

**Declaration by the Executive Board and the Supervisory Board
of Beiersdorf Aktiengesellschaft
on the Recommendations of the
“Government Commission on the German Corporate Governance Code”,
in accordance with § 161 of the German Stock Corporation Act (AktG)**

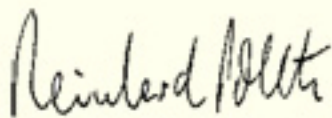
In fiscal year 2010, Beiersdorf Aktiengesellschaft complied with, and continues to comply with, all recommendations of the “Government Commission on the German Corporate Governance Code” in the versions dated June 18, 2009 and May 26, 2010 respectively, with the following exception:

In accordance with section 4.2.3 (4), in concluding Executive Board contracts, care shall be taken to ensure that payments made to an Executive Board member on premature termination of his contract without serious cause, including fringe benefits, do not exceed the value of two years’ compensation (severance payment cap) and compensate no more than the remaining term of the contract. This recommendation was complied with in concluding employment contracts with new Executive Board Members since fiscal year 2009. In adapting or prolonging existing contracts this recommendation was partially complied with. Therewith the majority of the Executive Board contracts contain a severance payment cap according to the Code. In all other cases an adaption is envisaged shortly.

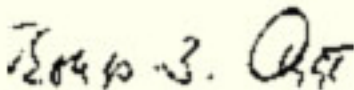
Hamburg, December 2010

For the Supervisory Board

For the Executive Board



Prof. Dr. Reinhard Pöllath



Thomas-B. Quaas



Dr. Bernhard Düttmann