



Declaration
by the Executive Board and Supervisory Board of MAN SE
on the Recommendations of the
Government Commission on the German Corporate Governance Code
in accordance with section 161 of the
Aktiengesetz (AktG — German Stock Corporation Act)

MAN SE complied with the recommendations of the Government Commission on the German Corporate Governance Code in accordance with its Declaration of Conformity of December 2010 as well as its supplement to this Declaration of May 2011 and the Notice regarding the Supplement of July 2011 respectively and will comply with the recommendations of the German Corporate Governance Code (the Code) as amended on May 26, 2010.

Munich, December 2011

For the Supervisory Board

For the Executive Board

Hon. Prof. Dr. techn. h.c. Dipl.-Ing. ETH
Ferdinand K. Piëch
- Chairman of the Supervisory Board -

Dr.-Ing. Georg Pachta-Reyhofen
- Chief Executive Officer -