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Dividend Announcement

ISIN for common shares: DE0005937007
ISIN for nonvoting preferred shares: DE0005937031

The 132nd Annual General Meeting of MAN SE on April 20, 2012, resolved to utilize the net retained profits for fiscal year 2011 in the amount of €373,740,912.34 as follows:

Distribution of a dividend of €2.30 per common share carrying dividend rights:	€324,241,005.00
Distribution of a dividend of €2.30 per preferred share carrying dividend rights:	€13,950,995.00
Carryforward to new account	€35,548,912.34

The dividend will be paid out starting on April 23, 2012, via the custodian banks, in general after deduction of 25% withholding tax and a 5.5% solidarity surcharge on the withholding tax (a total of 26.375%) as well as any church tax on the withholding tax if applicable.

The deduction of withholding tax on dividend payments and of a solidarity surcharge will not apply to **resident shareholders** who have submitted a non-assessment certificate from their respective tax authorities to their custodian banks. The same applies in whole or in part to shareholders who have provided their custodian banks with a declaration for exemption from withholding tax as long as the exemption amount specified in the declaration has not been used up by other investment income.

Non-resident shareholders may benefit from a reduction in the withholding tax retained and solidarity surcharge in accordance with double taxation conventions in force between the Federal Republic of Germany and the country concerned. Applications for refunds of this reduction amount must be received by the Bundeszentralamt für Steuern (Germany's Central Tax Office in 53221 Bonn) by December 31, 2016, at the latest.

Munich, April 2012

MAN SE
The Executive Board