

2004 Declaration of Compliance pursuant to Section 161 of the German Stock Corporation Act

Since making its last Declaration of Compliance pursuant to Section 161 of the German Stock Corporation Act, Infineon Technologies AG has complied and will continue to comply 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- We do not publish an individualized statement of all Management Board Members' remuneration (section 4.2.4).
- We do also not publish an individualized statement of the Supervisory Board Members' remuneration (section 5.4.5).
- The structure of the Management Board remuneration system (section 4.2.2) is deliberated and resolved upon by the Executive Committee of the Supervisory Board.

Munich, November 23, 2004

The Supervisory Board

The Management Board