235.8**
– thereof non-current	38.9	4.0	2.5	11.8	10.8	68.0
– thereof current	15.0	89.7	18.5	0.0	44.6	167.8

The category “Other employee benefits” includes provisions for jubilee gifts, early retirement of senior managers and other obligations to employees.

The category “Warranties/liabilities” includes provisions for warranties, customer claims, penalties, litigation and legal cases relating to goods delivered or services rendered.

In 2022, the group utilized CHF 12.7 million (2021: CHF 29.8 million) of restructuring provisions mainly relating to resizing measures of sites in Europe and the USA initiated in 2020 and 2021. The group recorded restructuring provisions of CHF 1.8 million for continuing operations (2021: CHF 11.5 million for continuing operation and CHF 0.2 million for discontinued operations), partly offset by released restructuring provisions of CHF 1.7 million (2021: CHF 2.0 million). Restructuring costs mainly relate to resizing activities in Indonesia. The remaining restructuring provision as of December 31, 2022, is CHF 8.1 million, of which CHF 6.9 million is expected to be utilized within one year.

“Environmental” mainly consists of expected costs related to inherited liabilities.

“Other” includes provisions that do not fit into the aforementioned categories. A large number of these provisions refer to onerous contracts and indemnities, in particular related to divestitures. In addition, provisions for ongoing asbestos lawsuits and other legal claims are included. Based on the currently known facts, the group is of the opinion that the resolution of the open cases will not have material effects on its liquidity or financial condition. Although the group expects a large part of the category “Other” to be realized in 2023, by their nature, the amounts and timing of any cash outflows are difficult to predict.

29 Other current and accrued liabilities

millions of CHF	2022	2021
Liability related to the purchase of treasury shares	92.9	98.1
Outstanding dividend payments	239.2	201.1
Taxes (VAT, withholding tax)	33.0	34.3
Derivative financial instruments	7.0	6.7
Notes payable	20.6	26.7
Contingent consideration	1.9	4.0
Other current liabilities	43.6	25.1
Total other current liabilities as of December 31	**438.2**	**395.9**
Contract-related costs	137.8	168.3
Salaries, wages and bonuses	108.9	116.8
Vacation and overtime claims	22.4	24.0
Other accrued liabilities	167.3	123.1
Total accrued liabilities as of December 31	**436.5**	**432.3**
Total other current and accrued liabilities as of December 31	**874.7**	**828.1**

The outstanding dividend payments of CHF 239.2 million (2021: CHF 201.1 million) are explained in note 25.

30 Derivative financial instruments

	2022				2021			
	Derivative assets		Derivative liabilities		Derivative assets		Derivative liabilities	
millions of CHF	Notional value	Fair value	Notional value	Fair value	Notional value	Fair value	Notional value	Fair value
Forward exchange rate contracts	575.4	13.2	607.6	7.0	750.5	7.0	388.6	6.7
Interest rate swaps	–	–	–	–	–	0.7	–	0.8
Total as of December 31	**575.4**	**13.2**	**607.6**	**7.0**	**750.5**	**7.7**	**388.6**	**7.5**
– thereof due in <1 year	571.5	13.2	597.7	7.0	750.5	7.0	387.9	6.7
– thereof due in 1–5 years	3.9	0.1	9.9	0.0	–	0.7	0.7	0.0
– thereof due in >5 years	–	–	–	–	–	–	–	0.8

The notional value and the fair value of derivative assets and liabilities include current and non-current derivative financial instruments. The cash flow hedges of expected future sales were assessed as highly effective. For 2022, the unrealized losses for cash flow hedges recorded in the cash flow hedge reserves amount to CHF 7.5 million (2021: CHF 2.5 million), net of a deferred tax impact of CHF 2.6 million (2021: CHF 0.7 million). As of December 31, 2022, net cumulative unrealized losses of CHF 5.7 million (2021: gains of CHF 4.3 million) with deferred tax assets of CHF 1.6 million (2021: deferred tax liabilities of CHF 1.0 million) relating to these cash flow hedges were included in the cash flow hedge reserves. In 2022, gains of CHF 0.1 million (2021: loss of CHF 0.7 million) were reclassified from cash flow hedge reserves to profit and loss from continuing operations (2021: gains of CHF 1.8 million to continuing operations, and losses of CHF 1.1 million to discontinued operations). There was no ineffectiveness that arose from cash flow hedges in 2022 (2021: CHF 0.0 million). The maximum exposure to credit risk at the reporting date is the fair value of the derivative assets in the balance sheet.

The hedged, highly probable forecast transactions denominated in foreign currencies are mostly expected to occur at various dates during the next 12 months. Gains and losses recognized in the cash flow hedge reserve in equity on forward foreign exchange contracts as of December 31, 2022, are recognized either in sales, cost of goods sold or other operating income / expenses in the period or periods during which the hedged transaction affects the income statement. This is generally within 12 months from the balance sheet date unless the gain or loss is included in the initial amount recognized for the purchase of fixed assets, in which case recognition is over the lifetime of the asset (5 to 10 years).

The group enters into derivative financial instruments under enforceable master netting arrangements. These agreements do not meet the criteria for offsetting derivative assets and derivative liabilities in the consolidated balance sheet. As of December 31, 2022, the amount subject to such netting arrangements was CHF 2.7 million (2021: CHF 3.4 million). Considering the effect of these agreements, the amount of derivative assets would reduce from CHF 13.2 million to CHF 10.5 million (2021: from CHF 7.7 million to CHF 4.3 million), and the amount of derivative liabilities would reduce from CHF 7.0 million to CHF 4.3 million (2021: from CHF 7.5 million to CHF 4.1 million).

31 Contingent liabilities

millions of CHF	2022	2021
Guarantees in favor of third parties	9.1	43.0
Total contingent liabilities as of December 31	**9.1**	**43.0**

As of December 31, 2022, guarantees provided to third parties amounted to CHF 9.1 million (2021: CHF 43.0 million), whereof CHF 9.1 million were related to disposed businesses (2021: CHF 42.0 million). All guarantees will expire in 2023.

32 Share participation plans

Share-based payments charged to personnel expenses

millions of CHF	2022	2021
Restricted share unit plan	1.6	1.3
Performance share plan continuing operations	13.8	19.5
Performance share plan discontinued operations	-	1.1
Total charged to personnel expenses	**15.4**	**21.9**

Restricted share unit plan settled in Sulzer shares

This long-term incentive plan covers the Board of Directors. Restricted share units (RSU) are granted annually. Awards to members of the Board of Directors automatically vest with the departure from the Board. The plan features graded vesting over a three-year period. One RSU award is settled with one Sulzer share at the end of the vesting period. The fair value of the RSU granted is measured at the grant date closing share price of Sulzer Ltd, and discounted over the vesting period using a discount rate that is based on the yield of Swiss government bonds for the duration of the vesting period. Participants are not entitled to dividends declared during the vesting period. Consequently, the grant date fair value of the RSU is reduced by the present value of the dividends expected to be paid during the vesting period.

Given the spin-off of the Applicator Systems division in 2021, the group neutralized the consequences from the demerger for the restricted share plans. The number of originally granted RSU was recalculated to neutralize the effect of the spin-off on the share price, resulting in the same fair value before and after the spin-off and did not impact the share-based payments expense.

Restricted share units

Grant year	2022	2021	2020	2019	2018	Total
Outstanding as of January 1, 2021	**–**	**–**	**17’715**	**7’034**	**2’761**	**27’510**
Granted	–	10’866	–	–	–	10’866
APS division spin-off	–	5’766	4’910	1’415	–	12’091
Exercised	–	–	–8’461	–4’371	–2’761	–15’593
Outstanding as of December 31, 2021	**–**	**16’632**	**14’164**	**4’078**	**–**	**34’874**
Outstanding as of January 1, 2022	**–**	**16’632**	**14’164**	**4’078**	**–**	**34’874**
Granted	11’637	–	–	–	–	11’637
Exercised	–	–10’344	–10’994	–4’078	–	–25’416
Outstanding as of December 31, 2022	**11’637**	**6’288**	**3’170**	**–**	**–**	**21’095**
Average fair value at grant date in CHF	77.82	106.32	65.22	97.76	118.20	

Performance share plan settled in Sulzer shares

This long-term incentive plan covers the members of the Executive Committee and the members of the Sulzer Management Group. Performance share units (PSU) are granted annually, depending on the organizational position of the employee.

Vesting of the PSUs is subject to continuous employment and to the achievement of performance conditions over the performance period. Participants are not entitled to dividends declared during the vesting period. Vesting of the performance share plans (PSP) is based on three performance conditions: operational income before restructuring, amortization, impairments and non-operational items (operational profit) in the last year of the performance period (weighted 25%), average operational return on capital employed (operational ROCEA) (weighted 25%), and Sulzer's total return to shareholders (TSR), compared to a selected group of peer companies (weighted 50%).

TSR is measured with a starting value of the volume-weighted average share price (VWAP) over the last three months prior to the first year, and an ending value of the VWAP over the last three months of the vesting period. The rank of Sulzer's TSR at the end of the performance period determines the effective number of total shares. The exercise price of the PSUs is zero.

Given the spin-off of the Applicator Systems division, the group neutralized the consequences from the demerger for the PSP. The number of originally granted PSUs was recalculated to neutralize the effect of the spin-off on share price, resulting in the same fair value before and after the spin-off. The target values of the Applicator Systems business for the PSP 2019, PSP 2020 and PSP 2021, as derived from their respective three-year financial plans, are deducted for the Sulzer group. As a result, the target values for the group comprise only what remain as continuing businesses within the group. Furthermore, for each non-market performance condition (i.e., operational profit and operational ROCEA) of PSP 2019, PSP 2020 and PSP 2021, the performance curve depicting the gradient formed from the threshold and cap performance level remains unchanged.

The following inputs were used to determine the fair value of the PSUs at grant date using a Monte Carlo simulation:

Grant year	2022	2021	2020	2019	2018
Fair value at grant date	84.69	124.95	78.18	115.95	143.62
Share price at grant date	76.35	101.12	76.05	92.46	120.60
Expected volatility	35.59%	34.68%	37.45%	29.64%	29.12%
Risk-free interest rate	0.39%	–0.58%	–0.64%	–0.57%	–0.42%

The expected volatility of the Sulzer share and the peer group companies is determined by the historical volatility. The zero-yield curves of those countries in which the companies and indices are listed were used as the relevant risk-free rates. Historical data was used to arrive at an estimate for the correlation between Sulzer and the peer companies. For the TSR calculation, all dividends paid during the vesting period are added to the closing share price.

Performance share units – terms of awards

Grant year	2022	2021	2020	2019	2018
Number of awards granted	97’930	90’527	151’422	112’857	74’467
Grant date	April 1, 2022	April 1, 2021	June 1, 2020	April 1, 2019	July 1, 2018
Performance period for cumulative operational profit	01/22–12/24	01/21–12/23	01/20–12/22	01/19–12/21	01/18–12/20
Performance period for TSR	01/22–12/24	01/21–12/23	01/20–12/22	01/19–12/21	01/18–12/20
Fair value at grant date in CHF	84.69	124.95	78.18	115.95	143.62

Performance share units

Grant year	2022	2021	2020	2019	2018	Total
Outstanding as of January 1, 2021	**–**	**–**	**146’859**	**101’764**	**63’257**	**311’880**
Granted	–	90’527	–	–	–	90’527
APS division spin-off	–	44’801	74’680	53’141	–	172’622
Exercised	–	–553	–3’829	–2’088	–63’257	–69’727
Forfeited	–	–7’284	–7’516	–1’008	–	–15’808
Outstanding as of December 31, 2021	**–**	**127’491**	**210’194**	**151’809**	**–**	**489’494**
Outstanding as of January 1, 2022	**–**	**127’491**	**210’194**	**151’809**	**–**	**489’494**
Granted	97’930	–	–	–	–	97’930
Exercised	–998	–3’788	–6’202	–151’809	–	–162’797
Forfeited	–2’746	–6’634	–4’828	–	–	–14’208
Outstanding as of December 31, 2022	**94’186**	**117’069**	**199’164**	**–**	**–**	**410’419**

33 Transactions with members of the Board of Directors, Executive Committee and related parties

Key management compensation

				2022				2021
thousands of CHF	Short-term benefits	Equity-based compensation	Pension and social security contributions	Total	Short-term benefits	Equity-based compensation	Pension and social security contributions	Total
Board of Directors	1'152	905	283	2'340	1'444	1'155	263	2'862
Executive Committee	7'065	2'822	1'649	11'536	8'186	4'486	1'938	14'609

As of December 31, 2022, there are no outstanding loans with members of the Board of Directors or the Executive Committee. No shares have been granted to members of the Board of Directors, the Executive Committee, or related persons, with the exception of shares granted in connection with equity-settled plans and service awards.

Transactions and balances with associates

In 2022, the group recorded transactions and balances with associates. Sales with associates amounted to CHF 0.0 million (2021: CHF 4.8 million), the operating expenses amounted to CHF 2.5 million (2021: CHF 0.7 million). As of December 31, 2022, receivables amount to CHF 0.0 million (2021: CHF 1.6 million), payables amount to CHF 0.4 million (2021: CHF 0.4 million). See note 18 for details on the investments in associates.

Transactions and balances with other related parties

In 2022, sales with other related parties amount to CHF 0.0 million (2021: CHF 0.1 million), no other operating income was recorded in 2022 (2021: CHF 3.1 million), operating expenses in relation to goods and services purchased amount to CHF 0.0 million (2021: CHF 1.3 million). No Interest income (2021: CHF 0.1 million) was recorded with related parties. As of December 31, 2022, trade and other receivables with other related parties amount to CHF 0.0 million (2021: CHF 1.9 million). Open payables with related parties amounted to CHF 332.0 million (2021: CHF 299.4 million), of which CHF 92.9 million (2021: CHF 98.1 million) related to the purchase of treasury shares (see note 29) and CHF 239.2 million (2021: CHF 201.1 million) related to outstanding dividend payments (see note 25 and note 29). In 2022, there were no other financial assets with related parties (2021: CHF 3.4 million).

All related party transactions are priced on an arm's-length basis.

34 Auditor remuneration

Fees for the audit services by KPMG as the appointed group auditor amounted to CHF 4.1 million (2021: CHF 3.8 million). Additional services provided by the group auditor amounted to a total of CHF 1.9 million (2021: CHF 1.5 million). This amount includes CHF 0.2 million (2021: CHF 0.2 million) for tax services and CHF 1.7 million (2021: CHF 1.3 million) for other services.

35 Key accounting policies and valuation methods

35.1 Basis of preparation

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) using the historical cost convention except for:

- financial assets at fair value through profit or loss and financial assets at fair value through other comprehensive income; and
- net position from defined benefit plans, where plan assets are measured at fair value and the plan liabilities are measured at the present value of the defined benefit obligations (see note 35.20 a).

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements and have been applied consistently by all subsidiaries.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the group's accounting policies. The areas involving a higher degree of judgment or complexity or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in note 7.

Rounding

Due to rounding, numbers presented throughout the consolidated financial statements may not add up precisely to the totals provided. All ratios, percentages and variances are calculated using the underlying amount rather than the presented rounded amount.

Tables

Within tables, blank fields generally indicate that the field is not applicable or not meaningful, or that information is not available as of the relevant date or for the relevant period. Dashes (–) generally indicate that the respective figure is zero, while a zero (0.0) indicates that the relevant figure has been rounded to zero.

35.2 Change in accounting policies

a) Standards, amendments and interpretations which were effective for 2022

A number of amendments to standards became effective applicable for the current reporting period, they did not have a material impact on the group's financial statements.

b) Standards, amendments and interpretations issued but not yet effective, which the group decided not to adopt early in 2022

The following amended standards will become effective from January 1, 2023. The group does not expect these to have a material impact on the consolidated financial statements:

- Amendments to IAS 12 – Deferred Tax related to Assets and Liabilities arising from a Single Transaction. The amendments narrow the scope of the initial recognition exemption to exclude transactions that give rise to equal and offsetting temporary differences. Deferred tax assets and deferred tax liabilities need to be recorded on temporary differences arising from leases and decommissioning liabilities.
- Amendments to IAS 1 – Disclosure of Accounting Policies. The amendments clarify when an entity is likely to consider accounting policy information to be material to its financial statements.
- Amendments to IAS 8 – Definition of Accounting Estimates. The amendments will become effective January 1, 2023 and define accounting estimates as monetary amounts in financial statements that are subject to measurement uncertainty.
- IFRS 17 –Insurance Contracts will become effective January 1, 2023.

The following amended standards will become effective from January 1, 2024. The group is in the process of assessing the below amendments and does currently not expect these to have a material impact on the consolidated financial statements:

- Amendments to IAS 1 – Classification of Liabilities as Current or Non-current and Non-current liabilities with Covenants.
- Amendments to IFRS 16 – Lease liability in a sale and leaseback.

35.3 Consolidation

a) Business combinations

The group accounts for business combinations using the acquisition method when control is transferred to the group. The consideration transferred in the acquisition is measured at the fair value of the assets given, the liabilities incurred to the former owner of the acquiree and the equity interest issued by the group. Any goodwill arising is tested annually for impairment. Any gain on a bargain purchase is recognized in the income statement immediately. Acquisition-related costs are expensed as incurred, except if related to the issue of debt or equity securities. Identifiable assets acquired, and liabilities and contingent liabilities assumed in a business combination, are measured initially at their fair values at the acquisition date.

Any contingent consideration payable is measured at fair value at the acquisition date. If the contingent consideration is classified as equity, then it is not remeasured and settlement is accounted for within equity. Otherwise, subsequent changes in the fair value of the contingent consideration are recognized in the income statement.

If share-based payment awards (replacement awards) are required to be exchanged for awards held by the acquiree’s employees (acquiree’s awards), then all or a portion of the amount of the acquirer’s replacement awards is included in measuring the consideration transferred in the business combination. The determination is based on the difference between the market-based measure of the replacement awards compared with the market-based measure of the acquiree’s awards and the extent to which the replacement awards relate to precombination service.

b) Subsidiaries

Subsidiaries are all entities controlled by the group. The group controls an entity when it is exposed to, or has the rights 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 on which control commences until the date on which control ceases.

According to the full consolidation method, all assets and liabilities and income and expenses of the subsidiaries are included in the consolidated financial statements. The share of non-controlling interests in the net assets and results is presented separately as non-controlling interests in the consolidated balance sheet and income statement, respectively.

c) Non-controlling interests

The group recognizes any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, at the non-controlling interest's proportionate share of the recognized amounts of the acquiree's identifiable net assets. Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions.

When the group loses control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related non-controlling interest and other components of equity. Any resulting gain or loss is recognized in the income statement. Any interest retained in the former subsidiary is measured at fair value when control is lost.

d) Associates and joint ventures

Associates are those entities in which the group has significant influence, but no control, over the financial and operating policies. Significant influence is presumed to exist when the group holds, directly or indirectly, between 20% and 50% of the voting rights. Joint ventures are those entities over whose activities the group has joint control, established by contractual agreement and requiring unanimous consent for strategic, financial and operating decisions. Associates and joint ventures are accounted for using the equity method and are initially recognized at cost.

e) Transactions eliminated on consolidation

All material intercompany transactions and balances and any unrealized gains arising from intercompany transactions are eliminated in preparing the consolidated financial statements. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

35.4 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Executive Officer. The Chief Executive Officer, who is responsible for allocating resources and assessing performance (e.g., operating income) of the operating segments, has been identified as chief operating decision maker.

35.5 Foreign currency translation

a) Functional and presentation currency

Items included in the financial statements of subsidiaries are measured using the currency of the primary economic environment in which the entity operates (the functional currency). The consolidated financial statements are presented in Swiss francs (CHF).

The following table shows the major currency exchange rates for the reporting periods 2022 and 2021:

	2022		2021	
CHF	Average rate	Year-end rate	Average rate	Year-end rate
EUR 1	1.00	0.98	1.08	1.03
GBP 1	1.18	1.11	1.26	1.23
USD 1	0.95	0.92	0.91	0.91
CNY 100	14.19	13.29	14.17	14.35
INR 100	1.21	1.12	1.24	1.23
RUB 100	1.36	1.28	1.24	1.23

b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the income statement.

c) Subsidiaries

The results and balance sheet positions of all the subsidiaries (excluding the ones with hyperinflationary economy) that have a functional currency different from the presentation currency of the group are translated into the presentation currency as follows:

- Assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet.
- Income and expenses for each income statement are translated at average exchange rates.

Translation differences resulting from consolidation are taken to other comprehensive income. In the event of a sale or liquidation of foreign subsidiaries, exchange differences that were recorded in other comprehensive income are recognized in the income statement as part of the gain or loss on sale or liquidation.

If a loan is made to a group company, and the loan in substance forms part of the group’s investment in the group company, translation differences arising from the loan are recognized directly in other comprehensive income as foreign currency translation differences. When the group company is sold or partially disposed of, and control no longer exists, gains and losses accumulated in equity are reclassified to the income statement as part of the gain or loss on disposal.

35.6 Intangible assets

The intangible assets with finite useful life are amortized in line with the expected useful life, usually on a straight-line basis. The period of useful life is to be assessed according to business rather than legal criteria. This assessment is made at least once a year. An impairment might be required in the event of sudden or unforeseen value changes.

a) Goodwill

Goodwill represents the difference between the consideration transferred and the fair value of the group's share in the identifiable net asset value of the acquired business at the time of acquisition. Any goodwill arising as a result of a business combination is included within intangible assets.

Goodwill is subject to an annual impairment test and valued at its original acquisition cost less accumulated impairment losses. In cases where circumstances indicate a potential impairment, impairment tests are conducted more frequently. Profits and losses arising from the sale of a business include the book value of the goodwill assigned to the business being sold.

For impairment testing, goodwill is allocated to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. Goodwill originating from the acquisition of an associated company is included in the book value of the investment in associate.

b) Trademarks and licenses

Trademarks, licenses and similar rights acquired from third parties are stated at acquisition cost. Such assets are amortized over their expected useful life, generally not exceeding 10 years.

c) Research and development

Expenditure on research activities is recognized in the income statement as incurred. Development costs for major projects are capitalized only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the group intends and has sufficient resources to complete development and to use or sell the asset. Otherwise, it is recognized in the income statement as incurred. Subsequently, such assets are measured at cost less accumulated amortization (max. five years) and any accumulated impairment loss.

d) Computer software

Acquired computer software licenses in control of the group are capitalized on the basis of the cost incurred to acquire the specific software and bring to use. These costs are amortized over their estimated useful lives (three to max. five years).

e) Customer relationships

As part of a business combination, acquired customer rights are recorded at fair value (cost at the time of acquisition). These costs are amortized over their estimated useful lives, generally not exceeding 15 years.

35.7 Property, plant and equipment

Property, plant and equipment is stated at acquisition cost less depreciation and impairments. Acquisition cost includes expenditure that is directly attributable to the acquisition of the item. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of the replaced item is derecognized. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Depreciation is provided on a straight-line basis over the estimated useful life. Land is stated at cost and is not depreciated.

The useful lives are as follows:
Buildings: 20–50 years
Machinery: 5–15 years
Technical equipment: 5–10 years
Other non-current assets: max. 5 years

35.8 Impairment of property, plant and equipment and intangible assets

Assets with a finite useful life are only tested for impairment if relevant events or changes in circumstances indicate that the book value is no longer recoverable. An impairment loss is recorded equal to the excess of the carrying value over the recoverable amount. The recoverable amount is the higher of the fair value of the asset less disposal costs and its value in use. The value in use is based on the estimated cash flow over a five-year period and the extrapolated projections for subsequent years. The results are discounted using an appropriate pretax, long-term interest rate. For the purposes of the impairment test, assets are grouped together at the lowest level for which separate cash flows can be identified (cash-generating units).

35.9 Lease assets and lease liabilities

The group recognizes lease assets and lease liabilities for most leases (these leases are on-balance-sheet). However, the group has elected not to recognize lease assets and lease liabilities for leases of low-value assets and short-term leases. The group recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The group presents lease assets and lease liabilities as separate line items in the balance sheet.

The group recognizes lease assets and lease liabilities at the lease commencement date. The lease asset is initially measured at cost and subsequently at cost less any accumulated depreciation and impairment losses and adjusted for certain remeasurements. The lease liability is initially measured at the present value of the lease payments that are not paid on commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the group's incremental borrowing rate. In most cases, the group uses its incremental borrowing rate as the discount rate.

The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payments made. It is remeasured when there is a change in future lease payments arising from a change in an index rate, a change in the estimate of the amount expected to be payable under a residual value guarantee, changes in the assessment of whether a purchase or extension option is reasonably certain to be exercised, or a termination option is reasonably certain not to be exercised.

35.10 Financial assets

Financial assets are classified into the following three categories:

- Financial assets at fair value through profit or loss (FVTPL)
- Financial assets at fair value through other comprehensive income (FVOCI)
- Financial assets measured at amortized cost

For debt instruments, classification depends on the business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. The group reclassifies debt investments when and only when its business model for managing those assets changes. For investments in equity instruments that are not held for trading, this will depend on whether the group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI).

Debt instruments

Financial assets at fair value through profit or loss (FVTPL)
Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at FVTPL is recognized in profit or loss and presented within other operating income and expenses or other financial income and expenses, depending on the nature of the investment, in the period in which it arises.

Financial assets at fair value through other comprehensive income (FVOCI)
Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets’ cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses, which are recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in other comprehensive income is reclassified from equity to profit or loss and recognized in other financial income / (expenses), net. Interest income from these financial assets is included in interest income using the effective interest rate method. Foreign exchange gains and losses are presented in other financial income / (expenses), net, and impairment expenses are presented as separate line items in the statement of profit or loss.

Financial assets measured at amortized cost
Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognized directly in profit or loss and presented in other financial income / (expenses), net together with foreign exchange gains and losses. Impairment losses are presented as separate line items in the statement of profit or loss.

Equity instruments

The group subsequently measures all equity investments at fair value. Where the group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognized in profit or loss as other income when the group's right to receive payments is established. A gain or loss on an equity investment that is subsequently measured at FVTPL is recognized in profit or loss and presented within other operating income and expenses or other financial income and expenses, depending on the nature of the investment, in the period in which it arises.

35.11 Derivative financial instruments and hedging activities

The group uses derivative financial instruments, such as forward currency contracts and other forward contracts, to hedge its risks associated with fluctuations in foreign currencies arising from operational and financing activities. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

Any gains or losses arising from changes in fair value on the derivatives during the year that do not qualify for hedge accounting are taken directly into profit or loss.

The group applies hedge accounting to secure the foreign currency risks of future cash flows that have a high probability of occurrence. These hedges are classified as "cash flow hedges", whereas the hedge instrument is recorded on the balance sheet at fair value and the effective portions are booked against "Other comprehensive income" in the column "Cash flow hedge reserve". If the hedge relates to a non-financial transaction that will subsequently be recorded on the balance sheet, the adjustments accumulated under "Other comprehensive income" at that time will be included in the initial book value of the asset or liability. In all other cases, the cumulative changes of fair value of the hedging instrument that have been recorded in other comprehensive income are included as a charge or credit to income when the forecasted transaction is recognized or when hedge accounting is discontinued as the criteria are no longer met. In general, the fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date.

Hedges of net investments in foreign operations are accounted for similarly to cash flow hedges. Any gain or loss on the hedging instrument relating to the effective portion on the hedge is recognized in other comprehensive income. The gain or loss relating to the ineffective portion is recognized immediately in the income statement. Gains and losses accumulated in equity are included in the income statement when the foreign operation is partially disposed of or sold.

At the inception of the transaction, the group documents the relationship between hedging instruments and hedged items and its risk management objectives and strategy for undertaking various hedging transactions. The group also documents its assessment, both at hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in fair values or cash flows of hedged items.

35.12 Offsetting financial assets and liabilities

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognized amounts, and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

35.13 Inventories

Raw materials, supplies and consumables are stated at the lower of cost or net realizable value. Finished products and work in progress are stated at the lower of production cost or net realizable value. Production cost includes the costs of materials, direct and indirect manufacturing costs, and contract-related costs of construction. Inventories are valued by reference to weighted average costs. Provisions are made for slow-moving and excess inventories and are recognized in the income statement in Costs of goods sold.

35.14 Trade receivables

Trade and other accounts receivable are recognized initially at fair value and subsequently measured at amortized cost, less allowances for doubtful trade accounts receivable.

The allowance for doubtful trade accounts receivable is based on expected credit losses. The group applies the simplified approach, measuring the loss amount based on lifetime expected credit losses. These are based on historical observed default rates over the expected life of the trade receivables and are adjusted for forward-looking information such as development of gross domestic product (GDP) and oil price development.

35.15 Cash and cash equivalents

Cash and cash equivalents comprise bills, postal giros and bank accounts, together with other short-term highly liquid investments with a maturity of three months or less from the date of acquisition. Bank overdrafts are reported within borrowings in the current liabilities.

35.16 Share capital

Ordinary shares are classified as equity. Costs directly attributable to the issue of ordinary shares and share options are recognized as a deduction from equity, net of any tax effects. When share capital is repurchased, the amount of the consideration paid, which includes directly attributable cost, is net of any tax effects and is recognized as a deduction from equity. Repurchased shares are classified as treasury shares and are presented as a deduction from total equity. When treasury shares are sold or reissued subsequently, the amount received is recognized as an increase in equity and the resulting surplus or deficit on the transaction is transferred to/from retained earnings.

35.17 Trade payables

Trade payables and other payables are stated at face value. The respective value corresponds approximately to the amortized cost.

35.18 Borrowings

Financial debt is stated at fair value when initially recognized, after recognition of transaction costs. In subsequent periods, it is valued at amortized cost. Any difference between the amount borrowed (after deduction of transaction costs) and the repayment amount is reported in the income statement over the duration of the loan using the effective interest method. Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

35.19 Current and deferred income taxes

The current income tax charge comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the group's subsidiaries and associates operate and generate taxable income. The management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

The liability method is used to provide deferred taxes on all temporary differences between the tax base of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred taxes are valued by applying tax rates (and regulations) substantially enacted on the balance sheet date or any that have essentially been legally approved and are expected to apply at the time when the deferred tax asset is realized or the deferred tax liability is settled.

Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity or other comprehensive income, in which case it is recognized directly in equity or other comprehensive income.

Deferred tax assets are recognized for unused tax losses and deductible temporary differences to the extent that it is probable that a taxable profit will be available against which they can be used. Deferred tax liabilities arising as a result of temporary differences relating to investments in subsidiaries and associated companies are applied, unless the group can control when temporary differences are reversed and it is unlikely that they will be reversed in the foreseeable future.

35.20 Employee benefits

a) Defined benefit plans

The group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount using market yields on high-quality corporate bonds that are denominated in the currency in which the benefits will be paid and deducting the fair value of any plan assets.

The calculation of defined benefit assets / obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for 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. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest income on plan assets), and the effect of the asset ceiling (if any, excluding interest), are recognized immediately in other comprehensive income. The group determines the net interest expense / (income) on the net defined benefit liability / (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then net defined benefit liability / (asset), taking into account any changes in the net defined benefit liability/ (asset) during the period as a result of contributions and benefit payments. Net interest expenses and other expenses related to defined benefit plans are recognized in the income statement.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognized immediately in the income statement. The group recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

b) Defined contribution plans

Defined contribution plans are defined as pure savings plans, under which the employer makes certain contributions into a separate legal entity (fund) and does not have a legal or an extendible (constructive) liability to contribute any additional amounts in the event this entity does not have enough funds to pay out benefits. A “constructive” commitment exists when it can be assumed that the employer will voluntarily make additional contributions in order not to endanger the relationship with its employees. Company contributions to such plans are considered in the income statement as personnel expenses.

c) Other employee benefits

Some subsidiaries provide other employee benefits such as early retirement benefits or jubilee gifts to their employees. Early retirement benefits are defined as termination benefits for employees accepting voluntary redundancy in exchange for those benefits. Jubilee gifts are other long-term benefits. For example, in Switzerland, the group makes provisions for jubilee benefits based on a Swiss local directive. The provisions are reported in the category “Other employee benefits”.

Short-term benefits are payable within 12 months after the end of the period in which the employees render the related employee service. In the case of liabilities of a long-term nature, the discounting effects and employee turnover are to be taken into consideration.

Obligations to employees arising from restructuring measures are included under the category “Restructuring provisions”.

35.21 Share-based compensation

The group operates two equity-settled share-based payment plans. A performance share plan (PSP) covers the members of the Executive Committee and the members of the Sulzer Management Group. A restricted share plan (RSP) covers the members of the Board of Directors.

a) Performance share plan (PSP)

The fair value of the employee services received in exchange for the grant of the performance share units (PSU) is recognized as a personnel expense with a corresponding increase in equity. The total amount to be expensed over the vesting period is determined by reference to the fair value of the share units granted, excluding the impact of any non-market vesting conditions (e.g., target profit levels). At each balance sheet date, the group reassesses its estimates of the number of share units that are expected to vest. It recognizes the impact of the reassessment of original estimates, if any, in the income statement, and a corresponding adjustment to equity. The fair value of PSUs granted is measured by external valuation specialists based on a Monte Carlo simulation.

The group accrues for the expected cost of social charges in connection with the allotment of shares under the PSP. The dilution effect of the share-based awards is considered when calculating diluted earnings per share.

b) Restricted share plan (RSP)

The fair value of the employee services received in exchange for the grant of the share units is recognized as a personnel expense with a corresponding increase in equity. The total amount expensed is recognized over the vesting period, which is the period over which the specified service conditions are expected to be met.

The fair value of the restricted share units (RSU) granted for services rendered is measured at the Sulzer closing share price at grant date, and discounted over the vesting period using a discount rate that is based on the yield of Swiss government bonds with maturities matching the duration of the vesting period. Participants are not entitled to dividends declared during the vesting period. The grant date fair value of the RSUs is consequently reduced by the present value of dividends expected to be paid during the vesting period.

The group accrues for the expected cost of social charges in connection with the allotment of shares under the RSP. The dilutive effect of the share-based awards is considered when calculating diluted earnings per share.

35.22 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 the amount can be reliably estimated. Restructuring provisions comprise lease termination penalties and employee termination payments. Provisions are not recognized for future operating losses. Where there are a number of similar obligations, the likelihood that an outflow will be required is determined by considering the class of obligation as a whole. A provision is recognized even if the likelihood of an outflow with respect to a single item included in the class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pretax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognized as interest expense.

35.23 Sales

Sales comprises the fair value of the consideration received or receivable for the sale of goods and rendering of services in the ordinary course of the group's activities. This includes standard products (off the rack) and configured and engineered or tailor-made products. Sales are shown net of value-added tax, returns, rebates and discounts and after eliminating sales within the group.

The core principle is that sales are recognized at an amount that reflects the consideration to which the group expects to be entitled in exchange for transferring goods or services to a customer.

Sales are recognized when (or as) the group satisfies a performance obligation by transferring a promised good or service (i.e., an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset.

A customer obtains control of a good or service if it has the ability to direct the use of, and obtain substantially all of the remaining benefits from, that good or service (e.g., use, consume, sale, hold). A customer could have the future right to direct the use of the asset and obtain substantially all of the benefits from it (i.e., upon making a prepayment for a specified product).

There are two methods to recognize sales:

- **Over time method (OT): s**ales, costs and profit margin recognition in line with the progress of the project
- **Point in time method (PIT): s**ales recognition when the performance obligation is satisfied at a certain point in time

The group determines at contract inception whether control of each performance obligation transfers to a customer over time or at a point in time. Arrangements where the performance obligations are satisfied over time are not limited to services arrangements. The assessment of whether control transfers over time or at a point in time is critical to the timing of revenue recognition.

Over time method (OT)

Sales are recognized over time if any of the following is met:

- The customer simultaneously receives / consumes as the group performs.
- The group creates/enhances an asset and the customer controls it during this process.
- The created asset has no alternative use for the group and the group has an enforceable right to payment (including reasonable profit margin) for performance completed to date if the customer terminates the contract for convenience.

The group has construction contracts without right to payment clauses in cases of termination for convenience by the customer. The group applies the point in time method to recognize sales for such contracts.

The over time method is based on the percentage of costs to date compared with the total estimated contract costs (cost-to-cost method). In rare cases, other methods, such as a milestones method, may be used for a particular project, assuming that the stage of completion can be better estimated than by applying the cost-to-cost method. Work progress of sub-suppliers is considered to determine the stage of completion. If circumstances arise that may change the original estimates of sales, costs or extent of progress toward completion, estimates are revised. These revisions may result in increases or decreases in estimated sales or costs, and are reflected in income in the period in which the circumstances that give rise to the revision become known by management.

The income statement contains a share of sales, including an estimated share of profit. The balance sheet includes the corresponding contract assets if the assets exceed the advance payments from the customer of the project. When it appears probable that the total costs of an order will exceed the expected income, the total amount of expected loss is recognized immediately in the income statement.

Point in time method (PIT)

A performance obligation is satisfied at a point in time if none of the criteria for satisfying a performance obligation over time is met. Sales are recognized when (or as) the customer obtains control of that asset (depending on international commercial terms). The following points indicate that a customer has obtained control of an asset:

- The entity has a present right to payment
- The customer has legal title
- The customer has physical possession
- The customer has the significant risks and rewards of ownership
- The customer has accepted the asset

For contracts applying the point in time method, the transfer of risks and rewards of ownership (depending on international commercial terms) typically depicts the transfer in control most appropriately.

Contract classification per division

Sales are measured based on the consideration specified in a contract with a customer. Sales are recognized over time if any of the conditions above is met. If none of the criteria for satisfying a performance obligation over time is met, sales are recognized at a point in time.

The following table provides information about the nature and timing of the satisfaction of performance obligations in contracts with customers, and the related revenue recognition method.

Contract classification	Characteristics	Typical sales recognition method	
		Created asset has no alternative use for the group and the group has an enforceable right to payment (including reasonable profit margin) for performance up to date if the customer terminates the contract for convenience	Created asset has alternative use for the group or the group has no enforceable right to payment (including reasonable profit margin) for performance up to date if the customer terminates the contract for convenience
Flow Equipment			
Standard business	— Standard products made to stock — New pumps — Spare parts	n/a	PIT
Configured business	— Preconfigured products — Assembled and packaged on customer order	OT	PIT
Engineered business	— Highly customized products — Engineered to order according to customer's specifications	OT	PIT
Services			
Repair	— Turbo — Electromechanical — Pumps	OT	PIT
Parts	— Gas turbine components — Coils — Pump spares — Retrofits — Off-the-shelf articles or manufactured on customer order — Others (tool container, remote monitoring, other spare parts)	OT	PIT
Services	— Overhaul / field service — Site setup — Disassembly / reassembly — Installation / commissioning — Technical support — Refurb / retrofit — Relocation — Long-term service agreement (LTSA) / long-term parts agreement (LTPA) — Customized services according to customer's specifications	OT	PIT or OT for field services (asset that the customer controls)
Chemtech			
Rush orders	— Off-the-shelf articles of stock materials — Articles purchased for sale	n/a	PIT
Components	— Standard configured to customer's requirements — Tailor-made to customer's requirements — Replacement of components — Standard mechanical engineering — Supervision — Installation workforce — Combined order for Separation Technology (ST) and Tower Field Services (TFS)	OT	PIT
Services / engineered solutions	— Studies — Engineering — Site project management — Supervision — Key equipment — Installation — Procurement of equipment, spare parts	OT	PIT or OT for certain service contracts where the customer simultaneously receives the service

Disaggregation of sales

In the segment information (note 3), sales are disaggregated by:

- Divisions (group’s reportable segments)
- Timing of sales recognition (sales recognition method: over time, point in time) and divisions
- Market segments and divisions
- Geographical regions and divisions

Payment terms

The group’s general terms and conditions of supply require payments within 30 days after the invoice date.

If the group’s general terms and conditions apply for a contract, the group is entitled to issue the invoices as follows: for one-third of the contract value within five days after effective date (date when the purchase order has been accepted by the supplier, or the date of the latest signing), for one-third after expiration of half of the delivery time, and for one-third within 45 days prior to delivery. Payments for prices calculated on a time basis are invoiced on a biweekly basis or after completion of the scope of supply, whichever occurs first.

Other payment terms may apply if otherwise defined in the customer contract, the purchase order, the respective change order or the quotation.

Variable considerations

If the consideration promised in a contract includes a variable amount (e.g., liquidated damages, early payment discount, volume discounts), the group estimates the amount of consideration to which the group will be entitled in exchange for transferring the promised goods or services to a customer. The amount of the variable consideration is estimated by using either of the following methods, depending on which method the group expects will better predict the amount of consideration to which it will be entitled: the expected value method or the most likely amount method. The method selected is applied consistently throughout the contract and to similar types of contracts when estimating the effect of uncertainty on the amount of variable consideration to which the group is entitled.

The group’s general terms and conditions of supply foresee the following warranty periods. Except in cases where the scope of supply is limited to services only, the warranty period ends on the earliest of the dates below:

- After 12 months from the initial operation of the scope of supply
- After 18 months from delivery of the scope of supply
- In the event that delivery is delayed or impeded for reasons beyond the supplier’s control, after 18 months from the date of the supplier’s notification that the scope of supply is ready for dispatch

Where the scope of supply is limited to services only, the warranty period ends six months after completion of such services.

If the group fails to meet the delivery date for more than two calendar weeks due to reasons for which the group is directly responsible, and provided that the purchase order expressly provides liquidated damages for such failure, the purchaser is entitled to demand that the group pay liquidated damages at the rate stated in the purchase order.

The group's obligation for warranties, liquidated damages and other obligations is accounted for as a variable consideration in the sales and recognized as a provision.

Allocation of the transaction price

To allocate the transaction price to each performance obligation on a relative stand-alone, selling-price basis, the group determines the stand-alone selling price at contract inception of the distinct good or service underlying each performance obligation in the contract and allocates the transaction price in proportion to those stand-alone selling prices. If the stand-alone selling price is not directly observable, then the group estimates the amount with the expected cost-plus-margin method.

35.24 Assets and disposal groups held for sale

A non-current asset or a group of assets is classified as "held for sale" if its carrying amount will be recovered principally through a sale transaction rather than through continuing use. For this to be the case, the management must be committed to sell the assets, the assets must be actively marketed for sale, and the sale must be expected to be completed within one year. A non-current asset or a group of assets classified as "held for sale" will be measured at the lower of its carrying amount or fair value less selling cost. Assets classified as held for sale are no longer amortized or depreciated.

35.25 Dividend distribution

Dividend distribution to the shareholders of Sulzer Ltd is resolved upon decision at the Annual General Meeting and will be paid in the same reporting period.

35.26 Discontinued operations

A discontinued operation is a component of the group's business that can be clearly distinguished from the rest of the group and:

- represents a separate major line of business or geographic area of operations;
- is part of a single co-ordinated plan to dispose of a separate major line of business or geographic area of operations; or
- is a subsidiary acquired exclusively with a view to resale.

Classification as a discontinued operation occurs at the earlier of disposal or when the operation meets the criteria to be classified as held-for-sale.

When an operation is classified as a discontinued operation, the comparative statement of profit or loss is re-presented as if the operation had been discontinued from the start of the comparative year.

36 Subsequent events after the balance sheet date

On February 3, 2023, Sulzer signed an agreement to sell its business in Russia to a local third party. The transaction is subject to regulatory approvals by the Russian Government Subcommission for Control over Foreign Investments and the Federal Antimonopoly Service (FAS). The closing of the transaction is expected in the following months. The disposal group classified as held for sale was measured based on the expected sales proceeds.

The Board of Directors authorized these consolidated financial statements for issue on February 16, 2023. They are subject to approval at the Annual General Meeting, which will be held on April 19, 2023. At the time when these consolidated financial statements were authorized for issue, the Board of Directors and the Executive Committee were not aware of any events that would materially affect these financial statements.

37 Major subsidiaries

December 31, 2022

	Subsidiary	Sulzer ownership and voting rights	Registered capital (including paid-in capital in the USA and Canada)	Direct participation by Sulzer Ltd	Research and development	Production and engineering	Sales	Service
Europe								
Switzerland	Sulzer Chemtech AG, Winterthur	100%	CHF 10'000'000	•	•	•	•	•
	Sulzer Markets and Technology AG, Winterthur	100%	CHF 4'000'000	•				
	Sulzer Management AG, Winterthur	100%	CHF 500'000	•				
	Tefag AG, Winterthur	100%	CHF 500'000	•				
	Sulzer International AG, Winterthur	100%	CHF 100'000	•				
Belgium	Sulzer Pumps Wastewater Belgium N.V./S.A.,Anderlecht	100%	EUR 123'947	•			•	•
	Ensival Moret Belgium SA, Thimister-Clermont	100%	EUR 7'400'000	•				
Czech Republic	Sulzer Chemtech Czech Republic s.r.o., Brno	100%	CZK 28'053'000	•		•	•	•
Germany	Sulzer Pumpen (Deutschland) GmbH, Bruchsal	100%	EUR 3'000'000	•	•	•	•	•
	Sulzer Pumps Wastewater Germany GmbH, Bonn	100%	EUR 300'000	•			•	•
	Sulzer Chemtech GmbH, Krefeld	100%	EUR 300'000	•			•	•
	Nordic Water GmbH, Neuss	100%	EUR 25'565		•	•	•	•
Denmark	Sulzer Pumps Denmark A/S, Farum	100%	DKK 501'000	•			•	•
Finland	Sulzer Pumps Finland Oy, Kotka	100%	EUR 16'000'000	•	•	•	•	•
France	Sulzer Pompes France SASU, Buchelay	100%	EUR 6'600'000	•	•	•	•	•
	Sulzer Ensival Moret France SASU, Saint-Quentin	100%	EUR 10'000'000	•		•	•	•
UK	Sulzer Pumps (UK) Ltd., Leeds	100%	GBP 9'610'000		•	•	•	•
	Sulzer Chemtech (UK) Ltd., Stockton on Tees	100%	GBP 100'000				•	•
	Sulzer Electro Mechanical Services (UK) Ltd., Birmingham	100%	GBP 48'756			•	•	•
	Sulzer (UK) Holdings Ltd., Leeds	100%	GBP 6'100'000	•				
	Alba Power Ltd., Aberdeen	100%	GBP 1		•	•	•	•
Ireland	Sulzer Pump Solutions Ireland Ltd., Wexford	100%	EUR 2'222'500	•	•	•	•	•
	Sulzer Finance (Ireland) Limited, Wexford	100%	EUR 100					
Italy	Sulzer Italy S.r.l., Casalecchio di Reno	100%	EUR 600'000	•			•	
Norway	Sulzer Pumps Wastewater Norway A/S, Sandvika	100%	NOK 502'000	•			•	•
	Sulzer Pumps Norway A/S, Klepp Stasjon	100%	NOK 500'000	•			•	•
	Nordic Water Products A/S, Straume	100%	NOK 150'000				•	•
The Netherlands	Sulzer Pumps Wastewater Netherlands B.V., Maastricht-Airport	100%	EUR 45'378				•	•
	Sulzer Chemtech Nederland B.V., Breda	100%	EUR 1'134'451				•	•
	Sulzer Turbo Services Venlo B.V., Lomm	100%	EUR 443'940		•	•	•	•
	Sulzer Netherlands Holding B.V., Lomm	100%	EUR 10'010'260	•				
	Sulzer Capital B.V., Lomm	100%	EUR 50'000					
Austria	Sulzer Austria GmbH, Wiener Neudorf	100%	EUR 350'000	•			•	•
Romania	Sulzer GTC Technology Romania S.R.L., Bucharest	100%	RON 1'345'070	•		•		
Russia	AO Sulzer Pumps, St. Petersburg	100%	RUB 24'000'000	•			•	
	Sulzer Pumps Rus LLC, Moscow	100%	RUB 6'000'600	•			•	•
	Sulzer Turbo Services Rus LLC, Moscow	100%	RUB 14'705'882	•				•
	Sulzer Chemtech LLC, Serpukhov	100%	RUB 55'500'000	•		•	•	•

Sweden	Sulzer Pumps Sweden AB, Vadstena	100%	SEK 3’000’000	•	•	•	•	•
	Nordic Water Products AB, Mölndal	100%	SEK 200’000		•	•	•	•
Spain	Sulzer Pumps Spain S.A., Madrid	100%	EUR 1’750’497	•		•	•	•
	Sulzer Pumps Wastewater Spain S.A.U., Rivas Vaciamadrid	100%	EUR 2’000’000				•	•
North America								
Canada	Sulzer Pumps (Canada) Inc., Burnaby	100%	CAD 2’771’588			•	•	•
	Sulzer Chemtech Canada Inc., Edmonton	100%	CAD 1’000’000	•		•	•	•
	Sulzer Rotating Equipment Services (Canada) Ltd., Edmonton	100%	CAD 7’000’000	•		•	•	•
	JWC Environmental Canada ULC, Burnaby	100%	CAD 1’832’816			•	•	
USA	Sulzer Pumps (US) Inc., Houston, Texas	100%	USD 40’381’108		•	•	•	•
	Sulzer Pumps Solutions Inc., Easley, South Carolina	100%	USD 25’589’260			•	•	•
	Sulzer Pump Services (US) Inc., Houston, Texas	100%	USD 1’000			•	•	•
	Sulzer Chemtech USA, Inc., Tulsa, Oklahoma	100%	USD 47’895’000		•	•	•	•
	Sulzer Turbo Services Houston Inc., La Porte, Texas	100%	USD 18’840’000			•	•	•
	Sulzer Turbo Services New Orleans Inc., Belle Chasse, Louisiana	100%	USD 4’006’122			•	•	•
	Sulzer Electro-Mechanical Services (US) Inc., Pasadena, Texas	100%	USD 12’461’286			•	•	•
	Sulzer US Holding Inc., Houston, Texas	100%	USD 310’335’340	•				
	JWC Environmental Inc., Santa Ana, California	100%	USD 220’818’520		•	•	•	•
	Sulzer GTC Technology US Inc., Houston, Texas	100%	USD 1		•	•	•	•
Mexico	Sulzer Pumps México, S.A. de C.V., Cuautitlán Izcalli	100%	MXN 4’887’413	•		•	•	•
	Sulzer Chemtech, S. de R.L. de C.V., Cuautitlán Izcalli	100%	MXN 231’345’500	•		•	•	•
Central and South America								
Argentina	Sulzer Turbo Services Argentina S.A., Buenos Aires	100%	ARS 9’730’091	•		•	•	•
Brazil	Sulzer Brasil S.A., Jundiaí	100%	BRL 81’789’432	•		•	•	•
	Sulzer Pumps Wastewater Brasil Ltda., Jundiaí	100%	BRL 37’966’785	•		•	•	•
Chile	Sulzer Bombas Chile Ltda., Vitacura	100%	CLP 46’400’000	•			•	
Colombia	Sulzer Pumps Colombia S.A.S., Cota	100%	COP 7’142’000’000	•			•	•
Africa								
South Africa	Sulzer Pumps (South Africa) (Pty) Ltd., Elandsfontein	75%	ZAR 100’450’000		•	•	•	•
	Sulzer (South Africa) Holdings (Pty) Ltd., Elandsfontein	100%	ZAR 16’476	•		•	•	•
Morocco	Sulzer Maroc S.A.R.L. A.U., Nouaceur	100%	MAD 3’380’000	•				•
Nigeria	Sulzer Pumps (Nigeria) Ltd., Lagos	100%	NGN 5’000’000	•			•	•
Zambia	Sulzer Zambia Ltd., Chingola	100%	ZMK 15’000’000	•			•	•
Middle East								
United Arab Emirates	Sulzer Pumps Middle East FZCO, Dubai	100%	AED 500’000	•			•	•
Saudi Arabia	Sulzer Saudi Pump Company Limited, Riyadh	75%	SAR 44’617’000	•		•	•	•
Bahrain	Sulzer Chemtech Middle East W.L.L., Al Seef	100%	BHD 50’000	•			•	
Asia								
India	Sulzer Pumps India Pvt. Ltd., Navi Mumbai	100%	INR 24’893’500	•		•	•	•

	Sulzer India Pvt. Ltd., Pune	100%	INR 34’500’000	•		•	•	•
	Sulzer Tech India Pvt. Ltd., Navi Mumbai	100%	INR 100’000	•		•		
Indonesia	PT. Sulzer Indonesia, Purwakarta	95%	IDR 28’234’800’000	•		•	•	•
Japan	Sulzer Daiichi K.K., Tokyo	60%	JPY 30’000’000	•			•	
	Sulzer Japan Ltd., Tokyo	100%	JPY 30’000’000	•		•	•	•
Malaysia	Sulzer Pumps Wastewater Malaysia Sdn. Bhd., Selangor Darul Ehsan	100%	MYR 1’000’000	•			•	
Singapore	Sulzer Singapore Pte. Ltd., Singapore	100%	SGD 1’000’000	•		•	•	•
South Korea	Sulzer Korea Ltd., Seoul	100%	KRW 222’440’000	•			•	
	Sulzer GTC Technology Korea Co. Ltd., Seoul	100%	KRW 4’870’000’000	•		•	•	•
Thailand	Sulzer (Thailand) Co., Ltd., Rayong	100%	THB 25’000’000	•				•
People’s Republic of China	Sulzer Dalian Pumps & Compressors Ltd., Dalian	100%	CHF 21’290’000	•		•	•	•
	Sulzer Pumps Suzhou Ltd., Suzhou	100%	CNY 282’069’324	•		•	•	•
	Sulzer Pump Solutions (Kunshan) Co., Ltd., Kunshan	100%	USD 5’760’000	•		•		
	Sulzer Shanghai Eng. & Mach. Works Ltd., Shanghai	100%	CNY 54’267’608	•	•	•	•	•
	Sulzer Pumps Wastewater Shanghai Co. Ltd., Shanghai	100%	USD 1’550’000	•			•	•
	Sulzer GTC (Beijing) Technology Inc., Beijing	100%	USD 150’000	•	•	•	•	•
	Nordic Water Products (Beijing) Co., Ltd., Beijing	100%	USD 800’000				•	•
Australia								
	Sulzer Australia Pty Ltd., Brisbane	100%	AUD 5’308’890				•	•
	Sulzer Australia Holding Pty Ltd., Brendale	100%	AUD 34’820’100	•				

Statutory Auditor's Report

To the General Meeting of Sulzer Ltd, Winterthur

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Sulzer Ltd and its subsidiaries (the Group), which comprise the "Consolidated balance sheet" as at December 31, 2022 and the "Consolidated income statement", "Consolidated statement of comprehensive income", "Consolidated statement of changes in equity" and "Consolidated statement of cash flows" for the year then ended, and "Notes to the consolidated financial statements", including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at December 31, 2022, 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 Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group in accordance with the provisions of Swiss law, together with the requirements of the Swiss audit profession, as well as the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), 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

Customer contracts – existence and accuracy of revenue, valuation of contract assets, work in progress (WIP), trade accounts receivable and accuracy of contract liabilities

Accounting for warranties and other costs to fulfil contract obligations

Valuation of goodwill

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.

Customer contracts – existence and accuracy of revenue, valuation of contract assets, work in progress (WIP), trade accounts receivable and accuracy of contract liabilities

Key Audit Matter

As per December 31, 2022, revenue from customer contracts amounts to CHF 3'179.9 million, contract assets amount to CHF 466.1 million, contract liabilities to CHF 382.3 million, the balance of work in progress (WIP) amounts to CHF 250.3 million and trade accounts receivable amount to CHF 585.5 million.

Under IFRS 15 revenue is recognised when a performance obligation is satisfied by transferring control over a promised good or service.

Revenue and related costs from long-term customer orders (construction and service contracts) are recognized over time (OT), provided they fulfill the criteria of International Financial Reporting Standards, specifically having the right to payment in case of termination for convenience. The OT method allows recognizing revenues by reference to the stage of completion of the contract. The application of the OT method is complex and requires judgments by management when estimating the stage of completion, total project costs and the costs to complete the work. Incorrect assumptions and estimates can lead to revenue being recognized in the wrong reporting period or in amounts inadequate to the actual stage of completion, and therefore to an incorrect result for the period.

During order fulfillment, contractual obligations may need to be reassessed. In addition, change orders or cancelations have to be considered. As a result, total estimated project costs may exceed total contract revenues and therefore require write-offs of contract assets, receivables and the immediate recognition of the expected loss as a provision.

Regarding the projects recognized at a point in time (PIT), the risks include inappropriate revenue recognition from revenue being recorded in the wrong accounting period or at amounts not justified as well as overstated WIP that requires impairment adjustments.

Our response

Our procedures included, among others, obtaining an understanding of the project execution processes and relevant controls relating to the accounting for customer contracts.

For the revenue recognized throughout the year, we tested selected key controls, including results reviews by management and performed procedures to gain sufficient audit evidence on the accuracy of the accounting for customer contracts and related financial statement captions.

These procedures included reading significant new contracts to understand the terms and conditions and their impact on revenue recognition. We performed enquiries with management to understand their project risk assessments and inspected meeting minutes from project reviews performed by management to identify relevant changes in their assessments and estimates. We challenged these assessments and estimates for OT projects including comparing estimated project financials between reporting periods and assessed the historical accuracy of these estimates.

On a sample basis, we reconciled revenue to the supporting documentation, validated estimates of costs to complete, tested the mathematical accuracy of calculations and the adequacy of project accounting. We also examined costs included within contract assets on a sample basis by verifying the amounts back to source documentation and tested their recoverability through comparing the net realizable values as per the agreements with estimated cost to complete.

We further performed testing for PIT projects on a sample basis to confirm the appropriate application of revenue recognition policies and to verify valuation of WIP balances. This included reconciling accounting entries to supporting documentation. When doing this, we specifically put emphasis on those transactions occurring close before or after the balance sheet date to obtain sufficient evidence over the accuracy of cut-off.

For further information on customer contracts – accuracy of revenue recognition, valuation of contract assets, work in progress (WIP), trade accounts receivable and accuracy of contract liabilities refer to the following:

- Note 20 to the consolidated financial statements
- Note 21 to the consolidated financial statements
- Note 22 to the consolidated financial statements

Accounting for warranties and other costs to fulfil contract obligations

Key Audit Matter

As per December 31, 2022, provisions in the amount of CHF 92.3 million are held on the balance sheet to cover expected costs arising from product warranties. Additional expected costs to fulfil contract obligations and for onerous contracts are recorded as other provisions.

Sulzer is exposed to claims from customers for not meeting contractual obligations. Remedying measures, addressing technical shortcomings or settlement negotiations with clients may take several months and cause additional costs. The assessment of these costs to satisfy order related obligations contains management assumptions with a higher risk of material misjudgment.

Our response

Based on our knowledge gained through contract and project reviews, we assessed the need for and the accuracy of provisions and deductions in revenue for variable consideration for expected liquidated damages.

We further challenged management's contract risk assessments by enquiries, inspection of meeting minutes and review of correspondence with customers where available.

Where milestones or contract specifications were not met, we challenged the recognition and appropriateness of variable consideration and provisions by recalculating the amounts, obtaining written management statements and evidence from supporting documents such as correspondence with clients or legal assessments of external counsels where available.

We also took into account the historical accuracy of estimates made by management through retrospective reviews. In order to gain a complete and clear understanding of legal matters we further performed enquiry procedures with the office of Sulzer's General Counsel and reviewed relevant documents.

For further information on accounting for warranties and other cost to fulfil contract obligations refer to the following:

- Note 28 to the consolidated financial statements

Valuation of goodwill

Key Audit Matter

As per December 31, 2022, Sulzer's balance sheet included goodwill amounting to CHF 676.9 million.

Goodwill has to be assessed for impairment on a yearly basis by management using a discounted cash flow model to individually determine the value in use of goodwill balances. This requires the use of a number of key assumptions and judgments, including the estimated future cash flows, long-term growth rates, profitability levels and discount rates applied as well as the determination of the cash generating units (CGUs) for the goodwill impairment testing.

The goodwill balance is significant compared to total assets and there are a number of judgments involved in performing the impairment test. Furthermore, the economic conditions continue to be challenging in some of Sulzer's key markets, specifically the oil and gas sector. With a significant share in this market segment, Sulzer's financial performance is affected by the volatile oil prices, triggered by political tensions, and the resulting subdued demand and price pressure from its oil and gas customers.

Our response

As a first step, we assessed the appropriateness of the CGUs identified. Our audit procedures then included, amongst others, evaluating the methodical and mathematical accuracy of the model used for the impairment testing, the appropriateness of the assumptions, and the methodology used by management to prepare its cash flow forecasts. We involved our own valuation specialists to support our procedures.

We thereby focused on those CGUs with the most significant goodwill balances or where reasonably possible changes of key assumptions would lead to an impairment and performed the following procedures amongst others:

- gaining an understanding and assessing the reasonableness of business plans by comparing them to prior year's assumptions;
- comparing business plan data against budgets and three-year plans as approved by management and board of directors;
- recalculating the value in use calculations;
- challenging the robustness of the key assumptions used to determine the value in use, including the allocation of goodwill to the adequate CGUs, cash flow forecasts, long-term growth rates and the discount rates based on our understanding of the commercial prospects of the related CGUs and by comparing them with publicly available data, where possible;
- conducting sensitivity analysis, taking into account the historical forecasting accuracy; and
- comparing the sum of calculated values in use to the market capitalization of the Group.

We also considered the appropriateness of disclosures in the consolidated financial statements.

For further information on valuation of goodwill refer to the following:

- Note 15 to the consolidated financial statements

Other Information in the Annual Report

The Board of Directors is responsible for the other information in the annual report. The other information comprises the information included in the annual report, but does not include the consolidated financial statements, the standalone financial statements of the company, the remuneration 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.

Board of Directors’ Responsibilities 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 SA-CH will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made.
- Conclude on the appropriateness of the Board of Directors’ use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the Board of Directors or its relevant committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with the Board of Directors or its relevant committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor’s report, unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

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

KPMG AG

Rolf Hauenstein
Licensed Audit Expert
Auditor in Charge

Simon Niklaus
Licensed Audit Expert

Zurich, February 16, 2023

Supplementary information

Alternative performance measures (APM)

The financial information included in this report includes certain alternative performance measures (APMs), which are not accounting measures as defined by IFRS. These APMs should not be used instead of, or considered as alternatives to, the group's consolidated financial results based on IFRS. These APMs may not be comparable to similarly titled measures disclosed by other companies. All APMs presented relate to the performance of the current reporting period and comparative periods.

Definition of alternative performance measures (APM)

Order intake from continuing operations

Order intake from continuing operations includes all registered orders from continuing operations of the period that will be recorded or have already been recorded as sales. The reported value of an order corresponds to the undiscounted value of sales that the group expects to recognize following delivery of goods or services subject to the order, less any trade discounts and excluding value added or sales tax. Adjustments, corrections and cancellations resulting from updating the order backlog are respectively included in the amount of the order intake.

Order intake gross margin from continuing operations

The order intake gross margin from continuing operations is defined as the expected gross profit of order intake from continuing operations divided by order intake from continuing operations.

Order backlog from continuing operations

Order backlog from continuing operations represents the undiscounted value of sales the group expects to generate from orders from continuing operations on hand at the end of the reporting period.

Return on sales (ROS) from continuing operations

ROS from continuing operations measures the profitability from continuing operations relative to sales from continuing operations. ROS from continuing operations is calculated by dividing EBIT from continuing operations by sales from continuing operations.

Operational profit from continuing operations

Operational profit from continuing operations is used to determine the profitability of the business, without considering impairments, restructuring expenses and other non-operational items and before interest, taxes and amortization. Other non-operational items include significant acquisition-related expenses, gains and losses from sale of businesses or real estate, and certain non-operational items that are non-recurring or do not occur in similar magnitude.

Operational profitability from continuing operations

Operational profitability from continuing operations measures how the group turns sales from continuing operations into operating profits. Operational profitability is calculated by dividing operational profit from continuing operations by sales from continuing operations.

Operational ROCEA (operational return on capital employed)

Operational ROCEA measures how the group generates operational profits from its capital employed. Operational ROCEA is calculated by dividing operational profit by average capital employed.

Capital employed

Capital employed refers to the amount of capital investment the group uses to operate and provides an indication of how the group is investing its money. For the calculation of the capital employed, please refer to the reconciliation statement below.

EBITDA (earnings before interest, taxes, depreciation and amortization)

The group uses EBITDA to determine the net debt/EBITDA ratio. EBITDA is defined as EBIT before depreciation, amortization and impairment.

Core net income from continuing operations

Core net income from continuing operations is used to determine the dividend proposal. Sulzer's long-term target is to maintain a dividend payout ratio of approximately 40% to 70% of core net income from continuing operations with due consideration to liquidity and funding requirements as well as continuity. Core net income from continuing operations is defined as net income from continuing operations before tax-adjusted effects on restructuring, amortization, impairments and non-operational items.

Free cash flow (FCF) and Free cash flow (FCF) from continuing operations

FCF is used to assess the group's ability to generate the cash required to conduct and maintain its operations. It also indicates the group's ability to generate cash to finance dividend payments, repay debt and to undertake merger and acquisition activities. FCF is calculated based on the IFRS cash flow from operating activities and adjusted for capital expenditures (investments in property, plant and equipment and intangible assets). Free cash flow (FCF) from continuing operations excludes the Free cash flow (FCF) from discontinued operations.

Net debt

Net debt is used to monitor the group's overall short- and long-term liquidity. Net debt is calculated as the sum of total current and non-current borrowings and lease liabilities less cash and cash equivalents and current financial assets.

Net debt/EBITDA ratio

Net debt/EBITDA is a ratio measuring the amount of income generated and available to pay down debt before covering interest, taxes, depreciations and amortization expenses. The net debt/EBITDA ratio is used as a measurement of leverage. It is calculated as net debt divided by EBITDA.

Gearing ratio (borrowings-to-equity ratio)

The gearing ratio compares the borrowings and lease liabilities relative to the equity. The gearing ratio represents the group's leverage, comparing how much of the business's funding comes from borrowed funds (lenders) versus company owners (shareholders). The gearing ratio is defined as borrowings and lease liabilities divided by equity attributable to shareholders of Sulzer Ltd.

Currency-adjusted growth

Certain percentage changes in the financial review and the business review divisions have been calculated using constant exchange rates, which allow for an assessment of the group's financial performance with the effects of exchange rate fluctuations eliminated. The currency-adjusted growth is calculated by applying the previous year's exchange rates for the current year and calculating the growth without currency effects.

Organic growth

Organic growth measures changes with the same period in the previous year after adjusting for effects arising from acquisitions, divestments and foreign exchange differences.

The impact of the organic growth is determined as follows:

- Currency-adjusted growth as described above
- For the current-year acquisitions, by deducting the currency-adjusted amount generated during the current-year by the acquired entities
- For prior-year acquisitions, by deducting the currency-adjusted amount generated over the months during which the acquired entities were not consolidated in the previous year
- For current-year disposals, by adding the currency-adjusted amount generated by the divested entities in the previous year over the months during which those entities were no longer consolidated in the current year
- For the prior-year disposals, by adding for the current year the currency-adjusted amount generated in the previous year by the divested entities

Reconciliation statements for alternative performance measures (APM)

For reconciliation statements of operational profit, operational profitability, core net income and free cash flow, please refer to the section "Financial review", for EBITDA, net debt and gearing ratio to note 8 and for operational ROCEA to the table below.

Operational ROCEA reconciliation statement

millions of CHF	2022	2021
Total assets	4’620.2	5’010.4
./. Other intangible assets	–234.3	–276.5
./. Cash and cash equivalents	–1’196.3	–1’505.4
./. Current financial assets	–14.0	–26.7
./. Total current and non-current income and deferred tax assets and liabilities	–92.4	–64.3
./. Total non-current liabilities	–1’348.6	–1’568.8
./. Total current liabilities	–2’217.5	–2’162.3
Non-current borrowings	1’043.9	1’164.6
Current borrowings	311.4	345.5
Liability related to the purchase of treasury shares	92.9	98.1
Outstanding dividend payments	239.2	201.1
Adjustment for average calculation and currency translation differences	135.8	74.4
Average capital employed from continuing operations	**1’340.2**	**1’290.1**
Operational profit from continuing operations	317.6	293.3
Average capital employed	1’340.2	1’290.1
Operational ROCEA	**23.7%**	**22.7%**

Five-year summaries of key financial data

Key figures from consolidated income statement and statement of cash flows

millions of CHF	2022	2021	2020 [1)]	2019 [1)]	2018 [1)]
Order intake from continuing operations	3’425.4	3’167.6	3’049.2	3’322.1	3’081.9
Currency-adjusted growth order intake from continuing operations	9.2%	3.6%	–1.1%	n/a	n/a
Order intake gross margin from continuing operations	33.5%	33.1%	32.6%	32.0%	31.4%
Order backlog from continuing operations	1’844.7	1’724.1	1’676.8	1’731.8	1’721.9
Sales from continuing operations	3’179.9	3’155.3	2’967.8	3’307.9	2’911.0
Operating income (EBIT) from continuing operations	111.4	221.8	132.5	202.8	120.9
Operational profit from continuing operations	317.6	293.3	255.0	283.1	226.8
Operational profitability from continuing operations	10.0%	9.3%	8.6%	8.6%	7.8%
Net income attributable to shareholders of Sulzer Ltd	28.6	1’416.7	83.6	154.0	113.7
– in percentage of equity attributable to shareholders of Sulzer Ltd (ROE)	2.8%	111.2%	6.0%	9.7%	7.0%
Basic earnings per share (in CHF)	0.85	41.93	2.46	4.52	3.56
Depreciation from continuing operations	–76.0	–81.0	–78.3	–79.7	–52.2
Amortization from continuing operations	–38.8	–50.2	–46.7	–45.5	–49.4
Impairments of tangible and intangible assets from continuing operations	–44.5	–4.2	–9.4	–3.1	–0.7
Research and development expenses from continuing operations	–66.4	–64.4	–63.8	–62.7	–63.9
Personnel expenses from continuing operations	–1’002.4	–1’018.1	–1’014.4	–1’078.7	–1’241.9
Capital expenditure (incl. lease assets) from continuing operations	–100.0	–119.4	–88.0	–100.8	–64.7
Free cash flow (FCF) from continuing operations	58.3	210.5	262.6	156.8	115.5
FCF conversion (free cash flow/net income) from continuing operations	2.08	1.50	3.67	1.18	1.80
Employees (number of full-time equivalents) from continuing operations as of December 31	12’868	13’816	13’197	14’685	13’708

1) Comparative information has been re-presented due to discontinued operations (details are described in note 5).

Key figures from consolidated balance sheet

millions of CHF	2022	2021	2020 [1]	2019	2018
Non-current assets	1’584.2	1’834.2	2’279.9	2’172.0	2’057.7
– thereof property, plant and equipment	360.5	394.0	545.3	544.4	527.0
Current assets	3’036.0	3’176.2	3’087.1	2’937.5	2’840.6
– thereof cash and cash equivalents	1’196.3	1’505.4	1’123.2	1’035.5	1’095.2
Total assets	4’620.2	5’010.4	5’367.0	5’109.5	4’898.3
Equity attributable to shareholders of Sulzer Ltd	1’024.3	1’273.8	1’404.3	1’580.7	1’629.9
Non-current liabilities	1’348.6	1’568.8	1’976.0	1’644.1	1’646.8
– thereof non-current borrowings	1’043.9	1’164.6	1’491.3	1’199.2	1’316.3
– thereof non-current lease liabilities	67.2	64.5	90.2	82.3	–
Current liabilities	2’242.9	2’162.3	1’973.8	1’871.5	1’610.4
– thereof current borrowings	311.4	345.5	231.8	131.0	18.0
– thereof current lease liabilities	22.4	24.3	29.5	27.4	–
Net debt	234.6	66.8	414.5	346.9	239.0
Net debt/EBITDA ratio	0.87	0.15	1.26	0.84	0.73
Equity ratio [2]	22.2%	25.4%	26.1%	30.9%	33.3%

1) Comparative information has been re-presented due to discontinued operations (details are described in note 5). The balance sheet as of December 31, 2020, has been adjusted following the finalization of the purchase price accounting and measurement period adjustments related to acquisitions in 2020. Defined benefit assets are presented as non-current assets and comparative information is re-presented.
2) Equity attributable to shareholders of Sulzer Ltd in relation to total assets.

Five-year summaries by division

	Order intake from continuing operations					Sales from continuing operations				
millions of CHF	**2022**	**2021**	**2020** 1)	**2019** 1)	**2018** 1)	**2022**	**2021**	**2020** 1)	**2019** 1)	**2018** 1)
Flow Equipment	1'419.2	1'324.7	1'297.6	1'458.9	1'372.1	1'323.0	1'389.0	1'296.3	1'477.0	1'284.2
Services	1'171.3	1'163.4	1'130.8	1'193.2	1'109.7	1'117.0	1'117.7	1'078.3	1'167.0	1'063.7
Chemtech	834.9	679.5	620.8	670.0	600.1	739.9	648.5	593.1	664.0	563.2
Total	**3'425.4**	**3'167.6**	**3'049.2**	**3'322.1**	**3'081.9**	**3'179.9**	**3'155.3**	**2'967.8**	**3'307.9**	**2'911.0**

	Order backlog from continuing operations					Employees from continuing operations 2)				
millions of CHF	**2022**	**2021**	**2020** 1)	**2019** 1)	**2018** 1)	**2022**	**2021**	**2020** 1)	**2019** 1)	**2018** 1)
Flow Equipment	850.1	811.5	845.0	924.3	982.9	5'263	5'325	5'362	5'759	5'713
Services	492.9	479.5	435.0	422.2	393.1	4'559	4'571	4'449	4'900	4'721
Chemtech	501.7	433.2	396.9	385.3	345.9	2'852	3'734	3'221	3'803	3'063
Divisions	**1'844.7**	**1'724.1**	**1'676.8**	**1'731.8**	**1'721.9**	**12'674**	**13'631**	**13'032**	**14'463**	**13'497**
Others						194	185	165	222	211
Total	**1'844.7**	**1'724.1**	**1'676.8**	**1'731.8**	**1'721.9**	**12'868**	**13'816**	**13'197**	**14'685**	**13'708**

	Operational profit from continuing operations					Operational profitability from continuing operations				
millions of CHF	**2022**	**2021**	**2020** 1)	**2019** 1)	**2018** 1)	**2022**	**2021**	**2020** 1)	**2019** 1)	**2018** 1)
Flow Equipment	87.4	81.4	55.2	59.7	41.4	6.6%	5.9%	4.3%	4.0%	3.2%
Services	159.0	158.7	150.3	164.5	146.1	14.2%	14.2%	13.9%	14.1%	13.7%
Chemtech	80.0	64.8	56.9	63.8	50.0	10.8%	10.0%	9.6%	9.6%	8.9%
Divisions	**326.4**	**304.9**	**262.4**	**288.0**	**237.5**	**10.3%**	**9.7%**	**8.8%**	**8.7%**	**8.2%**
Others	–8.8	–11.6	–7.4	–4.9	–10.7	n/a	n/a	n/a	n/a	n/a
Total	**317.6**	**293.3**	**255.0**	**283.0**	**226.8**	**10.0%**	**9.3%**	**8.6%**	**8.6%**	**7.8%**

1) Comparative information has been re-presented due to discontinued operations (details are described in note 5).
2) Number of full-time equivalents as of December 31.

Five-year summaries by region

Order intake from continuing operations by region

millions of CHF	2022	2021	2020 1)	2019 1)	2018 1)
Europe, the Middle East and Africa	1’322.9	1’281.2	1’211.6	1’375.8	1’275.9
Americas	1’193.2	1’051.8	1’009.5	1’134.6	1’144.8
Asia-Pacific	909.3	834.6	828.2	811.7	661.2
Total	**3’425.4**	**3’167.6**	**3’049.2**	**3’322.1**	**3’081.9**

1) Comparative information has been re-presented due to discontinued operations (details are described in note 5).

Sales from continuing operations by region

millions of CHF	2022	2021	2020 1)	2019 1)	2018 1)
Europe, the Middle East and Africa	1’207.9	1’297.5	1’198.1	1’306.9	1’203.5
Americas	1’142.8	978.1	1’027.1	1’165.3	964.4
Asia-Pacific	829.2	879.7	742.6	835.8	743.1
Total	**3’179.9**	**3’155.3**	**2’967.8**	**3’307.9**	**2’911.0**

1) Comparative information has been re-presented due to discontinued operations (details are described in note 5).

Employees from continuing operations by company location 1)

millions of CHF	2022	2021	2020	2019	2018
Europe, the Middle East and Africa	5’602	5’795	5’709	6’246	5’943
Americas	3’422	4’207	3’960	4’429	4’211
Asia-Pacific	3’845	3’815	3’528	4’010	3’555
Total	**12’868**	**13’816**	**13’197**	**14’685**	**13’708**

1) Number of full-time equivalents as of December 31.

Balance sheet of Sulzer Ltd

December 31

millions of CHF	Notes	2022	2021
Current assets			
Cash and cash equivalents	3	388.0	603.1
Marketable securities		8.8	22.5
Accounts receivable from subsidiaries		324.2	215.8
Prepaid expenses and other current accounts receivable		3.1	6.2
Total current assets		**724.1**	**847.6**
Non-current assets			
Loans to subsidiaries		743.9	854.1
Financial assets		12.3	8.7
Investments in subsidiaries	4	1’486.6	1’531.9
Investments in associates		5.4	7.9
Total non-current assets		**2’248.2**	**2’402.6**
Total assets		**2’972.3**	**3’250.2**
Current liabilities			
Current interest-bearing liabilities	6	289.9	325.1
Current liabilities with subsidiaries		0.2	46.7
Current liabilities with shareholders		332.3	299.5
Accrued liabilities and other current liabilities		11.9	12.2
Current provisions		5.2	5.2
Total current liabilities		**639.5**	**688.7**
Non-current liabilities			
Non-current interest-bearing liabilities	6	1’043.9	1’163.8
Non-current provisions		33.2	33.2
Total non-current liabilities		**1’077.1**	**1’197.0**
Total liabilities		**1’716.6**	**1’885.7**
Equity			
Registered share capital	5	0.3	0.3
Legal capital reserves	5	155.5	155.5
Reserves from capital contribution		200.7	200.7
Voluntary retained earnings			
– Free reserves	5	891.5	891.5
– Retained earnings		48.8	46.2
– Net profit for the year		1.8	121.3
Treasury shares	5	–42.9	–51.0
Total equity		**1’255.7**	**1’364.5**
Total equity and liabilities		**2’972.3**	**3’250.2**

Income statement of Sulzer Ltd

January 1 – December 31

millions of CHF	Notes	2022	2021
Income			
Investment income	**9**	160.0	183.8
Financial income	**11**	44.0	67.2
Other income	**10**	42.3	43.6
Total income		**246.3**	**294.6**
Expenses			
Administrative expenses	**8**	70.1	90.0
Financial expenses	**11**	45.7	17.7
Investment and loan expenses	**9**	118.5	53.3
Other expenses		9.3	11.7
Direct taxes		0.9	0.6
Total expenses		**244.5**	**173.3**
Net profit for the year		**1.8**	**121.3**

Statement of changes in equity of Sulzer Ltd

January 1 – December 31

millions of CHF	Share capital	Legal reserves	Reserves from capital contribution	Free reserves	Retained earnings	Net income	Treasury shares	Total
Equity as of January 1, 2021	**0.3**	**205.5**	**201.0**	**1’185.5**	**50.6**	**131.0**	**–38.3**	**1’735.6**
medmix spin-off according to demerger plan		–50.0	–0.3	–294.0		–		–344.3
Dividend						–135.4		–135.4
Allocation of net income					–4.4	4.4		–
Net profit for the year						121.3		121.3
Change in treasury shares							–12.7	–12.7
Equity as of December 31, 2021	**0.3**	**155.5**	**200.7**	**891.5**	**46.2**	**121.3**	**–51.0**	**1’364.5**
Dividend						–118.7		–118.7
Allocation of net income					2.6	–2.6		–
Net profit for the year						1.8		1.8
Change in treasury shares							8.1	8.1
Equity as of December 31, 2022	**0.3**	**155.5**	**200.7**	**891.5**	**48.8**	**1.8**	**–42.9**	**1’255.7**

Notes to the financial statements of Sulzer Ltd

1 General information

Sulzer Ltd, Winterthur, Switzerland (the company), is the parent company of the Sulzer group. Its financial statements are prepared in accordance with Swiss law and serve as complementary information to the consolidated financial statements.

These financial statements were prepared according to the provisions of the Swiss Law on Accounting and Financial Reporting (32nd title of the Swiss Code of Obligations). Where not prescribed by law, the significant accounting and valuation principles applied are described below.

2 Key accounting policies and principles

Treasury shares

Treasury shares are recognized at acquisition cost and deducted from shareholders' equity at the time of acquisition. In case of a resale, the gain or loss is recognized through the income statement as financial income or financial expenses.

Investments in subsidiaries and third parties

The participations are valued at acquisition cost or if the value is lower, at value in use, using generally accepted valuation principles.

Non-current interest-bearing liabilities

Non-current interest-bearing liabilities are recognized in the balance sheet at amortized cost. Discounts and issue costs for bonds are amortized on a straight-line basis over the bond's maturity period.

Share-based payments

Sulzer Ltd operates a share-based payment program that covers the Board of Directors. Restricted share units (RSU) are granted annually. The plan features graded vesting over a three-year period. One RSU award is settled with one Sulzer share at the end of the vesting period. Awards automatically vest with the departure from the Board. The fair value of the Sulzer share at vesting date is recognized as compensation to the Board of Directors.

Foregoing a cash flow statement and additional disclosures in the notes

As Sulzer Ltd has prepared its consolidated financial statements in accordance with a recognized accounting standard (IFRS), it has decided to forego presenting additional information on audit fees and interest-bearing liabilities in the notes and a cash flow statement in accordance with the law.

3 Cash and cash equivalents

In 2021, the group arranged the renewal of the CHF 500 million syndicated credit facility with a maturity date of December 31, 2026. The facility includes two one-year extension options and a further option to increase the credit facility by CHF 250 million (subject to lenders' approval). In 2022, the group exercised the first of the two extension options, extending the term of the credit facility partially by one year to December 2027 (for CHF 85 million of the facility, the maturity date remains unchanged). The facility is available for general corporate purposes including financing of acquisitions. The facility is subject to financial covenants based on net financial indebtedness and EBITDA, which were adhered to throughout the reporting period. As of December 31, 2022, and 2021, the syndicated facility was not used.

4 Investments in subsidiaries

A list of the major subsidiaries held directly or indirectly by Sulzer Ltd is included in note 37 to the consolidated financial statements.

5 Equity

Share capital

The share capital amounts to CHF 342’623.70, made up of 34’262’370 shares with dividend entitlement and a par value of CHF 0.01. All shares are fully paid in and registered.

Shareholders holding more than 3%

	Dec 31, 2022		Dec 31, 2021	
	Number of shares	in %	Number of shares	in %
Viktor Vekselberg (direct shareholder: Tiwel Holding AG)	16’728’414	48.82	16’728’414	48.82
The Capital Group Companies, Inc.	1’034’950	3.02	-	-
FIL Limited	-	-	1’114’854	3.25

Treasury shares held by Sulzer Ltd

	2022		2021	
millions of CHF	Number of shares	Total transaction amount	Number of shares	Total transaction amount
Balance as of January 1	534’733	51.0	426’467	38.3
Purchase	281’349	19.5	207’690	21.8
Share-based remuneration	–292’227	–27.6	–99’424	–9.1
Balance as of December 31	**523’855**	**42.9**	**534’733**	**51.0**

The total number of treasury shares held by Sulzer Ltd as of December 31, 2022, amounted to 523'855 (December 31, 2021: 534’733 shares), which are mainly held for the purpose of issuing shares under the management share-based payment programs.

6 Interest-bearing liabilities

millions of CHF	2022 Book value	2022 Nominal	2021 Book value	2021 Nominal
0.375% 07/2016–07/2022	–	–	325.1	325.0
0.875% 07/2016–07/2026	125.0	125.0	125.0	125.0
1.300% 07/2018–07/2023	289.9	290.0	289.7	290.0
1.600% 10/2018–10/2024	249.9	250.0	249.9	250.0
0.800% 09/2020–09/2025	299.6	300.0	299.5	300.0
0.875% 11/2020–11/2027	199.7	200.0	199.7	200.0
3.350% 12/2022–12/2026	169.7	170.0	–	–
Total as of December 31	**1’333.8**	**1’335.0**	**1’488.9**	**1’490.0**
– thereof non-current	1’043.9	1’045.0	1’163.8	1’165.0
– thereof current	289.9	290.0	325.1	325.0

All the outstanding bonds are traded on SIX Swiss Exchange.

7 Contingent liabilities

millions of CHF	2022	2021
Guarantees, sureties and comfort letters for subsidiaries		
– to banks and insurance companies	937.3	918.5
– to customers	258.2	198.8
– to others	455.7	483.0
Guarantees for third parties	9.0	42.9
Total contingent liabilities as of December 31	**1’660.2**	**1’643.2**

As of December 31, 2022, CHF 410.8 million (2021: CHF 402.5 million) in guarantees, sureties and comfort letters for subsidiaries to banks and insurance companies were utilized.

8 Administrative expenses

millions of CHF	2022	2021
Compensation of Board of Directors	1.8	3.4
Other administrative expenses	68.3	86.6
Total administrative expenses	**70.1**	**90.0**

Sulzer Ltd does not have any employees. The compensation of the Board of Directors includes share-based payments and remuneration. Other administrative expenses contain management services and recharges from subsidiaries.

9 Investment income and investment and loan expenses

In 2022, the investment income contained ordinary and extraordinary dividend payments from subsidiaries amounting to CHF 142.9 million (2021: CHF 162.9 million). The income from the sale of a subsidiary amounted to CHF 7.0 million, net.

In 2022, Sulzer Ltd released hidden reserves in the amount of CHF 10.0 million (2021: CHF 20.0 million).

The investment and loan expenses contain allowances on investments amounting to CHF 44.6 million (2021: CHF 51.3 million) and waivers on loans and receivables amounting to CHF 71.3 million (2021: CHF 0.0 million). The share of loss from associates amounts to CHF 2.5 million (2021: CHF 2.0 million).

10 Other income

The income from trademark license amounts to CHF 42.3 million (2021: CHF 42.3 million).

11 Financial income and expenses

The financial income contains interests on loans with subsidiaries amounting to CHF 42.1 million (2021: CHF 34.1 million). The financial expenses contain mainly interest expenses on interest-bearing liabilities of CHF 15.8 million (2021: CHF 15.9 million). The foreign currency revaluation on intercompany loans resulted in a loss of CHF 11.4 million (2021: gain of CHF 9.1 million) and on marketable securities in a loss of CHF 18.5 million (2021: gain of CHF 21.9 million).

12 Share participation of the Board of Directors, Executive Committee and related parties

Restricted share units for members of the Board

The compensation of the Board of Directors consists of a fixed cash component and a restricted share unit (RSU) component with a fixed grant value. The number of RSU is determined by dividing the fixed grant value by the volume-weighted share price of the last ten days prior to the grant date. One-third of the RSU each vest after the first, second and third anniversaries of the grant date, respectively. Upon vesting, one vested RSU is converted into one share in Sulzer Ltd. The vesting period for RSU granted to the members of the Board of Directors ends no later than on the date on which the member steps down from the Board.

					2022
	Sulzer shares	Restricted share units (RSU) 1)	Performance share units (PSU) 2020 2)	Performance share units (PSU) 2021 3)	Performance share units (PSU) 2022 4)
Board of Directors	**23’434**	**21’095**	**–**	**–**	**–**
Suzanne Thoma	744	4’701	–	–	–
Matthias Bichsel	12’600	4’406	–	–	–
Alexey Moskov	2’217	3’786	–	–	–
David Metzger	600	2’808	–	–	–
Hanne Birgitte Breinbjerg Sørensen	7’273	3’786	–	–	–
Markus Kammüller	–	1’608	–	–	–
Executive Committee	**32’723**	**–**	**16’827**	**12’412**	**20’640**
Suzanne Thoma	744	–	–	–	2’120
Thomas Zickler	1’513	–	1’273	1’212	5’074
Armand Sohet	6’791	–	7’777	4’994	4’186
Tim Schulten	–	–	–	1’212	5’074
Torsten Wintergerste	23’675	–	7’777	4’994	4’186

1) Restricted share units assigned by Sulzer.
2) The average fair value of one performance share unit 2020 at grant date amounted to CHF 78.18.
3) The average fair value of one performance share unit 2021 at grant date amounted to CHF 124.95.
4) The average fair value of one performance share unit 2022 at grant date amounted to CHF 84.69.

					2021
	Sulzer shares	Restricted share units (RSU) 1)	Performance share units (PSU) 2019 2)	Performance share units (PSU) 2020 3)	Performance share units (PSU) 2021 4)
Board of Directors	**55’307**	**34’874**	**–**	**–**	**–**
Peter Löscher	22’238	8’818	–	–	–
Suzanne Thoma	–	2’232	–	–	–
Matthias Bichsel	9’976	5’038	–	–	–
Mikhail Lifshitz	6’182	4’410	–	–	–
David Metzger	–	1’800	–	–	–
Alexey Moskov	639	3’756	–	–	–
Gerhard Roiss	14’413	4’410	–	–	–
Hanne Birgitte Breinbjerg Sørensen	1’859	4’410	–	–	–
Executive Committee	**77’941**	**–**	**81’932**	**94’735**	**49’936**
Greg Poux-Guillaume	43’000	–	35’746	50’900	21’789
Daniel Bischofberger	9’720	–	9’932	9’427	6’053
Frederic Lalanne	6’797	–	9’932	9’427	6’053
Jill Lee	5’084	–	9’932	9’427	6’053
Armand Sohet	2’728	–	8’195	7’777	4’994
Torsten Wintergerste	10’612	–	8’195	7’777	4’994

1) Restricted share units assigned by Sulzer.
2) The average fair value of one performance share unit 2019 at grant date amounted to CHF 115.95.
3) The average fair value of one performance share unit 2020 at grant date amounted to CHF 78.18.
4) The average fair value of one performance share unit 2021 at grant date amounted to CHF 124.95.

Granted Sulzer shares to members of the Board of Directors

		2022		2021
	Quantity	Value in CHF	Quantity	Value in CHF
Allocated to members of the Board of Directors	11’637	905’000	16’632	1’155’000

13 Subsequent events after the balance sheet date

At the time when these financial statements were authorized for issue, the Board of Directors was not aware of any events that would materially affect these financial statements.

Proposal of the Board of Directors for the appropriation of the available profit

in CHF	2022	2021
Net profit for the year	1’802’000	121’291’000
Unallocated profit carried forward from previous year	48’819’259	46’229’034
Total available profit	**50’621’259**	**167’520’034**
Appropriation from free reserves	100’000’000	–
Ordinary dividend	–118’084’803	–118’700’775
Balance carried forward	**32’536’456**	**48’819’259**
Dividend distribution per share CHF 0.01		
Gross dividend	3.50	3.50
Withholding tax (35%)	–1.23	–1.23
Net dividend	**2.27**	**2.27**

The Board of Directors proposes the payment of a dividend of CHF 3.50 per share to the Annual General Meeting on April 19, 2023. The company will not pay a dividend on treasury shares held by Sulzer Ltd or one of its subsidiaries.

KPMG

Statutory Auditor’s Report

To the General Meeting of Sulzer Ltd, Winterthur

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Sulzer Ltd (the Company), which comprise the “Balance sheet of Sulzer Ltd” as at December 31, 2022, the “Income statement of Sulzer Ltd”, the “Statement of changes in equity of Sulzer Ltd” for the year then ended, and the “Notes to the financial statements of Sulzer Ltd”, including a summary of significant accounting policies.

In our opinion, the financial statements for the year ended December 31, 2022, comply with Swiss law and the Company’s articles of incorporation.

Basis for Opinion

We conducted our audit in accordance with Swiss law and Swiss Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the “Auditor’s Responsibilities for the Audit of the Financial Statements” section of our report. We are independent of the Company in accordance with the provisions of Swiss law, together with the requirements of the Swiss audit profession and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

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. We have determined that there are no key audit matters to communicate in our report.

Board of Directors’ Responsibilities for the Financial Statements

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

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

Auditor’s Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made.
- Conclude on the appropriateness of the Board of Directors’ use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Company to cease to continue as a going concern.

We communicate with the Board of Directors or its relevant committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with the Board of Directors or its relevant committee, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor’s report, unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

In accordance with article 728a para. 1 item 3 CO and PS-CH 890, we confirm that an internal control system exists, which has been designed for the preparation of 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.

KPMG AG

Rolf Hauenstein Licensed Audit Expert Auditor in Charge	Simon Niklaus Licensed Audit Expert

Zurich, February 16, 2023

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Rundungsdifferenzen

Aufgrund von Rundungen stimmt die Summe der in diesem Bericht ausgewiesenen Zahlen möglicherweise nicht genau mit den dargestellten Gesamtbeträgen überein. Sämtliche Verhältnisangaben, Prozentangaben sowie Veränderungen von Prozentangaben werden anhand des zugrunde liegenden Betrags und nicht anhand des dargestellten gerundeten Betrags berechnet.

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Sprachen

Teile des Sulzer-Geschäftsberichts 2022 wurden in die deutsche Sprache übersetzt. Rechtlich bindend ist immer nur die englische Originalversion.