



RWE Finance B.V USD 250mn 2.00 %, due 11 February 2013

- Termsheet -

- February 02, 2010 -

Issuer:	RWE Finance B.V., Hoofddorp, The Netherlands
Guarantor:	RWE AG, Essen, Germany
Guarantor Ratings:	S&P's: A (negative outlook) / Moody's: A 2 (negative outlook)
Currency:	USD
Notional amount:	250,000,000.00
Status :	Senior, unsecured
Lead Manager / Bookrunner	Deutsche Bank AG, London Branch
Launch Date :	February 2, 2010
Pricing Date:	February 2, 2010
Settlement Date:	February 11, 2010
Maturity Date:	February 11, 2013
Government Benchmark:	UST 1.375% due January 15, 2013
Benchmark price:	Benchmark price: 99.30 %
Benchmark Bid Yield:	Benchmark Bid Yield: 1.397 % s.a.
Re-offer Spread vs. benchmark:	Re-offer Spread vs. benchmark: 65 bps
Re-offer Yield (annual) ov.Benchmark:	Re-offer Yield (annual) ov.Benchmark: 2.057 %
Coupon:	Coupon: 2.00 % annually, actual/actual (ICMA)
Coupon Dates:	Every 11 February, commencing 11 February
Issue / Re-Offer-Price:	Issue / Re-Offer-Price: 99.834 %
Redemption:	Redemption: 100.00 %
Business Days:	TARGET, New York, London
Denominations:	USD 2,000
Listing:	Regulated Market Luxembourg
Governing Law:	German
Selling Restrictions:	Selling Restrictions: The Selling Restrictions set out in the Prospectus shall apply
Documentation:	As per the EUR 30bn Debt Issuance Programme dated March 31, 2009
Paying Agent:	Deutsche Bank AG, Frankfurt