



## **Dürr AG Declaration of Compliance with the German Corporate Governance Code**

The following declaration refers for the period from 16 December 2008 to 4 August 2009 to the recommendations of the Code as amended on 6 June 2008 and published in the electronic edition of the *Bundesanzeiger* (online Federal Gazette) on 8 August 2008 ("2008 version"). For the period from 5 August 2009, the declaration refers to the recommendations of the Code as amended on 18 June 2009 and published on 5 August 2009 ("2009 version").

In accordance with Section 161 of the German Stock Corporation Law, the Board of Management and the Supervisory Board of Dürr AG declare in respect to the recommendations of the Commission of the German Corporate Governance Code:

Dürr AG has complied and will continue to comply with the recommendations of the Commission of the German Corporate Governance Code, except in the following points:

### **D&O insurance deductibles (Item 3.8, Paragraph 2 [2008 version] and Item 3.8, Paragraphs 2 and 3 [2009 version])**

A D&O insurance policy without deductibles still exists for members of the Board of Management. That is because it is a group insurance policy for executives at home and abroad in which no distinction is made between members of the executive bodies and employees. This insurance policy will be replaced as of 1 July 2010 by one with deductibles in compliance with the provisions of law.

A D&O insurance policy without deductibles (group insurance) existed and continues to exist for members of the Supervisory Board. Dürr does not plan to introduce deductibles for members of the Supervisory Board because the company does not believe that the dedication and responsibility with which supervisory board members observe their duties are improved by an agreement providing for deductibles. Another consideration is that it would be unreasonably costly for the six employee representatives on the Supervisory Board of Dürr AG, which has an equal number of members representing employees and shareholders respectively, to take out personal insurance policies at their own expense to cover the residual risk (in the amount of the deductibles).

### **Age limit for members of the Supervisory Board (Item 5.4.1 Sentence 2 [2008 and 2009 versions])**

No provision has been made for a limit on the age of Supervisory Board members because Dürr believes that the effectiveness of supervisory board members does not depend on whether an inflexible age limit has been reached. Dürr also does not intend to set a rigid age limit in the future because that would deprive the company of opportunities to obtain excellently qualified persons to serve on its Supervisory Board who have already passed the age limit or will pass it during the time of their appointment.

**Individual reporting of compensation of Supervisory Board members  
(Item 5.4.6, Paragraph 3 [2008 and 2009 versions])**

Heretofore, Dürr has reported the total amount of compensation rendered to Supervisory Board members in the notes to its consolidated financial statements and in its compensation report. For reasons of transparency, however, the company has decided, beginning with the 2009 annual report, to show the amounts paid to individual members, subdivided according to components.

Bietigheim-Bissingen, 16 December 2009



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

Bietigheim-Bissingen, 16 December 2009



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Chairman of the Board of Management  
Ralf Dieter