



Manz AG
Reutlingen, Germany

ISIN: DE000A0JQ5U3

Declaration of Conformity for December 2018

of the Managing Board and Supervisory Board of Manz AG regarding the recommendations of the "Commission German Corporate Governance Code" pursuant to section 161 of the German Stock Corporation Act

Pursuant to section 161 of the German Stock Corporation Act, the Managing Board and the Supervisory Board of Manz AG declare that Manz AG has complied with the following deviation since the last declaration of conformity of 15 December 2017 and will comply in future with the following deviation with the recommendations of the "Commission German Corporate Governance Code" in the version of 7 February 2017 published by the Federal Ministry of Justice in the official section of the Federal Gazette:

The company did not comply with the recommendation in item 3.8, para. 3 of the Code, which recommends that in a D&O policy for the Supervisory Board a deductible of at least 10% of the loss up to at least the amount of one and a half times the fixed annual remuneration of the Supervisory Board member shall 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 official function diligently and dutifully even without a deductible, and thus a deductible would not further increase the diligence and the sense of responsibility of Supervisory Board members.

Reutlingen, 21. December 2018

Manz AG

For the Managing Board:

A blue ink signature of Martin Drasch, consisting of several loops and a long horizontal stroke.

Martin Drasch

Vorsitzender des Vorstands

For the Supervisory Board:

A blue ink signature of Professor Dr. Heiko Aurenz, written in a cursive style.

Professor Dr. Heiko Aurenz
Vorsitzender des Aufsichtsrats