Declaration of Conformity
by the Supervisory and Management Boards of DEUTZ AG
in compliance with Article 161 of the German Stock Corporation Act

The DEUTZ AG Management Board and Supervisory Board declare according to § 161 German Stock Corporation Act that DEUTZ AG complied and comply with the recommendations of the "Government Commission on the German Corporate Governance Code" in its respectively valid versions of June 14, 2007 and June 6, 2008 with the following exceptions:

1. The D&O insurance taken out by DEUTZ AG for the Management Board and Supervisory Board members does not provide for any retention (sub-clause 3.8 paragraph 2). This is actually a group insurance policy for a large number of staff members in Germany and abroad. Internationally, a retention is unusual; a differentiation between board members and staff members thus does not appear to be appropriate.

2. At DEUTZ AG there is no age limit for the Management Board or Supervisory Board members (sub-clause 5.1.2 paragraph 2 sentence 3 and 5.4.1 sentence 2). By this exception, DEUTZ AG intends to maintain the opportunity to benefit from the long lasting experience of senior Management Board and Supervisory Board members.

Cologne, December 2008