

Financial Report

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Key figures¹

| Key figures Oerlikon Group | | |
|---|-------------------------------------|-------------------------------------|
| in CHF million | January 1 to December 31 2006 | January 1 to December 31 2005 |
| | | |
| Orders received | 2 631 | 1 455 |
| Orders on hand | 1 557 | 355 |
| Sales | 2 291 | 1 605 |
| EBITDA | 423 | 128 |
| - as % of sales | 18% | 8% |
| EBIT | 329 | 34 |
| - as % of sales | 14% | 2% |
| Net profit | 302 | 21 |
| - as % of sales | 13% | 1% |
| - as % of equity attributable to shareholders of the parent | 20% | |
| Cash flow from operating activities ² | 355 | 84 |
| Capital expenditure for fixed and intangible assets | 237 | |
| Total assets | 6 034 | 1 979 |
| Equity attributable to shareholders of the parent | 1 482 | 1 001 |
| - as % of total assets | 25% | 51% |
| Net liquidity ³ | -589 | 706 |
| Net assets ⁴ | 3 001 | 510 |
| EBIT as % of net assets (RONA) | 11% | 7% |
| Number of employees | 19 267 | 6 434 |
| Personnel expenses | 737 | 600 |
| Research and development expenses ⁵ | 162 | 148 |

¹ A multiple year comparison of key figures 2002–2006 may be found on page 126.

 $^{^{5}}$ Research and development expenses include expenses recognized as intangible assets CHF 49 million (prior year: CHF 0 million)

| Key share-related figures ⁶ | | |
|--|-------------------------------------|-------------------------------------|
| CHF | January 1 to December 31 2006 | January 1 to December 31 2005 |
| Share price | | |
| High | 605 | 198 |
| Low | 191 | 114 |
| Year-end Year-end | 603 | 198 |
| Total shares outstanding | 14 142 437 | 14 142 437 |
| Market capitalization in millions | 8 521 | 2 799 |
| EBIT | 25.75 | 2.52 |
| Net income for the period | 23.44 | 1.43 |
| Net cash flow | 12.73 | -22.51 |
| Shareholders' equity | 116.01 | 73.47 |
| Dividends ⁷ | 0.00 | 0.00 |

⁶ Average number of shares with voting and dividend rights.

² Before changes in net current assets.

³ Net liquidity includes marketable securities and treasury shares at market value as per December 31, 2006.

⁴ Net assets include operating assets fixed and current, (excluding cash and financial assets) less operating liabilities (excluding financial liabilities and tax provisions).

 $^{^{\}rm 7}$ Dividend 2006: proposal of the Board of Directors.

| Business development by segment | | | | | | |
|--------------------------------------|-------------------------------------|-------------------------------------|--|--|--|--|
| in CHF million | January 1 to December 31 2006 | January 1 to December 31 2005 | | | | |
| | | | | | | |
| Oerlikon Balzers Coating | | | | | | |
| Orders received | 1 195 | 642 | | | | |
| Orders on hand | 478 | | | | | |
| Sales | 816 | | | | | |
| EBITDA | 176 | 35 | | | | |
| EBIT | 135 | -20 | | | | |
| - as % of sales | 17% | -3% | | | | |
| Net assets | 592 | 444 | | | | |
| Number of Employees | 3 463 | 3 363 | | | | |
| Oerlikon Leybold Vacuum | | | | | | |
| Orders received | 444 | 390 | | | | |
| Orders on hand | 59 | | | | | |
| Sales | 430 | | | | | |
| EBITDA | 56 | | | | | |
| EBIT | 47 | | | | | |
| - as % of sales | 11% | | | | | |
| Net assets | -72 | | | | | |
| Number of Employees | 1 378 | 1 479 | | | | |
| Oerlikon Saurer Textile ¹ | | | | | | |
| Orders received | 398 | | | | | |
| Orders on hand | 825 | | | | | |
| Sales | 438 | | | | | |
| EBITDA | 35 | | | | | |
| EBIT | 24 | | | | | |
| - as % of sales | 6% | | | | | |
| Net assets | 535 | | | | | |
| Number of Employees | 7 822 | | | | | |
| Oerlikon Graziano Drive Systems¹ | | | | | | |
| Orders received | 154 | | | | | |
| Orders on hand | | | | | | |
| Sales | 154 | | | | | |
| FBITDA | 24 | | | | | |
| EBIT | 14 | | | | | |
| - as % of sales | 9% | | | | | |
| Net assets | 615 | | | | | |
| Number of Employees | 4 759 | | | | | |
| Oerlikon Components | | | | | | |
| Orders received | 436 | 423 | | | | |
| Orders on hand | 195 | | | | | |
| Sales | 450 | | | | | |
| EBITDA | 75 | | | | | |
| EBIT | 59 | | | | | |
| - as % of sales | 13% | | | | | |
| Net assets | 199 | | | | | |
| Number of Employees | 1 620 | | | | | |
| Others | | | | | | |
| Orders received | 3 | 3 | | | | |
| Sales | | | | | | |
| EBITDA | 57 | | | | | |
| EBIT | 51 | | | | | |
| Net assets | 1 132 | | | | | |
| Number of Employees | 225 | | | | | |
| . P. W | | | | | | |

¹ Because the Saurer Group was consolidated for the first time as from November 1, 2006, no comparative figures for 2005 are shown.

Net assets include operating current and non-current assets (excluding cash, cash equivalents and financial assets), less operating liabilities (excluding financial liabilities and tax provisions).

Consolidated income statement

| | Januar Decem | ber 31 Dece | uary 1 to ember 31 |
|--|------------------|-------------|-------------------------|
| in CHF million | Note 2006 | 2005 | 5 restated ¹ |
| | | | |
| Sales of goods | | 1 781 | 1 137 |
| Services rendered | | 510 | 469 |
| Total sales | 3 | 2 291 | 1 605 |
| Cost of sales | | -1 517 | -1 104 |
| Gross profit | | 773 | 501 |
| Marketing and selling | | -198 | -215 |
| Research and development | | -113 | -148 |
| Administration | | -223 | -189 |
| Other income and expenses | 5 | 90 | 85 |
| ЕВІТ | 4, 6 | 329 | 34 |
| Result from associated companies | | -2 | 0 |
| Finance cost, net | 7 | -24 | 12 |
| Profit before taxes (EBT) | | 303 | 46 |
| Income taxes | 9 | -1 | -25 |
| Net profit | | 302 | 21 |
| Attributable to: | | | |
| Shareholders of the parent | | 300 | 20 |
| Minority interests | | 2 | 2 |
| Earnings per registered share in CHF | 11 | 23.49 | 1.43 |
| Fully diluted earnings per registered share in CHF | 11 | 23.44 | 1.43 |

¹ For restatement 2005 see page 90.

Assets

| in CHF million | Note | 2006 | 2005 restated1 |
|-------------------------------------|------|-------|----------------|
| | | | |
| Cash and cash equivalents | 12 | 486 | 324 |
| Marketable securities | 13 | 95 | 106 |
| Receivables | 14 | 867 | 377 |
| Current tax receivables | | 38 | 11 |
| Inventories | 15 | 970 | 237 |
| Prepaid expenses and accrued income | 16 | 34 | 22 |
| Current assets | | 2 490 | 1 076 |
| Loans receivable | | 20 | 0 |
| Investments in associated companies | | 12 | 0 |
| Other investments | 8 | 34 | 28 |
| Property, plant and equipment | 17 | 1 336 | 567 |
| Intangible assets | 18 | 1 949 | 214 |
| Post-employment benefit assets | | 22 | 10 |
| Deferred tax assets | 20 | 171 | 83 |
| Non-current assets | | 3 544 | 903 |
| Total assets | | 6 034 | 1 979 |

Equity and liabilities

| in CHF million | Note | 2006 | 2005 restated ¹ |
|---|------|-------|----------------------------|
| | | | |
| Payables | 22 | 854 | 130 |
| Accrued liabilities | 23 | 386 | 188 |
| Current customer advances | 24 | 222 | 56 |
| Current financial debt | 25 | 1 548 | 1 |
| Current income tax provisions | 10 | 174 | 21 |
| Current post-employment benefit provisions | 19 | 15 | 15 |
| Current other provisions | 26 | 202 | 133 |
| Current liabilities | | 3 400 | 545 |
| Non-current customer advances | | 46 | 34 |
| Non-current financial debt | 25 | 256 | 2 |
| Non-current post-employment benefit provisions | 19 | 629 | 286 |
| Deferred tax provisions | 21 | 96 | 23 |
| Other non-current provisions | 26 | 102 | 82 |
| Non-current liabilities | | 1 128 | 426 |
| Total liabilities | | 4 528 | 971 |
| Share capital | | 283 | 283 |
| Treasury shares | | -183 | -244 |
| Reserves and retained earnings | | 1 382 | 962 |
| Equity attributable to shareholders of the parent | | 1 482 | 1 001 |
| Minority interests | | 24 | 7 |
| Total equity | | 1 506 | 1 008 |
| Total equity and liabilities | | 6 034 | 1 979 |

¹ For restatement 2005 see page 90.

Consolidated Cash Flow Statement

| in CHF million | Note | January 1 to December 31 2006 | January 1 to December 31 2005 restated ¹ |
|---|-------------|-------------------------------------|---|
| | | | |
| Net profit | | 302 | |
| Depreciation of property, plant and equipment | | | |
| Amortization of intangible assets | 18 | | |
| Impairment losses on property, plant and equipment | | | |
| Addition to (+) / release of (-) other provisions | | | |
| Increase (+) / decrease (-) in post-employment benefit provisions | 19 | | |
| Expense (+) / income (-) from deferred taxes | 9, 21 | | |
| Losses (+) / gains (-) from investment in associated companies | | 2 | |
| Losses (+) / gains (-) from sale of non-current assets | | -2 | |
| Other non-cash income/expense | | 4 | |
| Conversion losses (+) / gains (-) on intercompany positions | | -2 | -18 |
| Cash flow from operating activities | | | |
| (before change in net current assets) | | 355 | 84 |
| Decrease (+) / increase (-) in receivables / accrued assets | | 86 | |
| Decrease (+) / increase (-) in inventories | 15 | -54 | 195 |
| Increase (+) / decrease (-) in payables / accrued liabilities and use of other provisions | | -62 | -167 |
| Increase (+) / decrease (-) in customer advances | | 44 | -104 |
| Non-cash impact on net current assets due to hedge accounting | | 4 | -12 |
| Cash flow from changes in net current assets | | 18 | -117 |
| Cash flow from operating activities | | 373 | -34 |
| | | 101 | - 00 |
| Capital expenditure for property, plant and equipment | | | |
| Investment in non-consolidated subsidiaries | <u></u> | | |
| Investment in associated companies | | | |
| Capital expenditure for intangible assets | 18 | | |
| Decrease (+) / increase (-) in loans receivable | | -9 | |
| Decrease (+) / increase (-) in marketable securities | 13 | | |
| Increase (+) / decrease (-) in cash from purchase/sale of subsidiaries | | -1 534 | |
| Proceeds from sales of property, plant and equipment | | 22 | 2 25 |
| Cash flow from / used by investing activities | | -1 713 | -89 |
| Dividends paid | | -1 | -1 |
| Sale (+) / purchase (-) of treasury shares | · | 189 | -202 |
| Increase in financial debt | 25 | 1 317 | 6 |
| Cash flow from / used by financing activities | | 1 505 | -197 |
| Conversion adjustments to cash and cash equivalents | 12 | -2 | 13 |
| Increase (+) / decrease (-) in cash and cash equivalents | | 163 | -307 |
| | | - | |
| Cash and cash equivalents at the beginning of the year | | 324 | |
| Cash and cash equivalents at the end of the year | | 486 | 324 |
| Increase (+) / decrease (-) in cash and cash equivalents | | 163 | -307 |
| Additional information: Interest paid | | 11 | 0 |
| Interest received | | | |
| Taxes paid | | 28 | |
| n no man a | | | |

¹ For restatement 2005 see page 90.

Statement of recognized income and expenses

| in CHF million | 2006 | 2005 |
|--|------|------|
| | | |
| Fair value adjustments IAS 39 | -2 | 23 |
| Realization under IAS 39 | 4 | -68 |
| Actuarial gains / losses under IAS 19 | 6 | -10 |
| Conversion differences | -19 | 60 |
| Net result recognized directly in equity | -10 | 5 |
| Group net profit | 302 | 21 |
| Total recognized income and expenses in equity | 292 | 27 |
| - of which attributable to group shareholders | 289 | 25 |
| - of which attributable to minority interests | 3 | 2 |

| Consolidated statement of changes in shareholders' equity | | | | | | ē | | > | | | |
|---|-------------------|--|---------------------|---------------------------|----------------------|---------------------|---------------------------|-------------------|--|-----------------------|---------------------------------|
| in CHF million | Share capital² | Additional paid-in capital ³ | Treasury shares⁴ | Conversion differences | Retained earnings | Hedge accounting | Fair value adjustments | Deferred taxes | Total equity allocable to shareholders | Minority interests | Total share- holder's equity |
| Balance at January 1, 2005 | 283 | 622 | -42 | -98 | 406 | 9 | 41 | -6 | 1215 | 6 | 1221 |
| Restatement of pension liabilities (IAS 19) ¹ | | | - | | -40 | | | 9 | -31 | | -31 |
| Balance at Jan 1, 2005 after restatement | 283 | 622 | -42 | -98 | 366 | 9 | 41 | 3 | 1184 | 6 | 1 190 |
| Total recognized income and expenses | | | | 60 | -2 | -12 | -39 | 18 | 25 | 2 | 27 |
| Dividend distributions | | | | | | | | | 0 | -1 | -1 |
| Share-based compensation | | | | | 2 | | | | 2 | | 2 |
| Purchase of treasury shares | | | -248 | | | | | | -248 | | -248 |
| Sale of treasury shares | | | 46 | | -8 | | | | 39 | | 39 |
| Balance at December 31, 2005 | 283 | 622 | -244 | -38 | 359 | -3 | 1 | 22 | 1 001 | 7 | 1 008 |
| Balance at January 1, 2006 | 283 | 622 | -244 | -38 | 359 | -3 | | 22 | 1001 | 7 | 1008 |
| Total recognized income and expenses | | | | -19 | 312 | 5 | -1 | -8 | 289 | 3 | 292 |
| Dividend distributions | | | | | | | | | 0 | -1 | -1 |
| Change in scope of consolidation | | | | | | | | | 0 | 16 | 16 |
| Share-based compensation | | | | | | | | | 0 | | 0 |
| Purchase of treasury shares | | | -3 | | | | | | -3 | | -3 |
| Sale of treasury shares | | | 65 | | 130 | | | | 195 | | 195 |
| Balance at December 31, 2006 | 283 | 622 | -183 | -58 | 802 | 2 | 0 | 14 | 1 482 | 24 | 1 506 |

¹ Restatement 2005 see page 90.

 $^{^4}$ Treasury shares held at cost in coverage of potential obligations associated with stock option plans of OC Oerlikon Corporation AG, Pfäffikon:

| Detail of footnote 4 | Number of shares | Price per share in CHF | Cost in CHF million | Fair value in CHF million | Result in CHF million | |
|---|------------------|------------------------|------------------------|------------------------------|--------------------------|--|
| Stand of food food | 0.0.10.100 | 01 | | | | |
| Balance at December 31, 2004 | 223 581 | 189 | 42 | | -3 | |
| Exercise of employee share options | | 187 | -45 | -37 | 7 -7 | |
| Sale 2005 due to employee share purchase plan | -7 530 | 187 | ⁷ –1 | -1 | 0 | |
| Purchase 2005 | 1 343 917 | 173 | 3 232 | 232 | 2 0 | |
| Repurchase of employee shares | 92 092 | 178 | 16 | 16 | 0 | |
| Balance at December 31, 2005 | 1 412 694 | 173 | 244 | | -8 | |
| Sale 2006 | | 173 | -61 | -187 | 126 | |
| Sale 2006 due to employee purchase plan | -21 243 | 173 | 3 -4 | -7 | 7 4 | |
| Repurchase of employee shares | 9 601 | 350 |) 3 | 3 | 0 | |
| Balance at December 31, 2006 | 1 050 012 | 174 | 183 | 3 | 130 | |

 $^{^{2}}$ The share capital of OC Oerlikon Corporation AG, Pfäffikon consists of 14 142 437 registered shares of nominal value CHF 20.

 $^{^{\}rm 3}$ Additional paid-in capital includes CHF 57 million which are not distributable for legal reasons.

Accounting principles



Introduction

OC Oerlikon Corporation AG, Pfäffikon, previously Unaxis Holding AG, is a Swiss public company located in Freienbach SZ, Churerstrasse 120, Pfäffikon SZ. It is the ultimate parent company of the Oerlikon Group, a globally leading supplier of production systems, components and services for selected information technology market segments and industrial applications. The recent acquisition of Saurer has added two new business activities: transmission technology and yarn solutions (textile machinery). Apart from its activities in Switzerland, the Oerlikon Group operates in particular in the EU region, North America and Asia, and employed some 19 200 individuals at the balance sheet date, 6 600 with Oerlikon and 12 600 with Saurer.

Basis of preparation

The consolidated financial statements of OC Oerlikon Corporation AG, Pfäffikon have been prepared in accordance with International Financial Reporting Standards (IFRS) and with Swiss company law. These accounting standards have been consistently applied in all periods represented herein. The consolidated financial statements were approved by the Board of Directors on March 22, 2007 and will be submitted to the annual general meeting of shareholders on May 8, 2007 for approval. All standards issued by the IASB and all interpretations of the International Financial Reporting Interpretations Committee (IFRIC) effective at the date of the consolidated financial statements have been taken into account. The consolidation was based on audited annual individual company accounts of the Group's subsidiaries, and prepared according to uniform Group accounting principles. The reporting currency of the Group is Swiss franc (CHF). All line item amounts in the consolidated financial statements are reflected in millions of Swiss francs and all such amounts (including totals and subtotals) have been rounded according to normal commercial practice. Thus an addition of the amounts can result in rounding differences. All assets and liabilities have been determined in accordance with the historical cost principle, with the exception of derivative financial instruments and financial assets available for sale or held for trading purposes, which are stated at fair value.

Judgements, estimates and assumptions

Preparation of the annual financial statements in accordance with IFRS requires that management makes estimates and assumptions that may have an impact on the level of the reported revenues, expenses, assets, liabilities and contingent liabilities at the time of accounting. These estimates and assumptions are constantly being revised. Depending on the issues involved, adjustment of such basic presumptions can have an effect on the current period as well as potentially on future periods. The estimates, judgements and assumptions are based on historical experience and other factors that are believed to be reasonable and justified. However, actual results can differ from these estimates. Moreover, application of the accounting principles can require management to make decisions that may have a material impact on the amounts reported in the annual financial statements. Above all, the assessment of business cases that involve complex structures or legal forms call for decisions on management's part. The most important accounting estimates are to be found in:

- Property, plant and equipment, goodwill and other intangible assets
- Provisions
- Pension plans
- Income taxes

New and revised accounting principles

The International Accounting Standards Board (IASB) has published a number of new and revised standards that Oerlikon has adopted as of January 1, 2006. The effects of these adjustments on the Group's consolidation principles are discussed below.

IAS 19 Employee Benefits: since January 1, 2006, actuarial gains and losses may be recognized directly in equity in a Statement of Recognized Income and Expenses (SoRIE). Oerlikon has elected to adopt this reporting option for the

first time in 2006, and has therefore provided all additional information required, including restatement of the year 2005. The effect on the income statement and the balance sheet is shown in the attached table.

IAS 21 The Effects of Changes in Foreign Exchange Rates: foreign exchange differences pertaining to a company's net investment in a foreign entity, including equity loans between group companies, should be reported in equity regardless of the currency in which they arise.

Adoption of this standard has no significant effect on Oerlikon Group's business result, nor on the disclosed values of its assets and liabilities.

IAS 39 Financial Instruments – Recognition and Measurement: a group transaction affecting profit or loss may be covered by a cash flow hedge, if it is incurred in a currency other than that of the reporting company.

Such hedging, with recognition of assets and liabilities at fair values, is permitted only in certain circumstances. Adoption of this standard has no significant effect on Oerlikon Group's business result, nor on the disclosed values of its assets and liabilities

Beside the above, the following additional standards and interpretations came into effect in 2006:

Effective date January 1, 2006:

- IFRS 6 Exploration for and evaluation of mineral resources
- IFRIC 4 Determining whether an arrangement contains a lease according to IAS 17

Effective date March 1, 2006:

 IFRIC 7 Applying the restatement approach under IAS 29, Financial Reporting in Hyperinflationary Economies

Effective date May 1, 2006:

- IFRIC 8 Scope of IFRS 2 share-based payment

Adoption of these standards has no effect on Oerlikon Group's business result, nor on the disclosed values of its assets and liabilities

Presentation of group accounts

To enhance comparability, the Group has made some changes in the manner of presentation; certain comparative figures have been reclassified or supplemented to conform with the current year.

Balance Sheet

In 2006 the reporting of pension obligations no longer follows the 'corridor' method of IAS 19. Instead, actuarial gains and losses are recognized directly in equity. The prior year comparative figures have been adjusted in accordance with IAS 8 (see also Note 19 Post-employment Benefits).

Income Statement

- In 2006, transactions involving securities, investments and gains from dividends are recognized in other income and expenses as these transactions are determined by the parent company. Interest and foreign currency effects are shown below operating profit. If the same accounting treatment were applied to 2005, the CHF 62 million gain on sale of one investment would increase the EBIT from CHF –34 million as disclosed, to CHF 28 million. A further change results from adopting the equity option for recognition of certain pension costs (IAS 19). This increases the EBIT in 2005 by CHF 5 million. Details of this IAS 19 option are shown in Note 19 Post-employment Benefits.

Effect of adjustments

| Income statement in CHF million | 2005 Annual report | IAS 19 Employee benefits | Adjustment of EBIT definition | 2005 restated |
|-----------------------------------|-----------------------|-----------------------------|-------------------------------|------------------|
| IT GTH THIRDIT | Airidai report | Employee benefits | LBIT delirition | restated |
| Sale of goods | | : | _ | 1 137 |
| Sale of services | 469 | | | 469 |
| Sales | 1 605 | | | 1 605 |
| Cost of sales | -1 105 | | 1 | -1 104 |
| Gross profit | 500 | | 1 | 501 |
| Marketing and sales | | <u> </u> | | -215 |
| Research and development | -148 | 3 | | -148 |
| Administration | | | 3 | -189 |
| Other income and expences | 21 | | 2 62 | 2 85 |
| ЕВІТ | -34 | | 5 62 | 2 34 |
| Net financial expense | | - | 1 | 12 |
| Gain on sale of investments | 62 | | -62 | 2 0 |
| Earnings before tax (EBT) | 40 | | 3 (| 46 |
| Taxes on income | -21 | | 3 | -25 |
| Net profit | 18 | ; | 3 | 21 |
| Earnings per share in CHF | | 0.2 | 2 | 1.43 |
| Diluted earnings per share in CHF | 1.21 | 0.23 | 2 | 1.43 |

| Balance sheet | 2005 | IAS 19 | 2005 |
|------------------------------|---------------|-------------------|----------|
| in CHF million | Annual report | Employee benefits | restated |
| | | <u> </u> | |
| Current assets | 1 07 | 6 | 1 076 |
| Non-current assets | 90 | 7 -4 | 903 |
| Total assets | 1 98 | 3 –4 | 1 979 |
| Short-term liabilities | 54 | 4 1 | 545 |
| Long-term liabilities | 39 | 3 33 | 426 |
| Total liabilities | 93 | 7 34 | 971 |
| Equity | 1 04 | 6 -38 | 1 008 |
| Total equity and liabilities | 1 98 | 3 -4 | 1 979 |

Accounting standards issued but not yet implemented

- IFRS 8 Operating segments (effective date January 1, 2007)
- IFRIC 9 Reassessment of embedded derivatives (effective date June 2006)
- IFRIC 10 Interim reporting and impairment (effective date November 2006)

No effects for Oerlikon Group accounts are expected.

Future developments in IFRS accounting principles

The International Accounting Standards Board (IASB) has published a number of new and revised standards and interpretations which come into force from January 1, 2007 and have not been implemented in the attached accounts:

- IFRS 7 Financial Instruments: Disclosures (effective date January 1, 2007)1
- IAS 1 Presentation of Financial Statements: Capital disclosures (effective date January 1, 2007)¹
- IFRIC 11 IFRS2 Group and treasury share transactions (effective date March 1, $2007)^2$
- IFRIC 12 Service Concession Arrangements (effective date January 1, 2008)²

It is planned to implement these new standards in the years in which they come into force.

- $^{\mbox{\tiny 1}}$ Additional disclosure requirements expected in consolidated financial statements.
- $^{\rm 2}$ No significant effects for Oerlikon Group accounts are expected.

Consolidation Principles

Method and scope of consolidation

December 31 is the uniform closing date for all companies included in the consolidated financial statements. All companies in which OC Oerlikon Corporation AG, Pfäffikon has either a direct or indirect interest exceeding 50 percent of the share-holders' voting rights and companies over which control is assured through contractual arrangements are consolidated. Using the full consolidation method the assets, liabilities, income and expenses of these consolidated subsidiaries are included in their entirety. Minority interests are recorded under equity in the consolidated financial statements. Group companies acquired or sold during the course of the financial year are included in or, respectively, eliminated from, the consolidated financial statements as of the date of purchase or sale. All consolidated investments held are shown in the organization chart at the end of this report.

Changes in scope of consolidation and group structure

Acquisition of the Saurer Group, Switzerland

The Saurer group was included in the consolidation as from November 1, 2006. As at December 31, 2006 Oerlikon Group held 85.9% of the shares of Saurer AG, Arbon. A liability has been recognized in respect of the outstanding shares to be acquired after the year-end under the terms of the public tender offer. This acquisition adds two new segments: Oerlikon Saurer Textile and Oerlikon Graziano Drive Systems. The Oerlikon Saurer Textile segment is a provider of yarn processing solutions for the textile industry - natural and synthetic fibers. The Oerlikon Graziano Drive Systems segment develops and manufactures transmission systems for motor vehicles (see also Note 1).

Oerlikon Balzers Coating segment Acquisition of Gold Star Coatings, USA

On May 1, 2006 Oerlikon Group acquired the assets and the PVD coating business of Gold Star Coatings (see also Note 1).

Oerlikon Components segment, business unit Space Acquisition of Snecma Moteurs, France

On January 23, 2006 Oerlikon Group acquired from the French Snecma Moteurs their business in developing and manufacturing high-precision machinery for use in spacecraft. Their main activity is manufacture of Solar Array Drive Mechanisms (SADM), a key component of energy provision for spacecraft (see also Note 1).

Oerlikon Components segment, business unit Optics Acquisition of Exitech Ltd., GB

On November 14, 2006 Oerlikon Group acquired the assets of Exitech Ltd. Exitech specializes in sale of nano and micro laser systems worldwide (see also Note 1).

Acquisition of associated company

On June 13, 2006 Oerlikon Group acquired 21% of the shares of Novalux Inc., USA. Novalux specializes in development of semiconductor laser technology. With this contract Oerlikon acquired two non-exclusive worldwide trading licenses, and agreement was reached on joint future development of Novalux's solid state laser technology.

Business combinations and goodwill

The equity consolidation follows the purchase method. At the time of their initial consolidation the assets, liabilities and contingent liabilities of subsidiaries are restated to fair value. The difference between the purchase price and the equity of the acquired company at fair value is capitalized in the books of the subsidiary company. Goodwill denominated in foreign currencies is translated into Swiss francs at the rates prevailing at the balance sheet date. Since January 1, 2005, capitalized goodwill may no longer be systematically amortized, but instead is tested annually for possible value impairment.

Translation of foreign currencies

Assets and liabilities of foreign subsidiaries are translated into Swiss francs at the exchange rate prevailing on the balance sheet date; income and expenses of foreign subsidiaries are translated into Swiss francs using average rates for the year. Differences resulting from the application of different exchange rates are added to or deducted from equity with no impact on the income statement. Exchange gains and losses as recorded in the individual company accounts of subsidiaries are included in the income statement. Excluded from this rule are specific long-term inter-company monetary items that form part of the net investment in a foreign subsidiary, whose exchange translation differences are also cred-

ited or charged directly to equity. In the year that a foreign company is divested, the cumulative translation differences recorded directly in equity are included in the income statement as part of the gain or loss on sales of investments.

Elimination of inter-company profits

Profits on inter-company sales not yet realized through sales to third parties, as well as profits on transfers of fixed assets and investments in subsidiaries, are eliminated.

Valuation principles

The group accounts are prepared on a historical cost basis, with the exception of monetary assets available for sale and certain financial assets and liabilities which are held at market values (in particular financial instruments).

Cash and cash equivalents are placed with various financial institutions with top-quality international ratings. Time deposits included therein mature in three months or less.

Receivables are valued at the original invoiced amount less any necessary value adjustments for default risks. These risks are insured with third parties only in exceptional cases.

Financial instruments are recorded at fair value on their respective settlement dates. Exceptions to this are financial investments held to maturity as well as receivables, credits and financial liabilities, which are carried at amortized cost using the effective interest method. Gains and losses from changes in the fair value of financial investments available for sale are temporarily recorded in equity until such investments are sold or dis-posed of, at which time the gains or losses are transferred to the income statement. Any loss from value impairment is immediately recorded in the income statement.

Derivative financial instruments: forward contracts and options are utilized systematically and mainly for the purpose of reducing business-related foreign currency and interest rate risks. These transactions are concluded with first-rate financial institutions and, as a general rule, have a term to maturity of up to 12 months. These derivative financial instruments are stated at fair values. If all requirements are fulfilled with regard to documentation, probability of occurrence, effectiveness and reliability of valuation, hedge accounting is applied in accordance with IAS 39, i. e. until the hedged underlying business transactions are accounted for, the unrealized profits and losses resulting from the valuation of derivative financial instruments at fair value are recorded in equity with no impact on the income statement.

Securities: these are assets of high price volatility. They are held at fair values, with their values adjusted as required through profit and loss. For the valuation of unquoted securities, standard methods are used, with value adjustment also through profit and loss.

Inventories: inventories of raw materials, purchased components and trade merchandise are carried at the lower of cost or net realizably value, using FIFO and weighted average cost valuation methods. Self-made components, work in progress and finished goods are carried at production cost. This includes all related material and labor costs as well as a reasonable allocation of overhead. Recognizable reductions in value resulting from excess inventory, declines in replacement cost or sales price and the like are taken into account through appropriate write-downs of inventory items. Customer advances are credited proportionally to inventory.

Investments: investments in associated companies (20 to 50 percent ownership of voting rights) are accounted for in accordance with IAS 28 (Accounting for Investments in Associates) using the equity method. The book value of the investment, initially its acquisition cost, is increased or reduced in response to the development in equity value of the associate, in proportion to the percentage held by OC Oerlikon Corporation AG, Pfäffikon. Unrealized changes in fair value of other investments (under 20 percent ownership of voting rights) that have been classified as available for sale are recorded in equity and transferred to financial income/loss upon the sale or disposal of the given investment.

Property, plant and equipment: fixed assets are recorded at historical purchase or production costs, less necessary depreciation. Components of PP&E that have a differing useful life are recorded separately and depreciated accordingly (component approach). Depreciation is calculated on a straight line basis according to the expected useful life of the asset, as follows:

IT hardware
Company cars
Trucks and electrically powered vehicles
Technical installations and machines
5–15 years

Other operating and business equipment
 Central building installations
 Leasehold improvements
 3–15 years
 10–25 years
 Duration of the

Duration of the rental contract (max. 20 years) or, if shorter, individual useful life

Plant and administrative buildings used in Group operations

20-60 years

Estimated useful life and residual worth are examined annually.

Fixed assets under financial lease agreements are treated identically to fixed assets owned. Non-operating properties available for sale are carried at the lower of their net book value or estimated net realizable value (less sale-related costs).

Intangible assets (excluding goodwill): intangible assets are identifiable non-monetary assets without physical substance from which future economic benefits are expected to flow to the Group. Intangible assets are amortized on a straight line basis over their useful lives, when the useful lives can be clearly determined. For example software over two to three years, development costs generally over five years. If the useful life cannot be determined, an annual impairment test of the intangible asset is conducted as at the balance sheet date.

Impairment of assets: assets are tested for potential impairment of value at least once per annum, to establish whether a value impairment is indicated. Should this be the case, possibly as a result of a triggering event, and regarding assets of significant value, an impairment test is carried out in order to determine if and to what extent an adjustment might be needed to reduce the asset to its value in use. The test uses estimates of future cash flows to be expected from use of the assets concerned, or from their possible sale, if such is intended. If a value adjustment is called for, the impairment loss is recorded against the assets concerned and charged to the income statement. In cases where a previously recorded impairment loss is no longer justified (with the exception of impairment losses on goodwill). It is reversed and credited to the income statement.

Goodwill and other intangible assets with an indeterminate useful life are subjected to an annual impairment test as at the balance sheet date.

Discontinued operations and long-term assets held for sale: a business unit or segment is reclassified into "discontinued operations" if it is sold, or at an earlier date, if it fulfills the criteria for being classified as "held for sale". Long-term assets held for sale are carried at the lower of their carrying amount or fair value less cost to sell, and any value impairments are booked to the income statement

Provisions: provisions are set up if the future outflow of resources is likely and reliably predictable for obligations arising from past events. In this regard, the "more likely than not" principle is applied. Other provisions represent uncertainties, for which a best estimate is made in arriving at the amount reserved. The value of provisions whose expected maturity exceeds one is discounted at normal market rates.

Restructuring provisions: provisions are set up in cases where a detailed restructuring plan exists and the Group has informed those concerned, or the restructuring process has started.

- Onerous customer contracts: provisions are set up when estimated costs to fulfill a contract exceed the related contract revenues. The difference between the two is calculated and provided against income in the current period. When accounts are prepared the related risks are reassessed systematically by all business units and all costs are adjusted as required. This reassessment is based on the so-called "most likely outcome", which uses assumptions regarding technical feasibility and timely realization of the projects and includes a quantification of the risks. The actual future obligation can vary from these estimates.
- Warranty provisions: provisions are set up for known customer claims and also for latent warranty exposure.
- Product liability: provisions are set up for known claims; latent exposure is not provided
- Employee Benefits: provisions are set up in accordance with IAS 19. The interest component of pension costs for unfunded plans is shown as financial expense.

Contingent liabilities: these represent potential obligations whose impact depends on the occurrence of one or more future events which cannot be influenced. Contingent liabilities are also existing obligations which are not expected to result in a future outflow of benefits, or where the outflow of benefits can not reliably be quantified. IAS 37 states that such obligations should not be set up as liabilities on the balance sheet.

Participation plans: OC Oerlikon Corporation AG, Pfäffikon offers members of the Board of Directors and Executive Board, as well as senior managers, options to purchase shares of the company under various participation plans. The fair value is determined on the day such share-based remuneration is granted and charged to the income statement on a straight line basis until the option vests. The fair value is recorded as personnel expense, with a corresponding increase in equity (equity settlement), or as financial debt (cash settlement). The company holds treasury shares that were acquired in accordance with a share buyback program and may be used in the future for employee option plans and potential acquisitions. The acquisition cost of these treasury shares is deducted directly from equity.

Post-employment benefit plans: Oerlikon companies operate various plans for providing employees with post-employment benefits, which conform to local circumstances and practice in the countries concerned. These include defined benefit and defined contribution plans, under which benefits are provided through separate funds, insurance plans or unfunded arrangements. For defined benefit plans, the amount charged to the income statement consists of current service cost, which includes the normal cost of financing benefits in respect of future years of service, as well as net interest on the assets or obligations. Contributions to defined contribution pension schemes are charged to the income statement as incurred. For funded plans, plan assets are held separately from those of the group in independently administered funds. The group's liability to pay future postemployment benefits is determined using the "projected unit credit method" in accordance with IAS 19 (revised), and is provided in the Group's balance sheet.

As from 2006, all actuarial gains and losses (and the related deferred income taxes) are recognized immediately in the balance sheet and reported as an equity movement in the statement of recognized income and expenses. The restatement of opening balances as at January 1, 2005 called for recognition of actuarial losses for defined benefit plans in the amount of CHF 38 million, increasing the provision for post-employment benefits and reducing equity. The related deferred taxes amounted to CHF 9 million. In the 2006 income statement a cost reduction of CHF 6 million was recorded (2005: CHF 6 million), with a deferred tax expense of CHF 3 million (2005: CHF 2 million). In accordance with IAS19 §58(b) the amount of net assets from pension plans recognized in the balance sheet may not exceed the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan. The effect of this limit in IAS19 §58(b) is also recorded as an equity movement in the statement of recognized income and expenses. Previously it was recorded in the income statement.

Assets and liabilities shown in the balance sheet for defined-benefit pension plans are based on statistical and actuarial calculations. The present value of the future benefit obligation depends on assumptions concerning the discount rate used to arrive at the present value, future salary expectations and possible increases in social costs of employment. Other factors included in the calculation are statistical data for employee turnover and life expectancy. These actuarial assumptions can vary substantially from reality as a result of market forces (e.g. higher or lower turnover rates or life expectancy of employees, changes in the economic or regulatory environment etc.). Such variances could affect the assets and liabilities shown in the balance sheet for defined-benefit pension plans in future periods. Actuarial calculations are performed generally on an annual basis.

Financial Liabilities: the financial liabilities consist mainly of loans with floating interest rates. Bonds are valued at cost, whereby the difference between the nominal amount repayable on maturity and the fair value less transaction costs of the bond when issued is recognized over the life of the bond as additional interest expense.

Income statement

Sales of goods and services are recognized when the transaction occurs, when the amounts involved are reliably known and when it is considered likely that the related economic benefit will flow to Oerlikon Group.

Operating expenses are recognized as a charge to income as they are incurred.

Sales of goods: sales of goods, after deduction of sales taxes and credits for returns and rebates, are recorded when the utility and risks of the sold goods have essentially transferred to the customer. In the business unit Oerlikon Solar (Oerlikon Balzers Coating segment) and the business unit Oerlikon Space (Oerlikon Components segment) revenue accruals for long-term manufacturing and services contracts are accomplished via the percentage of completion method. For Oerlikon Solar, the percentage of completion is determined on the basis of direct contract-related costs, after factoring out cost of materials. The Oerlikon Space business unit uses the milestone method.

Services rendered: revenues from services that have been rendered are recorded on the income statement according to the level of completion at the balance sheet date.

Interest on financial debt: interest expense is charged to the income statement without restriction. Borrowing costs of construction are not capitalized.

Research and development: development costs are recognized as intangible assets if they meet the criteria for such recognition set forth in IAS 38. A new system for control of development costs has been introduced throughout Oerlikon group, under which development costs may be recognized as assets when it can be shown that all IAS 38 criteria have been met. The cost thus capitalized comprises all costs directly attributable to the development process. After the development phase is complete the asset is amortized over its estimated useful life.

Taxes: current-year income taxes (Note 9) are accrued on the basis of income reported locally for the financial year by the individual Group companies in keeping with the current-year taxation principle. The valuation of assets and liabilities pertaining to both current and deferred taxation calls for extensive use of judgement and estimation. The value of deferred tax assets deriving from tax losses carried forward is subject to annual review. Tax losses are only recognized as assets if they are expected to be realized within the next few years, by offset against taxable profits of group companies individually or in tax pools. In countries or companies where realization of the losses is not probable, no asset is recognized. Management believes that its estimates are appropriate and that uncertainties in the valuation of tax assets and liabilities have been appropriately addressed.

Wherever local company tax values differ from Group values (temporary differences), deferred taxes are determined and recorded by applying current effective local tax rates to the differences (liability method). Taxes on dividends from subsidiaries are only accrued when distributions are contemplated. In the case of goodwill, investments in subsidiaries, and other assets and liabilities which do not affect taxable profits. no deferred taxes are set up.

Earnings per share: earnings per share (EPS) is based on the portion of consolidated net profit/loss attributable to equity holders of OC Oerlikon Corporation AG, Pfäffikon, divided by the weighted average number of shares outstanding during the reporting period. Fully diluted earnings per share takes into account additionally all potential equity securities that could have come into existence as the result of an exercise of option rights.

Financial risk management/financial instruments

Due to its international activities, the Group is faced with various financial risks, such as those associated with fluctuations in foreign exchange and interest rates. Management continuously monitors and steers such risks with the support of Corporate Treasury. As a fundamental rule, no speculative transactions are conducted in the areas of foreign exchange or interest rates.

Foreign exchange risks: the Group's consolidated financial statements are reported in Swiss francs. Due to its most significant markets, the Group is primarily exposed to price risks versus the US dollar and Euro. When the expenses and revenues of Group companies are incurred in differing or non-local currencies, the underlying business transactions are hedged on a centrally coordinated basis by means of commonly used financial instruments (see "Derivative financial instruments").

Liquidity risks: on the basis of a consolidated, rolling liquidity plan, Corporate Treasury determines the Group's required liquidity and is responsible for ensuring its availability as well as the centralized financing of Group companies.

Interest rate risks: risks related to fluctuations in interest rates are monitored by Corporate Treasury and in certain instances hedged at the Group level.

Default risks: as a fundamental principle, the Group places funds only with first-rate domestic and foreign banking institutions.

The credit or default risk associated with operating receivables is monitored locally by the individual Group companies (see "Receivables"). Generally, these risks are reduced by means of customer prepayments, letters of credit and other instruments.

Related-party transactions

Members of the Board of Directors or Executive Board, significant shareholders and companies or associated companies controlled by any of those individuals are deemed to be related parties.

Segment reporting

The primary segment reported corresponds to the operational and management-related structure of the Group. Secondary segment reporting is geographic, based on the group's principal locations and markets. The segments were realigned in 2006 as part of the Oerlikon Group re-branding program and also to integrate Saurer. These changes led to a re-grouping of core competencies and business units into five segments. Group reporting has been adjusted to reflect the new structure.

The individual segments of the Group are managed separately because the products they produce and market are clearly distinct from one another.

Intersegment sales are transacted at normal market conditions, and the related cost allocations are made systematically to the Group company that incurred the costs. The net operating assets of the business units consist of the operating assets such as receivables, inventories, PP&E and intangible assets, less any operating liabilities.

Oerlikon Balzers Coating: this segment consists of the business units Coating Services, Coating Systems and Solar. Coating Services (Balzers) is a global leader in the coating of precision components, especially for the automotive industry, as well as tools used in metal and plastics processing. The most important business field for Coating Services is contract coating services, which are offered via a continually growing network of coating centers in Europe, the Americas and Asia. Coating Services also operates in-house coating centers at customer sites and markets coating equipment. Coating Systems includes the previous business units Data Storage and Wafer Processing. These cover the market sectors optical storage media, hard discs, mask etching and wafer coating. The business unit Solar is active in the photovoltaic market and among other things is the only global provider of turnkey production equipment for volume manufacture of large surface thin-film coated solar panels made from amorphous Silizium.

Oerlikon Leybold Vacuum: the segment is divided into the two business units Oerlikon Leybold Vacuum Systems and Oerlikon Leybold Vacuum Services. Systems offers vacuum solutions used in a broad range of modern production and analytical processes as well as for research purposes. Services offers consulting services and individual service for complete vacuum systems. The segment's core competency lies in the development of systems for making vacuum and conveying process gases.

Oerlikon Components: is a segment comprising Oerlikon Optics, Oerlikon Assembly Equipment (previously Oerlikon ESEC Semiconductor), Oerlikon Solutions (previously Mecanovis) and Oerlikon Space. Oerlikon Optics is specialized in the area of optical components and modules. Highly precise optical thin film depositions, as well as complex optomechanical and optoelectronic modules, represent the business unit's core competencies. Oerlikon Assembly Equipment offers chip bonding equipment and system solutions for the semiconductor industry. Their machines are used in the back-end area of chip manufacturing. Oerlikon Solutions builds specialized turnkey equipment, mechanical component and high-vacuum systems, with the main focus on supplies to other business units within Oerlikon. Space Technology is the world's leading provider of payload fairings made of composite materials for space launch vehicles. Additional products produced by the unit are structures and precision mechanisms for satellites, instruments used in space exploration, and laser terminals for optical data transmission between telecommunications satellites.

Oerlikon Saurer Textile: this segment offers total solutions in the area of textile machinery and equipment, covering the complete textile value chain. The range of products and services offered includes plant design, equipment for manufacture of chemical fibers and non-wovens, ring-spinning, rotor-spinning and winding.

Oerlikon Graziano Drive Systems: this segment develops and manufactures transmission systems for motor vehicles. Oerlikon Graziano Drive Systems offers complete transmission systems, synchronizer units and gearboxes all over the world. Its product portfolio includes gearboxes for high-performance cars, components for all-wheel drive transmissions and agricultural vehicles and also heavy-duty planetary transmissions.

Changes in scope of consolidation and group structure

Note (1)

Acquisition of Saurer AG, Schweiz

On November 1, 2006, Oerlikon Group held over 50% of the shares of Saurer AG, Arbon, and by December 31, 2006 had acquired a total of 85.9%, for a price of CHF 1 635 million. A liability of CHF 277 million has been set up to cover the cost of acquiring the remaining shares outstanding under the public tender offer.

Saurer consists of two divisions, Textile Solutions and Transmission Systems. Textile Solutions is a provider of yarn processing solutions for the textile industry – natural and synthetic fibers. Transmission Systems develops and manufactures transmission systems for motor vehicles.

| | Acquired | Adjustments to | |
|--|-------------|---------------------------------------|-------------|
| in CHF million | book values | fair values | Fair values |
| | | | |
| Cash and cash equivalents | 127 | · · · · · · · · · · · · · · · · · · · | |
| Inventories | 739 | | |
| Other current assets | 685 | | |
| Deferred taxes | 77 | 7(| 77 |
| Other non-current assets | 818 | 54 | 872 |
| Total assets | 2 446 | 66 | 2 512 |
| Liabilities | 848 | 3 (| 848 |
| Financial debt | 496 | 6 (| 496 |
| Provisions | 580 | 83 | 663 |
| Provisions for deferred taxes | 66 | 3 16 | 83 |
| Total liabilities | 1 990 | 99 | 2 090 |
| Minority interests | | 7 | 17 |
| Identifiable assets and liabilities | 439 | -33 | 3 405 |
| Goodwill | | | 1 507 |
| Acquisition cost | | | 1 912 |
| Cash or cash equivalents acquired | | | 127 |
| Outstanding shares per public tender offer | | | 277 |
| Net cash outflow | | | 1 508 |

The acquisition cost is made up as follows:

| 31.12.2006 |
|------------|
| |
| |
| 68 |
| 1 635 |
| 277 |
| 1 912 |
| |

The goodwill arising from this acquisition represents the expected potential for synergies deriving from the combination of Saurer with Oerlikon, the merging of the two workforces and all other intangible assets which could not be separately identified.

The newly acquired group contributed CHF 26 million in 2006 to the consolidated result of Oerlikon Group. Had the acquisition ocurred on January 1, 2006, combined total sales of CHF 4 678 million and a profit of CHF 360 million would have been reported for the year 2006.

The assets and liabilities of Saurer AG are included in the consolidated financial statements of Oerlikon Group at provisional values, because the process of determining fair values for Saurer's identifiable assets, liabilities and contingent liabilities is not yet complete. The provisional purchase accounting gives rise to a goodwill figure of CHF 1 507 million. However, both the goodwill itself and also the extent and value of the identified assets, liabilities and contingent liabilities included in the purchase accounting, are subject to change. The purchase accounting process is expected to be concluded during 2007.

Other acquisitions Note (1 cont.)

The acquisition costs are made up as follows:

| | Acquired | Adjustment to | |
|-------------------------------------|-------------|---------------|-------------|
| in CHF million | book values | fair values | Fair values |
| | | | |
| Inventories | (| - | 7 2 |
| Property, plant and equipment | | 6 (| ο Θ |
| Intangible assets | | 3 | 2 5 |
| Total assets | 18 | 3 - | 5 13 |
| Total liabilities | | | 0 |
| Identifiable assets and liabilities | | 3 - | 5 13 |
| Goodwill | | | 11 |
| Acquisition cost | | | 24 |
| Net cash outflow | | - | 24 |

As at November 14, 2006 Oerlikon acquired the assets of **Exitech Ltd.** (GB) for CHF 6 million. Exitech specialises in manufacturing and sale of nano and micro laser systems, worldwide. Exitech will be integrated into the Oerlikon Optics business unit.

The acquisition cost is made up as follows:

| in CHF million | 14.11.2006 |
|------------------------------|------------|
| | |
| Purchase price, paid in cash | |
| Transaction costs | (|
| | |
| Total acquisition cost | |

If the aquisition of Exitech had ocurred as at January 1, 2006, the Group's consolidated sales would have been CHF 15 million higher and the consolidated profit CHF 4 million lower. The attributable loss since the date of acquisition is immaterial.

On January 23, 2006 Oerlikon Group acquired from the French **Snecma Moteurs** (F) their business in developing and manufacturing high-precision machinery for use in spacecraft, for a price of CHF 8 million.

Their main activity is the manufacturing of Solar Array Drive Mechanisms (SADM).

The acquisition cost is made up as follows:

| in CHF million | 23.01.2006 |
|------------------------------|------------|
| | |
| Purchase price, paid in cash | |
| Transaction costs | (|
| Total acquisition cost | |

The business activities acquired contributed CHF 4 million to the consolidated total sales of Oerlikon Group for the year 2006, and CHF 1 million to the consolidated profit.

On May 1, 2006 Oerlikon Group acquired the assets and the PVD coating business of **Gold Star Coatings**, (USA) for a price of CHF 10 million.

The acquisition cost is made up as follows:

| in CHF million | 01.05.2006 |
|------------------------------|------------|
| | |
| Purchase price, paid in cash | 10 |
| Transaction costs | 0 |
| Total acquisition cost | 10 |

The goodwill arising from this acquisition represents the expected potential for synergies deriving from the combination of the Coating businesses involved, the merging of the two workforces and all other intangible assets which could not be separately identified.

In the period from May 1 to December 31, 2006 the acquired coating business had a negative impact on the group result of CHF 0.2 million. Had the acquisition occurred on January 1, 2006, management estimate that Gold Star Coatings would have contributed CHF 1 million to the Group's profit and CHF 11 million. to the consolidated Oerlikon Group sales.

Acquisition of associated companies

Note (1 cont.)

On June 13, 2006 Oerlikon Group acquired 21% of the shares of **Novalux Inc.**, USA, for a price of CHF 14 million. Novalux specializes in the development of semiconductor laser technology. With this acquisition Oerlikon acquired two options for global, non-exclusive trading licences.

Conversion rates

Note (2)

The following rates were used to convert the most important foreign currencies in the financial statements:

| in CHF | Average rates 2006 | 2005 | | Year-end rates 2006 | | Change 05/06 |
|---------|--------------------|-------|-------|------------------------|-------|-----------------|
| 1 USD | 1.25 | 1.25 | 0.6% | 1.22 | 1.31 | -6.8% |
| 1 EUR | 1.57 | 1.55 | 1.6% | 1.61 | 1.56 | 3.1% |
| 1 GBP | 2.31 | 2.27 | 1.9% | 2.40 | 2.27 | 5.6% |
| 100 JPY | 1.08 | 1.13 | -4.8% | 1.03 | 1.12 | -7.9% |
| 100 CNY | 15.70 | 15.20 | 3.3% | 15.70 | 16.30 | -3.7% |
| 100 HKD | 16.10 | 16.00 | 0.6% | 15.70 | 16.90 | -7.1% |
| 1 SGD | 0.79 | 0.75 | 5.5% | 0.80 | 0.79 | 1.1% |

Impact of conversion rates on sales

Note (3)

| | Change versus previ | | |
|--------------------------|---------------------|-----------------------------|----------------------------|
| in % | Actual | Excluding conversion impact | Impact of conversion rates |
| Oerlikon Balzers Coating | | 0.3 | 0.9 |
| Oerlikon Leybold Vacuum | 12.2 | 10.8 | 1.4 |
| Oerlikon Components | 8.2 | 7.0 | 1.2 |
| Others | (|) C | 0 |
| Total | 5.8 | 4.7 | 1.1 |

Impact of conversion rates cannot be shown for the segments Saurer Textile and Graziano Drive Systems because there are no prior year values.

| Impact of | conversion ra | toe on ERIT |
|------------|------------------|-------------|
| IIIIpact O | CULIVEI SIULI LA | res ou Pou |

Note (4)

| | Change versus previo | | |
|--------------------------|----------------------|-----------------------------|----------------------------|
| in CHF million | Actual | Excluding conversion impact | Impact of conversion rates |
| Oerlikon Balzers Coating | | 153 | 0 |
| Oerlikon Leybold Vacuum | 51 | 51 | 0 |
| Oerlikon Components | 70 | 70 | 0 |
| Others | -18 | -18 | 0 |
| Total | 256 | 255 | 1 |

Impact of conversion rates cannot be shown for the segments Oerlikon Saurer Textile and Oerlikon Graziano Drive Systems because there are no prior year values.

Other income and expenses¹

Note (5)

| in CHF million | 2006 | 2005 |
|---|------|------|
| | | |
| Licensing, patent and know-how income | 2 | 2 |
| Gain from sale of operating real estate | 4 | . (|
| Change in post-employment benefit plan accruals | 1 | 1 |
| Gain on sale of securities | 76 | 62 |
| Gain on sale of business activities and investments | 12 | 23 |
| Impairment reversal operating real estate | 6 | (|
| Impairment reversal property, plant & equipment | 5 | (|
| Rental income from investment property | 2 | 3 |
| Gain on sale of investment property | 4 | 1 |
| Other income and expenses | 15 | 11 |
| Other income | 126 | 110 |
| Taxes not based on income | -15 | -7 |
| Restructuring costs | C | -6 |
| Expense of investment property | -1 | -2 |
| Depreciation of investment property | -1 | -1 |
| Additional expenses | -19 | _Ę |
| Other expenses | -36 | -25 |
| Other income and expenses | 90 | 85 |

¹ For disclosure details see page 89.

Expenses included in EBIT

Note (6)

| in CHF million | 2006 | 2005 |
|--|------|------|
| | | |
| Salaries and wages | 593 | 487 |
| Social security and other employee benefits ¹ | 143 | 113 |
| Personnel expense | 737 | 600 |
| Depreciation and amortization of | • | |
| - operating property, plant and equipment | 98 | 89 |
| - intangible assets (excluding goodwill) | 6 | 3 |
| Depreciation and amortization of operating assets | 105 | 93 |

¹ Included in the CHF 143 million expense for social security and other employee benefits is CHF 20 million (previous year: CHF 19 million) attributable to specific post-retirement benefit plans of the individual companies. The remainder includes the legally required benefit contributions of Group companies as well as other social security expenses.

Finance cost, net

Note (7)

| in CHF million | 2006 | 2005 |
|--|------|-------|
| | | |
| Interest income | (| 6 5 |
| Other financial income | | 4 19 |
| Foreign currency gains, net | 4 | 4 1 |
| Financial income | 14 | 4 25 |
| Interest on financial debt | -14 | 4 O |
| Interest on provisions for post-employment benefit plans | -10 | 3 –11 |
| Value adjustments to financial investments | (|) –1 |
| Other financial expenses | -12 | 2 –2 |
| Financial expenses | -39 | -14 |
| Total | -24 | 1 12 |

Other investments

Note (8)

| in CHF million | 2006 | 2005 |
|----------------------------------|------|------|
| Pilatus Flugzeugwerke AG, Stans¹ | 2 | 8 28 |
| Others ² | | 6 |
| | | |
| Total | | 4 28 |

¹ The investment in Pilatus Flugzeugwerke AG remains unchanged at 13.97%. The investment is valued at cost due to lack of information regarding fair values.

Income taxes

Note (9)

| in CHF million | 2006 | 2005 |
|-----------------------------|------|------|
| Current income taxes | 30 | 17 |
| Deferred taxes ¹ | -29 | 3 |
| Total | 1 | 25 |

¹ The deferred tax credit results in part from recognition of tax losses as deferred tax assets and also from changes in the accounting treatment of pensions.

² Other investments are consolidated for the first time in connection with the acquisition of Saurer AG. Because Saurer was consolidated for the first time as at November 1, 2006, no comparative values are shown.

| Analysis of tax expense in CHF million | Pretax result | Tax expense | Pretax result | | Tax expense | |
|---|------------------|----------------|------------------|----|----------------|----|
| Group total (actual) | | 303 | 1 | 46 | | 25 |
| Expected tax expense based on weighted average expected tax rates:1 | | | 64 | | | 32 |
| Difference between actual and expected tax expense | | | -63 | | | -8 |

The difference between the tax rate calculated using the weighted average tax rate of Oerlikon Group of 22.5% and the effective tax rate arises from the following factors:

| Non-taxable income and expenses | -63 | | -8 |
|---|-----|---|----|
| Non-taxable income and expenses | 1 | | |
| Other effects | 5 | ò | 7 |
| Recognition/offset of unrecognized tax loss carryforwards from previous periods | -76 | 5 | 18 |
| Unrecognized deferred taxes on current-year losses | 7 | | 40 |

¹ The expected tax expense is calculated from the various profits and losses of the individual companies, using local tax rates. From these a composite tax rate is developed, averaged over the whole group. In 2005 the relatively high losses provoked a shift in tax expense as compared with the pre-tax result. Also, in 2005, substantial non-taxable income was generated from restructuring contributions made within the group. These were reduced to a minimum in 2006.

| Current income tax provisions | | | | | |
|-------------------------------|------|---------------|--------|------|--|
| in CHF million | | Due within | beyond | | |
| | 2006 | 1 year | 1 year | 2005 | |

Earnings per share

Note (11)

Note (10)

Note (9 cont.)

| in CHF million | 2006 | 2005 |
|---|-------|------|
| Net profit | 302 | 21 |
| Minority interests | 2 | 2 |
| Net profit attributable to shareholders | 300 | 20 |
| Earnings per registered share in CHF ¹ | 23.49 | 1.43 |
| Diluted earnings per registered share in CHF ¹ | 23.44 | 1.43 |

¹ Earnings per share of CHF 23.49 has been calculated on the basis of a net profit of CHF 300 million attributable to shareholders (previous year: CHF 20 million) and the average weighted number of outstanding shares (issued shares less treasury shares). In 2006, the average weighted number of shares entitled to vote and receive dividends amounted to 12 773 290 (previous year: 13 622 057). Fully diluted earnings per share amounted to CHF 23.44. The average weighted number of shares used in the calculation of fully diluted earnings per share amounted to 12 801 455 (previous year: 13 628 356).

| Number of outstanding shares | 2006 | 2005 |
|---|------------|------------|
| | | |
| Total shares outstanding at year-end | 14 142 437 | 14 142 437 |
| Weighted annual average number of shares outstanding ² | 12 773 290 | 13 622 057 |
| Effect of potential exercise of option rights | 28 165 | 6 299 |
| Weighted average number of shares outstanding on December 31 | 12 801 455 | 13 628 356 |

² The change results from repurchase of treasury shares.

Cash and cash equivalents

Note (12)

| Total | 480 | 324 |
|--|------|-------|
| Time deposits | 5 | 5 66 |
| Cash, postal and bank current accounts | 43 | 1 257 |
| in CHF million | 2006 | 2005 |

CHF 61 million (previous year: 25 million) of total cash and cash equivalents are held in countries in which prior approval is required to transfer funds abroad. Nevertheless, if the Group complies with these requirements, such liquid funds are at its disposition within a reasonable period of time.

Cash and cash equivalents are held in the following currencies:

Currency

| in CHF million | 2006 | 2005 |
|----------------|------|------|
| | | |
| CHF | 170 | 157 |
| EUR | 182 | 89 |
| USD | 68 | 32 |
| Others | 66 | 46 |
| | | |
| Total | 486 | 324 |

Securities

Note (13)

| in CHF million | 2006 | 2005 | ; |
|----------------|------|------|-----|
| | | | |
| Total | | 95 | 106 |

The securities consist almost entirely of short-term investments.

Receivables

Note (14)

| in CHF million | 2006 | 2005 |
|--|------|------|
| | | |
| Trade accounts receivable ¹ | 774 | 349 |
| Trade notes receivable | 21 | 18 |
| Other receivables | 100 | 28 |
| Allowance for doubtful accounts | -28 | -18 |
| Total | 867 | 377 |

¹ Breakdown of trade receivables by currency:

| in CHF million | 2006 | 2005 |
|----------------|------|------|
| | | |
| CHF | 54 | 54 |
| USD | 153 | 140 |
| EUR | 496 | 109 |
| Other | 70 | 46 |
| Total | 774 | 349 |

No clustered risks to the Group are anticipated from the outstanding receivables.

Note (15)

| | 2006 | 2005 | | | | | |
|---|-------------|---------------------|-----------|-------------|---------------------|-----------|--|
| in CHF million | Gross value | Value adjustment | Net value | Gross value | Value adjustment | Net value | |
| Raw materials and components | 362 | -53 | 309 | 87 | -20 | 67 | |
| Work in progress | 386 | -19 | 367 | 97 | -5 | 92 | |
| Finished goods | 266 | -59 | 207 | 82 | -30 | 52 | |
| Trade merchandise | 43 | -11 | 32 | 29 | -10 | 19 | |
| Advances paid for inventories | 39 | C | 39 | 7 | 0 | 7 | |
| Accrued sales under percentage of completion (POC) method | 16 | C | 16 | C | 0 | 0 | |
| Total | 1 112 | -142 | 970 | 301 | -65 | 237 | |

Amounts charged to income for write-down of inventories in the reporting year were CHF 19 million (prior year CHF 142 million.)

The accrued sales under the POC method pertain to customer orders in the segment Oerlikon Balzers Coating (business unit Oerlikon Solar) and the segment Oerlikon Components (business unit Oerlikon Space), which can be summarised as follows:

| in CHF million | 2006 | 2005 | |
|--|------|------|------|
| | | | |
| Realised POC sales | | 222 | 173 |
| Realised POC project costs | | -109 | -137 |
| Realised contribution from POC projects | | 113 | 36 |
| POC project costs included in work-in-progress as at December 31 | | 5 | 22 |
| Customer advances received for POC projects | | 128 | 137 |
| Offset with POC revenue accruals ¹ | | -60 | -53 |
| Net amount of customer advances for POC projects | | 68 | 84 |

¹ See note 24.

Prepaid expenses and accrued income

Note (16)

| in CHF million | 2006 | 2005 | |
|---|------|------|----|
| Derivative financial instruments | | 7 | 2 |
| Other prepaid expenses and accrued income | 2 | 26 | 20 |
| Total | 3 | 34 | 22 |

In accordance with hedge accounting as per IAS 39, the non-cash gains/losses on derivative hedges of underlying business transactions that have been recorded in shareholders' equity but have yet to be recognized are reflected in the statement of recognized income and expenses.

Note (17)

| in CHF million | Plant, equipment and furniture | Production and administration | Developed | Advances and facilities under construction | Non-operating real estate | 2006 Total |
|--|--------------------------------------|-------------------------------------|-----------|--|------------------------------|---------------|
| | | | | | | |
| Cost | | | | | | |
| Balance at January 1, 2006 | 1 019 | 422 | 32 | 10 | 43 | 1 525 |
| Conversion differences | 2 | 6 | 1 | | | 9 |
| Changes in Group companies | 337 | 262 | 87 | 22 | | 708 |
| Additions | 114 | 8 | 1 | 44 | | 167 |
| Disposals | -48 | -8 | -3 | | -11 | -7C |
| Transfers | 36 | 10 | 2 | -52 | | -3 |
| Balance at December 31, 2006 | 1 460 | 699 | 120 | 24 | 32 | 2 336 |
| Accumulated depreciation and impairment losses | | | | - | | |
| Balance at January 1, 2006 | 714 | 216 | 0 | 0 | 28 | 958 |
| Conversion differences | 2 | 2 | | | | 4 |
| Changes in Group companies | | | | | | C |
| Depreciation | 84 | 14 | | | 1 | 98 |
| Impairment losses reversed ¹ | -5 | -6 | | | | -11 |
| Disposals | | -3 | | | -9 | -51 |
| Transfers | | | | | | С |
| Balance at December 31, 2006 | 755 | 223 | 0 | 0 | 20 | 999 |
| Net Group values as at December 31, 2005 | 304 | 206 | 32 | 9 | 15 | 567 |
| Net Group values as at December 31, 2006 | 705 | 476 | 119 | 24 | 12 | 1 336 |
| Of which, assets held under finance leases | | 44 | | | | 47 |
| Insured values in the event of fire | 3 091 | 1 636 | | 6 | 47 | 4 780 |
| Estimated fair value | | | | | 33 | |

¹ In the segments Oerlikon Balzers Coating and Oerlikon Components, certain operating assets were brought back into service and previously recognized value impairments could be reversed.

Open purchase committments for property, plant and equipment at the end of 2006 amounted to CHF 15 million (prior year: CHF 2 million).

Note (17 cont.)

| in CHF million | Plant, equipment and furniture | Production and administration | Developed | Advances and facilities under construction | Non-operating real estate | 2005 Total |
|--|--------------------------------------|-------------------------------------|-----------|--|------------------------------|---------------|
| | | | | | | |
| Cost | | | | | | |
| Balance at January 1, 2005 | 936 | 423 | 33 | 15 | 70 | 1 477 |
| Conversion differences | 40 | 8 | 1 | 1 | 1 | 51 |
| Changes in Group companies | | | | | -22 | -22 |
| Additions | 45 | 4 | | 39 | | 88 |
| Disposals | -45 | -14 | -3 | | -5 | -67 |
| Transfers | 43 | 1 | 1 | -45 | | 0 |
| Balance at December 31, 2005 | 1 019 | 422 | 32 | 10 | 43 | 1 525 |
| Accumulated depreciation and impairment losses | | | | | · | |
| Balance at January 1, 2005 | 655 | 209 | 0 | 0 | 46 | 910 |
| Conversion differences | 23 | 2 | | | | 26 |
| Changes in Group companies | | | | | -17 | -17 |
| Depreciation | 77 | 11 | | | 1 | 89 |
| Impairment losses | 0 | | | | | 0 |
| Disposals | -42 | -6 | | | -3 | -51 |
| Transfers | 1 | | | | | 1 |
| Balance at December 31, 2005 | 714 | 216 | 0 | 0 | 28 | 958 |
| Net Group values as at December 31, 2004 | 281 | 214 | 33 | 14 | 24 | 566 |
| Net Group value as at December 31, 2005 | 304 | 206 | 32 | 9 | 15 | 567 |
| Of which, assets held under finance leases | | 1 | | | | 1 |
| Insured values in the event of fire | 1 030 | 552 | | 6 | 66 | 1 654 |
| Estimated fair value | | | | | 50 | |

Note (18)

| | Purchased | | Purchased ¹ | | |
|--|---------------|-----------|------------------------|-------------|-------|
| | goodwill | | other | | |
| | of Group | Purchased | intangible | Development | 2006 |
| in CHF million | companies | Software | assets | costs | Total |
| | | | | | |
| Cost | | | | | |
| Balance at January 1, 2006 | 209 | 32 | 2 | 2 (| 243 |
| Conversion differences | -8 | | -3 | 3 | -11 |
| Changes in Group companies | 1 518 | 8 | 146 | 3 | 1 672 |
| Additions | | 9 | 23 | 3 49 | 81 |
| Disposals | | -6 | | | -6 |
| Balance at December 31, 2006 | 1 719 | 44 | 167 | 49 | 1 979 |
| Accumulated amortization and impairment losses | | | - | | |
| Balance at January 1, 2006 | | 28 | | | 29 |
| Amortization | | 4 | | | 6 |
| Impairment losses | - | | | | 0 |
| Disposals | | -6 | | | -6 |
| Balance at December 31, 2006 | C | 26 | 3 | 3 (| 30 |
| Net Group values as at December 31, 2005 | 209 | | |) (| 214 |
| Net Group values as at December 31, 2005 | 1 719 | 18 | 164 | 49 | 1 949 |
| | | | | | |

 $^{^{\}mbox{\tiny 1}}$ Other intangible assets include brands with unlimited life in the amount of CHF 18 million.

The increase in goodwill arises mainly from the Saurer acquisition.

Goodwill is attributed to the segments as follows:

Segment

| in CHF million | 2006 | 2005 |
|--------------------------|-------|-------|
| | | |
| Oerlikon Balzers Coating | 112 | 2 116 |
| Oerlikon Components | 100 | 93 |
| Other ² | 1 507 | 7 |
| | | |
| Total | 1 719 | 209 |

² Final allocation of goodwill to the segments will follow when the purchase accounting for the Saurer acquisition is finalised.

Testing for potential impairment of other intangible assets with unlimited life and of goodwill values is based on the value in use. To assess the sustained values, the revised year-end budget and strategy plans approved by management for the years 2007 to 2009 were examined. As part of this analysis, future segment cash flows were discounted with an average pre-tax cost of capital of 12 to 18.4%. This capital cost was determined via the Capital Asset Pricing Model (CAPM). The test indicated that no impairment of goodwill values was necessary for the year 2006; this was further confirmed by sensitivity analysis using a very conservative growth rate of 0%.

In 2006 the criteria set forth in IAS 38 for recognition of development costs as intangible assets were met for the first time. The development costs so recognized are incurred over a variety of technology-related projects and products. A new system for control of development costs was introduced throughout Oerlikon group in the first half of 2006, under which development costs may be recognized as assets when it can be shown that all IAS 38 criteria have been met. The cost thus capitalized comprises all costs directly attributable to the development process. After the development phase is complete the asset is amortized over its estimated useful life.

Note (18 cont.)

| Intangible assets | | | | | |
|--|--|-----------------------|-----------------------------------|----------------------|---------------|
| in CHF million | Purchased goodwill of Group companies | Purchased Software | Purchased other intangible assets | Development costs | 2005 Total |
| Cost | | | <u>'</u> | <u>'</u> | |
| Balance at January 1, 2005 | 739 | 32 | | 1 (| 772 |
| Conversion differences | | | <u>-</u> | | 15 |
| Additions | | | | - | 2 |
| Disposals | | | | - | |
| Transfers ¹ | -545 | | | | -545 |
| Balance at December 31, 2005 | 209 | 32 | 2 2 | 2 0 | 242 |
| Accumulated amortization and impairment losses | | | | | |
| Balance at January 1, 2005 | 545 | 2 | 7 - | 1 (| 573 |
| Amortization | | | | <u> </u> | 3 |
| Impairment losses | | | - | - | 0 |
| Disposals | - | | 2 | - | -2 |
| Transfers ¹ | -545 | | | | -545 |
| Balance at December 31, 2005 | | 28 | 3 1 | 1 (| 28 |
| Net Group values as at December 31, 2004 | | } | 5 | 1 (| 199 |
| Net Group values as at December 31, 2005 | 209 |) 4 | 1 (| 0 | 214 |

¹ IFRS 3 requires to net the cumulative amortization of goodwill and the residual value. The corresponding adjustment is shown in the row transfers.

Note (19)

| Post-employment benefit provisions | | | | | |
|------------------------------------|----------------------|--------|--------|------|-----|
| | Due within beyond | | | | |
| in CHF million | 2006 | 1 year | 1 year | 2005 | |
| | | | | | |
| Total | | 644 | 15 | 629 | 301 |

Post-employment benefit provisions are related to the following plans:

| | 2006 | | | 2005 | | |
|--|--------|--------------------|----------------------|-------|--------------------|----------------------|
| Summary of post-employment benefit plans | Total | Defined benefit | Defined contribution | Total | Defined benefit | Defined contribution |
| | | | | | | |
| Number of plans | - | | | | | |
| Funded plans | 46 | 35 | 11 | 23 | 12 | 11 |
| Unfunded plans | 21 | 18 | 3 | 11 | 8 | 3 |
| Number of insured members | | | | | | |
| Active members | 13 608 | 11 741 | 1 961 | 6 014 | 4 799 | 1 349 |
| Retirees | 11 259 | 11 256 | 3 | 2 161 | 2 156 | 5 |
| in CHF million | | | | | | |
| Pension cost (operative) | 20 | 17 | 3 | 19 | 16 | 3 |
| Pension cost (financial) | 13 | 13 | 0 | 11 | 11 | 0 |
| Total post-employment benefit plan cost | 32 | 29 | 3 | 30 | 27 | 3 |
| Post-employment benefit provisions | 644 | 643 | 1 | 301 | 300 | 2 |
| Post-employment benefit assets | 22 | 22 | 0 | 10 | 10 | 0 |

| B.C. 11. C. 1 | 2006 | Plan assets | | 2005 | Plan assets | |
|---|--------|-------------|----------|-------|-------------|----------|
| Defined benefit plans in CHF million | Total | Funded | Unfunded | Total | Funded | Unfunded |
| | | | | | | |
| Plan assets at market values ¹ | 1 010 | 1 010 | C | 508 | 508 | 0 |
| Present benefit obligation (PBO) | -1 556 | -1 015 | -541 | -781 | -501 | -280 |
| Assets in excess of/below PBO | -546 | -5 | -541 | -273 | 7 | -280 |
| Post-employment benefit provisions | 643 | 102 | 541 | 300 | 19 | 280 |
| Post-employment benefit assets | -22 | -22 | C | -1C | -10 | 0 |
| Unrecognized gains/losses | 75 | 75 | C | 16 | 16 | 0 |
| of which: | | - | | - | | |
| - Past service costs | 8 | 8 | C | 9 | 9 | 0 |
| Actuarial gains/losses (effect of capitalisation limit IAS 19.58 b) | 67 | 67 | C | 7 | 7 | 0 |

| ¹ Plan assets include: | | |
|-----------------------------------|----------|-------|
| Equity instruments | 280 | 280 |
| Bonds and other obligations | 320 | 320 |
| Real estate | 106 | 106 |
| Other | 304 | 304 |
| | <u> </u> | |
| Total plan assets | 1 010 | 1 010 |

Following revisions to IAS19 the plan assets are shown at fair values by asset category for the first time in 2006.

| in CHF million | 2006 2005 | ; |
|--|------------------|-----|
| Plan assets at market value as at January 1 | 508 | 481 |
| Return on plan assets | 30 | 41 |
| Employee contributions | 12 | 12 |
| Employer contributions | 34 | 31 |
| Conversion differences | -15 | 10 |
| Amounts paid out | -73 | -68 |
| Changes in Group companies | 515 | 0 |
| Plan assets at market value as at December 31 | 1 010 | 508 |
| Present value of benefit obligation (PBO) as at January 1 | 781 | 748 |
| Service cost | 36 | 34 |
| Interest cost | 33 | 28 |
| Actuarial (gains) losses | -15 | 35 |
| Plan extensions (curtailments) | 2 | -11 |
| Conversion differences | -6 | 13 |
| Amounts paid out | -73 | -68 |
| Changes in Group companies | 798 | 0 |
| Present value of benefit obligation (PBO) as at December 31 | 1 556 | 781 |
| Current service cost after deduction of employee contributions | | |
| Pension cost - defined benefit plans | 24 | 22 |
| + Interest costs | 33 | 28 |
| - Expected return on plan assets | -26 | -22 |
| - Effect of plan mutations | -1 | -1 |
| +/- (Gains) / losses from terminations and curtailments | 0 | -1 |
| Total pension cost | 29 | 27 |
| Actuarial (gains)/losses recognized in equity | | |
| Accumulated values as at January 1 | 62 | 40 |
| Actuarial (gains)/losses recognized during year | -13 | 22 |
| Accumulated values as at December 31 | 49 | 62 |
| Effect of capitalisation limit IAS 19 58(b) | 4 | 6 |

Note (19 cont.)

Actuarial assumptions

Note (19 cont.)

| in % | 2006 | 2005 |
|--------------------------|------|------|
| | | |
| (weighted average rates) | | |
| Discount rate | 4.0 | 3.7 |
| Salary progression | 2.1 | 2.1 |
| Benefit progression | 1.0 | 0.9 |
| Return on plan assets | 4.8 | 4.6 |

Development of plan assets

| in CHF million | 2006 | 2005 |
|---|--------|------|
| | | |
| Plan assets at market value | 1 010 | 508 |
| Present value of benefit obligation (PBO) | -1 556 | -781 |
| Experience adjustments to obligations | -2 | |
| Experience adjustments to plan assets | 1 | |

Experience adjustments are shown for the first time in 2006, following IAS 19 revisions.

Deferred tax assets

Note (20)

| in CHF million | 2006 | 2005 | |
|--|------|------|-----|
| Total | 1 | 71 | 83 |
| Unrecognized deferred tax assets resulting from tax loss carryforwards of CHF 942 million (previous year: CHF 1 013 million) | 1 | 74 | 183 |
| Unrecognized deferred tax assets resulting from negative timing differences of CHF 3 million (previous year: CHF 5 million) | | 0 | 1 |

The composition of deferred tax assets is shown in Note 21. Reference is also made to the comments in Note 9.

Tax losses are available for offset against taxable profits as follows:

| in CHF million | Tax losses not capitalised as deferred tax assets | Total tax loss carryforwards |
|----------------|--|------------------------------|
| | | |
| 1 year | | ; 7 |
| 2 years | 89 | 89 |
| 3 years | 236 | 236 |
| 4 years | 147 | 147 |
| 5 years | 193 | 193 |
| over 5 years | 271 | 605 |
| Total | 942 | 1 276 |

Note (21)

| _ | | | | | |
|---|----|-------|-------|-------|---------|
| | Δŧ | erred | TOV I | SPAMI | PIANC |
| - | CΙ | CITEG | Lant | | -110116 |

| | 2006 | Due | | 2005 |
|----------------|------|---------------|---------------|------|
| in CHF million | | within 1 year | beyond 1 year | |
| | | 4 | | |
| Total | 96 | 3 | 0 96 | 6 23 |

| Composition of deferred taxes | | | | |
|--|-----------------------|--------------|--------------------|------------|
| (including deferred tax assets; see note 20) | 2006 | | 2005 | |
| | Deferred tax balances | | Deferred tax balar | |
| in CHF million | Assets L | iabilities A | Assets I | iabilities |
| | | - | | |
| Cash, cash equivalents and securities | 0 | 0 | 0 | 1 |
| Trade accounts receivable | 12 | 2 | 2 | 1 |
| Other receivables and accruals | 12 | 4 | 0 | 1 |
| Inventories | 10 | 9 | 4 | 3 |
| Post-employment benefit assets | 0 | 5 | 0 | 4 |
| Financial assets | 2 | 8 | 4 | 4 |
| Property, plant and equipment | 22 | 83 | 7 | 33 |
| Intangible assets | 50 | 104 | 3 | 0 |
| Assets | 108 | 216 | 20 | 48 |
| | | | | |
| Trade accounts payable | 0 | 2 | 0 | 0 |
| Other current and long-term liabilities | 65 | 9 | 9 | 3 |
| Financial debt | 3 | 0 | 4 | 0 |
| Provisions | 49 | 3 | 44 | 1 |
| Liabilities | 118 | 14 | 57 | 5 |
| Subtotal | 226 | 230 | 77 | 53 |
| Netting within each subsidiary company | -52 | -52 | -8 | -8 |
| Subtotal | 174 | 178 | 69 | 45 |
| Of which, unrecognized deferred tax assets | 0 | 0 | | 0 |
| Tax loss carryforwards recognized ¹ | 79 | 0 | 37 | 0 |
| Netting within tax group | -83 | -83 | -23 | -23 |
| Total (net) | 171 | 96 | 83 | 23 |
| Of which deferred town recognized in coult. | -16 | 1 | -23 | |
| Of which, deferred taxes recognized in equity | -16 | 1 | | 0 |

¹ Total of timing differences based on tax losses recognized as assets in 2006: CHF –334 million (prior year: –CHF 101 million)

Payables

Note (22)

| in CHF million | 2006 | 2005 |
|--|------|------|
| | | |
| Trade accounts payable ¹ | 455 | 92 |
| Trade notes payable | 4 | 3 |
| Outstanding shares of Saurer AG ² | 277 | 0 |
| Other payables | 118 | 35 |
| Total | 854 | 130 |

¹ Breakdown of trade payables by currency:

| in CHF million | 2006 | 2005 |
|----------------|------|------|
| | | |
| EUR | 299 | 34 |
| CHF | 50 | 34 |
| USD | 37 | 14 |
| Others | 69 | 10 |
| | | |
| Total | 455 | 92 |

² A liability of CHF 277 million was set up at December 31, 2006, to cover payment for outstanding shares of Saurer AG under the terms of the public tender offer

Accrued liabilities

Note (23)

| | | (|
|---------------------------|-----|----|
| Accrued personnel costs | 167 | 70 |
| Accrued cost of sales | 56 | 39 |
| Other accrued liabilities | 157 | 70 |

The statement of recognized income and expenses reflects the results from derivative hedges on underlying business transactions that have yet to be entered in the balance sheet and, in accordance with hedge accounting, have been recorded in shareholders' equity with no effect on the income statement (IAS 39).

| Cuel | omer | adva | |
|------|-------|------|-------|
| Gusi | onier | auva | lices |

Note (24)

| | | Due | | | | | |
|----------------|------|--------|---------|---------|------|----|--|
| | | within | 1 to | beyond | | | |
| in CHF million | 2006 | 1 year | 5 years | 5 years | 2005 | | |
| | | | | | | | |
| | | | | | | | |
| Total | | 267 | 222 | 46 | 0 | 90 | |

In the period under review, customer advances received at the project level have been offset against POC revenue accruals. This reclassification amounted to CHF 60 million as at December 31, 2006 (prior year: CHF 53 million).

Financial debt/net liquidity

Note (25)

| in CHF million | 2006 total | Due within 1 year | 1 to 5 years | beyond 5 years | 2005 |
|----------------------------------|------------|-------------------------|-----------------|-------------------|------|
| Bank current accounts | 7 | 7 | | | |
| Other financial liabilities | | 1 | | | |
| Loans payable ¹ | 1 566 | 1 532 | 32 | 2 | |
| Mortgages | 3 | 1 | 2 | 0 | 0 |
| Financial lease obligations | 29 | 7 | 22 | 0 | 1 |
| Bonds ² | 198 | 0 | 0 | 198 | 0 |
| Total financial debt | 1 803 | 1 548 | 56 | 200 | 3 |
| - Less cash and cash equivalents | -486 | | | | -324 |
| Net liquidity | -1 317 | | | | 320 |
| Future financial lease payments | 32 | | | | 1 |
| - of which, financial costs | 3 | | | | 0 |

¹ Loans payable includes CHF 1 268 million pertaining to the financing of the Saurer acquisition. The total credit available for this transaction amounts to CHF 1 525 million, at a floating interest rate and valid until June 30, 2007. The average interest rate for financing drawn down within this credit line was 3.2% for the year ended December 31, 2006. Various securities, treasury shares and subsidiary companies are pledged as collateral for these loans. The company was in compliance with covenants relating to this financing as at December 31, 2006.

81.4% of the total financial debt is denominated in CHF, 11.1% in USD, 7.1% in EUR and 0.3% in JPY. 88.9% of the financial debt is owed to banks; the remainder consists of the Saurer bond with a fixed coupon. 88.6% of the financial debt is at variable interest rates. Across all currencies, interest rates vary from 0.9 to 5.85% per annum.

² On August 28, 2006, Saurer AG issued a 3.5% Bond 2006–2013 for a nominal value of CHF 200 million, valued on the amortized cost basis. On December 31, 2006 the market value of the loan was quoted at 100.75% of the nominal value.

 Other provisions

 in CHF million
 2006
 Due within beyond 1 year
 beyond 1 year
 2005

 Total
 303
 202
 102
 215

Note (26)

| Other Provisions in CHF million | Product warranties | Product liability | Onerous contracts | Long-term employee benefits | Restructuring | Other provisions ¹ | 2006 Total |
|---------------------------------|-----------------------|----------------------|-------------------|-----------------------------------|---------------|----------------------------------|---------------|
| | | | | | | | |
| Balance at January 1, 2006 | 45 | 4 | 53 | 20 | 33 | 61 | 215 |
| Conversion differences | | | 1 | 1 | 1 | 1 | 3 |
| Changes in Group companies | 43 | | 37 | 16 | 21 | 47 | 164 |
| Additions | 20 | | 5 | 8 | 12 | 20 | 65 |
| Amounts used | -24 | | -10 | -6 | -20 | -12 | -72 |
| Amounts reversed | -12 | -3 | -18 | -1 | -14 | -24 | -72 |
| Balance at December 31, 2006 | 72 | 0 | 68 | 38 | 32 | 93 | 303 |
| Of which: | | | | | | | |
| Due within 1 year | 66 | | 52 | 2 | 29 | 52 | 202 |
| Due beyond 1 year | 5 | | 16 | 36 | 3 | 41 | 102 |
| | | | | | | | |

¹ Other provisions cover various risks which occur in the normal course of business. They consist mainly of provisions for pending litigation, technical risks and product anomalies. The reversal of CHF 24 million arises from a legal settlement, and various smaller reversals spread among a number of companies.

Changes in provisions arise mainly from the increase in consolidation scope pertaining to the acquisition of Saurer.

During preparation of the financial statements, a systematic reassessment of the project risks was conducted and appropriate changes made to the cost estimates for the projects underway in the individual business units. The basis for such was the so-called "most likely outcome". That requires estimates to be made with regard to the technical and time-related realization of those projects, and also includes a quantification of the relevant risks.

Note (27)

| | 2006 | 2005 | 2005 | | | |
|---------------------------|----------|-------------------|----------|----------|------------|----------|
| | Contract | Fair value | | Contract | Fair value | |
| in CHF million | amounts | positive negative | | amounts | positive | negative |
| Currency derivatives | 1 048 | 3 | 7 | 6 445 | 5 | 2 ! |
| | | | | 0 == | | 2 |
| Interest-rate derivatives | 28 | 3 | <u> </u> | 0 50 |) (| |

Based on the business activities, the following main currencies are hedged: USD, EUR and JPY. Positive and negative changes in fair values of currency derivatives (see Notes 16 and 23) are offset by the corresponding gain or loss on the underlying hedged transactions. The maximum risk of counterparty non-performance is equal to the positive deviation from fair value. In view of the reputation of the counterparties, this risk is deemed to be minimal.

The reported fair value amount of net CHF 1 million, CHF 2 million was recorded directly in equity with no effect on net income, and CHF –1 million was recorded in the income statement.

Maturity structure of open foreign exchange contracts as at December 31 (in CHF million):

| Interest-rate derivatives ¹ | 2006 Contract amount in CHF million | | 2005 Contract amounts in CHF million in % | | | |
|--|--|------|---|--------------|--|--|
| Up to 3 months | 4 | 14.3 | | 0.0 | | |
| 3 to 12 months | 0 | 0.0 | 50 | | | |
| Beyond 12 months | 24 | 85.7 | 0 | 0.0 | | |
| Currency derivatives | 2006 Contract amount in CHF million | ~ | 2005 Contract amounts in CHF million in % | | | |
| Lie to Overethe | 000 | 70.4 | | | | |
| Up to 3 months 3 to 12 months | 833 195 | | | 57.0 39.7 | | |
| Beyond 12 months | 20 | 1.9 | 14 | 3.1 | | |

¹ Interest-rate derivatives are used by Saurer in connection with a "sale and leaseback" real-estaste transaction for an Italian subsidiary.

Amounts shown in the balance sheet for receivables and payables, loans receivable and short-term financial debt correspond to fair values. Risks associated with interest rate changes on financial debt can be assessed from the information in Note 25.

In 2005 Saurer acquired a call option to acquire a 75% holding in a company in the textile components business in 2009 or 2010, at a price based on the higher of a multiple of the company's EBITDA in 2008 or 2009 and GBP 4 million. At the same time Saurer granted a put option which obliges it to acquire a 75% holding in the company at a price based on the lower of a multiple of the company's EBITDA in 2008 or 2009 and GBP 6 million. The multiple is considered to be a reasonable estimation of the fair value. Therefore, neither option has a value, and hence no asset or liability was recognized.

The following plans are in existence, pursuant to which the holder is entitled to purchase one share of OC Oerlikon Corporation AG, Pfäffikon for each option held:

- Since 1998, members of the Board of Directors of OC Oerlikon Corporation AG, Pfäffikon receive a portion of their compensation by means of a stock option plan (exercise period: 3 to 4 years). Since 2004, Board members may opt to take a part or all of their compensation in the form of shares. Such shares are subject to a blocking period of 2 years. Members of the Board have a choice as to the type of compensation they receive (cash or equity settlement). No such plan existed in 2006.
- As a long-term bonus, members of the Executive Board and senior management may receive a portion of their compensation in the form of options on OC Oerlikon Corporation AG, Pfäffikon shares (exercise period: 4 or, as the case may be, 7 years). For employees who are still employed by the Company, a blocking period of 2, 3 or 4 years may apply.

The income statement for the reporting period has been charged with CHF 1 million (previous year: CHF 1 million)

As at December 31, 2006, the following outstanding options had been issued under these plans:

| Allotment | | Additions in 2006 | Exercised in 2006 | Expired in 2006 ^{1, 2} | Options outstanding at 31.12. | Exercise price in CHF | | Exercise period from to | |
|-----------|--------|-------------------|-------------------|---------------------------------|-------------------------------------|-----------------------------|-----|-------------------------|---------|
| 2002 | 1 144 | | | -1 144 | | 0 2 | 225 | 13.5.04 | 12.5.06 |
| 2004 | 20 807 | | -20 807 | | | 0 | 150 | 6.6.06 | 3.6.08 |
| Total | 21 951 | - | -20 807 | -1 144 | | 0 | | | |

¹ Options granted to employees in 2002 and not exercised expired on May 13, 2006.

For those options exercised in the 2006 financial year, the weighted average share price upon exercise amounted to CHF 338.

Non-executive Board Members were granted 1 169 shares at a price of CHF 750. The shares have no blocking period.

² A number of options granted to employees in the years 2001 through 2004 expired in 2006 when the relevant employees left the company.

Note (28 cont.)

| Employees | | | | | | | | |
|-----------|---------------------|-----------|-----------|-------------------------|---------------------|----------------|-----------------|----------|
| | Options outstanding | Additions | Exercised | Expired | Options outstanding | Exercise price | Exercise period | |
| Allotment | at 1.1. | in 2006 | in 2006 | in 2006 ^{1, 2} | at 31.12. | in CHF | from to | |
| | | | | | | | | |
| 2001 | 3 770 | | _2 485 | | | | | 28.5.08 |
| | 91 | | | _ 911 | | | | 31.3.06 |
| | 634 | | - 634 | | (| | | 31.12.06 |
| | 3 780 | | | _ 249 | 1 045 | | | 28.5.08 |
| | 91 | 1 | | - 911 | | 315 | 1.4.05 | 31.3.06 |
| | 634 | 4 | <u> </u> | | | 315 | 1.1.04 | 31.12.06 |
| 2002 | 2 77 | 7 | - | -2 777 | | 225 | 13.5.04 | 12.5.06 |
| | 9 079 | 9 | -5 012 | -1 710 | 2 357 | 189.5 | 14.5.04 | 13.5.09 |
| | 444 | 4 | - 444 | | | 189.5 | 1.4.05 | 31.3.06 |
| | 1 850 | 3 | - | -1 853 | | 189.5 | 1.4.05 | 31.3.06 |
| | 818 | 3 | - 818 | | | 189.5 | 1.1.04 | 31.12.06 |
| | 9 100 | 3 | -5 025 | -1 711 | 2 367 | 189.5 | 14.5.05 | 13.5.09 |
| | 444 | 4 | - 444 | | | 189.5 | 1.4.05 | 31.3.06 |
| | 1 850 | 3 | - | -1 853 | (| 189.5 | 1.4.05 | 31.3.06 |
| | 818 | 3 | - 818 | | | 189.5 | 1.1.04 | 31.12.06 |
| 2003 | 32 | 1 | | | 321 | 110 | 24.5.05 | 23.5.10 |
| 2004 | 380 |) | - 380 | | | 176 | 7.1.06 | 7.1.11 |
| | 380 | | | | 380 | | | 7.1.11 |
| 2006 | | 40 000 |) | | 40 000 | 250 | 1.1.09 | 31.12.09 |
| Total | 38 913 | 3 40 000 | -19 183 | -12 222 | 47 508 | <u> </u> | | |

¹ Options granted to employees in 2002 and not exercised expired on May 13, 2006.

Members of the Executive Board were granted a total of 7 000 Oerlikon shares in the 2006 financial year (5 000 shares as at January 1, 2006, at a price of CHF 198, and 2 000 shares on November 21, 2006, at a price of CHF 528), and 40 000 options valid for four years at an exercise price of CHF 250. The options were granted on January 1, 2006, and are subject to a blocking period of 3 years.

In addition, on November 21, 2006, Executive Board Members were granted 6 000 shares at a price of CHF 528 for the 2007 business year.

The shares have no blocking period.

The employee stock options are valued based on the Black-Scholes option pricing model. For the calculation volatility rates were based on historically observed prices of the underlying equity, and risk-free interest rates were based on Swiss Government bonds with similar maturities.

The employee options plan entitles the beneficiary to acquire shares (equity settlement). The expense booked in 2006 amounted to CHF 0 million (previous year: CHF 2 million). Shareholders' equity was charged accordingly.

For options exercised in the 2006 financial year, the weighted average share price upon exercise amounted to CHF 359.

The potential obligation to issue shares to cover the exercise of outstanding options is covered exclusively through the purchase of Oerlikon shares in the open market. Social security contributions related to options are chargeable only as of the exercise date. The social security expense recorded in the income statement in 2006 as the result of the exercise of options amounts to CHF 0 million.

Other option plans

Beside Oerlikon's own option plans, the following plans exist for Saurer AG.

Saurer maintains a long-term program for employee stock options. The shares required to cover this program were purchased on the market. As at December 31, 2006 the total number of treasury shares reserved for this purpose was 81 250. The conditional capital, which is also available for this program, has not been used to date. The options outstanding as at December 31, 2006 have exercise prices of CHF 19.45 and CHF 48.45. The exercise prices correspond to the market prices at the time of issue. They are not adjusted (no repricing), except for reductions equal to the reductions of the nominal share value (dilution protection). When issued, half of the options are blocked for 2 and the other half for 3 years. All options expire after 5 years.

Each option entitles the owner to cash compensation for the difference between the market price of one Saurer share and the exercise price. The Board of Directors of Saurer agreed with OC Oerlikon Corporation AG, Pfäffikon to tender all underlying Saurer shares held to hedge the employee stock options in the public tender offer process on January 4, 2007, at the official offer price of CHF 135. Employees were compensated accordingly in January 2007 (CHF 7 million).

² A number of options granted to employees in the years 2001 through 2004 expired in 2006 when the relevant employees left the company.

Contingent liabilities

Note (29)

| in CHF million | 2006 | 2005 |
|------------------------------|------|------|
| Debt guarantees | | 2 |
| Discounted bills of exchange | 3 | 3 |
| Total | 16 | 6 |

The contingent liabilities from guarantee of debt are mainly guarantees of debt to banks. In addition, bills of exchange discounted with banks amounted to CHF 1 million.

Payments under non-cancellable leases

Note (30)

| in CHF million | 2006 | 2005 |
|---------------------------|------|------|
| | | |
| Due in 1st year | 34 | 19 |
| Due in 2nd year | 28 | 16 |
| Due in 3rd year | 22 | 12 |
| Due in 4th year | 17 | 10 |
| Due in or beyond 5th year | 46 | 33 |
| Total | 148 | 90 |

These amounts primarily relate to rental contracts for buildings. The largest amounts pertain to the facilities of Oerlikon Holding in USA (CHF 23 million), Oerlikon Balzers Coating USA Inc. (CHF 15 million), Oerlikon Assembly Equipment AG in Steinhausen (CHF 11 million) and Oerlikon Holding in Germany (CHF 8 million).

The expense of operating leases charged to the income statement amounted to CHF 24 million (prior year: CHF 21 million).

Related party transactions

Note (31)

Primary shareholder

The share capital of OC Oerlikon Corporation AG, Pfäffikon consists of 14 142 437 shares. As at December 31, 2006, the following primary shareholder is entered in the share register:

| | Share ownership as | · | | | | |
|---|--------------------------|-------|--|--|--|--|
| | per mandatory disclosure | e | | | | |
| Shareholder | Number of shares In | %1 | | | | |
| | | | | | | |
| | | | | | | |
| Victory Industriebeteiligung AG, Vienna, Austria ² | 4 831 192 | 34.16 | | | | |

¹ Basis: 14 142 437 outstanding shares

Compensation of non-executive board members

In a normal year, non-executive members of the Board of Directors receive compensation in roughly equal portions of cash and options and/or shares.

In the 2006 financial year, the total compensation paid to non-executive members of the Board of Directors (excluding employer contributions to social security) amounted to CHF 1.67 million, including 1 169 shares granted at a price of CHF 750. Non-executive Board members were granted no options.

Compensation of members of the Executive Board

The compensation paid to members of the Executive Board consists of a fixed base salary and a variable component. In addition, members of the Executive Board receive shares and/or options in the sense of a long-term bonus.

Total compensation (including all employer pension fund contributions, but excluding employer social security contributions) paid in the 2006 financial year to members of the Executive Board amounted to CHF 4.2 million, of which CHF 2.6 million was in the form of base salary, CHF 0.9 million as bonus, CHF 0.4 million as pension fund contributions, and CHF 0.3 million as expense reimbursements.

Members of the Executive Board were granted a total of 7 000 Oerlikon shares with a value of CHF 2 million in the 2006 financial year and 40 000 options with a value of CHF 0.9 million. In addition, on November 21, 2006, Executive Board Members were granted 6 000 shares at a price of CHF 528 for the 2007 business year.

Compensation paid to former related parties

In 2006 a total of CHF 1.2 million was paid to former members of management. Of this, CHF 1.1 million was in the form of base salary, with CHF 0.1 million as bonus.

No severance payments were made to former Board members.

Group and associated companies

An overview of the Group subsidiary companies can be found on page 122. Transactions between the parent company and its subsidiaries as well as between the Group subsidiaries themselves have been eliminated in the consolidated annual financial statements.

Participation plans: see Note 28.

During the year under review, there were no other related party transactions.

Beneficial ownership as at December 31, 2006:
 50% Millennium Privatstiftung, Praterstrasse 62-64, 1020 Vienna, Austria

^{- 50%} RPR Privatstiftung, Seilerstätte 18-20, 1010 Vienna, Austria

Pledged assets

Note (32)

The following assets shown on the balance sheet were pledged as security:

| Total | 130 | 1 |
|-----------------------------|------|------|
| Other financial assets | 33 | |
| Securities | 48 | 0 |
| Property, plant & equipment | 49 | 1 |
| | | |
| | | |
| in CHF million | 2006 | 2005 |

Assets are pledged as security for bank loans. A major part of Property, plant & equipment pledged relates to a sale-and-leaseback transaction.

Events subsequent to the balance sheet date

Note (33)

Following the completion of the acquisition of Saurer by OC Oerlikon Corporation AG, Pfäffikon on January 10, 2007 Oerlikon held 99.45% of all Saurer Shares. Oerlikon is in the process of suing for the invalidation of the remaining publicly held Saurer Shares. Only until the completion of the invalidation process Saurer remains listed on the SWX Swiss Exchange. Saurer's Board of Directors has assigned the operating management of Saurer Ltd. to OC Oerlikon from January 2007 on and has therefore regulated various aspects in a mandate contract between the new controlling shareholder and each Member of the Board of Directors.

No further significant events occurred after the balance sheet date, which could be important in evaluating these accounts.

Segment Information 2006–2005

| Personal Properties Personal Properties | | Oerlikon | | Oerlikon | | Oerlikon | |
|--|--|----------|-------|----------|-------|----------|---------------|
| Order intake | | | | | | | |
| Sales to principarties Sales by market region Sales by market region Sales by market region Sales by market region Sales to principarties Sales to principart | in CHF million | 2006 20 | 005 | 2006 20 | 005 | 2006 | 2005 |
| Sales to principarties Sales by market region Sales by market region Sales by market region Sales by market region Sales to principarties Sales to principart | | | | | | | |
| Sales to thir promise Sales to thir promise Sales to third promise Sales to group companes 1 | Order intake | 1 195 | 642 | 444 | 390 | 398 | |
| Sales to thir promise Sales to thir promise Sales to third promise Sales to group companes 1 | | | | | | | |
| Sales to Intringenties | Orders on hand | 478 | 100 | 59 | 45 | 825 | |
| Sales to Intringenties | | | | | | | |
| 1 1 5 4 0 | | 016 | 900 | 420 | 202 | 120 | |
| Sales by market region | | | | | | | |
| Sales by market region 249 309 110 35 237 Except 249 309 110 35 237 Except 249 309 110 35 237 Except 240 319 219 205 118 219 205 118 205 224 205 | Sales to group companies | | | | | | |
| Jasen and Alse/Pacific 249 309 1110 93 237 | | 010 | | 404 | 001 | 400 | |
| Jasen and Alse/Pacific 249 309 1110 93 237 | Sales by market region | | | | | | |
| Europe | | 249 | 309 | 110 | 93 | 237 | - |
| Sales by location Sales Sylocation Sales Sylo | | 405 | 319 | 219 | 205 | 118 | |
| Sales by location | North America | 154 | 173 | 98 | 83 | 56 | |
| Sales by location Japan and AsaiPacific 143 119 84 78 56 56 56 56 56 56 56 5 | Other regions | 8 | 5 | 3 | 2 | 28 | |
| Japan and Asai/Pacific 143 119 84 78 56 | | 816 | 806 | 430 | 383 | 438 | |
| Japan and Asai/Pacific 143 119 84 78 56 | | | | | | | |
| Europe | | | | | | | |
| North America | | | | | | | |
| Capital expenditure for fixed and intangible assets | | | | | | | |
| Septial expenditure for fixed and intangible assets Supara and Asia/Pacific 19 11 3 2 4 | | | | | | | |
| Capital expenditure for fixed and intangible assets Japan and Asia/Pacilic 19 | Other regions | | | | | | |
| Japan and Asia/Pacific 19 | | 816 | 806 | 430 | 383 | 438 | |
| Japan and Asia/Pacific 19 | On the land of the state of the | | | | | | |
| Europe | · · · · | 10 | 11 | | | | |
| North America 16 | <u>'</u> | | | | | | |
| Other regions 7 14 0 0 0 Number of employees Japan and Asia/Pacific 568 546 219 203 2 389 Europe 1 987 2 035 1 1075 1 189 5 054 North America 551 462 78 82 304 Other regions 357 319 6 5 75 Assets (only third-party) 3463 3 363 1 378 1 479 7 822 Assets (only third-party) 3463 3 363 1 378 1 479 7 822 Assets (only third-party) 3463 3 363 1 378 1 479 7 822 Assets (only third-party) 445 393 143 129 1 223 North America 214 205 27 21 55 Other regions 53 51 10 0 7 Charles (only third-party) 226 295 281 283 955 Net Assets (only third-party)¹* <t< td=""><td></td><td></td><td></td><td></td><td></td><td></td><td></td></t<> | | | | | | | |
| Number of employees Japan and Asia/Pacific 568 546 219 203 2 389 Europe 1 987 2 035 1 075 1 189 5 054 North America 551 462 78 82 304 Other regions 3 463 3 363 1 378 1 479 7 822 Other regions 3 463 3 363 1 378 1 479 7 822 Other regions 3 463 3 363 1 378 1 479 7 822 Other regions 3 463 3 363 1 378 1 479 7 822 Other regions 3 463 3 363 1 378 1 479 7 822 Other regions 3 463 3 363 1 378 1 479 7 822 Other regions 445 393 143 129 1 223 Other regions 445 393 143 129 1 223 Other regions 53 51 0 0 7 Other regions 592 281 283 955 Other Assets (only third-party) 226 295 281 283 955 Other Assets (only third-party) 592 444 -72 -92 535 Other Assets (only third-party) 592 444 -72 -92 535 Other assets including intercompany relationships 240 299 284 283 955 Other assets including intercompany relationships 240 299 284 283 955 Other assets including intercompany relationships 240 299 284 283 955 Other assets including intercompany relationships 240 299 284 283 955 Other assets including intercompany relationships 240 299 284 283 955 Other assets including intercompany relationships 240 299 284 283 955 Other assets including intercompany relationships 240 299 284 283 955 Other assets including intercompany relationships 240 299 284 283 955 Other assets including intercompany relationships 240 299 284 283 955 Other assets including intercompany relationships 240 299 284 283 955 Other assets including intercompany relationships 240 299 284 283 955 Other assets including intercompany relationships 240 299 284 283 955 Other assets including intercompan | | | | | | | |
| Number of employees | Other regions | | | | | | |
| Japan and Asia/Pacific 568 546 219 203 2 389 Europe 1 987 2 035 1 075 1 189 5 054 North America 551 462 78 82 304 Other regions 357 319 6 5 75 Sasets (only third-party) 7 822 Assets (only third-party) | | | | | | | |
| Japan and Asia/Pacific 568 546 219 203 2 389 Europe 1 987 2 035 1 075 1 189 5 054 North America 551 462 78 82 304 Other regions 357 319 6 5 75 Sasets (only third-party) 7 822 Assets (only third-party) | Number of employees | | | | | | |
| North America 551 462 78 82 304 | | 568 | 546 | 219 | 203 | 2 389 | |
| State Stat | Europe | 1 987 | 2 035 | 1 075 | 1 189 | 5 054 | - |
| Assets (only third-party) Japan and Asia/Pacific 106 89 39 41 206 Europe 445 393 143 129 1223 North America 214 205 27 21 55 Other regions 53 51 0 0 7 Liabilities (only third-party) 226 295 281 283 955 Net Assets (only third-party) 592 444 72 -92 535 Assets including intercompany relationships 240 299 284 283 955 Net assets including intercompany relationships 441 -74 -90 535 Research and development expenses 44 71 23 31 20 Earnings before depreciation and amortization (EBITDA) 176 35 56 5 35 Depreciation and amortization —50 —56 —9 —9 —11 Reversal of impairment on Property, Plant & Equipment 9 0 0 0 0 | North America | 551 | 462 | 78 | 82 | 304 | |
| Assets (only third-party) | Other regions | 357 | 319 | 6 | 5 | 75 | |
| Japan and Asia/Pacific 106 89 39 41 206 Europe 445 393 143 129 1 223 North America 214 205 27 21 55 Other regions 53 51 0 0 7 Liabilities (only third-party) 226 295 281 283 955 Net Assets (only third-party)¹ 592 444 -72 -92 535 Assets including intercompany relationships 820 740 210 194 1 491 Liabilities including intercompany relationships 240 299 284 283 955 Net assets including intercompany relationships¹ 580 441 -74 -90 535 Research and development expenses 44 71 23 31 20 Earnings before depreciation and amortization (EBITDA) 176 35 56 5 35 Depreciation and amortization -50 -56 -9 -9 -11 Reversal of impairment on Property, Plant & Equipment 9 0 0 <td></td> <td>3 463</td> <td>3 363</td> <td>1 378</td> <td>1 479</td> <td>7 822</td> <td></td> | | 3 463 | 3 363 | 1 378 | 1 479 | 7 822 | |
| Japan and Asia/Pacific 106 89 39 41 206 Europe 445 393 143 129 1 223 North America 214 205 27 21 55 Other regions 53 51 0 0 7 Liabilities (only third-party) 226 295 281 283 955 Net Assets (only third-party)¹ 592 444 -72 -92 535 Assets including intercompany relationships 820 740 210 194 1 491 Liabilities including intercompany relationships 240 299 284 283 955 Net assets including intercompany relationships¹ 580 441 -74 -90 535 Research and development expenses 44 71 23 31 20 Earnings before depreciation and amortization (EBITDA) 176 35 56 5 35 Depreciation and amortization -50 -56 -9 -9 -11 Reversal of impairment on Property, Plant & Equipment 9 0 0 <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> | | | | | | | |
| Europe | | | | | | | |
| North America 214 205 27 21 55 | · · | | | | | | |
| Signature Sign | · · · · · · · · · · · · · · · · · · · | | | | | | |
| State Stat | | | | | | | |
| Liabilities (only third-party) 226 295 281 283 955 Net Assets (only third-party)¹ 592 444 -72 -92 535 Assets including intercompany relationships 820 740 210 194 1 491 Liabilities including intercompany relationships 240 299 284 283 955 Net assets including intercompany relationships¹ 580 441 -74 -90 535 Research and development expenses 44 71 23 31 20 Earnings before depreciation and amortization and amortization (EBITDA) 176 35 56 5 35 Depreciation and amortization -50 -56 -9 -9 -11 Reversal of impairment on Property, Plant & Equipment 9 0 0 0 | Other regions | | | | | | |
| Net Assets (only third-party)¹ 592 444 -72 -92 535 Assets including intercompany relationships 820 740 210 194 1 491 Liabilities including intercompany relationships 240 299 284 283 955 Net assets including intercompany relationships¹ 580 441 -74 -90 535 Research and development expenses 44 71 23 31 20 Earnings before depreciation and amortization and amortization (EBITDA) 176 35 56 5 35 Depreciation and amortization -50 -56 -9 -9 -11 Reversal of impairment on Property, Plant & Equipment 9 0 0 0 | 11.190 (1.11.1 . 1.) | | | | | | |
| Assets including intercompany relationships 820 740 210 194 1 491 Liabilities including intercompany relationships 240 299 284 283 955 Net assets including intercompany relationships¹ 580 441 -74 -90 535 Research and development expenses 44 71 23 31 20 Earnings before depreciation and amortization (EBITDA) 176 35 56 5 35 Depreciation and amortization -50 -56 -9 -9 -11 Reversal of impairment on Property, Plant & Equipment 9 0 0 0 0 | | | | | | | |
| Liabilities including intercompany relationships 240 299 284 283 955 Net assets including intercompany relationships¹ 580 441 -74 -90 535 Research and development expenses 44 71 23 31 20 Earnings before depreciation and amortization and amortization (EBITDA) 176 35 56 5 35 Depreciation and amortization -50 -56 -9 -9 -11 Reversal of impairment on Property, Plant & Equipment 9 0 0 0 | Net Assets (only third-party) | 592 | 444 | -/2 | -92 | 535 | |
| Liabilities including intercompany relationships 240 299 284 283 955 Net assets including intercompany relationships¹ 580 441 -74 -90 535 Research and development expenses 44 71 23 31 20 Earnings before depreciation and amortization and amortization (EBITDA) 176 35 56 5 35 Depreciation and amortization -50 -56 -9 -9 -11 Reversal of impairment on Property, Plant & Equipment 9 0 0 0 | Assets including intercompany relationships | 900 | 740 | 210 | 104 | 1 /01 | |
| Net assets including intercompany relationships¹ 580 441 -74 -90 535 Research and development expenses 44 71 23 31 20 Earnings before depreciation and amortization (EBITDA) 176 35 56 5 35 Depreciation and amortization -50 -56 -9 -9 -11 Reversal of impairment on Property, Plant & Equipment 9 0 0 0 | | | | | | | |
| Research and development expenses 44 71 23 31 20 Earnings before depreciation and amortization (EBITDA) 176 35 56 5 35 Depreciation and amortization -50 -56 -9 -9 -11 Reversal of impairment on Property, Plant & Equipment 9 0 0 0 0 | | | | | | | |
| Earnings before depreciation and amortization (EBITDA) 176 35 56 5 35 Depreciation and amortization -50 -56 -9 -9 -11 Reversal of impairment on Property, Plant & Equipment 9 0 0 0 0 | Tot accord moraling intercompany relationships | | 771 | -14 | -30 | 505 | |
| Earnings before depreciation and amortization (EBITDA) 176 35 56 5 35 Depreciation and amortization -50 -56 -9 -9 -11 Reversal of impairment on Property, Plant & Equipment 9 0 0 0 0 | Research and development expenses | 44 | 71 | 23 | 31 | 20 | |
| Depreciation and amortization -50 -56 -9 -9 -11 Reversal of impairment on Property, Plant & Equipment 9 0 0 0 0 | | | , , | | | 20 | - |
| Depreciation and amortization -50 -56 -9 -9 -11 Reversal of impairment on Property, Plant & Equipment 9 0 0 0 0 | Earnings before depreciation and amortization (EBITDA) | 176 | 35 | 56 | 5 | 35 | |
| Reversal of impairment on Property, Plant & Equipment 9 0 0 0 0 | | | | | | | • |
| | | | | | | | |
| | | 135 | | | -4 | 24 | |

¹ Net assets include all current and non-current operating assets (excluding cash and financial assets), less operating liabilities (excluding financial liabilities and tax provisions).

² Because Saurer was included in the consolidation as from November 1, 2006 for the first time, no comparative values for 2005 are shown.

| Oerlikon | D.: O t | Oerlikon | | Otherware | | Flinder | | Total | | |
|---------------|------------------------------------|--------------------|-------|----------------|------|---------------------|------|------------------------|-------------|--|
| Graziano 2006 | Drive Systems ² 2005 | Components 2006 | 2005 | Others and con | | Elimination 2006 | 2005 | Oerlikon Group 2006 | 2005 | |
| 2000 | 2003 | 2000 | 2000 | 2000 | 2000 | 2000 | 2000 | 2000 | 2003 | |
| | 454 | 400 | 400 | | | | | | | |
| | 154 | 436 | 423 | 3 | 0 | | | 2 631 | 1 455 | |
| | | 105 | 010 | 0 | | | | 1 557 | 055 | |
| | 0 | 195 | 210 | 0 | 0 | | | 1 557 | 355 | |
| | | | | | | | | | | |
| | 151 | 450 | 410 | | | | | 0.001 | 1.005 | |
| | 0 | 450 52 | 416 | | 0 | | | 2 291 | 1 605 | |
| | | | | | | | | | | |
| | 154 | 502 | 453 | 3 | 0 | -58 | -41 | 2 291 | 1 605 | |
| | | | | | | | | | | |
| | 8 | 237 | 210 | 0 | 0 | | | 840 | 611 | |
| | 85 | 144 | 133 | | 0 | | | 974 | 657 | |
| | 62 | 66 | 72 | | 0 | | | 435 | 329 | |
| | 02 | 2 | 1 | | 0 | | | 433 | 8 | |
| | 154 | 450 | 416 | | | | | 2 291 | 1 605 | |
| | 134 | | 710 | | | | | 2 231 | 1 003 | |
| | | | | | | | | | | |
| | 6 | 76 | 89 | 0 | | | | 365 | 286 | |
| | 105 | 297 | 247 | | | | | 1 521 | 982 | |
| | 43 | 76 | 80 | | 0 | | | 360 | 301 | |
| | 0 | | 0 | | | | | 45 | 37 | |
| | 154 | 450 | 416 | | | | | 2 291 | 1 605 | |
| | | | | | | | | | | |
| - | | | | | | | - | | | |
| | 1 | 5 | 4 | 0 | | | | 32 | 17 | |
| | 5 | 27 | 8 | | | | | 173 | 44 | |
| | 3 | 1 | 1 | | | | | 25 | 15 | |
| | 0 | 0 | 0 | | | | | 7 | 14 | |
| | 10 | 33 | 13 | | | | | 237 | 91 | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| 1 | 102 | 414 | 369 | 0 | 0 | | | 4 692 | 1 118 | |
| | 616 | 1 110 | 1 074 | 221 | 63 | | | 12 062 | 4 362 | |
| 1 | 041 | 97 | 83 | 4 | 3 | | | 2 075 | 630 | |
| | 0 | 0 | 0 | | 0 | | | 438 | 324 | |
| 4 | 759 | 1 620 | 1 526 | 225 | 66 | | | 19 267 | 6 434 | |
| - | | | | | | | | | | |
| | | | | | | | | | | |
| | 72 | 36 | 47 | 0 | 0 | | | 459 | 177 | |
| | 447 | 330 | 317 | 1 344 | 98 | | | 3 932 | 938 | |
| | 388 | 16 | 23 | 17 | 10 | | | 716 | 260 | |
| | 0 | 0 | 0 | 0 | 0 | | | 60 | 51 | |
| | 906 | 382 | 387 | 1 361 | 109 | | | 5 167 | 1 425 | |
| | 292 | 182 | 191 | 229 | 148 | | | 2 166 | 915 | |
| | 615 | 199 | 197 | 1 132 | -39 | | | 3 001 | 510 | |
| | | | | | | | | | | |
| | 906 | 388 | 391 | 1 373 | 111 | -21 | -9 | | | |
| | 292 | 185 | | | 150 | | | | | |
| | 615 | 203 | 198 | 1 142 | -40 | 0 | 0 | 3 001 | 510 | |
| | | | | | | | | | | |
| | 4 | 23 | 47 | 0 | 0 | | | 113 | 148 | |
| | | | | | | | | | | |
| | 24 | 75 | | | | | | 423 | | |
| | -10 | 18 | | | 6 | | | -105 | | |
| | 0 | 2 | | | | | | 11 | | |
| | 14 | 59 | 8 | 51 | 68 | | | 329 | 34 | |
| | | | | | | | | | | |

Companies by country

| Country | Production Distribution | R&D Service | Name, registered office | Share capital in local currency | Group owns % | Number of employees |
|----------------|----------------------------|----------------|--|---------------------------------|-----------------|---------------------|
| Austria | - | | Oerlikon Balzers Coating Austria GmbH, Kapfenberg | EUR 350 000 | 100 | 62 |
| 7 (301)(3 | | | Neumag Saurer Austria GmbH, Leonding | EUR 600 000 | | 139 |
| | | | Saurer Holding GmbH, Leonding | EUR 35 000 | | 0 |
| Belgium | | | Oerlikon Balzers Coating Benelux N.V., St. Truiden | EUR 620 000 | | 53 |
| Brazil | | | Oerlikon Balzers Revestimentos Metálicos Ltda., | | | |
| Diazii | | | Jundiaí-São Paulo | BRL 15 358 000 |) 99 | 156 |
| | | | Saurer do Brasil Máquinas Ltda., São Leopoldo | BRL 18 588 000 | 100 | 41 |
| Cayman Islands | | | Saurer Group Investments Ltd., George Town, | | | |
| , | | | Grand Cayman | CHF 474 469 301 | 100 | 0 |
| China | | | Oerlikon (Shanghai) Co. Ltd., Shanghai | CNY 99 321 000 | 100 | 201 |
| | | | Balzers Coating (Suzhou) Co., Ltd., Suzhou | CNY 49 087 000 | 100 | 50 |
| | | | Oerlikon Leybold Vacuum (Tianjin) Co. Ltd., Tianjin | CNY 41 026 000 | 100 | 89 |
| | | | Oerlikon Leybold Vacuum (Tianjin) | | | |
| | | | International Trade Co. Ltd., Tianjin | CNY 1 656 000 | 100 | 47 |
| | | | Jintan Texparts Component Company Ltd., Jintan | USD 5 062 289 | 70 | 200 |
| | | - | Saurer (China) Technology Co. Ltd., Suzhou | USD 23 908 500 | 100 | 886 |
| | | | Saurer China Equity Ltd.; Hong Kong | HKD 253 910 000 | 100 | 0 |
| | | - | Saurer China Investments Ltd., Hong Kong | HKD 266 052 000 | 100 | 0 |
| | | | Saurer Far East, Hong Kong | HKD 100 000 | 100 | 28 |
| | | | Saurer Jintan Textile Machinery Company Ltd., Jintan | USD 22 482 422 | 2 70 | 493 |
| | | | Saurer Textile Machinery (Beijing) Co. Ltd., Beijing | CNY 6 619 000 | 60 | 152 |
| | | | Saurer Textile Machinery (Wuxi) Co. Ltd., Wuxi | CNY 58 059 000 | 100 | 167 |
| | | | Saurer Trading and Services Ltd., Hong Kong | HKD 275 200 | 100 | 0 |
| | | | Textile Components Far East Ltd., Hong Kong | HKD 10 000 | 100 | 7 |
| Czech Republic | | | Graziano Trasmissioni Czech s.r.o., Prag | CZK 110 000 000 | 100 | 62 |
| | | | Saurer Czech Republic s.r.o., Cerveny Kostelec | CZK 30 000 000 | 100 | 514 |
| Denmark | | | Neumag Denmark a/s, Horsens | DKK 42 000 000 | 100 | 28 |
| France | | | Oerlikon France Holding SAS, St. Thibault des Vignes | EUR 4 000 000 | 100 | 0 |
| | | | Oerlikon France SAS, Palaiseau | EUR 762 000 | 100 | 12 |
| | | | Oerlikon Balzers Coating France SAS, St. Thibault des Vignes | EUR 7 108 000 | 100 | 204 |
| | | | Oerlikon Leybold Vacuum France SAS, Courtabœuf | EUR 3 095 000 | 100 | 189 |
| Germany | | | Oerlikon Deutschland Holding GmbH, Munich | EUR 30 680 000 | 99.5 | 10 |
| | | | Oerlikon Deutschland Vertriebs GmbH, Munich | EUR 26 000 | 99.5 | 39 |
| | | | Unaxis Optics Deutschland GmbH, Geisenheim | EUR 5 150 000 | 99.5 | 0 |
| | | | Oerlikon Balzers Coating Germany GmbH, Bingen | EUR 511 000 | | |
| | | | Oerlikon Real Estate GmbH, Cologne | EUR 50 000 | 99.5 | 6 |
| | | | Oerlikon Vermietungs- und Verwaltungs- | - | - | · |
| | | | Gesellschaft mbH, Cologne | EUR 25 000 | 99.5 | 0 |
| | | - | Halde 189 Vermögens-Verwaltungs GmbH, Ulm | EUR 25 000 | 100 | 0 |
| | | | Oerlikon Leybold Vacuum Dresden GmbH, Dresden | EUR 100 000 | 99.5 | 88 |
| | | | Oerlikon Leybold Vacuum GmbH, Cologne | EUR 1 200 000 | 99.5 | 737 |
| | | | Oerlikon IT Solutions GmbH, Cologne | EUR 25 000 | 99.5 | 56 |
| | | | Accotex-TEXParts GmbH, Fellbach | EUR 51 400 | 100 | 312 |
| | | | Autefa automation GmbH, Friedberg | EUR 25 000 | 60 | 90 |
| | | | Barmag Liegenschaften GmbH & Co. KG, Remscheid | EUR 5 000 000 | 100 | 0 |
| | | | Enka tecnica GmbH, Heinsberg | EUR 511 300 | 100 | 184 |
| | | | ERMAFA Kunststofftechnik Chemnitz GmbH, Chemnitz | EUR 50 000 | | 41 |
| | | | Saurer Beteiligungs AG, Mönchengladbach | EUR 250 000 | | 0 |
| | | | Saurer GmbH & Co. KG, Mönchengladbach | EUR 41 000 000 | - | 3 253 |
| | | | Saurer IP GmbH, Remscheid | EUR 250 000 | | 0 |
| | | | Saurer Verwaltungs GmbH, Mönchengladbach | EUR 250 000 | | 0 |
| | | | Temco Components GmbH, Hammelburg | EUR 25 000 | | 95 |
| | | | W. Reiners Verwaltungs GmbH, Mönchengladbach | EUR 75 000 000 | | 0 |
| Great Britain | | | Unaxis IT (UK) Ltd., Monmouth | GBP 1 000 | | 4 |
| S.Out Diltail | | | Oerlikon Balzers Coating UK Ltd., Milton Keynes | GBP 2 000 000 | | 62 |
| | | | Oerlikon Leybold Vacuum UK Ltd., London | GBP 2 000 000 | - | 21 |
| | : | | Oerlikon Optics UK Ltd., London | GBP 300 000 | | 32 |
| | | | Fibrevision Ltd., Macclesfield | GBP 3 | | |
| | | • | | | | 14 |
| | - | | Graziano Trasmissioni UK Ltd., Cambridge | GBP 40 000 | 100 | 6 |

| Country | Production Distribution R&D Service | Name, registered office | Share capital in local currency | Group owns % | Number of employees |
|-----------------|--|---|---------------------------------|-----------------|---------------------|
| India | | Balzers (India) Ltd., Bhosari, Pune | INR 70 000 000 | 100 | |
| IIIula | | Leybold Vacuum India Pte. Ltd. | INR 2 000 000 | | |
| | | Fairfield Atlas Ltd., Belgaum | INR 273 205 400 | | 665 |
| | | Graziano Trasmissioni India Ltd., New Delhi | INR 280 000 000 | | 408 |
| | | Saurer India (Private) Ltd., Mumbai | INR 57 360 000 | | 223 |
| | | Saurer Precicomp Private Ltd., Bangalore | INR 16 000 000 | | 18 |
| | | Zinser Textile Systems Private Ltd., Ahmedabad | INR 45 500 000 | | 33 |
| Italy | | Oerlikon Balzers Coating Italy S.p.A., Brugherio, Milan | EUR 130 000 | | 105 |
| rtary | | Oerlikon Leybold Vacuum Italy S.p.A., Milan | EUR 1 041 000 | | 14 |
| | - | Graziano Trasmissioni Engineering S.p.A., Cascine Vica Rivoli | EUR 1 500 000 | | 62 |
| | | Graziano Trasmissioni Group S.p.A., Cascine Vica Rivoli | EUR 50 000 000 | | 2 |
| | | Graziano Trasmissioni S.p.A., Cascine Vica Rivoli | EUR 44 300 000 | | 2 306 |
| | | I.T.T. Industria Trattamenti Termici S.r.I., Cervere | EUR 2 600 000 | | 175 |
| | | Neumag Italy S.p.A., Biella | EUR 1 609 758 | | 106 |
| Japan | | Oerlikon Japan Co. Ltd., Tokyo | JPY 450 000 000 | - | 36 |
| Саран | | Oerlikon Nihon Balzers Coating Co. Ltd., Hiratsuka | JPY 100 000 000 | | 127 |
| | | Oerlikon Leybold Vacuum Japan Co. Ltd., Yokohama | JPY 450 000 000 | | 31 |
| Liechtenstein | | OC Oerlikon Balzers AG, Balzers | CHF 30 000 000 | | 1 100 |
| Luxembourg | | Oerlikon Balzers Coating Luxembourg S.A.R.L., Differdange | EUR 1 000 000 | | 13 |
| Mexico | | Oerlikon Balzers Coating Mexico S.A. de C.V., Querétaro | MXN 71 458 000 | | 78 |
| The Netherlands | | Oerlikon Nederland B.V., Utrecht | EUR 37 000 | - | - 7 |
| | - | Oerlikon Leybold Vacuum Nederland B.V., Utrecht | EUR 463 000 | | 8 |
| | | SAC Saurer Automotive Components BV, Rotterdam | EUR 11 344 505 | | 0 |
| Panama | | S.B. Holding Inc., Panama | USD ¹ | | 0 |
| Philippines | | Unaxis (Philippines) Inc., Manila | PHP 5 250 000 | | 0 |
| Poland | | Oerlikon Balzers Coating Poland Sp.z.o.o., Polkowice-Dolne | | | 34 |
| Singapore | _ | Unaxis Singapore Pte. Ltd., Singapore | SGD 15 000 000 | | 179 |
| | | Oerlikon Balzers Coating Singapore Pte.Ltd., Singapore | SGD 6 000 000 | - | 44 |
| | | Oerlikon Leybold Vacuum Singapore Pte. Ltd., Singapore | SGD 300 000 | - | |
| | | Oerlikon SEA Pte. Ltd., Singapore | SGD 250 000 | 100 | 0 |
| | | Texparts Manufacturing Singapore Pte. Ltd., Singapore | SGD 1 000 000 | 100 | 187 |
| South Korea | | Oerlikon Korea Ltd., Seoul | | 100 | 32 |
| | | Oerlikon Balzers Coating Korea Co. Ltd., Pyong Taek, Kyonggi-Do | (RW 6 000 000 000 |) 89.9 | 9 198 |
| | | Oerlikon Leybold Vacuum Korea Ltd., Seoul | (RW 7 080 000 000 | 100 | 21 |
| Spain | | Oerlikon Balzers-ELAY Coating S.A., Antzuola | EUR 150 000 | 51 | - 69 |
| | | Leybold Vacuum Spain S.A., Sant Feliu de Llobregat | EUR 168 000 | 100 | 6 |
| Sweden | | Oerlikon Balzers Sandvik Coating AB, Stockholm | SEK 11 600 000 | 51 | 55 |
| | | Oerlikon Leybold Vacuum Scandinavia AB, Göteborg | SEK 800 000 | 100 | 10 |
| Switzerland | | OC Oerlikon Corporation AG, Pfäffikon | CHF 282 849 000 | 100 | 0 |
| | | OC Oerlikon Management AG, Pfäffikon | CHF 2 000 000 | 100 | 86 |
| | | Oerlikon Assembly Equipment AG, Steinhausen | CHF 2 400 000 | 100 | 338 |
| | | Oerlikon Solar-Lab SA, Neuchâtel | CHF 1 000 000 | 100 | 10 |
| | | Oerlikon Trading AG, Trübbach | CHF 8 000 000 | 100 | 0 |
| | | Oerlikon Balzers Coating SA, Brügg | CHF 2 000 000 | 100 | 36 |
| | | Oerlikon Leybold Vacuum Schweiz AG, Zürich | CHF 300 000 | 100 | 7 |
| | | Oerlikon IT Solutions AG, Pfäffikon | CHF 500 000 | 100 | 43 |
| | | Unaxis Corporation AG, Pfäffikon | CHF 100 000 | 100 | 0 |
| | | Contraves Space AG, Zürich | CHF 100 000 | 100 | 0 |
| | | Oerlikon Space AG, Zürich | CHF 15 000 000 | 100 | 278 |
| | | Oerlikon Solutions AG, Trübbach | CHF 100 000 | 100 | 152 |
| | | InnoDisc AG, Windisch | CHF 100 000 | 100 | 0 |
| | | Aktiengesellschaft Adolph Saurer, Arbon | CHF 10 000 000 | 100 | 4 |
| | | GTG-Graziano Trasmissioni Group AG, Arbon | CHF 250 000 | 100 | 2 |
| | • | Heberlein Fasertechnologie AG, Wattwil | CHF 1 000 000 | 100 | 17 |
| | | Saurer Arbon AG, Arbon | CHF 14 160 000 | 100 | 297 |
| | | Saurer Ltd., Arbon | CHF 112 019 600 | 85.3 | 3 0 |
| | | Saurer Management AG, Winterthur | CHF 100 000 | 100 | 18 |
| | | | | | |

| Country | Production Distribution R&D Service | Name, registered office | Share capital in local currency | Group owns % | Number of employees |
|----------|--|--|---------------------------------|-----------------|---------------------|
| | | | | | |
| Taiwan | | Oerlikon Taiwan Ltd., Hsin Chu | TWD 20 000 000 | 100 | 65 |
| | | Oerlikon Leybold Vacuum Taiwan Ltd., Hsin Chu | TWD 20 000 000 | 100 | 26 |
| | | ESEC Pacific North (Taiwan) Ltd., Hsin Chu Sein | TWD 5 000 000 | 100 | 29 |
| Thailand | | Oerlikon Balzers Coating (Thailand) Co. Ltd., Chonburi | THB 80 000 000 | 100 | 21 |
| Turkey | | Saurer Middle East Tekstil Makinalari A.S., Istanbul | TRY 650 000 | 100 | 34 |
| USA | | Oerlikon USA Holding Inc., New York, NY | USD 24 980 000 | 100 | 1 |
| | | Oerlikon USA Inc., St. Petersburg, FL | USD 14 730 000 | 100 | 198 |
| | | Oerlikon Optics USA Inc., Golden, CO | USD 1 000 | 100 | 85 |
| | | Oerlikon Balzers Coating USA Inc., Elgin, IL | USD 20 000 | 100 | 365 |
| | | Oerlikon Leybold Vacuum USA Inc., Export, PA | USD 1 375 000 | 100 | 78 |
| | | Contraves Inc. (CINC), Pittsburgh, PA | USD 500 000 | 100 | 3 |
| | | Accotex Inc., Greenville, SC | USD 100 | 100 | 58 |
| | | Fairfield Manufacturing Company Inc., Lafayette, IN | USD 10 000 | 100 | 1033 |
| | | Graziano Trasmissioni North America Inc., Duluth, GA | USD 1 | 100 | 8 |
| | | Melco Industries Inc., Denver, CO | USD 2 407 000 | 100 | 108 |
| | | Saurer Financing LP, Charlotte, NC | USD 2 000 000 | 100 | 1 |
| | | Saurer Holding Inc., Denver, CO | USD 5 058 000 | 100 | 0 |
| | | Saurer Inc., Charlotte, NC | USD 3 000 000 | 100 | 138 |

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

Key figures 2006-2002

| in CHF million | 2006 | 2005 | 2004 | 2003 | 2002 |
|---|-------------------|-------|-------|-------|-------|
| | | | | | |
| Order intake | 2 63 | 1 455 | 1 778 | 1 788 | 1 494 |
| Orders on hand | 1 557 | 355 | 494 | 575 | 409 |
| Sales | 2 29 ⁻ | 1 605 | 1 850 | 1 610 | 1 490 |
| EBITDA | 423 | 128 | -3 | 157 | 71 |
| - as % of sales | 18% | 8% | 0% | 10% | 5% |
| EBIT | 329 | 34 | -329 | 16 | -83 |
| - as % of sales | 14% | 2% | -18% | 1% | -6% |
| Net profit | 302 | 21 | -372 | 32 | -39 |
| - as % of sales | 13% | 1% | -20% | 2% | -3% |
| - as % of equity attributable to shareholders of the parent | 20% | 2% | -31% | 2% | -3% |
| Cash flow from operating activities ¹ | 355 | 84 | 114 | | |
| Capital expenditure for fixed and intangible assets | 237 | 91 | 240 | 98 | 77 |
| Total assets | 6 034 | 1 979 | 2 411 | 2 550 | 2 525 |
| Equity attributable to shareholders of the parent | 1 482 | 1 001 | 1 215 | 1 488 | 1 476 |
| - in % of total assets | 25% | 51% | 50% | 58% | 58% |
| Net liquidity ² | -589 | 706 | 669 | 728 | 734 |
| Net assets ³ | 3 00 | 510 | 488 | 1 032 | 1 075 |
| EBIT as % of net assets (RONA) | 11% | 7% | -67% | 2% | -8% |
| Number of employees | 19 267 | 6 434 | 6 844 | 6 456 | 6 544 |
| Personnel expenses | 737 | 600 | 629 | 595 | 634 |
| Research and development expense ⁴ | 162 | 148 | 180 | 154 | 157 |

¹ Before change in net current assets.

 $^{^{2}}$ Net liquidity includes marketable securities and treasury shares at market values as at December 31, 2006.

³ Net assets include all current and non-current operating assets (excluding cash and financial assets), less operating liabilities (excluding financial liabilities and tax provisions).

 $^{^4}$ Research and development 2006 expense includes CHF 49 million recognized as intangible assets (prior years: CHF 0 million).

œrlikon

OC Oerlikon Corporation AG, Pfäffikon

Income Statement of OC Oerlikon Corporation AG, Pfäffikon

| in CHF | Note | 2006 | 2005 |
|--|------|-------------|--------------|
| | | | |
| Income from investments in subsidiaries | 2 | 4 524 862 | 61 175 552 |
| Financial income | 3 | 228 460 130 | 31 891 120 |
| Other income | | 4 091 739 | 2 314 187 |
| | | 237 076 731 | 95 380 859 |
| Financial expense | 4 | -39 815 822 | -10 884 814 |
| Other expense | | -32 641 936 | -32 468 819 |
| | | 164 618 973 | 52 027 226 |
| Gain on sale of investments | | 0 | 112 242 454 |
| Change in value adjustments to loans and investments in subsidiaries | 5 | -63 210 195 | -159 838 822 |
| Net income | | 101 408 778 | 4 430 858 |

Assets

| in CHF | Note | 2006 | % | 2005 | % |
|-------------------------------------|------|---------------|-------|---------------|-------|
| | | | | | |
| Cash and cash equivalents | 6 | 226 993 998 | 7.9 | 212 321 481 | 16.8 |
| Marketable securities | 7 | 48 963 600 | 1.7 | 103 248 047 | 8.2 |
| Treasury shares | 8 | 182 932 007 | 6.4 | 245 471 728 | 19.4 |
| Receivables | | | | | |
| - from third parties | | 1 060 242 | 0.0 | 762 573 | 0.1 |
| - from affiliated companies | | 3 309 698 | 0.1 | 4 995 402 | 0.4 |
| Prepaid expenses and accrued income | | 12 946 | 0.0 | 62 130 | 0.0 |
| Current Assets | | 463 272 491 | 16.2 | 566 861 361 | 44.8 |
| Current Assets | | 403 272 491 | 10.2 | 300 801 301 | |
| Investments | 9 | 1 998 259 828 | 69.7 | 359 848 166 | 28.4 |
| Loans to affiliated companies | 10 | 393 139 487 | 13.7 | 338 452 467 | 26.8 |
| Loans to third parties | | 12 490 000 | 0.4 | 0 | 0.0 |
| Non-current assets | | 2 403 889 315 | 83.8 | 698 300 633 | 55.2 |
| Total assets | | 2 867 161 806 | 100.0 | 1 265 161 994 | 100.0 |

Equity and liabilities

| in CHF | Note | 2006 | % | 2005 | % |
|---|----------|---------------|-------|---------------|-------|
| | | | | | |
| Current payables | | | | | |
| - to third parties | <u> </u> | 3 489 300 | 0.1 | 329 373 | 0.0 |
| - to affiliated companies | | 19 765 949 | 0.7 | 17 423 595 | 1.4 |
| Accrued liabilities | | 15 965 300 | 0.6 | 550 000 | 0.0 |
| Short-term deposits from affiliated companies | 11 | 384 520 426 | 13.4 | 204 512 600 | 16.2 |
| Short-term bank loans | 12 | 1 316 612 165 | 45.9 | 0 | 0.0 |
| Provisions | 13 | 115 727 409 | 4.0 | 132 673 946 | 10.5 |
| Liabilities | | 1 856 080 549 | 64.7 | 355 489 514 | 28.1 |
| Share capital | 14 | 282 848 740 | 9.9 | 282 848 740 | 22.4 |
| Legal reserve | | 197 587 992 | 6.9 | 136 361 129 | 10.8 |
| Free reserve | | 235 000 000 | 8.2 | 235 000 000 | 18.6 |
| Reserve for treasury shares | 15 | 182 932 007 | 6.4 | 244 158 871 | 19.3 |
| Retained Earnings | | | | - | |
| - Balance brought forward | | 11 303 740 | 0.4 | 6 872 882 | 0.5 |
| - Net income | | 101 408 778 | 3.5 | 4 430 858 | 0.4 |
| Total equity | 17 | 1 011 081 257 | 35.3 | 909 672 480 | 71.9 |
| Equity and liabilities | | 2 867 161 806 | 100.0 | 1 265 161 994 | 100.0 |
| Contingent liabilities | 16 | 58 211 000 | | 47 554 947 | |

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Notes to the financial statements of OC Oerlikon Corporation AG, Pfäffikon

General

Reporting basis (1)

The financial statements of OC Oerlikon Corporation AG, Pfäffikon, formerly Unaxis Holding AG, are prepared in compliance with Swiss Corporate Law. They are a supplement to the consolidated financial statements (pages 85 through 124) prepared according to International Financial reporting Standards (IFRS). While the consolidated financial statements reflect the economic situation of the Group as a whole, the information contained in the financial statements of OC Oerlikon Corporation AG, Pfäffikon (pages 128 through 129) relates to the ultimate parent company alone. The retained earnings reported in these financial statements provide the basis for the decision regarding the distribution of earnings to be made during the annual general meeting of shareholders.

Income Statement

Income from investments in subsidiaries (2)

The income from investments in subsidiaries consists mainly of dividend income from foreign subsidiaries.

Financial income (3)

Financial income includes the profit on sale of treasury shares, dividends received from marketable securities and interest income from intercompany loans.

Financial expense (4)

Financial expense includes interest expense and foreign exchange losses. The increase over the prior year results mainly from increased bank charges relating to the Saurer acquisition.

Change in value adjustments to loans and investments in subsidiaries (5)

Restructuring contributions of CHF 60 million were made to OC Oerlikon Balzers AG. Further restructuring contributions were made to subsidiary companies in Shanghai, China and in Brazil.

Balance sheet

Cash and cash equivalents (6)

This item consists of current balances denominated in CHF and EUR and held with European banks.

Marketable securities (7)

Marketable securities are short-term money market securities. They are reported at market value.

Treasury shares (8)

The number of treasury shares fell from 1 412 694 to 1 050 012 (7.4% of the share capital). At year-end the shares had a market value of approximately CHF 633 million (2005: CHF 280 million).

During 2006, a total of 351 040 shares were sold (2005: purchase of 1 104 551) and 21 243 shares were given to employees. 9 601 shares (2005: 92 092) were repurchased from employees. The purchase prices ranged from CHF 190.00 to 529.00. No shares were offered to employees at preferential prices (2005: 7 530). Further information on treasury share transactions can be found in the consolidated statement of changes in equity.

Investments (9)

The significant equity interests in subsidiary companies listed on page 131 were included in the investment portfolio of OC Oerlikon Corporation AG, Pfäffikon as at December 31, 2006. An overview of all companies in which OC Oerlikon Corporation AG, Pfäffikon has either a direct or indirect equity interest is shown at the end of this report. These investments are recorded at historical cost less any value adjustments. The increase of CHF 1 638 million versus the prior year results mainly from the acquisition of Saurer AG.

Loans to affiliated companies (10)

These loans are granted at prevailing market conditions and are denominated mainly in USD, EUR, CHF and GBP.

Short-term deposits from affiliated companies (11)

These are short-term deposits made with OC Oerlikon Corporation AG by affiliated companies.

Bank loans (12)

In 2006, bank loans amounting to CHF 1 317 million were taken up to finance the acquisition of Saurer AG. As collateral for these loans the investment in Saurer itself has been pledged, together with treasury shares having a book value of CHF 123 million and various consolidated subsidiaries having a book value of CHF 1 635 million.

Provisions (13)

The reduction versus prior year arises from a reduced requirement for provisions combined with usage of provisions set up previously.

Share capital (14)

The share capital of CHF 282 848 740 consists of 14 142 437 registered shares, each with a par value of CHF 20. On the balance sheet date, conditional capital amounted to CHF 47 million.

Shareholders registered as holding more than 5% as at December 31, 2006 were: 28.6% (published shareholding 34.2%) Victory Industriebeteiligung AG, Vienna (2005: 46.5%) and 5.2% Bank Austria Creditanstalt. Further shareholders holding over 5% known to the company from official notices were: Zürcher Kantonalbank 17.7%, Renova Holding Ltd., 10.3% and Merrill Lynch Group 5.1%.

Reserve for treasury shares (15)

This reserve represents the acquisition cost of 1 050 012 (2005: 1 412 694) treasury shares (see also Note 8).

Contingent Liabilities (16)

Contingent liabilities relate primarily to performance guarantees and guarantees for bank loans of affiliated companies.

Changes in shareholders' equity (17)

See table on page 132.

Net release of hidden reserves

No hidden reserves were released in 2006 (2005: CHF 78 million).

Investments

| Company | Currency | Share capital 2006 | Investment in % 2006 |
|--|----------|-----------------------|----------------------|
| | | | |
| Balzers (India) Ltd., Bhosari, Pune/IN | INR | 70 000 000 | 78.00 |
| Balzers Coating (Suzhou) Co. Ltd., Suzhou/CN | CNY | 49 087 000 | 100.00 |
| Contraves Space AG, Zürich/CH | CHF | 100 000 | 100.00 |
| InnoDisc AG, Windisch/CH | CHF | 100 000 | 100.00 |
| OC Oerlikon Balzers AG, Balzers/LI | CHF | 30 000 000 | 100.00 |
| OC Oerlikon Management AG, Pfäffikon, Freienbach SZ/CH | CHF | 2 000 000 | 100.00 |
| Oerlikon (Shanghai) Co. Ltd., Shanghai/CN | CNY | 99 321 000 | 100.00 |
| Oerlikon Assembly Equipment AG, Steinhausen/CH | CHF | 2 400 000 | 100.00 |
| Oerlikon Balzers Coating (Thailand) Co. Ltd., Chonburi/TH | THB | 80 000 000 | 100.00 |
| Oerlikon Balzers Coating Austria GmbH, Kapfenberg/AT | EUR | 350 000 | 100.00 |
| Oerlikon Balzers Coating Italy S.p.A., Brugherio, Milan/IT | EUR | 130 000 | 100.00 |
| Oerlikon Balzers Coating Korea Co. Ltd., Pyong Taek, Kyonggi-Do/KR | KRW | 6 000 000 000 | 89.90 |
| Oerlikon Balzers Coating Luxembourg S.A.R.L., Differdange/LU | EUR | 1 000 000 | 60.00 |
| Oerlikon Balzers Coating Mexico S.A. de C.V., Querétaro/MX | MXN | 71 458 000 | 100.00 |
| Oerlikon Balzers Coating Poland Sp. z o.o., Polkowice-Dolne/PL | PLZ | 5 000 000 | 100.00 |
| Oerlikon Balzers Coating SA, Brügg bei Biel/CH | CHF | 2 000 000 | 100.00 |
| Oerlikon Balzers Coating Singapore Pte. Ltd. Singapore/SG | SGD | 6 000 000 | 100.00 |
| Oerlikon Balzers Coating UK Ltd., Milton Keynes/GB | GBP | 2 000 000 | 100.00 |
| Oerlikon Balzers Revestimentos Metálicos Ltda., Jundiaí-São Paulo/BR | BRL | 15 358 000 | 99.00 |
| Oerlikon Balzers Sandvik Coating AB, Stockholm/SE | SEK | 11 600 000 | 51.00 |
| Oerlikon Balzers-ELAY Coating S.A., Antzuola/ES | EUR | 150 000 | 51.00 |
| Oerlikon Deutschland Holding GmbH, Munich/DE | EUR | 30 680 000 | 99.50 |
| Oerlikon France Holding SAS, St. Thibault des Vignes/FR | EUR | 4 000 000 | 100.00 |
| Oerlikon IT Solutions AG, Pfäffikon, Freienbach SZ/CH | CHF | 500 000 | 100.00 |
| Oerlikon Japan Co. Ltd., Tokyo/JP | JPY | 450 000 000 | 100.00 |
| Oerlikon Korea Ltd., Seoul/KR | KRW | 1 220 000 000 | 100.00 |
| Oerlikon Leybold Vacuum Taiwan Ltd., Hsin Chu/TW | TWD | 20 000 000 | 100.00 |
| Oerlikon Nederland B.V., Utrecht/NL | EUR | 37 000 | 100.00 |
| Oerlikon Nihon Balzers Coating Co. Ltd., Hiratsuka/JP | JPY | 100 000 000 | 100.00 |
| Oerlikon Optics UK Ltd., Oxford/GB | GBP | 1 | 100.00 |
| Oerlikon SEA Pte. Ltd., Singapore/SG | SGD | 250 000 | 100.00 |
| Oerlikon Solar-Lab SA, Neuchâtel/CH | CHF | 1 000 000 | 100.00 |
| Oerlikon Solutions AG, Trübbach/CH | CHF | 100 000 | 100.00 |
| Oerlikon Space AG, Zürich/CH | CHF | 15 000 000 | 100.00 |
| Oerlikon Trading AG, Trübbach/CH | CHF | 8'000 000 | 100.00 |
| Oerlikon USA Holding Inc., New York/NY | USD | 24 980 000 | 100.00 |
| Pilatus Flugzeugwerke AG, Stans/CH | CHF | 10 000 000 | 13.97 |
| Saurer AG, Arbon/CH | CHF | 112 019 600 | 85.92 |
| Unaxis Corporation AG, Freienbach SZ/CH | CHF | 100 000 | 100.00 |
| Unaxis IT (UK) Ltd., Monmouth/GB | GBP | 1 000 | 100.00 |
| Unaxis Singapore Pte. Ltd., Singapore/SG | SGD | 15 000 000 | 100.00 |

Note (17)

| Changes in shareholders' equity | | | | | | |
|---|------------------|------------------|-----------------|-----------------------------------|-------------------|----------------------------------|
| in CHF million | Share capital | Legal reserve | Free reserve | Reserve for treasury shares | Retained earnings | Total shareholders' equity |
| Balance at January 1, 2004 | 263.4 | 133.5 | 345.0 | 44.0 | 338.8 | 1 124.7 |
| Capital increase | 19.4 | | | | | 19.4 |
| Merger loss (ESEC) | | | -52.0 |) | | -52.0 |
| Allocation to free reserve | | | 305.0 | | -305.0 | 0.0 |
| Payment of dividend for financial year 2003 | | | | | -27.7 | -27.7 |
| Elimination of reserve for treasury shares | | 2.8 | 3 | -2.8 | 3 | 0.0 |
| Net loss 2004 | | | | | -159.2 | -159.2 |
| Balance at December 31, 2004 | 282.8 | 136.3 | 598.0 | 41.2 | -153.1 | 905.2 |
| Transfer from free reserve | | | -160.0 | | 160.0 | 0.0 |
| Elimination of reserve for treasury shares | | | -203.0 | 203.0 |) | 0.0 |
| Net profit 2005 | | | | | 4.4 | 4.4 |
| Balance at December 31, 2005 | 282.8 | 136.3 | 235.0 | 244.2 | 11.3 | 909.6 |
| Elimination of reserve for treasury shares | | 61.3 | 3 | | 3 | 0.0 |
| Net profit 2006 | | | | | 101.4 | 101.4 |
| Balance at December 31, 2006 | 282.8 | 197.6 | 235.0 | 182.9 | 112.7 | 1 011.0 |

Proposal of the Board of Directors

The Board of Directors proposes to the General Meeting to be held on May 8, 2007, that the available earnings from the financial year namely:

| in CHF | 2006 | 2005 |
|--|-------------|------------|
| | | |
| Net profit | 101 408 778 | 4 430 858 |
| Balance brought forward from previous year | 11 303 740 | 6 872 882 |
| | | |
| Available earnings | 112 712 518 | 11 303 740 |
| be appropriated as follows: | | |
| Balance to be carried forward | 112 712 518 | 11 303 740 |

Pfäffikon SZ, March 22, 2007

On behalf of the Board of Directors Chairman

Georg Stumpf

Report of the Statutory Auditors to the General Meeting of

OC Oerlikon Corporation AG, Pfäffikon, Pfäffikon SZ

(formerly known as Unaxis Holding AG, Pfäffikon SZ)

As statutory auditors, we have audited the accounting records and the financial statements (balance sheet, income statement and notes on pages 128 to 133) of OC Oerlikon Corporation AG, Pfäffikon for the year ended 31 December 2006.

These financial statements are the responsibility of the board of directors. Our responsibility is to express an opinion on these 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, which require audit be planned and performed to obtain reasonable assurance about whether the statements are free from material misstatement. We have examined on a test basis supporting the amounts and disclosures in the financial statements. We have also assessed accounting principles used, significant estimates made and the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the accounting records and financial statements and the proposed appropriation of available earnings comply with Swiss law and the company's articles of incorporation.

We recommend that the 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

As at December 31, 2006

· Contraves Inc. (CINC), Pittsburgh, PA/US

| , | |
|---|---|
| | |
| OC Oerlikon Corporation AG, Pfäffikon SZ/CH | |
| OC Oerlikon Management AG, Pfäffikon SZ/CH | |
| Oerlikon Assembly Equipment AG, Steinhausen/CH Oerlikon IT Solutions AG, Pfäffikon/CH | |
| Oerlikon Solar-Lab SA, Neuchâtel/CH | |
| • Oerlikon Solutions AG, Trübbach/CH | |
| Oerlikon Space AG, Zurich/CH | |
| · Oerlikon Trading AG, Trübbach/CH | |
| Contraves Space AG, Zurich/CH | |
| InnoDisc AG, Windisch/CH | |
| Saurer AG, Arbon/CH | |
| Unaxis Corporation AG, Pfäffikon/CH | |
| Oerlikon Deutschland Holding GmbH, Munich/DE | |
| · Oerlikon Deutschland Vertriebs GmbH, Munich/DE | |
| · Unaxis Optics Deutschland GmbH, Geisenheim/DE | |
| · Oerlikon Balzers Coating Benelux N.V., St. Truiden/BE | |
| · Oerlikon Balzers Coating Germany GmbH, Bingen/DE | |
| Oerlikon Vermietungs- und Verwaltungsgesellschaft mbH, Cologne/DE | |
| Oerlikon Real Estate GmbH, Cologne/DE | |
| Oerlikon Leybold Vacuum GmbH, Cologne/DE | |
| Oerlikon Leybold Vacuum Schweiz AG, Zurich/CH | |
| Oerlikon Leybold Vacuum Dresden GmbH, Dresden/DE | |
| Leybold Vacuum Spain S.A., Sant Feliu de Llobregat/ES Oerlikon Leybold Vacuum France SAS, Courtabœuf/FR | |
| Oerlikon Leybold Vacuum UK Ltd., London/GB | |
| Oerlikon Leybold Vacuum Italy S.p.A., Milan/IT | |
| Oerlikon Leybold Vacuum Nederland B.V., Utrecht/NL | |
| Oerlikon Leybold Vacuum Scandinavia AB, Göteborg/SE | |
| Oerlikon Leybold Vacuum (Tianjin) Co. Ltd., Tianjin/CN | |
| Oerlikon Leybold Vacuum (Tianjin) International Trade Co. Ltd., Tianjin/CN | |
| Leybold Vacuum India Pte. Ltd., Maharashtra/IN | |
| Oerlikon Leybold Vacuum Japan Co. Ltd., Yokohama/JP | |
| Oerlikon Leybold Vacuum Singapore Pte. Ltd., Singapore/SG | |
| · Oerlikon IT Solutions GmbH, Cologne/DE | |
| · Halde 189 Vermögens-Verwaltungs GmbH, Ulm/DE | |
| · Oerlikon Leybold Vacuum Korea Ltd., Seoul/KR | |
| Oerlikon France Holding SAS, St. Thibault des Vignes/FR | |
| Oerlikon France SAS, Palaiseau/FR | |
| Oerlikon Balzers Coating France SAS, St. Thibault des Vignes/FR Inevia IT (IVIX) Ltd. Manmouth (CR.) | |
| - Unaxis IT (UK) Ltd., Monmouth/GB - Oerlikon Optics UK Ltd., Oxford/GB | |
| OC Oerlikon Balzers AG, Balzers/LI | |
| · Oerlikon (Shanghai) Co. Ltd., Shanghai/CN | |
| · Oerlikon Japan Co. Ltd., Tokyo/JP | |
| · Oerlikon Korea Ltd., Seoul/KR | _ |
| Unaxis Singapore Pte. Ltd., Singapore/SG | |
| · Unaxis (Philippines) Inc., Manila/PH | |
| Oerlikon SEA Pte. Ltd., Singapore/SG | |
| Oerlikon Balzers Coating SA, Brügg bei Biel/CH | |
| Oerlikon Balzers Coating Austria GmbH, Kapfenberg/AT | |
| Balzers Coating (Suzhou) Co., Ltd., Suzhou/CN | |
| Oerlikon Balzers-ELAY Coating S.A., Antzuola/ES | |
| Oerlikon Balzers Coating UK Ltd., Milton Keynes/GB | |
| Oerlikon Balzers Coating Italy S.p.A., Brugherio, Milan/IT | |
| Oerlikon Balzers Coating Luxembourg S.A.R.L., Differdange/LU | |
| Oerlikon Nederland B.V., Utrecht/NL | |
| Oerlikon Taiwan Ltd., Hsin Chu/TW ESEC Pacific North (Taiwan) Ltd., Hsin Chu Sein/TW | |
| Oerlikon Balzers Coating Poland Sp. z o.o., Polkowice-Dolne/PL | |
| Oerlikon Balzers Sandvik Coating AB, Stockholm/SE | |
| Balzers (India) Ltd., Bhosari, Pune/IN | |
| · Oerlikon Nihon Balzers Coating Co. Ltd., Hiratsuka/JP | |
| Oerlikon Balzers Coating Korea Co. Ltd., Pyong Taek, Kyonggi-Do/KR | |
| Oerlikon Balzers Coating (Thailand) Co. Ltd., Chonburi/TH | |
| Oerlikon Balzers Coating Singapore Pte. Ltd., Singapore/SG | |
| Oerlikon Balzers Revestimentos Metálicos Ltda., Jundiaí-São Paulo/BR | |
| Oerlikon Balzers Coating Mexico S.A. de C.V., Querétaro/MX | |
| Oerlikon Leybold Vacuum Taiwan Ltd., Hsin Chu/TW | |
| · Oerlikon USA Holding Inc., New York/NY | |
| Oerlikon USA Inc., St. Petersburg, FL/US | |
| Oerlikon Optics USA Inc., Golden, CO/US | |
| Oerlikon Balzers Coating USA Inc., Elgin, IL/US | |
| · Oerlikon Leybold Vacuum USA Inc., Export, PA/US | |

Agenda, Contact

Agenda

March 27, 2007

Media and analysts' conference on 2007 annual results,

Park Hyatt, Zurich

April 24, 2007

Key figures for the first quarter 2007

May 8, 2007

General meeting of shareholders 2007 Lucerne Culture and Convention Center (KKL)

August 28, 2007

Publication of the 2007 semi-annual report

October 23, 2007

Key figures for the third quarter 2007

Contact

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This financial report is a translation from the original German version. In case of inconsistencies the German version prevails.