

DECLARATION OF COMPLIANCE IN ACCORDANCE WITH SECTION 161 OF THE GERMAN STOCK CORPORATION ACT (AKTIENGESETZ, "AKTG")

(as issued on 26 October 2011)

"The Board of Management and the Supervisory Board of RHÖN-KLINIKUM AG declare that the recommendations issued by the 'Government Commission of the German Corporate Governance Code' as amended on 26 May 2010 and published by the Federal Ministry of Justice in the official section of the electronic Federal Gazette (eBundesanzeiger) have been implemented since issuance of the last Declaration of Compliance – as declared on 3 November 2010 – with the following exception:

Item 7.1.2 sentence 4 Deadline for making available the Consolidated Financial Statement

The Company's and the Group's financial year is the calendar year. The annual financial statements of the Company and the Group are published in the month of April following the end of the financial year.

The annual financial statements of the Company and the Group are completed only at the time specified in the foregoing due to the Group's special internal quality requirements.

Code Item 5.4.1 para. 2, 3 Stating specific objectives regarding the composition of the Supervisory Board

The Supervisory Board does not state any specific objectives regarding its composition within the meaning of Code Item 5.4.1 para. 2. Consequently, it is not possible to comply with the recommendations based on this pursuant to Code Item 5.4.1 para. 3.

In the past the Supervisory Board, when nominating male and female candidates for membership on the Supervisory Board, has been guided solely by the qualification of such candidates. The Supervisory Board is convinced that this practice has proven itself, and consequently no need to change this practice can be seen.

The Board of Management and the Supervisory Board of RHÖN-KLINIKUM AG further declare that the recommendations issued by the 'Government Commission of the German Corporate Governance Code' as amended on 26 May 2010 and published by the Federal Ministry of Justice in

the official section of the electronic Federal Gazette (eBundesanzeiger) will be implemented with the following exceptions:

Item 7.1.2 sentence 4 Deadline for making available the Consolidated Financial Statement

The Company's and the Group's financial year is the calendar year. The annual financial statements of the Company and the Group are published in the month of April following the end of the financial year.

The annual financial statements of the Company and the Group are completed only at the time specified in the foregoing due to the Group's special internal quality requirements.

Code Item 5.4.1 para. 2, 3 Stating specific objectives regarding the composition of the Supervisory Board

The Supervisory Board does not state any specific objectives regarding its composition within the meaning of Code Item 5.4.1 para. 2. Consequently, it is not possible to comply with the recommendations based on this pursuant to Code Item 5.4.1 para. 3.

In the past the Supervisory Board, when nominating male and female candidates for membership on the Supervisory Board, has been guided solely by the qualification of such candidates. The Supervisory Board is convinced that this practice has proven itself, and consequently no need to change this practice can be seen.

The Board of Management and the Supervisory Board jointly decide on application of the suggestions contained in the Code on a case-by-case basis; such suggestions may be deviated from without disclosure, as set forth in both the Code and section 161 AktG."

Bad Neustadt a. d. Saale, 26 October 2011

For the Supervisory Board

Eugen Münch

For the Board of Management

Wolfgang Pföhler