

# **Roche Capital Market Ltd**

## **Half-Year Report 2025**

# Roche Capital Market Ltd

## Interim Financial Statements

The Interim Financial Statements have been reviewed by Roche Capital Market Ltd's auditor and their review report is presented on page 14.

Roche Capital Market Ltd, statement of comprehensive income in millions of CHF

	Six months ended 30 June	
	2025	2024
<b>Income</b>		
Financial income – related parties <sup>2,7</sup>	33	28
<b>Total income</b>	<b>33</b>	<b>28</b>
<b>Expenses</b>		
Financing costs <sup>2</sup>	(26)	(20)
Guarantee fees – related parties <sup>2,7</sup>	(6)	(6)
<b>Total expenses</b>	<b>(32)</b>	<b>(26)</b>
<b>Profit before taxes</b>	<b>1</b>	<b>2</b>
Income taxes	0	0
<b>Net income</b>	<b>1</b>	<b>2</b>
Other comprehensive income, net of tax	-	-
<b>Total comprehensive income</b>	<b>1</b>	<b>2</b>

	30 June 2025	31 December 2024
<b>Assets</b>		
Non-current assets <sup>3, 7</sup>	4,380	4,805
Current assets <sup>3, 7</sup>	991	559
<b>Total assets</b>	<b>5,371</b>	<b>5,364</b>
<b>Liabilities</b>		
Non-current liabilities <sup>4</sup>	(4,384)	(4,809)
Current liabilities	(957)	(526)
<b>Total liabilities</b>	<b>(5,341)</b>	<b>(5,335)</b>
<b>Total net assets</b>	<b>30</b>	<b>29</b>
<b>Equity</b>		
Share capital <sup>5</sup>	1	1
Retained earnings	29	28
<b>Total equity</b>	<b>30</b>	<b>29</b>

	Six months ended 30 June	
	2025	2024
<b>Cash flows from operating activities</b>		
Net income	1	2
Add back operating (income) expense		
- Financial income – related parties <sup>2, 7</sup>	(33)	(28)
- Financing costs <sup>2</sup>	26	20
- Guarantee fees expense – related parties <sup>2, 7</sup>	6	6
Changes in net working capital	2	2
Income taxes paid	(1)	0
Issuance of loans receivable - related parties <sup>3, 7</sup>	0	0
Proceeds from repayment of loans receivable - related parties <sup>3</sup>	28	38
Interest received – related parties	26	26
<b>Total cash flows from operating activities</b>	<b>55</b>	<b>66</b>
<b>Cash flows from investing activities</b>	-	-
<b>Cash flows from financing activities</b>		
Proceeds from issuance of bonds	0	0
(Increase) decrease of cash pool balance with related parties <sup>7</sup>	(29)	(40)
Guarantee fees paid – related parties	(6)	(6)
Interest paid	(20)	(20)
<b>Total cash flows from financing activities</b>	<b>(55)</b>	<b>(66)</b>
<b>Increase (decrease) in cash and cash equivalents</b>	-	-
Cash and cash equivalents at 1 January	-	-
<b>Cash and cash equivalents at 30 June</b>	-	-

	Share capital	Retained earnings	Total
<b>Six months ended 30 June 2024</b>			
<b>At 1 January 2024</b>	<b>1</b>	<b>34</b>	<b>35</b>
Net income	-	2	2
Other comprehensive income	-	-	-
<b>Total comprehensive income</b>	<b>-</b>	<b>2</b>	<b>2</b>
Dividends provided for or paid <sup>5</sup>	-	(10)	(10)
<b>At 30 June 2024</b>	<b>1</b>	<b>26</b>	<b>27</b>
<b>Six months ended 30 June 2025</b>			
<b>At 1 January 2025</b>	<b>1</b>	<b>28</b>	<b>29</b>
Net income	-	1	1
Other comprehensive income	-	-	-
<b>Total comprehensive income</b>	<b>-</b>	<b>1</b>	<b>1</b>
Dividends provided for or paid	-	0	0
<b>At 30 June 2025</b>	<b>1</b>	<b>29</b>	<b>30</b>

# Notes to the Roche Capital Market Ltd

## Interim Financial Statements

### 1. General accounting principles and policies

#### Basis of preparation

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These financial statements are the unaudited condensed interim financial statements (hereafter 'the Interim Financial Statements') of Roche Capital Market Ltd, (Roche Kapitalmarkt AG), a company registered in Switzerland (hereafter 'the Company') for the six months ended 30 June 2025 (hereafter 'the interim period'). The Company is 100% owned by Roche Holding Ltd, (Roche Holding AG), a public company registered in Switzerland. Roche Holding Ltd is the parent company of the Roche Group, and therefore the Company is a member of the Roche Group. The main activity of the Company is the provision of financing to other affiliates of the Roche Group. The financing is in the form of bonds or loans from the financial markets.

These Interim Financial Statements should be read in conjunction with the Financial Statements for the year ended 31 December 2024 (hereafter 'the Annual Financial Statements'), as they provide an update of previously reported information. They were approved for issue by the Board of Directors on 22 July 2025.

#### Statement of compliance

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The Interim Financial Statements have been prepared in accordance with IAS 34 'Interim Financial Reporting'. They do not include all of the information required for a complete set of financial statements prepared in accordance with IFRS Accounting Standards. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Company since the Annual Financial Statements.

#### Management judgements and estimates

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The preparation of the Interim Financial Statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of revenues, expenses, assets, liabilities and related disclosures. If in the future such estimates and assumptions, which are based on management's best judgements at the date of the Interim Financial Statements, deviate from the actual circumstances, the original estimates and assumptions will be modified as appropriate in the period in which the circumstances change.

There are currently no key assumptions about the future and no key sources of estimation uncertainty that the Company's management believe to have a significant risk of causing a material adjustment to the carrying value of assets and liabilities within the next twelve months.

#### Segment reporting

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The Company has only one operating segment and undertakes its financing operation in Switzerland. Therefore, no segment reporting is included in these Interim Financial Statements.

#### Accounting policies

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Except as described below, the accounting policies applied in these Interim Financial Statements are the same as those applied in the Annual Financial Statements. Changes in accounting policies will also be reflected in the Financial statements for the year ending 31 December 2025.

#### Changes in accounting policies adopted by the Roche Group and, consequently, by the Company

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In 2025 the Group has implemented various minor amendments to existing accounting standards and interpretations, which have no material impact on the Company's overall results and financial position.

#### Future new and revised standards

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The Group is currently assessing the potential impacts of the various new and revised accounting standards and interpretations that will be mandatory from 1 January 2026 which the Group has not yet applied. Based on the analysis to date, the Group does not anticipate that these will have a material impact on the Company's overall results and financial position. The Group and the

Company are also assessing other new and revised accounting standards which are not mandatory until after 2026, including IFRS 18 'Presentation and Disclosure in Financial Statements'.

## 2. Financial income and expenses

Financial income – related parties in millions of CHF

	Six months ended 30 June	
	2025	2024
Interest income – related parties <sup>7</sup>	33	28
<b>Total financial income – related parties</b>	<b>33</b>	<b>28</b>

Expenses in millions of CHF

	Six months ended 30 June	
	2025	2024
Interest expense	(26)	(21)
Amortisation of debt discount	0	1
<b>Total financing costs</b>	<b>(26)</b>	<b>(20)</b>
Guarantee fees – related parties <sup>7</sup>	(6)	(6)
<b>Total expenses</b>	<b>(32)</b>	<b>(26)</b>

Interest income and expenses are calculated using the effective interest method and relate to financial instruments measured at amortised cost.



### 3. Loans receivable – related parties

On 22 March 2024, the Company received a loan repayment of CHF 38 million from F. Hoffmann-La Roche Ltd, Basel.

On 20 March 2025, the Company received a loan repayment of CHF 28 million from F. Hoffmann-La Roche Ltd, Basel.

At 31 December 2024 and 30 June 2025, the loans receivable of the Company were granted to F. Hoffmann-La Roche Ltd, Basel and Roche Diagnostics International Ltd, Rotkreuz. The terms of the loans receivable are stated below.

#### Loans receivable – related parties in millions of CHF

	30 June 2025	31 December 2024
Outstanding principal CHF 28 million, due 20 March 2025, interest rate 0.742%	-	28
Outstanding principal CHF 500 million, due 24 September 2025, interest rate 0.4615%	500	500
Outstanding principal CHF 425 million, due 23 June 2026, interest rate 1.8537%	425	425
Outstanding principal CHF 825 million, due 25 February 2027, interest rate 0.6785%	825	825
Outstanding principal CHF 140 million, due 15 September 2028, interest rate 1.8455%	140	140
Outstanding principal CHF 350 million, due 23 March 2029, interest rate 0.7211%	350	350
Outstanding principal CHF 250 million, due 6 September 2029, interest rate 1.2755%	250	250
Outstanding principal CHF 400 million, due 24 September 2030, interest rate 1.0065%	400	400
Outstanding principal CHF 625 million, due 25 February 2031, interest rate 0.9755%	625	625
Outstanding principal CHF 375 million, due 23 September 2032, interest rate 2.4275 %	375	375
Outstanding principal CHF 190 million, due 15 September 2033, interest rate 2.0185%	190	190
Outstanding principal CHF 420 million, due 6 September 2034, interest rate 1.3875%	420	420
Outstanding principal CHF 300 million, due 25 February 2037, interest rate 1.2215%	300	300
Outstanding principal CHF 230 million, due 15 September 2038, interest rate 2.2255%	230	230
Outstanding principal CHF 275 million, due 6 September 2039, interest rate 1.4665%	275	275
<b>Total loans receivable – related parties</b>	<b>5,305</b>	<b>5,333</b>
Reported as:		
- Long-term loans receivable	4,380	4,805
- Short-term loans receivable	925	528
<b>Total loans receivable – related parties</b>	<b>5,305</b>	<b>5,333</b>

## 4. Debt

### Outstanding bonds

Recognised liabilities and effective interest rates of bonds in millions of CHF

	Effective interest rate	30 June 2025	31 December 2024
0.25% bonds due 24 September 2025, principal CHF 0.5 billion (ISIN: CH0433761308)	0.25%	500	500
1.5% bonds due 23 June 2026, principal CHF 0.425 billion (ISIN: CH1211713222)	1.48%	425	425
0.5% bonds due 25 February 2027, principal CHF 0.825 billion (ISIN: CH1166151899)	0.42%	826	826
1.6% bonds due 15 September 2028, principal CHF 0.14 billion (ISIN: CH1305916764)	1.62%	140	140
0.45% bonds due 23 March 2029, principal CHF 0.35 billion (ISIN: CH0359915409)	0.46%	350	350
0.985% bonds due 6 September 2029, principal CHF 0.25 billion (ISIN: CH1371736807)	1.02%	250	250
0.75% bonds due 24 September 2030, principal CHF 0.4 billion (ISIN: CH0433761316)	0.74%	400	400
0.75% bonds due 25 February 2031, principal CHF 0.625 billion (ISIN: CH1166151907)	0.71%	626	626
2.0% bonds due 23 September 2032, principal CHF 0.375 billion (ISIN: CH1211713230)	2.00%	375	375
1.75% bonds due 15 September 2033, principal CHF 0.19 billion (ISIN: CH1305916772)	1.77%	190	190
1.0975% bonds due 6 September 2034, principal CHF 0.42 billion (ISIN: CH1371736815)	1.13%	419	419
1.0% bonds due 25 February 2037, principal CHF 0.3 billion (ISIN: CH1166151915)	0.91%	303	303
1.95% bonds due 15 September 2038, principal CHF 0.23 billion (ISIN: CH1305916780)	1.93%	231	231
1.17% bonds due 6 September 2039, principal CHF 0.275 billion (ISIN: CH1371736823)	1.19%	274	274
<b>Total</b>		<b>5,309</b>	<b>5,309</b>
Thereof:			
- Long-term debt		4,384	4,809
- Short-term debt		925	500
<b>Total debt</b>		<b>5,309</b>	<b>5,309</b>

The fair value of the bonds is CHF 5,386 million (31 December 2024: CHF 5,427 million). These are determined based on the observable market prices of the bonds. There are no pledges on the Company's assets in connection with the debt. All issued bonds are guaranteed by Roche Holding Ltd, the parent company of the Roche Group.

**Issuance of bonds – 2025 and 2024**

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The Company did not issue any bonds during the six months ended 30 June 2025 and 30 June 2024.

These bonds are guaranteed by Roche Holding Ltd, the parent company of the Roche Group.

**Redemption of bonds – 2025 and 2024**

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The Company did not redeem any bonds during the six months ended 30 June 2025 and 30 June 2024.

## 5. Equity

### Share capital

The authorised and issued share capital of the Company consists of 1,000 shares with a nominal value of CHF 1,000 each and has not changed during the interim period. All the shares are owned by Roche Holding Ltd, a public company registered in Switzerland.

### Dividends

No dividend was paid during the six months ended 30 June 2025.

On 15 March 2024, the shareholder approved, at the annual general meeting, the distribution of a dividend to Roche Holding Ltd of CHF 10 million in respect of the 2023 business year. A corresponding liability was recorded against retained earnings during the six months ended 30 June 2024. This dividend was paid to the shareholder on 12 July 2024.

### Own equity instruments

The Company holds none of its own shares (2024: none).

## 6. Contingent liabilities

As of 30 June 2025, the Company does not have any material contingent liabilities (2024: none).

## 7. Related parties

### Controlling shareholder

Roche Holding Ltd (Roche Holding AG), a Swiss listed company owns all of the shares of the Company. Roche Holding Ltd is the parent company of the Roche Group, and therefore the Company is a member of the Roche Group.

As a member of the Roche Group, all of the Company's related party transactions are with Roche Group affiliates. The transactions include interest on and issues/repayments of loans given by the Company. In addition, the Company has a current account with Roche Finance Ltd, the corporate cash pool leader, as described in Note 6 to the Annual Financial Statements.

### Related party transactions in millions of CHF

	Six months ended 30 June	
	2025	2024
Interest income – related parties <sup>2</sup>	33	28
Guarantee fees – related parties <sup>2</sup>	(6)	(6)
(Increase) decrease of cash pool balance with related parties	(29)	(40)
Net repayment / (issuance) of loans receivable – related parties <sup>3</sup>	28	38
Dividends paid – related parties <sup>5</sup>	0	0

### Related party balances in millions of CHF

	30 June 2025	31 December 2024
Long-term loans receivable – related parties <sup>3,8</sup>	4,380	4,805
Short-term loans receivable – related parties <sup>3,8</sup>	925	528
Accounts receivable – related parties <sup>8</sup>	66	31
Accounts payable – related parties	0	(1)

## 8. Financial risk management

The Company's financial risk management objectives and policies are consistent with those disclosed in the Note 13 to the Annual Financial Statements.

### Carrying value and fair value

Carrying value and fair value of financial assets in millions of CHF

By line items in notes	Asset class	30 June 2025		31 December 2024	
		Carrying value	Fair value	Carrying value	Fair value
Long-term loans receivable – related parties <sup>3, 7</sup>	Amortised cost	4,380	4,513	4,805	4,975
Short-term loans receivable – related parties <sup>3, 7</sup>	Amortised cost	925	931	528	528
Accounts receivable – related parties <sup>7</sup>	Amortised cost	66	66	31	31
<b>Total</b>		<b>5,371</b>	<b>5,510</b>	<b>5,364</b>	<b>5,534</b>

The fair values for loans receivable – related parties disclosed in the above table were calculated based on the present value of the future cash flows of the loans, discounted at an adjusted market rate for instruments with similar credit status, maturity periods and currency. The counterparties to the Company's financial assets are members of the Roche Group and therefore the credit risk ultimately depends on the financial position of Roche Group. The fair value of the loans receivable would be Level 2 in the fair value hierarchy.

At 30 June 2025, the Company has no financial assets which are past due but not impaired (2024: none) and no financial assets whose terms have been renegotiated (2024: none).

For financial assets at amortised cost, the Company applies the general expected credit loss model. The Company considers the probability of default upon initial recognition of an asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition.



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# Independent Auditor's Report on the Review of Interim Financial Statements

to the Board of Directors of Roche Capital Market Ltd, Basel

## Introduction

We have been engaged to review the accompanying statement of comprehensive income of Roche Capital Market Ltd for the six-month period ended 30 June 2025, the related condensed balance sheet as at 30 June 2025, the statements of cash flows and changes in equity for the six-month period then ended, and selected explanatory notes (the interim financial statements) on pages 1 to 13. The Board of Directors is responsible for the preparation and presentation of these interim financial statements in accordance with International Accounting Standard 34 Interim Financial Reporting. Our responsibility is to express a conclusion on these interim financial statements based on our review.

## Scope of Review

We conducted our review in accordance with the International Standard on Review Engagements 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

## Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial statements as at 30 June 2025 is not prepared, in all material respects, in accordance with International Accounting Standard 34 *Interim Financial Reporting*.

KPMG AG

François Rouiller  
Licensed Audit Expert

Emre Demir  
Licensed Audit Expert

Basel, 22 July 2025