

Declaration of Conformity

In accordance with § 161 AktG (German Stock Corporation Act), the Executive Board and the Supervisory Board of AIXTRON AG declare:

The recommendations of the Government Commission of the German Corporate Governance Code (Regierungskommission „Deutscher Corporate Governance Kodex“), published by the Federal Ministry of Justice (Bundesministerium der Justiz) in the official section of the electronic Federal Gazette as applicable from time to time, have been complied with in full since the latest Declaration of Conformity of March 2008.

In the future, it is intended that they will continue to be fully complied with.

Aachen, March 2009

AIXTRON AG

For the Executive Board of AIXTRON AG

For the Supervisory Board of AIXTRON AG



Paul Hyland
Chairman



Kim Schindelhauer
Chairman