

Notice of Adjustment of Conversion Ratio to Noteholders

KUKA Finance B.V.

**a company with limited liability incorporated in the Netherlands,
having its registered office in Rotterdam
(the "Issuer")**

**€69,000,000
3.75% Guaranteed Convertible Notes, due 2011
(the "Notes")
unconditionally and irrevocably guaranteed by**

**KUKA Aktiengesellschaft
Augsburg, Federal Republic of Germany
(the "Guarantor")**

- ISIN DE000A0GRMC0 -

KUKA Finance B.V. as Issuer of the Notes hereby gives notice to the Noteholders. Expressions which are given a defined meaning in the Terms and Conditions of the Notes have the same meaning in this notice.

On 15 May 2008, in their Annual General Meeting, the shareholders of the Guarantor (KUKA Aktiengesellschaft) approved the distribution of a Cash-Dividend of Euro 1.00 per share.

As a result of this Distribution, pursuant to § 7 no 1, § 11 no 4 and § 11 no 12 of the Terms and Conditions of the Notes, the Conversion Ratio has been adjusted from 1,917.43671 ordinary bearer shares with no par value ("*Stückaktien*") per Note to 1,969.8005 ordinary bearer shares with no par value ("*Stückaktien*") per Note. Due to the adjustment of the Conversion Ratio, the Conversion Price has to be adjusted pursuant to § 11 no 8 of the Terms and Conditions of the Notes and now amounts to EUR 25.3833 per share.

Pursuant to § 11 no 10 of the Terms and Conditions of the Notes, the adjustments of both the Conversion Ratio and the Conversion Price became effective as of 16 May 2008.

Rotterdam, 29 May 2008

KUKA Finance B.V.