## Declaration of Conformity with the German Corporate Governance Code

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The Executive and Supervisory Boards adopted the following Declaration of Conformity with the German Corporate Governance Code in September 2013:

The Executive and Supervisory Boards of MVV Energie AG hereby declare that the company has complied with and continues to comply with all of the recommendations made by the German Corporate Governance Code Government Commission without exception.

For the past, this Declaration refers to the version of the German Corporate Governance Code dated 15 May 2012 and published by the Federal Ministry of Justice in the official section of the Federal Gazette on 15 June 2012. For the future, the Declaration refers to the recommendations made in the new version of the Code dated 13 May 2013 and published in the official section of the Federal Gazette on 10 June 2013.

Mannheim, in September 2013

MVV Energie AG