

## Corporate Governance Medisize Holding AG

The following chapter describes the principles of corporate governance applied at Group and senior management level within the Medisize Group. The central elements are contained in the Articles of Incorporation and organizational regulations and are based on the guidelines and recommendations set out in the 'Swiss Code of Best Practice for Corporate Governance' published by *economiesuisse*. To make orientation easier, the order and numbering of the individual sections correspond to those used in the 'Guidelines concerning information on corporate governance' published by SWX Swiss Exchange.

All information is valid as at December 31, 2007, unless otherwise stated. Significant changes that have occurred between that date and the copy deadline for this Report have also been indicated as appropriate.

## 1 GROUP STRUCTURE AND SHAREHOLDERS

### 1.1 GROUP STRUCTURE

#### 1.1.1 OPERATIVE GROUP STRUCTURE

Specializing on Health Care applications, Medisize Group is targeting the markets for dental and medical consumables. The company evolved from the Health Care Division of the former Gurit-Heberlein AG and was incorporated as per December 15, 2005. The Health Care division was listed as an independent company on June 23, 2006 on SWX Swiss Exchange.

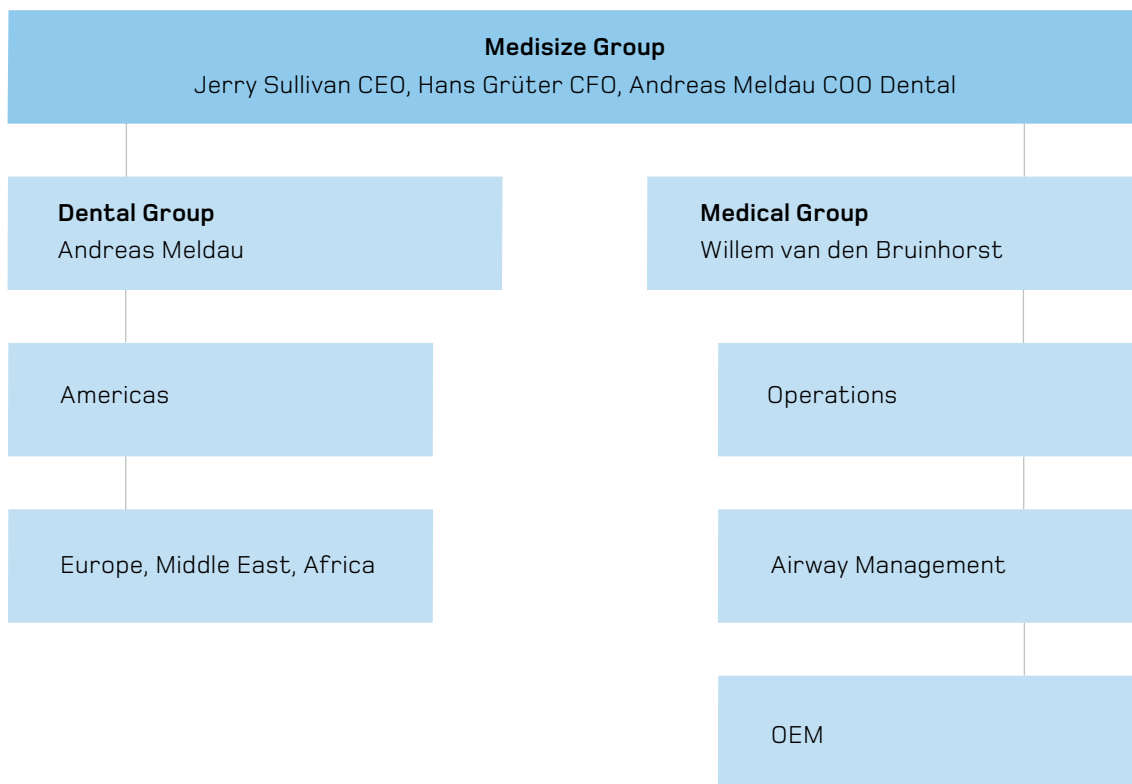
The organization of Medisize Group can be described as follows.

#### 1.1.2 LEGAL STRUCTURE OF SUBSIDIARIES

Of all the companies consolidated, Medisize Holding AG (the Medisize Group's holding company) is the only one listed. It is headquartered in Wattwil/SG; Medisize Holding AG's registered shares (security no. 2.534.325, ISIN CH0025343259, symbol MSZN) are quoted on SWX Swiss Exchange. On December 31, 2007, the market capitalization amounted to CHF 374 million. Information on the companies belonging to the Medisize Group, which are not listed, is shown on page 53 of the financial report.

#### 1.2 MAJOR SHAREHOLDERS

On December 31, 2007, the following shareholders held more than 3% of the voting stock of Medisize Holding AG:



**Huwa Finanz- und Beteiligungs AG**, Heerbrugg, Rässengüetli 9, 9050 Appenzell, holds 468,000 registered shares as at December 5, 2006. This equals voting rights of 10%. This equity participation includes a 9.4% stake that was previously held by Geha Holding AG, Nefenstrasse 9, 9435 Heerbrugg/SG. Huwa Finanz- und Beteiligungs AG is under control of Hans Huber, Appenzell/AI.

**FMR Corp.**, 82 Devonshire Street, Boston, MA 02109/USA, held directly and indirectly 262,990 registered shares as at July 2, 2007, through Fidelity Management & Research Company and Fidelity Management Trust Company. This equals 5.62% of all voting rights in Medisize Holding AG.

**Litespeed Management LLC**, 237 Park Avenue, Suite 900, New York, NY 10017/USA, being the fund manager of Litespeed Master Fund Ltd, holds 247,200 registered shares of Medisize Holding AG as at December 11, 2006, which equals 5.28% of voting rights in Medisize Holding AG.

**Lincoln Vale European Partners GP LLC**, Lincoln North, 55 Old Bedford Road, Lincoln, MA 01773, USA, held 235,835 registered shares on August 13, 2007 over its subsidiary Lincoln Vale European Master Fund L.P., Lincoln North, 55 Old Bedford Road, MA 01773, USA. This equals 5.04% of the voting rights.

**Tweedy, Browne Company LLC** reported on February 5, 2008, the possession of 218,569 registered shares since January 29, 2008, representing 4.67% of the voting rights through various funds or managed accounts. Of the shares, 186,990 shares belong to Tweedy, Browne Global Fund, Inc. This fund had reached the new 3% reporting threshold already before December 1, 2007.

**3V Asset Management AG**, Löwenstrasse 25, 8001 Zurich, disclosed 184,800 registered shares representing 3.95% of voting rights after the new reporting threshold of 3% came in force on SWX Swiss Exchange on December 1, 2007.

**Schroder Investment Management Limited**, 31 Gresham Street, London, EC2V 7QA, Great Britain, reduced its holdings of registered shares of Medisize Holding AG on October 23, 2007 to 175,783 shares which represented 3.76% of the voting rights.

### 1.3 CROSS-SHAREHOLDING

Medisize Holding AG has no cross-shareholding arrangements with other companies.

## 2 CAPITAL STRUCTURE

Information about the capital structure can be found in Medisize Holding AG's Articles of Incorporation, in the financial statements of Medisize Holding AG as well as in the Investor Relations section on page 60 of this Report. The Articles of Incorporation in German are available on the website at <http://www.medisize-holding.com/about/corporate-governance.html>

### 2.1 CAPITAL

Details on the capital are included in the notes to Medisize Holding AG's financial statements on page 57.

### 2.2 AUTHORIZED OR CONTINGENT CAPITAL IN PARTICULAR

Medisize Holding AG has no authorized or contingent capital.

### 2.3 CHANGES IN CAPITAL

The following changes in equity have occurred during the last two years.

IN CHF 1000	31.12.2007	31.12.2006
Share capital	23 400	23 400
General reserves	26 088	26 686
Treasury stock reserves	4 332	3 734
Net result	9 821	7 934
<b>Total</b>	<b>63 641</b>	<b>61 754</b>

### 2.4 SHARES AND PARTICIPATION CERTIFICATES

The company's share capital consists of 4,680,000 registered shares with a par value of CHF 5.00 each. The shares are traded in the main section of the SWX Swiss Exchange (security no. 2.534.325, symbol MSZN). All shares are fully paid up and entitled to dividends. Medisize Holding AG has not issued any participation certificates.

### 2.5 PROFIT-SHARING CERTIFICATES

Medisize Holding AG has not issued any profit-sharing certificates.

## 2.6 RESTRICTIONS ON TRANSFERABILITY OF SHARES AND NOMINEE REGISTRATIONS

According to § 4 of the Articles of Incorporation, only individuals who are registered in the share register may be recognized as the owners or beneficiaries of traded shares. Registration of ownership may be refused only in cases where the purchaser does not expressly declare that he has acquired the shares for his own account. The Board of Directors may cancel a registration of a shareholder or nominee in the share register, after hearing the respective parties, if the entry was made based on false declarations. The relevant party is to be immediately informed of this cancellation. The Board of Directors may define principles for the registration of fiduciaries or nominees and stipulate the necessary rules to guarantee compliance with the afore-mentioned principles.

## 2.7 CONVERTIBLE BONDS AND WARRANTS/OPTIONS

Medisize Holding AG has no outstanding convertible bonds or options.

## 3 BOARD OF DIRECTORS

On December 31, 2007, the Board of Directors of Medisize Holding AG consisted of five members.

### 3.1/2 MEMBERS OF THE BOARD OF DIRECTORS

The personal details together with the other activities and vested interests of individual members of the Board of Directors are listed below:

#### Paul Hälg

- » Chairman of the Board of Directors
- » Doctorate in chemistry, Swiss citizen, 54
- » Non-executive member

#### Professional background (main stages)

- » 1986–2001 Gurit-Essex AG, from 1995 CEO
- » 2001–2004 Group Executive Vice President, Forbo International SA, Eglisau/ZH
- » 2004–present day CEO of Dätwyler Holding AG, Altdorf/UR

#### Other important activities and vested interests:

- » Chairman of the Board of Gurit Holding AG, Wattwil/SG

#### Robert Heberlein

- » Member of the Board of Directors
- » Attorney-at-law, Swiss citizen, 67
- » Non-executive member

#### Professional background (main stages)

- » Since 1977 Partner, Lenz & Staehelin, Zurich/ZH

#### Other important activities and vested interests:

- » Member of the Board of Directors of Gurit Holding AG, Wattwil/SG
- » Member of the Board of Directors of Geberit AG, Jona/SG

#### Nick Huber

- » Member of the Board of Directors
- » Businessman, Swiss citizen, 43
- » Non-executive member

#### Professional background (main stages)

- » 1990–1995 Account Manager, IBM (Schweiz) AG
- » 1995–2005 Divisional Head, SFS Unimarket AG
- » 2005–present day member of the Executive Management of SFS Services AG

#### Other important activities and vested interests:

- » Member of the Board of Directors of Alpha Rheintal Bank, Heerbrugg/SG
- » Member of the Board of Directors of Huwa Finanz- und Beteiligungs AG, Heerbrugg/SG
- » Member of the Board of Directors of Gurit Holding AG, Wattwil/SG

#### Walter Känel

- » Member of the Board of Directors
- » Lic. oec HSG et Dr. rer. pol
- » Swiss citizen, 72
- » Non-executive member

#### Professional background (main stages)

- » 1975–2000 CEO and Delegate of the Board of Gurit-Heberlein AG

#### Other important activities and vested interests:

- » Member of the Board of Directors of Gurit Holding AG, Wattwil/SG

## Matthew Robin

- » Member of the Board of Directors
- » M. Eng. in Chemical Engineering, Imperial College, University of London
- » Non-executive member
- » British citizen, 43

### Professional background (main stages)

- » 1987–1998 Lonza Fine Chemicals, various functions in the USA and Switzerland (last function: Business Director US Custom Manufacturing)
- » 1998–2003 Disetronic, Burgdorf (last function: Head Disetronic Injection Systems)
- » 2003–2006 Ypsomed Holding AG, Burgdorf, CEO
- » 2007 Tecan Holding AG, Männedorf, Divisional Head Liquid Handling & Robotics

## 3.3 CROSS-INVOLVEMENT

Since the separation of Medisize Holding AG, the members of the Board of Directors of Medisize Holding are also members of the Board of Directors of Gurit Holding AG, except for Matthew Robin who is not a member of the Board of Directors of Gurit Holding AG.

## 3.4 ELECTION AND TERM OF OFFICE

The members of the Board of Directors are elected by the shareholders for a period of three years. At the end of their term of office, members may be re-elected. There is no limit to the period of office or age of members of the Board of Directors. The members of the Board of Directors are elected person by person.

NAME	BORN	POSITION	ELECTION	UNTIL
Dr. Paul Hälg	1954	Chairman	15.12.2005	2008
Robert Heberlein	1941	Member	15.12.2005	2008
Nick Huber	1964	Member	15.12.2005	2008
Dr. Walter Känel	1935	Member	15.12.2005	2008
Matthew Robin	1965	Member	11.01.2006	2009

## 3.5 INTERNAL ORGANIZATION

### 3.5.1 ALLOCATION OF TASKS WITHIN THE BOARD OF DIRECTORS

The Board of Directors is ultimately responsible for the management of the company and the supervision of the persons in charge of the management. The Board of Directors represents the company and takes care of all matters which are not delegated by law, the Articles of Incorporation or the organizational regulations to another body.

The Board of Directors' main duties are as follows:

- » determination and formulation of the business strategy
- » purchase and sale of participations or establishments and liquidation of Group companies
- » approval of real estate transactions exceeding CHF 500,000 in value
- » definition of Medisize Group's finance strategy
- » determination of financial accounting and reporting, financial control and financial planning
- » definition of Medisize Group's organizational structure
- » appointment of the persons in charge of the management
- » approval of the auditor's report as well as preparation of the general meeting of the shareholders and the execution of its resolutions.

### 3.5.2 MEMBERSHIP OF THE COMMITTEES OF THE BOARD OF DIRECTORS, THEIR DUTIES AND RESPONSIBILITIES

The Board of Directors has delegated the operational management to the Executive Management Board headed by the Chief Executive Officer. The Chairman of the Board of Directors organizes and manages the work of the Board of Directors.

The Board has formed permanent committees:

#### AUDIT AND CORPORATE GOVERNANCE COMMITTEE:

Chairman: Robert Heberlein

Members: Paul Hälg, Nick Huber, Walter Känel, Matthew Robin

The Audit and Corporate Governance Committee assists the Board of Directors in its supervisory duties. More specifically, the Audit and Corporate Governance Committee has the following main tasks and duties to perform:

- » approval of the auditing program and audit fees and form a judgment of the effectiveness of the external audits
- » assessment of the quality of internal control systems including risk management
- » review of the company and the consolidated financial statements as well as interim statements intended for publication
- » regularly review of the principles concerning Corporate Governance

- » proposal to the Board of Directors of amendments to the Articles of Incorporation or internal regulations

#### COMPENSATION AND NOMINATION COMMITTEE

Chairman: Walter Känel

Members: Paul Hälg, Nick Huber, Robert Heberlein, Matthew Robin

The nomination and compensation committee carries out the following duties:

- » determination of the remuneration of the members of the Board of Directors
- » definition of the principles for the remuneration of the members of the Executive Management Board and submission of them to the Board of Directors for approval
- » definition of principles for the selection of candidates for election or re-election to the Board of Directors
- » preparation of the selection and assessment of the candidates for the position of the CEO
- » approval of appointments of division heads and other members of the senior management
- » approval of the remuneration to be paid to the senior management

#### 3.5.3 WORKING METHODS OF THE BOARD OF DIRECTORS AND ITS COMMITTEES

The Board of Directors meets annually for six ordinary, mainly one-day meetings. Extraordinary meetings may be held as necessary. Every member of the Board of Directors is entitled to request an immediate meeting, provided that he names its purpose. In 2007, the Board of Directors met nine times. The Audit and Corporate Governance Committee met two times in 2007, whereas the Nomination and Compensation Committee met three times in 2007.

Meetings are summoned in writing by the Chairman. An invitation together with a detailed agenda and documentation is sent to all participants at least seven days in advance of the date set for the meeting.

As a rule, the Chief Executive Officer and the Chief Financial Officer attend meetings of the Board of Directors. In order to ensure that the Board of Directors has sufficient information to make decisions, other members of staff or third parties may also be invited to attend.

The Board of Directors is quorate if all members have been duly invited and the majority of its members take part in the decision-making process. Members may participate in deliberations and the passing of resolutions by telephone or other suitable electronic media if all participants are in agreement. The decisions of the Board of Directors are taken on the basis of the votes submitted. In the event of a tie, the Chairman has the casting vote. Decisions may also be made in writing.

Proposals may also be sent to all members and they are regarded as passed if the majority of members agree unconditionally and no member insists on discussion of the issues in question in a formal meeting. Members of the Board of Directors are obliged to leave meetings when issues are discussed that affect their own interests or the interests of persons close to them.

All proposals and decisions are entered in the minutes to the meeting. The minutes also contain a summary of important requests to speak and any deliberations.

#### 3.6 DEFINITION OF AREAS OF RESPONSIBILITY

The areas of responsibility between the Board of Directors and the Executive Management Board are defined in Medisize Holding AG's organizational regulations. Executive control of Medisize Group and, with it, operational management of the entire Medisize Group is, as far as permissible by law, delegated to the Executive Management Board.

Apart from decisions which, according to Art. 716a of the Swiss Code of Obligations, are part of its indefeasible and non-transferable duties, the Board of Directors has reserved for itself the duties listed under 3.5.1.

#### 3.7 INFORMATION AND CONTROL INSTRUMENTS VIS-À-VIS EXECUTIVE MANAGEMENT BOARD

As a rule, the Executive Management Board updates the Board of Directors on operations and Medisize Group's financial position every month. In addition, the CEO and CFO report on business and all matters of relevance to the Board of Directors at each meeting of the Board of Directors. Every member of the Board of Directors has the right to ask any member of the Executive Management Board for information

about matters within his remit, even outside meetings. The Chairman of the Board of Directors is also informed by the CEO about all business and issues of a fundamental nature or of special importance.

## 4 GROUP MANAGEMENT

On December 31, 2007, Medisize Holding AG's Executive Management Board consisted of the CEO, the CFO and the COO Dental Group.

### 4.1/2 MEMBERS OF THE EXECUTIVE MANAGEMENT BOARD

The personal details together with the other activities and vested interests of individual members of the Executive Management Board are listed below:

#### **Jerry Sullivan**

Chief Executive Officer Medisize Group  
Bachelor of arts  
American citizen, 61 years

#### **Professional background (main stages):**

- » 1981–1992 President and CEO, Whaledent International Inc.
- » 1992–2002 Managing Director, Coltène/Whaledent Inc. Cuyahoga Falls, Ohio/USA
- » 2003–2006 CEO Gurit Heberlein Dental Care

#### **Hans Grüter**

Chief Financial Officer Medisize Group  
PhD Business Administration University Zurich,  
AMP Wharton  
Swiss citizen, 48 years

#### **Professional background (main stages)**

- » 1996–1998 CFO, Melcher AG, Uster/ZH
- » 1998–2001 Divisional President Europe, Uster/ZH, Power One, Camarillo, USA
- » 2002–2006 CFO Wicor Holding AG (Weidmann Group), Rapperswil/SG

#### **Andreas Meldau**

Chief Operating Officer, Dental Group  
lic iur. University Zurich,  
SVM Diploma University of St. Gallen  
Swiss citizen, 49 years

#### **Professional background (main stages)**

- » 1985–1990 Sales Manager NCR / AT&T, Wallisellen/ZH,

- » 1990–1992 Martin Engineering, Egg/ZH
- » 1993–1999 CEO AVL Medical Instruments Schaffhausen
- » 1999–2002 CEO redIT Services, Zug
- » 2002–2007 CEO Coltène/Whaledent EMEA

## 4.3 MANAGEMENT CONTRACTS

No agreements pertaining to the provision of managerial services exist between Medisize Holding AG and other companies or natural persons outside Medisize Group.

## 5 COMPENSATION, SHAREHOLDINGS AND LOANS

### 5.1 CONTENT AND METHOD OF DETERMINING COMPENSATION AND SHAREHOLDING SCHEMES

The chairman of the Board of Directors is paid for his services a fixed per-diem allowance in cash. All other members of the Board of Directors are paid for their services with a yearly fixed amount in cash. In addition, for the first time with respect to the fiscal year 2007, all members of the Board of Directors receive a fixed number of shares having a restriction period of three years. The per-diem allowance in cash, the yearly fixed amount in cash and the number of shares awarded are determined by the Compensation and Nomination Committee from time to time.

The amount paid to the Chief Executive Officer is determined by the Compensation and Nomination Committee; the amounts paid to other members of the Executive Management Board are the responsibility of the Chief Executive Officer, subject to approval of the Compensation and Nomination Committee.

Apart from their basic salary, the members of the Executive Management Board receive a performance and success-related bonus. The basic salary takes into account the functional value of the position, the individual qualifications required and local employment conditions. The size of the bonus depends on how successful the area for which the member is responsible has been in achieving its targets.

A supplementary pension scheme according to the individual jurisdictions exists for members of the Executive Management Board. An appropriate portion of the premiums are financed by the insured employees themselves.

Starting from the fiscal year 2008 a bonus and share participation program has been put in place for the members of the executive board as well as a limited number of key managers. This program is replacing existing bonus schemes and is a function of a) the economic profit of the actual year, b) the increase of economic profit compared over the prior year as well as c) the growth rate of net sales (all being subject to a watermark mechanism). Depending on the seniority of a participant, 20% of the bonus is allocated in shares at a fixed share price. Total bonus, including shares (if any), is capped depending on the seniority between 40% to 100% of the fixed salary of any participant. The program is defined and reviewed by the Compensation and Nomination Committee and is initially fixed for a period of three years.

## 5.2 REMUNERATION TO ACTING MEMBERS OF GOVERNING BODIES

The total sum of all remunerations<sup>1</sup> paid during the year under review was as follows:

a) to members of the Executive Management Board a total of CHF 1,879,806 (three persons in all); and  
b) to non-executive members of the Board of Directors a total of CHF 653,906 (five persons in all).  
For the highest remuneration paid to a non-executive member of the Board of Directors see item 5.9. Additional details are given on page 57.

<sup>1</sup> Total of all remuneration, fees, salaries, social insurances, grants, bonification and shares (during the year under review no goods were distributed as payments).

## 5.3 REMUNERATION TO FORMER MEMBERS OF GOVERNING BODIES

No exit remuneration to a person leaving office during the year under review, and no remuneration to former members of governing bodies was paid during the year under review.

## 5.4 SHARE ALLOTMENT IN THE YEAR UNDER REVIEW

During the year under review no shares were allotted.

## 5.5 SHARE OWNERSHIP

On the reference date, the various groups held (directly or indirectly) the following amounts of shares in Medisize Holding AG:

a) executive members of the Board of Directors and members of the Executive Management Board and parties closely linked to them as well as the most senior management staff members: 900 shares with a par value of CHF 5.00 each.

b) non-executive members of the Board of Directors and parties closely linked to them: 601,800 shares with a par value of CHF 5.00 each.

## 5.6 OPTIONS

On December 31, 2007 there were no options on shares of Medisize Holding AG issued.

## 5.7 ADDITIONAL FEES AND PAYMENTS

Lenz & Staehelin, Attorneys-at-Law, in which Robert Heberlein, member of the Board of Directors, is a partner, acted as legal advisor of Medisize Holding AG in 2007 and presented Medisize Holding AG with fee invoices totalling less than CHF 100,000.

## 5.8 LOANS TO GOVERNING BODIES

No loans, securities, advances or credits have been granted to members of the Board of Directors or the Executive Management Board or parties closely linked to them.

## 5.9 MAXIMUM TOTAL REMUNERATION

The member of the Board of Directors with the highest total remuneration in the year under review received CHF 229,932.

## 6 SHAREHOLDERS' PARTICIPATION RIGHTS

Details of shareholders' participation rights can be found in the Articles of Incorporation of Medisize Holding AG. The Articles of Incorporation in German are available on the Website at <http://www.medisize-holding.com/about/corporate-governance.html>.

## 6.1 VOTING RIGHT RESTRICTIONS AND REPRESENTATION

The Articles of Incorporation contain no restrictions on voting rights. Every registered share represented at the General Meeting is entitled to one vote. A shareholder may vote his own shares or be represented at the General Meeting by way of a written proxy.

## 6.2 STATUTORY QUORUMS

Unless otherwise determined by law, a General Meeting convened in accordance with the Articles of Incorporation is quorate regardless of the number of shareholders attending or the number of shares represented. To be valid and subject to statutory provisions, resolutions require an absolute majority of the votes submitted. In the event of a tie, the Chairman, who is always entitled to vote, makes the casting vote.

Important decisions of the General Meeting as defined in Art. 704 para. 1 of the Swiss Code of Obligations require at least two thirds of the votes present and the absolute majority of the par value of shares represented.

## 6.3 CONVOCAION OF THE GENERAL MEETING OF THE SHAREHOLDERS

The ordinary General Meeting of the Shareholders takes place annually within six months of the end of the company's financial year. Extraordinary General Meetings can be called by decision of the General Meeting, the Board of Directors, at the request of the auditors, or if shareholders representing at least a tenth of the company capital submit a request in writing, stating the purpose, to the Board of Directors.

The invitation to the General Meeting of the Shareholders is published in the Swiss Official Gazette of Commerce. All shareholders whose addresses are registered in the share register are notified by a letter.

## 6.4 AGENDA

The Articles of Incorporation contain no regulations relating to agendas that differ from those set forth by the law. Accordingly, shareholders representing shares of a par value of CHF 1 million may request items to be included in the agenda.

## 6.5 ENTRIES IN THE SHARE REGISTER

Shareholders and/or beneficiaries of registered shares are entitled to vote if they are already registered in the share register at the time when invitations are sent out to the General Meeting of the Shareholders.

## 7 CHANGES OF CONTROL AND DEFENCE MEASURES

### 7.1 PUBLIC PURCHASE OFFERS

The Articles of Incorporation of Medisize Holding AG do not stipulate an alleviation or exemption for the duty to submit a public offer according to Art. 32 and 52 of the 'Bundesgesetz über die Börsen und den Effektenhandel' (Swiss Law on Stock Exchanges and Securities Trading).

### 7.2 CLAUSES ON CHANGES OF CONTROL

Three employees are entitled to receive compensation in case of a change of control in Medisize Holding AG:

Two employees receive a retention bonus in case of a change of control in the amount of 100–150% of their relevant annual fixed salary portion. The amount of the payments (within the aforementioned margin) depends on the amount of the transaction price. The respective payments are made if these employees continue to offer their services to Medisize for at least 90 days after the occurrence of the change of control.

One employee is entitled to an amount corresponding to his annual total salary at the time his employment agreement is terminated (plus a bonus in the amount of the bonus that has been paid for the last business year before the termination of the employment agreement). Such amount is paid on a pro rata basis for the remainder of the year in which the relevant employment agreement is terminated as well as for the following two years after such year. Certain additional payments (fringe benefits) are made until September 6, 2011. In addition, the respective employee also receives a lump sum payment of USD 1,000,000 in case the change of control occurs before September 6, 2011.

## 8 AUDITORS

### 8.1 DURATION OF MANDATE AND LEAD AUDITOR'S TERM OF OFFICE

PricewaterhouseCoopers AG, St. Gallen, has been Medisize Holding AG's statutory auditor since the foundation of the Company (December 15, 2005) and also serves as Group auditors. Lorenz Lipp is auditor in charge.

## 8.2 AUDITING FEES

The total sum charged during the year under review by PricewaterhouseCoopers AG in its capacity as Medisize Group's statutory auditor amounted to CHF 555,802.

## 8.3 ADDITIONAL FEES

Fees for additional services (e. g. management and IT consultancy, tax and legal advisory services) supplied by the auditors during the year under review amounted to CHF 416,507.

## 8.4 SUPERVISORS AND CONTROL INSTRUMENTS PERTAINING TO THE AUDITORS

As explained in section Ziff. 3.5.2., the Board of Directors has established an Audit and Corporate Governance Committee to monitor the external auditors (statutory and Medisize Group auditors). As part of its duties, the Audit and Corporate Governance Committee also assesses the services and fees charged by the external auditors as well as their independence from the entire Board of Directors. Generally, the auditors participate in two meetings of the Audit and Corporate Governance Committee/ Board of Directors per year.

## 9 INFORMATION POLICY

Medisize Holding AG provides its shareholders with information in the form of the Annual Report and a half-yearly report. Important events are published immediately through press releases and/or letters to shareholders.

## 10 INTERNET

Shareholders and other interested parties can also obtain information about Medisize Group on the internet at [www.medisize-holding.com](http://www.medisize-holding.com)

**E-mail alerts:** The latest financial information from Medisize Holding AG can be automatically received by e-mail; sign up for this service is available in the investor relations section of the Medisize Group's website at [http://www.medisize-holding.com/investor-relations/news\\_en.html](http://www.medisize-holding.com/investor-relations/news_en.html).

## 11 AD HOC PUBLICITY

Medisize Holding AG maintains regular contact with the financial world in general and with important investors. At the same time, it abides by the legally prescribed principle of treating all parties equally as regards communication. Relevant new facts are published openly and are available to all interested parties.

### IMPORTANT DATES

The most important dates for publications this year and the following year are:

#### MARCH 19, 2008

Presentation of annual results  
Financial analysts' and media conference  
Publication of Annual Report 2007

#### APRIL 16, 2008

General Meeting of the Shareholders,  
Seedamm Plaza, Pfäffikon/SZ

#### END OF AUGUST 2008

Half-year report 2008, shareholders' letter

#### END OF MARCH 2009

Presentation of annual results 2008  
Financial analysts' and media conference  
Publication of Annual Report 2008

#### APRIL 2009

General Meeting of the Shareholders

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