

MANZ AUTOMATION AG

Reutlingen

ISIN: DE000A0JQ5U3 / WKN: A0JQ5U

Declaration of Conformity February 2009

by the Management Board and the Supervisory Board of Manz Automation AG on the recommendations of the "Commission on the German Corporate Governance Code" pursuant to Article 161 of the German Stock Corporation Act (AktG)

The Management Board and Supervisory Board of Manz Automation AG declares pursuant to Article 161 of the German Stock Corporation Act that since the listing of its shares on June 30, 2008, Manz Automation AG has complied with the June 14, 2007 version of the conduct recommendations made by the "Governmental Commission of the German Corporate Governance Code" as published by the German Ministry of Justice in the official part of the electronic Federal Gazette and since August 8, 2008 has also complied with the June 6, 2008 version with the following exceptions and that Manz Automation AG will in future also comply with the recommendations of the June 6, 2008 version of the Governance Code with the following exceptions.

The General Meeting of the company has to date not given its approval to the distribution of information to its shareholders by electronic means (Article 30b, section 3 no. 1 lit. a) of the German Securities Trading Act (WpHG)). The company is therefore unable to comply with recommendation 2.3.2 of the Governance Code, according to which the company undertakes to send notification of the convening of the General Meeting together with the convention documents to all domestic and foreign financial services providers, shareholders and shareholders' associations by electronic means if the approval requirements are fulfilled.

The company has taken out directors' and officers' liability insurance for the members of its Management Board and Supervisory Board. Insofar as the applicable insurance cover is limited by a deductible, the deductibles are below the levels generally deemed "suitable" according to Article 3.8, section 2 of the Governance Code. The company therefore did not and does not comply with the recommendation of Article 3.8, section 2 of the Governance Code by which a suitable deductible should be agreed if the company takes out directors' and officers' liability insurance for members of its Management Board and Supervisory Board. The Management Board and Supervisory Board intend to agree on suitable deductibles for the members of the Management Board and Supervisory Board.

Reutlingen, February 6, 2008

Manz Automation AG

For the Management Board

For the Supervisory Board

A handwritten signature in black ink, appearing to read "Manz".

Dieter Manz
Chairman of the
Management Board

A handwritten signature in black ink, appearing to read "Hipp".

Martin Hipp
Member of the
Management Board

A handwritten signature in black ink, appearing to read "Wittig".

Dr. Jan Wittig
Chairman of the
Supervisory Board

A handwritten signature in black ink, appearing to read "Angerhofer".

Otto Angerhofer
Member of the Management Board

A handwritten signature in black ink, appearing to read "Renz".

Volker Renz
Member of the Management Board