

# Q&A

For CompuGroup Medical's  
virtual Annual General Meeting

Synchronizing Healthcare



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Medical

**When will the next Annual General Meeting take place?**

The next Annual General Meeting of CompuGroup Medical SE & Co. KGaA (CGM) will take place on Wednesday, May 17, 2023, at 10:00 a.m. (Central European Summer Time – CEST, equivalent to 8:00 a.m. UTC) as a virtual Annual General Meeting.

**When is the registration deadline?**

Registration must be received by the company in German or English by 12:00 p.m (CEST) on May 10, 2023 either in writing

CompuGroup Medical SE & Co. KGaA  
c/o Computershare Operations Center  
80249 Munich, Germany

or by e-mail to

[anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)

or

electronically online via the company's investor portal („CGM Investor Portal“) at [www.cgm.com/agm](http://www.cgm.com/agm)

or

by transmission via intermediaries in accordance with the requirements of section 67c German Stock Corporation Act.

**In what format will the Annual General Meeting be held?**

The Annual General Meeting will be held in accordance with section 26n of the Introductory Act to the German Stock Corporation Act in conjunction with section 118a German Stock Corporation Act as a virtual general meeting without the physical presence of the shareholders and their authorized representatives.

**What is a virtual Annual General Meeting?**

Pursuant to Section 118a (1) sentence a AktG, virtual Annual General meeting is a meeting without the physical presence of shareholders or their authorized representatives at the location of the General's meeting (with the exception of the Company's proxies).

**Why did CGM choose the virtual format for the 2023 Annual General Meeting?**

The virtual General Meeting in the format envisaged by the corresponding new provisions adequately safeguards the rights of shareholders and provides for direct interaction between shareholders on the one hand and the administration on the other hand during the meeting via video communication and electronic communication channels in a manner similar to the Annual General

Meeting in person. In addition, the virtual format enables - in particular for international shareholders with a distant place of residence - a simplified and more cost-effective participation option in the sense of a strengthened shareholder democracy and avoids greenhouse emissions. In this way, CGM makes a conscious contribution to environmental protection.

**Will CGM have its Annual General Meetings only as virtual Meeting in the future?**

The General Partner and the Supervisory Board are of the opinion that the virtual General Meeting format as such has basically proven its worth in the past three years and that the possibility of holding General Meetings virtually in the future should not be ruled out. However, it can always appear sensible to hold Annual General Meetings at which interaction takes place with shareholders and their authorized representatives present in person instead of virtual interaction. It is therefore not appropriate from the point of view of the General Partner and the Supervisory Board to specify the format of the virtual Annual General Meeting. A decision on the respective meeting format is therefore to be made separately for each Annual General Meeting.

**Can I also attend the Annual General Meeting 2023 on site?**

No, it is not possible to participate at the venue of the Annual General Meeting 2023 within the framework of a virtual Annual General Meeting. We kindly ask you to use our CGM-Investor-Portal for virtual participation.

**Will the Annual General Meeting be broadcasted via the internet?**

All shareholders registered in the share register can follow the full length of the Annual General Meeting live on the Internet via the CGM investor portal. All properly to the Annual General Meeting registered shareholders can also exercise their shareholder rights via the CGM Investor Portal. A public broadcast will not be offered. The speech of Michael Rauch, Spokesman for the Managing Directors and Chief Financial Officer, will also be available to the public as a recording on the Company's website after the Annual General Meeting.

**In which language will the Annual General Meeting be held?**

The Annual General Meeting will be held in German. The speech of the Spokesman for the Managing Directors and Chief Financial Officer Michael Rauch will be available in English in written form on the Company's website following the Annual General Meeting.

**Will the voting results be published?**

The voting results will be published promptly after the end of the Annual General Meeting on the Company's website under [www.cgm.com/agm](http://www.cgm.com/agm).

**Is there a complete written record or a complete video or audio recording of the Annual General Meeting?**

No. Neither a complete protocol will be created nor a complete video or audio recording of the Annual General Meeting will be published.

**Will the speech by the Spokesman for the Managing Directors be published in advance of the Annual General Meeting?**

In the interest of a comprehensive opportunity to prepare for the exercise of shareholders' rights, it is planned to publish the speech of the Spokesman for the Managing Directors and Chief Financial Officer Michael Rauch on a voluntary basis on the Company's website under [www.cgm.com/agm](http://www.cgm.com/agm) by May 12, 2023.

**Can any shareholder attend the Annual General Meeting?**

Of course, every shareholder can attend the Annual General Meeting on the Internet or be represented by a authorized representative. Timely registration is a prerequisite for participation. The deadlines to be observed will be announced in the convocation to the Annual General Meeting.

**How and where can shareholders register for the virtual Annual General Meeting?**

Shareholders will be sent information regarding the convocation to the Annual General Meeting. Using a reply form provided or via the CGM Investor Portal, each shareholder either has the option of registering himself.

**What should shareholders do who have not received their confirmation of registration?**

Shareholders who have registered by the deadline will not receive a paper confirmation of their registration. You can check the registration in the CGM investor portal. At the request of the person giving the power of attorney, representatives will receive a power of attorney card, which corresponds to a confirmation of registration.

If you have further questions about your registration, please contact [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de).

**In the event of a change of address, how can I arrange for my address data to be updated in the CompuGroup Medical share register?**

For address changes, please contact your custodian bank.

**How can the voting right by postal vote be exercised?**

Voting by absentee ballot may be cast exclusively by means of electronic absentee ballot via the CGM-Investor-Portal on the Internet or, subject to the requirements of Section 67c of the German Stock Corporation Act, by way of transmission through intermediaries. Detailed information can be found in the invitation to the Annual General Meeting under "Procedure for voting by postal vote".

### **Can a shareholder be represented at the Annual General Meeting and issue a proxy before the Annual General Meeting?**

Shareholders may be represented by the proxies nominated by the Company or by a third party and grant them power of attorney for this purpose before the Annual General Meeting. Please use the documents sent or the corresponding options in the CGM Investor Portal.

### **Can I exercise my shareholder rights at the Annual General Meeting if I have sold my shares but have already received an invitation?**

Only those shareholders who are entered in the share register at the time of the Annual General Meeting are entitled to exercise their shareholder rights at the Annual General Meeting. If the shares are sold beforehand, the seller may no longer be entered in the share register at the time of the Annual General Meeting and may therefore no longer be entitled to participate. In this case, the confirmation of registration already issued will be forfeited. Please note that for processing reasons, a so-called transfer stop will apply from May 11, 2023 to the day of the Annual General Meeting on May 17, 2023 (inclusive), i.e. no entries will be made in the share register. The relevant effective date for processing is therefore May 10, 2023, midnight (CEST).

### **How can shareholders ask questions at the Annual General Meeting 2023?**

It is planned that shareholders will be able to exercise their right to ask questions at the Annual General Meeting exclusively by means of video communication. Shareholders connected electronically to the meeting can therefore register to speak via the CGM-Investor-Portal from the start of the Annual General Meeting and questions by video communication as part of their speech.

### **Will the names of those shareholders who speak at the meeting be mentioned at the Annual General Meeting?**

The names of those shareholders who have asked to speak at the meeting and have registered to speak will be mentioned at the meeting. It is not possible to dispense with the mention of names. Information on data privacy can be found on the Company's website.

### **What are the technical requirements for using the Investor Portal?**

You can use the CGM-Investor-Portal with internet-capable devices (PC, laptop, tablet or smartphone). The most common browsers are supported. If you wish to register a speech at the Annual General Meeting via the CGM-Investor-Portal, please ensure that the device you are using has a camera and microphone that can be accessed from the browser. Without a functioning video and audio transmission, the chairman of the meeting may refuse to allow you to speak.

### **What is the dividend for the financial year 2022?**

The General Partner and the Supervisory Board will propose a dividend of EUR 0.50 per no-par value share entitled to dividend for the financial year 2022 to the Annual General Meeting for resolution.

**When will the dividend for the financial year 2022 be paid?**

If the Annual General Meeting on May 17, 2023 resolves the proposed dividend, the entitlement to the dividend for the financial year 2022 is due on the third business day following the Annual General Meeting in accordance with Art. 58 par. 4 sentence 2 AktG. Due to the public holiday on the day following the Annual General Meeting in the German state where the Company is registered, payment is therefore scheduled for May 23, 2023.

**Does my dividend entitlement depend on whether I attend or vote at the Annual General Meeting?**

No. Dividend entitlement is independent of your attendance and vote at the Annual General Meeting.

**On what date do CompuGroup Medical shares have to be held in order to be eligible for dividends?**

Shares are entitled to dividends if they are held in your share deposit account on May 17, 2023, i.e. the date of the Annual General Meeting at which the dividend proposal is resolved.

**When will the shares be traded ex-dividend?**

Provided that the Annual General Meeting on May 17, 2023 resolves on the payment of a dividend, the CompuGroup Medical share will be listed ex dividend as of May 18, 2023.

**How do I receive the dividend payment?**

Your bank will credit the dividend to your account on the payment date. You do not have to do anything yourself.