



Investment Agreement with CVC & voluntary public tender offer Investor & Analyst Call

Daniela Hommel, CFO
December 9, 2024



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Transaction highlights



CGM enters into investment agreement with CVC to support innovation & growth



Managing Directors, Administrative & Supervisory Board welcome partnership ¹⁾



Founding family Gotthardt & Dr. Koop will retain majority stake of 50.1%



Customers to benefit from partnership driving quality, innovation & growth



CVC to launch voluntary tender offer for €22.00 at a premium of 51.1% ²⁾



Offer subject to minimum acceptance threshold of 17% and regulatory clearance

¹⁾ subject to their review of the Offer Document to be published by CVC

²⁾ 51.1% versus 3-months VWAP (€14.56) as of December 6, 2024

With our unique customer base in healthcare ...



... our purpose remains unchanged:
**„Nobody should suffer or die because at some point
medical information was missing.“**

Frank Gotthardt, Founder CompuGroup Medical

CVC to fully support our strategic key priorities

Operational excellence



Improve organization & core processes

Synchronizing our great products



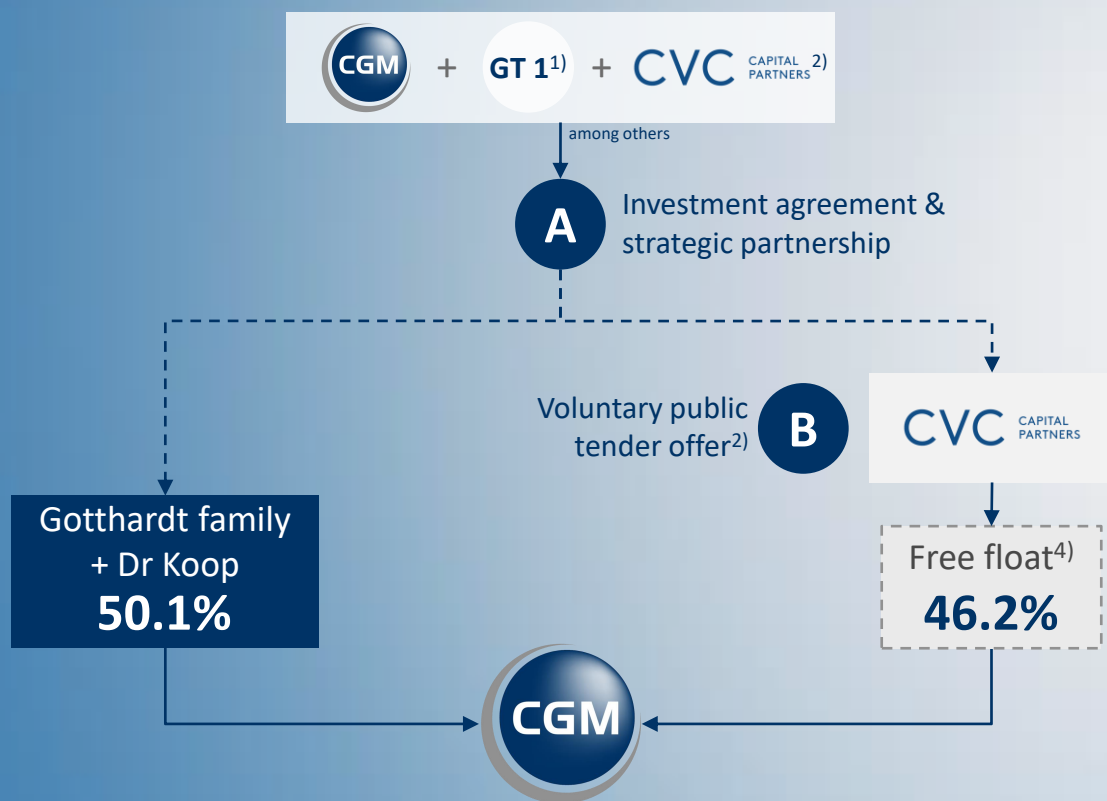
Enhance patient journey by connected products

Innovative digital co-pilot functions



Provide value adding modules for customers

CVC aims to become long-term oriented anchor shareholder via public tender offer



A Strategic partnership with CVC

- Gotthardt family and Dr Koop to **remain majority shareholders with 50.1% stake** – CGM stays a family-owned business
- **Frank Gotthardt** to remain **Chairman of Administrative Board**, **Prof. Dr. med. Daniel Gotthardt** to remain **CEO & Admin Board member**
- CVC has **extensive experience in long-term partnerships with family-owned businesses** and within **software & healthcare industries**
- **CVC to fully support CGM's strategy**, no change in headquarters or locations planned
- **Parties agree not to enter into a domination and/or profit and loss agreement** for a period of at least two years after closing of the offer

B Voluntary public tender offer

- Tender offer to all free float shareholders at a price of €22.00 per share, a **premium³⁾ of 51.1% vs. 3M VWAP** and of **33.5% vs. Dec 6, 2024**
- **Minimum acceptance threshold of 17%** and customary **closing conditions** (e.g., antitrust)

Joint goal to reliably empower medical professionals with next generation products and strong customer support

¹⁾ GT 1 Vermögensverwaltung GmbH, largest single shareholder in CGM, controlled by Frank Gotthardt

²⁾ via SCUR-Alpha 269 GmbH, controlled by CVC Capital Partners plc.

³⁾ 51.1% versus 3-months VWAP (€14.56) and 33.5% as of closing price on December 6, 2024 (€16.48)

⁴⁾ Total number of shares also includes 3.7% in treasury shareholdings

Offer gives CGM shareholders the option to realize value immediately at significant premium to current trading



Significant premium for non-control transaction

- **51.1% premium to 3M VWAP of €14.56** as of December 6, 2024
- **33.5% premium to closing share price of €16.48** on December 6, 2024
- **Offer price of €22.00 exceeds the average analyst target price of ~€20**



Continued investment path under private ownership

- Subsequent **delisting** from the stock exchange **envisaged**
- **No upside** from **integration measures or synergies**
- **Alignment with CVC** on continued **high investments into innovation and growth**

Transaction timeline – Next steps



1

This week

- Announcement of investment agreement & voluntary public tender offer
- Filing of public tender offer document with BaFin



2

December 2024

- Publication of tender offer document
- Reasoned statement by CGM management and Supervisory Board
- Expected beginning of initial acceptance offer period



3

H1 2025

- Initial acceptance offer period planned to expire in January
- Closing subject to customary closing conditions (e.g., antitrust) – expected within H1 2025

Investor Relations contact

For further information please contact

Claudia Thomé

Senior Vice President Investor Relations

T: +49 (0) 160 3630362

claudia.thome@cgm.com

Frederic Freichel

Senior Manager Investor Relations

T: +49 (0) 170 3759834

frederic.freichel@cgm.com

CompuGroup Medical SE & Co. KGaA

Maria Trost 21

56070 Koblenz

Germany

E-Mail: investor@cgm.com

ISIN DE000A288904

WKN A28890

Frankfurt Stock

Exchange

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