Focus on financial strength FY 2013 Conference Call

Essen, 4 March 2014

Peter Terium
Chief Executive
Officer

Bernhard Günther Chief Financial Officer

Stephan Lowis
Vice President
Investor Relations



Agenda



Peter Terium

FY 2013 highlights, strategy update



Bernhard Günther

FY 2013 group results and divisional performance & outlook

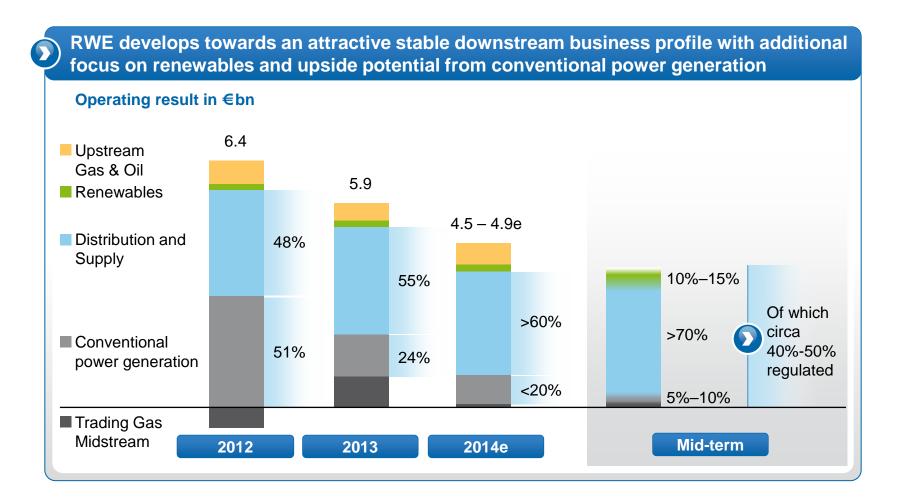


Milestones in 2013

- Performance in line with expectations: EBITDA in the order of €9 bn; operating result in the order of €5.9 bn; recurrent net income in the order of €2.4 bn
- Impairment charge of €4.8 bn taken mainly in the conventional power generation business due to deteriorating market environment which leads to net income loss of €2.8 bn
- Successful conclusion of gas price arbitration with Gazprom; award as expected; impact on operating result approx. € 1 billion
- Disposal of NET4GAS closed
- Efficiency enhancements ahead of schedule
- Rating downgrade by Moody's from A3/negative outlook to Baa1 with stable outlook; S&P confirmed its BBB+/stable outlook
- Outlook for 2014 confirmed



From commodity driven earnings development to attractive regulated profile





RWE's mid-term business profile drivers



GENERATION

- Selective growth in renewable energy
- > RWE Innogy aims to earn its cost of capital in 2016
- Restructure conventional power generation ("no profit or cash burning")
- Upside potential from market recovery of conventional power markets (e.g. new market design or recovery of commodities)

TRADING

- Ongoing focus on value extraction in commercial asset optimisation
- Develop growth opportunities in new trading markets
- Additional value contribution from principal investment projects
- Commercial settlement with Gazprom; no further losses until May 2016
- Ongoing losses from longterm contracted gas storage capacities

DISTRIBUTION

SER: Stable regulatory environment for the next regulatory period

Electricity: 2014 – 18 Gas: 2013 – 17

- Potential for revenue growth from integration of renewables
- Focus on performance
- > CEE/SEE: Aim to stabilise regulated earnings
 - CZ: Discussion on next regulatory period (2015)
 - HU: Political pressure on returns

SUPPLY

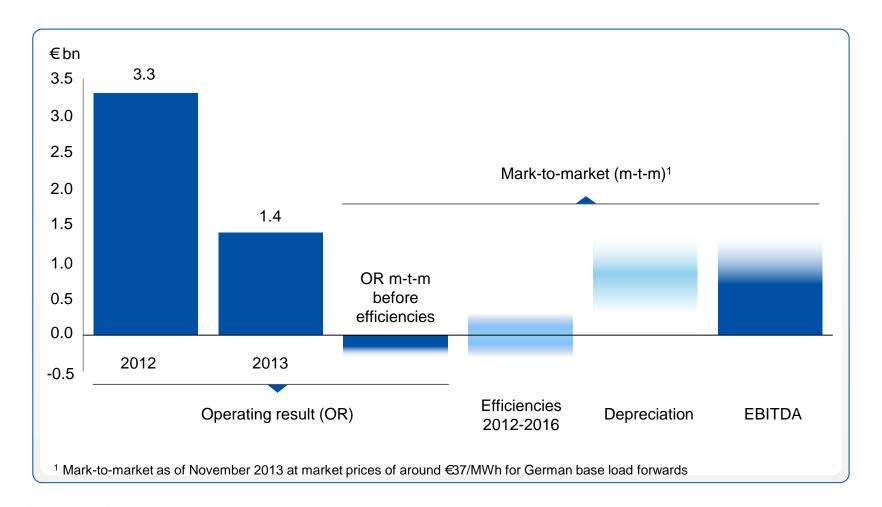
- > Focus on efficiency enhancements
- Increasing pressure on sales margins
- Margin upside via new products and cross selling
- Value oriented customer service
- > Smart markets:
 - Decentralised
 CHP/services
 - Energy efficiency
- Growth by leveraging sales know-how across mature and new markets

High portion of earnings from stable regulated businesses (German and CEE/SEE networks; renewables)

Integrated utility along the value chain with focus on core markets within Europe



Conventional Power Generation: mark-to-market earnings perspective





RWE Generation assets under review

Profitability of RWE's conventional generation portfolio¹

$$OR \ge 0$$
 C. > 60% - 70%

Capacity measures

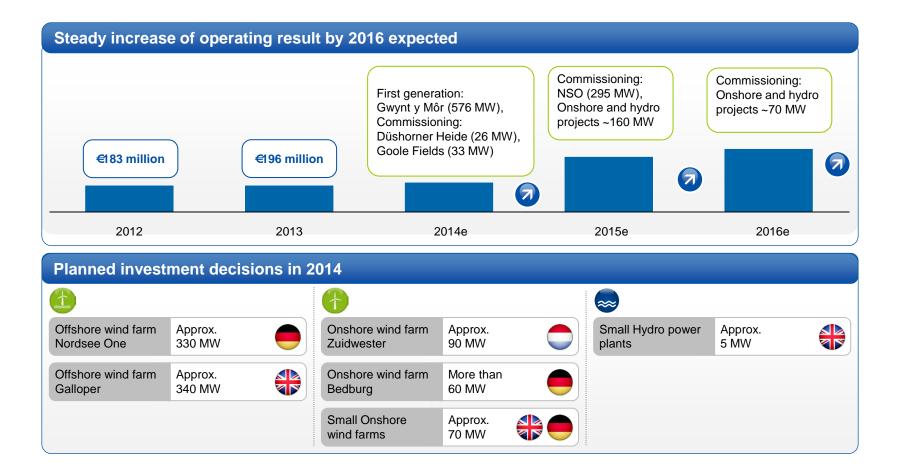
- > Additional measures for ~2.3 GW decided
 - > Mothballing of Claus C (gas, 1,300 MW)
 - > Contract termination (hard coal, 1,025 MW)
- > Measures for total capacity of ~6.6 GW
- Regular assessment of economic situation of entire generation portfolio
- Old hard coal and specific 300 MW lignite blocks remain under evaluation
- Outstanding contracted hard coal also under review

² OR = operating result; WACC = weighted average cost of capital pre tax; FCF = free cash flow = revenue – cash costs



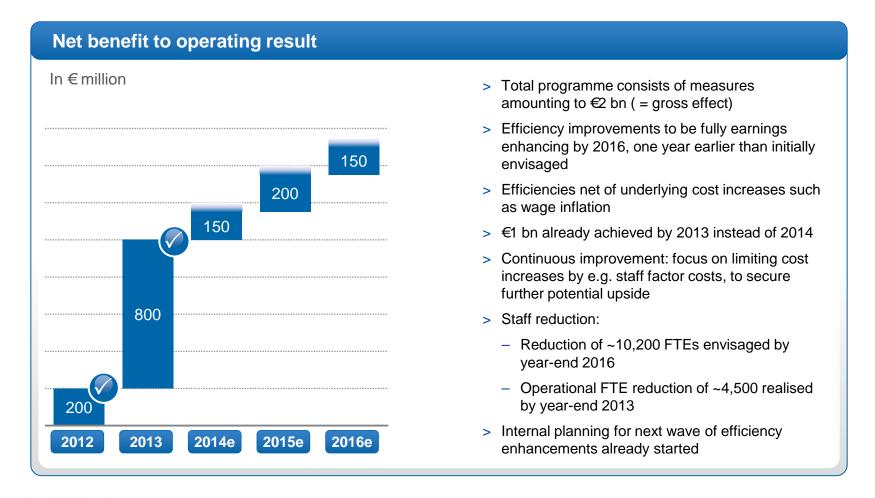
¹ Rough profitability analysis for 2014 to 2016 in % of installed capacity of RWE's conventional generation portfolio (economic stake) in Germany, UK and NL (average c. 41 GW) based on market parameters as of October 2013

RWE Innogy will provide mid-term earnings growth despite reduced capex volume



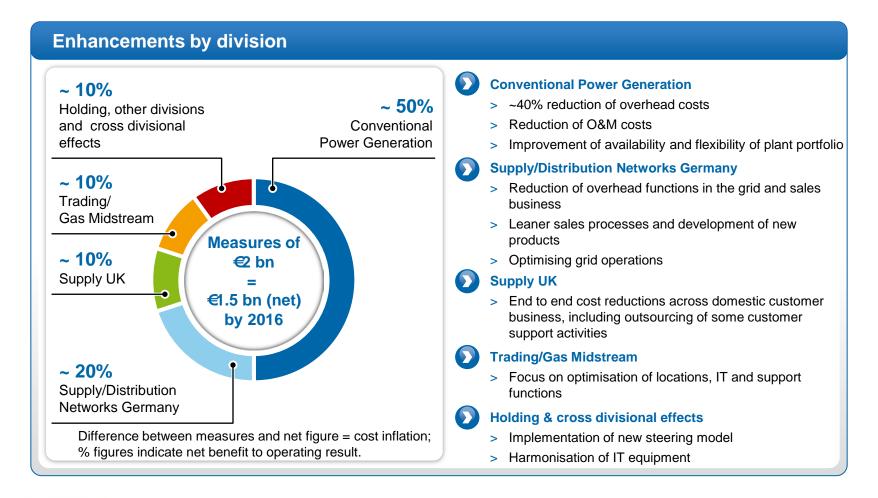


Efficiency improvements 1 year ahead of plan – at least €1.5 bn net benefit to be achieved by 2016



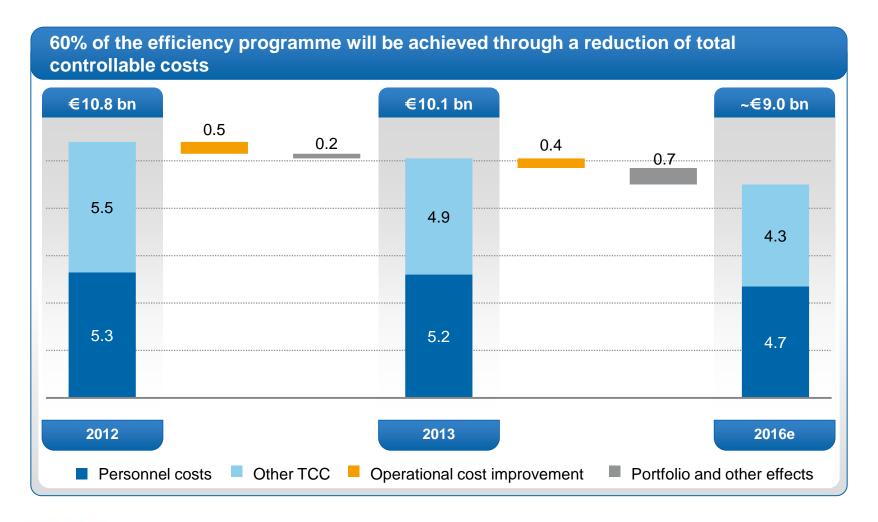


Efficiency measures of €2 bn implemented by the end of 2016





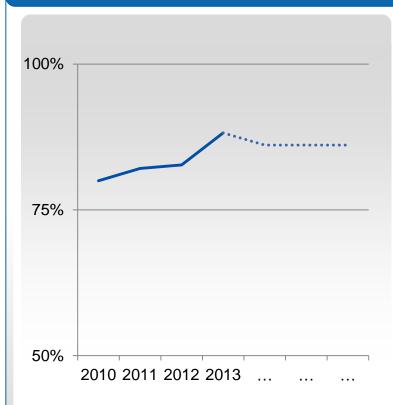
Focus on total controllable costs (TCC)





Practical example for efficiency improvements in the lignite business

Availability of our lignite based power generation fleet



Measures to improve availability (examples)

- > Optimisation of coal management
- Improvement of commercial availability by shifting planned outages into low-price times
- Shorter planned outages, e.g. through parallel maintenance tasks

Above average availability of lignite fleet in 2013

Mix of fewer unplanned outages and low level of planned outages

Efficiency gains

Compared to 2011, our lignite based electricity production increased by 7.5 TWh to 75.8 TWh in 2013. Our aim is to keep these production volumes mid-term, although 2013 was a peak year



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Development of operating result ...



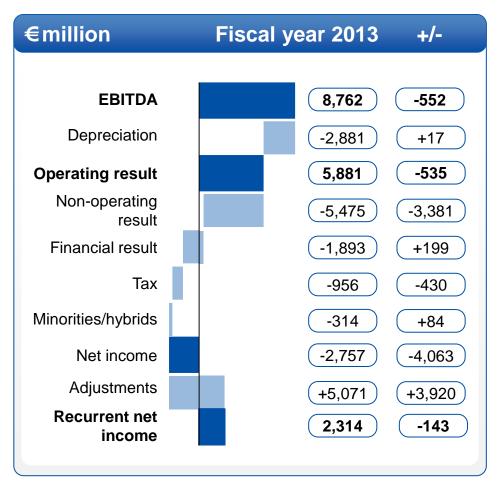


¹ Value drivers are adjusted for efficiencies to show efficiency measures in one amount.

² Including one-off adjustment of provision for pending losses from an electricity purchase contract



Reconciliation of (recurrent) net income



- Non-operating result shows the impairments, mainly in our Conventional Power Generation division and significant restructuring charges
- Financial result improved due to better net interest and interest accretion to provisions
- Tax rate for determining recurrent net income at 34% (previous year 34%)
- Adjustments for recurrent net income comprise non-operating result including tax effects and one-off items from taxes



Cash flow statement and reconciliation of cash balance

January - December € million	2013	2012	Change (absolute)
Funds from operations (FFO)	7,068	5,446	1,622
Change in working capital	-1,313	-1,051	-262
Cash flows from operating activities	5,755	4,395	1,360
Capex on fixed assets ¹	-4,488	-5,081	593
Free cash flow	1,267	-686	1,953
Capex on financial assets ¹	-83	-412	329
Dividend payments (incl. minority payments)	-1,611	-1,556	-55
Cash balance	-427	-2,654	2,227

¹ According to cash flow statement.



FFO – among other things:

> One-off profit from the Gazprom arbitration ruling



Change in working capital – among other things:

- > Tax-prepayment for tax audit
- > Optimisation measures



Excellent access to debt capital market is key



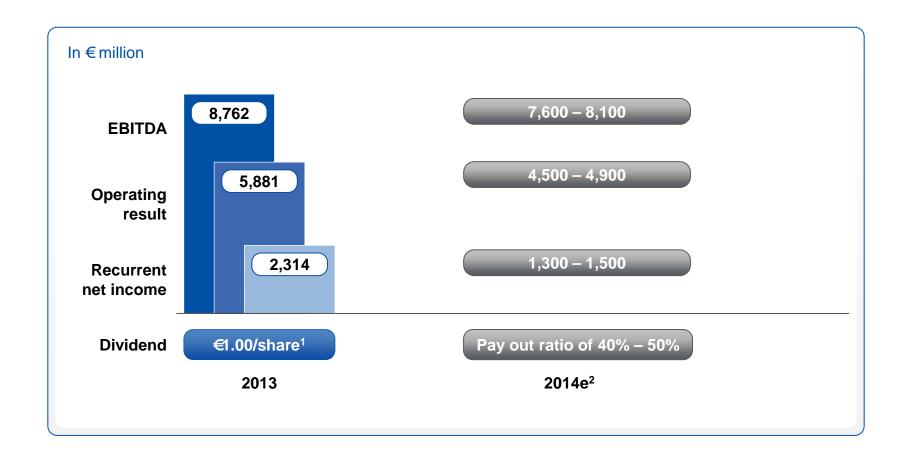


RWE well on track to reach target of a positive cash balance





Outlook for 2014



² The outlook is before the disposal of RWE Dea and Urenco. For RWE Dea we expect for fiscal 2014 an EBITDA of €1,200 -1,300 million an operating result of €600 – 650 million and a recurrent net income of c. €250 million.



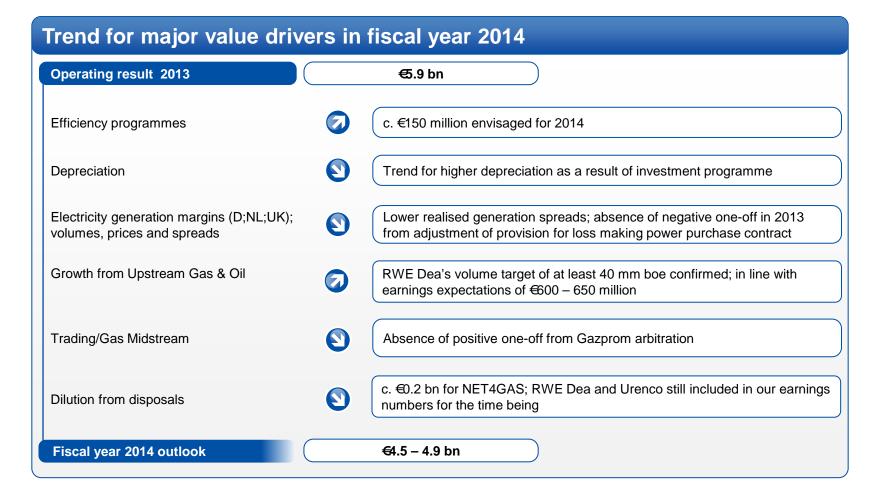
¹ Executive and Supervisory Board propose to the AGM on 16.04.2014 a dividend of €1 per common and preference share for fiscal year 2013.

2014 Divisional outlook for the operating result

€million	2013	2014 forecast versus 2013
Conventional Power Generation	1,383	Significantly below 2013
Supply/Distribution Networks Germany	1,626	Moderately above 2013
Supply Netherlands/Belgium	278	Significantly below 2013
Supply United Kingdom	290	Moderately below 2013
Central Eastern and South Eastern Europe	1,032	Significantly below 2013
Renewables	196	Moderately above 2013
Upstream Gas & Oil	521	Significantly above 2013
Trading/Gas Midstream	831	Significantly below 2013



Operating result outlook for fiscal year 2014





Major earning drivers post 2013



- Further decline in realised electricity margins (realised outright power price 2013: €51/MWh)
- Disposal of RWE Dea
- Disposal of NET4GAS in 2013 (2013 earnings contribution: €171 m to operating result)
- Regulatory and competitive pressure



- Efficiency enhancement programme (2014 to 2016: at least € 500 million)
- Earnings growth in renewables (target to reach ROCE/WACC break even in 2016)
- Performance increase in our downstream business

Further potential upside from:

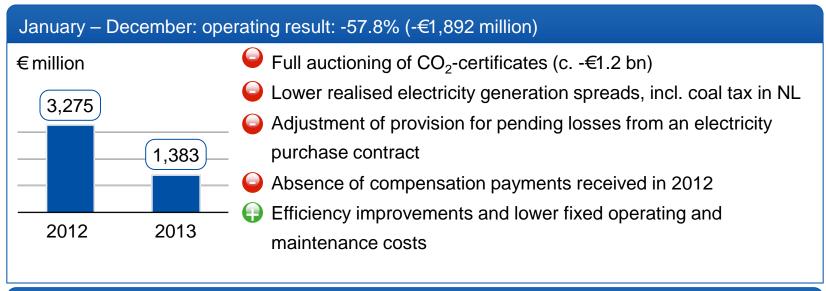
- New market design for conventional power generation or commodity recovery
- Selective growth projects from "Energiewende" (new German energy policy)
- Potential for small growth in our supply business across Europe



Back-up Charts



Performance of the Conventional Power Generation Division



Guidance for fiscal 2014: Significantly below last year's level Emillion Lower realised electricity generation spreads Higher fixed operating and maintenance costs Higher fixed operating and maintenance costs Fificiency improvements Absence of negative one-off for adjustment of provision for pending losses from an electricity purchase contract in 2013



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Overview of capacity measures

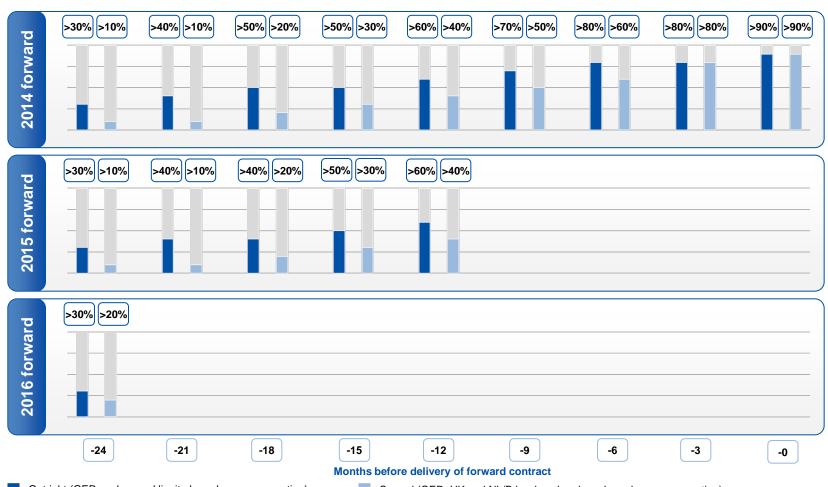
Measure	Plant	MW¹	Fuel	Location	Date
Decom- missioning	Amer 8	610	Hard coal	NL	Q1-2016
Long-term mothballing	Claus C	1,300	Gas	NL	Q3-2014
	Moerdijk 2	430	Gas	NL	Q4-2013
	Gersteinwerk F	355	Gas – steam turbine	DE	Q3-2013
	Gersteinwerk G	355	Gas – steam turbine	DE	Q2-2014
	Weisweiler H	270	Topping gas turbine ²	DE	Q3-2013
	Weisweiler G	270	Topping gas turbine ²	DE	Q3-2013
	Mid-size units	85 ³	Gas	NL	Q1-2013
Summer	Emsland B	360	Gas – steam turbine	DE	Q2-2014
mothballing	Emsland C	360	Gas – steam turbine	DE	Q2-2014
Termination of contracts	Confidential	2,195	Hard coal	DE	Q4-2013 – Q4-2014
Total		6,590 MW			

¹ Net nominal capacity | ² At a lignite plant | ³ Includes 1 unit which is part of ELES transaction



RWE's forward hedging of conventional electricity production (German, Dutch and UK portfolio)

As of 31 December 2013

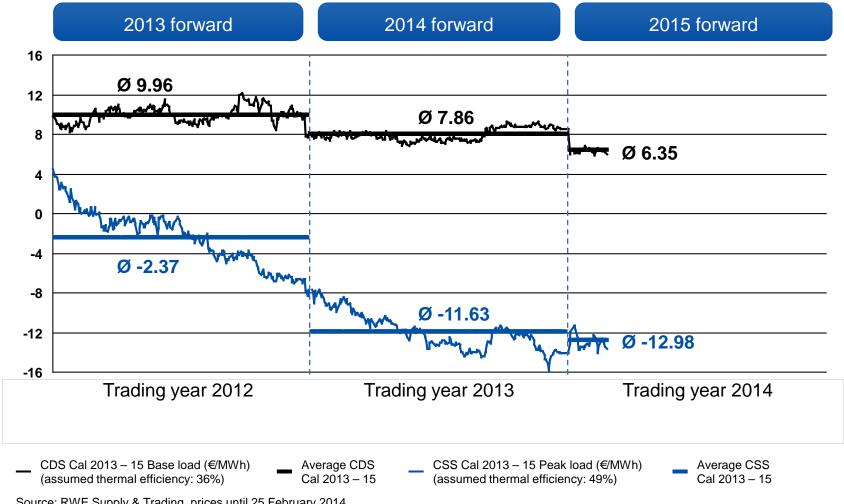


Outright (GER nuclear and lignite based power generation)

Spread (GER, UK and NL/B hard coal and gas based power generation)



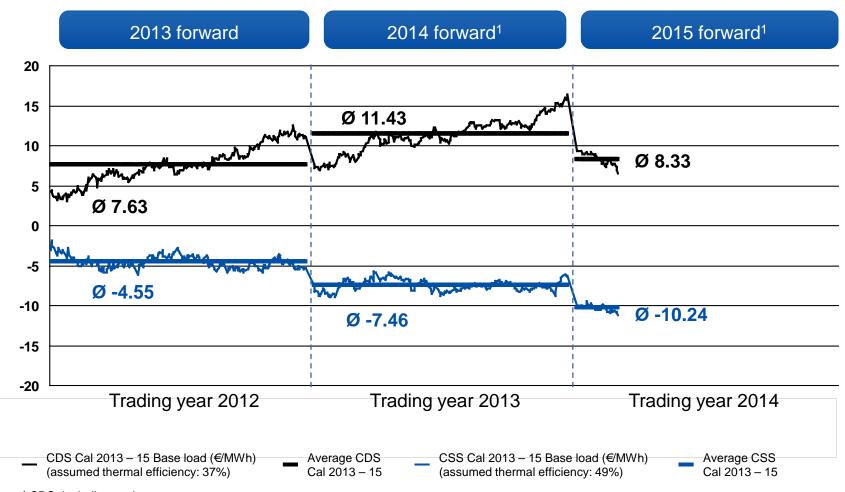
Germany: Clean Dark (CDS) and Spark Spreads (CSS)

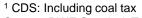


Source: RWE Supply & Trading, prices until 25 February 2014



NL: Clean Dark (CDS) and Spark Spreads (CSS)

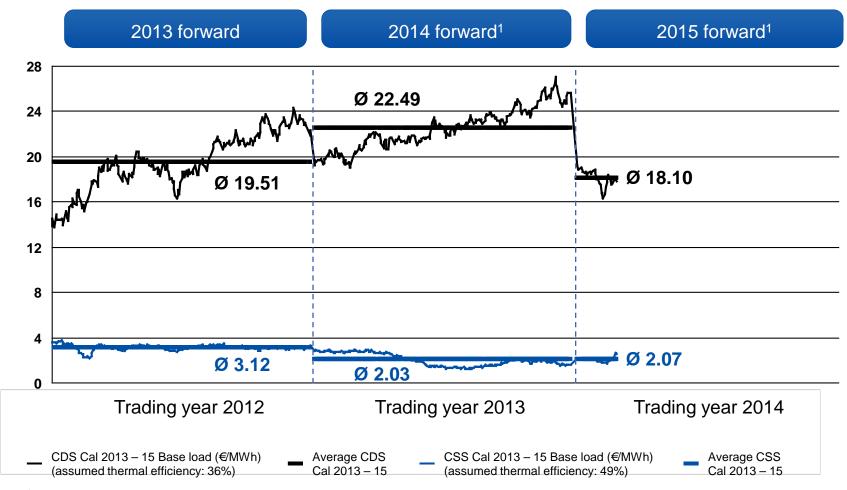




Source: RWE Supply & Trading, prices until 25 February 2014



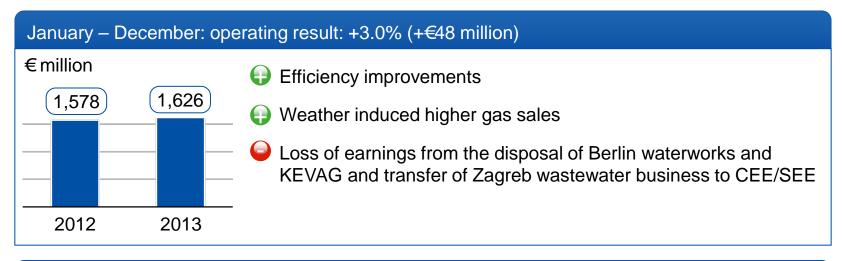
UK: Clean Dark (CDS) and Spark Spreads (CSS)

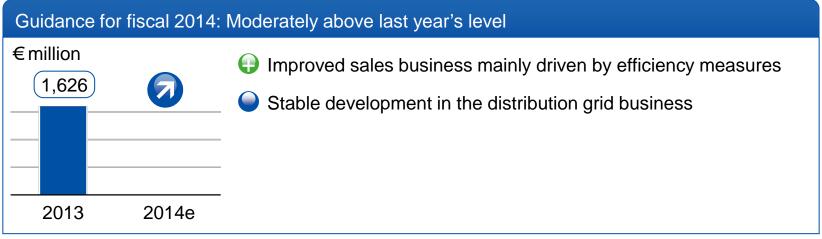


¹ Including UK carbon tax Source: RWE Supply & Trading, prices until 25 February 2014



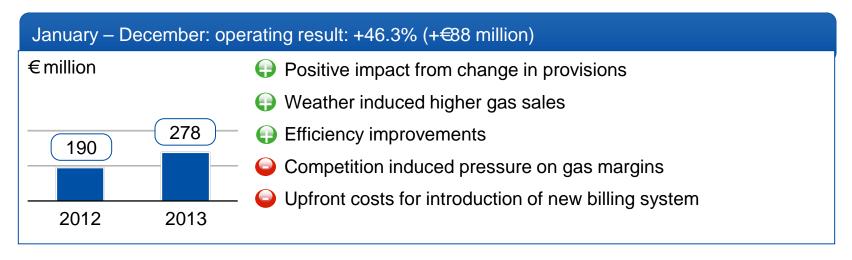
Performance of the Supply/Distribution Networks Germany Division

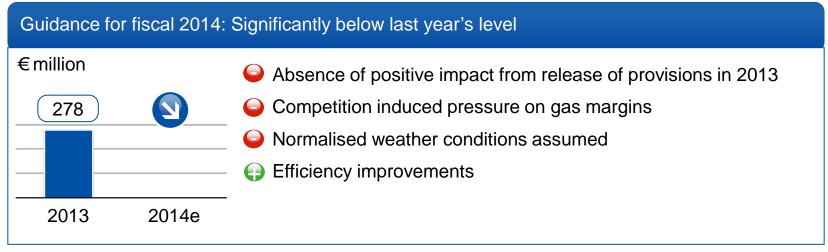






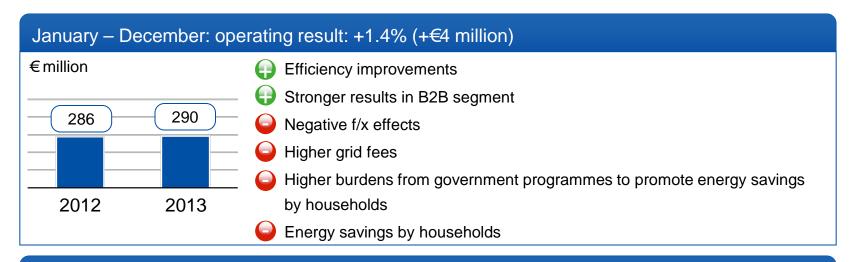
Performance of the Supply Netherlands/Belgium Division (Essent)







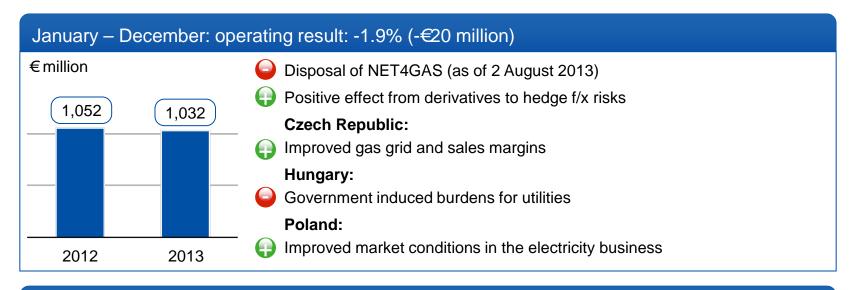
Performance of the Supply United Kingdom Division (RWE npower)

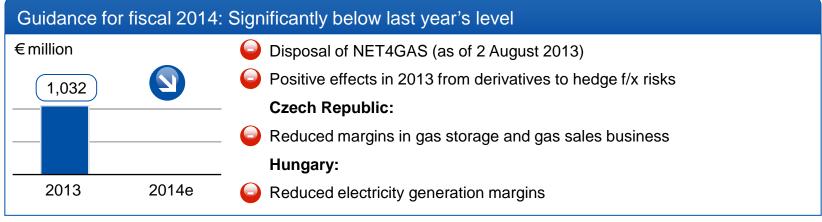


Guidance for fiscal 2014: Moderately below last year's level Emillion Dougher competition in energy retail business Tougher regulatory framework Earnings dilution from disposal of retail sales units to Telecom Plus – change from direct to indirect supply for approx. 770,000 customers Efficiency improvements Lower burdens from government programmes to promote energy savings in households will be passed on to customers



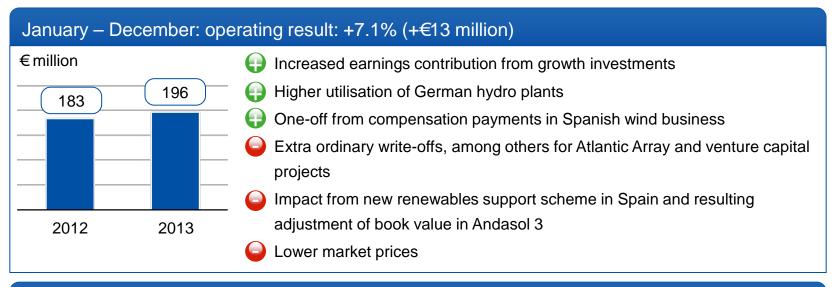
Performance of the Central Eastern and South Eastern Europe Division







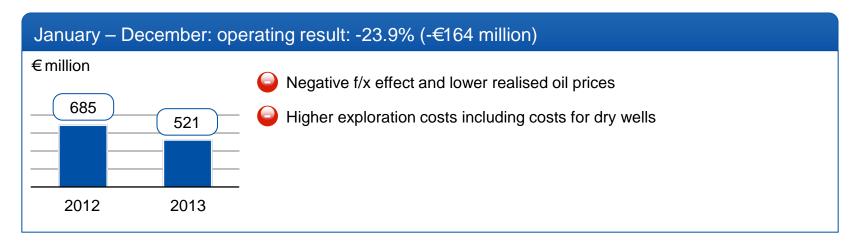
Performance of the Renewables Division (RWE Innogy)

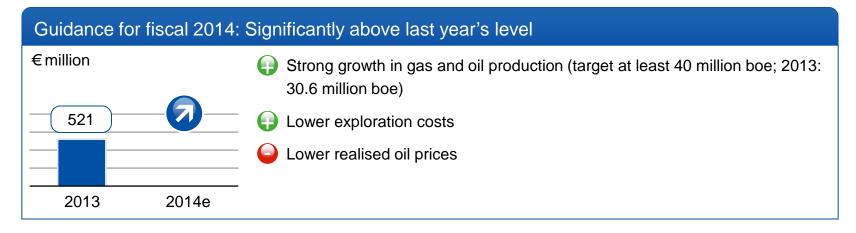






Performance of the Upstream Gas & Oil Division (RWE Dea)

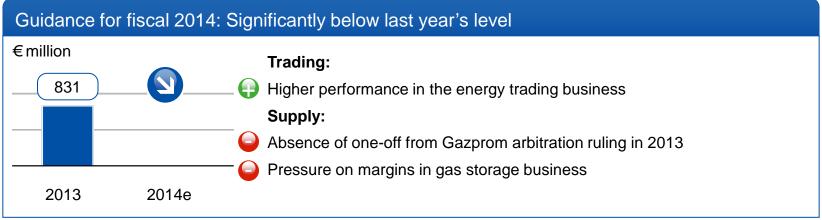






Performance of the Trading/Gas Midstream Division (RWE Supply & Trading)





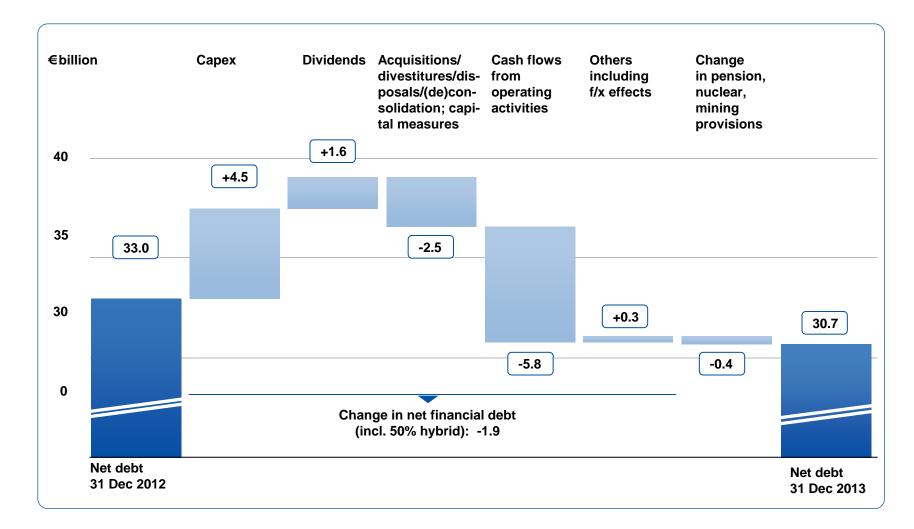


Reconciliation to recurrent net income

January – December €million	2013 reported	2013 non-rec.	2013 recurrent	2012 recurrent	Change (absolute)
Operating result	5,881	-	5,881	6,416	-535
Non-operating result	-5,475	+5,475	0	0	0
Financial result	-1,893	_	-1,893	-2,092	+199
Income from continuing operations before tax	-1,487	+5,475	3,988	4,324	-336
Taxes on income (Tax rate)	-956 (-)	-404	-1,360 (34%)	-1,469 (34%)	+109
- Minority interest	-210	_	-210	-302	+92
- RWE AG hybrid investors' interest	-104	_	-104	-96	-8
Net income	-2,757	+5,071	2,314	2,457	-143



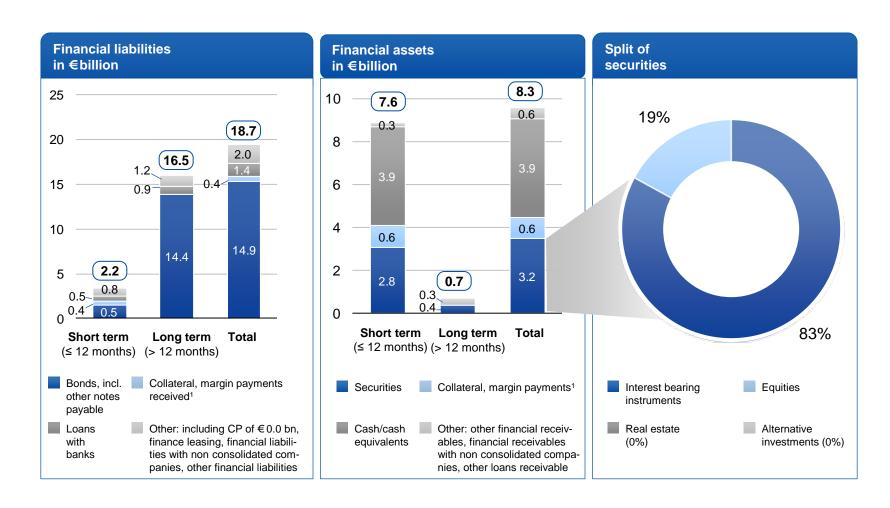
Development of net debt





Financial liabilities and assets

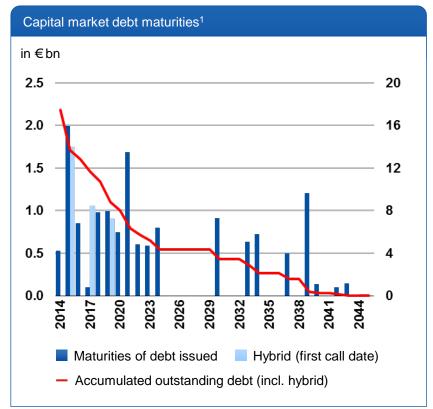
(Excluding hybrid capital, as of 31 December 2013)

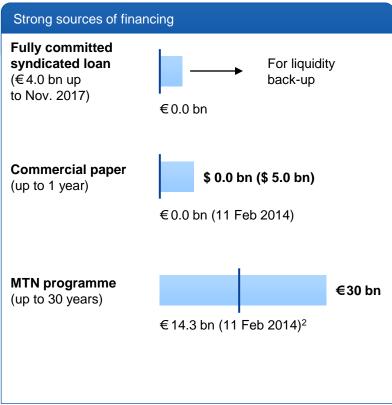


¹ Excluding variation margins which are netted against the fair values of the respective derivatives.



Capital market debt maturities and sources of financing







Balanced profile with limited maturities up to end of 2015 (~€ 4.3 billion)

² Bonds outstanding under the MTN-programme, i.e. excluding hybrids. Including hybrids: € 18.0 bn

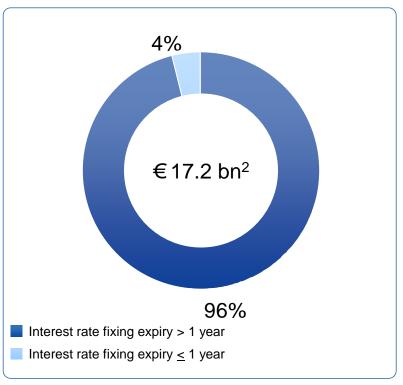


¹ RWE AG and RWE Finance B.V. as of 11 Feb 2014, i.e. including bond increase as of 11 Feb 2014 about € 0.3 bn and private placement increase as of 05 Feb 2014 about € 0,061 bn

Capital market debt currency and interest exposure

(As of 31 December 2013)





² Capital market debt plus other interest rate-related positions such as commercial paper and cash; including interest and cross-currency swaps



¹ Capital market debt = bonds of €13.9 bn and hybrids of €3.7 bn; split into currencies includes cross-currency swaps

RWE's major investment projects

		RWE share	Capex (€bn)		2013	2014	2015	2016	2017	2018
Convent	Conventional power plant new build programme (capex at 100% share)									
	Hamm (hard coal, 1,528 MW)	77%	2.5		Units	ED				
	Eemshaven (hard coal/biomass, 1,554 MW)	100%	3.0		Uni	ts A B				
@	Denizli (gas, 787 MW)	70%	0.5							
RWE Dea's largest field developments (RWE's share in capex) Bars indicate expected start of production							roduction.			
	West Nile Delta (Egypt)	NA 40% WMDW 20%	2.9							
	Disouq (Egypt)	100% (operator)	0.2							
	Breagh Phase 1 (GB)	70% (operator)	0.4							
(Reggane (Algeria)	19.5%	0.4							
+	Knarr (formerly "Jordbær") (Norway)	10%	0.2							
	NC 193/195 (Libya)	100% (operator)	0.5							
RWE In	nogy major projects under construction (capex at 10	0% share; UK offsh	ore includes i	nvestmei	nt for grid	d connec	tions)			
	Markinch (biomass CHP, 46 MW _e , 88 MW _{th})	100%	0.3							
	Gwynt y Môr (wind offshore, 576 MW)	60%	2.7							
	Nordsee Ost (wind offshore, 295 MW)	100%	1.4							



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