



**Manz AG**  
Reutlingen, Germany

ISIN: DE000A0JQ5U3

## **Statement of Compliance for December 2016**

### **of the Managing Board and Supervisory Board of Manz AG regarding the recommendations of the "Government Committee on the German Corporate Governance Code" in accordance with section 161 of the German Stock Corporation Act**

Pursuant to section 161 of the German Stock Corporation Act (Aktiengesetz - AktG), the Managing Board and the Supervisory Board of Manz AG hereby declare that, since submission of the last compliance statement on December 15, 2015, Manz AG has complied with the recommendations of the "Government Committee on the German Corporate Governance Code" published by the German Federal Ministry of Justice in the official section of the German Federal Gazette as amended on May 05, 2015, except as stated below, and that Manz AG will, in future, comply with the recommendations set out in the Code in its amended form dated May 05, 2015, except as stated below.

The company did not comply with the recommendation in item 3.8, para. 3 of the Code, which stipulates that in a D&O insurance policy for a member of the Supervisory Board, a deductible of at least 10 % of the claim and up to at least the amount of one and a half times the fixed yearly salary of the Supervisory Board employee is to be agreed. The company will also not comply with this recommendation in the future. The Managing Board and the Supervisory Board of Manz AG believe that the members of the Supervisory Board have carried out and will continue to carry out their function diligently and dutifully even without a deductible, and thus a deductible would not further increase the sense of responsibility of Supervisory Board members.

Reutlingen, December 06, 2016

#### **Manz AG**

For the Managing Board:

A handwritten signature in black ink, appearing to read "Manz".

Dieter Manz  
Chairman of the Managing Board

For the Supervisory Board:

A handwritten signature in black ink, appearing to read "Aurenz".

Professor Dr. Heiko Aurenz  
Chairman of the Supervisory Board