

128th Annual General Meeting on April 25, 2008

Of the total 147,040,000 company shares issued, only the 140,974,350 ordinary shares are entitled to vote at the time of this Invitation to the Annual General Meeting. 62.66% of the stockholders were present.

Results of voting

Item 1 Presentation of the adopted annual financial statements of MAN AG and the consolidated financial statements as well as the report of the Supervisory Board

No resolution necessary

Item 2 Appropriation of net earnings available to MAN AG

	For	Against	Abstention
Votes:	88.320.022	2.361	5.426

Accepted with 100% of votes casted

Item 3 Discharge of the Executive Board

	For	Against	Abstention
Votes:	87.491.102	119.912	716.795

Accepted with 99,86% of votes casted

Item 4 Individual discharge of Supervisory Board members

Item 4.1 Dr. Ferdinand K. Piëch

	For	Against	Abstention
Votes:	87.321.902	248.900	757.007

Accepted with 99,72% of votes casted

Item 4.2 Lothar Pohlmann

	For	Against	Abstention
Votes:	87.481.633	128.551	717.625

Accepted with 99,85% of votes casted

Item 4.3 Dr. Ekkehard D. Schulz

	For	Against	Abstention
Votes:	87.484.927	125.556	717.326

Accepted with 99,86% of votes casted

Results of voting

Item 4.4 Prof. Dr. Joachim Milberg

	For	Against	Abstention
Votes:	87.486.008	124.156	717.645

Accepted with 99,86% of votes casted

Item 4.5 Michael Behrendt

	For	Against	Abstention
Votes:	87.485.481	125.002	717.326

Accepted with 99,86% of votes casted

Item 4.6 Dr. Herbert H. Demel

	For	Against	Abstention
Votes:	87.484.896	125.287	717.626

Accepted with 99,86% of votes casted

Item 4.7 Detlef Dirks

	For	Against	Abstention
Votes:	87.485.542	125.066	717.201

Accepted with 99,86% of votes casted

Item 4.8 Jürgen Dorn

	For	Against	Abstention
Votes:	87.483.841	125.193	718.775

Accepted with 99,86% of votes casted

Item 4.9 Klaus Eberhardt

	For	Against	Abstention
Votes:	87.484.837	123.746	719.226

Accepted with 99,86% of votes casted

Results of voting

Item 4.10 Dr. Robert Glauber

	For	Against	Abstention
Votes:	87.484.852	123.701	719.256

Accepted with 99,86% of votes casted

Item 4.11 Dr. von Grünberg

	For	Against	Abstention
Votes:	87.484.657	123.927	719.225

Accepted with 99,86% of votes casted

Item 4.12 Jürgen Hahn

	For	Against	Abstention
Votes:	87.484.547	124.006	719.256

Accepted with 99,86% of votes casted

Item 4.13 Dr. Uwe Hansult

	For	Against	Abstention
Votes:	87.484.725	123.828	719.256

Accepted with 99,86% of votes casted

Item 4.14 Dr. Heiner Hasford

	For	Against	Abstention
Votes:	87.484.454	124.059	719.296

Accepted with 99,86% of votes casted

Item 4.15 Dr. Klaus Heimann

	For	Against	Abstention
Votes:	87.487.540	123.286	716.983

Accepted with 99,86% of votes casted

Results of voting

Item 4.16 Jürgen Kerner

	For	Against	Abstention
Votes:	87.487.301	123.271	717.237

Accepted with 99,86% of votes casted

Item 4.17 Dr. Karl-Ludwig Kley

	For	Against	Abstention
Votes:	87.485.461	125.264	717.084

Accepted with 99,86% of votes casted

Item 4.18 Prof. Dr. Renate Köcher

	For	Against	Abstention
Votes:	87.485.775	124.681	717.353

Accepted with 99,86% of votes casted

Item 4.19 Dr. Thomas Kremer

	For	Against	Abstention
Votes:	87.487.769	123.006	717.034

Accepted with 99,86% of votes casted

Item 4.20 Wilfrid Loos

	For	Against	Abstention
Votes:	87.486.635	123.821	717.353

Accepted with 99,86% of votes casted

Item 4.21 Nicola Lopopolo

	For	Against	Abstention
Votes:	87.487.492	123.283	717.034

Accepted with 99,86% of votes casted

Results of voting

Item 4.22 Thomas Otto

	For	Against	Abstention
Votes:	87.485.711	123.630	718.468

Accepted with 99,86% of votes casted

Item 4.23 Stefan W. Ropers

	For	Against	Abstention
Votes:	87.486.042	123.193	718.574

Accepted with 99,86% of votes casted

Item 4.24 Dr. Rudolf Rupprecht

	For	Against	Abstention
Votes:	87.486.210	123.265	718.334

Accepted with 99,86% of votes casted

Item 4.25 Stephan Schaller

	For	Against	Abstention
Votes:	87.332.437	276.378	718.994

Accepted with 99,68% of votes casted

Item 4.26 Rupert Stadler

	For	Against	Abstention
Votes:	87.331.221	277.823	718.765

Accepted with 99,68% of votes casted

Item 4.27 Dr. Hanns-Helge Stechl

	For	Against	Abstention
Votes:	87.486.350	122.991	718.468

Accepted with 99,86% of votes casted



Results of voting

Item 5 **Authorization to purchase and use own stock**

	For	Against	Abstention
Votes:	87.766.896	474.975	85.938

Accepted with 99,46% of votes casted

Item 6 **Appointment of auditors for the 2008 fiscal year**

	For	Against	Abstention
Votes:	88.154.126	116.102	57.581

Accepted with 99,87% of votes casted
