



**Declaration by the Management Board of the General Partner of
thyssenkrupp nucera AG & Co. KGaA, thyssenkrupp nucera Management
AG, and by the Supervisory Board of thyssenkrupp nucera AG & Co.
KGaA pursuant to Section 161 of the German Stock Corporation Act**

The Management Board of the General Partner of thyssenkrupp nucera AG & Co. KGaA (hereafter: the Company), thyssenkrupp nucera Management AG, and the Supervisory Board of the Company declare pursuant to section 161 of the German Stock Corporation Act (*Aktiengesetz – AktG*) that the recommendations of the German Corporate Governance Code of the “Government Commission on the German Corporate Governance Code”, as amended on 28 April 2022 and published by the Federal Ministry of Justice in the official section of the Federal Gazette on 27 June 2022 (hereafter: the Code), are complied with the exception of recommendation G.12 of the Code.

Pursuant to recommendation G.12 of the Code if the contract of a Management Board member is terminated, the disbursement of any remaining variable remuneration components, which are attributable to the period until contract termination, shall be based on the originally agreed targets and comparison parameters, and on the due dates or holding periods stipulated in the contract.

When two members of the Management Board left the company after their terms of office expired, the company paid the short-term variable remuneration pro rata temporis immediately after the end of their terms of office and not only after the end of the fiscal year, in accordance with an agreed non-competition clause.

In the future, the Company will comply with all recommendations of the Code.

Dortmund, September 2025

Management Board of the General Partner of
thyssenkrupp nucera AG & Co. KGaA,
thyssenkrupp nucera Management AG

Supervisory Board of the Company