



Declaration of Compliance Concerning the German Corporate Governance Code

In accordance with Section 161 Aktiengesetz (German Stock Corporation Act), the Managing Board and Supervisory Board of SMA Solar Technology AG declare:

Since the last Declaration of Compliance dated December 4, 2013, SMA Solar Technology AG has complied, with the exception mentioned below in number (1), with the recommendations of the "Regierungskommission Deutscher Corporate Governance Kodex" (Government Commission German Corporate Governance Code) in the version dated May 13, 2013, published in the electronic Federal Gazette (Bundesanzeiger) on June 10, 2013. The Company has complied with the recommendations of the Government Commission German Corporate Governance Code in the version dated June 24, 2014, published in the electronic Federal Gazette on September 30, 2014, with the exception set out below in number (1) and will continue to comply with them in future with the exceptions set out below in number (1):

(1) Notwithstanding Article 5.4.2, Sentence 3 of the German Corporate Governance Code, there are more than two former members of the Managing Board on the Supervisory Board, namely Mr. Dr. Günther Cramer, Mr. Peter Drews and Mr. Reiner Wettlaufer.

The Supervisory Board considers that, in order to pursue the pioneering work of the Company's founders, it is of paramount importance from the Company's point of view to retain them within the Company as members of the Supervisory Board even though they have already sat on the Managing Board. In light of the fact that they are major shareholders, it is justifiable for the Supervisory Board to include more than two former members of the Managing Board.

Niestetal, December 3, 2014

The Managing Board

The Supervisory Board