

Update of the Declaration of Conformity 2008

The Executive Board and Supervisory Board of Norddeutsche Affinerie Aktiengesellschaft, Hamburg, declare in accordance with Section § 161 Companies Act:

1. Since the last Declaration of Conformity dated 16 January 2008, Norddeutsche Affinerie Aktiengesellschaft has complied with the recommendations made by the „Government Commission on the German Corporate Governance Code“ in the code version dated 14 June 2007 announced by the Federal Ministry of Justice in the official part of the electronic German federal gazette on 20 July 2007 with the further exception that Section 7.1.2 sentence 3 (second case) of the code was not applied. It was not possible to make the interim report as at 31 March 2008 of Norddeutsche Affinerie Aktiengesellschaft accessible to the public within the mentioned 45 day limit in view of the first-time consolidation of the Belgian Cumerio NV/SA and the resultant delays in the preparation of the interim report.
2. Norddeutsche Affinerie Aktiengesellschaft will comply with the recommendations made by the „Government Commission on the German Corporate Governance Code“ in the code version dated 14 June 2007 announced by the Federal Ministry of Justice in the official part of the electronic German federal gazette on 20 July 2007 with the exception of Section. 7.1.2 sentence 3 (first and second case) of the Code as regards making the consolidated financial statements accessible to the public within 90 days of the end of the fiscal year and as regards making the quarterly report accessible to the public within 45 days after the end of the reporting period.

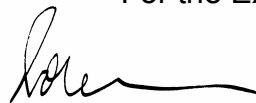
Hamburg, 30 May 2008

For the Supervisory Board:

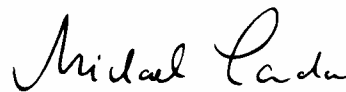


Dr. Ernst J. Wortberg

For the Executive Board



Dr. Bernd Drouven



Dr. Michael Landau