



**Declaration by the Executive Board and Supervisory Board
of ThyssenKrupp AG
on the recommendations of the
“Government Commission on the German Corporate Governance Code”
in accordance with Art. 161 of the Stock Corporation Act (AktG)**

ThyssenKrupp AG complies with all recommendations of the Government Commission on the German Corporate Governance Code as amended on May 26, 2010, published by the Federal Ministry of Justice in the official section of the electronic Federal Gazette (“Bundesanzeiger”), and complied with the recommendations of the Code in the period from the date of issue of the last Declaration of Conformity on October 1, 2010 to January 21, 2011 with the exception of the deviation from the recommendation in section 5.4.5 of the Code as stated and explained in the Declaration of Conformity of October 1, 2010.

Duisburg/Essen, January 21, 2011

For the Supervisory Board

- Cromme -

For the Executive Board

- Hiesinger -