Invitation

Annual General Meeting
GERRESHEIMER AG

May 23, 2008
## Group Key Figures

(IFRS) – Financial year end November 30

### Results of Operations during the financial year

<table>
<thead>
<tr>
<th></th>
<th>2007</th>
<th>2006</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net sales</td>
<td>957.7</td>
<td>646.7</td>
</tr>
<tr>
<td>Adjusted EBITDA&lt;sup&gt;1)&lt;/sup&gt;</td>
<td>181.6</td>
<td>122.6</td>
</tr>
<tr>
<td>in % of net sales</td>
<td>19.0</td>
<td>19.0</td>
</tr>
<tr>
<td>Adjusted EBITA&lt;sup&gt;2)&lt;/sup&gt;</td>
<td>116.6</td>
<td>73.8</td>
</tr>
<tr>
<td>in % of net sales</td>
<td>12.2</td>
<td>11.4</td>
</tr>
<tr>
<td>Net income</td>
<td>0.8</td>
<td>-25.0</td>
</tr>
<tr>
<td>Adjusted net income&lt;sup&gt;3)&lt;/sup&gt;</td>
<td>44.3</td>
<td>8.7</td>
</tr>
</tbody>
</table>

### Net Assets as of November 30 in EUR m

<table>
<thead>
<tr>
<th></th>
<th>2007</th>
<th>2006</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total assets</td>
<td>1,442.0</td>
<td>941.1</td>
</tr>
<tr>
<td>Equity</td>
<td>505.1</td>
<td>-26.3</td>
</tr>
<tr>
<td>Equity ratio in %</td>
<td>35.0</td>
<td>-</td>
</tr>
<tr>
<td>Net working capital</td>
<td>194.5</td>
<td>117.8</td>
</tr>
<tr>
<td>in % of net sales</td>
<td>20.3</td>
<td>18.2</td>
</tr>
<tr>
<td>Capital expenditures</td>
<td>98.9</td>
<td>74.9</td>
</tr>
<tr>
<td>Net financial debt</td>
<td>390.6</td>
<td>574.7</td>
</tr>
<tr>
<td>Adjusted EBITDA leverage&lt;sup&gt;4)&lt;/sup&gt;</td>
<td>2.2</td>
<td>4.7</td>
</tr>
</tbody>
</table>

### Financial and Liquidity Position during the financial year in EUR m

<table>
<thead>
<tr>
<th></th>
<th>2007</th>
<th>2006</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash flow from operating activities</td>
<td>54.1</td>
<td>62.3</td>
</tr>
<tr>
<td>Cash flow from investing activities</td>
<td>-304.1</td>
<td>-134.5</td>
</tr>
<tr>
<td>thereof cash paid for capital expenditures</td>
<td>-88.5</td>
<td>-77.5</td>
</tr>
<tr>
<td>Free cash flow before financing activities</td>
<td>-250.0</td>
<td>-72.2</td>
</tr>
</tbody>
</table>

### Employees as of November 30 (total)

<table>
<thead>
<tr>
<th></th>
<th>2007</th>
<th>2006</th>
</tr>
</thead>
<tbody>
<tr>
<td>10,148</td>
<td>5,677</td>
<td></td>
</tr>
</tbody>
</table>

### Stock Data

<table>
<thead>
<tr>
<th></th>
<th>2007</th>
<th>2006</th>
</tr>
</thead>
<tbody>
<tr>
<td>Number of shares as of November 30 in million</td>
<td>31.4</td>
<td>-</td>
</tr>
<tr>
<td>Share price&lt;sup&gt;5)&lt;/sup&gt; as of November 30 in EUR</td>
<td>37.70</td>
<td>-</td>
</tr>
<tr>
<td>Market capitalization as of November 30 in EUR billion</td>
<td>1.2</td>
<td>-</td>
</tr>
<tr>
<td>Share price high&lt;sup&gt;5)&lt;/sup&gt; during the financial year in EUR</td>
<td>39.65</td>
<td>-</td>
</tr>
<tr>
<td>Share price low&lt;sup&gt;5)&lt;/sup&gt; during the financial year in EUR</td>
<td>32.65</td>
<td>-</td>
</tr>
<tr>
<td>Earnings per share in EUR</td>
<td>-0.04</td>
<td>-</td>
</tr>
<tr>
<td>Adjusted earnings per share in EUR&lt;sup&gt;6)&lt;/sup&gt;</td>
<td>1.34</td>
<td>-</td>
</tr>
<tr>
<td>Dividend per share in EUR (proposal)</td>
<td>0.40</td>
<td>-</td>
</tr>
</tbody>
</table>

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1) Adjusted EBITDA: earnings before income taxes, financial result, depreciation and amortization, restructuring expenses and one-off income and expenses
2) Adjusted EBITA: earnings before income taxes, financial result, amortization, restructuring expenses and one-off income and expenses
3) Adjusted net income: consolidated profit before non-cash amortization of fair value adjustments, special effects from restructuring expenses, and the balance of one-off income and expenses (including significant non-cash expenses) and the related tax effects
4) Adjusted EBITDA leverage: the relation of interest bearing net debt to adjusted EBITDA
5) In each case Xetra closing price
6) Adjusted net income after minorities divided by 31.4 m shares (November 30, 2007)
Ordinary Annual General Meeting of GERRESHEIMER AG, Dusseldorf *

Congress Center Dusseldorf (CCD Stadthalle),
Stockumer Kirchstrasse 61 (Entrance Rotterdamer Strasse),
40474 Dusseldorf

* This version of the invitation, prepared for the convenience of English-speaking readers, is a translation of the German original. For the purposes of interpretation the German text shall be authoritative and final.
Invitation to the Ordinary Annual General Meeting

We invite our shareholders to the first Ordinary Annual General Meeting of Gerresheimer AG at 10.00 a.m. (admission from 9.00 a.m.) CET on Friday, May 23, 2008, in the CCD Congress Center Dusseldorf (CCD Stadthalle), Stockumer Kirchstrasse 61 (Entrance Rotterdamer Strasse), 40474 Dusseldorf. By this invitation, the invitation of Gerresheimer AG for April 17, 2008 published in the electronic Bundesanzeiger (Federal Law Gazette) on March 7, 2008 is invalidated.

Agenda


   The documents named in agenda item 1 may be inspected on the Internet under http://www.gerresheimer.de/investor-relations and in the registered offices of Gerresheimer AG at Benrather Strasse 18-20, 40213 Dusseldorf. They will also be sent to shareholders on request.

2. Resolution on appropriation of the net earnings of Gerresheimer AG

   The Management Board and the Supervisory Board propose that the net earnings for the financial year 2006/2007 totalling EUR 26,922,589.85 shall be appropriated as follows:

   a) Distribution to shareholders through payment of a dividend of EUR 0.40 per dividend-bearing share EUR 12,560,000.00

   b) Amount carried forward EUR 14,362,589.85

   The dividend shall be paid out on May 26, 2008.

3. Resolution on formal approval of the actions of the members of the Management Board

   The Management Board and the Supervisory Board propose that formal approval is granted to the members of the Management Board who held office during the financial year for their actions in this period.

4. Resolution on formal approval of the actions of the members of the Supervisory Board

   The Management Board and the Supervisory Board propose that formal approval is granted to the members of the Supervisory Board who held office during the financial year for their actions in this period.
5. Resolution on supplementary election to the Supervisory Board

In accordance with sections 96 (1) and 101 (1) of the German Stock Corporation Act (Aktiengesetz) in conjunction with section 7 (1) sentence 1 No. 1 of the German Codetermination Act (Mitbestimmungsgesetz), the Supervisory Board consists of six members to be elected by the Annual General Meeting and six to be elected by the employees. The Annual General Meeting is not bound by election proposals.

Following the resignation of Mr Robert Ramsauer from the Supervisory Board, Mr Gerhard Schulze was appointed as a member of the Supervisory Board by a resolution of the Dusseldorf Local Court with effect on February 8, 2008 and was elected as Chairman of the Supervisory Board in its meeting on February 25, 2008. In accordance with the recommendation under item 5.4.3 sentence 2 of the German Corporate Governance Code an election by the Annual General Meeting shall now replace the court appointment. It is intended to propose Mr Schulze to the Supervisory Board for reelection as Chairman. Mr Schulze was from 1985 until 2004 member of the Management Board of Gerresheimer Glas AG (today Gerresheimer Glas GmbH), during which time he was responsible for finance from 1985 until 2002 and for human resources from 1988 until 2004.

The Supervisory Board therefore proposes that Mr Gerhard Schulze, Diplom-Betriebswirt, Mönchengladbach, is elected as a Supervisory Board member for the shareholders until the end of the Annual General Meeting which passes a resolution on formal approval of the actions of the Supervisory Board members for the financial year 2010/2011.

Mr Schulze is Chairman of the Advisory Board of Wickeder Westfalenstahl GmbH, Wickede (Ruhr). Apart from this, Mr Schulze is not a member of other Supervisory Boards set up in accordance with the provisions of the law and holds no mandates in comparable German or foreign controlling bodies of business enterprises.

6. Resolution on election of the auditor

The Supervisory Board proposes that Ernst & Young AG, Wirtschaftsprüfungsgesellschaft, Dusseldorf, is appointed as auditor for the Company and the Group and as auditor for the possible examination of interim financial reports for the financial year 2007/2008.

7. Authorization to issue convertible bonds and warrant bonds and to exclude the subscription right and at the same time creation of conditional capital and corresponding amendment of the Articles of Association

The Management Board and the Supervisory Board propose that the following resolution shall be adopted:
(1) Authorization of the Management Board to issue convertible bonds and warrant
bonds and exclude the subscription right

a) Authorization period, nominal amount, term, number of shares
The Management Board is authorized, after approval of the Supervisory Board, in the
period until May 22, 2013, once or in partial amounts,

• to issue convertible and/or warrant bonds in an aggregate nominal amount of up to
EUR 500,000,000 with a term of up to 20 years (in the following “Bonds”) through
the Company or through companies in which the Company directly or indirectly has
a majority holding (in the following “Group Companies”), and

• to guarantee such Bonds issued by Group Companies

and to grant the holders of Bonds option or conversion rights to in aggregate up
to 6,280,000 no-par-value bearer shares in the Company (in the following also
“Gerresheimer Shares”), representing a notional portion of the nominal capital of up to
EUR 6,280,000 in accordance with the relevant terms of the Bonds. Other than in Euro,
the Bonds may also be denominated in the legal currency of a member country of the
OECD, however, limited to the relevant equivalent value in Euro of the amount under
this authorization.

The individual issues may be divided into partial bonds, each of which conveys equal
entitlements.

b) Subscription right
The Bonds shall be offered to the shareholders for subscription; however, this can also
be effected in a way that the Bonds are taken over by a credit institution, an enterprise
within the meaning of Sec. 53 Para. 1 Sentence 1 or Sec. 53b Para. 1 Sentence 1 or
Para. 7 of the German Banking Act (Kreditwesengesetz) or a syndicate of such credit
institutions or enterprises committed to offer the Bonds to the shareholders for sub-
scription. If the Bonds are issued by a Group Company, the Company shall safeguard
the granting of the statutory subscription right to the shareholders of the Company as
specified in the foregoing sentences.

c) Exclusion of subscription right
The Management Board is authorized, after approval of the Supervisory Board, to
exclude the subscription right of the shareholders with respect to the Bonds,

• if such Bonds are issued against payment in cash and the issue price is not substan-
tially lower than the theoretical market value of the Bonds, as determined in accor-
dance with accepted methods of financial mathematics. However, this only applies
insofar as the shares to be issued to serve the option and/or conversion rights established on this basis in aggregate do not exceed 10% of the nominal capital either at the time of this authorization becoming effective or at the time of its exercise. The notional portion of the nominal capital that relates to shares issued or sold during the period of this authorization with the subscription right excluded in direct or analogous application of Sec. 186 Para. 3 Sentence 4 of the German Stock Corporation Act (Aktiengesetz) is to be included in this 10% figure;

- in order to exclude fractional amounts resulting from a given subscription ratio from the subscription right of existing shareholders to the Bonds,

- to the extent necessary to grant holders of option rights or creditors of convertible bonds that have been or will be issued by the Company or its Group Companies a subscription right to that extent to which they would be entitled after exercise of the rights or after fulfillment of any conversion obligations.

d) Warrant bonds
When bonds with warrants are issued, to every partial bond option warrants will be attached which will be issued by the Company entitling the holder, as specified in the option terms, to the acquisition of new Gerresheimer Shares. The term of the option right may not exceed 20 years.

Sec. 9 Para. 1 of the German Stock Corporation Act and Sec. 199 of the German Stock Corporation Act shall remain unaffected.

e) Convertible bonds
When convertible bonds are issued, the holders of the partial bonds shall be entitled to convert their partial bonds into new Gerresheimer Shares in accordance with the convertible bond terms. The conversion ratio shall result by dividing the nominal value or the issue amount below the nominal value of a partial bond by the fixed conversion price for one Gerresheimer Share. It may be rounded up or down to a conversion ratio with a full number; moreover, a necessary additional cash adjustment may be determined as well as the combination or a compensation for fractional amounts which cannot be converted.

Sec. 9 Para. 1 of the German Stock Corporation Act and Sec. 199 of the German Stock Corporation Act shall remain unaffected.

f) Entitlement to substitution, obligation to convert or to exercise the option
The bond terms may provide for the right of the Company not to grant new Gerresheimer Shares when the conversion or option right is exercised, but to fully or partially pay in cash the countervalue of the shares which would otherwise have to be
provided. The bond terms may also specify that the warrant bonds and/or convertible bonds may, at the Company's discretion, fully or partially be converted into existing shares of the Company or that the option right may be fulfilled by the provision of such shares instead of being converted into new shares out of the conditional capital.

Finally, the bond terms may provide for an obligation to exercise the conversion or option right at the end of the term or at any other point in time, or they may provide for the right to fully or partially grant (new or existing) shares of the Company instead of the due cash payment at the aforementioned points in time.

g) Option or conversion price
The option and/or conversion price for one no-par-value share of the Company shall amount to 135% of the volume-weighted average price of the Gerresheimer Share in Xetra-trading (or in an equivalent successor system) on the Frankfurt Stock Exchange in the period between the start of the institutional placing (bookbuilding) and the setting of the issue price of the Bonds as established using the “VWAP” function of the Bloomberg information system (or, if this information system does not exist anymore at the time of the setting of the issue price, using a comparable successor function of a comparable information system), or – in the event of a subscription right being granted – 135% of the arithmetic mean of the volume-weighted daily stock-market price of the Gerresheimer Share in Xetra-trading (or in an equivalent successor system) on the Frankfurt Stock Exchange, rounded up to full cents, on the trading days during the subscription period, except for the two last trading days.

Sec. 9 Para. 1 of the German Stock Corporation Act shall remain unaffected.

h) Protection against dilution
Without prejudice to Sec. 9 Para. 1 of the German Stock Corporation Act, the option or conversion price may be reduced pursuant to a dilution protection clause in accordance with the terms of the Bonds if the Company increases its nominal capital before the end of the option or conversion period, honoring the subscription right of its shareholders, or issues or guarantees further bonds and the holders of option rights or the creditors of convertible bonds are not granted a subscription right in this relation. The terms may also provide for a value-preserving adjustment of the option or conversion price in case of other measures of the Company that may result in a dilution of the value of the option or conversion rights.
i) Further details
The Management Board is authorized, in accordance with the above-mentioned requirements, to determine the further details of the issue and features of the Bonds and their terms, or to do so in agreement with the corporate bodies of the Group Company issuing the Bonds, in particular interest rate, method of interest calculation, issue price, term to maturity and denomination, option or conversion period, determination of an additional payment in cash, and adjustment clauses for the case of economic dilution or exceptional events with comparable effects.

(2) Conditional capital increase
The nominal capital of the Company is conditionally increased by up to EUR 6,280,000 by issuing up to 6,280,000 new no-par-value bearer shares. The shares to be issued carry a dividend right equivalent to the dividend right of the outstanding shares of the same class. The conditional capital increase serves the purpose of granting shares to the holders or creditors of option and/or convertible bonds issued by the Company or a Group Company on the basis of the authorization by the Annual General Meeting pursuant to the aforementioned number (1). The new shares are issued at the option and/or conversion price determined in accordance with the aforementioned authorization. The conditional capital increase is to be effected only insofar as the option and/or conversion rights relating to the Bonds are exercised or any conversion obligations under these Bonds are fulfilled and insofar as no cash settlement is granted and no treasury shares are used for servicing. The Management Board is authorized to determine the further details of the implementation of the conditional capital increase.

(3) Amendment of the Articles of Association
Sec. 4 of the Articles of Association is amended by the following new Paragraph (5):

“(5) The nominal capital of the Company has been conditionally increased by up to EUR 6,280,000 by issuing up to 6,280,000 new no-par-value bearer shares. The shares to be issued carry a dividend right equivalent to the dividend right of the outstanding shares of the same class. The conditional capital increase serves the purpose of granting shares to the holders or creditors of option and/or convertible bonds issued by the Company or a Group Company until May 22, 2013 on the basis of the authorization by the Annual General Meeting of May 23, 2008. The new shares shall be issued in accordance with the option and/or conversion price determined in each case in accordance with the aforementioned authorization. The conditional capital increase is to be effected only insofar as the option and/or conversion rights relating to the Bonds are exercised or any conversion obligations under these Bonds are fulfilled and insofar as no cash settlement is granted and no treasury shares are used for servicing. The Management Board is authorized to determine the further details of the implementation of the conditional capital increase.”
Report of the Management Board concerning Item 7 on the Agenda

Adequate capital resources are an important pre-requisite for the development of the Company. Warrant bonds and convertible bonds ("Bonds") are an important financial instrument that enables the Company to obtain low-interest debt capital initially, which in some instances it may later retain in the form of equity capital. Moreover, the conversion and option premiums realized accrue to the Company.

For these reasons, it is proposed to issue convertible bonds and/or warrant bonds by the Company or by a Group Company controlled by the Company in the aggregate nominal amount of up to EUR 500,000,000 with shares representing a notional portion of the nominal capital of up to EUR 6,280,000 – corresponding to up to 6,280,000 shares – being available to serve these Bonds in the context of the conditional capital created for this purpose. The term of the partial bonds may not exceed 20 years. When Bonds are issued with the subscription right being excluded, the option or conversion price for one share shall equal 135% of the volume-weighted average price of the Gerresheimer Share in Xetra trading (or in an equivalent successor system) at the Frankfurt Stock Exchange in the period between the start of the institutional placing (bookbuilding) and the setting of the issue price of the Bonds as established using the "VWAP" function of the Bloomberg Information System (or, if this system does not exist anymore at the time of the setting of the issue price, using a comparable successor function of a comparable information system). When convertible bonds and/or bonds with warrants are issued and the shareholders have a subscription right, the option or conversion price for one share shall equal 135% of the arithmetic mean of the volume-weighted daily stock-market price of the Gerresheimer Share in Xetra trading (or in an equivalent successor system), on the Frankfurt Stock Exchange, rounded up to full cents, on the trading days during the subscription period, except for the two last trading days. Thereby, it is ensured, that the conversion or option price shows an appropriate proportion to the stock-exchange price of the share in close temporal connection to the time of the issuing of the Bonds. Provided a respective development of the stock market price, the issue of the Bonds offers the opportunity to accrue more capital than could be accrued by way of an ordinary capital increase at that time.

The value of the shares shall not be diluted by the authorization and the conditional capital. According to statutory provisions, our shareholders are in principle entitled to subscribe to the Bonds; in order to facilitate the handling of the Bond issue, the Bonds may in this context be issued to a credit institution, an enterprise within the meaning of Sec. 53 Para. 1 Sentence 1 or Sec. 53b Para. 1 Sentence 1 or Para. 7 of the German Banking Act or a syndicate of such credit institutions or enterprises, subject to the condition that the Bonds be offered to the shareholders in accordance with their subscription right (the so-called "indirect subscription right" within the meaning of Sec. 186 Para. 5 of the German Stock Corporation Act). This enables the shareholders to invest their capital with the Company and at the same time to maintain their proportional stake in the Company. It is intended, however, that the Management Board shall be authorized, subject to the approval of the Supervisory Board, to exclude this subscription right under certain circumstances in accordance with the statutory provisions:
• The Management Board shall be authorized, after the approval of the Supervisory Board, to exclude the subscription right in analogous application of Sec. 186 Para. 3 Sentence 4 of the German Stock Corporation Act if the issue price of the Bonds is not substantially lower than their theoretical market value as determined in accordance with accepted methods of financial mathematics (Sec. 221 Para. 4 Sentence 2 in conjunction with Sec. 186 Para. 3 Sentence 4 of the German Stock Corporation Act). Such exclusion of the subscription right of existing shareholders is necessary if a bond is to be placed at short notice in order to make use of a favorable market environment. This allows for the interest of the Company to make flexible use of financing opportunities and not to be dependent on more expensive bank loans. The interests of the shareholders are preserved in that the Bonds are issued at a price which is not substantially lower than their market value, as a result of which the value of the subscription right is practically zero. Therefore, the shareholders do not sustain any economic disadvantage by the exclusion of the subscription right. Moreover, they may maintain their stake in the nominal capital by the acquisition of shares on the market. The exclusion of the subscription right is limited to Bonds with rights to shares representing a notional portion of not more than 10% of the nominal capital either at the time of the adoption of the authorization by the Annual General Meeting or – if this amount is lower – at the time of the exercise of this authorization. The notional portion of the nominal capital that relates to shares issued or sold as of May 23, 2008 until the expiry of this authorization with the subscription right excluded in direct or analogous application of Sec. 186 Para. 3 Sentence 4 of the German Stock Corporation Act is to be included in this 10% figure. Also to be included in this number are the shares that have been or can still be issued to serve option and/or conversion rights insofar as the Bonds were issued during the term of this authorization with the subscription right excluded in analogous application of Sec. 186 Para. 3 Sentence 4 of the German Stock Corporation Act. Thereby, it is ensured that the limitation to 10% of the nominal capital, as stipulated in Sec. 186 Para. 3 Sentence 4 of the German Stock Corporation Act, is being used only once. Due to the limitation of the volume to 10% of the nominal capital and the possibility to acquire shares on the market, the shareholders do not sustain any relevant detriment to their proportional stake in the Company.

• It shall also be possible to exclude the subscription right in order to permit exploitation of fractional amounts in issues for which shareholders have a subscription right in principle. It is reasonable and customary to exclude the subscription right in relation to fractional amounts because the costs of trading subscription rights relating to fractional amounts are out of proportion to the benefits for shareholders. The potential dilution effect is negligible due to the restriction on fractional amounts. The Bonds excluded from the subscription right on account of fractional amounts are used to the best advantage of the Company.

• Furthermore, it shall be possible to exclude the subscription right insofar as the holders of Bonds that have been or will be issued by the Company or its Group Companies are granted a subscription right to Bonds issued subsequently. The holders of the subscription right are thus treated as if they had already made use of their subscription right and were thus already shareholders. Warrant bonds and convertible bonds usually provide for such protection against dilu-
tion to facilitate placement of the bonds in the capital market and to enable the company to obtain a higher capital inflow because the conversion or option price does not have to be reduced in such cases. Admittedly, this protection against dilution is to the detriment of the existing shareholders. However, this burden amounts to nothing more than that a subscription right is granted to the holders of the Bonds to which they would be entitled anyway if they had already exercised their conversion and/or option right. Considering the advantages and the disadvantages, the exclusion of the subscription right seems to be appropriate in this case.

Total number of shares and voting rights
At the time of the convening of the Annual General Meeting the capital stock totals EUR 31,400,000. The capital stock is divided into 31,400,000 bearer shares. Each share gives one vote in the Annual General Meeting, so the total number of votes is 31,400,000.

Participation in the Annual General Meeting
Shareholders who participate in the Annual General Meeting and exercise their right to vote are, according to section 16 (1) of the Articles of Association, required to register before the meeting. They are also required by section 16 (2) of the Articles of Association to produce evidence of their entitlement to participate in the Annual General Meeting and exercise voting rights. For this purpose they must submit documentation of their shareholding, as produced by the bank or financial services institute maintaining the securities custody account, relating to the start of May 2, 2008. The registration and documentation must be drawn up in text form in English or German and be received by the Company by May 16, 2008, at the address stipulated below:

Gerresheimer AG  
c/o Deutsche WertpapierService Bank AG  
Abt. WDHHV  
Wildunger Strasse 14  
60487 Frankfurt am Main  
Fax: +49–(0) 69 / 50 99–1110  
E-mail: HV-Eintrittskarten@dwpbank.de

Admission tickets for the Annual General Meeting will be sent to shareholders after receipt of the registration and shareholding documentation.
Voting right representation
Shareholders who are unable to attend the Annual General Meeting in person may arrange for their voting right in the Annual General Meeting to be exercised through an authorized agent, e.g. the bank or financial services institute maintaining the securities custody account, a shareholder association or another person of their choice. A proxy form will be enclosed with the admission ticket, and will also be sent to each shareholder on request. The request should be addressed to:

Gerresheimer AG
Investor Relations
Benrather Strasse 18–20
40213 Dusseldorf
Fax: +49–(0) 211 / 6181–121
E-mail: investorrelations@gerresheimer.com

In addition, we offer our shareholders the possibility to arrange to be represented in ballots by a voting right representative nominated by the Company. This representative may exercise voting rights only on the basis of expressly given instructions. Without instructions the proxy is invalid. Only the proxy and instruction form enclosed with the admission ticket may be used for this purpose. Proxy and instruction forms for the voting right representative must be sent before the Annual General Meeting to the aforementioned address of Gerresheimer AG and be received by Wednesday May 21, 2008, 12.00 noon CET, at the latest.

Further details about participation in the Annual General Meeting and the issue of proxy powers and instructions will be sent to shareholders together with the admission ticket. Similar information may also be seen on the Internet under http://www.gerresheimer.de/investor-relations.
Broadcast of the Annual General Meeting on the Internet
The opening of the Annual General Meeting by the Chairman of the Meeting, the explanation of the Report of the Supervisory Board by the Chairman of the Supervisory Board and the speech of the Chairman of the Management Board will be broadcast live in the Internet due to a Management Board resolution with the consent of the Supervisory Board. All shareholders and interested members of the public can watch the broadcast under http://www.gerresheimer.de/investor-relations.

Applications and election proposals by shareholders
According to section 126 and section 127 of the German Stock Corporation Act, applications and election proposals by shareholders shall be sent exclusively to the following address. Counter-applications and election proposals sent to another address will not be taken into account.

Gerresheimer AG
Investor Relations
Benrather Strasse 18-20
40213 Dusseldorf
Fax: +49–(0) 211 / 6181–121
E-mail: investorrelations@gerresheimer.com

Orderly applications and election proposals of shareholders which are received by midnight on May 9, 2008 at the latest at the above address with proof of the applicant’s shareholder status will be promptly made accessible under the Internet address http://www.gerresheimer.de/investor-relations. Any comments by the management on applications and election proposals received will also be published under the stated Internet address.

Publication in the electronic Bundesanzeiger
The date of convocation of the Annual General Meeting on May 23, 2008 through publication of the above agenda in the electronic Bundesanzeiger (Federal Law Gazette) is March 18, 2008.

Dusseldorf, March 2008

Gerresheimer AG
The Management Board
Ordinary Annual General Meeting of Gerresheimer AG on Friday May 23, 2008, in the CCD Congress Center Dusseldorf (CCD Stadthalle), Stockumer Kirchstrasse 61 (Entrance Rotterdamer Strasse), 40474 Dusseldorf