

Re: Agenda item 6 of the Annual General Meeting on April 30, 2014

Dr. Axel Herberg: Nomination process

On June 20, 2013, the Nomination Committee addressed the questions of Gerhard Schulze's and Hans Peter Peters' departure from the Supervisory Board as of the end of the Annual General Meeting 2015 caused by both reaching the age limit for Supervisory Board members of Gerresheimer AG, and in consequence the nomination of a new chairman of the Supervisory Board. During these discussions Hans Peter Peters has indicated his intention to resign from the Supervisory Board already at the end of the Annual General Meeting on April 30, 2014.

When considering possible candidates as successor to Hans Peter Peters in the Supervisory Board and Gerhard Schulze as chairman of the Supervisory Board, the Nomination Committee discussed at length and carefully weighed all criteria laid down by the Supervisory Board with regard to the composition of the Supervisory Board. These criteria include:

- At least two shareholder representatives should have experience in the fields of business management, strategy and human resources
- At least one shareholder representative should have Company-specific knowledge of the industry
- At least one shareholder representative should have specific industry knowledge on the customer side
- At least four out of six shareholder representatives on the Supervisory Board should be independent
- At least one shareholder representative should have several years' professional international experience or be of non-German nationality
- The Supervisory Board should include at least three women.

After balancing all criteria, Dr. Axel Herberg became the candidate of choice. From his long international career, Dr. Axel Herberg is exceptionally highly qualified, in particular with regard to:

- Experience in the fields of business management, strategy and human resources
- Company-specific industry knowledge
- International experience

In case of Dr. Axel Herberg's appointment to the Supervisory Board as successor to Hans Peter Peters, the Supervisory Board will furtheron meet all criteria for the composition of the Supervisory Board. As a former member of the Management Board, Dr. Axel Herberg is not considered independent for the purposes of the criteria laid down by the Supervisory Board until June 21, 2015. However, since, if appointed, he would be the only member of the Supervisory Board not to be deemed independent up to that date, the criterion that at least four of the six shareholder representatives in the Supervisory Board must be independent would still be met.

Having served for many years as CEO of Gerresheimer AG and from his work for Blackstone Group, Dr. Axel Herberg also has the requisite knowledge and experience for chairmanship of a supervisory board and is suited to succeed Gerhard Schulze in this position.

In the Supervisory Board meeting on November 21, 2013 the Nomination Committee submitted a concept proposal comprising all aspects above. The Supervisory Board in its meeting on February 12, 2014 then proposed to the Annual General Meeting on April 30, 2014 that Dr. Axel Herberg be elected as Supervisory Board member, and at the same time confirmed its intention, following the 2015 Annual General Meeting, to elect Dr. Axel Herberg as chairman of the Supervisory Board as successor to Gerhard Schulze whose term of office then comes to an end.