



# ***Compliance Statement for the Year 2002***

***As at December 18, 2002***

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### **Statement of the board and the supervisory board of Fraport AG pursuant to Article 161 of the German Corporation Law**

“Fraport AG adopted its own corporate governance principles in September 2002, thereby largely taking into account the recommendations of the Government Commission on the German Corporate Governance Code. Furthermore, Fraport voluntarily incorporated additional suggestions of the German Corporate Governance Code (“Code”), thus underscoring the company’s positive attitude toward progressive and comprehensive corporate governance regulations.

Thus corporate governance at Fraport AG conforms to the recommendations of the Government Commission on the German Corporate Governance Code, with the following exceptions:

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1. Remuneration of supervisory board members currently does not include a success-oriented, variable component. However, the executive board and the supervisory board already decided to recommend to the next Annual General Shareholders' Meeting to include in the Articles of Association a regulation for introducing such a component (Code section 5.4.5, sub-section 2).
2. The consolidated annual financial statements for fiscal year 2002 will be available to the public no later than April 30, 2003. Starting fiscal 2002, the organizational prerequisites will be in place to allow for publication of future annual financial statements within 90 days of the end of the respective financial year. (Code section 7.1.2, sentence 2).

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3. The existing D&O liability insurance for members of the supervisory board currently does not call for a deductible. However, the supervisory board has decided to agree on a regulation corresponding to a deductible within the first six months of 2003 (Code, section 3.8, subsection 2).