

**Amendment to the 28 January 2014 declaration by the Management Board and Supervisory Board
of *aap* Implantate AG on the recommendations of the Government Commission on the
German Corporate Governance Code pursuant to Section 161 of the German Companies Act (AktG)**

The Management Board and Supervisory Board of *aap* Implantate AG stated in their 28 January 2014 Declaration of Compliance that the company complies unreservedly with the recommendations of the Government Commission on the German Corporate Governance Code (GCGC) in the version dated 13 May 2013 and published by the Federal Ministry of Justice in the Federal Gazette (Bundesanzeiger) on 10 June 2013 with the exception of Sections 3.8 Para. 2 and 3 (D & O insurance deductible), 5.1.2 Para. 2, 5.4.1 Para. 2 (age limit for Management and Supervisory Board members), 5.4.1 Para. 2 and 3 (diversity of Supervisory Board composition), 5.4.5 Para. 2 (training and further education measures), 5.3.1, 5.3.2 and 5.3.3 (formation of Supervisory Board committees), 5.4.6 Para. 2 (remuneration of Supervisory Board members) and 2.3.3 (transmission of the General Meeting on the Internet).

The Management Report for the financial year 2013 was published on 30 April 2014 as announced in the *aap* Implantate AG press release dated 31 March 2014. The background for the delay was the disposal of the *aap* subsidiary EMCM B.V. at the end of February 2014. The figures stated in the 31 March 2014 press release were based on the consolidated financial statements of *aap* Implantate AG as approved and issued with an unqualified audit opinion and including, in addition to the consolidated balance sheet, the statement of comprehensive income, the consolidated capital flow statement and the consolidated statement of changes in equity, a summary of key figures. As despite the publication of key figures the consolidated financial statements to 31 December 2013 were not published in full within 90 days of the end of the financial year, the Management Board and Supervisory Board herewith declare, to establish full transparency, failure to comply with the recommendation made in Section 7.1.2 Sentence 2, of the German Corporate Governance Code.

In all other respects the Declaration of Compliance issued on 28 January 2014, including the deviations from individual Code recommendations stated therein, continues to apply. The company further intends in future to comply in full with the recommendations in Section 7.1.2 Sentence 2.

Berlin, June 2014

For the Supervisory Board

For the Management Board

Biense Visser
Supervisory Board Chairman

Bruke Seyoum Alemu
Management Board Chairman