

**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 4.2.4

The total compensation of each member of the Management Board, subdivided according to performance-neutral, performance-related, and long-term incentive components, shall be disclosed together with the name of the respective person unless decided otherwise by a three-fourths majority at the annual meeting.

We report the sum of Board of Management members' salaries in the notes to our consolidated financial statements according to fixed and variable components. Severance benefits and pension provisions are also reported. In the corporate governance report, we refer to the compensation report contained in the notes to the consolidated financial statements.

In our view, individualized reporting provides no additional benefit to the shareholders. In that spirit, it was also decided at the annual meeting on 24 May 2006 that individualized disclosure of the compensation of Board of Management members is not to be made for a period of five years.

Item 5.4.1, Sentence 2

Furthermore, ... 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.

The possibility of obtaining the expertise of individual members of our Supervisory Board for special topics at any time represents a special advantage for Dürr. Cooperation is based on the conditions that are usual in the industry, which are also maintained in comparable transactions with third parties. Hence, we see no necessity for individualized publication.

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 publish a list of the significant third party companies, indicating the company's headquarters. We do not make public additional information for reasons relating to competition."

Stuttgart, December 20, 2006

Stuttgart, December 20, 2006



Chairman of the Supervisory Board

Dr.-Ing. E. h. Heinz Dürr



Chairman of the Board of Management

Ralf Dieter