

On March 22, 2011, the Management Board and the Supervisory Board of MEDICLIN Aktiengesellschaft (MediClin) have submitted their annual conformity declaration concerning the German Corporate Governance Code (DCGK), pursuant to Section 161 of the German Stock Corporation Act (AktG). With the following declaration the Management Board and the Supervisory Board are updating their conformity declaration, which was submitted on 22 March 2011 and amend it as follows:

The Management Board and the Supervisory Board of MEDICLIN Aktiengesellschaft (MediClin) have submitted an amendment to the conformity declaration concerning the German Corporate Governance Code (DCGK), pursuant to Section 161 of the German Stock Corporation Act (AktG), which was submitted on 22 March 2011.

Section 4.2.3 paragraph 2 sentence 2 and paragraph 3 sentence 3 DCGK

According to Section 4.2.3 paragraph 2 sentence 2 DCGK the monetary compensation elements of management board members shall comprise fixed and variable elements. A retroactive change of performance targets or comparison parameters of the variable compensation elements shall be excluded according to Section 4.2.3 paragraph 3 sentence 3 DCGK. In the past MediClin has complied with these recommendations entirely. Against the background of changed condition in the course of the acquisition of the majority of shares in MediClin by Asklepios Kliniken GmbH, Hamburg (Asklepios), and the related changes in the Management Board of MediClin, namely the rescinding of the nomination of the Chair of the Management Board of Dr. Ulrich Wandschneider and his taking over the position of being Chairman of Corporate Management of Asklepios as well as the appointment of Frank Abele to be Chairman of the Management Board of MediClin, the contracts of the Management Board Members were changed.

The previous variable compensation elements including the share appreciation right were compensated against pro rata single payments and under consideration of the changed condition. Besides, from November 1, 2011, Dr. Ulrich Wandschneider only receives a fixed compensation for his Management Board activity; unlike Frank Abele a variable compensation is not provided for in the future.

Offenburg, November, 2011

MEDICLIN Aktiengesellschaft

The Supervisory Board The Management Board