

# NORMA Group AG

**Declaration by the Management Board and the Supervisory Board  
of NORMA Group AG  
on the recommendation of the  
„Government Commission on the German Corporate Governance Code“  
in accordance with Art. 161 of the Stock Corporation Act (AktG)**

With the following exceptions, NORMA Group AG complies with the recommendations of the German Corporate Governance Code in the financial year 2012 as amended on May 26, 2010, published by the Federal Ministry of Justice in the official section of the electronic Federal Gazette („elektronischer Bundesanzeiger“) and will continue to comply with the recommendations:

**1. Electronic invitation to the Annual General Meeting (Section 2.3.2 of the Code)**

For organisational reasons, NORMA Group does not currently comply with the Code's recommendation to make electronic invitations to the Annual General Meeting available. Because the company does not have e-mail addresses for the majority of its shareholders, sending out supplementary invitations by electronic means would require a disproportionate level of time and effort on the part of the company without providing our shareholders with any real benefit. The invitation to the Annual General Meeting was and is available for download on the company's website.

**2. Objectives regarding the composition of the Supervisory Board, recommendations to committees and age limit. (Section 5.4.1 of the Code)**

The members of the Supervisory Board will continue to comply with all pertinent legislation related to Supervisory Board nominations for new Supervisory Board and Management Board members and take the professional and personal qualifications of candidates into account, regardless of their gender. They will take the international nature of the company, potential conflicts of interest and the diversity of the Supervisory Board into consideration. Because of this, the company sees no need to set concrete objectives in this area (Clause 5.4.1 Paragraph 2 of the German Corporate Governance Code).

**3. Performance-related remuneration for the Supervisory Board (Section 5.4.6 of the Code)**

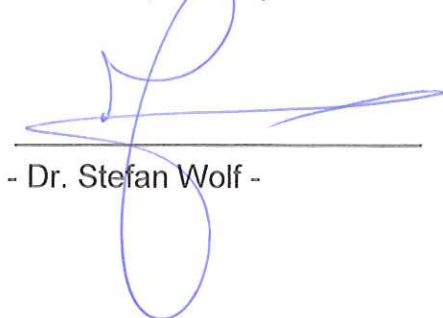
The members of the Supervisory Board do not receive performance-related remuneration (Clause 5.4.6 Paragraph 2 of the German Corporate Governance Code). The company believes that providing the members of the Supervisory Board with fixed remuneration is a better method of guaranteeing that the Supervisory Board performs its supervisory function independent of the company's performance. The members of the Supervisory Board did not receive remuneration for any duties performed other than sitting on the Supervisory Board.

Frankfurt, this 9 March 2012

Frankfurt, this 9 March 2012

For the Supervisory Board

For the Management Board



- Dr. Stefan Wolf -



- Werner Deggim -