

Report of the Supervisory Board

The Supervisory Board of CompuGroup Medical AG carried out its duties under the law and its articles of association during 2010. The Supervisory Board regularly advised the Management Board in its management of the company and supervised the company's management team. The Supervisory Board was directly involved in all decisions of major significance to the company.

The Management Board informed the Supervisory Board regularly, comprehensively and promptly by means of verbal and written reports on all issues of relevance to corporate planning and strategic development, the course of business, the general situation of the group including any risks, and risk management.

The Supervisory Board obtained regular reports from the Management Board as to measures taken to improve results and possible, planned and completed company acquisitions. Opportunities and risks of possible transactions have been discussed in detail with the management board. Deviations from the business plans and targets were explained to us in detail.

The Supervisory Board formed an audit committee from among its members whose chairman is the chairman of the Supervisory board. The audit committee held three meetings in total in the year under review and prepared the resolutions of the Supervisory Board. The committee gave an advice to the Supervisory Board for the appointment of the auditor for the fiscal year 2010. The Supervisory Board was regularly informed about the work of the audit committee. Members of the committee beside of the chairman Mr. Prof. Klaus Steffens are Mr. Dr. Klaus Esser, Mr. Dr. Daniel Gotthardt and Mr. Ralf Glass.

The Supervisory Board held seven ordinary meetings in the year under review. Furthermore, five decisions were also taken in telephone conferences and in written procedures:

27 January 2010:

During a telephone conference the Management Board explained its communication strategy regarding the 2010 guidance. A further issue was the development of the US business.

4 March 2010:

The 2010 financial statements of CompuGroup Medical AG, the consolidated financial statements for 2010 and the reports of the Management Board were explained by the Management Board in the presence of the auditor in the meeting held for the purposes of approving the annual accounts. The annual financial statements of CompuGroup Medical AG were approved and the consolidated financial statements were adopted. Further activities, plans and financings for the 2010 financial year were also presented to the Supervisory Board.

19 May 2010:

During the meeting prior the Annual General Meeting of the company the Supervisory Board was informed about the current situation of all business segments.

During the meeting after the Annual General Meeting the Supervisory Board reelected the deputy chairman of the Supervisory Board and appointed the members of the audit committee.

19 August 2010:

During a telephone conference the Supervisory Board discussed and decided on the acquisition of Visionary group in USA.

1 September 2010:

In its ordinary meeting the Supervisory Board was informed about potential acquisitions. Furthermore, the board discussed about the need of action regarding the retirement of Jan Broer from the Management Board effective 31 December 2010. The rules of procedure were amended referring to the business transactions with subjects to approval by the Supervisory Board.

10 November 2010:

During this ordinary meeting the Supervisory Board has been informed about potential acquisitions. The draft Group budget 2011 was presented and discussed. Another important topic was the consultation on financing options.

13 November 2010:

During an extraordinary meeting the members of the Supervisory Board and the Management Board discussed financing options.

16 November 2010:

During a telephone conference the Supervisory Board deliberated and approved the acquisition of Health-Port group in the USA.

30 November 2010:

During this telephone conference the Supervisory Board discussed several acquisitions. In the resolution the acquisition of BelgieData (Belgium), SIVSA (Spain), Ascon Software Group (Netherlands) and MCS Parametrix (Switzerland) were approved.

10 December 2010:

In this ordinary meeting the Supervisory Board has been informed about the current situation of all business segments. The Management Board presented the Group budget 2011 which was subsequently approved by the Supervisory Board.

20 December 2010:

In a written procedure the execution of a syndicated loan under the leadership of SEB AG was approved.

The Supervisory Board discussed compliance with the recommendations concerning the German corporate governance code and agreed to the statement of compliance issued by the Management Board. The statement of compliance was made permanently available to shareholders on the company's website.

Dr. Daniel Gotthardt was partly subject to a conflict of interest because of his position as a major shareholder of the company. In this case he was not involved in the decision.

The Supervisory Board was regularly informed on possible acquisitions in Germany and abroad during telephone conferences, meetings and in written form and approved the proposals put forward by the Management Board.

The Supervisory Board received in due time the 2010 annual financial statements, the consolidated financial statements and the annual report of the AG and of the group that were prepared by the Management Board as well as the Management Board's recommended appropriation of net profit for the year and the corresponding auditor's reports. The audit committee also reviewed the documents in advance and prepared the respective resolution. At the meeting of the Supervisory Board held in March 2011 to approve the annual accounts, the auditors of PricewaterhouseCoopers AG (PWC), Frankfurt, answered all the questions of the Supervisory Board in person.

The auditors (PWC) elected by the Annual General Meeting and appointed by the Supervisory Board, audited the annual financial statements for CompuGroup Medical AG, the consolidated financial statements and the respective annual reports of the AG and of the group for the year ended 31 December 2010, including accounting records, in accordance with statutory provisions and issued an unconditional audit opinion thereon.

The Supervisory Board took note of the audit's findings and did not raise any objection. In accordance with § 171 AktG, the Supervisory Board reviewed and adopted the annual financial statements of the parent company and the group, the annual reports of CompuGroup Medical AG and the group, the Management Board's recommended appropriation of net earnings for the year and the risk management report. The financial statements of CompuGroup Medical AG are therefore approved. The consolidated financial statements were adopted.

The Management Board submitted the report prescribed by § 312 AktG concerning relationships with related companies (dependency report) to the Supervisory Board together with the declaration required by § 312 Para. 3 AktG. The aforesaid auditor has checked the dependency report and issued the following certificate confirming the results of the audit:

"We have reviewed that

1. the actual details in the report are correct,
2. the payments made by the company were not unreasonably high for the legal transactions listed in the report."

The Supervisory Board noted and approved the result of the audit and reviewed the dependency report. Following the final results of the review by the Supervisory Board, no objections are raised either against it or against the Management board's declaration at the end of the dependency report.

The Supervisory Board would like to thank all the members of the Management Board and the employees of CompuGroup Medical AG and those of its affiliated undertakings for their commitment and the work performed.

Koblenz, March 4th 2011

The Supervisory Board



Professor Dr. Klaus Steffens
Chairman