

**Declaration of conformity with the German Corporate Governance Code
by the Executive Board and Supervisory Board of MTU Aero Engines AG,
pursuant to Section 161 of the German Stock Corporation Act (AktG)**

The Executive Board and the Supervisory Board of MTU Aero Engines AG declare that the recommendations of the Government Commission on the German Corporate Governance Code, as published in the amended version of June 24, 2014 by the Federal Ministry of Justice in the official section of the Federal Gazette, have been and are being complied with in their entirety. The Executive Board and the Supervisory Board of MTU Aero Engines AG also intend to follow these recommendations in the future.

Munich, December 2014

For the Executive Board

For the Supervisory Board

Reiner Winkler
Chairman

Klaus Eberhardt
Chairman