

Compliance Declaration pursuant to Section 161 of the German Stock Corporations Act (AktG)

After due appraisal, the Executive Board and Supervisory Board of HOCHTIEF Aktiengesellschaft submit their compliance declaration for 2007 as follows:

"HOCHTIEF Aktiengesellschaft complies in full with the recommendations of the Government Commission on the German Corporate Governance Code dated June 14, 2007 and published on July 20, 2007 by the German Ministry of Justice in the official section of the electronic Bundesanzeiger (Federal Official Gazette).

Similarly, following submission of the last Compliance Declaration on March 14, 2007, HOCHTIEF complied until July 20, 2007 with all recommendations of the Code dated June 12, 2006 and has complied from July 21, 2007 onward with all recommendations of the Code dated June 14, 2007."

Essen, March 18, 2008

HOCHTIEF Aktiengesellschaft

For the Supervisory Board

For the Executive Board

Dr. Kohlhaussen

Dr.-Ing. Lütkestratkötter

Dr. Lohr