

Report of the Joint Committee of CompuGroup Medical SE & Co. KGaA

CompuGroup Medical SE & Co. KGaA (CGM) has the Joint Committee, as a voluntary additional body, which, pursuant to article 16 of the Articles of Association of CompuGroup Medical SE & Co. KGaA, consists of six members, namely three members delegated by the general partner CompuGroup Medical Management SE and three further members delegated by the Supervisory Board of CompuGroup Medical SE & Co. KGaA. The members of the Joint Committee that are delegated by the Supervisory Board must themselves be members of the Supervisory Board and include two shareholder representatives and one employee who represents the employees of the company. The Annual General Meeting of CompuGroup Medical Management SE appointed Dr. Klaus Esser, Frank Gotthardt, Dr. Dirk Wössner (until June 30, 2022) and Michael Rauch (from July 1, 2022) as members of the Joint Committee. The Supervisory Board appointed Dr. Michael Fuchs, Philipp von Ilberg and Frank Betz as members of the Joint Committee. The Chair of the Joint Committee is Dr. Klaus Esser.

The Joint Committee meets regularly to discuss the annual budgets of the company as well as significant acquisition projects and other matters of the company requiring approval as set out in the Articles of Association. It meets at least once a year, or more frequently as required.

Three meetings were held in financial year 2022, at which the following topics were discussed and the following resolutions passed:

March 25, 2022:

At this meeting, the Joint Committee discussed the approval of the acquisition of the INSIGHT Health Group. The Joint Committee received background information on the transaction, its structure, the financing of the proposed acquisition and the current status of negotiations, and had the opportunity to ask questions about the transaction. Following the discussion, the Joint Committee approved the acquisition of the INSIGHT Health Group by a subsidiary of CompuGroup Medical SE & Co. KGaA.

November 14, 2022:

At this meeting, the Joint Committee discussed the approval of the acquisition of all shares in GHG Services GmbH and other assets from Gotthardt Health Group AG ("GHG"). GHG must be considered a related party of CGM as it is majority-owned by Professor Dr. med. Daniel Gotthardt, who is also a member of the Administrative Board of CompuGroup Medical Management SE. Furthermore, the Chairman of the Administrative Board, Frank Gotthardt, holds a substantial minority interest in GHG. The Managing Directors and members of the M&A team explained the project and the rationale for the planned acquisition by a subsidiary of CGM. The purchase price mechanism was explained to the members of the Joint Committee. The discussion was based on a valuation report and a fairness opinion issued by an independent audit firm. Following the discussion, the Joint Committee approved the transaction.

FOR OUR SHAREHOLDERS

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December 12, 2022:

Pursuant to article 18 (1) (b) of the Articles of Association of CompuGroup Medical SE & Co. KGaA, the Joint Committee discussed the budget for 2023 of the CompuGroup Medical Group as prepared and adopted by the general partner and, in doing so, discussed related opportunities and risks with respect to implementation with the spokesman of the Managing Directors and CFO Michael Rauch. Following the discussion, the Joint Committee approved the budget for financial year 2023.

Attendance overview of the Joint Committee members:

Member/Meeting/Resolution	Joint Committee (Meeting attendance)		
	Mar 25, 2022	Nov 14, 2022	Dec 12, 2022
Date			
Meeting format	Virtual	Virtual	Virtual
Esser, Klaus, Dr. (Chair)	written vote	YES	YES
Gotthardt, Frank	written vote	YES	YES
Wössner, Dirk, Dr. (to Jun 30, 2022)	YES	n/a	n/a
Rauch, Michael (from Jul 1, 2022)	n/a	YES	YES
Betz, Frank	YES	YES	YES
Fuchs, Michael, Dr. (Deceased on Dec 25, 2022)	YES	YES	YES
von Ilberg, Philipp	YES	YES	YES

Koblenz, February 2023



Dr. Klaus Esser
(Chair of the Joint Committee)