

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 2008, Gerresheimer AG has complied with the recommendations of the "Government Commission on the German Corporate Governance Code" as amended on 6 June 2008 with the exceptions stated in such declaration.

Gerresheimer AG will furtheron comply with the recommendations of the "Government Commission on the German Corporate Governance Code" as amended on 18 June 2009 with the following exceptions:

1. Item 3.8, paragraph 3 of the Code (deductible for members of the Supervisory Board on D&O insurance)

Under the D&O insurance policy taken out by the Company for the members of the Supervisory Board, no deductible is currently agreed. In the course of the renewal of the D&O insurance, the Company intends to agree a deductible for members of the Supervisory Board of at least 10 % per damage up to at least 150 % of the fixed annual compensation of each member of the Supervisory Board.

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

The Company believes that caps in Management Board contracts shall be reserved to individual negotiations between the respective parties.

3. 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.

4. Item 5.4.6, paragraph 2 of the Code (variable remuneration for Supervisory Board members)

The Company believes that a reasonable fixed remuneration for the Supervisory Board members is better suited to reflect the Supervisory Board's control function, which has to be fulfilled regardless of the success of the business.

5. 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.

9 September 2009

GERRESHEIMER AG

For the Supervisory Board



Gerhard Schulze

For the Management Board



Dr. Axel Herberg