



**Dürr AG Declaration of Compliance
with the German Corporate Governance Code
as revised on June 12, 2006**

According to Sec. 161 of the German Stock Corporation Law, the board of management and the supervisory board of a listed stock corporation are obliged to declare once every year that the recommendations of the Government Commission German Corporate Governance Code were and are being complied with, or which recommendations were or are not being applied. Dürr AG fulfills most of the mandatory provisions of the Code. The deviations from the Code are specified below with the corresponding reasons.

In accordance with Sec. 161 of the German Stock Corporation Law, the Board of Management and the Supervisory Board of Dürr AG declare:

"Dürr AG complies with the recommendations of the Government Commission German Corporate Governance Code with the following exceptions:

Item 3.8, Paragraph 2

If the company takes out a D&O (directors and officers' liability insurance) policy for the Management Board and Supervisory Board, a suitable deductible shall be agreed.

A D&O insurance policy with no deductibles exists for the members of the Board of Management and the Supervisory Board. This is a group insurance policy for executives at home and abroad, although a differentiation between members of the executive body and employees does not appear appropriate. In addition, a deductible is not usual abroad and would therefore make it difficult to recruit executives from abroad.

Item 5.4.1, Sentence 2

... an age limit to be specified for the members of its Supervisory Board shall be taken into account.

Dürr sees no necessity for defining an age limit for members of its Supervisory Board.

Item 5.4.7, Paragraph 3

The compensation of the members of the Supervisory Board shall be reported individually in the Corporate Governance Report, subdivided according to components. Also payments made by the enterprise to the members of the Supervisory Board or advantages extended for services provided individually, in particular, advisory or agency services shall be listed separately in the Corporate Governance Report.

We report the sum of compensation of the members of our Supervisory Board in the Notes to our consolidated financial statements. In our view a special, individualized disclosure by components would not provide any additional benefit for the shareholders.

Item 7.1.4, Sentences 1 and 3

The company shall publish a list of third party companies in which it has a shareholding that is not of minor importance for the enterprise. ... The following shall be provided: name and headquarters of the company, the amount of the shareholding, the amount of equity, and the operating result of the past financial year.

We have filed the list of shareholdings with the operator of the Electronic Federal Gazette for publication in the Register of Corporations. This list also contains disclosures on the amount of equity and the result for the 2006 financial year of the companies in which the shareholdings are held. The time of publication depends on the operator of the Electronic Federal Gazette."

Stuttgart, May 18, 2007



Chairman of the Supervisory Board
Dr.-Ing. E. h. Heinz Dürr

Stuttgart, May 18, 2007



Chairman of the Board of Management
Ralf Dieter