Q1 2017 Results Presentation

Investor and Analyst Conference Call 15 May 2017

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This document contains forward-looking statements. These statements are based on the current views, expectations, assumptions and information of the management, and are based on information currently available to the management. Forward-looking statements shall not be construed as a promise for the materialisation of future results and developments and involve known and unknown risks and uncertainties. Actual results, performance or events may differ materially from those described in such statements due to, among other things, changes in the general economic and competitive environment, risks associated with capital markets, currency exchange rate fluctuations, changes in international and national laws and regulations, in particular with respect to tax laws and regulations, affecting the Company, and other factors. Neither the Company nor any of its affiliates assumes any obligations to update any forward-looking statements.

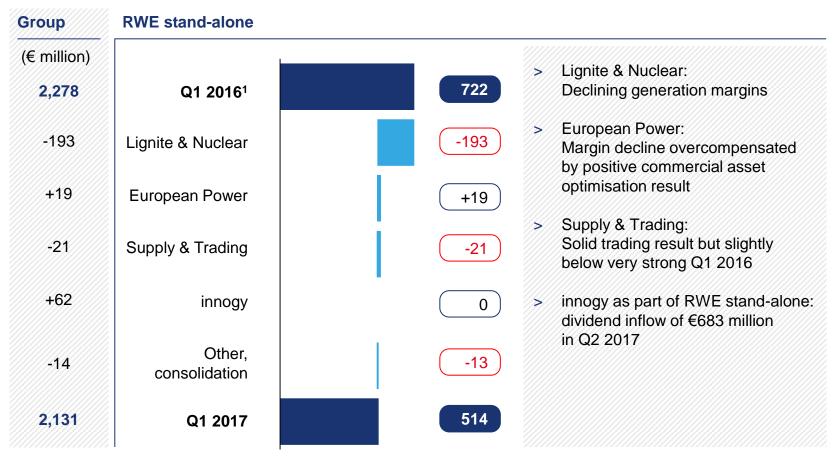


Q1 2017 – key messages

- > RWE consolidated Group's Q1 2017 operational performance in line with expectations at moderately below previous year. Outlook for 2017 confirmed.
- > RWE stand-alone: Solid start to 2017 and guidance for 2017 confirmed
- > Successful participation in UK capacity auction for 2017/18
- > Transfer of senior bonds to innogy finalised
- Call of hybrid bonds with a first call date in 2017 intended
- > Fitch confirms stand-alone BBB rating and upgrades outlook to stable



Development of EBITDA dominated by lower generation margins in Lignite & Nuclear



¹ Pro forma financial



Lignite & Nuclear – Driven by lower realised generation margins

Key financials

€ million	Q1 2017	Q1 2016	change
Adj. EBITDA	213	406	-193
t/o non-recurring items ¹	-1	10	-11
Depreciation	-74	-100	26
Adj. EBIT	139	306	-167
t/o non-recurring items ¹	-1	10	-11
Capex	-55	-46	-9
Cash contribution ²	158	360	-202

Q1 2017 versus Q1 2016:

- Lower realised generation margins
- Lower nuclear generation volumes due to maintenance cycle
- Weather related lower income at Mátra
- Operating cost improvements

EBITDA outlook for 2017: significantly below previous year

- Dower realised generation margins (hedged outright price: ~€31/MWh vs. €35/MWh in 2016)
- Absence of non-recurring items (€0.15 bn)
- Absence of nuclear fuel tax (€0.15 bn)
- Operating cost improvements

¹ Non-recurring items (not included in non-operating result) | ² Adj. EBITDA minus capex (before changes in provisions)



European Power – Good start to 2017 due to high contribution from commercial asset optimisation

Key financials

€ million	Q1 2017	Q1 2016	change
UK	101	128	-27
Continental Europe	65	25	40
Adj. EBITDA	167	148	19
t/o non-recurring items ¹	20	26	-6
Depreciation	-76	-101	25
Adj. EBIT	91	47	44
t/o non-recurring items ¹	20	26	-6
Capex	-11	-17	6
Cash contribution ²	156	131	25

Q1 2017 versus Q1 2016:

- Significantly higher income from commercial asset optimisation
- Operating cost improvements
- Lower realised generation margins

EBITDA outlook for 2017: significantly below previous year

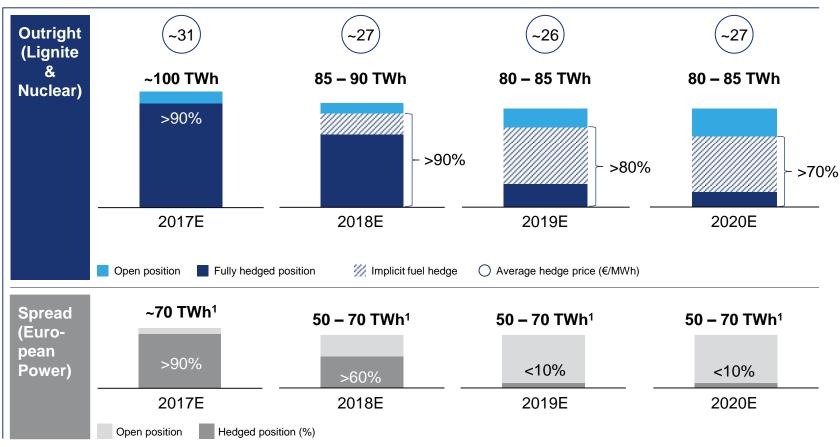
- Lower realised spreads
- Operating cost improvements

¹ Non-recurring items (not included in non-operating result) | ² Adj. EBITDA minus capex (before changes in provisions)



Hedging – Fully hedged position for 2018 and implicit fuel hedge for 2019 and 2020 increased

Expected positions and hedge status as of 31 March 2017



¹ Total in-the-money spread



Supply & Trading – Solid start to the year based on good trading result

Key financials

€ million	Q1 2017	Q1 2016	change
Adj. EBITDA	146	167	-21
t/o non-recurring items ¹	0	-28	+28
Depreciation	-1	-1	0
Adj. EBIT	145	166	-21
t/o non-recurring items ¹	0	-28	+28
Capex	-1	0	-1
Cash contribution ²	145	167	-22

Q1 2017 versus Q1 2016:

- Good trading result but below very strong Q1 2016
- Absence of disposal of Lynemouth power plant in Q1 2016
- Adjustment of long-term gas storage contracts to market prices in Q2 2016 (non-recurring items)

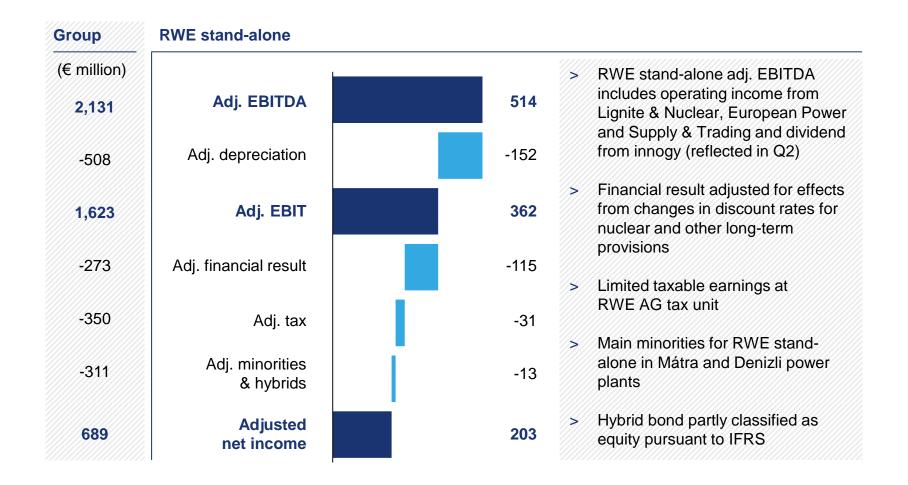
EBITDA outlook for 2017: significantly above previous year

On Normalisation of trading performance

¹ Non-recurring items (not included in non-operating result) | ² Adj. EBITDA minus capex (before changes in provisions)



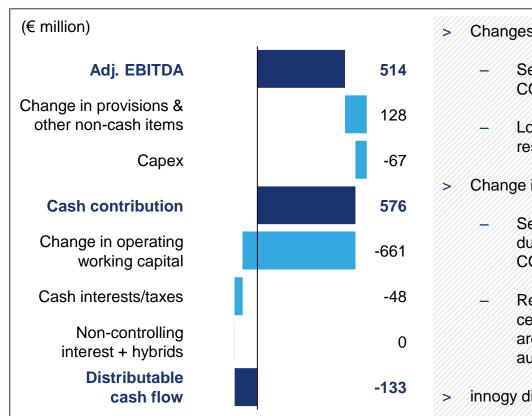
Adjusted net income Q1 2017 reaches €0.2 billion





Q1 2017 distributable cash flow still excluding innogy dividend

RWE stand-alone¹



> Changes in provisions

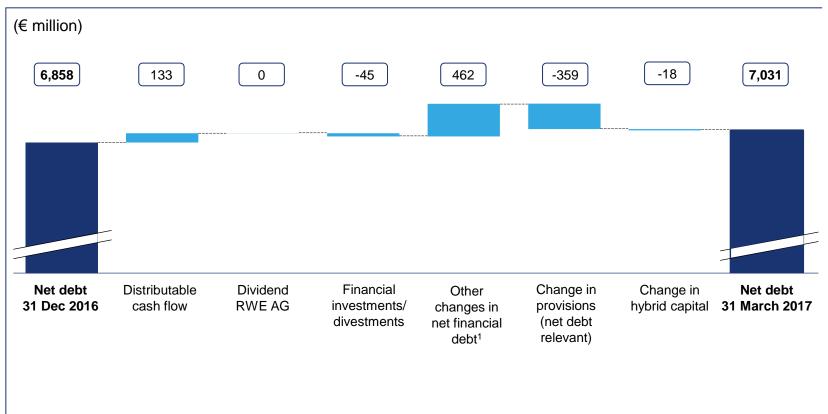
- Seasonal pattern of additions to CO₂ provisions (reversal in Q2)
 - Low utilisation of nuclear and restructuring provisions
- Change in operating working capital
 - Seasonal increase in inventories due to purchase of majority of CO₂ certificates
 - Reversal in Q2 2017 once the certificates for emissions in 2016 are delivered to national clearing authorities
- innogy dividend will be shown in Q2

¹ Pro forma financial



RWE stand-alone net debt nearly unchanged compared to end of 2016

Development of net debt (RWE stand-alone)



¹ Includes mainly variation margins and tax account receivables/payable, tax provisions.



RWE stand-alone – Outlook for 2017 confirmed

2016

€1.9 bn **Adjusted EBITDA** -€0.9 bn Adj. depreciation -€1.0 bn Adj. net financial result €0.0 bn Adj. taxes Adj. minorities & -€0.1 bn hybrids -€0.0 bn **Adjusted Net Income Dividend** (per share)

2017

€1.6 bn – €1.9 bn



> Reduction by ~€0.3 bn from impairments



- > Reduction in interest accretion to provisions (€0.4 0.5 bn)
- > Lower losses from sale of securities and impact from lower discount rates on non-current provisions (€0.2 bn)



- > Principally 95% tax exemption for innogy dividend
- > Potential utilisation of tax assets in German tax unit



Stable development expected

€0.7 bn – €1.0 bn

€0.50

Management target for ordinary and preferred shares; further goal to maintain at least this level in the years thereafter



Appendix



Income statement Q1 2017

(€ million)	RWE stand-alone	RWE Group
Revenue (including natural gas tax/electricity tax)	5,162	13,294
Natural gas tax/electricity tax	-36	-762
Revenue	5,126	12,532
Other operating result	55	-249
Cost of materials	-4,103	-8,794
Staff costs	-437	-1,156
Depreciation, amortisation and impairment losses	-170	-527
Income from investments accounted for using the equity method	19	66
Other income from investments	8	28
Financial result	-88	-226
Income before tax	410	1,674
Taxes on income	-31	-390
Income	379	1,284
of which: non-controlling interest	1	-323
of which: RWE AG hybrid capital investors' interest	-14	-14
of which: net income/income attributable to RWE AG shareholders	366	946



Balance sheet Q1 2017

(€ million)	RWE stand-alone	RWE Group	
Assets			
Intangible assets	1,041	12,770	
Property, plant and equipment	6,884	24,655	
Investment property	43	59	
Investments accounted for using the equity method	640	2,936	
Other financial assets ¹	15,335	1,060	
Inventories	1,233	1,649	
Financial receivables	5,401	2,097	
Trade accounts receivable	2,742	6,521	
Other receivables and other assets	5,245	6,704	
Income tax assets	344	535	
Deferred taxes	521	2,763	
Marketable securities	7,523	10,225	
Cash and cash equivalents	2,245	3,696	
	49,197	75,670	
Equity and liabilities			
RWE AG shareholders' interest	10,620	3,729	
RWE AG hybrid capital investors' interest	896	896	
Non-controlling interests	296	4,576	
	11,812	9,201	
Provisions	24,804	32,843	
Financial liabilities	6,055	19,449	
Other liabilities	6,365	13,401	
Income tax liabilities	63	147	
Deferred taxes	98	629	
	37,385	66,470	
¹ Includes innogy stake at market value as at 31 March 2017	49,197	75, 670	



Net debt Q1 2017

(€ million)	RWE stand-alone	RWE Group
Cash and cash equivalents	2,245	3,696
Marketable securities	7,644	10,437
Other financial assets	1,522	1,834
Financial receivables against innogy	3,856	-
Financial assets	15,267	15,967
Bonds, other notes payable, bank debt, commercial paper	4,770	17,114
Hedge transactions related to bonds	-237	-249
Other financial liabilities	1,285	2,335
Financial liabilities	5,818	19,200
Net financial debt	-9,449	3,233
Provisions for pensions and similar obligations	2,521	6,169
Surplus of plan assets over benefit obligations	0	-29
Provisions for nuclear waste management	12,653	12,653
Mining provisions	2,402	2,402
Provisions for decommissioning of wind farms	0	384
Adjustments for hybrid capital (portion of relevance to the rating)	-1,095	-1,095
Plus 50% of the hybrid capital stated as equity	448	448
Minus 50% of the hybrid capital stated as debt	-1,543	-1,543
Total net debt	7,031	23,717



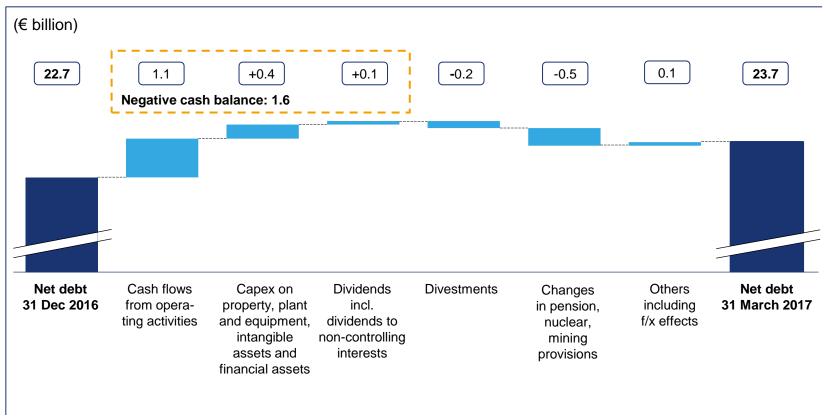
Reconciliation to Q1 2017 adjusted net income

(€ million)	RWE stand-alone			RWE Group		
	Reported	Adjustments	Adjusted	Reported	Adjustments	Adjusted
Adjusted EBITDA	514	0	514	2,131	0	2,131
Depreciation	-152	0	-152	-508	0	-508
Adjusted EBIT	362	0	362	1,623	0	1,623
Non-operating result	136	-136	0	277	-277	0
Financial result	-88	-27	-115	-226	-47	-273
Taxes on income (Tax rate)	-31 (8%)	0	-31 (13%)	-390 (23%)	+40	-350 (26%)
Income	379	-163	216	1,284	-284	1,000
- Non-controlling interests	1	0	1	-324	27	-297
- Hybrid investors' interest	-14	0	-14	-14	0	-14
Net income	366	-163	203	946	-257	689



Higher Group net debt due to seasonal negative cash balance

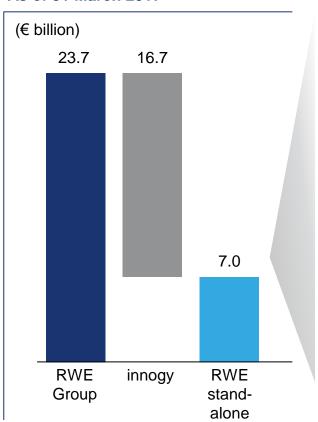
Development of net debt (RWE Group)





Net debt for RWE stand-alone significantly lower than market value of RWE's stake in innogy

As of 31 March 2017



Financial assets and receivables	15.3
> Financial receivables against innogy	3.9
> Financial assets	11.4
Financial liabilities	11.7
> Bonds, bank debt, commercial paper	4.5
> Other financial liabilities	1.3
> Hybrid adjustments	-1.1
> Nuclear energy fund (consolidated stake) ¹	7.0
Net financial assets	3.6
Long-term liabilities	10.6
> Nuclear provisions ²	5.7
> Mining provisions	2.4
> Pension provisions	2.5
Total net debt	7.0

¹ Includes base amount and risk premium; RWE's economic stake: €6.8 bn | ² Excludes nuclear energy fund base amount and risk premium



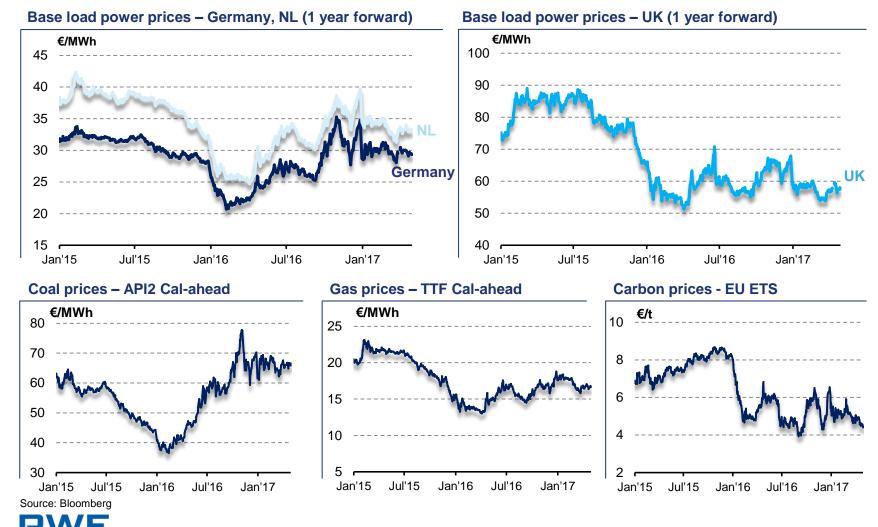
RWE Group: Outlook for 2017 confirmed



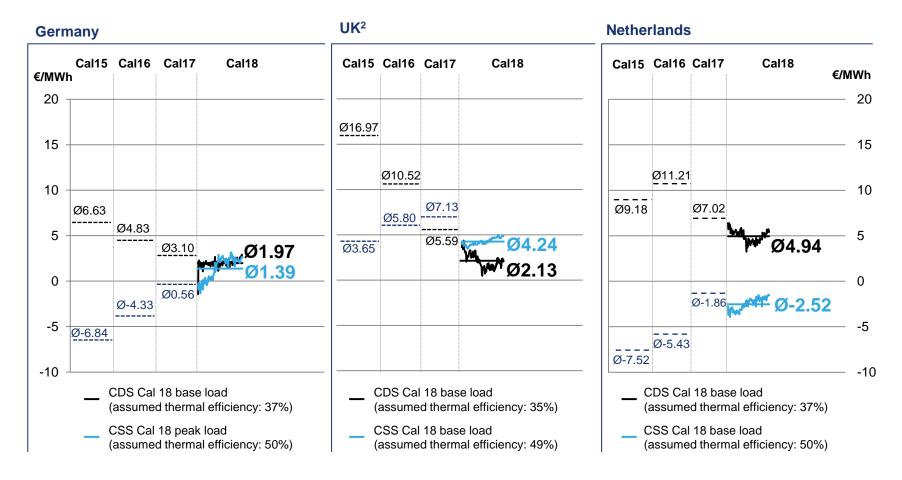
¹ Qualifiers such as 'moderately', and 'significantly' indicate percentage deviations from the previous year's figures.



Power prices and commodities



Clean Dark (CDS) and Spark Spreads (CSS) – 2015 - 2018 forwards for Germany, UK and NL¹



¹ Settlement one year ahead (Cal+1) | ² Including UK carbon tax | Source: RWE Supply & Trading, prices through to 10 May 2017



RWE Investor Relations – contacts

Important Links



Annual and Interim Reports http://www.rwe.com/ir/reports/



Investor and Analyst Conferences http://www.rwe.com/ir/investor-and-analyst-conferences/



IR presentations & further factbooks http://www.rwe.com/ir/presentations/



IR videos

http://www.rwe.com/ir/videos/



Consensus of analysts' estimates http://www.rwe.com/ir/consensus-estimates

Financial Calendar



14 August 2017
Interim report on the first half of 2017



14 November 2017
Interim statement on the first three quarters of 2017



13 March 2018 Annual Report 2017



26 April 2018 Annual General Meeting



2 May 2018
Dividend payment

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