

## Declaration of Compliance

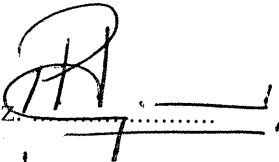
„In accordance with section 161 of the German Stock Corporation Act in combination with section 15 to the Introductory Act to the German Stock Corporation Act, the Executive Board and the Supervisory Board of AIXTRON AG declare:


The recommendations of the Governmental Commission of the German Corporate Governance Code published in the official section of the electronic Federal Gazette by the Federal Ministry of Justice will be complied with.”

AIXTRON AG

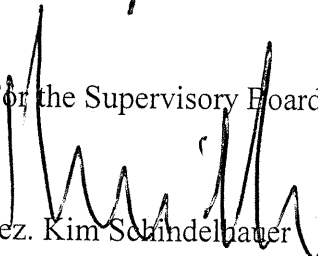
Aachen, December 2002

For the Executive Board:

gez.  \_\_\_\_\_

gez.  \_\_\_\_\_

For the Supervisory Board:

gez.  \_\_\_\_\_  
gez. Kim Schindelhauer