



# **GERRESHEIMER**

Management Report and  
Financial Statements of  
Gerresheimer AG 2008

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# Management Report of Gerresheimer AG

## for the Financial Year from December 1, 2007 to November 30, 2008

### Functions and Structure of Gerresheimer AG

Gerresheimer AG is the parent company of the Gerresheimer Group and as a holding company manages its direct and indirect subsidiaries. At the end of the financial year 2008, the Group had 42 sites in Europe, the Americas and China, and 10,177 employees worldwide.

The Gerresheimer Group is an internationally leading supplier of high-quality glass and plastic packaging and system solutions. Its most important sales market is the global pharma & life science industry. Based on own developments and state-of-the-art production technologies, Gerresheimer offers primary pharmaceutical packaging and drug delivery systems as well as diagnostic systems and the full range of glass products for the life science research industry.

In April 2007, Gerresheimer Alpha GmbH changed its legal form to a German stock corporation and was renamed Gerresheimer AG. On June 11, 2007, Gerresheimer AG successfully went public with the official listing of its shares on the regulated market of the Frankfurt Stock Exchange (Prime Standard). The shares of Gerresheimer AG are listed under the stock ticker "GXI" or ISIN "DE000A0LD6E6". A total of 22.8 million shares were placed during the IPO. 11.4 million of the shares placed were from a capital increase, 10.6 million from the selling shareholder BCP Murano II S.á.r.l. (hereinafter also referred to as "BCP Murano") and a further 0.8 million shares owned by BCP Murano under a green shoe option granted by a syndicate of banks. At an issue price of EUR 40 per share, the placement volume was some EUR 912m (including green shoe shares). The Gerresheimer share has been listed on the SDAX from September 6, 2007 and on the MDAX since December 22, 2008.

### Portfolio Changes

In the financial year 2008, Gerresheimer continued its globalization strategy and the expansion of its product range in the Pharma & Life Science division by means of two further acquisitions. In January 2008, Gerresheimer acquired 99.82 % of the Spanish EDP group (hereinafter referred to as "Gerresheimer Zaragoza"), Zaragoza, Spain, via its holding company Gerresheimer Spain S.L.U., Madrid, Spain. This group includes DSTR S.L., Zaragoza, Spain, Gerresheimer Valencia S.L.U., Valencia, Spain, Gerresheimer Zaragoza S.A., Epila, Spain, and Gerresheimer Buenos Aires S.A., Buenos Aires, Argentina. The approval by the antitrust authorities necessary to gain control was obtained in January 2008. On January 31, 2008, Gerresheimer acquired all shares in the Brazilian company Allplas Embalagens Ltda. (hereinafter referred to as "Gerresheimer São Paulo"), São Paulo, via its holding company Gerresheimer Brasil Participações Ltda., São Paulo.

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In particular as a manufacturer of PET containers for the pharmaceutical industry, Gerresheimer Zaragoza is a leading producer of pharma plastic packaging in southern Europe and South America. Gerresheimer São Paulo is the Brazilian market leader in pharmaceutical plastic packaging and produces high-quality bottles, application and closure systems for solid and liquid medicines.

With a total of five new sites in Southern Europe and South America, we have been able to considerably expand both our geographical markets and our product range. The transfer of products and expertise between our old and our new companies also releases valuable synergies and additional innovative power for our markets.

### **Development of Results of Operations of Gerresheimer AG**

The result from ordinary activities amounted to EUR 26.2m in the financial year 2008. It was mainly influenced by the positive financial result of EUR 31.5m and income of EUR 11.1m from profit transfers of Gerresheimer Holdings GmbH. The prior year's loss from ordinary activities of EUR 27.4m was primarily due to one-off IPO expenses and a loss transfer of EUR 11.0m from Gerresheimer Holdings GmbH.

Other operating income largely contained income from invoicing subsidiaries for contractually defined services. The increase by EUR 5.3m to EUR 9.2m is chiefly attributable to Gerresheimer AG taking over the full range of services previously offered by GERRESHEIMER GLAS GmbH and Gerresheimer Group GmbH in the financial year 2008.

Personnel expenses increased by EUR 5.7m to EUR 9.5m compared with the prior year. This is partly due to the fact that 33 employees of Gerresheimer Group GmbH were transferred to Gerresheimer AG when Gerresheimer AG acquired that company's operations. Another nine employees were taken over from GERRESHEIMER GLAS GmbH with effect from December 1, 2007. In addition, only a portion of total Management Board remuneration was included in the prior year personnel expenses as the Management Board of Gerresheimer AG was only appointed on April 1, 2007.

Other operating expenses decreased by EUR 14.3m to EUR 15.8m. In contrast to the prior year, recurring other operating expenses increased significantly due to the expansion of Gerresheimer AG's business activities, for example insurance premiums, rental and lease expenses and trade fair expenses. The increase in recurring other operating expenses was more than compensated by the fact that one-off IPO expenses of EUR 23.4m were only had to be borne in the prior year.

The financial result rose from EUR 13.7m to EUR 31.5m. It chiefly contains interest income from affiliated companies. The year-on-year increase is partly attributable to the fact that the financial result for the financial year includes interest on other loans to Gerresheimer Holdings GmbH for the whole financial year while only a portion of interest was included in the prior year.

## Development of Net Assets of Gerresheimer AG

As in the prior year, fixed assets chiefly comprise shares in affiliated companies of EUR 117.1m and loans to affiliated companies of EUR 396.3m. The loans relate to a long-term interest-bearing loan granted to Gerresheimer Holdings GmbH out of the funds generated through the IPO.

Current assets mainly include receivables from affiliated companies of EUR 132.4m consisting of trade receivables and receivables from short-term interest-bearing loans (prior year: EUR 98.8m). The year-on-year increase by EUR 33.7m is attributable to receivables from the profit transfer for the financial year 2008 due from Gerresheimer Holdings GmbH amounting to EUR 11.1m and from interest charged on prior year profit transfers that were transformed into interest-bearing loans.

Equity increased by EUR 3.7m from EUR 584.0m to EUR 587.7m due to a dividend distribution of EUR 12.6m and net income for the financial year 2008 of EUR 16.2m. The equity ratio still fell slightly from 94.8 % as of November 30, 2007 to 89.8 % as of November 30, 2008.

Liabilities increased from EUR 27.5m to EUR 59.6m in the financial year. As in the prior year, they were mainly due to affiliated companies. EUR 51.4m (prior year: EUR 15.8m) of the total liabilities are liabilities to GERRESHEIMER GLAS GmbH arising in particular from the settlement of payment transactions on behalf of Gerresheimer AG.

## Disclosures Pursuant to Article 289 (4) HGB [“Handelsgesetzbuch”: German Commercial Code] and Explanatory Report

Gerresheimer AG is a German stock corporation [“Aktiengesellschaft”: AG] with its registered office in Germany. It has issued voting stock which is listed on the regulated market of the Frankfurt Stock Exchange (Prime Standard), an organized market within the meaning of article 2 sec. 7 WpÜG [“Wertpapiererwerbs- und Übernahmegesetz”: German Securities Acquisition and Takeover Act].

## Composition of Subscribed Capital

The subscribed capital (capital stock) of Gerresheimer AG totaled EUR 31.4m as of November 30, 2008. It is divided into 31.4 million ordinary no-par value bearer shares with a nominal share in capital stock of EUR 1.00 each. The capital stock of the Company has been fully paid in.

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### **Restrictions Relating to Voting Rights or The Transfer of Shares**

As of the balance sheet date, there are no restrictions on the voting rights of Gerresheimer AG stock specified by law or in the articles or incorporation and bylaws. All no-par value shares in Gerresheimer AG issued as of November 30, 2008 carry full voting rights and grant the holder one vote at the shareholder meeting.

### **Shareholdings Which Exceed 10 % of Voting Rights**

As of November 30, 2008, we are not aware of any direct or indirect shareholdings in the Company's capital stock exceeding 10 % of the voting rights.

### **Shares With Special Rights Conferring Control**

None of the shares issued by Gerresheimer AG have rights which confer special control to their bearer.

### **Type of Control of Voting Rights When Employees Are Shareholders and Do Not Directly Exercise Their Control Rights**

There is no information available on the control of voting rights in the event that employees are Company shareholders and do not directly exercise their control rights.

### **Legal Provisions and Provisions of the Articles on the Appointment and Removal of the Management Board and Amendments to the Articles**

The Management Board is the legal management and representative body of Gerresheimer AG. In accordance with the articles of incorporation and bylaws of the Company, it comprises at least two members. The Supervisory Board determines the exact number of members of the Management Board. The Supervisory Board can appoint deputy members of the Management Board. In addition, the Supervisory Board appoints one member of the Management Board as CEO or spokesperson.

The Management Board is made up of the CEO and three further members, namely Dr. Axel Herberg (CEO and board member responsible for Plastic Systems), Hans-Jürgen Wiecha (CFO), Uwe Röhrhoff (board member responsible for Life Science Research and Moulded Glass) and Dr. Max Raster (board member responsible for Tubular Glass).

In accordance with article 84 AktG, the members of the Management Board are appointed for a maximum of five years by the Supervisory Board. Repeat appointments or extensions of the term of office for up to a maximum of five years at a time are permissible. The Supervisory Board may revoke the appointment of a Management Board member prior to the end of the term of office for good cause, e.g. in the event of a gross breach of duty or if the shareholder meeting withdraws its confidence in a member of the Management Board.

The Company is either represented by two members of the Management Board or by one member of the Management Board and an authorized signatory.

In accordance with article 179 AktG, every amendment to the articles of incorporation and bylaws must be approved by resolution of the general meeting. Exceptions to this rule are amendments to the articles which only pertain to their wording. The Supervisory Board is authorized to make such changes.

Shareholder meeting resolutions are adopted by a simple majority of the votes cast if this does not conflict with any legal provisions. If the law additionally requires a majority of capital, they are adopted by a simple majority of the capital stock represented upon adoption of the resolution.

#### **Authority of the Management Board to issue or buy back shares**

In accordance with article 4 sec. 4 of the articles, the Management Board is entitled to increase the capital stock in the period to May 31, 2012 once or repeatedly by up to a total nominal value of EUR 15.7m with the approval of the Supervisory Board by issuing new no-par bearer shares in return for cash and/or non-cash contributions. The new shares may also be acquired by one or more banks determined by the Management Board subject to the requirement that they are offered to shareholders (indirect subscription right).

The Management Board is authorized, with the approval of the Supervisory Board, to exclude the shareholders' legal subscription right in the following cases:

- For capital increases in return for non-cash contributions in order to issue shares for the purpose of acquiring companies, shares in companies, or equity investments in companies as well as for the purpose of issuing shares to employees of the Company and companies affiliated with the Company in accordance with legal provisions.

- If this is required to issue subscription rights for new shares to holders of the warrants and convertible bonds issued by the Company or its subsidiaries in the scope to which they would be entitled after exercising the warrant or conversion rights or after fulfillment of the conversion or option duties.
- To exclude any fractional amounts from subscription rights.
- For capital increase in return for cash contributions, if the issue price of the new shares is, in terms of article 203 sec. 1 and 2 and article 186 sec. 3 sentence 4 AktG, not significantly less than the market price of the shares of the same class and terms already listed on the market on the date upon which the final issue price is determined by the Management Board and the share in capital stock of the new shares for which subscription rights are excluded does not exceed 10 % of the capital stock available on the date of issue of the new shares. Shares which are disposed of during the term of the authorized capital under exclusion of shareholders' subscription rights in accordance with article 71 sec. 1 no. 8 sentence 5 and article 186 sec. 3 sentence 4 AktG as well as shares which have conversion or option rights or conversion or option duties as a result of warrants or convertible bonds that have been issued since this authorization was granted under exclusion of subscription rights pursuant to article 221 sec. 4 and article 186 sec. 3 sentence 4 AktG are counted towards the maximum amount of 10 % of capital stock.

The Management Board is authorized, with the approval of the Supervisory Board, to set out further details of the capital increase and its implementation including the conditions of the share rights and the conditions of the share issue.

In connection with this please also refer to our above-mentioned explanations on the "Restrictions relating to voting rights or the transfer of shares".

#### **Material Arrangements Dependent on a Change in Control in the Wake of a Take-Over Bid**

There are no material arrangements between Gerresheimer AG and other parties which become effective, change, or cease in the event of a change in control in the Company in the wake of a takeover bid.

#### **Compensation Agreements in the Event of a Take-Over Bid**

Gerresheimer AG has not concluded any agreements which provide for compensation for members of the Management Board or employees in the event of a takeover bid.

## Remuneration of the Management Board

The total emoluments of the Management Board consist of a number of elements. These comprise a fixed salary, a success-dependent bonus, a component with a long-term incentive effect, customary benefits and, in three cases, pension commitments resulting from prior activity with GERRESHEIMER GLAS GmbH.

The remuneration of Management Board members is set by the Presiding Committee at a reasonable level on the basis of performance appraisals.

The non-success-dependent elements comprise a fixed sum plus benefits in kind (mainly insurance premiums and company car use). The total costs for this amounted to EUR 1.9 m in the past financial year. For members of the Management Board a so-called Directors & Officers liability insurance (D&O insurance) exists which, in deviation from item 3.8 of the German Corporate Governance Code, does not provide for a deductible.

The success-dependent bonus is linked to achievement of objectives defined by the Presiding Committee in terms of the key figures of EBITDA, sales, net working capital and total investment. The costs for the success-dependent component totalled EUR 1.9 m in the past financial year.

In addition, the Company has entered into long-term stock-price-based variable compensation agreements with all of the members of the Management Board. These agreements provide that the members of the Management Board receive a total of 325,000 stock appreciation rights (so-called "phantom stocks") in each year from 2007 through 2011. As prerequisite for participating in this phantom stock program, the members of the Management Board have purchased in total 32,500 shares of the Company with their own funds before the issuance of the first tranche and must hold these shares in a restricted account for the entire duration of the agreement (own investment). Each stock appreciation right entitles the Management Board member to receive a payment related to the change in the stock price provided that, at the time the right is exercised, the price of the Company's stock exceeds the initial price of the respective tranche by at least 8 % (performance hurdle). For the stock appreciation rights issued in 2008, the issue price of EUR 34.40 constitutes the initial price. The performance hurdle is relevant with respect only to payment entitlement and not the calculation of the amount of the payment. The term of each tranche of stock appreciation rights is approximately two years, the vesting period of each tranche approximately one year. The entitlement in each case is equal to the absolute amount by which the stock price rose during the period between the issue of the respective stock appreciation rights and their exercise. The amount of the entitlement for each tranche is, however, limited to 25 % of the initial price of all stock appreciation rights of that tranche.

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All unexercised stock appreciation rights expire when the respective Management Board member leaves the Company, unless such departure is the result of death or permanent occupational disability. All entitlements to future stock appreciation rights are also forfeited on departure from the Company. The Company has reserved the right to settle any awards under these stock appreciation rights with shares.

The pension commitments made to Management Board members by GERRESHEIMER GLAS GmbH are handled through a pension fund to the extent that vested benefits were earned up to May 1, 2007. They are financed by a payment of EUR 3.6m made by the Company in the financial year 2007. No further current amounts need therefore be expensed in this regard. Vested benefits arising since May 1, 2007 are handled through a support fund. Additions to the support fund totalled EUR 0.3 m in the past financial year.

The Company's Shareholders' Meeting on May 14, 2007 passed a resolution that, for a period of five years from the date of this resolution, no statement of the emoluments of each individual member of the Management Board would be given in the notes to the annual financial statements in accordance with article 285 sec. 1 no. 9 a sentences 5 to 9 HGB or to the Group financial statements in accordance with article 314 sec. 1 no. 6 a sentences 5 to 9 HGB.

Total remuneration of the members of the Management Board and the Supervisory Board is presented in the notes to the financial statements.

## **Risk Management**

Gerresheimer sees effective risk management as a significant factor in securing business value in the long term. For this reason, the management of opportunities and risks is an integral part of the Gerresheimer Group's structures and procedures. The central pillar of risk management is the identification and mitigation of operational risks using monitoring, planning, management and control systems which are integrated into the structures and procedures of the companies and the management holding company. The group internal audit department regularly reviews the systems. Furthermore, the auditors assess the risk management system as part of the audit of annual financial statements and report on this to the Group's Management Board and the Supervisory Board.

There are guidelines on risk reporting for the subsidiaries and the key functional areas of the management holding companies. The Group has continuously developed its early warning system for the detection of risk. The system fulfills the requirements of the German Law on Control and Transparency in Business ["Gesetz zur Kontrolle und Transparenz im Unternehmensbereich": KonTraG].

Global economic developments, exchange rate influences, volatile raw material and energy prices and uncertainties concerning the future development of state health systems are risks which could have a long-term effect on our business performance. We are aware of these risks and regularly conduct security reviews. We will continue to focus firmly on our strategic aims to counteract these potential influences.

## Risk Assessment

Our assessment of the overall risk is that there are currently no significant risks which will affect the ability of Gerresheimer AG to continue as a going concern or which could have an effect on its net assets, financial position and results of operations.

## Events After the Balance Sheet Date

There were no events which had a significant effect on the net assets, financial position or results of operations of Gerresheimer AG.

## Outlook

The following statements on the Gerresheimer Group's future business performance and the assumptions made as regards the economic development of the market and industry deemed to be significant in this respect are based on our assessments which we believe are realistic in accordance with the information currently available to us. However, these assessments entail uncertainty and present the unavoidable risk that the developments may not actually occur either in line with the tendency or the degree to which they were forecast.

### Development of economic conditions

For 2009, experts unanimously believe that the macroeconomic environment will cloud over. An economic recovery, which will also depend on the type and extent of political counteractive measures, is expected at the earliest towards the end of 2009.

Various experts believe that the crisis will hit Europe, the USA and Japan hard, with an economic downturn of between -0.7 % and -1.5 % for the US. For Europe an economic downturn of between -0.5 % and -1.2 % is expected, for Japan the forecasts lie by approximately -0.2 %.

The forecast for Germany is a reduction of approximately -1.5 % compared to the prior year. The prognoses of the German government which is based on the annual economic report published in January 2009 is that the economic performance in Germany will decline by -2.25 %.

Nevertheless, global demand for pharma & life science products may rise as a result of the ever increasing number of chronic illnesses stemming from changes relating to civilization and the environment. The demographic development of the world's population as the proportion of older people increases leading to an increased demand for medical care will also continue to contribute to the Group's positive business development. Above-average growth rates are expected in the emerging economies, where the population's medical care is continuing to improve as the standard of living rises.

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## **Outlook**

Investments in attractive market segments and regional or technological value-enhancing acquisitions are of key significance for the Group's development. The operating cash flow should ensure the Group's organic growth. Acquisitions require sound balance sheet and finance structures. We also expect the optimization of our key account management and the Gerresheimer management system to fuel further growth.

As the ultimate parent company of the Group, Gerresheimer AG mainly receives income from its subsidiaries. In light of the estimates described above and despite the uncertainties in connection with the ongoing economic development of the global economy, volatile commodity and energy prices and an increase in exchange rate volatility, we continue to expect sales growth in the pharma & life science segment and a profitable business development for the Gerresheimer Group over the next two financial years. However, no one can say with absolute certainty at present how the financial crisis will impact the real economy and therefore the Group's customers and suppliers. Consequently, forecasts entail an ever greater degree of uncertainty. Nonetheless, we expect slightly more muted growth for 2009 compared with the prior year. One-off effects in particular due to a relatively high number of product launches and general overhauls of furnaces may result in negative effects on the distributable earnings or profit transfers of subsidiaries, which would directly impact Gerresheimer AG's net income. Cost structures are subject to constant review and are consistently adjusted to reflect changing circumstances.

From today's perspective, our sound balance sheet and long-term financing structure as well as our good operating performance of the group companies will enable us to continue our growth strategy in the Pharma & Life Science segment going forward.

Düsseldorf, Germany, January 26, 2009

Gerresheimer AG  
The Management Board

## Financial Statements of Gerresheimer AG

### INCOME STATEMENT (HGB)

for the Period from December 1, 2007 to November 30, 2008

	<b>2008</b> in EUR	2007 in EUR k
Other operating income	9,200,232.88	3,903
Personnel expenses	-9,481,792.09	-3,803
Amortization and depreciation on intangible assets and property, plant and equipment	-156,290.71	-92
Other operating expenses	-15,853,573.78	-30,105
Income from profit transfer	11,055,791.18	0
Expenses from loss absorption	0.00	-11,048
Other interest and similar income thereof from affiliated companies: EUR 32,861,466.33 (prior year: EUR 17,000k)	32,863,742.19	17,002
Interest and similar expenses thereof to affiliated companies: EUR 1,394,529.00 (prior year: EUR 1,612k)	-1,394,583.43	-3,263
<b>Result from ordinary activities</b>	<b>26,233,526.24</b>	<b>-27,406</b>
Income taxes	-10,050,173.97	0
Other taxes	-5,619.60	-4
<b>Net income/loss for the year</b>	<b>16,177,732.67</b>	<b>-27,410</b>
<b>Profit carryforward from the prior year</b>	<b>14,362,589.85</b>	<b>54,332</b>
<b>Retained earnings</b>	<b>30,540,322.52</b>	<b>26,922</b>

**BALANCE SHEET (HGB)**  
as of November 30, 2008

ASSETS	Nov. 30, 2008 in EUR	Nov. 30, 2007 in EUR k
<b>Fixed assets</b>		
Intangible assets	302,716.00	184
Property, plant and equipment	868,712.25	194
Financial assets	513,426,093.58	513,426
	<b>514,597,521.83</b>	<b>513,804</b>
<b>Current assets</b>		
Receivables and other assets	138,631,837.33	100,965
Cash and cash equivalents	34,032.54	18
	<b>138,665,869.87</b>	<b>100,983</b>
<b>Prepaid expenses</b>	<b>1,040,153.01</b>	<b>1,044</b>
<b>Total Assets</b>	<b>654,303,544.71</b>	<b>615,831</b>

EQUITY AND LIABILITIES	Nov. 30, 2008 in EUR	Nov. 30, 2007 in EUR k
<b>Equity</b>		
Subscribed capital	31,400,000.00	31,400
Capital reserve	525,720,605.98	525,721
Retained earnings	30,540,322.52	26,922
	<b>587,660,928.50</b>	<b>584,043</b>
<b>Accruals</b>		
Tax accruals	1,790,100.00	703
Other accruals	4,951,000.00	3,213
	<b>6,741,100.00</b>	<b>3,916</b>
<b>Liabilities</b>	<b>59,587,961.79</b>	<b>27,542</b>
<b>Deferred income</b>	<b>313,554.42</b>	<b>330</b>
<b>Total Equity and Liabilities</b>	<b>654,303,544.71</b>	<b>615,831</b>

## STATEMENT OF CHANGES IN FIXED ASSETS (HGB)

in T EUR	Acquisition and production cost				
	Dec. 1, 2007	Additions	Reclassifications	Disposals	Nov. 30, 2008
<b>Intangible assets</b>					
Industrial rights and similar rights	222	117	41	0	380
Payments on account	0	45	0	0	45
	<b>222</b>	<b>162</b>	<b>41</b>	<b>0</b>	<b>425</b>
<b>Property, plant and equipment</b>					
Furniture and fixtures	71	310	0	2	379
Payments on account and assets under construction	143	478	-41	0	580
	<b>214</b>	<b>788</b>	<b>-41</b>	<b>2</b>	<b>959</b>
<b>Financial assets</b>					
Shares in affiliated companies	117,130	0	0	0	117,130
Loans to affiliated companies	396,296	0	0	0	396,296
	<b>513,426</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>513,426</b>
	<b>513,862</b>	<b>950</b>	<b>0</b>	<b>2</b>	<b>514,810</b>

Accumulated depreciation				Net book values		
Dec.1, 2007	Additions	Disposals	Nov. 30, 2008	Nov. 30, 2008	Nov. 30, 2007	
38	84	0	122	258	184	
0	0	0	0	45	0	
<b>38</b>	<b>84</b>	<b>0</b>	<b>122</b>	<b>303</b>	<b>184</b>	
20	72	2	90	289	51	
0	0	0	0	580	143	
<b>20</b>	<b>72</b>	<b>2</b>	<b>90</b>	<b>869</b>	<b>194</b>	
0	0	0	0	117,130	117,130	
0	0	0	0	396,296	396,296	
<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>513,426</b>	<b>513,426</b>	
<b>58</b>	<b>156</b>	<b>2</b>	<b>212</b>	<b>514,598</b>	<b>513,804</b>	

## NOTES TO THE FINANCIAL STATEMENTS (HGB)

of Gerresheimer AG for the Financial Year  
from December 1, 2007 to November 30, 2008

### Preliminary remarks

Gerresheimer AG is a large corporation pursuant to article 267 sec. 3 HGB [“Handelsgesetzbuch“: German Commercial Code].

On June 11, 2007, Gerresheimer AG successfully went public with the official listing of its shares on the regulated market of the Frankfurt Stock Exchange (Prime Standard). The shares of Gerresheimer AG are listed under the stock symbol “GXI” or ISIN “DE000A0LD6E6”. A total of 22.8 million shares were placed during the IPO. 11.4 million of the shares placed were from the capital increase, 10.6 million from the property of the issuing shareholder BCP Murano and a further 0.8 million shares from the property of BCP Murano under a Green Shoe option granted by the offering’s underwriters. At an issue price of EUR 40 per share, the placement volume was some EUR 912m (including Green Shoe shares). The Gerresheimer stock has been listed on the SDAX since September 6, 2007 and on the MDAX since December 22, 2008.

As of December 1, 2004, the profit and loss transfer agreement between Gerresheimer AG (formerly Gerresheimer Alpha GmbH) and Gerresheimer Beta GmbH came into force. Gerresheimer Beta GmbH and Gerresheimer Information Technology GmbH were merged into Gerresheimer AG under merger agreements dated July 26, 2007 with retroactive effect as of December 1, 2006. Thus there is now a profit and loss transfer agreement in place between Gerresheimer AG and Gerresheimer Holdings GmbH. Under this agreement, Gerresheimer Holdings GmbH is required to transfer all of its profits to Gerresheimer AG. In return, Gerresheimer AG must absorb any net loss.

Under an agreement dated November 26, 2007 and with economic effect as of December 1, 2007, Gerresheimer AG acquired parts of the business operations of Gerresheimer Group GmbH. The difference between the value of the sold assets less the value of the assumed liabilities based on the balance sheet of Gerresheimer Group GmbH as of November 30, 2007 resulted in an equalization claim of EUR 270k from Gerresheimer Group GmbH.

### Classification Principles

The classification of the balance sheet and the income statement complies with articles 266 and 275 (2) HGB. For the sake of clarity, individual items in the balance sheet and income statement have been grouped. They are stated separately in the relevant section of the notes. The income statement has been prepared using the cost-summary method and adapted to the special circumstances of the Company in its capacity as a holding company.

## Accounting and Valuation Methods

The financial statements have been prepared in accordance with the general valuation provisions of article 252 to 256 HGB in compliance with the recognition and valuation provisions for large corporations (article 264 to 274a, 279 to 283 HGB).

The individual items were valued using the following methods:

### Assets

**Intangible assets** are valued at acquisition cost less amortization. Industrial property rights and similar rights are amortized over three to four years unless they have a different contractual useful life.

**Property, plant and equipment** are carried at acquisition cost less depreciation. Movable items of property, plant and equipment are depreciated at the maximum rates allowed for tax purposes.

**Financial assets** are disclosed at acquisition cost. If the value determined according to these principles is higher than the fair value as of the balance sheet date, an impairment loss is recognized.

**Receivables and other assets** are stated at their nominal value.

**Cash and cash equivalents** are stated at nominal value.

### Equity and Liabilities

**Equity items** are stated at nominal value.

**Accruals** are carried at the amount deemed necessary by prudent business judgment.

A share-based remuneration scheme was introduced for managers of the Gerresheimer Group in financial year 2007 under which virtual shares were granted for 2007 and 2008. They were valued at the intrinsic value. As the share price of Gerresheimer AG was below the target price as of November 30, 2008, no accrual was set up.

**Liabilities** are recorded at the amount repayable.

## Notes to the Balance Sheet

### Assets

#### (1) Fixed Assets

The break-down of the items grouped in the balance sheet and their development in financial year 2008 are shown in the statement of changes in fixed assets.

#### (2) Intangible Assets

Gerresheimer AG acquired assets of EUR 13k at the beginning of the financial year through the purchase of business operations from Gerresheimer Group GmbH. Additions in the financial year amounted to EUR 149k and largely relate to software and payments on account.

#### (3) Property, Plant and Equipment

At the beginning of the financial year, property, plant and equipment increased by EUR 645k due to the purchase of business operations from Gerresheimer Group GmbH. Additions in the financial year total EUR 143k and relate to fixtures.

#### (4) Financial Assets/Shares in Affiliated Companies

Shares in affiliated companies amount to EUR 117,130k and relate to Gerresheimer Holdings GmbH.

#### (5) Financial Assets/Loans to Affiliated Companies

By agreement dated June 11, 2007 and effective June 12, 2007, Gerresheimer AG granted a long-term loan of EUR 396,296k to Gerresheimer Holdings GmbH at an interest rate of 7 % p.a. As of November 30, 2008, the receivable amounts to EUR 437,971k, including interest. The interest is included in the item "Receivables from affiliated companies".

#### (6) Receivables and Other Assets

in EUR k	<b>Nov. 30, 2008</b>	Nov. 30, 2007
Receivables from affiliated companies	132,412	98,752
Other assets	6,220	2,213
	<b>138,632</b>	<b>100,965</b>

Receivables from affiliated companies relate to the obligations of Gerresheimer Holdings GmbH from profit transfers from prior years which were converted into interest-bearing loans (EUR 53,981k) and to interest incurred on the loan (EUR 41,675k). The EUR 11,056k obligation of Gerresheimer Holdings GmbH under the profit and loss transfer agreement for the financial year 2008 is also included in receivables from affiliated companies. In addition, under an agreement dated June 11, 2007 and effective June 12, 2007, Gerresheimer AG provided GERRESHEIMER GLAS GmbH with a loan of EUR 20,000k at an interest rate of 7 % p.a. As of November 30, 2008, the receivable amounted to EUR 22,103k, including interest. The remaining receivables result from trade. All receivables are due within one year.

Other assets are due within one year.

### **(7) Cash and Cash Equivalents**

This item relates to bank balances.

### **(8) Prepaid Expenses**

As of November 30, 2008, prepaid expenses amounted to EUR 1,040k and mainly included payments to insurance companies in connection with the IPO which will be disclosed as expenses in subsequent financial years.

## **Equity and Liabilities**

### **(9) Subscribed Capital**

The share capital came to EUR 25k as of November 30, 2006 and was fully paid in by the sole shareholder BCP Murano II S.à.r.l., Luxembourg. On April 2, 2007, the shareholder meeting resolved to increase the share capital to EUR 20,000k. The increase was performed by contribution by the shareholder of its claim to repayment of a loan including interest of EUR 64,144k. The amount of the contribution which exceeded the increase in the share capital (EUR 44,169k) was transferred to the capital reserve.

A capital increase of EUR 11,400k was made on June 6, 2007. On June 11, 2007, Gerresheimer AG successfully went public with the official listing of its shares on the regulated market of the Frankfurt Stock Exchange (Prime Standard).

Share capital came to EUR 31,400k as of November 30, 2008, divided into 31,400,000 no-par shares.

### (10) Capital Reserve

The capital reserve amounted to EUR 36,952k as of November 30, 2006. A contribution of EUR 44,169k was made in connection with the increase in capital stock on April 2, 2007.

In connection with the IPO on June 11, 2007, premiums of EUR 444,600k were transferred to the capital reserve. As of November 30, 2008, the capital reserve amounts to EUR 525,721k.

### (11) Authorized Capital

The Management Board is entitled to increase the share capital in the period to May 31, 2012 once or repeatedly by up to a total nominal value of EUR 15,700k with the approval of the Supervisory Board by issuing new no-par bearer shares in return for cash and/or non-cash contributions.

### (12) Tax Accruals

This item mainly includes the accrual for trade tax in 2006 as well as corporate income tax and trade tax in 2008.

### (13) Other Accruals

Other accruals largely include accruals for the annual report and the general meeting, for project costs, personnel expenses, financial statement costs and for Supervisory Board remuneration.

### (14) Liabilities

in EUR k	Nov. 30, 2008	Nov. 30, 2007
Trade payables	1,071	405
Liabilities to affiliated companies	51,735	27,133
Other liabilities	6,782	4
	<b>59,588</b>	<b>27,542</b>

In financial year 2008, liabilities to affiliated companies mainly relate to ongoing interest-bearing trade with GERRESHEIMER GLAS GmbH (EUR 51,410k).

All liabilities are due within one year.

### (15) Contingent Liabilities

To secure the liabilities to banks due from its affiliated companies, Gerresheimer AG has assumed joint liability in the form of a maximum liability guarantee of EUR 540m. As of the balance sheet date, this results in a total joint liability of EUR 329.9m for Gerresheimer AG for bank loans of affiliated companies.

**(16) Other Financial Obligations**

Lease and rental obligations amount to EUR 2,229k and relate to building rent, vehicles and IT equipment.

## Notes to the income statement

**(17) Other Operating Income**

Other operating income contains out-of-period income of EUR 232k from the reversal of accruals. The item also includes income from contractual services to subsidiaries and cost allocations.

**(18) Personnel Expenses**

In financial year 2008, expenses of EUR 8,869k (prior year: EUR 3,669k) were incurred for salaries, EUR 612k (prior year: EUR 133k) for social security and EUR 1k (prior year: EUR 1k) for old-age pensions. Due to the transfer of 33 employees of Gerresheimer Group GmbH to Gerresheimer AG as part of the acquisition of the former's business operations and the takeover of nine employees of GERRESHEIMER GLAS GmbH, both effective as of December 1, 2007, personnel expenses are not comparable with the prior year. In addition, only a portion of total Management Board remuneration was included in the prior year personnel expenses as the Management Board of Gerresheimer AG was only appointed on April 1, 2007.

**(19) Other Operating Expenses**

This item includes legal and consulting fees, IT costs, costs for the shareholder meeting and annual reports, travel expenses, advertising and promotional expenses and Supervisory Board remuneration. Some of these expenses are offset by income from cost allocations. In addition, the other operating expenses from affiliated companies include recharged expenses and expenses for other services from affiliated companies, mainly Gerresheimer Group GmbH in connection with the settlement of the sale of business operations.

**(20) Income from Profit Transfer**

Income from profit transfers for financial year 2008 includes the profits transferred by Gerresheimer Holdings GmbH.

**(21) Expenses from Loss Absorption**

In the prior year, expenses from loss absorption included losses transferred by Gerresheimer Holdings GmbH.

## **(22) Income Taxes**

Income taxes contain corporate income tax of EUR 2,984k, solidarity surcharge of EUR 164k on corporate income tax and trade tax for the German tax group of EUR 6,902k. There was no income tax in the prior year.

## **Other notes**

### **(23) Subscription Rights and Other Share-Based Remuneration**

A share-based remuneration system and virtual shares were introduced for the first time in financial year 2007 with a view to promote motivation and strengthening the managements' loyalty to the Company.

To qualify, participants must have an employment relationship with Gerresheimer AG or one of its group entities on the date of share allocation of the phantom stocks. The phantom stocks granted are subject to a vesting period which runs from issue date to the end of the 30th stock exchange trading day following the ordinary shareholder meeting after the issue date. These stocks can be converted into income by October 31 of the year in which the next ordinary shareholder meeting after the issue date takes place, assuming that the exercise target has been reached. The level of remuneration will depend on the development of the Gerresheimer share. In theory, upon achievement of the exercise target, the scheme also provides for the issue of Gerresheimer shares; in practice, however, a cash settlement is intended.

The exercise target is achieved if the exercise price of the allocated phantom stocks exceeds the starting price by at least 8%. The prices are compared on the basis of the non-weighted arithmetic mean of the closing prices of the shares in Xetra-trading on the Frankfurt Stock Exchange on the last 30 trading days immediately prior to the exercise date. However, the maximum amount payable to the eligible employees for all stock appreciation rights is limited to 25% of the starting price multiplied by the number of stock appreciation rights.

Tranche 1 was exercisable as of the balance sheet date. On July 5, 2008, a second tranche was issued, which has a vesting period that runs until June 16, 2009.

In addition to the tranches described above, the members of the Management Board will be granted additional tranches of 325,000 shares each in 2009 to 2011. The terms largely correspond with those of the phantom stocks outlined above whereby one share for every ten stock appreciation rights must be held in the form of a personal investment for the entire term of the agreement.

A recognized option pricing model (binomial model) is used to determine the value of the option granted with the phantom stocks. This is determined using a volatility rate for the target price of 38 % p.a. and an employee fluctuation rate of 8 %. The return on German government bonds of 2.5 % p.a. was used as a risk-free interest rate. Due to the price development, it was not necessary to recognize an accrual for the phantom stocks. The fair value of the stock appreciation rights of the Management Board was EUR 1,660k.

#### **(24) Employees**

As part of the purchase of business operations as of December 1, 2007, the Company took over 35 salaried employees from Gerresheimer Group GmbH. Nine employees were transferred from GERRESHEIMER GLAS GmbH to Gerresheimer AG. On average, Gerresheimer AG had 63 salaried employees in financial year 2008 (prior year: 10 salaried employees). All employees fulfilled administrative functions.

#### **(25) Members of Executive Bodies**

The members of the Management Board of Gerresheimer AG were:

Dr. Axel Herberg, Düsseldorf, Germany (chairman)  
 Mr. Uwe Röhrhoff, Mönchengladbach, Germany  
 Mr. Hans-Jürgen Wiecha, Korschenbroich, Germany  
 Dr. Max Raster, Budenheim, Germany

Each Management Board member may represent the Company jointly with another Management Board member or together with an authorized signatory.

In financial year 2008, Management Board remuneration amounted to EUR 3,772k.

On May 14, 2007, the general meeting resolved not to disclose the remuneration of the individual Management Board members for a period of five years.

A list of the members of the Supervisory Board in financial year 2008 is included in the notes.

The total remuneration paid to members of the Supervisory Board for financial year 2008 came to EUR 538k (prior year: EUR 266k), plus statutory VAT.

#### **(26) Shareholdings**

An overview of the Company's shareholdings is included at the end of this report.

## **(27) Notices from the shareholders of the Company in accordance with the German Securities Trading Act ("Wertpapierhandelsgesetzes": WpHG)**

article 160 sec. 1 no. 8 Aktiengesetz (German Stock Corporation Act) (German Stock Companies Act) requires that the existence of a shareholding, which was communicated according to article 20 sec. 1 or sec. 4 German Stock Corporation Act or according to article 21 sec. 1 or sec. 1a WpHG must be reported. The content of the notification published according to article 20 sec. 6 German Stock Corporation Act or article 25 sec. 1 WpHG has to be declared.

### **January 14, 2008**

"Public information pursuant to article 26 sec. 1 WpHG:

In accordance with article 21 sec. 1 WpHG, Mr. Brett Barakett, New York, USA, informed us that his voting rights in Gerresheimer AG exceeded the threshold of 3 % on January 10, 2008 and now amount to 3.30 % (1,036,200 voting rights). All 1,036,200 voting rights have been allocated to Mr. Barakett in accordance with article 22 sec. 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 1 sentence 2 WpHG."

### **January 25, 2008**

"On January 24, 2008, we were notified of the following voting rights in accordance with article 21 sec. 1 WpHG:

In accordance with article 21 sec. 1 WpHG, Fidelity Management & Research Company, Boston, USA, also notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on January 18, 2008 and amounted to 5.20 % on that date (1,632,779 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG, the voting rights have been allocated to Fidelity Management & Research Company by Fidelity Investment Trust, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more."

### **January 28, 2008**

"On January 24, 2008, we were notified of the following voting rights in accordance with article 21 sec. 1 WpHG:

1. In accordance with article 21 sec. 1 WpHG, Fidelity Investment Trust, Boston, USA, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on June 28, 2007 and amounted to 3.12 % on that date (978,430 voting rights).
2. In accordance with article 21 sec. 1 WpHG, Fidelity Management & Research Company, Boston, USA, corrected its notification from June 18, 2007 and notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on June 8, 2007 and amounted to 3.69 % on that date (1,159,300 voting rights). The voting rights are attributable to Fidelity Management & Research Company pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG.
3. In accordance with article 21 sec. 1 WpHG, Fidelity Management & Research Company, Boston, USA, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on January 18, 2008 and amounted to 5.20 % on that date (1,632,779 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG, the voting rights have been allocated to Fidelity Management & Research Company by Fidelity Investment Trust, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more.

4. In accordance with article 21 sec. 1 WpHG, Fidelity Investment Management Limited, Hildenborough, Kent, UK, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on November 20, 2007 and amounted to 3.13 % on that date (983,986 voting rights). The voting rights are attributable to Fidelity Investment Management Limited pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 1 sentence 2 WpHG.
5. In accordance with article 21 sec. 1 WpHG, Fidelity Investments International, Hildenborough, Kent, UK, also notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on November 20, 2007 and amounted to 3.13 % on that date (983,986 voting rights). The voting rights are attributable to Fidelity Investments International pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG.
6. In accordance with article 21 sec. 1 WpHG, FMR LLC, Boston, USA, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on January 18, 2008 and amounted to 5.24 % on that date (1,643,979 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 1 sentence 2 WpHG, the voting rights have been allocated to FMR LLC by Fidelity Investment Trust, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more."

#### **February 8, 2008**

"We were notified of the following voting rights in accordance with article 21 sec. 1 WpHG:

1. In accordance with article 21 sec. 1 WpHG, Fidelity International Limited, Hamilton, Bermuda, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on January 29, 2008 and amounted to 5.01 % on that date (1,571,981 voting rights). The voting rights are attributable to Fidelity International Limited pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG.
2. In accordance with article 21 sec. 1 WpHG, Fidelity Investments International, Hildenborough, Kent, UK, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on January 29, 2008 and amounted to 5.01 % on that date (1,571,981 voting rights). The voting rights are attributable to Fidelity Investments International pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG.
3. In accordance with article 21 sec. 1 WpHG, Fidelity Investment Management Limited, Hildenborough, Kent, UK, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on January 29, 2008 and amounted to 5.01 % on that date (1,571,981 voting rights). The voting rights are attributable to Fidelity Investment Management Limited pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 1 sentence 2 WpHG."

#### **February 15, 2008**

1. "In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on February 7, 2008 and now amount to 3.74 % (1,174,308 voting rights). UBS AG has been allocated 0.63 % of this amount (196,355 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG.
2. In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on February 8, 2008 and now amount to 5.82 % (1,829,028 voting rights). UBS AG has been allocated 2.71 % of this amount (852,003 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG."

**March 14, 2008**

1. "In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG fell below the threshold of 5 % on March 5, 2008 and now amount to 4.96 % (1,558,399 voting rights). UBS AG has been allocated 2.79 % of this amount (876,892 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG.
2. In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on March 7, 2008 and now amount to 5.27 % (1,654,034 voting rights). UBS AG has been allocated 2.69 % of this amount (845,431 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG."

**March 17, 2008**

"In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG fell below the threshold of 5 % on March 11, 2008 and now amount to 4.85 % (1,522,626 voting rights). UBS AG has been allocated 2.58 % of this amount (809,750 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG".

**April 2, 2008**

"In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on March 26, 2008 and now amount to 5.83 % (1,831,925 voting rights). UBS AG has been allocated 2.29 % of this amount (718,756 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG."

**April 17, 2008**

"In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG fell below the threshold of 5 % on April 11, 2008 and now amount to 4.29 % (1,347,705 voting rights). UBS AG has been allocated 2.18 % of this amount (686,072 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG."

**April 22, 2008**

"In accordance with article 21 sec. 1 WpHG in conjunction with article 32 sec. 2 InvG [„Investmentgesetz“, German Investment Act], cominvest Asset Management GmbH, Frankfurt am Main, Germany, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on April 18, 2008 and now amount to 3.54 % (1,110,502 voting rights). cominvest Asset Management GmbH has been allocated 1.64 % of this amount (516,032 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 6 WpHG."

**April 23, 2008**

"We were notified of the following voting rights in accordance with article 21 sec. 1 WpHG:

1. In accordance with article 21 sec. 1 WpHG, Fidelity Funds SICAV, Luxembourg, Luxembourg, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on December 7, 2007 and amounted to 3.08 % on that date (967,694 voting rights).
2. In accordance with article 21 sec. 1 WpHG, Fidelity Funds SICAV, Luxembourg, Luxembourg, also notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on April 16, 2008 and amounted to 5.61 % on that date (1,760,880 voting rights).
3. In accordance with article 21 sec. 1 WpHG, Fidelity Investment Trust, Boston, USA, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on January 18, 2008 and amounted to 5.04 % on that date (1,584,079 voting rights).

4. In accordance with article 21 sec. 1 WpHG, Fidelity Investment Trust, Boston, USA, also notified us that its voting rights in Gerresheimer AG fell below the threshold of 5 % on April 16, 2008 and amounted to 4.76 % on that date (1,493,860 voting rights).
5. In accordance with article 21 sec. 1 WpHG, Fidelity Investments International, Hildenborough, Kent, UK, corrected its voting rights notifications from January 30, 2008 and April 18, 2008 and notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on January 29, 2008 and amounted to 5.01 % on that date (1,571,981 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG, the voting rights have been allocated to Fidelity Investments International by Fidelity Funds SICAV, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more.
6. In accordance with article 21 sec. 1 WpHG, FIL Limited, Hamilton, Bermuda, corrected its voting rights notifications from January 30, 2008 and April 18, 2008 and notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on January 29, 2008 and amounted to 5.01 % on that date (1,571,981 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG, the voting rights have been allocated to FIL Limited by Fidelity Funds SICAV, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more.
7. In accordance with article 21 sec. 1 WpHG, Fidelity Investment Management Limited, Hildenborough, Kent, UK, corrected its voting rights notifications from January 30, 2008 and April 18, 2008 and notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on January 29, 2008 and amounted to 5.01 % on that date (1,571,981 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 2 WpHG, the voting rights have been allocated to Fidelity Investment Management Limited by Fidelity Funds SICAV, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more.”

#### **April 23, 2008**

“We were notified of the following voting rights in accordance with article 21 sec. 1 WpHG:

1. In accordance with article 21 sec. 1 WpHG, Mr. Eric M. Mindich, USA, notified us that his voting rights in Gerresheimer AG had exceeded the threshold of 3 % on April 16, 2008 and amounted to 4.16 % on that date (1,304,837 voting rights). The voting rights are attributable to Mr. Mindich pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 1 sentence 2 WpHG.
2. In accordance with article 21 sec. 1 WpHG, Eton Park Capital Management L.L.C., New York, USA, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on April 16, 2008 and amounted to 4.16 % on that date (1,304,837 voting rights). The voting rights are attributable to Eton Park Capital Management L.L.C. pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 1 sentence 2 WpHG.
3. In accordance with article 21 sec. 1 WpHG, Eton Park Capital Management L.P., New York, USA, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on April 16, 2008 and amounted to 4.16 % on that date (1,304,837 voting rights). The voting rights are attributable to Eton Park Capital Management L.P. pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG as well as pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 1 sentence 2 WpHG.
4. In accordance with article 21 sec. 1 WpHG, Eton Park Capital Limited, London, UK, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on April 16, 2008 and amounted to 4.16 % on that date (1,304,837 voting rights). The voting rights are attributable to Eton Park Capital Limited pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 1 sentence 2 WpHG.

5. In accordance with article 21 sec. 1 WpHG, Eton Park International LLP, London, UK, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on April 16, 2008 and amounted to 4.16 % on that date (1,304,837 voting rights). The voting rights are attributable to Eton Park International LLP pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG.

According to the voting rights notifications, the allocation was as follows: Eton Park Capital Management L.P. legally represented by its general partner Eton Park Capital Management L.L.C., the managing shareholder of which is Eric M. Mindich, is the parent company (100 %) of Eton Park Capital Limited, which in turn is the parent company (98.1 %) of Eton Park International LLP. Eton Park Capital Management L.P. and Eton Park International LLP function as investment consultants or sub-contracted investment consultants to Eton Park Master Fund, Ltd., and Eton Park Fund L.P., the voting rights of which in Gerresheimer AG are not considered for each company but aggregate amount to 3 % or more.”

#### **April 23, 2008**

1. “In accordance with article 21 sec. 1 WpHG, BCP Murano II S.à.r.l., Luxembourg, Luxembourg, (BCP II) notified us that the voting rights of BCP II in Gerresheimer AG fell below the thresholds of 20 %, 15 %, 10 %, 5 % and 3 % on April 18, 2008 and now amount to 0.0 % (0 voting rights).
2. In accordance with article 21 sec. 1 WpHG, BCP Murano I S.à.r.l., Luxembourg, Luxembourg, (BCP I) notified us that the voting rights of BCP I in Gerresheimer AG fell below the thresholds of 20 %, 15 %, 10 %, 5 % and 3 % on April 18, 2008 and now amount to 0.0 % (0 voting rights).
3. In accordance with article 21 sec. 1 WpHG, Blackstone Healthcare Partners (Cayman) L.P., George Town, Cayman Islands, (BHP) notified us that the voting rights of BHP in Gerresheimer AG fell below the thresholds of 20 %, 15 %, 10 %, 5 % and 3 % on April 18, 2008 and now amount to 0.0 % (0 voting rights).
4. In accordance with article 21 sec. 1 WpHG, Blackstone Capital Partners (Cayman) IV L.P., George Town, Cayman Islands, (BCP IV) notified us that the voting rights of BCP IV in Gerresheimer AG fell below the thresholds of 20 %, 15 %, 10 %, 5 % and 3 % on April 18, 2008 and now amount to 0.0 % (0 voting rights).
5. In accordance with article 21 sec. 1 WpHG, Blackstone Management Associates (Cayman) IV L.P., George Town, Cayman Islands, (BMA IV) notified us that the voting rights of BMA IV in Gerresheimer AG fell below the thresholds of 20 %, 15 %, 10 %, 5 % and 3 % on April 18, 2008 and now amount to 0.0 % (0 voting rights).
6. In accordance with article 21 sec. 1 WpHG, Blackstone LR Associates (Cayman) IV Ltd., George Town, Cayman Islands, (BLRA IV) notified us that the voting rights of BLRA IV in Gerresheimer AG fell below the thresholds of 20 %, 15 %, 10 %, 5 % and 3 % on April 18, 2008 and now amount to 0.0 % (0 voting rights).
7. In accordance with article 21 sec. 1 WpHG, Mr. Stephen Schwarzman, USA, notified us that his voting rights in Gerresheimer AG fell below the thresholds of 20 %, 15 %, 10 %, 5 % and 3 % on April 18, 2008 and now amount to 0.0 % (0 voting rights).
8. In accordance with article 21 sec. 1 WpHG, Mr. Peter Peterson, USA, notified us that his voting rights in Gerresheimer AG fell below the thresholds of 20 %, 15 %, 10 %, 5 % and 3 % on April 18, 2008 and now amount to 0.0 % (0 voting rights).”

**May 20, 2008**

1. "In accordance with article 21 sec. 1 WpHG, Fidelity Funds SICAV, Luxembourg, Luxembourg, notified us that its voting rights in Gerresheimer AG fell below the threshold of 5 % on May 15 2008 and amounted to 3.24 % on that date (1,018,120 voting rights).
2. In accordance with article 21 sec. 1 WpHG, Fidelity Investments International, Hildenborough, Kent, UK, notified us that its voting rights in Gerresheimer AG fell below the threshold of 5 % on May 15, 2008 and amounted to 4.29 % on that date (1,345,834 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG, the voting rights have been allocated to Fidelity Investments International by Fidelity Funds SICAV, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more.
3. In accordance with article 21 sec. 1 WpHG, FIL Limited, Hamilton, Bermuda, notified us that its voting rights in Gerresheimer AG fell below the threshold of 5 % on May 15, 2008 and amounted to 4.31 % on that date (1,353,324 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG, the voting rights have been allocated to FIL Limited by Fidelity Funds SICAV, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more.
4. In accordance with article 21 sec. 1 WpHG, Fidelity Investment Management Limited, Hildenborough, Kent, UK, notified us that its voting rights in Gerresheimer AG fell below the threshold of 5 % on May 15, 2008 and amounted to 4.31 % on that date (1,353,324 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG, the voting rights have been allocated to Fidelity Investment Management Limited by Fidelity Funds SICAV, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more."

**May 27, 2008**

1. "In accordance with article 21 sec. 1 WpHG, Fidelity Investments International, Hildenborough, Kent, UK, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on May 21, 2008 and amounted to 5.97 % on that date (1,875,615 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG, the voting rights have been allocated to Fidelity Investments International by Fidelity Funds SICAV, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more.
2. In accordance with article 21 sec. 1 WpHG, FIL Limited, Hamilton, Bermuda, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on May 21, 2008 and amounted to 5.99 % on that date (1,882,205 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG, the voting rights have been allocated to FIL Limited by Fidelity Funds SICAV, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more.
3. In accordance with article 21 sec. 1 WpHG, Fidelity Investment Management Limited, Hildenborough, Kent, UK, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on May 21, 2008 and amounted to 5.99 % on that date (1,882,205 voting rights). In accordance with article 22 v 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 1 sentence 2 WpHG, the voting rights have been allocated to Fidelity Investment Management Limited by Fidelity Funds SICAV, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more."

**June 6, 2008**

1. "In accordance with article 21 sec. 1 WpHG, Fidelity Management & Research Company, Boston, USA, notified us that its voting rights in Gerresheimer AG fell below the threshold of 5 % on June 3, 2008 and amounted to 4.75 % on that date (1,491,369 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG, the voting rights have been allocated to Fidelity Management & Research Company by Fidelity Investment Trust, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more.
2. In accordance with article 21 sec. 1 WpHG, FMR LLC, Boston, USA, fell below the threshold of 5 % on June 3, 2008 and its voting rights in Gerresheimer AG amounted to 4.86 % on that date (1,524,669 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 1 sentence 2 WpHG, the voting rights have been allocated to FMR LLC by Fidelity Investment Trust, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more."

**June 18, 2008**

"In accordance with article 21 sec. 1 WpHG, Fidelity Investment Trust, Boston, USA, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on June 16, 2008 and amounted to 2.88 % on that date (903,347 voting rights)."

**July 16, 2008**

"In a letter dated July 14, 2008, UBS AG, Zurich, Switzerland, rescinded its voting rights notifications from February 13, 2008, February 14, 2008, March 11, 2008, March 13, 2008, March 14, 2008, April 1, 2008 and April 15, 2008 related to Gerresheimer AG since no threshold values were affected on those dates and therefore there was no reporting obligation. We published these voting rights notifications on February 15, 2008, March 14, 2008, March 17, 2008, April 2, 2008 and April 17, 2008 in accordance with article 26 sec. 1 sentence 1 WpHG. We herewith rescind these publications."

**July 16, 2008**

"In a letter dated July 14, 2008, UBS AG, Zurich, Switzerland, notified us of the following:

1. In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on March 5, 2008 and amounted to 3.06 % on that date (959,698 voting rights). UBS AG has been allocated 2.79 % of this amount (876,892 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG.
2. In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on March 7, 2008 and amounted to 2.96 % on that date (928,237 voting rights). UBS AG has been allocated 2.69 % of this amount (845,431 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG.
3. In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on March 26, 2008 and amounted to 3.26 % on that date (1,023,228 voting rights). UBS AG has been allocated 2.29 % of this amount (718,756 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG.
4. In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on April 11, 2008 and amounted to 2.21 % on that date (692,697 voting rights). UBS AG has been allocated 2.18 % of this amount (686,072 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG.

5. In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on July 8, 2008 and amounted to 3.00 % on that date (942,418 voting rights). UBS AG has been allocated 2.16 % of this amount (678,354 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG."

#### **August 8, 2008**

"In accordance with article 21 sec. 1 WpHG, Fidelity Investment Trust, Boston, USA, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on August 6, 2008 and amounted to 3.04 % on that date (954,179 voting rights)."

#### **August 12, 2008**

1. "In accordance with article 21 sec. 1 WpHG in conjunction with article 24 WpHG, Morgan Stanley, Wilmington, USA, notified us that the voting rights of Morgan Stanley & Co. Incorporated, New York, USA, in Gerresheimer AG had exceeded the threshold of 3 % on August 1, 2008 and amounted to 3.38 % on that date (1,060,540 voting rights).
2. In accordance with article 21 sec. 1 WpHG, Morgan Stanley, Wilmington, USA, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on August 1, 2008 and amounted to 4.12 % on that date (1,292,239 voting rights). The voting rights are attributable to Morgan Stanley pursuant to article 22 sec. 1 sentence 1 no. 1 WpHG."

#### **August 18, 2008**

1. "In accordance with article 21 sec. 1 WpHG in conjunction with article 24 WpHG, Morgan Stanley, Wilmington, USA, notified us that the voting rights of Morgan Stanley & Co. Incorporated, New York, USA, in Gerresheimer AG fell below the threshold of 3 % on August 11, 2008 and amounted to 0 % on that date (0 voting rights).
2. In accordance with article 21 sec. 1 WpHG, Morgan Stanley, Wilmington, USA, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on August 11, 2008 and amounted to 0.73 % on that date (230,175 voting rights). The voting rights are attributable to Morgan Stanley pursuant to article 22 sec. 1 sentence 1 no. 1 WpHG."

#### **September 2, 2008**

1. "In accordance with article 21 sec. 1 in conjunction with article 24 WpHG, Morgan Stanley, Wilmington, USA, notified us that the voting rights of Morgan Stanley & Co. Incorporated, New York, USA, in Gerresheimer AG had exceeded the threshold of 3 % on August 1, 2008 and amounted to 3.38 % on that date (1,060,540 voting rights).
2. In accordance with article 21 sec. 1 WpHG, Morgan Stanley, Wilmington, USA, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on August 1, 2008 and amounted to 4.12 % on that date (1,292,239 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 1 WpHG, the voting rights have been allocated to Morgan Stanley by Morgan Stanley & Co. Incorporated, New York, USA, among other companies, whose voting rights amount to 3 % or more."

**September 22, 2008**

"In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on September 15, 2008 and amounted to 2.80 % on that date (880,635 voting rights). UBS AG has been allocated 1.88 % of this amount (590,754 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG."

**September 30, 2008**

"In accordance with article 21 sec. 1 WpHG in conjunction with article 32 sec. 2 InvG („Investmentgesetz“, German Investment Act), cominvest Asset Management GmbH, Frankfurt am Main, Germany, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on September 26, 2008 and amounted to 2.97356 % on that date (933,699 voting rights). cominvest Asset Management GmbH has been allocated 1.14267 % of this amount (358,799 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 6 WpHG."

**October 1, 2008**

1. "In accordance with article 21 sec. 1 WpHG, Tremblant Partners Ltd., Grand Cayman, Cayman Islands, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on September 19, 2008 and amounted to 3.01 % on that date (945,145 voting rights).
2. In accordance with article 21 sec. 1 WpHG, Tremblant Capital LP, New York, U.S.A, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on September 19, 2008 and amounted to 3.90 % on that date (1,225,614 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG, the voting rights have been allocated to Tremblant Capital LP by Tremblant Partners Ltd., Grand Cayman, Cayman Islands, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more.
3. In accordance with article 21 sec. 1 WpHG, Tremblant Capital LLC, New York, U.S.A, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on September 19, 2008 and amounted to 3.90 % on that date (1,225,614 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 1 sentence 2 WpHG, the voting rights have been allocated to Tremblant Capital LLC by Tremblant Partners Ltd., Grand Cayman, Cayman Islands, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more.
4. In accordance with article 21 sec. 1 WpHG, Mr. Brett Barakett, USA, notified us that his voting rights in Gerresheimer AG had exceeded the threshold of 5 % on September 19, 2008 and amounted to 5.08 % on that date (1,594,476 voting rights). In accordance with article 22 sec. 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 1 sentence 2 WpHG, the voting rights have been allocated to Mr. Barakett by Tremblant Partners Ltd., Grand Cayman, Cayman Islands, among other companies, whose voting rights in Gerresheimer AG amount to 3 % or more."

**October 14, 2008**

“In accordance with article 21 sec. 1 WpHG, Fidelity Funds SICAV, Luxembourg, Luxembourg, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 5 % on October 8, 2008 and amounted to 5.09 % on that date (1,598,445 voting rights).”

**November 5, 2008**

1. “In accordance with article 21 sec. 1 WpHG, Threadneedle Asset Management Holdings Limited, London, UK, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on October 31, 2008 and amounted to 3.002 % on that date (942,746 voting rights). All voting rights were allocated to Threadneedle Asset Management Holdings Limited in accordance with article 22 sec. 1 sentence 1 no. 6 in conjunction with sentences 2 and 3 WpHG.
2. In accordance with article 21 sec. 1 WpHG, Ameriprise Financial Inc., Minneapolis, USA, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on October 31 2008 and amounted to 3.018 % on that date (947,696 voting rights). All voting rights were allocated to Ameriprise Financial Inc. in accordance with article 22 sec. 1 sentence 1 no. 6 in conjunction with sentences 2 and 3 WpHG.”

**November 13, 2008**

“In accordance with article 21 sec. 1 WpHG, Threadneedle Asset Management Holdings Limited, London, UK, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on November 10, 2008 and amounted to 2.999 % on that date (941,824 voting rights). All voting rights were allocated to Threadneedle Asset Management Holdings Limited in accordance with article 22 sec. 1 sentence 1 no. 6 in conjunction with sentences 2 and 3 WpHG.”

**November 26, 2008**

1. “In accordance with article 21 sec. 1 WpHG, Threadneedle Asset Management Limited, London, UK, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on November 21, 2008 and amounted to 3.069 % on that date (963,738 voting rights). The voting rights are attributable to Threadneedle Asset Management Limited pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG.
2. In accordance with article 21 sec. 1 WpHG, Threadneedle Asset Management Holdings Limited, London, UK, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on November 21, 2008 and amounted to 3.080 % on that date (967,160 voting rights). All voting rights were allocated to Threadneedle Asset Management Holdings Limited in accordance with article 22 sec. 1 sentence 1 no. 6 in conjunction with sentences 2 and 3 WpHG.”

**November 27, 2008**

“In accordance with article 21 sec. 1 WpHG, Fidelity Funds SICAV, Luxembourg, Luxembourg, notified us that its voting rights in Gerresheimer AG fell below the threshold of 5 % on November 24, 2008 and amounted to 4.84 % on that date (1,519,597 voting rights).”

## **Events after closing date:**

### **December 15, 2008**

1. "In accordance with article 21 sec. 1 WpHG, Tremblant Partners Ltd., Grand Cayman, Cayman Islands, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on September 26, 2008 and amounted to 2.97 % on that date (933,939 voting rights).
2. In accordance with article 21 sec. 1 WpHG, Mr. Brett Barakett, USA, notified us that his voting rights in Gerresheimer AG fell below the threshold of 5 % on September 29, 2008 and amounted to 4.96 % on that date (1,557,303 voting rights). The voting rights are attributable to Mr. Barakett pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG in conjunction with article 22 sec. 1 sentence 2 WpHG."

### **December 15, 2008**

1. "In accordance with article 21 sec. 1 WpHG, Threadneedle Asset Management Limited, London, UK, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on December 11, 2008 and amounted to 2.051 % on that date (643,910 voting rights). The voting rights are attributable to Threadneedle Asset Management Limited pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG.
2. In accordance with article 21 sec. 1 WpHG, Threadneedle Asset Management Holdings Limited, London, UK, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on December 11, 2008 and amounted to 2.05 % on that date (643,910 voting rights). All voting rights were allocated to Threadneedle Asset Management Holdings Limited in accordance with article 22 sec. 1 sentence 1 no. 6 in conjunction with sentences 2 and 3 WpHG.
3. In accordance with article 21 sec. 1 WpHG, Ameriprise Financial Inc., Minneapolis, USA, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on December 11, 2008 and amounted to 2.066 % on that date (648,860 voting rights). All voting rights are attributable to Ameriprise Financial Inc. in accordance with article 22 sec. 1 sentence 1 no. 6 in conjunction with sentences 2 and 3 WpHG."

### **December 18, 2008**

1. "In accordance with article 21 sec. 1 WpHG, Eton Park Master Fund Ltd., Grand Cayman, Cayman Islands, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on December 11, 2008 and amounted to 3.04 % on that date (955,289 voting rights).
2. In accordance with article 21 sec. 1 WpHG, Eton Park Overseas Fund Ltd., Grand Cayman, Cayman Islands, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on December 11, 2008 and amounted to 3.04 % on that date (955,289 voting rights). All voting rights were allocated to Eton Park Overseas Fund Ltd. by Eton Park Master Fund Ltd., Grand Cayman, Cayman Islands, in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG."

### **December 18, 2008**

"In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on December 11, 2008 and amounted to 3.21 % on that date (1,008,839 voting rights). UBS AG has been allocated 1.24 % of this amount (387,961 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG."

**January 5, 2009**

1. "In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on December 23, 2008 and amounted to 2.19 % on that date (689,126 voting rights). UBS AG has been allocated 1.24 % of this amount (387,961 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG.
2. In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on December 24, 2008 and amounted to 3.56 % on that date (1,119,018 voting rights). UBS AG has been allocated 1.24 % of this amount (387,961 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG."

**January 6, 2009**

"In accordance with article 21 sec. 1 WpHG in conjunction with article 32 sec. 2 InvG („Investmentgesetz“, German Investment Act), cominvest Asset Management GmbH, Frankfurt am Main, Germany, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on January 2, 2009 and amounted to 3.03 % on that date (951,064 voting rights). cominvest Asset Management GmbH has been allocated 0.73 % of this amount (228,964 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 6 WpHG."

**January 8, 2009**

1. "In accordance with article 21 sec. 1 WpHG, Neuberger Bermann LLC, New York, U.S.A, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on December 15, 2008 and amounted to 3.11 % on that date (975,298 voting rights). All voting rights are attributable to Neuberger Bermann LLC pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG.
2. In accordance with article 21 sec. 1 WpHG, Neuberger Bermann Inc., New York, U.S.A, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on December 15, 2008 and amounted to 3.11 % on that date (975,298 voting rights). All voting rights are attributable to Neuberger Berman Inc. in accordance with article 22 sec. 1 sentence 1 no. 6 in conjunction with article 22 sec. 1 sentence 2 WpHG."

**January 9, 2009**

"In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on January 5, 2009 and amounted to 2.81 % on that date (880,935 voting rights). UBS AG has been allocated 1.24 % of this amount (387,961 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG."

**January 13, 2009**

"In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG had exceeded the threshold of 3 % on January 8, 2009 and amounted to 3.19 % on that date (1,002,414 voting rights). UBS AG has been allocated 1.24 % of this amount (387,961 voting rights) in accordance with article 22 sec. 1 sentence 1 no. 1 WpHG."

### **January 14, 2009**

1. "In accordance with article 21 sec. 1 WpHG, F&C Asset Management plc, Edinburgh, UK, notified us that its voting rights in Gerresheimer AG exceeded the threshold of 3 % on April 16, 2008 and amounted to 3.36 % on that date (1,056,277 voting rights). All voting rights are attributable to F&C Asset Management plc pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG.
2. In accordance with article 21 sec. 1 WpHG, F&C Asset Management plc, Edinburgh, UK, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on September 24, 2008 and amounted to 2.65 % on that date (833,606 voting rights). All voting rights are attributable to F&C Asset Management plc pursuant to article 22 sec. 1 sentence 1 no. 6 WpHG."

### **January 15, 2009**

"In accordance with article 21 sec. 1 WpHG, UBS AG, Zurich, Switzerland, notified us that its voting rights in Gerresheimer AG fell below the threshold of 3 % on January 9, 2009 and amounted to 2.05 % on that date (643,715 voting rights). UBS AG has been allocated 1.24 % of this amount (388,698 voting rights) in accordance with article 22 sec. 1 sentence no. 1 WpHG."

### **January 16, 2009**

1. "In accordance with article 21 sec. 1 WpHG, Sageview Capital Luxembourg S.à.r.l., Luxembourg, Luxembourg, notified us that its voting rights in Gerresheimer AG exceeded the threshold of 3 % on January 14, 2009 and amounted to 3.08 % on that date (966,838 voting rights).
2. In accordance with article 21 sec. 1 WpHG, Sageview Capital Master L.P., Greenwich, U.S.A, notified us that its voting rights in Gerresheimer AG exceeded the threshold of 3 % on January 14, 2009 and amounted to 3.08 % on that date (966,838 voting rights). All voting rights were allocated to Sageview Capital Master L.P. by Sageview Capital Luxembourg S.à.r.l., in accordance with article 22 sec. 1 sentence 1 no. 1 in conjunction with article 22 sec. 1 sentence 3 WpHG.
3. In accordance with article 21 sec. 1 WpHG, Sageview Capital GenPar Ltd., Greenwich, U.S.A, notified us that its voting rights in Gerresheimer AG exceeded the threshold of 3 % on January 14, 2009 and amounted to 3.08 % on that date (966,838 voting rights). All voting rights were allocated to Sageview Capital GenPar Ltd. in accordance with article 22 sec. 1 sentence 1 no. 1 in conjunction with article 22 sec. 1 sentence 3 WpHG through the following companies controlled by her: Sageview Capital Luxembourg S.à.r.l. and Sageview Capital Master L.P.
4. In accordance with article 21 sec. 1 WpHG, Sageview Capital GenPar L.P., Greenwich, U.S.A, notified us that its voting rights in Gerresheimer AG exceeded the threshold of 3 % on January 14, 2009 and amounted to 3.08 % on that date (966,838 voting rights). All voting rights were allocated to Sageview Capital GenPar L.P. in accordance with article 22 sec. 1 sentence 1 no. 1 in conjunction with article 22 sec. 1 sentence 3 WpHG through the following companies controlled by her: Sageview Capital Luxembourg S.à.r.l., Sageview Capital Master L.P. and Sageview Capital GenPar Ltd.
5. In accordance with article 21 sec. 1 WpHG, Sageview Capital MGP LLC, Greenwich, U.S.A, notified us that its voting rights in Gerresheimer AG exceeded the threshold of 3 % on January 14, 2009 and amounted to 3.08 % on that date (966,838 voting rights). All voting rights were allocated to Capital MGP LLC in accordance with article 22 sec. 1 sentence 1 no. 1 in conjunction with article 22 sec. 1 sentence 3 WpHG through the following companies controlled by her: Sageview Capital Luxembourg S.à.r.l., Sageview Capital Master L.P., Sageview Capital GenPar Ltd. and Sageview Capital GenPar L.P.

6. In accordance with article 21 sec. 1 WpHG, Mr. Scott M. Stuart, U.S.A, notified us that his voting rights in Gerresheimer AG exceeded the threshold of 3 % on January 14, 2009 and amounted to 3.08 % on that date (966,838 voting rights). All voting rights were allocated to him in accordance with article 22 sec. 1 sentence 1 no. 1 in conjunction with article 22 sec. 1 sentence 3 WpHG through the following companies controlled by him: Sageview Capital Luxembourg S.à.r.l., Sageview Capital Master L.P., Sageview Capital GenPar Ltd., Sageview Capital GenPar L.P. and Sageview Capital MGP LLC.”
7. In accordance with article 21 sec. 1 WpHG, Mr. Edward A. Gilhuly, U.S.A, notified us that his voting rights in Gerresheimer AG exceeded the threshold of 3 % on January 14, 2009 and amounted to 3.08 % on that date (966,838 voting rights). All voting rights were allocated to him in accordance with article 22 sec. 1 sentence 1 no. 1 in conjunction with article 22 sec. 1 sentence 3 WpHG through the following companies controlled by him: Sageview Capital Luxembourg S.à.r.l., Sageview Capital Master L.P., Sageview Capital GenPar Ltd., Sageview Capital GenPar L.P. and Sageview Capital MGP LLC.”

### **(28) Audit and Consulting Fees**

The auditor’s fees recognized in the financial year amounted to EUR 155k (prior year: EUR 150k) for the audit of financial statements, EUR 249k (prior year: EUR 177k) for tax advisory services and EUR 55k (prior year: EUR 102k) for other services. Other assurance services were not rendered in financial year 2008 (prior year: EUR 2,714k).

### **(29) Corporate Governance**

On September 9, 2008, the Management Board and Supervisory Board of Gerresheimer AG jointly issued the declaration of compliance with the recommendations of the German Corporate Governance Code as amended on June 6, 2008 in accordance with article 161 AktG. The declaration can be accessed by the shareholders at any time on the Company’s website ([www.gerresheimer.de](http://www.gerresheimer.de)).

### **(30) Events after the Balance Sheet Date**

There were no significant subsequent events affecting the net assets, financial position or results of operations of Gerresheimer AG.

### **(31) Group Relationships**

As a parent company within the meaning of article 290 HGB, Gerresheimer AG must prepare consolidated financial statements. Pursuant to article 315a HGB, Gerresheimer AG prepares consolidated financial statements in accordance with IFRSs.

Düsseldorf, Germany, January 26, 2009

Gerresheimer AG  
The Management Board

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## Audit Opinion

We have issued the following opinion on the financial statements and management report:

„We have audited the annual financial statements, comprising the balance sheet, the income statement and the notes to the financial statements, together with the bookkeeping system and the management report of Gerresheimer AG, Düsseldorf, Germany, for the fiscal year from 1 December 2007 to 30 November 2008. The maintenance of the books and records and the preparation of the annual financial statements and management report in accordance with German commercial law are the responsibility of the Company's management. Our responsibility is to express an opinion on the annual financial statements, together with the bookkeeping system, and the management report based on our audit.

We conducted our audit of the annual financial statements in accordance with sec. 317 HGB [“Handelsgesetzbuch”: German Commercial Code] and German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Those standards require that we plan and perform the audit such that misstatements materially affecting the presentation of the net assets, financial position and results of operations in the annual financial statements in accordance with [German] principles of proper accounting and in the management report are detected with reasonable assurance. Knowledge of the business activities and the economic and legal environment of the Company and expectations as to possible misstatements are taken into account in the determination of audit procedures. The effectiveness of the accounting-related internal control system and the evidence supporting the disclosures in the books and records, the annual financial statements and the management report are examined primarily on a test basis within the framework of the audit. The audit includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the annual financial statements and management report. We believe that our audit provides a reasonable basis for our opinion.

Our audit has not led to any reservations.

In our opinion, based on the findings of our audit, the annual financial statements comply with the legal requirements and give a true and fair view of the net assets, financial position and results of operations of the Company in accordance with [German] principles of proper accounting. The management report is consistent with the annual financial statements and as a whole provides a suitable view of the Company's position and suitably presents the opportunities and risks relating to future development.”

Düsseldorf, Germany, 26 January, 2009

Ernst & Young AG  
Wirtschaftsprüfungsgesellschaft  
Steuerberatungsgesellschaft

Lewe	Wagner
Wirtschaftsprüfer	Wirtschaftsprüfer
[German Public Auditor]	[German Public Auditor]

## List of Shareholdings

in EUR/local currency/ according to local commercial law	Investment (direct and indirect)	Currency	Equity	Net income/loss
<b>Direct equity investments</b>				
Gerresheimer Holdings GmbH, Düsseldorf, Germany	100.00 %	EUR m	117.1	g)
<b>Indirect equity investments</b>				
<b>Asia</b>				
Gerresheimer Shuangfeng Pharmaceutical Glass (Danyang) Co. Ltd., Danyang, Jiangsu, China	60.00 %	RMB m	152.9	15.16
Gerresheimer Shuangfeng Pharmaceutical Packaging (Zhenjiang) Co. Ltd., Zhenjiang, Jiangsu, China	60.00 %	RMB m	27.6	5.50
Gerresheimer Wilden Asia Medical and Technical Plastic Systems Co. Ltd., Wang Niu Dun Town, Dongguan City, China	100.00 %	RMB m	2.9	-1.25
Kimble Bomex (Beijing) Glass Co. Ltd., Beijing, China <sup>a)</sup>	70.00 % <sup>i)</sup>	RMB m		
Kimble Bomex (Beijing) Labware Co. Ltd., Beijing, China <sup>a)</sup>	70.00 % <sup>i)</sup>	RMB m		
<b>Europe</b>				
DSTR S.L., Zaragoza, Spain	100.00 %	EUR m	1.8	-0.07
Gerresheimer Bauglas GmbH, Düsseldorf, Germany	100.00 %	EUR m	0.0	g)
Gerresheimer Boleslawiec S.A., Boleslawiec, Poland	100.00 %	PLN m	59.9	12.16
Gerresheimer Bünde GmbH, Bünde/Westfalia, Germany <sup>b)</sup>	100.00 %	EUR m	14.1	g)
Gerresheimer Chalon S.A., Chalon-sur-Saône, France	100.00 %	EUR m	-1.0	-2.28
Gerresheimer Denmark A/S, Copenhagen, Denmark	100.00 %	DKK m	77.4	-19.05
Gerresheimer Essen GmbH, Essen-Steele, Germany <sup>b)</sup>	100.00 %	EUR m	4.1	g)
GERRESHEIMER GLAS GmbH, Düsseldorf, Germany	100.00 %	EUR m	189.3	g)
Gerresheimer Group GmbH, Düsseldorf, Germany	100.00 %	EUR m	117.1	g)
Gerresheimer Hallenverwaltungs GmbH, Düsseldorf, Germany	100.00 %	EUR m	0.0	g)
Gerresheimer Hallenverwaltungs GmbH & Co., Objekt Lohr/Main KG, Düsseldorf, Germany	100.00 %	EUR m	1.2	0.09
Gerresheimer Hallenverwaltungs GmbH & Co., Objekt Düsseldorf KG, Düsseldorf, Germany	100.00 %	EUR m	2.1	0.04
Gerresheimer Lohr GmbH, Lohr/Main, Germany <sup>b)</sup>	100.00 %	EUR m	5.3	g)
Gerresheimer Momignies S.A., Momignies, Belgium	99.00 %	EUR m	12.3	3.23
Gerresheimer Pisa S.p.A., Pisa, Italy	100.00 %	EUR m	10.0	2.44
Gerresheimer Plastic Packaging AB, Malmö, Sweden	100.00 %	SEK m	4.4	3.25

in EUR/local currency/ according to local commercial law	Investment (direct and indirect)	Currency	Equity	Net income/loss
Gerresheimer Plastic Packaging SAS, Besançon, France	100.00 %	EUR m	2.9	0.42
Gerresheimer Spain S.L. U., Madrid, Spain	100.00 %	EUR m	19.3	-0.77
Gerresheimer Tettau GmbH, Tettau/Oberfranken, Germany <sup>b)</sup>	100.00 %	EUR m	11.4	<sup>g)</sup>
Gerresheimer UK Ltd., Reading, UK	100.00 %	GBP m	14.8	-0.62
Gerresheimer Vaerloese A/S, Vaerloese, Denmark	100.00 %	EUR m	8.1	1.24
Gerresheimer Valencia S.L.U., Valencia, Spain	99.82 %	EUR m	5.1	0.34
Gerresheimer Wertheim GmbH, Wertheim, Germany <sup>b)</sup>	100.00 %	EUR m	1.1	<sup>g)</sup>
Gerresheimer Wilden AB, Ronneby, Sweden	100.00 %	SEK m	-35.4	-2.88
Gerresheimer Wilden AG, Küssnacht, Switzerland	100.00 %	CHF m	13.0	4.06
Gerresheimer Wilden CZECH spol. s r.o., Horsovsky Tyn, Czech Republic	100.00 %	CZK m	250.4	58.189
Gerresheimer Wilden Dysina spol. s.r.o., Dysina, Czech Republic	100.00 %	CZK m	118.2	-47.348
Gerresheimer Wilden GmbH, Regensburg, Germany <sup>b)</sup>	100.00 %	EUR m	277.2	<sup>g)</sup>
Gerresheimer Wilden Medical Plastic Systems GmbH, Regensburg, Germany <sup>f)</sup>	100.00 %	EUR m	0.0	0.0
Gerresheimer Wilden Technical Plastic Systems GmbH, Regensburg, Germany	100.00 %	EUR m	16.5	-5.30
Gerresheimer Wilden Werkzeug- und Automatisie- rungstechnik GmbH, Wackersdorf, Germany <sup>b)</sup>	100.00 %	EUR m	0.5	<sup>g)</sup>
Nouvelles Verreries de Momignies France S.A.R.L, Fourmies, France <sup>e)</sup>	99.00 %	EUR m	0.0	0.03
Gerresheimer Zaragoza S.A., Epila, Spain	99.82 %	EUR m	17.8	-0.226
Scherf Präzision Europa GmbH, Meiningen-Dreissigacker, Germany <sup>a)</sup>	100.00 % <sup>i)</sup>	EUR m		
Société Parachèvement du Nord S.A.R.L. en liquidation judiciaire, Fourmies, France <sup>i)</sup>	99.00 %	EUR m		
VR-Leasing SALMO GmbH & Co. KG, Eschborn, Germany <sup>h)</sup>	100.00 %	EUR m	0.1	0.11
Wilden Leasing GmbH & Co. KG, Mannheim, Germany <sup>h)</sup>	100.00 %	EUR m	0.7	3.87
<b>Americas</b>				
Gerresheimer Buenos Aires S.A., Buenos Aires, Argentina	99.82 %	ARS m	5.5	2.05
Gerresheimer Glass Inc. (subgroup), Vineland, NJ, USA	100.00 %	USD m	99.9	7.87
Gerresheimer Glass Asset Management Inc., Vineland, NJ, USA <sup>a)</sup>	100.00 %	USD m		
Gerresheimer Mexiko Holding LLC., Wilmington, DE, USA <sup>a)</sup>	100.00 %	USD m		

in EUR/local currency/ according to local commercial law	Investment (direct and indirect)	Currency	Equity	Net income/loss
Gerresheimer MH Inc., Wilmington,	100.00 %	USD m		
Gerresheimer Plasticos São Paulo Ltda., São Paulo, Brazil	100.00 %	BRL m	49.9	-0.15
Gerresheimer Querétaro S.A., Querétaro, Mexico <sup>a)</sup>	100.00 %	MXP m		
KGV Inc., Vineland, NJ, USA <sup>a)</sup>	100.00 %	USD m		
Kimble Chase Life Science and Research Products LLC., Vineland, NJ, USA <sup>a)</sup>	51.00 %	USD m		
Kimble Kontes LLC., Vineland, NJ, USA <sup>a)</sup>	100.00 % <sup>i)</sup>	USD m		
Kontes Mexico S. de R.L. de C.V., Querétaro, Mexico <sup>a)</sup>	100.00 % <sup>i)</sup>	MXP m		
Nouvelles Verreries de Momignies Inc., Larchmont, NY, USA <sup>i)</sup>	99.00 %	USD m		
Gerresheimer Wilden Mexicana de sistemas plasticos, S. de R.L. de C.V., Mexico <sup>k)</sup>	100.00 %	MXP m		
Gerresheimer Wilden Servicios S. de R.L. de C.V., Mexico <sup>k)</sup>	100.00 %	MXP m		
Gerresheimer Wilden Plastics (USA) LP, Peachtree City, Georgia, USA <sup>c)</sup>	100.00 %	USD m		
Gerresheimer Wilden Plastics Inc., Peachtree City, Georgia, USA <sup>c)</sup>	100.00 %	USD m		
<b>Associated companies</b>				
Beijing Gerresheimer Glass Co., Ltd., Huangcun, Beijing, China	45.70 %	RMB m	62.2	3.91
Gerresheimer Wilden Bulgaria OOD, Kazanlak, Bulgaria	48.00 %	TBGN	300.4	214.99
Gerresheimer Wilden Tooling Services LLC, Peachtree City, Georgia, USA <sup>e)</sup>	30.00 %	USD m	0.2	0.12
Proform CNC Nastrojarna spol. s r.o., Horsovsy Tyn, Czech Republic <sup>d)</sup>	30.15 %	CZK m	3.9	0.44
Wilden Wise Asia Corporation Ltd., Hong Kong, China	40.00 %	HKD m	0.1	0.07

<sup>a)</sup> The companies are disclosed in the subgroup Gerresheimer Glass Inc. as a consolidated item

<sup>b)</sup> In accordance with sec. 264 III HGB, the companies are exempt from the obligation to prepare a management report and to publish financial statements

<sup>c)</sup> The consolidated financial statements of these companies are available. Consolidated equity amounts to -USD 5.4m; net loss for the year is USD 2.44m

<sup>d)</sup> Result for fiscal year 2006

<sup>e)</sup> Result for fiscal year 2007

<sup>f)</sup> Result less than EUR k 5

<sup>g)</sup> A profit and loss transfer agreement is in place

<sup>h)</sup> Gerresheimer Wilden GmbH is the limited partner

<sup>i)</sup> The company no longer prepares financial statements

<sup>j)</sup> The disclosures on the shareholdings represent the direct investment of Kimble Chase Life Science and Research Products LLC., Vineland, NJ, USA

<sup>k)</sup> The consolidated financial statements of these companies are available. Consolidated equity amounts to MXP -13.2m; net loss for the year is MXP 18.9m

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## Supervisory Board and Management Board

### Supervisory Board

Financial Year 2008 (December 1, 2007 to November 30, 2008)

#### **Gerhard Schulze**

(since February 8, 2008)

Chairman of the Supervisory Board

(since February 25, 2008)

Diplom-Betriebswirt, Mönchengladbach

Other mandates beyond the Company:

Wickeder Westfalenstahl GmbH

(Chairman of the Advisory Board)

#### **Gottlieb Förster**

Deputy Chairman of the Supervisory Board

Head of the Union Pay Policies Department,

IG Bergbau, Chemie, Energie

(Mining, Chemical and Energy Industrial Union),

Hanover

Other mandates beyond the Company:

Norddeutsche Affinerie AG

(Member of the Supervisory Board)

Currenta GmbH & Co. OHG

(Deputy Chairman of the Supervisory Board)

Chemie Pensionsfonds AG

(Member of the Supervisory Board)

#### **Lydia Armer**

Chairwoman of the Company Works Council of  
Gerresheimer Wilden GmbH, Pfreimd

Other mandates beyond the Company:

Gerresheimer Wilden GmbH

(Member of the Supervisory Board)

#### **Lionel Assant**

(until May 7, 2008)

Chairman of the Supervisory Board

(until February 25, 2008)

Managing Director, The Blackstone Group  
International Ltd., London

Other mandates beyond the Company:

United Biscuits Ltd. UK, United Kingdom

(Member of the Board of Directors)

KP Germany Zweite GmbH

(Member of the Advisory Board)

#### **Günter Fehn**

Chairman of the Company Works Council of  
Gerresheimer Tettau GmbH, Tettau

**Olaf Grädler**

Head of Personnel,  
Gerresheimer Bünde GmbH, Bünde

Other mandates beyond the Company:  
AG der Wirtschaft für berufliche  
Weiterbildung im Kreis Herford e.V.  
(Member of the Management Board)  
Arbeitgeberverband der deutschen Glasindustrie  
(Member of the Social Panel)

**Reiner Ludwig**

Chairman of the Works Council of  
Gerresheimer Lohr GmbH, Lohr

**Hans Peter Peters**

Co-Chairman Lincoln International Group,  
Frankfurt am Main

Other mandates beyond the Company:  
Lincoln International AG  
(Chairman of the Advisory Board)  
Lincoln International S.A.S., France  
(Chairman of the Supervisory Board)  
Lincoln International LLP, United Kingdom  
(Member of the Supervisory Board)  
(since February 4, 2008)  
Lincoln International España S.L., Spain  
(Member of the Supervisory Board)  
(since March 6, 2008)  
Deutsches Aktieninstitut e.V.  
(Member of the Management Board)  
German Mid-cap Fonds (GMF),  
(Chairman of the Supervisory Board)  
Ondas Media S.A., Spain  
(Member of the Supervisory Board)

**Dr. Gerhard Prante**

Retired Agricultural Scientist, Hofheim

Other mandates beyond the Company:  
Bayer CropScience AG  
(Member of the Supervisory Board)  
AllessaChemie GmbH  
(Member of the Supervisory Board)  
Lincoln International AG  
(Member of the Advisory Board)

**Robert Ramsauer**

(until February 1, 2008)  
Associate, The Blackstone Group International Ltd.,  
London

**Doug Rogers**

Managing Partner, International Healthcare Partners,  
New York

Other mandates beyond the Company:  
Charles River Laboratories International Inc., USA  
(Member of the Board of Directors)  
Computerized Medical Systems Inc.  
(Member of the Board of Directors)  
(until March 4, 2008)

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**Harald Sikorski**

Deputy Head, Landesbezirk Bayern,  
IG Bergbau, Chemie, Energie  
(Mining, Chemical and Energy Industrial Union),  
Munich

Other mandates beyond the Company:  
Südsalz GmbH (Member of the Supervisory Board)

**Theodor Stuth**

(since May 16, 2008)  
Auditor and Certified Tax Advisor, Neuss

Other mandates beyond the Company:  
Wickeder Westfalenstahl GmbH  
(Member of the Advisory Board)

**Udo J. Vetter**

Pharmacist und General Partner of UV-Cap GmbH  
& Co. KG, Ravensburg

Other mandates beyond the Company:  
EDT AG (Chairman of the Supervisory Board)  
ITM AG (Chairman of the Supervisory Board)  
Paschal Werk G. Maier GmbH  
(Chairman of the Advisory Board)  
Medisynthana GmbH  
(Chairman of the Advisory Board)  
Atoll GmbH (Chairman of the Advisory Board)  
HSM GmbH & Co. KG  
(Member of the Advisory Board)  
SeaLionPharma Pte. Ltd., Singapore  
(Member of the Supervisory Board)  
Gland Pharma Pte. Ltd., India  
(Member of the Supervisory Board)  
Vetter Pharma Fertigungs GmbH & Co. KG  
(Member of the Advisory Board)

## Supervisory Board and Management Board

### Management Board

Financial Year 2008 (December 1, 2007 to November 30, 2008)

#### Dr. Axel Herberg

Chairman

- a) Gerresheimer Tettau GmbH (Deputy Chairman)
  - Gerresheimer Wilden GmbH (Chairman)
- b) Gerresheimer Boleslawiec S.A. (Chairman)
  - Gerresheimer Pisa S.p.A.
  - Gerresheimer Glass Inc. (Chairman)
  - Gerresheimer Momignies S.A.
  - Gerresheimer Querétaro S.A.
  - Gerresheimer Denmark A/S (Chairman)
  - Gerresheimer Vaerloese A/S (Chairman)
  - Gerresheimer Zaragoza S.A. (Deputy Chairman, since January 25, 2008)
  - Gerresheimer Plásticos São Paulo Ltda. (since August 12, 2008)

#### Dr. Max Raster

- a) Genthe Glas AG, Goslar (until March 14, 2008)
- b) Gerresheimer Boleslawiec S.A. (Deputy Chairman)
  - Gerresheimer Pisa S.p.A. (Chairman)
  - Gerresheimer Chalon S.A.
  - Gerresheimer Glass Inc.
  - Gerresheimer Querétaro S.A. (Chairman)
  - Gerresheimer Shuangfeng Pharmaceutical Glass (Danyang) Co. Ltd. (Chairman)
  - Gerresheimer Shuangfeng Pharmaceutical Packaging (Zhenjiang) Co. Ltd. (Chairman)

#### Uwe Röhrhoff

- a) Gerresheimer Tettau GmbH (Chairman)
- b) Member of the Advisory Board of European Container Glass Federation (Feve) (until September 30, 2008)
  - Gerresheimer Glass Inc.
  - Gerresheimer Momignies S.A. (Chairman)
  - Beijing Gerresheimer Glass Co. Ltd.
  - Kimble Bomex (Beijing) Glass Co. Ltd. (Chairman)
  - Kimble Bomex (Beijing) Labware Co. Ltd. (Chairman)
  - Kimble Chase Life Science and Research Products LLC (Chairman)

#### Hans-Jürgen Wiecha

- a) Gerresheimer Tettau GmbH
  - Gerresheimer Wilden GmbH (Deputy Chairman)
- b) Gerresheimer Boleslawiec S.A.
  - Gerresheimer Pisa S.p.A.
  - Gerresheimer Chalon S.A.
  - Gerresheimer UK Ltd.
  - Gerresheimer Glass Inc.
  - Gerresheimer Momignies S.A.
  - Gerresheimer Denmark A/S
  - Gerresheimer Vaerloese A/S
  - Gerresheimer Zaragoza S.A. (since January 25, 2008)
  - Gerresheimer Plásticos São Paulo Ltda. (since August 12, 2008)
  - Gerresheimer Shuangfeng Pharmaceutical Glass (Danyang) Co. Ltd.
  - Gerresheimer Shuangfeng Pharmaceutical Packaging (Zhenjiang) Co. Ltd.

- a) Membership in Supervisory Boards according to German legal regulations
- b) Membership in comparable domestic and foreign control boards of economic enterprises



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