ThyssenKrupp Finance Nederland B.V.

Unaudited interim financial statements for the six-month period ending 31 March 2012

(Chamber of Commerce Rotterdam file no.: 33206400)

Table of contents

Interim management report 1 October 2011 to 31 March 2012

Profile

ThyssenKrupp Finance Nederland B.V. with domicile in Krimpen aan den IJssel operates as a finance company for the ThyssenKrupp Group and is wholly owned by the Group holding company ThyssenKrupp AG. The object of the company is to issue bonds on the international financial markets and to pass on the borrowed amount with interest to companies of the Group.

Business performance / Loans and bonds

The loans and bonds of the company are fixed long-term in nature. Thus there is no material impact on the Company's business and profitability on a year to year basis, apart from scheduled maturity.

The details of the outstanding bonds at 31 March 2012 are:

Bonds in million EUR	Interest (fixed) in %	Maturity Date
1,000	6.75	25 February 2013
1,000	8.5	25 February 2016

The Company agreed to lend the proceeds of the bonds to the ThyssenKrupp Group for the same period.

The details of the loans to companies of the ThyssenKrupp Group outstanding at 31 March 2012 are:

Loan facilities to Group companies in million EUR	Interest (fixed) in %	Maturity Date
1,000	6.813	25 February 2013
1,000	8.563	25 February 2016

During the six-month period ended 31 March 2012 a profit after taxation of EUR 0.5 million was reported (31 March 2011: EUR 0.5 million). As the activities of the Company did not change during the period under review compared to prior year, there was no significant change in profit after taxation.

Employees.

Apart from the managing directors who receive no compensation for their work, there are no employees.
Mr. Hoogeweegen deceased on 24 March 2012. He has been replaced as member of the Board with effect from 18 May 2012 by Mr. S.P. de Haseth.

Financial situation.

The Company reported in the cash flow statement cash flow from operating activities of EUR 0.9 million (30 September 2011: EUR 0.9 million).
The balance sheet total amounts to EUR 2,033 million (30 September 2011: EUR 2,113 million).

Risk report.

The risk management system minimizes exposure and keeps the risks manageable. In view of the customer structure - exclusively companies of the ThyssenKrupp Group - difficulties with repaying the loans are not expected. The international financial markets are carefully monitored. There is no threat to the existence of the Company currently foreseeable for the management.
As the loans as well as the bonds have a fixed long term interest rate as well as the same maturity date, the interest rate risk as well as the liquidity risk are considered limited.

Subsequent events and outlook.

Between the balance sheet date (31 March 2012) and the date of issue of this report (31 May 2012) no significant events took place which need to be disclosed.
Meanwhile the Company will be looking for new opportunities in the market.
For the maturity dates of the bonds and the loans we refer to the disclosures under "Business performance / Loans and bonds".

Krimpen aan den IJssel, 31 May 2012.

The Managing Directors:

Thomas S. Empelmann   Stephen P. de Haseth   Ronald Ton

Interim financial statements for the six-month period ending 31 March 2012 - unaudited

Balance sheet - unaudited

(before appropriation of profit)

(in Euro)	Notes	30 Sep. 2011	31 March 2012
Assets			
Fixed assets			
Loan facilities to Group companies	1	2,000,000,000	1,000,000,000
Deferred premium on loans to Group companies	2	4,960,149	3,192,175
Deferred discount on bonds	3	6,653,867	5,681,456
Capitalised issue costs	4	3,277,539	2,643,961
		2,014,891,555	1,011,517,592
Current assets			
Loan facilities to Group companies	1	-	1,000,000,000
Receivables	5	91,438,256	14,512,380
Cash and cash equivalents	6	6,806,862	6,744,106
		98,245,118	1,021,256,486
		2,113,136,673	2,032,774,078
Liabilities			
Capital and reserves	7		
Issued and paid-up capital		2,300,000	2,300,000
Retained earnings		4,228,403	4,228,403
Result for the year		999,064	516,446
		7,527,467	7,044,849
Long-term liabilities			
Long-term bonds payable	8	2,000,000,000	1,000,000,000
Deferred premium on long-term bonds payable	9	5,510,258	3,546,206
Deferred discount on loans to Group companies	10	9,381,297	7,971,386
		2,014,891,555	1,011,517,592
Current liabilities			
Long-term bonds payable, remaining lifetime less than 1 year	8	-	1,000,000,000
Other current liabilities	11	90,717,651	14,211,637
		2,113,136,673	2,032,774,078

Income statement for the period ending 31 March 2012 - unaudited

	Notes	period ending 31 March 2011		period ending 31 March 2012	
(in Euro)					
Financial income	13				
Interest income		76,739,675		76,745,979	
Interest charges		(76,041,096)		(76,041,096)	
Amortisation discount on loans to Group companies		1,409,911		1,409,911	
Amortisation premium on long-term bonds		1,964,052		1,964,052	
Amortisation premium on loans to Group companies		(1,767,974)		(1,767,974)	
Amortisation issue costs and discount on bonds		(1,605,989)		(1,605,989)	
			698,579		704,883
Sundry income	14		416		-
Expenses					
General expenses	15	(26,438)		(22,187)	
			(26,438)		(22,187)
Profit before taxation			672,557		682,696
Corporation tax	16		(195,269)		(166,250)
Result for the period			477,288		516,446

Cash flow statement for the period ending 31 March 2012 - unaudited

	period ending 31 March 2011	period ending 31 March 2012
(in Euro)		
Cash flow from operating activities		
Interest received	153,830,305	153,836,609
Interest paid	(152,500,000)	(152,501,584)
Other income received	416	-
Operating expenses paid	(46,489)	(18,890)
Tax expenses paid	(349,590)	(379,827)
Net cash provided by/(used in) operating activities	**934,642**	**936,308**
Cash flow from investing activities		
Payments on loans granted	-	-
Proceeds from loans matured	-	-
Net cash provided by/(used in) investing activities	**-**	**-**
Cash flow from financing activities		
Proceeds from issue of bonds	-	-
Payments on redemption of bonds	-	-
Dividends paid	(1,101,510)	(999,064)
Net cash provided by/(used in) financing activities	**(1,101,510)**	**(999,064)**
Net increase/(decrease) in cash and cash equivalents	**(166,868)**	**(62,756)**
Cash and cash equivalents at beginning of the period	6,923,132	6,806,862
Cash and cash equivalents at the end of the period	**6,756,264**	**6,744,106**

Notes

General

Relationship with parent company and principal activities

The Company, which is a subsidiary of ThyssenKrupp AG, Duisburg and Essen, Germany was incorporated as Thyssen Finance Nederland B.V. on 14 October 1988.
As per 5 March 2001 the Company merged with another Group company, being Fried. Krupp Finance B.V.
The company acts within the ThyssenKrupp Group as a finance company in the Netherlands.
In close cooperation with the parent, the Company allocates the proceeds of the bonds and loans taken to the parent and its subsidiaries/affiliates.
The financial statements are prepared on the basis of the legal requirements as set out in part 9 of Book 2 of the Netherlands Civil Code.
The address and statutory seat of the Company are:
Van Utrechtweg 99, Krimpen aan den Ijssel, The Netherlands.

Financial reporting period

These financial statements have been prepared for a reporting period of six months. The bookyear runs from 1 October until 30 September each year.

Going concern

These financial statements have been prepared on the basis of the going concern assumption.

Accounting policies

General

The principles adopted for the valuation of assets and liabilities and determination of the results are based on the historical cost convention.

All assets and liabilities are stated at the nominal value unless indicated otherwise.

An asset is disclosed in the balance sheet when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the cost of the asset can be measured reliably. A liability is recognised in the balance sheet when it is expected to result in an outflow from the entity of resources embodying economic benefits and the amount of the obligation can be measured with sufficient reliability.

Income and expenses are accounted for in the period to which they relate, unless otherwise mentioned.

Income is recognised in the profit and loss account when an increase in future economic potential related to an increase in an asset or a decrease of a liability has arisen, the size of which can be measured reliably. Expenses are recognised when a decrease in the economic potential related to a decrease in an asset or an increase of a liability has arisen, the size of which can be measured with sufficient reliability.

If a transaction results in a transfer of future economic benefits and or when all risks relating to assets or liabilities transfer to a third party, the asset or liability is no longer included in the balance sheet.

The revenue and expenses are allocated to the period to which they relate. Revenues are recognised when the company has transferred the significant risks and rewards of ownership of the goods to the buyer.

The financial statements are presented in euros, the company’s functional currency.

The revenue and expenses are allocated to the period to which they relate. Revenues are recognised when the company has transferred the significant risks and rewards of ownership of the goods to the buyer.

The financial statements are presented in euros, the company’s functional currency.

Financial instruments
Financial instruments include investments in loan facilities to group companies, cash and cash equivalents and other receivables.

The company does not have any derivative instruments.

Financial fixed assets
The loans to the companies of the ThyssenKrupp Group are included at nominal value less any provision deemed necessary. The premiums/discounts, if any, are capitalised and amortised to the profit and loss account during the term of the underlying loan.

Receivables
The accounting policies applied for the valuation of trade and other receivables are described under the heading ‘accounting policies - general’.

Capital and reserves / Shareholders’ equity
Financial instruments that are designated as equity instruments by virtue of the economic reality are presented under shareholders’ equity. Payments to holders of these instruments are deducted from the shareholders’ equity as part of the profit distribution.

Financial instruments that are designated as a financial liability by virtue of the economic reality are presented under liabilities. Interest, dividends, income and expenditure with respect to these financial instruments are recognised in the profit and loss as financial income or expense.

Non-current liabilities

Long-term bonds
The issue costs arising on borrowings and premiums/discounts, if any, are capitalised and amortised to the profit and loss account during the term of the underlying bond.

Current liabilities
The valuation of current liabilities is explained under the heading ‘accounting policies - general’.

Revenue recognition

Financial income
Interest revenue is recognized in the profit and loss account as explained under the heading 'accounting policies - general'. Amortizations on premiums, discounts on loan and issue costs are recognized in the profit and loss account on a straight line basis over the term of the loans and bonds.

Corporate income tax
Corporate income tax comprises the current and deferred corporate income tax payable and deductible for the reporting period. Corporate income tax is recognised in the profit and loss account.

Current tax comprises the expected tax payable or receivable on the taxable profit or loss for the financial year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to the tax payable in respect of previous years.

Determination of fair value
A number of accounting policies and disclosures in the Group’s financial statements require the determination of the fair value for both financial and non-financial assets and liabilities.
For measurement and disclosure purposes, fair value is determined on the basis of the net present value of future repayments and interest payments, discounted at the market interest rate at the reporting date.
Where applicable, detailed information concerning the principles for determining fair value are included in the section that specifically relates to the relevant asset or liability.

Balance sheet - unaudited

1 *Loan facilities to Group companies*

(in Euro)	maturity date	30 Sep. 2011	31 March 2012
EUR 1,000,000,000 interest 6.813% (fixed)	25 February 2013	1,000,000,000	1,000,000,000
EUR 1,000,000,000 interest 8.563% (fixed)	25 February 2016	1,000,000,000	1,000,000,000
		2,000,000,000	2,000,000,000

The facilities are granted to companies of the ThyssenKrupp Group.

2 *Deferred premium on loans to Group companies*

This item relates to the loans granted to companies of the ThyssenKrupp Group and is amortised during the term of these loans. From the total amount EUR 1,767,974 will be booked to the profit and loss account during the remaining part of the fiscal year 2011/2012.

(in Euro)	30 Sep. 2011	31 March 2012
Balance as at 1 October:		
Cost price	13,525,000	13,525,000
Accumulated amortisation	5,028,903	8,564,851
	8,496,097	4,960,149
Changes during the reporting period:		
Amortisation	3,535,948	1,767,974
Balance as at 30 September / 31 March:		
Cost price	13,525,000	13,525,000
Accumulated amortisation	8,564,851	10,332,825
	4,960,149	3,192,175

3 *Deferred discount on bonds*

This item relates to the outstanding bonds and is amortised during the term of these bonds.
From the total amount EUR 972,411 will be booked to the profit and loss account during the remaining part of the fiscal year 2011/2012.

(in Euro)	30 Sep. 2011	31 March 2012
Balance as at 1 October:		
Cost price	11,705,000	11,705,000
Accumulated amortisation	3,106,312	5,051,133
	8,598,688	6,653,867
Changes during the reporting period:		
Amortisation	1,944,821	972,411
Balance as at 30 september / 31 March:		
Cost price	11,705,000	11,705,000
Accumulated amortisation	5,051,133	6,023,544
	6,653,867	5,681,456

4 *Capitalised issue costs*

This item relates to the outstanding bonds and is amortised during the term of these bonds.
From the total amount EUR 633,578 will be booked to the profit and loss account during the remaining part of the fiscal year 2011/2012.

(in Euro)	30 Sep. 2011	31 March 2012
Balance as at 1 October:		
Cost price	6,500,000	6,500,000
Accumulated amortisation	1,955,304	3,222,461
	4,544,696	3,277,539
Changes during the reporting period:		
Amortisation	1,267,157	633,578
Balance as at 30 September / 31 March:		
Cost price	6,500,000	6,500,000
Accumulated amortisation	3,222,461	3,856,039
	3,277,539	2,643,961

5 *Receivables*

(in Euro)	30 Sep. 2011	31 March 2012
Interest receivables	91,413,479	14,322,849
Prepaid taxes	24,777	189,531
	91,438,256	14,512,380

The interest receivables relate to accrued interest on facility agreements to companies of the ThyssenKrupp Group. None of the receivables has a maturity over 1 year.

6 *Cash and cash equivalents*

(in Euro)	30 Sep. 2011	31 March 2012
Intercompany account with ThyssenKrupp AG	6,803,304	6,711,172
Deutsche Bank AG, Amsterdam branch	3,558	32,934
	6,806,862	6,744,106

For the periods ending 30 September 2011 and 31 March 2012 cash and cash equivalents were at free disposal to the company.

7 *Capital and reserves*

Issued and paid-up capital

The authorised share capital amounts to EUR 2,300,000, divided into 230 shares of EUR 10,000 each. The capital has been fully issued and paid-up. All shares are held by ThyssenKrupp AG.

Movements in shareholders' equity are as follows:

(in Euro)	30 Sep. 2011	Distribution	Result for the period	31 March 2012
Issued and paid-up capital	2,300,000	–	–	2,300,000
Retained Earnings	4,228,403	–	–	4,228,403
Result for the year	999,064	(999,064)	516,446	516,446
	7,527,467	(999,064)	516,446	7,044,849

(in Euro)	30 Sep. 2010	Distribution	Result for the year	30 Sep. 2011
Issued and paid-up capital	2,300,000	–	–	2,300,000
Retained Earnings	4,228,403	–	–	4,228,403
Result for the year	1,101,510	(1,101,510)	999,064	999,064
	7,629,913	(1,101,510)	999,064	7,527,467

During the period ending 31 March 2012 a dividend in an amount of EUR 999,064 has been paid to the parent company.

8 *Long-term bonds payable*

(in Euro)	30 Sep. 2011	31 March 2012
EUR 1,000,000,000 interest rate 6.75% (fixed) due 25 Feb. 2013	1,000,000,000	1,000,000,000
EUR 1,000,000,000 interest rate 8.50% (fixed) due 25 Feb. 2016	1,000,000,000	1,000,000,000
	2,000,000,000	2,000,000,000

Bonds and interest payable thereon are guaranteed by ThyssenKrupp AG, Duisburg and Essen, Germany. As per 31 March 2012 the fair value of the bond maturing 2013 is EUR 1,042 million and of the bond maturing 2016 EUR 1,173 million.

The fair value of the long-term bonds payable is derived from quotes reported on the Frankfurt Stock Exchange per 31 March 2012.

As it is the intention of the Company to have the bonds outstanding till maturity, no movements are to be expected during the lifetime.

9 *Deferred premium on long-term bonds payable*

This item relates to the tap of the long-term bond due 25 February 2013, which has been issued on 29 April 2009 above par, and is amortised through the term of the bond. From the total amount EUR 1,964,052 will be booked to the profit and loss account during the remaining part of the fiscal year 2010/2011.

	30 Sep. 2011	31 March 2012
(in Euro)		
Balance as at 1 October:		
Cost price	15,025,000	15,025,000
Accumulated amortisation	5,586,637	9,514,742
	9,438,363	5,510,258
Changes during the reporting period:		
Amortisation	3,928,105	1,964,052
Balance as at 30 September / 31 March 2012:		
Cost price	15,025,000	15,025,000
Accumulated amortisation	9,514,742	11,478,794
	5,510,258	3,546,206

10 *Deferred discount on loans to Group companies*

This item relates to the outstanding loans to companies of the ThyssenKrupp Group and is amortised during the term of these loans. From the total amount EUR 1,409,911 will be booked to the profit and loss account during the remaining part of the fiscal year 2010/2011.

	30 Sep. 2011	31 March 2012
(in Euro)		
Balance as at 1 October:		
Cost price	16,705,000	16,705,000
accumulated amortisation	4,503,882	7,323,703
	12,201,118	9,381,297
Changes during the reporting period:		
amortisation	2,819,821	1,409,911
Balance as at 30 September / 31 March 2012:		
Cost price	16,705,000	16,705,000
Accumulated amortisation	7,323,703	8,733,614
	9,381,297	7,971,386

11 *Other current liabilities*

This represents:

	30 Sep. 2011	31 March 2012
(in Euro)		
Interest payable	90,664,383	14,205,479
Taxes payable	44,248	0
Other	9,020	6,158
	90,717,651	14,211,637

Interest payable is guaranteed by ThyssenKrupp AG, Duisburg and Essen, Germany.

12 *Off-balance sheet items*

The company does not have any off-balance sheet items.

Income statement - unaudited

13 *Financial income*

Interest income mainly results from the loans granted by the company to Group companies.
Interest expenses mainly result from the bonds issued.

14 *Sundry income*

During the period ending 31 March 2011 the company received a refund from BAFIN in amount of EUR 416.

15 *General expenses*

This comprises:

(in Euro)	period ending 31 March 2011	period ending 31 March 2012
Management and administration fees	12,317	12,317
Advisory fees	9,045	3,170
Audit fee	-	(1,488)
Rent office space	2,500	2,500
Chamber of Commerce	166	149
Other	2,410	5,539
	26,438	22,187

16 *Corporation tax*

The tax expense is calculated in accordance with existing tax legislation and is based on a ruling (APA).
The APA is based on a transfer pricing study and therefore the agreed remuneration is in accordance with the "at arm's length principle".

17 *Related parties*

The shareholder of the company, ThyssenKrupp AG, qualifies as a related party.
All transactions with ThyssenKrupp AG or its affiliates have been disclosed in the notes to the interim financial statements.

18 *Number of employees*

The company has no employees apart from the managing directors.

19 *Remuneration of the managing directors*

All managing directors do not receive a remuneration for their duties.

Krimpen aan den IJssel, 31 May 2012.

The Managing Directors:

Thomas S. Empelmann Stephen P. de Haseth Ronald Ton

Other information

Provisions in the Articles of Association regarding profit appropriation

The appropriation of profit is governed by article 18 of the Articles of Association. The profit is at free disposal of the general meeting. The general meeting may decide to pay one or more interim dividends if profit so permits. The general meeting can at all times decide to distribute to shareholders to the debit of the reserves.

Profit appropriation

In accordance with article 18 of the Articles of Association of the company, the result for the period is at free disposal of the general meeting of shareholders.

Responsibility statement

”To the best of our knowledge, and in accordance with the applicable reporting principles for the interim financial reporting, the interim financial statements for the period ending 31 March 2012 give a true and fair view of the assets, liabilities, financial position and profit and loss of the company; the interim management report specifies the most important events of the reporting period and their effects on the interim financial statements; necessary estimates have been made with due care.”

Krimpen aan den IJssel, 31 May 2012.

The Managing Directors:

Thomas S. Empelmann   Stephen P. de Haseth   Ronald Ton