

2.2 Compliance Statement (document)

In February 2023, the Executive Board of Nexus AG issued the Corporate Governance Statement pursuant to Section 315d in conjunction with Section 289f of the German Commercial Code (HGB) for the 2022 fiscal year, which is published on the Nexus AG website. It includes the current compliance statement in accordance with Section 161 of the German Stock Corporation Act (AktG), relevant information on management practices, a description of the functioning of the Executive Board and Supervisory Board as well as the composition and functioning of their committees, the target values for the proportion of women on the Executive Board and at management levels below the Executive Board. (<https://www.nexus-ehealth.com/company/investor-relations/esg-sustainability#Entsprechenserklaerung>)

The Declaration of Conformity of Nexus AG of March 2024 has the following wording:

The Executive Board and Supervisory Board of Nexus AG declare pursuant to § 161 of the German Stock Corporation Law (AktG)

The Executive Board and Supervisory Board hereby declare that Nexus AG has complied with the recommendations of the government commission of the German Corporate Governance Code in the version of 28 April 2022 in accordance with the published Compliance Statement of 19 December 2023 and – with the exceptions cited there – and will comply with them in the future as shown below.

A. Management and monitoring

The target recommendation A.5 of the German Corporate Governance Code for the execution of the internal control system in the management report is omitted. Rather, the management report reports extensively on the risk management system of Nexus AG.

B. Composition of the Executive Board

An age limit in accordance with B.5 of the German Corporate Governance Code for the members of the Executive Board has not yet been set with regard to the age of the current Executive Board members and the duration of the respective appointment of usually three years.

In its current period, the Supervisory Board has not adopted a formal competence profile for the entire body in accordance with C.1 of the German Corporate Governance Code. The Supervisory Board decides on such a decision before or with the nomination of the Supervisory Board candidates for the next election to the Supervisory Board.

Two members of the Supervisory Board have been members of the Supervisory Board for more than 12 years, contrary to Recommendation C.7 of the German Corporate Governance Code.

In spite of the longer membership, the Supervisory Board considers these members to be independent of the company and the Executive Board due to their professional and personal circumstances.

The Compliance Statement is published in the internet at <https://www.nexus-ehealth.com/company/investor-relations/esg-sustainability>

Donaueschingen, March 2024

For the Supervisory Board
Dr. Hans-Joachim König

For the Executive Board
Dr. Ingo Behrendt

