

Statement of compliance

The Executive Board and Supervisory Board of Bastei Lübbe herewith declare that:

The recommendations of the "Government Commission on the German Corporate Governance Code" published by the German Federal Ministry of Justice in the Official Part of the Federal Gazette (Bundesanzeiger) on 30 September 2014, in the version dated 24 June 2014, have been complied with and continue to be complied with by Bastei Lübbe with the following exceptions:

Ceiling on amount of compensation of the Executive Board in general and of the variable component of the compensation (No. 4.2.3 (2) sentence and 4.2.3 (4)):

Contrary to the recommendation in 4.2.3 of the GCGC, the remuneration of Executive Board members, as a whole and with regard to its variable remuneration elements, is not subject to limits on the amount of asset ceilings. Furthermore, no provision is made that payments to Executive Board members in the event of prior termination of their Executive Board mandates must not exceed the value of two annual salaries, including fringe benefits (severance payment cap). The reason for this is that, within the contractual negotiations, and particularly because of the previous management services at the general partner of Bastei Lübbe GmbH & Co. KG, a ceiling on the amount of variable compensation as well as an agreement on severance payment cap could not be reached. When concluding future contracts with new Executive Board members, Bastei Lübbe intends to place limits on the amount of variable remuneration.

Diversity on the Executive Board (No. 5.1.2 (1) sentence 2)

When appointing members of the Executive Board, the Supervisory Board takes into consideration not only that the appointed members meet the personal and professional requirements and those with regard to experience that are necessary to exercise the office. Efforts are also made to ensure that the Executive Board is characterized by a diversity in opinion and experience amongst its members. The aspect that women should also be appropriately represented on such boards should be particularly considered when applicants are being selected.

Information on corporate governance practices

Bastei Lübbe also voluntarily complies with the non-obligatory suggestions of the Code, subject only to the following exceptions:

The suggestions contained in No. 2.3.3 of the Code (option of following the Annual General Meeting via modern communication media (e.g. the Internet)) have not been implemented. It is also suggested under No. 5.1.2 that the initial appointment term of five years for new Executive Board members should not be the rule. The Executive Board members of Bastei Lübbe have been appointed for five years. The reason for this is that a shorter appointment term was not achievable in the framework of negotiations, particularly given that previous management services had been provided to the general partner of Bastei Lübbe GmbH & Co. When appointing Executive Board members in future, it will be verified whether a shorter appointment term is expedient.

Cologne, May 2015

For the Supervisory Board



Dr. Friedrich Wehrle

Chair

For the Executive Board



Thomas Schierack

Chair