

Declaration of compliance in accordance with section 161 AktG

In accordance with section 161 AktG, the Board of Managing Directors and the Supervisory Board declare that the recommendations of the Government Commission on the German Corporate Governance Code (version dated 6 June 2008) published by the Federal Ministry of Justice in the official section of the electronic Federal Gazette have been complied with since the issue of the last declaration on 11 July 2008 with the following exceptions:

- *3.8 (2): Agreement of a suitable deductible when taking out liability insurance for the members of the Board of Managing Directors and the Supervisory Board (D&O insurance)*

There is D&O insurance for the members of the Board of Managing Directors and the Supervisory Board that does not provide for a deductible. A decision on the agreement of a deductible will be made at a later date. The Company is not of the opinion that the attitude to work and responsibility of the members of the Board of Managing Directors and the Supervisory Board could be improved by such a deductible.

- *4.2.1 sentence 2: Regulation of the allocation of duties of members of the Board of Managing Directors in the by-laws*

The allocation of responsibilities of the members of the Board of Managing Directors of IKB is regulated separately rather than in the by-laws of the Board of Managing Directors. The allocation of responsibilities is proposed by the Chairman of the Board of Managing Directors and passed, amended and cancelled by way of resolution by the entire Board of Managing Directors. We consider this method to be more flexible.

- *4.2.2: Resolution by the Supervisory Board on the compensation system for the Board of Managing Directors including the key contractual elements*

The structure of the compensation system for the Board of Managing Directors has to date been resolved by the Executive Committee for reasons of efficiency. Following the reduction of the Supervisory Board from 21 to 15 members, the compensation system for the member of the Board of Managing Directors appointed thereafter including the key contractual elements were also resolved by the whole Supervisory Board.

- *5.6: Efficiency examination of the activities of the Supervisory Board*

On account of the significant reorganisation of the Supervisory Board in the 2008/2009 financial year (including the reduction from 21 to 15 members) the Supervisory Board refrained from a formal examination of the efficiency of its activities.

- *7.1.2 sentence 2: Discussion of the half-year and quarterly financial reports by the Supervisory Board or its Audit Committee with the Board of Managing Directors prior to publication*

The Company did not comply with this recommendation due to scheduling reasons and did not discuss the interim financial statements in the Supervisory Board until after their publication on two occasions.

- *7.1.2 sentence 4: Publication of the consolidated financial statements within 90 days of the end of the financial year and of interim reports within 45 days of the end of the reporting period*

The consolidated financial statements for the 2007/08 financial year were published on 21 July 2008. The interim report, the interim disclosure (following the move of IKB shares from the Prime Standard to the General Standard expiring 26 February 2009) and the half-year financial report for 2008/2009 financial year were published on 17 October 2008 (first quarter), 15 January 2009 (half-year financial report) and 4 March 2009 (nine-months interim disclosure). The reasons for these delays were the special situation at IKB since the start of the crisis at the end of July 2007 and the special accounting requirements this entailed.

The Board of Managing Directors and the Supervisory Board also declare that IKB Deutsche Industriebank AG will comply with the recommendations of the Government Commission on the German Corporate Governance Code (version dated 06 June 2008) with the exception of items 3.8 (2), 4.2.1 (2) and 7.1.2 sentence 4 var. 2.

Düsseldorf, 14 July 2009

For the Supervisory Board of
IKB Deutsche Industriebank AG



Bruno Scherrer

For the Board of Managing Directors of
IKB Deutsche Industriebank AG



Hans Jörg Schüttler