

**Hinweis: Jahresabschluss 2023**

EIT Health Germany-Switzerland CLC GmbH

Der Jahresabschluss 2023 liegt anbei noch in vorläufiger Form vor, da ein Wechsel der Geschäftsführung zum 10.12.2024 erfolgt ist, der zum jetzigen Zeitpunkt noch nicht im Handelsregister vermerkt wurde und entsprechend im Entwurf des Jahresabschlusses nicht korrekt ausgewiesen wurde.

Nach Eintragung des neuen Geschäftsführers im Handelsregister wird ebenfalls ein abgeschlossener Jahresabschluss zur Verfügung gestellt.

## Niederschrift über eine Gesellschafterversammlung

der

EIT Health Germany-Switzerland CLC GmbH

mit dem Sitz in München

I.

### **Beteiligungsverhältnisse**

Der EIT Health e.V. mit dem Sitz in München ist Alleingesellschafter der Gesellschaft.

II.

### **Beschlüsse**

Unter Verzicht auf alle Formen und Fristen, die durch Gesetz oder Gesellschaftsvertrag für die Einberufung oder Abhaltung einer Gesellschafterversammlung vorgeschrieben sind, fasst der Alleingesellschafter einstimmig folgende

Beschlüsse:

1. Zum neuen Geschäftsführer wird mit sofortiger Wirkung bestellt:

Maximilian Benedikt Kiehn, geboren am 17.01.1992, wohnhaft in Berlin.

Er vertritt die Gesellschaft gemäß der allgemeinen Vertretungsbefugnis und ist von den Beschränkungen des § 181 BGB befreit.

2. Dr. Astrid Kaltenböck, geboren am 26.05.1973, Wien/Österreich, wird mit sofortiger Wirkung als Geschäftsführerin abberufen.

3. Weitere Beschlüsse werden nicht gefasst.

Damit ist die Gesellschafterversammlung beendet.

München, den 10.12.2024

EIT Health e. V.  
Vorsitzender, Jean-Marc Bourez

EIT Health e. V.  
Vorsitz, Annika Szabo-Portela

Report  
on the preparation  
of the  
annual financial statements  
as of 31 December 2023  
of

**EIT Health Germany-Switzerland CLC GmbH**  
**Mies-van-der Rohe-Straße 1c**  
**80807 München**

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from 1 January 2023 to 31 December 2023
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## Engagement and Report

## **1. Engagement and its conduct**

### **1.1 Engagement**

The general management of

**EIT Health Germany-Switzerland CLC GmbH**  
**80807 Munich**  
(hereinafter also referred to as the "Company")

has engaged us to prepare the annual financial statements for the business year running from 1 January 2023 through 31 December 2023 in accordance with German commercial law accounting regulations and the supplemental regulations of the partnership agreement.

The nature and scope of the preparation activities are governed by the provisions of §§ 242 et seq. HGB, taking into account the IDW Standard: Principles for the Preparation of Annual Financial Statements (IDW S 7). We have prepared the annual financial statements on the basis of the documents, books and inventory records provided, taking into account the information provided and the client's specifications without making any assessments.

The starting point for our work was the preparation of the annual financial statements as of 31 December 2022.

The conduct of the assignment took place in the months of July until September 2024 with interruptions in the offices of our firm.

The balance sheet for the year ending 31 December 2023 and the profit and loss account for the business year are attached to this report as annexes (1 - 2).

We have included the representation letter from management in regard to accounting and the financial statements 2023 in our file.

For the conduct of the assignment and our responsibility, in relation to third parties as well, the Standard Engagement Terms for Auditors and Auditing Firms dated 1 January 2024 are applicable. Contrary to item 9 of the standard liability conditions, we have agreed to limit our liability to EUR 10 million.

### **1.2 Conduct of the engagement**

Our work in preparing the financial statements extend, besides the closing entries, to deriving the statutorily required balance sheet and profit and loss account (section 264 (1) Commercial Code). This work takes place on the basis of accounting and the required inventories as well as specifications obtained on the accounting and evaluation methods to be applied.

## 2. General part

### 2.1 Legal conditions

Corporate name:	EIT Health Germany-Switzerland CLC GmbH
Registered office / address:	80807 München, Mies-van-der Rohe-Straße 1c
Form of incorporation:	GmbH
Commercial Register:	Munich, HRB 281244
Founding of the Company:	The Company was founded by notarial document dated 26 October 2022. Currently applicable is the partnership agreement in the version dated 15 December 2022.
Business year:	Calendar year
Corporate activity:	Management of own assets
Subscribed capital:	The Company's registered capital comes to EUR 25.000,00.  This capital is held by: EUR EIT Health e. V. 25.000,00
Management:	Mr. Hans-Peter Lauffs, Icking/Germany (till 16 October 2023) Mr. Amer Yazbeck, Berlin/Germany (till 16 October 2023) Mr. Dr. Kurt Höller, Erlangen/Germany (from 17 October 2023)  If only one managing director has been appointed, he/she shall represent the company alone. If several managing directors have been appointed, the company shall be represented by two managing directors or by one managing director together with an authorised signatory (authorized representative).

### 2.2 Size features

The Company is a micro corporation within the meaning of section 267a (1) Commercial Code.

### 2.3 Tax conditions

The Company is administered by the Revenue Office (143) Körperschaf./Pers. under the tax number 143/132/71715.

### **3. Findings on accounting**

#### **3.1 Keeping of accounts and annual accounts**

The Company's asset accounting is accomplished with the application of DATEV eG.

As a micro-capital company, the Company has made permissible use of its right to choose pursuant to section 264 (1) sentences 4 and 5 of the German Commercial Code (HGB) and has waived the preparation of an appendix.

For the profit and loss account the cost of preparation method is used.

The principle of consistency in presentation was observed.

The financial statements were prepared in compliance with the generally accepted estimation and evaluation regulations of sections 246 through 256 of the Commercial Code. The special estimation and evaluation provisions for corporations (sections 268 through 274, 279 through 283 Commercial Code) were, wherever relevant, complied with in accordance with the provisions of the partnership agreement.

The accounting and evaluation methods were retained without any change from last year.

Receivables and other assets are evaluated at their nominal value minus the required adjustments.

Other provisions set aside take all recognisable risks and uncertain accounts into account according to reasonable commercial judgment provided they must be shown as liabilities.

We did not conduct any audit of the accounts and documentation in accordance with generally accepted principles for conduct of annual account audits.



## **4. Concluding remark**

### **4.1 Financial statements**

The balance sheet and the profit and loss account were prepared on the basis of documents submitted to us and information given to us according to the statutory breakdown and evaluation regulations and the supplemental provisions of the partnership agreement and generated from the Company's accounts. Accounting and evaluation options were exercised according to instructions given by management.

The Company (partially) makes use of the size-dependent simplifications for micro-corporations within the meaning of Section 267a (1) of the German Commercial Code (HGB) and waives the preparation of an appendix in application of Section 264 I sentence 5 in conjunction with Section 267a of the German Commercial Code (HGB).

### **4.2 Documentation by management**

The Company's management willingly provided all of the explanations and documentation we demanded.

According to the general representation letter given by management, asset and liability items are completely included in the balance sheet. According to the general representation letter on the closing date of the balance sheet there were no other liability conditions requiring disclosure as well as no other financial obligations than those emerging from the balance sheet or the notes.

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## 5. Certification of the auditor on preparation

To EIT Health Germany-Switzerland CLC GmbH:

In accordance with our engagement we have prepared the annual financial statements given below, consisting of the balance sheet and the profit and loss account for EIT Health Germany-Switzerland CLC GmbH for the business year from 1 January 2023 through 31 December 2023 taking into account German commercial law regulations and the supplemental provisions of the partnership agreement. Constituting the basis for our work were the receipts, accounts and inventory documentation submitted to us, which we in accordance with our engagement did not audit, as well as the information provided to us. The accounts as well as presentation of the inventory and the financial statements under German commercial law regulations and the supplemental provisions of the partnership agreement lie within the responsibility of the Company's managing directors.

We have carried out our engagement in compliance with the IDW standard "Principles for preparation of annual accounts (IDW S 7). The latter comprises generation of the balance sheet and the profit and loss account as well as the notes on the basis of the accounts and the inventory as well as our instructions on the accounting and evaluation methods to be used.

Munich, 9th September 2024

INTARIA AG  
Wirtschaftsprüfungsgesellschaft  
Steuerberatungsgesellschaft  
Rechtsanwälte

Klaus Loibl  
Board of directors  
Auditor/Wirtschaftsprüfer

Verena Schreil  
Procurator  
Tax advisor/Steuerberaterin

Any publication or transmittal of the annual accounts in any form differing from the certified version requires in advance our renewed review if in that context our certification is quoted or referred to.

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## **Explanatory notes**

## 1. Explanations on the balance sheet of 31 December 2023

### ASSETS

#### Current assets

#### I. Receivables and other assets

##### 1. Trade receivables

	<u>EUR</u>	<u>5.950,00</u>
Prior Year	EUR	0,00
	31.12.2023	31.12.2022
	<u>EUR</u>	<u>EUR</u>
Trade receivables	<u>5.950,00</u>	<u>0,00</u>
	<u>5.950,00</u>	<u>0,00</u>

##### 2. Receivables from affiliated companies

	<u>EUR</u>	<u>203.928,25</u>
Prior Year	EUR	0,00
	2023	2022
	<u>EUR</u>	<u>EUR</u>
Receivables EIT Health e. V.	<u>203.928,25</u>	<u>0,00</u>
	<u>203.928,25</u>	<u>0,00</u>

##### 3. Capital contributions called in, still outstanding

	<u>EUR</u>	<u>0,00</u>
Prior Year	EUR	25.000,00
	31.12.2023	31.12.2022
	<u>EUR</u>	<u>EUR</u>
Unpaid called capital (receivables)	<u>0,00</u>	<u>25.000,00</u>
	<u>0,00</u>	<u>25.000,00</u>

**4. Other assets**

	Prior Year	<b>EUR</b>	<b>0,00</b>
		EUR	0,00
	31.12.2023	31.12.2022	
	EUR	EUR	
VAT prepayments	2.850,00	0,00	
VAT, 19%	<u>-2.850,00</u>	<u>0,00</u>	
	<u>0,00</u>	<u>0,00</u>	

**II. Cash on hand, central bank balances,  
bank balances, and checks**

	Prior Year	<b>EUR</b>	<b>36.899,88</b>
		EUR	0,00
	31.12.2023	31.12.2022	
	EUR	EUR	
Bank	<u>36.899,88</u>	<u>0,00</u>	
	<u>36.899,88</u>	<u>0,00</u>	

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## LIABILITIES

### A. Equity

#### I. Subscribed capital

	<b>EUR</b>	<b>25.000,00</b>
Prior Year	EUR	25.000,00
	31.12.2023	31.12.2022
	<u>EUR</u>	<u>EUR</u>
Subscribed capital	<u>25.000,00</u>	<u>25.000,00</u>
	<u>25.000,00</u>	<u>25.000,00</u>

#### II. Accumulated losses brought forward

	<b>EUR</b>	<b>2.000,00</b>
Prior Year	EUR	0,00

#### III. Net income for the financial year

	<b>EUR</b>	<b>10.645,00</b>
Prior Year	EUR	-2.000,00

#### Total equity

	<b>EUR</b>	<b>33.645,00</b>
Prior Year	EUR	23.000,00

### B. Special reserves for subsidies and grants

	<b>EUR</b>	<b>161.654,75</b>
Prior Year	EUR	0,00

	31.12.2023	31.12.2022
	<u>EUR</u>	<u>EUR</u>

Special reserves from third party grants	<u>161.654,75</u>	<u>0,00</u>
	<u>161.654,75</u>	<u>0,00</u>

These are grants promised by EIT Health e. V. but not yet paid out.

### C. Provisions

#### 1. Provisions for taxes

	<b>EUR</b>	<b>4.355,00</b>
Prior Year	EUR	0,00

	31.12.2023	31.12.2022
	<u>EUR</u>	<u>EUR</u>

Provision for trade tax	2.264,00	0,00
Provisions for corporate income tax	<u>2.091,00</u>	<u>0,00</u>
	<u>4.355,00</u>	<u>0,00</u>

2. Other provisions	Prior Year	<b>EUR 26.300,00</b>
		EUR 2.000,00
	31.12.2023	31.12.2022
	<u>EUR</u>	<u>EUR</u>
Provisions for employees bonus	13.700,00	0,00
Provisions period-end closing/ audit costs	7.000,00	2.000,00
Vacation provisions	3.600,00	0,00
Other provisions	<u>2.000,00</u>	<u>0,00</u>
	<u>26.300,00</u>	<u>2.000,00</u>

The provision for **employee bonuses** (TEUR 14; PY: TEUR 0) was calculated in accordance with the contractual provisions. A surcharge for the employer for social security was recognised.

The **vacation provisions** (TEUR 4; PY: TEUR 0) related to employees' vacation days still outstanding.

The **provisions for period-end closing** (TEUR 7; PY: TEUR 2) include the provision for the annual financial statements 2023 (TEUR 5) and the tax returns 2023 (TEUR 2).

**Other provisions** related to provisions for outstanding invoices (TEUR 2; PY: TEUR 0).

#### D. Liabilities

1. Trade payables	Prior Year	<b>EUR 2.351,00</b>
		EUR 0,00
	31.12.2023	31.12.2022
	<u>EUR</u>	<u>EUR</u>
Trade payables	<u>2.351,00</u>	<u>0,00</u>
	<u>2.351,00</u>	<u>0,00</u>

2. Other liabilities	Prior Year	<b>EUR 18.472,38</b>
		EUR 0,00
	31.12.2023	31.12.2022
	<u>EUR</u>	<u>EUR</u>
Wage and church tax payables	18.462,38	0,00
Other liabilities	<u>10,00</u>	<u>0,00</u>
	<u>18.472,38</u>	<u>0,00</u>

## 2. Explanations on the profit and loss account from 1 January 2023 to 31 December 2023

The following structure is in accordance with section 275 et seq of the Commercial Code according to the total cost method.

<b>1. Sales</b>		<b>EUR 377.804,20</b>
	2023 <u>EUR</u>	2022 <u>EUR</u>
Revenues Grants EU	253.540,58	0,00
Revenue Grant EIT Health e. V.	109.263,62	0,00
Revenue, 19% VAT	<u>15.000,00</u>	<u>0,00</u>
	<b><u>377.804,20</u></b>	<b><u>0,00</u></b>
<b>2. Gross revenue</b>		<b>EUR 377.804,20</b>
<b>3. Cost of materials</b>		
<b>Expenses for purchased services</b>		<b>EUR 12.834,15</b>
	2023 <u>EUR</u>	2022 <u>EUR</u>
Purchased services	<u>12.834,15</u>	<u>0,00</u>
	<b><u>12.834,15</u></b>	<b><u>0,00</u></b>
<b>4. Personnel expenses</b>		
<b>a) Wages and salaries</b>		<b>EUR 246.832,64</b>
	2023 <u>EUR</u>	2022 <u>EUR</u>
Salaries	229.932,64	0,00
Bonus	13.700,00	0,00
Expenses change in vacation provision	<u>3.200,00</u>	<u>0,00</u>
	<b><u>246.832,64</u></b>	<b><u>0,00</u></b>



**b) Social security costs and expenses for pensions and other benefits**

**EUR 42.618,15**

	<u>2023</u> EUR	<u>2022</u> EUR
Statutory social security expenses	40.218,15	0,00
Contributions to the employers' liability insurance association	2.000,00	0,00
Expenses change in provision social contributions for vacation provision	<u>400,00</u>	<u>0,00</u>
	<b><u>42.618,15</u></b>	<b><u>0,00</u></b>

**5. Other operating expenses**

**a) Insurance premiums, fees and contributions**

**EUR 65,00**

	<u>2023</u> EUR	<u>2022</u> EUR
Other levies	<u>65,00</u>	<u>0,00</u>
	<b><u>65,00</u></b>	<b><u>0,00</u></b>

**b) Advertising and travel expenses**

**EUR 18.411,48**

	<u>2023</u> EUR	<u>2022</u> EUR
Employee travel expenses	15.991,12	0,00
Travel expenses third parties	1.483,58	0,00
Entertainment expenses	508,89	0,00
Non-deductible entertainment expenses	218,09	0,00
Advertising expenses	<u>209,80</u>	<u>0,00</u>
	<b><u>18.411,48</u></b>	<b><u>0,00</u></b>

**c) Miscellaneous operating costs**

**EUR 42.042,66**

	<u>2023</u> EUR	<u>2022</u> EUR
Legal and consulting expenses	19.905,54	0,00
Bookkeeping expenses	11.801,08	0,00
Period-end closing and audit costs	8.330,81	2.000,00
Newspapers, books (specialist literature)	1.781,68	0,00
Carry forward	41.819,11	2.000,00

	<u>2023</u> <u>EUR</u>	<u>2022</u> <u>EUR</u>
Carry forward	41.819,11	2.000,00
Service fee	182,90	0,00
Office supplies	25,05	0,00
Incidental monetary transaction costs	12,00	0,00
Postage	<u>3,60</u>	<u>0,00</u>
	<b><u>42.042,66</u></b>	<b><u>2.000,00</u></b>
<b>6. Interest and similar expenses</b>	<b>EUR</b>	<b>0,12</b>
	<u>2023</u> <u>EUR</u>	<u>2022</u> <u>EUR</u>
Interest expenses on short-term debt	<u>0,12</u>	<u>0,00</u>
	<b><u>0,12</u></b>	<b><u>0,00</u></b>
<b>7. Taxes on income and earnings</b>	<b>EUR</b>	<b>4.355,00</b>
	<u>2023</u> <u>EUR</u>	<u>2022</u> <u>EUR</u>
Trade tax	2.264,00	0,00
Corporate income tax	1.982,00	0,00
Solidarity surcharge	<u>109,00</u>	<u>0,00</u>
	<b><u>4.355,00</u></b>	<b><u>0,00</u></b>
<b>8. Net income/net loss after tax</b>	<b>EUR</b>	<b>10.645,00</b>
<b>9. Net income for the financial year</b>	<b>EUR</b>	<b>10.645,00</b>

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**Annexes**

**EIT Health Germany-Switzerland CLC GmbH**  
**Mies-van-der Rohe-Straße 1c, 80807 Munich**

**Balance sheet**  
**of 31 December 2023**

## ASSETS

## TOTAL EQUITY AND LIABILITIES

	31.12.2023 EUR	31.12.2022 EUR		31.12.2023 EUR	31.12.2022 EUR
<b>Current assets</b>			<b>A. Equity</b>		
I. Receivables and other assets			I. Subscribed capital	25.000,00	25.000,00
1. Trade receivables	5.950,00	0,00	II. Accumulated losses brought forward	2.000,00	0,00
2. Receivables from affiliated companies	203.928,25	0,00	III. Net income for the financial year	10.645,00	2.000,00-
3. Capital contributions called in, still outstanding	0,00	25.000,00			
4. Other assets	0,00	0,00	Total equity	33.645,00	23.000,00
	209.878,25	25.000,00	<b>B. Special reserves for subsidies and grants</b>	161.654,75	0,00
II. Cash on hand, central bank balances, bank balances, and checks	36.899,88	0,00	<b>C. Provisions</b>		
			1. Provisions for taxes	4.355,00	0,00
Total current assets	246.778,13	25.000,00	2. Other provisions	26.300,00	2.000,00
				30.655,00	2.000,00
			<b>D. Liabilities</b>		
			1. Trade payables	2.351,00	0,00
			- of which remaining term up to 1 year		
			EUR 2.351,00 (EUR 0,00)		
			2. Other liabilities	18.472,38	0,00
			- of which taxes EUR 18.462,38 (EUR 0,00)		
			- of which remaining term up to 1 year		
			EUR 18.472,38 (EUR 0,00)		
				20.823,38	0,00
	<b>246.778,13</b>	<b>25.000,00</b>		<b>246.778,13</b>	<b>25.000,00</b>

**EIT Health Germany-Switzerland CLC GmbH**  
**Mies-van-der Rohe-Straße 1c, 80807 München**

**Profit and loss account**  
**from 1 January 2023 to 31 December 2023**

	Financial Year EUR	Prior Year EUR
1. Sales	377.804,20	0,00
<b>2. Gross revenue</b>	<b>377.804,20</b>	<b>0,00</b>
3. Cost of materials		
Expenses for purchased services	12.834,15	0,00
4. Personnel expenses		
a) Wages and salaries	246.832,64	0,00
b) Social security costs and expenses for pensions and other benefits	42.618,15	0,00
	289.450,79	0,00
5. Other operating expenses		
a) Insurance premiums, fees and contributions	65,00	0,00
b) Advertising and travel expenses	18.411,48	0,00
c) Miscellaneous operating costs	42.042,66	2.000,00
	60.519,14	2.000,00
6. Interest and similar expenses	0,12	0,00
7. Taxes on income and earnings	4.355,00	0,00
<b>8. Net income/net loss after tax</b>	<b>10.645,00</b>	<b>2.000,00-</b>
<b>9. Net income for the financial year</b>	<b>10.645,00</b>	<b>2.000,00-</b>

Munich, ~~9th September 2024~~

20/12/24

*Maximilian Kiehn*  
 .....  
 Managing director

*Maximilian Kiehn*