

# METRO GROUP

## Declaration of Compliance

**of the Management Board and the Supervisory Board of METRO AG**  
**in respect to the recommendations of the German Corporate Governance Code**  
**pursuant to section 161 of the German Stock Corporation Act (Aktiengesetz, AktG)**

The Management Board and the Supervisory Board of METRO AG declare

that the recommendations of the Government Commission on the German Corporate Governance Code published by the Federal Ministry of Justice in the official section of the Federal Gazette in its version of 13 May 2013 have been complied with without any exceptions since the issue of the last declaration in September 2013.

The Management Board and Supervisory Board intend to comply with the recommendations of the Government Commission in its version of 13 May 2013 without exception in the future.

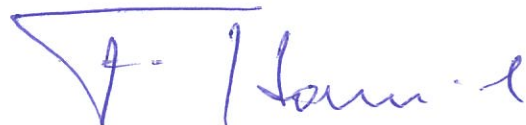
Düsseldorf, September 2014

For the Management Board

For the Supervisory Board



Olaf Koch  
Chairman of the Management Board



Franz M. Haniel  
Chairman of the Supervisory Board