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Minutes of Meeting

E.ON France

3 rue du Quatre Septembre
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Project/Subject
Minutes of Board of Directors
Place, Date, Time
Paris, Feb. 9th, 2009 – 9:30
Date of Minutes
February 11, 2009
Attachments:

Participants
Luc Poyer
Robert Hienz
Antonio Haya (secretary)
Additional Recipients

Item	Content	Type	Resp.	Date
1	**Approbation of last Board of Directors minutes**			
2	**Financing memorandum implementation and readiness for "Perform to win decision"**		RH	

- Up to next week a moratorium for new expenses is in place.
- Eon France will reduce of 10% the capex investments (from 59 M€ to 53M€). Mr. Ulbrich and Mr. Schroeder will lead it. — PU/MS
- The acquisition of 10% of the capital of the Soregies is not considered into MTP figures for 2009.
- Mr. Hienz provide the Q1 reporting agenda (see attachment)
- The MTP schedule is advanced. The start point is in 15th July, to produce a first draft to Munich on 11th September. The definitive MTP will be ready early October.
- In the next weeks EFR will implement a control of accounting system.

Item	Content	Type	Resp.	Date
3	**2009 Targets**		RH/LP	

Mr. Poyer exposed the priorities for next year:

- To fit with profitability targets (adjusted Ebit SNET 104M€; EFRE 98)
- To detail and to implement the Plan Industriel
- To re-launch the social dialogue
- To succeed in the integration (with Eon World and inside Eon France)

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Process

Mr. Poyer et Mr. Hienz listed the most important objectives for the year, which will be exposed to the EFR management during an ad-hoc meeting on 24th of February. Mrs. Reik and Mr. Reiter will propose during this meeting the process to concrete the 2009 objectives for the EFR management.

The 24th meeting would be use to test the messages about Plan industriel with the help of JPB.

4	**Way to be forwarded with plan industriel finalization (Org.plan industriel V3.2)**	AH

See attachment

5	**Way to be forwarded with BCG negotiation**	AH

It is decided to repatriate the whole control of Alpha and Plan Industriel projects. BCG will support EFR for formalization of Plan Industriel and will continue a strategic consulting on Alpha project.

6	**Preparation of strategy with EDF**	All

- The relationship with EdF is shared between Corporate Centre (35% of Snet shares; European swap; EPR) and EFR (Power Contract evolution; Coal Supply contract; CO2 issues). It is necessary to assure the coordination on EdF relationships inside Eon.
- EFR is ready to help in the negotiation between EdF and CC if required (this point will be included in the next jour fix with Dr Paskert)
- The same coordination will be necessary for GdF-Suez issues

7 Bialystok arbitrage

In Coordination with EEA and Eon Polska, it is decided to pay the penalty from Bialystok Arbitrage to stop the interest running. Next week EFR will held a meeting with Eon Polska to agree the next steps on lobbying and juridical actions

8	**Weekly activity report**	AH

Safety (see attachment)
Production activity
Daily report (Mr. Milard will be invited for the next board to explain this report)

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9 AOB

Mr. Rolles and Mr. Schroeder are in charge of answering Mr. Klimczak's questionnaire addressed to Mr. Fischer — JMR/ MS

Luc Poyer

Robert Hienz