

Statement of compliance in accordance with Sec. 161 of the German Stock Corporation Act

After an orderly audit, the Executive Board and the Supervisory Board of RWE Aktiengesellschaft issued the following declaration of compliance:

RWE Aktiengesellschaft fully complies with the recommendations of the Government Commission of the German Corporate Governance Code in the 12 June 2015 version of the Code published by the German Federal Ministry of Justice in the official section of the German Federal Gazette.

RWE Aktiengesellschaft

On behalf of the Supervisory Board

On behalf of the Executive Board

Dr. Manfred Schneider

Peter Terium

Dr. Rolf Martin Schmitz

Essen, 3. March 2016