

Report of the Supervisory Board

The Supervisory Board of CompuGroup Medical SE & Co. KGaA (Supervisory Board) performed the duties incumbent upon it under the law, the Articles of Association, and the rules of procedure in financial year 2021. The Supervisory Board monitored the management of the company as carried out by the general partner (represented by its Managing Directors). In accordance with its responsibilities, the Supervisory Board was involved in the key decisions that were of fundamental importance to the company.

The Managing Directors of the general partner consistently informed the Supervisory Board in written and oral reports in a timely and comprehensive manner about all important issues of corporate planning and strategic development, about the business performance, the general situation of the group, including any risks, and about risk management.

The Supervisory Board received regular reports from the Managing Directors on the measures taken to increase sales revenue and improve earnings, as well as on major completed company acquisitions.

The Supervisory Board formed an Audit Committee. The Committee met a total of six times within the reporting period. Among other things, the Audit Committee discussed the general partner's interim financial reports and risk reports, prepared Supervisory Board resolutions, and discussed key topics with the general partner. In its meeting on August 3, 2021, the Audit Committee discussed and agreed on the focal points of the audit with the auditing company KPMG, which was appointed by the Annual General Meeting on May 19, 2021 and approved the assignment. In addition, the Audit Committee continuously monitored the quality of the audit in discussions with the auditors KPMG and the CFO.

During the reporting period, the Supervisory Board held six meetings by video conference and face-to-face meetings, and two further resolutions were passed by written circulation:

January 19, 2021:

At this meeting, the Supervisory Board discussed and unanimously approved the annual Declaration of Conformity in accordance with the German Corporate Governance Code pursuant to section 161 German Stock Corporation Act (AktG).

February 22, 2021:

Since Julia Mole and Andreas Wiese became members of the Supervisory Board with effect from January 15, 2021 through their appointment by the court and Andrea Becker and Thomas Veith had resigned from the Supervisory Board, the Supervisory Board elected Andreas Wiese to the Audit Committee as Thomas Veith's successor at this meeting. Sven-Thomas Müller was elected to succeed Thomas Veith as employee representative on the Joint Committee. Michael Rauch (CFO) presented the 2021 budget for the CompuGroup Group to the Supervisory Board. The Supervisory Board discussed and approved the competence profile and diversity concept for the composition of the Supervisory Board.

March 9, 2021:

The Supervisory Board approved the annual Declaration on Corporate Governance by written circulation.

March 16, 2021:

At the meeting, the Supervisory Board discussed the annual financial statements and the consolidated financial statements with the representatives of the general partner (Dr. Dirk Wössner (CEO), Michael Rauch (CFO)) and the auditor (KPMG AG, Berlin, Frankfurt am Main branch). Following the discussion and also based on the preliminary audit and the recommendation of the Audit Committee, the Supervisory Board approved the annual financial statements of CompuGroup Medical SE & Co. KGaA, the consolidated financial statements of CompuGroup Medical Group, the dependence report of the general partner and the non-financial report for the 2020 financial year. The Supervisory Board also resolved that the annual financial statements of CompuGroup Medical SE & Co. KGaA be submitted to the Annual General Meeting on May 19, 2021 for approval. The Supervisory Board concurred with the general partner's proposal for the appropriation of profits. The Supervisory Board resolved to propose to the Annual General Meeting that the actions of the general partner and the members of the Management Board of the legal predecessor, CompuGroup Medical SE, as well as the actions of the members of the Supervisory Board of the company and of the legal predecessor, CompuGroup Medical SE, be formally approved for the financial year 2020. The Supervisory Board's report to the Annual General Meeting was approved. On the basis of the German COVID-19 Mitigation Act and after considering the pandemic situation and the interests of the shareholders and other participants, the Supervisory Board decided to hold the Annual General Meeting as a virtual general meeting. The agenda and the proposed resolutions for the Annual General Meeting were discussed and approved by the Supervisory Board. The Supervisory Board received the general partner's current risk report and discussed it with the Managing Directors.

May 19, 2021:

At the meeting, the Supervisory Board discussed current topics in connection with the Annual General Meeting on the same day and approved two transactions with related parties.

September 15, 2021:

The Supervisory Board approved a transaction with a related party by written circulation.

October 28, 2021:

As a result of the elections of the employee representatives for the Supervisory Board of CompuGroup Medical SE & Co. KGaA on September 30, 2021, the composition of the employee representatives had changed. Therefore, the election of a new Vice Chair became necessary. The Supervisory Board elected Stefan Weinmann as Vice Chair. Ayfer Basal and Lars Johnke were elected as employee representatives to the Audit Committee. Frank Betz was elected to take the newly vacant seat of the employee representatives on the Joint Committee. Dr. Dirk Wössner (CEO) and Michael Rauch (CFO) presented CGM's further growth strategies and reported to the Supervisory Board on CGM's current business performance.

December 13, 2021:

The Managing Directors Dr. Dirk Wössner and Michael Rauch reported to the Supervisory Board on the current business performance and discussed it with the Supervisory Board. At the meeting, the Supervisory Board discussed and unanimously approved the current draft of the joint declaration of compliance pursuant to section 161 German Stock Corporation Act (AktG). In view of the rate of infections in connection with the COVID-19 pandemic and having considered the legal situation and the interests of the shareholders, as well as the employees and other participants in an Annual General Meeting, the Supervisory Board decided, within the scope of the legal options stipulated in the German COVID-19 Mitigation Act, to hold the Annual General Meeting on May 19, 2022, as a virtual general meeting. At the meeting, the respective heads of the centralized departments Group Compliance and Group Human Resources presented current topics and discussed these with the Supervisory Board. Based on a standardized questionnaire, the Supervisory Board discussed the effectiveness of its performance and the performance of the Audit Committee at the meeting and held an open discussion. The general partner was not present in this discussion. The Supervisory Board identified potential for improvement, which shall be coordinated with the general partner.

Conflicts of interest:

There were no conflicts of interest in the Supervisory Board during the reporting period.

Participation in the meetings of the Supervisory Board and the committees:

Member/Meeting/Resolution	Supervisory Board								
	Date	Jan 19, 2021	Feb 22, 2021	March 9, 2021	March 16, 2021	May 19, 2021	Sept 15, 2021	Oct 28, 2021	Dec 13, 2021
Von Ilberg, Philipp (Chair)	YES	YES	YES	YES	YES	YES	YES	YES	YES
Weinmann, Stefan (Vice Chair) (from Sept 30, 2021)	n/a	n/a	n/a	n/a	n/a	n/a	n/a	YES	YES
Basal, Ayfer (from Sept 30, 2021)	n/a	n/a	n/a	n/a	n/a	n/a	n/a	YES	YES
Becker, Andrea (until Jan 15, 2021)	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a
Betz, Frank (from Sept 30, 2021)	n/a	n/a	n/a	n/a	n/a	n/a	n/a	YES	YES
Frevel, Claudia (until Sept 30, 2021)	YES	YES	YES	YES	YES	YES	YES	n/a	n/a
Fuchs, Michael, Dr.	YES	YES	YES	YES	YES	YES	YES	YES	YES
Handel, Ulrike, Dr.	YES	YES	YES	YES	YES	YES	YES	YES	YES
Hegemann, Adelheid (from Sept 30, 2021)	n/a	n/a	n/a	n/a	n/a	n/a	n/a	YES	YES
Johnke, Lars (from Sept 30, 2021)	n/a	n/a	n/a	n/a	n/a	n/a	n/a	YES	YES
Keller, Ursula (until Sept 30, 2021)	YES	YES	YES	YES	YES	YES	YES	n/a	n/a
Kohl, Volker (until Sept 30, 2021)	YES	YES	YES	YES	YES	YES	YES	n/a	n/a
Köhrmann, Martin, Prof. Dr	YES	YES	YES	YES	YES	YES	YES	YES	YES
Mole, Julia (from Jan 15, 2021)	NO	YES	YES	YES	YES	YES	YES	YES	YES
Müller, Sven Thomas (until Sept 30, 2021)	YES	YES	YES	YES	YES	YES	YES	n/a	n/a
Störmer, Matthias	YES	YES	YES	YES	YES	YES	YES	YES	YES
Veith, Thomas (until Jan 15, 2021)	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a
Volkens, Bettina Dr.	YES	YES	YES	YES	NO	YES	YES	YES	YES
Wiese, Andreas (from Jan 15, until Sept 30, 2021)	NO	YES	YES	YES	YES	YES	YES	n/a	n/a

Member/Meeting/Resolution	Audit Committee						
	Date	Feb 2, 2021	March 15, 2021	May 4, 2021	Aug 3, 2021	Nov 3 2021	Dec 1, 2021
Basal, Ayfer (Vice Chair) (from Oct 28, 2021)	n/a	n/a	n/a	n/a	n/a	YES	YES
Von Ilberg, Philipp	YES	YES	YES	YES	YES	YES	YES
Johnke, Lars (from Oct 28, 2021)	n/a	n/a	n/a	n/a	n/a	YES	YES
Keller, Ursula (until Sept 30, 2021)	YES	YES	YES	YES	YES	n/a	n/a
Störmer, Mattias (Chair)	YES	YES	YES	YES	YES	YES	YES
Veith, Thomas (until Jan 15, 2021)	n/a	n/a	n/a	n/a	n/a	n/a	n/a
Wiese, Andreas (from Feb 22, until Sept 30, 2021)	n/a	YES	YES	YES	YES	n/a	n/a

Audit of the 2021 financial statements:

The Managing Directors of the general partner submitted to the members of the Audit Committee and the Supervisory Board the annual financial statements and consolidated financial statements for financial year 2021, the Combined Management Report of CompuGroup Medical SE & Co. KGaA and the entire group for financial year 2021, the separate non-financial report for the group and the dependency report of the general partner once this had been prepared.

The auditing firm (KPMG) appointed as auditor by the Supervisory Board at the Annual General Meeting of CompuGroup Medical SE & Co. KGaA on May 19, 2021, audited the annual financial statements of CompuGroup Medical SE & Co. KGaA, the consolidated financial statements and the Combined Management Report of CompuGroup Medical SE & Co. KGaA and the group as at December 31, 2021, including the accounting system, in accordance with the statutory provisions and issued an unqualified audit opinion.

At their meeting on April 5, 2022, the members of the Audit Committee discussed in detail the annual financial statements, the consolidated financial statements, the Combined Management Report of CompuGroup Medical SE & Co. KGaA and the group and the separate non-financial report for the group as well as the auditor's findings. The auditor reported on the main findings of the audit. On this basis, the Audit Committee proposed to the Supervisory Board to approve the financial statements prepared by the general partner.

The Supervisory Board took note of the auditor's findings and the recommendation of the Audit Committee. At its meeting on April 5, 2022, the Supervisory Board was presented with the annual financial statements for financial year 2021 as prepared by the general partner, the consolidated financial statements, and the management report of CompuGroup Medical SE & Co. KGaA and the group, as well as the general partner's proposal for the appropriation of net profit, the dependency report, the separate non-financial report for the group and the corresponding auditor's findings. The Supervisory Board examined the documents submitted. Employees of the auditing firm KPMG personally answered all the Supervisory Board's questions in detail.

The Supervisory Board acknowledged the auditor's findings and raised no objections.

In accordance with section 171 (2) of the German Stock Corporation Act (AktG), the Supervisory Board has reviewed and approved the annual financial statements of the parent company and the group, and the management reports of CompuGroup Medical SE & Co. KGaA and the group, in addition to the proposal for the appropriation of the net profit and the risk report. In accordance with section 286 (1) German Stock Corporation Act (AktG), the annual financial statements of CompuGroup Medical SE & Co. KGaA will be forwarded to the company's Annual General Meeting for adoption. The consolidated financial statements were approved. The Supervisory Board approved the general partner's proposal for the appropriation of profits. The separate non-financial report was approved.

The general partner submitted its report on relations with associated companies (dependency report) in accordance with section 312 German Stock Corporation Act (AktG), and its declaration in accordance with section 312 (3) German Stock Corporation Act (AktG), to the Supervisory Board. The auditor has reviewed the dependency report and issued the following opinion on the corresponding findings:

"Based on our audit and assessment, which we have carried out in accordance with professional standards, we hereby confirm that the factual statements made in the report are correct, the company's compensation with respect to the transactions listed in the report was not inappropriately high."

The Supervisory Board acknowledged and approved the auditor's findings and also reviewed the dependency report. According to the final results of the review by the Supervisory Board, there are no objections to the declaration by the general partner at the end of the dependency report.

The Supervisory Board would like to thank all Managing Directors and all employees of CompuGroup Medical SE & Co. KGaA and its associated companies for their commitment and hard work in the past financial year.

Koblenz, April 5, 2022

sgd. Philipp von Ilberg

(Chairman of the Supervisory Board)