

**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 German Corporate Governance Code as amended on May 5, 2015, published by the Federal Ministry of Justice in the official section of the Federal Gazette (“Bundesanzeiger”) on June 12, 2015, and will continue to comply with these recommendations in the future.

Furthermore, since issuing its last declaration of conformity on November 10/19, 2014, ThyssenKrupp AG has complied with all recommendations of the German Corporate Governance Code as amended on June 24, 2014 and published by the Federal Ministry of Justice in the official section of the Federal Gazette on September 30, 2014, and, since its publication in the Federal Gazette, as amended on May 5, 2015.

Duisburg/Essen, October 1, 2015

For the Supervisory Board



- Lehner -

For the Executive Board



- Hiesinger -