

Report of the Supervisory Board

The Supervisory Board of CompuGroup Medical SE & Co. KGaA (Supervisory Board) performed the duties incumbent upon it under the law, the Articles of Association and the rules of procedure in financial year 2023. The Supervisory Board monitored the management of the company as carried out by the general partner (represented by its Managing Directors). In accordance with its responsibilities, the Supervisory Board was involved in the key decisions that were of fundamental importance to the company.

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

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

The Supervisory Board established an Audit Committee. The Committee held a total of six virtual meetings within the reporting period. Among other matters, the Audit Committee discussed the general partner's interim financial reports and risk reports, prepared Supervisory Board resolutions and discussed key topics with the general partner. In various discussions with the auditors KPMG and the CEO & CFO, the Audit Committee has been monitoring the quality of the audit on an ongoing basis. The meetings of the Audit Committee are regularly attended by representatives of the audit firm KPMG.

During the reporting period, the Supervisory Board held six meetings, three video conferences and three face-to-face meetings:

February 28, 2023:

The annual Declaration on Corporate Governance was discussed and approved. Dr. Ulrike Handel was elected to fill the vacant position as the shareholder representative on the Joint Committee.

March 8, 2023:

The auditor was present at this meeting. The members of the Audit Committee and the general partner informed the members of the Supervisory Board on their discussion of the annual financial statements for 2022 and the most important results of these deliberations. The auditor summarized the preliminary results of the audit of the financial statements and answered the questions of the Supervisory Board. The general partner reported on the main issues of the past financial year and current topics in the current financial year.

March 22, 2023:

At the meeting, the Supervisory Board discussed the annual financial statements and the consolidated financial statements with the representatives of the general partner, Michael Rauch (CEO & CFO)) and the auditor (KPMG AG, Berlin, Frankfurt am Main branch). Following the discussion and also based on the preliminary audit and the recommendation of the Audit Committee, the Supervisory Board approved the annual financial statements of CompuGroup Medical SE & Co. KGaA, the consolidated financial statements, the dependency report of the general partner, the remuneration report and the non-financial report for financial year 2022. The Supervisory Board also resolved that the annual financial statements of CompuGroup Medical SE & Co. KGaA be submitted to the Annual General Meeting on May 17, 2023 for approval. The Supervisory Board concurred with the general partner's proposal for the appropriation of profits. The Supervisory Board resolved to propose to the Annual General Meeting that the actions of the general partner and the members of the Management Board of the legal predecessor, CompuGroup Medical SE, as well as the actions of the members of the Supervisory Board of the company and of the legal predecessor, CompuGroup Medical SE, be formally approved for financial year 2022. The Supervisory Board's report to the Annual General Meeting was approved. On the basis of the new regulatory requirements and after considering the interests of the shareholders and other participants, the Supervisory Board decided to hold the Annual General Meeting as a virtual general meeting. The agenda and the proposed resolutions for the Annual General Meeting were discussed and approved by the Supervisory Board. The Supervisory Board received the general partner's most recent reports on topics surrounding the CHS business unit and the business performance of the CGM group, which it then discussed with the Managing Directors.

May 16, 2023:

In this meeting, the Supervisory Board discussed current topics in connection with the Annual General Meeting to be held the following day. Furthermore, the Supervisory Board was informed of the company's strategic goals.

September 28, 2023:

The Supervisory Board approved the commissioning of the auditor on the basis of the quote presented to the Board. Dr. Ulrich Thomé introduced himself personally to the Supervisory Board and gave an account of his first impressions at CGM. Then Michael Rauch (CEO) gave a report of the current business performance. He explained that the current figures fall short of management's expectations and that stronger efforts are required to reach the targets set for 2023. Finally, Hannes Reichl and members of his team gave a detailed account of the state of current projects, growth opportunities and planned market campaigns in the HIS segment.

December 11, 2023:

The Managing Director Michael Rauch (CEO & CFO) reported to the Supervisory Board on the current business performance and discussed it with the Supervisory Board. Following a proposal by the general partner, the Supervisory Board discussed the concept for holding the Annual General Meeting 2024 and consented to holding it as a physical meeting. The updated Declaration of Compliance with the German Corporate Governance Code was deliberated and finally adopted as proposed. Michael Rauch and Philip Heßen (CHRO) updated the members of the Supervisory Board on current HR topics. At the end of the meeting, the future CFO Daniela Hommel was given the opportunity to present herself to the Supervisory Board. She is to commence office on February 1, 2024.

Conflicts of interest:

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

Changes in the composition of the Supervisory Board:

Mr. Reinhard Lyhs was appointed as a new member of the Supervisory Board with effect from March 1, 2023 by the Koblenz Local Court pursuant to section 104 (2) German Stock Corporation Act (AktG). The Annual General Meeting on May 17, 2023 elected Reinhard Lyhs as the successor of the deceased Dr. Michael Fuchs.

Overview of attendance at meetings of the Supervisory Board and the Audit Committee, including the respective meeting formats:

Supervisory Board (Meeting attendance)						
	Feb 28, 2023	Mar 08, 2023	Mar 22, 2023	May 16, 2023	Sep 28, 2023	Dec 11, 2023
Meeting format	Virtual	Virtual	Presence	Presence	Presence	Virtual
Von Ilberg, Philipp (Chair)	Yes	Yes	Yes	Yes	Yes	Yes
Weinmann, Stefan (Vice Chair)	Yes	Yes	Yes	Yes	Yes	Yes
Basal, Ayfer	Yes	Yes	Yes	Yes	Yes	Yes
Betz, Frank	Yes	Yes	Yes	Yes	Yes	Yes
Lyhs, Reinhard	Yes (Guest)	No	Yes	Yes	Yes	Yes
Handel, Ulrike	Yes	No	Yes	Yes	Yes	Yes
Hegemann, Adelheid	Yes	Yes	Yes	Yes	Yes	Yes
Johnke, Lars	Yes	Yes	Yes	Yes	Yes	Yes
Köhrmann, Martin	Yes	No	Yes	Yes	Yes	Yes
Mole, Julia	Yes	Yes	Yes	Yes	Yes	Yes
Störmer, Matthias	Yes	Yes	Yes	Yes	Yes	Yes
Volkens, Bettina	Yes	Yes	Yes	Yes	Yes	Yes

Audit Committee (Meeting attendance)						
	Feb 7, 2023	Mar 8, 2023	Mar 20, 2023	May 9, 2023	Aug 8, 2023	Nov 7, 2023
Session format	Virtual	Virtual	Virtual	Virtual	Virtual	Virtual
Störmer, Matthias (Chair)	Yes	Yes	Yes	Yes	Yes	Yes
Basal, Ayfer	Yes	Yes	Yes	Yes	Yes	Yes
Johnke, Lars	Yes	Yes	Yes	Yes	Yes	Yes
Von Ilberg, Philipp	Yes	Yes	Yes	Yes	Yes	Yes

Audit of the 2023 financial statements:

The Managing Directors of the general partner submitted to the members of the Audit Committee and the Supervisory Board the annual financial statements and consolidated financial statements for financial year 2023, the Combined Management Report of CompuGroup Medical SE & Co. KGaA and the entire group for financial year 2023, the remuneration report for financial year 2023, the separate non-financial report for the group and the dependency report of the general partner once this had been prepared.

The auditing firm (KPMG) elected and appointed as auditor by the Supervisory Board at the Annual General Meeting of CompuGroup Medical SE & Co. KGaA on May 17, 2023 audited the annual financial statements of CompuGroup Medical SE & Co. KGaA, the consolidated financial statements and the Combined Management Report of CompuGroup Medical SE & Co. KGaA and the group as at December 31, 2023, including the accounting system, in accordance with the statutory provisions and issued an unqualified audit opinion.

At their meetings on March 11, 2024 and March 21, 2024, and in the presence of the auditor, the members of the Audit Committee discussed in detail the annual financial statements, the consolidated financial statements, the Combined Management Report of CompuGroup Medical SE & Co. KGaA, the remuneration report and the separate non-financial report for the group as well as the auditor's findings. The auditor reported on the main findings of the audit. On this basis, the Audit Committee proposed to the Supervisory Board to approve the financial statements prepared by the general partner.

The Supervisory Board was informed of the audit results at a meeting on March 11, 2024 and took note of the Audit Committee's recommendation. At its meeting on March 22, 2024, the Supervisory Board was presented with the annual financial statements for financial year 2023 as prepared by the general partner, the consolidated financial statements and the Combined Management Report of CompuGroup Medical SE & Co. KGaA and the group, as well as the general partner's proposal for the appropriation of net profit, the dependency report, the remuneration report, the separate non-financial report of the group and the corresponding auditors findings and report. The Supervisory Board examined the documents submitted. Employees of the auditing firm KPMG personally answered all the Supervisory Board's questions in detail.

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

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

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

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

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

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

Koblenz, March 22, 2024

A handwritten signature in black ink, appearing to read 'Ilberg', is written over a horizontal line.

Philipp von Ilberg
(Chairman of the Supervisory Board)