

ThyssenKrupp Finance Nederland B.V.

**Unaudited interim financial statements
for the six-month period
ending 31 March 2011**

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Interim management report 1 October 2010 to 31 March 2011

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 company issues bonds on the international financial markets and passes on the capital loaned with interest to companies of the Group.

Business performance / Loans and bonds

The loans and bonds of the company are based on fixed long-term conditions. Thus we do not expect material impacts on the company's business and profitability.

The details of the outstanding bonds are:

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

At the same time the company agreed to lend the proceeds to the ThyssenKrupp Group for the same period.

During the fiscal year 2009/2010 a new APA has been agreed between the company and the tax authorities. Compared to the last APA it determines a slightly lower remuneration for the company from loans to Group companies. Due to this fact the interest of loans to Group companies was adjusted with effect from 1 October 2009. Since then, loans to companies of the ThyssenKrupp Group as of 31 March 2010 and as of 31 March 2011 were as follows:

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 2011 a profit after taxation of EUR 0.5 million was reported. Profit after taxation for the prior-year period as per 31 March 2010 was EUR 0.6 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 three managing directors who receive no compensation for their work, there are no employees.

Financial situation. The funds reported in the cash flow statement correspond to the balance-sheet item "Cash and cash equivalents". Cash Flow from operating activities amounted to around EUR 0.9 million in the reporting period. The balance sheet at the end of the reporting period (31 March 2011) amounts to EUR 2,040 million, at the end of prior fiscal year balance sheet was EUR 2,120 million.

ThyssenKrupp Finance Nederland B.V.

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.

Subsequent events and outlook. Between the balance sheet date (31 March 2011) and the date of issue of this report (19 May 2011) no significant events took place which have to be disclosed.

Krimpen aan den IJssel, 19 May 2011.

The Managing Directors:

Maarten R.H.B. Hoogeweegen

Ronald Ton

Thomas S. Empelmann

Interim financial statements for the six-month period ending 31 March 2011 - unaudited

Balance sheet - unaudited

(before appropriation of profit)

	Notes	30 Sep. 2010	31 March 2011
(in Euro)			
Assets			
Fixed assets			
Loan facilities to Group companies	1	2,000,000,000	2,000,000,000
Deferred premium on loans to Group companies	2	8,496,097	6,728,123
Deferred discount on bonds	3	8,598,688	7,626,277
Capitalised issue costs	4	4,544,696	3,911,118
		<hr/>	<hr/>
		2,021,639,481	2,018,265,518
Current assets			
Receivables	5	91,441,766	14,505,457
Cash and cash equivalents	6	6,923,132	6,756,264
		<hr/>	<hr/>
		98,364,898	21,261,721
		<hr/>	<hr/>
		2,120,004,379	2,039,527,239
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		1,101,510	477,288
		<hr/>	<hr/>
		7,629,913	7,005,691
Long-term liabilities			
Long-term bonds payable	8	2,000,000,000	2,000,000,000
Deferred premium on long-term bonds payable	9	9,438,362	7,474,310
Deferred discount on loans to Group companies	10	12,201,119	10,791,208
		<hr/>	<hr/>
		2,021,639,481	2,018,265,518
Current liabilities			
	11	90,734,985	14,256,030
		<hr/>	<hr/>
		2,120,004,379	2,039,527,239

Income statement for the period ending 31 March 2011 - unaudited

	Notes	period ending 31 March 2010	period ending 31 March 2011
(in Euro)			
Financial income	12		
Interest income		76,769,364	76,739,675
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		<u>(1,605,989)</u>	<u>(1,605,989)</u>
		728,268	698,579
Sundry income	13	6,853	416
Expenses			
General expenses	14	<u>(25,170)</u>	<u>(26,438)</u>
		(25,170)	(26,438)
Profit before taxation		<u>709,951</u>	<u>672,557</u>
Corporation tax	15	(78,075)	(195,269)
Result for the period		<u>631,876</u>	<u>477,288</u>

Cash flow statement for the period ending 31 March 2011 - unaudited

	period ending 31 March 2010	period ending 31 March 2011
(in Euro)		
Cash flow from operating activities		
Interest received	153,819,370	153,830,305
Interest paid	(152,500,000)	(152,500,000)
Other income received	6,853	416
Operating expenses paid	(24,467)	(46,489)
Tax expenses paid	(56,851)	(349,590)
Net cash provided by/(used in) operating activities	1,244,905	934,642
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	(891,717)	(1,101,510)
Net cash provided by/(used in) financing activities	(891,717)	(1,101,510)
Net increase/(decrease) in cash and cash equivalents	353,188	(166,868)
Cash and cash equivalents at beginning of the period	6,734,752	6,923,132
Cash and cash equivalents at the end of the period	7,087,940	6,756,264

Notes

General

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 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.

Accounting principles

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.

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

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.

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.

Balance sheet - unaudited

1 Loan facilities to Group companies

	maturity date	30 Sep. 2010	31 March 2011
(in Euro)			
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 2010/2011.

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 2010/2011.

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 2010/2011.

5 Receivables

	30 Sep. 2010	31 March 2011
(in Euro)		
Interest receivables	91,413,479	14,322,849
Prepaid taxes	28,287	182,608
	<u>91,441,766</u>	<u>14,505,457</u>

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

	30 Sep. 2010	31 March 2011
(in Euro)		
Intercompany account with ThyssenKrupp AG	6,915,989	6,749,756
Deutsche Bank AG, Amsterdam branch	7,143	6,508
	<u>6,923,132</u>	<u>6,756,264</u>

For the periods ending 30 September 2010 and 31 March 2011 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:

	30 Sep. 2010	Distribution	Result for the period	31 March 2011
(in Euro)				
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)	477,288	477,288
	<u>7,629,913</u>	<u>(1,101,510)</u>	<u>477,288</u>	<u>7,005,691</u>

During the period ending 31 March 2011 a dividend in an amount of EUR 1,101,510 has been paid to the parent company.

8 Long-term bonds payable

	30 Sep. 2010	31 March 2011
(in Euro)		
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
	<u>2,000,000,000</u>	<u>2,000,000,000</u>

Bonds and interest payable thereon are guaranteed by ThyssenKrupp AG, Duisburg and Essen, Germany.

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.

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.

11 Current liabilities

This represents:

	30 Sep. 2010	31 March 2011
(in Euro)		
Interest payable	90,664,383	14,205,480
Taxes payable	42,892	42,892
Other	27,710	7,658
	<u>90,734,985</u>	<u>14,256,030</u>

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

Income statement - unaudited

12 Financial income

Interest income mainly results from the loans granted by the company to Group companies.

Interest expenses mainly result from the bonds issued.

13 Sundry income

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

14 General expenses

This comprises:

	period ending 31 March 2010	period ending 31 March 2011
(in Euro)		
Management and administration fees	12,317	12,317
Advisory fees	2,431	9,045
Audit fee	3,570	-
Rent office space	2,500	2,500
Chamber of Commerce	165	166
Other	4,187	2,410
	<u>25,170</u>	<u>26,438</u>

ThyssenKrupp Finance Nederland B.V.

15 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".

16 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.

17 Number of employees

The company has no employees apart from the managing directors.

18 Remuneration of the managing directors

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

Krimpen aan den IJssel, 19 May 2011.

The Managing Directors:

Maarten R.H.B. Hoogeweegen

Ronald Ton

Thomas S. Empelmann

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 2011 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, 19 May 2011.

The Managing Directors:

Maarten R.H.B. Hoogeweegen

Ronald Ton

Thomas S. Empelmann