



**Declaration made in Accordance with Section 161 of the German Stock Corporation Act by the Board of Management and the Supervisory Board of E.ON SE**

The Board of Management and the Supervisory Board hereby declare that E.ON SE will comply in full with the recommendations of the "Government Commission German Corporate Governance Code", dated May 13, 2013, published by the Federal Ministry of Justice in the official section of the Federal Gazette (Bundesanzeiger).

The Board of Management and the Supervisory Board furthermore declare that E.ON SE has been in compliance in full with the recommendations of the "Government Commission German Corporate Governance Code", dated May 15, 2012, published by the Federal Ministry of Justice in the official section of the Federal Gazette (Bundesanzeiger) since the last declaration on December 10, 2012.

Düsseldorf, December 16, 2013

For the Supervisory Board of E.ON SE

(Werner Wenning)  
Chairman of the Supervisory Board  
of E.ON SE

For the Board of Management of E.ON SE

(Dr. Johannes Teyssen)  
Chairman of the Board of Management  
of E.ON SE