Annual Report 2021

Kuehne+Nagel Group key data

CHF million	2021	2020	2019	2018	2017	2016	2015
Turnover	36,699	23,812	25,295	24,825	22,220	19,985	20,283
Net turnover	32,801	20,382	21,094	20,774	18,594	16,525	16,731
Gross profit	9,896	7,475	7,981	7,709	7,023	6,550	6,251
In per cent of net turnover	30.2	36.7	37.8	37.1	37.8	39.6	37.4
EBITDA [1]	3,679	1,920	1,829	1,209	1,150	1,110	1,041
In per cent of net turnover [1]	11.2	9.4	8.7	5.8	6.2	6.7	6.2
EBIT	2,946	1,070	1,061	987	937	918	850
In per cent of net turnover	9.0	5.2	5.0	4.8	5.0	5.6	5.1
In per cent of gross profit (conversion rate)	29.8	14.3	13.3	12.8	13.3	14.0	13.6
EBT	2,945	1,059	1,047	994	955	935	878
In per cent of net turnover	9.0	5.2	5.0	4.8	5.1	5.7	5.2
Earnings for the year	2,155	789	800	772	740	720	679
In per cent of net turnover	6.6	3.9	3.8	3.7	4.0	4.4	4.1
Earnings for the year (Kuehne+Nagel share)	2,032	788	798	770	737	718	676
In per cent of net turnover	6.2	3.9	3.8	3.7	4.0	4.3	4.0
Depreciation, amortisation and impairment of assets [1]	733	850	768	222	213	192	191
In per cent of net turnover [1]	2.2	4.2	3.6	1.1	1.1	1.2	1.1
Operational cash flow [1]	3,688	1,904	1,746	1,156	1,148	1,062	1,045
In per cent of net turnover [1]	11.2	9.3	8.3	5.6	6.2	6.4	6.2
Capital expenditures for fixed assets	197	177	320	315	225	239	241
In per cent of operational cash flow	5.3	9.3	18.3	27.2	19.6	22.5	23.1
Total assets [1]	14,650	9,851	9,825	7,878	7,457	6,331	6,099
Non-current assets [1]	4,969	3,815	4,621	2,793	2,445	2,209	2,231
Equity	3,211	2,413	2,322	2,324	2,327	2,165	2,126
In per cent of total assets [1]	21.9	24.5	23.6	29.5	31.2	34.2	34.9
Total employees at year-end	78,087	78,249	83,161	81,900	75,876	70,038	67,236
FTEs of employees at year-end	73,516	72,021	78,448	77,416	71,263	65,718	63,343
FTEs at year-end including temporary staff	93,288	93,238	99,113	99,072	92,372	85,887	80,056
Personnel expenses	4,922	4,443	4,877	4,736	4,243	3,957	3,741
In per cent of net turnover	15.0	21.8	23.1	22.8	22.8	23.9	22.4
Gross profit in CHF 1,000 per FTE	106	80	81	78	76	76	78
Personnel expenses in CHF 1,000 per FTE	53	48	49	48	46	46	47
Basic earnings per share (nominal CHF 1) in CHF							
Consolidated earnings for the year (Kuehne+Nagel share) [2]	16.92	6.59	6.67	6.43	6.16	5.99	5.64
Distribution in the following year	10.00	4.50	4.00	6.00	5.75	5.50	5.00
In per cent of the consolidated net income for the year	59.1	68.3	60.0	93.3	93.4	91.8	88.6
Development of share price							
SIX Swiss Exchange (high/low in CHF)	361/197	206/121	164/126	181/123	181/133	144/124	148/118
Average trading volume per day	168,174	318,423	267,260	217,865	206,266	190,820	204,420

1 Figures prior to 2019 have not been restated for the impact of IFRS 16 Leases.
2 Excluding treasury shares.

Contents

Letter to our shareholders

Dear shareholders,

We look back once again on a turbulent and eventful financial year impacted by many factors, but a year that was extremely successful all the same. At the beginning of last year, the whole world was still hopeful that the pandemic year of 2020 would remain an exception. People started to understand Covid-19 and to protect themselves. Effective vaccines were developed and made ready for use within a very short space of time. They were produced and distributed worldwide just as quickly – also thanks to the drive of thousands of dedicated Kuehne+Nagel employees. Yet 2021 was indeed another unusual year for people all over the world who once again had to submit to the pandemic, as it was for companies too that had to contend with economic side effects such as disrupted supply chains alongside a sharp increase in consumer demand and the resulting bottlenecks.

For Kuehne+Nagel, 2021 was a year in which we were able to prove our brand promise to our customers day after day: offering the best and most flexible logistics solution under the most difficult of circumstances. Our 78,000 employees in Sea, Air, Road and Contract Logistics worked relentlessly for our customers, often even having to readjust routes during handling. In cases of Covid-related port closure, our specialists had to reroute the goods at short notice. Furthermore, in view of the surge in demand for healthcare and e-commerce services, we significantly adapted and transformed our offering very quickly, expanding it accordingly to meet the needs of our customers.

The Kuehne+Nagel Group demonstrated an impressive ability to adapt and proactively responded to the frequent changes around us. The Group performed very well in the financial year and seized opportunities that arose amidst the demanding environment. Kuehne+Nagel has proven its worth under these particular circumstances and also managed to demonstrate the essential role it plays for society — for example in the smooth and successful distribution of 1.2 billion doses of the Covid-19 vaccine all the way to the most remote corners of the world.

In a challenging environment, the Kuehne+Nagel Group generated net turnover in financial year 2021 of over 32.8 billion Swiss francs, more than ever before in the Company's history. At 2.9 billion Swiss francs, EBIT was also at a record level again. The conversion rate, which describes EBIT as a percentage of gross profit, reached 29.8%, far surpassing the average goal set for the long term of 16%. All our business units contributed to this success. Kuehne+Nagel's integrated logistics solutions were also able to win customers over – particularly in healthcare or e-commerce as well as e.g. for logistics applications in the aerospace industry. Last but not least, substantial investments of previous years in the digitalisation of our processes and operations paid off in 2021. This testing financial year showed just how much our digital pioneer role contributed to overall success.

Be it on the seven seas or up in the air, Kuehne+Nagel is the first port of call for winning logistics solutions across almost 1,300 company branch offices on five continents. In road transport, we were able to significantly expand our presence outside of Europe – particularly with innovative digital solutions for less-than-truckload handling or customs clearance. Following successful completion of our Contract Logistics restructuring at the start of 2021, this business unit also performed well.

The strategic focus on Asia initiated around four years ago by Kuehne+Nagel's Board of Directors has paid off in the form of organic growth, new key client wins and through acquisitions too. We have become one of the leading logistics providers in this important region and will continue to consolidate this position. The acquisition of our majority equity stake in Apex International Corporation (Apex) in 2021 is an important milestone in our strategy focussing on Asia, one of the fastest growing regions in the world's economy. Together with Apex, Kuehne+Nagel is already the market leader today for air freight on the key transpacific route between Asia and North America. Winning Partners Group, a leading global private market firm with Swiss roots, to join as a strategic minority shareholder has enabled us to secure long-term success. We are confident that we have found an ideal partner for Kuehne+Nagel's Asia expansion in Partners Group with its extensive experience and network.

2021 also saw Kuehne+Nagel decide on leadership transition. In November, our CEO to date, Dr. Detlef Trefzger, announced he would be stepping down from the position for personal reasons in August 2022. The Kuehne+Nagel Board of Directors appointed our long-standing head of Road Logistics, Stefan Paul, as the Group's new CEO. One of Kuehne+Nagel's principles is to plan the Company's path as far in advance as possible, which primarily includes filling leadership positions. In doing so, we aim to ensure continuity in culture and strategy. We are sure that with Stefan Paul as CEO at the helm, our Company will continue its impressive journey.

Dear shareholders and dear reader, we would like to thank you for again placing your confidence in us in the exceptional year that was 2021. Many of you have been with us as shareholders for a long while — we recognise the great responsibility and obligations that we have to you. At Kuehne+Nagel, we are in extremely good shape and on an excellent track. Hence, we propose to the AGM for the financial year 2021, a dividend in the amount of 10 Swiss francs per share.
I would like to thank you sincerely on behalf of the entire Board of Directors for your continued trust in Kuehne+Nagel. We would also like to thank the many thousand employees all over the world who make Kuehne+Nagel what it is: an outstanding company!

Dr. Joerg Wolle
Chairman of the Board of Directors

Status report

Economic environment

The Kuehne+Nagel Group (the Group) delivered a very strong result in 2021 in a business environment characterised by the uncertainties of the COVID-19 pandemic and by highly strained supply chains. The Group confirmed its global leading position in Sea Logistics with 4.6 million TEUs managed in container traffic and its leading market position in Air Logistics with 2.2 million tons where significant volume growth and improved profitability can be reported. Results in Road Logistics and Contract Logistics increased steadily over the course of the year and delivered consistently to the success of the Group.

Kuehne+Nagel's service offering is specialised in managing complex end-to-end supply chain solutions within a global network, controlled by Logistics Control Towers and executed by all Kuehne+Nagel business units. These integrated logistics solutions not only increase transparency and efficiency in the supply chain but also optimise the information flow between the service partners and customers. This allows Kuehne+Nagel to support and add value to its customers' value chain, a key factor in a highly competitive and fast growing market.

In 2021, the world economy experienced a global economic rebound with an estimated growth of 5.5 per cent after the recession caused by COVID-19 the year before (2020: -3.4 per cent growth). While the recovery was temporarily negatively impacted by local lockdowns and reduced overall activity, the global economy has gained momentum to reach pre-pandemic levels. For 2022, global growth of 4.1 per cent is forecasted. (Based on: World Bank, Global Economic Prospects, January 2022)

In 2021, the international logistics industry experienced world trade volume growth above the level of 2020 with an estimated increase of 9.3 per cent in 2021 versus -8.2 per cent in 2020. (Based on: IMF, World Economic Outlook Update, January 2022)

Logistics operations were shaped by disruptive events in global supply chains - some due to the COVID-19 pandemic and some due to operational bottlenecks in carrier, port and trucking operations. On the sea- and airfreight carrier side, the market in 2021 was characterised by a significant increase in freight rates caused by capacity shortages due to supply chain disruptions and operational inefficiencies. This drove a severe cost increase effect with respect to the Group's operational efforts to execute shipments, but also a significant expansion of gross margins.

Kuehne+Nagel's volume grew in line with the market. In combination with the large increase of freight rates, net turnover was 60.9 per cent greater than in 2020. Gross profit increased by 32.4 per cent and the Group was able to increase EBIT by 175.3 per cent in 2021.

The Group continued executing in-line with its strategy Roadmap 2022 presented at the Capital Markets Day 2017 with a focus on creating additional value through customer excellence, expansion into new services and leveraging the Group's strengths to extend from supply chain to value chain services. The ambition is to create sustainable growth in gross profit with new value chain services and selective acquisitions to leverage synergies and expertise. The overall aim is to reach an EBIT to gross profit margin (conversion rate) for the entire Group in excess of 16 per cent by 2022.

In the last year, the Group had to repeatedly shift the focus to the operational challenges to ensure and deliver customer excellence. However, the Group is well on track in the program and will reach its ambitions in digitisation as a game changer for productivity and market offering, investments in new opportunities connected to value expansion, acquisitions as an accelerator and continuous service excellence for customers.

Kuehne+Nagel is transitioning to a zero carbon business model and is driving a global zero carbon future for its customers by addressing the carbon dioxide equivalent footprint (CO_2e) of the transportation services involving its suppliers: airlines, shipping lines and haulage companies. Since 2020, Kuehne+Nagel is shipping all Sea Logistics less-than-container-load (LCL) shipments CO_2e neutral by compensating through nature-based projects.

A building block in Kuehne+Nagel's business strategy is proactively addressing climate change by measuring CO_2, reducing CO_2 when possible with low-carbon fuels and compensating for CO_2e. The Group has invested in various nature-based CO_2 compensation schemes, where carbon is being removed from the atmosphere. The emission credits obtained are in accordance with the highest international standards.

The Group's sustainability report addresses in detail Kuehne+Nagel's commitment to the principles of sustainable business practices and performance for the respective calendar year.

Key financial figures

CHF million	2021	2020	Variance in per cent
Turnover	36,699	23,812	54.1
Net turnover	32,801	20,382	60.9
Gross profit	9,896	7,475	32.4
Gross profit in per cent of net turnover	30.2	36.7	
EBITDA	3,679	1,920	91.6
EBIT	2,946	1,070	175.3
In per cent of net turnover	9.0	5.2	
In per cent of gross profit	29.8	14.3	
Earnings for the year	2,155	789	173.1
Earnings for the year (Kuehne+Nagel share)	2,032	788	157.9
Earnings per share basic (in CHF)	16.92	6.59	156.8
Operational cash flow	3,688	1,904	93.7
Capital expenditures for fixed assets	197	177	11.3
Total employees at year-end	78,087	78,249	–0.2
Total full-time equivalents of employees at year-end	73,516	72,021	2.1

Kuehne+Nagel's net turnover increased by CHF 12,419 million or 60.9 per cent in 2021, and gross profit grew by CHF 2,421 million or 32.4 per cent compared to the previous year, whereof the inorganic growth was 13.9 per cent of net turnover and 5.0 per cent of gross profit.

In 2021, EBIT increased by CHF 1,876 million or 175.3 per cent. At constant exchange rates and excluding acquisitions and divestments, the increase would have been CHF 1,275 million or 119.2 per cent. Earnings for the year 2021 increased by CHF 1,366 million or 173.1 per cent compared to 2020. In constant currencies and excluding acquisitions and divestments the Group would have increased the earnings for the year by CHF 917 million or 116.2 per cent.

Capital expenditure in fixed assets increased by CHF 20 million or 11.3 per cent to CHF 197 million compared to the previous year. In 2021, the Kuehne+Nagel Group decreased the number of employees year-on-year by 162 or 0.2 per cent from 78,249 to 78,087 employees, which includes a net reduction of 3,621 employees from business combinations. The number of full time equivalents of employees reached 73,516 versus 72,021, which is an increase of 1,495 or 2.1 per cent.

Income Statement

Turnover

In 2021, Kuehne+Nagel's turnover amounted to CHF 36,699 million representing an increase of 54.1 per cent or CHF 12,887 million compared to the previous year. Organic business growth resulted in an increase of turnover of CHF 10,165 million (42.7 per cent) while acquisitions and divestments contributed CHF 2,841 million (11.9 per cent). The exchange rate fluctuation had a negative impact of CHF 119 million (0.5 per cent).

Volumes in Sea Logistics increased by 1.9 per cent (84,000 TEUs), and turnover per TEU increased by 71.4 per cent to CHF 3,395 per TEU (2020: CHF 1,981). In Air Logistics, the volume increased by 54.9 per cent (787,000 tons), and the freight rate increased by 27.4 per cent per 100 kg to CHF 517 (2020: CHF 406).

From a regional perspective, Europe, Middle East and Africa "EMEA" (32.9 per cent), the Americas (86.1 per cent) and Asia-Pacific (96.5 per cent) all reported an increased turnover in 2021.

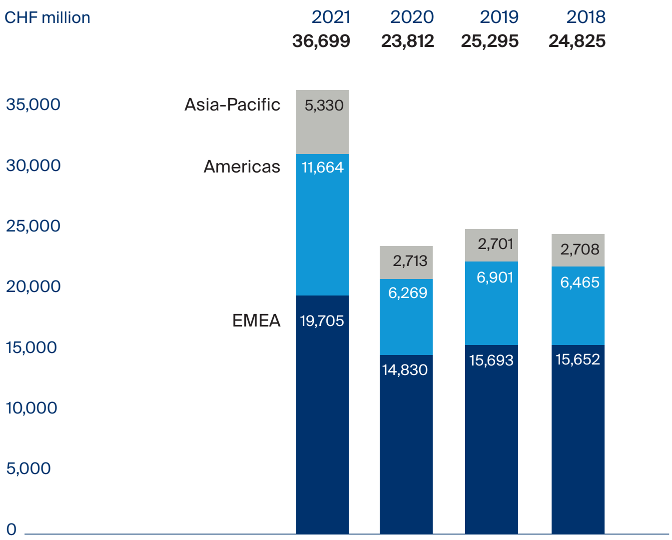
Exchange rate fluctuations between 2020 and 2021, based on average yearly exchange rates, led to an increased valuation of the Euro by 0.9 per cent and a devaluation of the US Dollar as well as dependent currencies by 3.0 per cent against the Swiss Franc, resulting in a negative impact of CHF 119 million (0.5 per cent) on turnover.

Net turnover

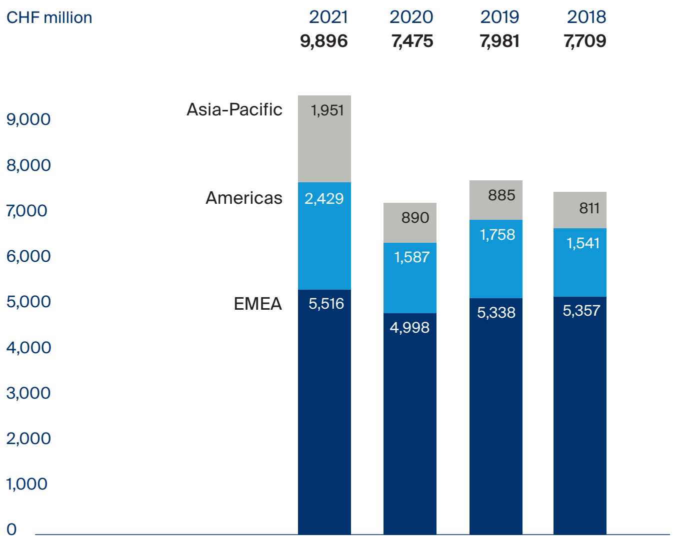
In 2021, Kuehne+Nagel's net turnover amounted to CHF 32,801 million representing an increase of 60.9 per cent or CHF 12,419 million compared to the previous year. Organic business growth resulted in an increase in net turnover of CHF 9,709 million (47.6 per cent) and acquisitions and divestments contributed CHF 2,839 million (13.9 per cent). The exchange rate fluctuation had a negative impact of CHF 129 million (0.6 per cent).

From a regional perspective, EMEA (34.8 per cent), the Americas (100.1 per cent) and Asia-Pacific (105.4 per cent) all reported an increase of net turnover in 2021.

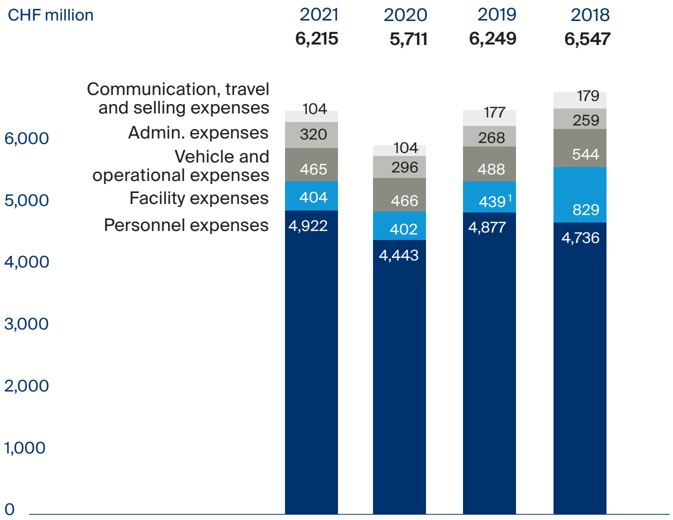
Regional turnover



Regional gross profit

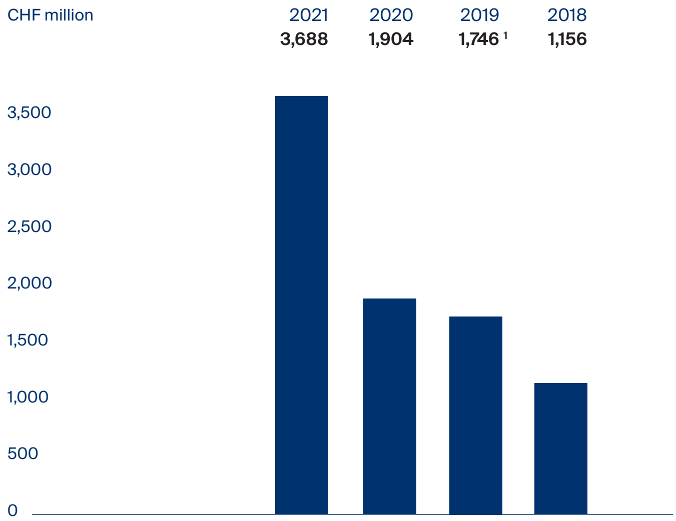


Operational expenses



1 Figures prior to 2019 have not been restated for the impact of IFRS 16 Leases.

Operational cash flow



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Gross profit

Gross profit amounted to CHF 9,896 million in 2021, which represents an increase of 32.4 per cent or CHF 2,421 million compared to the previous year. Organic business growth resulted in an increase in gross profit of CHF 2,052 million (27.5 per cent). Exchange rate fluctuation had a negative impact of CHF 8 million (0.1 per cent) and acquisitions and divestments contributed CHF 377 million (5.0 per cent) positively.

From a regional perspective, EMEA (10.4 per cent), the Americas (53.1 per cent) and Asia-Pacific (119.2 per cent) all reported a higher gross profit in 2021.

Operational cash flow

The operational cash flow increased by CHF 1,784 million to CHF 3,688 million in 2021 (for further information, please refer to the cash flow statement in the consolidated financial statements 2021 on page 51).

EBITDA

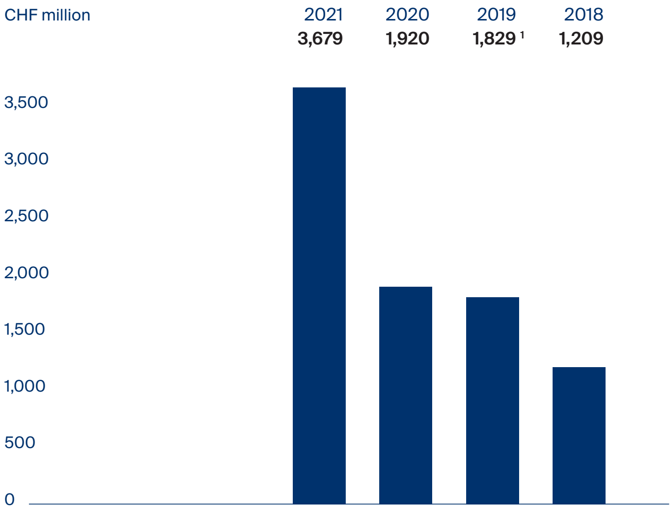
In 2021, earnings before interest, tax, depreciation, amortisation and impairment of property, plant and equipment, goodwill and other intangible assets, increased by CHF 1,759 million or 91.6 per cent to CHF 3,679 million compared to the previous year's CHF 1,920 million; EBITDA of organic business increased by CHF 1,223 million (63.7 per cent), acquisitions and divestments contributed CHF 537 million (28.0 per cent), and the exchange rate development had a negative impact of CHF 1 million (0.1 per cent).

EMEA generated the largest EBITDA contribution with CHF 1,562 million (42.5 per cent), followed by the Asia-Pacific with CHF 1,145 million (31.1 per cent) and Americas with CHF 972 million (26.4 per cent).

EBIT / Earnings for the year

In 2021, earnings before interest and tax (EBIT) increased by CHF 1,876 million to CHF 2,946 million (2020: CHF 1,070 million).

EBITDA



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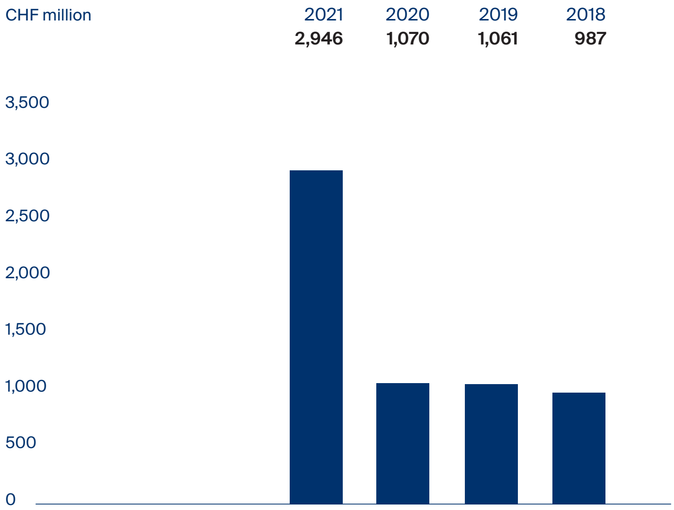
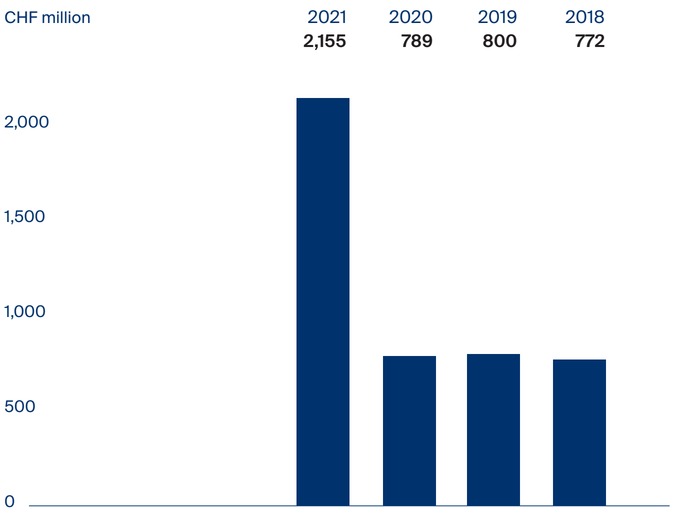
EBIT



The increase was mainly due to higher contribution from the organic business by CHF 1,275 million (119.2 per cent), whereas acquired and divested business had a positive impact of CHF 603 million (56.3 per cent), the exchange rate development had a negative impact of CHF 2 million (0.2 per cent). The EBIT margin to net turnover for the Group increased to 9.0 per cent compared to 5.2 per cent in 2020. EBIT in per cent of gross profit (conversion rate), an important KPI for the Group, increased from 14.3 per cent in 2020 to 29.8 per cent in 2021.

Earnings for the year



In 2021, the region EMEA contributed CHF 1,102 million (37.4 per cent) to the Group's EBIT, followed by Asia-Pacific with CHF 1,039 million (35.3 per cent), and the Americas with CHF 805 million (27.3 per cent).

Earnings for the year 2021 increased by CHF 1,366 million to CHF 2,155 million compared to the previous year's CHF 789 million, whereby the margin increased to 6.6 per cent (in per cent of net turnover) compared to the previous year's 3.9 per cent.

Financial position

In 2021, total assets and liabilities of the Group increased by CHF 4,799 million to CHF 14,650 million compared to 2020. The amount of cash and cash equivalents increased by CHF 608 million to CHF 2,305 million. For details of changes in the balance sheet and cash flow statement, please refer to the consolidated financial statements.

Trade receivables amounting to CHF 6,404 million represent the most significant asset of the Kuehne+Nagel Group. The days of trade receivables outstanding improved to 49.2 days as of December 2021 compared to the previous year's 50.5 days.

As of December 31, 2021, the equity of the Group increased by CHF 798 million to CHF 3,211 million compared to CHF 2,413 million as of December 31, 2020, which represents an equity ratio of 21.9 per cent (2020: 24.5 per cent).

Developments of other key financial indicators on capital structure are shown in the following table:

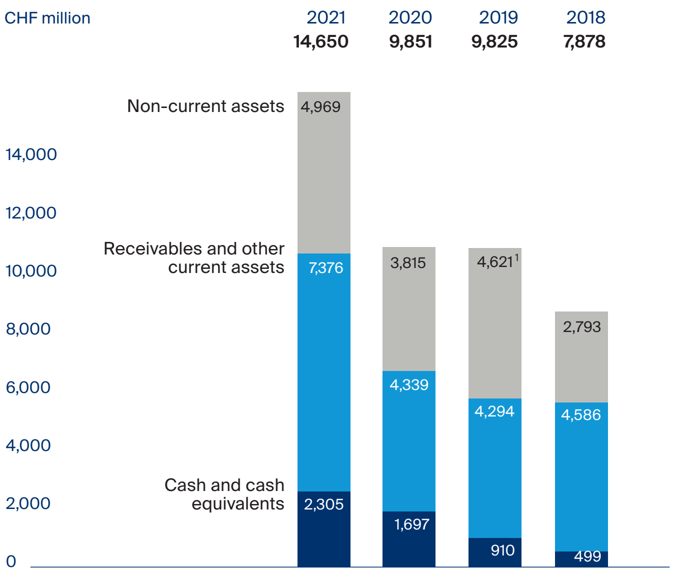
Kuehne+Nagel Group key figures on capital structure

Key figures on capital structure	2021	2020	2019	2018	2017
1 Equity ratio (in per cent) *	21.9	24.5	23.6	29.5	31.2
2 Return on equity (in per cent)	69.5	32.8	33.6	32.4	32.1
3 Debt ratio (in per cent) *	78.1	75.5	76.4	70.5	68.8
4 Short-term ratio of indebtedness (in per cent)*	56.8	53.9	50.1	61.9	60.5
5 Intensity of long-term indebtedness (in per cent)*	21.3	21.6	26.2	8.6	8.3
6 Fixed assets coverage ratio (in per cent)	127.5	119.1	106.0	107.4	120.5
7 Working capital (in CHF million)	1,365	727	275	208	502
8 Receivables terms (in days)	49.2	50.5	52.5	54.2	53.9
9 Vendor terms (in days)	53.2	66.6	63.7	61.5	69.0
10 Intensity of capital expenditure (in per cent)*	33.9	38.7	47.0	35.5	32.8

* Figures prior to 2019 have not been restated for the impact of IFRS 16 Leases.

1 Total equity in relation to total assets at the end of the year.
2 Net earnings for the year in relation to share capital plus reserves plus retained earnings as of January 1 of the current year minus dividend paid during the current year as of the date of distribution plus capital increase (incl. share premium) as of the date of payment.
3 Total liabilities minus equity in relation to total assets.
4 Short-term liabilities in relation to total assets.
5 Long-term liabilities in relation to total assets.
6 Total equity (including non-controlling interests) plus long-term liabilities in relation to non-current assets.
7 Total current assets minus current liabilities.
8 Turnover in relation to receivables outstanding at the end of the current year.
9 Expenses for services from third parties in relation to trade liabilities/accrued trade expenses at the end of the current year.
10 Non-current assets in relation to total assets.

Assets



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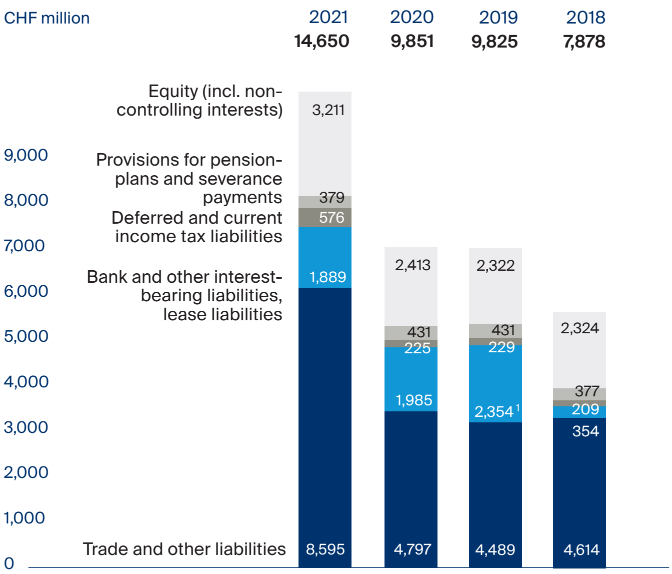
Liabilities and equity



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Investments and depreciation

Property, plant and equipment

The Group continues to operate an asset-light business model and invests only into strategically important locations with high demand for state of the art or industry-specific logistics space.

In 2021, the Kuehne+Nagel Group invested a total of CHF 197 million (2020: CHF 177 million) in fixed assets. Investments in properties and buildings amounted to CHF 7 million (2020: CHF 16 million). CHF 190 million (2020: CHF 161 million) were invested in other fixed assets, operating and office equipment.

Depreciation of property, plant and equipment for the year 2021 amounted to CHF 192 million (2020: CHF 185 million). Refer to note 26 of the consolidated financial statements for further details.

All capital expenditure in 2021 was financed through operational cash flow.

In 2021, the following major investments were made in properties and buildings:

Location	CHF million	Centres
Gebze, Turkey	2	Installation of solar panels
Villefranche, France	1	Reconstruction of a logistics facility
Luxembourg	1	Construction of a temperature controlled cross-dock area
Others	3	
Total Group	**7**	

The allocation of investments in other fixed assets, operating and office equipment by category is as follows:

CHF million	2021	2020
Operating equipment	82	69
Vehicles	17	10
Leasehold improvements	49	40
IT hardware	34	33
Office furniture and equipment	8	9
Total Group	**190**	**161**

The allocation by region is as follows:

CHF million	2021	2020
EMEA	141	118
Americas	27	27
Asia-Pacific	22	16
Total Group	**190**	**161**

The allocation by business unit is as follows:

CHF million	2021	2020
Sea Logistics	30	13
Air Logistics	20	16
Road Logistics	30	19
Contract Logistics	110	113
Total Group	**190**	**161**

Right-of-use assets

A total of CHF 455 million (2020: CHF 512 million) was invested in right-of-use assets. The allocation of investments in right-of-use assets is as follows:

CHF million	2021	2020
Buildings	360	418
Operating equipment	56	46
Vehicles	39	48
Total Group	**455**	**512**

The allocation by region is as follows:

CHF million	2021	2020
EMEA	305	394
Americas	73	68
Asia-Pacific	77	50
Total Group	**455**	**512**

The allocation by business unit is as follows:

CHF million	2021	2020
Sea Logistics	43	31
Air Logistics	35	24
Road Logistics	32	30
Contract Logistics	345	427
Total Group	**455**	**512**

Depreciation of right-of-use assets amounted to CHF 485 million (2020: CHF 506 million). Refer to note 27 of the consolidated financial statements for further details.

Acquisitions

Effective May 11, 2021 the Group legally acquired 79.3 per cent of the shares of Apex International Corporation (Apex) and obtained present access to a further 9.1 per cent of Apex shares contractually agreed to be transferred over the next three years. Therefore, the Group accounts for an 88.4 per cent ownership stake at acquisition.

Apex is one of the leading Asian freight forwarders, especially in the transpacific and intra-Asia. The group of companies is a renowned specialist for air logistics services, founded in China in 2001 and headquartered in Shanghai and Hong Kong. Apex has operations in 13 countries in various locations in China, Hong Kong, USA, Vietnam, Taiwan, Korea, Singapore, Canada, Mexico, Australia, New Zealand, Netherlands and Germany. The acquisition of Apex is in line with the Group's strategic growth ambition in Asia. With approximately 1,800 employees, Apex generated a turnover in excess of CHF 2.1 billion in 2020.

Divestments

Effective January 1, 2021 Kuehne+Nagel sold a major part of its contract logistics portfolio in the United Kingdom to XPO Logistics, Inc. (NYSE: XPO). The scope of the transaction includes the drinks logistics, food services and retail & technology businesses, whereby the pharma & healthcare businesses are retained.

Effective August 12, 2021 Kuehne+Nagel sold a 24.9 per cent equity stake in Apex International Corporation for a cash consideration of CHF 372 million to Partners Group (SWX: PGHN), a leading global private markets firm. The parties also entered into call and put arrangements.

Refer to note 40 of the consolidated financial statements for further details.

Business units

The main contributor to the Group's result are the business units Sea and Air Logistics. In 2021, major profitability improvements were generated in the both Sea and Air Logistics business units.

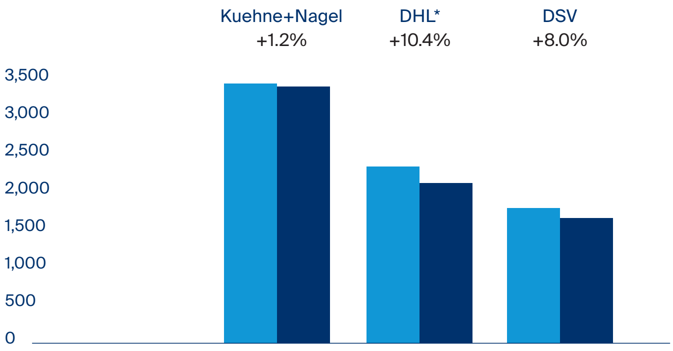
Sea Logistics

Sea Logistics volumes increased by 1.9 per cent to 4,613,000 TEUs. Specialised services for temperature controlled cargo in reefer containers, pharma and e-commerce have significantly contributed to the result. In an uncertain and volatile market environment during COVID-19 pandemic Kuehne+Nagel maintained its global leading position in Sea Logistics. From a regional perspective, the volume increase of imports in Europe and North America from Asia has continued in 2021. Despite the challenges in capacity availability and high service intensity for all shipments due to extended and unreliable supply chains, a favorable service mix and operational efficiency under the difficult circumstances contributed to significantly increased margins. In 2021, the absolute amount of EBIT increased by 261.5 per cent compared to the previous year, while the ratio of EBIT to gross profit (conversion rate) increased to 55.5 per cent (2020: 29.9 per cent).

It remains the Group's target to achieve volume growth that is above the market and thereby gaining market shares. Nevertheless, the Group is committed to developing its sustainability solutions towards a zero carbon future. With its focus on maintaining excellent relationship with carriers and cooperating on joint developments for a zero carbon future, the Group adds to its ambition on the Sea and Air Logistics profitability and continuous efficiency improvements.

Sea Logistics volumes: Market growth ~ +6%

TEUs '000



* Seafreight export TEU's not separately reported.
Source: quarterly company publications.

Performance Sea Logistics

CHF million	2021	2020	2019
Turnover	15,662	8,973	9,751
Net turnover	13,706	7,091	7,457
Gross profit	2,754	1,417	1,539
EBITDA	1,561	451	485
EBIT	1,529	423	456
EBIT in per cent of gross profit (conversion rate)	55.5	29.9	29.6
Number of operating staff	11,806	10,393	10,535
TEUs '000	4,613	4,529	4,861

Air Logistics

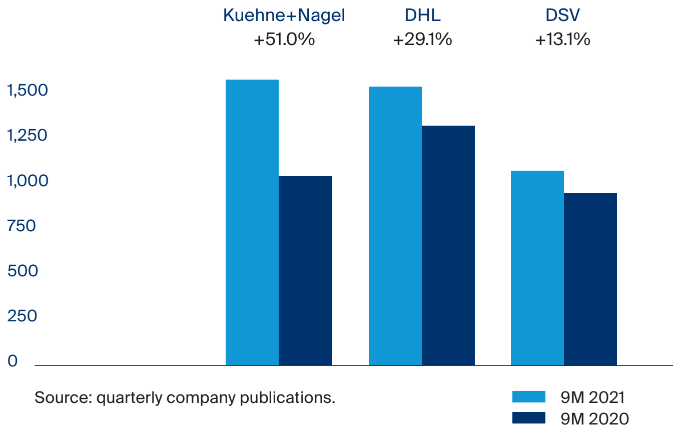
Global Air Logistics volumes have increased in 2021 and in combination with the acquired volumes from Apex, the Group recorded higher volumes by 54.9 per cent, totalling 2,220,000 tons, maintaining a leading position in the global airfreight market. EBIT-to-gross-profit margin increased to 45.7 per cent in 2021 (2020: 37.9 per cent). EBIT increased by 131.1 per cent compared to the previous year.

In 2021, the increased demand for air transport services was generated from a solid economic rebound but also from challenges in seafreight supply chains; this in combination with an extended period of low availability of belly capacity due to low frequency of passenger travel has led also in the airfreight market to capacity shortage and high freight rates. Similar to the situation in seafreight, a favorable service mix, strong development in the trans-pacific market, unprecedented access to charter capacity and operational efficiency under the difficult circumstances contributed to significantly increased margins.

The Group has entered into cooperation and agreements with world class carriers to jointly strive towards carbon emissions reduction using sustainable aviation fuel (SAF).

Air Logistics volumes: Market growth ~ +16 to 18%

Tons '000



Source: quarterly company publications.

Performance Air Logistics

CHF million	2021	2020	2019
Turnover	11,480	5,817	5,465
Net turnover	10,810	5,194	4,653
Gross profit	2,556	1,331	1,317
EBITDA	1,230	600	394
EBIT	1,167	505	329
EBIT in per cent of gross profit (conversion rate)	45.7	37.9	25.0
Number of operating staff	10,793	7,845	8,115
Tons '000	2,220	1,433	1,643

Road Logistics

Road Logistics had an increase in net turnover by 14.5 per cent in 2021, due to the economic recovery after the Covid-19 pandemic measures with increased land transport activities in Europe. The Group continued to expand its service offering through the Europe-wide road transportation network. The key performance indicator EBITDA to net turnover margin improved to 4.3 per cent from previous year's 3.7 per cent. EBIT increased to CHF 94 million (2020: CHF 62 million).

During the entire year 2021, Road Logistics operation in Europe was impacted by a significant shortage of drivers and capacity, whereas the demand for national transport capacities in Europe was regaining pre-crisis level. In North America, demand for all product segments, with the emphasis on pharma & healthcare and e-commerce, was well above the previous year.

With the consistent operational performance even in volatile markets and the expansion of services to industry-specific solutions, Road Logistics continues its contribution to the success of the Group's integrated logistics offering.

Kuehne+Nagel has launched several initiatives and projects to determine best solutions for reducing emissions for its customers on short- and long-haul including evaluating alternative energies such as bio-fuels (HVO), battery electric vehicles (BEV) and other technologies.

Performance Road Logistics

CHF million	2021	2020	2019
Turnover	4,390	3,633	4,102
Net turnover	3,689	3,222	3,586
Gross profit	1,253	1,089	1,121
EBITDA	157	119	136
EBIT	94	62	78
EBIT in per cent of gross profit (conversion rate)	7.5	5.7	7.0
Number of operating staff	9,723	9,363	8,781

Contract Logistics

After the successful completion of the restructuring program that has focused on a high quality customer portfolio that allows leveraging the other business units and makes use of scalable and sustainable logistics solutions in 2020 and that has led to the reshaping of business size in some European countries, Contract Logistics continuously increases its contribution to the Group's results.

The focus on specialised end-to-end solutions for industries such as high-tech, consumer goods, pharmaceuticals, healthcare, and e-commerce fulfilment led to numerous new customer contracts.

Whilst the net turnover (net of currency impact) fell by 5.9 per cent against 2020, which is entirely attributable to the divested business activities, the business was able to gain market share in pharma & healthcare services and in e-commerce fulfillment. As a result, the EBITDA to net turnover margin improved to 15.9 per cent versus 15.4 per cent in 2020.

With its renewable energy strategy, Kuehne+Nagel is successfully moving its indirect emissions (scope 2 of the Greenhouse Gas Protocol) away from traditional sourcing. In 2021, renewable energy accounted for 78% of the total energy consumption.

Performance Contract Logistics

CHF million	2021	2020	2019
Turnover	5,167	5,389	5,977
Net turnover	4,596	4,875	5,398
Gross profit	3,333	3,638	4,004
EBITDA	731	750	814
EBIT	156	80	198
EBIT in per cent of gross profit (conversion rate)	4.7	2.2	4.9
Number of operating staff	34,309	39,360	43,661
Warehousing and logistics space in sqm	10,206,925	11,343,955	11,388,643
Idle space in sqm	277,661	227,889	336,696
Idle space in per cent	2.7	2.0	3.0

Shareholder return

Dividend

For 2021, the Board of Directors is proposing a dividend amounting to CHF 10.00 per share for approval at the Annual General Meeting. If the dividend proposal is approved by the shareholders, the dividend payment on the shares will amount to CHF 1,203 million (2020: CHF 538 million) resulting in a payout ratio of 59.1 per cent (2020: 68.3 per cent) of the earnings for the year attributable to the equity holders of the Company. Based on the share price at year-end 2021, the dividend yield on the Kuehne+Nagel share is 1.5 per cent (2020: 2.0 per cent).

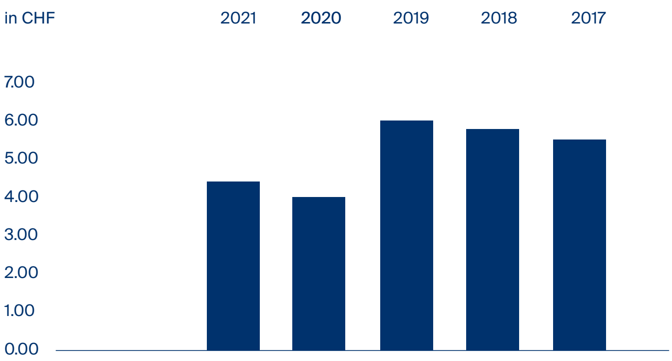
Share price and market capitalisation (December 31)

Share price and market capitalisation	2021	2020	2019	2018	2017
Share price (in CHF)	294.40	200.80	163.20	126.35	172.50
Market capitalisation (in CHF million)	35,550	24,096	19,584	15,162	20,700

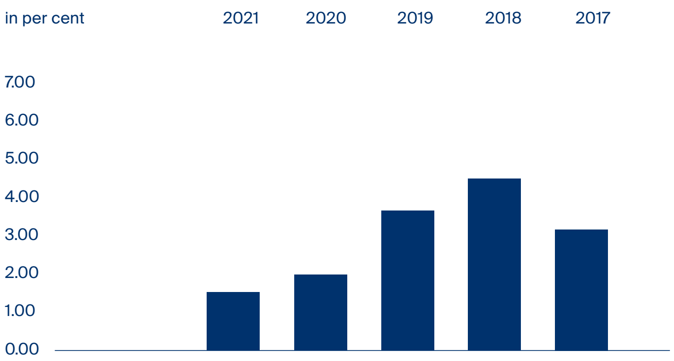
Total shareholder return development

in CHF per share	2021	2020	2019	2018	2017
Increase/(decrease) of share price year over year	93.60	37.60	36.85	–46.15	37.90
Dividend per share paid	4.50	4.00	6.00	5.75	5.50
Total return	98.10	41.60	42.85	–40.40	43.40
Dividend yield in per cent	1.5	2.0	3.7	4.6	3.2

Dividend per share paid



Dividend yield



Risk management, objectives and policies

Group risk management

Risk management is a fundamental element of the Group's business practice on all levels and is embedded into the business strategy, planning and controlling processes of the Group. Material risks are monitored and regularly discussed within the Risk and Compliance Committee and the Audit Committee of the Board of Directors.

The Risk and Compliance Committee headed by the CEO and the CFO, the Chief Compliance Officer, the Head of Internal Audit, and the Group General Counsel as members, monitors the risk profile of the Group and the development of essential internal controls to mitigate these risks.

A risk is defined as the possibility of an adverse event which has a negative impact on the achievement of the Group's objectives.

The Group carries out an annual risk assessment and in conformity with the Swiss Code of Best Practice for Corporate Governance; the Group's risk management system covers both financial and operational risks.

Risk management as an integral part of the Internal Control System (ICS) for financial reporting

Risk management is incorporated within the ICS. Preventive, risk-mitigating measures to control risks are proactively taken at different levels and are an integral part of management responsibility.

Risk assessment in 2021

An independent risk assessment procedure is implemented for operational risks review. The Regional Management is interviewed on a regular basis in order to assess the risks for each country in their respective region. In addition, each Management Board member assesses the overall strategic risk exposure of the Group. Within the framework of the Corporate Governance process, the updated risk assessment is presented to the Audit Committee of the Board of Directors.

Financial risks analysis and assessment are carried out by the finance and accounting department.

The following risk areas have been identified amongst others for which mitigating actions have been implemented:

- Financial risks such as development of interest rates, credit and financial markets and currency risks are constantly monitored and controlled by the corporate finance and accounting department.
- Risks of unstable macroeconomic developments as well as the uncertainties in the financial markets. These risks are mitigated by appropriate risk diversification and avoidance of regional and industry clustering.
- Risks of political instability, civil war and pandemic or epidemic spread of diseases is constantly monitored and assessed for impact on the business model as well as on the staff. The group keeps back-up structures and business continuity plans updated.
- Risks related to IT network availability, IT data and security are managed by the permanent monitoring of systems, redundant infrastructure as well as interlinked data centers with back-up structures and business continuity plans.
- The increase of regulations, growing complexity and customer expectations have led to rising security requirements and risks; such risks and requirements are considered in the planning of supply chain solutions and worldwide operation.
- Organised crime, terrorism, legal and non-compliance risks such as fraud, intentional and unintentional violations of the law and internal regulations are counteracted by comprehensive and worldwide staff training and a network of compliance officers at regional and national levels.

Organisation of risk management

A continuous dialogue between the Management Board, Risk and Compliance Committee and Audit Committee ensures the Group's effective risk management. The risk management system is governed by the Risk Assessment Guideline defining risk groups and sub-groups, the structure and the process of risk assessments. The risk catalogue is reviewed regularly and critical analysis ensures a continuous development of the risk management system.

Summarised assessment of the risk situation

Based on the risk assessment, the most material risks remain the uncertainty of the global economic development, in particular in relation to the COVID-19 measures, the geopolitical instability, volatile currency fluctuations and the financial markets, thus all of those factors being in focus of the management.

Since the overall development of the COVID-19 pandemic is still unforeseeable, predictions remain difficult. The impact of the COVID-19 outbreak and containment measures taken by various governments are considered and assessments for the future are based on various scenarios. The Kuehne+Nagel Group has precautionary measures in place to provide safe working environments for its employees and maintain business continuity. Further details regarding the impact from COVID-19 pandemic are described in the consolidated financial statements on pages 54 to 55.

In 2021 the Group successfully managed and partially mitigated the above risks and demonstrated high levels of resilience resulting in strong financial performance.

Kuehne+Nagel is committed to good corporate governance, which is an integral part of the management culture of the Kuehne+Nagel Group (the Group).

Corporate Governance guides the structure and operational practices within the Group. It aims at creating sustainable value for all stakeholders and safeguards the management's decision-making capability and efficiency. Accountability through clearly assigned duties to the Boards and Committees and transparency in financial reporting ensure that the Group acts responsibly.

Principles

The principles of corporate governance, as defined in the Directive on Information Relating to Corporate Governance (RLCG) of the SIX Swiss Exchange, are the basis for the Articles of Association, the Organisational Rules, and the Committee Regulations of the holding company of the Group, Kuehne + Nagel International AG, Schindellegi (Feusisberg), Switzerland (the Company). The Group follows best practice recommendations and standards established in the "Swiss Code of Best Practice for Corporate Governance".

The Articles of Association (AoA) and the Code of Conduct are available on Kuehne+Nagel's website under the following link: https://home.kuehne-nagel.com/company/corporate-governance

Group structure and shareholders

Under Swiss company law the Group is organised as a limited company that has issued shares of common stock to shareholders. Kuehne + Nagel International AG is the ultimate holding company of the Group.

Operational group structure

Kuehne+Nagel's operating businesses are organised into the following four business units:

- Sea Logistics
- Air Logistics
- Road Logistics
- Contract Logistics

Additionally, operating performance is presented in the following geographical regions:

- Europe, Middle East and Africa (EMEA)
- Americas
- Asia-Pacific

Business performance is reported according to this operational structure. For further information on the business units, please refer to the "Status report" and the "Consolidated financial statements" respectively.

Listed companies of the Group

Kuehne + Nagel International AG, the ultimate holding company, is the only company listed on the Stock Exchange within the scope of the Group's consolidation. Kuehne + Nagel International AG has its registered office in Schindellegi (Feusisberg), Switzerland, and its shares are listed on the SIX Swiss Exchange, Zurich. The Company's market capitalisation amounted to CHF 35,550 million (120,753,783 registered shares of nominal value CHF 1.00 at CHF 294.40 market value per share) on the closing date December 31, 2021.

Of the total Kuehne + Nagel International AG share capital on the closing date:

- the free float consisted of 56,385,024 shares = 46.7 per cent,
- and treasury shares consisted of 468,759 shares = 0.4 per cent

Kuehne + Nagel International AG shares are traded under the symbol "KNIN", the security number is 2,523,886 and ISIN is CH0025238863.

Non-listed companies in the Group's consolidation

The main subsidiaries and associated companies of the Group are disclosed in appendix "Significant consolidated subsidiaries and joint ventures" to the consolidated financial statements (pages 113 to 122), including particulars as to the country, name of the company, location, share capital, and the Group's stake in per cent.

Major shareholders

According to the share register as of December 31, 2021, the following registered shareholders held more than three per cent of the total share capital of Kuehne + Nagel International AG:

- Kuehne Holding AG, Schindellegi (Feusisberg), Switzerland, held 52.9 per cent; all voting rights of Kuehne Holding AG are held directly or indirectly by Klaus-Michael Kuehne.
- Kuehne Foundation, Schindellegi (Feusisberg), Switzerland, held 4.7 per cent.
- Black Rock Inc., New York, United States of America, held 3.1 per cent.

Notifications are published on the SIX Swiss Exchange electronic publication platform, and can be accessed via the following link: https://www.six-exchange-regulation.com/en/home/publications/significant-shareholders.html

On December 31, 2021, shares of unregistered owners amounted to 18.0 per cent of the issued shares.

Cross-shareholdings

On the closing date, there were no cross-shareholdings outside the Group in place.

Capital structure

Ordinary share capital on the closing date

The ordinary share capital of Kuehne + Nagel International AG amounts to CHF 120.8 million and is divided into 120,753,783 registered shares of a nominal value of CHF 1 each.

Authorised and conditional share capital

The Annual General Meeting held on May 5, 2020, extended its approval of authorised share capital up to a maximum of CHF 20 million by a further two years until May 5, 2022.

The Annual General Meeting held on May 2, 2005, approved a conditional share capital increase up to a maximum of CHF 12 million and to add the respective section in the Articles of Association.

The Annual General Meeting held on May 5, 2015, approved a conditional share capital up to a maximum of CHF 2 million for the provision of the employee share-based compensation plans of the Company.

On May 4, 2021, the Board of Directors resolved on the partial implementation of the authorised share capital increase by increasing the share capital of the Company from previously CHF 120,000,000 by CHF 753,783 to CHF 120,753,783, by issuing 753,783 registered shares of the Company with a nominal value of CHF 1.00 each.

There is no resolution of the Board of Directors outstanding for further issuance of either authorised or conditional capital.

A description of the group of beneficiaries and of the terms and conditions of the authorised and conditional share capital can be found in the Articles of Association, Art. 3.3, 3.4 and 3.5, which are available on the Company website (https://home.kuehne-nagel.com/company/corporate-governance).

Change in capital over the past three years

From the year 2019 to 2021, no changes in capital occurred other than related to authorised and conditional share capital as outlined above.

Shares and participating certificates

On the closing date, 120,753,783 registered shares of a nominal value of CHF 1 each were outstanding. At the same date, no participating certificates were outstanding.

Profit sharing certificates

There were no profit sharing certificates outstanding at the closing date.

Limitations on transferability and nominee registrations

Each share has one vote. All shares have equal voting rights, and no preferential rights or similar entitlements exist. The Articles of Association do not provide for any limitations on the transfer of shares. Nominees are entered in the share register only upon their written agreement to declare the names, addresses, and shareholdings of the respective persons, on whose account they are holding shares.

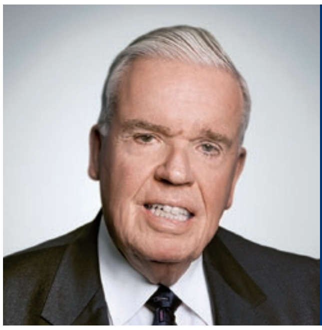
Convertible bonds and warrants/options

No convertible bonds, warrants or options were outstanding as at the closing date.

Board of Directors

At the Annual General Meeting of May 4, 2021, Klaus-Michael Kuehne, Dr. Joerg Wolle, Karl Gernandt, Dominik Buergy, Dr. Renato Fassbind, David Kamenetzky, Hauke Stars and Dr. Martin C. Wittig were re-elected to the Board of Directors for a one-year term. Tobias B. Staehelin was newly elected to the Board of Directors for a one-year term. Dr. Joerg Wolle was re-elected Chairman of the Board of Directors for a one-year term.

On the closing date, the Board of Directors comprised nine members. Their biographical particulars are as follows:



Klaus-Michael Kuehne
Honorary Chairman
German, 1937

Commercial apprenticeship in banking industry.

Other significant activities: Chairman of the Board of Trustees of the Kuehne Foundation, Schindellegi (Feusisberg), and the Klaus-Michael Kuehne Foundation, Hamburg; Member of the Supervisory Board of Kuehne Logistics University GmbH (KLU), Hamburg.

Positions within the Kuehne+Nagel Group:

1958:
- Entrance into the family business followed by various management positions

1966–1975:
- Chief Executive Officer of the Group

1975–1992:
- Delegate and member of the Board of Directors

1992–2009:
- Executive Chairman of the Board of Directors
- Chairman of the Nomination and Compensation Committee

2009–2011:
- Chairman of the Board of Directors
- Chairman of the Nomination and Compensation Committee

2010–2011:
- Chairman of the Chairman's Committee

2011–today:
- Honorary Chairman of Kuehne + Nagel International AG
- Member of the Board of Directors elected until the Annual General Meeting 2022
- Member of the Chairman's Committee
- Member of the Nomination and Compensation Committee elected until the Annual General Meeting 2022

Dr. Joerg Wolle
Chairman
German/Swiss, 1957

Holds a PhD in engineering sciences. From March 2017 to March 2019, he was Chairman of the Board of Directors of DKSH Holding Ltd, Zurich, Switzerland, where he served as President and CEO since 2000. Since June 6, 2013, Dr. Joerg Wolle is member of the Board of Directors of the Kuehne Holding AG, Schindellegi (Feusisberg), Switzerland. He is also a member of the Board of Trustees of the Kuehne Foundation.

Other significant activities: Chairman of the Board of Directors of Klingelnberg AG, Switzerland; Member of the Board of Directors of Olam International Limited, Singapore.

Positions within the Kuehne+Nagel Group:

2010–2012:
- Member of the Board of Directors

2011–May 2016:
- Chairman of the Nomination and Compensation Committee

2013–May 2016:
- Vice Chairman of the Board of Directors

May 2016–today:
- Chairman of the Board of Directors elected until the Annual General Meeting 2022
- Chairman of the Chairman's Committee

Karl Gernandt
Vice Chairman
German, 1960

After graduating as Master in business administration at the University of St. Gallen, Switzerland, Karl Gernandt worked for Deutsche Bank AG from 1988 to 1996. There he held positions in corporate and/or retail banking in Germany, Asia and the USA. From 1997 to 1999, he set his mark on the Financial Institution Group of A.T. Kearney GmbH. In 1999, Karl Gernandt moved to Holcim (Deutschland) AG as CFO, in 2000, he was appointed CEO and at the same time member of the European Board of Holcim Ltd, Switzerland. In 2007, he became CEO of Holcim Western Europe, Brussels. On October 1, 2008, Karl Gernandt was nominated as Delegate and since May 2016 has been Executive Chairman of the Board of Directors of Kuehne Holding AG, Schindellegi (Feusisberg). He is also member of the Board of Trustees of the Kuehne Foundation, Chairman of the Supervisory Board of Kuehne Logistics University GmbH (KLU), Hamburg, and Chairman of the Board of HGK AG, Davos.

Other significant activities: Vice Chairman of the Board of Directors of Hapag-Lloyd AG, Hamburg; Member of the Board of Directors of Signa Prime Selection AG, Innsbruck; Chairman of the Board of Directors of Hochgebirgsklinik Davos AG, Davos.

Positions within the Kuehne+Nagel Group:

2008–2009:
- Member of the Board of Directors

2009–2011:
- Executive Vice Chairman and Delegate of the Board of Directors

2009–today:
- Member of the Audit Committee

May–Aug 2013:
- Chief Executive Officer (CEO) of the Group

2011–May 2016:
- Executive Chairman of the Board of Directors
- Chairman of the Chairman's Committee
- Member of the Nomination and Compensation Committee

May 2016–today:
- Vice Chairman of the Board of Directors elected until the Annual General Meeting 2022
- Chairman of the Nomination and Compensation Committee elected until the Annual General Meeting 2022
- Member of the Chairman's Committee

Dominik Buergy
Member
Board of Directors
Swiss, 1966

Dominik Buergy holds a degree in Law (lic. iur) from the University of Bern, Switzerland and is a Swiss Certified Tax Expert. Since 2019, Dominik Buergy has been a Partner at the Swiss law firm Wenger Vieli in Zurich. From 2012 to 2018, he was a board member of the Swiss corporate union, economiesuisse, and from 2013 to 2018 of the Swiss Employer's Association. From 2011 to 2018, he was chairman of EXPERTsuisse, the association of certified auditors, tax experts and fiduciary experts in Switzerland. Previously, from 2002 to 2019, he was as Partner at Ernst & Young (EY), where he was a member of the management board of the Swiss firm from 2008 to 2016, managing partner Tax & Legal from 2009 to 2012, and had held other national and international management positions. From 1993 to 2002, he was at Arthur Andersen, latest as a Partner.

Other significant activities: Member of the Board of Directors of Emmi AG, Luzern; Chairman of Allianz Denkplatz Schweiz.

Positions within the Kuehne+Nagel Group:

2020–today:
- Member of the Board of Directors elected until the Annual General Meeting 2022
- Member of the Audit Committee

Dr. Renato Fassbind
Member
Board of Directors
Swiss, 1955

After graduating from his studies in economics at the University of Zurich, Dr. Renato Fassbind worked as an assistant in the "Institut für Schweizerisches Bankwesen" at the University of Zurich between 1979 and 1982. In 1984, he joined Hoffmann-La Roche AG in Basel and advanced to become Head of Internal Audit. In 1990, he joined ABB AG, ultimately being the Chief Financial Officer from 1997 until 2002; from 2002 until 2004, he was the Chief Executive Officer of Diethelm Keller Group, Zurich. In 2004, Dr. Renato Fassbind joined the Credit Suisse Group as the Chief Financial Officer and Member of the Executive Board until October 2010.

Other significant activities: Vice Chairman of the Board of Directors of Swiss Re Ltd., Zurich; Member of the Board of Directors of Nestlé S.A., Vevey.

Positions within the Kuehne+Nagel Group:

2011–today:
- Member of the Board of Directors elected until the Annual General Meeting 2022

2011–today:
- Member of the Audit Committee

David Kamenetzky
Member
Board of Directors
German/Swiss, 1969

David Kamenetzky holds a degree in Accounting and Finance (lic. oec. HSG) from the University of St. Gallen, Switzerland, and a Master of Science in Foreign Service from Georgetown University, USA. From 2019 to 2020, he served as Chief Executive Officer of Joh. A. Benckiser and non-executive Chairman of JAB Investors. Between 2016 and 2019, David Kamenetzky was the Chief Strategy & External Affairs Officer and a Member of the Executive Board of Management of the Anheuser-Busch Inbev SA / NV (AB InBev), a globally leading consumer goods company. From 2006 to 2016, he served as Member of the Executive Board of MARS Inc., a leading company in confectionery products and veterinary health services and one of the largest family owned companies globally. Previously, from 2000 to 2006, he acted as Vice President at Goldman Sachs in London and Frankfurt, and from 1993 to 1998, he was Chief of Staff in the Office of Ignatz Bubis, President of the Central Council of the Jews in Germany.

Positions within the Kuehne+Nagel Group:

2019–today:
- Member of the Board of Directors elected until the Annual General Meeting 2022

Tobias B. Staehelin
Member
Board of Directors
Swiss, 1978

Tobias B. Staehelin is admitted to the bar and specialises in corporate law. He graduated from the University of St. Gallen with a lic. iur. degree. In addition, he holds a CEMS Master in International Management, an LL.M. from Northwestern University, USA, and the Instituto de Empresa, Spain. Tobias B. Staehelin has operational experience in Asia and Europe, most recently as Chairman of the Management Board of C. Haushahn GmbH & Co. KG in Stuttgart and as a member of the management of Schindler Deutschland AG & Co. KG in Berlin. He is currently member of the Board of Directors of Schindler Holding AG and Schindler Aufzüge AG, and since 2021 member of the Group Executive Committee of the Schindler Group, responsible for Corporate Human Resources.

Position within the Kuehne+Nagel Group:

May 2021–today:
- Member of the Board of Directors elected until the Annual General Meeting 2022

Hauke Stars
Member
Board of Directors
German, 1967

Dr. Martin C. Wittig
Member
Board of Directors
German, 1964

After graduating in computer science and engineering from Otto-von-Guericke University in Magdeburg, and obtaining a MSc by research in Engineering from University of Warwick, Coventry, Hauke Stars started her professional career in 1992 at Bertelsmann SE & Co. KGaA, Guetersloh, working in various fields of information technology. In 1998, she joined ThyssenKrupp AG and became a Member of the Management Board of the technology company Triaton GmbH in 2000. With the sale of Triaton GmbH to Hewlett Packard in 2004, she continued her career there. In 2004, she joined Hewlett Packard Netherlands B.V., Utrecht, as a member of the Country Management Board. From 2007 to 2012, she led Hewlett Packard Switzerland GmbH, Zurich, as CEO and Managing Director. From 2012 to 2020, she was a member of the Executive Board of Deutsche Börse AG, Frankfurt, where she was responsible for technology, the cash market business and HR (Labour Director). Since February 2022 she is member of the Executive Board of Volkswagen AG, Wolfsburg, where she is responsible for information technology and organisation. During her career, Hauke Stars has been working on various supervisory boards. Among others, she was a member of the supervisory boards of GfK SE from 2009 to 2016, Klöckner & Co SE from 2011 to 2016, Eurex Exchange from 2013 to 2020, Clearstream from 2013 to 2020 and Fresenius SE & Co. KGaA from 2016 to 2022.

Other significant activities: Member of the Supervisory Board of RWE AG.

Position within the Kuehne+Nagel Group:

May 2016–today:
- Member of the Board of Directors elected until the Annual General Meeting 2022

May 2019–today:
- Member of the Nomination and Compensation Committee elected until the Annual General Meeting 2022

Studies in mining engineering and business administration at RWTH Aachen followed by a Ph.D. in engineering at the Technical University of Berlin. After his studies, he worked as a lecturer at the Technical University of Berlin and in project finance for the mining industry. In 1995, he joined Roland Berger Strategy Consultants and was elected Partner in 1999. In 2001, he became Managing Partner and Head of Roland Berger's office in Zurich and was elected to the global Executive Committee in 2003, where he held the position as CFO. From 2010 to 2013, he was Global Managing Partner and CEO of Roland Berger Strategy Consultants. Currently he advises CEOs of leading international companies.

Other significant activities: Adjunct lecturer at the University of St. Gallen, elected to the HSG Advisory Board in 2011; Honorary Consul of Germany in Switzerland; Chairman of the Supervisory Board of UBS Europe SE, Frankfurt; Chairman of the Advisory Board of Signa Sports United, Berlin.

Positions within the Kuehne+Nagel Group:

2014–today:
- Member of the Board of Directors elected until the Annual General Meeting 2022

2016–today:
- Member of the Audit Committee

2020–today:
- Chairman of the Audit Committee

All members of the Board of Directors are non-executive directors, none of them serves as a member of the Management Board and with the exception of the Honorary Chairman, Klaus-Michael Kuehne, none of them has important business connections with Kuehne+Nagel.

The Articles of Association (AoA) of Kuehne + Nagel International AG limit the number of mandates that members of the Board of Directors may hold outside the Kuehne+Nagel Group. Article 21 of the AoA limits the maximum number of permitted additional mandates of members of the Board of Directors to 25 board memberships, whereof no more than four may be held in stock-listed companies. Mandates in companies, which are controlled by Kuehne+Nagel or which control Kuehne+Nagel, are not subject to this limitation. In addition, members of the Board of Directors may hold no more than 25 mandates at Kuehne+Nagel's request, and no more than 25 mandates in associations, charitable organisations, foundations, trusts, and employee welfare foundations.

Election and duration of tenure

The General Meeting elects the members of the Board of Directors as well as the members of the Compensation Committee individually. The General Meeting elects one of the members of the Board of Directors as Chairman of the Board of Directors. The duration of tenure of the Chairman, the members of the Board of Directors, and the members of the Compensation Committee ends at the conclusion of the next ordinary General Meeting. Re-election is possible.

Internal organisation, Board committees and meetings in 2021

The Chairman and the members of the Board of Directors, each, as well as the members of the Compensation Committee are elected by the General Meeting. The Board of Directors constitutes itself and appoints the Vice Chairman, the Chairman of the Nomination and Compensation Committee, the members of the Nomination Committee as well as the Chairman and the members of the Audit and the Chairman's Committee.

The scope of responsibilities of the Board of Directors, the Chairman and the Vice Chairman are stipulated in the Articles of Association, the Organisational Rules, and the Committee Rules, in particular, to the extent not already determined by applicable law. In accordance with the Articles of Association and Swiss corporate law, the main tasks and responsibilities of the Board of Directors, as further defined in the Organisational Rules, comprise the following:

- ultimate management of the Company;
- issuance and review of business policies and guidelines especially regarding the strategic direction and management of the Company as well as any changes thereof;
- establishment of the organisation, determination of the main organisational topics and conduct of the business including the issuance of the Organisational Rules for the Board of Directors and the Management Board;
- approval and regular monitoring of the main elements of Corporate Governance considering the applicable laws and provisions for listed companies in Switzerland;
- monitoring, assessment and control of risks;
- nomination of the external auditors;
- determination of accounting and financial control structure, as well as the financial planning and dividend policies;
- approval of budgets, capital commitments and accounts;
- approval of annual and interim financial statements and the annual report;
- the ultimate supervision of the Management Board, in particular in view of compliance with the law, Articles of Association, and internal regulations and directives;
- appointment and dismissal of Management Board members and other senior executives;
- preparation of the Annual General Meeting including submission of proposals and the implementation of its resolutions;
- maintainance of the share register.

Dr. Joerg Wolle is the Chairman of the Board of Directors, and Klaus-Michael Kuehne is Honorary Chairman of Kuehne + Nagel International AG. The entire Board of Directors, however, is responsible for decisions on such above-mentioned aspects that are of significant importance to the Group.

Certain tasks of the Board of Directors have been delegated to the Chairman and comprise the following:

- supervision towards the Management Board and the internal audit;
- supervision of compliance with internal regulations and directives regarding general management, organisation and quality;
- nomination of external consultants, in case of significant fees;
- definition of the corporate identity;
- approval of significant purchases, sales and lendings on securities or similar titles;
- approval of significant transactions outside the normal course of business;
- review of the yearly budgets as well as any supplements, consolidated or per country and business field;
- approval of significant credit limits to customers and other debtors;
- supervision of management and approval of settlement of significant litigations, legal cases, arbitrations and other administrative proceedings;
- approval of appointments and dismissals of regional presidents;
- approval of significant senior management remunerations.

The Board of Directors usually convenes for a two-day meeting quarterly with the Management Board being represented by the CEO and the CFO. The Board of Directors can invite other members of the Management Board to attend these meetings at its discretion. The Board of Directors has appointed a Secretary, who is not (and does not need to be) a member of the Board of Directors.

The Board of Directors takes decisions during the meetings or by written circular resolutions. All Committees meet as often as required but usually quarterly.

Audit Committee

The Audit Committee consists of three to five non-executive, predominantly independent members of the Board of Directors elected for a period of one year. Re-election as a member of the Audit Committee is possible. Members of the Management Board cannot be members of the Audit Committee.

As part of the regular contact between the Audit Committee and both the internal and external auditors, the quality and effectiveness of the internal control mechanisms and the risk assessments are reviewed and evaluated continuously on the basis of written reports of the internal audit department as well as of management letters of the external auditors based on their interim audits. Furthermore, a regular contact with the external auditors throughout the year enables the Audit Committee to obtain knowledge of problem areas at an early stage. This allows proposing the timely introduction of any corrective actions to the Management Board.

Dr. Martin C. Wittig was the Chairman of the Audit Committee on the closing date, and Karl Gernandt, Dominik Buergy and Dr. Renato Fassbind were members.

The Audit Committee holds at a minimum four meetings a year, usually quarterly before the publication of the financial results. The Honorary Chairman can take part in the meetings as an advisor. Unless otherwise determined by the Audit Committee, the CEO, the CFO and the auditor in charge take part in all meetings, whilst the Head of Internal Audit, and the Group General Counsel or the Chief Compliance Officer, each, are invited as advisors whenever needed. In 2021, the auditor in charge attended three meetings of the Audit Committee. The Committee's Chairman informs the other members of the Board of Directors about the topics discussed in detail and decisions to be submitted to the entire Board of Directors for approval.

The main responsibilities of the Audit Committee with regards to the external auditors are:

- to secure a comprehensive and efficient audit concept for the Kuehne+Nagel Group;
- to comment on the audit planning and findings, if any;
- to evaluate the recommendations made by the external auditors and review of actions, if any;
- to propose to the Board of Directors regarding the nomination of the independent external auditors for approval by the Annual General Meeting;
- to approve the audit fees invoiced by the external auditors.

With regards to the internal audit function of the Group, the Audit Committee has the following responsibilities:

- to issue regulations and directives;
- to review the audit plan and findings, if any;
- to evaluate recommendations made by the internal auditors and discussion with the Management Board;
- to propose the nomination of the Head of Internal Audit;
- to assess the performance of the Group's internal audit function.

With regards to the tasks of the Management Board the Audit Committee has the following responsibilities:

- to review and evaluate annual and interim financial statements in respect to compliance with accounting policies and any changes thereof, going concern assumption, adherence to listing regulations, and material risks;
- to recommend to the Board of Directors the approval of the financial statements;
- to assess existence and effectiveness of the Group's internal control system;
- to assess the fiscal situation of the Group and reporting to the Board of Directors.

Chairman's Committee

The Chairman's Committee consists of the Chairman, the Vice Chairman and the Honorary Chairman of the Board of Directors for the period of their tenure in the Board of Directors. The Chairman's Committee advises the Board of Directors on the financial performance of the Group, its economic development and measures of optimisation as well as of any other significant developments within the Group. In its advisory role, the Chairman's Committee reports to the Board of Directors for decisions.

The Chairman's Committee has the following responsibilities:

- to evaluate significant capital expenditures and acquisitions of the Kuehne+Nagel Group which are subject to approval of the Board of Directors;
- to discuss any matters of significance that require the approval of the Board of Directors subsequently be submitted to the Board of Directors for resolution.

On the closing date, Dr. Joerg Wolle was the Chairman of the Chairman's Committee and Klaus-Michael Kuehne and Karl Gernandt were members.

On invitation of the Chairman, the Chairman's Committee convenes as often as business requires but typically four times a year, once each quarter. The Committee invites Members of the Management Board at its discretion, being usually represented by the CEO and the CFO, to attend these meetings.

The Board of Directors is informed by the Chairman of the Chairman's Committee about all issues discussed, in particular, about all topics that need approval of the Board of Directors.

Nomination and Compensation Committee

The Nomination and Compensation Committee consists of two to six members of the Board of Directors elected at the Annual General Meeting (Compensation Committee) on the one hand and designated by the Board of Directors (Nomination Committee) on the other hand, each for a period of one year and meeting regularly as one joint Committee.

On the closing date December 31, 2021, Karl Gernandt was the Chairman of the Nomination and Compensation Committee; Klaus-Michael Kuehne and Hauke Stars were members.

On invitation of the Chairman, the Nomination and Compensation Committee convenes as often as business requires but at least three times a year, usually quarterly. Members of the Management Board can take part in the Nomination and Compensation Committee meetings by invitation.

The Compensation Committee supports the Board of Directors with the determination and validation of the remuneration policy, defines the remuneration concepts, and the principles of remuneration for the members of the Board of Directors and the Management Board. The principles of remuneration, post-employment benefits and share-based compensations are reviewed annually. The Nomination and Compensation Committee discusses the amounts of compensation for each member of the Board of Directors individually, evaluates the performance of each member of the Management Board and recommends their remuneration. The General Meeting approves the maximum total remuneration of the Boards.

The Nomination and Compensation Committee has the following responsibilities:

- definition and validation of the remuneration policy and concepts;
- definition of the principles of remuneration for the members of the Board of Directors and the Management Board;
- nomination of competent staff of the Management Board;
- yearly review of the individual performance of members of the Management Board;
- approval of terms and conditions of employment of the members of the Management Board;
- determination and approval of pension schemes;
- approval of mandates outside the Kuehne+Nagel Group by members of the Management Board;
- determination of the variable and fixed remuneration components of the Management Board;
- approval of share-based compensation plans for the Management Board and other selected employees;
- preparation of the remuneration report.

The Nomination and Compensation Committee develops guidelines and criteria for the selection of candidates and reviews new candidates to ensure competent staffing of the Management Board.

The Chairman of the Nomination and Compensation Committee informs the Board of Directors about all issues discussed, in particular, about all topics that need approval by the Board of Directors.

Board and committees: Membership, attendance, number and duration of meetings

Board and committees	Board of Directors	Audit Committee	Chairman's Committee	Nomination and Compensation Committee
Number of meetings in 2021	6 [1]	5	11	3
Approximate duration of each meeting	4 hours	3 hours	2 hours	2 hours
Klaus-Michael Kuehne	6	5	11	3
Dr. Joerg Wolle	6	3	11	3
Karl Gernandt	6	5	11	3
Dominik Buergy	6	5	–	–
Dr. Renato Fassbind	6	5	–	–
David Kamenetzky	6	–	–	–
Tobias B. Staehelin [2]	4	–	–	–
Hauke Stars	6	–	–	3
Dr. Martin C. Wittig	6	5	–	–

1 Thereof two extraordinary meetings.
2 Member of the Board of Directors as of May 4, 2021.

Rules of competence between the Board of Directors and the Management Board

The Board of Directors executes the non-transferable and inalienable duties of the ultimate management of the Group. As far as the non-transferable and inalienable duties of the Board of Directors are not concerned, the Chairman of the Board of Directors overlooks the responsibilities of the assigned members of the Management Board of the Kuehne + Nagel Group. As per the Organisational Rules the responsibilities and competences relating to the operational management are transferred to the Management Board. The Management Board is responsible for the development, execution, and supervision of the day-to-day operations of the Group and the Group companies to the extent they are not incumbent on the Annual General Meeting, the Statutory Auditor, the Board of Directors, or the Chairman of the Board of Directors by applicable law, by the Articles of Association, or by the Organisational Rules. The Organisational Rules define which businesses can be approved by the Management Board and which ones require the approval of the Chairman of the Board of Directors or the Board of Directors pursuant to approval requirements based on the extent and nature of the respective business.

Information and control system of the Management Board

The Management Board informs the Board of Directors on a regular and timely basis about the course of business primarily by means of a comprehensive financial management information system (MIS) report, which provides monthly worldwide consolidated results by segment and country including comparative actual, budgeted and prior-year figures as well as consolidated Balance Sheet and Cash Flow analysis.

The CEO and the CFO are generally invited to meetings of the Board of Directors, the Audit Committee as well as to the meetings of the Chairman's Committee. Members of the Management Board can take part in Nomination and Compensation Committee meetings by invitation.

Risk Management

Risk management is a fundamental element of the Group's business practice at all levels and covers different types of risks. At Group level, risk management is an integral part of the business planning and controlling processes. Material risks are monitored and regularly discussed with the Audit Committee or the Risk and Compliance Committee, the latter of which is consisting of the CEO and the CFO, the Chief Compliance Officer, the Corporate Head of Internal Audit and the Group General Counsel. The risk management system within the Group covers both financial and operational risks.

Risk management is part of the Internal Control System (ICS). Preventive and risk-reducing measures to control risks are proactively taken on different levels and are a fundamental part of the management responsibility. The finance and accounting department conducts, in collaboration with regional management and the Management Board, a risk assessment at least once a year. Details on risk management, including identified risks, are provided in the Status Report on page 16.

Compliance

Integrity as key element of business behaviour creates trust amongst business partners. Therewith the Group is able to carry the responsibility as a reliable and successful business partner. The Chairman of the Board of Directors and the CEO issued an updated release of the KN Ethics & Compliance Programme in December 2021. This programme provides guidance for legal, regulatory, and other compliance requirements, as well as global communication and training initiatives. Ongoing compliance trainings continue to form key elements to ensure that members of all levels of the Group are and remain adequately knowledgeable and skilled to apply the KN Ethics & Compliance Programme in their day-to-day work. This includes top-down KN Code of Conduct live trainings as well as comprehensive live anti-bribery, anti-corruption, and anti-trust training initiatives. The Group encourages employees to raise concerns of potential violations of the KN Code of Conduct, amongst other channels, to a global 24/7 confidential reporting line enabling reports in a safe, confident and, if desired, anonymous manner.

The Kuehne+Nagel Group applies a risk-based integrity due diligence (IDD) process for evaluating business partners.

Internal Audit

The Internal Audit function reports directly to the Chairman of the Board of Directors about ongoing activities and audit reports and acts under the supervision of the Audit Committee. Kuehne+Nagel's Internal Audit is an independent, objective assurance and consulting activity that assists the Management to exercise their responsibilities efficiently by assessing the adequacy and effectiveness of internal controls.

Management Board

On the closing date, the biographical particulars of the Management Board members are as follows:

Dr. Detlef Trefzger
CEO
German, 1962

Markus Blanka-Graff
CFO
Austrian, 1967

Dr. Detlef Trefzger studied at Muenster and Kingston upon Hull and attained a degree in Business Management by Vienna University of Business and Economics. In 1989, he started his career as a Project Manager, Industrial & Building Systems Group at Siemens AG, Erlangen, Germany. In 1994, he joined Roland Berger & Partner, Munich, Germany, as a Principal in the Competence Center Transportation & Logistics. From 1999 to 2003, he worked as a Member of the Board and CFO of the region South East Europe at Schenker & Co AG, Vienna, Austria. From 2004 to October 2012, Dr. Detlef Trefzger was a Member of the Executive Board of Schenker AG, Essen, Germany, and responsible for Global Contract Logistics/ Supply Chain Management. In addition, he was Executive Vice President Global Air Freight and Global Ocean Freight in 2012.

Other significant activities: Member of the Board of the Swiss American Chamber of Commerce.

Positions within the Kuehne+Nagel Group:

2013–2015:
- Executive Vice President Contract Logistics of the Group

2016:
- Executive Vice President Air Logistics of the Group

2013–today:
- Chief Executive Officer (CEO) of the Group
- Chief Executive and Chairman of the Management Board of Kuehne + Nagel International AG

Graduated as Master in Economics from Vienna University of Business and Economics.

Positions within the Kuehne+Nagel Group:

1996–2006:
- Various Management positions in Finance

2006–2009:
- Regional CFO North West Europe

2009–2014:
- Director Corporate Finance & Investor Relations

2014–today:
- Chief Financial Officer (CFO) of the Group

Lothar Harings
CHRO
German, 1960

Martin Kolbe
CIO
German, 1961

Lawyer (assessor iur.). Various national and international management positions with Siemens, amongst others, Vice President Human Resources Siemens AG for Enterprise & International HR ICN from 1998 to 2002. Member of the Management Board of T-Mobile International. Responsible for Global Human Resources with T-Mobile AG and Deutsche Telekom from 2002 until March 2009.

Other significant activities: Member of the Executive Board of WHU Foundation, Vallendar; Chairman of the C-Talks CHRO Circle and National Trustee of the German Committee of AIESEC registered association, Bonn.

Positions within the Kuehne+Nagel Group:

2009–today:
- Chief Human Resources Officer (CHRO) of the Group

2010–2019:
- Corporate Secretary

Graduated computer scientist. Positions in IT management including CIO with Deutsche Post World Net (DPWN) from 2002 to 2005, responsible for DHL Europe and DHL Germany as well as member of the Supervisory Board in several DPWN-associated companies.

Position within the Kuehne+Nagel Group:

2005–today:
- Chief Information Officer (CIO) of the Group

Stefan Paul
Executive Vice President
Road Logistics
German, 1969

After completing an apprenticeship as a freight forwarder, he started his career with Kuehne+Nagel in 1990 where he held various positions in Sales and Operations. In 1997, he joined Deutsche Post DHL, Germany, as General Manager for Key Accounts and Industry Sectors, and worked in various management positions until he became CEO of DHL Freight, Germany, in February 2010. In February 2013, Stefan Paul joined Kuehne+Nagel as a Member of the Management Board, responsible for the Business Unit Road Logistics.

Positions within the Kuehne+Nagel Group:

1990–1997:
- Various management positions in Sales and Operations

2013–2020:
- Executive Vice President Road Logistics of the Group

2020–today:
- Executive Vice President Road Logistics and Sales of the Group

Horst Joachim (Otto) Schacht
Executive Vice President
Sea Logistics
German, 1959

Graduated as a shipping agent. From 1978 to 1997, he held various positions globally with Hapag-Lloyd, including three years in the United States as Trade Manager Far East-Europe.

Positions within the Kuehne+Nagel Group:

1997–1999:
- Member of the Management Board of Kuehne+Nagel Germany, responsible for Sea Logistics

1999–2011:
- Senior Vice President Global Sea Logistics

2011–today:
- Executive Vice President Sea Logistics of the Group

Yngve Ruud
Executive Vice President
Air Logistics
Norwegian, 1964

Graduated from the Norwegian School of Management.

Positions within the Kuehne+Nagel Group:

1990–1996:
- Operational and Finance Manager Kuehne+Nagel Norway

1997–2011:
- Managing Director of Kuehne+Nagel Norway

2011–2013:
- Regional Manager North West Europe

2013–2016:
- Regional Manager Western Europe

2016–today:
- Executive Vice President Air Logistics of the Group

Gianfranco Sgro
Executive Vice President
Contract Logistics
Italian, 1967

Graduated as Electronic Engineer from Turin Polytechnic University. Gianfranco Sgro started his career in 1992 as a Project Manager at TNT Express. From 1995 to 2006, he held various national and international positions with TNT Logistics (Operational Director in Brazil, President and Managing Director South America, President and Managing Director Italy). From 2006 until 2012, he was nominated Regional President South Europe, Middle East and Africa with CEVA. From 2012 to 2014, he worked as South America Chief Operating Officer with Pirelli. In February 2015, Gianfranco Sgro joined Kuehne+Nagel as a Member of the Management Board, responsible for the Business Unit Contract Logistics.

Position within the Kuehne+Nagel Group:

2015–today:
- Executive Vice President Contract Logistics of the Group

The Articles of Association (AoA) of Kuehne + Nagel International AG limit the number of mandates that members of the Management Board may hold outside the Kuehne+Nagel Group. Article 21 of the AoA limits the maximum number of permitted mandates of members of the Management Board to five board memberships, whereof no more than one may be held in a stock-listed company. Each mandate requires the approval of the Board of Directors. Mandates in companies, which are controlled by Kuehne+Nagel or which control Kuehne+Nagel, are not subject to this limitation. In addition, members of the Management Board may hold no more than 25 mandates at Kuehne+Nagel's request, and no more than 25 mandates in associations, charitable organisations, foundations, trusts, and employee welfare foundations.

Compensation, shareholdings and loans

All details regarding compensation, shareholdings and loans are set forth in the separate Remuneration Report on pages 37 to 43 and in the consolidated financial statements, note 46, on page 110 and listed furthermore in note 13 to the Financial Statements of Kuehne + Nagel International AG on pages 136 to 137.

Shareholders' participation

Restrictions and delegation of voting rights

Each share has one vote. All shares have equal voting rights, and no preferential rights or similar entitlements exist.

For resolutions concerning the discharge of the members of the Board of Directors, persons who currently take part in the company's management in any manner do not have a voting right.

Registered shares may only be represented by persons who are entered in the share register as shareholders or beneficiaries who have a written power of attorney. Individual companies, partnerships or legal entities may arrange to be represented by legal representatives or representatives pursuant to the Articles of Association or by other authorised representatives, married persons by their spouse, minors and persons in guardianship by their legal representative, even if their representatives are not shareholders. Each shareholder may also arrange to be represented by the elected independent proxy.

Statutory quorums

In general, the legal rules on quorums and terms apply. The following shall require a resolution to be passed by the General Meeting by at least two thirds of the voting rights represented and by a majority of the nominal value of the shares represented:

- the introduction of voting shares;
- the introduction or removal of actual restrictions on the transferability of registered shares;
- the restriction or cancellation of subscription rights;
- the conversion of registered shares into bearer shares or of bearer shares into registered shares;
- the dismissal of more than one quarter of the members of the Board of Directors.

Calling of an Annual General Meeting

The calling of an Annual General Meeting is defined by law. The agenda contains any item submitted by the Board of Directors. In particular, this includes information for the appointment of new members to the Board of Directors or the Compensation Committee and, in the event of changes to an Article of Association, the announcement of the new wording.

Agenda of the Annual General Meeting

Shareholders owning shares with a total nominal value of at least CHF 1 million can request that items be added to the agenda up to 45 days prior to the date fixed for the Annual General Meeting by submitting details of their proposals in writing.

Registration of shareholders into the share registers

Registered shares can only be represented at the Annual General Meetings by either shareholders or beneficiary owners whose personal particulars and size of shareholdings have been entered in the Company‘s share register. Such shareholders and/or beneficiary owners who are not in a position to attend the Annual General Meeting are entitled to nominate a representative by written proxy.

The share register remains closed for any movements during six calendar days preceding and including the date of the Annual General Meeting.

Changes of control and defence measures

Duty to make an offer

There are no opting-out or opting-in rules provided for in the Articles of Association.

Clauses on changes of control

No member of either the Board of Directors or the Management Board or other senior management staff has clauses on change of control in their employment contracts.

Statutory auditors

Duration of the mandate and term of office of the lead auditor

Ernst & Young Ltd (EY), Zurich, as Kuehne + Nagel’s auditor started in 2013. The auditor in charge since 2019 is Christian Schibler. The re-election of EY for the financial year 2021 was confirmed at the Annual General Meeting held on May 4, 2021. The rotation sequence of the auditor in charge is seven years and thus corresponds with the legal rule.

Audit fees

According to the Group’s financial records the fees charged for auditing services for the year 2021 amounted to CHF 3.9 million (2020: CHF 3.7 million).

Additional fees

In addition to the fees mentioned above, the statutory auditors are asked on a very restrictive basis to provide certain consulting services beyond the annual audit mandate. In 2021, an amount of CHF 0.3 million (2020: CHF 0.3 million) was incurred mainly related to tax consultancy mandates.

Supervisory and controlling instruments towards the statutory auditors

The work performed by the external statutory auditors is supervised, controlled, and duly monitored by the Board of Directors' Audit Committee. The statutory auditors report regularly to the Audit Committee. In 2021, the auditor in charge attended two Audit Committee meetings. The main criteria for the selection of the external audit company are its worldwide network, reputation and pricing.

General trading blackout periods

(According to the revised Directive on Information relating to Corporate Governance, Annex clause 10 DCG as of 1 July 2021)

Background

The Kuehne+Nagel Group has defined recurring trading blackout periods, during which members of the Board of Directors, members of the Management Board and employees, e.g. working in Corporate Finance, Corporate Legal, and Corporate Communications, and other employees as specifically defined by Kuehne+Nagel Group from time to time (prohibited persons), are prohibited from trading Kuehne+Nagel Group shares and any other types of securities related to such shares (including purchase options).

Scope

The restrictions apply to

- all transactions in Kuehne+Nagel securities including shares issued by Kuehne+Nagel, options to purchase Kuehne+Nagel shares or any other types of securities related to Kuehne+Nagel shares (Kuehne+Nagel Securities). It also applies to shares and other types of securities of another entity where such entity enters into strategic discussions and/or transactions with the Group regarding a combination or consolidation, merger, acquisition or similar transaction.
- the purchase of the Company's shares/options under the employee stock purchase/option plans (e.g. the Kuehne+Nagel share matching plans).

Exceptions to the prohibition of insider trading and market manipulation

The recurring trading blackout periods are subject to exemptions provided by Swiss law (e.g. for share buyback programmes. However, such exemption will not apply to a buyback of own Kuehne+Nagel securities, if the buyback programme is announced or the buyback of own equity occurs during blackout periods).

General blackout periods

The recurring trading blackout periods begin as soon as the annual, half-year, quarterly or interim financial results are known to the prohibited persons, but in no event later than:

- for annual results: on the day the profit and loss electronic data information has been received at the corporate headquarters, whereby, for members of the Board of Directors other than the Chairman of the Board of Directors, the recurring trading blackout period begins when they have acquired knowledge about such information;

- for half-year, quarterly or interim financial results: two weeks before publishing the financial results, whereby, for members of the Board of Directors other than the Chairman of the Board of Directors, the recurring trading blackout period begins one week before the publication of the financial results.

The recurring trading blackout periods end on the day of the publication of the relevant financial results. The exact dates of the recurring trading blackout periods are set out in the insider trading policy of the Kuehne+Nagel Group for the relevant year.

Information policy

The Kuehne+Nagel Group strives for ensuring a comprehensive and consistent information policy. The ambition is to provide analysts, investors and other stakeholders with high levels of transparency that meet best practice standards accepted worldwide.

To this end, Kuehne+Nagel uses print media and, in particular, its website where up-to-date information is available. This information contains an overall presentation of the Group, detailed financial data as well as information on environmental and safety matters, which are the main elements of the corporate sustainability efforts. The Group aims for an integral approach to economic, ecologic and social responsibility. Furthermore, Kuehne+Nagel provides up-to-date information on significant, business-related occurrences and organisational changes.

All press releases are posted on the website when released and can be viewed, downloaded and subscribed to, under the following link: https://newsroom.kuehne-nagel.com/media-releases/

The Kuehne+Nagel Group's Annual Report covering the past financial year as well as the published quarterly financial data are available for download at https://home.kuehne-nagel.com/-/company/investor-relations/financial-performance. Prior to the release of the first quarterly results, the Group publishes a financial calendar announcing the dates of the upcoming quarterly reports as well as the date of the Annual General Meeting on the same web page.

The contact address for Investor Relations is:

Kuehne + Nagel Management AG
Investor Relations
Dorfstrasse 50
P.O. Box 67
CH-8834 Schindellegi
Switzerland
Phone: +41 (0)44 786 95 61

In addition, the most updated and detailed information on the Group, its service offering and contact details are available under https://www.kuehne-nagel.com.

Kuehne+Nagel's performance-oriented remuneration system aims to create long-term incentives for its employees in order to ensure sustainable success of the Company and add value for its shareholders.

This remuneration report describes the principles and components of the remuneration of Kuehne+Nagel's Board of Directors and Management Board and contains information about the amount of remuneration paid to and accrued for.

Introduction

This remuneration report complies with the Ordinance against Excessive Compensation in Listed Stock Companies (Ordinance), the Swiss Code of Best Practice for Corporate Governance and the Swiss Code of Obligations, as well as with the relevant rules in the SIX Swiss Exchange Ltd.'s Directive on Information Relating to Corporate Governance.

At the Annual General Meeting (AGM) on May 4, 2021, as in the previous year, the shareholders of Kuehne + Nagel International AG (Company) individually elected the members of the Board of Directors, the Chairman, the members of the Compensation Committee as well as the independent proxy. The AGM furthermore approved each of the total aggregate remuneration amounts, for the members of the Board of Directors for the period until the next ordinary AGM, and for the members of the Management Board for the fiscal year 2022.

As per the Articles of Association the AGM votes annually and with prospectively binding effect on the approval of the remuneration of the Board of Directors and the Management Board, respectively. In addition, the Remuneration Report is being presented to shareholders at the AGM for a consultative vote.

The Articles of Association of Kuehne + Nagel International AG are available at the following link: https://home.kuehne-nagel.com/company/corporate-governance.

Remuneration principles

To maintain Kuehne+Nagel's position as one of the world's leading logistics providers and to ensure the Group's sustained success, it is critical to attract and retain best-in-class executives. The Group is committed to a remuneration model that reflects changes in the level of management compensation to be in line with corresponding changes in compensation of the Group.

The remuneration policy of the Group aims to ensure the generation of sustainable earnings and shareholder value for the Group and consists of the following key principles:

- Balance between short-term and long-term incentive components
- Pay for performance
- Align management's interests with those of the shareholders

Determination of remuneration

The Nomination and Compensation Committee supports the Board of Directors with the determination and validation of the remuneration policy, defines the remuneration concepts, and the principles of remuneration for the members of the Board of Directors and the Management Board. The principles of remuneration, post-employment benefits and share-based compensations are reviewed annually.

The Nomination and Compensation Committee discusses the amounts of compensation for each member of the Board of Directors individually, evaluates the performance of each member of the Management Board and recommends their remuneration. The General Meeting approves the maximum total remuneration of the Boards.

The Nomination and Compensation Committee has the following responsibilities:

- definition and validation of the remuneration policy and concepts;
- definition of the principles of remuneration for the members of the Board of Directors and the Management Board;
- nomination of competent staffing of the Management Board;
- yearly review of the individual performance of members of the Management Board;
- approval of terms and conditions of employment of the members of the Management Board;
- determination and approval of pension schemes;
- approval of mandates outside the Kuehne+Nagel Group by members of the Management Board;
- determination of the variable remuneration of the Management Board;
- approval of share-based compensation plans for the Management Board and other selected employees;
- preparation of the remuneration report

The Nomination and Compensation Committee develops guidelines and criteria for the selection of candidates and reviews new candidates according to these guidelines to ensure competent staffing of the Management Board.

The Chairman of the Nomination and Compensation Committee informs the Board of Directors about all issues discussed, in particular, about all topics that need approval of the Board of Directors.

Remuneration components

Board of Directors

The Chairman and the members of the Board of Directors receive a fixed compensation as well as a compensation for their participation in committees in cash. These fixed amounts of compensation are defined in a discretionary way, in line with market conditions.

Management Board

The members of the Management Board receive a fixed salary, a variable remuneration component, and are eligible to participate in the Company's share-based compensation plan. The actual ratios of the remuneration components are disclosed in the Management Board remuneration table.

Component type	Fixed component	Variable remuneration component (short-term incentive)	Share-based compensation plans (mid to long-term incentive)
Description	Fixed salary (cash) based on scope, complexity and market value of the role as well as skills and performance of the individual Board Member	Individually defined percentage of the Group's adjusted net earnings (adjusted for additional goodwill amortisation and digressive bonus eligibility) based on scope, complexity and market value of the role as well as skills and performance of the individual Board Member	Share Matching Plan (described) with a three years vesting and service period. The Group matches the shares invested by the employee at market rate.

Component	Instrument	Purpose	Drivers
Fixed salary	Monthly (cash) payments	Payment for the functional role	Range and complexity of tasks, market value, skills and profile of the individual
Variable remuneration component	Annual bonus payment (cash)	Payment for year-over-year performance	■ Financial performance of the Group ■ individually defined percentage based on the individual performance and market value of the role
Share-based compensation plans	Share matching plan, with a three years vesting and service period	Participation in the mid/long-term performance of the Group	Mid/long-term financial performance of the Group
Other benefits	Pension and insurances, other benefits	Risk protection and coverage of business related expenses	Legislation and market practice

Fixed salary

The fixed salary is paid in cash on a monthly basis and determined based on the function, qualification, responsibilities and performance of the individual member of the Management Board as well as the external market value of the role.

Variable remuneration component

The variable part of remuneration is calculated based on an individually defined percentage of the adjusted Group's net earnings (adjusted for additional goodwill amortisation and digressive bonus eligibility).

The variable part of remuneration is paid in cash in the month of May of the following year after the approval of the consolidated financial statements by the Annual General Meeting.

Share-based compensation plans

Management Board members are eligible to participate in the Group's share-based compensation plans.

The goal of these plans is to focus on long-term value creation for the Company, alignment of Management Board's interests to those of shareholders as well as retention of members of the Management Board.

Effective July 25, 2018, the Company introduced a Share Matching Plan (SMP) that replaced the SMP implemented in 2016. This long-term incentive plan allows selected employees of the Group to invest at a specified date previously acquired shares of the Company into the plan. These shares are blocked for three years whereby voting rights and rights to receive dividends remain intact with the holder of the shares. For each invested share, the Company will match 0.8 additional shares upon completion of a three-year vesting period and service condition during the same period.

The fair value of shares matched under the SMP is recognised as a personnel expense with a corresponding increase in equity. The fair value of matched shares is equal to the market price at grant date reduced by the present value of the expected dividends during the vesting period and recognised as personnel expense over the relevant vesting periods. The amount expensed is adjusted to reflect actual and expected levels of vesting.

The SMP 2016 was discontinued as of June 30, 2018. It allowed selected employees of the Group to invest at a specified date previously acquired shares of the Company into the plan. These shares were blocked for three years whereby voting rights and rights to receive dividends remained intact with the holder of the shares. For each invested share, the Company matched additional shares upon completion of a three-year vesting period and service condition during the same period. The level of the share match (share match ratio) was defined based on the average growth rate of the Group's net profit after tax achieved over the three financial years in the vesting period. The fair value of shares matched under the SMP was recognised as a personnel expense with a corresponding increase in equity. The fair value of matched shares was equal to the market price at grant date reduced by the present value of the expected dividends during the vesting period and recognised as personnel expense over the relevant vesting periods. The amount expensed was adjusted to reflect actual and expected levels of vesting. This plan had shares eligible for a matching until June 30, 2020.

Other benefits

The members of the Management Board participate in an employee pension fund that covers the fixed salary with age-related contribution rates equally shared by the employee and the employer.

Each member of the Management Board is entitled to a car allowance. Out-of-pocket expenses are reimbursed at actual costs incurred.

The members of the Management Board have employment contracts with notice periods of a maximum of one year.

Board of Directors remuneration

The total maximum amount of remuneration for the members of the Board of Directors approved by the Annual General Meeting on May 4, 2021, for the period ending at the 2022 Annual General Meeting, amounted to CHF 5.5 million.

The total actual remuneration accrued for and paid to the members of the Board of Directors for their tenure 2021 amounted to CHF 4.7 million (2020: CHF 4.5 million).

The following tables show details of the remuneration of the members of the Board of Directors for 2021 and 2020:

2021

Remuneration to the members of the Board of Directors in CHF thousand	Compensation for Board of Directors	Compensation for Committees	Social insurance	Total
Klaus-Michael Kuehne (Honorary Chairman)	750	10	39	799
Dr. Joerg Wolle (Chairman)	2,000	–	116	2,116
Karl Gernandt (Vice Chairman)	550	25	34	609
Dominik Buergy	180	15	12	207
Dr. Renato Fassbind	180	15	11	206
David Kamenetzky	180	–	11	191
Tobias B. Staehelin [1]	118	–	8	126
Hauke Stars	180	10	12	202
Dr. Martin C. Wittig	180	15	12	207
Total	**4,318**	**90**	**255**	**4,663**

1 Member of the Board of Directors as of May 4, 2021.

2020

Remuneration to the members of the Board of Directors in CHF thousand	Compensation for Board of Directors	Compensation for Committees	Social insurance	Total
Klaus-Michael Kuehne (Honorary Chairman)	750	10	39	799
Dr. Joerg Wolle (Chairman)	2,000	–	116	2,116
Karl Gernandt (Vice Chairman)	550	25	34	609
Dominik Buergy [1]	117	10	9	136
Dr. Renato Fassbind	180	15	11	206
David Kamenetzky	180	–	11	191
Dr. Thomas Staehelin [2]	63	5	3	71
Hauke Stars	180	10	12	202
Dr. Martin C. Wittig	180	15	12	207
Total	**4,200**	**90**	**247**	**4,537**

1 Member of the Board of Directors as of May 5, 2020.
2 Retired from the Board of Directors as of May 5, 2020.

Management Board remuneration

The total maximum amount of remuneration for the members of the Management Board approved by the Annual General Meeting on May 5, 2020, for the fiscal year 2021, amounted to CHF 20.0 million. The Board of Directors will propose an increase of the maximum amount of remuneration for the fiscal year 2021 to the Annual General Meeting on May 3, 2022.

The total actual remuneration accrued for and paid to the Chief Executive Officer and to the members of the Management Board in the financial year 2021 amounted to CHF 23.8 million (2020: CHF 19.1 million).

The following tables show details of the remuneration for the Chief Executive Officer and the other members of the Management Board for 2021 and 2020:

2021

in CHF thousand	Salary	In per cent of total remuneration	Variable part of remuneration	In per cent of total remuneration	Social Insurance	Pension [1]	Share Plan	In per cent of total remuneration	Others [2]	Total
Dr. Detlef Trefzger, Chief Executive Officer	1,040	20.7	3,147	62.6	270	119	418	8.3	32	5,026
Members of the Management Board	4,744	25.2	10,195	54.2	721	611	2,382	12.7	162	18,815
Total	**5,784**	**24.3**	**13,342**	**56.0**	**991**	**730**	**2,800**	**11.7**	**194**	**23,841**

2020

in CHF thousand	Salary	In per cent of total remuneration	Variable part of remuneration	In per cent of total remuneration	Social Insurance	Pension [1]	Share Plan	In per cent of total remuneration	Others [2]	Total
Dr. Detlef Trefzger, Chief Executive Officer	1,040	26.5	2,120	54.0	208	135	391	10.0	32	3,926
Members of the Management Board	4,642	30.6	7,175	47.2	596	656	1,961	12.9	162	15,192
Total	**5,682**	**29.7**	**9,295**	**48.6**	**804**	**791**	**2,352**	**12.3**	**194**	**19,118**

1 Including risk premium and savings contributions.
2 Others include a car allowance.

Other remuneration

Remuneration for former members of the Board of Directors or Management Board and related parties

During the reporting years 2021 and 2020 no remuneration was paid to or accrued for former members of the Board of Directors and the Management Board in connection with their previous activities in the Company. Furthermore, no payments which are not at arm's length were made during 2021 and 2020 to former members of the Board of Directors, Management Board and to individuals who are closely related to them.

Loans and credits granted

In the reporting years 2021 and 2020, neither Kuehne + Nagel International AG nor one of its subsidiaries provided any guarantees, loans, advances, credit facilities or similar either to former or current members of the Board of Directors or Management Board or to related parties nor are there any receivables of any kind outstanding.

Report of the statutory auditor on the Remuneration Report to the General Meeting of Kuehne + Nagel International AG, Schindellegi (Feusisberg), Switzerland

We have audited the remuneration report of Kuehne + Nagel International AG on the pages 37 to 43 for the year ended December 31, 2021.

Board of Directors' responsibility

The Board of Directors is responsible for the preparation and overall fair presentation of the remuneration report in accordance with Swiss law and the Ordinance. The Board of Directors is also responsible for designing the remuneration system and defining individual remuneration packages.

Auditor's responsibility

Our responsibility is to express an opinion on the remuneration report. We conducted our audit in accordance with Swiss Auditing Standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the remuneration report complies with Swiss law and articles 14–16 of the Ordinance.

An audit involves performing procedures to obtain audit evidence on the disclosures made in the remuneration report with regard to compensation, loans and credits in accordance with articles 14–16 of the Ordinance. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatements in the remuneration report, whether due to fraud or error. This audit also includes evaluating the reasonableness of the methods applied to value components of remuneration, as well as assessing the overall presentation of the remuneration report.

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

Opinion

In our opinion, the remuneration report for the year ended December 31, 2021 of Kuehne + Nagel International AG complies with Swiss law and articles 14–16 of the Ordinance.

Ernst & Young Ltd

Christian Schibler Licensed audit expert (Auditor in charge)	Andreas Traxler Licensed audit expert

Zurich, March 1, 2022

Income statement

CHF million	Note	2021	2020	Variance in per cent
Net turnover	19	**32,801**	**20,382**	60.9
Net expenses for services from third parties		–22,905	–12,907	
Gross profit	19	**9,896**	**7,475**	32.4
Personnel expenses	20	–4,922	–4,443	
Selling, general and administrative expenses	21	–1,293	–1,268	
Other operating income/expenses, net	22	–2	156	
EBITDA		**3,679**	**1,920**	91.6
Depreciation of property, plant and equipment	26	–192	–185	
Depreciation of right-of-use assets	27	–485	–506	
Amortisation of other intangibles	28	–56	–40	
Impairment of assets	28/40/47	–	–119	
EBIT		**2,946**	**1,070**	175.3
Financial income	23	14	9	
Financial expenses	23	–20	–22	
Result from joint ventures and associates		5	2	
Earnings before tax (EBT)		**2,945**	**1,059**	178.1
Income tax	24	–790	–270	
Earnings for the year		**2,155**	**789**	173.1
Attributable to:				
Equity holders of the parent company		2,032	788	157.9
Non-controlling interests		123	1	
Earnings for the year		**2,155**	**789**	173.1
Basic earnings per share in CHF	25	**16.92**	**6.59**	156.8
Diluted earnings per share in CHF	25	**16.88**	**6.57**	156.9

Statement of comprehensive income

CHF million	Note	2021	2020
Earnings for the year		**2,155**	**789**
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss:			
Foreign exchange differences		16	–188
Gains/(losses) on cash flow hedges		–28	–
Items that will not be reclassified to profit or loss:			
Actuarial gains/(losses) on defined benefit plans	33/24	31	–8
Income tax on actuarial gains/(losses) on defined benefit plans	24	–7	1
Total other comprehensive income, net of tax		**12**	**–195**
Total comprehensive income for the year		**2,167**	**594**
Attributable to:			
Equity holders of the parent company		2,036	593
Non-controlling interests		131	1

Balance sheet

CHF million	Note	Dec, 31, 2021	Dec, 31, 2020
Assets			
Property, plant and equipment	26	766	797
Right-of-use assets	27	1,409	1,500
Goodwill	28	2,290	1,155
Other intangibles	28	247	101
Investments in joint ventures and associates		31	12
Deferred tax assets	24	226	250
Non-current assets		**4,969**	**3,815**
Prepayments		146	82
Contract assets	29	693	259
Trade receivables	29	6,404	3,412
Other receivables	30	113	112
Income tax receivables		20	40
Cash and cash equivalents	31	2,305	1,697
Assets held for sale	40	–	434
Current assets		**9,681**	**6,036**
Total assets		**14,650**	**9,851**

CHF million	Note	Dec. 31, 2021	Dec. 31, 2020
Liabilities and equity			
Share capital		121	120
Reserves and retained earnings		1,051	1,499
Earnings for the year		2,032	788
Equity attributable to the equity holders of the parent company		**3,204**	**2,407**
Non-controlling interests		7	6
Equity	32	**3,211**	**2,413**
Provisions for pension plans and severance payments	33	379	431
Deferred tax liabilities	24	136	61
Borrowings	35	200	400
Non-current provisions	36	44	35
Other non-current liabilities	38	1,311	52
Non-current lease liabilities	27	1,053	1,150
Non-current liabilities		**3,123**	**2,129**
Bank and other interest-bearing liabilities	35	205	2
Trade payables	37	2,994	1,875
Contract liabilities	37	223	87
Accrued trade expenses	37	2,200	1,338
Income tax liabilities		440	164
Current provisions	36	91	86
Other current liabilities	39	1,732	905
Current lease liabilities	27	431	433
Liabilities directly associated with the assets held for sale	40	–	419
Current liabilities		**8,316**	**5,309**
Total liabilities and equity		**14,650**	**9,851**

Schindellegi, March 1, 2022

Kuehne + Nagel International AG

Dr. Detlef Trefzger	Markus Blanka-Graff
CEO	CFO

Statement of changes in equity

CHF million	Note	Share capital	Share premium	Treasury shares
Balance as of January 1, 2021		120	459	–55
Earnings for the year		–	–	–
Other comprehensive income				
Foreign exchange differences		–	–	–
Gains/(losses) on cash flow hedges		–	–	–
Actuarial gains/(losses) on defined benefit plans, net of tax	33/24	–	–	–
Total other comprehensive income, net of tax		**–**	**–**	**–**
Total comprehensive income for the year		**–**	**–**	**–**
Purchase of treasury shares	32	–	–	–59
Disposal of treasury shares	32	–	–13	21
Capital increase	32	1	205	–
Dividend paid	32	–	–	–
Expenses for share-based compensation plans	34	–	–	–
Transfer of cash flow hedge reserve to investments		–	–	–
Acquisition of subsidiaries with non-controlling interests	40	–	–	–
Sale of interest without loss of control	40	–	–	–
Transaction with non-controlling interests	40	–	–	–
Balance as of December 31, 2021		**121**	**651**	**–93**

CHF million	Note	Share capital	Share premium	Treasury shares
Balance as of January 1, 2020		120	469	–28
Earnings for the year		–	–	–
Other comprehensive income				
Foreign exchange differences		–	–	–
Actuarial gains/(losses) on defined benefit plans, net of tax	33/24	–	–	–
Total other comprehensive income, net of tax		**–**	**–**	**–**
Total comprehensive income for the year		**–**	**–**	**–**
Purchase of treasury shares	32	–	–	–37
Disposal of treasury shares	32	–	–10	10
Dividend paid	32	–	–	–
Expenses for share-based compensation plans	34	–	–	–
Balance as of December 31, 2020		**120**	**459**	**–55**

Cumulative translation adjustment	Actuarial gains/ (losses)	Hedging reserves	Retained earnings	Total equity attributabe to the equity holders of parent company	Non-controlling interests	Total equity
–1,230	–168	–	3,281	2,407	6	2,413
–	–	–	2,032	2,032	123	2,155
8	–	–	–	8	8	16
–	–	–28	–	–28	–	–28
–	24	–	–	24	–	24
8	**24**	**–28**	**–**	**4**	**8**	**12**
8	**24**	**–28**	**2,032**	**2,036**	**131**	**2,167**
–	–	–	–	–59	–	–59
–	–	–	–	8	–	8
–	–	–	–	206	–	206
–	–	–	–538	–538	–1	–539
–	–	–	16	16	–	16
–	–	28	–	28	–	28
–	–	–	–	–	47	47
–	–	–	–42	–42	414	372
8	–	–	–866	–858	–590	–1,448
–1,214	**–144**	**–**	**3,883**	**3,204**	**7**	**3,211**

Cumulative translation adjustment	Actuarial gains/ (losses)	Hedging reserves	Retained earnings	Total equity attributabe to the equity holders of parent company	Non-controlling interests	Total equity
–1,042	–161	–	2,958	2,316	6	2,322
–	–	–	788	788	1	789
–188	–	–	–	–188	–	–188
–	–7	–	–	–7	–	–7
–188	**–7**	**–**	**–**	**–195**	**–**	**–195**
–188	**–7**	**–**	**788**	**593**	**1**	**594**
–	–	–	–	–37	–	–37
–	–	–	–	–	–	–
–	–	–	–478	–478	–1	–479
–	–	–	13	13	–	13
–1,230	**–168**	**–**	**3,281**	**2,407**	**6**	**2,413**

Cash flow statement

CHF million	Note	2021	2020
Cash flow from operating activities			
Earnings for the year		2,155	789
Adjustments to reconcile earnings for the year to net cash flows:			
Income tax	24	790	270
Financial income	23	–14	–9
Financial expenses	23	20	22
Result from joint ventures and associates		–5	–2
Depreciation of property, plant and equipment	26	192	185
Depreciation of right-of-use assets	26/27	485	506
Amortisation of other intangibles	28	56	40
Impairment of assets	28/40/47	–	119
Expenses for share-based compensation plans	34	16	13
(Gain)/loss on disposal of property, plant and equipment, net	22	–1	–25
Net addition to provisions for pension plans and severance payments	33	–6	–4
Subtotal operational cash flow		**3,688**	**1,904**
(Increase)/decrease contract assets		–452	–63
(Increase)/decrease trade and other receivables, prepayments		–2,701	–74
Increase/(decrease) provisions		–8	27
Increase/(decrease) other liabilities		336	–123
Increase/(decrease) trade payables, contract liabilities and accrued trade expenses		2,085	353
Income taxes paid		–486	–306
Total cash flow from operating activities		**2,462**	**1,718**

CHF million	Note	2021	2020
Cash flow from investing activities			
Capital expenditure			
– Property, plant and equipment	26	–197	–177
– Other intangibles	28	–7	–9
Disposal of property, plant and equipment		22	430
(Acquisition)/divestment of businesses, net of cash (acquired)/disposed	40	–898	–35
Settlement of deferred/contingent considerations from business combinations		–4	–53
Capital (contributions to)/distributions from joint ventures and associates		–4	–3
Dividend received from joint ventures and associates		4	2
Interest received		4	3
Total cash flow from investing activities		**–1,080**	**158**
Cash flow from financing activities			
Proceeds from sale of interest without loss of control	40	372	–
Repayment of other interest-bearing liabilities		–61	–1
Repayment of lease liabilities	27	–493	–497
Interest paid on borrowings and other interest-bearing liabilities		–10	–8
Interest paid on lease liabilities	27	–10	–14
Purchase of treasury shares	32	–59	–37
Dividend paid to equity holders of parent company	32	–538	–478
Dividend paid to non-controlling interests		–1	–1
Total cash flow from financing activities		**–800**	**–1,036**
Foreign exchange difference on cash and cash equivalents		5	–31
Increase/(decrease) in cash and cash equivalents		**587**	**809**
Cash and cash equivalents at the beginning of the year, net	31	**1,713**	**904**
Cash and cash equivalents at the end of the year, net	31	**2,300**	**1,713**

Notes to the consolidated financial statements

Accounting policies

1 Organisation

Kuehne + Nagel International AG (the Company) is incorporated in Schindellegi (Feusisberg), Switzerland. The Company is one of the world's leading global logistics providers. Its strong market position lies in the sea logistics, air logistics, road logistics and contract logistics businesses.

The consolidated financial statements of the Company for the year ended December 31, 2021, comprise the Company, its subsidiaries (the Group), its interests in joint ventures and associates.

2 Statement of compliance

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS).

3 Basis of preparation

The consolidated financial statements are presented in Swiss Francs (CHF) million and are based on the individual financial statements of the consolidated companies as of December 31, 2021. Those financial statements have been prepared in accordance with uniform accounting policies issued by the Group, which comply with the requirements of the International Financial Reporting Standards (IFRS) and Swiss law (Swiss Code of Obligations). The consolidated financial statements are prepared on a historical cost basis except for certain financial instruments, which are stated at fair value.

The preparation of financial statements in accordance with IFRS requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The actual result may differ from these estimates. Judgements made by the management in the application of IFRS that have a significant effect on the consolidated financial statements and estimates with a significant risk of material adjustment in the future are shown in note 47.

The accounting policies applied in the preparation of the consolidated financial statements are consistent with those followed in the preparation of the Group's consolidated financial statements for the year ended December 31, 2020, except for the adoption of new standards, interpretations and amendments effective as of January 1, 2021. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

Adoption of new and revised standards and interpretations in 2022 and later

The following new, revised and amended standards and interpretations have been issued but are not yet effective and not applied early in the consolidated financial statements of the Group. The assessment by the group management shows the expected effects as disclosed in the table below.

Standard/interpretation	Effective date	Planned application
Annual improvements to IFRS Standards 2018 – 2020 [1]	January 1, 2022	Reporting year 2022
Property, Plant and Equipment – Proceeds before intended use with Amendments to IAS 16 [1]	January 1, 2022	Reporting year 2022
Onerous contracts – Cost of fulfilling a contract – Amendments to IAS 37 [1]	January 1, 2022	Reporting year 2022
Reference to the Conceptual Framework – Amendments to IFRS 3 the Conceptual Framework in IFRS Standards [1]	January 1, 2022	Reporting year 2022
Amendments to the classification of liabilities as current or non-current – Amendments to IAS 1 [1]	January 1, 2023	Reporting year 2023
IFRS 17 Insurance Contracts [1]	January 1, 2023	Reporting year 2023
Definition of Accounting Estimates – Amendments to IAS 8 [1]	January 1, 2023	Reporting year 2023
Disclosure of Accounting Policies – Amendments to IAS 1 and IFRS Practice Statement 2 [1]	January 1, 2023	Reporting year 2023
Deferred Tax related to Assets and Liabilities arising from a Single Transaction – Amendments to IAS 12 [1]	January 1, 2023	Reporting year 2023

1 No or no significant impacts are expected on the consolidated financial statements.

Impact from COVID-19

On March 11, 2020, the World Health Organisation declared the COVID-19 outbreak to be a pandemic due to its rapid, worldwide spread. Various governments introduced and continue to apply containment measures in order to reduce the number of new infections. Since then, the Kuehne+Nagel Group put in place specific precautionary measures to provide safe working environments for its employees and to maintain business continuity. Dedicated teams at global, regional and local levels continuously monitored the situation and continue to do so. The Group adapts the measures based on the most recent guidance of governments and other relevant authorities.

Throughout 2021, the Group observed and was exposed to disruptive supply chain events related to ship, port and trucking operations as well as container availability. Significant capacity was absorbed by large numbers of ships waiting in front of ports for their port calls. The resultant delays in port handling and inland container movements have created substantial disruptions and congestions in global supply chains. This situation, and the scarcity of airfreight capacity, led to a steep increase in freight rates. For these consolidated financial statements, the impact of the COVID-19 pandemic and containment measures taken by various governments are considered. Assessments for the future are based on various scenarios, taking into account the prevailing situation of uncertainty. In this context, making forecasts remains especially difficult.

The Group continued to assess the expected credit loss by applying updated credit ratings and probabilities of default. The impairment allowance provision in per cent of trade receivables and contract assets stands at 1.91 per cent as of December 31, 2021, compared to 2.39 per cent as of December 31, 2020.

The Group closely monitors the business performance and the financial results of its recent acquisitions, for which performance based earn-outs have been agreed to be paid in the future. In the context of potential further disruptions or expansion of service offerings or acquisitions, the Kuehne+Nagel Group has successfully extended its revolving credit facility of CHF 750 million until April 24, 2024.

4 Scope of consolidation

The Group's significant consolidated subsidiaries and joint ventures are listed on pages 113 to 122.

Changes in the scope of consolidation in 2021 relate to the following companies (for further information on the financial impact of the acquisitions and divestments refer to note 40):

2021	Capital share in per cent equals voting rights	Acquisition / divestment date
Acquisitions		
Apex International Corporation Group [1]	88.4	May 11, 2021
Salmosped AS, Norway	100	September 1, 2021
Divestments		
Pluto Holdings Logistics Ltd., Great Britain	100	January 1, 2021
Kuehne + Nagel Drinkflow Log. (Holdings) Ltd., Great Britain	100	January 1, 2021
Kuehne + Nagel Drinks Logistics Ltd., Great Britain	100	January 1, 2021
Kuehne + Nagel Drinkflow Logistics Ltd., Great Britain	100	January 1, 2021
Apex International Corporation Group [1]	24.9	August 12, 2021

1 The Group had present access to 88.4 per cent ownership interests at acquisition date, comprising 79.3 per cent legally acquired plus 9.1 per cent contractually agreed to be transferred within the next three years. Subsequently, as of August 12, 2021 the Group disposed 24.9 per cent of the share capital without loss of control. Refer to note 40 for details to the acquisitions and divestments.

Changes in the scope of consolidation for the year 2020 are related to the following companies (for further information on the financial impact of the acquisitions refer to note 40):

2020	Capital share in per cent equals voting rights	Incorporation/ acquisition date
Incorporation		
Pluto Holdings Logistics Ltd., Great Britain	100	August 1, 2020
Acquisitions		
Newco Logistics NV, Belgium	100	January 7, 2020
Rotra Forwarding NV, Belgium	100	January 7, 2020
Rotrexma 2 Holding BV, Netherlands	100	January 7, 2020
Exmijro 2 BV, Netherlands	100	January 7, 2020
TS Holding BV, Netherlands	100	January 7, 2020
Global Parcel Services BV, Netherlands	100	January 7, 2020
Roelofsen Transport BV, Netherlands	100	January 7, 2020
Rotra Logistics Solutions BV, Netherlands	100	January 7, 2020
Rotra Forwarding BV, Netherlands	100	January 7, 2020
Logistics Software Solutions Holding BV, Netherlands	100	January 7, 2020
Logistics Software Solutions BV, Netherlands	100	January 7, 2020
Truck Supply Europe Srl, Romania	100	January 7, 2020
S.C. Rotra Forwarding Srl, Romania	100	January 7, 2020

5 Principles of consolidation

Business combinations

Business combinations are accounted for by applying the acquisition method. The Group measures goodwill as the fair value of the consideration transferred (including the fair value of any previously held equity interest in the acquiree) and the recognised amount of any non-controlling interests in the acquiree, less the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed, all measured as of the acquisition date. If the excess is negative, a bargain purchase gain is recognised immediately in the income statement.

The Group elects on a transaction-by-transaction basis whether to measure non-controlling interests at its fair value or at its proportionate share of the recognised amount of the identifiable net assets at the acquisition date.

Consideration transferred includes the fair values of the assets transferred, liabilities incurred by the Group to the previous owners of the acquiree, equity interests issued by the Group, and the fair value of any contingent consideration. If the contingent consideration is classified as equity it is not re-measured, and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognised in the income statement. The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in the income statement.

Transaction costs other than those associated with the issue of debt or equity securities incurred in connection with a business combination are expensed as incurred.

Written put options held by non-controlling shareholders

If the Group has a potential obligation to purchase shares in a subsidiary from a non-controlling shareholder through a written put option, a liability is recognised at the present value of the redemption amount with a corresponding entry in equity.
If a non-controlling shareholder still has present access to the economic benefits associated with the underlying ownership interest, the non-controlling interest in the subsidiary is recognised as a separate component in equity and continues to receive an allocation of profit and loss and other comprehensive income. The non-controlling interest is reclassified as a financial liability at each reporting date as if the acquisition took place at that date. Any excess over the reclassified carrying amount of the non-controlling interest and all subsequent changes in the redemption value of the financial liability are recognised directly in retained earnings.

Acquisitions and disposals of non-controlling interests

Changes in the parent’s ownership interest in a subsidiary after having obtained control that do not result in a loss of control are accounted for as transactions with owners in their capacity as owners, and the effect of such transactions is recognised in equity. No goodwill is recognised as a result of acquisition of non-controlling interests, and no gain or loss on disposals of non-controlling interests is recognised in the income statement. Adjustments to non-controlling interests are based on a proportionate amount of the net assets of the subsidiary.

Subsidiaries

The Group controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Subsidiaries are companies controlled, directly or indirectly, by the Group. Normally, this control is evidenced if the Group owns, either directly or indirectly, more than 50 per cent of the voting rights whereby potential voting rights are also considered. Subsidiaries are included in the consolidated financial statements by the full consolidation method as from the date on which control is transferred to the Group until the date control ceases. The non-controlling interests in equity as well as earnings for the period are reported separately in the consolidated financial statements.

Disposal of subsidiaries

When the Group ceases to have control over a subsidiary, it derecognises the assets and liabilities of the respective subsidiary as well as any related non-controlling interests and other components of equity. Any resulting gain or loss is recognised in the income statement. Amounts previously recognised in other comprehensive income are reclassified to the income statement. Any retained interests in the former subsidiary is remeasured to its fair value at the date when the control is lost.

Associates and joint ventures

Associates are companies over which the Group has significant influence but which it does not control. Significant influence is normally evidenced if the Group owns 20 per cent or more of the voting or potential voting rights. Joint ventures are contractual arrangements in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in associates and joint ventures are accounted for using the equity method. They are initially recognised at cost, including transaction costs. Subsequent to initial recognition, the Group's share of the profit or loss and other comprehensive income of associates and joint ventures is included in the Group's financial statements, until the date significant influence or joint control ceases.

Transactions eliminated on consolidation

Intra-group balances, transactions, income and expenses are eliminated in preparing the consolidated financial statements.

Foreign exchange translation

Financial statements of consolidated companies are prepared in their respective functional currencies and translated into CHF (the Group's presentation currency) as of year-end. Assets and liabilities, including goodwill and fair value adjustments arising on consolidation, are translated at year-end exchange rates and all items included in the income statement are translated at average exchange rates for the year, which approximate actual rates. Exchange differences originating from such translation are recognised in other comprehensive income.

Transactions in foreign currencies in individual subsidiaries are translated into the functional currency at actual rates of the transaction day. Monetary assets and liabilities are translated at year-end rates. Non-monetary assets and liabilities that are stated at historical cost are translated at actual rates of the transaction day. Non-monetary assets and liabilities that are stated at fair value are translated at the rate at the date the values are determined. Exchange differences arising on the translation are included in the income statement.

Conversion rates of major foreign currencies are applied as follows:

Income statement and cash flow statement

(average rates for the year)

Currency	2021 CHF	2020 CHF	Variance in per cent
EUR 1.-	1.0809	1.0717	0.9
USD 1.-	0.9124	0.9408	–3.0

Balance sheet

(year-end rates)

Currency	Dec. 2021 CHF	Dec. 2020 CHF	Variance in per cent
EUR 1.-	1.0381	1.0865	–4.5
USD 1.-	0.9172	0.8895	3.1

6 Financial assets and liabilities

Financial assets

The Group measures and classifies its financial assets at amortised cost or at fair value through profit or loss.

The Group initially measures a financial asset at its fair value plus transaction costs, in the case of a financial asset not measured at fair value through profit and loss. Trade receivables are the only exception as they are initially measured in accordance with IFRS 15.

- Financial assets measured at **amortised cost**
  A majority of the Group's financial assets are measured at amortised cost. The Group measures financial assets at amortised cost if both of the following conditions are met:

  The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

  The assets are measured at the amount recognised at initial recognition minus principal repayments, plus or minus the cumulative amortisation of any difference between that initial amount and the maturity amount, and any loss allowance. Interest income is calculated using the effective interest method and is recognised in the income statement. Gains and losses are recognised in the income statement when the asset is derecognised or reclassified.

  The Group recognises an allowance for the expected credit losses (ECL) on financial assets that are measured at amortised cost. For trade receivables and contract assets the Group applies the simplified approach in calculating the ECL (for more details refer to note 29).

- Financial assets measured at **fair value through profit or loss (FVPL)**
  Financial assets, such as derivatives, are measured at fair value. Changes in fair value are recognised in the income statement as they arise.

No financial assets were measured at fair value through other comprehensive income (FVOCI) for the periods ended December 31, 2021 and December 31, 2020.

Financial liabilities

All financial liabilities are initially recognised at fair value minus, in the case of financial liabilities not at fair value through profit or loss, transactions costs. The Group measures and classifies its financial liabilities at amortised cost, unless they are measured at fair value through profit or loss such as derivatives and contingent considerations.

- Financial liabilities measured at **amortised cost**
  The liabilities are measured at the amount recognised at initial recognition minus principal repayments, plus or minus the cumulative amortisation of any difference between the initial and the maturity amount. Interest expense is calculated using the effective interest method and is recognised in the income statement. Gains and losses are recognised in the income statement when the liability is derecognised or reclassified. A majority of the Group's financial liabilities are measured at amortised cost.

- Financial liabilities measured at **fair value through profit or loss (FVPL)**
  Financial liabilities, such as derivatives and contingent consideration arrangements from business combinations classified as financial liabilities, are measured at fair value. Changes in fair value are recognised in the income statement as they arise.

Derivatives

Derivative financial instruments (foreign exchange contracts) are used to hedge foreign exchange exposures on outstanding balances in the Group's internal clearing system centralised at the head office. Given that the Group's hedging activities are limited to hedges of recognised foreign currency monetary items, the Group does not apply hedge accounting. Derivatives are measured at fair value through profit or loss, and all changes in fair value are recognised immediately in the income statement as part of financial income or expenses. All derivatives with a positive fair value are presented as derivative assets and included in the line "other receivables" on the balance sheet, while all derivatives with a negative fair value are presented as derivative liabilities and included in the line "other current liabilities".

7 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. The depreciation is calculated on a straight line basis considering the expected useful life of the individual assets. The estimated useful lives for the major categories are:

Category	Years
Buildings	40
Vehicles	4–10
Leasehold improvements	5 or shorter lease term
Building installations	5
Office furniture	5
Office machines	4
IT hardware	3

If parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment. Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other expenditure is recognised in the income statement as an expense as incurred.

8 Leases

The Group as lessee recognises right-of-use assets and lease liabilities for most leases in the balance sheet.

Right-of-use assets are measured at cost, which include the lease liability, lease payments made prior to delivery, initial direct costs less lease incentives received. Subsequently, they are depreciated over the lease term generally on a straight line basis. If the lease transfers ownership of the underlying asset by the end of the lease term, the Group depreciates the right-of-use assets over the useful life of the underlying asset.

Lease liabilities include fixed payments, less lease incentive receivables, variable payments that depend on an index or rate, expected residual payments under residual value guarantees, the exercise price of a purchase option if it is reasonably certain that the option is exercised and payments of penalties of the lease term reflects the lessee exercising an option to terminate the lease. The lease payments are discounted using the incremental borrowing rate (IBR) where the rate implicit in the lease is not readily determinable. Subsequently, the carrying amount is increased by the interest on the lease liabilities and reduced by the lease payments made. The liabilities are remeasured to reflect a reassessment of the lease contract or contract modifications.

The Group does not recognise right-of-use assets and lease liabilities for short-term (lease duration of less than 12 months) and low value leases. These lease payments are expensed on a straight-line basis over the lease period.

The Group does not separate non-lease from lease components, but instead accounts for both as a single lease.

In case of **sale and leaseback transactions** that qualify as a sale, the Group measures the right-of-use asset from the leaseback at the proportion of the previous carrying amount of the asset that relates to the right-of-use retained. Accordingly, only the amount of any gain or loss that relates to the rights transferred is recognised in the income statement. If the fair value of the consideration for the sale of the asset does not equal the fair value of the asset, or if the payments for the lease are not at market rates, the Group accounts for the difference as either prepayments or additional financing.

9 Intangibles

Goodwill

Goodwill arising from an acquisition represents the excess of fair value of the consideration transferred (including the fair value of any previously held equity interest in the acquiree) and the recognised amount of any non-controlling interests in the acquiree, less the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

Goodwill is stated at cost less accumulated impairment losses. Goodwill is tested annually for impairment at year-end. However, if there is an indication that goodwill could be impaired at any other point in time, an impairment test is performed.

Other intangibles

Other identifiable intangibles (i.e. software, customer lists, customer contracts, brands) purchased from third parties or acquired in a business combination are separately recognised as other intangibles and are stated at cost less accumulated amortisation and accumulated impairment losses. Other intangibles acquired in a business combination are recognised separately from goodwill if they are subject to contractual or legal rights or are separately transferable. Software is amortised over its estimated useful life, three years maximum. Other intangibles are amortised on a straight line basis over their estimated useful lives (up to ten years maximum). As of December 31, 2021 and 2020, there are no intangibles with indefinite useful lives recognised in the Group's balance sheet.

10 Impairment of non-financial assets

The carrying amounts of the Group's investments in associates and joint ventures, its intangibles, property, plant and equipment and right-of-use assets, are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. Goodwill is tested for impairment every year. An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount.

Calculation of a recoverable amount

The recoverable amount of an asset is the greater of its fair value less costs of disposal and its value in use. In assessing value in use the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit the asset belongs to. For the purpose of the goodwill impairment testing, the cash-generating units are aggregated into the global business units.

Reversals of impairment losses

An impairment loss recognised for goodwill is not reversed. In respect to other assets, an impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

11 Cash and cash equivalents

Cash and cash equivalents comprise cash at banks and in hand as well as short-term deposits and highly liquid investments with a term of three months or less from the date of acquisition that are readily convertible to known amounts of cash and that are subject to an insignificant risk of changes in value. For the purpose of the consolidated cash flow statement, cash and cash equivalents consist also of bank overdrafts that are repayable on demand as they are forming an integral part of the Group's cash management.

12 Share capital

Shares

Incremental costs directly attributable to the issue of shares and share options are recognised as a deduction from equity.

Treasury shares

When equity is repurchased, the amount of the consideration paid, which includes directly attributable costs, is recognised as a deduction from equity. Repurchased shares are classified as treasury shares and are presented as a deduction from total equity. When treasury shares are sold or reissued subsequently, the amount received is recognised as an increase in equity, and the resulting gain or loss on the transaction, net of any tax effects, is transferred to or from the share premium.

13 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event if it is probable that an outflow of resources will be required to settle the obligation and the amount of the obligation can be estimated reliably. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. A provision is classified in non-current liabilities in case the expected timing of the payment of the amounts provided for is more than one year.

14 Pension plans, severance payments and share-based compensation plans

Some consolidated companies maintain pension plans in favour of their personnel in addition to the legally required social insurance schemes. The pension plans partly exist as independent trusts and are classified as a defined contribution or a defined benefit plan.

Defined benefit plans

The aggregate of the present value of the defined benefit obligation and the fair value of plan assets for each plan is recorded in the Balance Sheet as net defined benefit liability or net defined benefit asset. The discount rate is the yield at the reporting date on "AA" credit-rated corporate bonds that have maturity dates approximating the terms of the Group's obligations and that are denominated in the same currency in which benefits are expected to be paid. The calculation is performed by an independent, qualified actuary using the projected unit credit method.

All actuarial gains and losses arising from defined benefit plans are recognised immediately in other comprehensive income. Service cost and net interest income/expense is recognised in personnel expenses.

Defined contribution plans

Obligations for contributions to defined contribution pension plans are recognised in the income statement as an expense in the periods during which services are rendered by the employees.

Severance payments

The Group provides severance benefits to employees as legally required in certain countries, which are accounted for as defined benefit plans and measured using the projected unit credit method with all actuarial gains and losses immediately recognised in the income statement.

Share-based compensation plans

The Company has various share matching plans (SMP) in place. These long-term incentive plans allow selected employees of the Group to invest at a specified date previously acquired shares of the Company into the plan. These shares are blocked for three years whereby voting rights and rights to receive dividends remain intact with the holder of the shares.

For each invested share the Group will match additional shares upon completion of a three-year vesting period and service condition during the same period.

The fair value of shares matched under the SMP is recognised as a personnel expense with a corresponding increase in equity. The fair value of matched shares is equal to the market price at grant date reduced by the present value of the expected dividends during the vesting period and recognised as personnel expense over the relevant vesting periods. The amount expensed is adjusted to reflect actual and expected levels of vesting.

15 Revenue recognition

The Group generates its revenues from four principal services: 1) Sea Logistics, 2) Air Logistics, 3) Road Logistics, and 4) Contract Logistics. Revenues reported in each of these reportable segments include revenues generated from the principal service as well as revenues generated from ancillary services like customs clearance, export documentation, import documentation, door-to-door service, and arrangement of complex logistics supply movement, that are incidental to the principal service.

In Sea Logistics, Air Logistics and Road Logistics the Group generates the majority of its revenues by purchasing transportation services from direct (asset-based) carriers and selling a combination of those services to its customers. In its capacity of arranging carrier services, the Group issues a contract of carriage to customers. Revenues related to shipments are recognised based upon the terms in the contract of carriage and to the extent a service is completed. A typical shipment would include services rendered at origin, such as pick-up and delivery to port, freight services from origin to destination port and destination services, such as customs clearance and final delivery. These services are considered to represent one single performance obligation satisfied over time. The Group measures the fulfilment of its performance obligations as services are rendered based on the status of a shipment.

In Contract Logistics the principal services are related to customer contracts for warehousing and distribution activities, usually representing a series of distinct services that are considered a single performance obligation. Based on the customer contracts, revenues are recognised to the extent the service is rendered.

There are no significant judgements involved in the measurement of the performance of its obligations and the Group's contracts do not include any material variable considerations.

The Group elects to use the practical expedient regarding the disclosure requirement of the transaction price allocated to unsatisfied performance obligations. In nearly all customer contracts either the original expected duration is one year or less or the revenue is recognised at the amount to which the Group has a right to invoice.

Contract assets are recorded for unbilled work in progress, whereas amounts received for services that are not yet completed are presented as contract liabilities.

Gross profit is a better indication of the performance in the logistics industry than revenue. The gross profit represents the difference between the revenue and the cost of services rendered by third parties for all reportable segments.

16 Interest expenses and income

Interest expenses and income are recognised as they accrue using the effective interest method.

17 Income tax

Income tax on earnings for the year comprises current and deferred tax. Both current and deferred tax are recognised in the income statement, except to the extent that the tax relates to business combinations or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantially enacted at the balance sheet date and any adjustment to tax payable for previous years.

Deferred tax is recognised based on the balance sheet liability method, on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax base. The following temporary differences are not accounted for: initial recognition of goodwill, initial recognition of assets or liabilities that affect neither accounting nor taxable profit, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future.
The amount of deferred tax recognised is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the balance sheet date.

A deferred tax asset in respect of temporary differences or unused tax losses is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

18 Non-current assets held for sale and discontinued operations

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than from continuing use. The asset (or disposal group) must be available for immediate sale in its present condition and the sale must be highly probable. Immediately before classification as held for sale, the measurement of the assets (and all assets and liabilities in a disposal group) is updated in accordance with applicable IFRS. Then, on initial classification as held for sale, non-current assets and disposal groups are recognised at the lower of carrying amount and fair value less costs to sell. Impairment losses on initial classification as held for sale are included in the income statement. Intangible assets and property, plant and equipment once classified as held for sale are not amortised or depreciated.

A discontinued operation is a component of the Group's business that represents a separate major line of business or geographical area of operations or is a company acquired exclusively with a view to resale. Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale.

Other notes

19 Segment reporting

a) Reportable segments

The Group provides integrated logistics solutions across customers' supply chains using its global logistics network.

The four reportable segments, **Sea Logistics, Air Logistics, Road Logistics** and **Contract Logistics**, reflect the internal management and reporting structure to the Management Board (the chief operating decision maker, CODM) and are managed through specific organisational structures. The CODM reviews internal management reports on a monthly basis. Each segment is a distinguishable business unit and is engaged in providing and selling discrete products and services.

The discrete distinction between Sea Logistics, Air Logistics and Road Logistics is the usage of the same transportation mode within a reportable segment. In addition to common business processes and management routines, a single main transportation mode is used within a reportable segment. For the reportable segment Contract Logistics the services performed are related to customer contracts for warehouse and distribution activities, whereby services performed are storage, handling and distribution.

Pricing between segments is determined on an arm's length basis. The accounting policies of the reportable segments are the same as applied in the consolidated financial statements.

Information about the reportable segments is presented on the next pages. Segment performance is based on EBIT as reviewed by the CODM. The column "eliminations" shows the eliminations of turnover and expenses between segments. All operating expenses are allocated to the segments and included in the EBIT.

b) Geographical information

The Group operates on a worldwide basis in several geographical areas: **Europe, Middle East and Africa (EMEA), Americas** and **Asia-Pacific**. All products and services are provided in each of these geographical regions. The regional revenue is based on the geographical location of the customers invoiced, and regional assets are based on the geographical location of assets.

c) Major customers

There is no single customer who represents more than ten per cent of the Group's total revenue.

a) Reportable segments

CHF million	Total Group 2021	Total Group 2020	Sea Logistics 2021	Sea Logistics 2020	Air Logistics 2021	Air Logistics 2020
Turnover (external customers)	**36,699**	**23,812**	**15,662**	**8,973**	**11,480**	**5,817**
Customs duties and taxes	–3,898	–3,430	–1,956	–1,882	–670	–623
Net turnover (external customers)	**32,801**	**20,382**	**13,706**	**7,091**	**10,810**	**5,194**
Inter-segment turnover	–	–	3,808	2,244	8,304	3,345
Net expenses for services	–22,905	–12,907	–14,760	–7,918	–16,558	–7,208
Gross profit	**9,896**	**7,475**	**2,754**	**1,417**	**2,556**	**1,331**
Total expenses [1]	–6,217	–5,555	–1,193	–966	–1,326	–731
EBITDA	**3,679**	**1,920**	**1,561**	**451**	**1,230**	**600**
Depreciation of property, plant and equipment	–192	–185	–27	–23	–24	–22
Depreciation of right-of-use assets	–485	–506	–3	–3	–3	–2
Amortisation of other intangibles	–56	–40	–2	–2	–36	–19
Impairment of assets [2]	–	–119	–	–	–	–52
EBIT (segment profit)	**2,946**	**1,070**	**1,529**	**423**	**1,167**	**505**
Financial income	14	9				
Financial expenses	–20	–22				
Result from joint ventures and associates	5	2				
Earnings before tax (EBT)	**2,945**	**1,059**				
Income tax	–790	–270				
Earnings for the year	**2,155**	**789**				
Attributable to:						
Equity holders of the parent company	2,032	788				
Non-controlling interests	123	1				
Earnings for the year	**2,155**	**789**				
Additional information not regularly reported to the CODM						
Reportable non-current segment assets	4,969	3,815	423	331	1,882	649
Segment assets	14,650	9,851	3,456	1,737	4,666	1,737
Segment liabilities	11,439	7,438	3,348	1,860	3,795	1,283
Allocation of goodwill	2,290	1,155	146	35	1,423	394
Allocation of other intangibles	247	101	–	–	215	56
Capital expenditure property, plant and equipment	197	177	30	13	20	16
Capital expenditure right-of-use assets	455	512	43	31	35	24
Capital expenditure other intangibles	7	9	2	2	1	2
Property, plant and equipment, goodwill and intangibles through business combinations	1,308	37	109	–	1,199	–
Non-cash expenses	91	92	22	15	12	6

1 2020 figures include an income from the release of unused contingent consideration liability of CHF 115 million in the business unit Air Logistics (region Americas).
2 2020 figures include a write-off of CHF 18 million of goodwill and CHF 49 million of assets held for sale in the business unit Contract Logistics in 2020 (region EMEA) and an impairment of other intangibles (customer lists) in the business unit Air Logistics (region Americas) of CHF 52 million described in note 28.

Road Logistics		Contract Logistics		Total reportable segments		Eliminations		Unallocated corporate	
2021	2020	2021	2020	2021	2020	2021	2020	2021	2020
4,390	**3,633**	**5,167**	**5,389**	**36,699**	**23,812**	**–**	**–**	**–**	**–**
–701	–411	–571	–514	–3,898	–3,430	–	–	–	–
3,689	**3,222**	**4,596**	**4,875**	**32,801**	**20,382**	**–**	**–**	**–**	**–**
1,666	1,385	203	214	13,981	7,188	–13,981	–7,188	–	–
–4,102	–3,518	–1,466	–1,451	–36,886	–20,095	13,981	7,188	–	–
1,253	**1,089**	**3,333**	**3,638**	**9,896**	**7,475**	**–**	**–**	**–**	**–**
–1,096	–970	–2,602	–2,888	–6,217	–5,555	–	–	–	–
157	**119**	**731**	**750**	**3,679**	**1,920**	**–**	**–**	**–**	**–**
–29	–24	–112	–116	–192	–185	–	–	–	–
–22	–20	–457	–481	–485	–506	–	–	–	–
–12	–13	–6	–6	–56	–40	–	–	–	–
–	–	–	–67	–	–119	–	–	–	–
94	**62**	**156**	**80**	**2,946**	**1,070**	**–**	**–**	**–**	**–**
544	581	1,863	1,992	4,712	3,553	–	–	257	262
1,185	1,109	2,761	3,249	12,068	7,832	–	–	2,582	2,019
1,205	1,053	2,110	2,615	10,458	6,811	–	–	981	627
332	335	389	391	2,290	1,155	–	–	–	–
27	38	5	7	247	101	–	–	–	–
30	19	117	129	197	177	–	–	–	–
32	30	345	427	455	512		–	–	–
1	1	3	4	7	9	–	–	–	–
–	37	–	–	1,308	37	–	–	–	–
23	20	34	51	91	92	–	–	–	–

b) Geographical information

CHF million	Total Group 2021	Total Group 2020	EMEA 2021	EMEA 2020	Americas 2021	Americas 2020
Turnover (external customers)	**36,699**	**23,812**	**19,705**	**14,830**	**11,664**	**6,269**
Customs duties and taxes	–3,898	–3,430	–2,947	–2,398	–742	–812
Net turnover (external customers)	**32,801**	**20,382**	**16,758**	**12,432**	**10,922**	**5,457**
Inter-regional turnover	–	–	6,111	4,441	1,838	1,064
Net expenses for services	–22,905	–12,907	–17,353	–11,875	–10,331	–4,934
Gross profit	**9,896**	**7,475**	**5,516**	**4,998**	**2,429**	**1,587**
Total expenses [1]	–6,217	–5,555	–3,954	–4,020	–1,457	–1,052
EBITDA	**3,679**	**1,920**	**1,562**	**978**	**972**	**535**
Depreciation of property, plant and equipment	–192	–185	–126	–120	–38	–41
Depreciation of right-of-use assets	–485	–506	–318	–332	–109	–112
Amortisation of other intangibles	–56	–40	–16	–15	–20	–22
Impairment of assets [2]	–	–119	–	–67	–	–52
EBIT	**2,946**	**1,070**	**1,102**	**444**	**805**	**308**
Financial income	14	9				
Financial expenses	–20	–22				
Result from joint ventures and associates	5	2				
Earnings before tax (EBT)	**2,945**	**1,059**				
Income tax	–790	–270				
Earnings for the year	**2,155**	**789**				
Attributable to:						
Equity holders of the parent company	2,032	788				
Non-controlling interests	123	1				
Earnings for the year	**2,155**	**789**				
Reportable non-current assets	**4,969**	**3,815**	**2,036**	**2,162**	**1,285**	**1,098**
Additional information not regulary reported to the CODM						
Segment assets	14,650	9,851	5,107	4,781	3,786	2,229
Segment liabilities	11,439	7,438	5,872	4,606	2,490	1,319
Capital expenditure property, plant and equipment	197	177	148	134	27	27
Capital expenditure right-of-use assets	455	512	305	394	73	68
Capital expenditure other intangibles	7	9	6	8	1	1
Property, plant and equipment, goodwill and intangibles through business combinations	1,308	37	18	37	237	–
Non-cash expenses	91	92	70	79	16	9

1 2020 figures include an income from the release of unused contingent consideration liability of CHF 115 million in the business unit Air Logistics (region Americas).
2 2020 figures include a write-off of CHF 18 million of goodwill and CHF 49 million of assets held for sale in the business unit Contract Logistics in 2020 (region EMEA) and an impairment of other intangibles (customer lists) in the business unit Air Logistics (region Americas) of CHF 52 million described in note 28.

Asia-Pacific		Eliminations		Unallocated corporate	
2021	2020	2021	2020	2021	2020
5,330	**2,713**	**–**	**–**	**–**	**–**
–209	–220	–	–	–	–
5,121	**2,493**	**–**	**–**	**–**	**–**
6,032	1,683	–13,981	–7,188	–	–
–9,202	–3,286	13,981	7,188	–	–
1,951	**890**	**–**	**–**	**–**	**–**
–806	–483	–	–	–	–
1,145	**407**	**–**	**–**	**–**	**–**
–28	–24	–	–	–	–
–58	–62	–	–	–	–
–20	–3	–	–	–	–
–	–	–	–	–	–
1,039	**318**	**–**	**–**	**–**	**–**
1,391	**293**	**–**	**–**	**257**	**262**
3,175	822	–	–	2,582	2,019
2,096	886	–	–	981	627
22	16	–	–	–	–
77	50	–	–	–	–
–	–	–	–		–
1,053	–	–	–	–	–
5	4	–	–	–	–

b) Geographical information

Country information

The following countries individually constitute more than ten per cent of the Group's non-current assets or of its net turnover.

In addition, Switzerland is reported being the country where the ultimate parent company of the Group is registered.

CHF million	2021		2020	
Countries	Reportable non-current assets [1]	Net turnover	Reportable non-current assets [1]	Net turnover
China [2]	1,208	2,210	101	807
Germany [3]	631	4,906	749	3,415
Switzerland [3]	20	478	24	311
USA [4]	1,073	7,900	870	3,566
Others	1,780	17,307	1,809	12,283
Total	**4,712**	**32,801**	**3,553**	**20,382**

1 Non-current assets excluding investments in joint ventures and associates and deferred tax assets.
2 Part of region Asia Pacific.
3 Part of region EMEA.
4 Part of region Americas.

20 Personnel expenses

CHF million	2021	2020
Salaries and wages	4,009	3,621
Social expenses and benefits	802	783
Expenses for share-based compensation plans	16	13
Expenses for pension plans		
– defined benefit plans	11	12
– defined contribution plans	67	67
Government compensation for short-time work and social security	–4	–83
Others	21	30
Total	**4,922**	**4,443**

Number of employees	Dec. 31, 2021	Dec. 31, 2020
EMEA	49,324	54,560
Americas	17,428	14,848
Asia-Pacific	11,335	8,841
Total employees	**78,087**	**78,249**
Full-time equivalents of employees (unaudited)	73,516	72,021
Full-time equivalents of temporary staff (unaudited)	19,772	21,217
Full-time equivalents (total/unaudited)	**93,288**	**93,238**

Employees within the Group are defined as persons with valid employment contracts as of December 31, and on the payroll of the Group. Expenses for temporary staff are generally included in "salaries and wages".

21 Selling, general and administrative expenses

CHF million	2021	2020
Administration	320	296
Communication	60	64
Travel and promotion	44	40
Vehicles	179	207
Operating expenses	286	259
Facilities	404	402
Total	**1,293**	**1,268**

22 Other operating income/expenses, net

CHF million	2021	2020
Gain/(loss) on disposal of property, plant and equipment	1	2
Gain/(loss) on sale and leaseback of property, plant and equipment [1]	–	23
(Increase)/decrease of contingent consideration liability [2]	–	115
Other operating income/(expenses)	–3	16
Total	**–2**	**156**

1 In connection with its asset-light business model, in 2020 the Group completed seven sale and leaseback transactions of real estate facilities in Australia, France, Germany and Great Britain. The agreed leaseback periods range between three and ten years.
2 In Q3 2020 CHF 46 million was paid to the sellers of Quick under the early settlement agreement and CHF 115 million of unused amounts were released.

23 Financial income and expenses

CHF million	2021	2020
Interest income	3	3
Exchange differences, net	11	6
Financial income	**14**	**9**
Interest expenses on other interest-bearing liabilities	–8	–6
Interest expenses on lease liabilities	–10	–14
Discount unwind on contingent consideration liabilities	–2	–2
Financial expenses	**–20**	**–22**
Net financial result	**–6**	**–13**

24 Income tax

CHF million	2021	2020
Current tax expense		
– in current year	743	303
– under/(over) provided in previous years	7	1
	750	304
Deferred tax expense from		
– changes in temporary differences and tax losses	40	–34
Income tax	**790**	**270**

Deferred tax expense of CHF 7 million (2020: CHF 1 million income) relating to actuarial gains of CHF 31 million before tax (2020 actuarial losses of CHF 8 million) arising from defined benefit plans were recognised in other comprehensive income.

Reconciliation of the effective tax rate

The contributing factors for the difference between the expected tax rate (the Group's overall expected tax rate is calculated as the weighted average tax rate based on earnings before tax of each subsidiary and can change on a yearly basis) and the effective tax are as follows:

CHF million	2021	per cent	2020	per cent
Earnings before tax according to the income statement	2,945		1,059	
Income tax/expected tax rate	**726**	**24.7**	**253**	**23.9**
Tax effect on				
– tax exempt (income)/non-deductible expenses	14	0.5	–13	–1.2
– utilisation of previously unrecognised tax losses	–2	–0.1	–1	–0.1
– change of deferred tax due to tax rate adjustments	1	–	1	0.1
– under/(over) provided in previous years	7	0.2	1	0.1
– unrecoverable withholding taxes	44	1.5	29	2.7
Income tax/effective tax rate	**790**	**26.8**	**270**	**25.5**

Deferred tax assets and liabilities

	Assets		Liabilities		Net deferred income tax balance	
CHF million	Dec. 31, 2021	Dec. 31, 2020	Dec. 31, 2021	Dec. 31, 2020	Dec. 31, 2021	Dec. 31, 2020
Property, plant and equipment and right-of-use assets	8	19	–298	–216	–290	–197
Goodwill and other intangibles [1]	46	46	–83	–36	–37	10
Trade receivables	28	17	–58	–10	–30	7
Other receivables	2	2	–78	–32	–76	–30
Lease liabilities	326	245	–	–	326	245
Provisions for pension plans and severance payments	62	71	–	–	62	71
Other liabilities	144	82	–12	–11	132	71
Tax value of loss carry-forwards recognised	3	12	–	–	3	12
Total net deferred income tax balance	**619**	**494**	**–529**	**–305**	**90**	**189**
Thereof deferred income tax assets					226	250
Thereof deferred income tax liabilities [1]					–136	–61

1 Of which CHF 50 million deferred tax liabilities were acquired in business combinations in 2021.

Deferred tax assets and liabilities relating to income taxes are offset for the presentation in the balance sheet if they are levied by the same taxation authority and the taxation authority permits the entity to make or receive a single net payment.

The recognised deferred tax assets relating to tax losses carried forward are expected to be used by the end of the next three years at the latest.

Unrecognised deferred tax assets

	2021		2020	
CHF million	Unused tax losses	Unrecognised deferred tax asset on unused tax losses	Unused tax losses	Unrecognised deferred tax asset on unused tax losses
Balance as of December 31	55	12	72	16

It is not probable that future taxable profits will be available, against which the unrecognised deferred tax assets can be used.

On December 31, the gross value of unused tax losses for which no deferred tax asset has been recognised, by expiration date, is as follows:

CHF million	2021		2020
Expiry			
2022	5	2021	17
2023	3	2022	5
2024	2	2023	4
2025 & later	29	2024 & later	37
No expiry	16	No expiry	9
Total unused tax losses	**55**		**72**

25 Earnings per share

The following reflects the data used in the basic and diluted earnings per share computations for the years ending December 31.

Earnings per share	2021	2020
Earnings for the year attributable to the equity holders of the parent company in CHF million	**2,032**	**788**
Weighted average number of ordinary shares outstanding during the year	120,104,672	119,593,010
Dilutive effect on number of shares outstanding:		
Share-based compensation plans	270,093	258,409
Adjusted weighted number of ordinary shares applicable to diluted earnings per share	120,374,765	119,851,419
Basic earnings per share in CHF	16.92	6.59
Diluted earnings per share in CHF	16.88	6.57

26 Property, plant and equipment

2021

CHF million	Properties including buildings on third parties' land	Other operating and office equipment	Total
Cost			
Balance as of January 1, 2021	456	1,158	1,614
Additions through business combinations [1]	–	7	7
Additions	7	190	197
Disposals	–	–153	–153
Transfers	26	–28	–2
Effect of movements in foreign exchange	–13	–37	–50
Balance as of December 31, 2021	**476**	**1,137**	**1,613**
Accumulated depreciation and impairment losses			
Balance as of January 1, 2021	74	743	817
Depreciation charge for the year	13	179	192
Disposals	–	–131	–131
Transfers	11	–11	–
Effect of movements in foreign exchange	–3	–28	–31
Balance as of December 31, 2021	**95**	**752**	**847**
Carrying amount			
As of January 1, 2021	382	415	797
As of December 31, 2021	381	385	766

1 Refer to note 40 for further details.

2020

CHF million	Properties including buildings on third parties' land	Other operating and office equipment	Total
Cost			
Balance as of January 1, 2020	752	1,231	1,983
Additions through business combinations [1]	–	2	2
Additions	16	161	177
Disposals	–240	–129	–369
Transfers	–25	25	–
Reclassification to "assets held for sale" [1]	–31	–66	–97
Effect of movements in foreign exchange	–16	–66	–82
Balance as of December 31, 2020	**456**	**1,158**	**1,614**
Accumulated depreciation and impairment losses			
Balance as of January 1, 2020	128	766	894
Depreciation charge for the year	16	169	185
Disposals	–56	–110	–166
Reclassification to "assets held for sale" [1]	–11	–37	–48
Effect of movements in foreign exchange	–3	–45	–48
Balance as of December 31, 2020	**74**	**743**	**817**
Carrying amount			
As of January 1, 2020	624	465	1,089
As of December 31, 2020	382	415	797

1 Refer to note 40 for further details.

27 Leases

Right-of-use assets

2021

CHF million	Right-of-use assets properties, buildings buildings	Right-of-use assets other operating and office equipment	Total
Balance as of January 1, 2021	1,318	182	1,500
Additions through business combinations [1]	35	–	35
Additions	360	95	455
Depreciation charge for the year	–420	–65	–485
Modifications and reassessments	–29	–36	–65
Effect of movements in foreign exchange	–24	–7	–31
Balance as of December 31, 2021	**1,240**	**169**	**1,409**

1 Refer to note 40 for further details.

2020

CHF million	Right-of-use assets properties, buildings buildings	Right-of-use assets other operating and office equipment	Total
Balance as of January 1, 2020	1,692	207	1,899
Additions through business combinations [1]	21	6	27
Additions	418	94	512
Depreciation charge for the year	–459	–47	–506
Modifications and reassessments	–47	–16	–63
Reclassification to “assets held for sale” [1]	–232	–56	–288
Effect of movements in foreign exchange	–75	–6	–81
Balance as of December 31, 2020	**1,318**	**182**	**1,500**

1 Refer to note 40 for further details.

Lease liabilities

CHF million	2021	2020
Balance as of January 1	1,583	1,942
Additions through business combinations [1]	35	–
Additions	455	547
Modifications and reassessments	–71	–87
Repayment	–493	–497
Reclassification to “liabilities directly associated with the assets held for sale” [1]	–	–267
Effect of movements in foreign exchange	–25	–55
Balance as of December 31	**1,484**	**1,583**
of which		
— Current lease liabilities	431	433
— Non-current lease liabilities	1,053	1,150
Total lease liabilities	**1,484**	**1,583**

1 Refer to note 40 for further details.

For the maturity analysis of the lease liabilities, refer to the disclosure of the liquidity risk included in note 44 Risk management.

Amounts recognised in the income statement

CHF million	2021	2020
Depreciation of right-of-use assets	485	506
Interest expense on lease liabilities (included in financial expenses)	10	14
Expense relating to short-term and low value leases (included in selling, general and administrative expenses)	156	151
Profits on sale-and-leaseback transactions (included in other operating income/expense, net)	–	–23
Total expense recognised in the income statement	**651**	**648**

The total cash outflow for leases (including short-term leases and low value assets) was CHF 659 million in 2021 (2020: CHF 662 million). There was no cash inflow from sale and leaseback transactions in 2021 (2020: CHF 406 million).

28 Goodwill and other intangibles

2021

CHF million	Goodwill	Other intangibles[1]
Cost		
Balance as of January 1, 2021	1,168	853
Additions through business combinations[2]	1,111	190
Additions	–	7
Deletions	–	–110
Effect of movements in foreign exchange	23	–7
Balance as of December 31, 2021	**2,302**	**933**
Accumulated amortisation and impairment losses		
Balance as of January 1, 2021	13	752
Amortisation charge	–	56
Deletions	–	–110
Effect of movements in foreign exchange	–1	–12
Balance as of December 31, 2021	**12**	**686**
Carrying amount:		
As of January 1, 2021	1,155	101
As of December 31, 2021	2,290	247

1 Other intangibles mainly comprise customer contracts/lists, trademarks, agent contracts and software.
2 Refer to note 40 for further details.

2020

CHF million	Goodwill	Other intangibles [1]
Cost		
Balance as of January 1, 2020	1,234	883
Additions through business combinations [2]	25	10
Additions	–	9
Deletions	–	–14
Reclassification to “assets held for sale” [2]	–18	–
Effect of movements in foreign exchange	–73	–35
Balance as of December 31, 2020	**1,168**	**853**
Accumulated amortisation and impairment losses		
Balance as of January 1, 2020	14	698
Amortisation charge	–	40
Impairment charge [3]	–	52
Deletions	–	–14
Effect of movements in foreign exchange	–1	–24
Balance as of December 31, 2020	**13**	**752**
Carrying amount:		
As of January 1, 2020	1,220	185
As of December 31, 2020	1,155	101

1 Other intangibles mainly comprise customer contracts/lists, trademarks, agent contracts and software.
2 Refer to note 40 for further details.
3 Due to the down-trading of major aviation customers caused by the COVID-19 pandemic, the Group has fully impaired the respective customer lists in the reportable segment Air Logistics of CHF 52 million.

Impairment testing of goodwill

The Group has performed impairment tests of goodwill at the end of the financial years 2021 and 2020. Following a business combination, goodwill is allocated to aggregated cash-generating units which are expected to benefit from the synergies of the corresponding business combination. For the purpose of goodwill impairment testing, the cash-generating units are aggregated into the global business units – the level at which Management Board conducts reviews.

The impairment tests are based on value in use calculations. Cash flow projections are based on actual operating results and three-year business plans. Cash flows beyond the three-year period are extrapolated by using estimated long-term growth rates. The growth rates do not exceed the long-term average growth rate for the logistics industry in which the cash-generating units operate. Future cash flows are discounted based on the weighted average cost of capital (WACC).

Key assumptions used for value-in-use calculations of goodwill:

	Sea Logistics	Air Logistics	Road Logistics	Contract Logistics	Total Group
Carrying amount of goodwill in CHF million 2021	**146**	**1,423**	**332**	**389**	**2,290**
Carrying amount of goodwill in CHF million 2020	35	394	335	391	1,155
Basis for recoverable amount	Value in use	Value in use	Value in use	Value in use	
Pre-tax discount rate in per cent 2021	9.1	9.0	9.0	9.1	
Pre-tax discount rate in per cent 2020	9.1	9.0	9.0	8.9	
Projection period	3 years	3 years	3 years	3 years	
Terminal growth rate in per cent 2021	1.5	1.5	1.5	1.5	
Terminal growth rate in per cent 2020	1.5	1.5	1.5	1.5	

Key assumptions have not changed compared to the previous year with the exception of discount rates used. For both 2021 and 2020, all recoverable amounts exceeded their carrying amounts and consequently no impairment of goodwill was recognised for the years 2021 and 2020 other than stated in note 40 for the disposal group. Management considers that it is not likely for the assumptions used to change so significantly, as to eliminate the excess of recoverable amounts.

29 Trade receivables and contract assets

CHF million	2021	2020
Trade receivables	6,535	3,498
Impairment allowance	–131	–86
Total trade receivables	**6,404**	**3,412**

The majority of all billing is done in the respective Group companies' own functional currencies and is mainly in EUR 29.8 per cent (2020: 39.9 per cent) and USD 21.6 per cent (2020: 20.0 per cent).

Trade receivables outstanding at year-end averaged 49.2 days (2020: 50.5 days).

No trade receivables are pledged in 2021 and 2020.

The Group has a credit insurance programme in place, covering trade receivables, focusing mainly on small and medium exposures. The credit insurance policy covers up to 90 per cent of the approved customer credit limit, excluding any items being more than 120 days past due. As a company policy, the Group excludes customers from its insurance programme based on certain criteria (so-called blue chip companies).

Contract assets increased from CHF 259 million in 2020 to CHF 693 million in 2021.

CHF million	2021	2020
Contract assets	700	263
Impairment allowance	–7	–4
Total contract assets	**693**	**259**

The Group applies the simplified approach regarding the measurement of expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same type of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

The Group establishes an impairment allowance that represents its estimate of expected losses in respect of trade receivables and contract assets. The two components of this impairment allowance of CHF 138 million (2020: CHF 90 million) are:

- specific expected loss component that relates to individually significant exposure
- collective expected loss component

The specific expected loss allowance relates to specific receivables under legal disputes, based on the expected legal outcome. The impairment allowance for individually significant exposures is CHF 69 million at year-end 2021 (2020: CHF 37 million).

The collective expected credit loss is determined based on the probability of default of each receivable. The customer's public rating is taken into consideration, if available; otherwise industry-specific default rates are used. These rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customer to settle the receivables. The Group has identified the gross domestic product and the unemployment rate of the countries in which it sells the services to be the most relevant factors, and accordingly adjusts the probability of default.

On this basis, the loss allowance as at December 31, 2021, the Group has established a collective impairment allowance of CHF 69 million, which represents 1.0 per cent of total outstanding trade receivables and contract assets (2020: CHF 53 million/1.4 per cent).

CHF million	2021 Specific allowance	2021 Collective allowance	2021 Total allowance	2020 Specific allowance	2020 Collective allowance	2020 Total allowance
Balance as of January 1	37	53	90	41	35	76
Additional impairment losses recognised	47	56	103	31	44	75
Reversal of impairment losses and write-offs	–15	–40	–55	–35	–26	–61
Balance as of December 31	**69**	**69**	**138**	**37**	**53**	**90**

The movement in the impairment allowance on trade receivables during the year was as follows:

CHF million	2021 Trade receivables	2021 Impairment allowance on trade receivables	2020 Trade receivables	2020 Impairment allowance on trade receivables
Default probability < 1 per cent	2,923	26	1,467	19
Default probability 1 to 3 per cent	3,457	32	1,857	26
Default probability 3 to 10 per cent	55	3	97	2
Default probability 10 to 30 per cent	30	7	31	5
Default probability > 30 per cent	70	63	46	34
Total	**6,535**	**131**	**3,498**	**86**

For trade receivables that are covered by credit insurance, no impairment allowance has been created.

30 Other receivables

CHF million	Dec. 31, 2021	Dec. 31, 2020
Receivables from tax authorities	25	35
Deposits	55	48
Sundry	33	29
Total other receivables	**113**	**112**

The majority of the other receivables are held in the respective Group companies' own functional currencies which represents EUR 34.7 per cent (2020: 34.2 per cent) and USD 5.6 per cent (2020: 7.5 per cent).

31 Cash and cash equivalents

CHF million	Dec. 31, 2021	Dec. 31, 2020
Cash in hand	7	–
Cash at banks	1,948	881
Short-term deposits	350	816
Cash and cash equivalents	**2,305**	**1,697**
Cash as part of “assets held for sale” [1]	–	18
Bank overdraft	–5	–2
Cash and cash equivalents in the cash flow statement, net	**2,300**	**1,713**

1 Refer to note 40 for further details.

The majority of the above mentioned cash and cash equivalents is held in commercial banks and managed centrally in order to limit currency risks. A netting system and a Group cash pool are in place which also further reduce the currency exposure. Most of the bank balances held by Group companies are in their respective functional currencies, which are mainly in CHF, EUR and USD.

32 Equity

Share capital and treasury shares 2021

	Balance Dec. 31				Jan. 1
Main shareholders	Registered shares of nominal CHF 1 per share	CHF million	Capital share per cent	Voting share per cent	Registered shares of nominal CHF 1 per share
Kuehne Holding AG, Schindellegi (Feusisberg)	63,900,000	64	52.9	53.1	63,900,000
Public shareholders	56,385,024	56	46.7	46.9	55,683,849
Entitled to voting rights and dividends	**120,285,024**	**120**	**99.6**	**100.0**	**119,583,849**
Treasury shares	468,759	1	0.4		416,151
Total	**120,753,783**	**121**	**100.0**		**120,000,000**

The Annual General Meeting held on May 5, 2020, extended its approval of authorised capital of the Company up to a maximum of CHF 20,000,000, consisting of 20,000,000 registered shares with a nominal value of CHF 1.00 each. On May 4, 2021, the Board of Directors resolved on the partial implementation of the authorised share capital increase by increasing the share capital of the Company from previously CHF 120,000,000 by CHF 753,783 to CHF 120,753,783, by issuing 753,783 registered shares of the Company with a nominal value of CHF 1.00 each. The difference between the nominal value (CHF 1.00 per share) and the fair value of the issued shares (CHF 277.00 per share) in the amount of CHF 205 million, net of transaction costs of CHF 3 million, was credited to the share premium. The issued shares were used to acquire Apex International Corporation (please refer to note 40).

In 2021 the Company matched 124,730 treasury shares of which the main portion relates to the matured share matching plan 2018 (2020: matched 67,506 treasury shares of which the main portion relates to the matured share matching plan 2017. In relation with the acquisition of Salmosped AS, 22,662 treasury shares with a carrying amount of CHF 5 million (fair value of CHF 8 million) were transferred to the sellers. In addition, the Company purchased 200,000 treasury shares for CHF 59 million (2020: purchased 277,457 treasury shares for CHF 37 million).

On December 31, 2021, the Company had 468,759 treasury shares (2020: 416,151), which are generally reserved under the share-based compensation plans; refer to note 34 for more information.

Dividends

The proposed dividend payment, subject to approval by the Annual General Meeting, is as follows:

Year of payment	per share	CHF million
2022	CHF 10.00	1,203

The dividend payment 2021 to owners amounted to CHF 4.50 per share or CHF 538 million (2020: CHF 4.00 per share or CHF 478 million).

Share capital and treasury shares 2020

	Balance Dec. 31				Jan. 1
Main shareholders	Registered shares of nominal CHF 1 per share	CHF million	Capital share per cent	Voting share per cent	Registered shares of nominal CHF 1 per share
Kuehne Holding AG, Schindellegi (Feusisberg)	63,900,000	64	53.3	53.4	63,900,000
Public shareholders	55,683,849	56	46.4	46.6	55,893,800
Entitled to voting rights and dividends	**119,583,849**	**120**	**99.7**	**100.0**	**119,793,800**
Treasury shares	416,151	–	0.3		206,200
Total	**120,000,000**	**120**	**100.0**		**120,000,000**

Authorised and conditional share capital

The Annual General Meeting held on May 5, 2020, extended its approval of authorised share capital up to a maximum of CHF 20 million by a further two years until May 5, 2022.

The Annual General Meeting held on May 2, 2005, approved a conditional share capital increase up to a maximum of CHF 12 million and to add a respective section in the Articles of Association.

The Annual General Meeting held on May 5, 2015, approved a conditional share capital up to a maximum of CHF 2 million for the provision of the employee share-based compensation plans of the Company.

On May 4, 2021, the Board of Directors resolved on the partial implementation of the authorised share capital increase by increasing the share capital of the Company from previously CHF 120,000,000 by CHF 753,783 to CHF 120,753,783 by issuing 753,783 registered shares of the Company with a nominal value of CHF 1.00 each.

There is no resolution of the Board of Directors outstanding for further issuance of either authorised or conditional capital.

Capital management

The Group defines the capital managed as the Group's total equity including non-controlling interests. The Group's main objectives when managing capital are:

- To safeguard the Group's ability to continue as a going concern, so that it can continue to provide services to its customers;
- To provide an adequate return to investors based on the level of risk undertaken;
- To have the necessary financial resources available to allow the Group to invest in areas that may deliver future benefits for customers and investors.

Capital is monitored on the basis of the equity ratio and its development is shown in the table below. The Group is not subject to regulatory capital adequacy requirements as known in the financial services industry.

CHF million	2021	2020	2019	2018	2017
Total equity	3,211	2,413	2,322	2,324	2,327
Total assets [1]	14,650	9,851	9,825	7,878	7,457
Equity ratio in per cent	**21.9**	**24.5**	**23.6**	**29.5**	**31.2**

1 Figures prior to 2019 have not been restated for the impact of IFRS 16 Leases.

33 Provisions for pension plans and severance payments

The Group maintains defined benefit pension plans as well as defined contribution plans. Retirement benefits vary from plan to plan reflecting applicable local practices and legal requirements. Retirement benefits are based on years of credited service and compensation as defined in the respective plan.

Overview of provisions for pension plans and severance payments

CHF million	Pension plans	Severance payments	Total
Balance as of January 1, 2020	403	28	431
Provisions made	12	2	14
Provisions used	–16	–2	–18
Actuarial (gains)/losses recognised in other comprehensive income	8	–	8
Effect of movements in foreign exchange	–2	–2	–4
Balance as of December 31, 2020	**405**	**26**	**431**
Provisions made	11	4	15
Provisions used	–17	–2	–19
Actuarial (gains)/losses recognised in other comprehensive income	–31	–	–31
Effect of movements in foreign exchange	–15	–2	–17
Balance as of December 31, 2021	**353**	**26**	**379**

a) Defined benefit plans

The Group has a number of defined benefit plans. For a description and detailed information of the major defined benefit plans in Germany, the USA and Switzerland, please refer to letter b) of this note.

			2021			2020
CHF million	Funded plans	Unfunded plans	Total	Funded plans	Unfunded plans	Total
Net liability for defined benefit obligations						
Present value of obligations	249	305	554	262	341	603
Fair value of plan assets	–201	–	–201	–198	–	–198
Present value of net obligations	48	305	353	64	341	405
Recognised net liability for defined benefit obligations	**48**	**305**	**353**	**64**	**341**	**405**
Expected payments to defined benefit plan in the next year	8	11	19	7	11	18

CHF million	2021	2020
Allocation of plan assets		
Debt securities	64	64
Equity securities	21	20
Insurance contracts and others	116	114
Total	**201**	**198**

The pension plan assets are held in multi-employer funded plans. The Group is not in a position to state whether the funded plans contain any investments in shares of Kuehne + Nagel International AG or in any property occupied by the Group.

	2021	2020
CHF million	Funded plans	Funded plans
Movements of fair value of plan assets		
Opening fair value of plan assets	198	192
Employer contribution	6	6
Employee contribution	4	4
Return on plan assets, excluding interest	–4	5
Interest on plan assets	2	3
Benefits paid by the plan	–8	–4
Effect of movements in foreign exchange	3	–8
Closing fair value of plan assets	**201**	**198**
Actual return on plan assets for the year	–2	8

CHF million	2021 Funded plans	2021 Unfunded plans	2021 Total	2020 Funded plans	2020 Unfunded plans	2020 Total
Movements of present value of defined benefit obligations						
Opening liability for defined benefit obligations	262	341	603	247	348	595
Current service costs	8	6	14	7	5	12
Interest costs	2	2	4	3	3	6
Employee contribution	4	–	4	4	–	4
Actuarial (gains)/losses recognised in other comprehensive income:						
— due to changes in demographic assumptions	–10	–	–10	–1	–	–1
— due to changes in financial assumptions	–10	–12	–22	11	3	14
— due to experience (gains)/losses	–	–3	–3	4	–3	1
Benefits paid by the plan	–8	–10	–18	–4	–11	–15
Past service costs – amendments	–2	–	–2	–1	–2	–3
Past service costs – curtailment	–	–1	–1	–	–1	–1
Effects due to plan settlement	–	–2	–2	–	–	–
Effect of movements in foreign exchange	3	–16	–13	–8	–1	–9
Closing liability for defined benefit obligations	**249**	**305**	**554**	**262**	**341**	**603**
Expense recognised in the income statement						
Service costs	6	3	9	7	2	9
Net interest on the net defined benefit liability	–	2	2	–	3	3
Expense recognised in personnel expenses (refer to note 20)	**6**	**5**	**11**	**7**	**5**	**12**
Actuarial gains/(losses) recognised in other comprehensive income						
Cumulative amount as of January 1	–62	–151	–213	–56	–152	–208
Recognised during the year	15	15	30	–8	–	–8
Effect of movements in foreign exchange	–1	8	7	2	1	3
Cumulative amount as of December 31	**–48**	**–128**	**–176**	**–62**	**–151**	**–213**

Plan participants	Active 2021	Active 2020	Deferred 2021	Deferred 2020	Retired 2021	Retired 2020	Total 2021	Total 2020
Number of plan participants	13,264	13,626	1,199	1,258	2,393	2,415	16,856	17,299
Present value of defined benefit obligations								
In CHF million	282	314	64	69	208	220	554	603
Share in per cent	50.9	52.1	11.6	11.4	37.5	36.5	100.0	100.0
Duration in years	20.5	21.2	16.9	16.9	10.4	10.7	16.3	16.9

The duration in years corresponds to the average weighted period.

Weighted actuarial assumptions at the balance sheet date

Per cent	2021 Funded plans	2021 Unfunded plans	2021 Total	2020 Funded plans	2020 Unfunded plans	2020 Total
Discount rate	0.7	1.1	1.0	0.3	0.6	0.6
Future salary increases	1.5	2.0	1.9	1.4	2.0	1.9
Future pension increases	0.0	1.4	1.4	0.0	1.2	1.2

Sensitivities of significant actuarial assumptions

The discount rate and future salary increases were identified as significant actuarial assumptions. An increase/decrease of 0.25 percentage points in the respective assumption would have the following impact on the defined benefit obligation:

CHF million	2021 Funded plans	2021 Unfunded plans	2021 Total	2020 Funded plans	2020 Unfunded plans	2020 Total
Reasonably possible change +/- in percentage points	**0.25**	**0.25**	**0.25**	**0.25**	**0.25**	**0.25**
Discount rate						
Change of defined benefit obligation -/+	9	12	21	11	15	26
Future salary increases						
Change of defined benefit obligation +/-	1	2	3	1	2	3

The sensitivity analysis is based on reasonably possible changes as of the end of the reporting year. Each change in a significant actuarial assumption was analysed separately as part of the test. Interdependencies between individual assumptions were not taken into account.

b) Major defined benefit plans

The Group maintains significant defined benefit pension plans in Germany, the USA and in Switzerland constituting 90.6 per cent (2020: 90.4 per cent) of the defined benefit obligations and 86.6 per cent (2020: 86.9 per cent) of the plan assets.

Germany

There is one major unfunded defined benefit pension plan in Germany that provides retirement and disability benefits to employees and their dependents. This plan is based on an internal pension scheme (Versorgungsordnung), with the employers' retirement benefits law (Betriebsrentengesetz) specifying the minimum benefits to be provided. Payments are made by Kuehne+Nagel only. Risks in relation to guarantees provided, such as investment risk, asset volatility, salary increase and life expectancy, are borne by the Group.

Pensions are calculated as a percentage of contributory base salary multiplied with the years of service. The normal retirement age for the plan is 65. Members can draw retirement benefits early with a proportionate reduction of the pension.

The plan is closed to new entrants, who instead can participate in a defined contribution plan.

CHF million	2021	2020
Recognised liability for defined benefit obligations	285	317
Expense recognised in personnel expenses	4	6
Actuarial gains/(losses) recognised in other comprehensive income	12	–1
Number of plan participants	3,138	3,244
Duration in years	16.1	16.7

The duration in years corresponds to the average weighted period.

Weighted actuarial assumptions at the balance sheet date

Per cent	2021	2020
Discount rate	1.05	0.60
Future salary increases	2.00	2.00
Future pension increases	1.75	1.50
Mortality table	Dr. K. Heubeck 2018 G	Dr. K. Heubeck 2018 G

Switzerland

The Swiss pension plans are defined benefit plans that provide retirement and disability benefits to employees and their dependents. Swiss pension plans are governed by the Swiss Federal Law on Occupational Retirement, Survivor's and Disability Pension Plans (BVG), which stipulates that pension plans have to be managed by independent, legally autonomous units. A pension plan's governing body (Board of Trustees) is responsible for the investment of the plan's assets and must be composed of equal numbers of employee's and employer's representatives. The various insurance benefits are governed in regulations, with the BVG specifying the minimum benefits that are to be provided. As a consequence, there are a number of guarantees provided within the pension funds which expose them to the risks of underfunding and may require the Group to provide additional contributions. Such risks include mainly investment risks (as there is a guaranteed return on account balances), asset volatility and life expectancy.

The monthly contributions to the pension plans are paid by the employees as well as by the employer. The contributions are calculated as a percentage of the contributory salary and vary depending on the age of the employee. The pension plans provide a lifetime pension to members at the ordinary retirement age as defined in the Swiss Pension law. The pension is calculated as a percentage of the individual plan participant's pension account at retirement date. A portion of the benefit, up to the full amount under certain conditions, can be taken as lump sum payment at retirement. Members can draw retirement benefits early from the age of 58, with a proportionate reduction of the pension.

CHF million	2021	2020
Net liability for defined benefit obligations		
Present value of obligations	147	158
Fair value of plan assets	–110	–107
Recognised net liability for defined benefit obligations	**37**	**51**
Allocation of plan assets		
Insurance contracts and others	110	107
Expense recognised in the income statement		
Service costs	5	6
Actuarial gains/(losses) recognised in other comprehensive income	14	–7
Number of plan participants	528	508
Duration in years	17.1	19.3

The duration in years corresponds to the average weighted period.

Weighted actuarial assumptions at the balance sheet date

Per cent	2021	2020
Discount rate	0.25	0.00
Future salary increases	1.50	1.50
Mortality table	BVG 2020 Generational	BVG 2015 Generational

USA

The US pension plan is a defined benefit pension plan that provides retirement and disability benefits to employees and their dependents. The various insurance benefits are governed by regulations. The US plan is qualified under and is managed in accordance with the requirements of US federal law. In accordance with federal law, there are plan fiduciaries that are responsible for the governance of the plan. Fiduciaries also are responsible for the investment of the plan's assets, which are held in a pension trust that is legally separate from the employer. The plan is entirely funded by Kuehne+Nagel. Risks in relation to guarantees provided, such as investment risk, asset volatility, salary increase and life expectancy, are borne by the Group.

Contributions are based on the salary of the employee. The normal retirement age is 65, with a minimum of five years of service. The plan provides a lifetime pension at normal retirement, which is based on a percentage of the highest average monthly compensation over a five-year period (limited to USD 100,000), multiplied by credited service under the plan. Members can draw retirement benefits early, with a proportionate reduction of the pension, at the age of 55 if the employee has a minimum of 10 years of service. The plan is closed to new entrants and its benefits are frozen. New employees are instead covered by a defined contribution plan.

CHF million	2021	2020
Net liability for defined benefit obligations		
Present value of obligations	70	70
Fair value of plan assets	-64	–65
Recognised net liability for defined benefit obligations	**6**	**5**
Allocation of plan assets		
Debt securities	57	57
Equity securities	6	7
Insurance contracts and others	1	1
Total plan assets	**64**	**65**
Actual return on plan assets for the year	–	7
Number of plan participants	1,324	1,330
Duration in years	13.1	13.8

The duration in years corresponds to the average weighted period.

Weighted actuarial assumptions at the balance sheet date

Per cent	2021	2020
Discount rate	2.80	2.50
Mortality table	Scale MP-2021 released by SOA in October 2021	Scale MP-2020 released by SOA in October 2020

34 Employee share-based compensation plans

Under the Share Matching Plan (SMP) introduced effective 2018, the Company will match for each share invested into the plan 0.8 additional shares upon completion of a three-year vesting period and service condition during the same period. The minimum investment is 50 shares. Should the number of allocated shares be a fraction of shares, then the number of shares is rounded up to the next whole number.

The terms and conditions of the shares allocated under the Share Matching Plans are as follows:

Share matching plan	2021	2020	2019
Grant date	July 23, 2021	July 24, 2020	July 26, 2019
Vesting, service and blocking period	July 23, 2021 - June 30, 2024	July 24, 2020 - June 30, 2023	July 26, 2019 - June 30, 2022
Number of shares invested/granted at grant date	172,100	192,526	161,464
Number of shares to be matched as of Dec. 31, 2021	169,670	185,646	150,452
Number of shares to be matched as of Dec. 31, 2020	n/a	192,076	156,324
Share match ratio	0.8	0.8	0.8
Fair value of shares to be matched at grant date in CHF per share	233.9	114.7	102.50

On July 1, 2021, the SMP 2018 matured with a share match ratio of 0.8 resulting in a matching of 114,603 shares to the participating employees of this plan.

On July 1, 2020, the SMP 2017 matured with an actual share match ratio of 0.5 resulting in a matching of 65,761 shares to the participating employees of this plan.

CHF million	2021	2020
Personnel expense for employee share-based compensation plans	16	13

35 Bank and other interest-bearing liabilities and borrowings

CHF million	Dec. 31, 2021	Dec. 31, 2020
Bank overdrafts	5	2
0.02 per cent bond due 2022	200	–
Bank and other interest-bearing liabilities	**205**	**2**
0.02 per cent bond due 2022	–	200
0.2 per cent bond due 2025	200	200
Borrowings	**200**	**400**

Current bank and other interest-bearing liabilities include bank overdrafts of CHF 5 million (2020: CHF 2 million), which are included in cash and cash equivalents for the purpose of the consolidated cash flow statement. The majority of bank overdraft facilities are repayable upon notice and form an integral part of the Group's cash management.

As of December 31, 2021, there was no bank loan drawn from the revolving credit facility of CHF 750 million. The credit facility has a contract period until April 24, 2024. Bank loans can be drawn with a tenor of one, three and six months.

On June 18, 2019, the Kuehne+Nagel Group issued a CHF 200 million public bond with a nominal interest rate of 0.02 per cent due on November 18, 2022, and a CHF 200 million public bond with a nominal interest rate of 0.2 per cent due on June 18, 2025, both with redemption at par.

36 Provisions

The movements in provisions were as follows:

CHF million	Claim provisions [1]	Provision for deductible of transport liability insurance [2]	Others [3]	Total provision
Balance as of January 1, 2020	59	19	47	125
Provisions used	–16	–11	–10	–37
Provisions reversed	–7	–	–2	–9
Provisions made	34	4	34	72
Reclassification to “liabilities directly associated with the assets held for sale”	–	–	–25	–25
Effect of movements in foreign exchange	–3	–	–2	–5
Balance as of December 31, 2020	**67**	**12**	**42**	**121**
of which				
– Current provisions	54	5	27	86
– Non-current provisions	13	7	15	35
Total provisions	**67**	**12**	**42**	**121**
Balance as of January 1, 2021	67	12	42	121
Provisions used	–22	–12	–8	–42
Provisions reversed	–10	–	–4	–14
Provisions made	43	9	21	73
Effect of movements in foreign exchange	–2	–	–1	–3
Balance as of December 31, 2021	**76**	**9**	**50**	**135**
of which				
– Current provisions	58	4	29	91
– Non-current provisions	18	5	21	44
Total provisions	**76**	**9**	**50**	**135**

1 Some Group companies are involved in legal proceedings on various issues (disputes about logistics services, antitrust etc.). Some legal proceedings have been settled, and corresponding payments have been made. Since October 2007 various competition authorities have investigated certain antitrust allegations against international freight forwarding companies, inter alia against Kuehne+Nagel.
During 2015 the French Competition Authority (FCA) has concluded an investigation of certain antitrust allegations in France, mainly against domestic freight forwarding companies, inter alia Alloin Transports (Alloin), a company which was acquired by Kuehne+Nagel in 2009. The decision of the FCA, according to which Alloin/Kuehne+Nagel paid a fine of CHF 34 million (EUR 32 million) was appealed to the Paris Court of Appeals in 2016. In 2017 Kuehne+Nagel was able to settle certain claims, which included a partial recourse claim against the sellers of Alloin. On July 19, 2018, the Paris Court of Appeals in first instance upheld the decision of the FCA against all claimants. Alloin/Kuehne+Nagel have appealed the decision to the French Supreme Court (Court de Cassation) on December 19, 2018. On September 22, 2021, the French Supreme Court in a finally binding decision upheld all fines imposed by the FCA undifferentiated against all parties involved.
See also note 41.

2 An additional provision for deductibles in case of transport liability has been recognised for the current year’s exposure.

3 Other provisions mainly consist of provisions for dilapidation costs amounting to CHF 37 million (2020: CHF 30 million).

37 Trade payables/contract liabilities/accrued trade expenses

CHF million	Dec. 31, 2021	Dec. 31, 2020
Trade payables	2,994	1,875
Contract liabilities	223	87
Accrued trade expenses	2,200	1,338
Total	**5,417**	**3,300**

The majority of all trade payables is in the respective Group companies' own functional currencies, which is in EUR 34.0 per cent (2020: 39.9 per cent) and USD 17.8 per cent (2020: 17.3 per cent).

Contract liabilities increased from CHF 87 million on December 31, 2020, to CHF 223 million as of December 31, 2021. The entire balance of December 31, 2020, was recognised as turnover in 2021.

38 Other non-current liabilities

CHF million	Dec. 31, 2021	Dec. 31, 2020
Contingent consideration liabilities [1]	165	52
Put option to non-controlling interest [2]	1,146	–
Total	**1,311**	**52**

1 The balance in 2021 represents the long-term portion of the contingent considerations from the acquisition of Apex International Corporation. The balance in 2020 mainly represents the long-term portion of the contingent considerations from the acquisition of KN-Sincero Logistics Co. Ltd., China (formerly Shanghai Ruichun Logistics Co. Ltd.).
2 The balance in 2021 represents the long-term portion of the redemption liability recognised for the put option to non-controlling interest in Apex. Refer to note 40 for additional details.

39 Other current liabilities

CHF million	Dec. 31, 2021	Dec. 31, 2020
Personnel expenses (including social security)	916	580
Other tax liabilities	95	123
Other operating expenses	205	151
Contingent consideration liabilities [1]	135	–
Put option to non-controlling interest [2]	302	–
Sundry	79	51
Total	**1,732**	**905**

1 The balance in 2021 mainly represents the short-term portion of the contingent consideration liabilities from the acquisitions Apex and KN-Sincero. The long-term portion is included in the balance sheet position "Other non-current liabilities" in note 38. Further details regarding the acquisitions are described in note 40.
2 The balance in 2021 represents the short-term portion of the redemption liability recognised for the put option to non-controlling interest in Apex. Refer to note 40 for additional details.

40 Acquisitions and divestments

2021 Acquisitions

CHF million	Apex Group	Salmosped	Recognised fair values
Property, plant and equipment	7	–	7
Right-of-use assets	35	–	35
Other intangibles	187	3	190
Other non-current assets	14	–	14
Trade receivables	335	12	347
Other current assets	54	–	54
Acquired cash and cash equivalents (net)	47	2	49
Subtotal assets	**679**	**17**	**696**
Non-current liabilities	–26	–	–26
Other current liabilities	–185	–	–185
Deferred tax liabilities	–49	–1	–50
Trade payables	–84	–12	–96
Total identifiable assets and liabilities, net	**335**	**4**	**339**
Goodwill	1,096	15	1,111
Total assets and liabilities, net	**1,431**	**19**	**1,450**
Non-controlling interests, proportionate share of identifiable net assets	–47	–	–47
Purchase price for the ownership acquired	**1,384**	**19**	**1,403**
Thereof contingent consideration	–242	–	–242
Thereof shares issued, at fair value	–209	–8	–217
Purchase price, paid in cash	**933**	**11**	**944**
Acquired cash and cash equivalents	–47	–2	–49
Net cash outflow	**886**	**9**	**895**

Effective May 11, 2021 the Group legally acquired 79.3 per cent of the shares of Apex International Corporation (Apex) and obtained present access to a further 9.1 per cent of Apex shares contractually agreed to be transferred over the next three years. Therefore, the Group accounts for an 88.4 per cent ownership stake at acquisition date. Apex is one of the leading Asian freight forwarders, especially in the transpacific and intra-Asia. The group of companies is a renowned specialist for air logistics services, founded in China in 2001 and headquartered in Shanghai and Hong Kong. Apex has operations in 13 countries in various locations in China, Hong Kong, USA, Vietnam, Taiwan, Korea, Singapore, Canada, Mexico, Australia, New Zealand, Netherlands and Germany. With approximately 1,800 employees, Apex generated a turnover in excess of CHF 2.1 billion in 2020. The acquisition of Apex is in line with the Group's strategic growth ambition in Asia.

The purchase price of CHF 1.4 billion for the acquired interest includes a contingent consideration liability of CHF 242 million, CHF 933 million paid in cash and CHF 209 million settled by 753,783 of the Company's shares. The contingent consideration depends on the achievement of increasing profitability targets (determined by a multiplier of normalised earnings before tax) for the 2021, 2022 and 2023 measurement periods and is to be settled in a variable number of the Company's shares. The annual payments are capped and the maximum earn-out to be paid is CHF 242 million. Whereas management's estimate is that targets in each of the periods will be exceeded, a change to the expected normalised earnings before tax of -10 per cent would result in a positive impact on the income statement of CHF 16 million.

The liability to the previous owners is expected to be settled in a variable number of Kuehne+Nagel shares as follows:

Year of payment	Expected settlement amount of contingent consideration in CHF million
2022	81
2023	81
2024	80
Total	**242**

Additionally, the Group entered into a call option to purchase the remaining 11.6 per cent and wrote a put option to the holders of the non-controlling interests to sell their shares to the Group at the same conditions. The option exercise price depends on an EBITDA multiple to be settled by a variable number of the Company's shares.

For the put option, a liability was recognised at the present value of the redemption amount with a corresponding entry in equity. As the non-controlling shareholders still have present access to the economic benefits associated with the underlying ownership interest, the non-controlling interest continues to be recognised as a separate component in equity and continues to receive an allocation of profit and loss and other comprehensive income. The non-controlling interest is reclassified as a financial liability at each reporting date as if the acquisition took place at that date. Any excess over the reclassified carrying amount of the non-controlling interest and all subsequent changes in the redemption value of the financial liability are recognised directly in retained earnings.

At the balance sheet date, the carrying amount of the put option liability amounted to CHF 572 million. The put option liability is recognised in the balance sheet item "Other current liabilities" and "Other non-current liabilities".

Effective September 1, 2021, the Group acquired the business of Salmosped AS (Salmosped), Norway. The Oslo-based company is a leading Norwegian perishables freight forwarder specialised in transportation of seafood products. It generated a turnover of CHF 118 million in 2020. CHF 11 million of the purchase price of CHF 19 million was paid in cash and CHF 8 million was settled in the Company's shares.

Acquisition-related costs (included in the line item "selling, general and administrative expenses" in the income statement) amount to CHF 6 million.

The trade receivables comprise gross contractual amounts due of CHF 347 million, of which none were expected to be uncollectible at the acquisition date.

Other intangibles of CHF 190 million recognised on the acquisitions represent the Apex brand as well as contractual and non-contractual customer lists having useful lives of three to seven years. Goodwill of CHF 1,111 million arose on the acquisitions and represents management expertise, synergies and workforce, which do not meet the definition of an intangible asset to be recognised separately. Goodwill is not expected to be tax deductible. While the majority of the goodwill is allocated to the business unit Air Logistics the remainder is assigned to Sea Logistics.

From May 11 to December 31, 2021, the acquisitions contributed CHF 3,467 million of net turnover and CHF 386 million earnings, including the amortisation of other intangibles of CHF 22 million, to the consolidated financial statements. If the acquisitions had occurred on January 1, 2021, the Group's net turnover would have been CHF 33,722 million and consolidated earnings for the period would have been CHF 2,232 million.

The accounting for the acquisitions made in 2021 was determined provisionally only. Adjustments may be made to the fair values assigned to the identifiable assets acquired and liabilities assumed up to twelve months from the date of acquisition.

2020 Acquisitions

CHF million	Recognised fair values
Property, plant and equipment	2
Right-of-use assets	27
Other intangibles	10
Trade receivables	17
Other current assets	1
Acquired cash and cash equivalents (net)	3
Subtotal assets	**60**
Non-current lease liabilities	–23
Other non current liabilities	–3
Trade payables	–11
Current lease liabilities	–4
Other current liabilities	–6
Total identifiable assets and liabilities, net	**13**
Goodwill	25
Purchase price, paid in cash	**38**
Acquired cash and cash equivalents (net)	–3
Net cash outflow	**35**

Effective January 7, 2020 the Group acquired 100 per cent of the shares of the road logistics activities of Rotrexma 2 Holding BV (Rotra), a company headquartered in the Netherlands, together with its subsidiaries. With approximately 800 employees and a yearly net revenue of above CHF 110 million the Group of companies operates a fleet of over 200 trucks, providing Europe-wide overland transportation as well as contract logistics services for Dutch, Belgian and international customers. It manages cross-dock facilities in the Netherlands and in Belgium. The purchase price of CHF 38 million was paid in cash.

Other intangibles of CHF 10 million recognised on the acquisition represent customer contracts and non-contractual customer lists having a useful life of five years.

The trade receivables comprise gross contractual amounts due of CHF 17 million, and all amounts are expected to be collectible. Goodwill of CHF 25 million arose on the acquisition and represents management expertise and workforce, which do not meet the definition of an intangible asset to be recognised separately. Goodwill is not expected to be tax deductible.

Acquisition-related costs (included in the line item “selling, general and administrative expenses” in the income statement) are below CHF 1 million.

No material adjustments to the values previously reported were deemed necessary after having finalised the acquisition accounting in 2020.

2021 Divestments

Effective August 12, 2021, Kuehne+Nagel sold a 24.9 per cent equity stake in Apex International Corporation for a cash consideration of CHF 372 million to Partners Group (SWX: PGHN), a leading global private markets firm. The parties also entered into call and put arrangements. For the put option, a liability was recognised at the present value of the redemption amount with a corresponding entry in equity. The accounting treatment of the put option and non-controlling interests is in line with the one described in the Apex acquisition note.

At the balance sheet date, the carrying amount of the put option liability amounted to CHF 876 million. The put option liability is recognised in the balance sheet item “Other non-current liabilities”.

On March 8, 2020, Kuehne+Nagel entered into a binding agreement to sell a major part of its contract logistics portfolio in the United Kingdom to XPO Logistics, Inc. (NYSE: XPO). The scope of the transaction included the drinks logistics, food services and retail & technology businesses, whereby the pharma & healthcare businesses were retained. In 2020, which was adversely impacted by the COVID-19 crisis, these operations contributed CHF 630 million turnover, gross profit of CHF 515 million and a loss for the period of CHF 14 million, excluding any transaction costs and impairment charges.

On December 31, 2020, the assets and liabilities related to this divestment were classified as assets held for sale (CHF 434 million) and liabilities directly associated with the assets held for sale (CHF 419 million) and were presented separately in the Group's balance sheet. The transaction closed on January 1, 2021, resulting in the derecognition of the assets and liabilities associated with the disposal group. There was no material impact on the income statement from the transaction in 2021.

CHF million	Jan. 1, 2021
Property, plant and equipment	41
Right of use assets	248
Deferred tax assets	2
Trade receivables	64
Other current assets	61
Cash and cash equivalents	18
Assets divested	**434**
Non-current lease liabilities	–215
Other non-current liabilities	–9
Current lease liabilities	–52
Other current liabilities	–97
Trade payables	–46
Liabilities directly associated with the assets divested	**–419**
Net assets divested	**15**

41 Contingent liabilities

As of year-end, the following contingent liabilities existed:

CHF million	Dec. 31, 2021	Dec. 31, 2020
Guarantees in favour of customers and others	9	14
Contingency under unrecorded claims	4	2
Total	**13**	**16**

Some Group companies are defendants in various legal proceedings. Based on respective legal advice, the management is of the opinion that the outcome of those proceedings will have no effect on the financial situation of the Group beyond the existing provision for pending claims (refer to note 36) of CHF 76 million (2020: CHF 67 million).

42 Other financial commitments

As of year-end, the following financial commitments mainly related to short-term and low value leases existed:

As of December 31, 2021

CHF million	Properties and buildings	Operating and office equipment	Total
2022	47	36	83
2023–2026	50	26	76
Later	11	–	11
Total	**108**	**62**	**170**

As of December 31, 2020

CHF million	Properties and buildings	Operating and office equipment	Total
2021	22	53	75
2022–2025	12	54	66
Later	2	–	2
Total	**36**	**107**	**143**

Details regarding the leases recognised in the income statement are described in note 27.

43 Capital commitments

As of year-end, the following capital commitments existed in respect of non-cancellable purchase contracts.

CHF million	Dec. 31, 2021	Dec. 31, 2020
Italy	11	4
Great Britain	2	16
Total	**13**	**20**

44 Risk management

Group risk management
Kuehne+Nagel has a centralised risk management in place. The risk and compliance committee ensures that the Group has implemented an effective and adequate risk management system and process. The overall strategical risk exposure of the Group was assessed, for operational risks an independent risk assessment procedure was adopted, and an assessment of financial risks was performed. Identified material risks are monitored on an ongoing basis and mitigating actions and controls are implemented.

Risk management, objectives and policies are described in the status report on page 16.

Financial risk management
The Group is exposed to various financial risks arising from its underlying operations and finance activities. The Group is primarily exposed to market risk (i.e. interest rate and currency risk) and to credit and liquidity risk.

Financial risk management within the Group is governed by policies and guidelines approved by the senior management. These policies and guidelines cover interest rate risk, currency risk, credit risk and liquidity risk. Group policies and guidelines also cover areas such as cash management, investment of excess funds and the raising of short and long-term debt. Compliance with the policies and guidelines is managed by independent functions within the Group. The objective of financial risk management is to contain, where deemed appropriate, exposures to the various types of financial risks mentioned above in order to limit any negative impact on the Group's results and financial position.

In accordance with its financial risk policies, the Group manages its market risk exposures by using financial instruments when deemed appropriate. It is the Group's policy and practice neither to enter into derivative transactions for trading or speculative purposes, nor for any purpose unrelated to business transactions.

Market risk
Market risk is the risk that changes of market prices due to interest rates and foreign exchange rates are affecting the Group's results and financial position.

Interest rate risk
Interest rate risk arises from movements in interest rates which could have effects on the Group's results and financial position. Changes in interest rates may cause variations in interest income and expenses resulting from interest-bearing assets and liabilities. Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Loans and investments at variable interest rates expose the Group to cash flow interest rate risk. Loans and investments at fixed interest rates expose the Group to fair value interest rate risk in case they are measured at fair value.

Exposure
The Group's exposure to interest rate risk relates primarily to its bank loans and to the Group's investments of its excess funds. The Group's exposure to changes in interest rates is limited due to the short-term nature of investments of excess funds and borrowings. The Group does not use derivative financial instruments to hedge its interest rate risk in respect of investments of excess funds or loans.

Profile
At the reporting date, the interest profile of the Group's interest-bearing financial assets and liabilities was as follows:

CHF million	2021 Carrying amount	2020 Carrying amount
Variable rate instruments		
Cash and cash equivalents (excluding cash on hand)	2,298	1,697
Current bank and other interest-bearing liabilities	–5	–2
Total	**2,293**	**1,695**

Fair value sensitivity analysis – fixed rate instruments
As of December 31, 2021 and 2020, the Group does not hold significant investments in fixed rate instruments measured at fair value.

Cash flow sensitivity analysis – variable rate instruments
A change of 100 basis points in interest rates on December 31, 2021, would increase or decrease pre-tax profit or loss by CHF 23 million (2020: CHF 17 million) due to changed interest payments on variable rate interest-bearing liabilities and assets. The analysis assumes that all other variables, in particular foreign exchange rates, remain constant.

Currency risk
Currency risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

Exposure
The Group operates on a worldwide basis and, as a result, is exposed to movements in foreign currency exchange rates of mainly EUR and USD on sales, purchases, investments in debt securities and borrowings that are denominated in a currency other than the respective functional currencies of the Group entities. Monthly intercompany payments are conducted through a Group clearing system in EUR and USD which facilitates monitoring and control of the group-wide foreign exchange rate exposures.

To a limited extent, derivative financial instruments (foreign exchange contracts) are in use to hedge the foreign exchange exposure on outstanding balances in the Group's internal clearing system. Given that the Group's hedging activities are limited to hedges of recognised foreign currency monetary items, hedge accounting under IFRS 9 is not applied. As of the 2021 and 2020 year-end there were no material derivative instruments outstanding. Investments in foreign subsidiaries are not hedged as those currency positions are considered to be long-term in nature.

As of year-end the Group's exposure to foreign currency risk was as follows:

	2021		2020	
CHF million	EUR	USD	EUR	USD
Cash and cash equivalents	59	428	81	108
Trade receivables	81	774	58	394
Interest-bearing liabilities	–	–2	–	–1
Trade payables	–61	–327	–47	–136
Other liabilities	–	–248	–	–
Net balance sheet exposure	**79**	**625**	**92**	**365**

The majority of all trade related billings and payments as well as all payments of interest-bearing liabilities and lease liabilities are made in the respective functional currencies of the Group entities.

Sensitivity analysis
A ten percent strengthening respectively weakening of the CHF against the following currencies on December 31, would have had the following effect on the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

2021

CHF million	1 CHF/EUR	1 CHF/USD	1 USD/EUR
Reasonably possible change +/– in per cent	10.0	10.0	10.0
Effect on income statement +/– (pre-tax)	7.9	62.5	8.6

The impact on the profit or loss is mainly a result of foreign exchange gains or losses arising from revaluation of trade receivables, trade payables and cash and cash equivalents in foreign currencies. Significant fluctuations of foreign currency exchange rates would not result in an impact on other comprehensive income. On December 31, 2021, no securities measured at fair value were held and no cash flow hedge accounting was applied.

2020

CHF million	1 CHF/EUR	1 CHF/USD	1 USD/EUR
Reasonably possible change +/– in per cent	10.0	10.0	10.0
Effect on income statement +/– (pre-tax)	9.2	36.5	10.3

Credit risk

Credit risk arises from the possibility that the counterparty to a transaction may be unable or unwilling to meet its obligations, causing a financial loss to the Group. Credit risk arises primarily from the Group's trade receivables, contract assets and bank balances.

Exposure

At the balance sheet date the maximum exposure to credit risk from financial and contract assets, without taking into account any collateral held, credit insurance or similar, was:

CHF million	2021	2020
Trade receivables	6,404	3,412
Contract assets	693	259
Other receivables	110	100
Cash and cash equivalents	2,298	1,697
Total	**9,505**	**5,468**

Trade receivables and contract assets

Trade receivables are subject to a policy of active risk management which focuses on the assessment of country risk, credit availability, ongoing credit evaluation, and account monitoring procedures. There are no significant concentrations of credit risk due to the Group's large number of customers and their wide geographical spread. For a large part of credit exposures in critical countries, the Group has obtained credit insurance from first-class insurance companies (for further details refer to note 29).

The maximum exposure to credit risk for trade receivables and contract assets at the reporting date by geographical area was:

CHF million	2021	2020
EMEA	3,356	2,160
Americas	2,108	1,045
Asia-Pacific	1,633	466
Total	**7,097**	**3,671**

It is considered that the credit insurance is sufficient to cover potential credit risk concentrations.

Investments of excess funds

The Group considers its credit risk to be minimal in respect of excess funds invested in short-term deposits (with a maturity of less than three months) which are made in close coordination and management of Centralised Corporate Treasury function. The Group does not invest in equity securities.

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulties in meeting obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. Group companies require sufficient availability of cash to meet their obligations. Individual companies are generally responsible for their own cash management, including the short-term investment of cash surplus and the raising of loans to cover cash deficits subject to guidance or in certain cases approval at Group level. The Group maintains sufficient reserves of cash to meet its liquidity requirements at all times.

The following are the contractual maturities of financial liabilities (undiscounted), including interest payments and excluding the impact of netting agreements:

2021

CHF million	Carrying amounts	Contractual cash flow	Up to 6 months	6–12 months	1–5 years	Over 5 years
Bank and other interest-bearing liabilities	5	5	5	–	–	–
Borrowings	400	401	–	200	201	–
Trade payables	2,994	2,994	2,994	–	–	–
Accrued trade expenses	2,200	2,200	2,200	–	–	–
Contingent consideration liabilities [1]	300	52	52	–	–	–
Put option to non-controlling interest [1, 2]	1,448	876	–	–	876	–
Other liabilities	251	251	251	–	–	–
Lease liabilities [3]	1,484	1,507	230	209	823	245
Total	**9,082**	**8,286**	**5,732**	**409**	**1,900**	**245**

1 The differences between the carrying amounts and the contractual cash flows are expected to be paid in Company's shares.
2 The put option is exercisable as of January 1, 2025.
3 The majority of lease payments over five years falls due until 2030.

2020

CHF million	Carrying amounts	Contractual cash flow	Up to 6 months	6–12 months	1–5 years	Over 5 years
Bank and other interest-bearing liabilities	2	2	2	–	–	–
Borrowings	400	402	–	–	402	–
Trade payables	1,875	1,875	1,875	–	–	–
Accrued trade expenses	1,338	1,338	1,338	–	–	–
Contingent consideration liabilities	52	54	–	–	54	–
Other liabilities	232	232	232	–	–	–
Lease liabilities [1]	1,583	1,604	230	208	867	299
Total	**5,482**	**5,507**	**3,677**	**208**	**1,323**	**299**

1 The majority of lease payments over five years falls due until 2030.

The exercise prices of the put options over non-controlling interests depend on the performance of Apex, as described in note 40. Depending on the actual performance of Apex, the actual payment amounts may vary significantly compared to the currently recognised liability. The Group reassesses the performance scenarios of Apex on a quarterly basis and revaluates the liabilities accordingly. Otherwise, it is not expected that the cash flow included in the above maturity analysis could occur at significantly different points in time or at significantly different amounts.

45 Fair value of financial assets and liabilities

As of December 31, 2021

CHF million	Financial assets at FVPL	Financial assets at amortised cost	Total carrying amount	Total fair value
Trade receivables	–	6,404	6,404	6,404
Other receivables	6	107	113	113
Total	**6**	**6,511**	**6,517**	**6,517**

CHF million	Financial liabilities at FVPL	Financial liabilities at amortised cost	Total carrying amount	Total fair value
Bank and other interest-bearing liabilities	–	205	205	205
Borrowings	–	200	200	201
Trade payables	–	2,994	2,994	2,994
Accrued trade expenses	–	2,200	2,200	2,200
Contingent consideration liabilities	300	–	300	300
Put option to non-controlling interest	–	1,448	1,448	1,448
Other liabilities	–	251	251	251
Total	**300**	**7,298**	**7,598**	**7,599**

As of December 31, 2020

CHF million	Financial assets at FVPL	Financial assets at amortised cost	Total carrying amount	Total fair value
Trade receivables	–	3,412	3,412	3,412
Other receivables	6	106	112	112
Total	**6**	**3,518**	**3,524**	**3,524**

CHF million	Financial liabilities at FVPL	Financial liabilities at amortised cost	Total carrying amount	Total fair value
Bank and other interest-bearing liabilities	–	2	2	2
Borrowings	–	400	400	400
Trade payables	–	1,875	1,875	1,875
Accrued trade expenses	–	1,338	1,338	1,338
Contingent consideration liabilities	52	–	52	52
Other liabilities	–	232	232	232
Total	**52**	**3,847**	**3,899**	**3,899**

On June 18, 2019, the Kuehne+Nagel Group issued a CHF 200 million public bond with a nominal interest rate of 0.02 per cent due on November 18, 2022, and a CHF 200 million public bond with a nominal interest rate of 0.2 per cent due on June 18, 2025, both with redemption at par (quoted prices, level 1 fair value of CHF 400 million on December 31, 2021, CHF 400 million in 2020). There are no other non-current fixed rate interest-bearing loans or other liabilities outstanding (December 31, 2020: none).

The fair values of financial assets and liabilities carried at amortised cost are approximately equal to their carrying amounts.

In 2021, the additions to level 3 financial liabilities relate to contingent consideration liabilities of CHF 242 million. Further, the put option to non-controlling interest represents the short and long-term portion of the redemption liability recognised in connection with the acquisition and divestment of Apex (refer to note 40 for further details). At the balance sheet date, the carrying amount of the put option liability amounted to CHF 1,448 million and is recognised in the balance sheet items "Other current liabilities" and "Other non-current liabilities".

The Group's financial instruments measured at fair value have been categorised into below mentioned levels, reflecting the significance of inputs used in estimating fair values:

- Level 1: Quoted prices (unadjusted) in active markets for identical instruments.
- Level 2: Input other than quoted prices included within Level 1 that are observable for the instrument, either directly or indirectly,
- Level 3: Valuation techniques using significant unobservable inputs.

The fair value of the derivative instruments (forward foreign exchange contracts) is determined based on current and available market data. Pricing models commonly used in the market are used, taking into account relevant parameters such as forward rates, spot rates, discount rates, yield curves and volatility.

Contingent considerations, resulting from business combinations, are valued at fair value at the acquisition date as part of the business combination. When the contingent consideration meets the definition of a financial liability, it is subsequently measured to fair value at each reporting date. The determination of the fair value is based on discounted cash flows. The key assumptions take into consideration the probability of meeting each performance target and the discount factor. Management has reassessed the estimated performance targets (significant unobservable input, level 3), no significant change compared to December 31, 2020 has resulted.

Level 3 fair values

CHF million	Contingent consideration liabilities
Balance as of January 1, 2021	52
Additions through business combinations	242
Utilised for settlements	–4
Total (gains)/losses included in the income statement	
– Discount unwind and foreign exchange revaluation – recorded within financial income/expenses	8
Total (gains)/losses included in other comprehensive income	
Effects of movements in foreign exchange	2
Balance as of December 31, 2021	**300**
of which	
– Current portion	135
– Non-current portion	165

46 Related parties and transactions

The Group has a related party relationship with its subsidiaries, joint ventures, associates, shareholders and with its Board of Directors and Management Board.

Subsidiaries, joint ventures and associates

The Group's operations involve operating activities between the parent company and its subsidiaries and between the subsidiaries themselves due to the nature of business. Overheads are, to a certain extent, also charged to the subsidiaries based on their use of services provided. All these transactions are eliminated upon consolidation. There were no significant transactions between the Group and its joint ventures and other related parties.

Transactions with related parties are conducted at arm's length.

Board of Directors and Management Board

The details of the total compensation and remuneration paid to and accrued for the members of the Board of Directors and the Management Board of Kuehne + Nagel International AG, Schindellegi, Switzerland, are shown in the table below:

	Management Board		Board of Directors	
CHF million	2021	2020	2021	2020
Wages, salaries and other short-term employee benefits	19.3	15.1	4.4	4.3
Post-employment benefits	1.7	1.6	0.3	0.2
Share-based compensation	2.8	2.4	–	–
Total compensation	**23.8**	**19.1**	**4.7**	**4.5**

As of December 31, 2021, no loans or any other commitments were outstanding towards members neither of the Board of Directors nor of the Management Board. Members of the Board of Directors and the Management Board control 53.3 per cent (2020: 53.7 per cent) of the voting shares of the Company.

For disclosure requirements according to the Swiss law (Article 663bbis/c CO), refer to pages 136 to 137; note 13 of the financial statements of Kuehne + Nagel International AG. For other related parties refer to note 32 outlining the shareholders' structure, and pages 113 to 122 listing the Group's significant subsidiaries and joint ventures.

47 Accounting estimates and judgements

The management has carefully considered the development, selection and disclosure of the Group's critical accounting policies and estimates as well as the application of these policies and estimates.

Acquisition accounting

Intangible assets acquired in a business combination are required to be recognised separately from goodwill and amortised over their useful life if they are subject to contractual or legal rights or are separately transferable. The Group has separately recognised customer contracts/lists, brands and agent contracts in acquisitions made (see note 28).

The fair value of these acquired intangible assets is based on valuation techniques, which require input based on assumptions about the future. The management uses its best knowledge to estimate fair value of acquired intangible assets as of the acquisition date. The value of intangible assets is tested for impairment when there is an indication that they might be impaired (see below). The management must also make assumptions about the useful life of the acquired intangible assets which might be affected by external factors such as increased competition.

Carrying amount of goodwill, other intangibles and property, plant and equipment

The Group tests its goodwill with a total carrying amount of CHF 2,290 million (2020: CHF 1,155 million) for impairment every year as disclosed in note 10.

The Group also assesses annually whether there is any indication that other intangible assets or property, plant and equipment may be impaired. In such a case, the assets are tested for impairment. As a result of the impairment testing, no impairment loss on goodwill was recognised in 2021 and 2020, other than mentioned in the next paragraph. However, due to the down-trading of several aviation customers, other intangible assets (customer lists) with the carrying amount of CHF 52 million were impaired in 2020.

In 2020, in relation to a binding agreement to sell a major part of its Contract Logistics business in the United Kingdom to XPO Logistics, Inc. (NYSE: XPO), the Group recorded impairment charges on goodwill of CHF 18 million as well as CHF 49 million on other assets held for sale to reduce the net carrying amount of the assets held for sale to their fair value less costs to sell. For further details refer to note 40.

In 2021, the Group recorded no impairment charges on goodwill (2020: CHF 18 million), other intangible assets (2020: CHF 52 million) and assets held for sale (2020: CHF 49 million). The carrying amount of other intangibles is CHF 247 million (2020: CHF 101 million), and that of property, plant and equipment is CHF 766 million (2020: CHF 797 million).

Impairment tests are based on value-in-use calculations, which involve a variety of assumptions such as estimates of future cash inflows and outflows and choice of a discount rate. Actual cash flows might, for example, differ significantly from management's current best estimate. Changes in market environment or the evolution of technologies might have an impact on future cash flows and result in recognition of impairment losses.

Fair value of contingent considerations

Contingent considerations, resulting from business combinations, are measured at fair value at the acquisition date as part of the business combination. When a contingent consideration meets the definition of a financial liability, it is subsequently remeasured to fair value at each reporting date. The determination of fair value is based on discounted cash flows. The key assumptions take into consideration the probability of meeting each performance target and the discount factor.

As part of the accounting for the acquisition of the Apex Group, a contingent consideration with an estimated fair value of CHF 242 million was recognised at the acquisition date. As of December 31, 2021, the Group has recognised total contingent consideration liabilities of CHF 300 million (2020: CHF 52 million). The contingent considerations are classified as other financial liabilities. For further details see notes 40 and 45.

Put option to non-controlling interest

Resulting from business combinations, a put option to non-controlling interest is recognised at the acquisition date as part of the business combination. The non-controlling interest is reclassified as a financial liability at each reporting date as if the acquisition took place at that date. Any excess over the reclassified carrying amount of the non-controlling interest and all subsequent changes in the redemption value of the financial liability are recognised directly in retained earnings.

In connection with the Apex Group transactions, a put option liability to non-controlling interest with an estimated carrying amount of CHF 1,448 million was recognised at balance sheet date. The put option liability to non-controlling interest is classified as other financial liability. The option exercise price depends on an EBITDA multiple and depends on the performance of Apex. Depending on the actual performance of Apex, the actual payment amounts may vary significantly compared to the currently recognised liability. The Group reassesses the performance scenarios of Apex on a quarterly basis and revaluates the liabilities accordingly. For further details see note 40.

Defined benefit pension plans

The Group has recognised a liability for defined benefit pension plans in the amount of CHF 353 million (2020: CHF 405 million). A number of assumptions are made in order to calculate the liability, including discount rate and future salary increases. A relatively minor change in any of these assumptions can have a significant impact on the carrying amount of the defined benefit obligation.

Accrued trade expenses and deferred income

Freight forwarding transactions which are completed and for which the costs are not fully received, are accrued for expected costs based on best estimate. For transactions which are not complete on account of pending service at cut-off date or transactions for which revenue is earned and relevant costs cannot be estimated, the related revenue is deferred. The Group management's judgement is involved in the estimate of costs and deferral of revenue and their completeness.

Income tax

Judgement and estimates are required when determining deferred as well as current tax assets and liabilities. The management believes that its estimates, based on information such as the interpretation of tax laws, are reasonable. Changes in tax laws and rates, interpretations of tax laws, earnings before tax, and taxable profit might have an impact on the amounts recognised as tax assets and liabilities.

The Group has recognised a net deferred tax asset of CHF 90 million (2020: CHF 189 million). Furthermore, the Group has unrecognised deferred tax assets relating to unused tax losses of CHF 12 million (2020: CHF 16 million). Based on estimates such as the probability of realising these tax benefits, available taxable temporary differences, and periods of reversals of such differences, the management does not believe that the criteria to recognise deferred tax assets are met (see note 24).

Provisions and contingent liabilities

The Group has recognised provisions for an amount of CHF 135 million (2020: CHF 121 million) related to legal claims and other exposures in the freight forwarding and logistics operations (see note 36). The provisions represent the best estimate of the risks, whereby the final amount required is subject to uncertainty.

48 Post balance sheet events

There have been no material events between December 31, 2021, and the date of authorisation of the consolidated financial statements that would require adjustments of the consolidated financial statements or disclosure.

49 Resolution of the Board of Directors

The consolidated financial statements of the Group were authorised for issue by the Board of Directors on March 1, 2022. A resolution to approve the consolidated financial statements will be proposed at the Annual General Meeting on May 3, 2022.

Significant consolidated subsidiaries and joint ventures

Holding and management companies

Country	Name of the company	Location	Currency	Share capital in thousand	Voting rights in per cent
Switzerland	Kuehne + Nagel International AG	Schindellegi	CHF	120,754	100
	Kuehne + Nagel Management AG [1]	Schindellegi	CHF	1,000	100
	Kuehne + Nagel Liegenschaften AG [1]	Schindellegi	CHF	500	100
	Nacora Holding AG [1]	Schindellegi	CHF	500	100
	Nacora Agencies AG	Schindellegi	CHF	400	100
	Kuehne + Nagel Real Estate Holding AG [1]	Schindellegi	CHF	100	100
	Kuehne + Nagel Finance AG [1]	Schindellegi	CHF	100	100

1 Directly held by Kuehne + Nagel International AG.

Operating companies

Europe, Middle East and Africa (EMEA)					
Country	Name of the company	Location	Currency	Share capital in thousand	Voting rights in per cent
Albania	Transalbania Sh.p.k	Tirana	ALL	41,725	51
Angola	Kuehne & Nagel (Angola) Transitarios Lda [1]	Luanda	AOA	7,824	100
Austria	Kuehne + Nagel Eastern Europe AG [1]	Vienna	EUR	1,090	100
	Kuehne + Nagel GmbH	Vienna	EUR	1,820	100
	Nacora Insurance Brokers GmbH	Vienna	EUR	35	100
	SLM Spedition & Logistik GmbH	Wiener Neudorf	EUR	35	100
Azerbaijan	Kuehne + Nagel LLC	Baku	AZN	42	100
Bahrain	Kuehne + Nagel WLL [1]	Manama	BHD	750	100
Belarus	Kuehne + Nagel FPE	Minsk	BYN	1,128	100

1 Directly held by Kuehne + Nagel International AG.

Europe, Middle East and Africa (EMEA)

Country	Name of the company	Location	Currency	Share capital in thousand	Voting rights in per cent
Belgium	Kuehne + Nagel NV	Antwerp	EUR	6,338	100
	Kuehne + Nagel Logistics NV	Geel	EUR	5,206	100
	Nacora Insurance Brokers NV	Brussels	EUR	155	100
	Logistics Kontich BVBA	Kontich	EUR	837	100
	Logistics Nivelles NV	Nivelles	EUR	661	100
Bosnia and Herzegovina	Kuehne + Nagel doo	Sarajevo	BAM	95	100
Bulgaria	Kuehne + Nagel EOOD	Sofia	BGN	365	100
Croatia	Kuehne + Nagel d.o.o.	Zagreb	HRK	4,300	100
Cyprus	Nakufreight Limited	Nicosia	EUR	17	100
Czech Republic	Kuehne + Nagel spol. s. r.o.	Prague	CZK	21,000	100
Denmark	Kuehne + Nagel A/S [1]	Copenhagen	DKK	5,001	100
Egypt	Kuehne + Nagel Ltd. [1]	Cairo	EGP	1,000	100
Estonia	Kuehne + Nagel AS	Tallinn	EUR	26	100
	Kuehne + Nagel IT Service Centre AS	Tallinn	EUR	25	100
Finland	Oy Kuehne + Nagel Ltd	Helsinki	EUR	200	100
France	Kuehne + Nagel SAS	Ferrières	EUR	17,380	100
	Kuehne + Nagel Parts SASU	Trappes	EUR	87	100
	Nacora Courtage d'Assurances SAS	Paris	EUR	40	100
	Kuehne + Nagel Aerospace & Industry SAS	Ferrières	EUR	37	100
	Kuehne + Nagel EASYLOG SAS	Ferrières	EUR	37	100
	Kuehne + Nagel Road SAS	Villefranche	EUR	4,000	100
	IM Overland SARL	Villefranche	EUR	8	100
	Almeca SNC	Villefranche	EUR	32	100
	Kuehne + Nagel Participations Sarl	Ferrières	EUR	113,697	100
	K Logistics Sarl	Le Meux	EUR	91	100
	Kuehne + Nagel Solutions	Saint Vulbas	EUR	10	100
	Kuehne + Nagel Insitu SASU	Chalon sur Saone	EUR	10	100
	Quick International France SAS	Villepinte	EUR	50	100
Germany	Kuehne + Nagel (AG & Co.) KG	Bremen	EUR	15,000	100
	KN Airlift GmbH	Frankfurt	EUR	256	100
	Stute Logistics (AG & Co.) KG	Bremen	EUR	1,023	100
	CS Parts Logistics GmbH	Bremen	EUR	426	50
	Kuehne + Nagel Euroshipping GmbH	Regensburg	EUR	256	51
	Stute Aftermarket Services GmbH-DE	Bremen	EUR	357	100
	Nacora Versicherungsmakler GmbH	Hamburg	EUR	79	100

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Europe, Middle East and Africa (EMEA)					
Country	Name of the company	Location	Currency	Share capital in thousand	Voting rights in per cent
	Gustav. F. Huebener GmbH	Hamburg	EUR	31	100
	Kuehne + Nagel Logistics Langenau GmbH	Langenau	EUR	25	100
	Kuehne + Nagel Intermodal GmbH	Bielefeld	EUR	300	100
	Aba Logistics GmbH (Joint Venture)	Fulda	EUR	200	50
	Donau Transport und Umschlags GmbH (Joint Venture)	Regensburg	EUR	108	50
	Anchor Risk Services GmbH	Hamburg	EUR	25	100
	Apex Global Logistics (DE) GmbH [2]	Kelsterbach	EUR	350	100
Great Britain	Kuehne + Nagel (UK) Limited	Uxbridge	EUR	46,300	100
	Kuehne + Nagel Limited	Uxbridge	GBP	8,867	100
	Nacora Insurance Brokers Limited	Uxbridge	GBP	150	100
	Quick International Couriers (UK) Limited	Colnbrook	GBP	–	100
Greece	Kuehne + Nagel AE	Athens	EUR	6,528	100
	Nacora Brokins International AE	Athens	EUR	60	60
	Sindos Railcontainer Services AE (Joint Venture)	Thessaloniki	EUR	3,038	50
Hungary	Kuehne + Nagel Kft	Budapest	HUF	134,600	100
Iraq	Jawharat Al-Sharq Co. for General Transportation and Logistics Services L.L.C.	Baghdad	USD	85	100
	Kuehne + Nagel for General Transportation and Logistics Services L.L.C.	Erbil	USD	45	100
Ireland	Kuehne & Nagel (Ireland) Limited	Dublin	EUR	500	100
Israel	Amex Ltd.	Holon	ILS	2	91
Italy	Kuehne + Nagel Srl	Milan	EUR	4,589	100
	Nacora Srl	Milan	EUR	104	100
Jordan	Kuehne and Nagel Jordan Ltd.	Amman	JOD	300	100
Kazakhstan	Kuehne + Nagel LLC	Almaty	KZT	181,100	100
Kenya	Kuehne + Nagel Limited [1]	Nairobi	KES	63,995	100
	Blue Anchor Line Limited	Nairobi	KES	500	100
	Trillvane Limited	Nairobi	KES	750	100
Kuwait	Kuehne + Nagel Company W.L.L. [1]	Kuwait	KWD	150	100

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Europe, Middle East and Africa (EMEA)

Country	Name of the company	Location	Currency	Share capital in thousand	Voting rights in per cent
Latvia	Kuehne + Nagel SIA	Riga	EUR	142	100
Lithuania	Kuehne & Nagel UAB	Vilnius	EUR	232	100
Luxembourg	Kuehne + Nagel S.a.r.l.	Contern	EUR	5,750	100
	Kuehne + Nagel AG	Contern	EUR	31	100
	Kuehne + Nagel Investments S.a.r.l. [1]	Contern	EUR	200	100
	Nacora (Luxembourg) S.a.r.l.	Contern	EUR	125	100
	Kuehne + Nagel Beteiligungs-AG [1]	Contern	EUR	10,277	100
Malta	Kuehne + Nagel Limited	Hamrun	EUR	14	100
Mauritius	KN (Mauritius) Limited [1]	Port Louis	MUR	4,000	100
Morocco	Kuehne + Nagel SAS	Casablanca	MAD	300	100
Mozambique	Kuehne & Nagel Mocambique Lda. [1]	Maputo	MZN	125,883	100
Namibia	Kuehne and Nagel (Pty) Ltd. [1]	Windhoek	NAD	340	100
Netherlands	Kuehne + Nagel N.V.	Rotterdam	EUR	3,325	100
	Kuehne + Nagel Investments B.V. [1]	Rotterdam	EUR	50	100
	Nacora Assurantiekantoor B.V.	Rotterdam	EUR	45	100
	Kuehne + Nagel Logistics B.V.	Veghel	EUR	25	100
	Apex Global Logistics (NL) B.V. [2]	Oude Meer	EUR	19,404	100
North Macedonia	Kuehne + Nagel d.o.o.e.l.	Skopje	MKD	3,216	100
Norway	Kuehne + Nagel AS	Oslo	NOK	3,100	100
	Salmosped AS	Jessheim	NOK	30	100
Oman	Universal Freight Services LLC	Muscat	OMR	250	70
Poland	Kuehne + Nagel Sp. z o.o.	Poznan	PLN	14,869	100
	Kuehne + Nagel Real Estate Sp. z o.o.	Gadki	PLN	1,451	100
Portugal	Kuehne + Nagel Lda	Porto	EUR	200	100
Qatar	Kuehne + Nagel L.L.C. [1]	Doha	QAR	1,900	100
Romania	Kuehne + Nagel SRL	Bucharest	RON	2,543	100
	Truck Supply Europe Srl	Ploiesti	RON	442	100
Russia	OOO Kuehne + Nagel	Moscow	RUB	1,345,037	100
	OOO Kuehne & Nagel Sakhalin	Sakhalin	RUB	500	100
	OOO Nacora	Moscow	RUB	278	100

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Europe, Middle East and Africa (EMEA)					
Country	Name of the company	Location	Currency	Share capital in thousand	Voting rights in per cent
Saudi Arabia	Kuehne and Nagel Limited [1]	Jeddah	SAR	1,000	100
Serbia	Kuehne + Nagel d.o.o.	Belgrade	RSD	3,039	100
	Kuehne + Nagel Shared Service Centre d.o.o.	Belgrade	RSD	15,000	100
Slovakia	Kuehne + Nagel s.r.o.	Bratislava	EUR	470	100
Slovenia	Kuehne + Nagel d.o.o.	Ljubljana	EUR	10	100
	JOEBSTL I d.o.o.	Ljubljana	EUR	–	100
South Africa	Kuehne + Nagel (Proprietary) Limited [1]	Johannesburg	ZAR	1,652	70
	Nacora Insurance Brokers (Proprietary) Limited	Johannesburg	ZAR	35	100
Spain	Kuehne & Nagel S.A.U.	Madrid	EUR	60	100
	Kuehne Nagel Investments S.L.U.	Madrid	EUR	3	100
	Nacora Correduria de Seguros S.A.	Barcelona	EUR	150	100
Sweden	Kuehne & Nagel AB	Stockholm	SEK	500	100
	Kuehne & Nagel Investment AB [1]	Stockholm	EUR	112	100
	Nacora International Insurance Brokers AB	Stockholm	SEK	100	100
Switzerland	Kuehne + Nagel AG	Opfikon	CHF	3,000	100
	Nacora Insurance Brokers AG	Opfikon	CHF	100	100
Tanzania	Kuehne + Nagel Limited [1]	Dar es Salaam	TZS	525,000	100
	Blue Anchor Line International Limited	Dar es Salaam	TZS	21,000	100
Turkey	Kuehne + Nagel Nakliyat Ltd. Sti.	Istanbul	TRY	5,195	100
	Zet Farma Lojistik Hizmetleri Sanayi ve Ticaret A.S.	Istanbul	TRY	2,500	100
	Nacora Sigorta Brokerligi A.S.	Istanbul	TRY	300	100
UAE	Kuehne + Nagel L.L.C. [1]	Dubai	AED	1,000	100
	Kuehne + Nagel L.L.C. [1]	Abu Dhabi	AED	1,000	100
	Kuehne + Nagel DWC L.L.C.	Dubai	AED	13,000	100
	Kuehne + Nagel Management ME FZE [1]	Dubai	AED	1,000	100
Uganda	Kuehne + Nagel Limited [1]	Kampala	UGX	827,500	100
Ukraine	Kuehne + Nagel SE.	Kiev	UAH	26,975	100

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Americas

Country	Name of the company	Location	Currency	Share capital in thousand	Voting rights in per cent
Argentina	Kuehne + Nagel S.A.	Buenos Aires	ARS	3,208	100
	Nacora S.A.	Buenos Aires	ARS	20	100
Bolivia	Kuehne + Nagel Ltda. [1]	Santa Cruz	BOB	260	100
Brazil	Kuehne + Nagel Serviços Logisticos Ltda. [1]	Sao Paulo	BRL	210,804	100
	Nacora Corretagens de Seguros Ltda.	Sao Paulo	BRL	1,094	100
Canada	Kuehne + Nagel Ltd. [1]	Toronto	CAD	2,910	100
	Nacora Insurance Brokers Ltd.	Toronto	CAD	–	100
	Kuehne + Nagel Real Estate Ltd.	Toronto	CAD	–	100
	Kuehne + Nagel Services Ltd. [1]	Vancouver	USD	1,522	100
	GFH Underwriting Agency Ltd.	Toronto	CAD	–	100
	ReTransportation Canada Inc.	Toronto	CAD	1,878	100
	Apex Supply Chain Management Inc. [2]	North York	CAD	223	100
Chile	Kuehne + Nagel Ltda. [1]	Santiago	CLP	575,000	100
Colombia	Kuehne + Nagel S.A.S. [1]	Bogotá	COP	5,184,600	100
	Agencia de Aduanas KN Colombia S.A.S. Nivel 2 [1]	Bogotá	COP	595,000	100
	Nacora LTDA Agencia de Seguros	Bogotá	COP	20,000	100
Costa Rica	Kuehne + Nagel S.A. [1]	San Jose	CRC	–	100
	KN Shared Service Centre S.A. [1]	San Jose	CRC	–	100
Cuba	Kuehne Nagel Logistic Services S.A.	Havana	CUC	–	100
Dominican Republic	Nakufreight SAS (Joint Venture)	Santo Domingo	DOP	3,000	50
Ecuador	Kuehne + Nagel S. A. [1]	Quito	USD	7	100
El Salvador	Kuehne + Nagel S.A. de C.V. [1]	San Salvador	USD	69	100
Guatemala	Kuehne + Nagel S.A. [1]	Guatemala	GTQ	4,245	100
Honduras	Kuehne + Nagel S.A. [1]	San Pedro Sula	HNL	25	100
Mexico	Kuehne + Nagel S.A. de C.V. [1]	Mexico City	MXN	24,447	100
	Kuehne + Nagel Servicios Administrativos S.A. de C.V. [1]	Mexico City	MXN	50	100
	Nacora Mexico Agente de Seguros S.A. de C.V.	Mexico City	MXN	50	100
	Asia Pacific Express Logistics S DE RL DE CV [2]	Napoles	MXN	2,679	99.97

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Americas

Country	Name of the company	Location	Currency	Share capital in thousand	Voting rights in per cent
Nicaragua	Kuehne + Nagel S.A. [1]	Managua	NIO	13,735	100
Panama	Kuehne + Nagel S.A. [1]	Colon	USD	1	100
	Kuehne + Nagel Management S.A. [1]	Colon	USD	10	100
Peru	Kuehne + Nagel S.A. [1]	Lima	PEN	11,067	100
Trinidad & Tobago	Kuehne + Nagel Ltd.	Port of Spain	TTD	31	100
Uruguay	Kuehne + Nagel S.A. [1]	Montevideo	UYU	3,908	100
USA	Kuehne + Nagel Investment Inc.	Jersey City	USD	1,400	100
	Kuehne + Nagel Inc.	Jersey City	USD	1,861	100
	Nacora Insurance Brokers Inc.	Jersey City	USD	25	100
	Kuehne + Nagel Special Logistics Inc.	Dulles	USD	30	100
	Kuehne + Nagel Real Estate USA Inc.	Jersey City	USD	–	100
	Kuehne + Nagel Nevada, Inc.	McCarran	USD	2	100
	ReTransportation Inc.	Memphis	USD	543	100
	ReTrans Freight Inc.	Fall River	USD	23,229	100
	Commodity Forwarders Inc.	Los Angeles	USD	1,220	100
	Q International Courier, LLC	Jamaica	USD	–	100
	Apex Holdings Group, Inc. [2]	Rancho Dominguez	USD	5,300	100
	Apex Cargo Transportation Inc. [2]	Rancho Dominguez	USD	75	100
	Apex Logistics International Inc. [2]	Rancho Dominguez	USD	365	100
	Apex Logistics International (LAX), Inc. [2]	Rancho Dominguez	USD	1,878	100
	Apex Logistics International JFK Inc. [2]	Kent	USD	416	100
	Apex Logistics International NY, Inc. [2]	Springfield Gardens	USD	2,162	100
	Apex Logistics International (ORD), Inc. [2]	Franklin Park	USD	970	100
	Apex Logistics International (MIA), Inc. [2]	Miami	USD	799	100
	Apex Logistics International (SEA), Inc. [2]	Kent	USD	566	100
	Apex Cargo International (DFW), Inc. [2]	Dallas	USD	122	100
	Apex Logistics International (SFO) Inc. [2]	San Francisco	USD	1,500	100
Venezuela	Kuehne + Nagel S.A. [1]	Caracas	VES	–	100
	KN Venezuela Aduanas C.A.	Caracas	VES	–	100

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Asia-Pacific					
Country	Name of the company	Location	Currency	Share capital in thousand	Voting rights in per cent
Australia	Kuehne & Nagel Pty Ltd. [1]	Melbourne	AUD	2,900	100
	Nacora Insurance Services Pty Ltd.	Melbourne	AUD	–	100
	Kuehne + Nagel Real Estate Pty Ltd.	Melbourne	AUD	6,589	100
	Apex Supply Chain Management (AU) Pty. Ltd. [2]	Melbourne	AUD	1,000	80
	Apex Supply Chain Management (SYD) Pty. Ltd. [2]	Sydney	AUD	–	100
Bangladesh	Kuehne + Nagel Limited [1]	Dhaka	BDT	10,000	100
Cambodia	Kuehne + Nagel Limited [1]	Phnom Penh	USD	5	100
China	KN-Sincero Logistics Co. Ltd.	Shanghai	CNY	30,000	51
	Zhejiang Jiajin Logistics Co. Ltd.	Huzhou	CNY	10,000	51
	Wuhan Zhisheng Logistics Co. Ltd.	Wuhan	CNY	10,000	51
	Shenzhen Hua Tie Xun Logistics Co. Ltd.	Shenzhen	CNY	5,000	51
	Kuehne & Nagel Ltd.	Shanghai	CNY	25,072	100
	Kuehne & Nagel Logistics Co. Ltd.	Shanghai	CNY	5,515	100
	Kuehne & Nagel Information Center Ltd.	Foshan	CNY	1,000	100
	Hefei Shunzhuo Supply Chain Management Co. Ltd. [2]	Hefei	CNY	–	100
	Apex Logistics International (CN) Ltd. [2]	Shanghai	CNY	80,000	100
	Apex Logistics International (Qingdao) Ltd. [2]	Qingdao	CNY	9,000	100
	Apex Logistics International (Chongqing) Ltd. [2]	Chongqing	CNY	8,000	100
	Apex Logistics International (Guangzhou) Ltd. [2]	Guangzhou	CNY	23,000	100
	Apex Logistics International (Hangzhou) Ltd. [2]	Hangzhou	CNY	5,000	100
	Apex Logistics International (Tianjin) Ltd. [2]	Tianjin	CNY	12,000	100
	Apex Logistics International (Beijing) Ltd. [2]	Beijing	CNY	15,000	100
	D&P International Freight Transportation Co. Ltd. [2]	Shanghai	CNY	6,000	100
	Apex Enterprise Management Shenzhen Co. Ltd [2]	Shenzhen	CNY	–	100
	Apex Logistics International (Shenzhen) Ltd. [2]	Shenzhen	CNY	20,882	100
	Shanghai Shunzhuo Supply Chain Co. Ltd. [2]	Shanghai	CNY	10,000	100
	Hefei Wellwin International Logistics Co. Ltd. [2]	Hefei	CNY	–	100

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Asia-Pacific

Country	Name of the company	Location	Currency	Share capital in thousand	Voting rights in per cent
China	Hefei Shengshitong International Logistics Co. Ltd. [2]	Hefei	CNY	–	100
	Shanghai Shunzhuo International Logistics Co. Ltd. [2]	Shanghai	CNY	–	100
	Guangzhou Shengyuan Supply Chain Management Co. Ltd. [2]	Guangzhou	CNY	–	100
	Wuhan Shengyuan Supply Chain Management Co. Ltd. [2]	Wuhan	CNY	–	90
	Shanghai Qi'an International Logistics Limited [2]	Shanghai	CNY	–	100
	Shanghai Shunpu Intelligence Technology Development Co. Ltd. [2]	Shanghai	CNY	10,000	100
	Shanghai Apex Qida International Logistics Co. Ltd. [2]	Shanghai	CNY	5,000	55
	Apex Logistics International (Xi'an) Ltd. [2]	Xi An	CNY	–	100
	Sinpex Connection Logistics (Shanghai) Limited [2]	Shanghai	CNY	–	100
	Sinpex Connection Logistics (Ningbo) Limited [2]	Ningbo	CNY	–	100
	Sinpex Connection Logistics (Nanjing) Limited [2]	Nanjing	CNY	–	100
	Sinpex Connection Logistics (Shenzhen) Limited [2]	Shenzhen	CNY	10,000	100
	Sinpex Connection Logistics (Xiamen) Limited [2]	Xiamen	CNY	800	100
	Sinpex Connection Logistics (Tianjin) Limited [2]	Tianjin	CNY	300	100
	Sinpex Connection Logistics (Qingdao) Limited [2]	Qingdao	CNY	300	100
	Sinpex Connection Logistics (Zhongshan) Limited [2]	Zhongshan	CNY	400	100
	Apex Shenggang International Logistics (Shanghai) Ltd. [2]	Shanghai	CNY	–	100
	Kuehne & Nagel Ltd. [1]	Hong Kong	HKD	1,560	100
	Transpac Container System Ltd. [1]	Hong Kong	HKD	100	100
	Nacora Insurance Brokers Ltd.	Hong Kong	HKD	500	100
	Zhuoyuan Intelligence Technology Co. Ltd. [2]	Kowloon	HKD	10,000	100
	Apex Logistics International (HK) Ltd. [2]	Kowloon	HKD	260,000	100
	Sinpex Connection Logistics Limited [2]	Kowloon	HKD	77,964	100
	Kuehne & Nagel Ltd.	Macao	HKD	971	100
India	Kuehne + Nagel Pvt. Ltd. [1]	New Delhi	INR	30,000	100
Indonesia	PT. Naku Freight Indonesia [1]	Jakarta	IDR	13,500,100	95
	PT. Naku Logistics Indonesia	Jakarta	IDR	24,455,000	67

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Asia-Pacific					
Country	Name of the company	Location	Currency	Share capital in thousand	Voting rights in per cent
Japan	Kuehne + Nagel Ltd.	Tokyo	JPY	80,000	100
	Nacora Japan Insurance Solutions Ltd.	Tokyo	JPY	9,900	100
	APEX Logistics International (Japan) Co. Ltd. [2]	Tokyo	JPY	150,000	100
Korea	Kuehne + Nagel Ltd. [1]	Seoul	KRW	500,000	100
	Apex Logistics International (Korea) Limited [2]	Seoul	KRW	5,026,375	60
	D&P International Freight Transportation [2]	Seoul	KRW	300,000	60
	Sinpex Connection Logistics Co. Ltd. [2]	Seoul	KRW	300,000	60
Malaysia	Kuehne + Nagel Sdn. Bhd. [1]	Kuala Lumpur	MYR	1,000	100
	Nacora (Malaysia) Sdn. Bhd.	Kuala Lumpur	MYR	100	100
Maldives	Kuehne + Nagel Private Limited [1]	Male	USD	1	100
Myanmar	Kuehne + Nagel Ltd. [1]	Yangon	USD	50	100
New Zealand	Kuehne + Nagel Limited [1]	Auckland	NZD	25,200	100
	Nacora Insurance Services Limited	Auckland	NZD	10	100
Pakistan	Kuehne + Nagel (Private) Limited. [1]	Karachi	PKR	9,800	100
Philippines	Kuehne + Nagel Inc. [1]	Manila	PHP	5,000	100
	Kuehne + Nagel Logistics Solutions Inc. [1]	Manila	PHP	5,000	100
	Kuehne + Nagel Shared Service Center Inc.	Cebu	PHP	10,500	51
Singapore	Kuehne + Nagel Pte. Ltd. [1]	Singapore	SGD	72,250	100
	Modern Office Pte. Ltd.	Singapore	USD	6,401	100
	Nacora Insurance Agency Pte. Ltd.	Singapore	SGD	100	100
	Kuehne + Nagel (Asia Pacific) Management Pte. Ltd. [1]	Singapore	SGD	8,814	100
	Kuehne + Nagel Real Estate Pte Ltd	Singapore	SGD	72,000	100
	Kuehne+Nagel (Asia Pacific) Holding Pte Ltd [1]	Singapore	SGD	13,385	100
	Apex Logistics International (S) Pte.Ltd. [2]	Singapore	SGD	2.002	100
	Apex Development Group Limited [2]	Singapore	USD	–	100
	Apex International Corporation [1]	Singapore	USD	26	63.5
Sri Lanka	Kuehne & Nagel (Pvt) Ltd. [1]	Colombo	LKR	2,502	100
Taiwan	Kuehne + Nagel Ltd.	Taipei	TWD	20,000	100
	Nacora Insurance Brokers Ltd.	Taipei	TWD	10,000	100
	Apex Logistics International (TW) Ltd. [2]	Taipei	TWD	53	100
Thailand	Kuehne + Nagel Limited	Bangkok	THB	20,000	100
Vietnam	Kuehne + Nagel Company Limited [1]	Ho Chi Minh City	VND	155,022,000	100
	Apex Logistics International (Vietnam) Company Limited [2]	Hanoi	VND	26,910	100

1 Directly held by Kuehne + Nagel International AG.
2 The voting rights of these companies represent the direct percentage of the interest. The indirect percentage of the non-controlling interest amounts to 36.5%.

Report of the statutory auditor on the consolidated financial statements to the General Meeting of Kuehne + Nagel International AG, Schindellegi (Feusisberg), Switzerland

Opinion

We have audited the consolidated financial statements of Kuehne + Nagel International AG and its subsidiaries (the Group), which comprise the balance sheet as at December 31, 2021, and the income statement, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion the consolidated financial statements (pages 45 to 122) give a true and fair view of the consolidated financial position of the Group as at December 31, 2021, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) and comply with Swiss law.

Basis for opinion

We conducted our audit in accordance with Swiss law, International Standards on Auditing (ISAs) and Swiss Auditing Standards. Our responsibilities under those provisions and standards are further described in the auditor's responsibilities for the audit of the consolidated financial statements section of our report.

We are independent of the Group in accordance with the provisions of Swiss law and the requirements of the Swiss audit profession, as well as the International Code of Ethics for Professional Accountants (including International Independence Standards) of the International Ethics Standards Board for Accountants (IESBA Code) 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 judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the consolidated financial statements.

Valuation of goodwill

Area of focus	Our audit response
As of December 31, 2021, the Group has recorded goodwill of CHF 2,290 million. The carrying value of goodwill is tested annually for impairment. The impairment assessment for goodwill is dependent on the estimation of, amongst others, future cash flows and the discount rates applied. Due to the significance of the carrying values of goodwill and the judgement involved in performing the impairment tests, this matter was considered to be significant to our audit. The accounting policies regarding goodwill applied by the Group are explained in the notes to the consolidated financial statements in section 9. Further details on goodwill and the annual impairment tests are disclosed in note 28 to the consolidated financial statements.	We tested, with the support of our valuation specialists, the appropriateness of the Group's valuation model and evaluated management's key assumptions, including growth rates used in the cash flow projections during the forecast period, the terminal growth rate assumption and the discount rate. Further, we assessed the historical accuracy of management's estimates and considered their ability to produce accurate long-term forecasts. Our work moreover included an evaluation of management's sensitivity analysis on changes to the key assumptions, in order to quantify the downside changes in assumptions that could result in an impairment. Our audit procedures did not lead to any reservations concerning the valuation of goodwill and other intangible assets with indefinite useful lives.

Valuation of income tax positions

Area of focus	Our audit response
As of December 31, 2021, the Group has recorded deferred tax assets of CHF 90 million (net). Further, the Group operates across a wide range of tax jurisdictions around the world and is therefore occasionally challenged by local tax authorities, mainly regarding its cross-border transfer pricing arrangements. The group records deferred tax assets for temporary differences and tax loss carry forwards to the extent that it is probable that future taxable profit will be available against which these deferred tax assets can be used. Where there is uncertainty over income tax treatments, the Group recognises the related tax assets or liabilities applying management's best estimate. Due to the significant judgement involved in forecasting timing and level of future taxable profits and in accounting for uncertain tax treatments, this matter was considered to be significant to our audit. The accounting policies regarding current and deferred income taxes applied by the Group are explained in the notes to the consolidated financial statements in section 17. Further details on current and deferred income tax positions are disclosed in note 24 to the consolidated financial statements.	We evaluated, with the support of our taxation specialists, the model used to recognise deferred tax assets and liabilities and the tax rates applied. We evaluated management's forecasts regarding timing and level of future taxable profits by comparing these future taxable profits to historical results and assessed any significant assumptions impacting these profits. Further, we assessed correspondence with relevant tax authorities, evaluated the historical accuracy of management's estimates and ensured the consistency between management's estimates regarding future taxable profits and other available prospective financial information, such as future cash flow estimates. Our audit procedures did not lead to any reservations concerning the valuation of income tax positions.

Recognition of net turnover and related balance sheet accounts	
Area of focus	**Our audit response**
During the financial year 2021, the Group recognised net turnover in the amount of CHF 32,801 million. As of December 31, 2021, the Group has recognised CHF 693 million of contract assets and CHF 223 million of contract liabilities. The Group generates its revenues from four principal services (Sea Logistics, Air Logistics, Road Logistics and Contract Logistics), and from ancillary services (such as customs clearance or documentation services) which are incidental to a principal service and are together with a principal service considered to represent one single performance obligation. Turnover is recognised based upon the terms in the contract of carriage and to the extent a service is completed. Accruing for net turnover, including recognising contract assets for unbilled services rendered and contract liabilities for payments received for services not yet rendered, depend on IT systems and controls. Due to the significance of net turnover, this matter was considered to be significant to our audit. The accounting policies regarding revenue recognition are explained in the notes to the consolidated financial statements in section 15. Further details on net turnover are disclosed in note 19 to the consolidated financial statements.	Our audit procedures included assessing the accounting policies for revenue recognition applied by management and comparing these to IFRS 15. We tested the Group's internal control system with regards to revenue recognition, including related IT controls. Further, our audit procedures included analytics to identify any unusual or non-standard transactions and, on a sample basis, agreeing amounts recorded to underlying evidence, i.e. customer contracts. Our audit procedures did not lead to any reservations concerning the recognition of net turnover and the accounting for contract assets and liabilities.

Other information in the annual report

The Board of Directors is responsible for the other information in the annual report. The other information comprises all information included in the annual report, but does not include the consolidated financial statements, the stand-alone financial statements, remuneration report and our auditor's reports thereon.

Our opinion on the consolidated financial statements does not cover the other information in the annual report and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information in the annual report and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of the Board of Directors for the consolidated financial statements

The Board of Directors is responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with IFRS and the provisions of Swiss law, and for such internal control as the Board of Directors determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Board of Directors is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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, ISAs and Swiss Auditing Standards 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 consolidated financial statements.

A further description of our responsibilities for the audit of the consolidated financial statements is located at the website of EXPERTsuisse: http://www.expertsuisse.ch/en/audit-report-for-public-companies. This description forms part of our auditor's report.

Report on other legal and regulatory requirements

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

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

Ernst & Young Ltd

Christian Schibler Licensed audit expert (Auditor in charge)	Andreas Traxler Licensed audit expert

Zurich, March 1, 2022

Income statement

CHF million	Note	2021	2020
Income			
Income from investments in Group companies	1	1,331	918
Finance income			
– Interest income on loan receivables from Group companies		10	11
– Exchange gains		115	75
– Profit on sale of treasury shares		26	1
Other operational income	2	–	6
Total income		**1,482**	**1,011**
Expenses			
Finance expenses			
– Interest expenses on liabilities towards Group companies		–10	–9
– Exchange losses		–98	–84
Other operational expenses	3	–33	–23
Total expenses		**–141**	**–116**
Earnings before tax and impairment		**1,341**	**895**
Impairment of investment in Group companies	6	–79	–60
Earnings before tax (EBT)		**1,262**	**835**
Income tax		–26	–17
Earnings for the year		**1,236**	**818**

Balance sheet

CHF million	Note	Dec. 31, 2021	Dec. 31, 2020
Assets			
Cash and cash equivalents	4	1,459	1,269
Other current receivables			
– from third parties		3	13
– from Group companies	5	836	901
Total current assets		**2,298**	**2,183**
Investments	6	2,726	1,775
Non-current assets		**2,726**	**1,775**
Total assets		**5,024**	**3,958**
Liabilities and equity			
Liabilities towards Group companies	7	1,425	1,492
Current liabilities			
– Other current liabilities	8	102	1
– Borrowings	9	200	–
– Tax provision		5	3
Current liabilities		**1,732**	**1,496**
Non-current liabilities			
– Other non-current liabilities	8	165	–
– Borrowings	9	200	400
Non-current liabilities		**365**	**400**
Total liabilities		**2,097**	**1,896**
Share capital	10	121	120
Legal capital contribution reserves	11	210	6
Legal reserves		60	60
Free reserves			
– Retained earnings	11	1,393	1,113
– Earnings for the year		1,236	818
Treasury shares	12	–93	–55
Equity		**2,927**	**2,062**
Total liabilities and equity		**5,024**	**3,958**

Schindellegi, March 1, 2022

Kuehne + Nagel International AG

Dr. Detlef Trefzger, CEO

Markus Blanka-Graff, CFO

Notes to the financial statements 2021

General

Kuehne + Nagel International AG (the Company) directly or indirectly controls companies which are consolidated in the Group financial statements.

The financial statements are based on the regulations of Swiss Code of Obligations (Art. 959c Abs. 1 OR). Additional regulations, which are not required by law, are also specified below.

Basis of preparation/accounting policies

Investments

Investments in subsidiaries, associates and joint ventures are recognised in the balance sheet at cost less valuation allowance.

Receivables

- *from Group companies*
  Balances outstanding are recorded at their nominal value less valuation allowance.
- *other*
  Other receivables are recorded at their nominal value less valuation allowance.

Treasury shares

Treasury shares are valued at average costs presented as a negative position in equity. The profit or loss from sale is accounted for in the income statement.

Tax provision

Swiss taxes on income and capital are provided for at balance sheet date.

Liabilities

- *towards Group companies*
  Liabilities towards consolidated companies are recorded at their nominal value.

Notes to the income statement

1 Income from investments in Group companies

Income from investments in Group companies mainly relates to dividends received.

CHF million	2021	2020
Income from investments and others	1,331	918
Total	**1,331**	**918**

2 Other operational income

CHF million	2021	2020
Refund from antitrust claims	–	5
Income from amortised paid-in surplus previously written off	–	1
Total	**–**	**6**

3 Other operational expenses

CHF million	2021	2020
Board of Directors fee	5	5
Other operational expenses	28	18
Total	**33**	**23**

Notes to the balance sheet

4 Cash and cash equivalents

CHF million	Dec. 31, 2021	Dec. 31, 2020
Bank deposits are in the following currencies:		
CHF	1,143	1,193
EUR	40	39
USD	276	37
Total	**1,459**	**1,269**

5 Receivables from Group companies

Current receivables

CHF million	Dec. 31, 2021	Dec. 31, 2020
Kuehne + Nagel Ltd., Nairobi	10	13
Kuehne + Nagel Ltd., Bogota	3	3
Kuehne + Nagel Ltd., Amman	32	–
Kuehne + Nagel Ltd., Antwerp	–	10
Kuehne + Nagel Ltd., Bahrain	1	2
Kuehne + Nagel Ltd., Jeddah	1	1
Kuehne + Nagel Ltd., Prague	4	1
Kuehne + Nagel Ltd., Dublin	9	–
Kuehne + Nagel Ltd., Dubai	6	2
Kuehne + Nagel Inc. Manila	5	1
Kuehne + Nagel L.L.C., Erbil	15	–
Kuehne + Nagel d.o.o., Ljubljana	138	1
Kuehne + Nagel Investment S.a.r.l., Luxembourg	1	10
Kuehne + Nagel Investment Inc., New York	11	133
Kuehne + Nagel Pty., Panama	311	1
Kuehne + Nagel N.V., Rotterdam	–	15
Kuehne + Nagel Investment B.V., Rotterdam	4	326
Kuehne + Nagel Ltd., Santiago	11	2
Kuehne + Nagel Shared Service Centre d.o.o., Belgrade	17	–
Kuehne + Nagel Real Estate Holding AG, Schindellegi	2	7
Kuehne + Nagel Liegenschaften AG, Schindellegi	104	18
Kuehne + Nagel Finance AG, Schindellegi	1	353
Kuehne + Nagel AG, Zurich	62	–
Kuehne + Nagel Co. W.L.L., Kuwait	83	1
Other Group companies	5	1
Total	**836**	**901**

6 Development of investments

CHF million	Investments in consolidated companies	Investments in affiliated companies	Total
Cost			
Balance as of January 1, 2021	2,053	2	2,055
Additions	1,404	–	1,404
Disposals	–372	–	–372
Balance as of December 31, 2021	**3,085**	**2**	**3,087**
Cumulative amortisation			
Balance as of January 1, 2021	278	2	280
Additions	2	–	2
Impairments	72	–	72
Disposals	7	–	7
Balance as of December 31, 2021	**359**	**2**	**361**
Carrying amount			
As of January 1, 2021	**1,775**	**–**	**1,775**
As of December 31, 2021	**2,726**	**–**	**2,726**

A schedule of the Company's direct and main indirect subsidiaries and Kuehne+Nagel's share in the respective equity is shown in "Significant consolidated subsidiaries and joint ventures" in the consolidated financial statements.

The movements of investments are mainly related to the acquisition and partial disposal of Apex International Corporation.

Refer to note 40 of the consolidated financial statements 2021 of the Kuehne+Nagel Group for details of the transaction. Other movements are related to impairments of investments in consolidated companies.

7 Liabilities towards Group companies

CHF million	Dec. 31, 2021	Dec. 31, 2020
Kuehne + Nagel Ltd., Dublin	1	6
Kuehne + Nagel S.a.r.l., Luxembourg	47	12
Kuehne + Nagel S.A.S., Paris	17	128
Kuehne + Nagel N.V., Rotterdam	3	–
Kuehne + Nagel NV/SA, Antwerp	1	1
Kuehne + Nagel Services Ltd., Vancouver	–	1
Kuehne + Nagel GmbH, Vienna	1	231
Kuehne + Nagel Eastern Europe AG., Vienna	50	9
Kuehne + Nagel Ltd., London	40	4
Kuehne + Nagel s.r.o., Bratislava	2	–
Kuehne + Nagel spol.s.r.o., Prague	7	1
Kuehne + Nagel Ltd., Singapore	11	1
Kuehne + Nagel Management Ltd., Singapore	1	–
Kuehne + Nagel (AG & Co.) KG, Hamburg	149	386
Kuehne + Nagel Ltd. Mississauga	47	–
Kuehne + Nagel Ltd., Mexico	–	2
Kuehne + Nagel Ltd., Hongkong	61	70
Kuehne + Nagel Ltd., Auckland	1	2
Kuehne + Nagel Kft., Budapest	1	6
Kuehne + Nagel d.o.o., Lijubliana	2	–
Kuehne + Nagel Ltd., Shanghai	135	89
Kuehne + Nagel s.r.l., Bucharest	1	1
Kuehne + Nagel S.A., Madrid	1	–
Kuehne + Nagel Investment SL, Madrid	27	51
Kuehne + Nagel Investment AB, Stockholm	20	18
Kuehne + Nagel Inc., New York	263	72
Kuehne + Nagel Management AG, Schindellegi	394	307
Kühne + Nagel AG, Zurich	33	25
Nacora Insurance Brokers AG, Zurich	–	1
Kuehne + Nagel Finance AG, Schindellegi	13	16
Nacora Holding AG, Schindellegi	6	11
Nacora Agencies AG, Schindellegi	14	17
Kuehne + Nagel LLC, Dubai	–	10
Other Group companies	76	14
Total	**1,425**	**1,492**

8 Other current and non-current liablities

Other current and non-current liabilities mainly include a contingent consideration of CHF 242 million to acquire an additional stake of 9.1 per cent of the shares of Apex International Corporation. Further details can be found in note 40 of the consolidated financial statements.

9 Borrowings

CHF million	Dec. 31, 2021	Dec. 31, 2020
0.02 per cent bond due 2022	200	200
0.2 per cent bond due 2025	200	200
Borrowings	400	400

On June 18, 2019, the Kuehne + Nagel Group issued a CHF 200 million public bond with a nominal interest rate of 0.02 per cent due on November 18, 2022, and a CHF 200 million public bond with a nominal interest rate of 0.2 per cent due on June 18, 2025, both with redemption at par.

10 Share capital

Share capital	Registered shares at nominal value of CHF 1 each	CHF million
Balance as of December 31, 2021	120,753,783	121

Authorised and conditional share capital

The Annual General Meeting held on May 5, 2020, extended its approval of authorised share capital up to a maximum of CHF 20 million by a further two years until May 5, 2022.

The Annual General Meeting held on May 2, 2005, approved a conditional share capital increase up to a maximum of CHF 12 million and to add a respective section in the Articles of Association.

The Annual General Meeting held on May 5, 2015, approved a conditional share capital up to a maximum of CHF 2 million for the provision of the employee share-based compensation plans of the Company. On May 4, 2021, the Board of Directors resolved on the partial implementation of the authorised share capital increase by increasing the share capital of the Company from previously CHF 120,000,000 by CHF 753,783 to CHF 120,753,783, by issuing 753,783 registered shares of the Company with a nominal value of CHF 1.00 each.

There is no resolution of the Board of Directors outstanding for further issuance of either authorised or conditional capital.

11 Legal capital contribution reserves and retained earnings

CHF million	Dec. 31, 2021	Dec. 31, 2020
Legal capital contribution reserves	**210**	**6**

As a result of the capital increase disclosed in note 10, the difference between the nominal value (CHF 1.00 per share) and the fair value of the issued shares (CHF 277.00 per share) in the amount of CHF 204 million, net of transaction costs of CHF 3 million, was credited to the capital contribution reserves. The issued shares were used to acquire Apex International Corporation (please refer to note 40 of the consolidated financial statements).

Retained earnings	CHF million
Balance as of January 1, 2020 (before earnings for the year)	1,113
Earnings for the year 2020	818
Retained earnings as of December 31, 2020 (prior to appropriation of available earnings)	**1,931**
Distribution to the shareholders (representing CHF 4.50 per share)	–538
Balance as of December 31, 2021 (before earnings for the year)	**1,393**

12 Treasury shares

Own shares	Average price of transactions in CHF	Number of shares	CHF million
Balance as of January 1, 2021		416,151	55
Purchases of own shares	294.33	200,000	59
Sale of own shares	143.42	–147,392	–21
Closing balance as of December 31, 2021		**468,759**	**93**

Treasury shares are valued at average cost.

Other notes

13 Personnel

The company has no employees and therefore utilises the central services of Kuehne + Nagel Management AG, Schindellegi (Feusisberg) for its administrative requirements. The respective costs are included in other operational expenses.

14 Shareholding of members of the Board of Directors and Management Board

Shareholdings of members of the Board of Directors

As of December 31, 2021, the following number of shares was held by members of the Board of Directors and/or parties closely associated with them.

Name	2021	2020
Klaus-Michael Kuehne (Honorary Chairman)	63,955,000	63,996,860
Dr. Joerg Wolle (Chairman)	22,000	22,000
Karl Gernandt (Vice Chairman)	16,080	15,840
Dominik Buergy	–	–
Dr. Renato Fassbind	1,700	1,700
David Kamenetzky	–	–
Dr. Tobias B. Staehelin [1]	–	n/a
Hauke Stars	–	–
Dr. Martin C. Wittig	–	–
Total	**63,994,780**	**64,036,400**

1 Member of the Board of Directors as of May 5, 2021.

Shareholdings by members of the Management Board

As of December 31, 2021, the following number of shares was held by members of the Management Board and/or parties closely associated with them:

Name	2021	2020
Dr. Detlef Trefzger, Chief Executive Officer	37,249	33,804
Markus Blanka-Graff, Chief Financial Officer	13,000	13,755
Lothar Harings, Chief Human Resources Officer	16,166	16,166
Martin Kolbe, Chief Information Officer	12,071	9,951
Stefan Paul, Executive Vice President Road Logistics	16,854	14,734
Horst Joachim Schacht, Executive Vice President Sea Logistics	19,610	33,375
Yngve Ruud, Executive Vice President Air Logistics	14,816	22,846
Gianfranco Sgro, Executive Vice President Contract Logistics	7,585	7,835
Total	**137,351**	**152,466**

15 Major shareholders

According to the share register as of December 31, 2021, the following registered shareholders held more than three per cent of the total share capital of Kuehne + Nagel International AG:

- Kuehne Holding AG, Schindellegi (Feusisberg), Switzerland, held 52.9 per cent; all voting rights of Kuehne Holding AG are held by Klaus-Michael Kuehne.
- Kuehne Foundation, Schindellegi (Feusisberg), Switzerland, held 4.7 per cent.
- Black Rock Inc., New York, United States of America, held 3.1 per cent.

16 Contingent liabilities

For further information regarding contingent liabilities refer to note 41 of the consolidated financial statements.

Proposal of the Board of Directors to the Annual General Meeting on May 3, 2022, regarding the appropriation of available earnings

For 2021 the Board of Directors is proposing a regular dividend amounting to CHF 10.00 per share for approval at the Annual General Meeting. If the dividend proposal is approved by shareholders, dividend payments will amount to CHF 1,203 million (2020: CHF 538 million) towards regular dividend resulting in a payout ratio of 55.8 per cent (2020: 68.4 per cent) of the earnings for the year attributable to the equity holders of the Company.

Available earnings	CHF million
Balance as of January 1, 2021 (before income for the year)	1,393
Earnings for the year 2021	1,236
Available earnings as of December 31, 2021	2,629
Distribution to the shareholders (representing CHF 10.00 per share) [1]	–1,203
Retained earnings as of December 31, 2021 (after appropriation of available earnings)	**1,426**

1 The total dividend amount covers all outstanding shares (as per December 31, 2021: 120,285,024 shares). However, shares held in treasury on the date of the dividend declaration are not eligible for dividend payments. As a consequence, and if required, the reported total dividend amount will be adjusted accordingly.

Report of the statutory auditor on the financial statements to the General Meeting of Kuehne + Nagel International AG, Schindellegi (Feusisberg), Switzerland

As statutory auditor, we have audited the financial statements of Kuehne + Nagel International AG, which comprise the income statement, balance sheet and notes (pages 127 to 138), for the year ended December 31, 2021.

Board of Directors' responsibility

The Board of Directors is responsible for the preparation of the financial statements in accordance with the requirements of Swiss law and the company's articles of incorporation. This responsibility includes designing, implementing and maintaining an internal control system relevant to the preparation of financial statements that are free from material misstatement, whether due to fraud or error. The Board of Directors is further responsible for selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Swiss law and Swiss Auditing Standards. Those standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal control system relevant to the entity's preparation of the financial statements 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 entity's internal control system. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements for the year ended December 31, 2021, comply with Swiss law and the company's articles of incorporation.

Report on key audit matters based on the circular 1/2015 of the Federal Audit Oversight Authority

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibility section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the financial statements.

Valuation of investments and related income statement accounts

Area of focus

As of December 31, 2021, the Company's investments amounted to CHF 2,726 million and accounted for 54% of total assets. Investments are recorded at cost less economically necessary valuation allowances. At every balance sheet date, the carrying value of each investment is compared to its equity balance as of that date. In those cases where the equity value is below the carrying value, management tests the investment for impairment. The impairment assessment depends on the estimation of future earnings and the discount rates applied.

Due to the significance of the carrying values of the investments and the judgement involved in performing the impairment tests, this matter was considered to be significant to our audit.

Further details on the Company's investments in subsidiaries are disclosed in note 6 to the financial statements.

The accounting policies regarding investments applied by the Group are explained in the notes to the consolidated financial statements in the section "Basis of preparation / accounting policies".

Our audit response

We assessed the difference between the carrying amounts of the investments in subsidiaries and their equity balances. Further we examined the Company's valuation model and evaluated management's key assumptions.

Our audit procedures did not lead to any reservations concerning the valuation of investments in subsidiaries.

Report on other legal requirements

We confirm that we meet the legal requirements on licensing according to the Auditor Oversight Act (AOA) and independence (article 728 CO and article 11 AOA) and that there are no circumstances incompatible with our independence.

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

We further confirm that the proposed appropriation of available earnings complies with Swiss law and the company's articles of incorporation. We recommend that the financial statements submitted to you be approved.

Ernst & Young Ltd

Christian Schibler Licensed audit expert (Auditor in charge)	Andreas Traxler Licensed audit expert

Zurich, March 1, 2022

Financial calendar

April 26, 2022	Three months 2022 results
May 3, 2022	Annual General Meeting
July 25, 2022	Half-year 2022 results
October 25, 2022	Nine months 2022 results
March 1, 2023	Full-year 2022 results

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