

**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**

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Since its last amendment declaration of 17 Mai 2010, 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 the recommendations of the "Government Commission on the German Corporate Governance Code" as amended on 26 Mai 2010 with the following exceptions:

1. Item 4.2.5 of the Code (individualized 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.

2. Item 5.4.1 paragraphs 2 and 3 of the Code (specification of concrete objectives regarding the composition of the Supervisory Board and subsequent measures)

The Supervisory Board of the company is constituted by persons who professionally control and advise the corporation. The Supervisory Board is currently engaged in the specification of concrete objectives in the sense of item 5.4.1 paragraph 2 of the Code. Recommendations to the competent election bodies shall take these objectives into account.

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.


14 September 2010

GERRESHEIMER AG

For the Supervisory Board

  
Gerhard Schulze

For the Management Board

  
Uwe Röhrhoff