

PERFORMANCE //

CORPORATE GOVERNANCE

1 // DECLARATION ON CORPORATE GOVERNANCE

1.1 // DECLARATION OF CONFORMITY

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

The Government Commission of the German Corporate Governance Code recommendations (Regierungskommission "Deutscher Corporate Governance Kodex"), which the Federal Ministry of Justice (Bundesministerium der Justiz) published in the official version of the electronic Federal Gazette as amended, have been complied with in full since the latest Declaration of Conformity of March 2010.

The Company intends to remain fully compliant in the future.

HERZOGENRATH, FEBRUARY 2011

AIXTRON SE

FOR THE EXECUTIVE BOARD OF AIXTRON SE



PAUL HYLAND
CHAIRMAN OF THE EXECUTIVE BOARD

FOR THE SUPERVISORY BOARD OF AIXTRON SE



KIM SCHINDELHAUER
CHAIRMAN OF THE SUPERVISORY BOARD