

**Amendment of the declaration of the Management Board and
Supervisory Board of Gerresheimer AG on the recommendations
of the "Government Commission on the German Corporate
Governance Code" according to § 161 of the German Stock
Corporation Act**

Since its last declaration of 9 September 2009, Gerresheimer AG has complied with the recommendations of the "Government Commission on the German Corporate Governance Code" as amended on 18 June 2009 with the exceptions stated in such declaration.

Gerresheimer AG will furtheron comply with these recommendations with the following exceptions:

1. Item 4.2.3 paragraphs 4 and 5 of the Code (caps in Management Board contracts)

Caps in Management Board contracts apply to all Management Board contracts under the new remuneration system after February 9, 2010. Previous contracts do not contain such clauses.

2. Item 4.2.5 of the Code (individualised reporting of Management Board remuneration)

In accordance with a resolution of the Shareholders' Meeting on 14 May 2007, the Company will not report Management Board remuneration on an individualised basis.

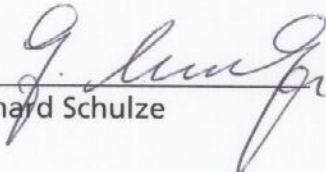
3. Item 6.6 of the Code (statement of the shareholdings of members of the Management Board and the Supervisory Board)

Over and above the legal requirements, no statement of the shareholdings or related financial instruments of the members of the Company's controlling bodies is published in the Corporate Governance report. The Company believes that compliance with the legal requirements creates sufficient transparency.

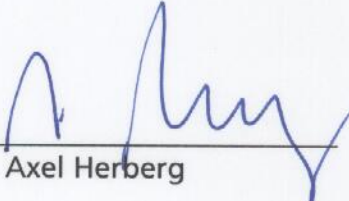
May 17, 2010

GERRESHEIMER AG

For the Supervisory Board


Gerhard Schulze

For the Management Board


Dr. Axel Herberg