

Report of the Group Auditors

Report of the Group Auditors to the General Meeting of

OC Oerlikon Corporation AG, Pfäffikon, Pfäffikon SZ

(formerly known as Unaxis Holding AG, Pfäffikon SZ)

As group auditors, we have audited the consolidated financial statements (income statement, balance sheet, statement of recognised income and expense, statement of changes in equity, cash flow statement and notes on pages 85 to 124) of OC Oerlikon Corporation AG, Pfäffikon for the year ended 31 December 2006.

These consolidated financial statements are the responsibility of the board of directors. Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We confirm that we meet the legal requirements concerning professional qualification and independence.

Our audit was conducted in accordance with Swiss Auditing Standards and with the International Standards on Auditing (ISA), which require that an audit be planned and performed to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. We have examined on a test basis evidence supporting the amounts and disclosures in the consolidated financial statements. We have also assessed the accounting principles used, significant estimates made and the overall consolidated financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements give a true and fair view of the financial position, the results of operations and the cash flows in accordance with the International Financial Reporting Standards (IFRS) and comply with Swiss law.

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

KPMG Ltd



Herbert Bussmann
Swiss Certified Accountant
Auditor in Charge



Thomas Affolter
Swiss Certified Accountant

Zurich, 22 March 2007