

# CORPORATE GOVERNANCE DECLARATION 2014

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**Declaration of Conformity of the Board of Management and the Supervisory Board of STRATEC Biomedical AG with the recommendations of the German Corporate Governance Code pursuant to section 161 of the German Stock Corporation Act (AktG).**

The Board of Management and the Supervisory Board of STRATEC Biomedical AG declare that the company has complied with the recommendations made by the German Corporate Governance Code government commission in the version dated May 13, 2013 since submitting its previous Declaration of Conformity on December 6, 2013 with the exceptions outlined in that declaration.

STRATEC Biomedical AG will comply in future with the recommendations made by the German Corporate Governance Code government commission in the version dated June 24, 2014 with the following exceptions:

## **Point 3.8**

If the company takes out a D&O insurance policy for the Board of Management, a deductible of at least 10% of the loss up to at least the amount of one and a half times of the fixed annual compensation of the Board of Management member must be agreed upon. A similar deductible must be agreed upon in any D&O policy for the Supervisory Board.

No deductible has been agreed upon in the D&O policy for the Supervisory Board. The Board of Management and Supervisory Board are of the opinion that the members of the Supervisory Board perform their duties in due awareness of their responsibilities without the need for any such deductible.

## **Points 5.2 and 5.3.1 to 5.3.3**

The German Corporate Governance Code recommends that, depending on the specific circumstances of the company and the number of its members, the Supervisory Board should form specialist committees (including an audit and a nomination committee). Moreover, the Chairman of the Supervisory Board should assume the chairmanship of the committees that deal with the contracts concluded with members of the Board of Management and prepare the meetings of the Supervisory Board. Among other factors, the compensation paid to members of the Supervisory Board should account for the chairmanship of and membership in committees.

The Supervisory Board of the company consists of the minimum legal requirement of three members and, in view of its size, has not formed any committees to date.

**Point 7.1.2**

The German Corporate Governance Code recommends that consolidated financial statements should be made publicly accessible within 90 days of the end of the financial year and that interim reports should be made publicly accessible within 45 days of the end of the reporting period.

In part, the company has not complied and will not comply with the aforementioned deadlines for publishing the consolidated financial statements and the interim reports. However, the company does comply with the legal publication deadlines as well as the deadlines stated in the stock exchange rules (Börsenordnung) of the Frankfurt Stock Exchange regarding the regulated market with additional obligations arising from admission (Prime Standard) of four months for the annual financial statements and two months for the interim reports. In the absence of uniform rules and regulations regarding publication deadlines, the company reserves the right to deviate from Point 7.1.2, sentence 4.

Birkenfeld, December 5, 2014