

2005 Declaration of Compliance pursuant to Section 161 of the German Stock Corporation Act

Since the submission of the last Declaration of Compliance pursuant to Section 161 of the German Stock Corporation Act, Infineon Technologies AG has complied with all the recommendations of the Government Commission "German Corporate Governance Code" (in the version of May 21, 2003) with the following exceptions:

- We do not publish an individualized statement of all Management Board Members' remuneration (section 4.2.4).
- The structure of the Management Board remuneration system (section 4.2.2) was deliberated and agreed by the Executive Committee of the Supervisory Board.

Infineon Technologies AG will comply with all the recommendations of the Government Commission on the "German Corporate Governance Code" (in the version of June 2, 2005), with the following exceptions:

- We publish an individual statement of the remuneration of the Chairman of the Management Board, but otherwise relinquish individual disclosure of the remuneration of all members of the Management Board (section 4.2.4).
- The structure of the Management Board remuneration system will be deliberated and agreed by the Executive Committee of the Supervisory Board (section 4.2.2).

Munich, November 17, 2005

The Supervisory Board

The Management Board