

**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 September 8, 2011, Gerresheimer AG has complied with the recommendations of the "Government Commission on the German Corporate Governance Code" as amended on May 26, 2010 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 May 15, 2012 with the following exception:

Item 5.4.6 para 2 sentence 2 of the Code (performance-related compensation of Supervisory Board members)

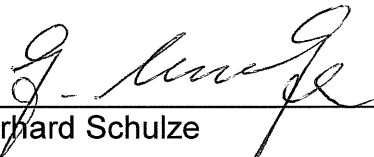
The Company believes that a combination of fixed compensation and variable compensation which is oriented towards the adjusted consolidated net earnings per share in Gerresheimer AG of the underlying financial year is best suited to reflect the Supervisory Board's control function.

September 5, 2012

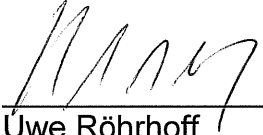
GERRESHEIMER AG

For the Supervisory Board

For the Management Board



Gerhard Schulze



Uwe Röhrhoff