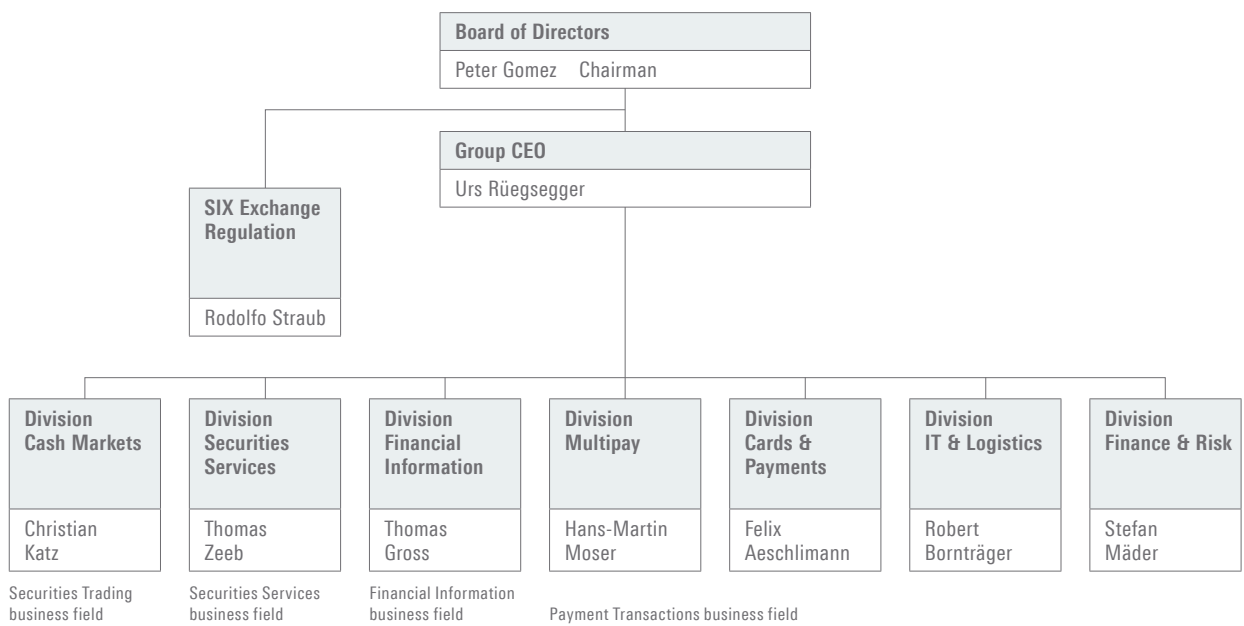


Organization and competencies

Management structure and shareholders

SIX Group Ltd is an unlisted public limited company domiciled in Zurich. SIX Group Ltd operates in four business fields via seven divisions.

Organization (as at 31.12.2010)



Participations

The individual participations of SIX Group Ltd are presented in the financial report, which is published on the Internet: www.six-group.com/about_sixgroup/publications.

All previous owners of the merger partners are represented among the shareholders. The shares are widely distributed, i.e. no one owner or bank category has an absolute majority. All shareholders are bound by a shareholders agreement.

Equity structure

SIX Group Ltd's total equity amounts to CHF 19,521,905 and is divided into 19,521,905 registered shares with a par value of CHF 1 each. Of this amount, 607,864 (3.11%) are owned by SIX Group (treasury shares). The transfer of registered shares is restricted by the articles of association.

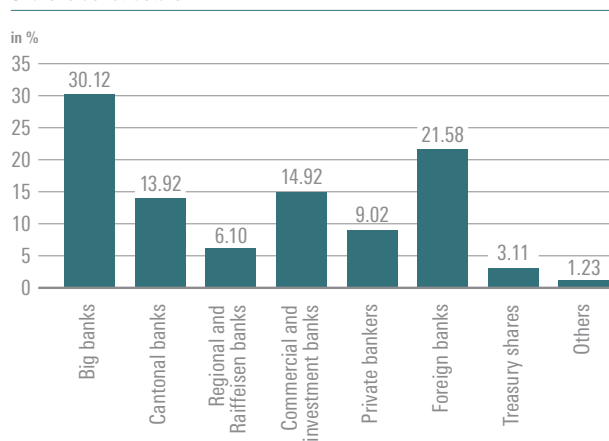
Shareholders' participation right

The transfer of shares must be approved by the Board of Directors. Subject to Art. 685b para. 4 Swiss Code of Obligations (CO), approval may be refused for significant reasons as mentioned in the articles of association.

A resolution by the general meeting, backed by at least two thirds of the represented votes and an absolute majority of the par value of represented shares, is required along with a statutory quorum pursuant to Art. 704 para. 1 CO in order to:

1. ease or lift the transfer restriction on registered shares;
2. convert bearer shares into registered shares;
3. dissolve the corporation through liquidation;
4. modify this Article.

Shareholder structure



Ordinary share capital	CHF 19,521,905.00
Authorized share capital	-
Conditional share capital	-
Registered shares (par value CHF 1)	19,521,905
Security number	37682280

as at 31.12.2010



Board of Directors

Members of the Board of Directors

On 31 December 2010, the Board of Directors consisted of ten non-executive members.

Prof. Dr. Peter Gomez*, Chairman (1947)**

Swiss citizen, member of the Board since 1 January 2008, elected until 2011. Education: Graduate degree, Ph.D. and habilitation, University of St. Gallen.

Career

1975–1976 Research fellow, University of St. Gallen. 1977–1978 Visiting Professor, State University of New York, Binghamton, USA. 1979–1983 Member of the Executive Board, Ringier Group, Zurich. 1983–1989 Member of the Executive Board, Distral Group, Zurich. 1989 Founding partner Valcor Ltd, Küsnacht. Since 1990 Tenured professor of Business Administration, Director of Institute of Management (IfB), University of St. Gallen. 1995–1998 Dean of the Department of Management and Vice President, University of St. Gallen. 1999–2005 President, University of St. Gallen. Since 2005 Dean of the Executive School of Management, Technology and Law, University of St. Gallen. 2006–2007 Chairman of the Board of Directors, SWX Group Zurich.

Further activities and mandates

- Chairman of the Board of Directors of the Eurex companies, Zurich/Frankfurt

- Dean, Executive School of Management, Technology and Law, University of St. Gallen
- Director, Institute of Management, University of St. Gallen
- Chairman, Max Schmidheiny Foundation, St. Gallen
- Chairman of the Association of Friends of the FDP. The Liberals (Freunde der FDP. Die Liberalen)
- Chairman, Foundation for the Promotion of System-Oriented Management Theory, St. Gallen
- Member of the Board, Technical University of Aachen (RWTH), Aachen
- Member of the Board, St. Gallen Foundation for International Studies, St. Gallen
- Member of the Board of Trustees, Alfred Herrhausen Society for International Dialogue, Frankfurt
- Member of the Board, Swiss Finance Institute, Zurich
- Member of the Executive Committee of various institutes, University of St. Gallen
- Member of the Board of Directors, Valcor AG, Zurich
- Chairman of the Board of Directors of various Group companies

Dr. Romeo Lacher, Vice Chairman (1960)**

Swiss citizen, member of the Board since 1 January 2008, elected until 2011. Education: Graduate degree and Ph.D. in Business Administration, University of St. Gallen; AMP, Harvard Business School, Boston, USA.

Career

After studies: Three years of professional experience in the insurance business. 1990–1993 Head of Marketing Promotion, Credit Suisse, Zurich. 1994–1997 Head of Product Development/Product Management Retail Banking, Credit Suisse, Zurich. 1997–2000 Head of Retail Customer



The Board of Directors as at 31 December 2010 (from left): Stephan Zimmermann, Herbert J. Scheidt, Prof. Dr. Peter Gomez, Ruth Metzler-Arnold, Dr. Romeo Lacher, Dr. Philipp Halbherr, Hermann Wirz, Dr. Pierin Vincenz, Eduardo Leemann, Christophe Gabriel.

Business, Credit Suisse. *2000–2003* Head of Product Management Banking Products and Internet Banking, Credit Suisse, Zurich. *2004–2006* Member of the Executive Board and Head of Operations, Credit Suisse, Zurich. *Since 2006* Member of the Private Banking Management Committee/Global Head of Private Banking Operations, Credit Suisse.

Further activities and mandates

- Chairman of the Board of Directors, SIX Interbank Clearing, Zurich
- Member of the Board of Directors, Swisscard AECS Ltd, Horgen
- Member of the Board of Directors, CLS Group Holdings AG, Zurich

Stephan Zimmermann*, Vice Chairman (1956)**

Swiss citizen, member of the Board since 1 January 2008, elected until 2011. Education: Business informatics specialist.

Career

1996–1997 Head of the Services business field, member of the Executive Board, Swiss Bank Corporation (SBC), Basel. *1997* Member of the Extended Group Executive Board, Swiss Bank Corporation (SBC), Basel. *1998–2002* Head of Operations, Private and Business Customers division, UBS AG, Zurich. *2002–2005* Head of Operations, Wealth Management & Business Banking, UBS AG, Zurich. *2005–2009* Chief Operations Officer, Global Wealth Management & Business Banking, UBS AG, Zurich. *2009* Chief Executive Officer, UBS Deutschland AG, Frankfurt am Main. *2010* Head of Group Internal Audit, UBS AG, Zurich. *Since 2011* Chief Operating Officer, Wealth Management, UBS AG, Zurich.

Further activities and mandates

- Vice Chairman of the Board of Directors, SWIFT Scrl, La Hulpe, Belgium

Christophe Gabriel (1961)

Swiss citizen, in office since 27 October 2009, elected until 2011. Education: Graduate degree in Business Management and Business Information Technology, University of Zurich.

Career

1983–1984 Different internships in Sweden, France and Venezuela. *1985–1991* Andersen Consulting in Zurich and Geneva, various projects in the finance sector, in particular with SOFFEX. *1991–1994* Compagnie de Services et de Conseils, various projects in the finance sector. *1994–1996* Head of Development of Financial Applications Lombard Odier & Cie. *1996–1998* Head of Financial Controlling, Lombard Odier & Cie. *1998–2001* Head of Operations, Lombard Odier & Cie. *Since 2001* Head of IT and Operations, member of the Executive Board, Lombard Odier Darier Hentsch & Cie.

Dr. Philipp Halbherr* (1952)

Swiss citizen, member of the Board since 20 September 2008, elected until 2011. Education: Graduate degree and Ph.D. in Economics, University of Zurich.

Career

1983–1987 National research program No. 9 “Economic development”, assistant to head of program. *1984–1987*

* Member of the Audit Committee

** Member of the Nomination & Compensation Committee

*** Member of the Risk Committee

Lecturer, HWV, Zurich. 1977–2003 Various lecturing assignments, University of Zurich. 1987–1989 Research grant from Swiss National Science Foundation, Stanford University, USA. Zürcher Kantonalbank: 1995–2000 Head of Central Risk Controlling. 1991–2002 Head of Economics. 1999–2004 Head of Treasury. 2002–2005 Head of Financial Management. 2005–2008 Head of the Finance business unit. Since July 2008 Head of the Investment Banking business unit.

Further activities and mandates

- Member of the Board, Swiss Finance Institute, Zurich
- Chairman of the Board of Directors, Adamant Biomedical Investments Ltd, Zurich

Eduardo Leemann (1956)**

Swiss citizen, member of the Board since 1 January 2008, elected until 2011. Education: Graduate of Economics and Business Administration HWV (Higher School for Economics and Administration) Zurich, and Advanced Executive Program, J.L. Kellogg Graduate School of Management, Northwestern University, Chicago, USA.

Career

1981–1985 Private Banking South and Central America, Julius Baer. 1985–1990 responsible for the setup of Private Banking, Bank Julius Baer, New York. 1990–1992 Deputy Head of Private Banking Department (worldwide private banking operations with direct responsibility for the western hemisphere, Switzerland and comprehensive marketing), Julius Baer. 1992–1997 Member of the Management Board and Head of Private Banking, Goldman, Sachs & Co, Zurich. Since 1997 Chief Executive Officer, AIG Private Bank (today Falcon Private Bank), Zurich, later Chairman of the Board, AIG Private Bank, Senior Managing Director and Head of AIG Global Wealth Management, AIG Investments. In September 2008, Eduardo Leemann returned to the Executive Board of AIG Private Bank and today, he is Chief Executive Officer, Falcon Private Bank Ltd.

Further activities and mandates

- Chairman of APEN AG, Zug

- Chairman of the Board of Directors, AIRE GmbH & Co. KGaA, Frankfurt am Main
- Member of the Board of Directors, Association of Foreign Banks in Switzerland, Zurich

Ruth Metzler-Arnold* (1964)

Swiss citizen, member of the Board since 1 January 2008, elected until 2011. Education: lic. iur., Swiss certified accountant, University of Fribourg.

Career

1989–1990 UBS. 1990–1999 Audit and consultancy, PricewaterhouseCoopers. 1996–1999 Cantonal Councillor (Department of Finance), Canton of Appenzell Inner-rhoden, Switzerland. 1999–2003 Federal Councillor, Swiss Federal Department of Justice and Police. 2004–2005 Lecturer at the University of St. Gallen. 2005–2006 Member of the Executive Board and Head of the Legal Department at Novartis Group, France. 2006–2010 Head of Investor Relations, Novartis. Since 2010 Independent consultant, owner of METZLER Strategy, Management, Communications.

Herbert J. Scheidt* (1951)**

German and Swiss citizen, member of the Board since 1 January 2008, elected until 2011. Education: MBA, University of New York; BA & MA in Economics, University of Sussex.

Career

1982–1986 Various management positions at Deutsche Bank AG, Frankfurt and Essen. 1986–1990 Head of Eurobond Capital Market Team, Vice President, Deutsche Bank Capital Corporation, New York. 1990–1993 Head of Corporate Finance, Director, Deutsche Bank Italy, Milan. 1993–1996 Head of Distribution, Managing Director, Private Banking Division, Deutsche Bank AG, Frankfurt. 1996–2000 Head of Private Banking Europe and Middle East, Deputy CEO, Deutsche Bank (Suisse) SA, Geneva. 2000 Head of Private Banking International, Deutsche Bank Group, Geneva, and member of Group Executive Committee, Wealth Management, Frankfurt. 2001 Chief Executive Officer, Deutsche Bank

(Suisse) SA. *Since 2002* Chief Executive Officer, Vontobel Group.

Further activities and mandates

- Member of the Board of Directors, Swiss Bankers Association, Basel
- Member of the Board of Directors, Association of Swiss Commercial and Investment Banks (VHV), Zurich
- Vice Chairman of the Board of Directors, Hero Ltd, Lenzburg
- Member of the Board of Directors, German Society for Foreign Policy (DGAP), Berlin
- Member of the Board, Ernst von Siemens Music Foundation, Munich
- Two foundation board mandates

Dr. Pierin Vincenz* (1956)

Swiss citizen, member of the Board since 1 January 2008, elected until 2011. Education: Graduate degree in Business Administration, Ph.D. in Economics, University of St. Gallen.

Career

1979–1982 Swiss Auditing and Fiduciary Company, St. Gallen. *1986–1990* Global Treasury, GD, Swiss Bank Corporation, Zurich; Vice Director, Swiss Bank Corporation O'Conner Services L.P., Chicago. *1991–1996* Vice President and Treasurer, Hunter Douglas, Lucerne. *1996* Member of the Executive Board, Head of Finance, Raiffeisen Group, St. Gallen. *Since 1999* Head of the Executive Board, Raiffeisen Group, St. Gallen.

Further activities and mandates

- Chairman of the Board of Directors, Aduno Holding Ltd and Aduno SA, Opfikon
- Member of the Board of Directors Committee, Swiss Bankers Association
- Member of the Board of Directors, Vontobel Holding Ltd, Zurich
- Member of the Board of Directors, Helvetia Insurances, St. Gallen
- Member of the Board of Directors, Mortgage Bond Bank of the Swiss Mortgage Institutions, Zurich

- Member of the Board, Swiss Finance Institute, Zurich
- Member of the Steering Committee, UNICO Banking Group, Brussels
- Vice Chairman of the Board of Directors, Raiffeisen Jubilee Foundation, St. Gallen
- Member of the Board of Directors, Action for Foster Children, Switzerland
- Member of the Board, Foundation for Clinical Cancer Research of Eastern Switzerland, St. Gallen – Foundation Board, Speranza (support and advancement of occupational integration and training in Switzerland), Aarau

Hermann Wirz** (1947)

Swiss citizen, in office since 27 October 2009, elected until 2011. Education: Business Administration. Programme for Executive Development, IMD, Lausanne.

Career

1968–1969 Financial and Management Accounting, Elektrizitätswerk Luzern, Switzerland. *1969–1971* Management Accounting, Shell Switzerland. *1972* Internship Factory Administration, Nestlé England and Spain. *1973–1979* Head of Factory Administration, Industrial Accounting and Budgeting, Nestlé Venezuela. *1980–1984* Manager Operational Control Latin America, Nestec Switzerland. *1984–1989* Director Financial & Control, Nestlé Peru. *1989–1995* Director of Finance & Control, Nestlé Venezuela. *1995–2000* Executive Vice President and Chief Financial Officer, Nestlé Mexico. *Since 2001* Chief Accounting Officer, Nestlé SA, Switzerland.

Further activities and mandates

- Member of the Board of Directors, Alcon Inc., Hünenberg (2009/2010)
- Member of the Board of Directors, Intercona Re AG, Cham
- Member of the Board of Directors, Nestlé Health Science SA, Lutry

* Member of the Audit Committee

** Member of the Nomination & Compensation Committee

*** Member of the Risk Committee

The Board of Directors consists of up to ten members. It is elected for a period of three years. The Board of Directors constitutes itself. All business relationships with members of the Board and associated persons are conducted within the framework of regular business and under the same terms as are applicable to comparable transactions with externals. These transactions do not carry enough weight to be able to impair the freedom of judgment or independence of the members of the Board of Directors.

Internal organization and competency rules

As the company's highest governing body, the Board of Directors is responsible for supervising the Group Executive Board. The tasks and competencies of the Board of Directors, its committees and of the Group Executive Board as corporate bodies of SIX Group Ltd are defined in the articles of association, the rules of organization and the competency rules. Tasks of the Board of Directors are generally assigned to the committee responsible. The Board of Directors has three committees, the Audit Committee, the Nomination & Compensation Committee and the Risk Committee. Insofar as the committees are assigned discretionary powers by the competency rules, the duties of the Board of Directors are limited to supervision of the committees. The committees regularly report to the Board of Directors, generally at each meeting. The committees of the Board of Directors also accept reports pertaining to their sphere of responsibility from the Group Executive Board and supervise the respective operating business, in particular with regard to compliance with the articles of association, regulations and directives. Meetings of the Board of Directors and committees generally have a duration of between two hours and half a day. The Chairman of the Group Executive Board is present at all meetings of the Board of Directors and committees. The Chairmen of the committees decide whether further members of the Group Executive Board or other management staff are to be summoned, depending on the agenda. If deemed necessary, representatives of the

external auditors participate in the Board of Directors' discussion of their reports. In the year under review, the Board of Directors convened on six occasions, one of which was a one-day strategy seminar. The Chairman of the Board of Directors, or the Chairmen of the committees, define the agendas of meetings. The deliberations and resolutions are recorded in the form of minutes. The minutes of the committees are sent to all members of the Board of Directors. Moreover, the Chairmen of the committees deliver an oral report on important events and resolutions at every Board of Directors meeting.

Audit Committee (AC)

The AC consists of three to four non-executive members of the Board of Directors. The activities of the AC are stipulated by the law, the FINMA circular 08/24, the articles of association and the rules of organization (including the competency rules).

The AC assumes tasks related to accounting and financial reporting, the internal controlling system, the external auditors and the Internal Audit department. AC meetings are attended by the Group CEO, the Group CFO and representatives of the internal and external auditors. Five such meetings were held in the report year.

Nomination & Compensation Committee (NCC)

The NCC consists of three to four non-executive members of the Board of Directors. The activities of the NCC are stipulated by the law, the articles of association and the rules of organization (including the competency rules).

On behalf of the Board of Directors, the NCC does the groundwork for all decisions on important personnel and related organizational issues at the Group Executive Board and senior management level, including all issues pertaining to remuneration. The NCC meetings are attended by the Chief Executive of the Group (CEO) and the Head of Human Resources. Four such meetings were held in the report year.

Risk Committee (RC)

The RC consists of three to four non-executive members of the Board of Directors. The activities of the RC are stipulated by the law, the articles of association and the rules of organization (including the competency rules).

The RC assumes the duties of the Board of Directors in the framework of SIX Group Ltd's risk management in accordance with the risk policy. Furthermore, the RC carries out tasks related to the divisional operations of Securities Services. RC meetings are attended by the Group CEO, the Group CFO and the Group CRO. Four such meetings were held in the report year.

Internal Audit

Internal Audit functionally reports to the Audit Committee and administratively directly to the Chairman of the Board of Directors. It supports the supervisory and controlling functions of the Board of Directors and executes the audit tasks assigned to it. It disposes of an unrestricted right of audit within SIX Group Ltd and all Group companies and has access to all business documents at all times. Internal Audit coordinates its activities with the external auditors as well as with those responsible for Compliance and Risk Controlling.

Informational and supervisory instruments with regard to the Group Executive Board

SIX Group Ltd disposes of a fully developed management information system (MIS) which supports the Board of Directors in the performance of its supervisory duties and in monitoring the competencies assigned to the Group Executive Board. A comprehensive interim statement containing budget and year-on-year comparisons is submitted quarterly to the Board of Directors. As of 1 January 2010, a new, harmonized financial management tool was introduced for all SIX Group business fields.

The Chairman of the Board of Directors is provided with the minutes of the Group Executive Board meetings.

Risk management and compliance

The Board of Directors is informed about the risk situation at regular intervals. For market risk, the current situation is compared with the corresponding limits. The systems and methods used are described in the Risk Management section of the financial report (page 9), which is published on the Internet: www.six-group.com/about_sixgroup/publications. The current risk situation is outlined in the section Risk situation. Furthermore, the Group disposes of an internal control system (ICS) consisting of regulations, internal directives and corresponding measures which serve to ensure that business operations are conducted properly. A corresponding compliance program also ensures that statutory and regulatory requirements are met. The annual report on compliance activities is approved by the RC.



Group Executive Board

Members of the Group Executive Board

On 31 December 2010, SIX Group's Executive Board (GExB) consisted of eight members. Dr. Stefan Mäder joined the company in December 2010 as CFO.

Dr. Urs Rügsegger (1962)

Swiss citizen, Group Chief Executive Officer (CEO). Education: Graduate degree in Business Administration, Ph.D. in Economics, University of St. Gallen.

Career

Swiss Re: 1991–1993 Head of Finance and Services at the subsidiary group Audatex Ltd. St. Galler Kantonalbank: 1993–1997 Head of Accounting, Controlling and Risk Management. 1997–2000 Head of the Projects & Organization unit, member of the Executive Board. 2000–2001 Head of the Service Center. 2001–2008 CEO. Since 2008 Group CEO, SIX Group Ltd, Zurich.

Further activities and mandates

- Member of the Board of Directors of the Eurex companies Zurich/Frankfurt
- Chairman of the Board of Directors, Cetrel SA, Luxembourg
- Chairman of the Board of Directors, Concert and Theatre Society, St. Gallen
- Chairman or member of the Board of Directors of various Group companies

Dr. Christian André Katz (1967)

Swiss citizen, Chief Executive Officer (CEO) of the Cash Markets division. Education: Graduate studies in Business Administration, Ph.D. in Economics, University of St. Gallen.

Career

1993–1997 Derivatives Sales, Credit Research, SBC Warburg, Zurich and Hong Kong. 1997–1998 Senior Manager, Head of Asia Research, London Forfaiting Company, London and Hong Kong. 1998–2005 Vice President, Head of Equities Sales for Switzerland, J.P. Morgan, London. 2005–2006 Vice President, Head of Research Marketing for Europe, J.P. Morgan, London. 2006–2009 Managing Director, Head of Equities & Institutional Equity Derivatives and Office Head, Goldman Sachs International, Zurich Representative Office, Zurich. Since 2009 CEO, Cash Markets division, SIX Group Ltd, Zurich.

Further activities and mandates

- Member of the Board of Directors of the Scoach Companies
- Chairman or member of the Board of Directors of various Group companies
- Member of the Board of the Federation of European Securities Exchanges (FESE)

Thomas Zeeb (1964)

Canadian citizen, Chief Executive Officer (CEO) of the Securities Services division. Education: BA Honors Business Administration, University of Western Ontario, London, Ontario; MBA, Katholieke Universiteit Leuven, Leuven, Belgium.



The Group Executive Board as at 31 December 2010 (from left): Dr. Urs Rügsegger, Thomas Gross, Felix Aeschlimann, Robert Boroträger, Thomas Zeeb, Dr. Stefan Mäder, Hans-Martin Moser, Dr. Christian André Katz.

Career

1996–1998 Vice President, Sales Manager, Continental Europe, Bank of New York, London. 1998–2002 Managing Director, Head of Sales, Bank of New York, London. 2002–2004 Managing Director, Non-Bank Client Executives, Bank of New York, London. 2004–2005 Director, Head of Section, Clearstream Banking SA, London. 2006 Director, Head of Department, Clearstream Banking SA, London. 2006–2008 Member of the Board, Clearstream International SA, Luxembourg. 2008 Member of the Board, Clearstream Banking SA, Luxembourg. Since 2008 CEO, Securities Services division, SIX Group Ltd, Zurich.

Further activities and mandates

- Chairman or member of the Board of Directors of various Group companies
- Member of the Board, Link Up Markets

Hans-Martin Moser (1955)

Swiss citizen, Chief Executive Officer (CEO) of the Multipay division. Education: Business economist.

Career

1979–1996 Marketing & Sales, Kraft Jacobs Suchard Ltd, Switzerland. 1997–2000 Trade Marketing, Hero Switzerland Ltd, Lenzburg. 2001–2003 CEO, Dannemann Switzerland Ltd, Burg AG. 2004–2007 CEO, Telekurs Multipay Ltd, Zurich. Since 2008 CEO, Multipay division, SIX Group Ltd, Zurich.

Further activities and mandates

- Member of the Board, Society for Technical Cooperation ep2
- Chairman, Card Committee MasterCard, Switzerland
- Member, Issuer Acquirer Forum VISA, Switzerland
- Chairman of the Board of Directors of various Group companies

Felix Aeschlimann (1948)

Swiss citizen, Chief Executive Officer (CEO) of the Cards & Payments division. Education: Commercial clerk with federal certificate.

Career

1983–1986 COO, Vice Director, Swiss Bank Corporation, Luxembourg. 1986–1990 Head of the IT Division, Executive Director, Swiss Bank Corporation, London. 1990–1994 Head of the IT division, Managing Director, Swiss Bank Corporation, Basel and Zurich. 1994–1997 COO, member of the Executive Board, Financial Services, SBZ, Olten. 1997–2003 Head of the Financial Solutions division, member of the Executive Board, Systor Ltd, Basel and Zurich. 2003–2007 Head of Card Solutions, member of the Executive Board, Financial Services, Telekurs Ltd, Zurich. Since 2008 CEO, Cards & Payments division, SIX Group Ltd, Zurich.

Further activities and mandates

- Member of the Board of Directors, Cetrel SA, Luxembourg
- Member of the Board of Directors, Rolotec Ltd, Bienne
- Chairman or member of the Board of Directors of various Group companies

Robert Boroträger (1960)

Swiss citizen, Chief Executive Officer (CEO) of the IT & Logistics division. Education: Graduate studies in Computer Science, ETH Zurich; graduate studies in Economics with focus on IT, University of Zurich; lic. oec. diploma in Business Informatics; further training in executive management, IMD, Lausanne.

Career

Various positions in IT as consultant and developer. 1993–1998 CEO, Swissair, Sweden and Hungary. 1998–2001 Chief Information Officer, member of the Executive Board, Swisscargo Ltd and Cargologic AG, Zurich. 2002–2003 CEO, Integralis Switzerland Ltd, Glattbrugg. 2003–2005 Chief Information Officer, member of the Extended Executive Board, Swiss International Air Lines Ltd., Zurich. 2005–2007 CEO and member of the Executive Board, Telekurs Services Ltd/Telekurs Holding, Zurich. Since 2008 CEO, IT & Logistics division, SIX Group Ltd, Zurich.

Further activities and mandates

- Member of the Board, Swiss IT Leadership Forum
- Chairman of the Board of Directors of a Group company

Dr. Stefan Mäder (1963)

Swiss citizen, Chief Financial Officer (CFO) and Head of the Finance & Risk division. Education: Graduate degree and Ph.D. in Applied Economics, University of Zurich.

Career

1988–1994 Lecturer, Socioeconomic Institute, University of Zurich. 1991–1994 Research fellow, Institute for Empirical Research in Economics, University of Zurich. 1994–1996 Economist, International Monetary Relations, Swiss National Bank. 1996–1997 Financial Analyst, Global Asset Management, Zurich Financial Services, Zurich. 1998–2001 Head of Global Investment Management Services, Zurich Financial Services, Zurich. 2001–2002 Chief Operating Officer, Ecofin Research and Consulting AG, Zurich. 2002–2004 Chief

Investment Officer, member of the Executive Board, Zurich, Switzerland, Zurich. 2004–2007 Head of Finance and Services, CFO, member of the Executive Board, Zurich, Switzerland, Zurich. 2007–2010 CFO Europe, member of the Executive Board, Zurich Europe General Insurance, Zurich. Since December 2010 Head of Finance & Risk division, and CFO, SIX Group Ltd, Zurich.

Further activities and mandates

- Member of the Board of Directors, Cetrel SA, Luxembourg
- Member of the Board of Directors of various Group companies

Thomas Gross (1964)

Swiss citizen, Chief Executive Officer (CEO) of the Financial Information division. Education: lic. iur., University of Neuchâtel; MBA, MIT Sloan School of Management, Cambridge MA, USA.

Career

1989 Project Manager, BSI, Lugano. 1989–1990 Project Manager, SMH, Bienne. 1991–1992 Assistant to the Chairman, IPC Intercontinental Packaging Corporation, Rütli/Tuckahoe NY, USA. 1992–1993 Sales Representative, Hilti, Leipzig. 1995–2001 Management Consultant, McKinsey & Co., Zurich and São Paulo. 2001–2004 Head of Inhouse Consulting, Credit Suisse, Zurich. 2004–2009 Head of Securities Settlement, Credit Suisse, Zurich. Since 2009 CEO, Financial Information division, SIX Group Ltd, Zurich.

Further activities and mandates

- Vice Chairman, School Board of Kantonsschule Rychenberg, Winterthur
- Chairman or member of the Board of Directors of various Group companies

Remuneration

At the request of the Nomination & Compensation Committee, the Board of Directors defines Group-wide remuneration guidelines. The members of the Board of Directors receive a fixed salary. The Chairman of the Board of Directors and the members of the Group Executive Board receive a fixed basic salary as well as a variable cash payment. The latter is dependent on both company revenue and individual performance. Part of the payment received by members of the Group Executive Board is held for three years and then paid subject to continued employment with the company (deferred payment). In the year under review, ten members of the Group Executive Board and ten members of the Board of Directors were paid a total of CHF 10.6 million. This includes members of the Board of Directors and the Group Executive Board who either left, joined or intermittently filled a position during the course of the year. Along with the basic salary and variable payment, the amount also covers social and fringe benefits customary in the industry. SIX Group does not grant loans of any kind to either its employees or corporate bodies. Performance analysis is based on quantitative and qualitative objectives individually defined at the beginning of each business year. The objectives comprise the business result, strategy implementation and the achievement of personal goals.

SIX Group Ltd auditors

Ernst & Young Ltd was appointed as auditor of SIX Group Ltd on 1. January 2008 (having acted as auditor of SWX Group, SIX Group Ltd's previous trade name, since 2002). The Mandate Manager is Thomas Schneider, accredited audit expert. Iqbal Khan, also an accredited audit expert, is the auditor in charge. Supervision and control of external auditors and Group auditors reside with the Board of Directors. Discussion of the internal and external auditors' reports lies within the sphere of competence of the Board of Directors, who are supported in this endeavor by the Audit Committee. The Audit Committee regularly receives and discusses reports from representatives of the external auditors or

the Group auditors. Detailed information on remuneration is provided in the financial part:

www.six-group.com/about_sixgroup/publications.

Fees of the audit company

CHF 1,000	31.12.2010
Audit fee of Ernst & Young Ltd	1,846
Audit-related fees of Ernst & Young Ltd and tax consultancy	926

Information policy

Up-to-date information is available at www.six-group.com. Calls for meetings and messages to the shareholders are sent by mail to the addresses recorded in the share register. Subject to legal requirements, announcements to creditors are published in the Swiss Official Gazette of Commerce. SIX Group Ltd publishes its business results semi-annually. All registered shareholders are sent a brief report (shareholder letter) containing an overview of the Group's business development and activities. The annual report in German, English and French as well as the financial report in English can be downloaded from the SIX Group website www.six-group.com/about_sixgroup/publications or ordered from the following address:

SIX Management Ltd
Corporate Communications
Selnaustrasse 30, P.O. Box 1758
8021 Zurich
Switzerland