

**Declaration of Conformity**  
**issued by RENK AG's**  
**Executive and Supervisory Boards**  
**on the recommendations of the**  
**German Corporate Governance Code Government Commission**  
**pursuant to Art. 161 Stock Corporation Act ("AktG")**

RENK AG's Executive and Supervisory Boards had stated in their declaration of conformity of December 14, 2012, that RENK AG has fully adopted the recommendations of the German Corporate Governance Code Government Commission (as amended up to May 15, 2012), however, with the exception of §§ 5.3.1–3 (Formation of Committees), 5.4.6 par. 1 clause 3 (Compensation of Committee Members), 5.4.6 par. 2 (Performance-Oriented Remuneration of Supervisory Board Members), and 5.5.3 clause 1 (Report to the General Meeting on Existing Conflicts of Interest and their Treatment) of the German Corporate Governance Code (the "Code").

The Supervisory Board—newly elected at RENK AG's Annual General Meeting of April 24, 2013, in accordance with German codetermination legislation—has formed the committees recommended in §§ 5.3.1–3 of the Code. In addition, the Company's new Memorandum & Articles of Incorporation (bylaws), adopted by the same Annual General Meeting and meantime enacted, provide that committee membership be remunerated and payment of the variable fee to Supervisory Board members be discontinued. Therefore, the previously stated Code implementation exceptions (§§ 5.3.1–3, 5.4.6 par. 1 clause 3, 5.4.6 par. 2) will henceforth no longer apply.

Accordingly, the December 2012 declaration of conformity is hereby amended to the effect that the Executive and Supervisory Boards declare that, as from the date hereof, RENK AG has fully implemented the recommendations of the German Corporate Governance Code Government Commission as published on June 15, 2012, by the Federal Ministry of Justice in the official part of the digital Federal Gazette and as amended up to May 15, 2012), with the following exception: 5.5.3 clause 1 (Report to the General Meeting on Existing Conflicts of Interest and their Treatment). The reasons for this exception are detailed in the declaration of conformity of December 14, 2012.

Augsburg, June 21, 2013

The Supervisory Board  
By:

Dr. Ingrun-Ulla Bartölke

The Executive Board  
By:

Florian Hofbauer