

# Financial Report 2012



**EnBW**

EnBW Energie  
Baden-Württemberg AG

# Combined management report

of the EnBW group and EnBW AG

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# Summary

The EnBW group held its own on the market in the fiscal year 2012 and generated an overall satisfactory result amidst difficult conditions. The company's financial position remains sound, and the dividend proposal for 2012 is € 0.85 per share.

## Strategy and economic environment

### Strategic moves

- > Securing position as low-carbon generator
- > Expanding local solution offers in the field of energy

### Measures to create financial headroom

- > "Fokus" efficiency programme brings results quickly
- > Some of the divestitures have already been realised
- > Capital measures successfully concluded



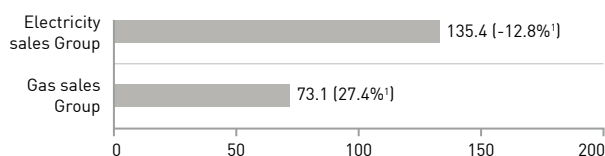
- > Colder weather
- > Good year in terms of water for run-of-the-river power stations



- > Economic downturn
- > Falling electricity prices on wholesale markets
- > Nuclear fuel rod tax
- > Permanent shutdown of two of our nuclear power plants
- > Preferential feed-in of renewable energies reduces operating times of conventional power stations
- > Continuing low interest level requires adjustment of the pension and nuclear power provisions
- > Intense competition in the retail and business customers sectors

## Results of operations

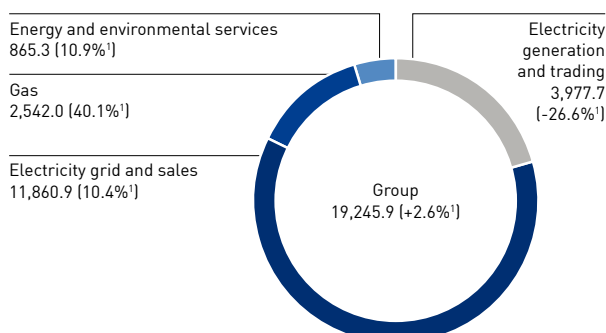
Sales  
 in billions of kWh



- > Decrease in electricity sales due to lower trading activities (among other factors, due to the shutdown of two nuclear power plants) and intense competition in the B2C and B2B business
- > Increase in gas sales due above all to colder weather and expansion of the gas midstream business

<sup>1</sup> Change compared to the prior year.

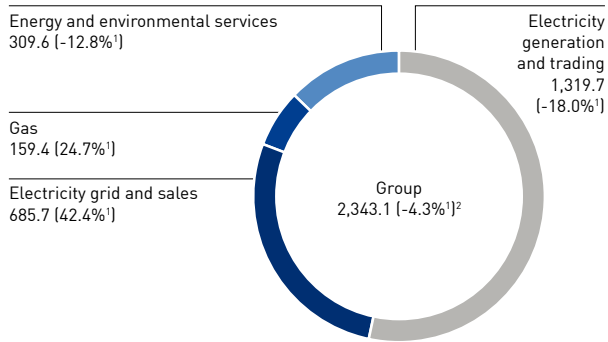
Revenue  
 in € millions



- > Electricity generation and trading: Decrease in sales, lower prices on the wholesale markets
- > Electricity grid and sales: Above all higher revenue under the German Renewable Energies Act (EEG)
- > Gas: Colder weather, expansion of trading activities
- > Energy and environmental services: Expansion of local energy solutions, in particular contracting

<sup>1</sup> Change compared to the prior year.

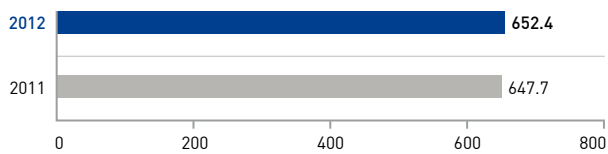
**Adjusted EBITDA**  
in € millions



- Electricity generation and trading: Decrease due to the shut-down of nuclear power plants and falling wholesale market prices overshadows increase in revenue from electricity generated from wind energy
- Electricity grid and sales: Increased network user charges, lower overhead costs, improved sales margins
- Gas: Increased sales, higher quantities transmitted, lower overhead costs
- Energy and environmental services: Negative special effects in the prior year

<sup>1</sup> Change compared to the prior year.  
<sup>2</sup> Holding/consolidation: € -131.3 million / -5.6%.

**Adjusted group net profit**  
in € millions<sup>1</sup>

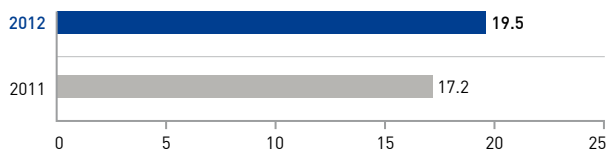


The Board of Management and Supervisory Board propose that a dividend of € 0.85 per share be distributed.

<sup>1</sup> In relation to the profit/loss shares attributable to the equity holders of EnBW AG; prior-year figures restated.

## Net assets

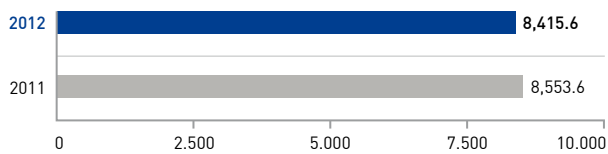
**Equity ratio**  
[%]<sup>1</sup>



The increase in equity is primarily attributable to the capital increase performed in July 2012.

<sup>1</sup> Prior-year figures restated.

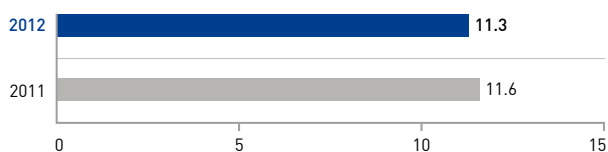
**Adjusted net debt**  
in € millions<sup>1</sup>



The dynamic leverage ratio (adjusted net debt/adjusted EBITDA) increased from 3.49 to 3.59 on account of the decrease in the operating result.

<sup>1</sup> Prior-year figures restated.

**ROCE**  
[%]<sup>1</sup>



ROCE dropped slightly from 11.6% to 11.3% due to the decrease in adjusted EBIT including investment result.

<sup>1</sup> Prior-year figures restated.

# Group structure and business activity

EnBW is one of the largest energy supply companies and service providers in Germany and Europe. With our vertically integrated business portfolio, we ensure that our customers are supplied with energy. We have defended our position in a market characterised by fierce competition and our customers see us as a reliable partner for energy-related questions – with demand-based and efficiency-enhancing holistic solutions, green energy offerings and award-winning customer service.

## Structure and key business processes

### The EnBW group

As a vertically integrated energy company, the EnBW group has activities along the entire value added chain. In the area of electricity, the company operates in the two segments of electricity generation and trading as well as electricity grid and sales, covering all stages of the value added chain. These two segments make the most significant contribution to group net profit. The gas segment comprises activities in the midstream and downstream areas. The midstream business includes import agreements, import infrastructure, gas storage, and trading and portfolio management. The downstream business covers gas transmission, distribution and sales. In addition, EnBW operates in the energy and environmental services segment. This segment comprises energy supply and energy-saving contracting services as well as network and energy-related services, thermal and non-thermal waste disposal and water supply services (> [www.enbw.com/report2012](http://www.enbw.com/report2012) > **Financial report 2012**). The reporting period 2012 is the last year in which we will report on the group's segments in this form. On account of the realignment and restructuring of the group our segment reporting will be changed in the current fiscal year – starting with the quarterly financial report for January to March 2013 – to the segments of generation and trading, renewable energies, grids, sales, and other/consolidation.

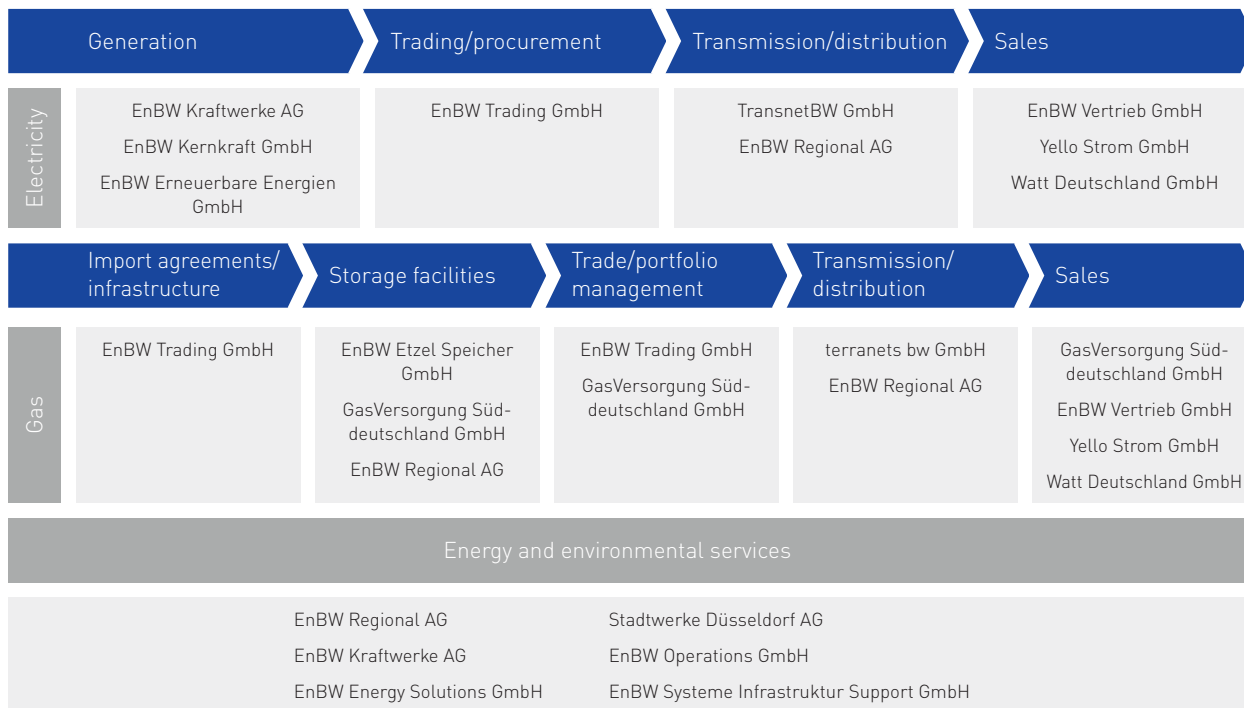
With its strong roots in Baden-Württemberg, EnBW is one of the largest energy providers in Germany. In total, EnBW supplies and advises close to 5.5 million customers. The group has around 20,000 employees. In the fiscal year of 2012, unit sales of energy came to 208.5 billion kWh. About 89% of group revenue was generated by EnBW in Germany in 2012, and the international share came to around 11%.

In North Rhine-Westphalia, EnBW has a majority shareholding in Stadtwerke Düsseldorf and holds an equity investment of 26% in EWE Aktiengesellschaft – the fifth largest energy company in Germany. The group also holds some other equity investments in Germany. Within the European region, EnBW has invested in carefully chosen countries, primarily in the field of electricity. It holds equity investments in Switzerland and Austria as well as in some eastern European countries such as the Czech Republic and Hungary. On the Czech market, EnBW acquired the majority shareholding in the energy supply company Pražská energetika a.s. (PRE) in 2010, thus assuming economic and industrial control. The EnBW group is active on the Turkish market via a joint venture with the industrial conglomerate Borusan. Here, we are investing mainly in the establishment and expansion of generation capacities in the field of renewable energies (> [www.enbw.com/report2012](http://www.enbw.com/report2012) > **Financial report 2012**).

The EnBW group is headquartered in Karlsruhe. Other major offices are located in Stuttgart, Biberach and Esslingen. The company's various regional and sales centres are spread across Baden-Württemberg and there are further sales offices throughout Germany. EnBW's main assets include a large number of power stations and other energy generation facilities, electricity and gas grids, distribution plants and gas storage facilities, most of which are located in Germany.

As holding company, EnBW Energie Baden-Württemberg AG (EnBW AG) exercises the management function in the EnBW group. It is responsible for the strategic management and control of the group at all key stages of the value added chain in the segments. In addition, the holding company assumes the corporate functions of finance and liquidity management, HR management, corporate communications and group development. The compliance, corporate governance and risk management functions are likewise located at the holding company. EnBW AG has concluded domination and profit and loss transfer agreements with some major subsidiaries.

Key entities and equity investments of the EnBW group along the value added chain



As of 31 December 2012

### Major entities in the EnBW group

**EnBW Kraftwerke AG** operates most of EnBW's portfolio of power stations. Electricity and district heating are generated from facilities using a range of energy sources. Most conventional plants are environmentally compatible combined heat and power facilities. The entity is also active in the field of environmental and energy services.

**EnBW Kernkraft GmbH** is responsible for operating Philippsburg nuclear power plant 2 (KKP 2) and Neckarwestheim nuclear power plant II (GKN II), managing the post-operation phase of the units KKP 1 and GKN I, which have been shut down since March 2011, and decommissioning Obrigheim nuclear power plant.

**EnBW Erneuerbare Energien GmbH** is mainly responsible for expanding and operating generation capacity on the basis of renewable energies. The use of hydro-electric power to generate energy is managed by **EnBW Kraftwerke AG**.

As of 31 December 2012, EnBW's generation portfolio, which includes partly owned power stations and long-term procurement agreements, totalled 13,400 MW (prior year: 13,350 MW). The generation capacities are composed of nuclear power plants, coal, oil, gas and pumped storage power stations that do not use the natural flow of water as well as facilities designed to generate electricity from renewable energies. These include run-of-the-river power stations, storage power stations and pumped storage power stations that use the natural flow of water, photovoltaic plants, wind turbines, biomass plants and geothermal facilities. EnBW's generation portfolio is well-balanced as regards the mix of fuels and the age structure of the facilities.

Breakdown of the generation portfolio of the EnBW group <sup>1,2</sup> Electrical output <sup>3</sup> in MW (as of 31 December)	2012	2011
<b>Nuclear power plants</b>	<b>3,333</b>	<b>3,333</b>
<b>Conventional power stations</b>	<b>6,995</b>	<b>7,010</b>
Brown coal	1,034	1,034
Hard coal	3,987	3,953
Gas	1,154	1,210
Other conventional power stations	820	813
<b>Pumped storage power stations that do not use the natural flow of water<sup>3</sup></b>	<b>545</b>	<b>545</b>
<b>Renewable energies</b>	<b>2,527</b>	<b>2,461</b>
Storage/pumped storage power stations using the natural flow of water <sup>3</sup>	1,311	1,299
Run-of-the-river power stations	882	860
Wind power stations	218	194
Other renewable energies	116	109
<b>Installed capacity of EnBW group (without standby reserve)</b>	<b>13,400</b>	<b>13,350</b>
of which renewable (%)	18.9	18.4
of which low-carbon (%) <sup>4</sup>	12.7	13.1

<sup>1</sup> Own generation includes long-term procurement agreements and generation from partly owned power stations.

<sup>2</sup> Prior-year figures restated.

<sup>3</sup> Capacity values irrespective of marketing channel, for storage: generation capacity.

<sup>4</sup> Gas-fired power stations, pumped storage power stations that do not use the natural flow of water.

The composition of generation capacity will continue to change on account of the new energy concept introduced in Germany and the changed energy policy environment as well as the increased use of renewable energy sources. EnBW further expanded its generation capacity based on renewable energy sources.

The share of nuclear power in electricity generation decreased from 48.1% in 2011 to 43.7% in 2012, while the share of renewable energies increased further from 10.1% to 12.2%. Generation capacity stemming from nuclear power plants was reduced through the shutdown of the two nuclear power plants units KKP1 and GKN1 in spring 2011. In contrast, more electricity was generated by hard coal power stations. The increase in generation from renewable energies is mostly attributable to run-of-the-river power stations, which benefited from good water levels in rivers in 2012. The increase in the volume of wind power was primarily thanks to the EnBW Baltic 1 offshore wind farm commissioned in May 2011. The CO<sub>2</sub> emissions from EnBW's own generation portfolio stand at 369 g CO<sub>2</sub>/kWh (prior year: 328 g CO<sub>2</sub>/kWh), which still is significantly below the German national average for 2011 of 503 g CO<sub>2</sub>/kWh.

Generation in the EnBW group <sup>1,2</sup> according to primary energy source in GWh	2012	2011
<b>Nuclear power plants</b>	<b>25,799</b>	<b>28,382</b>
<b>Conventional power stations</b>	<b>24,443</b>	<b>22,901</b>
Brown coal	6,754	6,897
Hard coal	16,230	13,466
Gas	1,178	2,130
Other conventional power stations	281	408
<b>Pumped storage power stations during pumping operation</b>	<b>1,579</b>	<b>1,764</b>
<b>Renewable energies</b>	<b>7,230</b>	<b>5,982</b>
of which subsidised under the German Renewable Energies Act (EEG)	574	802
Storage power stations/pumped storage power stations using the natural flow of water	955	1,063
Run-of-the-river power stations	5,442	4,388
Wind power stations	482	354
Other renewable energies	351	177
<b>EnBW group's own generation</b>	<b>59,051</b>	<b>59,029</b>
of which renewable (%)	12.2	10.1
of which low-carbon (%) <sup>3</sup>	4.7	6.6

<sup>1</sup> Own generation includes long-term procurement agreements and generation from partly owned power stations.

<sup>2</sup> Prior-year figures restated.

<sup>3</sup> Gas-fired power stations, pumped storage power stations during pumping operation.

EnBW Kraftwerke AG is active in the field of waste disposal, as is Stadtwerke Düsseldorf AG. The EnBW group's thermal waste treatment plants process a total of around 1.3 million t of waste per year. The residual waste CHP station in Stuttgart-Münster plays a key role here. It is also a cornerstone of the environmentally and climate-compatible district heating supply for the state capital of Stuttgart. Zurich's Josefstrasse domestic waste CHP, which has been operated by Fernwärme Zürich AG (in which EnBW Kraftwerke AG has a 40% shareholding) since 2011, also generates district heating with waste from Baden-Württemberg.

Back in 2007, EnBW secured long-term rights to use salt caverns in the region of Etzel. Commercial operation of the gas storage facilities in Etzel by EnBW Etzel Speicher GmbH, a wholly owned subsidiary of EnBW Kraftwerke AG, commenced at the end of September 2012. In order to exploit synergies, EnBW and Electricité de France (EDF), which also controls storage caverns in the Etzel region, have formed a 50:50 joint venture. The entity is tasked with the construction and commercial operation of the above-ground facility.

**EnBW Trading GmbH (ETG)** operates in the field of trading and procurement and forms the interface between generation sales as well as the wholesale market. This entity is responsible for trading with physical and financial products for electricity, primary energy sources (coal, gas, oil) as well as CO<sub>2</sub> allowances and guarantees of origin. This means that ETG is responsible for the fuel procurement and logistics, emission allowance management, electricity marketing as well as power station deployment planning and management with regard to EnBW's generation portfolio. As one of the suppliers of balancing energy in Germany, it supports the transmission system operators in terms of system security. In addition, ETG is tasked with the commercial optimisation of EnBW's gas assets and agreements. Following the merger of EnBW Gas Midstream GmbH in the past fiscal year, ETG is also responsible for securing medium- and long-term gas procurement volumes for EnBW via its own import agreements and investments in the requisite infrastructure. For the sales function, it ensures that energy needs are covered.

ETG is playing an active part in shaping the new energy concept in Germany. Via its direct marketing activities, it introduces facilities for renewable energies (wind, hydro-electric power, solar energy and biomass) to the market by fully integrating them into the value added chain. Sustainability aspects, for example with respect to the procurement of coal, are also taken into account in its activities.

ETG trades at the most important energy exchanges across Europe, such as the European Energy Exchange (EEX) in Leipzig, the European Power Exchange (EPEX Spot) in Paris, the NordPool Spot (Elbas) in Oslo, the Energy Exchange Austria (EXAA) in Vienna, or the International Commodity Exchange (ICE) in London. In addition, ETG is active in OTC (over-the-counter) trading with some 170 German and international partners.

As part of its activities, it also assumes the function of risk manager for market-related risks along the value added chain. These are, in particular, price and quantity risks relating to procurement and sales. In addition to supporting the operating business, ETG also trades on its own account, subject to strict regulations and limits.

In March 2012 EnBW Transportnetze AG was renamed **TransnetBW GmbH (TNG)**. EnBW's transmission system operator changed its name to comply with a European requirement for the further liberalisation of the electricity and natural gas market (third energy liberalisation package). There are three unbundling models applicable for transmission system operators. EnBW has chosen the independent transmission operator (ITO) model for TNG (> [www.enbw.com/report2012](http://www.enbw.com/report2012) > **Financial report 2012**). With this model, the transmission grid (380 kV and 220 kV) remains within the group, but stricter unbundling

provisions apply between TNG as ITO and EnBW. EnBW is prohibited from rendering the group services it used to provide, for instance in the areas of data processing, human resources or grid maintenance. These requirements mean that TNG will in future employ considerably more staff of its own to be able to render all of these group services. A draft version of the Federal Network Agency's certification notice has been pending decision by the European Commission since 12 December 2012.

TNG operates the transmission network in Baden-Württemberg. It is its statutory duty to permanently guarantee system security. In addition, it continuously controls and manages the electricity flows within Baden-Württemberg. It also regulates the electricity exchange between neighbouring transmission system operators within and outside Germany, and is the owner of the transmission grid infrastructure. TNG is thus responsible for the maintenance and demand-driven expansion of the transmission grid. The transmission system is available to all players on the electricity market based on non-discriminatory access at transparent market conditions. The entity currently has business relations with some 400 balancing group managers.

In March 2012 GVS Netz GmbH was renamed **terranets bw GmbH (terranets bw)**. The shareholders of terranets bw are EnBW and the Italian energy group Eni. Under the umbrella of the parent company EnBW Eni Verwaltungsgesellschaft mbH, the entity acts as a separate entity, meeting its duties as operator of a long-distance transmission system for natural gas. Since 9 November 2012, terranets bw has been certified as ITO by the Federal Network Agency and the European Commission.

In addition to the secure, economically viable and non-discriminatory transmission of natural gas, the main tasks of terranets bw include the provision of technology, telecommunications and administrative services. It also supports energy suppliers and industrial plants with a large number of technical services ranging from planning and construction, operations and maintenance through to the monitoring and control of grids. terranets bw is the market leader in Baden-Württemberg in the maintenance of natural gas filling stations.

**EnBW Regional AG (REG)** is the largest distribution network operator in Baden-Württemberg where it distributes electricity through its own distribution grids. It is responsible for granting transparent and non-discriminatory access to EnBW's electricity grid and for reliable distribution of electricity to suppliers within and outside the group alike. Its market partners are municipal authorities that grant franchises and grid users in their role as energy suppliers and parties feeding energy into the grid. As the regulatory authority, the Federal Network Agency is another important player with respect to operation of the distribution grid. The



technical expertise and structures are managed across divisions with a focus on electricity, gas and water supplies.

With retroactive effect as of 1 January 2012, REG acquired the assets and activities of EnBW Gas GmbH (GAS) and EnBW Gasnetz GmbH (GNG). Both entities were merged with REG with legal effect as of 30 July 2012 by filing with the register court. Through integration of the gas-related segments of planning construction and operation, we have bundled our competencies in the grid business and increased efficiency. As the legal successor, REG has also assumed gas franchise agreements with towns and municipalities. As such it is responsible for the security of natural gas volumes transmitted through the network of pipelines spanning almost 4,500 km.

In total, EnBW's electricity transmission and distribution grids are around 155,000 km in length. Municipal utilities and industrial plants are supplied using 110 kV lines in the distribution grid, and the 30, 20 and 10 kV lines in the regional distribution grid are available to medium-sized customers. Domestic households, agricultural and commercial customers are supplied through the 0.4 kV network.

Electricity grid lengths of the EnBW group incl. service connections <sup>1</sup> in km	2012	2011
<b>Transmission grid</b>		
Extra-high voltage 380 kV	2,000	2,000
Extra-high voltage 220 kV	1,700	1,700
<b>Distribution grid</b>		
High voltage 110 kV	8,600	8,600
Medium voltage 30/20/10 kV	46,200	45,900
Low voltage 0.4 kV	96,300	95,000

<sup>1</sup> Figures rounded; prior-year figures restated.

Gas network lengths of the EnBW group incl. service connections <sup>1</sup> in km	2012	2011
<b>Long-distance transmission network</b>		
High pressure	2,000	2,000
<b>Distribution grid</b>		
High pressure	2,200	2,100
Medium pressure	7,200	6,900
Low pressure	4,900	5,000

<sup>1</sup> Figures rounded; prior-year figures restated.

Cooperation with municipalities is designed as a long-term, direct relationship on the basis of franchise agreements. In this context, REG is responsible for contract management and managing business relationships with municipal utilities in Baden-Württemberg. REG and towns and municipalities are jointly tasked with maintaining a reliable, economically viable and environmentally compatible infrastructure.

Within the energy and environmental services segment, REG is responsible for water. In Stuttgart, it is in charge of drinking water supplies. In addition to water and waste water operations, it offers water loss monitoring services with the "EnBW LeakControl" product throughout Baden-Württemberg. In the fields of electricity and gas, REG covers grid-related and other services, for example, maintenance work, renewal measures and the installation of new operating resources of all kinds and at all voltage and pressure levels. REG further provides all services relating to proper street lighting. The product portfolio is rounded off by holistic solutions for the installation and operation of photovoltaic facilities in municipalities and offers relating to telecommunications, media and safety technology as well as radio transmission.

**EnBW Vertrieb GmbH** sells electricity, gas, district heating, water and, increasingly, energy services for industrial, commercial and retail customers, municipal utilities and municipalities under the EnBW brand. The services offered to retail and business customers as well as municipalities concentrate on Baden-Württemberg. In addition to EnBW Vertrieb GmbH, there are further local sales units within the EnBW group.

Under the Yello Strom brand, **Yello Strom GmbH** is responsible for national sales of electricity, gas and other products to retail and business customers.

**Watt Deutschland GmbH** specialises in sales of electricity and gas to the customer groups of SMEs and chains throughout Germany under the Watt brand. Its range of services also extends to energy and system services.

**Energiedienst Holding AG (ED)**, with its subsidiaries EnAlpin AG (Switzerland), NaturEnergie AG and Energiedienst AG, is responsible for electricity sales in south Baden and Switzerland. As an energy service provider with an ecological profile, ED has for more than ten years been supplying all of its retail and business customers in its home market of south Baden with green electricity generated 100% from hydro-electric power. It is also one of the first providers of climate-neutral gas.

With the NaturEnergiePlus brand, **NaturEnergie+ Deutschland GmbH** targets ecologically minded customers throughout Germany.

In the eastern Württemberg region and Donau-Ries in Bavaria, **EnBW Ostwürttemberg DonauRies AG (ODR)** supplies its customers with electricity and gas. In addition, ODR offers its customers a large number of energy-related services. With its subsidiary ODR Technologie Services GmbH, it successfully continued expanding the telecommunications growth segment (added-value services and network marketing). Within its own investment portfolio and the municipal utilities business, the entity expanded its range of IT services and smart meter applications in 2012. In its distribution grid business, Netzgesellschaft Ostwürttemberg GmbH (NGO) – likewise a wholly owned subsidiary of ODR – operates an extensive electricity and gas distribution network. With more than 24,000 local generation facilities based on renewable energies, the NGO network has one of the highest feed-in densities in Germany.

As a vertically integrated energy company, **ZEAG Energie AG (ZEAG)** mostly operates in the Heilbronn area. Besides electricity generation and sales, customers in this region are also supplied with natural gas via Gasversorgung Unterland GmbH. Electricity and gas distribution grids are managed via NHF Netzgesellschaft Heilbronn-Franken mbH, a wholly owned subsidiary of ZEAG.

EnBW also sells electricity throughout North Rhine-Westphalia via its shareholding in **Stadtwerke Düsseldorf AG (SWD)**. The most powerful and most efficient gas and steam turbine power station in the world with a degree of efficiency of over 61% is currently being built at Lausward in the Düsseldorf port. Its CO<sub>2</sub> emissions will be 50% below those of average German power stations. It is scheduled to go into operation in 2016. The SWD group's gas division comprises gas trading, gas sales and gas distribution. The entity also offers waste disposal services. As one of the leading companies, it provides reliable residual waste disposal services in the long term for its municipal partners in the Düsseldorf region. The residual waste CHP station in Düsseldorf plays a key role here. It is equipped with state-of-the-art boiler and furnace technology and offers effective and efficient flue gas cleaning. The combined heat and power generation thus realised is essential to an environmentally and climate-compatible district heating supply for the state capital of Düsseldorf.

**Gasversorgung Süddeutschland GmbH (GVS)** supplies natural gas to municipal utilities, regional gas suppliers, industrial customers and power stations both in Germany and abroad. GVS' customer base is increasingly extending beyond the borders of Baden-Württemberg to neighbouring German-speaking countries. Its range of services is rounded off by additional services in the area of consulting, support and gas systems management as well as marketing support, pooling of settlement balancing groups and portfolio optimisation. EnBW and the Italian energy group Eni hold investments in GVS via their joint venture EnBW Eni Verwaltungsgesellschaft mbH.

**EnBW Energy Solutions GmbH (ESG)** provides energy efficiency solutions as contracting services along the entire value added chain: from the initial needs analysis, through planning, financing and implementation to the operation, servicing and maintenance of facilities at the customer. In addition to energy plants and (combined power and) heating plants, the media infrastructure for supplying various usable energies such as heat, steam, cooling and compressed air are employed for this purpose. ESG's range of services includes modular plants such as combined heat and power plants or cooling and compressed air systems and extends to complex systems for combined heat and power generation and overall solutions for industrial locations. With technically and economically optimised as well as needs-oriented solutions, ESG safeguards the long-term energy supplies to its industrial, business, municipal and housing industry customers. The overarching aim is to optimise the overall energy situation. Its portfolio of services extends to a wide range of different technologies, fuels and facility sizes. ESG's contracting solutions contribute to its customers' competitiveness and a reduction in CO<sub>2</sub> emissions by means of efficient generation technology.

As a shared service centre, **EnBW Systeme Infrastruktur Support GmbH** performs extensive consulting and support services within the EnBW group. This includes for example data processing, procurement, HR, accounting and taxes as well as legal counsel and facility management.

**EnBW Operations GmbH (EOG)** is EnBW's service provider for process services and system solutions and the operation of information and settlement platforms. EOG assumes the operational side of customer relationships on behalf of its clients with respect to energy supply, settlement of network usage, energy data management as well as settlement and other services. In addition, EOG is the service provider responsible for the settlement of energy-related services and local generating facilities in private households. The entity has offices in Biberach, Esslingen and Karlsruhe. Its headquarters are located in Karlsruhe. Apart from the group entities, EOG's customers include the city of Stuttgart and other external entities.

## **EnBW AG**

EnBW AG's shares are listed on the General Standard segment of the Deutsche Börse stock exchange. The shareholder composition of EnBW AG has changed marginally compared to the prior year since the capital increase in July 2012. The federal state of Baden-Württemberg (via NECKARPRI-Beteiligungsgesellschaft mbH) and Zweckverband Oberschwäbische Elektrizitätswerke (OEW) (via OEW Energie-Beteiligungs GmbH) each hold 46.75% of EnBW AG's share capital.

Both major shareholders had fully exercised their subscription rights. Following the capital increase, the overall shareholder composition is as follows as of 31 December 2012:

Shareholder composition <sup>1</sup> (%)	
OEW Energie-Beteiligungs GmbH	46.75
NECKARPRI-Beteiligungsgesellschaft mbH	46.75
Badische Energieaktionärs-Vereinigung	2.45
Gemeindeelektrizitätsverband Schwarzwald-Donau	0.87
Neckar-Elektrizitätsverband	0.63
Landeselektrizitätsverband Württemberg	0.11
EnBW Energie Baden-Württemberg AG	2.08
Free float	0.37

<sup>1</sup> The figures do not add up to 100% due to rounding differences.

As the business development, the economic situation and the opportunities and risks relating to the future development of EnBW AG do not differ from the business development, economic situation and the opportunities and risks relating to the future development of the EnBW group, the management report of EnBW AG is combined with that of the EnBW group.

## Management and supervision

### Board of Management

As of 31 December 2012, EnBW AG's Board of Management has five members. The Board of Management conducts the business of the group with joint responsibility. Besides the responsibilities of the CEO, the tasks of the Board of Management are structured into the personnel, law and IT portfolio, finance portfolio, sales and grids portfolio and technology portfolio. Effective as of 1 January 2012, Dr. Hans-Josef Zimmer was reappointed Chief Technical Officer. Effective as of 1 October 2012, Dr. Frank Mastiaux was appointed member of the Board of Management for a five-year term and chairman; he succeeds Hans-Peter Villis in this position.

### Allocation of portfolios to the Board of Management

CEO Dr. Frank Mastiaux	Personnel/law/IT Dr. Bernhard Beck LL.M. (Chief Personnel Officer)	Finance Thomas Kusterer	Sales/grids Dr. Dirk Mausbeck	Technology Dr. Hans-Josef Zimmer
Group management/ development	Personnel management	Group controlling/in- vestment management	Brand introduction/ marketing	Energy generation/ construction of new power stations
Top management	Organisational/know- ledge management	Corporate finance	Sales/contracting	Environmental protection
Gas	Law	Investor relations	Operations	Transmission grid
Internal audit	IT	Accounting/tax	Grids/regulation	Research/innovation
Corporate communications	Industrial health and safety	Group risk manage- ment/ICS	Product innovation	Research/innovation
Corporate responsi- bility/sustainability	Materials manage- ment/real estate	Management/optimi- sation of the energy value added chain		Crisis management
Representation of interests in industry, technology and energy policy	Compliance/ data protection	Energy trade		Waste disposal

### Supervisory Board

The Supervisory Board of EnBW AG has 20 members. In accordance with the German Co-determination Act (MitbestG), an equal number of members represent shareholders and employees. Three employee representatives are nominated by the ver.di trade union.

The Supervisory Board appoints the members of the Board of Management, and also advises them in their managerial activities. It analyses the business development and planning as well as the strategy of the company with the Board of Management at regular intervals and is responsible

for approving the financial statements. The Supervisory Board is always involved in all decisions of fundamental importance for the company. Transactions and measures subject to the approval of the Supervisory Board are defined in its rules of procedure. To be able to assume its function in the best possible way, the Supervisory Board has formed the following standing committees: a personnel committee, a finance and investment committee, an audit committee, a nomination committee, a mediation committee in accordance with Sec. 27 (3) German Co-determination Act (MitbestG) and an ad hoc committee.

Further details can be found in the declaration of compliance and corporate governance report which are available in the Investors section of our homepage ([www.enbw.com/content/de/investoren/corporate\\_governance/cg-bericht/index.jsp](http://www.enbw.com/content/de/investoren/corporate_governance/cg-bericht/index.jsp)).

## Compliance

Compliance, i.e., ensuring that the law and corporate guidelines are observed, is an essential management and supervisory task. In 2009, the Board of Management created the corporate compliance function, thereby establishing a group-wide compliance organisation and defining the necessary guidelines and processes. The main focus of compliance activities is on corruption prevention and anti-trust law. In addition, the corporate compliance function took on responsibility for data protection in summer 2012. Compliance measures are decided and implemented throughout the group via the compliance committee and local compliance officers at the group entities.

EnBW's annual compliance programme is the result of a thorough risk analysis and establishes the necessary preventative compliance measures. The head of corporate compliance and data protection regularly reports to the Board of Management, Supervisory Board and audit committee on how the implementation of measures is progressing.

EnBW has an effective internal system for reporting any compliance infringements or suspicions thereof. 30 cases were received in the reporting period. The compliance committee's task force processes these reports using a standardised process, which ensures that all relevant specialist departments are included and that appropriate sanctions are imposed in each individual case ([Management report > Employees > p. 96](#)).

## Products, market and competition

### The market and structure of competition

The competitive situation in the energy sector is currently changing significantly. New competitors are entering submarkets, for instance owners of local generation units. Otherwise energy suppliers in Europe can be divided roughly into three groups. The companies in the first group have business operations throughout Europe and in some cases operate globally. These include companies such as EDF, Enel, E.ON or RWE, whose operations are extremely diversified in a number of markets. Alongside EnBW, the companies in the second group include ČEZ, DONG Energy, Vattenfall or Verbund Österreich. Building on a strong position in their home markets, these companies aim to achieve growth in selected European markets. The third group consists of a large number of regional and local companies that have a strong position on their limited markets (for example, EVN, MVV and Thüga).

### Market position of EnBW

**Electricity generation:** With an installed output of 13,400 MW EnBW is one of the ten largest electricity generators in Europe. In Germany, EnBW ranks fourth after RWE, E.ON and Vattenfall. Our aim is to expand our generation capacities in accordance with our corporate strategy and safeguard low-carbon generation ([Management report > Goals, strategy and corporate management > p. 58](#)). The Rheinfelden hydro-electric power station of our subsidiary, Energiedienst Holding AG, which was officially put into operation in 2011, and the EnBW Baltic 1 wind farm with a generation capacity of 48 MW are the first milestones in the conversion of electricity generation to renewable energies. The upcoming commissioning of the fifth machine (38 MW) at Rheinkraftwerk Iffezheim, which will then have a total capacity of 148 MW, will make it possible to generate another around 120 million kWh from hydro-electric power in future. Two highly efficient hard coal units that are under construction with a capacity of about 900 MW each (Karlsruhe and Mannheim) will substitute the output from the decommissioned nuclear power plants KKP 1 and GKN I and will make generation capacity from less efficient old facilities dispensable. Three municipal utilities signed electricity procurement agreements with EnBW Kraftwerke AG in November 2012 for electricity generated from the fifth machine planned at Rheinkraftwerk Gamsheim. The Iffezheim and Gamsheim power stations on the Rhine are each owned by Electricité de France S. A. (EDF) (50%) and EnBW Kraftwerke AG (50%).

Since 2009, EnBW has been pursuing its objective of expanding its generation capacity in the area of renewable energies in Turkey as part of a joint venture. At the end of 2012, the generation portfolio, comprising wind and hydro-electric projects in operation, under construction or at the project development stage, came to a total of 700 MW. The Bandirma wind farm that has been in operation since 2009 and was awarded the Energy Oscar by the Turkish Energy Minister in September 2012 as best wind facility in Turkey. Since the second stage of the Yedigöl/Aksu hydro-electric power station has been commissioned, the joint venture now has operational power stations with a total capacity of 111 MW. The go-ahead for construction of the next wind farm, Balabanli (50 MW), was given in October 2012 in Istanbul.

**Trading:** EnBW Trading GmbH is one of the leading energy trading companies in Germany. It secures market access to the most important trading places in Europe for electricity, gas, coal, oil and emission allowances.

**Grids:** With TransnetBW GmbH, EnBW owns one of the four transmission system operators in Germany. It also has various distribution networks in Baden-Württemberg. Around two thirds of the towns and municipalities in Baden-Württemberg are supplied with natural gas through terranets bw GmbH's high-pressure grid.

**Sales:** The EnBW group is one of the largest electricity supply companies within Germany. In its home market of Baden-Württemberg, EnBW is the market leader in the B2B and B2C customer groups. Stadtwerke Düsseldorf, in which EnBW has an equity investment, has a large share of the market in the Düsseldorf region. With an average brand awareness of 96% for the year, our sales brand Yello has taken the lead in the field among energy suppliers on the German electricity market. On the Czech market, PRE – in which EnBW holds an overall equity interest of just under 70% – is the third largest electricity supply company. Energiedienst Holding, in which EnBW has a shareholding of around 67%, supplies people in Switzerland and south Baden with electricity and grid-related services.

The extension of the value added chain is intended to continuously reinforce the group's market position in the gas segment. In the area of gas sales, EnBW operates throughout Germany. The company has a well-established position in its home market of Baden-Württemberg. Stadtwerke Düsseldorf likewise achieves a large market share in the Düsseldorf region with its gas sales. Yello Strom GmbH launched a nationwide gas offering in autumn 2012. It addresses retail and business customers and is a valuable addition to the Yello product portfolio in the commodity area. Watt Deutschland GmbH continues to focus its market activities for gas sales on nationwide sales to the customer groups of SMEs and chains. Following its successful launch on the gas market in 2010, Watt Deutschland GmbH significantly increased its gas sales also for the next few supply years.

**Services:** In terms of installed thermal output, EnBW is one of the largest companies operating in the area of energy and environmental services in Germany and is one of the leading providers of contracting services. EnBW Kraftwerke AG is one of the most important companies in Baden-Württemberg in the field of thermal waste disposal. Stadtwerke Düsseldorf is one of the market leaders in this segment in the Düsseldorf region. With a market share of 6.7%, REG is the largest water supplier in the federal state of Baden-Württemberg. It supplies some 600,000 households, industry and commercial customers with drinking water in the state capital, Stuttgart. In addition, it is one of the leading providers of grid-related services in this federal state, with a focus on the electricity sector.

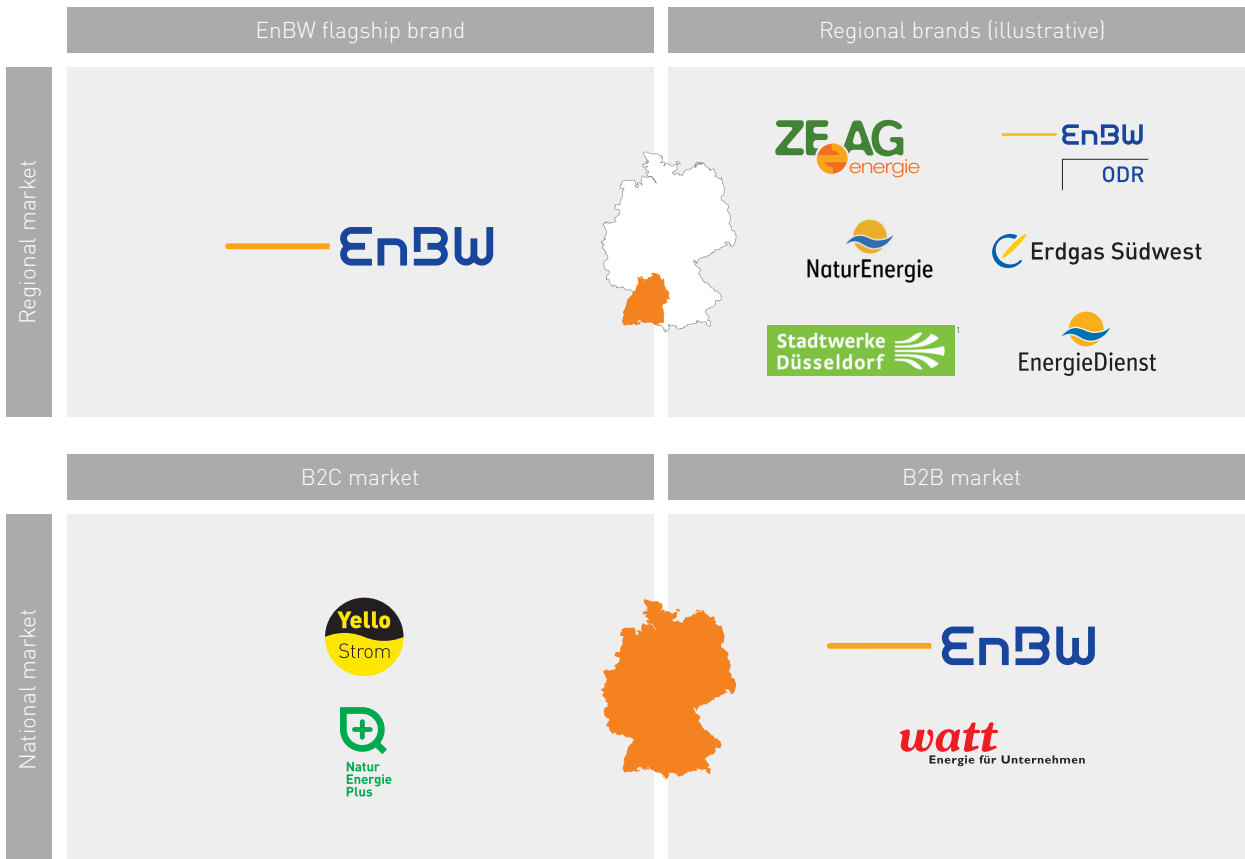
## Products and competition

With regard to the sale of its products and services EnBW pursues a multi-brand strategy. In this respect, the central sales company, EnBW Vertrieb GmbH, manages the market activities for all brands.

In the past fiscal year the electricity market for retail customers was less dynamic than in the prior year, which had been significantly impacted by the events in Japan. According to calculations by the German Energy and Water Association (BDEW), the number of retail customers who changed their electricity supplier at least once (cumulative switch rate) reached 28.8% in September 2012 and was thus 3 percentage points higher than in October 2011. Most of this increase had already taken place by spring 2012. EnBW was largely able to hold its good market position in Baden-Württemberg. Successful new customer wins thanks to individually and regionally tailored offers were a key positive factor in this respect.

It is very important to EnBW to safeguard and expand the franchise levels in the electricity, gas and water networks. We want to offer our customers a high supply reliability and excellent service quality at a competitive price. We will uphold this standard through extensive investment in our networks. Over the past five years, REG has invested around €1 billion in the electricity network alone. About 90% of the franchises that have expired since 2005 have been secured through extensions of the franchise, joint network companies or integrated energy supply companies. For example, we have formed Neckar Netze GmbH und Co. KG with municipal authorities in the Stuttgart region, combining participation and influence by the municipalities with economically viable network operations for the entire region. An investment network meanwhile comprising close to 60 public utilities and regional providers is also evidence that EnBW's expertise and professionalism are widely appreciated and in demand on the market. In addition, EnBW has joint sales and settlement alliances with municipal utilities in Baden-Württemberg. At the end of 2011, the common gas platform "espot" was established with several municipal utilities. The aim is to give the municipal utilities advantages in gas purchasing and support them with balancing group management and settlement of gas purchases.

## Regional and national marketing efforts/multiple-brand strategy



<sup>1</sup> Active in the Düsseldorf region.

The high standard of customer service under the EnBW brands was once again confirmed by neutral third parties in 2012. TÜV Süd, for example, certified EnBW's customer service for the seventh time with the "Servicequalität" quality seal. Amidst the fierce competition, EnBW is seeking to increase its range of consumer-oriented products and services. One of the focal points are products relating to energy efficiency in buildings. The offers target retail customers, municipalities and industry alike. We have also taken a new approach in our cooperation with municipalities such as with Stadtwerke Esslingen. We launched the joint "grünES" brand on the market in autumn 2012, which offers households in the region green electricity and bio natural gas products. The Yello brand expanded its sales activities in 2012. In addition, a partnership with the Czech group equity investment PRE introduced the Yello Energy brand to the Czech market. NaturEnergie+ Deutschland GmbH defended its position despite intense competition on the market for green electricity. We were also able to strengthen our position as a sustainability brand. It qualified as "excellent" in the "fairest electricity provider" test by the Focus Money journal and was the winner in the electricity switch survey conducted by CHECK24, demonstrating its good market position.

Competition for electricity customers in industry became even fiercer in the course of the fiscal year 2012. In this environment, it was unavoidable that EnBW would lose customers in Baden-Württemberg and Germany. Within this fierce pricing competition, we continue to focus on the quality of our advice and services. In addition, we are expanding the range of efficient and sustainable solutions and services that we offer. One significant competitive advantage is our ability to offer electricity, gas, usable energies and energy management services as a one-stop shop.

New forms of cooperation with our partners give EnBW the opportunity to support municipalities with the renovation of their buildings. Energy-saving contracting offers municipalities solutions from a single source – including financing options. One highly pleasing sales success was the contract that we won to supply the city of Stuttgart with a total of 540 GWh of green electricity. This is to provide the plant and buildings of the state capital with electricity for the years 2013 to 2015.

The competition for retail and industrial customers in the gas segment is still highly dynamic. According to the German Energy and Water Association (BDEW) the

percentage of private households changing provider rose by 3.7 percentage points between October 2011 and September 2012 to 17.8%. Between October 2010 and September 2011 the increase had been just 1.8 percentage points. EnBW has, however, been able to defend its position despite the competition. It virtually held its good market position with retail customers, in particular in the Stuttgart region, and was even able to expand its position for the whole of Baden-Württemberg. In terms of sales to industrial customers, however, it is becoming increasingly difficult to maintain our position on the market in the face of competition.

The revenue from network user charges available to network operators is to a great extent predetermined by the German Incentive Regulation Ordinance (ARegV). The objective of ARegV is to give system operators such as TransnetBW incentives for more efficient grid operations and thus falling network user charges, based on a structurally stable grid. The new energy concept has however significantly changed both the duties imposed on and requirements made of electricity networks in general and electricity distribution grids in particular. Within the existing legal framework, it is often not possible to cover the additional costs of the network restructuring. Market economy considerations are increasingly taking second place to regulatory approaches. The constant adjustments to laws are the cause of considerable costs with respect to IT systems and the process landscape. REG is currently trying to find a balance between regulation of the network business covering all areas, maintenance of the network substance and the requisite expansion of the network to integrate renewable energies.

The business activities of terranets bw in the regulated natural gas transmission business are governed to a large extent by the requirements of the national regulatory authorities (Federal Network Agency). Significant challenges thus arise from the increasingly regulated transmission business on the one hand and on the other from the statutory duty to ensure supply reliability and make any associated investment required. In the unregulated telecommunications and technical services divisions, terranets bw's business is primarily characterised by intense competition.

The bio natural gas offering is meeting with a pleasing level of interest on the part of consumers. Over a year after the corresponding products were launched, we were able to welcome the ten thousandth customer in January 2012. This makes EnBW one of the largest providers of bio natural gas in Germany. In order to expand the offering, a contract was signed in September 2012 to build another bio natural gas processing plant in Geislingen (Göppingen district). EnBW continued its progress with activities relating to the introduction of local generation technologies in the reporting year with the commissioning of the 100th fuel cell heating device in November 2012. Yello launched its first

nationwide gas offering for retail and commercial customers in autumn 2012.

The market environment in which Gasversorgung Süddeutschland GmbH (GVS) operates is currently characterised by intense price competition in conjunction with palpable pressure on margins. The high level of liquidity on wholesale markets seen in prior years continued throughout 2012. This was accompanied by continuing high dynamism in terms of products. GVS consistently optimises its procurement portfolio to improve the competitiveness of its offers to supply customers. Coupled with the development of further innovative products and services, which offer customers opportunities in gas purchasing with limited risks, this entity was able to continue its sales success of past years. GVS has positioned itself on the market and sets itself apart as a reliable and high-performing supplier of natural gas with flexible supply models. The use of a wide range of procurement options, innovative product packaging and active portfolio management as well as good customer relations provide a competitive edge. In the field of renewable energies, GVS has successfully established itself in the field of bio natural gas throughout Germany.

The Verivox comparison site tested service quality for gas customers in October 2011, awarding EnBW four out of five possible stars or "gas flames". Deutsches Institut für Service-Qualität (DISQ) rated EnBW's service as "good" in its 2012 gas companies study.

The market for services continued to evolve over the past fiscal year. The sector for energy settlement services, for instance, is increasingly opening up for new service providers. The technological requirements placed on such settlement services, arising among other things from the new energy concept, are driving digitalisation of the settlement industry. This challenge requires considerable technical expertise and resources, and not all providers are able to provide these on an economically viable scale. EOG is pursuing a growth strategy based on partnership and offering to act as service provider for industry customers and municipal utilities in order to meet the upcoming technological challenges posed by the new energy concept and the associated need to reduce costs and improve the system together. The primary aim in this respect is to realise long-term cost savings thanks to economies of scale achieved jointly.

The market for contracting services showed a less dynamic development in the fiscal year 2012 than in 2011. Energy efficiency and local energy generation remained the predominant topics on the market. Energy efficiency is seen as a key component for the new energy concept to succeed in Germany, and the state of Baden Württemberg is therefore supporting ambitious energy efficiency targets. EnBW's product portfolio will be tailored even more to these in future. Various products are already at the market testing

stage. There is a trend towards market consolidation that is evident from intensifying cooperation efforts of established competitors with entities from outside the industry.

The area of disposal is focusing on the disposal of waste in thermal waste treatment plants with a high rate of fixed assets to total assets and the related materials flow management (waste to energy). In this way, EnBW offers its municipal partners reliable waste disposal services. The activities relating to thermal waste management are based on long-term contracts with districts and towns in Baden-Württemberg and North Rhine-Westphalia. The market position remained stable in both regions over 2012.

With REG, EnBW succeeded in further strengthening its position on the market for water and waste water operations in Baden-Württemberg in 2012. Sales of drinking water in the Stuttgart network territory reached more than 39 million cubic metres. Providing a virtually interruption-free supply and a high level of operating expenses as well as investments in excess of €10 million into the network and facilities, we once again demonstrated that we are a strong partner for supplying water to the capital of Baden-Württemberg. For example, in the reporting year, EnBW completed the construction of several new water mains in Stuttgart. The ductile iron pipes for water transport in the area of the Berg waterworks were renewed for more than €2 million on a new and operationally more favourable route with a Neckar crossing to Cannstatter Wasen. REG is also a reliable service partner for municipalities and special purpose associations outside of Stuttgart. It is associated with close to 60 public

utilities of towns and municipalities and regional providers. Together with its partners, REG constantly strives to optimise its service offering with a high level of supply reliability and excellent quality of service and to implement it at competitive prices. The main focus of our research and development activities is on increasing energy efficiency in local water supplies. From this, we derive measures to reduce CO<sub>2</sub> emissions and to lower operating costs.

REG is also a renowned partner on the market for grid-related services and is firmly established on the market for grid services for all voltage levels. The business saw positive developments in 2012 as in prior years. REG is continually refining its portfolio of grid-related services with a view to current market requirements. In the reporting year, it recorded growth in street lighting in particular. In addition, the "EnBW Trafoservice" showed a positive development with a rising number of parties feeding in energy. REG is also active in the fields of grid restructuring and integration of photovoltaic facilities. Together with its partners, REG additionally develops innovative concepts and products in the fields of energy management and climate protection. It has an extensive range of associated products and services and a wealth of experience as leading energy supply company. In 2012 we introduced energy-specific performance indicators for pumped storage plants, energy recovery plants and transmission lines. The data collected form the basis for measures to sustainably raise energy efficiency during operation and at the planning and project management stage.



# Goals, strategy and corporate management

EnBW is in the process of considerably sharpening its corporate strategy. Sustainability targets will be an important aspect in this regard and corporate management will in future reflect this realignment.

## Goals

EnBW stands for progress and competition on the energy market to the benefit of the customer. With its deep roots in Baden-Württemberg, our company is one of the most important energy supply companies and energy service providers in Germany and Europe. We intend to reinforce and expand this position. Our overarching, long-term financial goals are to consistently develop the operating result, increase the company value in a sustainable manner and guarantee the EnBW group's financial stability. For the shareholders of EnBW AG, we want to generate a return on their investment that is competitive in the capital market environment and share our economic success with them through an appropriate dividend.

We are convinced that long-term economic success involves reaching ecological and social goals. Acting responsibly in a sustainable manner is a core principle at EnBW. We are therefore gradually linking our corporate strategy with our sustainability strategy. We made good progress with this in 2012, but still have a way to go. With the interlinking, we are pursuing a number of objectives that benefit the company and its stakeholders and generate value added that is measurable not only in terms of finance. EnBW is restructuring its generation capacities from being heavily dependent on nuclear power to energy generation from renewable energy sources. We are tapping new business fields with the local energy solutions that we offer and are responding to the request of municipalities, municipal utilities and the general public for greater involvement in energy matters. One clear goal – both for our corporate strategy and our sustainability strategy – is to make energy generation CO<sub>2</sub> efficient. We also aim to achieve a constant reduction of the hazardous emission of NO<sub>x</sub> and SO<sub>2</sub> per kWh, remaining below the average for energy generation in Germany at all times.

EnBW values its employees. We see each individual with their links to family and society and seek to take these various aspects into consideration. The current fundamental changes in the energy industry also pose a great challenge for our employees. We want our employees to understand these changes as an opportunity and see EnBW as an attractive employer. In addition, EnBW is highly committed to social matters. This is due to our history, the responsibility for key infrastructure elements in our home

state and our self-image as a corporate citizen. We will expand this commitment further. Intensive dialogue with all stakeholders provides EnBW with important impetus and strengthens the acceptance in society of energy industry activities.

## Strategy

The energy landscape in Germany is undergoing far-reaching changes. The phase-out of nuclear power is progressing. The massive expansion of renewable energies is reducing the operating times and thus the profitability of conventional power stations. New technological developments are the catalysts, increasing the interlinkage and complexity of the system infrastructure. Political and regulatory interventions will increase. Competition is changing considerably with new competitors entering all submarkets and seeking to win market share through price and performance. This is leading to greater fragmentation of the traditional value added chains in the energy industry. The role of all other market participants – customers, municipal utilities, energy supply companies – is set to change substantially.

### **Changed environment calls for sharper strategy**

In this environment we need to considerably sharpen the EnBW group's corporate strategy. The focus of our realignment efforts will be on consistently orienting our strategy towards customers and their needs and wishes. All our activities, transactions and equity investments are being reviewed from this perspective. At the same time, we will modernise our organisation and increase the efficiency and sustainability of structures and processes. We will draw above all on EnBW's many years of system competence to develop new business fields, particularly taking into consideration sustainable concepts such as the "sustainable town". Openness for new and far-reaching partnerships – in particular with municipalities and municipal utilities – is another core element of our corporate strategy. EnBW offers cooperation arrangements at all stages of the value added chain. Putting the new energy concept into practice in Germany requires concerted effort on the part of all parties involved. Pooling their various strengths will accelerate the projects and ensure broad acceptance in society through cost efficiency. In addition, EnBW has pioneered community energy cooperatives, initiating or promoting the foundation of close to 60 such cooperatives.

## **Safeguarding low-carbon generation capacity**

Energy generation is of great importance to EnBW's business portfolio. It is characterised by relatively low CO<sub>2</sub> emissions. In 2012, the CO<sub>2</sub> emissions of EnBW's electricity generation facilities averaged 369 g/kWh in comparison to a mean value of 503 g/kWh in 2011 for the German energy sector seen as a whole. While in the past this favourable comparison for EnBW was the result of a large share of energy generated from nuclear power, we have been expanding renewable energies for some time now. Securing our position as a low-carbon generator is one of the key strategic moves of EnBW. To this end, we will invest in central and local facilities in the area of renewable energies – primarily in the field of wind and hydro-electric power stations. The planned investment volume in the new energy concept will range between €8 and 10 billion over the period until 2020. A large portion thereof will go towards renewable energies. It is planned to raise the share of renewable energies in our own generation portfolio to 35% over the same period. By 2030, we intend more than half of our electricity generation volume to be from facilities that use renewable energies. The associated CO<sub>2</sub> emissions are expected to total somewhere between 250 and 350 g/kWh. In 2012 some 18% of EnBW's total investment related to expanding renewable energies (> **Management report > Investment analysis > p. 78f**). In parallel, we are expanding electricity generation from gas and storage systems. This way, we will increase the flexibility of our generation portfolio and promote the integration of the renewable energies. As a supplementary measure, we are optimising the existing power station portfolio. In the field of nuclear power, we ensure safe operations over the remaining life of the plants as well as safe decommissioning of the facilities by observing highest safety standards (> **Management report > Generation portfolio > p. 47**).

## **Focus on renewable energies**

One of the focal points of our activities in the area of renewable energies is on onshore wind turbines in Germany and through our joint venture with Borusan in Turkey. We currently have more than 160 sites for over 500 wind turbines under review in Baden-Württemberg. In October 2012 we signed the contracts for a 50 MW wind farm in Balabanli in Turkey, some 120 km to the west of Istanbul. This is planned to go online towards the end of 2014. The EnBW Baltic 1 offshore wind farm already started operations in 2011 and manufacture of the components for the EnBW Baltic 2 project (generation capacity of 288 MW) has begun. It should be possible to realise further projects in the North Sea with a total planned capacity of 1,200 MW once the requisite legal framework has been created. With respect to electricity generation from run-of-the-river plants in Baden-Württemberg, the possibilities for expansion are limited on account of physical geography. At Iffezheim power station, we are in the process of expanding capacity – the fifth

turbine is planned to be commissioned in 2013. Further projects in Turkey and Switzerland are under review. With regard to pumped storage, we are developing projects in Germany and Austria. Our partnership with Vorarlberger Illwerke has been extended until 2041. Among other things, it comprises construction of the Obervermunt II pumped storage project with an installed output of 360 MW, which is to start in 2014. In the gas segment, EnBW concluded a long-term gas procurement agreement with the Russian company Novatek in 2012. The agreement has a minimum term of ten years with an annual volume of around 21 billion kWh. This is a considerable expansion of our position in the gas midstream business. The Etzel natural gas storage facility started operation in 2012. Stadtwerke Düsseldorf has plans to build a new combined gas and steam power station at the Lausward site. Here, a combined heat and power plant is planned to generate electricity and heat as of 2016, with an output of up to 600 MW and a maximum of 270 MW of district heating.

## **Expansion of local solution offers**

Municipalities, industry and business customers as well as the general public want to have a greater say in energy-related decisions in their localities than has been the case in the past. EnBW is responding to the efforts to achieve a greater level of decentralisation and participation in supplies. We are developing and establishing local energy solution offers and intend to become the first point of contact for energy issues. In pursuit of these strategic moves, EnBW draws on its extensive systems know-how in energy issues. We plan to increase the revenue we generate from local solutions from around €200 million in 2012 to approximately €1 billion by 2020. In many cases, local energy services relate to complex concepts for sustainable energy supplies. They bring together local energy generation – frequently from renewable energies – with measures to boost energy efficiency and create flexibility in demand, measures relating to the expansion of private energy management systems and increased comfort. In the case of EnBW's "sustainable town" concept, our range of services extends, for example, to identifying viable locations for wind turbines, the construction and operation of generation facilities, the development of customer-specific e-mobility concepts or energy efficiency services. By the end of 2012 EnBW had won the towns of Leutkirch and Ehingen for its "sustainable town" concept. We have set ourselves the target of winning a total of twelve towns as partners for this concept by 2020. Generally, EnBW is seeking to further intensify its relations with municipalities and municipal utilities. The expansion of the range of products offered by EnBW's sales function for municipalities is strengthening unit sales in the regions. Participation of partners in large-scale projects such as EnBW Baltic 1 and 2 and Gambshaim or in regional distribution grids opens up new investment

possibilities. Some 20 municipal utilities have invested in EnBW Baltic 1 and well over 150 municipal utilities have expressed interest in investing in EnBW Baltic 2. Another service area for energy solutions are EnBW's operating functions such as invoicing and settlement systems. Opening up these scalable functions to third parties can lead to considerable synergy effects. We want to increase our activities from currently around four million metering points to around ten million metering points by 2020. It is our long-term goal to become the leading provider of energy industry back-office solutions in Germany.

### Group project "P3"



A significant part of EnBW's strategic realignment is realised by means of projects. The group project "P3" is intended to anchor professional project management and project portfolio management sustainably in the company. The aim is to achieve better performance in the individual projects on the one hand and, on the other, to effectively manage significant projects in a group-wide project portfolio. In the reporting year, we developed and piloted consistent group-wide standards that are to be rolled out at the beginning of 2013. These include in particular appropriate qualification components to familiarise our employees with the new standards. "P3" serves to improve processes and increase efficiency, thereby also making a contribution towards EnBW's savings targets.

To promote electromobility, EnBW has cooperation arrangements with Stadtwerke Karlsruhe, Elektrizitätswerk Mittelbaden, Stadtwerke Baden-Baden and star.Energiewerke Rastatt. The invoicing and settlement of all relevant charging processes is ensured via EnBW's IT systems. Within the framework of the CROME project, 24 charging stations were installed on either side of the German-French border and cross-border roaming tested with French partners.

### Targeted international activities

In order to reduce dependency on the energy policy environment in Germany and to make targeted use of opportunities for growth and returns, we want to increase the portion of value added generated outside of Germany in the long term. Currently, around 10% of EnBW's income is generated from business outside of Germany. In this context, our activities focus on the Czech Republic, Switzerland and Turkey. In Turkey, for example, the objective of the joint venture with Borusan is to have an installed output of 2,000 MW as of 2020 comprising mainly renewable energy sources. On the other hand, we are preparing to divest our non-controlling interests in Hungary and Austria.

## Securing financial stability

EnBW's realignment requires significant investment. At the same time, the financial headroom of the company will be restricted considerably over the next few years – by energy policy decisions, delays in the completion of large-scale projects, falling margins on the wholesale market and the full auctioning of CO<sub>2</sub> allowances as of 2013. EnBW has therefore reviewed its investment projects based on strict criteria and set the gross investment volume for the planning period from 2013 to 2015 to €5.2 billion. In order to be able to realise this investment volume without impacting our credit standing, EnBW launched a package of measures at an early stage, comprising the pillars of efficiency enhancement, divestitures and capital measures.

- > The "Fokus" efficiency programme provides for a sustainable target improvement in EBIT of €750 million p.a. (> **Management report > Employees > p. 94**). The full impact of improvement measures will be felt as of 2014, one year earlier than originally planned. We anticipate great potential for boosting efficiency from reducing the complexity of the group. The efficiency programme is taking effect as planned with an improvement of over €300 million achieved in 2012.
- > To enable it to carry out the investment programme as planned, EnBW has expanded its divestiture programme to a total of €2.6 billion for the period from 2013 to 2015 (including participation models). Some €500 million was already realised through the sale of shares in Energiedienst Holding AG at the end of 2011 and in the Polish investment Rybnik in February 2012 (> **Management report > Investment analysis > p. 78f**).
- > EnBW successfully completed its planned capital measures in 2012. At the beginning of April 2012, the hybrid bond issued with a volume of €750 million in October 2011 was increased by a further €250 million. Until the first maturity date in April 2017 the rating agencies will recognise half of this amount as equity. EnBW additionally performed a capital increase of around €822 million at the start of July 2012 (> **Management report > Financial management > p. 74f**).

## Corporate management

EnBW's corporate management is currently geared above all to our financial goals. As the corporate strategy and the sustainability strategy become more and more interlinked, the instruments and performance indicator systems used by corporate management will be expanded and integrated. The development of the operating result is measured using the compound annual growth rate (CAGR) of adjusted EBITDA. In order to calculate the change in the company value in the reporting year, we currently use the value added concept. The EnBW group's financial stability is determined primarily by the dynamic leverage ratio (> **Management report** > **Financial management** > p. 74ff).

The company's value-based management is embedded in the performance management system (PMS). The PMS comprises a target system for the group with financial and non-financial elements as orientation for strategic and operational management purposes. To supplement, targets are agreed upon each year and performance reviews are performed on a quarterly basis to provide an analysis of the current status and measures to reach the financial and non-financial goals. The PMS will form the basis for the future integrated reporting, which is based on the framework issued by the International Integrated Reporting Council (IIRC) and is to provide a concise and transparent presentation of the financial and non-financial performance of the company, taking into account the information required by EnBW's stakeholders.

EnBW's value-based management system revolves around the concept of value added. This shows how the company's value develops from a financial perspective. The company's value increases when the return on capital employed (ROCE) is greater than the interest required for this capital. This difference is multiplied by the capital employed, which includes all assets from the operating business, to give the value added. A ROCE that is higher than the weighted average cost of capital (WACC) means that the value added is positive.

$$\text{Value added} = (\text{ROCE} - \text{WACC}) \times \text{Capital employed}$$

$$\text{and ROCE} = \frac{\text{Adjusted EBIT including investment result}}{\text{Capital employed}}$$

Value added acts as the basis for EnBW's strategic decision-making and operational measures. A positive value added contribution by the respective project to implementing the strategy over the entire period under review is the key factor in investment and business decisions. The various business

activities of the EnBW group have different risk profiles. Each project is correspondingly based on risk-adjusted costs of capital.

### Financial performance indicators

ROCE is calculated from the ratio of adjusted EBIT, including investment result, to the capital employed. Adjusted EBIT is a measure of operating and sustainable performance and is adjusted for non-operating effects. We take the investment result into consideration as strategic equity investments are an integral part of the business model. Since adjusted EBIT is a pre-tax figure, the investment result is likewise converted to a pre-tax figure. All assets from the operating business are classified as capital employed. Non-interest-bearing capital such as trade payables are deducted from capital employed. While adjusted EBIT including investment result is a figure that relates to a period of time, capital employed is calculated as of a specific cut-off date. Capital employed is calculated as the average of the opening value and closing value for the year as well as the three quarters.

There are various factors that influence value added. The level of ROCE and value added depends not only on the development of the operating business but above all on the volume of investment. Large-scale investments tend to significantly increase the capital employed in the early years, while the effect on income that boosts value, however, only arises over a protracted period of time, often long after the investments are initially made. This is especially true of investments in property, plant and equipment relating to the construction of new power stations which do not have any positive effect on the group's operating results until after they are put into operation. Investments in generation facilities, on the other hand, are taken into account in the capital employed already in the construction phase. In a comparison of individual years, the development of ROCE and value added is to a certain extent of a cyclical nature, depending on investment volume. This effect is therefore inherent in the system and leads to a decrease in ROCE in phases of strong growth. EnBW has not changed the method used to establish the value added; investments are immediately allocated to capital employed. We pursue the objective of sustainably increasing the value of the company in the long term. Annual fluctuations within the investment cycle are of secondary importance.

# Economic and political environment

In 2012, the price level of most primary energy sources was significantly lower than in the prior year. By contrast, the price of electricity increased for end consumers on 2011 as a consequence of political and regulatory influences. The new energy concept in Germany continues to present major challenges for EnBW, which we counter with flexible and long-term concepts.

## General conditions

There are various external factors that will influence the development of EnBW's business. The most important variables include developments in the general economic, political and regulatory environment in addition to the price situation on the markets for electricity, fuels and CO<sub>2</sub> allowances.

Periods of strong expansion or contraction of the economy as a whole have a great influence on industrial demand for electricity and gas, while energy consumption by private households is generally independent of the economic cycle. Gas sales are additionally highly dependent on prevailing weather conditions.

Political decisions at European and national level – in particular market- and competition-related regulations – impact the energy industry. One of the main factors for the speed of change at political and regulatory level and the extensive government action in the field of energy is the socio-political will, for example, to improve climate protection or encourage the sparing use of natural resources. This means new challenges for EnBW on a constant basis, which it counters with flexible and long-term concepts.

The prices on the markets for electricity, fuels and CO<sub>2</sub> allowances determine the course of business at EnBW both on the cost and revenue side: The prices for primary energy sources and the CO<sub>2</sub> emission allowances determine the variable costs of electricity generation by EnBW's power stations. They also determine the development of electricity prices on the wholesale market. The required quantity of CO<sub>2</sub> allowances is one of the main factors in electricity production. They have to be tracked under the European emissions trading system to ensure that they match the actual volume of emissions. Alongside the price of fuel and CO<sub>2</sub> allowances, the constantly increasing supply of renewable energies is a factor exerting an ever greater influence on electricity prices on the wholesale market. The price level on the wholesale market is decisive for the profitability of EnBW's individual power stations.

EnBW constantly strives to reduce the uncertainties for the generation margin arising from developments in the price of primary energy sources, CO<sub>2</sub> allowances and electricity on the wholesale markets. We consequently procure the quantities of primary energy sources and CO<sub>2</sub> allowances required for electricity generation in advance on the forward market. We sell the planned electricity production on the forward market and through EnBW's sales channels. Consequently, the terms of the supply contracts concluded in the previous years formed the basis for costs and revenue in 2012. On the other hand, the development of prices on the forward market in the fiscal year 2012 will impact earnings in following periods. The same correlation applies to the quantities of electricity procured by the sales function on the forward market (> **Management report** > **Future development of the markets** > p. 136).

## General economic framework

### Economic environment

The global economy lost momentum in 2012. After recording growth of 3.8% in 2011, the global economy only expanded at a rate of 3.3% in 2012 according to the most recent estimates of the German Council of Economic Experts and the International Monetary Fund (IMF), with downward risks increasing significantly. This is primarily attributable to the sovereign debt crisis, the banking crisis and the macroeconomic crisis in the euro area which continued to escalate over the course of the year and were the cause of uncertainties on the markets. In addition to hitting foreign trade, the weak demand of the industrial countries – whose economic growth is estimated at 1.3% for 2012 (IMF) – also had a dampening effect on the economy in the emerging countries. The IMF assumes expansion in this group of countries to be more reserved than in prior years and estimates economic growth here at 5.3% on average in 2012.

Development of gross domestic product (GDP) in %	2012	2011
World	3.3	3.8
Euro area	-0.4	1.4
Germany	0.8	3.0
Czech Republic	-1.3	1.9
Turkey	3.0	8.5

The economy lost a considerable amount of impetus in the euro area. According to the European Union, GDP fell by 0.4% in 2012 after having recorded growth of 1.4% in 2011. According to preliminary estimates from Eurostat, the annual inflation rate in the euro area reached 2.2% in November 2012, compared to 3.0% in the prior year. Despite the Czech economy growing by 1.9% in 2011, economic output there fell by 1.3% in 2012. Economic growth in Turkey also dropped considerably in 2012. In 2011, the Turkish economy recorded strong growth of 8.5%, whereas Eurostat has put growth at only 3.0% for 2012.

Economic development in Germany has slowed as a result of the crisis in the euro area. According to the German Institute for Economic Research (DIW), economic output fell marginally by 0.2% in the fourth quarter of 2012 in comparison to the prior quarter. For the full fiscal year 2012, the DIW expects the growth in the German economy to have slowed considerably. After posting growth of 3.0% in 2011, economic output increased by a mere 0.8% in 2012. The drop in demand from the euro area is primarily hitting the industrial sector, while the services segment continues to benefit from a sound domestic economy on the whole. According to estimates by the DIW, the annual rate of inflation stood at 2.0% in 2012.

### Energy consumption

According to the working group on energy balances, AG Energiebilanzen (AGEB), energy consumption in Germany in 2012 was only down by a mere 0.8% on the prior-year figure. The temporary cold spell and leap day caused consumption levels to rise in 2012, with the rise in energy efficiency having a dampening effect. According to preliminary figures from the German Energy and Water Association (BDEW), domestic electricity consumption fell by 1.4% from 560.0 billion kWh in 2011 to 552.3 billion kWh in 2012. According to preliminary estimates by the AGEB, the consumption of natural gas increased by some 1% in 2012, attributable to the colder weather. By contrast, use for electricity generation in power stations dropped considerably. In 2012, mineral oil consumption was 0.5% down on the prior-year figure. Consumption of hard coal increased by 3.1%, brown coal by 5.1%, primarily as a result of commissioning three new power plant units. While the contribution of nuclear energy to the energy balance fell by 8.3%, renewable energies recorded growth of 7.8%, thereby

increasing their share of total consumption from 10.9% to 11.7%. Photovoltaics also continued its dynamic expansion with growth of almost 50%, hydro-electric power (excluding pump storage) increased by 16% and wind power recorded a fall of 8%.

### Electricity generation and exports

According to the BDEW, electricity consumption in Germany for 2012 (617.0 billion kWh) was up by 1.3% on the 2011 level (608.8 billion kWh). Key energy sources were brown coal with a share of 25.6% used to generate electricity (prior year: 24.6%), renewable energies with a share of 21.9% (prior year: 20.3%) as well as hard coal with 19.1% (prior year: 19.5%). The share of nuclear energy fell from 17.7% to 16.0%. In the first ten months of 2012, German electricity exports exceeded imports by 16.8 billion kWh. The largest net electricity suppliers are France, Denmark and the Czech Republic; the highest export surpluses are with the Netherlands, Switzerland and Austria.

### Gas procurement

Long-term procurement agreements form the basis of gas imports to Germany. According to preliminary figures from the BDEW, 31% of Germany's natural gas supplies originated from Russia in 2011 (prior year: 33%), 28% from Norway (prior year: 29%) and 21% from the Netherlands (prior year: 22%). The share of domestic production in relation to total supply amounted to 13% in 2011 following 11% in the prior year. As an alternative to transmission via pipelines, importing liquefied natural gas (LNG) will open up access to producing countries that are not linked by pipeline to the European market. This alternative means of procurement is increasingly gaining in importance as new import terminals go into operation.

### Development of the price of primary energy sources, CO<sub>2</sub> allowances and electricity

In 2012, the spot market prices of coal, natural gas and electricity were for the most part below the prior-year level. The slowing of the international economy and increase in value of the euro in the second half of the year pushed prices downwards. In Germany, the effects of the new energy concept, the expansion of renewable energies and associated increase in energy feed-in volumes had an impact on price development. Prices developed in a similar way on the forward market for deliveries in 2013. The prices for CO<sub>2</sub> allowances in 2012 were down on the prior-year level.

**Oil market:** The average price for one barrel (159 l) of Brent oil for short-term deliveries (front month) stood at US\$ 111.68 in 2012, 1% up on the comparable prior-year figure of US\$ 110.91. From the beginning of the year to the start of February, oil prices saw a sideways movement. The political escalation of the conflict surrounding Iran's nuclear programme and the resulting oil embargo imposed by the EU as well as additional US sanctions against Iran forced prices upwards until the beginning of April. Furthermore,

under the influence of the EU and the US, further countries also reduced their oil imports from Iran. Positive economic indicators for the US as well as Greece's debt haircut and the implementation of an austerity package there caused prices to rise further at the beginning of March, when the front month price stood at US\$126.20/bbl. The prices subsequently fell until the end of June 2012. In addition to the announcement made by the US president of potentially releasing strategic US oil reserves, bleaker macro data for China, the US and various EU countries was also a key factor in causing prices to fall. After reaching their lowest price for the year of around US\$ 89/bbl on 21 June 2012, Brent prices went on to recover, rising to just under US\$ 117/bbl by mid-August. This development was primarily attributable to Norwegian oil workers going on strike, production stoppages as a result of maintenance work in the North Sea as well as measures taken by the Chinese government to stimulate the economy. This was followed by a volatile sideways movement of prices. As of the end of 2012, oil prices closed at US\$ 111.11/bbl (front month) and US\$ 107.53/bbl (front year).

**Coal market:** The average price level on the forward markets for coal deliveries to the ARA ports (Amsterdam, Rotterdam, Antwerp) in 2013 stood at US\$ 103.18/t in 2012, 16.6% above the average price in 2011 (US\$ 123.64/t). From the beginning of the year to mid-July 2012, prices fell to marginal cost level. This considerable drop in prices was attributable to the mild European winter as well as excess capacities on European markets as a result of the increase in export volumes of US coal, ousted on the domestic US market in favour of cheaper shale gas. Prices in the ARA area were also pushed downwards as a result of the increase in feed-in volumes of renewable energies as well as uncertainties surrounding the continuation of the debt crisis in some European countries. Coal prices stabilised at the end of July 2012, buoyed by cutbacks initiated by coal producers in response to the low prices at a time of continued high demand from China – up on the prior-year level. A strike by Colombian rail workers also caused a temporary rise in coal prices. An increase in coal demand in Europe due to the cost advantage of coal over gas also aided stabilisation. Towards the end of 2012, front-year contracts stood at US\$ 94.05/t, down 23.9% on the prior-year average.

Price development on the oil and coal markets	Average 2012	Average 2011
Crude oil (Brent) front month (daily quotes in US\$/bbl)	111.68	110.91
Crude oil (Brent) annual price front year (daily quotes in US\$/bbl)	106.78	108.37
Coal – API #2 annual price front year in US\$/t	103.18	123.64

**Gas market:** Long-term gas import agreements form the basis of gas supplies in Germany. Prices essentially track the oil price with a time lapse of around six months. The border price index of the Federal Office of Economics and Export Control (BAFA) for natural gas, which is published on a monthly basis, also went up on account of oil prices rising in 2011 and this trend continuing in spring 2012. In November 2012, the border price index averaged € 29.28/MWh.

Another important source of natural gas are the wholesale markets such as the Dutch Title Transfer Facility (TTF) and the trading point of the NetConnect Germany (NCG) market territory. The prices on the spot market of the TTF stood at € 25.01/MWh in 2012, up around 9.9% on average compared to 2011. The mild winter resulted in moderate price levels at the beginning of 2012. The cold spell which set in at the end of January as well as limited gas supplies from Russia meant that the spot price level had increased significantly by mid-February. This was followed by a volatile sideways movement at a higher level driven by the rise in oil prices stemming from political uncertainty in the Middle East and production outages. Concerns regarding a sufficient supply of LNG for Europe as a result of the increased demand for LNG in Japan to generate electricity also ensured prices remained high. At the end of August, maintenance work at various gas infrastructure facilities in Europe pushed prices up further, after which they experienced a volatile sideways movement until the end of 2012. At the end of 2012, the spot market price stood at € 25.98/MWh. The prices for deliveries in 2013 developed in line with the price level on the spot market. At the end of December 2012, forward prices stood at € 26.33/MWh.

Development of prices for natural gas on the TTF (Dutch wholesale market) in €/MWh	Average 2012	Average 2011
Spot	25.01	22.65
Front year	26.74	26.03

**CO<sub>2</sub> allowances:** Under the European emissions trading system, the requisite number of emission allowances have to be evidenced for the amount of CO<sub>2</sub> emissions from power stations. The prices of emission allowances (EU Allowances – EUA) for delivery in December 2012 (EUA-12) showed slight growth at the beginning of 2012 as the proposals by the environmental committee of the European Parliament found great support in EU circles. The environmental committee aims to set up a strategic reserve for emission allowances in the third trading period. This was accompanied by renewed discussions on raising targets for reducing CO<sub>2</sub> emissions by 10 percentage points for 2020. The cold spell which hit Europe caused prices to rise sharply at the beginning of February 2012, with the resulting increase in energy generation leading to a rise in emissions. The warmer weather that followed caused prices to fall to around €6/t CO<sub>2</sub> by the beginning of April, after which the price curve was characterised by a volatile sideways movement until the end of 2012. In 2012, the price of EUA-12 allowances averaged at €7.51/t CO<sub>2</sub>, which was around 45% below the average price for the fiscal year 2011. The price curve for certified emission reduction (CER) allowances usually parallels the development of EUA-12 allowances. However, the prices of CER allowances tend to be lower due to the limited trading possibilities in the EU emissions trading system. After having increased slightly up to the beginning of March, prices were characterised by a volatile sideways movement until the beginning of July 2012. Prices fell thereafter as a result of a surplus offer of CER allowances, which could only be used until the end of 2012. As a result,

the spread between the price curves for EUA-12 and CER-12 allowances ceased shrinking and broadened instead. The average price of CER-12 allowances in 2012 was €2.96/t CO<sub>2</sub>, down 70% on 2011.

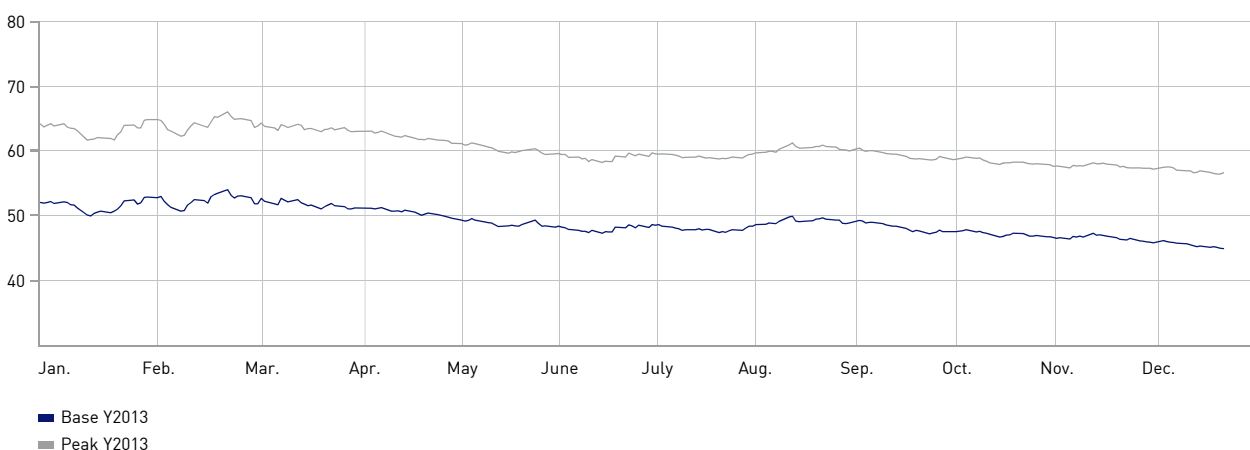
Development of prices for emission allowances/ daily quotes in €/t CO <sub>2</sub>	Average 2012	Average 2011
EUA front year	7.51	13.40
CER front year	2.96	9.98

**Electricity market:** At €42.60/MWh, the average price for immediate delivery of electricity on the spot market of the European Energy Exchange (EEX) in 2012 was around €9/MWh or 17% lower than the prior-year figure. In addition to a higher volume of photovoltaic energy being fed into the grids in comparison to the prior year, lower fuel prices also kept prices down. In the third quarter, prices were buoyed by the fall in power station capacity in France.

The price curve on the forward market of the EEX exhibited a downward trend in 2012 due to the lower fuel prices in comparison to the prior year as well as the decline in the prices of CO<sub>2</sub> allowances. The expansion of renewable energies had also pushed prices downwards. The average price for the forward market product base 2013 fell by 13% on the prior-year level (€56.38/MWh) to €49.30/MWh.

Development of electricity prices on the forward market (EEX)  
Daily quotes in €/MWh

Source: EEX



### Electricity and gas prices for retail and industrial customers

According to the most recent BDEW estimates (as of October 2012), the monthly electricity bill for an average household with an annual consumption of 3,500 kWh came to €75.51 in 2012 in comparison to an average of €73.59 in 2011. The price increase was attributable to the cost allocations introduced

by the federal government under Sec. 19 German Electricity Network User Charges Ordinance (StromNEV), the general increase in network user charges as well as the increase in cost allocations in connection with the German Renewable Energies Act (EEG). EnBW was also forced to adjust its prices slightly as of 1 August 2012 by 2.6% on average. As of the end of 2012/start of 2013, there was a renewed sharp increase in



these factors that drove prices upwards. As a result, EnBW announced that it was making an additional price adjustment to household electricity as of 1 February 2013, with prices rising by 10.3% on average. Additional burdens from statutory allocations and network user charges for customers were able to be offset to a certain extent through advantages relating to procurement costs. Prices for heating electricity applications are also being increased by 16% on average as of 1 January 2013. Here, EnBW will only pass on the increase in allocations and network user charges to customers.

For industrial customers, the BDEW calculated an average price of 14.02 ct/kWh (medium-voltage supply including electricity tax) in October 2012, which is virtually unchanged in comparison to the prior year (14.04 ct/kWh).

According to figures from the Federal Statistical Office, gas prices in the reporting year 2012 (as of December 2012) were up 10.1% on the corresponding prior-year period. For household customers, gas was around 5.6% more expensive in 2012 than one year previously. The price increase for the industry stood at 13.8%.

## Political and regulatory environment

### European energy policy

**Energy efficiency:** In September 2012, the European Union enacted a directive on energy efficiency, which must now be implemented by the member states. In accordance with the directive, all member states must, among other things, ensure that they reduce energy consumption by end customers by 1.5% a year as of 2014.

**Emissions trading:** In order to combat the intermittent fall in emission allowances prices, the EU Commission recommended in the autumn that 900 million allowances be temporarily removed from the market for the years 2013 to 2015. Towards the end of the third trading period, these are to be returned to the market in 2019 and 2020. The shortage is expected to create incentives to invest in climate-friendly technologies. As these measures are only likely to have a temporary effect, the Commission, in its report on the status of the emissions trading market presented mid-November, put forward options for additional structural changes including making the removal of allowances permanent, raising saving targets for 2020 or the possibility of more regular controlling interventions.

**Infrastructure and single market:** In December 2012, a political agreement was reached with regard to the regulation on guidelines for trans-European energy infrastructures. Provided it is formally adopted, the pending regulation is to provide a set methodology for determining projects of joint European interest regarding transmission and long-distance grids, storage facilities and smart grids. Among other things, these projects are to have their

approval deadlines limited to three and a half years and financial support is also to be provided to a certain extent.

In the past fiscal year, work also began on the implementation and evaluation of the third energy liberalisation package concluded in 2011, primarily with regard to the development of the network codes. In its report on the status of the single energy market presented at the end of 2012, the Commission evaluated the progress made and listed any remaining open points, in particular the rejection of introducing any more national capacity mechanisms. To this end, a period of open consultation begun in November is to investigate measures that need to be taken at a European level.

**Nuclear safety:** On 4 October 2012, the Commission presented its final report on the stress tests performed following the incident at the nuclear power plant in Fukushima. In its report, it comes to the conclusion that the safety standards in Europe are generally high; however, it also makes recommendations on how to further improve technical safety features. As a next step, the member states' national supervisory authorities are now establishing national plans of actions for implementing these recommendations. The Commission aims to report on the implementation of the stress test recommendations in June 2014. Furthermore, the results of the stress tests are to make their way into the currently applicable guideline on nuclear safety. A first draft of this amended version will also contain suggestions relating to insurance and liability in the field of nuclear power and is set to be presented in spring 2013.

**Renewable energies:** In June 2012, the Commission published a notice on its further strategy in this area, primarily announcing guidelines on the greater convergence of national incentive systems as well as the increased use of the cooperation mechanisms set out in the renewable energies directive for the coming year. With regard to continuing the renewable energies strategy beyond 2020, the main issue raised is the necessity of a savings target for 2030.

### Energy policy in Germany

The implementation of the new energy concept in Germany remained a focal point of the federal government in 2012, with the Federal Minister for the Environment, for example, presenting a ten-point plan in August 2012 in which he outlined his roadmap in the run-up to the 2013 general elections. The compensation rates for new plants contained in the German Combined Heat and Power Act (KWKG) were raised by 0.3 ct/kWh for all plants and by a further 0.3 ct/kWh for those plants subject to emissions trading as of 2013. In order to limit cost increases in the German Renewable Energies Act (EEG), the government resolved to make one-off decreases as well as to lower the compensation rates for photovoltaic plants each month in the future. Should additional generation capacities added per year

exceed the threshold of 3.5 GW, monthly depression will increase for the subsequent year. Government incentives for photovoltaics through the EEG will no longer apply upon reaching the threshold of 52 GW. To facilitate the technical incorporation of photovoltaics into the overall system, a system stability ordinance was adopted stipulating that inverters in photovoltaic systems be upgraded in order to prevent all systems from simultaneously cutting out in the event that a certain voltage is exceeded.

**German Energy Industry Act:** At the end of 2012, an amendment to the German Energy Industry Act (EnWG) resolved to limit the liability of grid operators for any delays in connecting offshore wind farms to the grid and, in return, to introduce a compensation allocation model for grid users. This regulation came into force on 1 January 2013. At the same time, the new EnWG provides for a ban on shutting down power stations declared to be of systemic importance by the transmission operator responsible after approval by the Federal Network Agency. Cost refund mechanisms, with the exact details of how these are going to be structured due to be clarified in an ordinance yet to be passed, are to compensate power station operators for not being able to shut down their unprofitable power stations. The third new regulation pertains to the promotion of storage facilities. In future, existing pumped storage power stations will be exempt from network user charges if they increase the performance of their pumps or generators by 7.5% or their storage capacities by 5%. The suggestion of taking into account the system performances of the storage facilities in the exemption from network user charges was not included. Newly constructed storage facilities will continue to be exempt from network user charges for 20 years if they go into operation before 2027.

As a final point, the federal cabinet and lower house of the German parliament passed an ordinance on interruptible loads, stipulating that transmission system operators, by way of tender, can offer major electricity consumers compensation if they undertake to lower their consumption at times of demand bottlenecks.

By contrast, the German energy refurbishment programme ultimately failed.

**Onshore wind power:** In 2012, the state of Baden-Württemberg enacted a wind energy decree, which is set to accelerate the expansion of wind energy in the state and establish the planning framework.

## Regulation of the electricity and gas markets

### Three unbundling models

#### Ownership unbundling

The German Energy Industry Act requires full ownership unbundling of grid and market-related activities of vertically integrated power companies. This means, for example, separating transmission grids as well as generation and sales into separate entities.

#### Independent system operator (ISO)

The power company remains owner of the transmission grid, however delegates the task of grid operator to an independent trustee, responsible for the granting of grid access, network user charges as well as planning, construction and commissioning of new infrastructures.

#### Independent transmission operator (ITO)

Vertically integrated power companies such as EnBW may keep their former structure, however they must comply with certain rules ensuring that the transmission grid operators are independent of generation and supply.

**German Energy Industry Act:** In August 2011, the requirements of the third energy liberalisation package for the electricity and natural gas markets were transposed in the German Energy Industry Act. The aim of the European Commission is to continue to strengthen competition on the European electricity and gas markets, calling for stricter unbundling of the long-distance transmission networks from the vertically integrated energy supply companies.

Market participants have three options: ownership unbundling, the independent system operator (ISO) model or the independent transmission operator (ITO) model. EnBW decided on the ITO model. In accordance with the EnWG, independence in fact and in appearance are unbundling requirements for certification as an independent transmission operator. With GVS Netz GmbH renamed terranets bw GmbH as of 1 March 2012 and EnBW Transportnetze AG becoming TransnetBW GmbH as of 2 March 2012, EnBW fulfilled another condition for unbundling from the group.

Since 9 November 2012, terranets bw GmbH has been certified as an ITO by the Federal Network Agency and the European Commission. Due to delays, the accreditation process for TransnetBW GmbH will most likely not be concluded until the beginning of 2013. We expect both certifications to be granted containing terms and conditions.

**Network development plan:** Over the course of an eight-week consultation period, the Federal Network Agency gave the general public the opportunity to comment on the revised draft of the 2012 electricity network development plan published by the transmission system operators on 15 August 2012. The plan will see the network require considerable expansion and optimisation work across Germany. The Federal Network Agency reviewed and revised the network development plan using the comments received up until 2 November 2012. On 19 December 2012, the federal cabinet passed the Federal Requirements Plan Act. The federal government plans to enact the law in the first half of 2013.

The 14 German long-distance network operators presented the national gas network development plan on 1 April 2012. Based on the scenario framework confirmed by the Federal Network Agency, the plan reveals – assuming medium gas requirements in the future – the binding measures to develop the long-distance networks as required over the next three years. The plan states that line construction measures that provide for a total length of just under 200 km and an additional compressor capacity of 90 MW must be completed by 2015. Investment requirements amount to approximately €600 million. By 2022, line construction measures will have provided for a total length of some 730 km and an additional compressor capacity of around 360 MW. This corresponds to an overall investment volume of €2.2 billion. The national gas network development plan 2012 was approved by the Federal Network Agency in December 2012. Prior to this, in mid-October 2012 it determined the scenario framework for the network development plan 2013, which has to be presented by the long-distance network operators by 1 April 2013.

**Network user charges:** In 2012, the electricity network operators had to submit their network user charge applications based on 2011 to the regulatory authorities. As the second electricity incentive regulatory period does not begin until 2014 (ending in 2018), the appropriate network user charge notices are expected over the course of 2013.

Up until 30 June 2011, the gas network operators submitted their network user charge applications to the regulatory authorities completed on the basis of the past fiscal year 2010 for the second gas incentive regulatory period (2013 – 2017). Based on the feedback from the regulatory authorities, EnBW Regional AG and terranets bw GmbH published the 2013 prices for invoicing purposes at the end of December.

**New version of the gas cooperation agreement:** The gas cooperation agreement (KoV) is an instrument used to form details of the gas network access and is drafted by the associations BDEW, VKU (Verband kommunaler Unternehmen e. V.) and GEODE (European Association of Independent Distribution Companies of Gas and Electricity) using market feedback. In addition to containing regulations of the grid operators and market area coordinators among each other, the cooperation agreement comprises standardised grid access and balancing agreements as well as detailed guidelines on preparing the corresponding processes. The fifth version of the cooperation agreement (KoV V) came into force on 1 October 2012. KoV V contains formal adjustments as a result of the amendment of the German Energy Industry Act which came into force in 2011 as well as changes in key areas, such as the introduction of a monthly grid account invoicing system by the market grid coordinators, the further standardisation of terms and conditions and the implementation of capacity management measures in accordance with the corresponding definition (KARLA-Gas) of the Federal Network Agency.

# The EnBW group

In 2012, the EnBW group's adjusted EBITDA fell by 4.3% on the prior year to €2,343.1 million. Despite the continuing difficult environment, there was a significant decrease in negative non-operating effects compared to 2011. Overall, the EnBW group recorded a net profit of €473.5 million in 2012 compared to a group net loss of €842.3 million in the prior year.

## Overall assessment of the business development

The EnBW group's operating result was close to the prior-year level in 2012. In view of the still difficult conditions for the entire industry and the ongoing changes required as a result within the company, we consider this a satisfactory result for the fiscal year 2012. There were far fewer negative non-operating effects in 2012 than in the prior year. In total, the group reports a net profit attributable to the equity holders of EnBW AG of €473.5 million in 2012.

To secure the company's ability to act and its future sustainability, EnBW adopted a package of measures at an early stage. The planned capital measures were successfully completed in 2012. The "Fokus" efficiency programme is taking effect more quickly than initially planned. The first few divestitures have been made. EnBW created the

necessary financial headroom in 2012 to realign its business model while maintaining its sound financial position.

The contributions to earnings by the group's segments were more balanced in 2012 than in prior years. The electricity generation and trading segment had to face a loss in earnings on account of declining electricity prices on wholesale markets and the permanent shutdown of two of our nuclear power plants. In contrast, the electricity grid and sales segment and the gas segment were both able to increase their earnings.

At €388.3 million, the value added of the EnBW group for 2012 fell short of the prior-year figure. The average capital employed decreased by €498.6 million to €14,935.5 million. Adjusted EBIT including the investment result dropped marginally to €1,687.8 million. ROCE amounted to 11.3% for fiscal year 2012.

## Forecast variances

Development of forecast key indicators of the EnBW group	Forecast in the 2011 annual report for 2012	Amended forecast for 2012 acc. to Q2/Q3 2012	Development 2012
Unit sales of the electricity grid and sales segment (excluding trading)	stable	-	-9.8%
Unit sales of gas (excluding trading)	rising slightly	-	5.3%
Energy and environmental services revenue	rising slightly	-	10.9%
Adjusted EBITDA, electricity generation and trading	falling strongly	-	-18.0%
Adjusted EBITDA, electricity grid and sales	rising strongly	-	42.4%
Adjusted EBITDA, gas	rising	rising strongly	24.7%
Adjusted EBITDA, energy and environmental services	falling	-	-12.8%
Adjusted EBITDA, group	-10% to -15%	approx. -5%	-4.3%
Adjusted group net profit <sup>1</sup>	-10% to -15%	-	0.7%
Distribution rate	40% to 60%	-	35.3%
Adjusted net debt	falling strongly	approx. €8 billion	€8.4 billion

<sup>1</sup> In relation to the loss/profit shares attributable to the equity holders of EnBW AG.

Contrary to our original expectations, in 2012 unit sales in the electricity grid and sales segment (excluding trading) fell by 9.8% compared to the prior year. This development was due to intense competition for retail and industrial customers. At the beginning of 2012, we assumed that we would be able to considerably reduce adjusted net debt by year-end. However, it was not possible to achieve this, above

all because we had to reduce the discount rate for pension provisions in line with market conditions. In the course of the year, we were able to raise the group's adjusted EBITDA as our "Fokus" efficiency programme took effect, rapidly producing savings, and the improved optimisation of our power stations compared to plan led to additional income.

## Results of operations

### Unit sales and revenue

Electricity sales of the EnBW group in billions of kWh <sup>1</sup>	Generation and trading		Grid and sales		Total	
	2012	2011	2012	2011	2012	2011
Retail customers (B2C)	0.0	0.0	18.1	18.8	18.1	18.8
Industry and redistributors (B2B)	2.5	4.3	40.1	45.7	42.6	50.0
Trade	57.5	72.4	17.2	14.1	74.7	86.5
<b>Total</b>	<b>60.0</b>	<b>76.7</b>	<b>75.4</b>	<b>78.6</b>	<b>135.4</b>	<b>155.3</b>

<sup>1</sup> Prior-year figures restated.

At 135.4 billion kWh, unit sales of electricity of the EnBW group were down 12.8% on the prior-year figure in 2012. The decrease was primarily attributable to the fall in trading activities, among other things due to the shutdown of two nuclear power plants in spring 2011.

Unit sales to retail customers as well as industry and redistributors fell above all due to the continuing intense competition. Unit sales of the B2C business fell by 3.7% to 18.1 billion kWh. In the B2B business, unit sales dropped by 14.8% to 42.6 billion kWh.

Gas sales of the EnBW group in billions of kWh	2012	2011	Variance %
Retail customers (B2C)	9.2	8.5	8.2
Industry and redistributors (B2B)	48.6	46.4	4.7
Trade	15.3	2.5	-
<b>Total</b>	<b>73.1</b>	<b>57.4</b>	<b>27.4</b>

The EnBW group's gas sales came to 73.1 billion kWh in 2012, up 27.4% on the prior-year level. The lower temperatures in a year-on-year comparison caused unit sales to retail customers to increase by 0.7 billion kWh or 8.2%. Unit sales to industrial customers and redistributors increased by

2.2 billion kWh, or 4.7%, in comparison to the prior year. Trading activities saw a large 12.8 billion kWh increase in unit sales to 15.3 billion kWh in 2012 on account of the expansion of the gas midstream business.

External revenue of the EnBW group by segment in € millions <sup>1,2</sup>	2012	2011	Variance %
Electricity generation and trading	3,977.7	5,418.7	-26.6
Electricity grid and sales	11,860.9	10,742.6	10.4
Gas	2,542.0	1,814.6	40.1
Energy and environmental services	865.3	780.4	10.9
<b>Total</b>	<b>19,245.9</b>	<b>18,756.3</b>	<b>2.6</b>

<sup>1</sup> Prior-year figures restated.

<sup>2</sup> After deducting electricity and energy taxes.

In the fiscal year 2012, the EnBW group generated external revenue including electricity and energy taxes of €20,131.1 million. After deduction of electricity and energy taxes, revenue came to €19,245.9 million, 2.6% above the 2011 level.

**Electricity generation and trading:** Revenue in the electricity generation and trading segment fell by 26.6% in comparison to the prior year to €3,977.7 million. The fall was due to lower unit sales of the segment as well as a drop in prices. The segment's share of total group revenue decreased from 28.9% in the prior year to 20.7% in 2012.

**Electricity grid and sales:** Revenue levels increased in the electricity grid and sales segment by 10.4% to €11,860.9 million above all due to higher EEG revenue. This increased the segment's share of total group revenue by 4.3 percentage points to 61.6% in 2012.

**Gas:** Revenue in the gas segment increased by 40.1% in 2012 to €2,542.0 million on account of weather conditions and an increase in trading activities. The segment's share of total group revenue increased compared to the prior-year figure from 9.7% to 13.2% in 2012.

**Energy and environmental services:** Revenue in the energy and environmental services segment increased by 10.9% compared to the prior-year period to €865.3 million in 2012. The increase in revenue is principally attributable to the volume growth seen in local energy solutions, above all in the contracting business. This segment's share of total group revenue increased by 0.3 percentage points on the prior year to 4.5%.

### Material developments in the income statement

In the fiscal year 2012, other operating income stood at €1,072.4 million; this increase of €138.3 million on the prior-year figure of €934.1 million was mainly caused by positive fair value adjustments on derivatives. In the reporting year, cost of materials increased marginally by 13% on 2011 to €15,288.6 million. The lower increase recorded in cost of

materials compared to revenue is due to the higher additions to nuclear power provisions made in the prior year, increasing cost of materials by a disproportionately high rate. Personnel expenses fell slightly by 0.6% compared to 2011 to €1,599.3 million in the reporting period. Other operating expenses decreased by 7.7% to €1,170.5 million in 2012. The decrease is first and foremost due to the absence of non-operating expenses from restructuring, which had been included in other operating expenses in the prior year. The investment result, recorded at a negative value of €632.2 million in 2011 as a result of recognising impairment losses on equity investments, increased to a positive figure of €144.3 million in the reporting period. The financial result improved by €91.6 million to €-712.1 million in the reporting year. Overall, earnings before tax (EBT) rose from a negative figure of €758.1 million in the prior year to positive earnings of €707.4 million in the fiscal year 2012. Income taxes rose to €172.6 million compared to €32.8 million in the prior year (> [www.enbw.com/report2012](http://www.enbw.com/report2012) > **Financial report 2012**).

### Earnings

The group net profit attributable to the equity holders of EnBW AG improved considerably in the reporting year by €1,315.8 million to €473.5 million, after a group net loss of €842.3 million in the prior year. Earnings per share stood at €1.84 for 2012 (prior year restated: €-3.45).

### Adjusted earnings and non-operating result

The sustainable earnings power of operating activities is of particular importance for the internal management and external communication of EnBW's current and future development of earnings. For this reason, we have been using adjusted EBITDA – earnings before interest, taxes, depreciation and amortisation adjusted for non-operating effects – since the beginning of 2012 as a key reporting indicator. In comparison to adjusted EBIT, adjusted EBITDA is used by many analysts as a way of analysing development relating to cash. This is also manifested in the key performance indicator we use for the dynamic leverage ratio (adjusted net debt/adjusted EBITDA). Comparability with other companies in the industry is also improved.

## Adjusted earnings

Adjusted EBITDA of the EnBW group by segment in € millions <sup>1</sup>	2012	2011	Variance %
Electricity generation and trading	1,319.7	1,609.2	-18.0
Electricity grid and sales	685.7	481.4	42.4
Gas	159.4	127.8	24.7
Energy and environmental services	309.6	354.9	-12.8
Holding/consolidation	-131.3	-124.3	-5.6
<b>Total</b>	<b>2,343.1</b>	<b>2,449.0</b>	<b>-4.3</b>

<sup>1</sup> Prior-year figures restated.

The EnBW group's adjusted EBITDA amounted to €2,343.1 million in the reporting year, down 4.3% on the prior-year level. This decrease was essentially due to the sharp fall in earnings in the electricity generation and trading segment.

Adjusted EBITDA in the electricity generation and trading segment decreased by a significant 18.0% on the prior year to €1,319.7 million. The lower level of earnings was caused primarily by falling electricity prices on wholesale markets and the loss of earnings due to the permanent shutdown of two of our nuclear power plants. By contrast, we recorded an increase in income from renewable energies as a result of higher output of energy generated from wind power.

Earnings in the electricity grid and sales segment improved significantly in 2012 by 42.4% to €685.7 million. This increase in earnings was above all thanks to higher network user charges. In addition, lower overheads and improved sales margins had a positive effect on earnings in the reporting year.

The gas segment saw an improvement in earnings of 24.7% to €159.4 million in the fiscal year 2012. The improvement is attributable to the rise in unit sales, greater quantities being transmitted via EnBW's grids and lower overheads.

Adjusted EBITDA in the energy and environmental services segment dropped by 12.8% to €309.6 million in the reporting year. This decrease is mostly due to non-recurring effects from the prior year. In the fiscal year 2011, positive effects on earnings generated at the internal service companies from our efficiency programme could no longer be passed on in full to the companies operating in other segments.

At the level of the holding company, this led to a 5.6% higher negative adjusted EBITDA of €131.3 million in the reporting year (prior year: €-124.3 million).

## Adjusted earnings indicators

Adjusted earnings indicators of the EnBW group in € millions <sup>1</sup>	2012	2011	Variance %
<b>Adjusted EBITDA</b>	<b>2,343.1</b>	<b>2,449.0</b>	<b>-4.3</b>
Amortisation and depreciation	-888.3	-848.9	4.6
<b>Adjusted EBIT</b>	<b>1,454.8</b>	<b>1,600.1</b>	<b>-9.1</b>
Adjusted investment result	186.8	167.9	11.3
Adjusted financial result	-665.4	-732.3	9.1
Adjusted income taxes	-232.8	-309.1	24.7
<b>Adjusted group net profit</b>	<b>743.4</b>	<b>726.6</b>	<b>2.3</b>
of which profit/loss shares attributable to non-controlling interests	(91.0)	(78.9)	15.3
of which profit/loss shares attributable to the equity holders of EnBW AG	(652.4)	(647.7)	0.7

<sup>1</sup> Prior-year figures restated.

The 11.3% higher adjusted investment result of €186.8 million is primarily due to the higher share of profit/loss from associates. The adjusted financial result improved by €66.9 million to €-665.4 million, principally on account of lower losses on the sale of financial instruments in the reporting year.

At €232.8 million, the adjusted income taxes in the reporting year were 24.7% below the prior-year level of €309.1 million. The adjusted tax rate in the prior year was 29.8% due to expenses relating to other periods. It fell to 23.8% in the current year due to income relating to other periods. Overall, the adjusted group net profit attributable to the equity holders of EnBW AG improved slightly by 0.7% to €743.4 million in the fiscal year 2012 after €726.6 million in the prior year.

## Non-operating result

Non-operating result of the EnBW group in € millions <sup>1</sup>	2012	2011	Variance %
Income/expenses relating to nuclear power	-38.5	-487.3	92.1
Income from the reversal of other provisions	71.6	94.5	-24.2
Gain on sale	29.9	26.8	11.6
Restructuring	-50.0	-155.8	67.9
Other non-operating result	-63.0	-117.6	46.4
<b>Non-operating EBITDA</b>	<b>-50.0</b>	<b>-639.4</b>	<b>92.2</b>
Impairment losses	-129.6	-282.9	54.2
<b>Non-operating EBIT</b>	<b>-179.6</b>	<b>-922.3</b>	<b>80.5</b>
Non-operating investment result	-42.5	-800.1	94.7
Non-operating financial result	-46.7	-71.4	34.6
Non-operating income taxes	60.2	276.3	-78.2
<b>Non-operating group net loss</b>	<b>-208.6</b>	<b>-1,517.5</b>	<b>86.3</b>
of which profit/loss shares attributable to non-controlling interests	(-29.7)	(-27.5)	8.0
of which profit/loss shares attributable to the equity holders of EnBW AG	(-178.9)	(-1,490.0)	88.0

<sup>1</sup> Prior-year figures restated.

Non-operating EBITDA improved by €589.4 million to €-50.0 million in the reporting year. The positive earnings development was attributable above all to the extraordinary expenses relating to nuclear power from the decommissioning of two nuclear power plant units in the

first quarter of 2011. In addition, restructuring expenses were lower in the reporting year than in the prior year which had centred on the measures of the “Fokus” efficiency programme. The other non-operating result for the fiscal year was influenced primarily by recognising a provision for



onerous contracts relating to an electricity procurement agreement. In the prior year, the other non-operating result also essentially comprised additions to provisions. The impairment losses were recognised principally on contracting facilities, whose carrying amount was adjusted due to a deterioration in economic conditions. In total, the impairment losses of €129.6 million recognised in 2012 were €153.3 million below the prior-year figure, which had been affected above all by the shutdown of two nuclear power plants and impairment losses recognised on the gas grids. Non-operating EBIT thus improved considerably by €742.7 million to €-179.6 million in the reporting year. The non-operating investment result of €-42.5 million essentially relates to impairment losses on our Hungarian equity investments due to the downturn in the economic

environment. Gains on sale from our divestiture programme had a positive effect here. Compared to the prior-year result (2011: €-800.1 million), which had included impairment losses on EWE Aktiengesellschaft (EWE) and EVN AG, the non-operating investment result improved by €757.6 million. The non-operating financial result of €-46.7 million of the reporting year mainly reflects the decrease in the discount rate for nuclear power provisions. Overall, the non-operating result was much less negative in the fiscal year 2012 than in the prior year. As a result, non-operating tax income fell to €60.2 million after €276.3 million in the prior year. The non-operating group net loss in terms of the profit/loss shares attributable to the equity holders of EnBW AG improved considerably by €1,311.1 million to €-178.9 million in the reporting year.

## Reconciliation of earnings

### Financial performance of the EnBW group in € millions<sup>1</sup>

	2012	2011	Variance (%)
Adjusted EBITDA	2,343.1	2,449.0	-4.3
Non-operating EBITDA	-50.0	-639.4	92.2
EBITDA	2,293.1	1,809.6	26.7
Adjusted EBIT	1,454.8	1,600.1	-9.1
Non-operating EBIT	-179.6	-922.3	80.5
EBIT	1,275.2	677.8	88.1
Adjusted group net profit <sup>2</sup>	652.4	647.7	0.7
Non-operating group net loss <sup>2</sup>	-178.9	-1,490.0	88.0
Group net profit/loss <sup>2</sup>	473.5	-842.3	-

<sup>1</sup> Prior-year figures restated.

<sup>2</sup> In relation to the profit/loss shares attributable to the equity holders of EnBW AG.

## Financial position

### Financial management of EnBW

#### Basis and objectives

The EnBW group's financial management is aimed at minimising the costs of capital for financing the corporate strategy, ensuring that there is sufficient liquidity for operations at all times and limiting the risk of changes in interest rates for the group. We also strive to maintain an A rating. EnBW optimises its capital structure with a view to these aims. Costs of capital are minimised while retaining the financial headroom to exercise strategic options. The debt level is kept within a reasonable range. The dynamic leverage ratio (> **Management report > Rating and rating development > p. 76f**) and other key performance indicators of relevance for rating agencies are used to manage credit rating. As of the reporting date 2012, the dynamic leverage ratio came to 3.59.

The principles and objectives of our financing strategy are as follows:

- > Establishing financing according to a multi-pillar strategy to provide a choice of various forms of financing that can be drawn on flexibly depending on the financial management objectives.
- > Implementing long-term financing arrangements on the capital markets, with terms to maturity matching those of capital tied up in assets in the balance sheet. Financing via banks is used in exceptional cases only, usually for bridge financing purposes. This allows EnBW to obtain long-term financing at a favourable price.
- > Winning a diversified base of investors on the markets for debt capital. EnBW attaches great importance to diversification according to geographical criteria as well as according to investors' motivation.
- > Setting clearly defined limitations for the use of interest rate swaps in order to optimise financing terms and conditions.

In the operating business, derivatives are generally used for hedging purposes only, for example for forward contracts in electricity trading or trading with primary energy sources. This also applies for foreign currency and interest rate derivatives. Trading for own account is only permitted within narrow, clearly defined boundaries.

Another important task of financial management is to manage financial assets with reference to the appropriate requirements to recognise provisions. EnBW uses a cash-flow-based model to determine the effects on the balance sheet, income statement and cash flow statement of the next 30 years. This takes into account actuarial appraisals on pension provisions and external expert reports on provisions relating to nuclear power. This model also allows simulations of various alternative scenarios.

In addition, financial management is responsible for securing the existing financial assets of the EnBW group and their settlement and to guarantee a sufficient level of liquidity reserves. This ensures that the group is able to meet its payment obligations at all times without restriction. The EnBW group's treasury guidelines define the financial transactions permitted by EnBW's Board of Management and the framework within which they may be entered into. The guidelines are applicable at all entities that are consolidated in full or with which EnBW AG has a profit and loss transfer agreement. They can also be referred to at all other entities as a matter of principle. Central financial management serves to minimise risks, provide transparency and optimise costs.

#### Treasury

All processes at all entities that are consolidated in full or with which EnBW AG has a profit and loss transfer agreement are managed by the treasury function. Liquidity management is based on computerised rolling liquidity planning and extends to the pre-defined scope. Treasury is also responsible for the central management of credit lines and bank guarantees, the issuance of guarantees and letters of comfort as well as interest rate risk and currency management.

#### Interest rate risk and currency management

Interest rate risk and currency management involves the management and monitoring of interest-bearing and interest-sensitive assets and liabilities. The consolidated entities regularly report on existing risk items via the rolling liquidity planning. An interest rate risk strategy is devised based on an analysis conducted every quarter on an aggregated basis. The purpose is to limit the impact of fluctuation in interest rates and interest rate risks on results of operations and net assets (> **www.enbw.com/report2012 > Financial report 2012**).

The interest rates for the EnBW group's financial liabilities are contractually fixed for around 75% of the financial liabilities. A change in interest rates thus usually only affects the remaining approximately 25% of financial liabilities. This can have an effect on EnBW's interest result. The risk potential is determined on the basis of current interest rates and potential changes in these interest rates.

Generally, the currency items resulting from operations are closed by appropriate forward exchange contracts. The legal entities report net items of €1 million or more to the holding company for a risk period of twelve months. Overall, currency fluctuation from operating activities does not have any major effect on EnBW's profit or loss for the period. Any translation risks are monitored on a case-by-case basis in the framework of currency management.

## Asset management

It is our aim to cover the group's non-current pension and nuclear power provisions within an economically reasonable period of time by means of investment in appropriate financial assets. We strive to reach the defined investment targets with minimum risk. We continued our efforts to optimise the risk/return profile of the financial assets throughout 2012. An investment volume totalling around €6.5 billion was managed in 2012 (prior year: €6 billion), spread over a total of nine asset classes. The financial assets are bundled in four master funds with the following investment targets:

- > Achieve long-term target return on financial assets of 5.5%
- > Minimise risks
- > Minimise the effect on the balance sheet and income statement
- > Broadly diversify asset classes
- > Cut costs and simplify administration

## Financing facilities

In addition to the group's internal financing power from a free cash flow of €205.8 million in 2012 (prior year restated: €827.0 million) and its own funds, the EnBW group has the following instruments at its disposal to cover its total financing needs:

- > Commercial paper (CP) programme for a total of €2.0 billion (undrawn as of 31 December 2012)
- > Syndicated line of credit for €2.0 billion with a term of five years (undrawn as of 31 December 2012)
- > Bilateral short-term lines of credit (€539 million, undrawn as of 31 December 2012)
- > Euro Medium Term Note (EMTN) programme with a line of €7.0 billion (€4.0 billion utilised as of 31 December 2012)
- > Measures to strengthen equity and offering of special products

On the date of issue of 2 April 2012, EnBW increased the volume of the subordinated hybrid bond issued in October 2011 of €750 million by a further €250 million. The term to maturity is 60 years with repayment rights every five years after the first interest payment date. The bond was issued with a return of 6.53% as of the first termination date on 2 April 2017. Repayment will be made by 2 April 2072 at the latest.

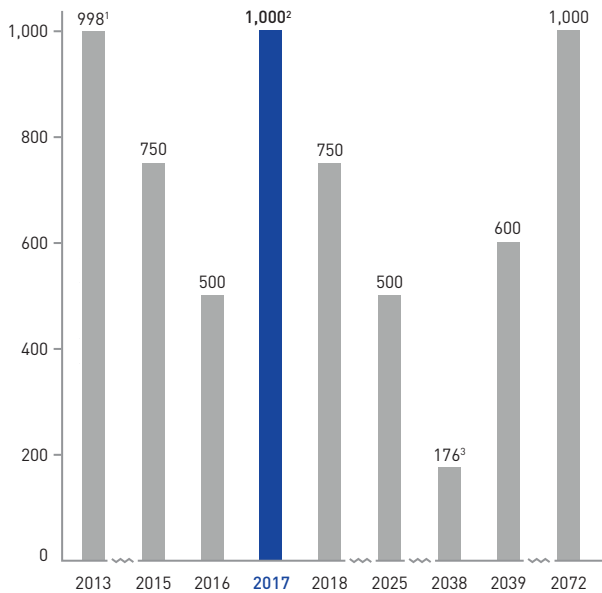
Based on the authorised capital created at the annual general meeting on 26 April 2012, EnBW's share capital was increased at the beginning of July 2012 by issuing 26,598,504 new ordinary bearer shares at a purchase price of €30.90 per share. As a result, gross issue proceeds amounted to approximately €822 million. The new shares were offered exclusively to the shareholders of EnBW in the form of indirect subscription rights at a ratio of 9:1 and entitle the holder to profit participation for the entire fiscal year 2012. EnBW's majority shareholders, NECKARPRI-Beteiligungs-gesellschaft mbH and OEW Energie-Beteiligungs GmbH, fully exercised their subscription rights. Badische Energie-aktionärs-Vereinigung, Landeselektrizitätsverband Württemberg and Gemeindeelektrizitätsverband Schwarzwald-Donau also exercised their subscription rights to a certain, in some cases significant, degree. The new shares were included in the already existing listing on 6 July 2012.

As of 31 December 2012, the special products included bonds throughout the group with a volume totalling CHF 300 million.

Documentation of short-term and long-term borrowings on the capital market under the established EMTN and CP programmes as well as all other credit documentation with banks (e.g. syndicated lines of credit) includes standard international clauses. One key element of EnBW's financing policy is the issuance of a negative report and a pari passu clause to all creditors.

In 2012, EnBW had access to the capital market as and when needed. A bond totalling €1.0 billion with a coupon of 5.875% matured in the reporting year. It was repaid as of 28 February 2012 using the company's liquidity. The bonds that mature in 2013 (CHF 300 million, €750 million) can be repaid without the need to borrow any additional financial liabilities. Since the CHF bond serves to secure EnBW's activities in Switzerland, we are considering refinancing it in CHF. EnBW's bonds have a well-balanced maturity profile. Thanks to our strong internal financing power, we expect to be able to finance the planned net investments from cash flow from operating activities, potentially with some bridge financing.

Maturity profile of the EnBW bonds  
in € millions



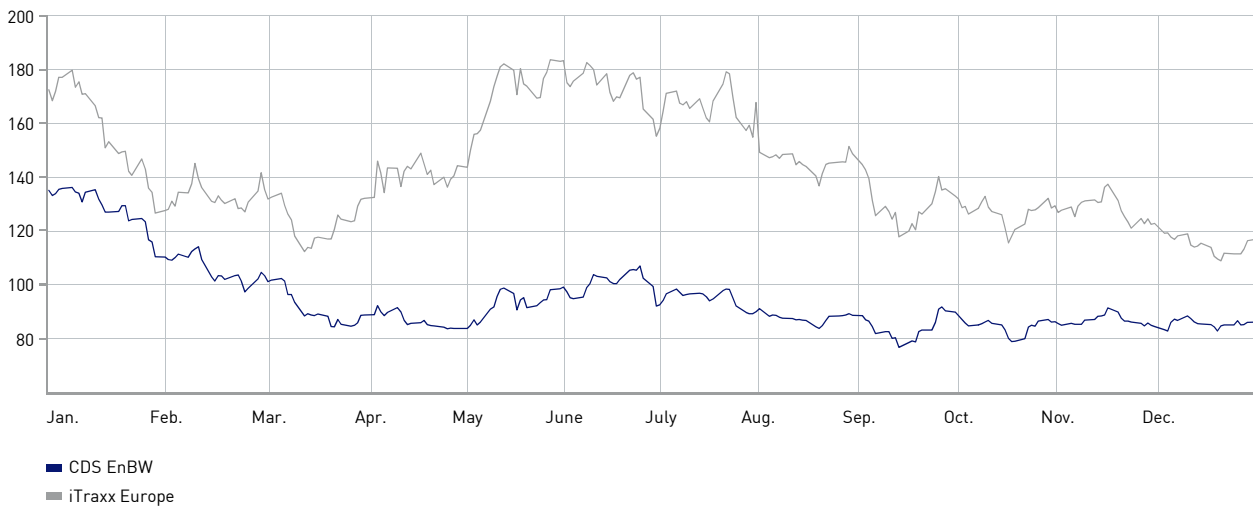
<sup>1</sup> This includes CHF 300 million converted as of the reporting date 31 December 2012.  
<sup>2</sup> First call date for the hybrid bond.  
<sup>3</sup> Nominal with conversion as of the reporting date 31 December 2012.

Details on liabilities are presented in note 24 of the notes to the consolidated financial statements (> [www.enbw.com/report2012](http://www.enbw.com/report2012) > Financial report 2012).

### Development of the five-year credit default swap for EnBW

The risk premiums for EnBW's credit products (five-year CDS) have shown positive development since the beginning of 2012. Strengthening EnBW's equity by increasing the hybrid bond and increasing the company's capital led to the CDS premiums falling by some 50 base points in a favourable market environment. The five-year CDS for EnBW showed a more stable development over the course of 2012 than the iTraxx Europe index, comprising the CDS prices of 125 major European companies. The volatility of the latter was to a great extent attributable to the deterioration of the European debt crisis.

Development of the credit default swaps 2012  
in base points



### Rating and rating development

The key objective of EnBW's financial strategy is to maintain an A rating. EnBW has satisfied the relevant criteria ever since the rating agencies Standard & Poor's (2000), Moody's (2002) and Fitch (2009) started issuing credit ratings for the

company. Since 2011, however, the rating agencies have been paying closer attention to German energy companies. The reasons for this are the energy policy decisions made in Germany and their consequences on the domestic energy industry.

Overview over EnBW's ratings – rating/outlook	2012	2011	2010	2009	2008
Moody's	A3/negative	A3/negative	A2/stable	A2/stable	A2/stable
Standard & Poor's	A-/stable	A-/stable	A-/negative	A-/negative	A-/stable
Fitch	A-/stable	A-/stable	A/stable	A/stable	

The rating agencies confirmed their ratings over the course of 2012. The current ratings reflect EnBW's sound financial profile and the consistent implementation of our package of

measures. For more information, please refer to the table below:

Assessment by the rating agencies	Strengths	Weaknesses
Moody's (18 June 2012)	Substantial package of measures	Reduced cash flows through nuclear fuel rod tax and lower wholesale market prices as well as higher CO <sub>2</sub> emission costs as of 2017
	Strong position as one of the top 4 electricity generators in Germany	Increased pressure on financial risk profile
	Dividend policy calibrated according to profitability	Execution risk regarding the implementation of the package of measures
Standard & Poor's (21 November 2012)	Solid position as the third-largest German utility company	Reduced cash flows through weaker German electricity market and shutdown of two of EnBW's nuclear power plants
	Resilient and fairly predictable cash flows from regulated operations	Weakening profitability through lower capacity utilisation of power stations, lower wholesale market prices and a less favourable electricity generation mix
	Strong liquidity, financial flexibility and supportive financial risk profile	Moderate geographic diversity compared with larger European players
Fitch (12 June 2012)	Improved financial flexibility and lower leverage due to progress in enacting the package of measures	Further weakening of the operating cash flows in the medium term on account of the nuclear fuel rod tax, lower wholesale market prices and full auctioning of emission allowances as of 2013
	Strong business profile underpinned by vertically integrated operations and dominant position in Baden-Württemberg	Reduced generation margin through increasing merit order pressure from renewable sources on conventional capacity
	Predictable regulated grid operations	Shutdown of two nuclear power plants as a result of the amendment to the Atomic Power Act (AtG)

EnBW strives to maintain its A rating in the medium term in order to continue

- > being a first-class address for financing partners without restricting its sources of financing
- > being seen as a reliable business partner in its trading activities
- > having the lowest possible costs of capital and
- > realising an appropriate number of projects, thereby maintaining its future sustainability.

Our extensive package of measures that we put together back in 2010 serves to reinforce the financial strength of the company. In light of the serious changes in general energy policy conditions and the new energy concept introduced in Germany, we continuously updated individual steps. In the reporting year we were able to successfully implement the measures we had imposed on ourselves (> **Management report** > **Goals, strategy and corporate management** > p. 57ff).

## Investment analysis

Net cash investments of the EnBW group in € millions <sup>1</sup>	2012	2011	Variance %
Electricity generation and trading	348.9	459.5	-24.1
Electricity grid and sales	308.7	379.1	-18.6
Gas	63.7	81.1	-21.5
Energy and environmental services	95.5	164.8	-42.1
<b>Total capital expenditures on intangible assets and property, plant and equipment</b>	<b>816.8</b>	<b>1,084.5</b>	<b>-24.7</b>
Cash paid for the acquisition of subsidiaries and entities accounted for using the equity method	38.8	168.5	-77.0
Cash paid for the acquisition of investments <sup>2</sup>	20.7	42.1	-50.8
Cash paid for changes in ownership interest without loss of control	1.1	19.8	-94.4
<b>Total investments</b>	<b>877.4</b>	<b>1,314.9</b>	<b>-33.3</b>
Cash received from disposals of intangible assets and property, plant and equipment	-89.8	-33.8	-
Cash received from construction cost and investment subsidies	-66.2	-83.1	-20.3
Cash received from the sale of subsidiaries and entities accounted for using the equity method	-258.1	-6.3	-
Cash received from the sale of investments <sup>2</sup>	-15.7	-13.9	12.9
Cash received from changes in ownership interest without loss of control	0.0	-245.6	-
Cash received from participation models	0.0	-25.2	-
<b>Total divestitures</b>	<b>-429.8</b>	<b>-407.9</b>	<b>5.4</b>
<b>Net (cash) investments</b>	<b>447.6</b>	<b>907.0</b>	<b>-50.7</b>

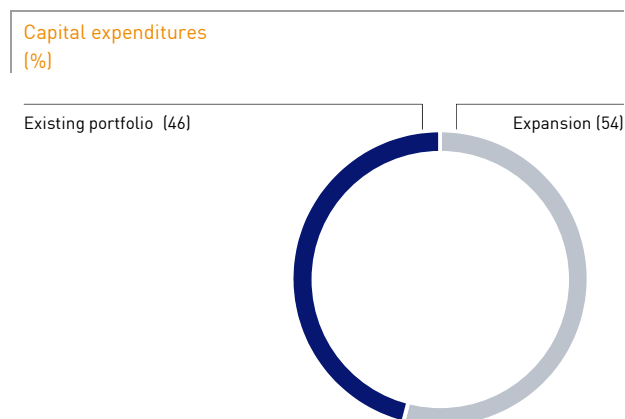
<sup>1</sup> Prior-year figures restated.

<sup>2</sup> Without investments held as financial assets.

In the reporting year 2012, the EnBW group invested a total of €877.4 million, a decrease of 33.3% on the prior year (€1,314.9 million). Capital expenditures on intangible assets and property, plant and equipment came to €816.8 million in 2012, down €267.7 million or 24.7% on the prior year. They accounted for 93.1% of total investment, after 82.5% previously. The fall in capital expenditures on intangible assets and property, plant and equipment in 2012 is in line with the investment programme which has been adjusted in light of the dramatic changes in industry conditions. In addition, the higher prior-year level of total investment was influenced by the subsequent purchase price payment relating to the acquisition of a shareholding in EWE Aktiengesellschaft of €83.9 million.

At around 46%, the majority of total expenditure was attributable to replacement and renewal measures in 2012. EnBW invested primarily in the expansion and maintenance of existing power stations as well as in grid infrastructure. Around 54% of total investment went towards growth projects, such as the realisation of the second offshore wind farm EnBW Baltic 2, the construction of RDK 8 hard coal power station, preparations for the construction of the Lausward gas and steam power station as well as for further expansion projects. Capital expenditures on renewable energies came to around 18% of total investment, relating primarily to the preparations for realising the second

offshore wind farm EnBW Baltic 2 and the expansion of our renewable energies activities in Turkey.



The electricity generation and trading segment accounted for around 40% of capital expenditures. The volume decreased by 24.1% to €348.9 million compared to 2011. Investment focused on the construction of RDK 8 hard coal power station in Karlsruhe as well as the realisation of the offshore wind farm EnBW Baltic 2. The investment total for the electricity grid and sales segment came to €308.7 million, which is 18.6% below the prior-year figure (€379.1 million). The funds mainly flowed into the ongoing

modernisation and expansion of our grids – in particular to permit the connection of facilities for the generation of renewable energies and to upgrade the grid. Capital expenditures in the gas segment fell by 21.5% compared to the prior year (€81.1 million) to €63.7 million. The lower level of investment is attributable above all to completion of the Etzel gas storage project at the end of 2011. Capital expenditures of €95.5 million were made in the energy and environmental services segment. The decrease of 42.1% compared to the prior year (€164.8 million) is principally due to the spending in the prior year on the construction of a substitute fuel power plant in Eisenhüttenstadt.

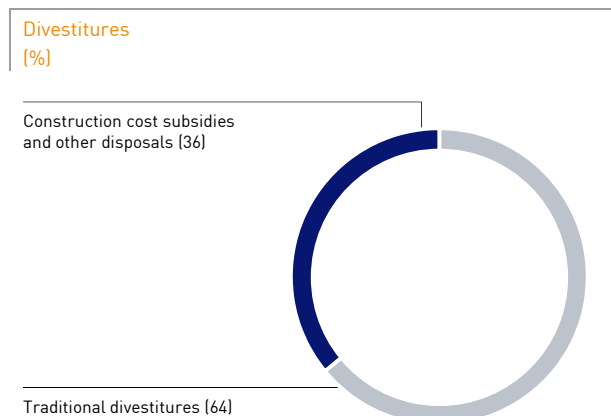
EnBW's acquisitions fell by 73.7% to €60.6 million in 2012 after €230.4 million in the prior year. The high prior-year figure was due first and foremost to a subsequent purchase price payment relating to the acquisition of a shareholding in EWE Aktiengesellschaft. Divestitures rose compared to the prior year (€407.9 million) to €429.8 million. This rise is due to the sale of our investment in Poland and other disposals. Cash received in 2011 from changes in ownership interest of entities without loss of control had the opposite effect. On balance, net investments came to €447.6 million in the fiscal year 2012 in comparison to €907.0 million in the prior reporting period.

## Liquidity analysis

Free cash flow of the EnBW group in € millions <sup>1</sup>	2012	2011	Variance %
<b>Cash flow from operating activities</b>	<b>856.3</b>	<b>1,747.4</b>	<b>-51.0</b>
Change in assets and liabilities from operating activities	915.1	414.7	120.7
Interest and dividends received	346.2	394.1	-12.2
Interest paid for financing activities	-335.9	-346.9	-3.2
<b>Funds from operations (FFO)</b>	<b>1,781.7</b>	<b>2,209.3</b>	<b>-19.4</b>
Change in assets and liabilities from operating activities	-915.1	-414.7	120.7
Capital expenditures on intangible assets and property, plant and equipment	-816.8	-1,084.5	-24.7
Cash received from disposals of intangible assets and property, plant and equipment	89.8	33.8	-
Cash received from construction cost and investment subsidies	66.2	83.1	-20.3
<b>Free cash flow</b>	<b>205.8</b>	<b>827.0</b>	<b>-75.1</b>

<sup>1</sup> Prior-year figures restated.

In 2012, cash flow from operating activities stood at €856.3 million, significantly down by 51.0% on the prior-year figure of €1,747.4 million. Reasons here included higher utilisation of nuclear power provisions due to the shutdown of two of our nuclear power plants, a higher balance of assets and liabilities from operating activities, and cash received from income taxes paid in the prior year due to the sale of a corporate income tax credit. At €1,781.7 million, funds from operations (FFO) in the past fiscal year were 19.4% below the prior-year level of €2,209.3 million. The balance of assets and liabilities from operating activities increased substantially



Capital commitments for intangible assets and property, plant and equipment amounted to €975.6 million as of 31 December 2012 (prior year restated: €1,138.2 million). Commitments to acquire entities totalled €495.1 million (prior year restated: €449.5 million). The commitment is financed from current funds from operations (FFO).

by €500.4 million in a year-on-year comparison. This is largely attributable to the increase in the balance of trade receivables and payables due among other things to an insufficient level of cost allocations under the German Renewable Energies Act (EEG), which will not be offset until 2013 at the earliest. This was partly counterbalanced by high security deposits for derivatives in the prior year. Lower capital expenditures on intangible assets and property, plant and equipment compared to the prior year produced a free cash flow of €205.8 million in the reporting period, a fall of €621.2 million on the prior year.

Cash flow statement of the EnBW group in € millions <sup>1</sup>	2012	2011	Variance %
Cash flow from operating activities	856.3	1,747.4	-51.0
Cash flow from investing activities	-274.3	-658.3	-58.3
Cash flow from financing activities	-730.8	-188.2	-
<b>Net change in cash and cash equivalents</b>	<b>-148.8</b>	<b>900.9</b>	<b>-</b>
Net foreign exchange difference	-0.2	0.2	-
<b>Change in cash and cash equivalents</b>	<b>-149.0</b>	<b>901.1</b>	<b>-</b>

<sup>1</sup> Prior-year figures restated.

At € -274.3 million, the cash flow from investing activities in 2012 was significantly below the prior-year level of € -658.3 million. The main reasons here were the lower capital expenditures on intangible assets and property, plant and equipment compared to the prior year, a lower level of cash paid for subsequent purchase price payments and capital increases as well as a higher level of cash received from the sale of our equity investment in Poland in 2012. Cash flow from financing activities reported a significantly higher cash outflow of €730.8 million in 2012 in comparison to the prior year (2011: € -188.2 million). This increase was attributable to the repayment of a bond liability of €1 billion, a lower level of cash received from financial liabilities taken out and cash received in 2011 from changes in ownership interest of entities without loss of control. The capital increase performed in July 2012 as well as lower dividend

payments had the opposite effect here. Cash and cash equivalents in the group fell by €149.0 million in the reporting period.

The EnBW group's solvency was ensured at all times throughout the fiscal year 2012 through the liquidity available, the positive free cash flow and the available external sources of financing. The company's solvency is secured for the future by its sound financial position. This is also supported, among other things, by its undrawn lines of credit of €2.539 billion which are not subject to any restrictions (> [www.enbw.com/report2012](http://www.enbw.com/report2012) > **Financial report 2012**).



## Net assets

Condensed balance sheet of the EnBW group in € millions <sup>1</sup>	31/12/2012	31/12/2011	Variance %
<b>Assets</b>			
Non-current assets	25,140.8	25,261.7	-0.5
Intangible assets	(1,926.7)	(2,004.2)	-3.9
Property, plant and equipment	(13,782.5)	(13,791.5)	-0.1
Entities accounted for using the equity method	(2,355.9)	(3,042.4)	-22.6
Other financial assets	(6,058.7)	(5,442.8)	11.3
Deferred taxes	(46.4)	(38.3)	21.1
Current assets	10,948.0	10,217.1	7.2
Assets held for sale	681.1	209.9	-
	<b>36,769.9</b>	<b>35,688.7</b>	<b>3.0</b>
<b>Equity and liabilities</b>			
Equity	7,183.4	6,126.8	17.2
Non-current liabilities	20,313.5	20,695.2	-1.8
Provisions	(11,132.5)	(10,760.5)	3.5
Deferred taxes	(1,325.3)	(1,492.5)	-11.2
Financial liabilities	(5,560.1)	(6,219.1)	-10.6
Current liabilities	9,272.4	8,866.1	4.6
Liabilities directly associated with the assets classified as held for sale	0.6	0.6	-
	<b>36,769.9</b>	<b>35,688.7</b>	<b>3.0</b>

<sup>1</sup> Prior-year figures restated.

As of 31 December 2012, the EnBW group's total assets amounted to €36,769.9 million. As of year-end 2011, they had totalled €35,688.7 million. Non-current assets decreased by €120.9 million as of 31 December 2012. The decrease is due above all to reclassification of the Austrian 32.5% equity investment EVN AG to assets held for sale. An increase in securities, driven mainly by higher market values, had the opposite effect. Current assets increased by €730.9 million to €10,948.0 million. This is largely attributable to the temporary increase in current trade receivables due to an insufficient level of cost allocations under the German Renewable Energies Act (EEG), which will not be offset before 2013. The decrease in assets held for sale as a result of the sale of our Polish equity investment in the first quarter of 2012 was more than offset by reclassification of EVN AG in the fourth quarter of 2012. The increase in equity by 17.2% as of 31 December 2012 to €7,183.4 million is primarily attributable to the capital increase performed in July 2012. At 19.5%, the equity ratio as of the reporting date was therefore

far above the level of 17.2% as of the end of the prior year. The €372.0 million increase in non-current provisions to €11,132.5 million is mainly due to nuclear power provisions which increased as a result of reducing the discount rate in a year-on-year comparison. The 10.6% decrease in non-current financial liabilities was primarily caused by the reclassification of bond liabilities totalling about €1 billion that are due for repayment in 2013. This was partly offset by the increase in our hybrid bond. The upward trend caused by reclassification of the non-current bond liabilities to current financial liabilities was offset by repayment of a bond liability of €1 billion in February 2012. The €224.9 million decrease in current financial liabilities to €1,201.1 million is a result mainly of the lower level of liabilities to banks. Overall, current liabilities rose by 4.6% to €9,272.4 million, mostly on account of the increase in negative market values of derivative financial instruments due to market price developments.

Key indicators for the analysis of the composition of assets, equity and liabilities of the EnBW group <sup>1</sup>	2012	2011	Variance %
Equity ratio (%)	19.5	17.2	13.4
Average capital employed	14,935.5	15,434.1	-3.2
Adjusted net debt/equity	1.2	1.4	-14.3
Coverage ratio for non-current assets (non-current assets/equity)	3.5	4.1	-14.6

<sup>1</sup> Prior-year figures restated.

The average capital employed decreased by 3.2% to €14,935.5 million in the fiscal year 2012. The ratio of adjusted net debt to equity improved in 2012, falling from 1.4 to 1.2. The coverage ratio for non-current assets improved to 3.5 after 4.1 in the prior year. Both of these improvements are due chiefly to the capital increase performed in July 2012.

### Adjusted net debt

Adjusted net debt fell by 1.6% compared to year-end 2011 to €8,415.6 million as of 31 December 2012. The level of recognised net debt decreased by €831.4 million from €9,457.9 million to €8,626.4 million. This was chiefly due to

the capital increase performed in July 2012 as well as divestitures. This was partly offset by a deficit on the EEG bank account as a result of the insufficient level of cost allocations under the German Renewable Energies Act (EEG). As part of a portfolio reallocation – stemming from the change in the capital market environment – cash and cash equivalents of the special funds were invested in non-current securities. At €138.0 million, the drop in adjusted net debt is significantly lower than the drop in the level of net debt. This is due to actuarial losses not yet offset, which increased by €1,051.4 million as a result of reducing the discount rate for pension provisions from 5.25% to 3.80%.

Adjusted net debt of the EnBW group in € millions <sup>1</sup>	31/12/2012	31/12/2011	Variance %
Cash and cash equivalents	-3,341.2	-3,719.5	-10.2
Cash and cash equivalents of the special funds and short-term investments to cover the pension and nuclear power provisions	1,075.3	1,377.5	-21.9
<b>Adjusted cash and cash equivalents</b>	<b>-2,265.9</b>	<b>-2,342.0</b>	<b>-3.2</b>
Bonds	5,380.7	6,196.3	-13.2
Liabilities to banks	971.7	937.0	3.7
Other financial liabilities	408.8	511.8	-20.1
<b>Financial liabilities</b>	<b>6,761.2</b>	<b>7,645.1</b>	<b>-11.6</b>
<b>Recognised net financial liabilities<sup>2</sup></b>	<b>4,495.3</b>	<b>5,303.1</b>	<b>-15.2</b>
Pension and nuclear power provisions	11,190.5	10,875.0	2.9
Long-term investments and loans <sup>3</sup>	-5,902.3	-5,213.0	13.2
Cash and cash equivalents of the special funds and short-term investments to cover the pension and nuclear power provisions	-1,075.3	-1,377.5	-21.9
Other	-81.8	-129.7	-36.9
<b>Recognised net debt<sup>3</sup></b>	<b>8,626.4</b>	<b>9,457.9</b>	<b>-8.8</b>
Actuarial gains (-)/losses (+) not yet offset arising from provisions for pensions and similar obligations	1,158.1	106.7	-
Market value of emission allowances purchased for planned future electricity generation	-154.4	0.0	-
Non-current receivables associated with nuclear power provisions	-555.5	-511.0	8.7
Valuation effects from interest-induced hedging transactions	-159.0	-125.0	27.2
Restatement of 50% of the nominal amount of the hybrid bond <sup>4</sup>	-500.0	-375.0	33.3
<b>Adjusted net debt<sup>3</sup></b>	<b>8,415.6</b>	<b>8,553.6</b>	<b>-1.6</b>

<sup>1</sup> Prior-year figures restated.

<sup>2</sup> Adjusted for valuation effects from interest-induced hedging transactions and 50% of the nominal amount of the hybrid bond, net financial liabilities amounted to €3,836.3 million [31 December 2011 restated: €4,803.1 million].

<sup>3</sup> Includes investments held as financial assets.

<sup>4</sup> The structural characteristics of our hybrid bond meet the criteria for half of it to be classified as equity and the other half as debt by the rating agencies Moody's and Standard & Poor's.

The dynamic leverage ratio is adjusted net debt divided by adjusted EBITDA.

$$\text{Dynamic leverage ratio} = \frac{\text{Adjusted net debt}}{\text{Adjusted EBITDA}}$$

Dynamic leverage ratio of the EnBW group in € millions <sup>1</sup>	2012	2011	Variance %
Adjusted net debt	8,415.6	8,553.6	-1.6
Adjusted EBITDA	2,343.1	2,449.0	-4.3
<b>Dynamic leverage ratio</b>	<b>3.59</b>	<b>3.49</b>	<b>2.9</b>

<sup>1</sup> Prior-year figures restated.

As of 31 December 2012, the dynamic leverage ratio came to 3.59. This was attributable to the 4.3% decline in adjusted EBITDA compared to the prior year.

### Value added

Value added of the EnBW group for 2012 by segment	Electricity generation and trading	Electricity grid and sales	Gas	Energy and environmental services	Holding/consolidation	Total
Adjusted EBIT including investment result (€ millions)	984.8	471.1	99.4	150.9	-18.4	1,687.8
Average capital employed (€ millions)	5,662.9	4,656.1	1,539.2	1,500.1	1,577.2	14,935.5
<b>ROCE (%)</b>	<b>17.4</b>	<b>10.1</b>	<b>6.5</b>	<b>10.1</b>	-	<b>11.3</b>
WACC (%)	9.7	8.2	8.5	8.9	-	8.7
<b>Value added (€ millions)</b>	<b>436.0</b>	<b>88.5</b>	<b>-30.8</b>	<b>16.5</b>	-	<b>388.3</b>

Value added of the EnBW group for 2011 by segment <sup>1</sup>	Electricity generation and trading	Electricity grid and sales	Gas	Energy and environmental services	Holding/consolidation	Total
Adjusted EBIT including investment result (€ millions)	1,345.4	274.3	60.2	193.2	-87.8	1,785.3
Average capital employed (€ millions)	5,952.2	4,501.3	1,435.6	1,483.8	2,061.2	15,434.1
<b>ROCE (%)</b>	<b>22.6</b>	<b>6.1</b>	<b>4.2</b>	<b>13.0</b>	-	<b>11.6</b>
WACC (%)	9.8	8.0	8.1	8.9	-	8.7
<b>Value added (€ millions)</b>	<b>761.9</b>	<b>-85.5</b>	<b>-56.0</b>	<b>60.8</b>	-	<b>447.6</b>

<sup>1</sup> Prior-year figures restated.

Despite difficult market and industry conditions, the EnBW group generated positive added value of €388.3 million in 2012, which was 13.2% less than in the prior year. This decrease was primarily caused by the lower adjusted EBIT including investment result in 2012. Accordingly, ROCE fell by 0.3 percentage points to 11.3% in fiscal year 2012. At the same time, WACC was exceeded considerably. At group level it remained at 8.7% before tax.

#### The various segments contributed value as follows:

The electricity generation and trading segment was responsible for the largest share of value added generated by the EnBW group in 2012. However, value added fell significantly from €761.9 million in the prior year to €436.0 million. One main reason for this development is the declining operating result in this segment. A positive value added driver was the lower level of capital employed compared to the prior year, which is due above all to the considerably reduced level of working capital. Capital expenditures on ongoing projects such as the construction of RDK 8 hard coal power station in Karlsruhe as well as the development and realisation of the offshore wind farm EnBW Baltic 2 increased capital employed.

Value added in the electricity grid and sales segment developed positively, rising from € -85.5 million in the prior year to €88.5 million. The rise in this segment is due to the much better operating result than in 2011. The higher level of capital employed was mainly attributable to capital expenditures on the ongoing modernisation and expansion of grids – in particular to permit the connection of facilities for the generation of renewable energies and to upgrade the grid – as well as changes in working capital.

The value added in the gas segment totalled € -30.8 million in the fiscal year 2012, improving by €25.2 million in relation to the prior year. This increase is a result of the significant improvement in earnings in this segment. This was partly offset by the higher level of capital employed compared to the prior year, due above all to the increase in working capital.

In the energy and environmental services segment value added declined in the reporting period. This decline by

€44.3 million to €16.5 million in 2012 was due to the lower adjusted EBIT including investment result compared to the prior year. Capital employed remained virtually unchanged compared to 2011.

The capital employed in the holding/consolidation segment fell substantially on account of the divestiture of the Polish non-controlling interests in Elektrownia Rybnik S.A. in the fiscal year 2012. In addition, because the average is calculated for capital employed, impairment losses recognised on equity investments as of year-end 2011 are reflected in full in capital employed.

Further details of the development of adjusted EBIT are given under the heading “Adjusted earnings and non-operating result” above (> **Management report > Results of operations > p. 69ff**).

#### Calculating value added

The weighted average cost of capital before tax represents the minimum return on capital employed. Positive value added is only generated once the return on capital employed (ROCE) exceeds the weighted average cost of capital. Cost of capital is determined based on the weighted average cost of equity and debt. The weighted average is the share of equity and debt in total capital. The value of equity refers to the value determined using the mark-to-market method, not the amount recognised. Cost of equity is based on the return of a risk-free investment and a company-specific risk premium. The latter is calculated as the difference between a risk-free investment and the return of the overall market weighted using the company-specific beta factor. The terms at which the EnBW group can obtain debt capital in the long term are used to determine the cost of debt. The tax deductibility of cost of debt is taken into account via the tax shield.

Calculation of the weighted average cost of capital (WACC) of the EnBW group	2012	2011
Risk-free interest rate ( $r_f$ )	3.8%	4.0%
Market risk premium (MRP)	5.0%	5.0%
Beta factor ( $\beta$ )	0.9	0.8
<b>Cost of equity after tax</b>	<b>8.2%</b>	<b>7.9%</b>
Cost of debt before tax ( $r_D$ )	5.8%	6.0%
Tax shield of interest on debt	-1.5%	-1.5%
<b>Cost of debt after tax</b>	<b>4.3%</b>	<b>4.5%</b>
Percentage of financing that is equity (E)	50.0%	50.0%
Percentage of financing that is debt (D)	50.0%	50.0%
<b>WACC after tax</b>	<b>6.2%</b>	<b>6.2%</b>
Tax rate (s)	29.0%	29.0%
<b>WACC before tax (group)</b>	<b>8.7%</b>	<b>8.7%</b>

In order to reflect the various risks of our activities along the value added chain, we calculate the cost of capital separately for each segment (> **Management report > Goals, strategy and corporate management > p. 60**).

$$\text{WACC after tax} = (r_F + \text{MRP} \times \beta) \times E / (E + D) + r_D \times (1 - s_{TS}) \times D / (E + D)$$

Adjusted EBIT including investment result of the EnBW group in € millions <sup>1</sup>	2012	2011
EBIT	1,275.2	677.8
Non-operating EBIT	179.6	922.3
Investment result <sup>2</sup>	138.9	-670.2
Non-operating investment result <sup>2</sup>	26.5	801.7
Tax adjustment investment result <sup>3</sup>	67.6	53.7
<b>Adjusted EBIT including investment result</b>	<b>1,687.8</b>	<b>1,785.3</b>

<sup>1</sup> Prior-year figures restated.

<sup>2</sup> Without income from investments held as financial assets.

<sup>3</sup> Adjusted investment result/0.71 – adjusted investment result (where 0.71 = 1 – tax rate of 29%).

Average capital employed of the EnBW group in € millions <sup>1</sup>	2012	2011
Intangible assets	1,926.7	2,004.2
Property, plant and equipment	13,782.5	13,791.5
Investment property	81.5	77.3
Equity investments <sup>2</sup>	2,512.3	3,272.2
Inventories <sup>3</sup>	1,131.5	955.1
Current trade receivables <sup>4</sup>	3,900.6	3,040.9
Other assets <sup>5</sup>	3,173.4	2,790.6
Other provisions	-1,167.6	-1,128.8
Trade payables and other liabilities <sup>6</sup>	-7,537.7	-6,793.5
Subsidies	-1,566.3	-1,582.8
Deferred taxes <sup>7</sup>	-1,278.9	-1,454.2
<b>Capital employed as of 31 December</b>	<b>14,958.0</b>	<b>14,972.5</b>
<b>Average capital employed<sup>8</sup></b>	<b>14,935.5</b>	<b>15,434.1</b>

<sup>1</sup> Prior-year figures restated.

<sup>2</sup> Including entities accounted for using the equity method, shares in affiliated entities and other investments allocable to operating activities.

<sup>3</sup> Without emission allowances purchased for future electricity generation.

<sup>4</sup> Without affiliated entities.

<sup>5</sup> Without affiliated entities, without non-current receivables associated with nuclear power provisions.

<sup>6</sup> Without affiliated entities, without purchase price obligations recognised as liabilities to non-controlling interests.

<sup>7</sup> Deferred tax assets and liabilities netted.

<sup>8</sup> Calculation of the average based on the quarterly figures of the reporting year and the prior-year closing figure.

## Unrecognised intangible assets

A range of intangible assets that are not recognised in the balance sheet makes a considerable contribution to EnBW's business development and success. This requires optimising the use and organisation of the knowledge of our highly qualified employees in combination with modern, efficient business processes and our relationships with partners and customers. EnBW's intellectual capital, comprising human, structural and relationship capital, has a significant influence on the company's operations and business value.

For EnBW, the professional management of intellectual capital is of strategic importance. We are the only large company in Germany to determine and review our knowledge goals based on the principle of "Intellectual Capital Statement – Made in Germany" and have been doing so since 2005. The factors influencing intellectual capital are assessed at key group entities in a systematic self-assessment process by several employee groups that are representative in terms of the professions and hierarchies of their members. The quality and quantity of individual factors as well as their systematic development within the company are assessed with the help of 27 questions. The results at the individual entities are then consolidated in a group-wide summary.

This makes it possible to assess the development trend of intellectual capital at EnBW and to identify areas for action. More than 300 measures were derived between 2005 and 2011 to develop intellectual capital. Measures in the fields of management and social competence, including above all the team leader development programme, proved particularly effective. EnBW's intellectual capital has seen varied development since 2010. Most recently, the assessments of human, structural and relationship capital were at a "satisfactory" to "good" level on average. As a consequence of the changed energy policy environment, the realignment of the group and the associated uncertainty prevailing among employees and other stakeholders, the assessments of the three kinds of capital have deteriorated since the prior year. The development of human capital was particularly negative (► **Management report** ► **Human capital** ► p. 96).

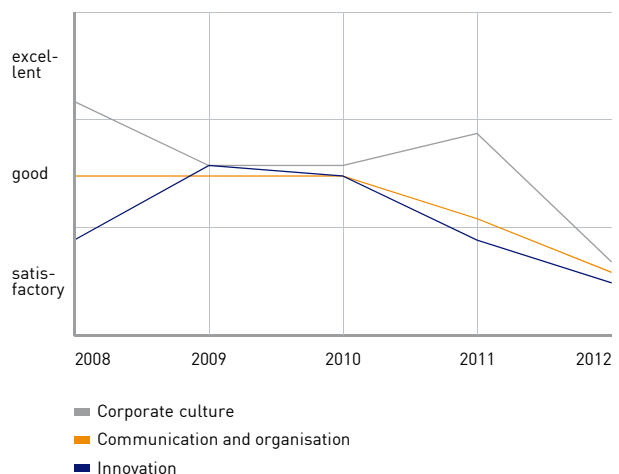
**Structural capital:** The factors influencing the structural capital showed a negative trend in 2012. The corporate culture is rated "satisfactory" and it is perceived as an open culture characterised by team work and a feeling of unity. Potential for improvement is mainly seen in the reinforcement of interdepartmental relations as a way of speeding up the group's decision-making and operational processes.

The EnBW group's communication and organisation was again rated less favourably in 2012 and is now at a "satisfactory" level. A need for optimisation was identified above all at the interfaces between departments and individual entities on account of the increasing complexity of the group.

The assessment of the company's innovative power is unchanged at a "satisfactory" level. The substantially changed market conditions and laws as well as new competitors give rise to growing strategic demands being placed on innovation. Suggestions for process improvements in particular are not always implemented systematically enough for capacity reasons or due to the current restructuring.

Development of the factors influencing the intellectual capital of EnBW

Structural capital

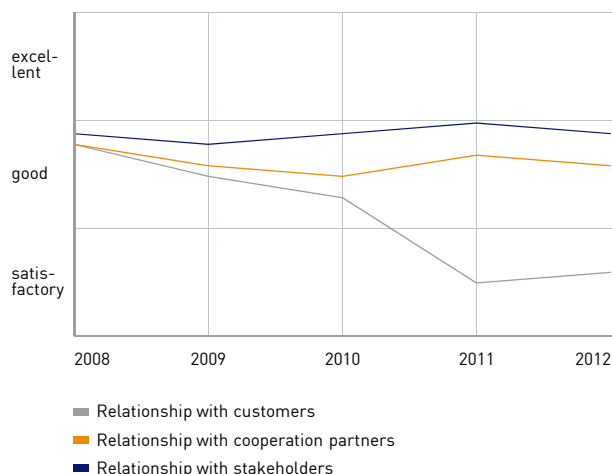


**Relationship capital:** The assessment of EnBW's customer relationships proved stable and is at the top end of "satisfactory". Some new relationship management instruments were introduced successfully in 2012. Nevertheless, increasingly difficult market conditions and intense competition at a time when growth ambitions continue to rise have a negative effect on the quality of customer relationships.

Relationships with cooperation partners continue to be rated as "good". The quality of and systematic approach to this factor even rose in comparison to 2011. These factors can be strengthened by intensifying the individual relationships, such as those with research institutions, and by a more strategic orientation of our relations with cooperation partners. There is currently potential for improvement in the scope of the relationships, especially in the field of renewable energies.

The assessment of the factor “relationships with stakeholders” remained at the top end of “good” in 2012.

Development of the factors influencing the intellectual capital of EnBW  
 Relationship capital



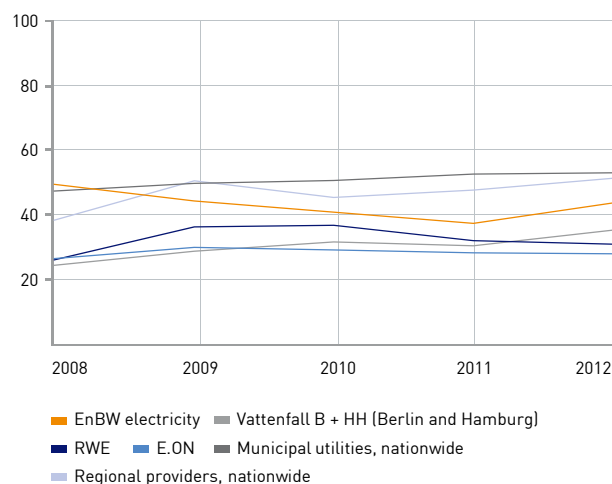
### Market research

The EnBW brand is very important for us. Our objective is to maintain and expand a positive brand image. It is key to our relationships with customers, partners and authorities. The prerequisite is a clear positioning of EnBW amidst intense competition, which is in turn based on EnBW’s brand identity. This strategic alignment has meant that, besides being very well known in Baden-Württemberg, the EnBW brand is also appreciated by its customers as a competent partner with regional roots that is readily reachable by its customers. Managing this intangible asset, the brand, pays off: the image of EnBW perceived by customers strengthens their loyalty to the company. As part of the realignment of our group, we aim to establish ourselves even further on the

market as a partner offering local energy solutions and to secure our generation position with low carbon emissions.

Customer loyalty is based on high customer satisfaction. The intense competition in the industry again took its toll on customer satisfaction and loyalty among EnBW’s retail customers this year. We successfully increased customer loyalty at EnBW further in 2012 following a decrease in 2011. Customer satisfaction and loyalty at EnBW in the reporting period again ranked far ahead of RWE, E.ON and Vattenfall, but after municipal utilities and regional providers.

Customer satisfaction  
 (Share of “extremely satisfied”/“very satisfied” customers (%))



# EnBW AG

The profit or loss for the year of EnBW AG improved, despite difficult conditions continuing, by € 405.3 million to € 336.5 million, above all as a result of non-recurring effects seen in the prior year. Taking account of the profit carryforward of € 23.1 million, retained earnings come to € 359.6 million. As in the prior year, a dividend of € 0.85 per share will be proposed to the annual general meeting.

## EnBW AG

As a holding company, EnBW Energie Baden-Württemberg AG (EnBW AG) exercises the management function in the EnBW group. The economic situation of EnBW AG hinges on the economic situation of the group. The financial statements of EnBW AG are prepared in accordance with the German Commercial Code (HGB) and the German Stock Corporations Act (AktG). The detailed financial statements of EnBW AG audited by KPMG AG Wirtschaftsprüfungsgesellschaft, Mannheim, and the management report of EnBW AG, which is combined with the group management report, will be published in the German Federal Gazette ("Bundesanzeiger") together with the unqualified audit opinion. The full financial statements of EnBW AG are available for download (> [www.enbw.com/report2012](http://www.enbw.com/report2012) > **Financial statements EnBW AG**).

## Net assets of EnBW AG

The net assets of EnBW AG are largely dependent on its equity investments and the central treasury management. The central treasury management affects financial assets as well as receivables from, and liabilities to, affiliated entities. The provisions for pensions and similar obligations at EnBW AG combine obligations from the company pension scheme and other company agreements of major subsidiaries. The resulting annual expenses for retirement benefits of active employees are paid by the subsidiaries concerned in each case.

Condensed balance sheet of EnBW AG in € millions <sup>1</sup>	31/12/2012	31/12/2011
<b>Assets</b>		
<b>Non-current assets</b>		
Intangible assets	5.4	6.2
Property, plant and equipment	6.6	8.5
Financial assets	17,794.5	16,178.7
	<b>17,806.5</b>	<b>16,193.4</b>
<b>Current assets</b>		
Receivables from affiliated entities	2,661.7	2,600.6
Other receivables and other assets	324.6	211.1
Cash and cash equivalents	2,384.2	2,302.9
	<b>5,370.5</b>	<b>5,114.6</b>
<b>Prepaid expenses</b>	<b>34.9</b>	<b>43.3</b>
<b>Excess of covering assets over pension and similar obligations</b>	<b>0.1</b>	<b>0.1</b>
	<b>23,212.0</b>	<b>21,351.4</b>

<sup>1</sup> In accordance with German commercial law.



Condensed balance sheet of EnBW AG in € millions <sup>1</sup>	31/12/2012	31/12/2011
<b>Equity and liabilities</b>		
<b>Equity</b>		
Subscribed capital	708.1	640.0
Treasury shares	-14.7	-14.7
Issued capital	(693.4)	(625.3)
Capital reserve	776.0	22.2
Revenue reserves	1,592.5	1,592.5
Retained earnings	359.6	230.7
	<b>3,421.5</b>	<b>2,470.7</b>
<b>Provisions</b>	<b>5,060.2</b>	<b>4,774.2</b>
<b>Liabilities</b>		
Liabilities to affiliated entities	12,923.8	12,492.8
<b>Other liabilities</b>	<b>1,791.4</b>	<b>1,603.8</b>
	<b>14,715.2</b>	<b>14,096.6</b>
<b>Deferred income</b>	<b>15.1</b>	<b>9.9</b>
	<b>23,212.0</b>	<b>21,351.4</b>

<sup>1</sup> In accordance with German commercial law.

Financial assets increased by €1,615.8 million. This increase essentially related to loans to affiliated entities (€1,097.4 million) and long-term investments (€233.6 million).

Equity rose mainly as a result of the capital increase of €821.9 million performed in the reporting period 2012. The equity ratio of EnBW AG rose by 3.1 percentage points on the prior year to 14.7%.

The increase in provisions is primarily due to the provisions for pensions and similar obligations, which rose above all due to the lower discount rate.

Other liabilities increased primarily as a result of the increase in the hybrid bond by €250 million.

## Net profit of EnBW AG and dividend

Condensed income statement of EnBW AG in € millions <sup>1</sup>	2012	2011
Investment result	1,067.9	1,004.0
Interest result	-377.2	-473.3
Personnel expenses	-93.5	-59.0
Other income and expenses	-100.1	91.6
<b>Profit from ordinary activities</b>	<b>497.1</b>	<b>563.3</b>
Extraordinary expenses	0.0	-503.8
Taxes	-160.6	-128.3
<b>Profit/loss for the year</b>	<b>336.5</b>	<b>-68.8</b>

<sup>1</sup> In accordance with German commercial law.

The profit for the year 2012 recorded by EnBW AG amounts to €336.5 million, €405.3 million above the prior-year level. Retained earnings total €359.6 million and include the profit carried forward of €23.1 million. The investment result improved only marginally by €63.9 million compared to the

prior year, which had been affected by non-recurring effects, due to the poor results of operations of subsidiaries. The negative interest result also improved slightly compared to the prior year by €96.1 million, principally on account of higher loans to affiliated entities.

The increase in personnel expenses is essentially attributable to higher expenses for retirement benefits.

The change in other income and expenses is mainly due to non-recurring effects in the prior year.

The prior-year extraordinary expenses related to the allocation to the provision for pensions and similar obligations as a result of fully taking into account the remaining difference from converting to the requirements of the German Accounting Law Modernisation Act (BilMoG).

At €160.6 million, the tax expense is €32.3 million higher than in the prior year. The increase is primarily due to provisioning for risks from tax field audits. The item relates to current tax only, as the option not to recognise deferred tax assets was exercised for the deferred tax assets net of deferred tax liabilities.

We will propose to the annual general meeting on 25 April 2013 that a dividend of €0.85 per share be distributed from the retained earnings of EnBW AG. As of 31 December 2012, a total of 270,855,027 shares were entitled to dividends. If the annual general meeting approves this proposal, the amount distributed by EnBW AG for fiscal 2012 will total €230.2 million.

## Comments on reporting

In accordance with Sec. 315a (1) German Commercial Code (HGB), the consolidated financial statements of EnBW AG have been prepared according to the International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board (IASB), as endorsed by the European Union as of the reporting date.

## Dependent company declaration

Pursuant to Sec. 312 German Stock Corporations Act (AktG), the Board of Management of EnBW AG prepared a dependent company report for the fiscal year 2012. This details relationships with affiliated entities, and closes with the following declaration: "In the legal transactions listed in the dependent company report, and according to the circumstances that were known to us when those legal transactions were performed, our company received an

appropriate consideration in each legal transaction and was not placed at a disadvantage. We did not take, or refrain from taking, any reportable actions motivated by or in the interest of the controlling companies or their affiliated entities."

## The EnBW share

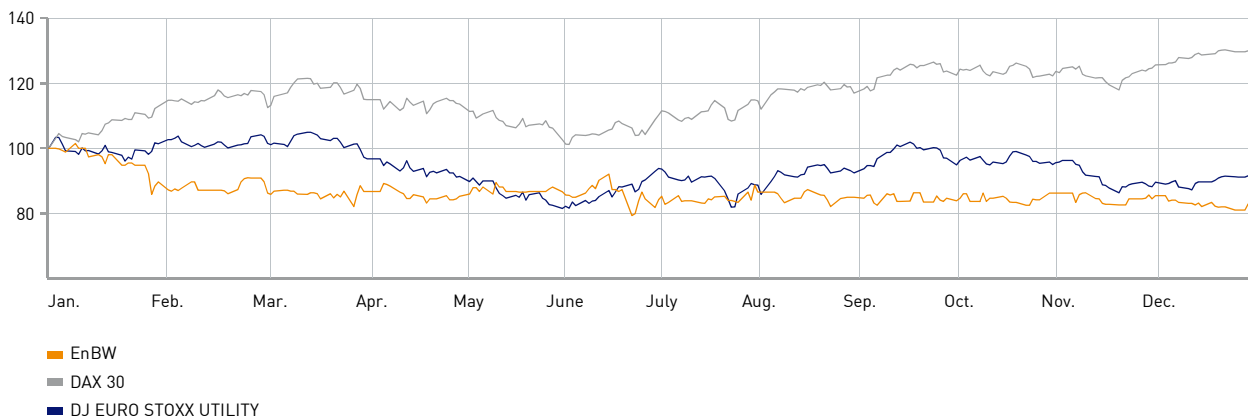
The German stock exchange index DAX started the year at 6,075.72 points, closing the first quarter just below the 7,000 mark at 6,946.83. The first few months of 2012 saw the threat to insolvency in Greece averted through a debt haircut and the banking system stabilising with low-interest loans by the European Central Bank (ECB). Then the crisis was, however, exacerbated by the situation of the Spanish national budget and numerous large Spanish banks, which had come under pressure on account of real estate transactions. After reaching its annual low of 5,969.40 points at the beginning of June, the DAX index followed an upwards trend over most of the rest of the year. The stock exchange rebound was supported by the short-term relief for Italy and Spain approved by the heads of government of the euro countries and the direct banking bail-out using the European Stability Mechanism (ESM). The DAX index then reached its annual high of 7,672.10 points on 20 December. As of 28 December 2012, its closing rate was determined at 7,612.39 points, with the DAX recording its largest growth rate since 2003, of 29.1% in 2012, and outperforming most of the other indices in Europe.

The challenging environment with the new energy concept continues to put pressure on energy supply companies in Germany. Accordingly, the price of the EnBW share stood at €30.15 at the end of 2012 following the €37.73 at the beginning of the year.

In the European context, the DJ EURO STOXX UTILITY index, which reflects the share price of European utilities, saw a drop of 8.8% as of the end of the year.

In fiscal 2012, a total of 95,154 EnBW shares were traded in XETRA. This corresponds to an average of 433 being traded each day.

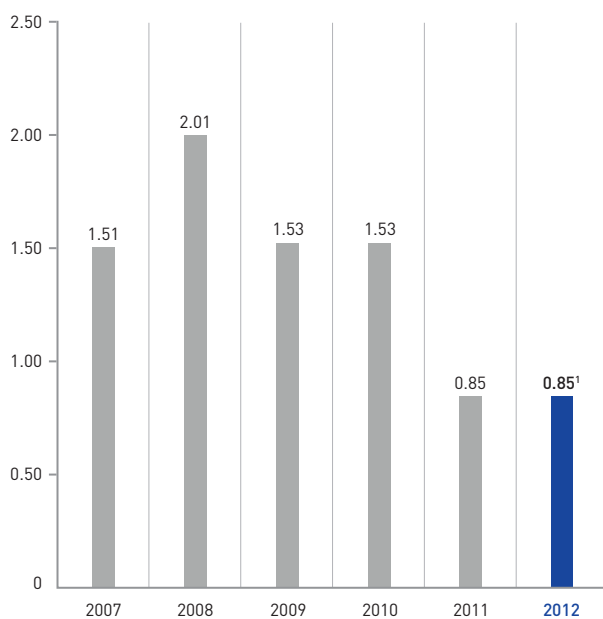
Performance of the EnBW share in 2012  
 [%]



## Dividend policy

The trust placed in EnBW by capital market players arises from the value generated by the company. The amount of the dividend is based on the performance of the company, the scope of the investment programme, as well as the volume of net financial liabilities and the dynamic leverage ratio. In principle, EnBW's objective is to pay out 40% to 60% of adjusted group net profit as dividend.

Dividend development  
 in €



<sup>1</sup> Dividend proposal for the fiscal year 2012, subject to the approval of the annual general meeting on 25 April 2013.

# Employees

Our employees are key to EnBW's success. The personnel strategy is designed to support implementation of the sharpened corporate strategy and position EnBW as an attractive employer both inside and outside the group. Human capital is assessed more cautiously than in the prior year.

## Headcount development and personnel composition

The EnBW group had 19,998 employees as of 31 December 2012. This constitutes a decrease of 185 employees or 0.9% in comparison to the end of 2011. Headcount at the entities concerned by the group-wide reorganisation under the "Fokus" efficiency programme fell by 562 or around 4%. The decrease is mainly attributable to measures such as the hiring freeze announced back in 2011 and the severance

package for employees in seven support and central functions. First-time consolidation of ODR Technologie Service GmbH, RBS wave GmbH and Energie-Service Deutschland AG with a total of 231 employees increased headcount in the energy and environmental services segment. The increase in headcount in the gas segment is due to the change in allocation of some employees from the energy and environmental services segment. Adjusted for these effects from first-time consolidation, the number of employees in the EnBW group decreased by 2.1% as of year-end 2012 compared to the end of 2011.

Employees of the EnBW group <sup>1</sup>	31/12/2012	31/12/2011 <sup>3</sup>	Variance %
Electricity generation and trading	4,686	4,826	-2.9
Electricity grid and sales	5,958	6,174	-3.5
Gas	889	702	26.6
Energy and environmental services	8,029	7,990	0.5
Holding	436	491	-11.2
<b>Total</b>	<b>19,998</b>	<b>20,183</b>	<b>-0.9</b>
Number of full-time equivalents <sup>2</sup>	18,912	19,330	-2.2

<sup>1</sup> Number of employees without apprentices/trainees and without inactive employees.

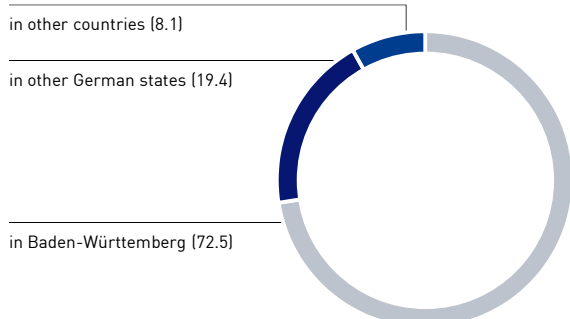
<sup>2</sup> Number of employees translated into full-time equivalents.

<sup>3</sup> Adjusted to the consolidated companies as of 31 December 2012.

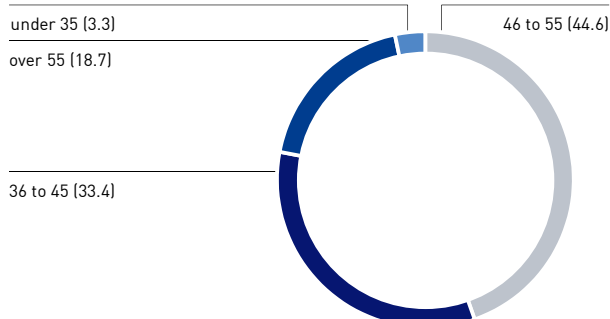
There is no major change in the regional distribution of our employees compared to the prior year. The majority of our employees are located in Baden-Württemberg. Most of the 8.1% of the workforce outside Germany are employed at the equity investment in the Czech Republic. 25.9% of staff have a degree from a university, university of applied sciences or university of cooperative education (prior year: 25.5%), while 68.7% of the employees at EnBW have completed a training programme at a technical college or an apprenticeship (prior year: 68.6%). The remaining 5.4% have school-leaving

certificates without further professional training (prior year: 5.9%). Women accounted for 25.2% of the total workforce as of the end of 2012 (prior year: 25.7%). The proportion of women in managerial positions reached 10.6% (prior year: 10.1%). At the end of 2012 the EnBW group had 996 severely disabled employees (prior year: 973 employees), accounting for 5.0% of the workforce. The share of foreign nationals among our employees stood at 10.2% as of 31 December 2012 compared to 10.5% in 2011.

Employees by region  
 [%]



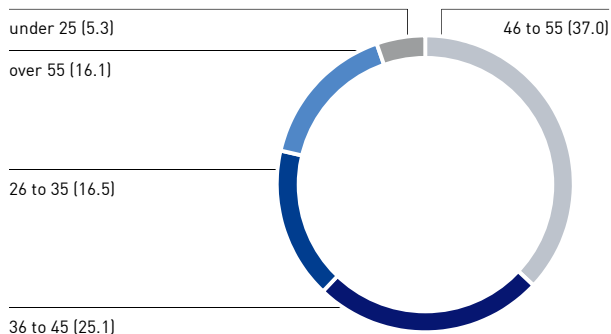
Executive by age group  
 [%]



The proportion of part-time employees, including employees under the phased retirement scheme, rose to 13.3% compared to 2011 (prior year: 12.5%). The percentage of female part-time employees fell from 59.8% in the prior year to 57.3% or 1,528 out of 2,666. Turnover in the EnBW workforce came to 5.3% (prior year: 4.6%), and the sick rate was unchanged from the prior year at 4.3%.

The average age of EnBW's employees in 2012 was practically unchanged at 45.0 (prior year: 44.2). The distribution of age groups changed slightly in a year-on-year comparison. Around 300 young people started their training or studies at EnBW's core companies in 2012. The ratio of trainees to the total workforce in EnBW's core companies in Baden-Württemberg, including students taking combined courses of study, came to 7.0% at the end of 2012 (prior year: 7.1%). EnBW has well over 1,000 trainees and students in its employ.

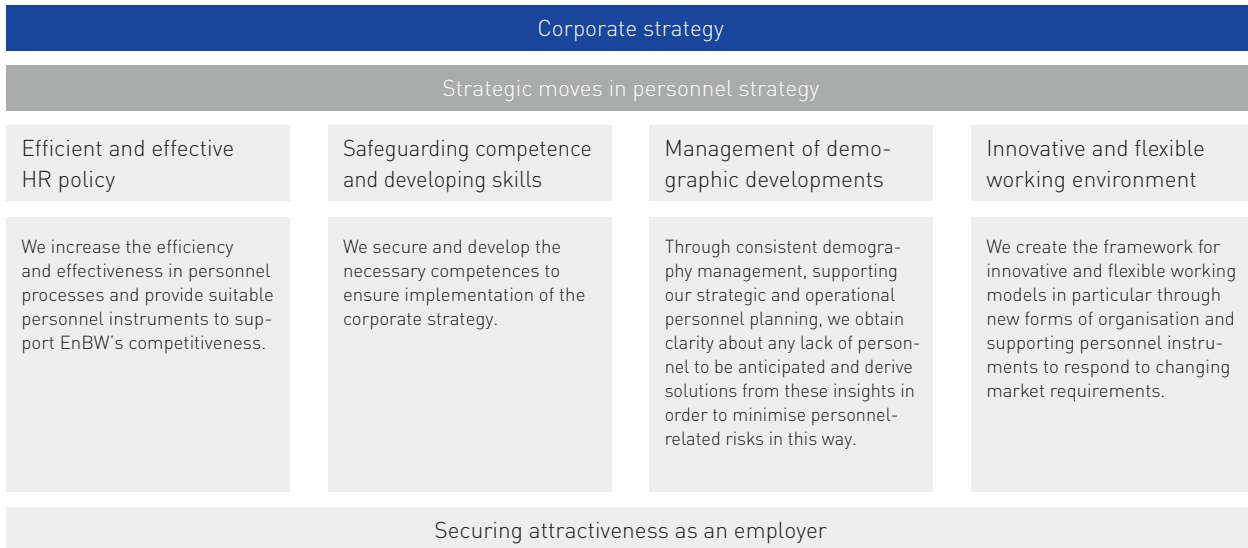
Employees by age group  
 [%]



## Personnel strategy

HR work is of particular significance for EnBW in times of realignment. We develop the competencies of EnBW's employees, retain the skills essential to the group's success and recruit employees in the relevant target groups in order to support the implementation of our corporate strategy. As an employer, we are committed to the principle of sustainability and take our commitment to employees and corporate social responsibility seriously. This translates for instance into measures to promote industrial safety and corporate healthcare management (> **Health and safety management** > p. 95). With our improvement programmes "Impuls", "WIN" and "KVP" (continuous improvement process), we strive, together with our employees, to continuously optimise EnBW. With a total of 780 suggestions for improvement relating to the group-wide processes within the company, the suggestions made by our employees are highly valuable. The savings that can thus be made were some 40% higher in 2012 than in the prior year.

Through our sustainable HR work we aim to continuously increase the attractiveness of EnBW as an employer (> [www.enbw.com/careers](http://www.enbw.com/careers)). With this aim in mind, we continued various measures within the four moves of our personnel strategy in 2012. Examples include the realignment of our training programme (> **Management report** > **Forecast** > p. 141f), the guidelines for executives on how to deal with psychological strains or implementation of the "Mobiles Arbeiten" (mobile work) pilot operations.



### Efficient and effective HR policy

Following intensive discussions between the employer and employees, an agreement was reached on the planned reduction in personnel and the contribution by employees. The contribution by employees corresponds to around one third of the total "Fokus" improvement target of €750 million and is to be achieved in as socially compatible a manner as possible. As a result, a temporary hiring freeze was already imposed in 2011. In addition, EnBW and the trade union agreed on the first measures to reduce personnel costs on 1 January 2012 in the "Fokus" collective agreement. Among other things, the collective agreement, which precludes redundancies for operational reasons, reduces the working week to 37 hours in a first step while at the same time waiving a collective wage increase that had been agreed for 2012. The second step provides for a reduction in the pay agreement effective as of 2014 by a further 1.8%, together with a working week of 36 hours. In addition, employer and employee representatives reached an agreement to reduce the profit participation for employees covered by the collective agreement for 2013 to 2015 by an average of 18% of the monthly compensation.

In addition, a voluntary severance payment regulation also applied for employees in seven support and central functions up until 31 December 2012. Since May 2012, these functions have additionally offered employees free consulting to help them make their future career choices. The first consulting cornerstone – confidential orientation consulting – was designed to give employees an assessment of their professional development possibilities and an overview of the current labour market. Two further cornerstones – referral consulting and outplacement – were offered, after the individual analysis of potential external options, to identify together with the employee their

associated opportunities of professional reorientation, supplemented where necessary by interview training and qualification measures. This offer also ended on 31 December 2012. In total, around 350 employees from support and central functions accepted the severance pay offer and signed a termination agreement at year-end.

Since the end of July 2012 the following rule applied on phased retirement: employees from support and central functions entitled to severance pay who meet the criteria can sign a phased retirement agreement even if this would as a result mean that more than 5% of the employees at a company were to enter phased retirement.

As of year-end, employer and employee representatives reached an agreement on a series of instruments for personnel restructuring and reduction so as to implement the 1,350 redundancies still required to achieve the overall "Fokus" target in a socially compatible manner. The details are governed by a social plan and an agreement on the reconciliation of interests (> **Management report > Forecast > p. 141f**).

### Safeguarding competence and developing skills

In order to raise the company's competitiveness, we prepare our employees in a targeted manner for future challenges with the help of EnBW's "KomMit" competence management system. The group of users under this programme initiated back in 2011 was enlarged in 2012 on account of the highly positive feedback. Uniform target profiles for employees and clear assessment criteria during the annual performance reviews make it easier to identify and systematically respond to development needs. Besides "off-the-job" offers, employees can also work on their development "on the job", for example by

taking on new tasks. One other possibility are international assignments, often for several years, in order to develop and manage foreign investments or for however long a project takes to complete.

The objective of EnBW's central successor planning is to ensure that personnel needs are consistently and systematically met at the upper and top management level, taking into account the strategic alignment of the company. Our annual "ME EnBW" management development process, which involves regular, intense discussion with the individual entities, forms the basis for targeted and efficient development and succession planning. "ME EnBW" strengthens the management skills within the company. The assessment of management skills is used to derive individual development measures at annual leadership conferences. Based on future management needs, we offer a group of high-potential employees the opportunity to become increasingly networked within the group and to work together on group-related issues. We have mandatory group-wide qualification programmes for all executives. These are based on the current and future challenges facing EnBW and the entire energy industry.

As a company in Baden-Württemberg that offers traineeships we attach great value to high-quality training. As well as teaching pure factual knowledge, the seminars will also help with methodological and social skills. In addition, EnBW once again offered more than 1,000 students the possibility of gaining valuable practical experience during student jobs, internships or their final thesis in 2012. We attach great importance to supporting students, especially MINT students (mathematics, information technology, natural science and technology). The group participates in projects such as "Energy Career Program" (ECP), "Network2" and "KompetenzKompass" or as a partner of Femtec, a network aiding the promotion of women working in the area of natural science and technology.

As a way of attracting and developing young academic talent, we offered ten university graduates an attractive start to their careers in the energy industry in 2012 with our 15-month group trainee programme. In the course of several practical phases, one international assignment and direct contact with professionals and executives, the trainees above all get to know EnBW's growth areas and are given opportunities for intensive personal development. Once they have completed the programme, they assume responsible duties in the group.

## Management of demographic developments

EnBW responds to the challenges posed by demographic change by means of consistent demographic management and by continuously refining our instruments for analysing age structure. In this connection, we developed the strategic and qualitative personnel planning further, thereby minimising personnel risks. Our healthcare management scheme helps to keep our employees healthy and maintain their performance. At the same time, our employee development programme supports lifelong learning. We ensure that expertise and experience at the company is shared and preserved using our knowledge relay tool.

## Innovative and flexible working environment

A project manager development model for executives was prepared and introduced in 2011 in order to meet the increased demand for competent and experienced project managers for temporarily processing complex tasks and enabling us to respond in a structurally more flexible manner to current requirements. This model comprises organisational and personnel mechanisms as well as instruments promoting the development of general executives within the EnBW group. As part of the "P3" top group project (> **Management report > Goals, strategy and corporate management > p. 59**) we developed qualification components in 2012 in order to systematically enhance project management skills within the company according to group-wide uniform standards.

Family-friendly HR policies have been accorded a high priority at EnBW for many years. In addition to childcare possibilities, leisure offers and flexible working times, there are extensive consulting offers on topics such as nursing care and childcare available to employees. The childcare options for our employees' children were expanded further in 2012. Since January 2012 we have ten more daycare places for children of EnBW employees in Karlsruhe, at the "Wirbelwind" child daycare and sports centre. It is operated by the association Kind und Beruf e. V.

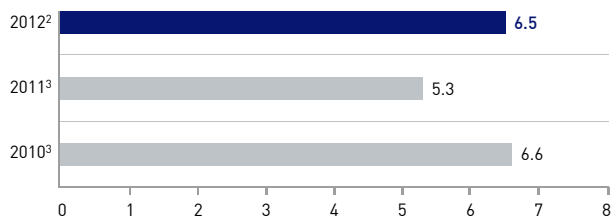
## Health and safety management

Safety at work is extremely important to us. We strive to maintain and steadily improve working conditions for our employees. In 2012 we obtained certification pursuant to OHSAS 18001, the internationally recognised standard for occupational health and safety management systems, at a larger number of entities and invited contributions under the EnBW's "JAZ" youth occupational health and safety

competition. The calculation basis for assessing the number of occupational accidents involving at least one day lost per million working hours (Lost Time Injury Frequency, LTIF) was changed in 2012. Instead of assuming 1,700 working hours per employee, as we did in 2010 and 2011, the number of productive hours per employee taken as a basis was 1,446. On this basis, the LTIF at EnBW's core companies was 6.5 in 2012.

#### Accident statistics

LTIF<sup>1</sup> (accidents per 1 million working hours)



<sup>1</sup> Lost Time Injury Frequency (number of accidents involving at least one working day lost per one million working hours, without temporary workers).

<sup>2</sup> Based on productive hours: 1,446 hours per year per employee.

<sup>3</sup> Reported as of 8 January 2013. Applying the same method as in 2010 and 2011 assuming 1,700 hours per employee – the comparable LTIF would have been 5.5%.

<sup>4</sup> Based on the assumption: 1,700 hours per year per employee.

Satisfied employees who are able to do their job are a major factor influencing EnBW's success. Only if our employees are healthy and feel comfortable in their working environment can they make a productive and efficient contribution to the company's success. EnBW's occupational healthcare management system therefore comprises various activities relating to industrial health and safety. It revolves around a whole range of offers and services allowing employees to keep fit and protect their health, such as physiotherapy or prophylactic vaccinations. We launched a group-wide information campaign in the past fiscal year on the topic of organ donations. We were recertified by "Gesellschaft zur Qualitätssicherung in der betriebsärztlichen Betreuung" and won the Corporate Health Award, confirming that in 2012 we again had highly qualified occupational healthcare with particularly exemplary services.

## Corporate compliance and data protection

The EnBW group's code of conduct gives all employees an overview of the most important external and internal regulations. The corporate compliance and data protection function provides employees with concrete guidance on how to comply with rules and regulations in everyday business. Since publication of the code in 2009, all employees have been informed about the relevant compliance topics via various e-learning courses. In addition, employees in compliance-sensitive functions have received classroom training on the key topics of

anti-corruption and anti-trust law. In 2012, about 1,000 employees and executives attended classroom training.

The corporate compliance and data protection hotline is an integral part of the preventive compliance function. Every employee in the EnBW group can contact the compliance function if they have any questions or are uncertain about anything. The function received 1,023 queries in the reporting year, mainly on the topics of grants, donations and sponsorship. This can be considered an indication that the workforce is sensitive to issues that could be of relevance in terms of compliance.

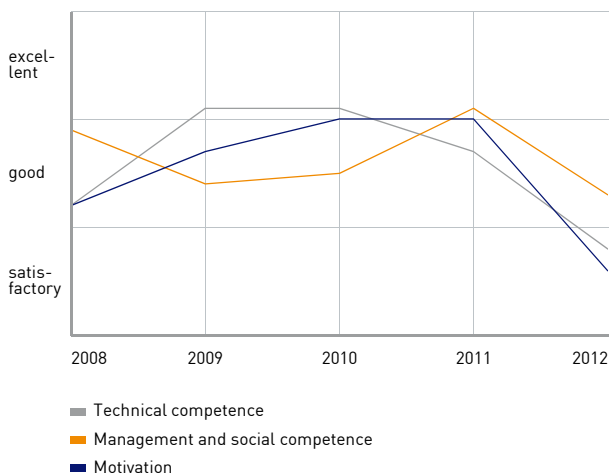
By setting up a centrally managed policy management system, the corporate compliance and data protection function has created transparency for employees regarding applicable company policies and made these available in the most recent versions ([www.enbw.com/report2012](http://www.enbw.com/report2012) > **Financial report 2012**).

## Assessment of our intellectual capital: human capital

EnBW has assessed its human capital since 2005 using the method "Intellectual Capital Statement – Made in Germany". This helps to identify influential success factors not mentioned in the financial reporting. By means of a systematic self-assessment it is analysed whether the current assessment of these factors is still sufficient with respect to the medium-term corporate goals. To enhance strengths and minimise weaknesses, specific measures are derived for each factor based on the assessment results. Intellectual capital comprises the three elements human capital, relationship capital and structural capital ([Management report > Relationship and structural capital > p. 86f](#)). The factors influencing EnBW's human capital were deemed satisfactory to good in 2012. The changes in a large number of factors in comparison to the prior year are due above all to the growing challenges for employees posed by the company's realignment.



Development of the factors influencing the intellectual capital of EnBW  
 Human capital



Management and social competence was considered good in 2012. This result mainly reflects the ongoing change process and the related increase in requirements due to increasing complexity – at entity and group level. Employees identified potential for improvement above all in managing major change. This assessment is also affected by the fact that good managers have left the group. The leadership development programmes that we have initiated and amended have had a stabilising effect on the current situation.

We aim to continuously increase our employee's motivation. In the reporting year, this factor was assessed as satisfactory. The uncertainty about their personal future development has brought about a decrease in employees identifying with their tasks and the company (> **Management report > Safeguarding competence and developing skills > p. 94f**).

In view of future requirements, employees rated the technical competence within the company currently as satisfactory. The hiring freeze as part of the "Fokus" programme had a negative impact on the 2012 assessment. The group's realignment has increased turnover, leading to a loss of qualified employees. In some cases other competencies are needed to master the new challenges.

# Environmental protection

EnBW has firmly anchored protection of the environment in its corporate goals. Environmental protection is consequently a key task at group level and all the entities and a binding standard for all employees in their activities.

## Targeted environmental protection

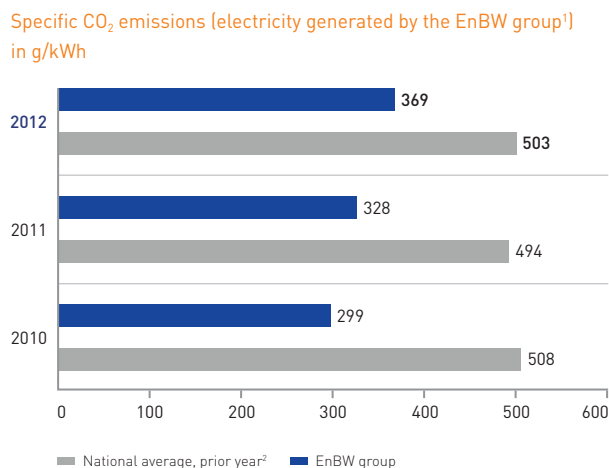
As a company, we bear our share of responsibility for the environment and preserving biological variety. In our activities we consider climate protection and a future-oriented sustainable treatment of all natural resources. EnBW was the first energy group in Germany to introduce an environmental management system certified under ISO 14001 at group level back in 2006. We have set forth our commitment to environmental protection in our environmental principles:

- > EnBW stands for safe and sustainable energy supplies.
- > EnBW promotes communication and awareness of environmentally relevant topics.
- > EnBW stands for environmentally compatible actions in all segments.

Using defined indicators we have set ourselves quantitative group targets for the period from 2011 to 2015 with respect to the topics of renewable energies, direct and indirect CO<sub>2</sub> emissions, aerial pollutants and biodiversity. The year 2010 serves as the starting point. After the first two years we are largely within the target range.

- > **Specific CO<sub>2</sub> emissions:** It is our aim to secure our position as low-carbon generator and keep the carbon emissions of our electricity generation capacity below the national average in Germany. Compared to the prior-year level of 328 g CO<sub>2</sub>/kWh, these emissions increased in 2012 by some 12% to 369 g CO<sub>2</sub>/kWh. One reason for the increase is the lower share of nuclear energy in a year-on-year comparison due to the shutdown of the nuclear power plants GKN I and KKP 1, while conventional electricity generation remained roughly at the same level. Nevertheless, the specific CO<sub>2</sub> emissions were still considerably lower than the national average of 503 g CO<sub>2</sub>/kWh for Germany in 2011.

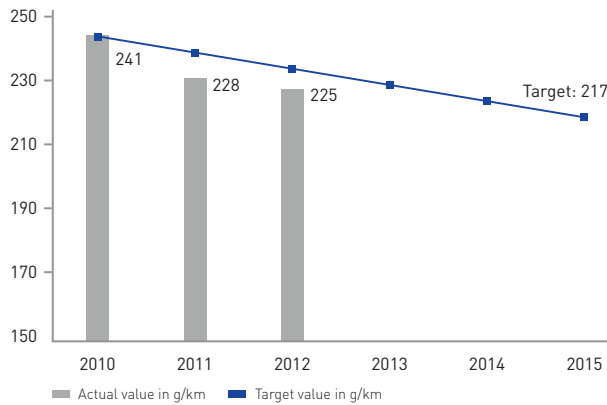
- > **Emissions of our own vehicles:** We want to reduce the CO<sub>2</sub> emissions of our vehicles fleet by 10% per kilometre by 2015 (base year: 2010). Thanks to the measures implemented to date we were able to reduce the CO<sub>2</sub> emissions of our own vehicles to 226 g CO<sub>2</sub>/km/vehicle in 2012. EnBW is therefore ideally on track to achieve the target for 2015. These data include the actual fuel consumption of pool and company cars as well as commercial vehicles used for grid purposes, for example.



<sup>1</sup> Electricity generated by the group includes fully and partly owned power stations and long-term procurement agreements.

<sup>2</sup> The national average for each reporting year is not available until the autumn of the following year. The comparison is therefore made with the national average for the prior year.

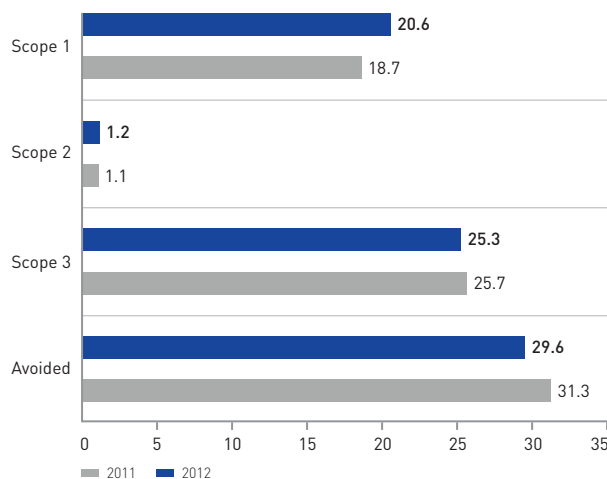
Specific CO<sub>2</sub> emissions from motor vehicles  
 in g CO<sub>2</sub>/km



## EnBW's carbon footprint

Increasing carbon efficiency and energy efficiency are two of EnBW's strategic moves in the area of environmental protection. EnBW determined its group-wide carbon footprint for the first time for the year 2010 on the basis of scope 1 and scope 2 of the international Greenhouse Gas (GHG) Protocol. Since 2011 we have been consistently developing our group-wide carbon footprint. We now additionally report on scope 3 emissions, the determination of which is optional under the GHG Protocol.

Carbon footprint 2012  
 CO<sub>2</sub> emissions in million t



Numerous business activities of EnBW's help to avoid CO<sub>2</sub> emissions. These include electricity generation from nuclear energy and renewable energies, energy efficiency projects at our customers and partners as well as the generation of electricity and heat using biogas. Overall, these activities save 29.6 million t of CO<sub>2</sub>.

### Carbon footprint and scopes



EnBW reports its carbon footprint on the basis of the international standard Greenhouse Gas (GHG) Protocol which classifies greenhouse gas emissions into three scopes:

- > Scope 1: Direct greenhouse gas emissions from sources belonging to the company or directly controlled by it (e.g. emissions from fossil energy generation, from the operation of gas-fired plants, from heating systems and own vehicles).
- > Scope 2: Indirect greenhouse gas emissions from consumption of purchased energy (electricity, gas, district heating) or grid losses.
- > Scope 3: All other indirect emissions not covered by scope 2 such as the extraction and transportation of fuels, gas consumption at customers, business trips.

Under the GHG Protocol, scope 1 and 2 emissions must be reported as carbon footprint. Scope 3 and avoided emissions reporting is optional. The carbon footprint of an energy company like EnBW is largely determined by its generating facilities (scope 1).

## Energy efficiency at EnBW

- > EnBW's drinking water supply system uses a sophisticated machine concept. Our energy management system constantly optimises operation of the water facilities. Instead of "destroying" the hydraulic potential via pressure-reducing valves, we use this energy to produce electricity prior to feeding in into the municipal distribution network. Our own electricity consumption is more than compensated for by this measure.
- > **IBEC project:** The goal of EnBW's 20/20/20 energy efficiency programme is to reduce CO<sub>2</sub> emissions by at least 20% and cut costs by at least 20% in its real estate portfolio by 2020 based on 2010 reference values. The programme covers some 500 buildings with a total gross floor area of roughly 1 million square metres. Our "Improving Building Energy Costs" (IBEC) project develops the structures, processes and methods to ensure holistic and sustainable energy management for EnBW's real estate portfolio. The project is geared towards the requirements of the ISO 50001 standard entitled "Energy Management Systems".

**Green IT:** “Green IT” is the motto under which we are gradually implementing measures to increase the energy efficiency of our IT infrastructure. The efficiency with which the energy is used in the computing centres is typically determined using the power usage effectiveness (PUE) factor. The PUE calculates the ratio between the total power used in the computing centre in relation to the power delivered to the IT components. A good PUE is below 2.0. We were able to improve our PUE of 1.87 from 2010 further to 1.72 in 2012. This shows that EnBW’s computing centres are already well positioned. This was achieved through measures such as the retrofitting of an external air cooling system. Depending on the location of the computing centre, this allows us to save up to 8,000 kWh of energy per year.

## Biodiversity, nature conservation and species protection

The biological diversity or biodiversity comprises the diversity of individual habitats as well as the genetic diversity within the individual plant and animal species. A dramatic rise in the extinction of species can be observed worldwide. The preservation of biological diversity therefore is a key component of environmental protection and sustainable corporate management.

In the competition for the German Corporate Social Responsibility (CSR) award, EnBW reached the finals in the category “Biodiversity management with the aim to preserve the global biological diversity” in 2012. The core messages of EnBW’s application included anchoring the topic of biodiversity in its strategy and making it measurable as well as EnBW’s amphibian protection programme and the bird protection measures. In its assessment, the jury made particular mention of how well EnBW is positioned in terms of direct impact on biodiversity (such as high voltage masts or offshore facilities) and real estate management.

➤ **EnBW amphibian protection programme:** In 2011, we initiated the EnBW amphibian protection programme “Stimuli for Diversity” together with the Baden-Württemberg State Institute for the Environment, Measurements and Nature Conservation (LUBW). Through this protection programme, EnBW is for the first time supporting projects throughout the whole of Baden-Württemberg that are not linked to specific locations with the aim of protecting amphibian species in its home state.

In 2011 and 2012 we received a total of 59 support applications from associations, local groups of nature conservation societies, towns and municipalities as well as private individuals. Of these, 29 projects were approved by a specialist committee made up of representatives of state government, species experts and EnBW employees and were implemented. This is an important contribution to the state government’s “biological diversity” action plan in Baden-Württemberg.

➤ **Bird protection in the network area:** Bird protection in the overhead line network has long been a matter of high priority for EnBW, and we once again implemented active bird protection measures at various locations in 2012. Our fitters mounted further nesting boxes on overhead line pylons for peregrine falcons, kestrels and little owls and also ringed young storks in cooperation with nature conservation societies and associations. These activities show just how well modern energy supply operations and sustainable species protection can complement each other.

➤ **Reducing ramming noise for the protection of harbour porpoises:** In order to protect noise-sensitive marine mammals we seek to reduce the noise emissions that arise when anchoring the various construction elements of an offshore wind turbine to the sea bed. These noise emissions particularly affect the threatened harbour porpoise. Together with the Hochtief company, EnBW therefore tested the bubble curtain column developed by Hochtief and designed to significantly reduce ramming noise before the start of serious construction work on the second Baltic wind farm, EnBW Baltic 2. After this trial phase, we became involved in the ESRA research programme to evaluate systems for ramming noise mitigation together with seven other builders and operators of offshore wind farms. All systems tested have resulted in noise reduction in certain frequency ranges of up to 20 dB but did not reduce noise levels across the full relevant frequency range. The findings of the project are available to the entire German offshore industry and are used to develop the tested systems further and develop new noise protection systems. The aim is to reliably achieve a level of below 160 dB in the foreseeable future and then to further reduce noise levels in the long term.

To ensure new developments in environmental protection, it is necessary to have data on the basis of which to manage and measure projects. To visualise this, the following table presents the key environmental performance indicators for 2012 compared to the prior year.

Environmental performance indicators <sup>1</sup>	Unit	2012	2011 <sup>10</sup>
<b>Fuels</b>			
Coal	GJ	198,122,580	171,222,376
Natural gas	GJ	17,076,177	23,847,593
Waste	GJ	8,809,393	8,855,220
Biomass	GJ	2,906,582	2,836,802
Other <sup>3</sup>	GJ	1,586,682	1,676,487
Nuclear fuel employed <sup>4,5</sup>	t	40.0	35.5
<b>Other consumables</b>			
Calcium carbonate products	t	247,347	208,507
Ammonia/ammonium hydroxide	t	17,880	14,906
Sodium hydroxide	t	8,352	7,969
Hydrochloric acid	t	6,152	5,729
<b>Use of water</b>			
Surface/river water drawn	millions of m <sup>3</sup>	1,886	2,385
Well/groundwater extraction	millions of m <sup>3</sup>	8.1	7.5
Extraction of drinking water	millions of m <sup>3</sup>	46.5	45.2
Cooling water discharge (direct discharge)	millions of m <sup>3</sup>	1,987	2,378
Wastewater (indirect and direct discharge)	millions of m <sup>3</sup>	6.99	5.98
<b>By-products</b>			
Coarse/fly ash	t	631,244	505,376
Gypsum	t	571,647	512,675
Other	t	31,261	10,823
<b>Waste</b>			
Conventional waste	t	865,138	811,615
of which hazardous waste	t	137,562	126,151
Percentage recycled	%	87.9	79.7
Radioactive waste <sup>6</sup>	g/kWh	0.0012	0.0013
<b>Carbon footprint</b>			
Direct CO <sub>2</sub> emissions (scope 1) <sup>7</sup>	millions of t CO <sub>2</sub> eq	20.6	18.7
Indirect CO <sub>2</sub> emissions (scope 2)	millions of t CO <sub>2</sub> eq	1.2	1.1
Other indirect CO <sub>2</sub> emissions (scope 3)	millions of t CO <sub>2</sub> eq	25.3	25.7
Avoided CO <sub>2</sub> emissions <sup>9</sup>	millions of t CO <sub>2</sub> eq	29.6	31.3
Specific CO <sub>2</sub> emissions from electricity generation <sup>2,7</sup>	g/kWh	369	328
<b>Conventional air pollutants</b>			
Specific SO <sub>2</sub> emissions from electricity generation <sup>2</sup>	mg/kWh	240	204
Specific NO <sub>x</sub> emissions from electricity generation <sup>2</sup>	mg/kWh	239	217
Sulphur dioxide (SO <sub>2</sub> )	t	12,951	11,240
Nitrogen oxides, listed as NO <sub>x</sub>	t	15,690	14,459
<b>Environmental protection expenditure<sup>8</sup></b>			
Capital expenditure on environmental protection	€ millions	180	262
Current environmental protection expenses	€ millions	223	225

<sup>1</sup> Unless otherwise indicated, the data present the entities and facilities of the consolidated group.

<sup>2</sup> Own generation including contract power stations and long-term procurement agreements; not including short-term procurement where the primary source of energy is unknown.

<sup>3</sup> Heating oil and sewage sludge.

<sup>4</sup> Own power stations.

<sup>5</sup> Total heavy metal load.

<sup>6</sup> Pursuant to the BDEW's electricity labelling guidelines (September 2011), in terms of EnBW's own generation portfolio.

<sup>7</sup> Preliminary data.

<sup>8</sup> Pursuant to the German Environmental Statistics Act (UStatG) and BDEW's guidelines on the recognition of investment and ongoing expenditure relating to environmental protection (April 2007).

<sup>9</sup> CO<sub>2</sub> avoidance factors for renewable energies pursuant to the publication by the Federal Environment Agency "Emissionsbilanz erneuerbarer Energieträger" (emissions from renewable energies) with appendix 2 as of December 2011 and for nuclear energy based on BDEW and VGB with 920 g CO<sub>2</sub>/kWh.

<sup>10</sup> Prior-year figures restated.

## Explanation of selected indicators

To compensate for nuclear energy, electricity generation from renewable energies was expanded compared to 2011 while maintaining EnBW's own generation capacity at the same level and more power stations with fossil energy sources were used.

### Fuels, by-products and other consumables

The increased use of fossil-fuelled energy generation facilities compared to 2011 is the reason underlying the rise in generation-related materials flows, such as fuels, by-products and other consumables.

The decrease in the use of natural gas as a fuel by approximately 30% is attributable to the lower electricity production by gas-fired power stations in 2012.

The use of nuclear fuels increased in 2012 compared to 2011. This was not a continuous development, but followed set cycles. In 2011, the nuclear refuelling volume was relatively low, at 35.5 t, whereas the level for 2012 is around the customary level of 40 t.

### Waste

A total of 865,138 t of conventional waste was produced in 2012, up 6% on the prior year. This is primarily due to increased construction activity at the equity investments and the new generating facilities commissioned.

The percentage of recycled waste improved to 87.9%. The share of non-hazardous and hazardous waste that was recycled was likewise increased.

### Carbon footprint and conventional air pollutants

Direct CO<sub>2</sub> emissions are mainly determined by the usage of fossil-fuelled power stations. Accordingly, the increase in fossil-fuelled electricity generation is the reason for the rise in direct CO<sub>2</sub> emissions from 18.7 to 20.6 million t CO<sub>2</sub>eq.

The increase in indirect CO<sub>2</sub> emissions is attributable to grid losses involving higher energy flows in the transmission and distribution grids.

Due to the lower electricity production from nuclear energy, avoided CO<sub>2</sub> emissions decreased from 31.3 to 29.6 million t CO<sub>2</sub>eq.

The rise both in the absolute volume of sulphur dioxide and nitrogen oxides and in the specific emissions is directly attributable to substituting nuclear energy with electricity generated from coal.

### Use of water

The lower level of electricity generated from nuclear energy had an impact on the amount of water needed for cooling purposes. This is reflected in the lower figures for surface/river water drawn and cooling water discharge.

### Environmental protection expenditure

In 2012, capital expenditures for environmental protection dropped from €262 million to €180 million. This is principally due to lower investment in the Rheinfelden and Iffezheim hydro-electric power station projects in line with the advanced degree of completion and lower expenditure on the EnBW Baltic 2 offshore wind farm compared to 2011.

# Corporate social responsibility

EnBW sees itself as a corporate citizen. As a company located in Baden-Württemberg, we consciously assume responsibility within the state and beyond. Education, social events, art and culture are the essence of society. It is the objective of our wide range of social commitment to promote these areas.

## Assuming responsibility

EnBW is aware of its responsibility for society. Social responsibility is part of our sustainability strategy, which supports our corporate strategy. We are not only responsible for reliable energy supplies today and tomorrow, but also assume responsibility for the future of our society. Imparting knowledge to children and young people is particularly important to us. Sponsoring art, culture and sport – above all in Baden-Württemberg – is a high priority at EnBW (> **Management report > Goals, strategy and corporate management > p. 57**).

## Acceptance through dialogue

For a future energy concept to be accepted by the population, we need a culture of communication and public dialogue. EnBW cultivates its stakeholder relations with a range of measures from institutionalised stakeholder dialogue, offers to participate in innovative business models, such as community energy cooperatives, to educational partnerships.

As an operator of large-scale technical plants with a strong connection to its environment, it is indispensable for EnBW to keep the people in the region and beyond informed and to stay in direct contact with them. EnBW has information centres at a number of locations, inviting people to get an insight into the operation of power stations and inform themselves about energy industry topics. Our employees on site are available to visitors as discussion partners. Visitors include municipal decision-makers, environmental groups, political and cultural associations, scientific delegations, universities, specialist groups, schools, youth groups and private individuals. In 2012, EnBW Kraftwerke AG's ten information centres counted as many as 27,373 visitors (prior year: 24,558). More than 45,000 visitors took up the offer to visit EnBW in 2012 and learn about the entire energy mix used by EnBW and gain an insight into renewable, conventional and nuclear energy generation.

Social performance indicators Events	2012
	Visitors/ participants
Educational events	2,440
Debate evenings	544
Symposia	141
<b>Information centres</b>	
Visits to nuclear power plants	18,207
Visits to hydro-electric and conventional power stations	27,373
Visits to renewable energies facilities	2,352

To contribute to a better understanding of the interaction between the energy industry and climate protection as well as to safeguard Baden-Württemberg as a research location, EnBW set up a foundation for energy and climate protection in Baden-Württemberg in 2007. The aim of this international network of renowned experts is to encourage a cross-border, fact-based and even controversial discussion of effective measures in the field of energy consumption and generation that can help to achieve the climate protection targets. The results are then introduced into the public debate. Besides debate evenings with representatives from politics, industry and science, we hold symposia and action days as part of various projects. The “climate kids” project, for example, had eight schools and some 50 school classes participating over a period of three years (> [www.energieundklimaschutzbw.de](http://www.energieundklimaschutzbw.de)).

## Using social media

We are also using media such as Facebook (> [www.facebook.com/EnBW](http://www.facebook.com/EnBW)), Twitter (> [twitter.com/EnBW](http://twitter.com/EnBW)) and YouTube (> [www.youtube.com/user/EnBW](http://www.youtube.com/user/EnBW)) to provide information about our activities and enter into dialogue with our target groups. Our posts mainly deal with the topics of saving energy, innovative products and career opportunities, but also corporate announcements by EnBW.

## Community energy cooperatives



When it launched the first community energy cooperatives in 2008, EnBW brought a future-oriented model onto the market. It allows the general public and municipalities in Baden-Württemberg to build new facilities for renewable energies themselves or to participate in EnBW facilities. EnBW supports the community energy cooperatives in implementing their projects financially and with its expertise. The interested public receives support and advice from a project group. They then organise formation and information events together to present plans for projects and give the population the opportunity to subscribe to shares. It is important to EnBW to serve as a reliable long-term partner for the community energy cooperatives. The objective is to offer residents the opportunity to become involved in the implementation of concrete local projects.

## Setting the course

Children and young people are at the centre of many of our projects to promote public purposes. It is important to us to create an interest for technology and natural sciences at an early stage and to heighten awareness for the environment, climate and natural resources. We have an EnBW energy kit to support early childhood education in kindergartens. It includes experiments suitable for pre-school-age children to gain an understanding of scientific facts and also energy phenomena.

We have been an educational partner for schools in Baden-Württemberg for more than 30 years. In 2012, for example, 1,077 elementary school children in Stuttgart (prior year: 730) benefited from practical lessons at the hydro-electric power station in Münster, which among other things covered how drinking water is transported to the state capital. Teachers, students training to become teachers and kindergarten staff receive information at workshops and during themed excursions. Our commitment also extends to universities, colleges and research institutes (> **Management report** > **Research and development** > **p. 108**). We aim to promote energy technology and energy industry studies on the one hand and to win new employees with academic qualifications for our group (> **Management report** > **Employees** > **p. 95**).

In order to give school children a practical education in business beyond what is covered by their curricula, EnBW is taking part in the Europe-wide business@school initiative of the Boston Consulting Group. This invites students in the final classes of secondary school to experience themselves how companies and business work. EnBW provides contact persons for the schools participating in the initiative to support the students in their project work.

We also support individual talented children with grants under the Roland-Berger-Stiftung foundation.

## Demonstrating social and cultural commitment

Since 2006 EnBW has been working with the non-profit company Arbeit für Menschen mit Behinderungen (AfB); more than half of its employees have mental or physical disabilities. The company performs maintenance on IT hardware that has been discarded by large companies or institutions and resells them. EnBW had 43.5 t of IT end devices and electrical materials processed by AfB for re-use in 2012. Any hardware that was not functioning was separated and recycled by AfB in its in-house disassembly department in accordance with the relevant ISO standard.

EnBW's birthday cards feature pictures drawn by children. In return for the cards, we choose a different social organisation in Baden-Württemberg each year for donations. In 2012, we selected Förderkreis krebskranke Kinder e. V. and Schlupfwinkel. In addition, since Christmas 2011 we no longer send gifts to our business partners like we used to do, but make donations to regional, sustainable projects instead. In 2012, we contributed €7,500 each to the Christmas donations programmes of eight different daily newspapers. Furthermore, we give impetus for art, culture and sports. For many years, we have been supporting cultural institutions such as the Center for Art and Media (ZKM) in Karlsruhe, Stuttgart art museum and Baden-Baden festival hall whose renown extends far beyond regional boundaries. Our commitment in sports focuses on promoting youth and mass sports. We are a partner of Schwäbischer Turnerbund, the sports association with the highest number of members in Baden-Württemberg, and Badischer Turnerbund, the umbrella association of all sports associations in the Baden region. We have also founded the EnBW junior premier league and support some 50 associations in holding state-wide youth division matches.

EnBW Holding AG collected a total of €962,862 for its donations in 2012 (prior year: €1,132,835).



# Procurement

A large number of suppliers and service providers contribute to the services rendered by EnBW. We select them carefully and require very high standards. Our strict criteria for sustainable action also apply to our business partners in procurement and trading.

## Responsible procurement

EnBW strives to implement its procurement processes efficiently and economically. Qualitative, legal and sustainable aspects must be taken into account at the same time. By realising these goals and working responsibly, our procurement function contributes a positive effect to group profit. The adoption of group policies for procurement provides legal certainty and transparency in our processes. In addition, we thereby guarantee that internal and external requirements are met.

One significant task of procurement is to purchase all materials, capital goods and services for EnBW core entities. Our approximately 16,000 suppliers come from a whole range of industries and geographical areas. Around 50% are located in Baden-Württemberg. Through short supply routes we not only achieve economic savings but also preserve the environment and generate value for Baden-Württemberg. All of our suppliers have one thing in common: they must meet our sustainability requirements along the entire value added chain.

## Selection and development of business partners

Sustainable procurement begins with the careful selection of our business partners. For contracts exceeding €400,000 and grid services, prospective suppliers must in a pre-qualification process present how they practise sustainable measures relating to data protection, quality management, environmental management and industrial health and safety and how they develop these measures. In a group-wide project coordinated by our central procurement department in the group in 2012 we developed a group-wide, standardised and optimised pre-qualification process. Since completion of the project, all prospective suppliers are required to successfully pass this process for annual procurement volumes in excess of €50,000.

In defined circumstances, we perform standardised business partner reviews to analyse and minimise risks.

### Sustainability measures in procurement

<b>Supplier management</b> Prequalification Supplier selection process Supplier evaluation	<b>Risk management</b> Audits Escalation process Business partner review
<b>Communication/training</b> Sustainability reporting Training for procurement Dialogue with suppliers	<b>Rules/benchmarks</b> General procurement terms and conditions Group-wide procurement policy Development of standards Performance indicators

## Sustainable supplier development

As part of our supplier evaluation and in the course of regular supplier audits, especially for grid-related services, we review in a transparent process whether all requirements are met. Together with the specialist departments concerned, we have developed an overarching supplier evaluation system. In the event of non-compliance with our requirements, a multiple-stage escalation process instructs the supplier once more and, if there are grave defects, the business relationship may even be terminated.

Our suppliers additionally undertake to comply with standardised international environmental management norms such as ISO 14001 in the requisite goods groups. They thereby commit to a continuous improvement process with regard to their environmental performance.

## Continuous developments in procurement

Proven experts provide regular training for our employees in compliance matters (> [www.enbw.com/report2012](http://www.enbw.com/report2012) > Corporate Governance report).

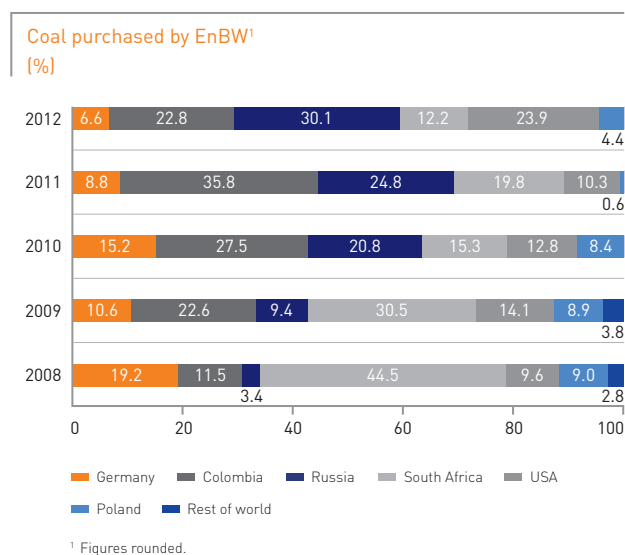
In order to reconcile and optimise our processes, we have for many years been involved in renowned associations, such as the Association Materials Management, Purchasing and Logistics (AMMPL) or the German Energy and Water Association (BDEW). Industry-wide guidelines and key indicators are increasingly being developed in the field of sustainability for procurement.

## Sustainable procurement in raw materials trading – coal as an illustrative example

Hard coal trading will in future play an important role to ensure supply reliability in the context of the new energy concept. EnBW is reliant on imports from other countries – including countries such as Colombia, which are also the subject of critical discussions by the public in Germany with respect to the effects of mining on the local population. In a dialogue with local producers and stakeholders in Germany, EnBW therefore seeks ways of making coal procurement sustainable and ensuring that social and environmental standards are complied with.

Worldwide, 6.9 billion t of hard coal were extracted in 2011. The volume of seaborne trading with hard coal had a volume of 978 million t. Of that volume, EnBW procured just under 0.5% or 4.6 million t for use in its own power stations. Only 440,000 t of the coal used for EnBW power stations was mined in Germany. Coal trade is dominated by the economic interests of the coal groups and trading companies. As end consumer, however, EnBW also feels responsible for sustainable trading. That is why we seek solutions together with producers and various stakeholders to improve sustainability in coal procurement across the entire value added chain. Transparency about the origin of coal is the first step in the right direction.

Germany had to cover as much as three quarters of its needs for power station coal from imports in 2011 and this proportion was even higher for EnBW. In 2012, some 81% of coal was imported from the three main countries from which EnBW sources its coal supplies Colombia, Russia and the United States.



Sustainable coal supply starts with a review of local mining conditions. EnBW's major producers are evaluated in terms of compliance with human rights, industrial safety, environmental protection and anti-corruption measures. The results are summarised in a sustainability register. In addition, an extensive business partner review is performed for all suppliers. This includes not only their financial creditworthiness, but also compliance with social and ecological minimum standards.

Open dialogue is another important component of EnBW's sustainability strategy. Such dialogue involves direct contact to producers and communication with governments, associations and non-governmental organisations as well as the general public. A continuous exchange is necessary to identify the requirements made of us and reach solutions together. On account of the complexity of coal trading, EnBW is not always able to solve issues on its own. However, we address any specific matters that are brought to our attention and talk to our suppliers and producers. We also use the possibilities of our membership in the UN Global Compact and other organisations to advocate responsible coal procurement and initiate changes towards a greater level of sustainability.

# Research and development

EnBW's research and innovation activities are geared towards reducing CO<sub>2</sub> emissions, increasing the use of renewable energies and ensuring the necessary flexibility of the energy system. Our aim is thus to provide the basis for improvements at EnBW and to develop new products for local solutions with renewable energies. The EnBW group spent €36.9 million on R&D activities in 2012 (prior year: €37.0 million).

## Objectives and guidelines

### Research focus



- > Further expansion of renewable energies: Our aim is to viably exploit new technologies for renewable energies and tap additional potential. In performing our research, we are primarily investing in geothermal energy and new bioenergy sources.
- > Flexibility of the energy system: Increasingly so, fluctuating renewable energies must be brought in line with electricity consumption, while also having to ensure the competitiveness of our energy system with a high share of renewable energies. In order to meet this challenge, we are looking at new technical and methodical approaches such as local storage facilities and new market models. Such approaches also include the possibility of electromobility through use of charging technology for electric cars and invoicing models as well as other concepts for combining energy and transport systems in a way that is of mutual benefit.
- > Reducing CO<sub>2</sub> emissions: As long as fossil-fuel power plants are still in use, ensuring the sparing use of fuels and environmentally friendly operations will remain an important task. In cooperation with partners from the business and scientific communities, we are involved in research projects looking into raising the efficiency of power stations, capturing carbon dioxide from flue gases and identifying new possibilities for reducing CO<sub>2</sub> levels in the atmosphere.

In the course of conducting our research activities, we develop model pilot solutions that create added value in our own plants or at our customers. Developing the solutions is intended to make a contribution to increasing the company's value. Our holistic approach is geared to sustainable energy supply, with EnBW pursuing advanced technologies to implement new developments along the

company's entire value added chain as well as applying them directly at the customer. We place special emphasis on pilot and demonstration projects.

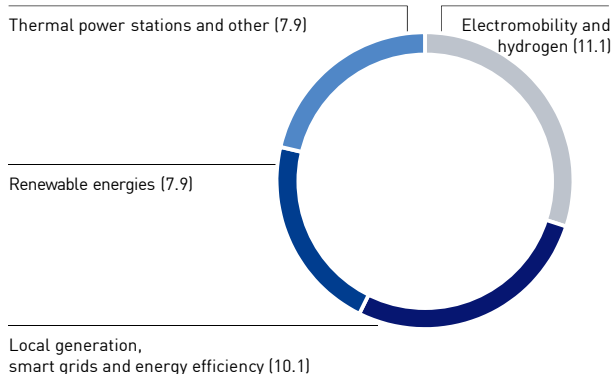
## Efficient structure

EnBW's R&D function is characterised by a lean structure. Our objective is to build up our know-how for the development of innovations with practical relevance and to make these available for creating new products and more efficient processes. We implement these new developments within EnBW companies or at our customers. For our projects, we place great value on exchanging information at an early stage with cooperation partners from science and industry. We attach great importance to concepts that are about to reach market maturity. Instead of having our own research laboratories, we have a close and trusting working relationship with our cooperation partners.

## Expenditure and personnel

In the fiscal year 2012, the EnBW group spent €31.6 million (prior year: €32.0 million) of its own funds on R&D. The group received a government research grant of €5.3 million (prior year: €5.0 million). Overall, EnBW carried out projects amounting to a volume of €36.9 million in 2012 (prior year: €37.0 million). 190 (prior year: 180) of the more than 200 employees involved in R&D projects are based at EnBW entities. There are 17 employees (prior year: 19) at the holding company's research and development unit coordinating the group's research activities. Most of the employees are engineers, scientists or economists. They also receive support from numerous students as part of the practical training offered by EnBW.

## Research expenditures (in € millions)



## Incorporating external know-how

We are continuously expanding our know-how by entering into research and development cooperation agreements. The most important external research and innovation partners are the universities, colleges and research institutes in Baden-Württemberg, in particular in Karlsruhe and Stuttgart. Germany-wide, we also work in close cooperation with universities and research institutes in Aachen, Berlin, Cologne, Darmstadt, Dortmund, Dresden, Düsseldorf, Hamburg-Harburg, Munich and Oldenburg. In total, we currently cooperate with some 50 colleges and universities.

We also use international cooperation in conducting our research projects. In fiscal year 2012, we continued with our research together with École Polytechnique Fédérale de Lausanne and additional partners into using special plants to generate electricity from previously unused waste heat at industrial customers. A pilot plant is due to be tested at two German industrial businesses in 2013. Together with a German plant manufacturer and US institutions, we also continued with our transatlantic cooperation in the field of reliability research into the smart grids of the future.

## Selected results

### Renewable energies

We are committed to tapping further renewable sources of energy. In addition to making technological improvements, increasing our competitiveness is a major challenge.

**Geothermal energy:** With our research work at the geothermal power stations in Bruchsal and Soultz-sous-Forêts in Alsace, we are making an active contribution to tapping further renewable energy sources. The geothermal power station in Bruchsal commenced operations in 2012. To this end, EnBW, together with Energie- und Wasserversorgung Bruchsal GmbH (ewb), formed a company in which EnBW has a 75% shareholding. Company operations are being accompanied by current government-subsidised

research projects aimed at further optimising the thermal water circuit and power station. These measures are intended to increase the number of operating hours a year to the high level of base load power stations. To this end, EnBW aims to examine how it can make geothermal energy in Germany a viable option. In Soultz-sous-Forêts in Alsace, EnBW is working with partners on developing enhanced geothermal systems (EGS). Since October 2011, the geothermal power station has been feeding electricity into the French electricity grid as scheduled. In this regard, research results reveal pump technology as being key to optimising operations and efficiency.

**Bioenergy:** In performing our research, we aim to exploit new bioenergy sources for local energy supply. We are also working on technical solutions for making rural biogas available to meet regional energy requirements, thereby increasing its competitiveness.

- > **“ETAMAX”:** As part of the “ETAMAX” project (meaning maximum efficiency), we are working on ways to generate and use biogas derived from biological waste in cooperation with scientists at the Fraunhofer Institute for Interfacial Engineering and Biotechnology and additional partners. At the end of October 2012 we commissioned a demonstration facility at EnBW’s power station in Stuttgart-Gaisburg. EnBW is responsible for refining the derived biogas into pure biomethane. By employing innovative technology in the form of the membrane process, the biogas generated from waste is converted to bio natural gas, stored under high pressure and prepared for use as fuel in natural-gas-powered Mercedes Benz vehicles.
- > **“BioHybrid”:** Biogas can – if used in a smart way – help support the new energy concept in rural areas, where temporary surpluses of electricity from solar, wind and bioenergy are becoming increasingly common. Previously stored biogas could be converted into electricity at night or when weather conditions are unfavourable, thereby closing gaps in electricity generation from wind and solar power. The innovative concept developed by EnBW’s subsidiary Erdgas Südwest GmbH involves collecting biogas using a yet-to-be-built biogas pipeline network when there is a surplus of electricity from renewable energies and liquefying this gas in a special plant for storage.

### Flexibility of the energy system

Integrating large volumes of renewable energies and ensuring consumption matches these volumes count among the key tasks of our energy system.

**Smart market:** The “MeRegio” project (Minimum Emission Region) subsidised by the federal government was successfully concluded after running for three years. In September 2012 we ended our collection of data on consumer behaviour in response to the different electricity

prices. These results gave rise to a functioning virtual energy marketplace for the future. The aim is to offer our customers solutions that allow them to optimise their own consumption and simultaneously ease the burden on the electricity grid. The some 1,000 MeRegio customers have also reduced their CO<sub>2</sub> emissions through more efficient energy provision and also by reducing their consumption (> [www.meregio.de](http://www.meregio.de)).

To address the issue of how new storage technology – connected to a smart electricity grid – can be used for business purposes, we began additional projects with partners in 2012. For example, we are comparing what the energy industry costs would be for the various possibilities of balancing energy generation and consumption, from flexible generation at centralised and decentralised power stations to storage and generation of hydrogen or heat.

**Smart grid:** Integrating a large number of facilities for feeding renewable energies into electricity grids requires increasing grid capacity requirements as well as high management and storage needs. The smart monitoring of grids (smart grids) is gaining in importance and can even avoid having to expand a grid to a certain extent. In addition, the current energy volumes of interconnected electricity generation units, electrical consumers and network operating equipment also have to be assessed within the electricity distribution networks. The integration of renewable energies makes it necessary to correct the voltage according to location, for example. In this connection, EnBW is involved in a variety of different projects. In the distribution grid, for example, we are also testing the possibilities of integrating more renewable energies with the help of battery storage technology, to detect energy feed-in peaks and avoid any electrical surges.

- > **“RiesLing” project:** In October 2012 EnBW Ostwürttemberg Donau-Ries, together with ABB, Deutsche Telekom and EnBW Regional AG, commissioned Germany’s first smart transformer kiosk substation with infinitely variable voltage control in Wechingen-Oberdorf. For the first time, the substation allows grid management to actively adjust the voltage within the local grid to the volume of electricity generated from renewable energies and integrate it far better into the electricity distribution grid.

**Linking the electricity grid to the gas grid (power-to-gas):** As a result of the increased, albeit fluctuating, power generated from renewable energies, there will be high energy surpluses/shortfalls in the German electricity grid in future. Technologies for storing energy over days and weeks are therefore needed that can increase the capacity limitations of today’s current electricity storage facilities many times over. Suitable alternatives today are chemical energy sources such as hydrogen or methane. In cooperation with partners from the business and scientific communities, EnBW is investigating the long-term potential of this technology as

part of the project on storage of electrical energy from renewable sources in the natural gas grid. This project, supported by the Federal Ministry of Education and Research, involves EnBW analysing the effect of various modes of operation and location-specific factors on the viability of various different power-to-gas concepts.

**Hybridisation:** We are examining the storage of electricity in the heating market as an efficient alternative to H<sub>2</sub> generation and methanisation. Hybrid heating systems that can switch between using gas and electricity depending on the availability of renewable electricity have great potential in households, district heating and industry for taking up the excess electricity generated from renewable energies.

**Local energy generation:** Another one of EnBW’s focal points is on local energy generation. We constantly strive to conduct research into new technologies and processes in order to make local solutions available for our customers.

- > **“CALLUX”:** Around eleven years ago, EnBW, one of the first energy companies to do so, began testing the promising field of fuel cell technology. Fuel cell heating systems reduce primary energy consumption. Efficient, environmentally friendly and virtually silent, the system converts natural gas directly into electricity and heat. This is why EnBW has been involved in various projects in this area, such as the “CALLUX” project, in which the participating companies intend to develop the technology in field tests with subsidies from the German federal government until 2016. In Baden-Württemberg, we aim to have installed around 200 devices by the end of 2013; over 100 fuel cell heating devices are already being tested. In 2012 we also installed the newest generation “Hexis Galileo 1000 N” which uses the fuel gas employed in an even better way. Furthermore, we commissioned the first ever wall-mounted and therefore space-saving system, thereby also enabling smaller housing units to take advantage of fuel cell heating technology. The first freely available systems are expected to arrive in the next few years.
- > **“Research platform for local generation of energies”:** The research platform subsidised by the federal government – on which we are active together with the German Aerospace Centre (DLR) – promotes the development of energy-efficient technologies. EnBW is currently working together with a plant manufacturer on the development of a prototype for an environmentally friendly micro gas turbine for commercial use, which is due to be ready for operation in 2013 with an electrical output of 100 kW. Micro gas turbines are an alternative to gas engines and are most suitable for the local energy supply of industrial plants and buildings. The turbines can be operated by means of various types of gas, including renewable, as well as liquid fuel.

**Electromobility:** Our customers and stakeholders are showing increased interest in us finding solutions for the sustainable and emission-free mobility of tomorrow. We are conducting pilot projects to examine what potential electric and hydrogen mobility have and how they can be integrated into the energy system today and in the future. This is helping us gather important data to develop offerings for our customers. Such work in 2012 included testing charging, invoicing and mobility systems for municipal partners, business partners and retail customers as part of several regional and transnational projects and market testing the first commercial offers.

- **Top cluster:** EnBW supports the “Elektromobilität Süd-West” cluster initiated by the federal government in two research projects investigating – among other things – dealing with wireless charging. The cluster bundles the know-how of renowned companies and research institutes from the Karlsruhe-Mannheim-Stuttgart-Ulm region, one that is shaped by the automobile industry.
- **Stuttgart and the surrounding region’s charging infrastructure:** With state government funding, EnBW, together with the city of Stuttgart, has built some 300 new charging stations which are also available for users of car2go, Europe’s largest electric car-sharing service with a final fleet of 500 vehicles. In this context, EnBW will increase the number of charging stations by the end of 2013 to some 500 in Stuttgart and the surrounding region.
- **Hydrogen (H<sub>2</sub>) mobility:** As part of the “H<sub>2</sub>Mobility” initiative and sponsored by the Federal Ministry of Transport, Building and Urban Development, EnBW erected two publicly accessible hydrogen filling stations in Stuttgart and Karlsruhe. In 2012, the filling station in Stuttgart was additionally equipped with a variable-output electrolysis system to enable hydrogen to be produced on site. The project will serve to test the economic feasibility of hydrogen as a storage medium for renewable energies such as wind energy. The findings from these projects will be incorporated on an ongoing basis in current investigations into potential business models along the H<sub>2</sub> value added chain. Drawing on its experience, EnBW will support the creation of a nationwide service station infrastructure for hydrogen fuel cell vehicles in Germany over the next few years.

## Reducing CO<sub>2</sub> emissions

**“Power Stations of the 21st Century”(KW21):** Despite the rise in the share of electricity generated from renewable energies, consumers will still largely be relying on electricity from fossil fuels for the next few decades if solar and wind power are unable to meet demand. EnBW is therefore working together with partners to examine how it can run

its fossil-fuel power stations in a way that is even more efficient, flexible and environmentally friendly. As part of the “KW21” research initiative concluded in 2012, 23 research groups worked with eleven industrial partners – including EnBW – on 70 projects surrounding this issue. The results went towards improving our own plants and processes.

**Increasing efficiency in power station technology:** Existing power stations must be further developed in order to be able to feed a significantly higher volume of electricity generated from renewable energies into the electricity grids. They must be able to establish a balance between the fluctuating and difficult-to-forecast feed-in volume and current demand where storage facilities are unable to do so. Our power station research involves us examining how quickly performance changes are possible, what products can be purchased on the balancing energy market and at what cost the stability of conventional power stations can be granted. To this end, we work together with partners to examine various different processes for providing balancing energy and the operating costs they incur. Using the findings we make, we aim to identify optimisation potential for the various different power stations. We also looked at the effect of fluctuations in energy output on supply reliability. Another project involves us investigating steam plant processes with carbon separation in providing balancing energy.

**Carbon capture:** EnBW is investigating various different carbon capture technologies. The findings made form an important basis for complying with environmental and permit conditions. They also allow EnBW to keep a record of carbon capture when constructing new power stations and expanding existing ones. Our projects primarily deal with reducing the high level of energy needed for separating the CO<sub>2</sub>, thereby forfeiting only a few percentage points of power station efficiency. We are looking at two promising methods at our own test facilities, also with regard to the scalability of large-scale plants. Our test facility at the Heilbronn hard coal power station uses aqueous amine solutions to clean CO<sub>2</sub> from the flue gases created in the course of incineration. In 2012, we also ran extensive measurement campaigns there with partners to optimise consumption of energy and resources, among other things. We also continued with our research into the pilot plant using the carbonate looping method, which we set up in 2010 together with the University of Stuttgart. This plant involves adding lime powder to the flue gases which then chemically binds to the CO<sub>2</sub>. In a second step, the CO<sub>2</sub> is separated from the lime and is prepared for further use. This method promises further improvements in future in terms of the loss of efficiency, emissions and consumables compared to the amine scrubbing process used in Heilbronn.

## Subsequent events

EnBW Baltic 2 GmbH and the European Investment Bank concluded a financing agreement on a long-term investment loan of €500 million for the offshore wind farm EnBW Baltic 2. The loan had not been drawn as of the reporting date 31 December 2012.

There were no other events after 31 December 2012 which would be significant for assessing the net assets, financial position and results of operations of EnBW.

# Key features of the financial reporting internal control system

## General

The purpose of EnBW's financial reporting internal control system (ICS) is to ensure that the financial reporting is reliable and in compliance with laws and regulations. In order to guarantee that the ICS is effective, the group-wide control mechanisms are tested regularly at entity and group level to ascertain that they are suitable and functioning. If control weaknesses are identified and considered relevant for the financial statements, they are then remedied on a timely basis. The ICS methodology in the EnBW group is based on the COSO standard, an internationally accepted framework for internal control systems.

If the control mechanisms reach a standardised and monitored degree of maturity and there are no material control weaknesses, then the financial reporting ICS qualifies as effective. The degree of maturity reflects the understanding of an ICS within the company as a useful method of risk provisioning and the level of implementation of the group-wide ICS methodology at group entities. Materiality of control weaknesses is measured as the probability of occurrence and the extent of a potential misstatement in proportion to the financial statement items concerned. As a component of the financial reporting ICS, the financial reporting risk management system defines measures for identifying and assessing risks that jeopardise the objective of compliant financial statements.

Despite having established an ICS, there is no absolute assurance with respect to the objectives and completeness. The effectiveness of the ICS can be impaired in exceptional cases by unforeseeable changes in the control environment, fraud or human error.

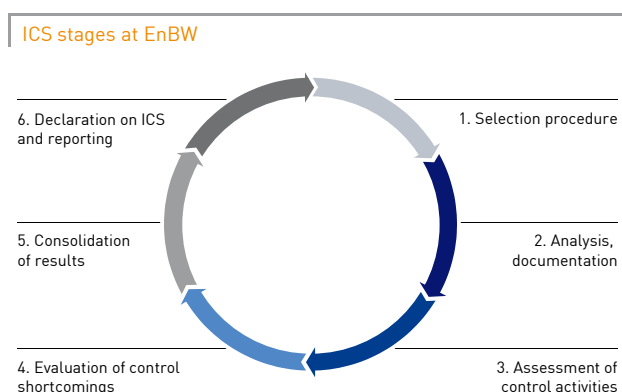
## Structure

EnBW's ICS is divided into a central and a local organisation. All major entities have an ICS officer, who monitors the effectiveness of the ICS at entity level and evaluates any control weaknesses as they occur. An ICS report is prepared for the entity on an annual basis and approved by the entity's management. The ICS officer at group level assists the entities with implementing a harmonised approach and consolidates the data surveyed. A consolidated ICS report for the group is provided to the group's Board of Management every year, which serves as the basis for reporting to the Supervisory Board's audit committee.

## Process

Standardised processes ensure completeness and consistency in the preparation of the financial statements and financial reporting. The financial reporting ICS defines controls designed to guarantee compliance with the group's accounting policies as well as procedural instructions and deadlines for the individual accounting processes. The ICS has an annual cycle to monitor that documentation is up to date, that the controls are suitable and functioning and identify and assess any control weaknesses.

Relevant entities, significant financial statement items and processes as well as controls are defined in a risk-based selection procedure. The procedure is based on quantitative and qualitative risk indicators.



The defined processes and controls are recorded in a central documentation system. The documentation phase is followed by an assessment of the effectiveness of the control activities, which evaluates whether the control activities are in principle suitable for reducing the risks of misstatement in financial reporting. The defined controls are also reviewed to ascertain that they are functioning by regularly monitoring the implementation of the controls and appropriate documentation of the same. If any control weaknesses are identified, their effect on the financial statements is evaluated. The results are presented in a report at entity level and in a consolidated report for the group. Furthermore, the internal audit function regularly performs ICS reviews for selected group companies as part of risk-oriented audit planning.



# Risk and opportunities report

The EnBW group's risk situation intensified in 2012. EnBW faces major challenges on account of the new energy concept introduced in Germany and the associated political and regulatory consequences. This gives rise to considerable risks, but there are also opportunities for new business activities. We use strategic and operating measures to minimise risks and seize opportunities. There are currently no risks to the group's ability to continue as a going concern.

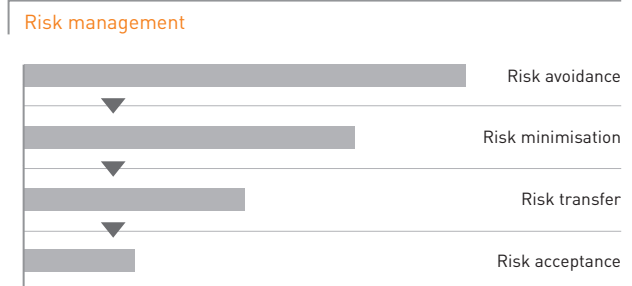
## Principles of risk management

EnBW defines risk as potential negative variances from its planned net assets, financial position and results of operations. Risks arise from events that either can basically be planned, but are still subject to chance, or that are not foreseeable. The risks for the EnBW group can be subdivided into the following categories: systemic and industry risks, strategic risks, operating risks, financial risks, legal and other risks.

Risk management at the EnBW group coordinates the proactive and preventive process of managing internal and external risks to EnBW's business activities. The process comprises risk identification, analysis, assessment and reporting.



Risk management involves measures to avoid, reduce or transfer risk, to make provision in the balance sheet for risk or accept the risk. The observation period analysed by risk management generally extends to the medium-term planning horizon; risks to which special importance is attached are also taken into account beyond this period.



## Structure and process of risk management

The EnBW group's risk management system is divided into central and local units. The group risk management function at the level of the holding company is responsible for specifying group-wide methods and processes and risk reporting to the Board of Management. The group's risk management guidelines define the handling of risks across the group. Starting at the level of the individual entities, risks are aggregated along defined reporting lines throughout the group.

In its function as a central steering body, the group's risk committee, with the inclusion of the individual entities, addresses questions and issues relating to risk management from various group perspectives. It also ensures the quality of the group's risk report. The Supervisory Board is also informed regularly of the group's risk situation. Within the Supervisory Board, the audit committee is specifically responsible for the detailed assessment of the group's risk situation.

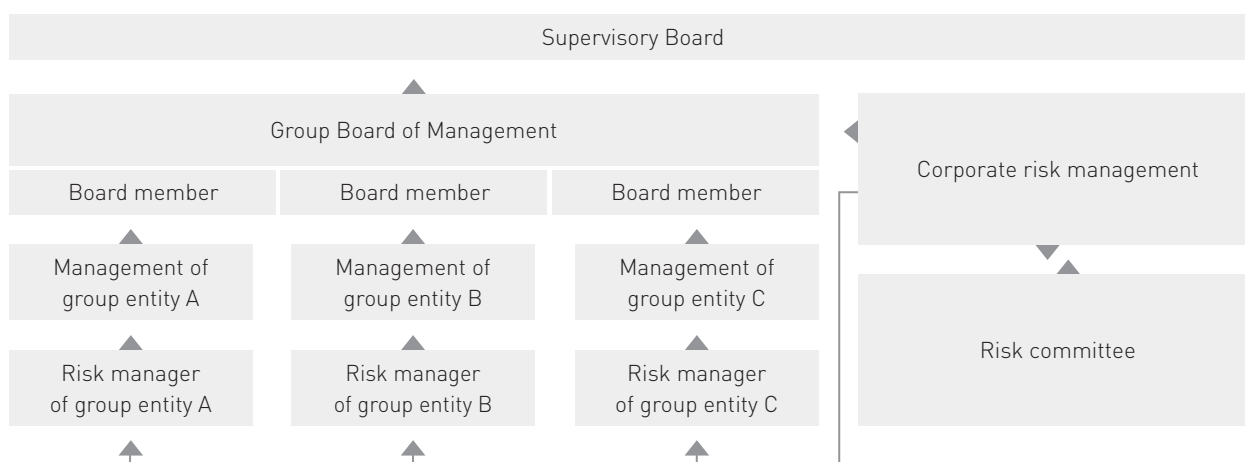
The risk management process is integrated in the operational processes of the EnBW group companies and at the level of the holding company as a continuous procedure. There are various stages of reporting and escalation. The materiality threshold for risks is a potential loss of €1 million over a three-year planning horizon. Control of these risks is the responsibility of the respective entity's management.

Risks of €20 million or more in the planning horizon or €10 million or more in the first budget year are reported to the relevant member of the Board of Management. The group risk threshold is €50 million over the planning horizon. Such risks are presented to the entire Board of Management. The group's risk reports are submitted on a quarterly basis in standardised form. In the case of significant changes in risks, this is performed on a monthly basis as part of a special reporting process. The Board of

Management is informed without delay of the occurrence of any acute risk situations needing immediate attention.

Any risks with a probability of occurrence of up to 50% are subject to an individual review as to whether they have to be dealt with in the next planning round. If there are any risks that are more likely than not, they are taken into account in the planning, with accounting measures being taken as far as possible in the consolidated financial statements in accordance with IFRSs.

### Structure



As part of the ongoing development of our risk management process, we expanded the bottom-up process we have in place by adding a systematic top-down perspective. This will provide us with an even more extensive all-round view and allow us to realise additional potential benefits. In a further step, we employ a stochastic model for assessing the top opportunities and risks over the medium-term planning period. This makes it possible to determine the range of the future group net profit or loss and additional targets. We support the development of our employees' professional expertise with regard to risk management by holding workshops and events on a regular basis.

sector threatening to arise as a result of a potential fall in confidence, thus hampering recovery of the real economy. There could also be negative developments stemming from failure of the reform process in Greece as well as an economic downturn in the US as a result of the unbalanced budget, a problem which is yet to be resolved. Ongoing risks include the increased instability of societies in the Middle East and the significant risks this poses to global oil supplies. Against this backdrop, it is not possible to rule out economic risks as well as turbulence on the financial markets with repercussions on the business development and assets, which could result in renewed impairment losses.

## Environment and industry risks

### Economic risks

**Economic situation:** Global economic development has lost momentum in virtually all sectors (> **Management report > Economic environment > p. 61ff**). Despite this, the global economy is expected to report stable growth next year, albeit at a moderate pace in a longer-term context. Here it should be noted that economic development is being carried by the expansive monetary policy of various central banks, with the risk of higher inflation increasing as a result. Should the political willingness within the European Union to perform consolidation measures and structural reforms wane, this would pose another major risk to economic development, with a latent crisis in the European financial

**Pension obligations:** The pension obligations of the main subsidiaries are bundled at EnBW AG. We strive to cover the group's non-current pension provisions within an economically reasonable period of time by means of investment in appropriate financial assets. As a result of falling interest rates, we were forced to adjust the discount rates for pension obligations in 2012. As of the close of fiscal year 2012, the discount rate was at 3.80%, down 1.45 percentage points on the prior-year interest rate. This resulted in the present value of defined benefit obligations increasing by €1,051.4 million. The procedure used to calculate the interest rate was changed in the fourth quarter of 2012. The fall in the discount rate is primarily attributable to the currently low interest level stemming from the European debt crisis. The discount rate for pension

provisions remains exposed to opportunity and risk depending on how interest rates develop. The resulting changes in the present value of defined benefit obligations can in turn affect the amount of EnBW's adjusted net debt.

**Nuclear power provisions:** Key factors influencing the present value of nuclear power provisions are the discount rate and inflation rate. A potential diverging development of both factors – a downward trend in the discount rate in contrast to an upward trend for the inflation rate – gives rise to the risk of the present value of nuclear power provisions increasing. An increase in the present value could have a negative effect on the amount of adjusted net debt, thereby jeopardising EnBW's rating.

**Settling the balancing group:** As a transmission system operator, TransnetBW GmbH (TNG) is responsible for the procurement and use of balancing energy and settles any imbalances within the balancing group of the respective balancing group manager. There is also a possibility that external balancing group managers do not comply with the regulations on how to manage their balancing group and that their balancing group is not covered by energy timetables. This could also arise from fraud. In this case, TNG would have to offset the balancing energy used as part of the settlement of balancing energy with the balancing groups affected. Should these balancing groups not be able to meet their payment obligations, TNG would sustain a financial loss as a result. There is a risk that the Federal Network Agency will not allow the loss to be transferred via the network user charges.

## Market development

**Market price risks:** Almost all assets and transactions of our group entities in the areas of generation, trading and sales are exposed to market price risks. The valuation and management of the profit or loss potential arising from changes in market prices is a main task of our risk management. Our risk management and risk controlling are based on best practices and adapted to reflect market developments on an ongoing basis. On a daily basis, EnBW Trading GmbH's (ETG) risk controlling records market price fluctuation and credit risks, compliance with the limits and earnings measured against current market prices. ETG secures the group net profit by hedging the energy price risks on the forward markets at an early stage. The concept underlying the hedging strategy also involves the use of opportunities. The risk management for our electricity generation gives priority to financial hedging of falling electricity prices and rising prices for fuel and emission allowances. The core business of ETG is to market our own generation products, and to hedge them against market price risks, primarily via the wholesale market. However, these risks can only be hedged over a limited period of time. Despite its hedging strategy, when selling the electricity quantities generated EnBW is exposed to the long-term risk of falling electricity prices and the risk of an unfavourable

development of the fuel prices in proportion to electricity prices. The central body of our risk management is a risk management committee in which various group entities along the value added chain and the group's holding company are integrated. Through risk management in the sales function EnBW ensures that the anticipated sales volume is available. ETG also hedges currency risks from the purchase of fuels which are traded in foreign currency. The potential for optimisation arising from opportunities which result from the flexibility of our power stations continuously used on the basis of current market prices. In order to generate additional income, ETG uses its know-how on the energy markets to trade for our own account in addition to managing the risks.

The following significant market price risks are inherent in market development:

In the context of EnBW's energy trading activities, energy trading contracts are entered into to manage price risks, optimise power stations, offset burdens and optimise margins. Trading for own account is only permitted within narrow, clearly defined boundaries. The price risks mostly arise from the procurement and sale of electricity, the procurement of coal, gas and oil as fuels and the procurement of emission allowances. Furthermore, the EnBW group is exposed to price risks from speculative items entered into in own-account trading. The price risks are hedged using appropriate financial instruments on the basis of continuously monitored forecasts of market prices. The hedging instruments used in 2012 were forwards, futures, swaps and options. As of 31 December 2012, the nominal value of all energy derivatives totalled €45,355.1 million. The market value of all energy derivatives was € -400.1 million.

The EnBW group has exposure to foreign currency risks from procurement and hedging of prices for fuel needs, as well as from gas and oil trading. In addition, EnBW has currency risks arising from liabilities denominated in foreign currency. We hedge this currency risk with the help of appropriate standardised financial instruments on the basis of continuously monitored exchange rate forecasts. The EnBW group principally has exposure from US dollars, Swiss francs, Hungarian forints and Czech koruny. The net assets tied up at foreign group entities outside the euro area and the translation risks are only hedged against exchange rate fluctuation in exceptional cases.

The EnBW group and EnBW AG use interest-sensitive financial instruments in order to meet the requirements of operational and strategic liquidity management. Interest rate risks therefore only stem from floating-rate instruments. On the assets side, there is interest exposure from bank balances and on the liabilities side from floating-rate liabilities to banks. There is also exposure to interest rate risks from derivatives in the form of swap transactions, primarily in the euro area. A sensitivity analysis is provided

in the section on “Accounting for financial instruments” in the notes to the consolidated financial statements. The nominal volume of interest and currency derivatives amounted to €5,816.3 million as of 31 December 2012. These derivatives had a total market value of €125.2 million.

**Competitive risk:** The intense competition in the retail customer business as well as the B2C and B2B sectors harbours the risk that we might lose customers. Willingness on the part of customers to switch providers is high, resulting in price and margin risks should it not be possible to pass on energy industry costs to customers.

**Electricity procurement agreements:** Group electricity procurement agreements can give rise to financial burdens when market price conditions are unfavourable. EnBW has recognised a provision for onerous contracts for an electricity procurement agreement.

### Political and regulatory risks

**New energy concept:** The package of laws on a new energy concept adopted in summer 2011 presents major challenges for the energy industry in Germany. The French president Hollande also announced his intention to reduce France's share of energy generated by nuclear power to 50% by 2025, primarily by shutting down individual nuclear power plants. As a result, the nuclear power plant in Fessenheim in France will most likely be permanently taken off the grid – several months earlier than originally planned – at the end of 2016. There is a basic risk that EnBW will have to share the costs for dismantling the power plant. However, in the opinion of EnBW, the power plant operator cannot legally claim this. The matter is being investigated. There also remains the risk of higher investments potentially having to be made for modernising power plants and, as a result, higher electricity procurement expenses for EnBW as well as for the power plant at Cattenom.

To date, no definitive solution has been found to tackle the problem of how to ultimately store highly radioactive waste in Germany. A site identification act (governing the search for an ultimate repository) that has yet to be enacted is set to identify a suitable location. A preliminary assessment – still fraught with uncertainty – of the resulting costs EnBW would have to bear runs into the mid-hundreds of millions. According to the regulation on advance payments for the establishment of federal facilities for safe custody and ultimate storage of radioactive waste (Endlager VIV), the costs for the investigation of storage locations must be borne by companies using nuclear energy, such as EnBW.

The legal obligation of operators to bear costs for an alternative site to Gorleben is under dispute. It therefore cannot be ruled out that the costs of the exploration and development of ultimate storage locations as well as ultimate storage itself could have significant adverse effects on the net assets, financial position and results of operations of the EnBW group.

Following the new energy concept, EnBW shut down two nuclear power plants in March 2011 and the operations of these plants finally ceased on a permanent basis in summer 2011. EnBW has concluded long-term supply agreements with uranium suppliers. The shutdown of its nuclear power units means that EnBW now needs significantly less uranium than previously planned. Failure to comply with the contractually agreed purchase volume means EnBW risking having to make compensation payments to its suppliers. Depending on how market prices develop, there is a risk of EnBW's potential compensation payments exceeding the balance sheet provision for risk recognised.

### Nuclear fuel rod tax and agreement on the fund to promote renewable energies:

The German Nuclear Fuel Rod Tax Act entered into effect on 1 January 2011 and provides for a tax rate of €145 per gram of nuclear fuel employed. The tax will be levied over the period from 2011 to 2016. Despite the 13th amendment to the German Atomic Power Act coming into force and the seven oldest German nuclear power plants and Krümmel nuclear power plant having to permanently discontinue operations, the federal government continues to stand by the nuclear fuel rod tax. This places a considerable burden on EnBW's operating result between 2011 and 2016. In July and November 2011, EnBW filed actions at the Baden-Württemberg finance court, Freiburg external senate, relating to the registration of the nuclear fuel rod tax for its shut-down nuclear power plant units Philippsburg 2 (KKP 2) and Neckarwestheim II (GKN II), lodging an appeal for suspension of enforcement. EnBW is of the opinion that the tax violates constitutional and European law. The Baden-Württemberg finance court rejected the action in January 2012. After gaining approval, EnBW appealed to the Federal Finance Court. To optimise costs, it decided not to appeal in parallel proceedings relating to GKN II. As the Federal Finance Court in Munich had rejected a similar appeal relating to Grafenrheinfeld, there was no chance of success for EnBW Kernkraft GmbH (EnKK) had it filed an appeal.

The main actions filed are still pending at the Baden-Württemberg finance court. A decision on the GKN II proceedings is not expected until the second quarter of 2013 at the earliest. At the application of both parties, the KKP 2 proceedings were suspended for reasons of procedural economy until a decision has been reached on GKN II.

In July 2012, a new nuclear fuel rod tax declaration was filed for KKP 2 in the amount of €124.3 million. Direct action against the tax declaration was filed at the Baden-Württemberg finance court, thus steadily continuing the current legal action. Finally, in November 2012, a new nuclear fuel rod tax declaration was filed for GKN II in the amount of €151.5 million. Direct action was also filed at the Baden-Württemberg finance court against this tax declaration.

By order of reference dated 29 January 2013, the Hamburg finance court declared the nuclear fuel rod tax act to be unconstitutional. Consequently, the act will be presented to the Federal Constitutional Court for judicial review. It is likely that EnKK's proceedings relating to KKP 2 and GKN II will be suspended until a decision has been made by the Federal Constitutional Court.

As part of the legislation passed at the end of 2010 to extend the working lives of German nuclear power plants, the federal government and operators of nuclear power plants signed an agreement on a fund to promote renewable energies. It comprised three components: an extension of the working life of nuclear power plants, nuclear fuel rod tax and promotion of renewable energies. According to the agreement, the extension of the working life of nuclear power plants was linked to prepayments into a fund to promote renewable energies. From 2017 onwards, such prepayments were to be credited to the contribution of €9/MWh on the additional volume of electricity generated from the extension of working life. From the view point of nuclear power plant operators, the fact that the 13th amendment to the German Atomic Power Act has now been enforced means that there are no longer any payment obligations.

**Network use:** The German Incentive Regulation Ordinance and the associated revenue caps and network user charges may be subject to changes within a regulation period. In accordance with Sec. 19 (2) German Electricity Network User Charges Ordinance (StromNEV), network user charges for energy-intensive customers do not apply or will be charged on an individual basis. The transmission system operators perform an equalisation of burdens between themselves in this context and determine and publish a nationwide, standardised cost allocation. As specified by the Federal Network Agency on 14 December 2011, the cost allocation is to be initially determined on the basis of budget figures. The financial risk is minimised in that potential differences to the actual values are taken into account when calculating the cost allocation for following years.

**Retrofitting masts:** A state-of-the-art safety level is currently being defined for existing masts. It is possible that the demands of the Baden-Württemberg energy regulator will no longer just be limited to inspecting and, if necessary, retrofitting masts manufactured from Thomas steel in future as has been done in the past, but may apply to all masts. Should it emerge during a reliability review that the requirements have not been met, this would necessitate retrofitting measures or the construction of new masts, which have not been taken into account in the current business plans.

**Abuse proceedings relating to balancing energy:** The abuse proceedings initiated by the Federal Network Agency against German transmission system operators are yet to be concluded. Since May 2010, all German transmission system operators have used the grid balancing organisation, which serves to minimise contradirectional non-harmonised use of balancing energy. This helped to resolve the proceedings with regard to the system-related contradirectional non-harmonised use of balancing energy between the four German balancing zones. There is a risk that some of the costs incurred for balancing energy since 2006 by our transmission system operator, TransnetBW GmbH, might not be recognised and will reduce network user charges in future periods.

**Implementation of the third energy liberalisation package:** The amendment to the German Energy Industry Act (EnWG) that came into force in summer 2011 contains stricter unbundling requirements for transmission system operators. EnBW has implemented the ITO model. The legal provisions lead to considerable synergy losses. There is a risk that the Federal Network Agency does not recognise or only partly recognises the dis-synergies.

**Amendment of the German Water Resources Act:** In line with the amendment made to the Water Resources Act in 2009, existing state ordinances on handling substances hazardous to water at plants were removed and replaced with a nationwide ordinance. Following its anticipated entry into force in mid-2013, this will mean plants will require retrofitting in the medium to long term, especially in the grid segment.

**Regulation of system services:** At the end of the first regulation period, the voluntary commitment currently in place for balancing energy and grid loss energy will expire. For this reason, there is the regulatory risk for the electricity transmission grid that these system services will not be regulated or regulation will be modified.

**EEG cost allocations:** The new energy concept and the accelerated expansion of renewable energies – which ended up being greater than expected – also has the effect of increasing cost allocations under the German Renewable Energies Act (EEG). Energy suppliers and therefore EnBW are

obligated to pay the required allocation amount. For EnBW, there is currently the risk of not being able to pass on the higher payments to customers in the case of fixed-term contracts with a price guarantee. Only after the contractual terms have expired can the sales function make an appropriate price adjustment.

**Temporary shortfall in the EEG account:** The greater-than-forecast expansion in EEG quantity volumes increases the EEG remuneration payments within TransnetBW GmbH. As the EEG cost allocation is set for each calendar year, higher payments cannot be settled during the year. Consequently, the resulting shortfall for 2012 will most likely be settled with the EEG cost allocation for 2013. As of the reporting date 31 December 2012, there was a net deficit in the EEG bank account, thereby increasing EnBW's net debt. There is the same risk of this happening for subsequent years.

**Use of reprocessed plutonium:** Until March 2011, nuclear fuel from the Neckarwestheim I nuclear power plant was reprocessed in Sellafield (UK). According to the German Atomic Power Act (AtG), plutonium obtained through reprocessing must be used as a fuel in Germany, the EU or Switzerland. This is only possible with special mixed-oxide (MOX) fuels, which must now be produced exclusively at a plant in France following the closure of the MOX plant in Sellafield. However, the law does not currently allow the plutonium to be transported from the UK to France. In order to fulfil the statutory obligation on the reuse of plutonium while its own power plants are still in operation, it is planned to produce MOX fuel rods in France in combination with a plutonium title swap in the UK. This solution, in compliance with German Atomic Power Act, renders the transportation of plutonium unnecessary and puts EnKK's plutonium stocks in Sellafield to zero. This solution poses potential risks in the form of contractual risks, additional costs or even risks relating to deadlines that could exceed the provision made in the accounts. The occurrence of one of these risks could have significant adverse effects on the net assets, financial position and results of operations of the EnBW group.

## Strategic risks

### Capital expenditures

**Viability of capital expenditures:** The EnBW group is pursuing a host of new construction projects that are by their very nature highly complex and involve the interaction of a large number of participants. For this reason, it is impossible to rule out events in the construction process that will lead or could lead to deviations from the planned project schedules involving delays and cost increases. There is a risk at the moment that construction work for the new RDK 8 hard coal power station could be delayed further beyond the end of 2013 and that construction of unit 9 of the large-scale power plant in Mannheim (GKM 9) could be delayed until 2015. For the offshore wind farm EnBW Baltic 2

currently under construction, there is a risk of costs increasing as well as the commissioning being delayed beyond 2014. As a result of the lengthy discussions on amending the German Energy Industry Act (EnWG) and the German Renewable Energies Act (EEG), EnBW postponed its investment decision for its planned wind farm EnBW Hohe See in the North Sea. The provisions of the EnWG regarding binding deadlines for connecting offshore wind farms to the grid do not themselves offer any planning certainty. The uncertain framework conditions mean there is a risk of incurred project expenses having to be written off.

**Divestitures:** As part of implementing the corporate strategy, EnBW is planning targeted recoverable activities involving the sale of existing equity investments. The divestiture portfolio is being expanded by means of participation models for renewable energies – such as for the offshore wind farm EnBW Baltic 2 – and the sale of assets. Based on past experience, this gives rise to uncertainties regarding the realisation of reduced or surplus revenue, time delays in the activities mentioned as well as the amount of net debt reduction. Should the divestiture proceeds generated not meet our expectations and projections, this would affect the investment ability of the group.

**Investments:** If the acquisition of the EnBW shares held by EDF until 17 February 2011 by NECKARPRI-Beteiligungs-gesellschaft mbH (NECKARPRI), attributed to the federal state of Baden-Württemberg, and the conclusion of a shareholder agreement between NECKARPRI and OEW Energie-Beteiligungs GmbH were to represent a change of control within the meaning of the agreement with EWE, EnBW would be obliged to offer its shares to the municipal shareholders of EWE at the market price as determined by an expert appraisal. EnBW is of the opinion that there was no change of control. The municipal shareholders, however, requested that EnBW make an offer. EnBW did not comply with this request. In the event that the parties do not come to a mutual agreement, there is a risk that the sales price will be below the current carrying amount at EnBW.

For investments that are to be stated at market value using share prices, there is a risk of impairment losses if share prices were to show negative developments. For this reason, there is currently a risk of an impairment loss being recognised on EnBW's investment in EVN AG.

## Other strategic risks

**Renewal of franchise agreements:** In 2012, around 70 franchise agreements were renegotiated and concluded. By focusing on municipal targets and our established franchise and relationship management, the EnBW group has managed to maintain virtually the same number of franchises despite the increased competition with municipal utilities. Some 100 electricity and gas franchise agreements within the network territory of EnBW and its main equity investments expire by 2014 and are up for renegotiation. Major franchise agreements for EnBW are those with the municipalities that are members of the Neckar-Elektrizitäts-Verband and the cities of Stuttgart, Düsseldorf and Heilbronn. Towns and municipalities are increasingly showing an interest in returning their electricity, gas and water supply networks to public ownership. The city of Stuttgart will resume operation of its own water supply as of 1 January 2014. It has also established a municipal utility for activities relating to the supply of energy. In the event that an integrated energy supplier acquires the franchise, there is a risk that this company would then gradually lure away the remaining customers of EnBW's sales functions as part of a network transition. Success of the new energy concept in Germany requires smart and high-performance grids. The distribution grids are becoming more and more fragmented as a result of tendencies towards moving back to municipal ownership, with supply reliability and quality also being hit. As a company partly owned by the state, EnBW is an attractive partner for the municipalities and their municipal utilities as part of the new energy concept. We actively approach towns and municipalities with a variety of offers. In addition to extending franchises, the offers also involve entering into partnerships with municipalities and municipal utilities.

**"Fokus" efficiency programme:** The "Fokus" project is currently on schedule, with the full impact of improvement measures being felt as of 2014, one year earlier than originally planned. For fiscal year 2012, improvements in earnings already exceeded original expectations. However, there is still the risk in future years of the structural and value added chain projects not realising their full potential in terms of planned improvements in earnings. This risk will be reduced to the extent that the prerequisites for realising improvements in earnings are put in place.

## Operating risks

**Internal and external factors:** The production processes along our value added chain in the business segments of the EnBW group involve complex and highly specialised plant and equipment. We make every effort to avoid damage to our plants and minimise downtimes. To prevent intrinsic risks, we use cutting-edge technology, carry out regular maintenance at our facilities and train our staff. However, despite the high standards, it is not possible to rule out risks completely. External factors tend to impact our processes

very rapidly and unexpectedly, making risk assessment difficult. We strive to counter such risks with preventive measures.

The economic effects of operating risks are minimised, among other things, by taking out insurance if this is possible and economically justified. Every year, we analyse the effectiveness of the insurance cover and any additional requirements to guarantee that we are adequately insured should damage to property occur. We select the amount of the deductible based on what makes economic sense. Business interruptions, depending on how long they take, can significantly impact the operations of the group.

Events at the Philippsburg nuclear power plant (KKP 2) from 2009 and 2010 were analysed by external appraisers. The overall assessment by authorities could demand that measures are taken, thus leading to increased expenses.

**System responsibility:** The German Energy Industry Act assigns EnBW, as an operator of transnational and long-distance transmission networks in the electricity and gas segments, with what is termed "system responsibility". The networks have been subject to changes in requirements over the last few years. Transmission system operators expect that the transmission grid will only be able to be operated subject to more and more extensive intervention in accordance with European minimum safety standards. This has increased the risk of bottlenecks in the electricity and gas grid leading more frequently to supply-related irregularities or disruptions. Should it not be possible to eliminate a disruption or danger to reliable network operations in good time or at all by means of the usual mechanisms in place, the operators of transnational and long-distances transmission networks are entitled by law to perform emergency measures for the duration of which all obligations to perform are suspended. While EnBW's liability as operator of transnational and long-distance transmission networks is excluded for pecuniary damage arising from such emergency measures, EnBW does, however, bear the general risk of failure to assess whether a given situation constitutes an emergency. Should supply irregularities or interruptions arise, EnBW will be liable for any resulting damage, with the legislator having provided for certain limitations of liability (German Low-Voltage Grid Connection Ordinance – NAV). A reputation risk cannot be ruled out.

**VAT fraud in energy trading:** By participating in cross-border energy trade, there is a risk even for legitimate market participants of being subject to VAT carousel fraud. In fiscal year 2012, the tax authorities issued amended VAT notices to EnBW for the 2009 and 2010 assessment periods in the amount of €50 million. The amendments relate to purchased CO<sub>2</sub> emission allowances, which the tax investigation office does not deem to be tax deductible as, in its opinion, EnBW could have realised that the seller was

involved in VAT carousel fraud. The expenses at hand were recognised under other taxes and the debt paid even though EnBW contests the claims and filed a protest accordingly. A receivable from the tax authorities was not recognised as although it was expected to be realised, it cannot be deemed sufficiently probable as of the end of the reporting period.

## Financial risks

**Counterparty risk:** Apart from customer transactions, transactions on the over-the-counter (OTC) market present counterparty risks. OTC transactions are entered into to hedge and optimise power station capacity in the trading area. On the trading side, counterparty risk consists of settlement risk and mark-to-market risk. Settlement risk arises from unsecured receivables from trading partners and sales-based customer relationships. The mark-to-market risk is the result of market price fluctuations. Price movements affect the value of open positions in the trading and customer portfolio. As a result, this gives rise to a resale/replacement risk in the event of default by a trading partner, with the latter meaning that the position has to be repurchased at the then current market prices.

In order to reduce the counterparty risk, we entered into bilateral margin agreements with some of our trading partners. This involved managing existing counterparty risks by providing collateral, thereby keeping the counterparty risk from the business relationship within the defined level. For trading partners on the OTC market, we define individual credit limits on the basis of their credit standing. Counterparty risk is established and adherence to the line of credit and spread thereof are monitored on a regular basis. We generally carry out OTC market transactions on the basis of master agreements, for example those published by the European Federation of Energy Traders (EFET), the International Swaps and Derivatives Association (ISDA) or the International Emissions Trading Association (IETA). Counterparty risk is excluded by clearing transactions through energy exchanges such as the EEX or ICE and the clearing bank. None of our OTC business partners filed for insolvency in 2012.

Margin regulations for stock market transactions and bilateral margin agreements may lead to short-term cash outflows as a result of unfavourable market developments. These are settled again upon fulfilment of the underlying futures. This liquidity risk is constantly monitored by performing stress tests. In fiscal year 2012, the finance industry saw its creditworthiness drop and several financial institutions downgraded as a result of the euro crisis. This increased the credit risk as a result. There is the risk that the euro crisis will spread to the real economy, leading to a further rise in the credit risk. We limit the potential negative impact where we can by means of active monitoring and management of customer and trading partner credit risks.

**Rating:** The new energy concept in Germany is burdening the economic situation and outlook for German energy suppliers. The rating agencies are analysing the challenges faced by the energy industry and continue to observe market participants closely. Accordingly, EnBW is in an ongoing dialogue with the rating agencies. Standard & Poor's confirmed EnBW's "A" rating and stable outlook in November 2012. Ratings issued by Moody's and Fitch remain unchanged at A3 (outlook negative) and A- (stable). We are nevertheless aware of the risk that the rating agencies could downgrade EnBW's credit rating if EnBW does not fulfil the expectations of the agencies (> **Management report** > **Financial position** > p. 74ff).

**Asset management:** In pursuit of its conservative cash investment strategy, EnBW is guided by the aims of achieving a good credit standing, a high level of liquidity and broad diversification of the investments. We continued to pursue this strategy in 2012. There was a heightened risk of impairment in 2011 with regard to the portfolio of securities in connection with the euro debt crisis and the resulting impact on the international financial markets. This risk materialised in some cases. The nature of the markets means that there remains a risk of target returns not being achieved as well as other impairments. The value at risk determined per security as of the reporting date is €63.8 million (95%/10 days). In 2011, this figure came to €71.5 million (95%/10 days).

The volatile financial markets mean that our financial assets are subject to price risks and other risks of potential losses. Impairment losses have to be recognised on securities if these risks lead to a significant or prolonged decline in the fair value of these investments below their cost. In fiscal year 2012, impairment losses due to a significant decline in fair value totalled €26.3 million (prior year: €71.2 million) (> **Management report** > **Financial position** > p. 74ff).

## Legal risks

In addition to political, legislative and regulatory risks, contractual relationships with customers and business associates bring with them a series of other risks. These sometimes lead to court cases and other legal disputes, less so in the field of corporate law. Adequate risk provisioning has been made accordingly with the approval of the departments concerned and the legal department. There is a risk of €418.3 million for pending litigation where the counterparty is unlikely to win the case; this is recognised under contingent liabilities and other financial obligations. There are also various proceedings, official investigations or procedures as well as other claims pending against EnBW, the success of which is considered very unlikely meaning no contingent liabilities and other financial obligations have been recognised. Major disputes include:



**Price adjustment clauses:** Despite further developments, not all open issues have been resolved by existing supreme court rulings. Where necessary, the price adjustment clauses employed by the EnBW group have been reworded to reflect more recent court rulings. There are also three sets of proceedings filed by energy companies pending at the European Court of Justice that concern the effectiveness of price adjustment clauses. Two of these deal with price adjustment clauses in gas and electricity supply agreements in accordance with general supply conditions, Sec. 4 (2) AVB and Sec. 5 (2) GVV, respectively. These two sets of proceedings are currently suspended.

**Decommissioning of Obrigheim nuclear power plant:** On 25 September 2012 in the proceedings for preliminary legal protection, the Baden-Württemberg administrative court confirmed permission to implement the decommissioning and dismantling of the nuclear power plant in Obrigheim (Second Closure and Dismantling Permit). As the plaintiffs in the main action are yet to bring forward any new arguments, it is currently expected that the administrative court will dismiss this action. If the action against the Second Closure and Dismantling Permit were to go in favour of the plaintiffs, this would cause the decommissioning to be delayed. Depending on the timescale of proceedings, this would result in additional costs.

**Company pension scheme:** There are still legal proceedings pending before the competent labour courts relating to the reorganisation of the company pension scheme at EnBW. There is a risk of proceedings going against EnBW, thereby having a negative impact on earnings. However, according to our own assessment and that of the lawyers representing the company, the prospects for success are high.

**EWE/VNG claims for damages:** At the annual general meeting of VNG-Verbundnetz Gas Aktiengesellschaft (VNG) on 15 December 2011, it was resolved to reject transferring the investment held by EWE Aktiengesellschaft (EWE) in VNG to EnBW. At the beginning of April 2012, EWE contacted EnBW and announced that it was seeking so far unspecified claims for damages, alleging that the duty to promote a common purpose in the manner stipulated by the VNG purchase agreement had been breached. EnBW considers the withdrawal from the agreement to be lawful and as such sees no legal basis for the claims.

**Anti-trust pricing reviews:** The anti-trust control activities for pricing district heating, gas, electricity and water could also give rise to anti-trust risks for the group in 2013. Following publication of the results of the district heating sector survey by the Federal Anti-Trust Office, no anti-competitive behaviour on the part of EnBW could be found, meaning that anti-trust reviews in consultation with EnBW are currently concentrating exclusively on the area of water. Nationwide, more stringent precedents from the German Federal Court of Justice since 2010 as well as increased activities on the part of the competent authorities at state and national level are showing a trend towards taking a more critical stance regarding anti-trust pricing for water. As a water supplier in Stuttgart, EnBW increased the prices as of 1 August 2012, thereby only passing on the costs that had increased since 2007. The responsible anti-trust authority of Baden-Württemberg has since filed abuse proceedings against EnBW, which is not unusual given the comparably high prices. However, on account of the specific circumstances surrounding Stuttgart's water supply, EnBW deems it justified that it is passing on the entire cost increases.

## Other risks

**Personnel risks:** A key success factor in our operating and strategic corporate development is our personnel. In this respect, EnBW is exposed to the risk of not having a sufficient number of employees with the necessary qualifications or skills. When recruiting in the relevant target groups, for example, this risk is primarily caused by competition on the labour market from other companies, exacerbated by demographic developments and stricter conditions for the energy industry. Ongoing analyses provide us with information on areas in particular need of action. The "Fokus" efficiency programme also presents an additional risk of losing important high performers should they not see any prospects for themselves during this restructuring phase. We counter this risk with internal personnel development measures and by positioning the company as an attractive employer (> **Management report > Employees > p. 92ff**).

**IT risks:** Communication and information systems are of central importance for supporting and ensuring the smooth running of a large number of EnBW's business processes. In this respect, communication and information security has a high priority within the group. We endeavour to ensure the uninterrupted provision of communication and information networks and applications, to protect from the loss of business-critical information and undesired change as well as to provide optimal support with regard to process performance.

Our high security standards, based on international and industry-specific principles, lower potential communication and information risks. The EnBW group principles for security in information and communication technology (EKSIT@) are an integral part of those standards. These are a group-wide binding set of rules for the use of our information and communication systems. In this regard, we attach particular value to the security of information and data, adherence to legal frameworks and the secure operation of our communication and information systems.

Data in the communication and information network are protected according to their significance and the assigned level of protection. Service level agreements are in place with communication and information service providers to guarantee that the requirements are met. The assessment of the communication and information risk involves comparing the level of protection by business process with the security level implemented for rendering the service. If required, additional measures may be derived in order to create the required level of security. The ongoing analysis and evaluation process involves IT managers as well as risk managers and is constantly optimised.

## Overall assessment

Constantly developing the methods and tools of the risk management system allows the EnBW group to assess the economic impact of risks on a regular basis.

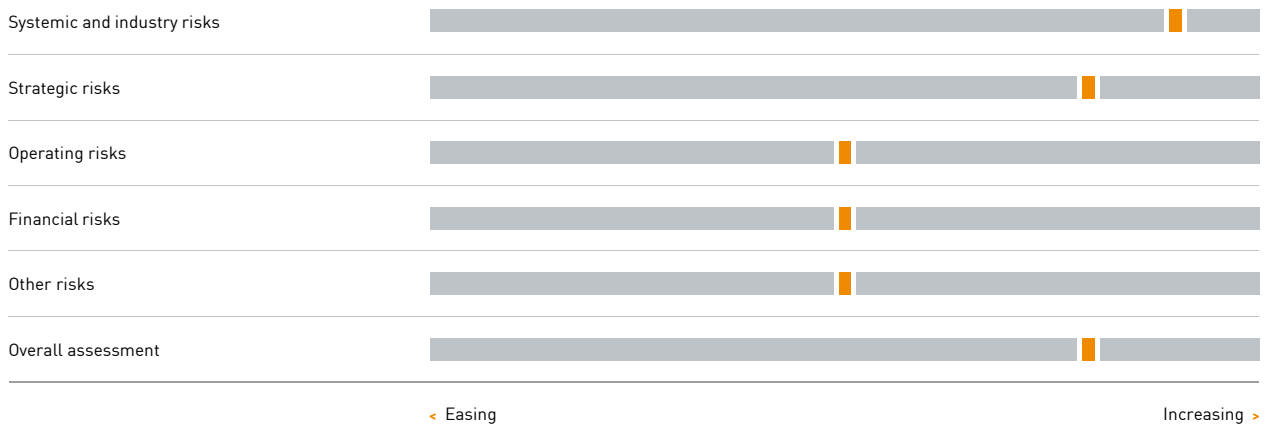
Since 2011, the risk situation has intensified for the entire energy supply industry. Framework conditions have changed significantly as a consequence of the new energy concept in Germany. EnBW's overall risk position has become very tense for 2013, with numerous factors jeopardising earnings targets.

The political decision involving Germany phasing out nuclear power reduced planning certainty and will hold great risk potential in future. This resulted in decisive consequences for the operating business and earnings situation of the EnBW group, although it will open up new opportunities for us in the medium term. The euro debt crisis triggered a period of persistent volatility on the international financial markets. In light of this, recognising further impairment losses on investments and other assets may become necessary. Added to this are competition and market risks that may impact the net assets, financial position, result of operations and liquidity situation of the EnBW group. The project risks will also rise as part of future investment projects.

We used operational and accounting measures to reduce the risk potential for the group. Provisions and impairments in the accounts allow for risks where the probability of occurrence is high. Material risks are included in current projections.

Over the course of 2012, although some risks were reduced or were eliminated completely, several additional risks emerged for EnBW or intensified or materialised. There were no risks to the EnBW group's ability to continue as a going concern in 2012.

### Development of the risk position in 2012



## Risk management system

In the reporting year 2012, EnBW's Board of Management and the management of the group entities were informed of the current risk situation in quarterly reports or on a monthly basis as part of a special reporting process. We also reported changes in the group's risk position to the general public in the quarterly financial reports. Where unforeseen risks occurred, we provided decision-makers with ad-hoc reports. The EnBW Board of Management provided the EnBW Supervisory Board with detailed quarterly reports on the group's current risk situation. In accordance with the German Corporate Governance Code, the audit committee dealt at its meetings with risks which can have a significant influence on the group's results of operations, financial position, net assets and liquidity situation.

The group's internal audit function regularly reviews the group-wide risk management system – both in terms of compliance with legal requirements and also in terms of the way it works and how effective it is. The group's internal audit function reports the results of its review to the Supervisory Board.

## Principles of opportunity management

Development of business and the business environment presents opportunities for the EnBW group. Decisions relating to energy policy at national and European level, entering new markets and suggestions made by individual employees under the company-wide suggestion scheme can provide EnBW with new opportunities. If opportunities are recognised and seized at an early stage, they can increase the profit for the company. EnBW's aim is to use opportunities to enable us to return higher profits than planned wherever possible. EnBW is convinced a market characterised by fierce competition serves to the benefit of our customers. All employees, irrespective of their area and level of

responsibility, are encouraged to think and act entrepreneurially and to constantly search for and exploit any opportunities as they arise. In the operating business, this enables the group entities to identify opportunities that might materialise in the course of operating activities or due to an improved market environment or other external factors. The group strategy function together with EnBW's market entities systematically records and assesses any strategic opportunities arising within EnBW or its environment and develops measures to exploit them. EnBW's Board of Management discusses strategic opportunities on a regular basis and decides on associated measures.

Opportunities may arise anywhere within the EnBW group's sphere of operations or in the course of a specific activity. Opportunities and risks are often two sides of the same coin. Opportunities arising from developments in the company's environment can be broken down into opportunities from changes in the political and regulatory environment, opportunities arising from the general economic situation and opportunities from market and technological developments. Changes in the prevailing conditions generally differ in how relevant they are for EnBW in comparison to its competitors.

## Company-specific opportunities

### Investments

We seek to identify and exploit synergy potential together with investees and partners, opening up the opportunity for EnBW to generate additional contributions to earnings.

### New energy concept

We also perceive opportunities of relevance for our corporate strategy in the changes that the energy industry is undergoing. EnBW's above-average share of CO<sub>2</sub>-efficient generation capacities in its electricity generation portfolio means that we do not need as many CO<sub>2</sub> allowances in relation to the competition. This gives us the opportunity to secure EnBW's low-carbon energy position on the market. In addition, we invest in renewable energies, which will play a major role in energy generation in Germany and elsewhere in the medium and long term. On the sales side, EnBW has also paved the way early on to distinguish itself as a provider of energy solutions in contrast to sole energy providers. Following thorough market tests, marketing of the associated products and packages will be increased – for example in the areas of smart home, energy efficiency in buildings, electromobility and local generation as well as sustainable town pilot projects – and they will be offered under the relevant brands. We are convinced this will open up new sales prospects and growth opportunities.

We also see our customers' rising environmental awareness as an opportunity for EnBW and offer them a range of green electricity products. Climate and environmental protection are a fixed part of our corporate philosophy. We want to combine a range of fuels in an economically and ecologically efficient way. Our expertise in renewable energies opens up additional business opportunities for EnBW.

### New segments and markets

Entering new fields of business offers opportunities in view of EnBW's corporate strategy, especially given the changes arising in the energy policy environment in Germany and technological developments. As part of our refined regional strategy, we aim to strengthen our relationship with local authorities and municipal utilities even further. Cooperation with third parties, public participation and partnership models also offer us the opportunity to successfully implement our projects as part of our focused corporate strategy. We also want to seize further strategic opportunities on selected international markets. In this context, EnBW is focusing on countries exhibiting high growth dynamics in economic output and energy consumption, such as those in central and eastern Europe as well as Turkey. EnBW sees an opportunity to participate in this dynamic growth through local investments.

## Overall assessment of the economic situation of the group

Framework conditions for the business activities of energy companies have changed dramatically in recent years, especially in Germany. The changes concern the political and regulatory environment, market and competitive structures as well as social acceptance of energy industry activities. EnBW is in the process of sharpening its corporate strategy, which primarily involves securing our position as a low-carbon generator and expanding our local solution offers in the field of energy. For these key moves, the increased use of renewable energy sources is of fundamental importance.

Realignment of the business model requires considerable investment at a time in which difficult framework conditions are weakening the group's self-financing capability. For this reason, EnBW has taken extensive measures, most of which have already been successfully implemented, thereby creating additional financial headroom and simultaneously reinforcing the company's sound financial position. Important rating agencies confirmed EnBW's A rating in 2012.

The EnBW group's operating result fell slightly by 4.3% in 2012. A sharp fall in revenue in the electricity generation and trading segment was offset by growth in the electricity grid and sales segment and the gas segment. There were far fewer negative extraordinary effects in 2012 than in the prior year. EnBW's group net profit in terms of the profit/loss shares attributable to the equity holders of EnBW AG – amounted to €473.5 million. The Board of Management and Supervisory Board proposed to the annual general meeting on 25 April 2013 that a dividend of €0.85 per share be distributed.

The EnBW group's solvency was ensured at all times throughout the fiscal year 2012 through the liquidity available, the positive free cash flow and the available external sources of financing. The company's sound financial position is also secured for the future. At 19.5%, the equity ratio as of the reporting date was far above the level of 17.2% as of year-end in the prior year. The group's adjusted net debt fell by 1.6% compared to year-end 2011 to €8,415.6 million as of 31 December 2012. The dynamic leverage ratio increased from 3.49 to 3.59 in a year-on-year comparison on account of the decrease in adjusted EBITDA.

Following the numerous extraordinary negative effects in 2011, for example the higher level of provisions and write-downs in the area of nuclear energy, the economic situation of the EnBW group stabilised in fiscal year 2012. However, there are still many challenges that must be overcome in the cooperation between management, employees, shareholders and partners on the way to creating a new energy world.

# Remuneration report

The remuneration report summarises the principles applied to determine the remuneration of members of the Board of Management and explains the structure and amount of the board remuneration and the remuneration of the Supervisory Board.

The remuneration report takes into consideration the recommendations of the German Corporate Governance Code and the requirements of the German Accounting Standard (GAS) 17 (amended in 2010). It further contains the disclosures required by German commercial law and the supplementary provisions of the German Act on the Appropriateness of Management Board Remuneration (VorStAG) in the notes to the financial statements in accordance with Sec. 314 German Commercial Code (HGB) and the management report in accordance with Sec. 315 HGB.

## Remuneration of the Board of Management

Based on a proposal of the personnel committee, the Supervisory Board passes a resolution on the remuneration of the Board of Management including the main contract elements and reviews it on a regular basis. The criteria for determining appropriate remuneration include the responsibilities and performance of the members of the Board of Management, the economic situation, the company's performance and its sustainable development.

The Board of Management's remuneration consists of the following main components:

### Fixed remuneration

This comprises a fixed basic annual salary, of which only a part counts towards pension claims, as well as other remuneration and the minimum bonus (30% of the basic annual salary) agreed as part of the short-term incentive (STI). The minimum bonus no longer applies in the case of new appointments and reappointments after 7 July 2010.

### Variable remuneration

> **STI (contracts prior to implementation of the VorStAG):** The performance-related component of the STI is disclosed as variable remuneration. The STI depends on the extent to which annual targets are met. These include financial targets at group level measured using the performance indicators EBITDA and ROCE in addition to individual targets. The Supervisory Board performed a weighting of these targets at the beginning of the fiscal year. The STI may not exceed 200% of the average fixed annual basic remuneration.

> **Performance bonus (for new appointments and reappointments as of 7 July 2010):** The performance bonus depends on the extent to which annual targets were met. These include financial targets at group level measured using the performance indicators EBITDA and ROCE in addition to individual targets. The Supervisory Board performed a weighting of these targets at the beginning of the fiscal year. The performance bonus may not exceed 200% of the average fixed annual basic remuneration. The performance bonus is based on targets being reached over an overall period of three years: The share of the performance bonus for individual targets (30%) for the respective assessment year is paid out right away; the share of the performance bonus for corporate targets (70%) is divided into three. The first third is likewise paid out immediately. The remaining two shares (deferral 1 and deferral 2) are adjusted to reflect the extent to which corporate targets are met in subsequent years. Interest of 3% per annum is paid on these shares, which are then paid out following ratification of the respective financial statements for subsequent year 1 and subsequent year 2. Payment is made subject to the condition that a minimum level is achieved.

> **Long-term incentive (LTI):** The LTI depends on the relative increase in value of the group. This is determined by reference to the increase in value of net equity by comparing the mean averages of net equity for two three-year periods. The LTI can range between 0% and 85% of a member of the Board of Management's average fixed annual basic remuneration and between 0% and 100% for the chair of the Board of Management. This is supplemented by a component that measures the relative performance of the group against a peer group of competitors based on the net equity. This can lead to a change of  $\pm 20\%$  on the LTI determined by reference to the net equity value. The payment is made after ratification of the annual financial statements, but not before three years' service on the Board of Management.

> **Contribution of the Board of Management to "Fokus":** The Board of Management contributes to the "Fokus" programme by voluntarily waiving a portion of its variable remuneration. The portion of variable remuneration waived relates exclusively to two remuneration components, the collective STI/performance bonus and the LTI including the competition component. Calculations are based on the target income of respective members of the Board of Management. Upon achieving their target income, 20% is deducted from the collective STI/performance bonus and the LTI including the competition component.

This fixed percentage, calculated based on the respective target income, is deducted in the following cases:

- > upon achieving the target income
- > upon exceeding the target income

Should the actual remuneration fall short of the target income, the difference between the target income and actual income is credited against the fixed percentage and the lower amount is deducted. In any case, a minimum of €20,000 per year is deducted.

The contribution of the Board of Management to the “Fokus” programme is the result of supplementary agreements to the service agreement the Supervisory Board made with each individual member of the Board of Management. The supplementary agreements apply for fiscal years 2012 to 2014. This regulation is also applied to new service agreements with members of the Board of Management concluded in the aforementioned period.

## Remuneration of the members of the Board of Management in fiscal year 2012

in € (prior-year figures in brackets)	Fixed remuneration			Variable remuneration		Total
	Basic remuneration	Other remuneration <sup>1</sup>	Minimum bonus	Without long-term incentive	Long-term incentive	
Dr. Frank Mastiaux, chairman (since 1 October 2012)	200,000 -	121,818 <sup>2</sup> -	- -	176,933 -	- <sup>3</sup> -	498,751 -
Hans-Peter Villis, chairman (until 30 September 2012)	637,500 (850,000)	8,701 (13,977)	191,250 (255,000)	959,738 (789,900)	- (187,533)	1,797,189 (2,096,410)
Dr. Bernhard Beck, LL.M.	500,000 (500,000)	49,808 (50,477)	112,500 (150,000)	667,083 (374,500)	- <sup>3</sup> (99,000)	1,329,391 (1,173,977)
Thomas Kusterer (since 1 April 2011)	450,000 (337,500)	21,344 (11,040)	- -	389,350 (195,413)	63,917 <sup>3</sup> -	924,611 (543,953)
Dr. Dirk Mausbeck (since 1 October 2011)	412,500 (100,000)	8,257 (4,869)	- -	355,238 (56,300)	18,938 <sup>3</sup> -	794,933 (161,169)
Dr. Hans-Josef Zimmer (since 1 January 2012)	450,000 -	38,401 -	- -	389,350 (4,622)	- <sup>3</sup> (37,400)	877,751 (42,022)
Christian Buchel (until 31 May 2011)	- (187,500)	- (8,363)	- (56,250)	- (128,586)	- (83,934)	- (464,633)
<b>Total</b>	<b>2,650,000</b> <b>(1,975,000)</b>	<b>248,329</b> <b>(88,726)</b>	<b>303,750</b> <b>(461,250)</b>	<b>2,937,692</b> <b>(1,549,320)</b>	<b>82,855</b> <b>(407,867)</b>	<b>6,222,626</b> <b>(4,482,163)</b>

<sup>1</sup> Other remuneration includes fringe benefits, specifically from company cars of € 130,329 (prior year: € 86,660) and from expense allowances of € 5,500 (prior year: € 2,066).

<sup>2</sup> Included is the one-off premium of € 450,000 (pro rata) agreed with Dr. Frank Mastiaux payable after one year of service on the Board of Management.

<sup>3</sup> Current deferral amounts are as follows: Dr. Frank Mastiaux € 192,223, Dr. Bernhard Beck € 120,140, Thomas Kusterer € 482,630 (prior year: € 98,795), Dr. Dirk Mausbeck € 411,313 (prior year: € 29,273) and Dr. Hans-Josef Zimmer € 432,503.

### Compensation agreed with the Board of Management in the event of termination of service

During their first term of office, members of the Board of Management are generally not entitled to retirement benefits or termination benefits. There is a special arrangement with Hans-Peter Villis for payment of a fixed amount of €130,000 p.a. already in his first term of office in the following three cases: upon reaching the age of 63, in the event that he becomes permanently disabled, or if the contractual relationship is terminated or not extended before he reaches the age of 63, provided the reason for the

termination or non-extension is not related to his person. Half of any other remuneration is credited until retirement age is reached. For this purpose, €286,144 was added to provisions in the fiscal year. The present value of the obligation is currently €1,997,744.

As of their first term of office, Dr. Frank Mastiaux and Thomas Kusterer have a vested right to retirement benefits. In the case of Dr. Dirk Mausbeck, the entitlement to retirement benefits arises from the contractual provisions relating to his prior work within the group.

From the second term of office onwards, the pension entitlements from the age of 63 or in the event of permanent disability are as follows: the vested benefits rise in proportion to the period as of the first-time appointment to the Board of Management and are capped at 60% of the pensionable basic annual salary. Unless benefits have already become vested by operation of law, they become vested as of the second term of office. The rates of increase are generally set such that the maximum post-employment benefit is reached at the same time as the contractually agreed age limit. Other company pension entitlements acquired are credited once the maximum pensionable basic annual salary has been exceeded.

When the benefit obligations become due for payment, the payments are indexed in accordance with the German Company Pensions Act (BetrAVG).

In the event that a member of the Board of Management dies, the surviving dependants are entitled to continued payment of the remuneration for three months. For as long as they live, widows receive 60% of the benefits that the member of the Board of Management received or would have received on the day they died if the pensions had been due for payment on that day. Children of the member of the Board of Management receive an orphan's allowance until they reach the age of 25 (20% if they have lost both parents, 12% if they have lost one parent). The surviving dependants' benefits are limited to 100% of the pension entitlements.

There are no termination benefit obligations in the event of premature termination of service on the Board of Management. However, termination benefits may be payable on the basis of a cancellation agreement made with the individual. For agreements in place as of the reporting date, it was agreed that payments made to a member of the Board of Management on premature termination of his contract without serious cause, including fringe benefits, do not exceed the value of two years' compensation (severance payment cap) and compensate no more than the remaining term of the contract. In concluding or extending management board contracts, care is taken to ensure that no payments are made to a member of the Board of Management on premature termination of the contract for an important reason for which the member of the Board of Management is responsible.

In the event that service on the Board of Management is terminated prematurely on account of a change of control, it is agreed when signing or extending the management board contract that compensation or severance payments may not exceed more than one and a half times the settlement cap.

Dr. Frank Mastiaux, Thomas Kusterer, Dr. Dirk Mausbeck and Dr. Hans-Josef Zimmer have been given the following change-of-control assurance: in the event of a member of the Board of Management resigning or terminating in connection with a change of control, such member will be entitled to the outstanding basic annual salary until the end of the intended term of contract but no more, however, than three basic annual salaries. This entitlement is due upon premature termination of the service agreement. This commitment has also applied to Dr. Bernhard Beck since 1 October 2012.

In the event of temporary unavailability for work on the part of a member of the Board of Management on account of illness or any other reason for which the member of the Board of Management is not responsible, remuneration will be paid for the first six months. The amount of the variable remuneration will be calculated from the average of the last three years and basic remuneration will be paid for a further six months. The payments in the event of unavailability for work will be made no longer than until the end of the term of the service agreement. Diverging from this, Dr. Bernhard Beck was entitled until 30 September 2012 to continued payment of his remuneration for the duration of twelve months. If prevented from performing his duties for more than twelve months, he was entitled to continued payment of the basic remuneration but no longer than until the end of the term of the service agreement. Hans-Peter Villis was entitled to continued payment of his remuneration for a period of no longer than until the end of the contractual term of the service agreement.

Hans-Peter Villis left the group upon expiry of his service agreement as of 30 September 2012. No further agreements with Hans-Peter Villis were made beyond the regulations contained in his service agreement as described above.

The disclosures for the fiscal year 2012 concerning post-employment benefits (prior-year figures in brackets) are presented below. The presentation complies with the requirements of Sec. 285 No. 9a German Commercial Code (HGB). The disclosures include the vested right as of the end of the reporting period, the annual expenses for pension obligations and the present value of the pension obligations vested as of the end of the reporting period (including pension commitments financed by the board members themselves by converting part of their salary).



	Vested benefit as of 31 December 2012	Annual expenses for pension obligations (in €) <sup>5</sup>	Present value of the pension obligations (defined benefit obligation) (in €)
Dr. Frank Mastiaux, chairman (since 1 October 2012)	30% <sup>1</sup> -	158,732 -	158,732 -
Hans-Peter Villis, chairman (until 30 September 2012)	130,000 € (130,000 €)	286,144 (325,128)	1,997,744 (1,208,304)
Dr. Bernhard Beck, LL.M.	60% <sup>2</sup> (57.5%)	329,961 (322,902)	4,222,979 (3,229,927)
Thomas Kusterer	32.5% <sup>2</sup> (30%)	121,984 (85,395)	1,371,714 (799,005)
Dr. Dirk Mausbeck <sup>3</sup>	7% <sup>4</sup> (7%)	35,278 (4,673)	357,810 (249,429)
Dr. Hans-Josef Zimmer (since 1 January 2012)	42.5% <sup>2</sup> -	247,007 -	3,148,367 -
Christian Buchel (until 31 May 2011)	- (0)	- (0)	- (0)

<sup>1</sup> Basis for entitlement in per cent of the pensionable annual basic remuneration currently € 600,000.

<sup>2</sup> Basis for entitlement in per cent of the pensionable annual basic remuneration currently € 350,000.

<sup>3</sup> From the second term of office, the percentage of pensionable basic salary acquired each year is 2.5%, retroactively to the beginning of the service agreement.

<sup>4</sup> Basis for entitlement in per cent of the pensionable annual basic remuneration currently € 250,000.

<sup>5</sup> Including an addition to capital for pension benefits totalling € 79,884 (prior year: € 33,304). This is deferred compensation.

Annual expenses for pension obligations include the service cost as well as interest cost. There are defined benefit obligations in accordance with IFRSs of €11.3 million (prior year: €5.5 million) for the current members of the Board of Management.

The benefits paid to former members of the Board of Management and their surviving dependants amounted to €5.2 million (prior year: €5.4 million). These pension payments are indexed to the percentage change in remuneration according to the collective bargaining agreement.

There are defined benefit obligations to former members of the Board of Management of EnBW and their surviving dependants in accordance with IFRSs of €65.4 million (prior year: €51.2 million).

As in the prior year, no loans or advances had been granted to members of the Board of Management as of the end of the fiscal year.

### Remuneration of the Supervisory Board

The members of the Supervisory Board receive fixed remuneration of €15,000 payable at the end of a fiscal year in addition to reimbursement of their expenses for the entire fiscal year 2012. They also receive variable remuneration each fiscal year based on the respective EBITDA generated by the EnBW group each fiscal year. For each full €10 million that the EBITDA achieved in the respective fiscal year exceeds the assessment base of €1,500 million, each member of the Supervisory Board receives remuneration of €250. The amount of the variable remuneration is capped, however, at €20,000 per annum.

The members of the Supervisory Board contribute to the “Fokus” programme by voluntarily waiving a portion of their variable remuneration amounting to €5,000. The payment of the variable remuneration is made following the annual general meeting at which the resolution is passed on exoneration of the members of the Supervisory Board for the past fiscal year. The chairman of the Supervisory Board receives twice the above amounts and the deputy chairman of the Supervisory Board receives one-and-a-half times the above amounts.

Members of the Supervisory Board receive fixed remuneration of €5,000 per fiscal year to offset the additional work involved in any activities in one or more Supervisory Board committees. The chair of one or more committees receives twice the amount of the remuneration for the committee work, unless the respective committee has not met in the fiscal year concerned.

Supervisory Board members who belong to the Supervisory Board or a committee or acted as chair for only part of the fiscal year are paid remuneration proportionately to the duration of their office or their position in that fiscal year.

In addition, the Supervisory Board members receive an attendance fee of €500 for Supervisory Board meetings and committee meetings. Attendance at preliminary meetings is remunerated with €250 per meeting, however only for one preliminary meeting per Supervisory Board meeting.

According to this remuneration system, the members of the Supervisory Board will receive the following total remuneration for fiscal 2012 (including attendance fees and remuneration for offices held at subsidiaries):

Remuneration of the members of the Supervisory Board of EnBW AG in 2012 in € (prior-year figures in brackets)	Fixed remuneration (incl. attendance fees)	Variable remuneration <sup>1</sup>	Board remuneration of subsidiaries	Total
Dr. Claus Dieter Hoffmann, chairman	51,500 (55,000)	34,500 (15,000)	0 (0)	86,000 (70,000)
Dietrich Herd, deputy chairman	41,250 (47,000)	24,625 (11,250)	19,220 (23,800)	85,095 (82,050)
Günther Cramer	24,330 (11,980)	14,750 (3,596)	0 (0)	39,080 (15,576)
Dirk Gaerte <sup>3</sup>	24,500 (27,000)	14,750 (7,500)	0 (0)	39,250 (34,500)
Reiner Koch <sup>4</sup>	20,250 (24,250)	14,750 (7,500)	14,150 (14,400)	49,150 (46,150)
Silke Krebs <sup>5</sup>	27,331 (12,979)	14,750 (3,596)	0 (0)	42,081 (16,575)
Marianne Kugler-Wendt <sup>4</sup>	27,250 (31,500)	14,750 (7,500)	13,420 (17,092)	55,420 (56,092)
Wolfgang Lang	27,000 (30,000)	14,750 (7,500)	7,960 (11,787)	49,710 (49,287)
Dr. Hubert Lienhard	25,500 (22,822)	14,750 (6,452)	0 (0)	40,250 (29,274)
Arnold Messner	30,000 (23,832)	14,750 (5,281)	7,299 (5,764)	52,049 (34,877)
Bodo Moray <sup>4</sup>	28,750 (31,500)	14,750 (7,500)	15,059 (16,613)	58,559 (55,613)
Bernd Munding	20,250 (16,312)	14,750 (5,280)	7,000 (6,700)	42,000 (28,292)
Gunda Röstel	33,000 (21,233)	14,750 (5,281)	0 (0)	47,750 (26,514)
Dr. Nils Schmid <sup>5</sup>	25,831 (14,849)	14,750 (3,781)	0 (0)	40,581 (18,630)
Klaus Schörnich <sup>4</sup>	27,000 (28,771)	14,750 (7,500)	13,250 (12,925)	55,000 (49,196)
Heinz Seiffert <sup>3</sup>	28,500 (30,027)	14,750 (7,500)	0 (0)	43,250 (37,527)
Gerhard Stratthaus	26,000 (27,418)	14,750 (7,500)	0 (0)	40,750 (34,918)
Dietmar Weber	27,250 (31,500)	14,750 (7,500)	9,425 (7,325)	51,425 (46,325)
Kurt Widmaier <sup>3</sup>	29,000 (32,000)	14,750 (7,500)	0 (0)	43,750 (39,500)
Dr. Bernd-Michael Zinow	36,250 (40,000)	14,750 (7,500)	11,193 (7,300)	62,193 (54,800)
Marc Boudier <sup>2</sup> (until 16 January 2011)	0 (657)	0 (329)	0 (0)	0 (986)
Dr. Daniel Camus <sup>2</sup> (until 9 January 2011)	0 (370)	0 (185)	0 (0)	0 (555)

Remuneration of the members of the Supervisory Board of EnBW AG in 2012 in € (prior-year figures in brackets)	Fixed remuneration (incl. attendance fees)	Variable remuneration <sup>1</sup>	Board remuneration of subsidiaries	Total
Dr.-Ing. Rainer Dulger (21 February 2011 to 30 June 2011)	0 (9,240)	0 (2,671)	0 (0)	0 (11,911)
Prof. Dr. Dr. h.c.mult. Wolfgang Franz (21 February 2011 to 19 April 2011)	0 (5,295)	0 (1,192)	0 (0)	0 (6,487)
Josef Götz (until 19 April 2011)	0 (11,723)	0 (2,240)	0 (0)	0 (13,963)
Prof. Dr. Ulrich Goll (10 March 2011 to 9 July 2011)	0 (10,534)	0 (2,507)	0 (0)	0 (13,041)
Marianne Laigneau <sup>2</sup> (12 January 2011 to 17 February 2011)	0 (1,521)	0 (760)	0 (0)	0 (2,281)
Pierre Lederer <sup>2</sup> (until 17 February 2011)	0 (2,630)	0 (986)	0 (0)	0 (3,616)
Serge Massart <sup>2</sup> (17 January 2011 to 17 February 2011)	0 (1,315)	0 (658)	0 (467)	0 (2,440)
Thomas Piquemal <sup>2</sup> (until 17 February 2011)	0 (3,322)	0 (986)	0 (0)	0 (4,308)
Helmut Rau (8 March 2011 to 9 July 2011)	0 (12,616)	0 (2,548)	0 (0)	0 (15,164)
Gérard Roth <sup>2</sup> (until 17 February 2011)	0 (6,130)	0 (986)	0 (0)	0 (7,116)
Christoph Walther (until 19 April 2011)	0 (10,722)	0 (2,240)	0 (0)	0 (12,962)
<b>Total</b>	<b>580,742</b> <b>(636,048)</b>	<b>324,625</b> <b>(160,305)</b>	<b>117,976</b> <b>(124,173)</b>	<b>1,023,343</b> <b>(920,526)</b>

<sup>1</sup> The variable remuneration for the fiscal year 2012 is not paid out until the annual general meeting has passed a resolution on exoneration of the members of the Supervisory Board in fiscal 2013. The members of the Supervisory Board waiving a portion of their remuneration of € 5,000 is taken into account here.

<sup>2</sup> The remuneration was transferred to EDF.

<sup>3</sup> Pursuant to Secs. 82 – 88 Civil Service Act (LBG) in conjunction with Sec. 5 Ancillary Activities Ordinance (LNTVO), remuneration is transferred to the district.

<sup>4</sup> In accordance with the regulations of the German Federation of Trade Unions (DGB) on the transfer of supervisory board remuneration, the remuneration is transferred to the Hans-Böckler-Stiftung foundation and ver.di GewerkschaftsPolitische Bildung gGmbH.

<sup>5</sup> The members of the state government have agreed to transfer any remuneration received for membership of supervisory boards, advisory boards and all other comparable boards to which they have been appointed in connection with their office or to which they are assigned as a member of the state government, applying Sec. 5 Ancillary Activities Ordinance (LNTVO) by analogy, to the extent that the remuneration received in the calendar year exceeds a gross total of € 6,100 (council of ministers resolution dated 24 May 2011).

The above disclosures include attendance fees of the members of the Supervisory Board amounting to €155,250 in the fixed remuneration (prior year: €218,000) and attendance fees totalling €38,100 in the board remuneration of subsidiaries (prior year: €39,504).

No other remuneration or benefits for services rendered personally, in particular consulting or mediation services, were paid to members of the Supervisory Board. Nor did they receive any loans or advances in the reporting year.

The members of the Board of Management and the Supervisory Board are covered by adequate D&O insurance taken out in the interest of EnBW. An appropriate deductible has been arranged for this D&O insurance – three basic monthly salaries for members of the Board of Management and half of the annual remuneration for members of the Supervisory Board. Since 1 July 2010, the deductible for D&O insurance for members of the Board of Management and Supervisory Board has been 10% of the claims, but no more than one-and-a-half times the fixed annual compensation.

# Disclosures pursuant to Secs. 289 (4), 315 (4) German Commercial Code (HGB) and explanatory report of the Board of Management

In the following, the Board of Management provides the information prescribed by Secs. 289 (4) and 315 (4) German Commercial Code (HGB) and explains this in accordance with Sec. 176 (1) Sentence 1 German Stock Corporations Act (AktG).

## **Composition of subscribed capital**

The subscribed capital of EnBW Energie Baden-Württemberg AG (EnBW) amounts to €708,108,042.24 and is divided into 276,604,704 no par value bearer shares with an imputed value of €2.56 each.

## **Direct or indirect capital investments exceeding 10%**

OEW Energie-Beteiligungs GmbH, which is based in Ravensburg (Germany), and NECKARPRI-Beteiligungsgesellschaft mbH, which is based in Stuttgart (Germany), each held 46.75% of the share capital of EnBW as of 31 December 2012.

The sole shareholder of OEW Energie-Beteiligungs GmbH is Zweckverband Oberschwäbische Elektrizitätswerke with registered offices in Ravensburg (Zweckverband OEW). The latter therefore had an indirect shareholding of 46.75% in EnBW's share capital via OEW Energie-Beteiligungs GmbH as of 31 December 2012.

The sole shareholder of NECKARPRI-Beteiligungsgesellschaft mbH is NECKARPRI GmbH based in Stuttgart, which in turn is an entity wholly owned by the federal state of Baden-Württemberg. NECKARPRI GmbH and the federal state of Baden-Württemberg therefore each had an indirect share of 46.75% in EnBW's share capital via NECKARPRI-Beteiligungsgesellschaft mbH as of 31 December 2012.

## **Restrictions relating to the voting rights or transferability of shares**

In its tender documents published on 7 January 2011 for the voluntary public takeover offer made to EnBW shareholders, NECKARPRI GmbH announced that, based on an agreement concluded with Zweckverband OEW, OEW Energie-Beteiligungs GmbH and the former shareholders Electricité de France SA (EDF) and E.D.F. INTERNATIONAL SA (EDFI), once the share purchase agreement concluded between NECKARPRI GmbH and EDFI on the purchase by NECKARPRI GmbH of the shareholding in EnBW held at that time by

EDFI has been executed, NECKARPRI GmbH together with the state of Baden-Württemberg will accede to the shareholder agreement with Zweckverband OEW and OEW Energie-Beteiligungs GmbH dated 26 July 2000 in EDFI and EDF's place, releasing the latter from their obligations. The tender documents published by NECKARPRI GmbH do not specify information on any potential changes made to the shareholder agreement dated 26 July 2000 compared to the version published by EDF and printed on page 104 in the EnBW Annual Report 2010. The share purchase agreement concluded between NECKARPRI GmbH and EDFI was executed on 17 February 2011, resulting in the state of Baden-Württemberg and NECKARPRI GmbH becoming parties to the shareholder agreement with Zweckverband OEW and OEW Energie-Beteiligungs GmbH. On 5 April 2011, NECKARPRI GmbH transferred the entire equity interest in EnBW AG it held as of this date to its newly formed subsidiary NECKARPRI-Beteiligungsgesellschaft mbH; the latter thereby in turn became a party to the shareholder agreement with Zweckverband OEW and OEW Energie-Beteiligungs GmbH.

According to the above-mentioned tender documents, the shareholder agreement contains customary clauses governing the relationship between the two major shareholders of EnBW and their relationship with EnBW and coordination of their influence on EnBW. These include but are not limited to clauses prescribing that voting rights are to be exercised in a coordinated and in some cases uniform manner, establishing a shareholders' committee for these purposes and clauses stipulating that each party shall consult with the other party on significant transactions and decisions. In addition, NECKARPRI GmbH stated in the tender documents that the shareholder agreement may potentially be amended or cancelled in full or in part during the term of the acceptance period of the voluntary public takeover offer.

On 27 January 2012, the general meeting of Zweckverband OEW agreed to uphold the shareholder agreement with NECKARPRI and the state of Baden-Württemberg. The Board of Management of EnBW has not received any information on whether any changes or additions to the shareholder agreement have been made compared to the content presented above as a result of this or any other event. According to the information available to EnBW pursuant to

Sec. 21 et seq. German Securities Trading Act (WpHG), the state of Baden-Württemberg, NECKARPRI GmbH, NECKARPRI-Beteiligungsgesellschaft mbH, Zweckverband OEW and OEW Energie-Beteiligungs GmbH were still coordinating their actions regarding EnBW on account of an agreement or otherwise at the time when this management report was prepared.

### **Legal provisions and statutes on the appointment and dismissal of members of the Board of Management and amendments to the articles of incorporation and bylaws**

Pursuant to Sec. 84 German Stock Corporations Act (AktG) in conjunction with Sec. 31 German Co-determination Act (MitbestG), responsibility for the appointment and dismissal of members of the Board of Management rests with the Supervisory Board. This competence is stipulated in Art. 7 (1) Sentence 2 of EnBW's articles of incorporation and bylaws. If under exceptional circumstances a required board member is missing, Sec. 85 German Stock Corporations Act (AktG) requires in urgent cases that the board member be appointed by the court.

The annual general meeting has the right to make changes to the articles of incorporation and bylaws in accordance with Sec. 119 (1) No. 5 German Stock Corporations Act (AktG). The specific rules of procedure are contained in Secs. 179 and 181 German Stock Corporations Act (AktG). For practical reasons, the right to amend the articles of incorporation and bylaws, relating solely to the wording, was transferred to the Supervisory Board. This option pursuant to Sec. 179 (1) Sentence 2 German Stock Corporations Act (AktG) is incorporated in Art. 18 (2) of the articles of incorporation and bylaws.

Resolutions of the annual general meeting to amend the articles of incorporation and bylaws are, pursuant to Sec. 179 (2) German Stock Corporations Act (AktG), passed by the annual general meeting with a majority of at least three quarters of the capital stock represented at the passing of the resolution, unless the articles of incorporation and bylaws provide that the amendment of the purpose of the company requires a higher majority of the capital. Pursuant to Art. 18 (1) of the articles of incorporation and bylaws, the resolutions of the annual general meeting require a simple majority of the votes cast, unless legal regulations or the articles of incorporation and bylaws prescribe otherwise. If the law requires a larger majority of the votes cast or of the capital stock represented when taking the resolution, the simple majority suffices in those cases where the law leaves it up to the articles of incorporation and bylaws to determine this.

### **Authority of the Board of Management regarding the possibility to issue or redeem shares**

Since 29 April 2004, the annual general meeting at EnBW has not authorised the company in accordance with

Sec. 71 (1) No. 8 German Stock Corporations Act (AktG) to purchase treasury shares. The company may purchase treasury shares only on the basis of other reasons justifying acquisition in accordance with Sec. 71 (1) German Stock Corporations Act (AktG). As of 31 December 2012, the company has 5,749,677 treasury shares which were purchased on the basis of earlier authorisations in accordance with Sec. 71 (1) No. 8 German Stock Corporations Act (AktG). The treasury shares of the company can be sold on the stock exchange or by public offer to all shareholders. The use of treasury shares, in particular their sale, in any other way must fall within the scope of the resolution taken by the annual general meeting on 29 April 2004. The treasury shares held by EnBW do not grant the company any rights in accordance with Sec. 71b German Stock Corporations Act (AktG).

### **Material agreements of the company subject to the condition of a change of control as a result of a takeover bid and the resulting effects**

The following agreements of EnBW are subject to the condition of a change of control following a takeover bid as defined by Sec. 289 (4) No. 8 and Sec. 315 (4) No. 8 German Commercial Code (HGB):

#### **Financing arrangements**

A syndicated line of credit of €2 billion, which had not been drawn by 31 December 2012, can be terminated by the lenders and fall due for repayment if a third party acquires control. This does not apply if the third party is the state of Baden-Württemberg or Zweckverband OEW or another German public law legal entity.

A bond of JPY 20 billion issued on 12 December 2008 under the debt issuance programme can be terminated by the lenders and fall due for repayment if a third party acquires control. This does not apply if the third party is EDF (whose legal successor as shareholder is now the state of Baden-Württemberg) or Zweckverband OEW or another German public law corporation.

There is also a bilateral long-term bank loan of €500 million that can be terminated by the lender and fall due for repayment if a third party acquires control, provided the change of control may have a negative effect on repayment of the loan in future. This does not apply if the third party is EDF (whose legal successor as shareholder is now the state of Baden-Württemberg) or Zweckverband OEW (> **Management report** > **Financing facilities** > **p. 75f**).

There is also a bilateral long-term bank loan, valued at about €76.7 million on 31 December 2012, that can be terminated by the lenders and fall due for repayment if a third party acquires control, provided the change of control may have a negative effect on repayment of the loan in future. This does not apply if the third party is EDF or the state of Baden-Württemberg or Zweckverband OEW.

### Corporate law agreements

Under the shareholder agreement between EnBW and Eni S.p.A., Eni S.p.A. has the right to acquire EnBW's 50% share in EnBW Eni Verwaltungsgesellschaft mbH in the event of a change of control at EnBW. A change of control is deemed to have taken place when an energy supply company directly or indirectly obtains the majority of the voting rights in EnBW. EnBW Eni Verwaltungsgesellschaft mbH holds 100% of the shares in GasVersorgung Süddeutschland GmbH as well as terranets bw GmbH. The purchase price that Eni S.p.A. would have to pay for the share held by EnBW in EnBW Eni Verwaltungsgesellschaft mbH is based on the market value determined by expert appraisal.

In the event of a change of control at EnBW, EnBW is required to offer its shareholding in EWE Aktiengesellschaft (EWE) to EWE's municipal shareholders, Weser-Ems-Energiebeteiligungen GmbH and Energieverband Elbe-Weser-Beteiligungsholding GmbH. The purchase price is the market price as determined by an expert appraisal.

A change of control is deemed to have taken place when a shareholder other than EDF (whose legal successor as shareholder is now the state of Baden Württemberg) or Zweckverband OEW directly or indirectly obtains the majority of the voting rights in EnBW; this may also be achieved through joint control together with another shareholder.

Nos. 4, 5 and 9 of Secs. 289 (4), 315 (4) German Commercial Code (HGB) were not relevant for EnBW in the fiscal year 2012.

# Forecast

The framework conditions for the energy sector continue to prove challenging particularly in Germany. The change in Germany's energy policy will have a noticeable impact on EnBW's earnings over the next few years. EnBW has launched and to a great extent already implemented an extensive package of measures as a way of actively shaping the new energy concept in the future and securing EnBW's credit standing in the long term.

To the extent possible, our forecast takes an in-depth look at the expected future development of EnBW and the environment we work in for the next two fiscal years.

## Anticipated economic environment

### Future economic development

In January 2013, the International Monetary Fund (IMF) updated its previous growth forecast for the global economy as a result of the increase in downward risks. After revising its growth forecast downwards for 2012, the IMF also expects growth in global economic output for 2013 to fall by 0.4 percentage points in total to 5%. The need for consolidation of government finances, tax increases and cost-saving measures are hampering economic development in highly indebted countries in Europe. Economic development in the US also remains unsettled. According to the IMF, further economic prospects primarily depend on decisive economic policy measures being taken in the euro area and the US in order to stabilise trust. In 2013, GDP growth in industrialised countries will merely reach 1.4% and is therefore barely up on growth levels in 2012. The weak economic development in the industrialised countries is also having an impact on emerging countries. According to the IMF, the pace of growth in this group of countries will only increase marginally by 0.4 percentage points to an average of 5.5%.

Development of gross domestic product (GDP) in %	2013	2012
World	3.5	3.2
Euro area	0.1	-0.5
Germany	0.9	1.8
Czech Republic	0.8	-1.4
Turkey	2.9	4.0

According to the forecast made by the European Union, GDP in the euro area will fall by 0.4% in 2012. Low economic growth of 0.1% has been forecast for 2013. This development will be buoyed by more favourable export conditions and improved real income. Following a fall in the GDP of the Czech economy in 2012, Eurostat forecasts slight growth again of 0.8% in 2013. The economy is expected to report growth of 2.0% in 2014. In Turkey, economic growth lost considerable momentum in 2012. According to figures issued by Eurostat, there will be no economic recovery in 2013. GDP growth for this year is estimated at 2.9% after reporting 3.0% in 2012. Only in 2014, according to Eurostat, will economic output pick up again at a stronger pace and generate growth of 3.7%.

The crisis in the euro area has had a more profound effect on the German economy than initially expected, which only reported slight growth in 2012. The weak demand from the euro area is hitting exports. By contrast, domestic demand is expected to provide a positive impulse. In 2013, economic output is anticipated to increase by 0.9% as export demand also begins to rise again. The inflation rate will fall slightly and most likely stand at 1.8% in 2013 (> **Management report > Economic environment > p. 61f**).

**Demand for energy:** Despite the fact that the short-term outlook for global economic growth is currently unclear, the International Energy Agency, in its World Energy Outlook 2012, forecasts that global energy consumption will increase by a third by 2035. Around 60% of this increase will be attributable to China, India and the Middle East. In the OECD countries (Organisation for Economic Co-operation and Development), energy consumption will barely rise. However, the trend in these countries is moving away from oil and coal (and in some countries away from nuclear energy) and towards natural gas and renewable energies. Despite the growing demand for low-carbon energy sources, fossil fuels make up the majority of the global energy mix. EnBW expects the demand for electricity and gas to rise slightly in Germany over the next two years, even if the German economic expansion is somewhat slower at present.

## Future development of the markets for primary energy sources, CO<sub>2</sub> allowances and electricity

**Oil market:** The average price for short-term oil deliveries (front month) stood at US\$ 111.68/bbl in 2012. Forward market prices for the one-year product Brent 2013 amounted to US\$ 106.78/bbl on average in 2012, with market participants at the end of 2012 expecting prices to fall further. The future development in oil prices will primarily be shaped by expectations regarding international economic development. Price development is being hampered by the fact that the debt situation remains strained in several industrial countries and that economic growth in the US is still moderate. There are also fears of the rate of growth in the emerging countries slowing. Oil prices will also be affected primarily by the future value of the US dollar exchange rate and whether crude oil remains attractive as an asset class. As a strategic commodity, oil continues to be influenced by political events. The main factors influencing oil prices include the continuation of the conflict surrounding Iran's nuclear programme, the conflict in Syria and the possibility of the dispute spreading to other countries in the region as well as the resulting risk of disruptions to delivery.

**Coal market:** The market prices for forward delivery of hard coal to the ARA ports (Amsterdam, Rotterdam, Antwerp) had increased by the end of 2012 (2013: US\$ 94.05/t, 2014: US\$ 102.36/t). These were at a higher level than spot prices, which were at US\$ 87.35/t. Market participants assume rising prices in the medium term. Prices are being pushed upwards primarily by expectations of a high rise in future demand for coal imports by India and China despite the economic outlook currently being uncertain. Japan and Germany are also expected to have higher demand for imports as a result of the reduction in electricity generation from nuclear power. Short-term supply shortages caused by bad weather or impairment to the infrastructure would also drive coal prices upwards. The reduction of the current surplus coal supply, for example by scaling back production, is also causing prices to increase. With regard to demand, development of the global economic growth is of relevance in future pricing. Furthermore, progress made regarding the expansion of renewable energies is dampening demand.

**Gas market:** In 2012, the forward prices on the gas market for 2013 were significantly higher than the spot price. On the Dutch wholesale market TTF, the price for gas deliveries came to €27.13/MWh for 2013 and €27.47/MWh for 2014 at the end of 2012. Gas prices are being pushed upwards by market participants expecting Japan's demand for liquefied natural gas (LNG) to soar as a result of Japan potentially phasing out nuclear power and the delayed recommissioning of nuclear power plants. However, the expansion of renewable energies is expected to dampen

prices. Above all the strong expansion of photovoltaics is reducing the potential operating time of gas power stations. The completion and commissioning of the second section of the North Stream pipeline in the North Sea could result in additional volumes of gas being imported into Germany, thereby increasing supply reliability in the long term, although causing gas prices to fall.

**CO<sub>2</sub> allowances:** Future prices of CO<sub>2</sub> allowances depend primarily on two factors. Firstly, the future issue volume, which largely depends on the decision on an increase in the European Union's climate targets for 2020 regarding CO<sub>2</sub> emissions and secondly, the course discussions take relating to a possible delay in auctioning quantities for emission allowances in the third trading period. Furthermore, future economic development in the EU and the resulting volume of emissions represent the key factors on the demand side.

**Electricity market:** With spot market prices averaging €42.60 /MWh in 2012, forward prices for base load products stood at €45.07/MWh (2013) and €45.31/MWh (2014) at the end of 2012. On the supply side, the main factors relevant to the future price development are the prices for fuels and CO<sub>2</sub> allowances as well as the future availability of power station capacities and the expansion of renewable energies. The purchase and remuneration requirement for electricity from renewable energies under the German Renewable Energies Act (EEG) has resulted in a rise in the feed-in level of renewable energies. This in turn has increased volatility on the wholesale markets. In future, this may lead to a more frequent occurrence of very low prices in some hours. Extreme weather conditions, power station downtimes or bottlenecks in other countries could cause prices on the spot market to rise in the short term. On the demand side, the economic development, especially industrial demand, is a significant factor in determining the price of electricity. At the same time, the cost allocation under the German Renewable Energies Act will cause a structural rise in the costs for end customers.

## Future political and regulatory environment

EnBW's business operations will continue to be impacted to a significant degree by European and German energy policy over the coming years.

**Europe:** In Europe, the energy roadmap 2015 and renewable energies strategy had still not been adopted in 2012, with both projects still under negotiation. Current legislative procedures with regard to financial services and procurement law are also highly relevant.



**Germany:** The German Renewable Energies Act is set to be revised completely. The first suggestions are expected to be made in spring 2013, as are directive proposals pertaining to public procurement law and financial services.

**German Energy Industry Act (EnWG):** Following an amendment being made to the German Energy Industry Act (EnWG) at the end of 2012, there are additional laws and ordinances still under preparation pertaining to metering and interruptible consumer service programmes. The question still remains as to whether these will be concluded before the 2013 general elections. The same applies for ordinances on handling substances hazardous to water and protection against electromagnetic fields (German Federal Immission Control Ordinance).

**Regulatory framework:** The European harmonisation in the regulation of grid access in the gas market (grid code CAM) will lead to changes in German grid access regulations. The first grid code – which partly builds on steps already completed in Germany in this area – was developed by the European Network of Transmission System Operators for Gas at the end of 2012. The code regulates the processes surrounding the allocation of transport capacities at transmission level, and is to serve as the basis when allocating capacities to all cross-border points in future depending on the market. At the same time, new regulations for bottleneck management came into force on 17 September 2012, which are largely set to be implemented in the EU member states as of 1 October 2013. As a result, the overbooking and buy-back procedures for transmission capacities, which are currently optional for grid operators in Germany in accordance with the Gas Grid Access Ordinance, will be introduced as a mandatory requirement. These regulatory developments are fundamentally contributing to a harmonisation of market regulations across borders, thereby eliminating existing market entry barriers. However, they are also leading to a higher level of complexity as a result of the interaction between market-based capacity allocation and the new bottleneck management regulations.

## Future industry development

The energy sector in Europe is currently in a state of upheaval. The political and regulatory conditions are changing as well as the market and competitive structures, thereby forcing companies in the industry to review their business models. On top of this, many generation facilities are outdated and in need of renovation. Falling generation margins, the full auctioning of CO<sub>2</sub> allowances, increasing requirements relating to the environmental and climate compatibility of business activities as well as increasing government regulations are burdening companies' earning power and thus limiting their ability to invest. The answers

to these challenges vary from company to company. EnBW pursues a balanced and future-oriented corporate strategy that takes into account the interests of the stakeholders and the company's future sustainability.

Competition in the retail and industrial customer business remains fierce, both for electricity and for gas. In certain segments, the competitive situation will get even more intense due to the high level of price sensitivity on the part of customers and a rising number of providers from other industries. EnBW considers itself well equipped to defend its market position. We will continue to systematically expand our offerings in areas such as smart home, electromobility, local generation and energy efficiency.

Politicians are demanding and supporting local generation concepts and more widespread energy services. These conditions are generally positive for EnBW's business development, with the company expecting demand for energy efficiency solutions such as contracting to rise. Such solutions are demanded by industrial and business customers through their needs for energy-efficient and low-carbon facilities as well as by municipalities and in the service sector, where increasing the efficiency of buildings is a top priority.

## Corporate strategy and future development of the company

Acting responsibly in a sustainable manner is a core principle at EnBW. We are therefore gradually linking our corporate strategy with our sustainability strategy. At the same time, EnBW is in the process of considerably sharpening its corporate strategy in light of the dramatic changes occurring in our environment which are greatly reducing EnBW's financial headroom. Our strategy focuses on two strategic moves:

- > Safeguarding low-carbon generation capacity
- > Establishing local solution offers

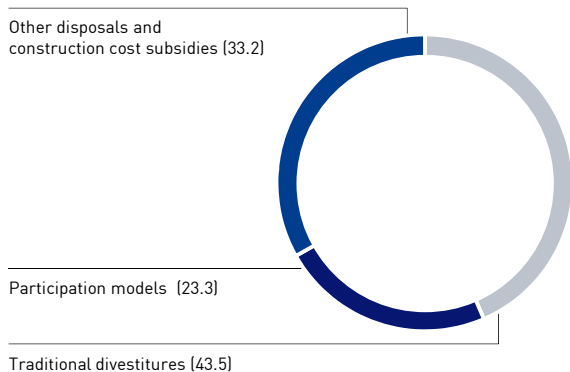
In order to continue pursuing our strategy of forming a sound financial basis for the company, the Board of Management of EnBW introduced a package of measures comprising the three elements of capital measures, increasing efficiency and performing divestitures (> **Management report > Goals, strategy and corporate management > p. 59**).

**Capital measures:** By placing a hybrid bond of €1 billion in total and performing a capital increase of some €822 million, EnBW has already successfully performed the capital measures it had planned.

**Increasing efficiency:** The “Fokus” efficiency programme provides for a sustainable target improvement in EBIT of €750 million p.a. The programme is expected to have taken full effect by 2014, with an improvement of over €300 million having been achieved in 2012.

**Divestitures:** Divestitures totalling €2.6 billion are also planned to be performed between 2013 and 2015, of which 43.5% will relate to the continued sale of non-strategic investments. Around €500 million has already been realised in 2011 and 2012. In particular with regard to our activities abroad, we are concentrating on the Czech Republic, Switzerland and Turkey. Where possible, we aim to end our existing investments in other countries. In addition to this are divestitures from participation models for renewable energies of some 23% as well as other disposals of property, plant and equipment of some 33%.

Divestitures 2013 – 2015 (%)



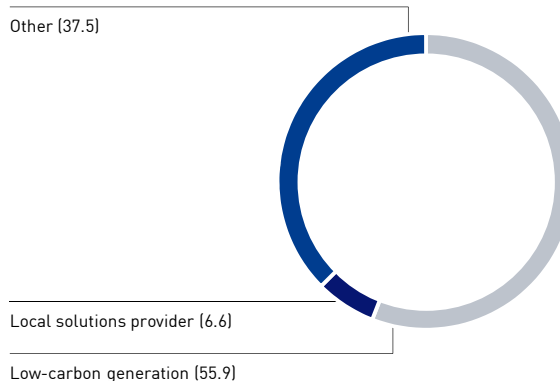
**Investments:** Based on those elements of the package of measures already implemented and those planned for the coming years, EnBW is in a position to make gross investments of €5.2 billion in the planning period from 2013 to 2015. EnBW’s new and sustainable business model is taking shape.

Securing our leading position as low-carbon generator is one of EnBW’s key strategic moves, with special emphasis being placed on the expansion of renewable energies, primarily wind and hydro-electric power where we will invest €2.4 billion in the planning period from 2013 to 2015. This will help create new generation capacities of some 700 MW. In parallel, we are expanding electricity generation from storage systems and gas. As part of the partnership with Vorarlberger Illwerke, in 2014 we will begin construction of the pumped storage power station Obervermunt II with an output of 360 MW. In addition to pumped storage capacities, gas power stations such as the project at the Lausward location are to make the greatest contribution in providing our generation portfolio with the flexibility required for increasing the use of renewable energies. Investments of €0.5 billion are planned to be made for this purpose by 2015.

Municipalities, municipal utilities, industry and business customers as well as the general public want to have a greater say in energy-related decisions in their localities than has been the case in the past. EnBW is responding to these efforts and is developing and establishing local energy solution offers with the intention of becoming the first point of contact for energy issues. In order to expand this area in which we currently generate revenue of around €200 million, we will invest around €350 million by 2015. We are also open to partnership models along the entire value added chain. We intend to achieve economies of scale by opening up further EnBW’s internal invoicing and settlement systems to third parties.

In addition to the abovementioned investments in low-carbon generation (€2.9 billion) and our position as a local solutions provider (€0.34 billion), we will also invest around €2 billion in the existing portfolio such as grid maintenance and ongoing projects like the completion of the RDK 8 hard coal power station in Karlsruhe. As a supplementary measure, we are optimising EnBW’s existing portfolio of power stations and ensuring that the operation and decommissioning of our nuclear power plants is performed safely following the highest security standards.

Capital expenditures 2013 – 2015 (%)



## Anticipated business development

Starting with the quarterly financial report for January to March 2013, the EnBW group is changing its segment reporting on account of the realignment of our business model and restructuring of the group. The new segment structure is as follows:

- > Generation and trading segment
- > Renewable energies segment
- > Grids segment
- > Sales segment
- > Other/consolidation

EnBW will face great challenges in the fiscal year 2013, primarily due to the declining spreads in generation as well as the full auctioning of CO<sub>2</sub> allowances which began to take effect as of the beginning of 2013. By contrast, positive effects are emerging as a result of the “Fokus” efficiency programme taking effect more quickly, with the measures being fully developed by the end of 2013 and leading to savings of some €750 million as of 2014. The many different strategic initiatives launched to extend EnBW’s portfolio of local energy solutions and the major investments currently being made, such as in offshore wind farms and coal-fired power stations, will also lead to noticeable increases in earnings, meaning we can expect a renewed increase in the operating profit as of 2014.

### Anticipated development of unit sales and own generation

The revenue of the EnBW group in absolute terms is of secondary importance for earnings performance as revenue in the electricity generation and trading segment is determined in particular by the trading activities of our trading entity. Depending on how the market develops over the year, prices and revenue may be subject to considerable fluctuations without this being reflected as such in the profit or loss. In the sales segment, the development of revenue tends to be influenced by the indexing of the gas price to the oil price, but that is not decisive for the gross margin in the gas segment.

Revenue in the grid segment depends greatly on the development of EEG revenue, although this does not have an impact on the development of earnings.

Rather, the company’s future results of operations are influenced to a greater extent by unit sales in the B2C and B2B sectors of electricity and gas. Overall, we expect sales in the electricity business in 2013 to continue to fall in comparison to 2012. In the B2C business, sales are most likely to fall again slightly on account of competition; while in the B2B business sales are expected to fall considerably in the area of industrial customers. For gas, provided temperatures are average, we expect sales in the B2C business to increase marginally as a result of increased marketing. In the B2B business we expect there to be considerable increases, although this depends on the competitive environment with regard to redistributors.

Our own generation capacity will increase in 2013 as a result of starting trial operations at the coal-fired power station RDK 8 and the continuous expansion of renewable energies.

### (External) sales and own generation at the EnBW group in 2013 compared to the prior year

B2C electricity sales	-1% to -5%
B2C gas sales	+1% to +5%
B2B electricity sales	-5% to -10%
B2B gas sales	+5% to +10%
Own generation in the wider sense <sup>1</sup>	+5% to +10%

<sup>1</sup> Electricity generated by the group includes fully and partly owned power stations and long-term electricity procurement agreements.

### Anticipated development of earnings (adjusted EBITDA)

Up to now, the generation and trading segment has made the largest contribution to EnBW’s earnings – albeit at a declining rate as of late – and thus determines the group’s earnings to a large degree. Adjusted EBITDA in this segment will fall considerably in 2013. This is primarily due to prices and spreads falling on the wholesale markets for electricity during prior periods in which we agreed on sales prices for quantities of electricity that are to be supplied in 2013. Coupled with this is the full auctioning of the CO<sub>2</sub> allowances taking effect as of 2013. Our efficiency improvement measures may only slightly cushion these negative influences in this segment in 2013.

The operating result in the renewable energies segment will most likely drop in 2013. One cause of this is an underlying effect from 2012 when conditions were unusually good all year round for electricity generation from run-of-the-river power stations. A second reason for the fall in earnings are falling electricity prices, which are having the primary effect of reducing the profitability of our run-of-the-river power stations. As we anticipate average weather and water conditions in the planning for 2013, this in itself signals a drop in earnings. Also activities relating to onshore wind power will increase earnings in this area. However, the improvement will not be enough to offset the loss of earnings in the area of run-of-the-river power. As of 2014, onshore wind turbines are expected to generate contributions to earnings.

Adjusted EBITDA in the grids segment is likely to increase considerably in 2013 as a result of the rise in network user charges stemming from the loss of charges on account of returning surplus revenue to customers in 2012 as a result of exceeding the 5% limit in the regulatory account.

Development of earnings in the sales segment is also expected to be positive in 2013. The increased marketing of local solution offers in the field of energy should lead to an increase in earnings supported by more efficient cost structures, in particular in the B2B segment.

As things stand today, changes in the consolidated companies will not have any effect on earnings in 2013.

As a result, adjusted EBITDA at group level in 2013 will be between -5% and -10% below the 2012 level. The current extensive efficiency measures will only offset some of the additional costs incurred, especially from the full auctioning

of CO<sub>2</sub> allowances. For 2014, we expect earnings – adjusted to eliminate the changes in the consolidated companies – to rise by 3% as a result of the successive commissioning of power stations and wind farms as well as the effectiveness of our efficiency programme.

Development of earnings 2013 (adjusted EBITDA) <sup>1</sup> compared to the prior year	2013	2012
Generation and trading segment	-30% to -40%	1,125.2
Renewable energies segment	-10% to -20%	238.7
Grids segment	+15% to +25%	773.6
Sales segment	+10% to +20%	240.7
Other/consolidation	-	-35.1
Consolidated companies	No changes	-
Adjusted EBITDA, group	-5% to -10%	2,343.1

<sup>1</sup> Segments adjusted for changes in the consolidated companies.

### Adjusted group net profit, dividend, non-operating result and ROCE

Adjusted amortisation and depreciation will increase slightly in 2013 as a result of high level of growth in investment, among other things. The adjusted investment result for 2013 will most likely be at the level of 2012. The negative adjusted financial result is likely to fall in 2013 as a result of repaying bonds in 2012 and continuing to repay financial liabilities over the course of 2013. The adjusted tax rate is expected to range from 25% to 30%. On the whole, we therefore anticipate the adjusted group net profit after non-controlling interests to fall by between 20% and 30% in the fiscal year 2013, as the decrease in EBITDA will only be offset to a small degree by the improvement in the financial result. Furthermore, the adjusted group net profit is not expected to improve in 2014 due to the planned divestiture activities.

For the non-operating result for 2013, we expect the divestiture programme introduced will help to contribute to profits.

We plan to finance the budgeted net investments from cash flow from operating activities (funds from operations, FFO). The adjusted net debt will most likely fall significantly as a result of the positive balance of FFO, investments and divestitures in 2013. With the discount rate for nuclear energy and pension provisions remaining unchanged, we have set ourselves an adjusted net debt target of between €7.0 billion and €7.5 billion. As a result, despite the drop in earnings, we expect to see an improvement in the dynamic leverage ratio in 2013 in comparison to 2012, thereby safeguarding our rating. Taking financial stability into consideration, in principle we continue to aim to achieve a distribution rate of 40% to 60% of adjusted group net profit.

The fall in return on capital employed (ROCE) seen in 2012 will also continue in 2013 as a result of divestiture activities. We expect a ROCE of around 10% for the fiscal year 2013.

### Business development at EnBW AG

EnBW AG's net profit for the year is primarily affected by the investment result, and the anticipated decrease in earnings from the group's operating business will therefore also have an impact on the net profit for the year reported by EnBW AG. Despite this, EnBW AG's earnings are most likely to improve in 2013 in comparison to the prior year due to the positive non-recurring effects, among others, expected from divestitures.

### Significant opportunities and risks of the next two years

EnBW's key targets relate to the adjusted EBITDA and adjusted net debt, which the forecast also focuses on. Potential factors influencing the forecast are described in detail in the risk and opportunities report ([> Management report > Risk and opportunities report > p. 113ff](#)).

EnBW's future adjusted EBITDA is largely determined by the generation margin, which reflects how commodity and electricity prices develop. As part of our hedging strategy, we have entered into forward contracts to hedge the major volumes for 2013 and to a large extent for the following year as well. The unhedged quantities naturally increase in the years thereafter, as do opportunities and risks.

Another risk factor for the results of operations is the availability of our power stations. In the past, our power stations always achieved above-average availability in a national comparison.

With regard to renewable energies, electricity production and therefore earnings too depend strongly on weather conditions (water, wind). We always base our forecast on average years. Furthermore, the development of electricity prices exerts particular influence on the profitability of our run-of-the-river power stations.

In the sales segment, changes in consumer behaviour can give rise to considerable risks. Risks relating to electricity and gas sales as well as the customer base further arise from unforeseeable activities of competitors and the uncertain political and legal framework for pricing measures. Gas sales are generally highly dependent on temperatures. Consumption in trade and industry is influenced significantly by economic development. Sales opportunities for EnBW arise from the growing demand for energy services surrounding issues such as energy efficiency, smart home, energy management, electromobility and local generation.

Some 100 electricity and gas franchise agreements within the network territory of EnBW and its main equity investments expire by 2014 and are up for renegotiation. Major franchise agreements for EnBW are those with the municipalities that are members of the Neckar-Elektrizitäts-Verband and the cities of Stuttgart, Düsseldorf and Heilbronn.

The “Fokus” project is currently on schedule, with the full impact of improvement measures being felt as of 2014, one year earlier than originally planned. For fiscal year 2012, improvements in earnings already exceeded original expectations.

The adjusted net debt can be influenced by a variety of factors over which the company has little or no control.

The discount rate for pension provisions remains exposed to opportunity and risk depending on how interest rates develop. Changes in the present value of defined benefit obligations can in turn affect the amount of EnBW’s adjusted net debt. An interest rate sensitivity of 0.5% corresponds to a change in the adjusted net debt of between €400 million and €450 million.

A continued downward trend in the discount rate gives rise to the risk of the present value of nuclear power provisions increasing. An interest rate sensitivity of 0.5% corresponds to a change in the adjusted net debt of around €500 million.

To date, no definitive solution has been found to tackle the problem of how to ultimately store highly radioactive waste in Germany. The legal obligation of operators to bear costs for an alternative site to Gorleben is under dispute. It therefore cannot be ruled out that the costs of the

exploration and development of ultimate storage locations as well as ultimate storage itself could have significant adverse effects on the adjusted net debt in particular, but also on the results of operations of the EnBW group.

The German Nuclear Fuel Rod Tax Act entered into effect on 1 January 2011 and provides for a tax rate of €145 per gram of nuclear fuel employed. There will be opportunities for adjusted net debt depending on the decision the Federal Constitutional Court makes on the constitutionality of the German Nuclear Fuel Rod Tax Act.

As part of implementing the corporate strategy, EnBW is planning targeted recoverable activities involving the sale of existing equity investments. Should the divestiture proceeds generated not meet our expectations and projections, this would affect our investment programme and adjusted net debt.

Opportunities and risks relating to EnBW’s financial assets also arise from the increasing volatility of the capital markets. A 5% change in the performance of investments corresponds to a change in the adjusted net debt of around €350 million.

The fact that conditions have become tougher for the industry means that rating agencies are paying closer attention to German energy companies. Despite the measures taken to reinforce our sound financial position, there is still a risk of EnBW being downgraded.

## Developments in human resources

The realignment of the group structure, involving downsizing and restructuring our human resources, will be implemented in 2013. Following the signing of the redundancy plan and the reconciliation of interests on the part of the employer and employees, the social criteria for redundancy will be determined in the first half of 2013. Employees whose jobs will be cut in future will be offered support from EnBW with finding a new job either inside or outside of the group and with acquiring further qualifications.

Restructuring efforts also require the framework for training at EnBW to be adjusted. In future, training activities will be bundled at only a few companies, with the number of training locations being reduced from 14 to 9. While EnBW’s training activities went beyond its own needs in the past, the number of trainees as well as the job profiles on offer and job opportunities for new hires will in future be even more tailored to EnBW’s actual personnel needs. EnBW will take on around 200 trainees and students in 2013.

The Verband der Privaten Energiewirtschaft (association of private energy companies) in Baden-Württemberg and the ver.di Vereinte Dienstleistungsgewerkschaft trade union are currently in negotiations concerning the future

development of collective remuneration. An offer presented on behalf of the employer in December 2012 was not finalised and is the subject of further negotiations.

The project designed to establish mobile working within the company has begun and is set to be concluded in 2013 after a works agreement has come into effect. The plan is to then be able to offer mobile working in the form of alternating telecommuting, i.e., working from home on a day-to-day-basis, throughout the group.

When working together with external companies, EnBW places great value on health and safety management. The procedure for such collaboration is regulated in a group standard which will be implemented in 2013, the aim being to improve the quality of industrial safety and thereby reducing the number of accidents.

## Developments in environmental protection

Based on current estimates, the proposals for implementing EU industrial emissions guidelines and the nationwide ordinance on handling substances hazardous to water will lead to an increase in environmental expenditure. Such expenses relate to technical renovations in the area of air purification at power stations as well as systems for retaining substances hazardous to water in the grid segment. This also leads to increased operating costs. Considerably increasing control and reporting obligations also raise administrative expenses accordingly.

As a result of nuclear power plants gradually shutting down, we expect there to be an increase in specific CO<sub>2</sub> emissions for electricity generation. For the medium to long term, we expect the volume of specific CO<sub>2</sub> emissions to fall as the expansion of renewable energies increases.

In future, EnBW will also be committed to the preservation of biological diversity in Baden-Württemberg. Among other projects, the "Impulse für die Vielfalt" (Stimuli for Diversity) programme is particularly worthy of mention, with EnBW taking the lead in the protection of amphibians in Baden-Württemberg.

## Research and development

Expenditure for self-funded research and development activities in 2013 and 2014 is expected to match the level of 2012 (€31.6 million). We also assume that headcount will remain unchanged in this area.

EnBW will continue to pursue its focus on its research and development activities across the company's strategic moves. To ensure sustainable energy supply we will continue in future to viably exploit new technologies, especially for renewable energies and local solutions. The challenge primarily in Germany lies in feeding in large volumes of fluctuating renewable energy into the grid for consumption as and when it is needed. As a result, we will continue in the planning period to examine the possibilities of making the energy system more flexible, with local solutions playing a major role as well as the increasingly sparing use of fossil fuels.

## Management's overall assessment of the anticipated development

For 2013, we expect EnBW's adjusted EBITDA to fall between 5% and 10% in comparison to 2012. For 2014, we anticipate an increase of 3% in the operating result adjusted for consolidation effects. We attach great importance to EnBW's sound financial position. For this reason we strive to lower our adjusted net debt, thereby also helping us maintain our rating.

## Future-oriented statements

This report contains statements relating to the future that are based on current assumptions and projections of the management of EnBW. Such statements are subject to risks and uncertainties. These and other factors mean that the actual results, financial position, developments or performance of the company may diverge materially from the estimates made here. EnBW assumes no obligation of any kind to update future-oriented statements or to adjust them to reflect future events or developments.

# Financial statements

of the EnBW group

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# Income statement

€ millions <sup>1</sup>	Notes	2012	2011
Revenue including electricity and energy taxes		20,131.1	19,723.6
Electricity and energy taxes		-885.2	-967.3
<b>Revenue</b>	(1)	<b>19,245.9</b>	<b>18,756.3</b>
Changes in inventories		-26.6	30.6
Own work capitalised		59.8	59.5
Other operating income	(2)	1,072.4	934.1
Cost of materials	(3)	-15,288.6	-15,094.3
Personnel expenses	(4)	-1,599.3	-1,608.2
Other operating expenses	(5)	-1,170.5	-1,268.4
<b>EBITDA</b>		<b>2,293.1</b>	<b>1,809.6</b>
Amortisation and depreciation	(6)	-1,017.9	-1,131.8
<b>Earnings before interest and taxes (EBIT)</b>		<b>1,275.2</b>	<b>677.8</b>
Investment result	(7)	144.3	-632.2
of which net profit/loss from entities accounted for using the equity method		(25.5)	(-680.1)
of which other income from investments		(118.8)	(47.9)
Financial result	(8)	-712.1	-803.7
of which finance revenue		(395.9)	(347.0)
of which finance costs		(-1,108.0)	(-1,150.7)
<b>Earnings before tax (EBT)</b>		<b>707.4</b>	<b>-758.1</b>
Income tax	(9)	-172.6	-32.8
<b>Group net profit/loss</b>		<b>534.8</b>	<b>-790.9</b>
of which profit/loss shares attributable to non-controlling interests		(61.3)	(51.4)
of which profit/loss shares attributable to the equity holders of EnBW AG		(473.5)	(-842.3)
<b>Shares outstanding (millions), weighted average</b>		<b>257.265</b>	<b>244.257</b>
<b>Earnings per share from group net profit/loss (€)<sup>2</sup></b>	(26)	<b>1.84</b>	<b>-3.45</b>

<sup>1</sup> Prior-year figures restated. Further disclosures are presented in the notes under "Changes in accounting policy".

<sup>2</sup> Basic and diluted; in relation to the profit/loss shares attributable to the equity holders of EnBW AG.



## Statement of comprehensive income

€ millions <sup>1</sup>	2012	2011
<b>Group net profit/loss</b>	<b>534.8</b>	<b>-790.9</b>
Difference from currency translation	51.6	-83.1
Cash flow hedge	-309.6	-111.5
Available-for-sale financial assets	169.9	-323.3
Entities accounted for using the equity method	0.0	-6.7
Income taxes on other comprehensive income	77.0	50.3
<b>Other comprehensive income</b>	<b>-11.1</b>	<b>-474.3</b>
<b>Total comprehensive income</b>	<b>523.7</b>	<b>-1,265.2</b>
of which profit/loss shares attributable to non-controlling interests	(73.1)	(29.4)
of which profit/loss shares attributable to the equity holders of EnBW AG	(450.6)	(-1,294.6)

<sup>1</sup> Prior-year figures restated. Further disclosures are presented in the notes under "Changes in accounting policy".

# Balance sheet

€ millions <sup>1</sup>	Notes	31/12/2012	31/12/2011	1/1/2011
<b>Assets</b>				
<b>Non-current assets</b>				
Intangible assets	(10)	1,926.7	2,004.2	2,118.8
Property, plant and equipment	(11)	13,782.5	13,791.5	13,741.9
Investment properties	(12)	81.5	77.3	99.0
Entities accounted for using the equity method	(13)	2,355.9	3,042.4	3,895.1
Other financial assets	(14)	6,058.7	5,442.8	5,950.6
Trade receivables	(15)	567.4	531.1	475.6
Income tax refund claims	(16)	17.1	19.2	23.7
Other non-current assets	(17)	304.6	314.9	288.2
Deferred taxes	(23)	46.4	38.3	27.3
		<b>25,140.8</b>	<b>25,261.7</b>	<b>26,620.2</b>
<b>Current assets</b>				
Inventories	(18)	1,285.9	955.1	987.8
Financial assets	(19)	785.6	1,011.0	964.2
Trade receivables	(15)	3,919.3	3,075.3	3,212.6
Income tax refund claims	(16)	169.4	164.1	389.1
Other current assets	(17)	2,204.5	2,279.3	1,629.1
Cash and cash equivalents	(20)	2,583.3	2,732.3	1,831.2
		<b>10,948.0</b>	<b>10,217.1</b>	<b>9,014.0</b>
<b>Assets held for sale</b>				
	(25)	681.1	209.9	11.8
		<b>11,629.1</b>	<b>10,427.0</b>	<b>9,025.8</b>
		<b>36,769.9</b>	<b>35,688.7</b>	<b>35,646.0</b>
<b>Equity and liabilities</b>				
<b>Equity</b>				
<b>Equity holders of EnBW AG</b>				
Subscribed capital		708.1	640.0	640.0
Capital reserve		774.2	22.2	22.2
Revenue reserves		4,541.9	4,272.3	5,372.6
Treasury shares		-204.1	-204.1	-204.1
Other comprehensive income		108.3	131.2	584.8
		<b>5,928.4</b>	<b>4,861.6</b>	<b>6,415.5</b>
Non-controlling interests		1,255.0	1,265.2	1,155.4
		<b>7,183.4</b>	<b>6,126.8</b>	<b>7,570.9</b>
<b>Non-current liabilities</b>				
Provisions	(22)	11,132.5	10,760.5	10,125.7
Deferred taxes	(23)	1,325.3	1,492.5	1,797.6
Financial liabilities	(24)	5,560.1	6,219.1	6,631.9
Income tax liabilities	(24)	289.6	264.1	195.6
Other liabilities and subsidies	(24)	2,006.0	1,959.0	1,963.9
		<b>20,313.5</b>	<b>20,695.2</b>	<b>20,714.7</b>
<b>Current liabilities</b>				
Provisions	(22)	1,225.6	1,243.3	1,048.2
Financial liabilities	(24)	1,201.1	1,426.0	613.0
Trade payables	(24)	3,466.5	3,514.3	3,154.7
Income tax liabilities	(24)	254.2	200.5	210.5
Other liabilities and subsidies	(24)	3,125.0	2,482.0	2,334.0
		<b>9,272.4</b>	<b>8,866.1</b>	<b>7,360.4</b>
<b>Liabilities directly associated with the assets classified as held for sale</b>				
	(25)	0.6	0.6	0.0
		<b>9,273.0</b>	<b>8,866.7</b>	<b>7,360.4</b>
		<b>36,769.9</b>	<b>35,688.7</b>	<b>35,646.0</b>

<sup>1</sup> Prior-year figures restated. Further disclosures are presented in the notes under "Changes in accounting policy" and "Restatement of prior-year figures".

# Cash flow statement

€ millions <sup>1,2</sup>	2012	2011
<b>1. Operating activities</b>		
EBITDA	2,293.1	1,809.6
Changes in provisions	-409.1	191.5
Gain/loss on disposal of non-current assets	-6.5	14.7
Other non-cash expenses/income	105.0	169.3
Change in assets and liabilities from operating activities	-915.1	-414.7
Inventories	[-393.4]	[-137.5]
Net balance of trade receivables and payables	[-867.2]	[341.4]
Net balance of other assets and liabilities	[345.5]	[-618.6]
Income tax paid	-211.1	-23.0
<b>Cash flow from operating activities</b>	<b>856.3</b>	<b>1,747.4</b>
<b>2. Investing activities</b>		
Capital expenditures on intangible assets and property, plant and equipment	-816.8	-1,084.5
Cash received from disposals of intangible assets and property, plant and equipment	89.8	33.8
Cash received from construction cost and investment subsidies	66.2	83.1
Cash paid for the acquisition of subsidiaries and entities accounted for using the equity method	-38.8	-168.5
Cash received from the sale of subsidiaries and entities accounted for using the equity method	258.1	6.3
Cash paid for investments in other financial assets	-1,560.7	-1,073.8
Cash received from the sale of other financial assets	1,176.9	1,207.6
Cash received/paid for investments in connection with short-term finance planning	204.8	-56.4
Interest received	188.5	217.8
Dividends received	157.7	176.3
<b>Cash flow from investing activities</b>	<b>-274.3</b>	<b>-658.3</b>
<b>3. Financing activities</b>		
Interest paid for financing activities	-335.9	-346.9
Dividends paid	-313.3	-468.1
Cash received from changes in ownership interest without loss of control	0.0	245.6
Cash paid for changes in ownership interest without loss of control	-1.1	-19.8
Proceeds from financial liabilities	570.8	978.8
Repayment of financial liabilities	-1,470.7	-577.8
Capital increase	819.4	0.0
<b>Cash flow from financing activities</b>	<b>-730.8</b>	<b>-188.2</b>
<b>Net change in cash and cash equivalents</b>	<b>-148.8</b>	<b>900.9</b>
Net foreign exchange difference	-0.2	0.2
<b>Change in cash and cash equivalents</b>	<b>-149.0</b>	<b>901.1</b>
Cash and cash equivalents at the beginning of the period	2,732.3	1,831.2
<b>Cash and cash equivalents at the end of the period</b>	<b>2,583.3</b>	<b>2,732.3</b>

<sup>1</sup> Prior-year figures restated. Further disclosures are presented in the notes under "Changes in accounting policy".

<sup>2</sup> Further disclosures are presented under (33) "Notes to the cash flow statement".

# Statement of changes in equity

€ millions <sup>1,2</sup>	Other comprehensive income <sup>4</sup>									Total
	Subscribed capital and capital reserve <sup>3</sup>	Revenue reserves	Treasury shares	Difference from currency translation	Cash flow hedge	Available-for-sale financial assets	Entities accounted for using the equity method	Equity holders of EnBW AG <sup>4</sup>	Non-controlling interests <sup>4</sup>	
<b>As of 1 January 2011<sup>5</sup></b>	<b>662.2</b>	<b>5,372.6</b>	<b>-204.1</b>	<b>-49.6</b>	<b>102.8</b>	<b>524.9</b>	<b>6.7</b>	<b>6,415.5</b>	<b>1,155.4</b>	<b>7,570.9</b>
Other comprehensive income				-68.8	-59.1	-317.7	-6.7	-452.3	-22.0	-474.3
Group net loss/profit <sup>6</sup>		-842.3						-842.3	51.4	-790.9
<b>Total comprehensive income</b>	<b>0.0</b>	<b>-842.3</b>	<b>0.0</b>	<b>-68.8</b>	<b>-59.1</b>	<b>-317.7</b>	<b>-6.7</b>	<b>-1,294.6</b>	<b>29.4</b>	<b>-1,265.2</b>
Dividends paid		-373.7						-373.7	-71.0	-444.7
Other changes <sup>7</sup>		115.7		-1.3				114.4	151.4	265.8
<b>As of 31 December 2011</b>	<b>662.2</b>	<b>4,272.3</b>	<b>-204.1</b>	<b>-119.7</b>	<b>43.7</b>	<b>207.2</b>	<b>0.0</b>	<b>4,861.6</b>	<b>1,265.2</b>	<b>6,126.8</b>
Other comprehensive income				45.1	-216.5	148.5		-22.9	11.8	-11.1
Group net profit		473.5						473.5	61.3	534.8
<b>Total comprehensive income</b>	<b>0.0</b>	<b>473.5</b>	<b>0.0</b>	<b>45.1</b>	<b>-216.5</b>	<b>148.5</b>	<b>0.0</b>	<b>450.6</b>	<b>73.1</b>	<b>523.7</b>
Capital increase	820.1							820.1		820.1
Dividends paid		-207.6						-207.6	-83.0	-290.6
Other changes <sup>7</sup>		3.7						3.7	-0.3	3.4
<b>As of 31 December 2012</b>	<b>1,482.3</b>	<b>4,541.9</b>	<b>-204.1</b>	<b>-74.6</b>	<b>-172.8</b>	<b>355.7</b>	<b>0.0</b>	<b>5,928.4</b>	<b>1,255.0</b>	<b>7,183.4</b>

<sup>1</sup> Prior-year figures restated. Further disclosures are presented in the notes under "Changes in accounting policy" and "Restatement of prior-year figures".

<sup>2</sup> Further disclosures are presented in note 21 "Equity".

<sup>3</sup> Of which subscribed capital € 708.1 million and capital reserve € 774.2 million (31 December 2011: subscribed capital € 640.0 million and capital reserve € 22.2 million).

<sup>4</sup> Of which other comprehensive income directly associated with assets classified as held for sale amounting to € 0.0 million as of 31 December 2012 (31 December 2011: € 16.5 million). Attributable to the equity holders of EnBW AG: € 0.0 million (31 December 2011: € 16.5 million). Attributable to non-controlling interests: € 0.0 million (31 December 2011: € 0.0 million).

<sup>5</sup> Revenue reserves include retroactive restatements as of 1 January 2011 of € -31.6 million. Attributable to the equity holders of EnBW AG: € -31.6 million. Attributable to non-controlling interests: € 0.0 million.

<sup>6</sup> The group net loss includes retroactive restatements for the period from 1 January 2011 to 31 December 2011 of € 25.0 million. Attributable to the equity holders of EnBW AG: € 25.0 million. Attributable to non-controlling interests: € 0.0 million.

<sup>7</sup> Of which changes in revenue reserves and the difference from currency translation due to changes in ownership interest of subsidiaries without loss of control amounting to € -0.4 million and € 0.0 million respectively (prior year: € 99.7 million and € -1.3 million respectively). Of which changes in non-controlling interests due to changes in ownership interest of subsidiaries without loss of control amounting to € -0.6 million (prior year: € 146.6 million).

# Notes to the 2012 financial statements of the EnBW group

## General principles

In accordance with Sec. 315a (1) German Commercial Code (HGB), the consolidated financial statements of EnBW Energie Baden-Württemberg AG (EnBW) are prepared according to the International Financial Reporting Standards (IFRSs), the adoption of which is mandatory in the European Union at the reporting date. In addition, the interpretations of the International Financial Reporting Standards Interpretations Committee (IFRIC) are observed. IFRSs and IFRICs whose application is not yet mandatory are not early adopted. The consolidated financial statements comply with those IFRSs and IFRICs issued by the International Accounting Standards Board (IASB) which have been endorsed by the EU.

The consolidated financial statements are presented in millions of euros (€ millions). The income statement as well as the statement of comprehensive income, the balance sheet, the cash flow statement and the statement of changes in equity of the EnBW group are presented separately.

In the interest of clarity, items have been combined in the income statement and in the balance sheet, and disclosed separately and explained in the notes.

The income statement has been prepared using the nature of expense method.

The consolidated financial statements are prepared as of the reporting date of the parent company's financial statements. The parent company's fiscal year is the calendar year.

The registered offices of the company are in Karlsruhe, Germany. The address is EnBW Energie Baden-Württemberg AG, Durlacher Allee 93, 76131 Karlsruhe.

EnBW's principal activities are described in the segment reporting.

EnBW's Board of Management authorised the consolidated financial statements for issue on 7 February 2013.

## Basis of consolidation

The financial statements of the domestic and foreign entities included in consolidation were prepared uniformly in accordance with the accounting policies of EnBW.

Business combinations are accounted for in accordance with the acquisition method. The cost of a business combination is measured based on the fair value of the assets acquired and liabilities assumed or entered into as of the acquisition date. Non-controlling interests are measured at the proportionate share of fair value of the identified assets and liabilities assumed. Acquisition-related costs are expensed as incurred. If the business combination is achieved in stages, the acquisition-date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through profit or loss when the acquirer obtains control. Any excess of the cost of a business combination plus the amount of any non-controlling interest in the acquiree over the acquired identifiable assets, assumed liabilities and contingent liabilities is reported as goodwill if positive or, if negative, is reassessed and recognised as a gain through profit or loss.

A change in the ownership interest of a subsidiary which continues to be fully consolidated is accounted for as an equity transaction. All remaining shares are remeasured at fair value upon loss of control.

Receivables, liabilities and provisions between the consolidated entities are netted. Intercompany income is offset against the corresponding expenses. Intercompany profits are eliminated, unless they are immaterial.

### Consolidated companies

Under the full consolidation method, all subsidiaries are included over whose financial and business policy control can be exercised as defined by the control concept. In this case, the assets and liabilities of a subsidiary are included in full in the consolidated financial statements.

The equity method is used when the entity is a jointly controlled entity or a significant influence may be exercised over the business policy of the associate, but the entity does not qualify as a subsidiary. When measuring shares this means that only the proportionate equity of the entity is included in consolidated financial statements, and not its assets and liabilities. Goodwill is included in the carrying amount of the investment. Negative differences are recognised in profit or loss via the investment result.

Shares in subsidiaries, jointly controlled entities or associates which are immaterial from the group's perspective are accounted for according to IAS 39. Indicators used to determine whether a subsidiary is material are revenue, earnings and equity of the entities.

There are no cross-holdings as defined by Sec. 19 (1) German Stock Corporations Act (AktG) in the EnBW group.

The companies have been consolidated as follows:

Type of consolidation and number <sup>1</sup>	31/12/2012	31/12/2011
Full consolidation	121	117
Entities accounted for using the equity method	22	23

<sup>1</sup> Prior-year figures restated. Further disclosures are presented under "Changes in accounting policy".

### Changes in the consolidated companies

Of the entities fully consolidated in the consolidated financial statements 12, (prior year: 8) German companies and no foreign companies (prior year: 3) were consolidated for the first time in the reporting year. No German companies (prior year: 1) and 2 (prior year: 0) foreign companies were deconsolidated, and 6 companies (prior year: 7) were merged.

Of the entities accounted for using the equity method, no German companies (prior year: 1) were accounted for using the equity method for the first time. One company (prior year restated: 1) was reclassified to assets held for sale as of 31 December 2012 and accordingly no longer included under entities accounted for using the equity method.

No significant acquisitions or disposals of entities took place in fiscal year 2012.

### Changes in ownership interest without loss of control 2011

#### Disposal of shares in Energiedienst Holding AG

On 22 December 2011, EnBW sold a share of 15.05% in its subsidiary Energiedienst Holding AG (EDH), Laufenburg, Switzerland, to Services Industriels de Genève (SIG). Since the transaction, EnBW holds 66.67% of the shares in EDH. EnBW continues to have economic control of EDH. The consideration received from this sale of shares amounted to €245.6 million, which EnBW received in cash. The amount attributable to non-controlling interests was €147.7 million. The difference between the gain on sale and the amount attributable to non-controlling interests was recorded under revenue reserves and other comprehensive income in equity.

€ millions	2011
Consideration received	245.6
Amount attributable to non-controlling interests	147.7
Amount recognised under revenue reserves in equity	99.2
Amount recognised under other comprehensive income	-1.3

## Changes in accounting policy

### First-time adoption of amended accounting standards

The IASB has issued the following amendment to a standard, the adoption of which is mandatory as of the fiscal year 2012. This did not have a material impact on EnBW's consolidated financial statements.

- > **Amendment to IFRS 7 (2010) "Financial Instruments: Disclosures – Transfers of Financial Assets"**: These amendments will require extended disclosures on transfers of financial assets and are intended to help users of financial statements to gain a better understanding of such transactions.

### Change in policy to improve the presentation of net assets, financial position and results of operations

In the past, the IFRS accounting option to recognise joint ventures uniformly in the consolidated financial statements either by applying proportionate consolidation or using the equity method was exercised by applying proportionate consolidation. In the fiscal year 2012, the policy of exercising the option was changed and joint ventures are now accounted for in the consolidated financial statements using the equity method. The conversion affected Friedeburger Speicherbetriebsgesellschaft mbH „Crystal“, Fernwärme Ulm GmbH, Rheinkraftwerk Iffezheim GmbH, Pražská energetika Holding a.s. and Borusan EnBW Enerji yatırımları ve Üretim Anonim Şirketi including their subsidiaries. A restatement was made for the prior years in accordance with IAS 8. The reason for the changed exercise of the option is that the new IFRS 11, which is effective within the EU as of 2014, provides for joint ventures generally to be included in the consolidated financial statements in accordance with IFRS 11 using the equity method. Joint arrangements as defined by IFRS 11 must in future always be included in the consolidated financial statements using proportionate consolidation. EnBW's jointly controlled entities are mainly joint ventures as defined by IFRS 11. By changing the policy of exercising the option, EnBW has already in its 2012 consolidated financial statements taken into account the material changes in IFRS 11. This presentation is also in line with customary industry standards. The restatements made to the consolidated financial statements in the reporting year and in prior years are as follows:

Restatement of the income statement in € millions	2012	2011
Revenue including electricity and energy taxes	-37.9	-33.4
Electricity and energy taxes	0.0	0.0
<b>Revenue</b>	<b>-37.9</b>	<b>-33.4</b>
Own work capitalised	-0.3	-0.2
Other operating income	0.1	0.3
Cost of materials	10.9	17.3
Personnel expenses	6.9	6.7
Other operating expenses	7.8	10.2
<b>EBITDA</b>	<b>-12.5</b>	<b>0.9</b>
Amortisation and depreciation	9.2	6.0
<b>Earnings before interest and taxes (EBIT)</b>	<b>-3.3</b>	<b>6.9</b>
Investment result	-2.1	14.2
of which net profit/loss from entities accounted for using the equity method	(-2.1)	(14.2)
Financial result	3.3	3.0
of which finance revenue	(-0.3)	(0.1)
of which finance costs	(3.6)	(2.9)
<b>Earnings before tax (EBT)</b>	<b>-2.1</b>	<b>24.1</b>
Income tax	(2.1)	(0.9)
<b>Group net profit/loss</b>	<b>0.0</b>	<b>25.0</b>
of which profit/loss shares attributable to the equity holders of EnBW AG	(0.0)	(25.0)
<b>Earnings per share from group net profit/loss (€)<sup>1</sup></b>	<b>0.00</b>	<b>0.10</b>

<sup>1</sup> Basic and diluted; in relation to the profit/loss shares attributable to the equity holders of EnBW AG.



Restatement of the balance sheet in € millions	31/12/2012	31/12/2011	1/1/2011
<b>Assets</b>			
<b>Non-current assets</b>			
Intangible assets	-54.8	-30.4	-26.1
Property, plant and equipment	-288.4	-268.1	-193.8
Entities accounted for using the equity method	251.8	237.2	142.6
Trade receivables	-3.3	-4.4	-3.6
Other non-current assets	-7.8	-10.2	-2.7
Deferred taxes	0.0	-0.5	-0.9
	<b>-102.5</b>	<b>-76.4</b>	<b>-84.5</b>
<b>Current assets</b>			
Inventories	-2.4	-3.0	-3.3
Trade receivables	-1.1	-1.7	-1.2
Other current assets	-2.8	-6.6	-6.4
Cash and cash equivalents	-26.0	-44.3	-47.1
	<b>-32.3</b>	<b>-55.6</b>	<b>-49.6</b>
	<b>-134.8</b>	<b>-132.0</b>	<b>-134.1</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
<b>Equity holders of EnBW AG</b>			
Revenue reserves	25.0	25.0	0.0
	<b>25.0</b>	<b>25.0</b>	<b>0.0</b>
<b>Non-current liabilities</b>			
Provisions	-3.2	-2.9	-0.8
Deferred taxes	-3.0	-2.8	-2.7
Financial liabilities	-112.5	-76.2	-77.1
Other liabilities and subsidies	-1.7	-1.6	-1.8
	<b>-120.4</b>	<b>-83.5</b>	<b>-82.4</b>
<b>Current liabilities</b>			
Provisions	-2.0	-1.3	-2.2
Financial liabilities	-20.4	-50.1	-30.5
Trade payables	-8.0	-13.8	-9.7
Income tax liabilities	-0.4	0.0	0.0
Other liabilities and subsidies	-8.6	-8.3	-9.3
	<b>-39.4</b>	<b>-73.5</b>	<b>-51.7</b>
	<b>-134.8</b>	<b>-132.0</b>	<b>-134.1</b>

Restatement of the cash flow statement in € millions	2012	2011
<b>1. Operating activities</b>		
EBITDA	-12.5	0.9
Changes in provisions	-1.2	-1.2
Other non-cash expenses/income	0.2	0.3
Change in assets and liabilities from operating activities	0.1	6.8
Inventories	(-0.6)	(-0.3)
Net balance of trade receivables and payables	(4.5)	(-2.9)
Net balance of other assets and liabilities	(-3.8)	(10.0)
Income tax paid	1.1	0.5
<b>Cash flow from operating activities</b>	<b>-12.3</b>	<b>7.3</b>
<b>2. Investing activities</b>		
Capital expenditures on intangible assets and property, plant and equipment	57.4	87.1
Cash received from disposals of intangible assets and property, plant and equipment	-1.2	-5.4
Cash received from construction cost and investment subsidies	-0.5	0.0
Cash paid for the acquisition of subsidiaries and entities accounted for using the equity method	-33.8	-83.0
Cash received from the sale of other financial assets	0.0	8.4
Interest received	0.2	0.1
Dividends received	36.6	25.9
<b>Cash flow from investing activities</b>	<b>58.7</b>	<b>33.1</b>
<b>3. Financing activities</b>		
Interest paid for financing activities	3.0	0.8
Dividends paid	-22.7	-23.4
Proceeds from financial liabilities	-58.7	-66.3
Repayment of financial liabilities	50.6	50.6
<b>Cash flow from financing activities</b>	<b>-27.8</b>	<b>-38.3</b>
<b>Net change in cash and cash equivalents</b>	<b>18.6</b>	<b>2.1</b>
Net foreign exchange difference	-0.3	0.7
<b>Change in cash and cash equivalents</b>	<b>18.3</b>	<b>2.8</b>
Cash and cash equivalents at the beginning of the period	-44.3	-47.1
<b>Cash and cash equivalents at the end of the period</b>	<b>-26.0</b>	<b>-44.3</b>

Restatements in € millions	31/12/2012	31/12/2011	1/1/2011
Contingent liabilities	109.4	105.2	86.0
Other financial commitments	68.9	-12.1	-45.7

## Effects of new accounting standards that are not yet mandatory

The IASB and IFRIC have published the following standards and interpretations whose adoption is not yet mandatory for the fiscal year 2012. Their application in the future is subject to their endorsement by the EU into European law.

- > **Omnibus of amendments to various IFRSs (2012) “Annual Improvements 2009 – 2011 Cycle”:** The amendments are the product of the IASB’s annual improvements project and affect a number of IFRSs. The amendments are intended to clarify the wording of the standards and remove any unintended inconsistencies between them. The amendments are effective for the first time for fiscal years beginning on or after 1 January 2013. They have yet to be endorsed by the EU. The effects on EnBW’s consolidated financial statements are currently being assessed.
- > **Amendment to IAS 1 (2011) “Presentation of Financial Statements – Presentation of Items of Other Comprehensive Income”:** According to the amendments, items of other comprehensive income that will be reclassified to profit or loss subsequently are required to be presented separately from items that are not reclassified. If items of other comprehensive income are presented before tax, the associated tax must similarly be presented separately for each category. Furthermore, the term used in IAS 1 for the statement of comprehensive income has been changed to statement of “profit or loss and other comprehensive income”. The amendments are effective for fiscal years beginning on or after 1 July 2012. The amendments are expected to have an effect on EnBW’s consolidated financial statements.
- > **Amendment to IAS 12 (2010) “Income Taxes – Deferred Taxes: Recovery of Underlying Assets”:** The amendment clarifies at least some of the issues relating to the treatment of taxable temporary differences when using the fair value model in IAS 40 “Investment Property”. The amendment of IAS 12 also led to the amendment of SIC 21 “Income Taxes – Recovery of Revalued Non-Depreciable Assets”. The amendments are effective for the first time for fiscal years beginning on or after 1 January 2013. The amendments are not expected to have any effect on EnBW’s consolidated financial statements.
- > **Amendment to IAS 19 (2011) “Employee Benefits”:** The most significant amendment to IAS 19 is that unexpected fluctuations of pension obligations and actuarial gains and losses must be recognised directly in equity (other comprehensive income) in future. The amendment removes the previous option allowing a choice between immediate recognition in profit or loss, recognition in other comprehensive income or delayed recognition according to the corridor method. The amended definition of termination benefits will have an effect on accounting for step-up amounts as part of phased retirement agreements. To date, step-up amounts have been classified as post-employment benefits and provisions have consequently been recognised at the total amount at the date of the phased retirement agreement. Due to the change in IAS 19 step-up amounts do not qualify as termination benefits. They are now long-term employee benefits that are accumulated pro rata temporis over the period of service of the employees concerned. Overall, the amendments to IAS 19 will have the following material effects. Since the EnBW group currently applies the corridor method, the amendment will – with reference to the situation as of 31 December 2012 – increase pension provisions by € 1,158.1 million. On account of the pro rata accumulation of step-up amounts over the active service period of the employees taking part in the phased retirement scheme, the provision for phased retirement agreements is € 26.0 million lower as of 31 December 2012. The amendments are effective for fiscal years beginning on or after 1 January 2013.
- > **Revision of IAS 27 (2011) “Separate Financial Statements”:** The standard was revised as part of the comprehensive reform project regarding consolidation. IAS 27 now solely comprises the unamended provisions on IFRS separate financial statements. The revised standard is effective for the first time for fiscal years beginning on or after 1 January 2014. The standard is not expected to have any effect on EnBW’s consolidated financial statements.
- > **Amendment to IAS 28 (2011) “Investments in Associates and Joint Ventures”:** IAS 28 was amended in 2011 in connection with the IASB project on joint arrangements. Most of these amendments are the result of including joint ventures in IAS 28. The underlying approach for recognition using the equity method was not changed. The amendments are effective for the first time for fiscal years beginning on or after 1 January 2014. These changes are not expected to have any material effect on EnBW’s consolidated financial statements.

- **Amendment to IAS 32 (2011) “Offsetting Financial Assets and Financial Liabilities”:** This amendment specifies the criteria for the offsetting of financial assets and liabilities in more detail by providing additional application guidelines. This amendment is effective for fiscal years beginning on or after 1 January 2014. The amendments are not expected to have any effect on EnBW’s consolidated financial statements.
- **Amendment to IFRS 1 (2010) “First-time Adoption of International Financial Reporting Standards – Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters”:** The first amendment removed the reference to the fixed date for first-time adopters “1 January 2004” and replaced it with “the date of transition to IFRSs”. The second amendment provides guidance on how an entity should resume presenting financial statements in accordance with IFRSs after a period of severe hyperinflation, during which the entity had been unable to comply with IFRSs. The amendments are effective for fiscal years beginning on or after 1 January 2013. The amendments are not expected to have any effect on EnBW’s consolidated financial statements.
- **Amendment to IFRS 1 (2012) “Government Loans”:** The amendment relates to accounting for government loans at a below-market rate of interest. The amendments are effective for fiscal years beginning on or after 1 January 2013. It has yet to be endorsed by the EU. The amendments are not expected to have any effect on EnBW’s consolidated financial statements.
- **Amendment to IFRS 7 (2011) “Disclosures – Offsetting Financial Assets and Financial Liabilities”:** In connection with the amendment to IAS 32 “Financial Instruments: Presentation” with regard to offsetting financial instruments, the scope of the disclosures which IFRSs require in the notes to the financial statements was expanded. The amended IFRS 7 is effective for the first time for fiscal years beginning on or after 1 January 2013. The amendments are not expected to lead to additional disclosures in the notes to EnBW’s consolidated financial statements.
- **IFRS 9 “Financial instruments”:** Publication of IFRS 9 (2009) and IFRS 9 (2010) by the IASB represents the completion of the first part of a three-part project to reform accounting for financial instruments. The IASB intends to completely replace the existing IAS 39 “Financial instruments: Recognition and Measurement” with IFRS 9. In the first part, the standard addresses the classification and measurement of financial instruments. IFRS 9 reduces the existing measurement categories to two: at amortised cost and at fair value through profit or loss. On 16 December 2011, the IASB published an amendment to IFRS 9 delaying the date it is to be applied for the first time to fiscal years beginning on or after 1 January 2015 (previously 1 January 2013). IFRS 9 has not yet been endorsed by the EU. The effects on EnBW’s consolidated financial statements are currently being assessed.
- **IFRS 10 “Consolidated Financial Statements”:** IFRS 10 replaces the consolidation requirements in the previous IAS 27 “Consolidated and Separate Financial Statements” and SIC 12 “Consolidation – Special Purpose Entities”, thus creating a uniform definition of control. IFRS 10 is to be applied for the first time for fiscal years beginning on or after 1 January 2014. IFRS 10 is not expected to have any material effect on EnBW’s consolidated financial statements.
- **IFRS 11 “Joint Arrangements”:** IFRS 11 replaces IAS 31 “Interests in Joint Ventures” and SIC 13 “Jointly Controlled Entities – Non-monetary Contributions by Joint Ventures” and contains provisions regulating the identification, classification and accounting treatment of joint arrangements. IFRS 11 is to be applied for the first time for fiscal years beginning on or after 1 January 2014. IFRS 11 is not expected to have any material effect on EnBW’s consolidated financial statements.
- **IFRS 12 “Disclosure of Interests in Other Entities”:** The new standard regulates the disclosure requirements for group relationships in the notes to the consolidated financial statements as well as the disclosure of joint arrangements and associates. IFRS 12 is to be applied for the first time for fiscal years beginning on or after 1 January 2014. IFRS 12 will lead to additional disclosures in the notes to EnBW’s consolidated financial statements.
- **Amendments to IFRS 10, IFRS 11 and IFRS 12 (2012) “Transition Guidance”:** The amendments have clarified the transitional provisions in IFRS 10 and granted additional exemptions for the transition to IFRS 10, IFRS 11 and IFRS 12. The amendments are effective for the first time for fiscal years beginning on or after 1 January 2013. The amendments have yet to be endorsed into European law. The effects on EnBW’s consolidated financial statements are currently being assessed.

- > **Amendments to IFRS 10, IFRS 12 and IAS 27 (2012) “Investment Entities”:** The standard defines investment entities as a separate kind of entity and exempts these from the obligation to consolidate subsidiaries in accordance with IFRS 10. Instead, the subsidiaries of an investment entity must be measured at fair value in accordance with IFRS 9. The amendments are effective for the first time for fiscal years beginning on or after 1 January 2014. The amendments have yet to be endorsed into European law. The effects on EnBW’s consolidated financial statements are currently being assessed.
- > **IFRS 13 “Fair Value Measurement”:** IFRS 13 standardises the definition of and requirements for the measurement of the fair values disclosed in the notes to the financial statements. IFRS 13 is to be applied for the first time for fiscal years beginning on or after 1 January 2013. These changes are not expected to have any material effect on EnBW’s consolidated financial statements.
- > **IFRIC 20 “Stripping Costs in the Production Phase of a Surface Mine”:** IFRIC 20 governs the accounting for stripping costs in the production phase of a surface mine. The interpretation clarifies when production stripping costs should be recognised as an asset and how the asset is initially recognised and subsequently measured. IFRIC 20 is to be applied for the first time for fiscal years beginning on or after 1 January 2013. The interpretation is not expected to have any effect on EnBW’s consolidated financial statements.

### Restatement of prior-year figures

- > To enhance the presentation of net assets, we adjusted the definition of investments held as financial assets and investments allocable to operations in 2012. In future, investments will be allocated to operations only if there are close operational links with the EnBW group. This applies, for example, where electricity procurement agreements at a cost-based tariff or company agreements exist. The changed definition affects our performance indicators capital employed and adjusted net debt. The investments that are allocable to operations and the associated income is included in the calculation of ROCE as a component of capital employed and of net investment income. By contrast, investments held as financial assets are deducted in the calculation of adjusted net debt. As of 31 December 2011, investments held as financial assets increased by €204.5 million to €427.4 million (1 January 2011: by €211.6 million to €390.3 million). Income from investments held as financial assets rose by €28.5 million compared to the prior year to €38.0 million.
- > Other financial liabilities were restated retroactively due to the change in the assessment of the probability of occurrence of contingent consideration in connection with our investment in Turkey. The restatement increased other financial liabilities and reduced equity as of 31 December 2011 by €31.6 million (1 January 2011: €31.6 million). The restatement was applied retroactively because the acquisition was within the scope of IFRS 3 (2004).
- > In the past, deferred income tax liabilities were disclosed separately from current income tax liabilities within provisions. IAS 12 “Income Taxes” does not distinguish between provisions or liabilities from income taxes. In accordance with the generally prevailing accounting practice, we therefore reported all income tax provisions and liabilities under liabilities for the fiscal year 2012. The prior-year figures were restated accordingly:

Balance sheet in € millions	31/12/2011	1/1/2011
Non-current provisions	-264.1	-195.6
Current provisions	-142.6	-162.8
Non-current liabilities	264.1	195.6
Current liabilities	142.6	162.8

Due to immateriality, other tax provisions will in future be reported in other provisions. This increased other provisions for the prior year by €2.0 million (1 January 2011: by €3.8 million).

The disclosures on the restatement of prior-year figures on account of changes in accounting for joint ventures in EnBW's consolidated financial statements can be found in these notes to the consolidated financial statements in the section "Changes in accounting policy".

## **Significant accounting policies**

### **Intangible assets**

Intangible assets acquired for a consideration are carried at amortised cost and, except for goodwill, are amortised using the straight-line method over their useful life. The amortisation period of purchased software ranges from three to five years; the amortisation period of franchises for power stations is between 15 and 65 years. Customer relationships are amortised over their expected useful life of between 6 and 30 years, water rights and the underlying franchises are amortised over 30 years.

Internally generated intangible assets are recognised at cost if it is probable that a future economic benefit will flow to the company from the use of the asset and the cost of the asset can be reliably determined. If the recognition criteria are not satisfied, costs are expensed immediately through profit or loss in the year in which they were incurred. At the EnBW group, these assets relate to software programmes that are amortised on a straight-line basis over a useful life of five years.

The useful lives and amortisation methods are reviewed annually.

In accordance with the provisions of the IFRSs, goodwill from business combinations is not amortised, but tested for impairment at least once a year and whenever there is any indication that the recoverable amount may be lower than the carrying amount.

### **Property, plant and equipment**

Items of property, plant and equipment are measured at cost. Items that are subject to wear and tear are depreciated using the straight-line method over the expected useful life of their individual components. Depreciation is recorded pro rata temporis in the year of addition.

Maintenance and repair costs are recorded as expenses. Renewal or maintenance expenses which lead to future economic benefits of an asset are capitalised.

Investment grants or subsidies are not deducted from the cost of the asset concerned, but recognised on the liabilities side of the balance sheet.

The nuclear power plants also contain the present value, net of depreciation, of the estimated cost of the closure and dismantling of the contaminated plants.

Depreciation on our major items of property, plant and equipment is computed using the following uniform group-wide useful lives:

	Years
Buildings	25-50
Power stations	15-50
Electricity distribution plants	25-45
Gas distribution plants	15-55
Water distribution plants	20-40
Other equipment, furniture and fixtures	5-14

The useful lives and depreciation methods are reviewed annually.

Property, plant and equipment are derecognised upon disposal or when no further economic benefits are expected from their continued use or sale. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement in the period the asset is derecognised.

#### **Borrowing costs**

If an asset necessarily takes a substantial period of time (more than twelve months) to get ready for its intended use, the borrowing costs incurred until it is ready for its intended use that are directly attributable to its acquisition or production are capitalised as part of the respective asset. Where there are specific debt financing arrangements, the respective borrowing costs incurred are used. Where the debt financing arrangements are not specific, borrowing costs are capitalised using a uniform rate within the group of 4.3% (prior year: 4.5%). Borrowing costs totalling €51.3 million (prior year restated: €45.9 million) were recognised as an asset in the fiscal year.

#### **Leases**

A lease is an agreement whereby the lessor conveys to the lessee in return for a payment or series of payments the right to use an asset for an agreed period of time. This also applies for agreements that do not explicitly describe the conveyance of such a right. Leases are classified either as finance leases or as operating leases.

Leases where the EnBW group as lessee retains substantially all the risks and rewards of ownership of the asset are classified as finance leases. The leased asset is recognised at the lower of fair value and the present value of the minimum lease payments and a corresponding liability is recognised.

The recognised leased asset is depreciated over the shorter of its estimated useful life and the lease term. The liability is repaid in subsequent periods and recognised using the effective interest method. All other leases where the EnBW group is the lessee are classified as operating leases. Lease payments and instalments from operating leases are recognised immediately as an expense in the income statement.

Leases where the EnBW group as lessor transfers substantially all the risks and rewards of ownership of the asset to the lessee are recognised as finance leases at the lessor. A receivable is recognised for the amount of the net investment in the lease. The payments made by the lessee are recognised as repayments on the principal or interest income using the effective interest method.

All other leases where the EnBW group is the lessor are classified as operating leases. The leased asset remains in the consolidated balance sheet and is depreciated. The payments made by the lessee are recognised as income on a straight-line basis over the term of the lease.

### **Investment properties**

Investment properties include land and buildings held to earn rentals or for capital appreciation and not used by EnBW itself. Investment properties are measured at cost less depreciation and, if it has a limited life, is depreciated over a term of 25 to 50 years using the straight-line method. The market value is determined using internationally recognised methods such as the discounted cash flow or mark-to-market methods and disclosed in the notes to the financial statements.

### **Impairment**

The carrying amounts of intangible assets, property, plant and equipment, and investment properties are tested for impairment at each balance sheet date. If there is any indication that the asset may be impaired, the recoverable amount of the asset concerned is determined in impairment testing. The recoverable amount is the higher of the fair value less costs to sell and the value in use.

The fair value is determined on the basis of a business valuation model and reflects the best estimate of the amount at which a third party would acquire the asset. The value in use corresponds to the present value of the future cash flows expected to be derived from an asset or cash-generating unit. A cash-generating unit is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

If it is not possible to determine the recoverable amount for an individual asset, the recoverable amount is determined for the cash-generating unit to which the asset can be allocated.

Goodwill arising from business combinations is allocated to the cash-generating units or groups of cash-generating units that are expected to achieve synergies from the business combination.

The recoverable amount of these cash-generating units or groups of cash-generating units is tested for impairment at least once a year. An additional test is performed whenever there is any indication that the carrying amount may not be recoverable. For more information, please refer to note 10 "Intangible assets".

If the recoverable amount of an asset falls short of its carrying amount, an impairment loss is recognised in profit or loss. In the event of impairment losses on cash-generating units to which goodwill has been allocated, the goodwill is reduced first. If the impairment loss exceeds the carrying amount of the goodwill, the difference is allocated proportionally to the remaining non-current assets of the cash-generating unit.

If the reason for a previously recognised impairment loss no longer exists at a later date, the impairment loss is reversed. The increased carrying amount of the asset attributable to a reversal may not exceed the carrying amount that would have been determined had no impairment loss been recognised in prior years (amortised cost).

An impairment loss recognised for goodwill may not be reversed in a subsequent period. Accordingly, impairment losses on goodwill are not reversed.



### Entities accounted for using the equity method

Interests in joint ventures and investments in associates accounted for using the equity method are initially recognised at cost and subsequently recognised according to the amortised interest in net assets. The carrying amounts are increased or reduced each year by the share in profit or loss, dividends paid or other changes in equity. Goodwill is included in the carrying amount of the investment.

### Financial assets

Investments in non-consolidated affiliated entities, in associates not accounted for using the equity method and in other investees, as well as some of the securities, are allocated to the “available-for-sale” measurement category. This measurement category includes all financial assets that are not “held for trading”, “held to maturity” or “loans and receivables”. They are measured at fair value if it can be determined reliably. If the fair value cannot be determined reliably because there is no active market, these financial assets are measured at amortised cost. Most of these assets are other investments, which are not traded on an active market. Unrealised gains and losses are recognised directly in equity.

If there is any permanent or significant impairment as of the reporting date, the adjustments to the negative market value are recognised in profit or loss. The unrealised gains or losses previously recognised directly in equity are recognised in profit or loss upon sale. Impairment losses are reflected in an allowance account.

Securities classified as “held-to-maturity investments” are measured at amortised cost. These relate to securities listed on the stock exchange that had a total fair value of €1,119.3 million (prior year: €1,182.3 million) as of 31 December 2012.

Loans are accounted for at amortised cost. Loans subject to market interest rates are recognised at nominal value, and low-interest or interest-free loans at present value. Some bad debt allowances are recognised via an allowance account. The decision whether the bad debt allowance reduces the carrying amount directly or indirectly via an allowance account depends on the probability of the anticipated default.

The securities recognised as current financial assets and allocated to the “held for trading” category are measured at fair value through profit or loss. The fair value equals the quoted price or repurchase price as of the reporting date. Changes in fair value are recognised immediately in profit or loss.

To date, EnBW has not made use of the option to measure financial assets or financial liabilities at fair value through profit or loss (fair value option).

### Inventories

Inventories are stated at costs of purchase or costs of conversion. As a rule, they are measured at average prices. Pursuant to IAS 2, costs of conversion contain the direct costs and an appropriate portion of the necessary materials and production overheads including depreciation. Costs of conversion are determined on the basis of normal capacity utilisation. Borrowing costs are not capitalised as a component of costs of conversion. Appropriate allowance is made for risks relating to slow-moving goods. Where necessary, the lower net realisable value compared to the carrying amount is recognised. Write-ups on inventories are deducted from the cost of materials.

The nuclear fuel rods disclosed in the inventories are measured at amortised cost. Write-downs are determined in accordance with consumption.

Inventories acquired for trading purposes are recognised at fair value less costs to sell.

### **Emission allowances**

Emission allowances are recognised under inventories. Emission allowances acquired for no consideration in the current fiscal year are recognised at their nominal value, while those acquired for a consideration to cover anticipated consumption are recognised at cost. Emission allowances acquired for trading purposes are recognised as other assets at fair value through profit or loss, and any fluctuation in fair value is recognised directly in profit or loss.

The obligation to return CO<sub>2</sub> emission allowances is accounted for under other provisions. The carrying amount of the provision is determined based on the carrying amount of the emission allowances provided free of charge and, if more emission allowances are needed, on the carrying amount of the existing emission allowances. If further emission allowances are needed, they are accounted for at their fair value as of the reporting date.

### **Trade receivables and other assets**

Trade receivables and other assets are accounted for at cost less any bad debt allowances required based on the actual bad debt risk. Trade receivables primarily have short terms to maturity. Consequently, their carrying amounts as of the reporting date approximate their fair value. Receivables that bear off-market interest with remaining terms to maturity of more than one year are disclosed in the balance sheet at present value.

For other current assets, it is assumed that fair value approximates the carrying amount. For other non-current assets, the market value is determined by discounting the expected future cash flows. Some bad debt allowances are recognised via an allowance account. The decision whether the bad debt allowance reduces the carrying amount directly or indirectly via an allowance account depends on the probability of the anticipated default.

### **Cash and cash equivalents**

Cash and cash equivalents have short terms to maturity. Consequently, their carrying amounts as of the reporting date approximate their fair value.

### **Treasury shares**

Own equity instruments which are repurchased (treasury shares) are deducted from equity. No gain or loss is recognised in the income statement on the purchase, sale, issue or cancellation of the group's own equity instruments.

### **Provisions for pensions and similar obligations**

For defined benefit plans, provisions for pensions and similar obligations are determined using the projected unit credit method in accordance with IAS 19. This method considers current and future pension benefits known at the reporting date as well as future anticipated salary and pension increases. Actuarial gains and losses outside the 10.0% corridor are distributed over the average remaining working lives of the employees using the straight-line method. Assets of funds established to cover the pension obligations are deducted from the provision. Service cost is disclosed in personnel expenses, while the interest portion of additions to the provision and the return on plan assets are recorded in the financial result.

Payments for defined contribution plans are expensed as incurred and presented under personnel expenses.

### **Other provisions**

Other provisions take account of all legal or constructive obligations towards third parties resulting from past events that are identifiable at the reporting date and which are uncertain in terms of amount and/or date of occurrence to the extent that it is probable that they will lead to an outflow of resources in future and their amount can be reliably estimated. The provisions are recognised at their settlement amount. They are measured at the estimated future amount or the amount most likely to be incurred.

The non-current provisions are stated at the future amount needed to settle the obligation discounted to the reporting date. This does not apply to provisions for pensions and similar obligations. They are subject to special rules in accordance with IAS 19.

### Deferred taxes

Deferred taxes are recorded in accordance with the temporary concept (IAS 12) on all timing differences between the tax accounts and the IFRS balance sheet of the individual entities. Deferred taxes from consolidation entries are recognised separately. Deferred tax assets are recognised on unused tax losses if it is reasonably certain that they will be recovered.

Deferred taxes are calculated on the basis of the tax rates that apply or that are expected to apply in the individual countries at the time of utilisation. As in the prior year, a tax rate of 29.0% is applied for German group companies. Tax assets and tax liabilities are netted with each other by consolidated tax group or entity if the conditions to do so have been satisfied.

### Financial liabilities

Financial liabilities are recorded at fair value upon initial recognition. After initial recognition, they are measured at amortised cost. Liabilities from finance leases are measured at the lower of fair value and present value of the minimum lease payments at the date when the leased asset is recognised.

The fair value of bonds listed on the capital market is the nominal value multiplied by the quoted price as of the reporting date. For current financial liabilities, it is assumed that fair value approximates the carrying amount. For non-current financial liabilities, the market value is determined by discounting the expected future cash outflows. If these financial liabilities are subject to floating interest rates, the carrying amount corresponds to fair value. The fair value of the bonds as of 31 December 2012 amounts to €6,145.8 million (prior year: €6,630.9 million), while the fair value of the liabilities to banks comes to €1,009.0 million (prior year restated: €957.8 million).

### Trade payables and other liabilities

Trade payables and other liabilities are recognised at the amount repayable. Trade payables primarily have short terms to maturity. Consequently, their carrying amounts as of the reporting date approximate their fair value. For other current liabilities, it is assumed that fair value approximates the carrying amount. For other non-current liabilities, the market value is determined by discounting the expected future cash outflows. The construction cost subsidies recorded as liabilities are released to other operating income in accordance with the use of the subsidised item of property, plant and equipment. As a rule, the period of release for construction cost subsidies is between 40 and 45 years. Investment cost subsidies and grants are released over the depreciation period of the subsidised assets. The amount released is offset against depreciation in the balance sheet.

### Assets held for sale and liabilities directly associated with assets classified as held for sale

Assets held for sale are individual non-current assets and groups of assets which can be sold in their present condition, whose sale is highly probable and which satisfy all the criteria defined in IFRS 5. The item "liabilities directly associated with assets held for sale" includes liabilities that are part of a group of assets held for sale.

Assets that meet the criteria to be classified as assets held for sale for the first time are measured at the lower of carrying amount and fair value less costs to sell, and depreciation on such assets ceases.

Gains or losses from measuring individual assets and groups of assets held for sale are disclosed as profit or loss from continuing operations until they are finally sold.

## Derivatives

Derivatives are measured at fair value in accordance with IAS 39. They are recognised under other assets and other liabilities and subsidies.

Derivatives are measured using quoted prices in active markets such as stock market prices. Where such prices are not available, the fair values are determined by reference to generally accepted valuation techniques. Quoted prices in active markets are used as inputs wherever possible. If they are not available either, entity-specific planning assumptions are considered in the valuation.

If they are contracts that were entered into and continue to be held for the purpose of the receipt or delivery of a non-financial item in accordance with the entity's expected purchase, sale or usage requirements (own use), they are not recognised as derivatives under IAS 39, but as pending contracts in accordance with IAS 37.

Derivatives are classified as "held for trading" unless hedge accounting is used. Changes in fair value are recognised immediately in profit or loss.

For derivatives used in a hedge, the accounting treatment of changes in fair value depends on the nature of the hedge.

In the case of changes in the fair value of cash flow hedges which are used to offset future cash flow risks arising from existing hedged transactions or highly probable forecast transactions, the unrealised gains and losses are initially recognised directly in equity (other comprehensive income) in the amount of the hedged transaction covered. Amounts are reclassified to the income statement when the hedged transaction is recognised in profit or loss.

In the case of a fair value hedge used to hedge the fair value of assets or liabilities, the gains or losses from the measurement of derivatives and the hedged transactions at fair value are recognised in profit or loss.

Foreign currency risks from investments with a foreign functional currency are secured by hedges of a net investment in a foreign operation. Unrealised exchange differences are initially recognised in equity and reclassified to profit or loss when the foreign operation is sold.

## Contingent liabilities

Contingent liabilities are possible obligations to third parties or present obligations where the probability of an outflow of resources is remote or the amount cannot be determined reliably. Contingent liabilities are not recognised.

## Revenue recognition

Revenue is generally recognised when the risk has been transferred to the customer. Substantially all the risks and rewards are transferred to the customer together with the transfer of title or ownership. Revenue is measured at the fair value of the consideration received or receivable for goods or services. Revenue is recognised net of any sales deductions such as price discounts and rebates and VAT as well as after elimination of intercompany sales. Most of the revenue is generated from the sale of electricity and gas, the distribution of electricity and gas as well as waste disposal, energy services and water supply.

Interest income is recognised using the effective interest method. Dividend income is recognised when the right to receive payment is established.

### Exercise of judgement and estimates when applying accounting policies

The preparation of the consolidated financial statements requires judgements and estimates to be made in applying the accounting policies that affect the reported amounts of assets and liabilities, revenue and expenses and the disclosure of contingent liabilities.

The following judgements in particular were made in the process of applying the accounting policies:

- Judgement is required with respect to certain commodity futures contracts to determine whether they are derivatives as defined by IAS 39 or an uncertain future event in accordance with the provisions of IAS 37.
- Financial assets are allocated to the measurement categories in accordance with IAS 39: “held for trading”, “available for sale”, “held-to-maturity investments” and “loans and receivables”.
- IAS 19 allows different methods for the measurement of pension provisions with regard to the recognition of actuarial gains and losses. The EnBW group uses the corridor method.

These estimates are based on assumptions and forecasts which, by their very nature, are uncertain and may be subject to change. The key future-oriented assumptions and other sources of uncertainty as of the reporting date concerning estimates which have given rise to a considerable risk that material adjustments of carrying amounts of assets and liabilities may be required in the next fiscal year are explained below.

**Goodwill:** Goodwill is tested for impairment at least once a year. The impairment test involves estimates above all concerning future cash inflows. To determine the recoverable amount, an appropriate discount rate must be chosen. Future changes in the overall economic, industry or company situation may reduce cash inflows or the discount rate and thus potentially lead to an impairment of goodwill.

**Property, plant and equipment:** Technical progress, deterioration in the market situation or damage could lead to an impairment of property, plant and equipment.

**Impairment of available-for-sale financial assets:** Changes in the value of financial assets in the “available for sale” measurement category are recognised directly in equity. Permanent impairment is recognised in the profit or loss for the period. A significant (20% or more) or prolonged (over the last nine months) decline in the fair value of an investment in an equity instrument below its amortised cost is objective evidence of impairment. In the fiscal year 2012, impairment losses of €55.2 million (prior year: €80.0 million) were recognised in the income statement for available-for-sale financial assets.

**Determination of fair value of financial assets and financial liabilities:** The fair value of financial assets and financial liabilities is determined by reference to quoted market prices or using valuation techniques such as the discounted cash flow method. Where the parameters used in the valuation techniques are not supported by observable market data, assumptions need to be made which can affect the fair value of financial assets and financial liabilities.

**Trade receivables and other assets:** Bad debt allowances are recognised for doubtful debts in order to account for the credit risk. The amount of the allowance includes estimates and judgements concerning individual receivables, based on the age structure of the receivables, the customers’ credit rating, past experience relating to the derecognition of receivables and changes in payment terms. As of 31 December 2012, bad debt allowances on trade receivables and other assets totalled €90.9 million (prior year: €103.2 million).

**Pension provisions:** When calculating pension provisions, differences compared to the actual obligations incurred over time may arise from the selection of underlying assumptions such as the imputed interest rate or trends, use of demographic probabilities based on the 2005 G Heubeck mortality tables and accepted approximation methods for future pension increases from the statutory pension insurance fund.

**Nuclear power provisions:** The provisions for decommissioning and dismantling relating to nuclear power are based on external appraisals that are updated annually. These appraisals are based on cost estimates of the settlement value for each obligation. The uncertainty inherent in the estimates is primarily due to changes in the scope of the obligation, departures from the assumed cost development and changes in payment dates. Changes in the discount rate could also lead to an adjustment of the nuclear power provisions.

**Provisions for onerous contracts:** Provisions for onerous contracts are generally set up for onerous procurement and sales agreements. Future changes in market prices on the procurement or sales side may lead to an adjustment of the provisions for onerous contracts.

**Acquisition accounting:** For acquisition accounting purposes, all identifiable assets, liabilities and contingent liabilities acquired in a share purchase are recognised at fair value as of the date of acquisition. Estimates are used to calculate the fair value of these assets and liabilities as of the date of acquisition. Land and buildings as well as other equipment, furniture and fixtures are generally measured by independent appraisers. Marketable securities are recognised at market price. If the purchase price agreement includes contingent consideration, accounting for those purchase price components also requires estimates.

The measurement of intangible assets is based on the nature of the intangible asset as well as the complexity of determining fair value. Fair value is therefore determined on the basis of an independent external valuation appraisal.

**Income tax:** Estimates are needed to set up tax provisions and to assess the temporary differences arising from differences in the accounting treatment of certain financial statements items between the consolidated balance sheet in accordance with IFRSs and the tax accounts. Deferred tax assets or liabilities are recognised on temporary differences. Deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

**Entities accounted for using the equity method:** IFRS financial statements were not available to us for all entities. Therefore, these entities were accounted for using the equity method based on an estimate of the HGB-IFRS differences. An impairment test is performed on investments accounted for using the equity method, which also requires the use of estimates.

Potential effects due to changes in estimates in other areas are explained in the respective sections. For more information, please refer to note 22 "Provisions".

## **Currency translation**

In the separate financial statements of the entities, business transactions in foreign currency are translated at the rate of the transaction date. Non-monetary items are measured at the rate prevailing when they were first recorded. Monetary items are translated at the closing rate as of the reporting date. Exchange differences from monetary items that are allocable to the operating activities are recognised in other operating income or other operating expenses with effect on profit or loss. Translation differences from financing activities are disclosed in the interest result.

The reporting currency of EnBW, which is also the functional currency, is the euro (€). The financial statements of the group entities are translated to euros. Currency translation is performed in accordance with IAS 21 “The Effects of Changes in Foreign Exchange Rates” using the modified closing rate method. Under this method, the assets and liabilities of entities that do not report in euros are translated at the mean rate prevailing on the reporting date, while expenses and income are translated at the average annual rate. The companies concerned are foreign operations. Differences from the currency translation of assets and liabilities compared to the translation of the prior year as well as exchange differences between the income statement and the balance sheet are recognised directly in equity under other comprehensive income. The same procedure is applied by analogy for foreign entities accounted for using the equity method.

The entities of the EnBW group mainly operate in the euro area. As in the prior year, the provisions of IAS 29 on financial reporting in hyperinflationary economies were not relevant in the fiscal year. No major group entities are domiciled in a hyperinflationary economy.

Currency translation was based on the following exchange rates, among others:

€ 1	Closing rate		Average rate	
	31/12/2012	31/12/2011	2012	2011
Swiss franc	1.21	1.22	1.21	1.23
Pound sterling	0.82	0.84	0.81	0.87
US dollar	1.32	1.29	1.29	1.39
Hungarian forint	292.30	314.58	289.37	279.31
Czech koruna	25.15	25.79	25.14	24.59
Japanese yen	113.61	100.20	102.66	111.01

## Notes to the income statement and the balance sheet

### (1) Revenue

Revenue is recognised when the risk has been transferred to the customer. The electricity and energy tax paid by the entities is deducted from revenue in the income statement.

Most of the revenue is generated from the sale of electricity and gas to industry customers, businesses and consumers. In addition, this item includes revenue from the distribution of electricity and gas, of steam, heat and water as well as own-account trading.

In the interest of a more accurate presentation of the business development, income and expenses from energy trading are disclosed net. The net disclosure means that revenue from energy trading is reported net of the related cost of materials. For the fiscal year 2012, the net energy trading revenue came to €12,593.9 million (prior year: €11,882.7 million).

The segment reporting contains a breakdown of revenue by business segment and geographical segment.

## (2) Other operating income

€ millions <sup>1</sup>	2012	2011
Rent and lease income	23.1	22.2
Income from the release and reduction of specific bad debt allowances	4.7	8.5
Gains on sale	30.0	7.2
Income from the reversal of provisions	200.4	272.4
Income from the release and retirement of construction cost subsidies	78.5	103.2
Income from derivatives	432.6	253.5
Sundry	303.1	267.1
<b>Total</b>	<b>1,072.4</b>	<b>934.1</b>

<sup>1</sup> Prior-year figures restated.

Gains on sale essentially comprise income from the disposal of distribution plants. In addition, they include income from the disposal of real property held for sale of €3.5 million (prior year: €1.8 million).

Reversals of impairment losses on property, plant and equipment and investment property amounted to €2.1 million in the reporting period (prior year: €1.0 million).

The income from derivatives of €432.6 million (prior year: €253.5 million) is attributable to changes in market value and the realisation of hedges that are allocated to the held for trading category in accordance with IAS 39. In the past fiscal year, the income effect was mostly attributable to derivatives relating to electricity, emission allowances and gas. In the prior year, these were mainly derivatives relating to electricity, currencies and gas.

In the reporting year, income from exchange rate gains came to €9.6 million (prior year: €23.7 million). As in the prior year, this does not include any exchange rate gains from the deconsolidation of equity investments in the current fiscal year.

Sundry other operating income mainly includes income from the reversal of accruals and income from insurance claims.

## (3) Cost of materials

€ millions <sup>1</sup>	2012	2011
Cost of materials and supplies and of purchased merchandise	13,272.7	13,093.6
Cost of purchased services	2,015.9	2,000.7
<b>Total</b>	<b>15,288.6</b>	<b>15,094.3</b>

<sup>1</sup> Prior-year figures restated.

Cost of materials and supplies and of purchased merchandise comprises in particular electricity and gas procurement costs as well as the necessary increase – other than due to the passage of time – in provisions for the decommissioning of nuclear power plants unless they are required to be recognised as part of the cost of the asset. Expenses relating to nuclear power also include costs for the disposal of irradiated fuel rods and radioactive waste as well as the consumption of nuclear fuel rods and nuclear fuels. These also include expenses for the nuclear fuel rod tax which must be paid for new fuel rods used. In the prior year, these expenses also included non-operating expenses resulting from additions to nuclear power provisions under the German Atomic Power Act passed by the German federal government. Furthermore, fuels for conventional power stations are also disclosed here.



Cost of purchased services mainly contains expenses for network use, services purchased for the operation and maintenance of the plants as well as franchise fees. In addition, other expenses directly attributable to services rendered are shown under this heading.

#### (4) Personnel expenses

€ millions <sup>1</sup>	2012	2011
Wages and salaries	1,223.8	1,275.0
Social security, pension and other benefit costs	375.5	333.2
of which for post-employment benefits	(161.5)	(120.5)
<b>Total</b>	<b>1,599.3</b>	<b>1,608.2</b>

<sup>1</sup> Prior-year figures restated.

Average headcount for the year <sup>1</sup>	2012	2011
Electricity generation and trading	4,732	4,864
Electricity grid and sales	5,967	6,140
Gas	884	698
Energy and environmental services	8,054	8,661
Holding	461	488
<b>Employees</b>	<b>20,098</b>	<b>20,851</b>
Apprentices and trainees in the group	1,141	1,178

<sup>1</sup> Prior-year figures restated.

Expenses for post-employment benefits arising from the increase in the benefit obligation amount to €62.0 million (prior year restated: €67.0 million). The other expenses for post-employment benefits mainly contain other social benefits that can be recognised as a provision and contributions to the pension guarantee association.

#### (5) Other operating expenses

€ millions <sup>1</sup>	2012	2011
Rent and lease expenses	38.8	37.9
Expense from specific bad debt allowances	79.7	67.4
Loss on the disposal of non-current assets	25.1	21.9
Other personnel expenses	56.4	203.3
Advertising expenses	71.4	81.9
Administrative and selling costs and other overheads	212.1	249.1
Audit, legal and consulting fees	104.4	115.4
Expenses from derivatives	320.2	197.5
Insurance	40.4	46.6
Dues and levies	10.7	8.7
Other taxes	70.5	13.0
Sundry	140.8	225.7
<b>Total</b>	<b>1,170.5</b>	<b>1,268.4</b>

<sup>1</sup> Prior-year figures restated.

In the reporting year, expenses from exchange rate losses came to €15.1 million (prior year restated: €23.4 million).

In the prior year, other personnel expenses primarily related to non-operating expenses from allocations to restructuring provisions.

Marking hedging transactions classified as held for trading in accordance with IAS 39 to market and realising such transactions gave rise to expense of €320.2 million (prior year: €197.5 million). In the past fiscal year, the expense was mostly attributable to derivatives relating to coal, emission allowances and gas. In the prior year, these were mainly derivatives relating to emission allowances, coal and gas.

Sundry other operating expenses contain non-operating expenses of €2.5 million (prior year restated: €119.9 million). In the prior year, these primarily related to expenses from allocations to provisions. In addition, this item comprises commission and research and development expenses.

## (6) Amortisation and depreciation

€ millions <sup>1</sup>	2012	2011
Amortisation of intangible assets	142.2	126.4
Depreciation of property, plant and equipment	877.0	1,000.8
Depreciation of investment properties	1.8	8.5
Release of investment cost subsidies	-3.1	-3.9
<b>Total</b>	<b>1,017.9</b>	<b>1,131.8</b>

<sup>1</sup> Prior-year figures restated.

In the reporting year, the impairment losses on goodwill from business combinations came to €4.6 million (prior year: €0.0 million).

Depreciation of property plant and equipment includes write-downs on assets held for sale of €0.4 million (prior year: €0.0 million).

The impairment losses recognised on other intangible assets, property, plant and equipment and investment property amounted to €125.0 million (prior year: €282.9 million). In the current fiscal year, impairment losses mostly relate to contracting facilities as well as franchises and customer relationships and are allocated to the energy and environmental services segment for segment reporting purposes. The recoverable amount based on fair value less costs to sell was below the carrying amount due to the less favourable economic conditions. Using a business valuation model, fair value is derived from the cash flow planning, based on the mid-term planning approved by the Board of Management for a period of three years and valid as of the date of the impairment test. The planning is based on past experience and on estimates concerning the future market development. The impairment losses recognised in the prior year primarily related to nuclear power plants and gas grids. Impairment losses had to be recognised on the nuclear power plants on account of the amendment to the German Atomic Power Act (AtG).

## (7) Investment result

€ millions <sup>1</sup>	2012	2011
Share of profit/loss of entities accounted for using the equity method	91.2	-74.9
Write-downs of entities accounted for using the equity method	-159.7	-630.2
Write-ups of entities accounted for using the equity method	94.0	25.0
<b>Net profit/loss from entities accounted for using the equity method</b>	<b>25.5</b>	<b>-680.1</b>
Investment income	34.0	49.7
of which non-consolidated affiliated entities	(0.2)	(3.1)
Write-downs of investments	-28.9	-8.8
of which non-consolidated affiliated entities	(-3.1)	(-0.4)
Income from the sale of equity investments	113.7	7.0
<b>Other income from investments<sup>2</sup></b>	<b>118.8</b>	<b>47.9</b>
<b>Investment result</b>	<b>144.3</b>	<b>-632.2</b>

<sup>1</sup> Prior-year figures restated.

<sup>2</sup> Of which € 5.4 million (prior year restated: € 38.0 million) stems from investments held as financial assets.

In the prior year, the share of profit/loss of entities accounted for using the equity method included non-operating effects at EWE Aktiengesellschaft (EWE) and EVN AG of € 181.0 million.

The write-downs of entities accounted for using the equity method primarily include write-downs on the carrying amount of our Hungarian investments of € 70.3 million and on a jointly owned power station of € 45.0 million. This was mainly attributable to changed framework conditions in the energy industry. In the prior year, the write-downs related to impairment losses recognised on the carrying amounts of the investments in EWE and EVN AG.

Due to the increase in its stock market price, the carrying amount at group level of the investment in EVN AG was adjusted to market level in the reporting period by reversing impairment losses of € 94.0 million.

Write-downs of investments include impairment losses on other investments of € 25.8 million (prior year: € 8.4 million). These primarily related to investments held as financial assets in the reporting year, whereas in the prior year other investments were chiefly involved. The impairment losses on shares in affiliated entities amount to € 3.1 million (prior year: € 0.4 million).

The income from the sale of equity investments essentially comprises income from the disposal of our Polish investment, Elektrownia Rybnik S.A.

## (8) Financial result

€ millions <sup>1</sup>	2012	2011
Interest and similar income	212.7	223.8
of which non-consolidated affiliated entities	(0.1)	(0.4)
Other finance revenue	183.2	123.2
<b>Finance revenue</b>	<b>395.9</b>	<b>347.0</b>
Borrowing costs	-300.3	-334.5
Other interest and similar expenses	-103.2	-58.9
Interest portion of increases in liabilities	-620.3	-594.2
Personnel provisions	(-231.1)	(-227.4)
Provisions relating to nuclear power	(-364.3)	(-349.4)
Other non-current provisions	(-19.0)	(-6.0)
Other liabilities	(-5.9)	(-11.3)
Other finance costs	-84.2	-163.1
<b>Finance costs</b>	<b>-1,108.0</b>	<b>-1,150.7</b>
<b>Financial result</b>	<b>-712.1</b>	<b>-803.7</b>

<sup>1</sup> Prior-year figures restated.

Interest and similar income contains interest income from interest-bearing securities and loans, dividends and other profit shares.

Borrowing costs include expenses for bank interest and bonds of €249.8 million (prior year restated: €263.3 million), the interest portion for finance leases of €23.2 million (prior year: €28.8 million) and other borrowing costs of €27.3 million (prior year restated: €42.4 million).

The increase in other interest and similar expenses for the fiscal year 2012 is primarily attributable to non-operating interest expenses as a result of reducing the discount rate for nuclear power provisions from 5.5% to 5.4%. The interest portion from the increase in liabilities relates mainly to the annual increase of the non-current provisions due to the passage of time.

Other finance costs in the fiscal year 2012 include impairment losses recognised on loans of €14.9 million (prior year: €6.1 million), market price losses on the disposal of securities of €15.8 million (prior year: €65.8 million) and expenses from impairment losses of €26.3 million on our capital investments (prior year: €71.2 million). They are substantially allocable to the available-for-sale measurement category. Other finance revenue contains, among other items, realised market price gains on the sale of securities of €135.8 million (prior year: €110.3 million).

The total interest income and expenses for financial assets and financial liabilities presented in the financial result breaks down as follows:

Total interest income and expenses in € millions <sup>1</sup>	2012	2011
Total interest income	217.3	247.5
Total interest expenses	-287.0	-334.2

<sup>1</sup> Prior-year figures restated.

The total interest income and expenses arose from financial instruments that are not measured at fair value through profit or loss. The main items here are interest received from loans and bank balances as well as interest and dividends received from financial assets classified as "available for sale". The interest expenses were incurred on bonds, bank liabilities and finance lease liabilities.

As in the prior year, total interest income does not include material interest income from impaired financial assets.

## (9) Income taxes

€ millions <sup>1</sup>	2012	2011
<b>Current income tax</b>		
Domestic corporate income tax	177.4	205.7
Domestic trade tax	61.4	47.8
Foreign income taxes	43.2	45.6
<b>Total</b>	<b>282.0</b>	<b>299.1</b>
<b>Deferred taxes</b>		
Germany	-106.1	-247.8
Abroad	-3.3	-18.5
<b>Total</b>	<b>-109.4</b>	<b>-266.3</b>
<b>Income tax (-income/+expense)</b>	<b>172.6</b>	<b>32.8</b>

<sup>1</sup> Prior-year figures restated.

Current income tax contains net expenses of €100.9 million (prior year: €158.7 million) that relate to prior periods. These were mainly attributable to the intended revision of the German income tax regulations (EStR). It is intended to limit the tax base of provisions to their carrying amount under commercial law. The first-time reversal required as a result (in the 2010 tax accounts) can be spread over up to 15 years by setting up a special item for tax purposes. This development was taken into account in the 2012 financial statements as it is highly likely that this will be implemented in revised income tax regulations.

Deferred tax contains net income of €112.2 million (prior year: €88.0 million) that relates to prior periods. This was mainly attributable to the adjustment of the tax accounts to the intended revision of the German income tax regulations.

Deferred tax contains a net expense of €0.3 million (prior year: income of €8.9 million) from tax rate changes.

The corporate income tax rate came to 15.0% in the fiscal year plus a solidarity surcharge amounting to 5.5% of the corporate income tax. The trade tax rate was 13.2%. This represents a tax rate on income of 29.0%. For the foreign entities, the tax rate applicable in their country of residence is used to calculate income taxes. Deferred tax assets and liabilities are measured at the tax rates expected to apply when the asset is realised or the liability is settled.

Deferred tax relates to the following:

€ millions <sup>1</sup>	2012	2011
Origination or reversal of temporary differences	-192.6	-175.8
Origination of unused tax losses	-3.4	-89.4
Utilisation of unused tax losses	87.5	0.0
Adjustment of unused tax losses not recognised in prior years	-0.9	-1.1
<b>Deferred tax (-income/+expense)</b>	<b>-109.4</b>	<b>-266.3</b>

<sup>1</sup> Prior-year figures restated.

The utilisation of unused tax losses was mainly attributable to the adjustment of the tax accounts to the intended revision of the German income tax regulations.

In 2012, deferred tax income increased by € 0.9 million by recognising previously unused tax losses (prior year: € 1.1 million).

Current income taxes of € 0.7 million associated with the capital increase performed in 2012 were offset directly against equity.

The reconciliation from the theoretical income tax expense to the current income tax expense is presented below:

€ millions <sup>1</sup>	2012	%	2011	%
<b>Earnings before tax</b>	<b>707.4</b>		<b>-758.1</b>	
Applicable tax rate		29.0		29.0
<b>Theoretical income tax expense (-income/+expense)</b>	<b>205.1</b>		<b>-219.8</b>	
Tax effects				
Differences in foreign tax rates and tax rate differences	-15.1	-2.1	-38.8	5.1
Tax-free income	-47.9	-6.8	-51.6	6.8
Non-deductible expenses	40.5	5.7	55.2	-7.3
Impairment of goodwill from business combinations	1.3	0.2	0.0	0.0
Addbacks and reductions for trade tax purposes	18.0	2.5	19.2	-2.5
Accounting for joint ventures and associates using the equity method	-3.5	-0.5	193.2	-25.5
Change in deferred tax assets relating to unused tax losses	5.5	0.8	-0.6	0.1
Zero-rated disposals of investments	-32.9	-4.7	-1.9	0.2
Taxes relating to other periods	-11.3	-1.6	70.7	-9.3
Reduction of temporary differences	6.8	1.0	0.0	0.0
Other	6.1	0.9	7.2	-0.9
<b>Current income tax (-income/+expense)</b>	<b>172.6</b>		<b>32.8</b>	
<b>Effective tax rate</b>		<b>24.4</b>		<b>-4.3</b>

<sup>1</sup> Prior-year figures restated.

## (10) Intangible assets

€ millions <sup>1</sup>	Franchises, industrial rights and similar rights and assets	Internally generated intangible assets	Goodwill	Other	Total
<b>Cost</b>					
As of 1 January 2012	2,108.8	80.1	784.0	13.7	2,986.6
Increase/decrease due to changes in the consolidated companies	1.4	0.0	25.4	0.0	26.8
Additions	16.0	4.2	0.0	3.6	23.8
Reclassifications	10.1	3.2	0.0	-8.2	5.1
Currency adjustments	7.0	0.0	6.5	0.0	13.5
Disposals	-16.4	0.0	0.0	-2.8	-19.2
As of 31 December 2012	2,126.9	87.5	815.9	6.3	3,036.6
<b>Accumulated amortisation</b>					
As of 1 January 2012	905.4	63.1	13.9	0.0	982.4
Additions	107.5	8.5	0.0	0.0	116.0
Currency adjustments	1.3	0.0	0.0	0.0	1.3
Disposals	-16.0	0.0	0.0	0.0	-16.0
Impairment losses	21.6	0.0	4.6	0.0	26.2
As of 31 December 2012	1,019.8	71.6	18.5	0.0	1,109.9
<b>Carrying amounts</b>					
As of 31 December 2012	1,107.1	15.9	797.4	6.3	1,926.7
<b>Cost</b>					
As of 1 January 2011	2,112.7	80.8	839.5	11.4	3,044.4
Changes in accounting policy	-26.9	0.0	-35.2	0.0	-62.1
As of 1 January 2011	2,085.8	80.8	804.3	11.4	2,982.3
Increase/decrease due to changes in the consolidated companies	-0.1	0.0	-4.0	0.0	-4.1
Additions	28.2	0.6	0.0	9.4	38.2
Reclassifications	10.2	0.0	0.0	-7.1	3.1
Currency adjustments	-2.8	0.0	-7.6	0.0	-10.4
Disposals	-12.5	-1.3	-8.7	0.0	-22.5
As of 31 December 2011	2,108.8	80.1	784.0	13.7	2,986.6
<b>Accumulated amortisation</b>					
As of 1 January 2011	797.9	52.5	49.1	0.0	899.5
Changes in accounting policy	-0.8	0.0	-35.2	0.0	-36.0
As of 1 January 2011	797.1	52.5	13.9	0.0	863.5
Decrease due to changes in the consolidated companies	-0.2	0.0	0.0	0.0	-0.2
Additions	112.8	11.5	0.0	0.0	124.3
Currency adjustments	0.2	0.0	0.0	0.0	0.2
Disposals	-6.5	-1.0	0.0	0.0	-7.5
Impairment losses	2.0	0.1	0.0	0.0	2.1
As of 31 December 2011	905.4	63.1	13.9	0.0	982.4
<b>Carrying amounts</b>					
As of 31 December 2011	1,203.4	17.0	770.1	13.7	2,004.2

<sup>1</sup> Prior-year figures restated: Intangible assets amounted to € 2,118.8 million as of 1 January 2011. They include retroactive restatements as of 1 January 2011 of € -26.1 million (as of 31 December 2011: € -30.4 million).

Finance leases account for €89.1 million (prior year: €122.1 million) of the carrying amount of intangible assets. They mainly refer to an electricity procurement right of €88.7 million (prior year: €120.9 million). The contract expires in 2015. The carrying amount of intangible assets also includes operating licences for power stations of €636.4 million (prior year: €658.7 million) and customer relationships of €212.3 million (prior year restated: €237.3 million). The remaining terms of power station concessions is between 15 and 60 years.

In 2012, a total of €36.9 million (prior year: €37.0 million) was spent on research and development. This includes government grants of €5.3 million (prior year: €5.0 million). The criteria for their recognition required under IFRSs were not satisfied.

Goodwill was allocated to the cash-generating units or groups of cash-generating units for impairment test purposes. In 2012, impairment losses of €4.6 million (prior year: €0.0 million) were recorded on goodwill.

Goodwill totalled €797.4 million as of 31 December 2012 (prior year: €770.1 million). Of this figure, 84.6% (prior year: 85.0%) is attributable to the cash-generating units or groups of cash-generating units presented in the table below:

Cash-generating unit/ group of cash-generating units	After-tax discount rates (%)		Goodwill in € millions	
	2012	2011	2012	2011
PRE subgroup	6.6-8.2	6.3-7.9	264.9	258.4
Electricity sales and distribution	4.6-6.9	4.6-6.6	146.9	133.0
Stadtwerke Düsseldorf AG subgroup	4.6-6.9	4.6-6.6	127.4	127.4
Energiedienst Holding AG subgroup	4.6-6.9	4.6-6.6	135.6	135.6

The goodwill that is allocated to the other cash-generating units or groups of cash-generating units accounted for less than 10% of total goodwill. It amounted to a total of €122.6 million (prior year: €115.7 million).

The recoverable amount of the cash-generating unit is generally determined on the basis of fair value less costs to sell. Using a business valuation model, fair value is derived from the cash flow planning, based on the mid-term planning approved by the Board of Management for a period of three years and valid as of the date of the impairment test. The planning is based on past experience and on estimates concerning the future market development.

Key assumptions underlying the determination of fair value less costs to sell include projections of future electricity and gas prices, materials prices, company-specific investing activities, the regulatory framework as well as growth and discount rates.

The discount rates applied to the cash flows are determined on the basis of market data and range from 4.6% to 8.2% after tax and 6.5% to 10.1% before tax (prior year: 4.6% to 7.9% after tax and 6.5% to 9.7% before tax).

Constant growth rates of 0.0% and 1.5% (prior year: 0.0% and 1.5%) are used to extrapolate the cash flows beyond the detailed planning period, taking into account the expected price and volume-related growth.



Goodwill by segment developed as follows:

€ millions	Electricity generation and trading	Electricity grid and sales	Gas	Energy and environmental services	Total
Carrying amounts as of 1 January 2012	139.0	514.3	75.2	41.6	770.1
Increase/decrease due to changes in the consolidated companies	0.3	14.0	0.0	11.1	25.4
Other changes	0.0	6.5	0.0	-4.6	1.9
Carrying amounts as of 31 December 2012	139.3	534.8	75.2	48.1	797.4
Carrying amounts as of 1 January 2011	139.0	530.6	75.2	45.6	790.4
Increase/decrease due to changes in the consolidated companies	0.0	0.0	0.0	-4.0	-4.0
Other changes	0.0	-16.3	0.0	0.0	-16.3
Carrying amounts as of 31 December 2011	139.0	514.3	75.2	41.6	770.1

## (11) Property, plant and equipment

€ millions <sup>1</sup>	Land and buildings	Power plants	Distribution plants	Other equipment	Assets under construction	Total
<b>Cost</b>						
As of 1 January 2012	3,873.6	14,156.6	14,585.4	1,508.0	1,621.8	35,745.4
Increase/decrease due to changes in the consolidated companies	1.7	17.9	52.0	10.5	3.3	85.4
Additions	21.0	167.5	294.0	49.9	332.5	864.9
Reclassifications	5.5	47.8	75.4	13.5	-165.5	-23.3
Reclassification to assets held for sale	-1.5	0.0	2.5	0.0	-0.8	0.2
Currency adjustments	3.0	1.4	30.4	-0.1	0.5	35.2
Disposals	-7.9	-42.9	-221.7	-47.1	-13.2	-332.8
As of 31 December 2012	3,895.4	14,348.3	14,818.0	1,534.7	1,778.6	36,375.0
<b>Accumulated depreciation</b>						
As of 1 January 2012	1,610.5	10,653.3	8,703.6	984.3	2.2	21,953.9
Additions	71.3	286.6	323.3	92.4	0.0	773.6
Reclassifications	-6.6	0.0	0.0	-0.8	0.0	-7.4
Reclassification to assets held for sale	-0.5	0.0	0.0	0.0	0.0	-0.5
Currency adjustments	1.1	0.8	11.2	-0.2	0.0	12.9
Disposals	-3.3	-31.2	-163.2	-43.4	0.0	-241.1
Impairment losses	0.1	99.9	2.8	0.2	0.0	103.0
Reversal of impairment losses	0.0	-0.8	-1.1	0.0	0.0	-1.9
As of 31 December 2012	1,672.6	11,008.6	8,876.6	1,032.5	2.2	22,592.5
<b>Carrying amounts</b>						
As of 31 December 2012	2,222.8	3,339.7	5,941.4	502.2	1,776.4	13,782.5
<b>Cost</b>						
As of 1 January 2011	3,806.4	13,831.3	14,592.3	1,523.1	1,695.0	35,448.1
Changes in accounting policy	-8.0	-79.6	-37.3	-2.6	-103.8	-231.3
As of 1 January 2011	3,798.4	13,751.7	14,555.0	1,520.5	1,591.2	35,216.8
Increase/decrease due to changes in the consolidated companies	1.8	36.7	2.3	-0.2	7.1	47.7
Additions	44.7	180.2	342.3	77.9	465.2	1,110.3
Reclassifications	41.4	235.8	97.2	26.5	-392.0	8.9
Reclassification to assets held for sale	-1.0	0.0	-116.9	0.0	-2.7	-120.6
Currency adjustments	-3.0	5.6	-34.5	0.4	-0.5	-32.0
Disposals	-8.7	-53.4	-260.0	-117.1	-46.5	-485.7
As of 31 December 2011	3,873.6	14,156.6	14,585.4	1,508.0	1,621.8	35,745.4
<b>Accumulated depreciation</b>						
As of 1 January 2011	1,489.6	10,393.3	8,586.6	994.2	48.7	21,512.4
Changes in accounting policy	-2.2	-16.9	-16.6	-1.8	0.0	-37.5
As of 1 January 2011	1,487.4	10,376.4	8,570.0	992.4	48.7	21,474.9
Decrease due to changes in the consolidated companies	0.0	0.0	0.0	-0.4	0.0	-0.4
Additions	75.2	223.5	330.0	97.7	0.0	726.4
Reclassifications	41.4	-41.2	0.1	3.4	0.0	3.7
Reclassification to assets held for sale	-0.1	0.0	-88.8	0.0	0.0	-88.9
Currency adjustments	-1.3	3.3	-13.2	0.2	0.0	-11.0
Disposals	-3.4	-39.0	-221.8	-113.5	-46.5	-424.2
Impairment losses	11.3	130.3	128.3	4.5	0.0	274.4
Reversal of impairment losses	0.0	0.0	-1.0	0.0	0.0	-1.0
As of 31 December 2011	1,610.5	10,653.3	8,703.6	984.3	2.2	21,953.9
<b>Carrying amounts</b>						
As of 31 December 2011	2,263.1	3,503.3	5,881.8	523.7	1,619.6	13,791.5

<sup>1</sup> Prior-year figures restated: Property, plant and equipment amounted to € 13,741.9 million as of 1 January 2011. It includes retroactive restatements as of 1 January 2011 of € -193.8 million (as of 31 December 2011: € -268.1 million).

Items of property, plant and equipment amounting to €128.1 million (prior year restated: €10.0 million) serve as collateral for liabilities to banks. An amount of €2.8 million (prior year restated: €8.9 million) thereof is attributable to property liens.

Land and buildings also include land rights and buildings on third-party land. Other plant and equipment includes waste disposal facilities, other technical facilities as well as furniture and fixtures.

Finance leases account for €79.4 million (prior year: €75.7 million) of the carrying amount of property, plant and equipment. They principally refer to two natural gas caverns whose contractual term covers most of their useful life.

The carrying amounts of the finance leases recognised as non-current assets are summarised below:

€ millions	31/12/2012	31/12/2011
Franchises, industrial rights and similar rights and assets	89.1	122.1
Technical equipment and machines	79.4	75.7
<b>Total</b>	<b>168.5</b>	<b>197.8</b>

Group capital expenditures on intangible assets and property, plant and equipment of €816.8 million (prior year restated: €1,084.5 million) are derived as follows from the statement of changes in non-current assets:

€ millions <sup>1</sup>	2012	2011
Additions to intangible assets and property, plant and equipment according to the statement of changes in non-current assets	888.7	1,148.5
less additions to assets recognised under finance leases	-5.2	0.0
less additions to the provision recognised for the decommissioning and dismantling of property, plant and equipment	-67.0	-64.0
plus additions to intangible assets and property, plant and equipment of assets held for sale	0.3	0.0
<b>Capital expenditures on intangible assets and property, plant and equipment</b>	<b>816.8</b>	<b>1,084.5</b>

<sup>1</sup> Prior-year figures restated.

## (12) Investment property

€ millions	
<b>Cost</b>	
As of 1 January 2012	150.4
Reclassifications	13.7
Disposals	-2.5
As of 31 December 2012	161.6
<b>Accumulated depreciation</b>	
As of 1 January 2012	73.1
Additions	1.8
Reclassifications	6.9
Disposals	-0.8
Reversal of impairment losses	-0.9
As of 31 December 2012	80.1
<b>Carrying amount</b>	
As of 31 December 2012	81.5
<b>Cost</b>	
As of 1 January 2011	169.7
Reclassifications	-13.2
Disposals	-6.1
As of 31 December 2011	150.4
<b>Accumulated depreciation</b>	
As of 1 January 2011	70.7
Additions	2.1
Reclassifications	-3.7
Disposals	-2.4
Impairment losses	6.4
As of 31 December 2011	73.1
<b>Carrying amount</b>	
As of 31 December 2011	77.3

As of the reporting date, the market value of the real estate that is classified as investment property was €101.1 million (prior year: €100.9 million). The market value was determined either using the discounted cash flow method or from current market prices. As in the prior year, almost all of the investment property was valued by external valuers. Rent income totalled €7.8 million (prior year: €7.6 million). The directly allocable operating expenses amounted to €0.8 million (prior year: €1.1 million). Operating expenses that were not offset by rent income totalled €0.7 million (prior year: €0.7 million).

As in the prior year, there are no obligations to purchase investment property.

Gains on disposal of €6.3 million were generated in the fiscal year 2012 from the sale of investment property (prior year: €4.3 million).

The EnBW group's receivables from non-cancellable operating leases of €95.8 million (prior year: €87.7 million) mainly stem from the rental of business and residential properties. As in the prior year, no contingent rent was recognised in the reporting period.

The minimum lease payments receivable are as follows:

€ millions	2012	2011
Due within 1 year	28.5	19.9
Due in 1 to 5 years	32.6	30.6
Due in more than 5 years	34.7	37.2
<b>Total</b>	<b>95.8</b>	<b>87.7</b>

### (13) Entities accounted for using the equity method

€ millions <sup>1</sup>	
<b>Cost</b>	
As of 1 January 2012	3,816.3
Increase/decrease due to profits/losses	91.2
Reclassification to assets held for sale	-840.7
Currency adjustments	17.4
Decrease due to dividend distributions	-123.7
Other additions/disposals	49.4
As of 31 December 2012	3,009.9
<b>Accumulated impairment</b>	
As of 1 January 2012	773.9
Impairment losses	159.7
Reclassification to assets held for sale	-185.6
Reversal of impairment losses	-94.0
As of 31 December 2012	654.0
<b>Carrying amount</b>	
As of 31 December 2012	2,355.9
<b>Cost</b>	
As of 1 January 2011	4,063.8
Increase/decrease due to changes in the consolidated companies	36.8
Increase/decrease due to profits/losses	-74.9
Increase/decrease due to amounts recognised directly in equity	-6.7
Reclassification to assets held for sale	-131.4
Currency adjustments	-45.8
Decrease due to dividend distributions	-126.6
Other additions/disposals	101.1
As of 31 December 2011	3,816.3
<b>Accumulated impairment</b>	
As of 1 January 2011	168.7
Impairment losses	630.2
Reversal of impairment losses	-25.0
As of 31 December 2011	773.9
<b>Carrying amount</b>	
As of 31 December 2011	3,042.4

<sup>1</sup> Prior-year figures restated: As of 1 January 2011, the entities accounted for using the equity method amounted to € 3,895.1 million. They include retroactive restatements as of 1 January 2011 of € 142.6 million (as of 31 December 2011: € 237.2 million).

The table below shows the key items of the income statements and balance sheets of the entities accounted for using the equity method:

Profit/loss of the entities accounted for using the equity method in € millions <sup>1</sup>	2012		2011	
	Total	of which joint ventures	Total	of which joint ventures
Revenue	14,527.5	103.0	14,623.4	91.3
Profit/loss for the year	563.8	-4.2	144.2	-21.2
Adjustment to EnBW's interest and equity measurement	-538.3	2.0	-824.3	35.4
Net profit/loss from entities accounted for using the equity method	25.5	-2.2	-680.1	14.2

<sup>1</sup> Prior-year figures restated.

Balance sheet figures of the entities accounted for using the equity method in € millions <sup>1</sup>	31/12/2012		31/12/2011		1/1/2011	
	Total	of which joint ventures	Total	of which joint ventures	Total	of which joint ventures
Assets	16,343.5	789.7	21,828.6	753.4	22,456.2	583.0
Liabilities	11,215.2	319.8	14,001.9	312.4	13,931.7	281.3
Equity	5,128.1	469.9	7,826.7	441.0	8,524.5	301.7
Adjustment to EnBW's interest and equity measurement	-2,772.2	-218.3	-4,784.3	-203.8	-4,629.4	-159.1
Carrying amount of entities accounted for using the equity method	2,355.9	251.6	3,042.4	237.2	3,895.1	142.6

<sup>1</sup> Prior-year figures restated.

The joint ventures had assets amounting to €718.6 million (31 December 2011: €633.2 million; 1 January 2011: €458.3 million) and liabilities of €246.8 million (31 December 2011: €169.3 million; 1 January 2011: €165.0 million) that were non-current.

The market value of those investments for which there are published price quotations amounts to €98.0 million (prior year: €776.6 million). The carrying amount of these investments is €171.3 million (prior year: €824.1 million). Because of their higher value in use, there is no need to recognise an additional impairment loss.

Elektrizitätswerk Rheinau AG has a different reporting date and is consolidated with the figures from its financial statements as of 30 September 2012.

## (14) Other financial assets

€ millions	Shares in affiliated entities	Other investments <sup>1</sup>	Long-term investments <sup>2</sup>	Loans	Total
<b>Cost</b>					
As of 1 January 2012	104.0	713.2	4,850.8	97.2	5,765.2
Increase/decrease due to changes in the consolidated companies	0.5	0.0	0.0	-7.1	-6.6
Additions	13.9	118.7	3,296.9	4.9	3,434.4
Reclassifications	0.5	-1.1	-623.7	-3.4	-627.7
Currency adjustments	0.0	0.2	0.0	-0.7	-0.5
Disposals	-62.1	-48.2	-2,042.2	-8.3	-2,160.8
As of 31 December 2012	56.8	782.8	5,481.8	82.6	6,404.0
<b>Accumulated impairment</b>					
As of 1 January 2012	31.4	128.6	154.8	7.6	322.4
Impairment losses	3.1	25.8	26.3	14.9	70.1
Disposals	-5.9	-1.6	-39.5	-0.2	-47.2
As of 31 December 2012	28.6	152.8	141.6	22.3	345.3
<b>Carrying amounts</b>					
As of 31 December 2012	28.2	630.0	5,340.2	60.3	6,058.7
<b>Cost</b>					
As of 1 January 2011	84.0	659.8	5,421.8	99.3	6,264.9
Increase/decrease due to changes in the consolidated companies	0.0	-20.4	0.0	0.0	-20.4
Additions	21.6	97.6	3,201.9	10.4	3,331.5
Reclassifications	0.2	-0.2	-453.6	1.3	-452.3
Reclassification to assets held for sale	0.0	0.0	-54.1	0.0	-54.1
Currency adjustments	0.0	0.8	0.0	0.6	1.4
Disposals	-1.8	-24.4	-3,265.2	-14.4	-3,305.8
As of 31 December 2011	104.0	713.2	4,850.8	97.2	5,765.2
<b>Accumulated impairment</b>					
As of 1 January 2011	31.0	120.2	161.6	1.5	314.3
Impairment losses	0.4	8.4	71.2	6.1	86.1
Reclassification to assets held for sale	0.0	0.0	-17.8	0.0	-17.8
Disposals	0.0	0.0	-60.2	0.0	-60.2
As of 31 December 2011	31.4	128.6	154.8	7.6	322.4
<b>Carrying amounts</b>					
As of 31 December 2011	72.6	584.6	4,696.0	89.6	5,442.8

<sup>1</sup> Of the carrying amount, € 501.8 million (prior year restated: € 427.4 million) relates to investments held as financial assets.

<sup>2</sup> Of the additions under cost, € 317.9 million (prior year: € 99.0 million) stems from market valuation, of the disposals under cost € 59.3 million (prior year: € 448.1 million).

The investments in affiliated entities disclosed in the financial assets are entities that are not included in the consolidated financial statements due to immateriality.

The non-current securities are mainly fixed-interest securities as well as listed shares. To a large extent, the non-current securities are held in special funds. For consolidation purposes, the individual securities in the special funds are shown separately in the consolidated balance sheet by type of investment.

Loans comprise loans to affiliated entities of €0.3 million (prior year: €0.4 million), loans to other investees and investors of €23.2 million (prior year: €24.1 million) and other loans of €36.8 million (prior year: €65.1 million).

Impairment losses of financial assets are recorded on a separate allowance account and presented in the statement of changes in non-current assets.

## (15) Trade receivables

€ millions <sup>1</sup>	31/12/2012			31/12/2011		
	Current	Non-current	Total	Current	Non-current	Total
Trade receivables	3,919.3	567.4	4,486.7	3,075.3	531.1	3,606.4
of which receivables from affiliated entities	(18.7)	(10.0)	(28.7)	(34.4)	(10.0)	(44.4)
of which receivables from other investees and investors	(32.5)	(0.0)	(32.5)	(35.0)	(0.0)	(35.0)
of which receivables from entities accounted for using the equity method	(35.1)	(0.0)	(35.1)	(33.9)	(0.0)	(33.9)

<sup>1</sup> Prior-year figures restated: As of 1 January 2011, trade receivables amounted to €3,688.2 million. They include retroactive restatements as of 1 January 2011 of €-4.8 million (as of 31 December 2011: €-6.1 million).

Non-current trade receivables principally include receivables relating to electricity supplies, whose term to maturity does not match the customary business cycle.

The movements in the provision for impairment of trade receivables break down as follows:

€ millions	2012	2011
As of 1 January	69.1	35.5
Utilisation	-54.4	-25.1
Net additions	37.9	58.7
<b>As of 31 December</b>	<b>52.6</b>	<b>69.1</b>



The credit risks inherent in trade receivables are presented below:

€ millions <sup>1</sup>	31/12/2012	31/12/2011
Not past due and not impaired	4,359.6	3,455.6
Past due, but not impaired		
Due within 3 months	48.2	63.4
Due in between 3 and 6 months	12.0	13.1
Due in between 6 months and 1 year	1.5	8.3
Due in more than 1 year	5.5	1.1
Impaired	59.9	64.9
<b>Total</b>	<b>4,486.7</b>	<b>3,606.4</b>

<sup>1</sup> Prior-year figures restated.

There was no indication as of the reporting date that any impairment losses needed to be recognised on the trade receivables recorded as not impaired.

### (16) Income tax refund claims

Current and non-current income tax refund claims mainly include deductible tax on investment income from prior years and the current year. Also included is the corporate income tax credit arising from transition to the half-income method pursuant to the German Tax Reduction Act (StSenkG) of 23 October 2000, on the basis of the revised act on tax measures accompanying the introduction of the European company and the amendment of other tax law provisions (SEStEG) from 7 December 2006.

### (17) Other assets

€ millions <sup>1</sup>	31/12/2012			31/12/2011		
	Current	Non-current	Total	Current	Non-current	Total
Other tax refund claims	136.7	0.1	136.8	58.1	0.0	58.1
Derivatives	1,442.0	154.9	1,596.9	1,447.8	163.8	1,611.6
of which without hedges	(1,392.4)	(21.4)	(1,413.8)	(1,297.3)	(9.5)	(1,306.8)
of which cash flow hedge	(23.5)	(0.1)	(23.6)	(129.3)	(49.8)	(179.1)
of which fair value hedge	(26.1)	(133.4)	(159.5)	(21.2)	(104.5)	(125.7)
Finance lease receivables	5.1	33.5	38.6	4.8	36.3	41.1
Payments on account	46.4	58.2	104.6	129.1	58.2	187.3
Prepaid expenses	14.0	32.1	46.1	17.6	32.4	50.0
Sundry assets	560.3	25.8	586.1	621.9	24.2	646.1
<b>Total</b>	<b>2,204.5</b>	<b>304.6</b>	<b>2,509.1</b>	<b>2,279.3</b>	<b>314.9</b>	<b>2,594.2</b>

<sup>1</sup> Prior-year figures restated: Other assets amounted to € 1,917.3 million as of 1 January 2011. They include retroactive restatements as of 1 January 2011 of € -9.1 million (as of 31 December 2011: € -16.8 million).

The finance lease receivables arose from supply contracts for various forms of energy such as electricity, heat, cooling and compressed air under which the economic ownership of the leased technical equipment and machinery is allocable to the lessee. The leases contain escalation clauses as well as renewal and purchase price options.

The agreements are based on the following parameters and terms to maturity:

€ millions	31/12/2012	31/12/2011
Total lease instalments	48.8	53.0
Interest portion of outstanding lease instalments	10.2	11.9
<b>Present value of outstanding lease instalments</b>	<b>38.6</b>	<b>41.1</b>

The outstanding lease instalments are due as follows:

€ millions	Nominal value		Present value	
	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Due within 1 year	7.4	7.1	5.8	5.6
Due in 1 to 5 years	26.0	26.5	20.6	20.5
Due in more than 5 years	15.4	19.4	12.2	15.0
<b>Total</b>	<b>48.8</b>	<b>53.0</b>	<b>38.6</b>	<b>41.1</b>

As in the prior year, no impairment losses or reversals of impairment losses had to be recognised on outstanding finance lease receivables.

Payments on account contain prepayments for electricity procurement agreements of €77.0 million (prior year: €72.7 million). Of the total amount of prepaid expenses, €13.7 million (prior year: €18.8 million) relates to deferred lease instalments.

Sundry assets contain security deposits for over-the-counter transactions of €204.4 million (prior year: €45.1 million) and variation margins of €184.9 million (prior year: €340.7 million).

Bad debt allowances on other assets measured at amortised cost developed as follows:

€ millions	2012	2011
As of 1 January	34.1	34.5
Utilisation	-0.3	-1.8
Net additions	4.5	1.4
<b>As of 31 December</b>	<b>38.3</b>	<b>34.1</b>

The credit risks of financial instruments disclosed under other assets break down as follows:

€ millions <sup>1</sup>	31/12/2012	31/12/2011
Not past due and not impaired	2,198.6	2,286.2
Past due, but not impaired		
Due within 3 months	0.3	0.2
Due in between 3 and 6 months	0.2	0.0
Due in between 6 months and 1 year	0.1	0.1
Due in more than 1 year	0.3	0.2
Impaired	12.2	6.8
<b>Total</b>	<b>2,211.7</b>	<b>2,293.5</b>

<sup>1</sup> Prior-year figures restated.

There was no indication as of the reporting date that any impairment losses needed to be recognised on the other assets recorded as not impaired.

### (18) Inventories

€ millions <sup>1</sup>	31/12/2012	31/12/2011
Materials and supplies	790.5	438.1
Nuclear fuel rods (incl. payments on account)	306.3	287.0
Work in progress	58.5	87.2
Finished goods and merchandise	129.3	141.4
Payments on account	1.3	1.4
<b>Total</b>	<b>1,285.9</b>	<b>955.1</b>

<sup>1</sup> Prior-year figures restated: Inventories amounted to € 987.8 million as of 1 January 2011. They include retroactive restatements as of 1 January 2011 of € -3.3 million (as of 31 December 2011: € -3.0 million).

No inventories have been assigned as collateral. There are no significant long-term construction contracts which would require accounting for as long-term construction contracts.

In the reporting year, write-downs of €9.1 million (prior year: €100.4 million) were recorded on inventories. Write-downs for the prior year relate to impairment losses recognised on nuclear fuel rods and special tools.

Of inventories, €137.7 million (prior year: €143.0 million) was recognised at fair value.

For the fiscal year 2012, EnBW received emission allowances for 14.7 million t (prior year: 14.9 million t) free of charge from the government.

### (19) Financial assets

Current financial assets mainly consist of fixed-interest securities. Other current financial assets essentially include loans. Due to the measurement at market value, reversals of impairment losses came to €4.9 million in the fiscal year (prior year: €4.0 million) and impairment losses to €2.0 million (prior year: €2.5 million).

€ millions <sup>1</sup>	31/12/2012	31/12/2011
Profit participation rights, funds and shares	757.9	987.2
Other current financial assets	27.7	23.8
<b>Total</b>	<b>785.6</b>	<b>1,011.0</b>

<sup>1</sup> Prior-year figures restated: Financial assets amounted to € 964.2 million as of 1 January 2011. They include retroactive restatements as of 1 January 2011 of € 8.4 million (as of 31 December 2011: € 0.0 million).

Current financial assets totalling €204.1 million (prior year: €207.1 million) were provided as collateral. The collateral was mainly provided for stock exchange transactions fluctuating according to the development of the trading volume. Market interest rates applied to the collateral provided. This collateral will be used by the stock exchanges in the event of non-performance of the obligations entered into in the transactions.

## **(20) Cash and cash equivalents**

Cash and cash equivalents relate primarily to bank balances, largely in the form of time and call deposits.

Cash was not subject to any significant restrictions on disposal.

## **(21) Equity**

The development of equity and total comprehensive income is presented separately in the statement of changes in equity. The components of total comprehensive income are presented in the statement of comprehensive income.

### **Subscribed capital and capital reserve**

The capital stock of EnBW AG amounts to €708,108,042.24 as of 31 December 2012 (prior year: €640,015,872.00) and is divided into 276,604,704 (prior year: 250,006,200) no-par value bearer shares, all of which have been fully paid in. The no-par value shares each represent an imputed share of €2.56/share of the subscribed capital (prior year: €2.56/share).

NECKARPRI-Beteiligungsgesellschaft mbH and OEW Energie-Beteiligungs GmbH each directly hold 46.75% of the capital stock of EnBW AG as of 31 December 2012 (prior year: NECKARPRI-Beteiligungsgesellschaft mbH and OEW Energie-Beteiligungs GmbH 46.55% each).

Based on the capital authorised at the annual general meeting on 26 April 2012, EnBW AG successfully carried out a capital increase in the third quarter of 2012. By issuing 26,598,504 new ordinary bearer shares at a purchase price of €30.90, EnBW generated gross issue proceeds of €821.9 million. Costs of €2.5 million incurred in connection with the capital increase less the associated tax effect of €0.7 million were offset against the capital reserve directly in equity. The capital stock increased by €68.1 million from €640.0 million to €708.1 million as a result of the capital increase. The capital reserve increased by €752.0 million from €22.2 million to €774.2 million as a result of the capital increase.

The capital reserve contains the amounts received from the issue of shares of EnBW AG which exceed the imputed value of the shares.

### **Revenue reserves**

The revenue reserves primarily contain the pro rata revenue reserves of the parent company and the other companies included in the consolidation after the date of acquisition accounting.

### **Retained earnings of EnBW AG**

Taking account of the profit carryforward of €23.1 million (prior year: €299.5 million), retained earnings come to €359.6 million (prior year: €230.7 million). We will propose to the annual general meeting that a dividend of €0.85 per share (prior year: €0.85 per share) be distributed from the retained earnings of EnBW AG. As of 31 December 2012, a total of 270,855,027 shares were entitled to dividends (prior year: 244,256,523 shares). If the annual general meeting approves this proposal, the amount distributed by EnBW AG for fiscal 2012 will total €230.2 million (prior year: €207.6 million).

The retained earnings of EnBW AG are disclosed under revenue reserves.

### **Treasury shares**

As of 31 December 2012, EnBW AG holds 5,749,677 treasury shares (prior year: 5,749,677 treasury shares). The cost of acquiring the treasury shares of €204.1 million was deducted from the carrying amount of equity. The attributable amount of capital stock amounts to €14,719,173.12. This corresponds to 2.1% (31 December 2011: 2.3% of subscribed capital).

The company has no rights or dividend entitlements from the directly or indirectly held treasury shares. In accordance with the rulings of IFRSs, the treasury shares are not recognised as securities but offset in one sum against equity in the balance sheet.

### Other comprehensive income

Other comprehensive income comprises changes in the market value of available-for-sale financial assets, changes in the market value of cash flow hedges, amounts recognised directly in equity for accounting for entities using the equity method as well as exchange differences from the translation of financial statements of foreign entities.

For details on the changes recognised directly in equity on available-for-sale financial assets and of cash flow hedges, we refer to note 27 “Accounting for financial instruments”.

Presentation of the components of other comprehensive income:

2012 € millions	Difference from currency translation	Cash flow hedge	Available-for-sale financial assets	Entities accounted for using the equity method	Equity holders of EnBW AG	Non-controlling interests	Total
Unrealised changes in market value in the current period	37.5	-461.7	267.3	0.0	-156.9	13.3	-143.6
Reclassification adjustments included in the income statement	7.4	139.0	-97.7	0.0	48.7	0.2	48.9
Reclassification to cost of hedged items		6.6			6.6	0.0	6.6
<b>Other comprehensive income before tax</b>	<b>44.9</b>	<b>-316.1</b>	<b>169.6</b>	<b>0.0</b>	<b>-101.6</b>	<b>13.5</b>	<b>-88.1</b>
Income tax	0.2	99.6	-21.1	0.0	78.7	-1.7	77.0
<b>Other comprehensive income</b>	<b>45.1</b>	<b>-216.5</b>	<b>148.5</b>	<b>0.0</b>	<b>-22.9</b>	<b>11.8</b>	<b>-11.1</b>

2011 € millions	Difference from currency translation	Cash flow hedge	Available-for-sale financial assets	Entities accounted for using the equity method	Equity holders of EnBW AG	Non-controlling interests	Total
Unrealised changes in market value in the current period	-67.1	-115.6	-349.3	-6.7	-538.7	-25.6	-564.3
Reclassification adjustments included in the income statement	-3.0	65.8	26.1	0.0	88.9	0.1	89.0
Reclassification to cost of hedged items		-49.3			-49.3	0.0	-49.3
<b>Other comprehensive income before tax</b>	<b>-70.1</b>	<b>-99.1</b>	<b>-323.2</b>	<b>-6.7</b>	<b>-499.1</b>	<b>-25.5</b>	<b>-524.6</b>
Income tax	1.3	40.0	5.5	0.0	46.8	3.5	50.3
<b>Other comprehensive income</b>	<b>-68.8</b>	<b>-59.1</b>	<b>-317.7</b>	<b>-6.7</b>	<b>-452.3</b>	<b>-22.0</b>	<b>-474.3</b>

Presentation of the tax effect relating to unrealised gains and losses in equity:

€ millions	2012			2011		
	Before tax	Tax expense/ income	After tax	Before tax	Tax expense/ income	After tax
Difference from currency translation	44.5	0.2	44.7	-80.3	1.3	-79.0
Cash flow hedge	-455.3	111.3	-344.0	-128.0	53.9	-74.1
Available-for-sale financial assets	267.2	-33.9	233.3	-349.3	1.0	-348.3
Entities accounted for using the equity method	0.0	0.0	0.0	-6.7	0.0	-6.7
<b>Other comprehensive income</b>	<b>-143.6</b>	<b>77.6</b>	<b>-66.0</b>	<b>-564.3</b>	<b>56.2</b>	<b>-508.1</b>

Presentation of the tax effects of reclassification adjustments included in the income statement and the cost of hedged items:

€ millions	2012			2011		
	Before tax	Tax expense/ income	After tax	Before tax	Tax expense/ income	After tax
Difference from currency translation	7.1	0.0	7.1	-2.8	0.0	-2.8
Cash flow hedge	145.7	-13.4	132.3	16.5	-11.0	5.5
Available-for-sale financial assets	-97.3	12.8	-84.5	26.0	5.1	31.1
<b>Other comprehensive income</b>	<b>55.5</b>	<b>-0.6</b>	<b>54.9</b>	<b>39.7</b>	<b>-5.9</b>	<b>33.8</b>

### Non-controlling interests

Non-controlling interests are shares in group entities held by third parties. They relate in particular to the Energiedienst group, Stadtwerke Düsseldorf AG, terranets bw GmbH and Pražská energetika a.s.

## (22) Provisions

The provisions disclosed separately by maturity in the balance sheet are combined for the purposes of disclosures in the notes to the financial statements.

€ millions <sup>1</sup>	31/12/2012			31/12/2011		
	Current	Non-current	Total	Current	Non-current	Total
Provisions for pensions and similar obligations	241.9	4,099.9	4,341.8	239.5	4,051.6	4,291.1
Provisions relating to nuclear power	479.1	6,369.6	6,848.7	430.8	6,153.1	6,583.9
Provisions for non-contractual nuclear obligations	(247.3)	(4,157.5)	(4,404.8)	(296.7)	(4,645.0)	(4,941.7)
Provisions for contractual nuclear obligations	(231.8)	(2,212.1)	(2,443.9)	(134.1)	(1,508.1)	(1,642.2)
Other provisions	504.6	663.0	1,167.6	573.0	555.8	1,128.8
Other electricity provisions	(156.5)	(55.8)	(212.3)	(162.5)	(46.5)	(209.0)
Personnel provisions	(84.9)	(218.2)	(303.1)	(146.6)	(160.1)	(306.7)
Provisions for onerous contracts	(30.2)	(200.9)	(231.1)	(30.7)	(179.7)	(210.4)
Sundry provisions	(233.0)	(188.1)	(421.1)	(233.2)	(169.5)	(402.7)
<b>Total</b>	<b>1,225.6</b>	<b>11,132.5</b>	<b>12,358.1</b>	<b>1,243.3</b>	<b>10,760.5</b>	<b>12,003.8</b>

<sup>1</sup> Prior-year figures restated: Provisions amounted to € 11,173.9 million as of 1 January 2011. They include retroactive restatements as of 1 January 2011 of € -361.4 million (as of 31 December 2011: € -410.9 million).

### Provisions for pensions and similar obligations

The provisions for pensions and similar obligations are recorded on the basis of the existing commitments for future and current post-employment benefits to current and former employees with a pension entitlement as well as their surviving dependants. Most of them are defined benefit plans. In addition, the employees are granted energy price reductions after reaching retirement age.

The commitments are measured above all on the basis of the length of service and remuneration of the employees. In addition, the company pension scheme includes defined benefit obligations under a multi-employer plan using the same measurement basis. The contributions payable to the supplemental pension plans are made as a certain percentage of the respective employee's compensation subject to the additional benefits.

The provisions for defined benefit obligations reflect the present value of the expected future obligations adjusted for unrecognised actuarial gains and losses. The provisions are calculated using actuarial methods. Plan assets were created in accordance with IAS 19.7 and will be used exclusively to cover pension obligations. They were deducted from the pension obligations.

The main parameters (averages) of the calculation of the defined benefit obligations for the German companies are presented below:

%	31/12/2012	31/12/2011
Discount rate	3.80	5.25
Future expected wage and salary increases <sup>1</sup>	3.00	3.00
Future expected pension increase	2.10	2.10
Employee turnover	2.00	2.00
Expected return on plan assets	4.00	5.30

<sup>1</sup> Suspended in 2014, recompensation in 2017.

The calculations are based on the 2005 G mortality tables of Prof. Dr. Klaus Heubeck.

The expense for pensions and similar obligations is comprised as follows:

€ millions <sup>1</sup>	2012	2011
<b>Net benefit expense</b>		
Current service cost	57.5	63.9
Past service cost	1.7	0.0
Actuarial gains (-)/losses (+)	2.8	3.1
Expected return on plan assets	-6.4	-7.2
Interest cost	232.8	229.7
<b>Total</b>	<b>288.4</b>	<b>289.5</b>

<sup>1</sup> Prior-year figures restated.

The present value of the pension and similar benefit obligations can be reconciled to the carrying amount of the benefit obligations as follows:

€ millions <sup>1</sup>	31/12/2012	31/12/2011
Defined benefit obligation	5,648.8	4,536.2
of which internally funded benefits	(5,422.8)	(4,365.2)
of which externally funded benefits	(226.0)	(171.0)
Fair market value of plan assets	-155.1	-141.1
Plan surplus	6.2	2.7
Unrecognised actuarial gains (+)/losses (-)	-1,158.1	-106.7
<b>Provisions for pensions and similar obligations</b>	<b>4,341.8</b>	<b>4,291.1</b>

<sup>1</sup> Prior-year figures restated.

In the past, euro-denominated corporate bonds with an AA rating in Bloomberg's AA corporate bond universe offered a sound base from which to derive a discount rate matching the term to maturity of the provisions for pensions and similar obligations. However, on account of the significantly increasing spreads between corporate bonds with an AA rating and government bonds that have been observable since the onset of the financial crisis, it has generally been considered necessary to subject the underlying data to a closer analysis and to modify the underlying population of bonds in order to ensure greater continuity and thus a better insight into the company's net assets and financial position. Introduction of the modified Global Rate:Link approach developed by the consultants Towers Watson led to an increase of 40 base points in the discount rate and to actuarial gains of €350.6 million in the reporting year.



Developments on the capital markets reduced the level of interest for high-quality fixed-interest corporate bonds in the past fiscal year. The resulting reduction in the discount rate from 5.25% to 3.80% led to an increase in actuarial gains and losses of €1,051.4 million.

A fall or rise in interest rates of 0.5 percentage points would have led to a rise in the present value of defined benefit obligations of €450.2 million (prior year: €311.5 million) or a fall of €398.1 million (prior year: €278.2 million).

Statement of changes in plan assets in € millions	2012	2011
Fair market value of plan assets at the beginning of the fiscal year	141.1	148.9
Expected return on plan assets	6.4	7.2
Transfer of assets	9.4	2.0
Benefits paid	-9.6	-8.9
Actuarial gains (+)/losses (-)	2.5	-10.2
Currency adjustments and reclassifications	5.3	2.1
<b>Fair market value of plan assets at the end of the fiscal year</b>	<b>155.1</b>	<b>141.1</b>

The actual development of plan assets amounted to €8.9 million (prior year: €-3.0 million). Future payments to plan assets of €10.1 million (prior year: €0.0 million) are planned.

Experience adjustments in € millions	2012	2011	2010	2009	2008
Defined benefit obligation	-169.6	-51.0	-8.6	-17.3	-53.1
Fair market value of plan assets	2.5	-10.2	-2.5	5.5	-11.1

The experience adjustments of the defined benefit obligation that were not caused by changes in the underlying assumptions are a component of the actuarial gains and losses arising in the respective period. The experience adjustments of the fair market value of plan assets correspond to the actuarial gains and losses arising in the respective period.

Composition of plan assets (%)	31/12/2012	31/12/2011
Shares	31.1	34.0
Fixed-interest securities	50.3	52.0
Other assets	18.6	14.0
	<b>100.0</b>	<b>100.0</b>

The investment objective for the external plan assets is to cover benefit obligations with a similar term. Plan assets do not include any shares of EnBW group entities or any owner-occupied property. The investment strategy takes into consideration the maturity structure and volume of benefit obligations. The average return was 6.0% (prior year: -2.1%). The expected return was 4.0% (prior year: 5.3%). The expected return is calculated based on the asset forecasts of each asset class as well as negotiations with banks. The forecasts are based on past experience and general economic data.

Development of the present value of the defined benefit obligation in € millions <sup>1</sup>	2012	2011
Defined benefit obligation at the beginning of the fiscal year	4,536.2	4,545.1
Current service cost	57.5	63.9
Interest cost	232.8	229.7
Benefits paid	-242.6	-240.7
Actuarial gains (-)/losses (+)	1,053.4	-67.2
Past service cost	1.7	0.0
Changes in the consolidated companies and currency adjustments	0.8	3.1
Reclassifications	9.0	2.3
<b>Present value of the defined benefit obligation at the end of the fiscal year</b>	<b>5,648.8</b>	<b>4,536.2</b>

<sup>1</sup> Prior-year figures restated.

The present value of the defined benefit obligation breaks down as follows by funded status:

€ millions <sup>1</sup>	31/12/2012	31/12/2011
Funded benefits	226.0	171.0
Fully funded	(204.4)	(171.0)
Partially funded	(21.6)	(0.0)
Unfunded benefits	5,422.8	4,365.2

<sup>1</sup> Prior-year figures restated.

The present value of the benefit obligations, the fair market value of plan assets and the plan surplus or deficit have developed as follows since 2008:

€ millions <sup>1</sup>	31/12/2012	31/12/2011	31/12/2010	31/12/2009	31/12/2008
Present value of benefit obligations	5,648.8	4,536.2	4,545.8	4,167.2	4,009.9
Fair market value of plan assets	-155.1	-141.1	-148.9	-136.1	-145.2
Plan surplus or deficit	5,493.7	4,395.1	4,396.9	4,031.1	3,864.7

<sup>1</sup> Prior-year figures restated.

### Multi-employer plans

Multi-employer plans, which are defined benefit plans, are accounted for as defined contribution plans because the information required to allocate the obligations and plan assets to the respective participating employer and the corresponding expenses is not provided by the supplemental pension plans. The expenses from defined benefit obligations via multi-employer plans amounted to €15.7 million (prior year: €16.4 million). Potential future increases in contributions from unfunded obligations will not have a significant effect on the EnBW group.

The employer's contributions to statutory pension insurance amounted to €90.2 million in 2012 (prior year restated: €98.7 million).

### Provisions relating to nuclear power

The provisions relating to nuclear power have been recorded for the disposal of irradiated fuel rods and radioactive waste as well as for the decommissioning and restoration of contaminated facilities.

€ millions	31/12/2012	31/12/2011
Decommissioning and restoration	4,170.8	4,143.2
Disposal of spent fuel rods	2,374.9	2,161.2
Waste	303.0	279.5
<b>Total</b>	<b>6,848.7</b>	<b>6,583.9</b>

The provisions are all based on public law obligations and requirements in the operating licences.

In those instances where contracts had not been concluded under civil law by the reporting date for performance of these public law obligations, the provisions were measured based on external appraisals and cost estimates (non-contractual nuclear obligations). This mainly concerns the anticipated costs relating to decommissioning and post-closure operating of the plants, dismantling and disposal of parts of nuclear power plants, and also the actual costs of ultimate storage. With regard to the disposal of fuel rods, the non-contractual share of costs mostly relates to costs for conditioning in preparation for ultimate storage, transportation costs, costs for the procurement of containers for ultimate storage purposes as well as the costs of ultimate storage.

In addition, part of the carrying amount of the provisions is substantiated by civil law contracts (contractual nuclear obligations). On the one hand, these are personnel costs for the company's own staff expected to be dealing with the decommissioning. On the other hand, the disposal of fuel rods mainly comprises costs yet to be incurred for reprocessing spent fuel rods, costs of local interim storage in the vicinity of the plants, central interim storage at the Gorleben and Ahaus interim storage facilities as well as costs for transportation and the procurement of containers.

The provisions for the decommissioning and restoration of contaminated plants as well as for fuel rods are recognised at the discounted settlement amount at the time of commissioning. This is disclosed accordingly under the generating facilities and depreciated. It totals € 538.6 million (prior year: € 540.8 million). Changes in estimates due to changes in assumptions concerning the future development of costs were generally recognised without effect on profit or loss by adjusting the appropriate balance sheet items by € 61.8 million (prior year: € 54.7 million). Where such changes in estimates related to discontinued power stations, they were recognised in profit or loss. Decommissioning costs are calculated on the basis of the scenario that assumes that the plants will be removed immediately. The provisions are offset by receivables of € 555.5 million (prior year: € 511.0 million) that relate to a restoration obligations for nuclear power plants assumed by a contractual partner in connection with the supply of electricity.

The provisions relating to nuclear power are set up in an amount equivalent to the present value of the expected future obligations and increased annually to reflect the passage of time. The discount rate for calculating the provisions is 5.4% (prior year: 5.5%). Based on the information currently available, the provisions are expected to be utilised mostly in the period from 2020 to 2050.

A fall or rise in interest rates of 0.5 percentage points would have led to a rise in the present value of nuclear power provisions of € 537.0 million (prior year: € 514.0 million) or a fall of € 466.3 million (prior year: € 446.1 million).

The payments on account made to reprocessing firms and the Federal Office for Radiation Protection, which are taken into account in the provisions relating to nuclear power, amount to € 549.6 million (prior year: € 523.6 million). The payments to the Federal Office for Radiation Protection relate to construction of the Gorleben and Konrad ultimate repositories and are based on the German Final Storage Advance Payments Ordinance (EndlagerVIV).

Statement of changes in provisions in € millions <sup>1</sup>	As of 1/1/2012	In- creases	Re- versals	In- crease due to the pas- sage of time	Changes recog- nised in equity	Changes in consoli- dated companies, currency adjustments, reclas- sifications	Utilisation	As of 31/12/2012
Provisions for pensions and similar obligations	4,291.1	57.7	0.0	225.4	0.0	10.2	242.6	4,341.8
Provisions relating to nuclear power <sup>2</sup>	6,583.9	225.8	83.2	364.3	61.8	-5.5	298.4	6,848.7
Other provisions	1,128.8	491.4	118.7	24.0	5.3	2.4	365.6	1,167.6
Other electricity provisions	(209.0)	(126.3)	(15.5)	(3.9)	(5.3)	(0.0)	(116.7)	(212.3)
Personnel provisions	(306.7)	(74.5)	(17.7)	(5.0)	(0.0)	(-3.0)	(62.4)	(303.1)
Provisions for onerous contracts	(210.4)	(117.6)	(3.7)	(4.7)	(0.0)	(-0.1)	(97.8)	(231.1)
Sundry provisions	(402.7)	(173.0)	(81.8)	(10.4)	(0.0)	(5.5)	(88.7)	(421.1)
<b>Total</b>	<b>12,003.8</b>	<b>774.9</b>	<b>201.9</b>	<b>613.7</b>	<b>67.1</b>	<b>7.1</b>	<b>906.6</b>	<b>12,358.1</b>

<sup>1</sup> Prior-year figures restated: Provisions amounted to € 11,173.9 million as of 1 January 2011. They include retroactive restatements as of 1 January 2011 of € -361.4 million (as of 31 December 2011: € -410.9 million).

<sup>2</sup> Utilisation breaks down into decommissioning and restoration (€ 238.8 million), disposal of spent fuel rods (€ 49.0 million) and waste (€ 10.6 million).

## Other provisions

Other electricity provisions primarily relate to obligations from CO<sub>2</sub> emission allowances, the German Combined Heat and Power Act (KWKG), the conventional procurement of electricity and fuels and decommissioning obligations for wind and hydro-electric power stations.

Personnel provisions concern above all obligations from phased retirement arrangements, long-service awards and restructuring measures.

The provisions for onerous contracts concern future obligations from onerous procurement and sales agreements. The obligations include additional costs relating to the delayed construction of power stations and, on the procurement side, above all to the non-thermal waste disposal area.

Other provisions are discounted using an interest rate of 0.25% to 2.50% on average (prior year: 1.00% to 3.75%). The majority of other non-current provisions have a term of between one and five years.

### (23) Deferred taxes

The deferred taxes on measurement differences compared to the tax accounts break down as follows:

€ millions <sup>1</sup>	31/12/2012		31/12/2011	
	Deferred tax assets <sup>2</sup>	Deferred tax liabilities <sup>2</sup>	Deferred tax assets <sup>2</sup>	Deferred tax liabilities <sup>2</sup>
Intangible assets	19.9	108.3	19.5	87.9
Property, plant and equipment	171.6	2,014.4	140.2	2,030.9
Financial assets	7.6	93.4	7.5	124.1
Other assets	4.3	30.2	5.6	35.8
Derivative financial instruments	0.0	45.3	0.0	47.8
<b>Non-current assets</b>	<b>203.4</b>	<b>2,291.6</b>	<b>172.8</b>	<b>2,326.5</b>
Inventories	12.1	10.3	11.7	10.5
Financial assets	0.0	1.2	0.0	1.5
Other assets	101.2	431.9	211.2	458.7
<b>Current assets</b>	<b>113.3</b>	<b>443.4</b>	<b>222.9</b>	<b>470.7</b>
Provisions	725.0	301.7	628.9	542.5
Liabilities and subsidies	286.0	57.9	306.0	31.4
<b>Non-current liabilities</b>	<b>1,011.0</b>	<b>359.6</b>	<b>934.9</b>	<b>573.9</b>
Provisions	83.9	3.8	98.6	6.0
Liabilities and subsidies	631.6	231.5	522.2	122.3
<b>Current liabilities</b>	<b>715.5</b>	<b>235.3</b>	<b>620.8</b>	<b>128.3</b>
Unused tax losses	7.8	0.0	91.0	0.0
Interest carried forward	0.0	0.0	2.8	0.0
<b>Deferred taxes before netting</b>	<b>2,051.0</b>	<b>3,329.9</b>	<b>2,045.2</b>	<b>3,499.4</b>
Netting	-2,004.6	-2,004.6	-2,006.9	-2,006.9
<b>Deferred taxes after netting</b>	<b>46.4</b>	<b>1,325.3</b>	<b>38.3</b>	<b>1,492.5</b>

<sup>1</sup> Prior-year figures restated: Deferred tax assets amounted to € 27.3 million after netting as of 1 January 2011. They include retroactive restatements as of 1 January 2011 of € -0.9 million (as of 31 December 2011: € -0.5 million). After netting, deferred tax liabilities amounted to € 1,797.6 million as of 1 January 2011. They include retroactive restatements as of 1 January 2011 of € -2.7 million (as of 31 December 2011: € -2.8 million).

<sup>2</sup> Deferred tax assets and liabilities prior to netting.

Deferred tax assets of € 2,004.6 million (prior year restated: € 2,006.9 million) were offset against deferred tax liabilities in 2012. Deferred taxes are netted with each other by consolidated tax group or entity if the conditions to do so have been satisfied. Net assets arising from consolidation-related deferred taxes amount to € 20.2 million (prior year: € 15.7 million).

Deferred tax assets are recognised on unused tax losses only to the extent that it is probable that taxable profit will be available against which the temporary difference can be used. Unused tax losses reduced the current tax burden in the reporting period by € 88.7 million (prior year: € 0.7 million). Unused tax losses for which no deferred tax assets have been recognised in the balance sheet amounted to € 15.0 million for corporate income tax (CIT) and € 29.3 million for trade tax (prior year: € 9.1 million for CIT and € 17.6 million for trade tax). Unrecognised deferred tax assets on unused tax losses would amount to € 2.4 million for CIT and € 4.1 million for trade tax (prior year: € 1.4 million for CIT and € 2.5 million for trade tax). The tax losses available for offsetting against future taxable income, on which deferred tax assets were recognised and which total € 31.1 million for CIT and € 20.9 million for trade tax (prior year restated: € 359.8 million for CIT and € 258.7 million for trade tax), can be carried forward indefinitely and relate almost exclusively to German entities. According to the law to reduce tax benefits, from 2004 onwards only 60% of the current taxable income which exceeds € 1 million can be offset against unused tax losses.

The deferred taxes on unused tax losses break down as follows:

€ millions <sup>1</sup>	31/12/2012	31/12/2011
Corporate income tax (or comparable foreign tax)	5.0	57.0
Trade tax	2.8	34.0
<b>Total</b>	<b>7.8</b>	<b>91.0</b>

<sup>1</sup> Prior-year figures restated.

Presentation of the development of deferred taxes on unused tax losses:

€ millions <sup>1</sup>	31/12/2012	31/12/2011
Opening balance	91.0	0.5
Utilisation of tax losses	-87.5	0.0
Adjustment of previously unrecognised tax losses (addition)	0.9	1.1
Origination of tax losses (addition)	3.4	89.4
<b>Closing balance</b>	<b>7.8</b>	<b>91.0</b>

<sup>1</sup> Prior-year figures restated.

Deferred taxes on unused tax losses for corporate income tax of €0.3 million and for trade tax of €0.8 million (prior year restated: €36.0 million and €30.1 million, respectively) are expected to be realised within a year. The remainder of €4.7 million for corporate income tax and of €2.0 million for trade tax will be realised within five years (prior year: €21.0 million and €3.9 million, respectively).

There were no deferred taxes on interest carried forward in the reporting period (prior year: €2.8 million).

Deferred tax assets totalling €49.0 million (prior year: liabilities of €28.0 million) were offset directly against equity under other comprehensive income as of 31 December 2012.

## (24) Liabilities and subsidies

### Financial liabilities

Financial liabilities break down as follows as of 31 December 2012 compared to the prior year:

€ millions <sup>1,2</sup>	31/12/2012			31/12/2011		
	Current	Non-current	Total	Current	Non-current	Total
Hybrid bond	0.0	997.7	997.7	0.0	740.2	740.2
Bonds	1,001.8	3,381.2	4,383.0	1,082.1	4,374.0	5,456.1
Liabilities to banks	90.6	881.1	971.7	229.9	707.1	937.0
Other financial liabilities	108.7	300.1	408.8	114.0	397.8	511.8
<b>Financial liabilities</b>	<b>1,201.1</b>	<b>5,560.1</b>	<b>6,761.2</b>	<b>1,426.0</b>	<b>6,219.1</b>	<b>7,645.1</b>

<sup>1</sup> Prior-year figures restated: Financial liabilities amounted to €7,244.9 million as of 1 January 2011. They include retroactive restatements as of 1 January 2011 of €-76.0 million (as of 31 December 2011: €-94.7 million).

<sup>2</sup> Reference is made to note 27 "Accounting for financial instruments" for more details on the credit and liquidity risk, fair values and undiscounted cash flows by year.

Non-current financial liabilities with a volume of €2,852.9 million (prior year restated: €2,755.8 million) have a term to maturity of between one and five years and €2,707.2 million (prior year restated: €3,463.3 million) is due in more than five years.

Financial liabilities decreased by €883.9 million in the fiscal year 2012 (prior year restated: increased by €400.2 million).

As of 28 February 2012, a bond of €1.0 billion was repaid to EnBW International Finance B.V. as scheduled upon maturity. In addition, a bond of CHF 100 million was repaid upon maturity as scheduled to another subsidiary. On the date of issue of 2 April 2012, EnBW increased the volume of the hybrid bond issued in October 2011 of €750 million by a further €250 million. The hybrid bond therefore now has a volume of €1 billion (prior year: €750 million). The bond matures on 2 April 2072 and is furnished with repayment rights for EnBW AG every five years, starting on 2 April 2017.

The bond is subordinated to other existing bonds and, based on its terms and conditions, half of the amount of the bond will be recognised as equity by rating agencies until the first possible date of repayment, thereby supporting EnBW's current A rating. The bond is initially furnished with a fixed coupon rate of 7.375% p.a., which, beginning on 2 April 2017, is adjusted every five years to the then prevailing five-year mid-swap rate plus the risk premium of 5.401% determined upon issuing the bond. In 2022, the coupon rate will increase by 0.25% p.a. and in 2037 by a further 0.75% p.a. (1.0% in total). As of the reporting date, no funds had been drawn under the commercial paper programme in place at EnBW International Finance B.V. for short-term financing purposes as in the prior year.

Liabilities to banks grew by €34.7 million on the prior year (prior year restated: fell by €138.0 million). Long-term financing of €124.6 million arranged by a subsidiary with a syndicate of banks in the prior year was drawn. In contrast, scheduled repayments were made by EnBW AG and its subsidiaries. The majority of the outstanding liabilities to banks are bilateral loan agreements.

The item "other financial liabilities" includes mainly long-term finance leases. It also contains the (residual) purchase price obligations from acquisitions made. In a year-on-year comparison, other financial liabilities fell by a total of €103.0 million in the reporting period (prior year: decrease of €167.0 million).

The maturity structure of our financial liabilities is as follows:

€ millions	Due in < 1 year		Due in 1–5 years		Due in > 5 years	Total
	Due in 2013	Due in 2014	Due in 2015	Due in 2016	Due in 2017	
Hybrid bond	0.0	0.0	0.0	0.0	997.7	997.7
Bonds	1,001.8	0.0	796.5	497.4	0.0	4,383.0
Liabilities to banks	90.6	63.8	143.5	43.9	81.4	971.7
Other financial liabilities	108.7	111.2	71.7	9.7	36.1	408.8
<b>Financial liabilities</b>	<b>1,201.1</b>	<b>175.0</b>	<b>1,011.7</b>	<b>551.0</b>	<b>1,115.2</b>	<b>2,707.2</b>

## Overview of the hybrid bond:

Issuer	Issue volume	Carrying amount	Coupon	Maturity
EnBW AG <sup>1</sup>	€ 1,000 million	€ 997.7 million	7.375%	2/4/2072

<sup>1</sup> Repayment option for EnBW every five years after the first interest payment date; the earliest possible date is 2 April 2017.

## The bonds break down as follows:

Issuer	Issue volume	Carrying amounts	Coupon	Maturity
EnBW International Finance B.V.	CHF 300 million	€ 252.5 million <sup>1</sup>	3.125%	25/2/2013
EnBW International Finance B.V.	€ 750 million	€ 749.3 million	6.000%	20/11/2013
EnBW International Finance B.V.	€ 750 million	€ 796.5 million <sup>1</sup>	4.125%	7/7/2015
EnBW International Finance B.V.	€ 500 million	€ 497.4 million	4.250%	19/10/2016
EnBW International Finance B.V.	€ 750 million	€ 746.8 million	6.875%	20/11/2018
EnBW International Finance B.V.	€ 500 million	€ 575.8 million <sup>1</sup>	4.875%	16/1/2025
EnBW International Finance B.V.	JPY 20 billion	€ 176.0 million	3.880%	16/12/2038
EnBW International Finance B.V.	€ 600 million	€ 588.7 million	6.125%	7/7/2039
<b>Total bonds</b>		<b>€ 4,383.0 million</b>		

<sup>1</sup> Adjusted for valuation effects from interest-induced hedging transactions.

As of 31 December 2012, EnBW AG had a fully unused contractually agreed syndicated line of credit of €2.0 billion (prior year: €2.0 billion). The group also had further free bilateral lines of credit of €539 million at its disposal (prior year: €397 million). These credit lines are not subject to any restrictions.

Weighted average interest rates (%) <sup>1</sup>	31/12/2012	31/12/2011
Hybrid bond	7.4	7.4
Bonds	4.4	4.9
Liabilities to banks	2.0	2.8
Other financial liabilities	4.2	4.2
<b>Total financial liabilities</b>	<b>4.5</b>	<b>4.8</b>

<sup>1</sup> Prior-year figures restated.

The weighted average interest rates on financial liabilities decreased as of 31 December 2012 compared to the prior year primarily as a result of the bond with a coupon of 5.875% that matured on 28 February 2012 and the decline in interest rates for the floating-rate financial liabilities. The vast majority of financial liabilities are still subject to long-term fixed interest agreements. Liabilities to banks of €2.8 million (prior year restated: €8.9 million) are secured by property liens and €128.5 million (prior year: €6.9 million) is secured by other collateral.



The minimum payments from finance leases included in other financial liabilities have the following maturities:

€ millions	Nominal value		Present value	
	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Due within 1 year	102.3	107.5	96.3	102.3
Due in 1 to 5 years	184.0	283.1	153.0	229.8
Due in more than 5 years	50.3	52.1	27.1	27.5
<b>Total</b>	<b>336.6</b>	<b>442.7</b>	<b>276.4</b>	<b>359.6</b>

### Other liabilities and subsidies

Other liabilities and subsidies disclosed separately by maturity in the balance sheet are combined in the notes to the financial statements.

€ millions <sup>1</sup>	31/12/2012	31/12/2011
Non-current liabilities	798.5	712.0
Current liabilities	6,776.5	6,125.1
<b>Liabilities</b>	<b>7,575.0</b>	<b>6,837.1</b>
Non-current subsidies	1,497.1	1,511.1
Current subsidies	69.2	71.7
<b>Subsidies</b>	<b>1,566.3</b>	<b>1,582.8</b>
Non-current liabilities and subsidies	2,295.6	2,223.1
Current liabilities and subsidies	6,845.7	6,196.8
<b>Liabilities and subsidies</b>	<b>9,141.3</b>	<b>8,419.9</b>

<sup>1</sup> Prior-year figures restated: Liabilities and subsidies amounted to € 7,858.7 million as of 1 January 2011. They include retroactive restatements as of 1 January 2011 of € 337.6 million (as of 31 December 2011: € 383.0 million).

Other liabilities break down as follows as of 31 December 2012 compared to the prior year:

€ millions <sup>1,2</sup>	31/12/2012			31/12/2011		
	Current	Non-current	Total	Current	Non-current	Total
Payments received on account	40.2	48.7	88.9	44.4	55.9	100.3
Trade payables	3,466.5	5.8	3,472.3	3,514.3	0.5	3,514.8
of which liabilities to affiliated entities	(5.1)	(0.0)	(5.1)	(9.5)	(0.0)	(9.5)
of which liabilities to other investees and investors	(48.1)	(5.4)	(53.5)	(65.1)	(0.0)	(65.1)
of which liabilities to entities accounted for using the equity method	(17.5)	(0.2)	(17.7)	(25.6)	(0.2)	(25.8)
Other deferred income	12.3	219.1	231.4	14.3	186.9	201.2
Liabilities from derivatives	1,814.9	56.9	1,871.8	1,418.4	12.2	1,430.6
of which without hedges	(1,597.5)	(24.6)	(1,622.1)	(1,375.3)	(9.2)	(1,384.5)
of which cash flow hedge	(217.4)	(32.3)	(249.7)	(43.1)	(3.0)	(46.1)
Income tax	254.2	289.6	543.8	200.5	264.1	464.6
Miscellaneous liabilities	1,188.4	178.4	1,366.8	933.2	192.4	1,125.6
of which interest from back taxes	(0.3)	(1.7)	(2.0)	(0.0)	(2.0)	(2.0)
of which from other taxes	(136.5)	(0.0)	(136.5)	(137.7)	(0.5)	(138.2)
of which relating to social security	(21.8)	(8.9)	(30.7)	(20.5)	(13.9)	(34.4)
<b>Other liabilities</b>	<b>6,776.5</b>	<b>798.5</b>	<b>7,575.0</b>	<b>6,125.1</b>	<b>712.0</b>	<b>6,837.1</b>

<sup>1</sup> Prior-year figures restated: Other liabilities amounted to € 6,271.7 million as of 1 January 2011. They include retroactive restatements as of 1 January 2011 of € 339.4 million (as of 31 December 2011: € 384.6 million).

<sup>2</sup> Reference is made to note 27 "Accounting for financial instruments" for more details on the credit and liquidity risk, fair values and undiscounted cash flows by year.

Non-current other liabilities with a volume of € 583.8 million (prior year restated: € 521.0 million) have a term to maturity of between one and five years and € 214.7 million (prior year: € 191.0 million) is due in more than five years.

Trade payables principally include obligations for outstanding invoices amounting to € 1,887.3 million (prior year restated: € 2,499.2 million).

Miscellaneous liabilities mainly consist of the liabilities from other taxes, including interest from back taxes, of € 138.5 million (prior year restated: € 140.2 million), security deposits for over-the-counter trading (margin calls received) of € 290.8 million (prior year: € 284.3 million) as well as for market trading (variation margins) of € 262.6 million (prior year: € 68.0 million), interest obligations from bonds of € 131.2 million (prior year: € 139.6 million) and non-controlling interests in fully consolidated partnerships recognised as liabilities of € 17.1 million (prior year: € 23.8 million).

Subsidies include investment grants as well as construction cost and investment cost subsidies.

€ millions <sup>1</sup>	31/12/2012	31/12/2011
Investment grants	1.4	2.2
Investment cost subsidies	18.5	20.2
Construction cost subsidies	1,546.4	1,560.4
<b>Total</b>	<b>1,566.3</b>	<b>1,582.8</b>

<sup>1</sup> Prior-year figures restated: Subsidies amounted to € 1,587.0 million as of 1 January 2011. They include retroactive restatements as of 1 January 2011 of € -1.8 million (as of 31 December 2011: € -1.6 million).

The investment grants were awarded in accordance with Sec. 4a German Investment Grant Act (InvZuG).

The construction cost subsidies which have not yet been recognised in profit or loss were largely granted for capital expenditures in the electricity and gas segments; title to the subsidised assets is retained by the EnBW group companies.

The subsidies are released over the estimated useful life of the subsidised assets. Of the total amount of subsidies, an amount of € 1,497.1 million (prior year restated: € 1,511.1 million) is expected to be recognised in profit or loss in more than one year.

#### **(25) Assets held for sale and liabilities directly associated with assets classified as held for sale**

As of 31 December 2012, assets held for sale contain our Austrian 32.5% investment in EVN AG of € 655.1 million (prior year: € 0.0 million). We intend to sell EVN AG in the course of our divestiture programme. The shares in Elektrownia Rybnik S.A. and Zespół Elektrociepłowni Wrocławskich Kogeneracja S.A. of € 168.6 million which had been held for sale as of 31 December 2011 were sold to Electricité de France (EDF) in the first quarter of 2012. The remaining assets classified as held for sale totalling € 26.0 million essentially relate to distribution plants (prior year: € 41.3 million). Liabilities directly associated with assets classified as held for sale totalling € 0.6 million (prior year: € 0.6 million) relate to deferred tax liabilities.

## Other notes

### (26) Earnings per share

		2012	2011
Profit from continuing operations <sup>1</sup>	€ millions	534.8	-790.9
of which profit/loss shares attributable to the equity holders of EnBW AG <sup>1</sup>	€ millions	(473.5)	(-842.3)
Group net profit/loss <sup>1</sup>	€ millions	534.8	-790.9
of which profit/loss shares attributable to the equity holders of EnBW AG <sup>1</sup>	€ millions	(473.5)	(-842.3)
Number of shares outstanding (weighted average)	thousand shares	257,265	244,257
Earnings per share from continuing operations <sup>1,2</sup>	€	1.84	-3.45
Earnings per share from group net profit/loss (€) <sup>1,2</sup>	€	1.84	-3.45
Dividend per share for fiscal year 2011 of EnBW AG	€	-	0.85
Proposed dividend per share for fiscal year 2012 of EnBW AG	€	0.85	-

<sup>1</sup> Prior-year figures restated.

<sup>2</sup> In relation to the profit/loss shares attributable to the equity holders of EnBW AG.

Earnings per share is determined by dividing the profit or loss attributable to the equity holders of EnBW AG by the average number of shares outstanding. The indicator may be diluted by potential shares on account of share options or convertible bonds. As EnBW does not have any potential shares, the basic earnings per share is identical to the diluted earnings per share.

## (27) Accounting for financial instruments

Financial instruments include primary financial instruments and derivatives. On the assets side, primary financial instruments mainly consist of financial assets, trade receivables, other assets and cash and cash equivalents. On the liabilities side, they consist of financial liabilities, trade payables and other liabilities.

### Fair value and carrying amounts of financial instruments by measurement category

The table below shows the fair values and carrying amounts of the financial assets and financial liabilities contained in the individual balance sheet items:

31/12/2012 € millions	Input hierarchy			At amortised cost	Not within the scope of IFRS 7	Carrying amount
	Fair value	Level 1	Level 2			
Financial assets	6,918.2	1,216.6	3,836.1	1,791.6		6,844.3
Held for trading	(262.6)	(262.6)				(262.6)
Available for sale	(5,448.3)	(954.0)	(3,836.1)	(658.2)		(5,448.3)
Held to maturity	(1,119.3)			(1,045.4)		(1,045.4)
Loans and receivables	(88.0)			(88.0)		(88.0)
Trade receivables	4,486.7			4,486.7		4,486.7
Loans and receivables	(4,486.7)			(4,486.7)		(4,486.7)
Other assets	2,211.7	259.5	1,337.4	614.8	297.4	2,509.1
Held for trading	(1,413.8)	(259.5)	(1,154.3)			(1,413.8)
Loans and receivables	(576.2)			(576.2)		(576.2)
Derivatives designated as hedging instruments	(183.1)		(183.1)			(183.1)
Carrying amount in accordance with IAS 17	(38.6)			(38.6)		(38.6)
Cash and cash equivalents	2,583.3			2,583.3		2,583.3
Loans and receivables	(2,583.3)			(2,583.3)		(2,583.3)
<b>Total assets</b>	<b>16,199.9</b>	<b>1,476.1</b>	<b>5,173.5</b>	<b>9,476.4</b>	<b>297.4</b>	<b>16,423.4</b>
<b>Assets held for sale</b>					681.1	681.1
Financial liabilities	7,563.6			6,761.2		6,761.2
At amortised cost <sup>1</sup>	(7,287.2)			(6,484.8)		(6,484.8)
Carrying amount in accordance with IAS 17	(276.4)			(276.4)		(276.4)
Trade payables	394.0			394.0	3,072.5	3,466.5
At amortised cost	(394.0)			(394.0)		(394.0)
Other liabilities and subsidies	2,842.2	185.0	1,686.8	970.4	2,832.6	5,674.8
Held for trading	(1,622.1)	(77.9)	(1,544.2)			(1,622.1)
At amortised cost	(970.4)			(970.4)		(970.4)
Derivatives designated as hedging instruments	(249.7)	(107.1)	(142.6)			(249.7)
<b>Total liabilities</b>	<b>10,799.8</b>	<b>185.0</b>	<b>1,686.8</b>	<b>8,125.6</b>	<b>5,905.1</b>	<b>15,902.5</b>
<b>Liabilities directly associated with the assets classified as held for sale</b>					0.6	0.6

<sup>1</sup> Of the financial liabilities measured at amortised cost, an amount of € 1,458.0 million is part of fair value hedges.

31/12/2011 € millions <sup>1</sup>	Input hierarchy			At amortised cost	Not within the scope of IFRS 7	Carrying amount
	Fair value	Level 1	Level 2			
Financial assets	6,510.1	1,029.1	3,528.1	1,896.6		6,453.8
Held for trading	(459.6)	(262.4)	(197.2)	(0.0)		(459.6)
Available for sale	(4,754.8)	(766.7)	(3,330.9)	(657.2)		(4,754.8)
Held to maturity	(1,182.3)			(1,126.0)		(1,126.0)
Loans and receivables	(113.4)			(113.4)		(113.4)
Trade receivables	3,606.4			3,606.4		3,606.4
Loans and receivables	(3,606.4)			(3,606.4)		(3,606.4)
Other assets	2,293.5	87.4	1,524.2	681.9	300.7	2,594.2
Held for trading	(1,306.8)	(75.3)	(1,231.5)			(1,306.8)
Loans and receivables	(640.8)			(640.8)		(640.8)
Derivatives designated as hedging instruments	(304.8)	(12.1)	(292.7)			(304.8)
Carrying amount in accordance with IAS 17	(41.1)			(41.1)		(41.1)
Cash and cash equivalents	2,732.3			2,732.3		2,732.3
Loans and receivables	(2,732.3)			(2,732.3)		(2,732.3)
<b>Total assets</b>	<b>15,142.3</b>	<b>1,116.5</b>	<b>5,052.3</b>	<b>8,917.2</b>	<b>300.7</b>	<b>15,386.7</b>
<b>Assets held for sale</b>	37.2	37.2			172.7	209.9
Available for sale	37.2	37.2				37.2
Financial liabilities	8,100.5			7,645.1		7,645.1
At amortised cost <sup>2</sup>	(7,740.9)			(7,285.5)		(7,285.5)
Carrying amount in accordance with IAS 17	(359.6)			(359.6)		(359.6)
Trade payables	430.6			430.6	3,084.2	3,514.8
At amortised cost	(430.6)			(430.6)		(430.6)
Other liabilities and subsidies	2,159.4	145.1	1,285.5	728.8	2,745.7	4,905.1
Held for trading	(1,384.5)	(141.5)	(1,243.0)			(1,384.5)
At amortised cost	(728.8)			(728.8)		(728.8)
Derivatives designated as hedging instruments	(46.1)	(3.6)	(42.5)			(46.1)
<b>Total liabilities</b>	<b>10,690.5</b>	<b>145.1</b>	<b>1,285.5</b>	<b>8,804.5</b>	<b>5,829.9</b>	<b>16,065.0</b>
<b>Liabilities directly associated with the assets classified as held for sale</b>					0.6	0.6

<sup>1</sup> Prior-year figures restated.

<sup>2</sup> Of the financial liabilities measured at amortised cost, an amount of € 1,422.3 million is part of fair value hedges.

The fair value of assets classified as “held for trading” amounts to a total of €1,676.4 million (prior year: €1,766.4 million), of which €522.1 million (prior year: €337.7 million) relates to the first level of the input hierarchy and €1,154.3 million (prior year: €1,428.7 million) to the second level.

Assets classified as “available for sale” are recorded at a total fair value of €5,448.3 million (prior year: €4,792.0 million), of which €954.0 million (prior year: €803.9 million) relates to the first level of the input hierarchy, €3,836.1 million (prior year: €3,330.9 million) to the second level and €658.2 million (prior year: €657.2 million) to assets measured “at amortised cost”. Assets classified as “loans and receivables” are measured at amortised cost and amount to a total of €7,734.2 million (prior year restated: €7,092.9 million). Equity instruments measured at cost had a carrying amount of €658.2 million as of the reporting date (prior year: €657.2 million).

Calculation of the fair values is explained in the section entitled accounting policy. The individual levels of the input hierarchy are as follows:

- > Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities
- > Level 2: Other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly

The following net gains/losses were presented in the income statement:

Net gains or losses by measurement category in € million	2012	2011
Financial assets and liabilities held for trading	142.2	36.7
Available-for-sale financial assets	69.0	-26.5
Held-to-maturity investments	-2.7	0.0
Loans and receivables	-69.7	-55.5
Financial liabilities measured at amortised cost	-0.1	-11.6

The presentation of net gains and losses does not include derivatives that are used as hedging instruments. Stand-alone derivatives are included in the “financial assets and liabilities held for trading” measurement category.

The net gain posted in the “financial assets and liabilities held for trading” measurement category includes gains from marking to market and gains on sale as well as interest and currency effects.

The net gain (net loss) recorded in the “available-for-sale financial assets” measurement category includes impairment losses as well as realised losses on disposal.

The net loss in the “held-to-maturity financial assets” measurement category is attributable to impairment losses recognised on fixed-interest securities.

The net loss in the “loans and receivables” measurement category principally concerns currency effects, impairment losses and reversals of impairment losses.

The net loss on financial liabilities measured at amortised cost is principally attributable to credit fees.

Losses of €-267.2 million (prior year: €-349.3 million) from changes in the market value of available-for-sale financial assets were recognised directly in equity in the fiscal year 2012. An amount of €97.3 million of these changes in market value recognised directly in equity was reclassified to the income statement where it increased the profit (prior year: €26.0 million reducing profit).

Impairment losses recognised on financial assets classified as “available for sale” and “loans and receivables” came to €55.2 million (prior year: €80.0 million) and €14.9 million (prior year: €6.1 million) respectively. Trade receivables were written down by €26.7 million (prior year: €65.7 million). In the fiscal year 2012, impairment losses of €4.5 million (prior year: €1.7 million) were recorded on other assets measured at amortised cost.

## Derivative financial instruments and hedging

**Derivatives:** Both physical and financial options and forward transactions are entered into to hedge risks in the commodity area, while forward transactions are used almost exclusively in the foreign exchange area. In the area of financing, swap transactions were concluded to minimise risks.

All derivatives held for trading are accounted for as assets or liabilities. They are measured at fair value.

Changes in the fair value of derivatives which are neither intended for own use nor qualify as cash flow hedges are recorded in the income statement.

Hedge accounting in accordance with IAS 39 is applied in the finance area mainly for currency hedges for investments with a foreign functional currency and for interest rate hedges for non-current liabilities. In the commodity area, fluctuations of future cash flows from forecast procurement and sales transactions are hedged.

**Cash flow hedges** have been entered into in particular in the commodity area to cover price risks from future sales and procurement transactions, to limit the currency risk from liabilities denominated in foreign currency as well as to limit the risk of interest rate fluctuation of floating-rate liabilities.

Changes in fair value of the hedges used – above all forward contracts and futures – are thus recorded directly in other comprehensive income (measurement of financial instruments at market value) until termination of the hedge, provided it is effective. The ineffective portion of the gain or loss on the hedging instrument is immediately recognised in profit or loss.

Date of reclassification from OCI to the income statement in 2012 in € millions	Fair value	2013	2014-2017	> 2017
Currency-related cash flow hedges	-29.0	9.7	-7.6	-31.1
Commodity cash flow hedges	-181.8	-82.3	-99.5	0.0
Interest-related cash flow hedges	-0.8	0.0	-0.4	-0.4
Other derivatives in cash flow hedges	-14.5	-14.5	0.0	0.0

Date of reclassification from OCI to the income statement in 2011 in € millions	Fair value	2012	2013-2016	> 2016
Currency-related cash flow hedges	104.8	32.0	25.8	47.0
Commodity cash flow hedges	28.7	18.6	10.1	0.0
Interest-related cash flow hedges	-0.5	-0.5	0.0	0.0

As of 31 December 2012, unrealised gains from derivatives came to €247.9 million (prior year: €61.7 million). The effective portion of the cash flow hedges of €-455.3 million (prior year: €-128.0 million) was recognised directly in equity in the reporting period. The ineffective portion of cash flow hedges resulted in expenses of €6.2 million as of 31 December 2012 (prior year: €0.7 million) and reclassifications from other comprehensive income resulted in expenses of €139.1 million (prior year: €65.8 million) recognised in the income statement.



The reclassifications were made to revenue (increase of €102.1 million, prior year: increase of €95.3 million), cost of materials (increase of €201.1 million, prior year: increase of €200.5 million), other operating income (decrease of €16.5 million, prior year: increase of €23.8 million) and financial result (decrease of €23.6 million, prior year: increase of €15.6 million).

The amounts reclassified include the dedesignation of cash flow hedges of €16.5 million (prior year: €23.8 million). The sales business is currently seeing a moderate decline in sales, relating both to the B2C and the B2B business for supply year 2013. As a result of this and associated quantities returned by the sales companies in December 2012, the forecast electricity sales transactions (FCT) for 2013 had to be reduced. The fair value changes incurred for these transactions to date were recognised in profit or loss. In the prior year, delays in the use of new power station capacity meant that the forecast transactions were no longer probable.

An amount of €6.6 million was reclassified from accumulated other comprehensive income to inventories. This led to an increase in cost (prior year: decrease of €49.3 million).

As of 31 December 2012, existing hedged transactions are covered by cash flow hedges for foreign currencies with terms of up to 26 years (prior year: up to 27 years). In the commodity area, the terms of hedged forecast transactions are generally up to three years (prior year: up to three years).

For optimisation purposes, hedging relationships are redesignated and dedesignated as is customary in the industry.

**Fair value hedges** are entered into above all to hedge fixed-interest liabilities against market price risks. Interest rate swaps are used as hedging instruments. With a fair value hedge, both the hedged transaction and the hedging instrument for an exposure are measured at fair value through profit or loss. The change in the fair value of hedging instruments of €33.8 million was recognised in profit or loss in the reporting period (prior year: €46.2 million). For hedged liabilities, the fluctuation in market values arising from the hedged risk was also recognised in profit or loss. Changes in market value from hedged transactions of €31.9 million were recognised in the reporting year (prior year: €43.8 million).

**Hedges of net investments in foreign operations:** Primary foreign currency bonds are used to hedge against foreign exchange risks from investments with a foreign functional currency. As of 31 December 2012, an amount of €-32.7 million (prior year: €-31.9 million) arising from exchange rate changes in the hedges is disclosed in the currency translation item under equity.

Contracts that have been concluded to meet the company's expected usage requirements are not recorded in the balance sheet pursuant to the provisions of IAS 39.

Regular way purchases or sales (spot purchases/sales) of primary financial instruments are generally recognised as of the settlement date. Derivative financial assets are recognised as of the trading date. Derivative and primary financial instruments are recognised in the balance sheet when EnBW becomes party to the contract.

Purchases and sales of fuels are made in euros, US dollars or pounds sterling.

Counterparty risks are assessed taking into account the period for which the current replacement and selling risk has been calculated. In addition, these risks are analysed with reference to the current rating by the rating agencies Moody's and Standard & Poor's. An internal rating procedure is used for trading partners that do not have such an external rating.

The counterparty risk is based on replacement and selling risks resulting from the market value of the item in question with the individual trading partner as of the reporting date. Netting options agreed in master agreements concluded with the trading partner are also taken into account when determining the counterparty risk.

If there is a netting agreement, positive and negative market values are netted for each trading partner. Otherwise, only positive market values are taken into consideration.

Counterparty risk in € millions Moody's, S&P or internal rating	31/12/2012		31/12/2011	
	< 1 year	1–5 years	< 1 year	1–5 years
up to A1	21.9	7.0	51.5	35.0
up to A3	54.4	8.8	100.8	40.8
Baa1	19.7	4.7	28.3	19.5
up to Baa3	17.1	3.3	11.6	6.7
below Baa3	19.4	1.2	12.8	8.0
<b>Total</b>	<b>132.5</b>	<b>25.0</b>	<b>205.0</b>	<b>110.0</b>

The nominal volume of the derivatives presented below has not been netted. It represents the sum of all purchase and sale amounts underlying the transactions. The amount of the nominal volume allows conclusions to be drawn about the extent to which derivatives have been used. However, it does not reflect the risk of the group as the derivative transactions are counterbalanced by hedged items with risks that run counter to that of the derivative. Collateral is provided or obtained for derivatives that are traded on the stock exchange.

€ millions	Total volume of derivatives			
	Nominal volume		Fair value	
	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Forward exchange transactions	4,071.2	3,960.6	-14.1	150.7
Electricity options and futures	6,034.4	7,188.3	213.1	67.0
Forward electricity transactions	17,306.8	22,030.5	-269.4	-23.1
Forward gas transactions and swaps	14,212.2	7,624.7	-14.3	-20.7
Forward coal transactions and swaps	4,604.1	5,034.5	-269.4	16.4
Derivatives for emission rights	1,276.3	1,944.8	-45.2	-113.2
Fixed interest paying	452.0	583.0	-12.8	-11.3
Fixed interest bearing	1,293.1	1,296.8	152.1	125.5
Other futures and derivatives	1,921.3	945.2	-14.9	-10.3
<b>Total</b>	<b>51,171.4</b>	<b>50,608.4</b>	<b>-274.9</b>	<b>181.0</b>

Derivatives used for hedging purposes can be reconciled to other comprehensive income (cash flow hedge) as follows:

€ millions	31/12/2012	31/12/2011	Variance
Derivatives used in cash flow hedges with a positive fair value	23.6	179.1	-155.5
Derivatives used in cash flow hedges with a negative fair value	249.7	46.1	203.6
	<b>-226.1</b>	<b>133.0</b>	<b>-359.1</b>
Deferred tax on changes recognised directly in equity in derivatives used in cash flow hedges	70.9	-27.2	98.1
Hedge ineffectiveness	6.0	-0.2	6.2
Cascading effects	-1.4	-32.0	30.6
Effects realised from hedged transactions	-27.9	-42.0	14.1
Non-controlling interests	5.7	12.1	-6.4
<b>Cash flow hedge (recognised in equity)</b>	<b>-172.8</b>	<b>43.7</b>	<b>-216.5</b>

The cascading effects concern the changes in market value of the futures that are part of hedges accumulated until the time of cascading.

In cascading, annual and quarterly futures are settled by other futures instead of in cash.

Changes in carrying amounts of stand-alone derivatives can be reconciled to the income statement as follows:

€ millions	31/12/2012	31/12/2011	Variance
Derivatives with a positive fair market value	1,413.8	1,306.8	107.0
Derivatives with a negative fair market value	1,622.1	1,384.5	237.6
<b>Carrying amounts of stand-alone derivatives</b>	<b>-208.3</b>	<b>-77.7</b>	<b>-130.6</b>

€ millions	2012	2011
Changes in the carrying amounts of stand-alone derivatives	-130.6	15.1
Option premium paid	-25.8	6.0
<b>Change in fair value of the derivatives</b>	<b>-156.4</b>	<b>21.1</b>

The gain/loss from derivatives disclosed in the income statement breaks down as follows:

€ millions	2012	2011
Fair value adjustment	-156.4	21.1
Gain/loss recognised	294.8	18.6
Hedge ineffectiveness	-6.2	-0.7
<b>Gain/loss from derivatives</b>	<b>132.2</b>	<b>39.0</b>
of which other operating income	(432.6)	(253.5)
of which other operating expenses	(320.2)	(197.5)
of which finance revenue	(41.2)	(4.8)
of which finance costs	(21.4)	(21.8)

When the derivatives are sold, the gain/loss recognised reverses the previous market valuation of economically secured stand-alone derivatives. As a result of previously marking the derivatives to market, the hedged transactions are not carried out at the price hedged by the derivative, but at the current spot price.

In the interest of transparency, we have disclosed the effects from marking to market as well as the gain/loss recognised.

### Risk management system

As an energy company, EnBW is exposed to financial price risks in the currency, interest and commodity areas in the course of its operating activities, investments and financing transactions. In addition, there are credit and liquidity risks. It is company policy to eliminate or limit these risks by systematic risk management.

Exchange rate fluctuations between the euro and other currencies, fluctuation in interest rates on international money and capital markets as well as fluctuating prices on the markets for electricity, coal, gas and emission allowances are the main price risks for EnBW. The hedging policy used to limit these risks is set forth by the Board of Management and is documented in internal group guidelines. They also provide for the use of derivatives.

The derivatives used to hedge against financial risks are subject to the assessment criteria defined in the risk management guidelines. These include value-at-risk ratios and position limit and loss limit. The segregation of duties between trading and back-office processing and control is a further key element of our risk management.

The corresponding financial transactions are only concluded with counterparties with excellent credit ratings. Using suitable hedging instruments, it is possible to make use of market opportunities while hedging the risk position.

The risks arising from financial instruments as well as the methods used to assess and manage them have not been changed significantly since the prior year.

For further details on EnBW's risk management system, we refer to our explanations given in the risk report contained in the management report.

**Credit risks:** EnBW is exposed to credit risks from the counterparties not performing under contractual agreements. EnBW manages its credit risks by generally demanding a high credit rating of its counterparties and limiting the credit risk with counterparties. The credit ratings of counterparties are continually monitored by EnBW's system for managing credit ratings. Commodity and energy transactions are generally made under master agreements such as EFET, ISDA or IETA.

These master agreements are generally only entered into following careful scrutiny of the counterparty's creditworthiness. Exceptions to this business policy can be made only if it is in the justified interest of the company, e.g. in order to penetrate new markets. In terms of the customer structure, the receivables from individual counterparties are not high enough to give rise to a significant concentration of risks.

Financial investments are only made with the investment limits and counterparties defined in the treasury guidelines. Compliance with these guidelines is constantly monitored by the internal control system (ICS).

The maximum credit risk from financial assets (including derivatives with positive market value) is equivalent to the carrying amounts recognised in the balance sheet. The maximum credit risk amounts to €16,126.0 million as of the end of the reporting period on 31 December 2012 (prior year restated: €15,123.2 million).

**Liquidity risks:** Liquidity risks arise for EnBW from the obligation to repay liabilities completely and in time. The purpose of EnBW's cash and liquidity management is to secure the company's solvency at all times.

Cash management determines any cash requirements and surpluses on a central basis. By offsetting cash requirements and excess cash, the number of banking transactions is reduced to a minimum. The offsetting is carried out by cash pooling. Cash management has implemented standardised processes and systems to manage bank accounts and internal clearing accounts and perform automated payment transactions.

For liquidity management purposes, a finance plan based on cash flows is prepared centrally. As they arise, finance needs are covered by suitable liquidity management instruments. In addition to ensuring that liquidity is available on a daily basis, EnBW maintains further liquidity reserves of €2.5 billion that are available at short notice (prior year: €2.4 billion). The amount of liquidity reserves is based on strategic liquidity planning taking into account defined worst case parameters. The liquidity reserve is made up of contractually agreed, syndicated and free credit lines with various terms to maturity. In view of the liquidity available and existing credit lines, EnBW does not consider there to be any concentration of risk.

Further details on financial liabilities are presented in note 24 "Liabilities and subsidies".

The tables below show future undiscounted cash flows from financial liabilities and derivative financial instruments that affect the future liquidity situation of the EnBW group.

The analysis includes all contractual obligations as of the reporting date 31 December 2012 that are disclosed in the balance sheet.

Interest and redemption payments are taken into consideration for debt instruments issued and liabilities to banks.

The interest payments on fixed-interest financial instruments are based on the contractually agreed interest rates. For financial instruments subject to floating interest, the interest rates last fixed prior to 31 December 2012 were used.

Financial instruments denominated in foreign currency are translated using the spot rate as of 31 December 2012.

Where derivatives are concerned, positive or negative market values are generally included, provided they give rise to a net outflow of resources. Undiscounted cash flows are based on the following terms and conditions:

- > Swap transactions are only included in the liquidity analysis provided they give rise to a net outflow of resources.
- > Forward exchange transactions are taken into account provided they give rise to an outflow of resources.
- > In the case of forward transactions, all calls are taken into account. The future cash flows are equivalent to the quantities measured at the contractually agreed price.
- > Future transactions are not included in the liquidity analysis because they are settled by daily variation margins and there is thus no liquidity risk.

Undiscounted cash flows as of 31 December 2012 in € millions	Total	2013	2014	2015	2016	Cash flows > 2016
Non-derivative financial liabilities						
Debt instruments issued	7,670.0	1,296.7	245.5	995.5	714.5	4,417.8
Liabilities to banks	1,096.1	109.3	80.5	160.2	58.6	687.5
Finance lease liabilities	336.6	102.3	103.9	77.1	1.8	51.5
Other financial liabilities	130.8	13.5	23.5	11.2	11.2	71.4
Trade payables	394.0	394.0	0.0	0.0	0.0	0.0
Other financial obligations	970.4	794.0	1.5	1.4	0.8	172.7
Derivative financial assets	3,320.8	2,135.7	938.4	220.0	21.1	5.6
Derivative financial liabilities	13,670.8	8,879.3	3,481.3	1,174.0	118.1	18.1
<b>Total</b>	<b>27,589.5</b>	<b>13,724.8</b>	<b>4,874.6</b>	<b>2,639.4</b>	<b>926.1</b>	<b>5,424.6</b>

Undiscounted cash flows as of 31 December 2011 in € millions <sup>1</sup>	Total	2012	2013	2014	2015	Cash flows > 2015
Non-derivative financial liabilities						
Debt instruments issued	8,763.3	1,390.1	1,277.4	227.9	977.9	4,890.0
Liabilities to banks	1,091.4	247.7	52.9	75.1	44.3	671.4
Finance lease liabilities	442.7	107.5	102.1	102.1	77.1	53.9
Other financial liabilities	139.2	10.6	23.0	10.7	11.2	83.7
Trade payables	430.6	430.1	0.0	0.0	0.0	0.5
Other financial obligations	728.8	575.8	1.7	1.4	1.2	148.7
Derivative financial assets	2,403.7	1,316.0	942.2	137.8	5.6	2.1
Derivative financial liabilities	13,011.5	8,882.9	2,797.6	1,127.2	94.2	109.6
<b>Total</b>	<b>27,011.2</b>	<b>12,960.7</b>	<b>5,196.9</b>	<b>1,682.2</b>	<b>1,211.5</b>	<b>5,959.9</b>

<sup>1</sup> Prior-year figures restated.

The increase recorded for derivative financial assets and liabilities compared to the prior year is essentially due to a higher volume of forward transactions to purchase gas. The volume of sales, which also increased as a result, is not taken into account here. Instead, a one-sided overview is presented of all derivatives causing an outflow of resources. The netting agreements concluded with numerous trading partners as part of risk management activities are not included here either, which means that the derivatives do not directly reflect EnBW's actual liquidity risk.

#### Market price risks

Market price risks can arise from foreign exchange and interest rate risks as well as from commodity and other price risks for shares, share-based investment funds and interest-bearing securities.

EnBW has exposure to foreign currency risk from procurement and hedging of prices for the fuel needed, as well as gas and oil trading. In addition, EnBW has currency risks arising from liabilities denominated in foreign currency. The currency risk is hedged with the help of appropriate standardised financial instruments – in the reporting period forward exchange contracts in particular – on the basis of continuously monitored exchange rate forecasts. Foreign exchange risks are hedged centrally. EnBW principally has exposure to currency risks from US dollars and Swiss francs.

The net assets tied up at foreign group entities outside the euro area and the translation risks are only hedged against exchange rate fluctuation in exceptional cases.

The effects of changes in exchange rates on the profit for the year and on equity are analysed below. The analysis was made assuming that all other parameters, such as interest rates, remain unchanged. The analysis includes financial instruments whose exchange rate exposure might affect equity or the profit for the year.

These mainly are hedging instruments from cash flow hedges and from hedges of net investments in foreign operations, stand-alone derivatives and receivables and liabilities denominated in foreign currency.

Revaluation (devaluation) of the euro by 10% against all other currencies as of the reporting date 31 December 2012 would reduce (increase) the profit for the year by €43.4 million (prior year: €60.0 million). This hypothetical change in profit is attributable to the euro/US dollar currency sensitivities (€43.4 million; prior year: €60.0 million).

Equity would decrease (increase) by €107.4 million as of 31 December 2012 (prior year: €92.5 million) in the event of a 10% revaluation (devaluation). This hypothetical change in equity is attributable to the euro/US dollar and euro/Swiss franc currency sensitivities (€132.3 million and €-24.9 million, respectively; prior year: €125.5 million and €-33.0 million, respectively).

EnBW uses a multitude of interest-sensitive financial instruments in order to meet the requirements of operational and strategic liquidity management. Interest rate risks only stem from floating-rate instruments.

Interest-induced changes in the market value of interest-bearing securities in the “available for sale” measurement category are presented under other price risks for shares, share-based investment funds and interest-bearing securities.

On the assets side, there is interest exposure from bank balances and on the liabilities side from floating-rate liabilities to banks. In addition, there are interest rate risks from derivatives in the form of swap transactions. EnBW mainly has interest rate risks in the euro area.

The effects of changes in interest rates on the profit for the year and on equity are analysed below. The analysis was made assuming that all other parameters, such as exchange rates, remain unchanged. The analysis includes only financial instruments whose interest rate exposure might affect equity or the profit for the year. For analysis purposes, the average change in yield over the last ten years was used.

An increase (decrease) in the level of interest rates in the euro area by 60 base points as of the reporting date 31 December 2012 in relation to the nominal volume (prior year: 60 base points) would reduce (raise) the profit for the year by €5.4 million (prior year: €7.0 million). The hypothetical change in profit comprises potential effects from interest derivatives of €7.8 million (prior year: €7.8 million), floating-rate bank balances of €-6.3 million (prior year: €-5.5 million) and primary financial liabilities subject to floating-rate interest of €3.9 million (prior year: €4.7 million).

In the context of our energy trading activities, EnBW enters into energy trading contracts for the purpose of price risk management, optimisation of power stations, load equalisation and optimisation of margins. Trading for own account is only permitted within narrow, clearly defined boundaries.

The price risks mostly arise from the procurement and sale of electricity, the procurement of coal, gas and oil as fuels and the procurement of emission allowances. Furthermore, EnBW is exposed to price risks from speculative items entered into in own-account trading. The price risks are hedged using appropriate financial instruments on the basis of continuously monitored forecasts of market prices. The hedging instruments used in the reporting period were forwards, futures, swaps and options.

The sensitivity of the measurement of derivatives to the price of electricity, coal, oil, gas and emission allowances is analysed below. The analysis was made assuming that all other parameters remain unchanged. It includes only derivatives whose changes in market value affect equity or the profit for the year. These are derivatives that are accounted for as stand-alone derivatives as well as derivatives used as hedging instruments in cash flow hedges.

The analysis does not include any derivatives that are intended for the purpose of receipt or delivery of a non-financial item in accordance with the entity’s expected purchase, sale or usage requirements (own use) and are not required to be accounted for in accordance with IAS 39. Our generation and distribution positions are not included in the analysis either.

The sensitivities presented below therefore do not represent the actual economic risks that the EnBW group is exposed to and serve solely to satisfy the disclosure requirements of IFRS 7.

An increase (decrease) in the market price for electricity by 10% as of the reporting date 31 December 2012 (prior year: 15%) would reduce (raise) the profit for the year by €196.7 million (prior year: €213.3 million). A decrease (increase) in the market price by 10% as of the reporting date 31 December 2012 (prior year: 15%) would reduce (raise) equity by €40.4 million (prior year: €92.7 million).

A decrease (increase) in the market price for coal by 15% as of the reporting date 31 December 2012 (prior year: 15%) would reduce (raise) the profit for the year by €63.7 million (prior year: €112.5 million). A decrease (increase) in the market price by 15% as of the reporting date 31 December 2012 (prior year: 15%) would reduce (raise) equity by €299.4 million (prior year: €279.0 million).



A decrease (increase) in the market price for oil by 20% as of the reporting date 31 December 2012 (prior year: 25%) would reduce (raise) the profit for the year by €30.0 million (prior year: €47.6 million). A decrease (increase) in the market price by 20% as of the reporting date 31 December 2012 would reduce (raise) equity by €45.1 million.

A decrease (increase) in the market price for gas by 15% as of the reporting date 31 December 2012 (prior year: 15%) would reduce (raise) the profit for the year by €2.7 million. In the prior year, an increase (decrease) would have reduced (raised) the profit for the year by €21.7 million.

A decrease (increase) in the market price for emission allowances by 55% as of the reporting date 31 December 2012 (prior year: 35%) would reduce (raise) the profit for the year by €24.0 million (prior year: €50.6 million). A decrease (increase) in the market price by 55% as of the reporting date 31 December 2012 (prior year: 35%) would reduce (raise) equity by €90.0 million (prior year: €5.4 million).

EnBW has investments in shares and share-based investment funds and fixed-interest securities which pose price risks for the company. When selecting securities, the company always attaches particular importance to high marketability and good credit rating. As of the reporting date 31 December 2012, shares, share-based investment funds and fixed-interest securities of €5,052.6 million (prior year: €4,557.2 million) were exposed to market price risks.

The effects of price risks from shares and share-based investment funds as well as interest-bearing securities on the profit for the year and on equity are analysed below. The analysis was made assuming that all other parameters, such as currency, remain unchanged. The analysis includes financial instruments whose price risks might affect equity or the profit for the year. The analysis of the market price risk of shares and share-based investment funds was carried out based on historical volatility. A standard deviation was assumed as a realistic scenario. The market risk of fixed-interest securities was analysed by modified duration. Taking into account the changes in interest rates assumed (see interest rate risk) in relation to the fair value of fixed-interest securities, earnings are determined in absolute figures. The assumptions underlying the sensitivity analysis are 16% (prior year: 17%) for shares and share-based investment funds and 3% (prior year: 3%) for interest-bearing securities.

With the risk scenario given, profit for the year would increase (decrease) by €8.1 million (prior year: €14.0 million). The hypothetical change in profit for the year is primarily due to fixed-interest securities. With the risk scenario given, equity would increase (decrease) by €368.8 million (prior year: €336.2 million). Of the hypothetical change in equity, an amount of €277.0 million (prior year: €259.0 million) is attributable to shares and share-based investment funds and €91.8 million (prior year: €77.2 million) to fixed-interest securities.

## (28) Contingent liabilities and other financial commitments

The disclosures on contingent liabilities and other financial commitments relate to the nominal values.

### Contingent liabilities

After the amended German Atomic Power Act (AtG) and the amended Directive on the Coverage Provisions in the Nuclear Power Industry (AtDeckV) came into force on 27 April 2002, the German nuclear power plant operators are required to provide evidence of coverage provision up to a maximum amount of €2.5 billion per case of damage. Of this provision, €255.6 million is covered by uniform third-party liability insurance. Nuklear Haftpflicht GbR is now restricted to a solidarity agreement to cover claims in connection with evacuation measures ordered by the authorities of between €0.5 million and €15 million. In proportion to their shares in nuclear power plants, group companies have undertaken to equip their operating companies with sufficient resources so that they can meet their obligations from the membership in Nuklear Haftpflicht GbR at all times.

To fulfil the subsequent coverage provision of €2,244.4 million per claim, EnBW Energie Baden-Württemberg AG and the other ultimate parent companies of the German nuclear power plant operators agreed by contract dated 11 July, 27 July, 21 August and 28 August 2001, extended by agreement on 25 March, 18 April, 28 April and 1 June 2011, to provide financial assistance to the liable nuclear power plant operator in case of damage, after exhausting its own possibilities and those of its parent company – so that it can meet its payment obligations (solidarity agreement). According to the agreement, EnBW Energie Baden-Württemberg AG has to bear a 24.921% share of the liability as of 31 December 2012 and the same share of 24.921% as of 1 January 2013, plus 5% for costs to settle the claims. Sufficient liquidity has been provided for in the liquidity plan.

In addition, the EnBW group has the following other contingent liabilities:

€ millions <sup>1</sup>	31/12/2012	Of which due in			31/12/2011
		< 1 year	1-5 years	> 5 years	
Guarantees and collateral	393.5	250.6	54.5	88.4	397.1
Guarantees for third-party services	116.5	97.8	0.8	17.9	111.1
Contingent liabilities from pending litigation	418.3	415.1	2.2	1.0	135.3
<b>Total</b>	<b>928.3</b>	<b>763.5</b>	<b>57.5</b>	<b>107.3</b>	<b>643.5</b>

<sup>1</sup> Prior-year figures restated.

No provisions were set up for pending litigation because the counterparty is unlikely to win the case. In addition, various court cases, investigations by authorities or proceedings and other claims are pending against EnBW. The chances of their being successful is, however, remote and they are therefore not reported under contingent liabilities. Guarantees and collateral include obligations to entities accounted for using the equity method. An amount of €119.6 million thereof is attributable to joint ventures (prior year restated: €112.2 million) and €12.8 million (prior year restated: €13.6 million) to associates.

### Other financial commitments

The EnBW group has long-term purchase commitments for natural gas, coal and other fossil fuels as well as electricity. In addition, there are commitments from long-term agreements for the purchase, conversion, enrichment, production and disposal of uranium. The energy and environmental services segment also has long-term commitments under disposal agreements. The total volume of these commitments amounts to €24.3 billion (prior year: €18.5 billion).

This increase is primarily attributable to the purchase obligations stemming from the new long-term gas supply agreement concluded with a foreign gas producer in July 2012. These other financial commitments comprise purchase obligations towards associates accounted for using the equity method of €351.0 million (prior year: €337.5 million). There are no purchase obligations to joint ventures accounted for using the equity method.

Sundry other financial commitments break down as follows:

€ millions <sup>1</sup>	31/12/2012	Of which due in			31/12/2011
		< 1 year	1–5 years	> 5 years	
Financial commitments from rent and lease agreements	214.1	44.2	84.1	85.8	193.3
Purchase commitment	477.3	326.7	137.0	13.6	577.3
Capital commitments for property, plant and equipment	973.6	495.4	478.2	0.0	1,136.3
Capital commitments for intangible assets	2.0	2.0	0.0	0.0	1.9
Financial commitments from business combinations <sup>2</sup>	495.1	162.5	302.5	30.1	449.5
Other financial commitments	455.2	100.3	103.7	251.2	304.6
<b>Total</b>	<b>2,617.3</b>	<b>1,131.1</b>	<b>1,105.5</b>	<b>380.7</b>	<b>2,662.9</b>

<sup>1</sup> Prior-year figures restated.

<sup>2</sup> Financial commitments from business combinations < 1 year include investments held as financial assets amounting to € 125.4 million (prior year: € 123.6 million).

Sundry other financial commitments include obligations to acquire entities accounted for using the equity method totalling €27.9 million (prior year restated: €27.9 million), which are all joint ventures. In addition, sundry other financial commitments include €212.2 million (prior year: €0.0 million) due to joint ventures accounted for using the equity method and €4.3 million (prior year: €0.4 million) due to associates accounted for using the equity method.

### (29) Audit fees

The fees of the group auditor KPMG AG Wirtschaftsprüfungsgesellschaft recorded as an expense break down as follows:

€ millions <sup>1</sup>	2012	2011
Statutory audit	2.2	2.3
Other attest services	1.5	0.7
Tax advisory services	0.1	0.0
Other services	1.0	0.2
<b>Total</b>	<b>4.8</b>	<b>3.2</b>

<sup>1</sup> Prior-year figures restated.

### **(30) Exemption pursuant to Sec. 264 (3) HGB and Sec. 264b HGB**

The following German subsidiaries made use of some or all of the exemption provisions of Sec. 264 (3) German Commercial Code (HGB) or Sec. 264b HGB in the fiscal year 2012:

#### **Exemption pursuant to Sec. 264 (3) HGB**

- > EnBW Akademie Gesellschaft für Personal- und Managemententwicklung mbH, Stuttgart
- > EnBW EnergyWatchers GmbH, Stuttgart
- > EnBW EnHol Beteiligungsgesellschaft mbH, Karlsruhe
- > EnBW Perspektiven GmbH, Karlsruhe (formerly: EnBW Technische Dienste und kaufmännische Leistungen GmbH, Karlsruhe)
- > EnBW REG Beteiligungsgesellschaft mbH, Stuttgart
- > MSE Mobile Schlammentwässerungs GmbH, Karlsbad-Ittersbach
- > NWS REG Beteiligungsgesellschaft mbH, Stuttgart
- > RBS wave GmbH, Stuttgart
- > Thermogas Gas- und Gerätevertriebs-GmbH, Stuttgart
- > TPLUS GmbH, Karlsruhe
- > U-plus Umweltservice AG, Karlsruhe
- > Watt Synergia GmbH, Frankfurt am Main

#### **Exemption pursuant to Sec. 264b HGB**

- > EnBW City GmbH & Co. KG, Obrigheim (formerly: EnBW City GmbH & Co. KG, Stuttgart)
- > KMS Kraftwerke Grundbesitzmanagement und -service GmbH & Co. KG, Karlsruhe
- > NWS Grundstücksmanagement GmbH & Co. KG, Obrigheim
- > Salamander Marken GmbH & Co. KG, Karlsruhe

### **(31) Declaration of compliance with the German Corporate Governance Code**

The Board of Management and Supervisory Board of EnBW Energie Baden-Württemberg AG issued the declaration of compliance with the German Corporate Governance Code required by Sec. 161 German Stock Corporations Act (AktG) on 6 December 2012 and made it permanently available to the shareholders on the internet at [www.enbw.com/declarationofcompliance](http://www.enbw.com/declarationofcompliance).

The declaration of compliance of the listed subsidiary ZEAG Energie AG is available on the internet at [www.zeag-energie.de](http://www.zeag-energie.de).

### **(32) Share deals and shareholdings of key management personnel**

The company did not receive any notices in the fiscal year 2012 of transactions with EnBW shares or related financial instruments of persons in managerial positions and persons closely related to them in accordance with Sec. 15a German Securities Trading Act (WpHG). The EnBW shares held by all members of the Board of Management and the Supervisory Board total less than 1% of the company's shares outstanding.

### **(33) Notes to the cash flow statement**

The cash flow statement is split up into cash flows from operating, investing and financing activities. The balance of the cash flow statement represents the change in cash and cash equivalents during the fiscal year 2012 of € -148.8 million (prior year restated: € 900.9 million).

Cash and cash equivalents relate almost exclusively to bank balances, largely in the form of time and call deposits.

In the fiscal year 2012, the cash flow from operating activities was € 856.3 million (prior year restated: € 1,747.4 million).

Other non-cash expenses and income break down as follows:

€ millions <sup>1</sup>	2012	2011
Income from the release and retirement of construction cost subsidies	-78.5	-103.2
Income and expenses from changes in specific bad debt allowances	76.4	60.2
Reversal of impairment losses on property, plant and equipment and intangible assets	-2.1	-1.0
Write-down of inventories	9.1	100.4
Other	100.1	112.9
<b>Total</b>	<b>105.0</b>	<b>169.3</b>

<sup>1</sup> Prior-year figures restated.

In the fiscal year 2012, €105.7 million was distributed to non-controlling interests of group entities (prior year restated: €94.4 million).

Purchase prices paid in cash for the acquisition of subsidiaries and entities accounted for using the equity method totalled €38.8 million in the reporting year (prior year restated: €168.5 million). In the reporting year and the prior year, no cash and cash equivalents were acquired in the course of share purchases. The cash paid in the reporting period was attributable to capital increases at entities accounted for using the equity method and a subsequent purchase price payment relating to the acquisition of 50% in Borusan EnBW Enerji yatirimlari ve Üretim A.S. In the prior year, the cash paid was attributable on the one hand to a subsequent purchase price payment relating to the acquisition of a shareholding in EWE Aktiengesellschaft and on the other to cash paid for capital increases at entities accounted for using the equity method.

The sales prices from the sale of subsidiaries and entities accounted for using the equity method totalled €258.1 million (prior year: €6.3 million). In the reporting year and the prior year, no cash and cash equivalents were disposed of in the course of the sale of subsidiaries or entities accounted for using the equity method. In the reporting year, cash received primarily resulted from the sale of Elektrownia Rybnik S.A. and a capital reduction for the entity Bayerische-Schwäbische Wasserkraftwerke Beteiligungsgesellschaft mbH. In the prior year, cash received primarily resulted from a capital reduction for the entity Bayerische-Schwäbische Wasserkraftwerke Beteiligungsgesellschaft mbH.

For further explanations on the cash flow statement, please refer to the explanations given in the management report on the EnBW group's financial position.

The total interest paid in the period breaks down as follows:

€ millions <sup>1</sup>	2012	2011
Interest paid for investing activities (capitalised borrowing costs)	-51.3	-45.9
Interest paid for financing activities	-335.9	-346.9
<b>Total interest paid in the period</b>	<b>-387.2</b>	<b>-392.8</b>

<sup>1</sup> Prior-year figures restated.

### **(34) Additional disclosures on capital management**

EnBW's capital management covers the management of liabilities as well as of financial assets. Financial assets include non-current securities and loans as well as current financial assets and cash and cash equivalents. On the liabilities side, capital management covers financial liabilities as well as provisions for pensions and relating to nuclear power.

All deliberations on the long-term capital management at EnBW are based on a theoretical analysis of the capital market in order to determine the best possible capital structure. Both debt capital and equity are included in these deliberations. An optimum capital structure aims to minimise the total cost of capital, taking into consideration a premium for retaining financial flexibility. For EnBW, an A category rating implies that it has achieved an optimum capital structure. The analysis is performed on an ongoing basis.

Based on the mid-term planning, EnBW analyses the financial headroom for a given rating target. This determines the scope for strategic leverage. The Board of Management addresses this topic at least once a year.

Acquisitions and divestitures are key factors for the company's financial headroom. The acquisitions and divestitures planned and performed are reviewed regularly and compared against the headroom determined.

EnBW uses a rolling planning horizon of three months for the short-term management of liquidity. EnBW also uses tools which allow forecasts to be made about liquidity requirements beyond a medium-term period.

EnBW's capital management also extends to the active management of financial assets based on appraisals of the pension provisions as well as appraisals on the nuclear power provisions. EnBW uses a cash-flow-based model to determine the effects of the next 30 years. This model forms the basis for the management of the financial assets. It allows simulations of various alternative return and provision scenarios.

EnBW manages the financial assets in such a way that the pensions and nuclear obligations are expected to be covered up to 2032.

### (35) Segment reporting

1/1-31/12/2012 in € millions	Electricity generation and trading	Electricity grid and sales	Gas	Energy and environmental services	Holding/ consolidation	Total
<b>Revenue</b>						
External revenue	3,977.7	11,860.9	2,542.0	865.3	0.0	19,245.9
Internal revenue	3,516.1	229.0	73.6	550.3	-4,369.0	0.0
Total revenue	7,493.8	12,089.9	2,615.6	1,415.6	-4,369.0	19,245.9
<b>Earnings indicators</b>						
Adjusted EBITDA	1,319.7	685.7	159.4	309.6	-131.3	2,343.1
EBITDA	1,247.5	677.2	176.3	329.5	-137.4	2,293.1
Adjusted EBIT	950.7	400.6	90.5	145.9	-132.9	1,454.8
EBIT	878.3	391.9	104.7	39.3	-139.0	1,275.2
Amortisation and depreciation	-369.0	-285.1	-68.9	-163.7	-1.6	-888.3
Impairment losses	-0.2	-0.2	-2.7	-126.5	0.0	-129.6
Adjusted net profit/loss from entities accounted for using the equity method	22.9	44.7	5.7	-0.1	79.6	152.8
Net profit/loss from entities accounted for using the equity method	-23.2	-35.7	5.7	0.0	78.7	25.5
Significant non-cash items	-161.2	8.2	4.3	-25.4	-0.3	-174.4
<b>Assets and liabilities</b>						
Capital employed	5,714.5	4,662.8	1,416.4	1,434.0	1,730.3	14,958.0
of which intangible assets, property, plant and equipment and investment property	(6,595.9)	(5,593.4)	(1,694.5)	(1,904.5)	(2.4)	(15,790.7)
of which carrying amount of entities accounted for using the equity method	(383.8)	(300.9)	(132.8)	(76.5)	(1,461.9)	(2,355.9)
<b>Other segment information</b>						
Cash flow from operating activities	581.7	54.8	100.8	306.3	-187.3	856.3
Capital expenditures on intangible assets and property, plant and equipment	348.9	308.7	63.7	95.5	0.0	816.8

1/1-31/12/2011 in € millions <sup>1</sup>	Electricity generation and trading	Electricity grid and sales	Gas	Energy and environmental services	Holding/ consolidation	Total
<b>Revenue</b>						
External revenue	5,418.7	10,742.6	1,814.6	780.4	0.0	18,756.3
Internal revenue	4,003.9	217.6	80.9	676.8	-4,979.2	0.0
Total revenue	9,422.6	10,960.2	1,895.5	1,457.2	-4,979.2	18,756.3
<b>Earnings indicators</b>						
Adjusted EBITDA	1,609.2	481.4	127.8	354.9	-124.3	2,449.0
EBITDA	1,027.8	422.5	123.5	281.8	-46.0	1,809.6
Adjusted EBIT	1,282.9	199.4	53.3	190.5	-126.0	1,600.1
EBIT	567.7	123.8	-50.9	84.7	-47.5	677.8
Amortisation and depreciation	-326.3	-282.0	-74.5	-164.4	-1.7	-848.9
Impairment losses	-133.6	-16.7	-99.9	-32.7	0.0	-282.9
Adjusted net profit/loss from entities accounted for using the equity method	43.0	44.9	4.6	-0.4	26.0	118.1
Net profit/loss from entities accounted for using the equity method	64.5	36.4	4.6	-0.4	-785.2	-680.1
Significant non-cash items	-83.8	54.8	-22.0	-16.7	0.9	-66.8
<b>Assets and liabilities</b>						
Capital employed	6,174.7	4,289.7	1,371.5	1,469.3	1,667.3	14,972.5
of which intangible assets, property, plant and equipment and investment property	(6,610.8)	(5,531.9)	(1,687.5)	(2,036.2)	(6.6)	(15,873.0)
of which carrying amount of entities accounted for using the equity method	(391.2)	(358.1)	(131.5)	(76.6)	(2,085.0)	(3,042.4)
<b>Other segment information</b>						
Cash flow from operating activities	722.5	620.5	65.7	242.0	96.7	1,747.4
Capital expenditures on intangible assets and property, plant and equipment	459.5	379.1	81.1	164.8	0.0	1,084.5

<sup>1</sup> Prior-year figures restated.

Since the beginning of the year 2012, we have been using adjusted EBITDA as our key internal performance indicator. Adjusted EBITDA is an earnings ratio adjusted for non-operating effects, which accurately reflects the development of results of operations. The management report describes the development of segments on the basis of adjusted EBITDA.



Adjusted EBITDA can be reconciled to earnings before tax (EBT) as follows:

€ millions <sup>1</sup>	2012	2011
Adjusted EBITDA	2,343.1	2,449.0
Non-operating EBITDA	-50.0	-639.4
<b>EBITDA</b>	<b>2,293.1</b>	<b>1,809.6</b>
Amortisation and depreciation	-1,017.9	-1,131.8
<b>Earnings before interest and taxes (EBIT)</b>	<b>1,275.2</b>	<b>677.8</b>
Investment result	144.3	-632.2
Financial result	-712.1	-803.7
<b>Earnings before tax (EBT)</b>	<b>707.4</b>	<b>-758.1</b>

<sup>1</sup> Prior-year figures restated.

Segment reporting is based on internal reporting. The electricity generation and trading segment comprises the value added stages of generation as well as trading and procurement. The electricity grid and sales segment comprises the value added stages of transmission, distribution and sales. The gas segment comprises the midstream area including import agreements and infrastructure, storage, trading, portfolio management as well as the downstream area including transmission, distribution and sales. The energy and environmental services segment includes the areas of thermal disposal, non-thermal disposal, water and other services including contracting services.

Assets, liabilities, revenue and expenses allocable to EnBW AG, our shareholding in EWE Aktiengesellschaft and EVN AG and other activities not allocable to the segments presented separately are disclosed in the holding/consolidation column together with eliminations. The direct costs of EnBW AG are allocated to the individual segments using allocation keys.

The segment figures have been determined in accordance with the accounting policies used in the consolidated financial statements. Internal revenue shows the level of sales between group companies. Intersegment sales were made at market prices.

The significant non-cash items principally comprise expenses from transfers to provisions and income from the release of construction cost subsidies.

Capital employed, which we use as segment assets, comprises all assets from the operating business. Non-interest-bearing liabilities – such as trade payables – are deducted. Capital employed is calculated as follows:

€ millions <sup>1</sup>	31/12/2012	31/12/2011
Intangible assets	1,926.7	2,004.2
Property, plant and equipment	13,782.5	13,791.5
Investment properties	81.5	77.3
Equity investments <sup>2</sup>	2,512.3	3,272.2
Inventories <sup>3</sup>	1,131.5	955.1
Current trade receivables <sup>4</sup>	3,900.6	3,040.9
Other assets <sup>5</sup>	3,173.4	2,790.6
of which income tax refund claims	(186.5)	(183.3)
of which assets held for sale	(681.1)	(209.9)
of which other tax refund claims	(136.8)	(58.1)
of which derivatives	(1,596.9)	(1,611.6)
of which payments on account made	(104.6)	(187.3)
of which prepaid expenses	(46.1)	(50.0)
of which sundry assets	(586.1)	(646.1)
of which non-current trade receivables	(557.4)	(521.1)
of which assets attributable to net debt	(-722.1)	(-676.8)
Other provisions	-1,167.6	-1,128.8
Trade payables and sundry liabilities <sup>6</sup>	-7,537.7	-6,793.5
of which payments received on account	(-88.9)	(-100.3)
of which trade payables	(-3,467.2)	(-3,505.3)
of which other deferred income	(-231.4)	(-201.2)
of which derivatives	(-1,871.8)	(-1,430.6)
of which other liabilities	(-1,893.5)	(-1,566.4)
of which liabilities directly associated with the assets classified as held for sale	(-0.6)	(-0.6)
of which liabilities attributable to net debt	(15.7)	(10.9)
Subsidies	-1,566.3	-1,582.8
Deferred taxes <sup>7</sup>	-1,278.9	-1,454.2
<b>Capital employed</b>	<b>14,958.0</b>	<b>14,972.5</b>

<sup>1</sup> Prior-year figures restated.

<sup>2</sup> Including entities accounted for using the equity method, shares in affiliated entities and other investments allocable to operating activities.

<sup>3</sup> Without emission allowances purchased for future electricity generation.

<sup>4</sup> Without affiliated entities.

<sup>5</sup> Without affiliated entities, without non-current receivables associated with nuclear power provisions.

<sup>6</sup> Without affiliated entities, without purchase price obligations recognised as liabilities to non-controlling interests.

<sup>7</sup> Deferred tax assets and liabilities netted.

The performance indicator “capital employed” was adjusted retroactively as a result of the change in the accounting policy for joint ventures and the changed definition of investments held as financial assets. After the adjustments, capital employed breaks down by segment as follows as of 1 January 2011:

Capital employed as of 1 January 2011 in € millions	Electricity generation and trading	Electricity grid and sales	Gas	Energy and environmental services	Holding/ consolidation	Total
Capital employed	5,699.0	4,662.0	1,427.4	1,340.9	2,728.8	15,858.1
of which intangible assets, property, plant and equipment and investment property	(6,590.0)	(5,681.9)	(1,821.2)	(1,855.4)	(11.2)	(15,959.7)
of which carrying amount of entities accounted for using the equity method	(414.1)	(374.9)	(106.0)	(77.1)	(2,923.0)	(3,895.1)

External revenue by region is determined based on the place of supply. The EnBW group does not generate 10% or more of external revenue with any one external customer.

External revenue by region in € millions <sup>1</sup>	2012	2011
Germany	17,068.3	16,163.9
Economic and Monetary Union without Germany	734.2	1,229.6
Rest of Europe	1,443.4	1,362.8
	<b>19,245.9</b>	<b>18,756.3</b>

<sup>1</sup> Prior-year figures restated.

Intangible assets, property, plant and equipment and investment property by region in € millions <sup>1</sup>	31/12/2012	31/12/2011
Germany	14,203.8	13,833.2
Rest of Europe	1,586.8	2,039.7
Rest of world	0.1	0.1
	<b>15,790.7</b>	<b>15,873.0</b>

<sup>1</sup> Prior-year figures restated.

### [36] Related parties (entities)

Related parties include above all the federal state of Baden-Württemberg and Zweckverband Oberschwäbische Elektrizitätswerke as indirect majority shareholders of EnBW AG. As of 31 December 2011, the federal state of Baden-Württemberg and its wholly owned subsidiary NECKARPRI GmbH each indirectly held 46.55% of the shares in EnBW AG, and NECKARPRI-Beteiligungsgesellschaft mbH held the same amount directly. NECKARPRI-Beteiligungsgesellschaft mbH is a wholly owned subsidiary of NECKARPRI GmbH. Zweckverband Oberschwäbische Elektrizitätswerke indirectly held 46.55% of the shares in EnBW AG, and its wholly owned subsidiary OEW Energie-Beteiligungs GmbH (OEW GmbH) held the same amount directly. As a result of the capital increase performed at EnBW AG in July 2012 and the subscription rights thereby exercised, the two major shareholders each hold 46.75% of the shares in EnBW AG as of 31 December 2012. This means that related parties include in particular the federal state, NECKARPRI GmbH, OEW, OEW GmbH and entities controlled or jointly controlled by them or over which they have a significant influence.

The transactions concluded with the federal state and entities controlled or jointly controlled by it or over which it has significant influence essentially relate to supplying public entities such as universities, government authorities, zoos and clinics with electricity, gas and district heating. The revenue from these transactions was immaterial in the reporting period; most of the receivables had been settled as of 31 December 2012. All business relations with the federal state were at arm's length. There are no contingent liabilities or financial commitments to the federal state.

There are no business relations with OEW and NECKARPRI-Beteiligungsgesellschaft mbH apart from dividends paid.

The business relations with joint ventures accounted for using the equity method were as follows:

Income statement in € millions <sup>1</sup>	2012	2011
Revenue	13.3	12.4
Cost of materials	-16.0	-14.9

<sup>1</sup> Prior-year figures restated.

Balance sheet in € millions <sup>1</sup>	31/12/2012	31/12/2011
Receivables	3.0	1.8
Liabilities	1.1	4.0
Payments received on account	0.3	0.3

<sup>1</sup> Prior-year figures restated.

The revenue and cost of materials mainly result from electricity supply and electricity procurement agreements. Receivables and liabilities are due within one year. All business relations with joint ventures were at arm's length. Contingent liabilities and other financial commitments to these entities are described in (28) "Contingent liabilities and other financial commitments".

In the course of ordinary business activities, transactions are also made with associates accounted for using the equity method, including among others municipal entities (public utilities, in particular). Goods and service transactions with these entities took place at arm's length and had the following impact on the income statement and balance sheet of the EnBW group:

Income statement in € millions	2012	2011
Revenue	265.0	297.2
Cost of materials	-272.1	-232.0
Financial result	-0.6	-0.8

Balance sheet in € millions	31/12/2012	31/12/2011
Other loans	12.5	9.9
Receivables	32.1	32.1
Liabilities	31.4	35.9

The receivables and liabilities of the reporting year are generally due within one year. Contingent liabilities and other financial commitments to these entities are described in (28) "Contingent liabilities and other financial commitments".

### **(37) Related parties (individuals)**

The EnBW group has not entered into any significant transactions with individuals that are related parties.

The basic principles of the remuneration system and amount of remuneration for the Board of Management, the Supervisory Board and former members of the Board of Management are presented in the remuneration report, which is part of the combined management report.

Total remuneration paid to the Board of Management for the fiscal year 2012 amounted to €6.2 million (prior year: €4.5 million). Short-term benefits amount to €6.1 million (prior year: €4.5 million) and long-term benefits to €0.1 million (prior year: €0.0 million). The addition to the pension obligations for this group of persons came to €1.2 million in the fiscal year 2012 (prior year: €0.7 million) including service and interest cost.

There are defined benefit obligations in accordance with IFRSs of €11.3 million (prior year: €5.5 million) for the current members of the Board of Management.

Former members of the Board of Management and their surviving dependants received €5.2 million (prior year: €5.4 million). There are defined benefit obligations to former members of the Board of Management and their surviving dependants in accordance with IFRSs of €65.4 million (prior year: €51.2 million).

As in the prior year, no loans or advances were granted to members of the Board of Management in the reporting year.

The remuneration system of the Supervisory Board is also presented in the remuneration report, which is part of the combined management report.

The members of the Supervisory Board will receive total remuneration of €1.0 million (prior year: €0.9 million) for the fiscal year 2012. The remuneration includes fixed and variable components, attendance fees and board remuneration of subsidiaries.

As in the prior year, no loans or advances were granted to members of the Supervisory Board in the fiscal year 2012.

### (38) Additional disclosures

#### List of shareholdings pursuant to Sec. 313 (2) HGB as of 31 December 2012

	Footnote	Capital share <sup>1</sup> (%)	Equity <sup>2</sup> (in € thousands)	Earnings <sup>2</sup> (in € thousands)	
<b>Electricity generation and trading segment</b>					
<b>Subsidiaries</b>					
1	Aletsch AG, Mörel/Switzerland	<sup>6</sup>	100.00	21,208	1,012
2	EnAlpin AG, Visp/Switzerland	<sup>6</sup>	100.00	177,660	19,520
3	EnBW Baltic 2 GmbH, Börgerende-Rethwisch		100.00	19,607	-11,970
4	EnBW Biogas GmbH, Stuttgart	<sup>3</sup>	100.00	52	-
5	EnBW EnHol Beteiligungsgesellschaft mbH, Karlsruhe	<sup>3</sup>	100.00	1,790,537	-
6	EnBW Erneuerbare Energien GmbH, Stuttgart	<sup>3</sup>	100.00	60,024	-
7	EnBW He Dreiht GmbH, Varel	<sup>3</sup>	100.00	891	-
8	EnBW Hohe See GmbH, Stuttgart	<sup>3</sup>	100.00	1,025	-
9	EnBW Kraftwerk Lippendorf Beteiligungsgesellschaft mbH, Stuttgart	<sup>3</sup>	100.00	297,640	-
10	EnBW Kraftwerke AG, Stuttgart	<sup>3</sup>	100.00	1,063,141	-
11	EnBW Offshore Service GmbH, Klausdorf-Barhöft	<sup>3</sup>	100.00	25	-
12	EnBW Solar GmbH, Stuttgart	<sup>3</sup>	100.00	25	-
13	EnBW Trading GmbH, Karlsruhe	<sup>3</sup>	100.00	38,514	-
14	EnBW Windpark Alt Zeschdorf GmbH, Cuxhaven	<sup>3</sup>	100.00	4,861	-
15	EnBW Windpark Buchholz GmbH, Cuxhaven	<sup>3</sup>	100.00	13,314	-
16	EnBW Windpark Buchholz II GmbH, Stuttgart (formerly: Essent Wind Windparkverwaltungsgesellschaft mbH, Hanover)		100.00	220	-5
17	EnBW Windpark Eisenach II GmbH, Stuttgart		100.00	2,758	-622
18	EnBW Windpark Schopfloch GmbH, Schopfloch		100.00	438	-322
19	EnBW Windpark Schwienau II GmbH, Cuxhaven	<sup>3</sup>	100.00	3,893	-
20	Energiedienst AG, Rheinfelden	<sup>6</sup>	100.00	214,788	55,064
21	Grünwerke GmbH, Düsseldorf	<sup>3, 5</sup>	100.00	22,542	-
22	Heizkraftwerk Stuttgart GmbH, Stuttgart		100.00	5,142	-1
23	Kernkraftwerk Obrigheim GmbH, Obrigheim	<sup>3</sup>	100.00	51,130	-
24	KMS Kraftwerke Grundbesitzmanagement und -service GmbH & Co. KG, Karlsruhe		100.00	235,319	2,104
25	NWS Energiehandel GmbH, Stuttgart	<sup>3</sup>	100.00	50	-
26	Plambeck Neue Energien Windpark Fonds CV GmbH & Co. KG, Cuxhaven		100.00	3,156	1,344
27	TWS Kernkraft GmbH, Gemmrigheim	<sup>3</sup>	100.00	149,297	-
28	Windfarm Christinendorf III GmbH & Co. KG, Leer		100.00	128	161
29	Windfarm Neuruppin GmbH & Co. KG, Leer		100.00	13	-21
30	EnBW Holding A.S., Gümüssuyu-Istanbul/Turkey		99.99	-100	-100
31	EnBW Kernkraft GmbH, Obrigheim	<sup>3</sup>	99.80	10,000	-
32	Südwestdeutsche Nuklear-Entsorgungsgesellschaft mbH, Stuttgart		86.49	8,056	-11
33	Neckar Aktiengesellschaft, Stuttgart		82.17	10,179	0
34	Energiedienst Holding AG, Laufenburg/Switzerland	<sup>6, 13</sup>	66.67	746,753	71,986
35	HWM Holzwärme Müllheim GmbH, Müllheim		66.66	292	-7

	Footnote	Capital share <sup>1</sup> [%]	Equity <sup>2</sup> (in € thousands)	Earnings <sup>2</sup> (in € thousands)
36	Kraftwerk Bexbach Verwaltungsgesellschaft mbH, Bexbach/Saar	66.66	23,010	1,151
37	Rheinkraftwerk Neuhausen AG, Neuhausen/Switzerland	<sup>6</sup> 56.00	1,007	44
38	KNG Kraftwerks- und Netzgesellschaft mbH, Rostock	50.40	476	179
39	EnBW Baltic 1 GmbH & Co. KG, Stuttgart	50.32	33,744	-674
40	Kraftwerk Lötchen AG, Steg/Switzerland	<sup>6, 14</sup> 50.00	24,989	1,332
<b>Non-consolidated affiliated entities</b>				
41	Baltic 2 Windpark Beteiligungen GmbH & Co. KG, Stuttgart	<sup>6</sup> 100.00	60	-
42	CarbonBW (Thailand) Ltd., Bangkok/Thailand	<sup>5</sup> 100.00	245	96
43	CarbonBW Colombia S.A.S., Bogotá/Colombia	<sup>5</sup> 100.00	1,214	-9
44	CarbonBW Peru S.A.C., Lima/Peru	<sup>5</sup> 100.00	325	-32
45	EnBW Altus Projektentwicklungsgesellschaft mbH, Karlsruhe	<sup>5</sup> 100.00	590	1
46	EnBW Baltic 1 Verwaltungsgesellschaft mbH, Karlsruhe	<sup>5</sup> 100.00	25	2
47	EnBW Baltic 2 Windpark Verwaltungsgesellschaft mbH, Stuttgart (formerly: EBAG Omega Vierte Verwaltungsgesellschaft mbH, Stuttgart)	<sup>3, 5</sup> 100.00	25	-
48	EnBW Baltic Windpark Verwaltungsgesellschaft mbH, Stuttgart	<sup>5</sup> 100.00	26	1
49	EnBW Wind Onshore Verwaltungsgesellschaft mbH, Stuttgart	<sup>5</sup> 100.00	23	-1
50	Richtersveld Wind Farm Proprietary Limited, Cape Town/South Africa	<sup>6</sup> 100.00	0	0
51	ZEAG Erneuerbare Energien GmbH, Heilbronn	<sup>5</sup> 100.00	25	-1
52	Bürgerenergie Königheim GmbH & Co. KG, Königheim	99.00	96	-4
53	Bürgerenergie Widdern GmbH & Co. KG, Widdern	99.00	79	-21
54	EE Bürgerenergie Braunsbach GmbH & Co. KG, Braunsbach	99.00	89	-11
55	EE Bürgerenergie Hardthausen GmbH & Co. KG, Hardthausen am Kocher	98.00	94	-6
56	EE Bürgerenergie Heilbronn GmbH & Co. KG, Heilbronn	90.00	996	-4
57	Holzskraft Plus GmbH, Düsseldorf	<sup>5</sup> 90.00	236	-9
58	Empresa de Generación Eléctrica Santa Ana S.R.L., Lima/Peru	<sup>5</sup> 80.00	1,290	-349
59	Generación Andina S.A.C., Lima/Peru	<sup>5</sup> 80.00	1,248	-31
60	Geothermie-Gesellschaft Bruchsal GmbH, Bruchsal	<sup>6</sup> 74.90	419	-
61	Nahwärme Düsseldorf GmbH, Düsseldorf	<sup>5</sup> 66.00	1,612	188
62	Solarpark Leutkirch GmbH & Co. KG, Leutkirch im Allgäu (formerly: Solarpark Leutkirch GmbH & Co. KG, Stuttgart)	<sup>5</sup> 55.50	0	0
63	Solarpark Leutkirch Verwaltungsgesellschaft mbH, Leutkirch im Allgäu (formerly: EnBW Omega Vierundzwanzigste Verwaltungsgesellschaft mbH, Stuttgart)	<sup>5</sup> 55.50	24	0

		Footnote	Capital share <sup>1</sup> (%)	Equity <sup>2</sup> (in € thousands)	Earnings <sup>2</sup> (in € thousands)
64	Alb-Windkraft Verwaltungs GmbH, Geislingen/Steige	5	51.00	46	6
65	KWO Rückbau GmbH, Obrigheim	5	51.00	29	-9
66	Alb Windkraft GmbH & Co. KG, Geislingen/Steige	5	25.50	281	225

#### Entities accounted for using the equity method

67	Borusan EnBW Enerji yatırımları ve Üretim Anonim Şirketi, Istanbul/Turkey	6, 12	50.00	198,004	-1,994
68	Elektrizitätswerk Rheinau AG, Rheinau/Switzerland	8	50.00	19,028	684
69	Fernwärme Ulm GmbH, Ulm/Donau	8, 12	50.00	31,649	4,090
70	Rheinkraftwerk Iffezheim GmbH, Iffezheim	12	50.00	107,017	2,989
71	Schluchseewerk Aktiengesellschaft, Laufenburg Baden	5	50.00	59,339	2,809
72	Bayerische-Schwäbische Wasserkraftwerke Beteiligungsgesellschaft mbH, Grundremmingen	5	37.80	79,513	9,142
73	Grosskraftwerk Mannheim AG, Mannheim	5	32.00	114,142	6,647
74	Rhonewerke AG, Ernen/Switzerland	5	30.00	24,679	973
75	KW Ackersand I AG, Stalden/Switzerland	5	25.00	1,797	95
76	Mátraí Erőmű ZRt. (MATRA), Visonta/Hungary	5	21.71	301,995	68,464

#### Equity investments<sup>16</sup>

77	Carbon Energy Co. Ltd., Bangkok/Thailand	5, 7	51.00	1,191	-111
78	biogasNRW GmbH, Düsseldorf	5	50.00	5,356	52
79	Centrale Electrique Rhénane de Gamsheim SA, Gamsheim/France	5	50.00	10,777	0
80	Fernwärme Rhein-Neckar GmbH, Mannheim	5	50.00	2,815	1,025
81	JatroSolutions GmbH, Stuttgart	5	50.00	3,774	-1,058
82	Kraftwerk Reckingen AG, Reckingen	5	50.00	2,374	72
83	Rheinkraftwerk Säckingen AG, Bad Säckingen	5	50.00	7,204	300
84	SwissAlpin SolarTech AG, Visp/Switzerland	6	50.00	82,840	-
85	Wärmeauskopplungsgesellschaft Restmüll- heizkraftwerk Böblingen mbH (WRB), Böblingen	5	50.00	582	52
86	Wasserkraftwerk Hausen GbR, Hausen im Wiesental	5	50.00	619	-138
87	WKM Wasserkraftwerke Maulburg GmbH, Maulburg	5	50.00	395	13
88	Gemeindewerke Plüderhausen GmbH, Plüderhausen	9	49.00	-	-
89	KW Jungbach AG, St. Niklaus/Switzerland	6	49.00	1,656,800	-
90	Ladener S.A., Montevideo/Uruguay	5	49.00	402	-115
91	Stadtwerke Böblingen GmbH, Böblingen	9	41.10	-	-
92	Fernwärme Zürich AG, Zurich/Switzerland	5	40.00	1,102	437
93	KWT Kraftwerke Törbel-Moosalp AG, Törbel/Switzerland	5	40.00	591	-5
94	Obere Donau Kraftwerke AG, Munich	5	40.00	3,180	0
95	TWKW Trinkwasserkraftwerke Niedergesteln AG, Niedergesteln/Switzerland	5	40.00	1,443	160
96	Kraftwerk Ryburg-Schwörstadt AG, Rheinfelden/Switzerland	5, 8	38.00	31,910	1,483



		Footnote	Capital share <sup>1</sup> [%]	Equity <sup>2</sup> (in € thousands)	Earnings <sup>2</sup> (in € thousands)
97	Thung Sang Green Co. Ltd., Bangkok/Thailand	6	35.00	104	-
98	Heizkraftwerk Pforzheim GmbH, Pforzheim	5	30.00	5,657	1,112
99	Tarucani Generating Company S.A., Arequipa/Peru	5	30.00	116	-261
100	Baltic Windpark Beteiligungen GmbH & Co. KG, Stuttgart	5	29.17	35,813	-12
101	KWOG Kraftwerke Obergoms AG, Obergoms/Switzerland	5	24.50	64	-6
102	Beteiligungsgesellschaft der EVU an der Kerntechnischen Hilfsdienst GmbH – GbR, Karlsruhe	9	21.59	-	-
103	Chang Raek Biopower Co. Ltd., Bangkok/Thailand	5	20.00	626	-37
104	ClimatePartner Deutschland GmbH, Munich	5	20.00	-914	-68
105	Wasserkraftwerk Pfintal GmbH & Co. KG, Pfintal	5	20.00	299	-8
<b>Electricity grid and sales segment</b>					
<b>Subsidiaries</b>					
106	ALENA Aletsch Energie Netz AG, Stalden VS./Switzerland	6	100.00	89	6
107	EBT Elektrizitätswerk Braunsbach-Tullau GmbH, Ilshofen-Obersteinach	3	100.00	1,319	-
108	ED GrünSelect GmbH, Rheinfelden	6	100.00	643	143
109	Elektrizitätswerk Aach GmbH, Aach		100.00	1,982	929
110	EnBW EnergyWatchers GmbH, Stuttgart	3	100.00	250	-
111	EnBW REG Beteiligungsgesellschaft mbH, Stuttgart	3	100.00	405,649	-
112	EnBW Regional AG, Stuttgart	3	100.00	730,860	-
113	EnBW Vertrieb GmbH, Stuttgart	3	100.00	34,085	-
114	Energiedienst Netze GmbH, Rheinfelden	3,6	100.00	30,165	-
115	energieNRW GmbH, Düsseldorf	5	100.00	1,588	816
116	Energieversorgung Gaildorf OHG der EnBW Kommunale Beteiligungen GmbH und NWS REG Beteiligungsgesellschaft mbH, Gaildorf		100.00	2,504	877
117	EVGA Grundstücks- und Gebäudemanagement GmbH & Co. KG, Obrigheim		100.00	91,621	18,828
118	eYello CZ a.s., Prague/Czech Republic (formerly: PREleas a.s., Prague)	5	100.00	1,320	257
119	Facilma Grundbesitzmanagement und -service GmbH & Co. Besitz KG, Obrigheim		100.00	199,595	7,352
120	LENA Lonza Energie Netz AG, Visp VS./Switzerland	6	100.00	89	6
121	NaturEnergie AG, Grenzach-Whylen	6	100.00	4,031	-2,784
122	NaturEnergie+ Deutschland GmbH, Rheinfelden		100.00	51	0
123	Netzgesellschaft Ostwürttemberg GmbH, Ellwangen	3	100.00	135	-
124	NHF Netzgesellschaft Heilbronn-Franken mbH, Heilbronn	3	100.00	1,000	-
125	NWS Grundstücksmanagement GmbH & Co. KG, Obrigheim		100.00	320,933	50,710
126	NWS REG Beteiligungsgesellschaft mbH, Stuttgart	3	100.00	79,988	-

		Footnote	Capital share <sup>1</sup> (%)	Equity <sup>2</sup> (in € thousands)	Earnings <sup>2</sup> (in € thousands)
127	PREdistribuce a.s., Prague/Czech Republic	5	100.00	744,662	46,086
128	PREmereni a.s., Prague/Czech Republic	5	100.00	2,315	719
129	Stadtwerke Düsseldorf Netz GmbH, Düsseldorf	3,5	100.00	1,000	-
130	SüdBest GmbH, Stuttgart		100.00	11,655	76
131	TransnetBW GmbH, Stuttgart (formerly: EnBW Transportnetze AG, Stuttgart)	3	100.00	178,141	-
132	Watt Deutschland GmbH, Frankfurt am Main	3	100.00	4,896	-
133	Watt Synergia GmbH, Frankfurt am Main	3	100.00	250	-
134	Yello Strom GmbH, Cologne	3	100.00	1,100	-
135	ZEAG Immobilien GmbH & Co. KG, Heilbronn		100.00	5,153	1,049
136	EnBW Ostwürttemberg DonauRies AG, Ellwangen	3	99.73	115,439	-
137	ZEAG Energie AG, Heilbronn		98.26	164,955	15,377
138	Stadtwerke Düsseldorf AG, Düsseldorf	5	54.95	379,707	70,291
139	grünES GmbH, Esslingen am Neckar		51.00	97	-3
140	Pražská energetika a.s., Prague/Czech Republic	11	41.40	377,324	79,825

#### Non-consolidated affiliated entities

141	Energieversorgung Raum Friedrichshafen GmbH & Co. KG, Stuttgart	5	100.00	1,303	-1
142	Energieversorgung Raum Friedrichshafen Verwaltungsgesellschaft mbH, Stuttgart	5	100.00	26	-1
143	Neckar Netze GmbH & Co. KG, Esslingen am Neckar	6	100.00	45	-
144	Neckar Netze Verwaltungsgesellschaft mbH, Esslingen am Neckar (formerly: EBAG Omega Zweite Verwaltungsgesellschaft mbH, Stuttgart)	3,5	100.00	25	-
145	Netzgesellschaft Marbach GmbH & Co. KG, Marbach am Neckar	6	100.00	0	-
146	Netzgesellschaft Marbach Verwaltungs GmbH, Marbach am Neckar (formerly: EnBW Omega Einunddreißigste Verwaltungsgesellschaft mbH, Karlsruhe)	6	100.00	25	-
147	ZEAG Immobilien Verwaltungsgesellschaft mbH, Heilbronn	5	100.00	34	2
148	Rieger GmbH & Co. KG, Lichtenstein, Kreis Reutlingen	5	74.28	269	486
149	Rieger Beteiligungs-GmbH, Lichtenstein, Kreis Reutlingen	5	74.24	55	2
150	Elektrizitätswerk Weißenhorn AG, Weissenhorn	5	62.89	2,864	186
151	Netzgesellschaft Elz-Neckar GmbH & Co. KG, Obrigheim	5	50.10	0	0
152	Netzgesellschaft Elz-Neckar Verwaltungs GmbH, Obrigheim	5	50.10	24	0
153	Stromnetzgesellschaft Laupheim GmbH & Co. KG, Laupheim	5	50.10	0	0
154	Stromnetzgesellschaft Laupheim Verwaltungs GmbH, Laupheim	5	50.10	25	0

	Footnote	Capital share <sup>1</sup> [%]	Equity <sup>2</sup> (in € thousands)	Earnings <sup>2</sup> (in € thousands)	
<b>Entities accounted for using the equity method</b>					
155	Stadtwerke Hilden GmbH, Hilden	5	49.90	18,209	3,657
156	Pražská energetika Holding a.s., Prague/Czech Republic	5, 12	49.00	282,300	46,414
157	Budapesti Elektromos Művek Nyrt. (ELMÜ), Budapest/Hungary	5	27.25	791,903	41,091
158	Eszak-Magyarországi Áramszolgáltató Nyrt. (EMASZ), Miskolc/Hungary	5	26.83	282,928	23,786
159	FairEnergie GmbH, Reutlingen	4, 5	24.90	90,766	-
160	Stadtwerke Karlsruhe GmbH, Karlsruhe	4, 5	20.00	165,710	-
<b>Equity investments<sup>16</sup></b>					
161	Netzgesellschaft Sontheim GmbH & Co. KG, Sontheim an der Brenz	5	74.90	1,309	201
162	Netzgesellschaft Sontheim Verwaltungsgesellschaft mbH, Sontheim an der Brenz	9	74.90	-	-
163	Netzgesellschaft Steinheim GmbH & Co. KG, Steinheim am Albuch	5	74.90	207	65
164	Netzgesellschaft Steinheim Verwaltungsgesellschaft mbH, Steinheim am Albuch	9	74.90	-	-
165	Stromnetz Herrenberg Verwaltungsgesellschaft mbH, Herrenberg	9	74.90	-	-
166	Stromnetzgesellschaft Hechingen GmbH & Co. KG, Hechingen	5	74.90	1,422	237
167	Stromnetzgesellschaft Hechingen Verwaltungsgesellschaft mbH, Hechingen	9	74.90	-	-
168	Stromnetzgesellschaft Herrenberg mbH & Co. KG, Herrenberg	5	74.90	3,865	476
169	Stadtwerke Sinsheim Versorgungs GmbH & Co. KG, Sinsheim	5	60.00	12,132	1,170
170	Stadtwerke Sinsheim Verwaltungs GmbH, Sinsheim	9	60.00	-	-
171	Stromnetz Langenau GmbH & Co. KG, Langenau	9	50.10	-	-
172	Stromnetz Langenau Verwaltungs-GmbH, Langenau	9	50.10	-	-
173	CESOC AG, Laufenburg/Switzerland	5	50.00	192	1
174	e.wa riss GmbH & Co. KG, Biberach	5	50.00	17,326	2,552
175	e.wa riss Verwaltungsgesellschaft mbH, Biberach	5	50.00	63	2
176	Energieversorgung Südbaar GmbH, Blumberg	5	50.00	3,878	459
177	Stadtwerke Schramberg GmbH & Co. KG, Schramberg	5	50.00	11,450	2,426
178	Stadtwerke Schramberg Verwaltungsgesellschaft mbH, Schramberg	5	50.00	54	3
179	Einhorn Energie GmbH & Co. KG, Giengen an der Brenz	5	49.90	500	-156
180	Einhorn Energie Verwaltungsgesellschaft mbH, Giengen an der Brenz	9	49.90	-	-
181	MEGA Monheimer Elektrizitäts- und Gasversorgung GmbH, Monheim	4, 5	49.90	7,314	-
182	Stadtwerke Emmendingen GmbH, Emmendingen	5	49.90	17,468	1,711
183	Stromnetz Blaubeuren GmbH, Blaubeuren	5	49.90	1,207	192

		Footnote	Capital share <sup>1</sup> (%)	Equity <sup>2</sup> (in € thousands)	Earnings <sup>2</sup> (in € thousands)
184	LEO Energie GmbH & Co. KG, Leonberg	6	49.00	4,485	-
185	Stadtwerke Bad Wildbad GmbH & Co. KG, Bad Wildbad	5	49.00	6,731	795
186	Stadtwerke Bad Wildbad Verwaltungs-GmbH, Bad Wildbad	9	49.00	-	-
187	Energie Calw GmbH, Calw	4,5	48.82	10,161	-
188	Stadtwerke Münsingen GmbH, Münsingen	5	45.00	5,456	203
189	SUEnergie GmbH & Co. KG, Süssen	6	40.00	1,504	-
190	SUEnergie Verwaltungs GmbH, Süssen	9	40.00	-	-
191	Stadtwerke Weinheim GmbH, Weinheim	5	39.32	26,563	2,064
192	Energieversorgung Rottenburg am Neckar GmbH, Rottenburg am Neckar	4,5	38.00	7,160	-
193	Lernende EnergieEffizienz-Netzwerke GmbH, Karlsruhe	5	37.50	52	10
194	EDB Energie Dienste Bürchen AG, Bürchen/Switzerland	5,8	35.00	461	32
195	ENAG Energiedienste Niedergesteln AG, Niedergesteln/Switzerland	5,8	35.00	670	34
196	EVG Grächen AG, Grächen/Switzerland	5	35.00	4,242	88
197	EVN Energieversorgung Nikolai AG, St. Niklaus/Switzerland	5,8	35.00	2,142	94
198	EVR Energieversorgung Raron AG, Raron/Switzerland	5,8	35.00	696	63
199	EVWR Energiedienste Visp – Westlich Raron AG, Visp/Switzerland	5	35.00	1,370	220
200	Valgrid SA, Sion/Switzerland	5	35.00	17,056	275
201	VED Visp Energie Dienste AG, Visp/Switzerland	5,8	35.00	1,319	189
202	Elektrizitätswerk Mittelbaden AG & Co. KG, Lahr	5	34.74	40,889	12,795
203	Elektrizitätswerk Mittelbaden Verwaltungsaktiengesellschaft, Lahr	5	34.74	79	72
204	eneREGIO GmbH, Muggensturm	5	32.00	8,613	1,552
205	Regionalnetze Linzgau GmbH, Pfullendorf	6	31.64	879	-
206	Stadtwerke Bad Herrenalb GmbH, Bad Herrenalb	5	30.00	10,803	163
207	Energie- und Wasserversorgung Bruchsal GmbH, Bruchsal	4,5	27.41	23,421	-
208	Stadtwerke Bad Säckingen GmbH, Bad Säckingen	4,5	26.30	8,673	-
209	Albwerk GmbH & Co. KG, Geislingen/Steige	5	25.10	14,994	4,209
210	Albwerk Verwaltungsgesellschaft mbH, Geislingen/Steige	5	25.10	60	3
211	Stadtwerke Oberkochen GmbH, Oberkochen	5	25.10	4,247	200
212	Stadtwerke Schwäbisch Gmünd GmbH, Schwäbisch Gmünd	4,5	25.10	23,650	-
213	Stadtwerke Stockach GmbH, Stockach	5	25.10	9,331	765
214	Stadtwerke Nürtingen GmbH, Nürtingen	5	25.00	20,221	3,042
215	Stromversorgung Sulz am Neckar GmbH, Sulz am Neckar	5	24.90	3,375	233
216	Energieversorgung Oberes Wiesental GmbH, Todtnau	5	24.00	3,720	4
217	EDSR Energiedienste Staldenried AG, Staldenried/Switzerland	5	20.00	183	8

		Footnote	Capital share <sup>1</sup> (%)	Equity <sup>2</sup> (in € thousands)	Earnings <sup>2</sup> (in € thousands)
218	ENRW Energieversorgung Rottweil GmbH & Co. KG, Rottweil	5	20.00	22,392	3,956
219	ENRW Verwaltungs-GmbH, Rottweil	9	20.00	-	-
220	Stadtwerke Sindelfingen GmbH, Sindelfingen	5	20.00	33,478	4,501
<b>Gas segment</b>					
<b>Subsidiaries</b>					
221	EnBW Etzel Speicher GmbH, Karlsruhe	3	100.00	707	-
222	Erdgas Südwest Netz GmbH, Karlsruhe	3	100.00	25	-
223	Gasversorgung Süddeutschland GmbH, Stuttgart	3, 10	100.00	65,000	-
224	Gasversorgung Unterland GmbH, Heilbronn		100.00	1,000	1,010
225	terraneTS bw GmbH, Stuttgart (formerly: GVS Netz GmbH, Stuttgart)	3, 10	100.00	20,000	-
226	Thermogas Gas- und Gerätevertriebs-GmbH, Stuttgart	3	100.00	256	-
227	Erdgas Südwest GmbH, Karlsruhe		79.00	46,975	14,517
228	EnBW Eni Verwaltungsgesellschaft mbH, Karlsruhe	11	50.00	457,821	-60,874
<b>Non-consolidated affiliated entities</b>					
229	WECO Flüssiggas Verwaltungsgesellschaft mbH, Stuttgart	5	100.00	25	0
230	WECO Flüssiggas GmbH & Co. KG, Stuttgart	5	90.00	1,440	103
231	Gasnetzgesellschaft Laupheim GmbH & Co. KG, Laupheim	5	50.10	0	0
232	Gasnetzgesellschaft Laupheim Verwaltungs GmbH, Laupheim	5	50.10	24	-1
<b>Entities accounted for using the equity method</b>					
233	Friedeburger Speicherbetriebsgesellschaft mbH „Crystal“, Friedeburg	12	50.00	151,147	0
234	Stadtwerke Esslingen am Neckar GmbH & Co. KG, Esslingen am Neckar	5	49.98	54,887	2,419
235	Heilbronner Versorgungs GmbH, Heilbronn	4, 5	25.10	36,375	-
<b>Equity investments<sup>16</sup></b>					
236	Gasversorgung Sachsenheim GmbH, Sachsenheim	5	50.00	1,300	120
237	Stadtwerke Esslingen-Verwaltungsgesellschaft mbH, Esslingen am Neckar	9	49.80	-	-
238	Gasversorgung Pforzheim Land GmbH, Pforzheim	5	49.00	12,785	2,326
239	Stadtwerke Backnang GmbH, Backnang	4, 5	49.00	8,725	-
240	espot GmbH, Stuttgart	5	25.10	58	8
241	Stadtwerke Ellwangen GmbH, Ellwangen	4, 5	25.10	7,302	-
242	Stadtwerke Giengen GmbH, Giengen	5	25.10	10,818	896
243	Technische Werke Schussental GmbH & Co. KG, Ravensburg	5	25.10	26,647	5,354
244	Technische Werke Schussental Verwaltungsgesellschaft mbH, Ravensburg	9	25.10	-	-
245	KEA-Beteiligungs-GbR „Energie“, Karlsruhe	5	20.80	1,742	94

	Footnote	Capital share <sup>1</sup> (%)	Equity <sup>2</sup> (in € thousands)	Earnings <sup>2</sup> (in € thousands)	
<b>Energy and environmental services segment</b>					
<b>Subsidiaries</b>					
246	AWISTA Logistik GmbH, Düsseldorf	3, 5	100.00	3,025	-
247	ED Immobilien GmbH & Co. KG, Rheinfelden	6	100.00	2	149
248	ED Immobilien Verwaltungsgesellschaft mbH, Rheinfelden	6	100.00	30	0
249	EnBW Akademie Gesellschaft für Personal- und Managemententwicklung mbH, Stuttgart	3	100.00	100	-
250	EnBW Biomasse GmbH, Karlsruhe		100.00	-7,277	2,615
251	EnBW City GmbH & Co. KG, Obrigheim (formerly: EnBW City GmbH & Co. KG, Stuttgart)		100.00	8,885	8,545
252	EnBW Energy Solutions GmbH, Stuttgart	3	100.00	48,998	-
253	EnBW Grundstücksverwaltung Rheinhafen GmbH, Karlsruhe		100.00	1,621	47
254	EnBW Immobilienbeteiligungen GmbH, Stuttgart		100.00	405,119	4,976
255	EnBW Ingenieure GmbH, Stuttgart	3	100.00	2,556	-
256	EnBW Kommunale Beteiligungen GmbH, Stuttgart	3	100.00	995,226	-
257	EnBW Mainfrankenpark GmbH, Dettelbach		100.00	3,050	222
258	EnBW Operations GmbH, Karlsruhe	3	100.00	15,287	5,087
259	EnBW Perspektiven GmbH, Karlsruhe (formerly: EnBW Technische Dienste und kaufmännische Leistungen GmbH, Karlsruhe)	3	100.00	1,500	-
260	EnBW Propower GmbH, Eisenhüttenstadt	3	100.00	25	-
261	EnBW Systeme Infrastruktur Support GmbH, Karlsruhe	3	100.00	16,500	-
262	Energiedienst Support GmbH, Rheinfelden	6	100.00	234	66
263	ESD Energie Service Deutschland AG, Offenburg (formerly: ESD Energie Service Deutschland AG, Frankfurt am Main)	8	100.00	-5,172	-6,365
264	ESG Operations GmbH, Wismar		100.00	122	1
265	MSE Mobile Schlammwässerungs GmbH, Karlsbad-Ittersbach	3	100.00	1,171	-
266	ODR Technologie Services GmbH, Ellwangen	3	100.00	1,276	-
267	RBS wave GmbH, Stuttgart	3	100.00	503	-
268	SBZ Beteiligungen GmbH, Karlsruhe		100.00	25	0
269	TAE Thermische Abfallentsorgung Ansbach GmbH, Ansbach		100.00	32,466	-255
270	Teweratio GmbH, Stuttgart	3	100.00	26	-
271	TPLUS GmbH, Karlsruhe	3	100.00	18,162	-
272	U-plus Umweltservice AG, Karlsruhe	3	100.00	169,870	2,337
273	MURVA Grundstücks-Verwaltungsgesellschaft mbH & Co. KG, Grünwald	5	95.00	-5,387	-617
274	AWISTA Gesellschaft für Abfallwirtschaft und Stadtreinigung mbH, Düsseldorf	5	51.00	43,031	12,503
275	EnBW Versicherungsvermittlung GmbH, Stuttgart		51.00	4,357	4,306
276	EnBW Klenk Holzenergie GmbH, Oberrot	11	50.00	2,838	-23,391

		Footnote	Capital share <sup>1</sup> [%]	Equity <sup>2</sup> (in € thousands)	Earnings <sup>2</sup> (in € thousands)
277	Energiedienstleistungen Rhein-Neckar GmbH, Ludwigshafen	11	50.00	1,251	326
278	Energie- und Medienversorgung Sandhofer Straße GmbH & Co. KG, Mannheim	11	49.91	3,500	2,327
<b>Non-consolidated affiliated entities</b>					
279	EnBW Senergi Immobilien GmbH, Karlsruhe	5	100.00	82	2
280	NeckarCom Telekommunikation GmbH, Stuttgart	3,5	100.00	511	-
281	OSD SCHÄFER GmbH, Karlsruhe	3	100.00	26	-
282	SSG Verwaltungsgesellschaft mbH, Kornwestheim	5,15	100.00	-5,400	2,309
283	Zentraldeponie Hubbelrath GmbH, Düsseldorf	5	76.00	18,481	0
284	Energie- und Medienversorgung Sandhofer Straße Verwaltungs GmbH, Mannheim	5	50.00	40	4
<b>Entities accounted for using the equity method</b>					
285	Zweckverband Landeswasserversorgung, Stuttgart	5	27.20	108,140	-101
286	Zweckverband Bodensee-Wasserversorgung, Stuttgart	5	22.13	146,323	1,200
<b>Equity investments<sup>16</sup></b>					
287	GRADUS Investitionsgüter- Vermietungsgesellschaft mbH & Co. Objekt Badenwerk KG, Karlsruhe	9	100.00	-	-
288	KOGO Grundstücks-Verwaltungsgesellschaft mbH & Co. KG, Grünwald	9	95.00	-	-
289	Fränkische Wasser Service GmbH, Crailsheim	9	50.00	-	-
290	Industriekraftwerke Oberschwaben beschränkt haftende OHG, Biberach an der Riss	5	50.00	3,153	-573
291	KDM Kompostierungs- und Vermarktungsgesellschaft für Stadt Düsseldorf/Kreis Mettmann mbH, Ratingen	5	50.00	1,615	592
292	Niederrheinisch-Bergisches Gemeinschaftswasserwerk GmbH, Düsseldorf	5	50.00	2,133	94
293	Ostalbwasser Ost GmbH, Ellwangen	9	50.00	-	-
294	Ostalbwasser Service GmbH, Aalen	5	50.00	200	22
295	Ostalbwasser West GmbH, Schwäbisch Gmünd	9	50.00	-	-
296	Powerment GmbH, Ettlingen (formerly: Powerment GmbH, Stuttgart)	5	50.00	1,823	822
297	regioaqua Gesellschaft für Wasser und Abwasser mbH, Rheinfeldern	5	50.00	78	11
298	Wasserübernahme Neuss-Wahlscheid GmbH, Neuss	5	50.00	280	18
299	MOWA Mobile Waschanlagen GmbH, Neunkirchen-Seelscheid	5	49.00	279	150
300	REMONDIS Rhein-Wupper GmbH & Co. KG, Düsseldorf	5	49.00	10,524	4,048
301	REMONDIS Rhein-Wupper Verwaltungs GmbH, Düsseldorf	9	49.00	-	-

		Footnote	Capital share <sup>1</sup> (%)	Equity <sup>2</sup> (in € thousands)	Earnings <sup>2</sup> (in € thousands)
302	regiodata GmbH, Lörrach	5	35.00	665	114
303	Contiplan AG, Vaduz/Liechtenstein	9	25.10	-	-
304	EFR Europäische Funk-Rundsteuerung GmbH, Munich	5	25.10	3,892	711
305	Rheticus AG, Vaduz/Liechtenstein	9	25.10	-	-
306	Wave GmbH i. L., Stuttgart	9	25.00	-	-
307	Ökotec Energiemanagement GmbH, Berlin	5	24.90	255	230
<b>Financial and other holdings</b>					
<b>Subsidiaries</b>					
308	EnBW International Finance B.V., Amersfoort/Netherlands		100.00	1,162,759	31,045
309	Neckarwerke Stuttgart GmbH, Stuttgart		100.00	1,154,295	55,139
310	Salamander Marken GmbH & Co. KG, Karlsruhe		100.00	8,318	1
311	symbiotic services GmbH, Karlsruhe		100.00	25	0
312	TWS Beteiligungsgesellschaft mbH, Karlsruhe		100.00	970,616	4,011
<b>Non-consolidated affiliated entities</b>					
313	EBAG Omega Dritte Verwaltungsgesellschaft mbH, Stuttgart	5	100.00	22	-1
314	EBAG Omega Erste Verwaltungsgesellschaft mbH, Stuttgart	5	100.00	22	-1
315	EnBW CZ spol. s.r.o., Prague/Czech Republic	5	100.00	1,085	164
316	EnBW Omega Dreißeigste Verwaltungsgesellschaft mbH, Stuttgart	3,5	100.00	25	-
317	EnBW Omega Dreiunddreißigste Verwaltungsgesellschaft mbH, Karlsruhe	6	100.00	25	-
318	EnBW Omega Fünfunddreißigste Verwaltungsgesellschaft mbH, Stuttgart	6	100.00	25	-
319	EnBW Omega Neunundzwanzigste Verwaltungsgesellschaft mbH, Karlsruhe	3,5	100.00	25	-
320	EnBW Omega Sechsunddreißigste Verwaltungsgesellschaft mbH, Stuttgart	6	100.00	25	-
321	EnBW Omega Siebenunddreißigste Verwaltungsgesellschaft mbH, Stuttgart	6	100.00	25	-
322	EnBW Omega Siebzehnte Verwaltungsgesellschaft mbH, Karlsruhe	3,5	100.00	25	-
323	EnBW Omega Vierunddreißigste Verwaltungsgesellschaft mbH, Stuttgart	6	100.00	25	-
324	EnBW Omega Zweiunddreißigste Verwaltungsgesellschaft mbH, Stuttgart	6	100.00	25	-
325	EnBW Real Estate GmbH, Obrigheim	5	100.00	55	6
326	KMS Verwaltungsgesellschaft mbH, Stuttgart	5	100.00	35	2
<b>Entities accounted for using the equity method</b>					
327	EWE Aktiengesellschaft, Oldenburg	5	26.00	1,981,100	-258,400



		Footnote	Capital share <sup>1</sup> [%]	Equity <sup>2</sup> (in € thousands)	Earnings <sup>2</sup> (in € thousands)
<b>Equity investments<sup>16</sup></b>					
328	Wp Global Germany Private Equity L.P., Wilmington, Delaware/USA	<sup>9</sup>	100.00	-	-
329	Impulse L.P., Edinburgh/UK	<sup>9</sup>	99.87	-	-
330	Continuum Capital Limited Partnership, Edinburgh/UK	<sup>9</sup>	98.00	-	-
331	Sirius EcoTech Fonds Düsseldorf GmbH & Co. KG, Düsseldorf	<sup>5,9</sup>	78.15	4,608	-
332	EVN AG, Maria Enzersdorf/Austria	<sup>8,17</sup>	32.47	407,556	96,825
333	RWE – EnBW Magyarország Kft., Budapest/Hungary	<sup>5</sup>	30.00	253	105
334	E & G Bridge Equity Fonds GmbH & Co. KG, Munich	<sup>5,8,9</sup>	29.97	43,108	-
335	KIC InnoEnergy Germany GmbH, Karlsruhe	<sup>9</sup>	25.00	-	-
<b>Investments in large corporations &gt; 5%</b>					
336	MVV Energie AG, Mannheim	<sup>8</sup>	15.05	957,635	90,196

<sup>1</sup> Shares of the respective parent company calculated pursuant to Sec. 313 (2) HGB (as of 31 December 2012).

<sup>2</sup> In the case of separate entities, the figures stem from financial statements prepared pursuant to local principles and do not show the contributions of each entity to the consolidated financial statements. For financial statements in foreign currency, equity is translated at the mean rate on the reporting date, while earnings are translated at average annual rates.

<sup>3</sup> Profit and loss transfer agreement and/or domination agreement.

<sup>4</sup> Profit and loss transfer agreement with third parties.

<sup>5</sup> Prior-year figures.

<sup>6</sup> Preliminary figures.

<sup>7</sup> 49.0% of voting rights.

<sup>8</sup> Diverging fiscal year.

<sup>9</sup> Exemption pursuant to Sec. 313 (2) No. 4 Sentence 3/Sentence 4 HGB.

<sup>10</sup> Held via EnBW Eni Verwaltungsgesellschaft mbH, Karlsruhe (EnBW shareholding: 50%), which is fully consolidated by virtue of the casting vote regulation.

<sup>11</sup> Control due to contractual agreement.

<sup>12</sup> Joint control in accordance with IAS 31.

<sup>13</sup> Before taking treasury shares of the company into account.

<sup>14</sup> Majority of voting rights.

<sup>15</sup> Financial statements for the period from 1 January 2008 to 31 December 2010.

<sup>16</sup> Includes investments not accounted for using the equity method due to immateriality. They were accounted for at cost instead.

<sup>17</sup> EVN AG was reclassified to assets held for sale as of 31 December 2012 and accordingly no longer included under entities accounted for using the equity method.

### (39) Disclosures concerning franchises

Franchise agreements in the areas of electricity, gas, district heating and water are in place between the individual entities in the EnBW group and the municipalities. The majority of the franchise agreements have a term of 20 years. There are obligations governed by law to connect to the supply networks. Under the franchise agreements, the EnBW group is obliged to provide and maintain the facilities required to satisfy the general supply needs. In addition, it is required to pay a franchise fee to the municipalities. Upon expiry of a franchise agreement, the facilities must be returned or transferred to the municipalities or the successor network operator in return for reasonable compensation, unless the franchise agreement is extended.

### (40) Subsequent events

EnBW Baltic 2 GmbH and the European Investment Bank concluded a financing agreement on a long-term investment loan of € 500 million for the offshore wind farm EnBW Baltic 2. The loan had not been drawn as of the balance sheet date 31 December 2012.

There were no other events after 31 December 2012 which would be significant for assessing the net assets, financial position and results of operations of EnBW.

### (41) Future-oriented statements

This report contains statements relating to the future that are based on current assumptions and projections of the management of EnBW. Such statements are subject to risks and uncertainties. These and other factors mean that the actual results, financial position, development or performance of the company may diverge materially from the estimates made here. EnBW assumes no obligation of any kind to update future-oriented statements or to adjust them to reflect future events or developments.

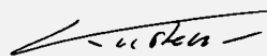
Karlsruhe, 7 February 2013  
EnBW Energie Baden-Württemberg AG



Dr. Mastiaux



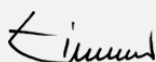
Dr. Beck



Kusterer



Dr. Mausbeck



Dr. Zimmer

## Audit opinion

We have audited the consolidated financial statements prepared by EnBW Energie Baden-Württemberg AG, Karlsruhe, comprising the income statement, the statement of comprehensive income, the balance sheet, the cash flow statement, the statement of changes in equity as well as the notes to the financial statements, together with the combined management report of the company and the group, for the fiscal year from 1 January to 31 December 2012. The preparation of the consolidated financial statements and the combined management report in accordance with IFRSs as adopted by the EU, and the additional requirements of German commercial law pursuant to Sec. 315a (1) HGB [“Handelsgesetzbuch”: German Commercial Code] is the responsibility of the company’s Board of Management. Our responsibility is to express an opinion on the consolidated financial statements and on the combined management report based on our audit.

We conducted our audit of the consolidated financial statements in accordance with Sec. 317 HGB and German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Those standards require that we plan and perform the audit such that misstatements materially affecting the presentation of the net assets, financial position and results of operations in the consolidated financial statements in accordance with the applicable financial reporting framework and in the combined management report are detected with reasonable assurance. Knowledge of the business activities and the economic and legal environment of the group and expectations as to possible misstatements are taken into account in the determination of audit procedures. The effectiveness of the accounting-related internal control system and the evidence supporting the disclosures in the consolidated financial statements and the combined management report are examined primarily on a test basis within the framework of the audit. The audit includes assessing the annual financial statements of those entities included in consolidation, the determination of entities to be included in consolidation, the accounting and consolidation principles used and significant estimates made by the Board of Management, as well as evaluating the overall presentation of the consolidated financial statements and the combined management report. We believe that our audit provides a reasonable basis for our opinion.

Our audit has not led to any reservations.

In our opinion, based on the findings of our audit, the consolidated financial statements comply with IFRSs, as adopted by the EU, the additional requirements of German commercial law pursuant to Sec. 315a (1) HGB and give a true and fair view of the net assets, financial position and results of operations of the group in accordance with these requirements. The combined management report is consistent with the consolidated financial statements and as a whole provides a suitable view of the group’s position and suitably presents the opportunities and risks of future development.

Mannheim, 7 February 2013  
KPMG AG  
Wirtschaftsprüfungsgesellschaft

Walter	Woche
Wirtschaftsprüfer [German Public Auditor]	Wirtschaftsprüfer [German Public Auditor]

# Declaration of the legal representatives

We assure to the best of our knowledge that, in accordance with the applicable accounting principles, the consolidated financial statements give a true and fair view of the net assets, financial position and results of operations of the group and that the group management report, which has been combined with the management report of the company, gives a true and fair view of the business development including the result and situation of the group and also describes the significant opportunities and risks relating to the anticipated development of the group for the remaining fiscal year.

Karlsruhe, 7 February 2013  
EnBW Energie Baden-Württemberg AG



Dr. Mastiaux



Dr. Beck



Kusterer



Dr. Mausbeck



Dr. Zimmer

# Important note

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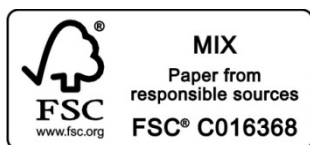
Klaus Lorenz, Karlsruhe

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Publication of the EnBW Financial Report 2012: 1 March 2013

## Publication in the German Federal Gazette

The complete consolidated financial statements prepared by EnBW Energie Baden-Württemberg AG and audited by KPMG AG Wirtschaftsprüfungsgesellschaft, Mannheim, and the management report, which is combined with the group management report, will be published in the German Federal Gazette ("Bundesanzeiger") together with the unqualified audit opinion. The necessary documents will be submitted to the German Federal Gazette ("Bundesanzeiger") by 30 April 2013 at the latest.

## Memberships



German  
SUSTAINABILITY  
Code

The German Sustainability Code (GSC) is a standard supported by the federal government and initiated by the Council for Sustainable Development for sustainable corporate governance. EnBW has been one of the first companies to commit to it.



EnBW is a member of the UN Global Compact initiative, the largest multi-stakeholder initiative for the promotion of corporate social responsibility. Within this network, EnBW is involved in various sustainability issues.

## No offer or investment recommendation

This report has been prepared for information purposes only. It does not constitute an offer, an invitation or a recommendation to purchase or sell securities issued by EnBW Energie Baden-Württemberg AG (EnBW), a company of the EnBW group or any other company. This report does not constitute a request, instruction or recommendation to vote or give consent. All descriptions, examples and calculations are included in this report for illustration purposes only.

## Future-oriented statements

This report contains future-oriented statements that are based on current assumptions, plans, estimates and forecasts of the management of EnBW. Such future-oriented statements are therefore only valid at the time at which they are published for the first time. Future-oriented statements are indicated by the context, but may also be identified

by the use of the words "may", "will", "should", "plans", "intends", "expects", "believes", "assumes", "forecasts", "potentially" or "continued" and similar expressions.

By nature, future-oriented statements are subject to risks and uncertainties that cannot be controlled or accurately predicted by EnBW. Actual events, future results, the financial position, development or performance of EnBW and the companies of the EnBW group may therefore diverge considerably from the future-oriented statements made in this report. Therefore it cannot be guaranteed nor can any liability be assumed otherwise that these future-oriented statements will prove complete, correct or precise or that expected and forecast results will actually occur in the future.

## No obligation to update the information

EnBW assumes no obligation of any kind to update the information contained in this report or to adjust or update future-oriented statements to future events or developments. This annual report can also be downloaded from the internet in German or English. In case of doubt, the German version shall prevail.

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