



# CompuGroup Medical AG

Financial Report

1 January - 30 September 2015

Synchronizing Healthcare



**CompuGroup**  
Medical

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# Key Events and Figures

- + Revised assumptions for the Gematik pilot project as well as certain hospital projects impact revenue and EBITDA with EUR 8 million in the third quarter 2015
- + The Gematik project is investment in nature but reported as expense
- + Nation-wide roll-out of the Telematics Infrastructure in Germany expected to begin in the middle of 2016
- + Reported revenue of EUR 125.7 million, unchanged from the third quarter 2014
- + Reported operating profit (EBITDA) of EUR 20.8 million, down from EUR 23.2 million last year
- + Continued positive development in the US business with year-on-year growth in local currency
- + 2015 guidance adjusted to reflect the changed assumptions for the Gematik pilot project
  - + Revenue EUR 541- 546 million
  - + EBITDA EUR 110-115 million
- + Underlying business expected to achieve a 3 percentage points margin increase in 2015 relative to 2014, in line with the goals of the cost improvement initiatives made last year

EUR '000	01.07.-30.09. 2015	01.07.-30.09. 2014	Change	01.01.-30.09. 2015	01.01.-30.09. 2014	Change
Revenue	125,736	125,834	0%	396,218	374,245	6%
EBITDA	20,829	23,197	-10%	79,016	68,450	15%
<i>margin</i>	17%	18%		20%	18%	
EBITA	18,878	21,328		73,318	62,630	
<i>margin</i>	15%	17%		19%	17%	
EPS (EUR)	0,10	0,21		0,60	0,43	
Cash net income (EUR)*	12,991	17,966		53,712	43,513	
Cash net income per share (EUR)	0.26	0.36	-28%	1.08	0.88	23%
Cash flow from operating activities	14,594	6,051		57,177	48,147	
Cash flow from investing activities	-11,973	-16,133		-45,742	-57,003	
of which equity acquisitions	-3,558	-7,450		-26,947	-34,024	
Number of shares outstanding ('000)	49,724	49,724		49,724	49,724	
Net debt	341,953	328,586		341,953	328,586	

\* Cash net income: net income before minority interests plus amortization of intangible assets except amortization on in-house capitalized software.

# Management report

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## THE CGM GROUP

CompuGroup Medical AG Group (CGM) develops and sells efficiency- and quality-enhancing software as well as information technology services exclusively for the healthcare sector. The company plays a leading role in the development of global e-health solutions and enjoys market leadership in Germany as well as in other key European countries. CGM's software products and related services are designed to support all medical and organizational activities in doctors' offices, medical laboratories, pharmacies, hospitals and other provider organizations. Its information services for health insurance companies and pharmaceutical producers contribute towards safer and more efficient healthcare. The company's services are based on a unique customer base of doctors, dentists, hospitals and pharmacies, as well as other service providers in healthcare.

CGM is currently represented with offices and employees in 19 countries. According to internal figures, CGM has software maintenance contracts in the HPS I segment (AIS and PCS) corresponding to approximately 250,000 healthcare professionals (doctors, dentists and pharmacists). Total reach across all segments is estimated at approximately 400,000 healthcare professionals.

The Group had an average of 3,993 full-time equivalent employees during the third quarter of 2015 (previous year: 3,980).

## COURSE OF BUSINESS

The following sections describe the main operational developments during the third quarter of 2015.

### Revised assumptions for the Gematik pilot project

The contract for the Gematik pilot project was awarded in November 2013 and CGM has worked to develop and certify the necessary components and to test the Telematics Infrastructure and Electronic Health Card (eGK) with 500 providers (doctors, dentists and hospitals) in the North-West region of Germany.

Following changes in technical specifications during the project, the recent finalization of security profiles (by the Federal Office for Information Security), significantly increased demands for testing and certification procedures as well as interdependencies with other on-going projects in the same area (e.g. 5 contracts for a new generation of chip cards), the timeline for CGM's project has been extended and the project will also incur significantly higher costs than originally planned.

These changes necessitate the reversal of previously recognized revenue (EUR -1.5 million booked in the third quarter 2015 vs. EUR +2.7 million in the third quarter 2014) and the booking of total current and expected future losses in the project in the EBITDA amount of EUR -7.8 million for the first nine months of 2015 (previous year: EUR +2.3 million), of which EUR -6.5 million was done in the third quarter (previous year: EUR +0.5 million).

Despite the significant increase in implementation time and costs, the project is a success story for CGM, given the preconditions, with all deliverables to date completed according to agreed quantity, quality and timeline. CGM sees this project as a sound investment in future growth opportunities for the Group. The project and CGM's investments bring unique capabilities to CGM with a complete suite of end-to-end components, hardware and software, fully certified to relevant standards and ready in time for the planned start of the nation-wide roll-out of the Telematics Infrastructure in the middle of 2016. CGM will have a head start to other participants in the future market for IT infrastructure products and services for healthcare all over Germany, and will enjoy this leadership position with most investments already made and with technology challenges already mastered.

### The proposed German eHealth law and planned national roll-out of the Telematics Infrastructure

Parallel to the on-going Gematik pilot project, the German federal Ministry of Health (BMG) has prepared a bill – "The eHealth Law" (Gesetzes für sichere digitale Kommunikation und Anwendungen im Gesundheitswesen), where the mandatory national rollout and use of the Telematics Infrastructure and electronic health card is written into German law. On July 3rd, the bill was officially proposed by the German government to the Bundestag (Parliament). In the Bundestag, the bill has been transferred to the health committee (Gesundheitsausschuss) where a last public hearing was held on November 4th. The bill is scheduled to be voted in the Bundestag on December 2nd and in the current draft, it is written that the law will come into effect January 1st 2016.

In its present form, the law contains clear deadlines and financial incentives/penalties to ensure the timely roll-out of the Telematics Infrastructure to an estimated 250,000 participants in healthcare all over Germany in the 2016-2018 timeframe. With a potential full rollout (est. start in the middle of 2016) CGM has the opportunity to sell new eGK-compliant online access products, in particular to all existing ~64,000 customer locations in Germany. Even more important; the Telematics Infrastructure fits perfectly with CGM's strategy to provide more products and services to its customers, such as eServices, ePrescriptions, eLabOrder, physician networks, online clinical pathways, hosting services etc.

### Revised assumptions for certain hospital projects

In the hospital information systems segment, the Polish market has to date contributed with high growth rates, driven in part by a larger CGM participation in the on-going national e-health project there. In 2014 and in 2015, the National Centre for Health Information Systems (CSIOZ), a Polish Ministry of Health entity that is involved in the development of an e-health environment for the country, awarded contracts to Hewlett Packard (HP) and to CGM to develop and implement a digital portal for collecting, analyzing and sharing digital health records across Poland. Additional costs and delays in these projects have resulted in certain revenue adjustments and the booking of cost provisions in the third quarter.

In Switzerland, significant resources continue to be allocated to delivery projects for early adopters of the new software generation "G3" from CGM. The most recent assessment of these projects has resulted in certain revenue adjustments and the booking of cost provisions in the third quarter. CGM expects this investment phase of G3 deployment to be completed by the end of 2015 and that the business in Switzerland will return to profitability thereafter.

The combined effects of these project re-assessments are revenue adjustments of EUR -3.5 million in the third quarter of 2015 and the corresponding booking of EUR -1.5 million of extra cost provisions for expected future losses.

### Developments in the United States

In the United States, the revenue side of the business has reached a turning point following the transition to a more subscription based business model and the ending of some legacy product lines during 2014. In local currency, revenue increased sequentially from USD 11.1 million in the second quarter 2015 to USD 11.3 million in the third quarter and was in local currency up 3 percent year-on-year. Due to the significant strengthening of the US dollar, reported revenue in the US grew 25 percent from EUR 8.1 million in the third quarter 2014 to EUR 10.2 million in the same period this year.

## RESULTS OF GROUP OPERATIONS

Unless stated otherwise, all figures in the management report refer to the third quarter of 2015 and 2014 respectively, i. e. the three month period 01.07. – 30.09.(Q3).

### Revenue

Revenue in the third quarter of 2015 was EUR 125.7 million which is unchanged compared to the same period last year. Acquisitions give a 3 percent contribution to growth and organic contraction was -3 percent (-5 percent at constant exchange rates) due to the aforementioned one-off adjustments made to the German Telematics Infrastructure pilot project as well as certain hospital projects.

In the HPS I segment, third quarter revenue was EUR 96.8 million compared to EUR 92.5 million in 2014. This corresponds to 5 percent growth. Acquisitions contribute EUR 5.7 million to revenue and organic contraction was -1 percent (-3 percent at constant exchange rates). Third quarter revenue in Ambulatory Information Systems (AIS) was EUR 75.1 million compared to EUR 71.2 million in 2014. This corresponds to 6 percent growth which corresponds to a flat organic development (-2 percent at constant exchange rates). Outside the Gematik pilot project, the AIS business had 4 percent organic growth (3 percent at constant exchange rates). Third quarter revenue in Pharmacy Information Systems (PCS) was EUR 21.7 million compared to EUR 21.3 million in 2014. This represents 2 percent growth of which all comes from acquisitions. The lower organic revenue development in pharmacy software comes from lower hardware sales in 2015 compared to last year. This is mostly driven by higher hardware and 3rd party software sales last year resulting from the announcement from Microsoft to cease support for Windows XP and Microsoft Office 2003 in 2014.

### HPS I revenue development (including acquisitions and exchange rate effects):

EUR m	01.07.-30.09. 2015	01.07.-30.09. 2014	Change	01.01.-30.09. 2015	01.01.-30.09. 2014	Change
Ambulatory Information Systems	75.1	71.2	6%	234.0	217.2	8%
Pharmacy Information Systems	21.7	21.3	2%	66.5	58.1	15%
<b>SUM</b>	<b>96.8</b>	<b>92.5</b>	<b>5%</b>	<b>300.5</b>	<b>275.3</b>	<b>9%</b>

In the HPS II segment, the year-on-year revenue contraction in Hospital Information Systems (HIS) was -26 percent going from the third quarter 2014 to 2015. Adjusted for the revenue related to the REWE/DMS product areas, which were sold in 2014, the organic contraction was -19 percent. The weak revenue development is due to one-off project adjustments made in the third quarter only and the full year outlook for the hospital business remains unchanged.

**HPS II revenue development (including acquisitions and exchange rate effects):**

EUR m	01.07.-30.09. 2015	01.07.-30.09. 2014	Change	01.01.-30.09. 2015	01.01.-30.09. 2014	Change
Hospital Information Systems	14.4	19.5	-26%	51.3	56.1	-9%
<b>SUM</b>	<b>14.4</b>	<b>19.5</b>	<b>-26%</b>	<b>51.3</b>	<b>56.1</b>	<b>-9%</b>

In the HCS segment, revenue was EUR 14.6 million in the third quarter 2015 which is 5 percent higher than the same period last year.

**HCS revenue development (including acquisitions and exchange rate effects):**

EUR m	01.07.-30.09. 2015	01.07.-30.09. 2014	Change	01.01.-30.09. 2015	01.01.-30.09. 2014	Change
Communication & Data	4.4	4.5	-2%	14.7	14.1	4%
Workflow & Decision Support	7.3	5.9	25%	19.2	18.8	2%
Internet Service Provider	2.8	3.5	-18%	10.4	9.9	5%
<b>SUM</b>	<b>14.5</b>	<b>13.9</b>	<b>5%</b>	<b>44.3</b>	<b>42.8</b>	<b>4%</b>

Changes to currency exchange rates increased Group revenue by EUR 1.4 million going from the third quarter of 2014 to the third quarter of 2015.

**Profit**

In terms of operating profit consolidated EBITDA amounted to EUR 20.8 million compared to EUR 23.2 million in the third quarter of 2014. The corresponding operating margin was 17 percent compared to 18 percent in 2014. The main developments in operating expenses were:

- + Expenses for goods and services decreased EUR 4.9 million year-on-year with a gross margin of 83 percent, which is 4 percent higher than in the third quarter last year. This change is mainly driven by external research and development expenses related to the Telematics Infrastructure and Electronic Health Card (eGK) pilot project in Germany.
- + Personnel expenses are up 6 percent from last year at EUR 62.4 million (third quarter 2014: 58.8 million).
- + Other expenses are EUR 3.8 million higher than last year at EUR 25.7 million (third quarter 2014: 21.9 million). This change is mostly related to provisions for expected future losses in the Gematik project as well as certain hospital projects.

Depreciation of tangible fixed assets in the third quarter is mostly unchanged from last year at EUR 1.9 million. Amortization of intangible fixed assets is also unchanged at EUR 8.2 million. This is primarily driven by the amortization of intangible assets related to companies acquired during the last 12 months as well as adjustments to the useful life of intangible assets and changes in foreign exchange rates.

Financial income decreased from EUR 10.4 million in the third quarter 2014 to EUR 2.0 million this year due largely to changes in currency exchange rates which lead to non-cash translation gains and losses on Group internal debt.

The financial expense decreased from EUR -9.0 million in the third quarter of 2014 to EUR -6.6 million this year and is composed of the following items:

EUR thousand	01.07.-30.09. 2015	01.07.-30.09. 2014	01.01.-30.09. 2015	01.01.-30.09. 2014
Interest and expenses on loans and financial services	4.2	8.5	11.8	18.0
Changes in purchase price liabilities	-0.1	0.4	0.3	0.1
Translation loss on non-Euro internal dept	2.8	0.5	3.4	1.4
Calculated interest on assets and construction (IAS 23)	-0.3	-0.4	-0.9	-0.9
<b>SUM</b>	<b>6.6</b>	<b>9.0</b>	<b>14.6</b>	<b>18.6</b>

After tax earnings came in at EUR 4.9 million in the third quarter of 2015, down from EUR 10.7 million in the third quarter of 2014. The tax rate was 18 percent in the third quarter this year compared to 27 percent in the third quarter of 2014. The different tax rates are mostly due to non-cash changes in deferred tax assets and liabilities, losses in tax free areas as well as changes in non-tax relevant currency conversion.

Cash net income decreased from EUR 18.0 million in the third quarter 2014 to EUR 13.0 million in the third quarter 2015, corresponding to a Cash net income per share of 26 Cent (Q2/2014: 36 Cent).

### Cash flow

Cash flow from operating activities during the third quarter of 2015 was EUR 14.6 million compared to EUR 6.0 million in the same period 2014. The changes compared to 2014 mainly come from the following positions:

- + Adjusted for non-cash earnings/expenditures and cash taxes, the gross cash flow from operations before change in working capital increased from EUR 10.6 million in the third quarter of 2014 to EUR 18.3 million in the third quarter this year.
- + Change in working capital gave a decrease in operating cash flow of EUR -3.8 million compared to EUR -4.6 million in the third quarter 2014. There was a significant positive cash flow contribution during the third quarter this year from a reduction in trade receivables, which essentially is a normalization of a special situation in the receivables area in the prior quarter resulting from delayed invoicing and cash collection in some business units who were in a migration phase to the new group wide ERP solution during the first six months of 2015.

Cash flow from investment activities during the third quarter of 2015 amounted to EUR -12.0 million compared to EUR -16.1 million in the same period last year. During the third quarter of 2015, CGM's capital expenditure consisted of the following:

EUR m	01.07.-30.09. 2015	01.07.-30.09. 2014
Company acquisitions	-3.6	-8.5
Purchase of minority interest and past acquisitions	-1.1	0.0
Disposal of subsidiaries	0.0	0.0
Capitalized in-house services and other intangible assets	-2.9	-6.0
Capital expenditure in joint ventures	-2.5	0.0
Office building and property	-0.1	-0.7
Other property and equipment	-1.8	-0.9
<b>SUM</b>	<b>-12.0</b>	<b>-16.1</b>

Cash flow from financing amounted to EUR 2.7 million in the third quarter 2015 (previous year: EUR 24.8 million) and relates to the net cash inflow from assumption and repayment of loans.

### Statement of financial position

Since the statement of financial position from 31 December 2014, total assets increased by EUR 41.3 million to EUR 778.0 million as at 30 September 2015. The largest change to individual asset classes is a EUR 26.4 million increase in intangible assets resulting from company acquisitions during the last nine months. For all other assets there are only minor changes during 2015.

Group equity was EUR 188.7 million as at 30 September 2015, up from EUR 177.8 million as at 31 December 2014. The increase in equity comes after consolidating EUR 30.0 million in net profit for the period from 01 January 2015 to 30 September 2015 less EUR -17.4 million in dividend payment and EUR -1.7 million from the equity effect from changes in currency exchange rates and change in interest rates (actuarial gains and losses from pensions). The equity ratio is at 24.3 percent as at 30 September 2015.

The biggest changes to liabilities are increases in long and short term debt of EUR 10.2 million and a EUR 14.2 million decrease in current non-financial liabilities mostly related to seasonal pre-payments of software maintenance contracts balanced under other liabilities.

### Research & Development

Under IAS 38, development work on internally generated software must be capitalized if certain criteria are fulfilled. This generated EUR 3.9 million additional operating profit for the Group during the third quarter of 2015 (previous year EUR 2.9 million), less amortization and write-downs of EUR 0.5 million during the same period (previous year EUR 0.6 million). Most of the capitalized software development expenses are accounted for by two projects, G3.HIS (new HIS system development) and G3.AIS (new AIS software generation). Upon completion, the software will be amortized based on its useful life.

### REPORT ON EXPECTED DEVELOPMENTS

The investments in the German Telematics Infrastructure project have increased during 2015. Due to the fact that these investments are reported as expense, CompuGroup Medical adjusts the 2015 guidance as follows (change in Gematik project assumptions for 2015: revenue minus EUR 10 million, EBITDA minus EUR 8 million):

- + Group revenue is expected to be in the range of EUR 541 million to EUR 546 million.
- + Group operating income (EBITDA) is expected to be in the range of EUR 110 million to EUR 115 million.

Due to the changes in the Gematik project, revenue in the HPS I segment is expected to be in the range of EUR 405 million to EUR 410 million (down from previous guidance EUR 415 million to EUR 421 million).

- + AIS revenue is expected to be in the range of EUR 314 million to EUR 318 million (down from previous guidance EUR 324 million to EUR 329 million, reflecting the lower expected revenue from the Gematik project).
- + PCS revenue is expected to be in the range of EUR 91 million to EUR 92 million (unchanged to previous guidance).

Revenue in the HPS II segment is expected to be approximately EUR 73 million (unchanged to previous guidance – low end of initial range).

Revenue in the HCS segment is expected to be approximately EUR 63 million in 2015 (unchanged to previous guidance – high end of initial range).

In terms of profitability, the operating margin (EBITDA margin) expected to be in the range of 21-22 percent (unchanged to previous guidance).

Depreciation of fixed assets is on Group level expected to be approximately EUR 8 million in 2015 and amortization of intangible assets is expected to be approximately EUR 34 million, of which EUR 30 million will come from amortization of purchase price allocations related to past acquisitions. The corresponding Group earnings before interest and tax (EBIT) is in 2015 expected to be in the range of EUR 68 million to EUR 73 million.

The foregoing outlook is given as at November 2015 and does not include revenue and costs associated with potential and currently undetermined further acquisitions during 2015. The outlook for 2015 represents management's best estimate of the market conditions that will exist in 2015 and how the business segments of CompuGroup Medical will perform in this environment.

The Gematik pilot project is a recent example of CGM's commitment to the German electronic health card and Telematics Infrastructure. CGM is positioned to play a leadership role both in the implementation of the new infrastructure and in the corresponding provision of new products and services in the network. With the eHealth law coming into effect in 2016, the investments made in this area are expected to transform into the largest growth opportunity in company history. Germany is the largest economy in Europe and CGM is already perfectly positioned as the clear market leader in software for ambulatory care, a position consistently build over more than 25 years.

Furthermore, as the infrastructure is seamlessly deployed, it will significantly extend the reach of already existing connectivity services from CGM. In addition, it will open a large market for new eHealth products and services where CGM can build on its position as the leading provider of information technology in German healthcare with by far the largest installed base of users. CGM is confident that this development will lead to similar and significant new business areas also in other European markets.

### REPORT ON OPPORTUNITIES AND RISKS

As an internationally operating company, CompuGroup Medical is subject to variety of different risks. These risks mainly include strategic and macroeconomic risks as well as operating, legal and political risks. Furthermore, the group is faced with risks resulting from its project-business, risks related to key personnel as well as financial and tax risks.

The group's technological expertise and market knowledge makes it possible to assess risk and apply appropriate measures to actively manage the risk exposure. To guarantee a responsible risk handling, CompuGroup works with standardized, group-wide integrated risk management system so that risks can be identified and analyzed at an early stage. A detailed description of the main risks and the specific structure of the risk management system can be found in the CompuGroup Medical AG annual report of 2014. It can be downloaded free of charge from the company's homepage at [www.cgm.com](http://www.cgm.com).

With the exception of the explanatory notes about CGM's current business activities under "Financial and Operational Review", we see no changes compared to the risk and opportunities described in the group management report for the financial year 2014. Risks that may impact the company as a going concern were not evident during the first nine months of 2015, neither in form of individual risks nor from the total risk position for CompuGroup Medical as a whole.

# Interim Statement of Financial Position

as at 30 September 2015

## ASSETS

	30.09.2015 EUR '000	30.09.2014 EUR '000	31.12.2014 EUR '000
<b>Non-current assets</b>			
Intangible assets	543,938	519,215	517,541
Tangible assets	61,113	62,559	62,054
Financial assets			
Interests in affiliates (valued as equity)	3,493	696	854
Other Investments	29	161	140
Trade receivables	8,333	8,901	8,332
Other financial assets	2,982	4,141	2,789
Derivative financial instruments	0	6,056	0
Deferred taxes	2,597	1,962	2,442
	<b>622,484</b>	<b>603,691</b>	<b>594,152</b>
<b>Current assets</b>			
Inventories	6,660	8,759	5,877
Trade receivables	97,391	92,446	96,760
Other financial assets	4,305	2,486	3,635
Other non-financial assets	13,824	11,176	9,496
Income tax claims	8,467	4,959	5,133
Securities (recognized as profit of loss as fair value)	168	100	95
Cash and cash equivalents	24,662	26,165	21,465
	<b>155,478</b>	<b>146,092</b>	<b>142,461</b>
	<b>777,962</b>	<b>749,783</b>	<b>736,613</b>

## SHAREHOLDER EQUITY AND LIABILITIES

	30.09.2015 EUR '000	30.09.2014 EUR '000	31.12.2014 EUR '000
<b>Shareholder Equity</b>			
Subscribed capital	53,219	53,219	53,219
Treasury shares	-20,292	-20,292	-20,292
Reserves	155,279	164,999	144,922
Capital and reserves allocated to the shareholder of the parent company	188,206	197,926	177,849
Minority interests	507	-4,475	-41
	<b>188,713</b>	<b>193,451</b>	<b>177,808</b>
<b>Long-term liabilities</b>			
Pension provision	16,050	13,128	17,428
Liabilities to banks	336,220	329,810	336,437
Purchase price liabilities	4,243	4,119	3,539
Other financial liabilities	7,020	9,818	7,600
Other non-financial liabilities	2,868	2,688	3,898
Derivative financial instruments	0	5,720	0
Deferred taxes	55,699	47,527	49,212
	<b>422,101</b>	<b>412,809</b>	<b>418,114</b>
<b>Current liabilities</b>			
Liabilities to banks	30,395	24,942	19,943
Trade payables	22,522	21,661	25,439
Income tax liabilities	15,124	4,969	10,449
Provisions	34,935	27,527	30,834
Purchase price liabilities	8,732	8,163	8,987
Derivative financial instruments	1,246	0	4,763
Other financial liabilities	9,756	7,586	10,072
Other non-financial liabilities	44,438	48,674	30,204
	<b>167,148</b>	<b>143,522</b>	<b>140,691</b>
	<b>777,962</b>	<b>749,783</b>	<b>736,613</b>

# Interim Income Statement

for the reporting period of 1 January - 30 September 2015

EUR '000	01.07.-30.09. 2015	01.07.-30.09. 2014	01.01.-30.09. 2015	01.01.-30.09. 2014	01.01.-31.12. 2014
<b>Continuing operations</b>					
Sales revenue	125,736	125,834	396,218	374,245	515,104
Capitalized in-house services	3,872	2,873	8,731	7,317	9,202
Other Income	478	1,390	1,930	2,507	12,721
Expenses for goods and services purchased	-21,208	-26,156	-74,031	-71,119	-99,232
Personnel costs	-62,390	-58,802	-188,208	-182,209	-247,811
Other expense	-25,659	-21,942	-65,624	-62,290	-93,304
Earnings before interest, taxes depr, and amortization (EBITDA)	20,829	23,196	79,016	68,450	96,680
Depreciation of property, plants and tangible assets	-1,951	-1,868	-5,698	-5,820	-7,809
Earnings before interest, taxes and amortization (EBITA)	18,878	21,328	73,318	62,630	88,871
Amortization of intangible assets	-8,243	-8,188	-25,407	-24,211	-34,972
Earnings before interest and taxes (EBIT)	10,635	13,140	47,911	38,419	53,899
Results from associates recognised at equity	42	56	55	652	19
Financial income	1,980	10,383	12,925	10,572	12,981
Financial expense	-6,651	-9,037	-14,619	-18,643	-22,444
Earnings before taxes (EBT)	6,006	14,541	46,271	30,999	44,455
Income taxes for the period	-1,080	-3,882	-16,298	-9,321	-20,339
Consolidated net income for the period from continuing operations	4,926	10,660	29,973	21,538	24,116
<b>Discontinued operations</b>					
Profit for the period from discontinued operations	0	0	0	-141	-20
Consolidated net income for the period	4,926	10,660	29,973	21,538	24,096
of which: allocated to parent company	4,988	10,853	29,955	22,196	26,337
of which: allocated to minority interests	-62	-192	18	-658	-2,241
<b>Earnings per share</b>					
undiluted (EUR)	0.10	0.21	0.60	0.43	0.53
diluted (EUR)	0.10	0.21	0.60	0.43	0.53
<b>Additional information:</b>					
Cash net income (EUR)	12,991	17,966	53,712	43,513	55,795
Cash net income per share (EUR)	0.26	0.36	1.08	0.88	1.12

\* Definition Cash Net Income: net income before minority interests plus amortization on intangible assets except amortization on in-house capitalized software.

# Interim Statement of Comprehensive Income

for the reporting period of 1 January - 30 September 2015

EUR '000	01.07.-30.09. 2015	01.07.-30.09. 2014	01.01.-30.09. 2015	01.01.-30.09. 2014	01.01.-31.12. 2014
Consolidated net income for the period	4,926	10,660	29,973	22,196	24,096
Other results					
Items that will not be reclassified to profit or loss at a future point in time					
Actuarial gains and losses on defined benefit plans	2,386	-3	2,216	85	-3,969
Deferred taxes on Actuarial gains and losses on defined benefit plans	-594	1	-549	-24	1,082
Items that will be reclassified to profit or loss at a future point in time when specific conditions are met					
Cash flow hedges					
of which: in equity	0	-1,303	0	0	-1,176
of which: income	0	4,108	0	4,108	9,028
Deferred taxes on cash flow hedges	0	1,740	0	1,349	-2,356
Currency conversion differences	-2,120	-1,458	-3,325	-854	-11,447
Total comprehensive income for the period	4,599	13,745	28,315	26,861	15,258
of which: allocated to parent company	4,661	13,937	28,297	27,519	17,499
of which: allocated to minority interests	-62	-192	18	-658	-2,241

# Interim Cash Flow Statement

as at 30 September 2015

EUR '000	01.07. - 30.09. 2015	01.07. - 30.09. 2014	01.01. - 30.09. 2015	01.01. - 30.09. 2014	01.01.-31.12. 2014
Group net income	4,926	10,801	29,973	21,679	24,096
Amortization of intangible assets, plant and equipment	10,138	10,057	31,103	30,032	42,781
Earnings on sale of fixed assets	-42	-90	-120	-96	-8,500
Change in provisions (including income tax liabilities)	435	-4,992	2,943	-5,436	-1,661
Change in deferred taxes	5,071	-2,042	6,496	-923	-2,141
Other non-cash earnings/expenditure	-2,174	-3,086	-13,079	-1,717	-6,765
	18,354	10,648	57,316	43,539	47,810
Change in inventories	-535	-817	-723	-3,005	-685
Change in trade receivables	18,398	1,197	999	-7,757	-7,054
Change in income tax receivables	-3,288	-511	-2,855	3,955	2,121
Change in other receivables	31	-1,184	-4,924	-3,643	-2,379
Change in trade accounts payable	2,263	480	-3,404	-4,438	-3,070
Change in other liabilities	-20,629	-3,761	10,769	19,496	-4,803
<b>Cash flow from operating activities</b>	<b>14,594</b>	<b>6,051</b>	<b>57,177</b>	<b>48,147</b>	<b>31,940</b>
Cash flow on disposals of intangible assets	1	11	14	41	132
Cash outflow for capital expenditure in intangible assets	-2,908	-6,051	-11,431	-15,341	-16,844
Cash inflow on disposals of sales of property, plant and equipment	264	39	568	215	523
Cash outflow for capital expenditure in property, plant and equipment	-2,177	-1,582	-4,351	-6,517	-8,081
Cash flow for the acquisition of subsidiaries	-3,558	-7,450	-26,947	-34,024	-40,649
Cash outflow for the acquisition of subsidiaries from prior periods	-1,088	0	-1,088	-673	-1,352
Cash inflow from disposal of subsidiaries	0	-1,100	0	-704	9,000
Cash outflow for capital expenditure in joint ventures	-2,508	0	-2,508	0	0
<b>Cash flow from investing activities</b>	<b>-11,973</b>	<b>-16,133</b>	<b>-45,742</b>	<b>-57,003</b>	<b>-57,271</b>
Purchase of own shares	0	0	0	0	0
Dividends paid	0	0	-17,403	-17,418	-17,403
Capital contributions from non-controlling interests	0	0	0	0	0
Purchase of minority interests	0	-237	-36	-237	-280
Cash inflow from assumption of loans	18,273	327,357	58,869	392,497	343,249
Cash outflow from the repayment of loans	-15,620	-302,294	-49,717	-363,144	-302,447
<b>Cash flow from financing activities</b>	<b>2,653</b>	<b>24,825</b>	<b>-8,287</b>	<b>11,697</b>	<b>23,119</b>
Cash and cash equivalents at the beginning of the period	0	0	21,465	23,453	23,453
Change in cash and cash equivalents	5,273	14,743	3,149	2,841	-2,212
Changes in cash due to exchange rates	-163	-139	48	-128	224
<b>Cash and cash equivalents at the end of the period</b>	<b>5,110</b>	<b>14,603</b>	<b>24,662</b>	<b>26,165</b>	<b>21,465</b>
Interest paid	3,390	7,333	10,698	14,571	19,070
Interest received	142	118	357	422	732
Income tax paid	3,234	10,704	12,047	18,760	23,463
Income tax received	120	-313	357	4,140	0

# Interim Changes in Consolidated Equity

as at 30 September 2015

EUR '000	Share capital	Treasury shares	Accumulated other comprehensive income			Attributable to owners of CompuGroup Medical AG	Non-controlling interest	Total equity
			Other reserves	Other Hedges	Cashflow conversion			
Balance as at 01.01.2014	53,219	-20,292	168,792	-5,457	-7,493	188,769	-4,102	184,667
Group net income	0	0	26,337	0	0	26,337	-2,241	24,096
Other results								
Cashflow Hedges	0	0	0	1,335	0	1,335	0	1,335
Cashflow Hedges (closing)	0	0	0	4,161	0	4,161	0	4,161
Actuarial gains and losses	0	0	-2,877	0	0	-2,877	0	-2,877
Currency conversion differences	0	0	0	0	-11,447	-11,447	0	-11,447
Total result of period	0	0	23,450	5,496	-11,447	17,499	-2,241	15,258
Transactions with shareholders								
Capital contribution	0	0	0	0	0	0	0	0
Dividend distribution	0	0	-17,403	0	0	-17,403	0	-17,403
Stock options programm	0	0	0	0	0	0	0	0
Repurchase of treasury shares	0	0	0	0	0	0	0	0
Non-controlling interests from acquisitions	0	0	0	0	0	0	0	0
Additional purchase of shares from non-controlling interests after control	0	0	-11,127	0	0	-11,127	6,430	-4,697
	0	0	-28,530	0	0	-28,530	6,430	-22,100
Changes in the scope of consolidation	0	0	190	-39	-40	111	-128	-17
Balance as at 01.01.2015	53,219	-20,292	163,902	0	-18,980	177,848	-41	177,808
Group net income	0	0	29,955	0	0	29,955	18	29,973
Other results								0
Cashflow Hedges	0	0	0	0	0	0	0	0
Actuarial gains and losses	0	0	1,667	0	0	1,667	0	1,667
Currency conversion differences	0	0	0	0	-3,325	-3,325	-6	-3,331
Total result of the period	0	0	31,622	0	-3,325	28,297	11	28,308
Transactions with shareholders								
Capital contribution	0	0	0	0	0	0	0	0
Dividend distribution	0	0	-17,403	0	0	-17,403	0	-17,403
Stock options programm	0	0	0	0	0	0	0	0
Non-controlling interests from acquisitions	0	0	0	0	0	0	0	0
Additional purchase of shares from non-controlling interests after control	0	0	-229	0	0	-229	229	0
Repurchase of treasury shares	0	0	0	0	0	0	0	0
Issue of treasury shares	0	0	0	0	0	0	0	0
	0	0	-17,632	0	0	-17,632	229	-17,403
Changes in the scope of consolidation	0	0	0	0	0	0	0	0
Balance as at 30.09.2015	53,219	-20,292	177,892	0	-22,305	188,513	507	189,021

# Explanatory Notes

as at 30 September 2015

## GENERAL ACCOUNTING PRINCIPLES FOR THE INTERIM FINANCIAL REPORT

### General Accounting Principles

The accompanying condensed IFRS-Interim Financial Statements for the period ended 30 September 2015 is a Consolidated Financial Statement. Unless otherwise specified, all amounts are provided in thousands of euros (EUR thousands) or millions of euros (EUR millions). Rounding differences of +/- one unit (EUR thousands, percent, etc.) may arise as a result of calculations.

The first quarter consolidated financial statements as of 30 September 2015 have been prepared, like the Consolidated Annual Financial Statements for the year 2014, in accordance with the International Financial Reporting Standards (IFRS) as adopted by the EU. This Consolidated Interim Financial Statements prepared in accordance with IAS 34 is condensed compared with the scope applied of the Consolidated Financial Statements for the full year. Apart from the exceptions detailed hereinafter for new or revised standards, the accounting policies in the interim Financial Statements are consistent with those used in the Consolidated Financial Statements for the year ended 31 December 2014. Relevant information can be found in the Consolidated Financial Statements as of 31 December 2014. This Consolidated Interim Financial Statements and the Interim Management Report were not reviewed by any auditor.

The overview below gives information about the relevant foreign exchange rates for the condensed consolidated interim IFRS-financial statements:

1 € corresponds to	Fixed rates		Average rates January - September	
	30.09.2015	31.12.2014	2015	2014
Denmark (DKK)	7.46	7.45	7.46	7.45
Canada (CAD)	1.50	1.41	1.40	1.47
Malaysia (MYR)	4.92	4.25	4.22	4.34
Norway (NOK)	9.52	9.04	8.82	8.35
Poland (PLN)	4.24	4.27	4.16	4.18
Sweden (SEK)	9.41	9.39	9.37	9.10
Switzerland (CHF)	1.09	1.20	1.06	1.21
South Africa (ZAR)	15.50	14.04	13.70	14.40
Czech Republic (CZK)	27.19	27.74	27.36	27.54
Turkey (TRY)	3.39	2.83	2.97	2.91
USA (USD)	1.12	1.21	1.11	1.33

Unless otherwise stated, all figures refer to the first nine months of 2015 and 2014 respectively. The business development showed no signs of significant cyclical fluctuations. The business volume normally tends to be higher in the second half of the year and in particular in the fourth quarter of the financial year (1 October – 31 December).

When preparing the Consolidated Interim Financial Statements management makes estimates and assumptions in the process of applying the accounting policies that may influence the amounts of assets, liabilities and contingent liabilities as well as expense and income. Although these assumptions and estimates were made to the best knowledge of the Management Board, actual results may differ from these estimates.

The main assumptions being used for preparing the Consolidated Interim Financial Statements are identical to those used for the preparation of the Consolidated Financial Statements as at year end 31 December 2014. In addition, assumptions have been made in the determination of the personnel expenses and provisions for post-employment benefits.

### Standards, interpretations and changes to published standards to be applied in 2014

CompuGroup Medical has applied all accounting pronouncements adopted by the EU and required to be applied as from 1 January 2015. Various requirements have entered into force since 1 January 2015, as part of the annual improvements to IFRS 2013. These included amendments to IFRS 1, IFRS 3, IFRS 13, and IAS 40 and did not materially affect the net assets, financial position, and results of operations of the CompuGroup Medical. IFRIC 21 has also been applicable since 1 January 2015. IFRIC 21 governs the accounting for levies imposed by governments that are not covered by "IAS 12 Income Taxes." In particular, the interpretation clarifies the circumstances in which a liability for a levy is to be recognized in the financial statements. This interpretation did not have any material effects on the net assets, financial position, and results of operations of the CompuGroup Medical.

In all other respects, the same accounting policies and consolidation principles were generally applied to the preparation of consolidated interim financial statements and the presentation of the prior-year comparative figures as to the consolidated financial statements for 2014. A detailed description of these accounting policies is given in the notes to the 2014 consolidated financial statements.

### Amendments, standards and interpretation published by the IASB but not yet adopted into European legislation

The IASB and the IFRIC have adopted several additional standards and interpretations in 2015 and the previous years which were not yet compulsorily applicable in the financial year 2015 beginning on the 1 January. The application of these IFRS and IFRIC is depended on the adoption by the EU ("endorsement").

Standard	Content	Applicable from
IFRS 9	Financial Instruments	1 January 2014
IFRS 14	Regulatory Deferral Accounts	1 January 2014
IFRS 15	Revenue from Contracts with Customers	1 January 2014
Amendments to IFRS 10, IFRS 12 and IAS 28, Investment Entities	Applying the Consolidation Exception	1 January 2014
Amendments to IAS 1 (Presentation of Financial Statements)	The changes comprise clarifications relating to the materiality of the items presented in the balance sheet, the statement of comprehensive income, the cash flow statement, the statement of changes in equity and the disclosures in the notes.	1 January 2014
Annual Improvements to IFRS (2012-2014 Cycle)	The annual improvement process refers to the following standards: IFRS 5, IFRS 7, IAS 19, IAS 34	1 January 2014
IFRS 10 and IAS 28, amendment	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	1 January 2014
IAS 27, amendment	Equity method in Separate Financial Statements	1 January 2014
IAS 16 and IAS 41, amendment	Agriculture: Bearer Plants	1 January 2014
IAS 16 and IAS 38, amendment	Clarification of Acceptable Methods of Depreciation and Amortization	1 January 2014
IFRS 11, amendment	Accounting for Acquisitions of Interests in Joint Operations	1 January 2014

The possibility of an early application for particular standards is given. CompuGroup Medical does not make use of the possibility of an early application of these standards. Currently CompuGroup Medical evaluates the consequences which will arise from the first time adoption of these standards. However it is expected that IFRS 15 will have significant changes to the (interim-) consolidated financial statements due to the first time application. From the first time application of the other standards it is expected that there will be no significant changes to the (interim-) consolidated financial statements of CompuGroup Medical.

### Selected explanatory notes

#### Consolidation group

The Consolidated Interim Financial Statements as of 30 September 2015 include the Financial Statements of CompuGroup Medical AG and all companies controlled by CompuGroup Medical AG (subsidiaries) as of 30 September 2015. Consolidation begins from the date control is obtained and ends when control ceases to exist. Consolidated companies include those companies included in Financial Statements as of year-end 2014 and the newly acquired, disposed or founded subsidiaries as described in section "Company acquisitions, disposals and foundations" in the selected explanatory notes below.

#### Changes in the business and the economic circumstances

In comparison to financial year 2014 there have been no significant changes to the business and the economic circumstances CompuGroup Medical AG is exposed to with the exception of the factors described in the Interim Management Report.

## Explanatory Notes Continued

### Company acquisitions, disposals and foundations

EUR '000	Total 2015	Medical EDI Services (PTY) LTD	Medicitalia	Compufit BVBA	Stock Gruppe	Other acquisitions
Purchase date		07.01.2015	05.08.2015	23.03.2015	01.05.2015	-
Voting rights acquired in %		100%	100%	100%	100%	-
Acquired assets and liabilities assumed recognized at acquisition date						
<b>Non-current assets</b>	<b>24,454</b>	<b>11,331</b>	<b>2,183</b>	<b>4,449</b>	<b>4,493</b>	<b>1,998</b>
Software	4,764	2,624	222	729	882	307
Customer relationships	17,306	8,328	1,832	3,084	2,549	1,513
Brands	684	156	92	98	188	150
Order backlog	814	0	0	0	814	0
Property and buildings	242	0	0	242	0	0
Other fixed assets and office equipment	570	182	9	291	60	28
Other non-current financial assets	74	41	28	5	0	0
Other non-current non-financial assets	0	0	0	0	0	0
Deferred tax assets	0	0	0	0	0	0
<b>Current assets</b>	<b>3,370</b>	<b>610</b>	<b>273</b>	<b>1,144</b>	<b>847</b>	<b>496</b>
Inventories	51	0	0	1		50
Trade receivables	1,445	453	148	591	87	166
Other current financial assets	39	10	0	0	2	27
Other current non-financial assets	113	28	2	50	14	19
Other assets	122	0	104	0	0	18
Cash and cash equivalents	1,600	119	19	502	744	216
<b>Non-current liabilities</b>	<b>6,936</b>	<b>3,147</b>	<b>674</b>	<b>1,354</b>	<b>1,331</b>	<b>430</b>
Pensions	77	0	0	0	0	77
Liabilities to banks	25	0	0	25	0	0
Other provisions	2	0	0	0	0	2
Other financial liabilities	38	38	0	0	0	0
Other non-financial liabilities	0	0	0	0	0	0
Other liabilities	0	0	0	0	0	0
Deferred tax	6,794	3,109	674	1,329	1,331	351
<b>Current liabilities</b>	<b>3,072</b>	<b>321</b>	<b>103</b>	<b>1,508</b>	<b>760</b>	<b>380</b>
Trade payables	346	76	4	44	94	128
Contingent liabilities	0	0	0	0	0	0
Liabilities to banks	76	0	0	16	60	0
Other provisions	299	0	0	132	86	81
Other liabilities	195	0	87	30	41	37
Other financial liabilities	123	40	2	45	20	16
Other non-financial liabilities	2,033	205	10	1,241	459	118
<b>Net assets acquired</b>	<b>17,816</b>	<b>8,473</b>	<b>1,679</b>	<b>2,731</b>	<b>3,249</b>	<b>1,684</b>
Purchase price paid in cash	27,511	12,031	2,205	5,000	4,950	3,325
Liabilities assumed	2,686	0	1,390	0	683	613
of which contingent consideration	969	0	445	0	0	524
Issued equity instruments	0	0	0	0	0	0
<b>Total consideration transferred</b>	<b>30,197</b>	<b>12,031</b>	<b>3,595</b>	<b>5,000</b>	<b>5,633</b>	<b>3,938</b>
Non-controlling interests	0	0	0	0	0	0
<b>Goodwill</b>	<b>12,380</b>	<b>3,558</b>	<b>1,916</b>	<b>2,269</b>	<b>2,384</b>	<b>2,253</b>
Acquired cash and cash equivalents	1,600	119	19	502	744	216
Purchase price paid in cash	27,511	12,031	2,205	5,000	4,950	3,325
Prepayments on acquisitions	0	0	0	0	0	0
Fair value of equity interest in the acquiree held by acquirer immediately before the acquisition date	29	0	0	0	0	29
Payments for acquisitions after date of acquisition	2,124	0	0	0	483	1,641
<b>Cash outflow for acquisitions (net)</b>	<b>-28,064</b>	<b>-11,912</b>	<b>-2,186</b>	<b>-4,498</b>	<b>-4,689</b>	<b>-4,779</b>
<b>Effects of the acquisition on Group result</b>						
Sales revenue following date of acquisition	7,450	4,867	73	1,208	1,161	141
Result following date of acquisition	1,114	1,559	-643	121	73	4
Sales revenue in 2014 (hypothetical date of acquisition 1 January 2014)	6,319	1,708	450	569	2,780	812
Result 2014 (hypothetical date of acquisition 1 January 2014)	1,253	431	279	38	531	-26
<b>Costs attributable to the acquisition</b>	<b>263</b>	<b>82</b>	<b>51</b>	<b>40</b>	<b>52</b>	<b>38</b>

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#### **Acquisition of Medical EDI Services (PTY) LTD, South Africa**

In January 2015 CompuGroup Medical South Africa (PTY) LTD, a 100% subsidiary of CompuGroup Medical AG (CGM), acquired 100 % of the shares Medical EDI Services (PTY) LTD based in Margate, South Africa. MedEDI develops software which aids general practitioners in administration and invoicing as well as the operation of online services for insurance billing.

MedEDI employs about 70 employees at its locations in Johannesburg, Margate and Cape Town. The company has approximately 2,700 practices as customers and is a leading provider in the area of billing services. The solutions support all administrative processes in a practice's daily routine and sends patient invoices to the relevant insurances in real-time.

The total sales revenue of the Medical EDI Services was in 2014 approximately EUR 5.4 million with an EBITDA of approximately EUR 1.9 million.

The consolidation of Medical EDI Services began 7 January 2015.

From this acquisition, CGM expects to be able to significantly expand its ambulatory information business and the billing services with insurances in South Africa by offering innovative software products as well as services. Synergies are expected through the gaining of know-how and through cost efficiency opportunities.

The preliminary goodwill of EUR 3,558 thousand results from the synergies within the Group as a result of the inclusion of Medical EDI Services into CGM. It is expected that the recognized goodwill will not be deductible for tax purposes.

The preliminary fair value of the acquired intangible assets excluding goodwill amounts to EUR 11,108 thousand.

The initial consolidation of the acquisition of Medical EDI Services as at 1 January 2015 is carried out in preliminary form. The analysis of the acquired order backlog as well as the valuation of the acquired customer relationships, software and brands is not yet completed due to some not yet fully received or evaluated information.

#### **Acquisition of BS Concept Realization B.V., Netherlands**

In March 2015 CompuGroup Medical Holding Cooperatief, a 100% subsidiary of CompuGroup Medical AG (CGM), acquired 100 % of the shares of BS Concept Realization B.V. based in Hilversum, Netherlands.

With this acquisition, CompuGroup Medical enters the new upcoming market of software services for homecare. BS Concept Realization, with its software product "Zorgverband", is the Dutch market leader in communication products between healthcare professionals and patients in homecare together with their family members. Recent legislation in The Netherlands confirms the tendency towards patients staying at home for a longer period while increasing the participation of patients/clients and their families in the care at home. The Zorgverband system supports both professional and non-professional caregivers, thus providing for more efficiencies in health care.

The total sales revenue of BS Concept Realization was in 2014 approximately EUR 2.0 million with an EBITDA of approximately EUR -0.1 million.

The consolidation of BS Concept Realization began 26 March 2015.

Besides entering the new upcoming market of software services for homecare, CGM expects from this acquisition, to be able to significantly expand its reach through the existing and upcoming customer base in the Dutch Zorgverband in the Netherlands.

The preliminary goodwill of EUR 148 thousand results from the synergies within the Group as a result of the inclusion of BS Concept Realization into CGM. It is expected that the recognized goodwill will not be deductible for tax purposes.

The preliminary fair value of the acquired intangible assets excluding goodwill amounts to EUR 932 thousand.

The initial consolidation of the acquisition of BS Concept Realization B.V. as at 26 March 2015 is carried out in preliminary form. The analysis of the acquired order backlog as well as the valuation of the acquired customer relationships, software and brands is not yet completed due to some not yet fully received or evaluated information.

### **Acquisition of Compufit BVBA, Belgium**

In March 2015 CompuGroup Belgium BVBA, a 100% subsidiary of CompuGroup Medical AG (CGM), acquired 100 % of the shares of Compufit BVBA, based in Oostende, Belgium. The newly acquired company is a market leader in software for physiotherapists as well as rehabilitation clinics. With this acquisition, CGM will now serve 50% of the physiotherapists as well as 30% of the rehabilitation clinics in Belgium.

Compufit BVBA develops software solutions for physiotherapists and rehabilitation clinics in Belgium and is, with its 6,000 customers, number one in these markets in Belgium. Out of 141 Belgians hospitals, which offer rehabilitation, 44 use Compufit's software product. Additionally, it sells hardware and other products.

The consolidation of Compufit BVBA began 23 March 2015.

The total sales revenue of Compufit BVBA was in 2014 approximately EUR 2.0 million with an EBITDA of approximately EUR 0.2 million.

CGM expects by combining the strength of CGM Belgium and Compufit BVBA to raise synergies and enable a better service environment for the combined customer base.

The preliminary goodwill of EUR 2,269 thousand results from the synergies within the Group as a result of the inclusion of Compufit BVBA into CGM. It is expected that the recognized goodwill will not be deductible for tax purposes.

The preliminary fair value of the acquired intangible assets excluding goodwill amounts to EUR 3,911 thousand.

The initial consolidation of the acquisition of BS Compufit BVBA as at 23 March 2015 is carried out in preliminary form. The analysis of the acquired order backlog as well as the valuation of the acquired customer relationships, software and brands is not yet completed due to some not yet fully received or evaluated information.

### **Acquisition of the Stock Group, Germany**

End of April 2015 CompuGroup Medical Deutschland AG, a 100% subsidiary of CompuGroup Medical AG (CGM), acquired the Stock Informatik GmbH & Co. KG and the Stock Informatik Verwaltungs GmbH, both located at Fröndenberg/ Ruhr. With this acquisition CompuGroup Medical enters the market for software services in the segment occupational healthcare, preventive healthcare and occupational safety.

Stock Informatik is the market leader in software services in the segment occupational healthcare, preventive healthcare and occupational safety. The Software Suite supports companies at prevention and active precaution of the health of their employees and is in use at numerous hospitals, companies up to many big corporations. As European specialist the software solutions are also offered in Switzerland and Austria.

The consolidation of the Stock Group began at the 1 May 2015.

The total sales revenue of the Stock Group was in 2014 approximately EUR 3.0 million with an EBITDA of approximately EUR 0.9 million.

With the integration of the Stock Group into the CGM family, CGM expects to cross over from occupational healthcare, preventive healthcare and occupational safety to physicians in private practices and clinics. Together with the leading software solutions for physicians in private practices and clinics the software suites of Stock Informatik are seen as a perfect addition to CGMs extensive eHealth offers.

The preliminary goodwill of EUR 2,384 thousand results from the synergies within the Group as a result of the inclusion of the Stock Group into CGM. The recognized goodwill will not be deductible for tax purposes.

The preliminary fair value of the acquired intangible assets excluding goodwill amounts to EUR 4,433 thousand.

The initial consolidation of the acquisition of the Stock Group as at 1 May 2015 is carried out in preliminary form. The analysis of the acquired order backlog as well as the valuation of the acquired customer relationships, software and brands is not yet completed due to some not yet fully received or evaluated information.

### Acquisition of Medicialia S.r.l.

In August 2015 CompuGroup Medical Italia SpA, a 100% subsidiary of CompuGroup Medical AG (CGM), acquired Medicialia S.r.l. based in Savona, Italy. Medicialia.it is the leading online portal for eHealth in Italy.

The consolidation of Medicialia S.r.l. began 5 August 2015. The total sales revenue of the Medicialia S.r.l. was in 2014 approximately EUR 400 thousand with an EBITDA of approximately EUR 261 thousand.

CGM Group expects to provide the large community of Medicialia with services and connect them to the provider base of 50 % of the public doctors and 60 % of the pharmacies in Italy. Additionally CGM Group expects to benefit from the online portal experience for the online strategy in other countries.

The preliminary goodwill of EUR 1,916 thousand results from the synergies within the Group as a result of the inclusion of Medicialia S.r.l. into CGM. It is expected that the recognized goodwill will not be deductible for tax purposes.

The preliminary fair value of the acquired intangible assets excluding goodwill amounts to EUR 2,146 thousand.

The initial consolidation of the acquisition of Medicialia S.r.l. as at 5 August 2015 is carried out in preliminary form. The analysis of the acquired order backlog as well as the valuation of the acquired customer relationships, software and brands is not yet completed due to some not yet fully received or evaluated information.

### Farma3tec S.r.l., Mondofarma S.r.l., Italy, Labelsoft B.V., Netherlands

For the group of companies farma3tec S.r.l., Mondofarma S.r.l., Italy, acquired in 2014 and for Labelsoft B.V., Netherlands acquired in 2014 in the reporting period no adjustments arose on the preliminary fair value of the acquired intangible assets.

### Acquisitions and disposals of items of Tangible assets

In the first nine months of the financial year 2015, CompuGroup Medical AG acquired tangible assets such as office buildings and office equipment for a total amount of EUR 4.3 million.

### Related-party transactions

The related-party transactions are as follows:

EUR '000	Sale of goods		Purchase of goods		Receivables		Liabilities	
	30.09.2015	30.09.2014	30.09.2015	30.09.2014	30.09.2015	30.09.2014	30.09.2015	30.09.2014
Related Persons	71	21	22	408	5	27	0	0
Related companies	2,093	1,777	6,628	2,907	528	1,216	189	203
Associated companies	19	35	15	16	31	28	0	3
<b>SUM</b>	<b>2,183</b>	<b>1,833</b>	<b>6,666</b>	<b>3,330</b>	<b>563</b>	<b>1,270</b>	<b>189</b>	<b>207</b>

### Compliance with payment obligations and financial covenants

On the 23 September 2014 CGM entered into a new syndicated loan facility for a total sum of EUR 400 million. The syndicated loan facility consists of a "term loan facility" (also referred to in the following as "TLF") for EUR 225 million and a "multi currency revolving loan facility" (also referred to in the following as "RLF") for EUR 175 million.

The syndicated loan facility has a duration of five years. The TLF must be repaid pro rata in equal instalments of EUR 15.0 million on 31 January and 31 July in each year, commencing on 31 July 2015, with a final payment of the balance of any outstanding term facility loans to be repaid on the termination date. The RLF must be repaid at the end of each interest period and can be taken out again immediately thereafter.

The interest period can be chosen by CGM AG at its discretion. The interest rate is based upon the 3 month-EURIBOR rate for the interest period chosen plus a margin derived from the relationship between the consolidated net borrowings and the adjusted consolidated EBITDA (Leverage). The margin is 2.0 percent for the first nine months.

## Explanatory Notes Continued

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As of 30 September 2015 EUR 210 million of the TLF and EUR 115 million of the RLF were utilized. Loan origination fees totaling EUR 3.5 million were incurred related to these facilities. These fees will be charged as a financial expense over the term of the loan agreement. For this syndicated loan facility no hedge has been concluded. The grant of the loan is linked to the compliance of certain financial covenants.

The loan agreement includes joint and several guarantees for payment by a number of CGM's subsidiaries (contingent liability in case of non-payment of CompuGroup Medical AG).

In the first nine months of the financial year 2015 CompuGroup Medical is compliant with all financial covenants entered in all of its loan agreements.

### Other financial obligations and finance commitments

As at the 30 September 2015 the Group had open obligations from non-cancelable operating leases, maturing as follows:

EUR '000	30.09.2015	30.09.2014
Within 1 year	12,672	11,299
Between 2 and 5 years	24,491	22,360
Longer than 5 years	4,034	6,011
<b>SUM</b>	<b>41,197</b>	<b>39,671</b>

Payments from operating lease agreements include rent for the Group's office equipment and particularly for office buildings (without purchase option). Lease agreements are concluded for an average term of three years. The rents are fixed for three to seven years. Operating leasing relationships are recognized pro rata in the income statement.

Other financial commitments did not change significantly during the first nine months of the financial year 2015 compared to 31 December 2014.

### Financial instruments

The Group has various financial assets such as trade receivables and cash and cash equivalents, which result directly from operations. In the first nine months of the financial year 2015 the same accounting policies and valuation methods that were applied in the Financial Statements as of year-end 2014 have been applied to the company's financial instruments.

The following table presents carrying amounts and valuation of the Group's financial instruments grouped by categories according to IAS 39:

Categories of financial instruments in accordance with IAS 39	Category according to IAS 39	Book value as at 30.09.2015	IAS 39 valuation			IAS 17 valuation	
			Acquisition costs (continued)	Fair Value through profit and loss	Fair value recognized in equity	Acquisition costs continued	Fair Value as at 30.09.2015
<b>Financial assets</b>							
Cash and cash equivalents	LaR	24,662	24,662	0	0	0	24,662
Trade receivables	LaR	53,009	53,009	0	0	0	53,009
Receivables from construction contracts (PoC)	LaR	31,465	31,465	0	0	0	29,373
Other receivables	LaR	5,741	5,741	0	0	0	5,741
Finance lease receivables	-	22,795	0	0	0	22,795	24,599
Other financial assets	AfS	29	29	0	0	0	29
Securities	FVtPL	168	0	168	0	0	168
Stock Options - held for trading	FVtPL	0	0	0	0	0	0
<b>Total financial assets</b>		<b>137,870</b>	<b>114,907</b>	<b>168</b>	<b>0</b>	<b>22,795</b>	<b>137,582</b>
<b>Financial liabilities</b>							
Liabilities to banks	oL	366,615	366,615	0	0	0	364,149
Purchase price liabilities	oL	12,976	12,976	0	0	0	12,976
Purchase price liabilities	oL	22,522	22,522	0	0	0	22,522
Trade payables	oL	15,670	15,670	0	0	0	15,670
Other financial liabilities	-	1,106	0	0	0	1,106	1,175
Financial lease obligations	FVtPL	1,246	0	1,246	0	0	1,246
Interest rate swaps – Cash flow hedge							
<b>Total financial liabilities</b>		<b>420,135</b>	<b>417,783</b>	<b>1,246</b>	<b>0</b>	<b>1,106</b>	<b>417,737</b>
<b>Total per category</b>							
Assets available for sale	AfS	29	29	0	0	0	29
Loans and receivables	LaR	114,878	114,878	0	0	0	112,786
Assets at fair value through profit and loss	FVtPL	168	0	168	0	0	168
Other financial liabilities	oL	417,783	417,783	0	0	0	415,316
Liabilities at fair value through profit and loss	FVtPL	1,246	0	1,246	0	0	1,246

The fair value is not always available as a market value, which often necessitates a determination based on various measurement parameters. Depending on the availability of observable parameters and the relevance of these parameters for determining the fair value as a whole, the fair value is assigned to Level 1, 2 or 3. Assignment to these levels is effected under consideration of the following factors:

- + **Level 1 parameters:** Here, the market value of assets and liabilities is calculated based on quoted, unadjusted prices like those that arise for similar or identical assets and liabilities in active markets
- + **Level 2 parameters:** Here, the market value of assets and liabilities is calculated on the basis of parameters for which either directly or indirectly quoted prices are also available to an active market.
- + **Level 3 parameters:** Here, the market value of assets and liabilities is calculated on the basis of parameters for which there are no observable market data.

## Explanatory Notes Continued

### Fair value of financial assets and liabilities that are regularly measured at fair value according to the valuation hierarchies:

Assessed valuation hierarchies at fair value - financial instruments EUR '000	30.09.2015	Level 1	Level 2	Level 3
Financial assets at fair value through profit and loss	168	168	0	0
thereof securities	168	168	0	0
thereof stock options held for trading	0	0	0	0
Financial assets at fair value without through equity	0	0	0	0
<b>Total</b>	<b>168</b>	<b>168</b>	<b>0</b>	<b>0</b>
Liabilities at fair value through profit and loss	1,246	0	1,246	0
thereof interest rate swaps	1,246	0	1,246	0
Liabilities at fair value through equity	0	0	0	0
<b>Total</b>	<b>1,246</b>	<b>0</b>	<b>1,246</b>	<b>0</b>

1) Securities (Level 1): The fair value of securities in the amount of EUR 168 thousand (31. December 2014: EUR 95 thousand) is based on quoted market prices in an active market at the balance sheet date. Significant unobservable input parameters are not available which is why there is no ratio of unobservable input parameters to the fair value of the securities.

2) Interest rate swaps (Level 2): Cash flow hedges (2015: EUR 1,246 thousand; 31. December 2014: EUR 4,762 thousand) represent the negative market values of interest rate hedges (interest rate swaps), measured at fair value based on the mark-to-market method. The fair value is the present value of future cash flows based on observable yield curves. Derivative financial instruments are used to hedge against the effect of interest rate fluctuations.

The nominal value of the interest rate swaps amounts to EUR 250 million on the 30 June 2014 and thus remained unchanged from last year. On the 30 September 2015, the fixed interest rates ranged from 1.83 percent to 2.07 percent (unchanged from previous year), the variable interest rate is the 3-month EURIBOR:

### Fair Value of financial assets and liabilities that are not regularly measured at fair value according to the valuation hierarchies:

EUR '000	30.09.2015	Level 1	Level 2	Level 3
Fair value of financial assets valued at (continued) acquisition costs				
Trade receivables	53,009	0	53,009	0
Receivables from construction contracts (PoC)	29,373	0	29,373	0
Other receivables	5,741	0	2,276	3,465
Finance lease receivables	24,599	0	24,599	0
Other financial assets	29	0	0	29
<b>Total</b>	<b>112,751</b>	<b>0</b>	<b>109,257</b>	<b>3,494</b>
Fair value of financial liabilities valued at (continued) acquisition costs				
Liabilities to banks	364,149	0	0	364,149
Purchase price liabilities	12,976	0	0	12,976
Trade payables	22,522	0	22,522	0
Other financial liabilities	15,670	0	9,886	5,784
Finance lease obligations	1,175	0	1,175	0
<b>Total</b>	<b>416,492</b>	<b>0</b>	<b>33,583</b>	<b>382,909</b>

### Post balance sheet events

There have been no post balance sheet events.

## Explanatory Notes Continued

### Segment reporting

In accordance with IFRS 8 „Operating Segments“ the activities of CompuGroup Medical AG are divided into operating segments for segment reporting purposes. A classification based on the individual products or services is applied for controlling purposes and for the allocation of resources. Six operating segments result from this classification. These six operating segments are aggregated into the three reportable segments HPS I (Health Provider Services I), HPS II (Health Provider Services II) and HCS (Health Connectivity Services).

The board of directors as Chief Operating Decision Maker evaluates the performance of the three reportable segments based on the reporting system and takes decisions on the allocation of resources. For the evaluation of the performance of the operating segments the board of directors uses „Earnings before interest, tax, depreciation and amortization“ (EBITDA) as a key performance indicator, which represents the result of the individual segment.

EUR '000	Segment I: Health Provider Services I (HPS I)			Segment II: Health Provider Services II (HPS II)			Segment III: Health Connectivity Services (HCS)		
	2015	2014	2014	2015	2014	2014	2015	2014	2014
	Jan - Sep	Jan - Sep	Jan-Dec	Jan - Sep	Jan - Sep	Jan-Dec	Jan - Sep	Jan - Sep	Jan-Dec
Sales to third parties	300,511	275,208	375,335	51,300	56,090	79,784	44,354	42,827	60,069
Sales between segments	5,018	5,306	6,459	7,050	8,993	10,843	4,359	4,211	5,885
<b>Segment Sales</b>	<b>305,529</b>	<b>280,514</b>	<b>381,794</b>	<b>58,350</b>	<b>65,083</b>	<b>90,627</b>	<b>48,712</b>	<b>47,038</b>	<b>65,954</b>
thereof recurring sales	226,455	204,014	273,938	27,161	27,189	40,243	14,290	13,300	17,891
<b>Capitalized in-house services</b>	<b>1,617</b>	<b>656</b>	<b>1,728</b>	<b>2,033</b>	<b>0</b>	<b>1,903</b>	<b>1,090</b>	<b>2,080</b>	<b>735</b>
Other income	1,318	952	4,459	1,204	277	7,322	601	31	1,049
Expenses for goods and services purchased	-60,308	-57,485	-81,192	-11,832	-13,353	-17,390	-14,816	-10,717	-16,597
Personnel costs	-114,072	-105,859	-145,442	-35,150	-38,671	-52,676	-18,490	-21,879	-25,689
Other expense	-49,295	-36,963	-64,969	-8,267	-5,374	-12,915	-8,953	-8,087	-14,479
<b>EBITDA</b>	<b>84,789</b>	<b>81,816</b>	<b>96,378</b>	<b>6,339</b>	<b>7,963</b>	<b>16,871</b>	<b>8,145</b>	<b>8,466</b>	<b>10,973</b>
in % of sales	27.8%	29.7%	25.7%	10.9%	14.2%	21.1%	16.7%	19.8%	18.3%
Depreciation of property, plants and tangible assets									
Amortization of intangible assets									
Impairment for financial assets									
<b>EBIT</b>									
Results from associates recognised at equity									
Financial income									
Financial expense									
<b>EBT</b>									
Taxes on income for the period									
Profit for the period from discontinued operations									
<b>Consolidated net income for the period</b>									
in % of sales									
<b>CASH NET INCOME*</b>									

\* Cash net income: Cash net income before minority interests plus amortization on intangible assets except amortization on in-house capitalized software.

All other Segments			Total Segments			Consolidation adjustments			CompuGroup Medical Group		
2015	2014	2014	2015	2014	2014	2015	2014	2014	2015	2014	2014
Jan - Sep	Jan - Sep	Jan-Dec	Jan - Sep	Jan - Sep	Jan-Dec	Jan - Sep	Jan - Sep	Jan-Dec	Jan - Sep	Jan - Sep	Jan-Dec
54	120	-83	396,218	374,245	515,104	0	0	0	396,218	374,245	515,104
2,098	345	3,022	18,525	18,855	26,209	-18,525	-18,855	-26,209	0	0	0
2,152	465	2,939	414,743	393,100	541,313	-18,525	-18,855	-26,209	396,218	374,245	515,104
9	9	12	267,916	244,512	332,083	0	0	0	267,916	244,512	332,083
3,991	4,581	4,836	8,731	7,317	9,202	0	0	0	8,731	7,317	9,202
3,447	89	5,500	6,571	1,350	18,330	-4,642	1,157	-5,609	1,930	2,507	12,721
-30	-2	-110	-86,985	-81,557	-115,290	12,954	10,437	16,058	-74,031	-71,119	-99,232
-7,244	-4,322	-9,221	-174,956	-170,730	-233,028	-13,252	-11,479	-14,784	-188,208	-182,209	-247,811
-9,029	-1,093	-14,604	-75,543	-51,517	-106,967	9,919	-10,773	13,663	-65,624	-62,290	-93,304
-6,712	-282	-10,661	92,560	97,963	113,561	-13,545	-29,512	-16,881	79,016	68,450	96,680
			22.3%	26.2%	22.0%				19.9%	18.3%	18.8%
									-5,698	-5,820	-7,809
									-25,407	-24,211	-34,972
									0	0	0
									47,911	38,419	53,899
									55	652	19
									12,925	10,572	12,981
									-14,619	-18,643	-22,444
									46,271	30,999	44,455
									-16,298	-9,321	-20,339
									0	-141	-20
									29,973	21,538	24,096
									7.6%	5.8%	4.7%
									53,712	43,513	55,795

# Additional Information

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## FINANCIAL CALENDAR 2015/2016

Date	Event
05 November 2015	Interim Report Q3 2015
04 February 2016	Preliminary Q4/Full Year Repot 2015
31 March 2016	Annual Report 2015
04 May 2016	Interim Report Q1 2016
18 May 2016	Annual General Shareholder Meeting
04 August 2016	Interim Report Q2 2016
12 October 2016	Investor- and Analyst Conference
09 November 2016	Interim Report Q3 2016

## SHARE INFORMATION

The CompuGroup share finished the third quarter with a closing price of EUR 29.54. The average closing share price in the third quarter was EUR 29.98, compared to EUR 28.38 in Q2 2015.

The highest quoted price during the quarter was EUR 36.36 on 21 July 2015 and the lowest price EUR 24.49 on 24 August 2015.

The trading volume of CompuGroup shares was 3.4 million shares during the third quarter, up 36 percent compared to the previous quarter. On average, the daily trading volume was approximately 52,000 shares (daily average in 2014: approximately 12,000).

By the end of September 2015, a total of eight analyst companies were covering the CompuGroup Medical share on a regular basis. The forecast price targets ranged from EUR 21.50 to EUR 40.00. Three analysts rated the shares a "buy" and five analysts as "hold" or "neutral".

## CONTACT

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# Management Responsibility Statement

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To the best of our knowledge, and in accordance with applicable accounting principles for interim financial reporting, the consolidated interim financial statements give a true and fair view of the net assets, financial position and results of operations of the Group, and the Group interim management report includes a fair review of the development and performance of the business and the position of the Group, together with a description of the principal opportunities and risks associated with the expected development of the Group over the remainder of the financial year.

Koblenz, 5 November 2015

**CompuGroup Medical Aktiengesellschaft**  
**The Management Board**



Frank Gotthardt



Frank Brecher



Uwe Eibich



Christian B. Teig

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**Synchronizing Healthcare**



**CompuGroup  
Medical**