

Declaration of conformity 2002

Declaration by the Management Board and the Supervisory Board of 3U TELECOM AG on the recommendations of the Government Commission on the German Corporate Governance Code in accordance with section 161 of the AktG (German Stock Corporation Act).

3U TELECOM AG complies with the recommendations of the Government Commission on the German Corporate Governance Code with the following exceptions:

Fig. 3.8: The directors' and officers' liability insurance policy does not include a deductible for members of the Supervisory Board and the Management Board.

Fig. 4.2.3: The compensation of the members of the Management Board does not include any variable components with a long-term incentive effect.

Fig. 4.2.4: The compensation of the members of the Management Board is not reported in the notes to the consolidated financial statements subdivided according to fixed and performance-related components.

Fig. 5.1.2: No age limit for members of the Management Board is specified.

Fig. 5.3.1: The Supervisory Board, which consists of three members, has not formed any committees.

Fig. 5.3.2: The Supervisory Board, which consists of three members, has not formed an Audit Committee.

Fig. 5.4.1: No age limit for members of the Supervisory Board is specified.

Fig. 5.4.5: Members of the Supervisory Board receive fixed compensation. No additional performance-related compensation has been paid to date. Supervisory Board compensation and advantages extended for services provided individually are not listed separately in the notes to the consolidated financial statements.

Eschborn/Frankfurt am Main, 27 December 2002

For the Supervisory Board
Hubertus Kestler
For the Management Board
Udo Graul

