



Syngenta Finance AG, Basel

**Statutory Auditor's Report
to the General Meeting on the
Financial Statements 2024**

Statutory Auditor's Report

To the General Meeting of Syngenta Finance AG, Basel

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Syngenta Finance AG (the Company), which comprise the balance sheet as at 31 December 2024, and the income statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements comply with Swiss law and the Company's articles of incorporation.

Basis for Opinion

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

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

Key Audit Matters



Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

Board of Directors' Responsibilities for the Financial Statements

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

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



Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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



Report on Other Legal and Regulatory Requirements

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

Based on our audit in accordance with Art. 728a para. 1 item 2 CO, we confirm that the proposal of the Board of Directors complies with Swiss law and the Company's articles of incorporation. We recommend that the financial statements submitted to you be approved.

KPMG AG

Marc Stadelmann
Licensed Audit Expert
Auditor in Charge

Artem Chumakov

Basel, 6 March 2025

Enclosures:

- Financial statements (balance sheet, income statement and notes)
- Proposed appropriation of available earnings

Syngenta Finance AG, Basel

BALANCE SHEET (in CHF)

ASSETS	Note	31.12.2024	31.12.2023
Current assets			
Cash and cash equivalents		478	64,597
Other receivables third parties		9,293	4,259
Other short term receivables affiliates	2.1	<u>21,967,597</u>	<u>497,173,370</u>
Total current assets		<u>21,977,368</u>	<u>497,242,226</u>
Non-current assets			
Financial assets held with affiliates	2.2	709,280,868	589,510,600
Other non-current assets	2.3	<u>617,837</u>	<u>628,510</u>
Total non-current assets		<u>709,898,705</u>	<u>590,139,110</u>
Total assets		<u><u>731,876,073</u></u>	<u><u>1,087,381,336</u></u>
 LIABILITIES			
Short-term liabilities			
Other payables		59,112	59,569
Financial liabilities	2.4	1,353,890	477,579,368
Other short-term liabilities parent company	2.5	1,617,651	2,640,371
Accrued expenses	2.6	<u>307,836</u>	<u>448,670</u>
Total short-term liabilities		<u>3,338,489</u>	<u>480,727,978</u>
 Long-term liabilities			
Financial liabilities	2.7	<u>710,222,097</u>	<u>590,252,897</u>
Total long-term liabilities		<u>710,222,097</u>	<u>590,252,897</u>
 Shareholders' equity			
Share capital	2.8	10,000,000	10,000,000
Legal retained earnings:		1,085,000	938,000
Available earnings			
- Profit brought forward		5,315,460	2,524,183
- Profit for the year		<u>1,915,027</u>	<u>2,938,277</u>
Total shareholders' equity		<u>18,315,487</u>	<u>16,400,460</u>
Total liabilities & shareholders' equity		<u><u>731,876,073</u></u>	<u><u>1,087,381,336</u></u>

Syngenta Finance AG, Basel

INCOME STATEMENT (in CHF)

	Note	2024	2023
Financial income and expense			
Financial income	3.1	20,682,362	28,157,789
Financial expense	3.2	- 18,403,715	- 24,711,328
Total financial income, net		<u>2,278,647</u>	<u>3,446,461</u>
Operating expenses		<u>- 61,841</u>	<u>- 69,525</u>
Direct taxes		<u>- 301,779</u>	<u>- 438,659</u>
Profit for the year		<u>1,915,027</u>	<u>2,938,277</u>

Syngenta Finance AG, Basel

Notes to the financial statements 2024

1 Principles

Ownership

Syngenta Finance AG, domiciled in Basel, Switzerland, is a fully owned subsidiary of Syngenta AG, domiciled in Basel.

General aspects

The financial statements of Syngenta Finance AG were prepared according to the provisions of the Swiss Law on Accounting and Financial Reporting (32nd title of the Swiss Code of Obligations). The significant accounting and valuation principles applied that are not prescribed by Swiss Law are described below.

Foregoing a cash flow statement and additional disclosures in the notes

Syngenta Finance AG is a subsidiary of Syngenta AG. Syngenta AG and its subsidiaries are presenting consolidated financial statements in accordance with a recognized accounting standard (International Financial Reporting Standards as issued by the International Accounting Standards Board).

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into the reporting currency at the rate prevailing at the balance sheet date. Income and expenses are translated at the previous month's end closing rate. Syngenta Finance AG has no material transactions denominated in foreign currencies.

Other affiliates

All affiliates, which are directly or indirectly controlled by Syngenta AG are included in other affiliates, with the exception of all direct and indirect parent companies of Syngenta Finance AG, these are presented under parent companies.

Syngenta Finance AG, Basel

Notes to the financial statements 2024

2.1 Other short-term receivables from affiliates

Other short-term receivables as of 31 December 2024 consist of:

- Interest receivable in the amount of CHF 1.2 million (CHF 2.9 million in 2023),
- Guarantee fee receivable in the amount of CHF 1.6 million (CHF 2.6 million in 2023)
- Deposit of CHF 19.2 million (CHF 18.0 million in 2023).

All amounts are due from the Syngenta Treasury Branch of Syngenta Crop Protection AG, Basel.

No short-term loans were outstanding as of 31 December 2024 (CHF 473.7 million in 2023).

2.2 Financial assets held with affiliates

Financial assets consist of loans to the Syngenta Treasury Branch of Syngenta Crop Protection AG, which are granted with the same maturity as the bonds (refer to note 2.7) to finance them. Loans falling due within a year are included in other short-term receivables from affiliates.

2.3 Other non-current assets

Other non-current assets consist of the issuance costs of the bonds which are amortized over the maturity of the underlying bonds (refer to note 2.7).

2.4 Financial liabilities (short-term)

Financial liabilities consist of accrued interest on outstanding long-term and short-term financial liabilities against third parties. No short-term bonds were outstanding as of 31 December 2024.

2.5 Other short-term liabilities parent company

Other short-term liabilities consist of guarantee fees on bonds payable to Syngenta AG, the guarantor of the issued bonds as per note 2.7 below.

2.6 Accrued expenses

Accrued expenses mainly consist of tax and audit fee accruals.

2.7 Financial liabilities (long-term)

The amount comprises the following Swiss domestic bonds and term loan (in million CHF):

Nominal (mCHF)	Bond / Loan	Interest rate	Issued on	Maturity (ending)	Interest settlement
150	Bond	2.125%	7 Apr 2014	15 years (1 Nov 2029)	01. Nov
140	Bond	0.700%	25 Feb 2020	6 years (9 Dec 2026)	09. Dez
120	Bond	1.500%	26 Nov 2024	3 years (26 Nov 2027)	26. Nov
300	Loan	SARON + 0.550%	2 Mar 2022	4 years (27 Feb 2026)	quarterly

710 Total outstanding

0 whereof current

2.8 Share capital

The share capital consists of 10'000 shares with a nominal value of CHF 1'000.

Syngenta Finance AG, Basel

Notes to the financial statements 2024

3 Information on the Income Statement

	2024	2023
	CHF	CHF
3.1 Financial income		
Interest income other affiliates	20,682,362	28,157,789
Financial income	20,682,362	28,157,789
3.2 Financial expense		
Interest expenses third party	14,442,512	18,544,431
Financial expenses parent company	3,743,087	5,823,026
Amortization of other non-current assets	217,073	333,720
Other financial expense	1,043	10,151
Financial expense	18,403,715	24,711,328

Syngenta Finance AG, Basel

Notes to the financial statements 2024

4 Other information

General remarks

Syngenta Finance AG is together with Syngenta Finance N.V. a co-issuer of the \$7.5 billion Euro Medium Term Note Programme dated 10 May 2022 (the Programme). No bonds were issued by Syngenta Finance AG as at 31 December 2024 under the Programme.

Number of employees

There are no employees in the service of Syngenta Finance AG.

Contingent liabilities

The Company is part of the Syngenta Crop Protection Swiss VAT Group and is therefore jointly and severally liable for the entire amount due to the Swiss tax authorities by the Syngenta Crop Protection Swiss VAT Group.

Audit Fees

Audit fee expenses for the fiscal year 2024 are CHF 61'841 (CHF 69'525 for the fiscal year 2023).

No fees for non-audit services were incurred or paid to the auditors during 2024 and 2023.

Syngenta Finance AG, Basel

APPROPRIATION OF AVAILABLE EARNINGS (in CHF)

(Proposal of board of directors)

2024

CHF

Retained earnings brought forward	5,315,460
Profit for the year	<u>1,915,027</u>
Total available earnings	7,230,487
Allocation to general legal retained earnings	<u>96,000</u>
To be carried forward	<u><u>7,134,487</u></u>