

Corporate Governance Declaration (Part of the Combined Group Management Report)

Declaration of Compliance with the German Corporate Governance Code, made in accordance with Section 161 of the German Stock Corporation Act, by the Board of Management and the Supervisory Board of E.ON AG

The Board of Management and the Supervisory Board hereby declare that E.ON AG fully complies with the recommendations contained in the German Corporate Governance Code ("the Code"), dated June 18, 2009, prepared by the Government Commission appointed by the German Minister of Justice and published in the official section of the electronic version of the *Bundesanzeiger*.

Furthermore, the Board of Management and the Supervisory Board declare that E.ON AG has been in compliance with the recommendations contained in the previous version of the Code dated June 6, 2008.

Düsseldorf, December 14, 2009

For the Supervisory Board of E.ON AG
Ulrich Hartmann
(Chairman of the Supervisory Board of E.ON AG)

For the Board of Management of E.ON AG
Dr. Wulf H. Bernotat
(Chairman of the Board of Management of E.ON AG)

The declaration is published at www.eon.com and is thus publicly available to shareholders at all times.

Relevant Information about Management Practices

Corporate Governance

E.ON views corporate governance as a central foundation of responsible and value-oriented management, efficient collaboration between the Board of Management and the Supervisory Board, transparent disclosures, and appropriate risk management.

In 2009, the Board of Management and Supervisory Board paid close attention to E.ON's compliance with the Code's guidelines, particularly in conjunction with the new Code recommendations dated June 18, 2009. They determined that E.ON complies not only with all of the Code's recommendations but also with all of its suggestions.

Transparent Management

Transparency is a high priority of E.ON AG's Board of Management and Supervisory Board. Our shareholders, all capital market participants, financial analysts, shareholder associations, and the media regularly receive up-to-date information about the situation of, and any material changes to, the Company. We primarily use the Internet to help ensure that all investors have equal access to comprehensive and timely information about the Company.

E.ON AG issues reports about its situation and earnings by the following means:

- Interim Reports (quarterly)
- Annual Report
- Annual press conference
- Telephone conferences held on release of the Interim and Annual Reports
- Numerous events for financial analysts in and outside Germany.

A financial calendar lists the dates on which the Company's financial reports are released.

In addition to the Company's periodic financial reports, the Company issues ad-hoc statements when events or changes occur at E.ON AG that could have a significant impact on the price of E.ON stock.