

## **Declaration of Conformity with regard to the German Corporate Governance Code**

At their meetings on November 11 and 12, 2003, respectively, the Managing Board and the Supervisory Board approved the following Declaration of Conformity pursuant to § 161 of the German Stock Corporation Act (AktG):

Siemens AG complies with the recommendations of the German Corporate Governance Code – in the version of July 4, 2003 – with the following exceptions:

- Managing Board compensation (Code Section 4.2.4, sentence 2) is not reported on an individualized basis. It is broken down in our Annual Report into fixed, performance-related and long-term incentive components.
- Our D&O (directors and officers liability) insurance policy includes no deductible for Managing Board and Supervisory Board members (Code Section 3.8, paragraph 2). Our senior managers, both in and outside Germany, are covered by a group insurance policy. It is not considered appropriate to differentiate between board members and other high-level personnel. Furthermore, such a deductible is not common outside Germany.

Subsequent to the Declaration of Conformity of December 2002, Siemens AG complied with the recommendations of the November 26, 2002 version of the German Corporate Governance Code, with the following exceptions:

- Our D&O insurance policy included no deductible for Managing and Supervisory Board members (Code Section 3.8, paragraph 2).
- The stated exception to the provision of Code Section 5.4.5, paragraph 1, sentence 3 regarding the remuneration of committee chairmen was eliminated by an amendment to the Siemens Articles of Association approved through the Annual Shareholders' Meeting of January 23, 2003. For this reason, the Declaration of Conformity of December 2002 was amended in March 2003.

Consequently, Siemens AG complied with all but one of the recommendations of the November 26, 2002 version of the German Corporate Governance Code.

Berlin and Munich, November 12, 2003  
Siemens AG

The Managing Board      The Supervisory Board