



Strictly Confidential

SNET integration
Target Operating Model

Draft Version - November 6th, 2008

Preface

This slide book has been designed to summarize the work performed during the second phase of the integration of SNET in the E.ON group, so as to provide a comprehensive view on the actions and decisions taken by the integration teams for each function, and to prepare the upcoming implementation.

These slides and material have been designed to be used by the integration project team members and the Project Management members. Specifically, this document will be most meaningful to those familiar with the methodology and objectives of the Integration project.

The use of this document is exclusively reserved for the above-mentioned individuals or teams; the document cannot be forwarded to a third party, even partly, without the authorization of the Project Management or the management of E.ON France.

Draft version – as of November 6th, 2008

Agenda

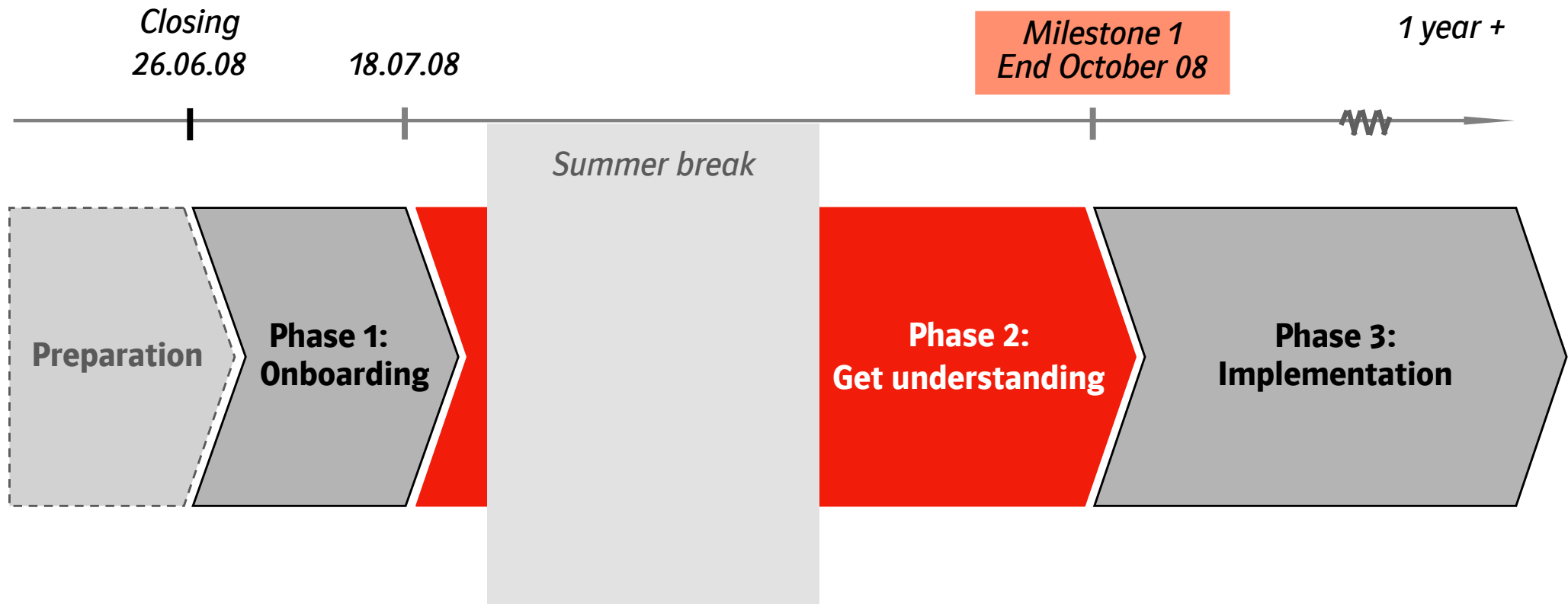
Management summary

Target Operating Model by function

- Generation p. 20-34
- Engineering & project development p. 34-48
- Renewables p. 49-56
- Sales p. 57-75
- Trading / Energy optimization p. 76-92
- Financial corporate functions p. 93-106
- Strategic / non financial corporate functions p.107-150
- HR p.151-185
- Communication p. 186-199

Timeline for integration of SNET

4 months since closing – so far on expected schedule !



Reminder: objectives of Phase 2

1

Ensure business continuity

- **Pursue business decisions (identified in Phase 1)**
- **Solve "urgent issues"**

2

Set integration plan

- **Determine integration depth on a function by function basis**



3

Prepare implementation

- **Identify key topics for implementation**
- **Elaborate implementation plan for each topic**

1 Business and "urgent" issues: generated heavy workload, but most issues closed

Generation

Set Bialystok emergency procedures

Ensure Hornaing gas connection & project continuation

Ensure Surschiste complementarity with other E.ON entities

HR & Communication

Prepare CCE consult

- Share transfer
- Amortization computation

Manage unions activities
Communicate on Integration

Sales & Energy Opt.

Assess merger impact on TaRTAM

Bring clarity on EDF contract & stakes (e.g. Avenant 7)

Ensure E.ON control on SNET risk management

Legal

Address various litigations

- Charbonnages de France
- Bialystok
- Cernon windfarm

Finance

Provide Q2, Q3 closure data and MTP

Prepare PPA / share transfer (CC)

Corporate Development

Define SNET strategy on Bialystok 30% offer

Define ELD strategy

Key:

Closed issues

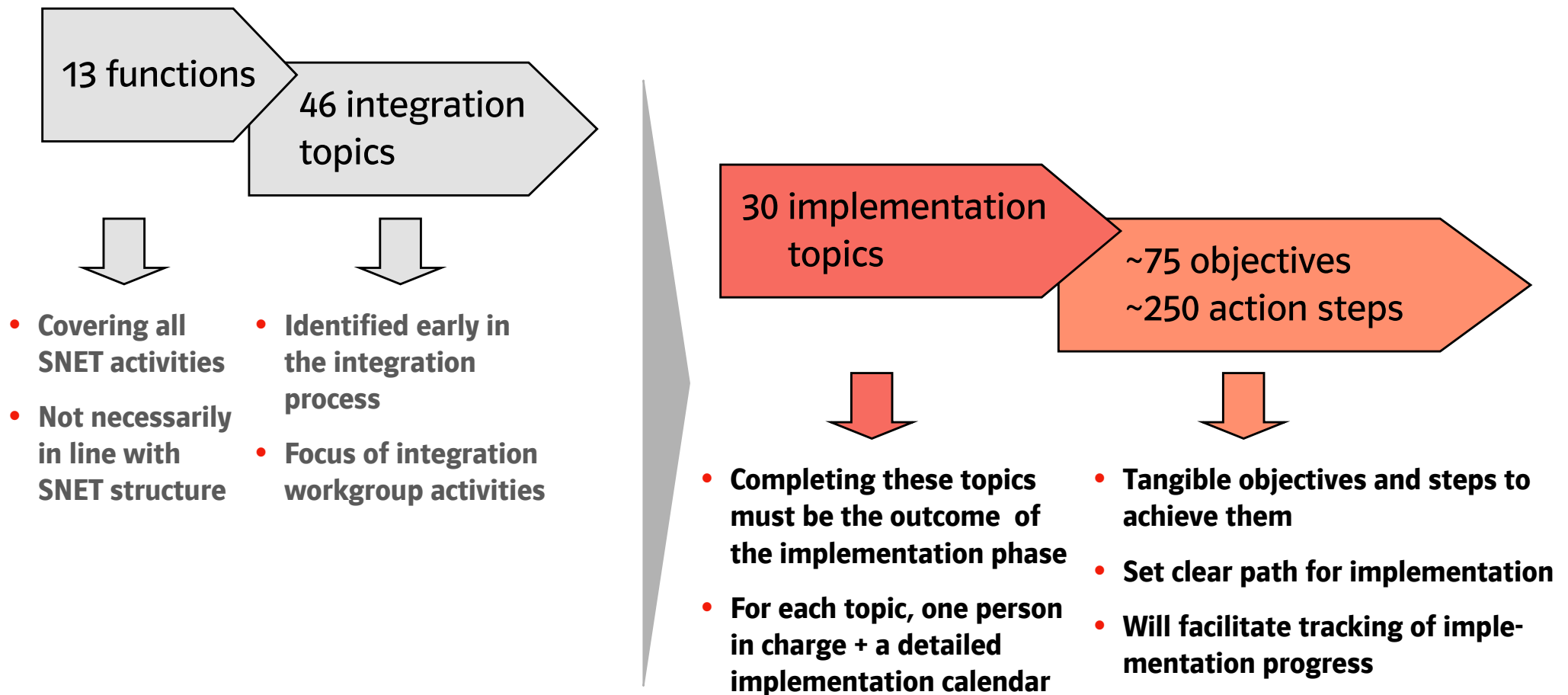
Still ongoing issues

2 All functions covered across all integration dimensions

SNET CEO		Functions					Overview of integration objectives
			1	2	3	4	
	Production	Generation	●	●	●	-	Enforce E.ON safety policies, implement CCGT model, join plant benchmark
	Engineering	New Build	●	●	●	●	Enter NBU scheme, mirror E.ON typical engineering organization at SNET
	Business Dev.	Renewables	-	-	-	●	Transfer French renewables development to EER, keep existing assets
	Sales and Energy Mgt	Sales	-	●	-	-	Develop joint sales force at EFRE
		Energy Opt.	●	●	●	-	Keep team at SNET (at 65%), fully align processes and risk mgt with EET
	Finance	Finance	●	●	●	-	Fully align on E.ON standards
	Non Fin. Corp. Functions	IT	-	●	●	●	First ensure connectivity, then align architecture on E.ON standards
		Procurement	-	●	●	○	Enter E.ON procurement network, seek synergies through alignment
		Legal	●	-	●	-	Align with E.ON standards & ensure transparency
		Pub. Aff.	●	-	-	●	Clarify interfaces, ensure full cooperation & information exchange
		Corporate Dvpt	-	-	-	●	Ensure alignment with Corporate Development role in E.ON Group
	Human Res.	Human Resources	-	●	●	-	Implement key E.ON Policies, align most processes on E.ON standards
	Communica.	Communication	-	-	●	●	Ensure full coordination

7

3 Bottom-up approach followed to identify integration topics and prepare implementation



46 Integration topics become 30 Implementation topics (1/3)

Function	Integration Topics	Implementation Topics
Generation	1. Organization model 2. Operations and safety 3. Maintenance procedures 4. Organization model for CCGT 5. Benchmark & best practices 6. Standard Reporting	1. Align Generation Organization 2. Align Safety Procedures 3. Define Maintenance Policy 4. Define organization & operations model for CCGT 5. Roll-out Plant Benchmark & Peer Review
New Build	1. High level organization structure 2. Organization structure of new SNET projects 3. Standard Reporting 4. Common tools and competency support	1. Finalize organization structure - Done for Hornaing – other projects on a later stage - Done - "Business as usual" (Interfaces to be formalized)
Renewables	1. Target Organization & responsibilities 2. Detailed SNET-EFR-EER interfaces	1. Finalize new structure & working mode
Sales	1. Sales department organization 2. Client approach & commercial action plan 3. Commercial risk approach 4. Reporting	1. Finalize Sales Department organization - Target set – final approach depends on final organization - Done (roll-out to be monitored) - Done

Note: All Organization points to be finalized following decision at BU E.ON France level

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

46 Integration topics become 30 Implementation topics (2/3)

Function	Integration Topics	Implementation Topics
Trading / Energy Optimization	1. Decision rights & interfaces 2. Process alignment 3. Reporting	1. Finalize & validate SNET/EET decision rights & interfaces 2. Finalize Trading / Optimization processes alignment 3. Finalize Reporting scheme at 65%
Financial CFs	1. Accounting 2. Controlling 3. Finance 4. Insurance / Tax...	1. Finalize Accounting alignment 2. Finalize Controlling alignment – Done (Decision on refinancing to be monitored in 2009) 3. Fully align Insurance practices
Legal	1. Corporate governance & minority shareholder 2. Target Organization / Interfaces / Reporting 3. Implementation of E.ON guidelines & policies	1. Implement Corporate Governance Principles – Done 2. Align with E.ON Guidelines & Policies
IT	1. IT overall organization 2. IT infrastructure 3. Applications and licenses	– Done 1. Define Target Infrastructure (Monitor Intranet Connection) 2. Align Applications & licenses (Monitor Zainet Transfer)
Non-Power Procurement	1. Standardization of tools & procedures 2. Business Optimization 3. Organization BU France & Interfaces	1. Implement Procurement Tools – 1st review achieved – now moving to "Business as usual" 2. Set-up interfaces with NBU / ECR

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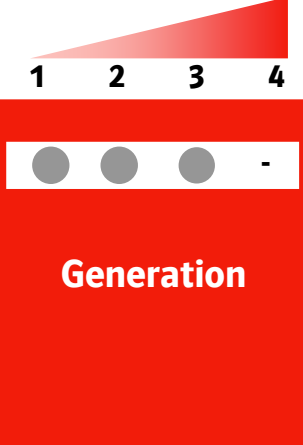
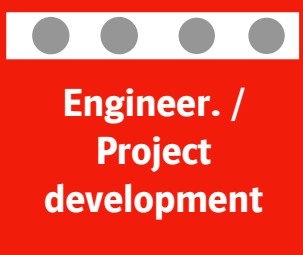
46 Integration topics become 30 Implementation topics (3/3)

Function	Integration Topics	Implementation Topics
Corporate Development	1. Design organization & interfaces with E.ON Energie	– Done
Regulatory / Public Affairs	1. Organization 2. Steering & Reporting	– Done 1. Align Steering & Reporting
HR	1. Integration in HR reporting processes 2. Implementation of E.ON HR strategy 3. HR development policies 4. Comp & Ben policies 5. Implementation of E.ON SAP HR 6. Implementation of one E.ON (& empl. survey)	1. Align HR Reporting Processes 2. Implement E.ON HR Strategy 3. Implement HR Development standards & policies 4. Implement Compensation & Benefits policies 5. Implement E.ON SAP HR 6. Implement OneE.ON
Communication	1. Global Strategy, Branding & Corporate identity 2. Target organization & coordination processes 3. Implementation of E.ON Communication tools (intranet, internet, E.ON world) 4. Implementation of OneE.ON (incl. employee survey & making friends)	1. Define Strategy, Branding & Corporate Identity – Done 2. Roll out key E.ON Communication Tools (intranet, internet, E.ON world) 3. Implement Communication on Integration (roll-out One E.ON, 2009 OES & Making Friends)

Note: All Organization points to be finalized following decision at BU E.ON France level

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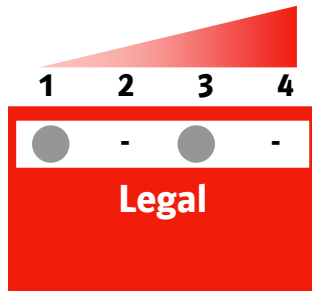
3 Overview of implementation topics per function (1/4)

	Implementation Topic	Timeline
 Generation	1. Align Generation Organization 2. Align Safety Procedures 3. Define Maintenance Policy 4. Define organization & operations model for CCGT 5. Roll-out Plant Benchmark & Peer Review	• 31/01/09 • 31/12/09 • 31/12/10 • 31/12/09 • 30/06/09
 Engineer. / Project development	1. Finalize organization structure	• 31/01/09
 Renewables	1. Finalize new structure & working mode	• tbd

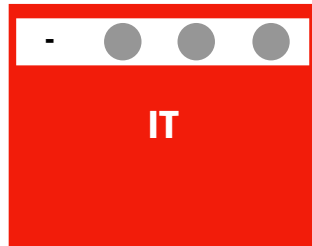
3 Overview of implementation topics per function (2/4)

	Implementation Topic	Timeline
	1. Finalize Sales Department organization	• 31/05/09
	1. Finalize & validate SNET/EET decision rights & interfaces 2. Finalize Trading / Optimization processes alignment 3. Finalize Reporting scheme at 65%	• 30/11/08 • 01/07/09 • 30/11/08
	1. Finalize Accounting alignment 2. Finalize Controlling alignment 3. Fully align Insurance practices	• 31/03/09 • 31/03/09 • 31/12/08

3 Overview of implementation topics per function (3/4)



- | Implementation Topic | Timeline |
|--|------------|
| 1. Implement Corporate Governance Principles | • 31/12/08 |
| 2. Align with E.ON Guidelines & Policies | • tbd |



- | | |
|----------------------------------|------------|
| 1. Define target Infrastructure | • 31/03/09 |
| • Monitor Intranet Connection | |
| 2. Align Applications & licenses | • 31/03/09 |
| • Monitor Zainet Transfer | |

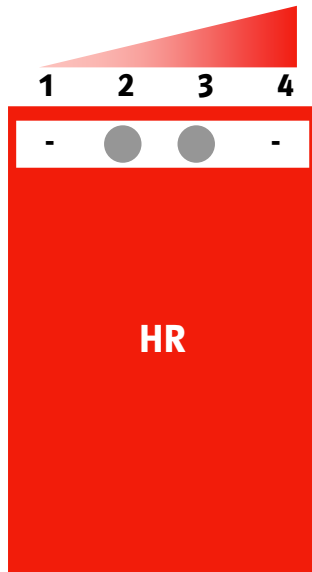


- | | |
|-------------------------------------|------------|
| 1. Implement Procurement Tools | • 28/02/09 |
| 2. Set-up interfaces with NBU / ECR | • 15/12/08 |



- | | |
|-------------------------------|------------|
| 1. Align Steering & Reporting | • 31/12/08 |
|-------------------------------|------------|

3 Overview of implementation topics per function (4/4)

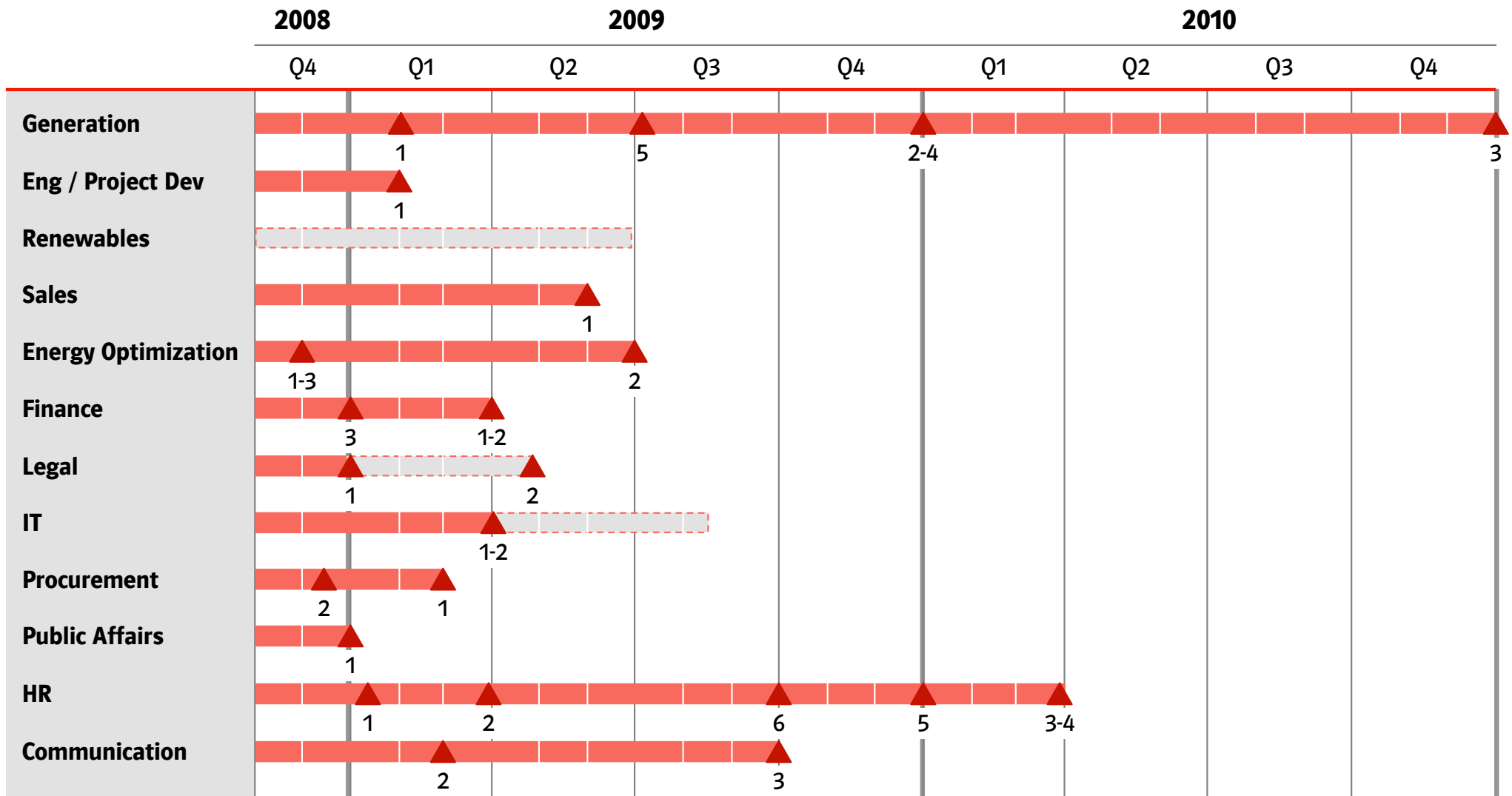


Implementation Topic	Timeline
1. Align HR Reporting Processes	• 08/01/09
2. Implement E.ON HR Strategy	• 31/03/09
3. Implement HR Development standards & policies	• 31/03/10
4. Implement Compensation & Benefits policies	• 31/03/10
5. Implement E.ON SAP HR	• 01/01/10
6. Implement OneE.ON & 2009 OES	• 30/09/09



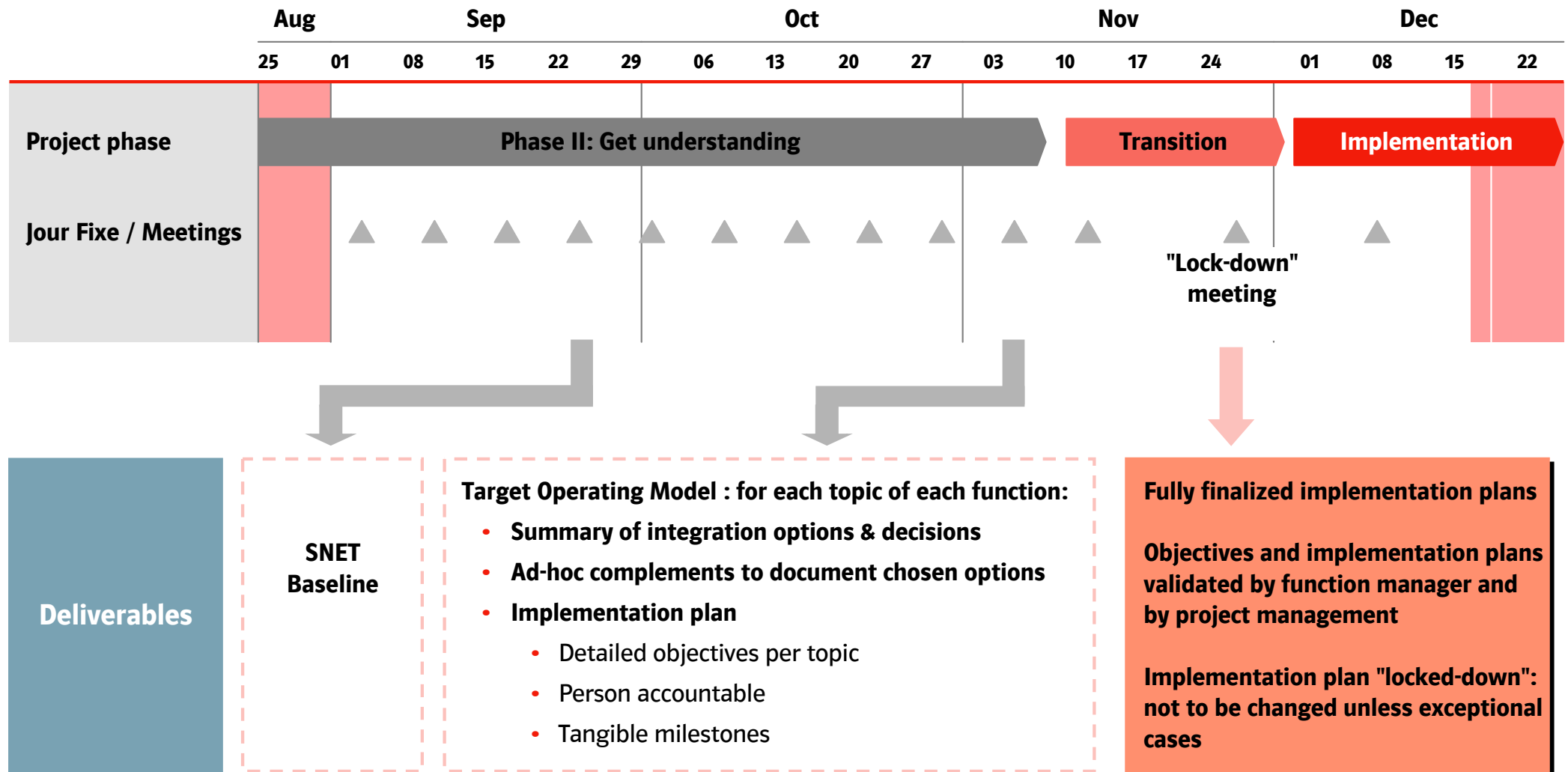
1. Define Strategy, Branding & Corporate Identity	• tbd
2. Roll out key E.ON Communication Tools (intranet, internet, E.ON world)	• 28/02/09
3. Implement Communication on Integration (roll-out One E.ON, 2009 OES)	• 30/09/09

3 Implementation Timeline: most topics implemented by Q2 09



Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

3 Next steps: transitioning to implementation



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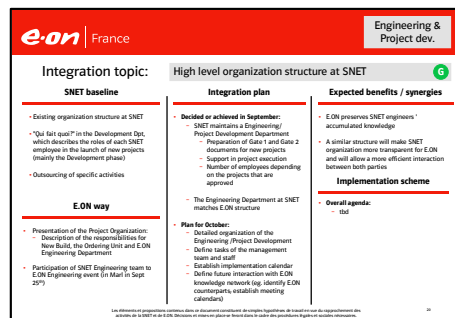
Target Operating Model: document structure

For each topic of each function:

1

One page template

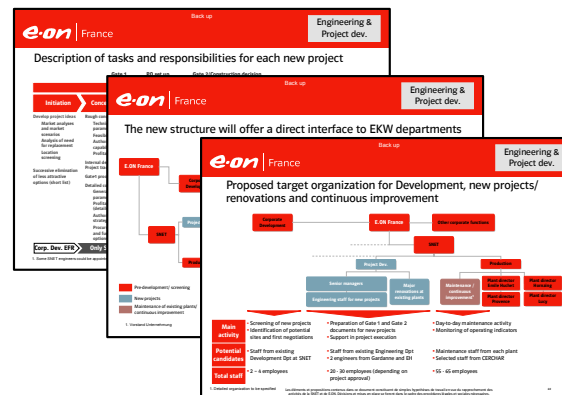
- **Summary of integration options and decisions ("Target Operating Model")**



2

Ad hoc complements

- **Document chosen options**
 - New organization and interfaces
 - Aligned processes
 - Reporting...



3

Implementation plan

- **Objectives**
 - Set clear responsibilities and path to "Target Operating Model"
 - Facilitate progress tracking
- **Content (per topic)**
 - Clear objectives
 - Person accountable
 - Tangible milestones
- **Format**
 - Excel tracking tool

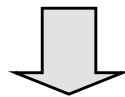
Agenda

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Target Operating Model by function

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Generation: 5 Implementation Topics identified

Integration Topics		Implementation Topics	In charge	Compl. date
1. Organization model		1. Align Organization	Mr. Schroeder	Jan 2009
2. Operations and safety		2. Align Safety Procedures	Mr. Hocke	Dec 2009
3. Maintenance procedures		3. Define Maintenance Policy		Dec 2010
4. Organization model for CCGT		4. Define organization & operations model for CCGT	Mr. Schroeder	Dec 2009
5. Benchmark & best practices		5. Roll-out Plant Benchmark & Peer Review	Mr. Gourichon Mr. Archambault	Jun 2009
6. Standard Reporting				
 • Focus of integration workgroup activities • Base structure for the Target Operating Model document ➔ 1 section per integration topic		 • Will be the main focus of the implementation phase • Base structure for the implementation plans		

Note: All Organization points to be finalized following decision at BU E.ON France level

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Integration topic:

1. Organization model

SNET baseline

- Existing organization structure at SNET:
 - Plant managers report to the Head of Generation
 - A maintenance department at each plant
 - Ashes related activities (Surchiste) also report to the Head of Generation

(see Baseline for further detail)

E.ON way

- Organization of the E.ON Kraftwerke Dpt
 - Description of the responsibilities for the Asset Manager
 - Plant planification¹, Operative optimization and Site Management² report to the Asset Manager

1. Betrieb coordination
2. Standort Management

Integration plan

- SNET maintains the existing organization in the coal plants
 - All plant directors will keep on reporting to the Head of Generation
- Separate functions or roles should be created for safety, operational and maintenance procedures
 - They should report to Head of Generation
 - They should have a transversal responsibility across all SNET plants
 - Part of the Cerchar should support these new functions

Expected benefits / synergies

- A similar structure will make SNET organization more transparent for E.ON and will allow a more efficient interaction between both parties
- Expected improvement in operations and maintenance efficiency
 - Exchange of best practices between SNET plants
 - Better access to information for SNET management
 - Lower operations and maintenance costs

Implementation scheme

Overall agenda:

- Final organization validated (by Nov 08)
- Organize the Maintenance, Operational and Safety Manager positions (by January 09)

Organization – Function descriptions

Scope of Function

Steering – Interfaces

Under discussion

Integration topic:

SNET baseline

- SNET asset base and processes described in the baseline
- Latest investments in each plant
- Decommissioning profile of the installed capacity
- Detailed list of operating processes for safety, environmental issues and coal supply

E.ON way

- All the operation procedures for each plant are documented at E.ON
- SNET had already access to some of these procedures
 - Visit to E.ON plants (e.g. Staudinger)
 - Exchange of best practices for specific equipment (eg. catalyser)
 - Workgroup on safety procedures

2. Operations & safety (coal)

Integration plan

- SNET will adopt E.ON standard safety and environmental processes
 - use of standard emergency procedures and standard safety indicators
 - identification of areas for improvement at SNET and implementation of best practices
- Existing coal plants will maintain most of existing operating processes
- There will be exchange of best operating practices with E.ON
 - Counterparts will be designated at SNET to interact with the Centers of Competence
 - Following the benchmarking and the Peer Review, specific actions will be launched to tackle main areas of improvement

Expected benefits / synergies

- Improved plant performance
- Adopt best practices from E.ON plants
- Improve safety standards at SNET plants
 - Reduce the number of accidents and the unexpected unavailability ratios

Implementation scheme

Overall agenda:

- Safety standards to be integrated at the beginning of 2009 at SNET plants

Main constraints / needs

- Technical specificities at SNET may limit the exchange of best practices

Integration topic:

SNET baseline

Maintenance at SNET plants based on:

- Maintenance calendar (2008 – 2012)
- Specific multi-annual maintenance programs
- Other information provided in the Operations Plan (2008 - 2012):
 - List of specific action plans per plant
 - Maintenance costs per plant
 - List of trainings on maintenance

E.ON way

- The Asset Manager monitors and optimizes the technical and financial performance of E.ON plants
 - Including the maintenance activity
- Knowledge network to exchange best practices in maintenance between plants
- Workinggroups are created to tackle specific maintenance issues are created (with the participation of the Centers of Competence)

3. Maintenance procedures

Integration plan

- Each plant keeps a maintenance department for its specific needs.
- The role of Maintenance manager should be created
 - He would report to the Head of Generation
 - He would coordinate the maintenance best practices across plants
 - He would control maintenance expenditures across all plants
- The stock management procedures will be adapted to E.ON standards
 - The role of Stock manager will be created
 - PENDING: coordination of strategic spare parts stock
- There will be exchange of best maintenance practices with E.ON
 - The Maintenance manager will interact with E.ON Centers of Competence

Expected benefits / synergies

- Expected improvement in maintenance efficiency
 - Exchange of best practices between SNET plants
 - Better access to information for SNET management and coordination of maintenance programs
 - Lower maintenance costs

Implementation scheme

Overall agenda:

- Alignment of maintenance procedures (by Jan 2009)
- Integrate strategic stock management (by Jan 2010)

Integration topic:

4. Organization & operations model for CCGT

SNET baseline

- Basic technical description of future CCGT plants
- Estimation of personnel needs for the new CCGT plants

E.ON way

- E.ON has presented examples of CCGT organization models to SNET
 - Visit to E.ON CCGT plant in UK
- E.ON has experts on CCGT organization / operation (list provided to SNET)

Integration plan

- A working-group has been created to define CCGT organization model and staffing needs at SNET
- An organization model has been agreed for Emile Huchet
 - Profiles and tasks have been defined
 - The recruiting calendar has been established
- New CCGT plants will adopt E.ON standard operating procedures
- There will be exchange of best operating and maintenance practices with E.ON
 - Counterparts will be designated to interact with E.ON CoC
 - Eg. for safety, environment, CO₂, chemicals

Expected benefits / synergies

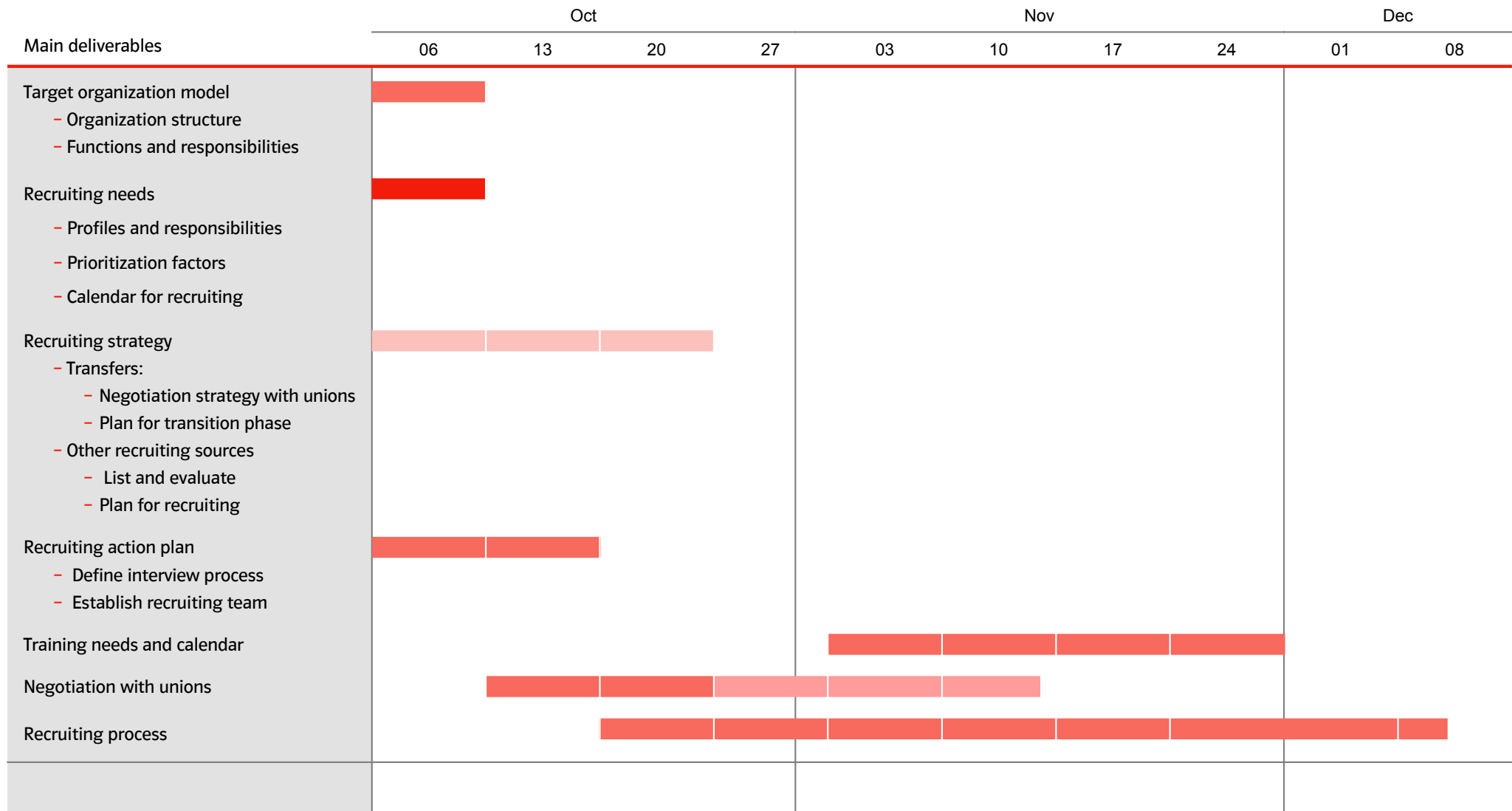
- A transparent organization model for E.ON facilitates the information exchange
- Adopt best practices from E.ON plants

Implementation scheme

Overall agenda:

- Set-up organization structure (Dec 08)
- Define maintenance procedures (Dec 09) (mainly spare parts stock management)
- **Main constraints / needs**
 - Negotiation with unions

Workplan for the organization of CCGT structure



Integration topic:

5. Benchmarking & best practices

SNET baseline

- Technical benchmark provided in the Operations Plan (2008-2012):
 - Unavailability ratios
 - Technical performance
 - Non-fuel consumption
 - Operating and fixed costs

E.ON way

- E.ON has an extensive benchmark procedure that compares operating and financial performance of plants across different countries
- E.ON benchmarking framework already presented to SNET
- Benchmark examples at specific E.ON plants (e.g. Staudinger)

Integration plan

- SNET plants participate in the benchmarking process at E.ON
 - They integrate E.ON benchmarking formats and procedures
- Each plant collects the data requested to participate in E.ON cross-border benchmarks and adapts the way some indicators are calculated
 - Areas for improvement will be identified based on the benchmarks
- The SNET plant managers participate in the E.ON knowledge network and contribute actively to the exchange of best practices
- SNET responsible to monitor the benchmark has been designated
 - Benchmark for EH submitted in Oct 08

Expected benefits / synergies

- Improved transparency and information exchange
- Identify areas for improvement at SNET plants and better focus specific action plans
- Potential cost reduction
- Potential increase in technical performance and availability rates

Implementation scheme

Overall agenda:

- Benchmark at each plant (2009)

Main constraints / needs

- Some indicators are not calculated the same way in SNET and E.ON

E.ON benchmarking questionnaire applied to SNET plants (1/2)

Design Data

General

- Year of Commercial Start; Maximum Net MW Capacity; Heat Generating Capacity; Design Heat Rate (lower)

Production

- Operating Pressure; Main Steam Temperature

Gas Turbine Production

- GT Rating; Number of GT's per Unit; Ratings of Each GT; Design GT Firing Temperature; Primary Fuel Type

GTCC

- GTCC Ratings; Number Of GTCC's; GTCC MW Capacity ; Boiler Operating Pressure; Boiler Steam Temperature; Steam Turbine Ratings; Number of Steam Turbines on Unit; Steam Turbine Capacity; Steam Turbine Process

Operations

Unit Operating Data

- Operation Hours; Availability; Unplanned Unavailability; Total Gross Generation; Total Net Generation; Energy Exported; Net Capacity Factor; Total Heat Input Excluding Start-Up; Forced Unit Outages; Carbon Dioxide Emitted

Fuel

- Average Net Fuel Heating Value (coal only); Primary Fuel Type; Amount of Primary Fuel Burned; Secondary Fuel Type; Amount of Secondary Fuel Burned; Alternative Fuel Type; Amount of Alternative Fuel Burned

CHP Operating Data

- Steam Flow to Turbines (each module or steam turbine); Steam Flow to Process from Unit

Operations Costs

- Total Operations Costs (Non-Fuel);

Materials Handling

- Total Revenues From Byproduct sales; Total Costs of Byproduct disposal

E.ON benchmarking questionnaire applied to SNET plants (2/2)

Maintenance

Maintenance Costs (OPEX and CAPEX)

- Boiler/HRSR Maintenance; Turbine/Generator Maintenance; Environmental Maintenance; Material Handling Maintenance

Maintenance Work Orders

- Total Maintenance Work Orders issued; Corrective Work Orders issued; Ratio of Corrective to total

Outage Planning

Outage Management Performance

- Number of planned outage days in the year of the most recent planned periodic outage; Unscheduled Outage Hours in the 90 days following outage; Unscheduled Derated MWh in the 90 days following outage; Outage O&M expenditure for the year of the most recent planned periodic outage

Coal Fired Steam Units

- Average Interval between Boiler Overhauls; Average Interval between Turbine-Generator Overhauls; Year of the most recent Boiler/Turbine Overhaul; Cost of the most recent Boiler/ Turbine Overhaul

Training

Number of training hours for each activity

- Operations, maintenance, materials handling, outage planning and management, environmental control, asset management

Number of training hours per type of training

- Technical, non-technical, safety training, on the job training, quality assurance, leadership and supervisory

Integration topic:

6. Standard Reporting

SNET baseline

- Existing reporting procedures at SNET, as described in the Baseline:
 - Monthly technical report ("Rapport Technique de Production")
 - Expenditure report ("Suivi des charges")

E.ON way

- Report on Emergency procedures already presented to SNET
- Quarterly report (which concentrates both technical and financial indicators on the performance of each plant)
- Peer review framework (audit of operating process that will lead to a proposal of best practices to implement)

Integration plan

- The Generation department will integrate E.ON reporting formats and procedures
 - Both Quarterly report and Peer Review
- Each plant collects the data requested in E.ON standard reports and adapts the way some indicators are calculated

Expected benefits / synergies

- Improved transparency and information exchange
- Allows a better monitoring of each plant performance
- Allows to participate in the exchange of best practices

Implementation scheme

- **Overall agenda:**
 - First Quarterly Report is presented (December 2008)
 - First Peer Review is presented (January 2009)
- **Main constraints / needs**
 - Some indicators are not calculated the same way at SNET and E.ON
 - Some information is difficult to obtain at SNET

Preparation of the standard Quarterly Report at SNET

Topics	Description/examples	Accessibility to the required info at SNET	Comment
1) Safety	Hours worked; Lost time injuries; fatalities		
2) Output	Net generation volume		
3) Availability	Availability on stand-by; Planned/ unplanned unavailability; not running due to ext causes		• Needs to adapt to E.ON calculation methodology
4) Carbon emissions	CO2 emissions (000 t)		
5) Efficiency	Net heat generated; burned fuel heat input		
6) Financials	Controllable cost generation; CAPEX; revenues (budget and forecast)		• Set-up of a workgroup to determine the calculation of the financial indicators
7) General data	Fuel type; Net generation capacity		• Needs to access historic files



Info not available
at SNET



Info difficult to obtain
and needs adjustments/
calculations



Info difficult to
obtain, but no
need to adjust



Info easy to obtain, but not
immediately available



Info immediately
available

Generation: Implementation Plan (1/2)

Implementation Topic	Objective	In charge	Action Steps	Planned completion
1. Align Generation Organization	1.1 Define future organization structure at Generation Dpt	Mr. Schroeder	1.1 Generation Dpt organigram	30/11/2008
	1.2 Organize Technical Department	Mr. Schroeder	1.2 a Profiles defined: responsibilities and objectives for each position	01/15/2008
			1.2 b Information exchange procedures SNET-E.ON are established	01/01/2008
			1.2 c All personnel is recruited / reassigned	31/01/2009
			1.2 d Debrief and training plan	31/01/2009
2.Align Safety Procedures	2.1 Alignment of safety procedures	Mr. Hocke	2.1a List of safety processes that can potentially be standardized	01/01/2009
		Mr. Schroeder	2.1b Implementation plan (including calendar)	31/01/2009
			2.1c Responsible for the implementation has been designated	01/01/2009
			2.1d Safety processes adapted to E.ON standards	31/12/2009
3. Define Maintenance Policy	3.1 Alignment of maintenance procedures	Mr. Schroeder	3.1a List of maintenance processes that can potentially be standardized	30/11/2009
			2.1b Evaluation of potential synergies	01/01/2009
			3.1c Implementation plan (including calendar + responsables)	31/01/2009
			3.1d Selected maintenance processes adapted to E.ON standards	28/01/2009
	3.2 Integrate strategic stock management	-	3.2a List of strategic stock that can be shared with E.ON	01/01/2009
			3.2b Adapted information system / coordinated database in place	31/12/2009
			3.2c Stock management processes are integrated	31/12/2010
4. Define organization & operations model for CCGT	4.1 Set-up CCGT organization structure in line with E.ON principles	Mr. Schroeder	4.1a Target organization model for CCGT has been agreed	30/11/2009
		-	4.1b Personnel profiles	30/11/2009
			4.1c Negotiation strategy with unions has been defined	30/11/2009
			4.1d Agreement with unions has been reached	31/12/2009
			4.1e Finalization of recruiting process (for external recruiting)	31/01/2009
			4.1f Training program has been defined	28/02/2009
	4.2 Define operation process for CCGT in line with E.ON principles	-	4.2a Integration of spare part information system and stocks	31/12/2009

Generation: Implementation Plan (2/2)

Implementation Topic	Objective	In charge	Action Steps	Planned completion
5. Roll-out plant benchmark and peer review	5.1. Implement BM in all plants	Mr. Gourichon	5.1a First BM at EH submitted to E.ON	15/10/2008
			5.1b Final BM at EH submitted to E.ON	30/11/2008
			5.1c First BM at Lucy submitted to E.ON	01/01/2009
			5.1d Final BM at Lucy submitted to E.ON	01/01/2009
			5.1e First BM at Gardanne submitted to E.ON	01/01/2009
			5.1f Final BM at Gardanne submitted to E.ON	01/01/2009
			5.1g First BM at Hornaing submitted to E.ON	01/01/2009
			5.1h Final BM at Hornaing submitted to E.ON	01/01/2009
	5.2 Adopt Quarterly report	Mr. Sztender	5.2a SNET submits draft of Quarterly report	15/01/2009
			5.2b E.ON feedback on Quarterly Report	31/01/2009
			5.2c Final version of Quarterly report submitted to E.ON	15/02/2009
	5.3 Adopt Peer Review report	Mr. Archambault	5.3a SNET submits draft of Peer Review report	31/01/2009
			5.3b E.ON feedback on Peer Review Report	15/02/2009
			5.3c Final version of Peer Review report submitted to E.ON	28/02/2009
			5.3d Strengths and weaknesses discussion	30/04/2009
			5.3e Action plan to work on the areas for improvement	30/06/2009

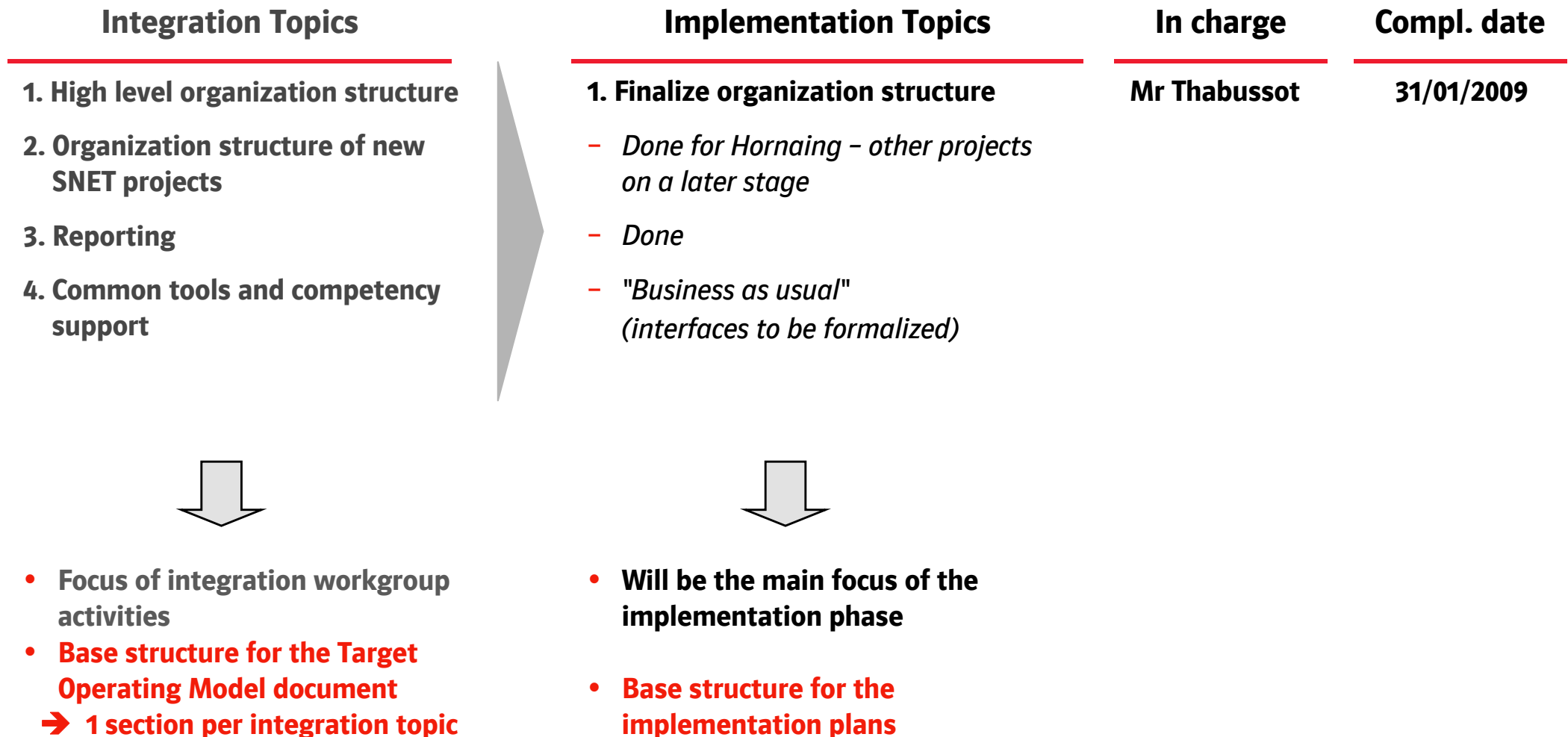
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- Renewables p. 49-56
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- Trading / Energy optimization p. 76-92
- Financial corporate functions p. 93-106
- Strategic / non financial corporate functions p.107-150
- HR p.151-185
- Communication p. 186-199

Eng. / New Build: 1 Implementation Topic identified



Note: All Organization points to be finalized following decision at BU E.ON France level

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

Integration topic:

1. High level organization structure

SNET baseline

- Full engineering organization at SNET described in Baseline
 - with 27 employees in total
 - includes Cerchar
- "Qui fait quoi?" in the Development Dpt, which describes the roles of each SNET employee in the launch of new projects (mainly the Development phase)
- Outsourcing of specific activities

E.ON way

- E.ON has a specific structure for new build projects
- After Gate 1, a Project Organization structure is set up
 - It includes staff from New Build, the Ordering Unit and E.ON Engineering

Integration plan

- SNET maintains a Engineering/ Project Development Department
 - Preparation of Gate 1 and Gate 2 documents for new projects
 - Support in project execution
 - Number of employees depending on the projects that are approved
- The Engineering Department at SNET will match E.ON structure
- Some staff at Surchiste and Cerchar will be included in the new Engineering Dpt at SNET
- There will be a section in charge of large renovation works at existing plants
- There will be exchange of best operating practices with E.ON
 - Counterparts will be designated at SNET to interact with the Centers of Competence

Expected benefits / synergies

- E.ON preserves SNET engineers ' accumulated knowledge
- A similar structure will make SNET organization more transparent for E.ON and will allow a more efficient interaction between both parties

Implementation scheme

Overall agenda:

- Define future organization structure (Nov 08)
- Organize the major renovations section (Nov 08)
- Define outsourcing procedures (Dec 08)
- Define interaction with procurement department (Jan 09)

Engineering Organization – Functions description

Scope of Function

Steering – Interfaces

Under discussion

Development				Construction		
Initiation	Conception	Specification	Tender	Contracting	Erection	Start up
Develop project ideas Market analyses and market scenarios Analysis of need for replacement Location screening Successive elimination of less attractive options (short list)	Rough concept Technical parameters Feasibility Authorization capability Profitability Internal decision Project tracking Gate-1 procedure Detailed concept General technical parameters Profitability (detailed) Authorization strategy Procurement and fuel supply options	Detailed technical planning Set number of lots Specifications Quality requirements Preliminary investigations Define interfaces Continue official authorization procedure Update the elements of the detailed concept for the Gate 2 procedure	Prepare and implement tender Assess offers Negotiations Contract formulation Update the elements of the detailed concept for the Gate 2 procedure Gate- 2 procedure with associated construction decision	Award the specified, tendered lots Monitor the design and planning Interface coordination Quality requirements Monitoring of schedule Monitor implementation and completion Site management Final acceptance Claim management Start construction Operating staff	Start up Planning Trial run Handover documentation Official approval Final acceptance Correct faults Claim management Start construction Operating staff Technical / commercial report	

SNET Engineering has an advisory role¹

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Integration topic:

2. Organization structure of new SNET projects

SNET baseline

- New projects developed by:
 - SNET engineering team
 - with the support of outsourced engineering companies (mainly CdF Engenieurie)
- Projects in the pipeline:
 - CCGT Emile Huchet 7-8 currently under construction
 - CCGT Hornaing passed Gate 1
 - CCGT Lucy, Lacq, Gardanne and clean coal at Havre in pre-development phase

E.ON way

- New projects follow a Gate 1/ Gate 2 process for approval
- Between Gate 1 and Gate 2, a Project Organization is established
 - Roles are split between NBU and the Ordering Unit

Integration plan

- Projects currently under construction (EH) will maintain SNET organization
- SNET will adopt E.ON standards for new projects (both in the development and construction process)
 - Including Gate 1 and Gate 2
- For each project, a standard Project Organization is created
- Some positions in the Project Organization will be occupied by SNET Engineers
- Each person at SNET may cover different functions in different projects

Expected benefits / synergies

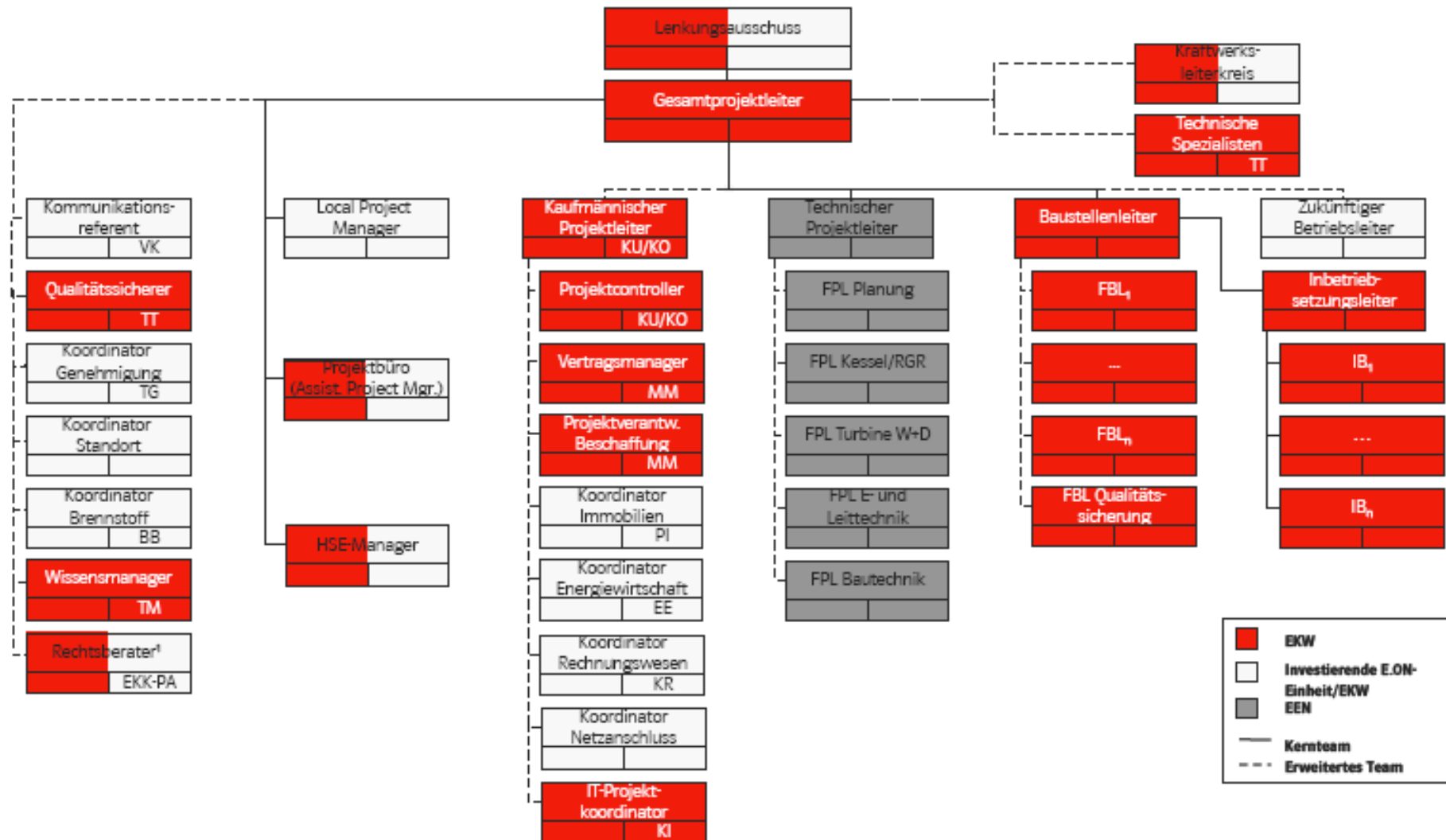
- Access to local knowledge, as SNET engineers participate actively in the Project Organization
- Clear responsibilities within the Project Organization
- Access to E.ON knowledge network
- Effective support after project handover

Implementation scheme

Overall agenda:

- **Done**

Standard Project Organization for New Build



Integration topic:

3. Standard Reporting

SNET baseline

- Specific reporting procedures exist at SNET for ongoing projects, as described in the Baseline:
 - Report on project Decided or achieved ("Fiche d'avancement")
 - Report on project situation ("Fiche de situation")

E.ON way

- E.ON reporting procedures for new projects have already been presented to SNET
- Report for Project Review Committee on projects that have been approved or are currently under construction

Integration plan

- The Engineering department is integrating E.ON reporting formats and procedures
 - A responsible has been designated at SNET for the preparation of the reports
 - A counterpart has been designated at E.ON to coordinate the reporting process
- Each project collects the data requested in E.ON standard reports and prepares the standard report
- The reports on ongoing SNET projects will be presented at the Project Review Committee

Expected benefits / synergies

- Improved transparency and information exchange
- Allows a better monitoring of the evolution of each project
- Allows to participate in the benchmarking processes and the exchange of best practices

Implementation scheme

Overall agenda:

- **Done**

Illustration: Status report for CCGT EH submitted by SNET (1/3)

1. Project Emile Huchet

• Technology	CCGT
• Suppliers	SIEMENS-CMI
• Capacity	413,6 MW
• Efficiency	57,85 %
• Tech. availability	92 %
• Power generation	yes - TWh _{el} /a
• Heat generation	no - 0
• NBU informed	no
• NBU -project support	FTE
• EEN informed	no
• EEN -project support	FTE

2. Project Economics

- Estimated Investment : confidential
- Budget already incl. in MTP : confidential
- Already contracted budget : confidential
- Status of expenses at the 04-09-2008 : confidential

3. Strategic Rationale and Portfolio Fit

- Diversify the generation portfolio of SNET
- Maintaining market share in French generation market, secure E.ON's growths ambitions in France

4. Project Timeline

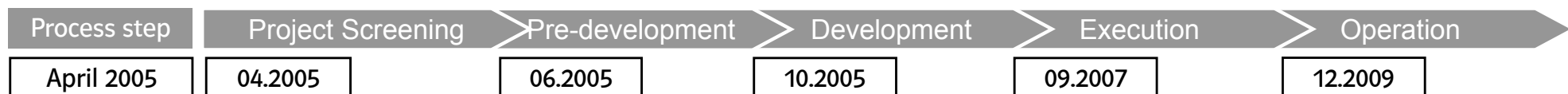


Illustration: Status report for CCGT EH submitted by SNET (2/3)

4. Site Assessment

- | | |
|--------------------------|--------------------------------------|
| • Location, Country | St-Avoid (57) - France |
| • Grid access | St-Avoid 400 kV Switchyard at 2,4 km |
| • Cooling conditions | Forced air cooling tower |
| • Local partner | No |
| • Commissioning | From may 2009 |
| • Additional information | - |



5. Risk Assessment

Chances

- The additional costs related to soil sulfate content will not be claimed any more by SIEMENS. The results of their soil investigations were finally wrong,
- After more than 3 months discussions, SIEMENS finally accepts to apply his contractual obligations and to provide an overall common EU certification despite of the scope split between SIEMENS and CMI

Risks

- Risk of lack of ground water supply for cooling towers : additional storage must definitively be provided,
- Variation orders due to steel rates variation risk,
- RTE to handle with climatic constraints and simultaneously with SIEMENS.

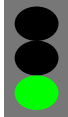
6. Comments

- Piping and boiler chemical cleaning procedure requires additional information to the authorities : early submittal to authorities is mandatory.

Contact : stephane.knoll@snet-electricite.fr

Illustration: Status report for CCGT EH submitted by SNET (3/3)

Project: Emile Huchet	Author: S. Knoll	Reporting period: September 2008
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Overall Status	Comments on Overall Status
	Over 240 people currently for site works. The progress is in accordance with the acceleration program (contractual program -2 months). GT & ST manufacturing ahead of schedule (GT completed ; progress for ST : 75 and 65 % (rotor over-speed tests scheduled in September) ; condensers : 85 / 70 % ; generators : 90 / 30%.

Major achievements since last Project Review Meeting	Next Steps
➤ Piling works in the south area completed, ➤ Beginning of unit 8 HRSG steel structure erection, ➤ GRT gas filtering station entirely erected, ➤ An audit took place week 35 in S&T factory in Korea for HRSGs modules prefabrication : progress ahead of schedule : more than 80 % completed ; critical path today : shipping of modules and drums.	➤ Turbines and generator set pedestal concreting for unit 8 the 05/09, ➤ Execution of the 400 kV connection moves forward, ➤ South storm water basin to be designed and executed for the needs of the CCGTs and the rain water of the coal power unit 6, ➤ Order to the SEE for the ground water connection.

Issues / Required decisions	Dates / necessary alignment & coordination
-	-

Integration topic:

4. Common tools and competencies support

SNET baseline

E.ON way

- E.ON long term model is used in the evaluation of new projects
 - Already applied to Hornaing project
 - Expected for other projects

Integration plan

- SNET will adopt E.ON standard analysis methodology
 - SNET will use the LTM model to evaluate new projects
- There will be exchange of best operating practices with E.ON
 - Counterparts will be designated at SNET to interact with the Centers of Competence
 - The SNET engineers will participate to E.ON training programs and will have access to E.ON knowledge network

Expected benefits / synergies

- Improved transparency and information exchange
- Possibility to participate in the benchmarking process
- Access to E.ON knowledge network (e.g. on gas turbines, technology to capture CO₂)
- Transfer of best practices

Implementation scheme

- **Overall agenda:**
 - Interfaces to be formalized (Nov 08)

Exchange of best practices with E.ON

Topic	SNET counterpart	E.ON counterpart	Type of interaction
Project management	Mr. Thabussot	Mr. Pelster (Hornaing)	- Steering Committee - Project Review Committee
General engineering topics	Mr. Rolles	E.ON Engineering?	
Safety	Mr. Cazalet	Mr. Hocke	
Environment	Mr. Giret	Mr. Hocke	
CO₂	Mr. Delvinquier	Mr. Witt	Direct interaction
Biomass	Mr. Delvinquier	Mr. Witt	Direct interaction
Chemical	Mr. Baugé		Participation in Center of Competence??

Engineering / New Build: Implementation Plan

Implementation Topic	Objective	In charge	Action Steps	Planned completion
1. Finalize organization structure	1.1 Define future organization structure at Project Dvl Dpt	-	1.1 Project Dvl Dpt organigram	15/11/2008
	1.2 Organize the major renovations section	-	1.2 a Profiles defined: responsibilities and objectives for each position	30/11/2008
			1.2 b Information exchange procedures SNET-EON are established	30/11/2008
			1.2 c All personnel is recruited / reassigned	01/01/2009
			1.2 d Debrief and training plan	01/01/2009
	1.3 Define outsourcing procedures	-	1.3a E.ON outsourcing policies and procedures presented to SNET	15/01/2009
			1.3b List of potential outsourcing contractors for SNET ready	31/01/2009
			1.3c Outsourcing procedures defined for SNET	15/02/2008
	1.4 Define interaction with procurement dpt	-	1.4a E.ON way for procurement has been presented to SNET	15/12/2008
			1.4b Outsourcing procedures defined for SNET	31/01/2009

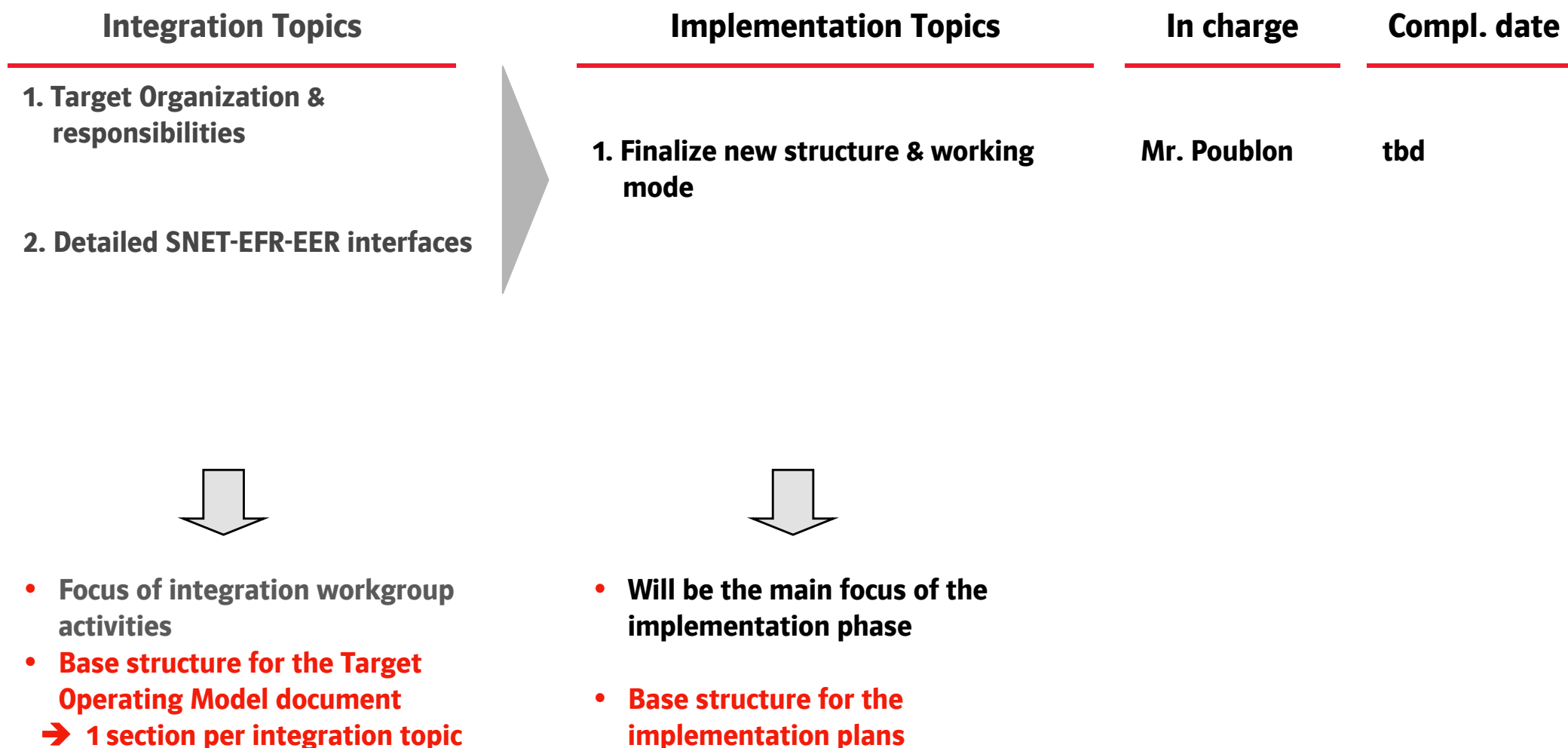
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Renewables: 1 Implementation Topic identified

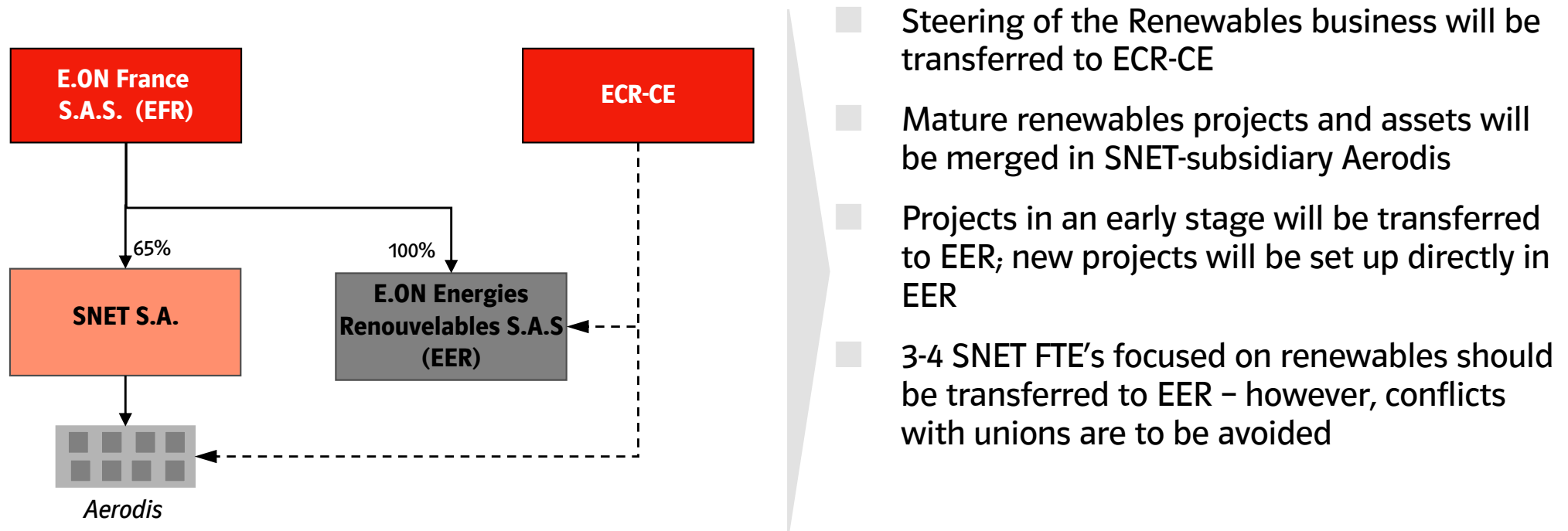


Note: All Organization points to be finalized following decision at BU E.ON France level

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

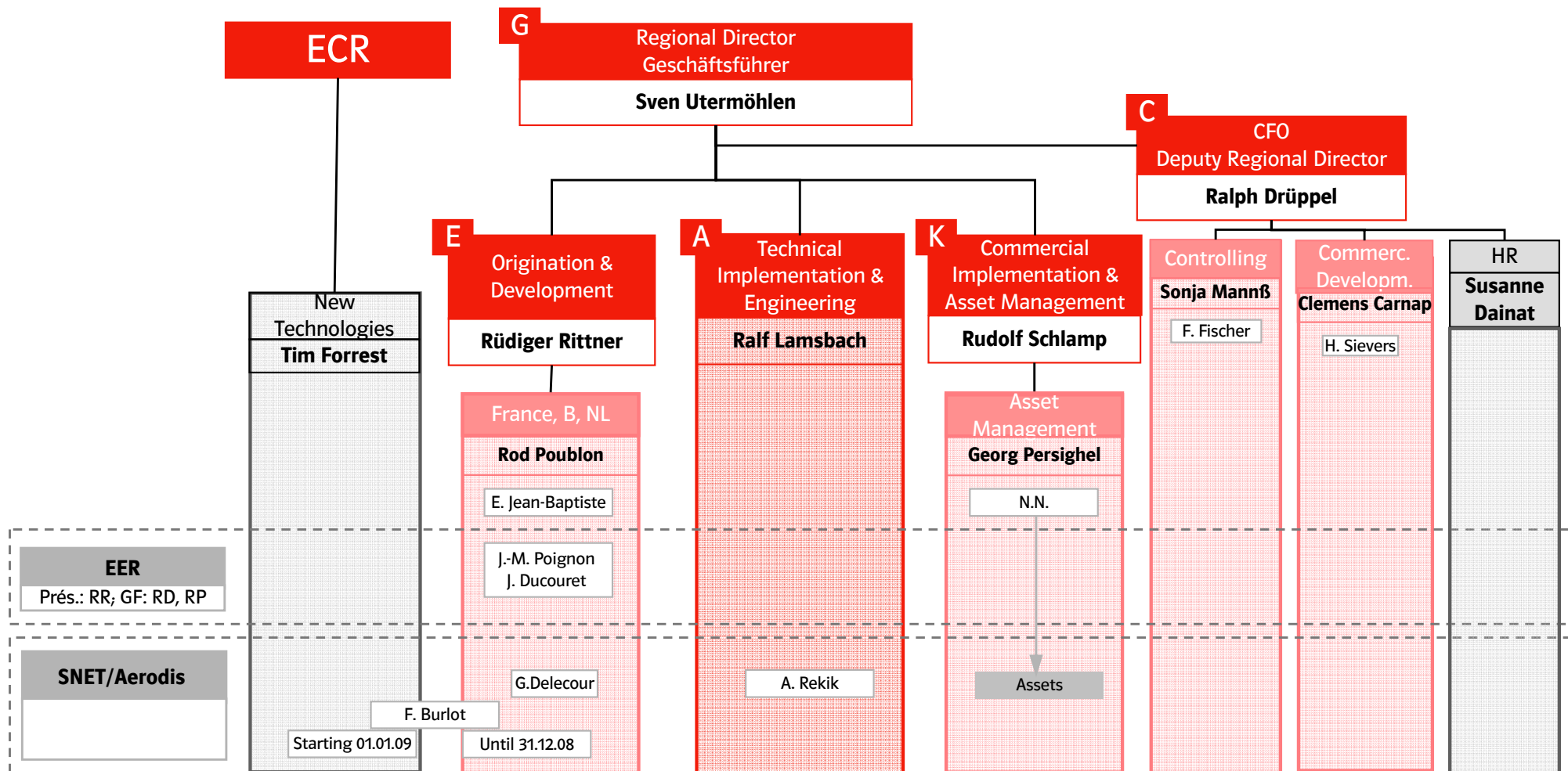
Renewables: The EFR – ECR integration model in the 65% scenario has been agreed and is ready for implementation

Key agreements



Joint implementation team will be set-up and will report to EEA/ EFR as well as to ECR-CE

Integration of SNET employees into the ECR-CE org. structure



- P. Boulanger (currently Directeur du Development) will take over a new role in short term
- J.-F. Perret and P. Laclergue would stay within SNET/EFR structures.

Steering principles for SNET Renewables Business (1/2)

	Scenario 1: 65%			Scenario 2: 100%		
	EFR	ECR	Comment	EFR	ECR	Comment
Strategy definition	Alignment	X	Responsibility for renewables strategy in France lies at ECR, but alignment with EFR required	Alignment	X	Responsibility for renewables strategy in France lies at ECR, but alignment with EFR required
Sales supporting projects (Photovoltaic <1 MW, biomass/biogas <5 MW)	X	Veto right/escalation right	Full business responsibility of EFR, early involvement of ECR and alignment of interests required	X	Veto right/escalation right	Full business responsibility of EFR, early involvement of ECR and alignment of interests required
Investment decisions for projects "in scope" of ECR (Existing SNET projects and assets)	Legally required formal approval	X	Responsibility for all investment decisions lies at ECR, approval along the legal structure (EFR/ SNET) additionally required	Legally required formal approval	X	Responsibility for all investment decisions lies at ECR, approval along the legal structure (EFR/ SNET) additionally required
P/L responsibility (via IFRS reporting)		X	Responsibility at ECR; EBIT allocated to ECR		X	Responsibility at ECR; EBIT allocated to ECR
Planning (e.g. MTP)	Information	X	Responsibility at ECR; information to EFR after budget approval	Information	X	Responsibility at ECR; information to EFR after budget approval

Steering principles for SNET Renewables Business (2/2)

	Scenario 1: 65%			Scenario 2: 100%		
	EFR	ECR	Comment	EFR	ECR	Comment
People management • Disciplinary reporting line • Functional reporting line - Target dialogue - Day-to-day management	X Legally required formal approval	X X	As employees remain with SNET: • Disciplinary reporting to SNET management - indirectly via EFR management - factual direct steering of SNET employees by ECR • both possibly via a consultancy contract to be approved by minority shareholders OR delegation to EER/Aerodis (subject to tax/legal analysis)	X Legally required formal approval	X X	As employees remain with SNET: • Disciplinary reporting to SNET management - indirectly via EFR management - factual direct steering of SNET employees by ECR • Implementation by policy OR delegation of employees to EER via SLA subject to tax/legal analysis

Proposal: Check implementation of the functional steering by ECR by legal advisors in short term

X – responsibility

Functional split for SNET renewables business (1/2)

	Scenario 1: 65%			Scenario 2: 100%		
	EFR/ SNET	ECR	Comment	EFR/ SNET	ECR	Comment
Strategic Functions - Regulatory/ Lobbying - Communication	X X	(X) (X)	"One face to the market" ensured by EFR; input by and alignment with ECR	X X	(X) (X)	"One face to the market" ensured by EFR; input by and alignment with ECR
Financial Functions - Accounting - Planning & Controlling - Finance - Tax - Insurance	X (SNET) X X (EFR)	 X (X) X	- Remains at SNET - Responsibility at ECR - Responsibility at SNET/EFR upon ECR consultation - Tax grouping as objective - tbd	X X X (EFR)	 X (X) X	If any assets remain at SNET: - Remains at SNET - Responsibility at ECR - Responsibility at SNET/EFR upon ECR consultation - Tax grouping as objective - tbd
Business Services - Legal - IT - Facility Management	X X (SNET) X (SNET)	X	- According to responsibilities for projects - Continue usage of SNET applic. - Employees remain at SNET office	X X (SNET) X (SNET)	X	- According to responsibilities for projects - Continue usage of SNET applic. - Employees remain at SNET office
HR - HR management - HSSE	X X	 X	- Remains at SNET as no transfer - Implementation of ECRs HSSE guideline by EFR/SNET (feasibility to be evaluated)	X X	 X	- Remains at SNET as no transfer - Implementation of ECRs HSSE guideline by EFR/SNET (feasibility to be evaluated)

X – responsibility

(X) – input/coordination

Functional split for SNET renewables business (2/2)

	Scenario 1: 65%			Scenario 2: 100%		
	EFR/ SNET	ECR	Comment	EFR/ SNET	ECR	Comment
Business Functions • Project development • Construction • Operations & Maintenance • Procurement	Legally required formal approval	X X X X	• SLAs between SNET, EER, ECR • SLAs between SNET, EER, ECR • SLA between ECR and SNET • SLA between SNET and ECR-CE (procurement based on ECR frame contracts - feasibility to be evaluated with respect to minority shareholders)	Legally required formal approval	X X X X	• SLAs between SNET, EER, ECR • SLAs between SNET, EER, ECR • SLA between ECR and SNET if assets stay with SNET • SLA between SNET and ECR-CE (procurement based on ECR frame contracts)

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Sales: 1 Implementation Topic identified

Integration Topics	Implementation Topics	In charge	Compl. date
1. Sales department organization 2. Client approach & commercial action plan 3. Commercial risk approach 4. Reporting	1. Finalize Sales Department organization - Target set – final approach depends on final organization - Done (roll-out to be monitored) - Done	tbd	31/05/09
 • Focus of integration workgroup activities • Base structure for the Target Operating Model document ➔ 1 section per integration topic	 • Will be the main focus of the implementation phase • Base structure for the implementation plans		

Note: All Organization points to be finalized following decision at BU E.ON France level

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

Integration topic:

SNET baseline

- Front Office: power KAMs (6.5 FTEs)
- Middle Office: pricing, sourcing, demand forecasting, portfolio management (5.5 FTEs)
- Back Office (grouped with trading BO): invoicing, settlement & reporting (6.5 FTEs)

E.ON way

- E.ON Énergie (EFRE) with power & gas sales
- Front Office: KAMs (4 FTEs gas + power)
 - (2 ex. EST + 2 ex. EON Ruhrgas)
- Middle & Back Office
 - power: outsourced at EEA (~0.6M€/year) incl. 1 FTE
 - gas: done at EFRE (2 FTEs)

1. Sales department organization

Integration plan

- **At 100%**
 - Full integration with transfer of 'fonds de commerce' (1 sales force, 1 payroll, 1 commercial offer, 1 brand name, 1 counterpart, 1 integrated MO/BO)
- **At 65%**
 - Decision to get as close to full integration as possible, while maintaining 2 separate 'FdC' – actual level of staff 'détachement' & 'contrat d'agence' to be chosen
 - close to full transfer, SLAs to manage continuation of SNET business
 - minimum organization change, enabling gas sales & MO/BO sharing
 - status-quo
 - Need for further legal & HR assessment, and early negotiations with minority shareholders

Expected benefits / synergies

- Full integration: 'One-face-to-the-customer', best practice sharing, no risk of commercial conflicts
- Status-quo: limited integration effort, no HR disruption (payroll/status change), feasibility with minority shareholders

Implementation scheme

- **Overall agenda**
 - At 65%
 - finalization of detailed description of organization scenarios (w/ legal)
 - development of 'conventions de détachement' & 'contrats de service'
 - preparation of CCE & CA processes, HR alignments & individual transfers
 - At 100%: start integration ASAP
- **Main constraints / needs**
 - Timeframe, complexity & risks associated with legal / HR processes
 - Discussions with stakeholders (unions, minority shareholder) to be considered in overall negotiation processes

Sales organization summary

Target Sales organization should reflect commonly agreed key principles

- 1 commercial legal entity (EFRE)
- 1 integrated Sales team
- 1 face-to-the-market, with unified dual-fuel offer

Under 100% shareholding structure, these principles are easily met

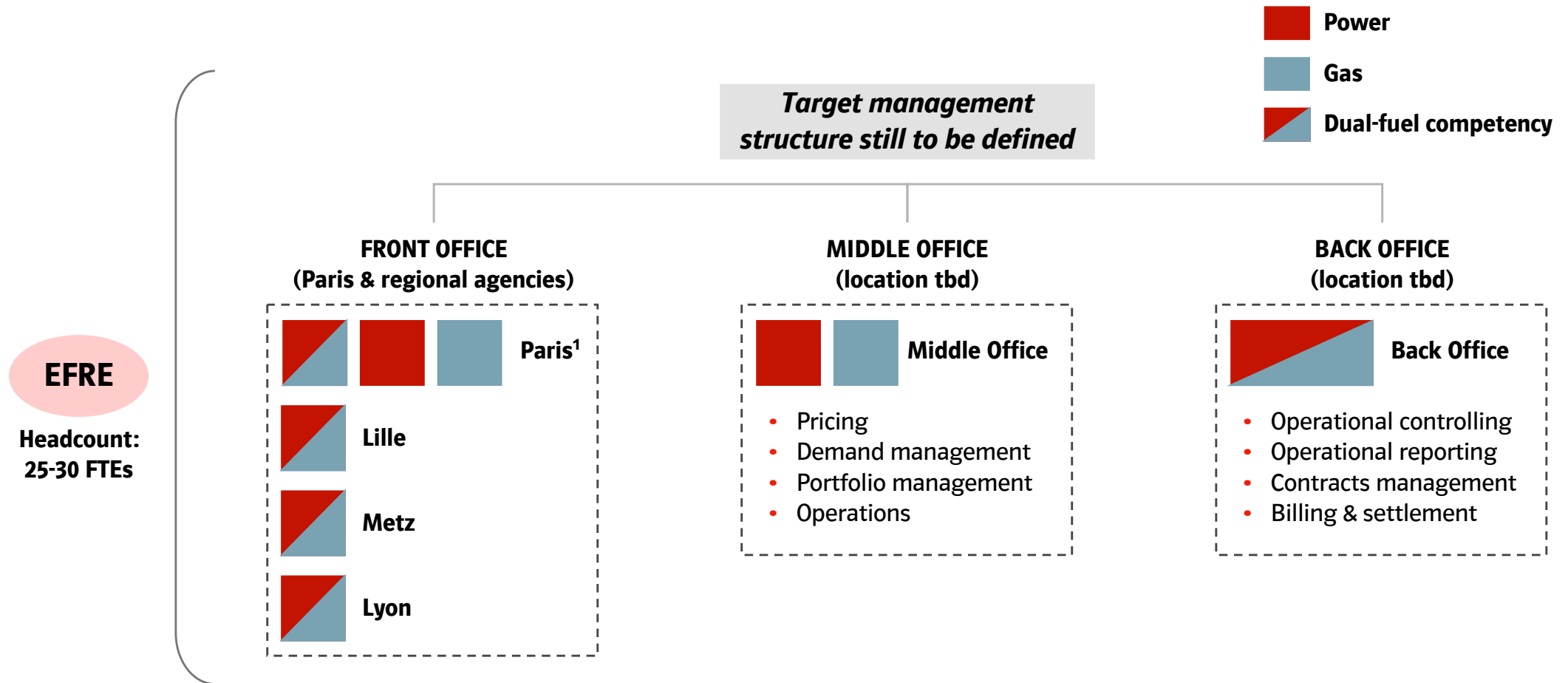
- Corporate law give full flexibility to merge existing sales forces & support functions

Under 65% shareholding structure, antitrust issue has been cleared by lawyers (Group Privilege is granted), however working as one integrated team – while keeping 2 separate legal entities & businesses – requires to address

- How to exchange services from one entity to the other?
- How to perform sales on behalf of another entity?

➔ Final organization design & legal clarifications to be completed

Target organization following key principles

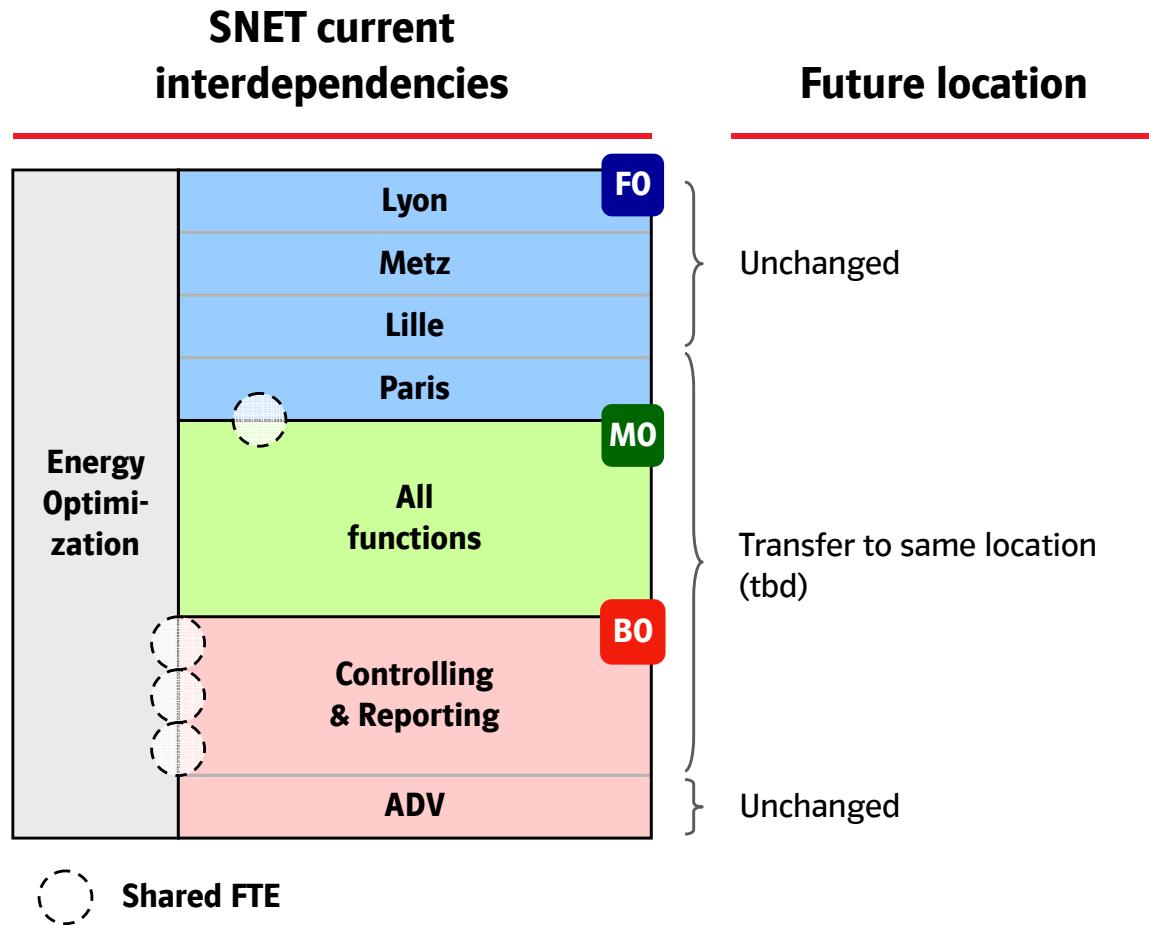


1. Incl. KAMs specialized by commodity on very large / pan-European accounts

Overview of agreed target organization

	Front Office	Middle Office	Back Office
Structure	• 1 team • 1 manager • Payroll: EFRE (subject to HR feasibility)	• 1 team • 1 manager • Payroll: EFRE (subject to HR feasibility)	• 1 team • 1 manager • Payroll: EFRE (subject to HR feasibility)
Specialization	• Dual-fuel KAMs + spec. on large accounts • By geography through regional agencies, by client type when critical mass	• By commodity (few power/gas synergies) – NB: need to ensure single contact point for client (for demand management)	• Billing & settlement: by commodity (until 1 CRM) • Controlling & Reporting: progressive dvpt of dual capabilities
Functions	• Level of prospecting: high for power, low for gas – NB: potential synergy of power & gas customer portfolio	• Pricing (tbd: KAMs vs. MO responsibilities for gas) • Portfolio / demand mgmt • Operations (e.g. gas shipping & dispatching)	• Billing & settlement • Controlling & Reporting
Location	• Paris agency: tbd • Regional agencies: Lille, Metz, Lyon	• To be determined	• Power – B&S: St Avold (objective to bundle in Paris asap) – C&R: tbd • Gas: tbd

SNET cross-services dependencies considered in definition of future staff locations



Physical transfer: asap, considering standard HR procedures (e.g. CCE)

Payroll transfer:

- @ 100%: all staff under EFRE contract¹
- @ 65%: "conventions de détachement" to be defined & implemented

1. ADV (St Avold) remains under SNET until specific opportunity (e.g. joint CRM implementation, end of Energest contract)

Integration topic:

SNET baseline

- Front Office organized around 4 regional agencies (Paris, Lille, Metz, Lyon)
- Focus on large accounts
 - prospects are all industrial companies with power consumption >1 GWh (~4000 companies)
 - in practice, ~500 companies within core target
 - no other specific client segmentation

E.ON way

- Focus on large & very large accounts for both gas & power
- Specific focus on E.ON's pan-European prospects
 - ~60 prospects in France
 - ~25 TWh power consumption in France (~25% of market)
 - including 4-5 SNET clients

2. Client approach & commercial action plan

Integration plan

- Targeted segment: maintain focus on large industrial accounts
- First rules for client segmentation
 - principle of anteriority of relationship applying for all accounts
 - Pan-European prospects to fall under EFRE's responsibility
- To be achieved ASAP
 - Detailed rules (depending on organization & legal assessment)
 - Implementation plan for single brand / dual offer (in light of legal context & potential agreement w/ minority shareholders)

Expected benefits / synergies

- Optimization of prospecting effort (with regards to size of sales force)
- Development of long-term, pan-European relationships with clients

Implementation scheme

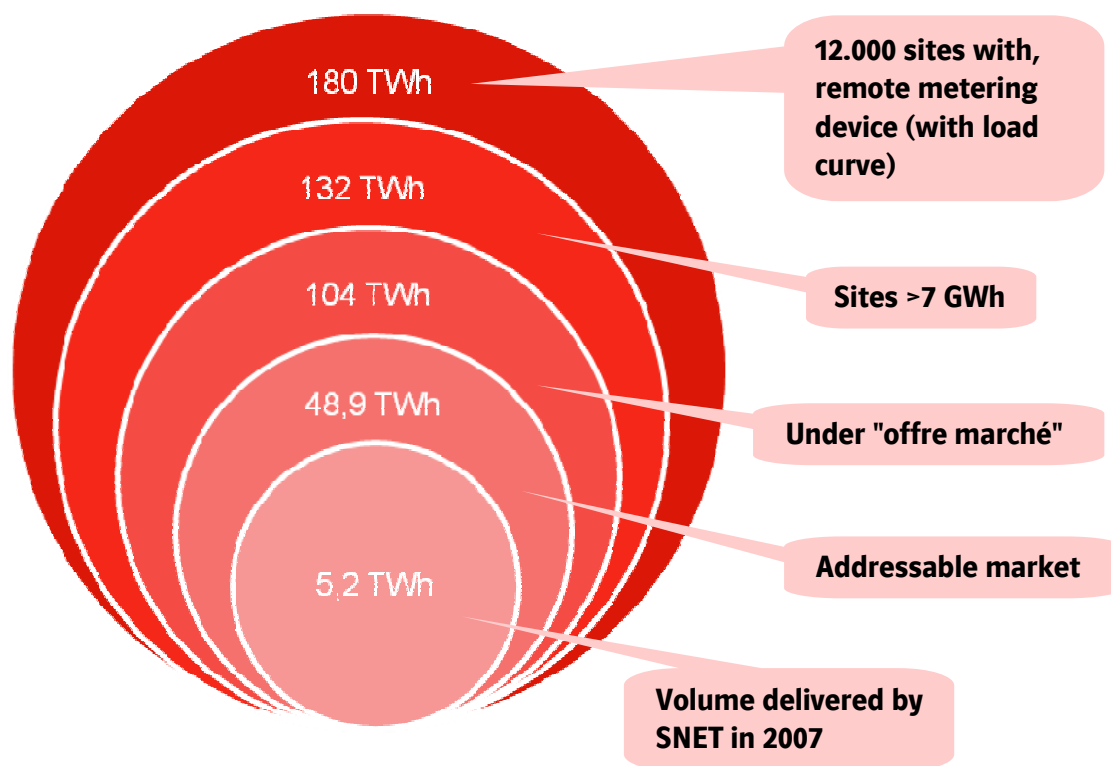
- **Overall agenda**
 - @ 65%: target set – final approach depends on final organization
 - @ 100%: implementation of target segmentation ASAP
- **Main constraints / needs**
 - Timeframe of potential negotiation with minority shareholder

Client approach & commercial action plan – Summary

- **Focus is maintained on historical client pool**
 - Large industrial & tertiary accounts with a minimum, stable & predictable consumption
 - Strategic focus on E.ON pan-European accounts
- **Proximity to client is achieved through regional implants (w/ dual commodity sales force)**
 - Four agencies in Paris, Lille, Metz , Lyon
- **Level of active prospecting depends on commodity**
 - High on power, low on gas

Overview: definition of targeted market for power

Overall power market in France: 450 TWh

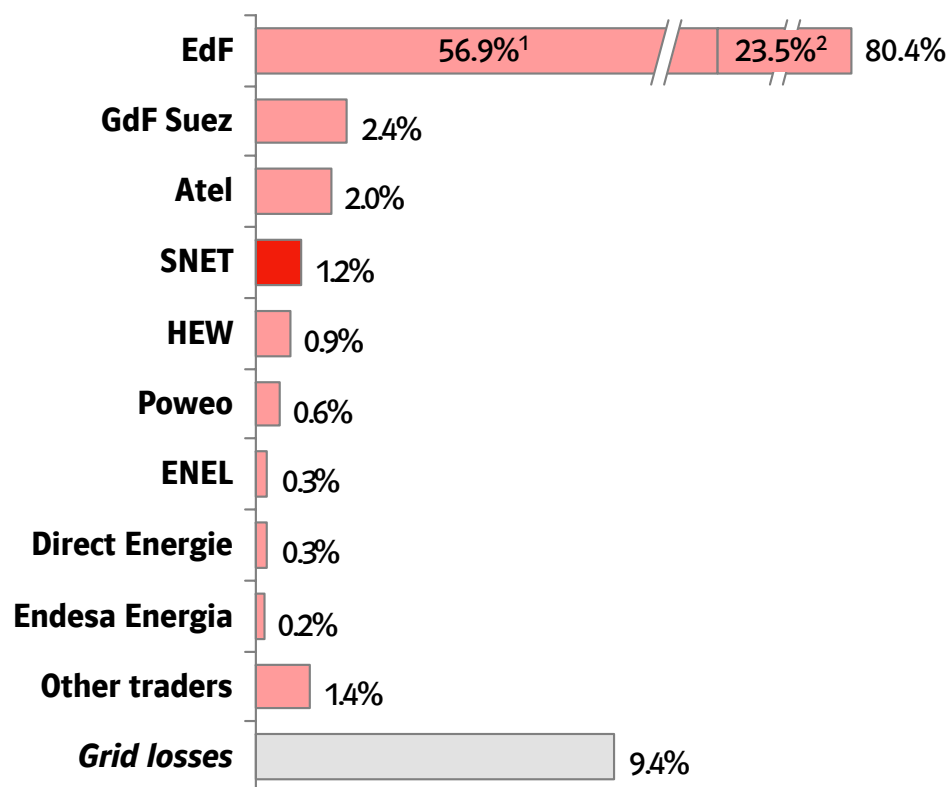


Strategic focus of SNET & E.ON France

- **Large industrial & tertiary accounts with a minimum, stable & predictable consumption**
 - SNET
 - >1 GWh (multi-sites)
 - >7 GWh (mono-sites)
 - >30 GWh for indexed tenders
 - EFRE
 - > 50 GWh (mono-sites)
- **Equipped with remote metering system**
- **Integrating into portfolio / reflecting the need to diversify**
- **Presenting a credit risk beneath set limit (COFACE + Risk Management)**
- **At EFRE, strategic focus on pan-European accounts**

Overview: competition on power market

Market shares (2007)



1. Competitive market under tariff

2. Competitive market

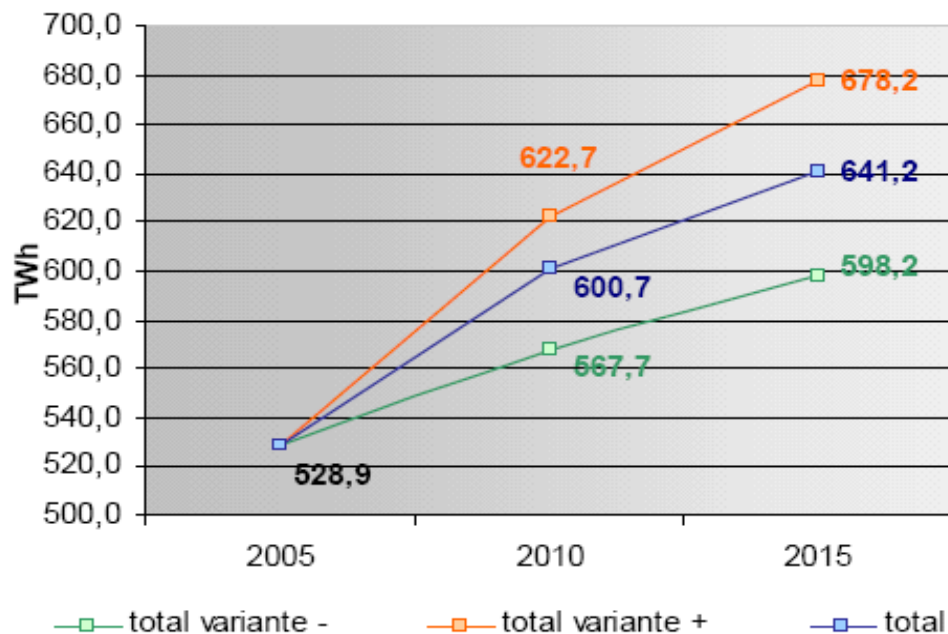
Source: SNET (2007)

Competition by market segment (2007)

Company	Large customers	Industrial customers	Small customers	Domestic
	X	X		
	X	X		
	X	X	X	X
	X	X	X	X
	X	X		
	X	X		
		X		
		X	X	X
		X	X	X
		X	X	X
			X	X

Overview: development of demand for gas until 2015

Demand scenarios, in billions of KWh (HHV) per year



Source: Ministry of energy, 2005-2015 gas planning (March 2007)

Demand per segment, in billions of KWh (HHV) per year

Residential/tertiary		269,5	
Industry		185,6	
CHP + CCGT		33,4	
Other (raw material, high-furnace gas, GNV etc.)		40,4	
Total		528,9	
Natural gas consumption in 2015 (TWh)	Low scenario	Central scenario	High scenario
Residential/tertiary	298,5	320,5	334,5
Industry	209,2	218,6	228,6
CHP + CCGT	59,6	66,7	75,5
Other (raw material, etc.)	30,9	35,4	39,6
Total	598,2	641,2	678,2
CAGR	1,24%	1,94%	2,52%

Source: Ministry of energy, 2005-2015 gas planning (March 2007) - estimations VEP

Under the central scenario, 112 TWh growth prospect to 2015, broken-down as follows:

- + 51 TWh in residential/tertiary sectors, due to continuing fuel/gas substitution and new buildings
- + 33 TWh in industry (GDP induced)
- + 33 TWh in power generation (+ 5 TWh CHP, + 28 TWh CCGT for 6 units of 400 MWe)
- - 5 TWh in other sectors (mainly due to reduction in uses as feedstock)

Overview: segment size vs. number of sites, for gas

Segment	Tariff	Typical yearly consumption	Typical usage	Eligibility	Number of sites	Segment size
DOMESTIC	Base	up to 1MWh/year	Cooking	1 July 2007	~11 million	150 TWh/year
	B0	1 to 6 MWh/year	Cooking + water heating			
	B1	6 to 30 MWh/year	Cooking + water heating + individual space heating			
PROFESSIONAL COMMERCIAL	B2I	30 to 350 MWh/year	Medium size collective water heating + space heating	1 July 2004	~ 700 000	120 TWh/year
	B2S	350 to 5 000 MWh/year	Large size collective water heating + space heating			
	TEL	5 000 to 8 000 MWh/year	Very large size space heating systems			
INDUSTRY	S2S	5 000 to ~ 100 000 MWh/year	Industrial process, very large size space heating systems	10 August 2003 (> 83 GWh/year)	~ 2 000 (~ 200 > 83 GWh/year)	90 TWh/year
	STS	above ~ 50 000 MWh/year	Large Industrial process, very large size space heating systems	10 August 2000 (> 237 GWh/year)	~ 1 000 (~ 150 > 237 GWh/year)	170 TWh/year

What it takes to be a successful player

Key Success Factors

1. Capture clients...

Through commercial offer

- Competitive prices
- Large range of products (or bespoke)
 - Traditional products
 - Specific products: Long-term
 - Exotic products
- Value-added services

Through commercial activeness

- Front Office
 - Visibility on market
 - Local presence
 - Frequent contacts with prospects (at site level)
- Middle Office
 - Responsiveness (in particular RFQs)
 - Dedicated services (portfolio management)
 - Risk management efficient, adaptable (Risk Committee)

2. Generate value...

For clients (portfolio retention)

- Efficient support services
- Transport management / optimization
- Individual customer reporting
 - ideally, online web access

For the company (portfolio optimization)

- Variety of client profiles, for mutual compensation of volatility :
 - Activity / seasonality
 - Size
 - Contract duration
 - Storage rights (gas only)
- Permanent communication with clients (at site level), to anticipate on consumption pattern

Integration topic:

SNET baseline

- Monitoring of 3 types of risk
 - Client risk: payment modalities and financial guarantees required by contract are determined through a "criteria scale" calibrated along COFACE scorings
 - Volume/price risk: pricing and client portfolio management are ensured by Commercial Engineering department

E.ON way

- E.ON approach communicated to SNET via several meetings in Jul/Aug
- EFRE has implemented credit-risk assessment criteria based on COFACE ratings as well

3. Commercial risk approach

Integration plan

- Adaptation of Risk Committee composition (+ 2 members from E.ON)
- Undergoing test at EFRE on alignment of credit-risk policy on SNET criteria, for 3 months (until end of year) → EFRE to decide then on definitive alignment

Expected benefits / synergies

- Better risk control
- Aligned standards

Implementation scheme

- **Overall agenda**
 - Update Risk Committee: done
 - Alignment: tbd based on undergoing test results
- **Main constraints / needs**
 - To be considered within overall risk strategy

Integration topic:

SNET baseline

- Monthly review of activity
 - Sales
 - Controlling
 - Pricing & demand forecast
 - Headcount
- Including TaRTAM report
- *See baseline for details*

E.ON way

- -

4. Reporting

Integration plan

- Listing of all commercial reports currently done at SNET (cf. back-up)
 - Offer pipeline
 - Sales activity report
 - Discrepancies follow-up
 - Discrepancies analysis
 - Unpaid invoices report
 - Synthesis report
 - Management report
 - Client statistics
 - Sales perimeter report
- Agreement reached that current reporting sufficient for E.ON France – further needs to be expressed, if needed

Expected benefits / synergies

- Conformity with E.ON standards
- Transparency

Implementation scheme

- Overall agenda
 - Done

Detailed list of SNET Sales reports

Service	Designation	Description	Périodicité	Destinataire	Responsable
F0	Etat des offres	• Etat des offres en cours / gagnées / perdues	Mensuel	F Dionnet / AC Baudon	C. Prangère
M0	Reporting Activité DC	ACTIVITE VENTE : • Suivi des offres en cours/perdues/gagnées • Portefeuille contractuel • Vente produits spécifiques • Suivi validation des contrats ACTIVITE GESTION : • Répartition des Eligibles • Etat des Impayés/Retard Paiement • Gestion Risque • Marge Brute ACTIVITE PRICING : • Traitement des demandes • Ecart	Mensuel	DC	AC Baudon
M0	Suivi des Ecart		Quotidien	F. Dionnet / M. Edel	S. Celestine
M0	Analyse des Ecart		Mensuel		JL Lauer
B0	Etat des Impayés		Mensuel		L. Brach
B0	Etat de Synthèse		Mensuel		V. Riff
B0	Reporting Gestion				E. Milard
B0	Stats Clients	Nb de clients et sites facturés	Mensuel	DC	JL Lauer
B0	Périmètre DC	Affiliation des clients CARD/CART	Mensuel	DC	A. Sow

Implementation Plan (1/2)

Implementation Topic	Objective	In charge	Action Steps	Planned completion
1. Finalize Sales department organization	1.1. URGENT - Find solution for filling of vacant BO position	tbd	1.1.a. Different options evaluated, in terms of EFR's interest & labour law - interim contract at SNET - direct recruiting at EFRE (potential question over 'mieux disant social') - interim contract at SNET then direct recruiting at EFRE	15/11/2008
			1.1.b. Decision made	22/11/2008
	1.2. Finalize detailed description of organization scenarios (at 65%)	tbd	1.2.a. For each scenario, impacts described - in terms of - staff relocation only vs. 'détachement' - SNET 'fonds de commerce' continuation - service agreements (e.g gas sales, perimeter management) - management scheme - HR impacts - CCE / CA processes	15/11/2008
	1.3. Perform legal check on all options	tbd	1.3.a. Legal advice on all options obtained - feasibility - documentation needs (SLAs, 'conventions de détachement', ...) - requirements re. CA, CE, CCE, CHSCT, CCHSCT, ...	15/12/2008
			1.3.b. Legal check validated by Mr. Hienz	22/12/2008
	1.4. Develop 'conventions de	tbd	1.4.a. Key principles of detachment defined	15/01/2009
			1.4.b. Detailed scope of detachment defined (who? from where? to where?)	15/01/2009
			1.4.c. First draft of 'conventions de détachement' written - with support from Legal / counsels	15/01/2009
			1.4.d. Final version of 'conventions de détachement' written - with support & validation from Legal / counsels	15/01/2009
	1.5. Develop 'contrats de service' (SLAs)	tbd	1.5.a. Key principles of SLAs defined	15/01/2009
			1.5.b. Detailed scope of SLAs defined	15/01/2009
			1.5.c. First draft of 'contrats d'agence' written - with support from Legal / counsels	15/01/2009
			1.5.d. Final version of 'contrats d'agence' written - with support & validation from Legal / counsels	15/01/2009

Implementation Plan (2/2)

Implementation Topic	Objective	In charge	Action Steps	Planned completion
	1.6. Prepare CCE process	tbd	1.6.a. Documents related to 'info-consult' process (e.g. 'conventions de détachement') prepared	01/02/2009
			1.6.b. 'Storyline' accompanying documents developed & formalized	01/02/2009
	1.7. Prepare CA process	tbd	1.7.a. Detailed content of CA presentation defined ('conventions de détachement', 'contrats d'agence')	01/02/2009
			1.7.b. 'Storyline' accompanying documents developed & formalized	01/02/2009
	1.8. Define solution for merger-related HR alignment issues (status, wages, incentive scheme)	Mr. Reiter / Mrs. Reik	1.8.a. IEG/oil status, compensation scheme & KAM objectives scheme comparison & analysis completed (see HR implementation plan)	31/03/2009
			1.8.b. Decision upon schemes alignment vs. coexistence of different schemes made	31/03/2009
			1.8.c. Position on status defined (see HR implementation plan)	31/03/2009
			1.8.d. New compensation scheme proposed (KAMs & support functions)	31/03/2009
			1.8.e. New KAM objectives scheme proposed	31/03/2009
	1.9. Manage individual transfers	tbd	1.9.a. Communication content prepared (key organization principles + individual interviews)	31/05/2009
			1.9.b. Key organization principles communicated to all Sales staff	31/05/2009
			1.9.c. One-to-one interviews conducted with all Sales staff concerned by transfers, to explain individual impacts & assess transfer acceptance	31/05/2009
			1.9.d. All 'conventions de détachement' accepted & signed by staff	31/05/2009
	1.10. Ensure training of SNET staff for gas selling (KAMs & support functions)	tbd	1.10.a. General training session organized (main principles, main differences with power, etc.)	
			1.10.b. Ad-hoc trainings on specific subjects identified & planned	
			1.10.c. All required trainings done	
	1.11. Align IT systems & tools	tbd	1.11.a. Need for system alignments, interfaces & connections assessed - with support from IT	
			1.11.b. Proper & timely system transfer ensured, ahead of staff transfer	
			1.11.c. Ad-hoc trainings on shared systems identified & planned	

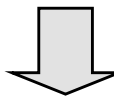
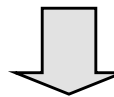
Agenda

Management summary

Target Operating Model by function

- Generation p. 20-34
- Engineering & project development p. 34-48
- Renewables p. 49-56
- Sales p. 57-75
- **Trading / Energy optimization p. 76-92**
- Financial corporate functions p. 93-106
- Strategic / non financial corporate functions p.107-150
- HR p.151-185
- Communication p. 186-199

Optimization / Trading: 3 Implementation Topics identified

Integration Topics		Implementation Topics	In charge	Compl. date
1. Decision rights & interfaces		1. Finalize & validate SNET/EET decision rights & interfaces	tbd	30/11/08
2. Process alignment		2. Finalize Trading / Optimization processes alignment	tbd	31/12/08
3. Reporting		3. Finalize Reporting scheme at 65%	tbd	30/11/08
				
• Focus of integration workgroup activities • Base structure for the Target Operating Model document ➔ 1 section per integration topic		• Will be the main focus of the implementation phase • Base structure for the implementation plans		

Note: All Organization points to be finalized following decision at BU E.ON France level

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

Integration topic:

SNET baseline

- Organization chart as per baseline document
 - operations (CODAP, fuels, regulatory)
 - trading floor (incl. analyses)
 - Back-Office (shared with Sales)
- Risk Committee with selected ComEx members & shareholders representatives

E.ON way

- EET manages all trading activities within E.ON group
- Hierarchical organization of Risk Committees
 - E.ON Energie (EEA)
 - Corporate Center

1. Decision rights & interfaces

Integration plan

At 65%

- SNET keeps
 - whole Trading / Optimization staff (no relocation nor transfer)
 - P/L ownership
 - associated risk (and risk management responsibility)
- EET to
 - participate to elaboration / validation of hedging strategy, upon proposal by EFR/EEA (to be validated by parties)
 - provide several services to EFR (modalities to be defined): market analyses & reports, consulting, ...

At 100%

- EET gets full control over EFR Trading activities, with carve-out of relevant departments to Düsseldorf

Expected benefits / synergies

- Set-up of governance model taking into account EET advisory, in preparation for full integration
- Risk management consistency

Implementation scheme

- **Overall agenda**
 - Validate operating model at 65%
 - Define detailed modalities for EET services to EFR

EET / EEA cooperation Model for trading activities in France

Description Criteria	
Assets	• EEA/EFR proposes an hedging strategy that should be validated by EET. CC arbitrage in case of conflict only • Asset trading is done by the SNET trading floor within the hedging strategy framework agreed with EET
Sales	• EFR Sales to secure transparency about performance and portfolio risks
Prop Trading	• Any proprietary trading activity is within EET • Deviances of the hedging strategy are decided by EET and will be clearly separated from the EFR portfolio
Risk Allocation	• All contracts and commodity positions stay within EFR • Management of the commodity risk is defined in EFR's hedging framework (agreed with EET)
P&L Ownership	• Hedging performance in E.ON France P&L
Organization & interfaces	• All existing trading related employees stay within the SNET (Energy Management) • EET provides additional trading and risk services to E.ON France

Interfaces between EFR & EET

Access to expertise & services

- **Value-added services & insight to be provided by EET to EFR, e.g.**
 - market analyses & reports
 - on-demand consulting & other special requests (e.g. market access)
- **Question over potential compensation mode from EFR to EET, to be decided asap**

Alignment of hedging strategy

- **Common understanding of hedging strategy (as per EET definition)**
- **During integration phase, implementation of framework for hedging strategy at EFR**
 - corridor
 - PaR limits
- **Definition of process for EET participation to EFR hedging strategy, while at 65%**

Transparency through reporting

- **Set-up of interim reporting scheme (until end of year)**
 - for communication to E.ON France & potentially to EET (tbc)
 - including all open & closed positions for generation & sales portfolio
- **On the long run, proposal for full "Commodity Risk Report" (excl. sales-related data) to be communicated to EET**
 - proposal to be accepted by EFR & EET

Access to expertise & services

Options for compensation from EFR to EET

	Examples of content/topics			
		Free	Flat fee	Cost + fee
Providing of market data & reports	- Fundamental market analysis - Market price reporting ...	 Considered as 'normal' service from EET to subsidiaries	OR  SNET has access to all reports, by paying yearly fee to EET	OR  EET proposes market prices and SNET is free to purchase or not
	- Risk & Legal Consulting - Market access (outside France) ...		 SNET has unlimited access to EET standard expertise (scope to be defined)	AND  EET will quote for all special requests & analyses beforehand

Compensation structure should enforce maximum usage of EET expertise, to aim at Group-wide best interest

Next steps: recommendation from EFR, to be submitted to EET for validation

Integration topic:

SNET baseline

- SNET has own trading processes, main ones being described in baseline document, e.g.
 - Weekly Long-term Committee meetings to take position management decisions
 - Bi-monthly Risk Committee meetings
 - Monthly Risk Report
 - ...
- No structured hedging strategy

E.ON way

- Selected EET processes presented in meetings
- Main difference: existence at EET of structured hedging strategy (corridor, PaR limits)

2. Process alignment

Integration plan

- Align processes on EET standards
- Major focus (e.g.)
 - implementation of hedging strategy
 - setting of PaR limits
 - alignment of IT systems (Zainet)
 - set-up of EET/SNET interfaces for trading
- Will remain unchanged (e.g.)
 - national fuel procurement
 - contract settlement

Expected benefits / synergies

- Preparation for future integration
- Alignment of risk policy
- Better transparency & control on trading activities
- Potential synergies on coal / gas procurement (to be assessed)

Implementation scheme

- **Overall agenda**
 - Process alignment to be finalized in Q4 2008

Alignment of hedging strategy

What the hedging strategy should define / describe (scope definition)

- All **asset positions & commodities** traded
- **Corporate governance**, decision making process & reporting requirements
- **Risks associated** with open positions (price, volume, currency, etc.)
- **General principles of positions hedging** (e.g. back-to-back, volume hedge, buying and selling, dynamic hedging etc.)
- **Method for price risks hedging** (e.g. description of hedging path/corridor) and rationale behind (e.g. link to competitor behavior, minimum cash demand, volume uncertainty, risk appetite, price strategy, value creation etc.)
- **Instruments** used for hedging (e.g. forward contracts, options, swaps, assets, etc.)
- **Key performance indicators** measuring hedging performance
- How the hedging strategy is reflected in the **portfolio book structure**

What framework is already in place

Decision possibilities of SNET Risk Committee are narrowed by

- Alignment of rules for optimization (introduction of "corridor" & associated slope)
- Alignment of risk strategy (width of corridor)
- Set-up of PaR limits

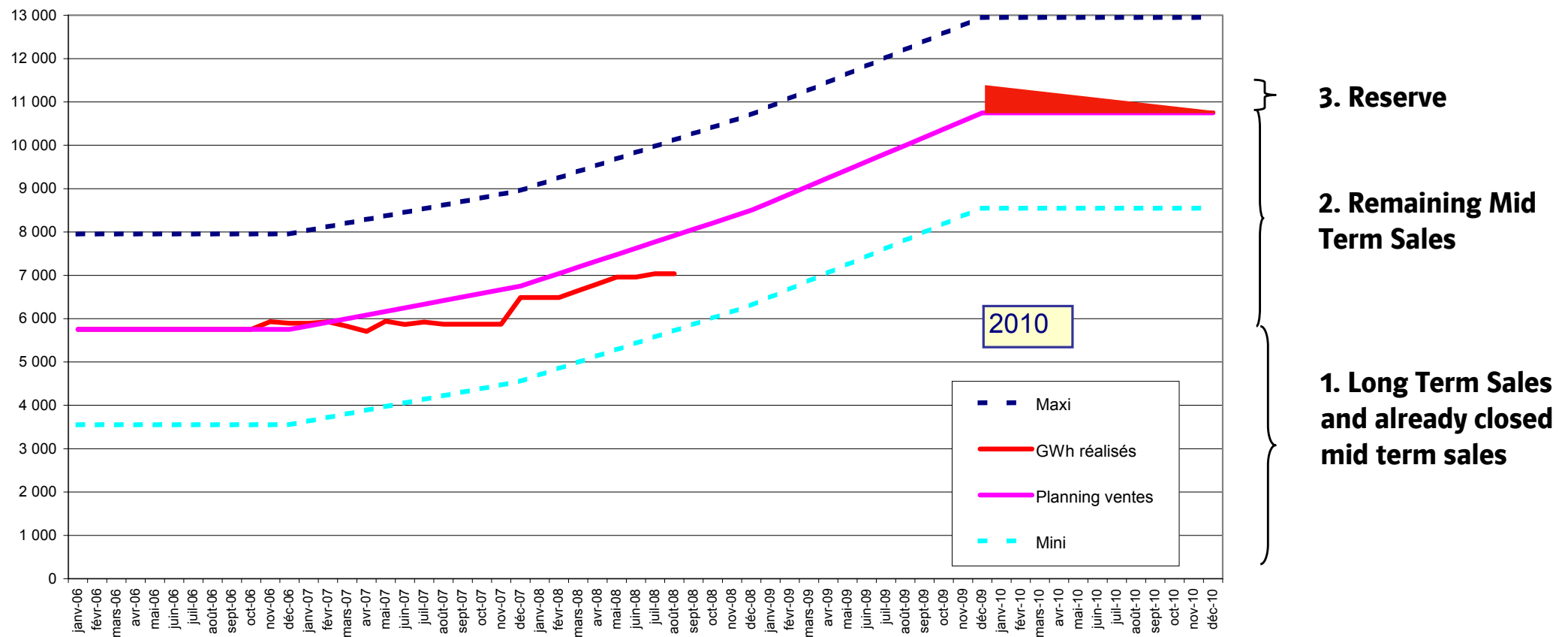
How strategy adjustment will happen

From now on, EET to participate to EFR hedging strategy definition through

- Yearly: hedging strategy meeting¹
- Monthly: conf call around Commodity Risk Report
 - review of past month activity
 - if needed, adjustment of strategy within given framework (process to be defined)
- Ad-hoc: exceptional meeting in case of major change of environment (e.g. crisis)

1. With SNET CEO & CFO, Head of DCGE, Head of Trading

Overview on SNET's hedging strategy (2010)



Trading activities integration needs addressed at function level

Functions

1

Trading / Optimization

- Strategy & curved trading
- Day-ahead trading
- Intra-day trading
- Dispatch operations
- Planning
- Optimization¹
- International fuels
- National fuels
- Sales portfolio management

2

Supporting activities

- Market analysis
- Contract management
- Contract settlement
- Metering
- Pricing
- Information systems
- Budgeting

3

Strategy / Risk

- Risk Management¹
- Strategy development¹
- Legal & compliance
- Regulatory management

- **Definition (based on SNET activities)**
- **Assessment of alignment needs**

1. Impacted by hedging strategy structuring

1 Trading / Optimization

Function (or sub-function)	Progress realized	Left to be done – Next steps
Structured & curved trading	Set-up of EET-SNET interfaces • ISDA coal contract signed • First intra-day deals done	Finalization of other contracts, e.g. • Allowance appendix (15/11/08)
Day-ahead trading		
Intra-day trading		
Dispatch operations	Power: check of processes conformity to EET standards Gas: independent evaluation started	Power: meetings to define dispatch development strategy with EET (end 2008) Gas: results expected (07/12/08)
Optimization	Check of processes conformity to EET standards	Further alignment of modeling processes (assumptions of price forecast, ...) (end 2009)
International fuels	Identification of requirements linked to end of EDFT contract	Evaluation of options for international coal sourcing (first evaluation 10/11/08)
National fuels	SNET full responsibility	-

2 Supporting activities

Function (or sub-function)	Progress realized	Left to be done – Next steps
Market analysis	Start of information transfer	Completion of market information transmission (as soon as confidentiality agreement has been implemented)
Contract management	Alignment of valuation methodology on EEA & EET standards	Finalization of EDF contract valuation and other tolling options (end 2008)
Contract settlement	Check of conformity with EET standards	-
Information systems	Follow-up of Zainet system transfer	Completion of system transfer (Endesa Servicios lack of responsiveness to be addressed) (end 2008)

3 Strategy / Risk

Function (or sub-function)	Progress realized	Left to be done – Next steps
Risk Management	Full alignment on EET standards Setting of PaR limits	Ensure formal information transmission to EET (reporting) (end 2008)
Strategy development	Implementation of structured hedging strategy (Active Portfolio Management corridor)	Ensure formal information transmission to EET (reporting) (end 2008)
Legal & compliance	Ad-hoc support from EET	Formalize process for SNET access to expertise (19/11/08)
Regulatory management	Identification of key issues (e.g. ancillary services)	EEA to provide feedback on key issues after SNET evaluation (Q1 2009)

Integration topic:

SNET baseline

- Main reports produced at SNET
 - Open & closed positions
 - Counterparty risk positions
 - Long-Term Contracts
 - Power, CO2 reporting
 - ...

E.ON way

- EET reporting scheme presented in meetings

3. Reporting

Integration plan

- Set-up of interim reporting scheme (until end of year)
 - All open & closed positions
 - For generation & sales portfolio
- Design of EFR/EET agreement on adequate level of reporting
 - E.ON Spain reporting scheme to be used as a model
 - Proposal to be made to EFR & EET Boards for discussion

Expected benefits / synergies

- Alignment will allow to prepare for future integration
- Early training of SNET staff to EET reporting scheme
- Support to alignment of SNET activities on EET standards

Implementation scheme

- **Overall agenda**
 - Reporting scheme to be aligned in Q1 2009

Transparency through reporting (1/2)

Definition of reporting scheme (EFR to EET, at 65%)

Possible content of report to EET

- **Detailed portfolio report with**
 - all open & closed positions
 - for generation & sales portfolios (including EDF contract position & TaRTAM position)
 - for coming 3 years (liquid period)
- **Reporting on economic generation**
- **Counterparty risk positions**
- ...

Possible process for communication to EET

- **EFR would send report to EEA at the end of each month**
- **EEA would communicate report to EET after given period (e.g. 4 working days), in order to**
 - Be in the position to detect & solve any possible issue/mistake in advance
 - Eventually avoid misunderstanding at EET

Content & process to be agreed upon by EFR & EET

Transparency through reporting (2/2)

Interim report (already in place, until end 2008)

Year 2010 month 1 01/01/10

			Economic Generation	Procurement (externally)	Procurement (internally)	SubTotal
Coal			01/01/10	01/01/10	01/01/10	
Power (DGE - Gestion de l'Energie)	base	TWh	622	0.79	0.00	7.01
	peak	TWh	2.90 0.3445	-0.08	0.00	2.82
Coal	API#2	Mio. to	314 0.9788	0.00		314
CO ₂		Mio. to	892	0.77		9.69
GasOil/FuelOil	start-up	Mio. to	0.06	0		0.06
Power (Direction Commerciale)	base	TWh		0.46	1.67	2.13
	peak	TWh		0.04	0.16	0.20

Closed Position (externally)	Closed Position (Option / VPP)	Ventes clients sous TaRTAM	Ventes clients hors Tartam	Closed Position (internally)	Free Allocation expected (share of SNET)	Sub Total	Open Position
01/01/10	01/01/10			01/01/10			01/01/10
0.70	2.34			1.67		4.71	2.30
1.06	1.94			0.16		3.15	-0.33
0	0.395						
0.76	1.69					2.45	-0.69
	1.0013						
0.50	4.29				3.49	8.27	-1.42
0							
0.0120						0.01	-0.05
0.18		1.01	1.01	0.00		2.19	-0.06
0.00		0.10	0.10	0.00		0.20	0.00

CCGT

Power (DGE - Gestion de l'Energie)	base	TWh	143	0.00		143
	peak	TWh	1.66 0.3650	0.00		1.66
CO ₂		Mio. to	113 0.5200	0.00		113
GasOil/FuelOil	STS	Mio. to	0.34	0.00		0.34

0	0.36				0.36	1.07
0.2349	0.63				0.87	0.79
	0.36					
	0.5200			0.97	1.33	0.21
0.0265	0.09				0.12	-0.23

Implementation Plan

Implementation Topic	Objective	In charge	Action Steps	Planned completion
1. Finalize & validate SNET/EET decision rights & interfaces	1.1. Finalize definition of EET decision rights & interfaces (at 65%)	tbd	1.1.a. EFR/EET interaction mode proposed to EFR & EET - including compensation scheme from SNET to EET, for expertise & services	10/11/2008
			1.1.b. EFR/EET interaction mode validated by EFR & EET	30/11/2008
2. Finalize Trading / Optimization process alignment	2.1. Finalize trading / optimization process alignment	tbd	2.1.a. Finalization of other trading contracts, e.g. allowance appendix	15/11/2008
			2.1.b. Power dispatch development strategy defined with EET	31/12/2008
			2.1.c. Gas dispatch: study results received & decision taken	31/12/2008
			2.1.d. Optimization modeling processes aligned (assumptions of price forecast, ...)	31/12/2008
			2.1.e. International coal sourcing: post-2009 options evaluated	31/12/2008
			2.1.f. International coal sourcing: decision made	01/07/2009
	2.2. Finalize supporting activities alignment	tbd	2.2.a. Market information transmission completed (after implementation of confidentiality agreement)	01/12/2008
			2.2.b. EDF contract valuation & other tolling options finalized	31/12/2008
			2.2.c. IT: system transfer completed	31/12/2008
3. Finalize reporting scheme at 65%	3.1. Finalize definition of target reporting to EET (at 65%)	tbd	3.1.a. Content of reporting scheme proposed to EFR & EET	10/11/2008
			3.1.b. Content of reporting scheme validated by EFR & EET	30/11/2008

Agenda

Management summary

Target Operating Model by function

- Generation p. 20-34
- Engineering & project development p. 34-48
- Renewables p. 49-56
- Sales p. 57-75
- Trading / Energy optimization p. 76-92
- **Financial corporate functions p. 93-106**
- Strategic / non financial corporate functions p.107-150
- HR p.151-185
- Communication p. 186-199

Financial Functions: 3 Implementation Topics identified

Integration Topics	Implementation Topics	In charge	Compl. date
1. Accounting	1. Finalize Accounting alignment	Mrs Pons	31/03/09
2. Controlling	2. Finalize Controlling alignment	Mr Charvet / Mrs Passicos	31/03/09
3. Finance	– Done (Decision on refinancing to be monitored in 2009)		
4. Insurance / Tax...	3. Fully align Insurance practices	Mrs Pons	31/12/08



- Focus of integration workgroup activities
- **Base structure for the Target Operating Model document**
→ 1 section per integration topic



- Will be the main focus of the implementation phase
- **Base structure for the implementation plans**

Note: All Organization points to be finalized following decision at BU E.ON France level

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

Integration topic:

SNET baseline

SNET has an accounting department of 4.5 FTE reporting to M Munoz

- Procedures & organization described in Baseline
- Systems: SAP SEM, including Bialystok. Details in Baseline

E.ON way

E.ON has standardized procedures described in the Accounting handbook - communicated with detailed rulings

- All E.ON BUs integrated in SAP SEM consolidation and planning/reporting system.
- Mapping of chart of accounts.

1. Accounting

Integration plan

- Align to E.ON IFRS practices
 - No change of French GAAP as no consolidation needed
- Align mapping of accounts after Component evaluation
- Separate accounting for Renewables & Bialystok
- Include PPA results in SNET's IFRS accounts
- Further Systems Integration in Globe Project (approx. 6 months needed from decision to implement all integration into SAP SEM)

Expected benefits / synergies

- Transparency / Comparability.
- No alternative.
- Negative Synergy: duplicate work due to separation of Renewables activities.

Implementation scheme

- **Overall agenda**
 - Renewables separate accounting before end 08
 - Bialystok separate accounts in Q1 2009
 - PPA: target end 2008

Integration topic:

SNET baseline

SNET has a controlling department of 11.5 FTE reporting to M Munoz

- Organization described in baseline
- Reporting procedures described in Baseline
- Already operating in large Group setting for reporting
- Internal Controlling (SOX) (1 FTE)

E.ON way

- Main differences:
 - Quarterly closing.
 - Integrated system.
- KPIs topic central in E.ON.
- More in-depth risk-Controlling.

2. Controlling

Integration plan

- Fully implement E.ON Policies a minima
 - possibility of being more demanding depending on SNET's and EFR's internal policy
- Internal Controlling: maintain current SOX practices until implementation E.ON's IKS (2009).
 - Details on systems configuration to be further analyzed
- Align to E.ON KPIs

Expected benefits / synergies

- Transparency / Comparability.
- No alternative.
- Negative Synergy: duplicate work due to separation of Renewables activities.

Implementation scheme

- **Overall agenda**
 - KPIs: implemented in Jan 09
 - E.ON IKS: Q1 09
 - PaR Reporting: Jan 09

Commodity and Risk-related Reporting from SNET

1. Open Position Reporting

- *Content:* Long & short positions for power, coal, gas & CO₂ for 2008 - 2012 for the generation and the sales portfolio.
- *Date & Destination:* monthly, to E.ON Energie AG – Risk Controlling (EEA-CKR), then to E.ON AG risk controlling
- *Report established:* End of September 2009. (Currently second reporting under way).

2. Profit at Risk (PaR)-Reporting

- *Content:* Long & short positions on clean dark & clean spark spread, coal, gas & CO₂ per year for 2009-2011. Main risk controlling tool for Commodity risk management. Reporting applies only to the sales portfolio.
- *Date & Destination:* monthly, EFR/SNET provide open positions to EET. EEA-CKR & E.ON AG risk controlling review.
- *Report established:* First reporting end January 2009, dry run in December 2009. Limit request calculated & handed in to E.ON AG.

3. Counterparty Exposure Reporting

- *Content:* SNET's exposure to counterparties in the generation portfolio & corresponding limits as well as major collaterals.
- *Date & Destination:* Monday, weekly report to EFR. End of month, monthly reporting to EEA-CKR.
- *Report established:* Since July 2008, immediately after starting the integration.

4. Margin Reporting

- *Content:* SNET's current usage of the established Margin Agreements (based on CSA and with Exchanges)
- *Date & Destination:* monthly reporting to E.ON AG via EEA-CKR.
- *Report established:* Since September 2008.

Current Internal Controlling principles at SNET

Main Internal Controlling Principles at SNET

40 SOX processes for 354 Control Activities (CA)

21 Processes tested in 2007 (200 CA)

- Sales & Trading
- Accounting & Cash
- Capital assets & Fuels
- IT



2007 Scores

86% on adequate design
87% on implementation

6 specific missions (out of SOX) led on

- SAP Rights
- Third-Party payments
- Down payments & travel costs
- Pay
- Eligible clients
- CO2 emissions rights

2008 Situation

SNET no longer submitted to SOX as no link to NYSE but still compliant

- Internal Controlling Norm will be created before the end of the year
- Internal Communication on continuation of internal controlling processes
- Action plans implemented following CAC & Internal Audits recommendations
- Nov 08: updates controls, key controls highlights, testing by external auditor

E.ON IKS main principles – implementation 2009

Objective of E.ON's Internal Control Framework

E.ON's Internal Control Framework ...

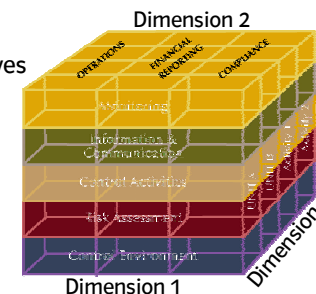
- provides a starting point for the implementation of efficient and effective internal controls over financial reporting within the E.ON group
- provides a risk based approach for the definition of the required level of internal controls over financial reporting within the E.ON group
- defines a group wide monitoring and assessment approach for the internal controls over financial reporting within the E.ON group
- defines the minimal documentation needs for Org. Units/Market Units related to internal controls over financial reporting within the E.ON group
- provides guidance and tools for the documentation and assessment of internal control over financial reporting within the E.ON Group

Internal Controls@E.ON January 29 2008 E/CA2 Page 2

E.ON's Internal Control Framework

E.ON's Internal Control Framework is based on the Internal Control – Integrated Framework published by COSO¹⁾.

- **Five Components of Control (Dimension 1)**
The components - when integrated and working in all business units - will help achieve internal control objectives
- **Categories for Internal Control objectives (Dimension 2)**
Operation, Financial Reporting and Compliance
- **Units/Activities of an organization (Dimension 3)**
Units or activities of an organization to which internal control relates (entire organization and any of its parts)
Internal control should therefore be implemented using the same criteria across an organization's activities and units



¹⁾ COSO – Committee of Sponsoring Organizations (COSO I) - see Appendix for further information

Internal Controls@E.ON January 29 2008 E/CA2 Page 8

KPIs tested, to be implemented in 2009 (illustrative)

Legal Unit: SNET - Management Unit (SAP SEM proposal): Conventional Version: 408 - Currency: EUR - Year: 2008						
KPI	Text	Unit	2009	2010	2011	
K021000001	Net Generation Volume (Accounting View)	MWh	9 130 508.381	9 730 344.401	10 108 095.231	
K021000001	Fossil Generation	MWh	9 130 508.381	9 730 344.401	10 108 095.231	
K021000001	Hard Coal	MWh	9 130 508.381	7 705 245.581	7 443 734.091	
K021000001	Lignite	MWh				
K021000001	Oil	MWh				
K021000001	Gas	MWh	0.000	2 025 098.820	2 664 361.140	
K021000001	Waste	MWh				
K021000001	Peat	MWh				
K021000001	Others	MWh				
K021000003	Net generation capacity (Accounting View)	MW	2 829.000	3 629.000	4 029.000	
K021000003	Fossil Generation	MW	2 829.000	3 629.000	4 029.000	
K021000003	Hard Coal	MW	2 829.000	2 829.000	2 829.000	
K021000003	Lignite	MW				
K021000003	Oil	MW				
K021000003	Gas	MW	0.000	800.000	1 200.000	
K021000003	Steam/Open Cycle Turbine	MW				
K021000003	CCGT	MW	0.000	800.000	1 200.000	
K021000003	Waste	MW				
K021000003	Peat	MW				
K021000003	Others	MW				
K021000004	E.ON attributable share in net generation capacity (Pro Rata View)	MW	1 773.599	2 293.599	2 553.599	
K021000004	Fossil Generation	MW	1 773.599	2 293.599	2 553.599	
K021000004	Hard Coal	MW	1 773.599	1 773.599	1 773.599	
K021000004	Lignite	MW				
K021000004	Oil	MW				
K021000004	Gas	MW	0.000	520.000	780.000	
K021000004	Steam/Open Cycle Turbine	MW				
K021000004	CCGT	MW	0.000	520.000	780.000	
K021000004	Waste	MW				
K021000004	Peat	MW				
K021000004	Others	MW				
K021000007	Controllable Cost Generation (Accounting View)	EUR	137 487 520.900	160 195 663.023	175 530 994.705	
K021000007	Fossil Generation	EUR	137 487 520.900	160 195 663.023	175 530 994.705	
K021000007	Hard Coal	EUR	135 214 256.218	140 752 106.756	145 440 012.257	
K021000007	Lignite	EUR				
K021000007	Oil	EUR				
K021000007	Gas	EUR	2 273 264.682	19 443 556.266	30 090 982.448	
K021000007	Waste	EUR				
K021000007	Peat	EUR				
K021000007	Others	EUR				

Integration topic:

SNET baseline

- SNET has autonomous financing mode; short-term oriented (June 09)
- Own system of counterparty risk steering & evaluation
- Own system of credit-risk steering & evaluation

E.ON way

- Counterparty risk steered centrally (RMS), depending on limits allocated by EAG
- Credit-risk usually under responsibility of BUs
- Group-wide financing & cash-flow reporting (TREMA)

3. Finance

Integration plan

- SNET entering counterparty risk steering by E.ON
 - Commercial customers (eligible clients) do not need to enter into E.ON risk management system as business size allows SNET to manage risk solely at BU-level
 - Counterparty risks all approved by CC
- Options on Risk reduction taken (margin agreement with JPMSL)
- SNET entering into TREMA & regular finance reporting

Expected benefits / synergies

- Transparency / Comparability
- No alternative
- Best practice transfer in risk management
- Negative Synergy: duplicate work due to separation of Renewables activities

Implementation scheme

- **Overall agenda**
 - Done
 - Monitor decision to be made on re-financing (early 09)

Reporting via Finance Software TREMA

Finance department of SNET was trained in September to use TREMA as reporting software for financial reporting. Since October 2008, SNET has direct access to the reporting system

Consists of 2 parts:

- Monthly reporting of Net Debt (including deposits/loans and balances of fully consolidated companies within the SNET group both internal as well as external); deadline: 8th day of each following month
 - Due to financial crisis: weekly reporting regarding banks (due date Monday) via EA-CKR to Financial Controlling E.ON AG (deposits, bank balances)
- Quarterly reporting of long term (16 months) liquidity planning (one for Bialystok due to foreign currency and one for the remaining fully consolidated companies within SNET group)

Reporting deadlines:

31.01. year X
30.04. year X
31.07. year X
31.10. year X

Planning horizon:

Jan. to April year X+1
April to July year X+1
July to Oct. year X+1
Oct. to Jan. year X+2

Other Finance-related Reporting from SNET

- **Covenant Reporting**

Content: SNET's estimation / confirmation that they are in line with the agreed covenants within their bank contracts.

Reporting date and cycle: quarterly

- Quarterly Compliance Projection
- Additional every 2nd & 4th quarter "Semi Annual Covenant Confirmation"

Destination and process owner: E.ON AG via EEA-CKR.

Report established: Since September 2008, confirmation by SNET via signed letter.

- **Banking Business Review**

Content: SNET's main change in banking business not included in TREMA, as no direct impact on financial position.

Reporting date and cycle: request by E.ON AG at least once a year (due to Finance guideline every 6 month)

Destination and process owner: to E.ON AG via EEA-CKR

Report established: October / November 2008

Integration topic:

4. Insurance / Tax / Others

SNET baseline

- Tax accounts are prepared by SNET staff
- Consultation of external experts only in case of special purposes

Integration plan

- Status-quo on insurance contracts for now
 - Re-evaluation of premiums
- Safe.on implementation (review of major production site)
- Tax situation will change substantially if acquisition of more than 95% as tax grouping will be possible

Expected benefits / synergies

- SAFE.ON synergies on insurance costs to be quantified
- Best practices exchange

E.ON way

- SAFE.ON: E.ON Internal audit of sites impacting insurance premiums
- No Insurance on operating loss/credit risk
- Separate Tax reporting based on forecasted results

Implementation scheme

- **Overall agenda**
 - First visits for Safe.on & Review of insurance policies before end of 08

SNET to implement Safe.on – First visits Q4 2008

Safe.on in catchwords

- E.ON wide Risk Engineering process dealing with
 - Fire and machinery protection
 - Natural Hazards

- Investigates potential for Remarkable Losses within E.ON production facilities (more than 250 units so far)

- Information Platform for both internal and external communication

- Makes internal use of insurance data

- Allows internal Benchmark concerning Best Practice solutions

Summarised evaluation and recommendation

E.ON Safe.On-Rating Fire: Reasons

Rating criteria	Reason for rating if not GREEN	No.	Recommendation
1. Primary fuels – delivery and storage			
2. Other fuels (start-up fuels, alternative fuels, etc.)			
3. Fuel supply and conveyance	no leakage control of oil feed system	2005.01	Leakage control of the HFO heating system at the boilers
4. Start-up operation of boilers and operating states o			
5. Interlocks of oil systems and emergency indicator			
6. B- and process control technology			
7. Flue gas cleaning (DNOX, precipitators, FGD)			
8. Storage and supply systems of flammable gases			
9. Others	unnecessary high fire load due to an unpro storage in the machine hall is not acceptable		
10. Complexes and fire areas	basically RED, due to 3 blocks (240 MW ea the area and no fire area separation between hall and boiler houses, but compensation good automatic fire detection and fixed pro		
11. Fire resistant and fire retardant separation	no separations in the machine hall (lots of several deficiencies, see recommend		
12. Type of construction and construction materials			
13. Fire detection: Fuels / coal plant (storage and conveyance)			
14. Fire detection: Burners / burner areas			
15. Fire detection: Steam turbine (incl. oil systems and conduits)			
16. Fire detection: Gas turbine / water turbine, generator (incl. oil systems and conduits)			
17. Fire detection: Control room, switch- and electrical rooms			
18. Fire detection: Cable ducts, cable rooms, riser ducts, cable routes			
19. Fire detection: Other main equipment with oil systems			
20. Fire detection: Others			
21. Gas detection			
22. Semi fixed extinguishing systems			
23. Fixed protection: Fuels / coal plant - storage and conveyance	fire suitable cavern with the pumps require protection		
24. Fixed protection: steam turbine (incl. oil systems and conduits)			

23.06.2006 - Master_Feuer_Bewertung_Test_2006_Juno.xls - Dr. Olsen

Cost situation

- Usually Risk Engineering Costs included in Insurance Premiums (Disadvantage as such costs are loaded with taxes)
- Safe.on fee charged seperately
- Insurance Premium reduced by 1,5 - 2,5 % Risk engineering fee
- Insurance Premium is indirectly reduced by approx. 5 – 10 % compared to usual level
- Safe.on fee usually significantly lower than savings

Prozess Safe.on August 2008 B. Patzwald

Financial Corporate Functions: Implementation Plan

Implementation Topic	Objective	In charge	Action Steps	Planned completion
1. Finalize Accounting alignment	1.1. Separate Accounting of Renewables	Mrs Pons	1.1.a. Separate forecast F4 done	15/11/2008
			1.1.b. Separate accounting for Q4 done	31/12/2008
			1.1.c. Separate reporting for KPIs done	31/03/2009
	1.2. Separate Accounting of Bialystok	Mrs Pons + Mr Janicki	1.2.a. Separate forecast F1 09 done	31/03/2009
			1.2.b. Separate accounting for Q1 09 done	31/03/2009
			1.2.c. Separate reporting for KPIs done	31/03/2009
	1.3. Integrate PPA Implications in IFRS	tbd	1.3.a. PPA results included in SNET's IFRS accounts	31/12/2008
2. Finalize Controlling alignment	2.1. Implement KPIs reporting in E.ON format	Mr Charvet	2.1.a. First delivery of KPIs done	31/10/2008
			2.1.b. KPIs fully implemented	31/01/2009
	2.2. Implement E.ON IKS	Mrs Passicos	2.2.a. First analysis of SOX practices at SNET & E.ON IKS done	31/12/2008
			2.2.b. E.ON IKS fully implemented	31/03/2009
	2.3. Implement PaR reporting	Mr Hilbrunner / Mrs Passicos	2.3.a. Monthly Preliminary Position reporting done	01/10/2008
			2.3.b. Dry-run of PaR reporting completed & satisfactory	31/12/2008
			2.3.c. Monthly PaR reporting implemented	31/01/2009
3. Fully align Insurance practices	3.1. Align Insurance Policies with E.ON standards, still in line with SNET specificities	Mrs Pons	3.1.a. Full review and alignment completed	31/12/2008
	3.2. Obtain SAFE.ON report	Mrs Pons	3.2.a. Report transmitted to Insurance companies to renegotiate premium	31/12/2008

Agenda

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Target Operating Model by function

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- Trading / Energy optimization p. 76-92
- Financial corporate functions p. 93-106
- **Strategic / non financial corporate functions p.107-150**
- HR p.151-185
- Communication p. 186-199

Legal

Legal: 2 Implementation Topics identified

Integration Topics	Implementation Topics	In charge	Compl. date
1. Corporate governance & minority shareholder 2. Target Organization / Interfaces / Reporting 3. Implementation of E.ON guidelines & policies	1. Implement Corporate Governance Principles – Done 2. Align with E.ON Guidelines & Policies	Mrs Gaget Mr Schneider	31/12/08 tbd
 - Focus of integration workgroup activities - Base structure for the Target Operating Model document → 1 section per integration topic	 - Will be the main focus of the implementation phase - Base structure for the implementation plans		

Note: All Organization points to be finalized following decision at BU E.ON France level

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

Integration topic:

1. Corporate Governance & minority Shareholder

SNET baseline

- Details of SNET Governance Committees exposed in Baseline document
- All interfaces with minority shareholders steered by legal (also secretary to Board of Management)

Integration plan

- Define E.ON France Corporate Governance structure & principles based on E.ON Guidelines
- Implement confidentiality agreement & "Chinese Wall" based on analysis on rights of Minority shareholders & Board Members in France

Expected benefits / synergies

E.ON way

- Adequate thresholds for decision competence are defined according business activity of unit

Implementation scheme

- **Overall agenda**
 - Confidentiality Agreement signed
 - Potential CA approval might impact implementation of decision-making chain

Rights of Minority Shareholders & Boards members

- **Shareholders Rights :**

- Right of information according to the French Law
- Minimum share capital of 33,33% : Blocking Minority at Extraordinary shareholder's meetings (decisions modifying by-laws, mergers, demergers, changes of corporate governance...)

- **Conventions Réglementées :**

- Agreements between SNET and a shareholder holding more than 10% of its voting rights must receive the prior approval of the board of directors and must be approved by the shareholders
- « Interested » Shareholders are not entitled to vote (e.g. : an agreement between E.ON France and SNET should be approved by EDF and CDF)
- Clarification needed on Intragroup agreements concluded between SNET & any other E.ON Company than EFR. A list of such agreements must be presented to the Shareholders Meeting once a year unless the agreements are on arms' length & in the normal course of business.

Confidentiality Agreement: main principles

- **Confidentiality agreement set-up & signed by E.ON & SNET**
 - it is effective from October 20th, 2008
 - it will terminate five years later
- The purpose of this agreement is to **cover the confidentiality of the information disclosed during the Post Acquisition Diligences** between SNET team members and E.ON team members
- As a complement, a list of people tied to this Confidentiality Agreement might be set
- People tied to the agreement might sign a document acknowledging they understand the principles of this agreement

Integration topic:

SNET baseline

- Current organization described in Baseline
 - 3 FTE reporting to Secrétaire Général
 - Counsels on specific topics
- Currently informal, ad-hoc reporting to SNET management

E.ON way

- Autonomous legal department in Business Units with defined cases for obligatory alignment with EEA legal
- Bi-monthly reporting to EEA Legal Department & ad-hoc reporting on "hot issues"

2. Target Organization / Interfaces / Reporting

Integration plan

- Adapt to E.ON Legal Department Interfaces & steering mode
 - One person to be nominated as single point of entry at EEA (currently Maria Lecheler)
- Align with E.ON process of choosing & approving counsels
- Adopt E.ON Legal Reporting Processes
 - Implement bi-monthly E.ON Legal Reporting
 - Ad hoc reporting to EEA on specific issues

Expected benefits / synergies

- Increased transparency

Implementation scheme

- Overall agenda
 - Done

Current use of counsels at SNET

- General Legal points are handled by the Legal team experts
- Counsels used only on specific topics requiring deeper expertise
- SNET works with a core group of 5 to 6 firms, each of them chosen for a core competency in the topic at stake
 - Company Law, Tax Law & Renewables with Francis Lefebvre
 - Private sector Litigation in Montpellier
 - Public Law + regulation with Boivin & Associés
 - For foreign subsidiaries: Gide Loyrette Nouel Turkey & Gide Loyrette Nouel Poland
- Other counsels might be appointed on an exceptional basis for specific topics in their core competency

Legal Reporting E.ON Energie-Konzern
November 2008

E.ON France

Gesellschaft	Gegenstand	Wert (Mio. €)	Status	Risiko	Nächste Schritte

Vorträge / Veröffentlichungen

Gesellschaft	Thema	Veranstalter	Termin	Referent

Ad-hoc reporting on hot issues

EEA has to be informed on "hot" legal issues – Ad-hoc reporting to EEA Legal Department for any issue matching one of the following criteria

- any breach of statutes in SNET / subsidiaries of which Legal SNET becomes aware
- any law suit initiated against SNET or to be initiated by SNET which is either above 500,000 € or may have an impact on the public standing of SNET / EON
- any contract to be concluded by SNET which exceeds XX €
- any restructuring / merger of subsidiaries

Integration topic:

3. Implementation of E.ON guidelines & policies

SNET baseline

- SNET current procedures listed and maintained in Bibliothèque des Procédures (database "G")

Integration plan

- Adopt E.ON Group Guidelines & Functional Procedures when relevant & with agreement of related functions / workgroups
 - Function leaders in charge of implementation of the relevant functional procedures

Expected benefits / synergies

- Increased transparency
- Mitigation of risks (e.g. arising from individual inadequate behavior)

E.ON way

- List of norms & procedures ("Organizational handbook) to be implemented in France
- Guidelines are clustered in General information, corporate & behavioral guidelines, corporate and institutional environment, org charts etc. and business instructions
- Prioritization of topics allowing to move faster on core guidelines (A, B or C priority levels)

Implementation scheme

- **Overall agenda**
 - Group Guidelines to be adopted before end November 08
 - Business Processes / Procedures to be adopted in before end Feb 09

Prioritized implementation of E.ON Guidelines

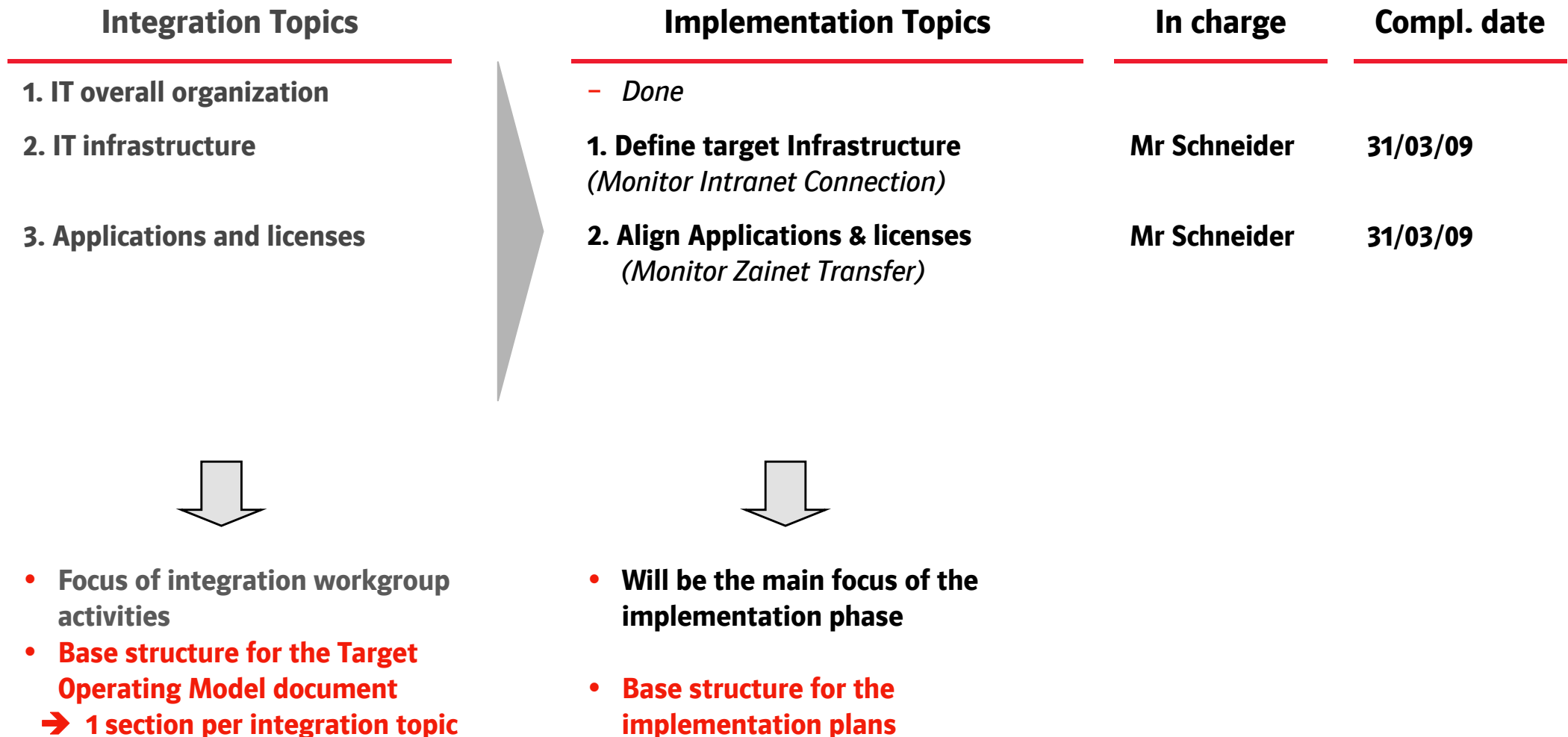
No.	Title	Workgroup	
Corporate and Behavioral Guidelines		Workgroup	
	Guiding Principles OneE.ON / MU CE Management Philosophy	Legal	Lecheler/ Gadget
	Code of Conduct / Whistleblower E.ON Energie	Legal	Lecheler/ Gadget
	Equal Opportunity and Diversity Framework of the E.ON Group	Legal	Lecheler/ Gadget
	Reporting System for Fraud	Legal	Lecheler/ Gadget
	Health, safety and environment	Legal	Lecheler/ Gadget
Group Guidelines			
KR04	E.ON Energie Group Guidelines for Preventing Insider Trading	Finance	Ulbrich/ Munoz
KR05	Finance (with appendix KR08-EON AG)	Finance	Ulbrich/ Munoz
KR09	IT-Decision-Making Processguideline	IT	Wagner/ Morel/ Schneider
KR10	Legal Guideline	Legal	Lecheler/ Gadget
KR12	Economic and Public Affaires	Public Affairs	Morel
KR13	Investments	Finance	Ulbrich/ Munoz
KR15	Risk Management	Finance	Ulbrich/ Munoz
KR16	Internal Communication	Communication	Lepretre
KR17	Insurance Risk Management (with appendix KR07-EON AG)	Finance	Ulbrich/ Munoz
KR18	Asset Management	Finance	Ulbrich/ Munoz
KR20	E.ON Energie Procurement Collaboration	Procurement	Morel
KR22	Health, safety and environment	HR/ Generation	Reik/ Reiter
KR23	Reporting Manual	Finance	Ulbrich/ Munoz
KR24	Real Estate Management	Non-financial corporate function	Morel
KR25	Electronic Archiving of Documents relevant to Financial Statements	Finance	Ulbrich/ Munoz
KR26	IT-Security	IT	Wagner/ Morel/ Schneider
KR27	Transfer Prices (appendix KR15-EON AG)	Finance	Ulbrich/ Munoz
KR28	Documentation of Transfer Prices (with appendix KR16-EON AG)	Finance	Ulbrich/ Munoz
KR30	Public Relations Guidelines on Dealing with the Media and the Capital Markets – Applicable to E.ON Energie AG and its Subsidiary Companies	Communication	Lepretre
KR32	E.ON Energie AG's Part in Public Financial Disclosures Issued by E.ON AG	Finance	Ulbrich/ Munoz
Business Instructions and Business Processes			
GA01-EA	Signature Policy	Legal	Lecheler/ Gadget

Legal: Implementation Plan

Implementation Topic	Objective	In charge	Action Steps	Planned completion
1. Implement Corporate Gov Principles	1.1. Implement Confidentiality agreement	Mrs Gaget	1.1.a. Analysis of min. sharholder / Board member rights done	31/10/2008
			1.1.b. Confidentiality agreement signed	15/11/2008
			1.1.c. Confidentiality agreement fully implemented	15/11/2008
	1.2. Update Decision-making chain	Mrs Gaget	1.2.a. New decision-making chain validated by BU management	30/11/2008
			1.2.b. New decision-chain and thresholds fully implemented	31/12/2008
2. Align with E.ON Guidelines & Policies	2.1. Implement Guidelines & Policies	Mr Schneider	2.1.a. All functions informed on Guidelines implementation	30/11/2008
			2.1.b. All Group Guidelines implemented	31/12/2008
			2.1.c. All Business Processes & Procedures implemented	28/02/2009

IT

IT: 3 Implementation Topics identified



Note: All Organization points to be finalized following decision at BU E.ON France level

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

Integration topic:

SNET baseline

- Current organization described in Baseline
 - 8 FTE reporting to Secrétaire Général (6 Applications, 2 Infrastructure)
 - Extra IT applications resources in Business lines (DCGE)

E.ON way

- E.ON BUs typically have an internal team reporting to BU CIO
- IT department structured in IT infrastructure management, IT application management and IT Controlling & Commercial

1. IT overall organization

Integration plan

- Implement E.ON guidelines, depending on infrastructure decisions
- Set-up BU E.ON France Organization, in line with E.ON standards
 - Nomination of a CIO, Infrastructure Manager & Applications Manager
 - Responsibility for the whole BU
- E.ON IS not fully included in all processes

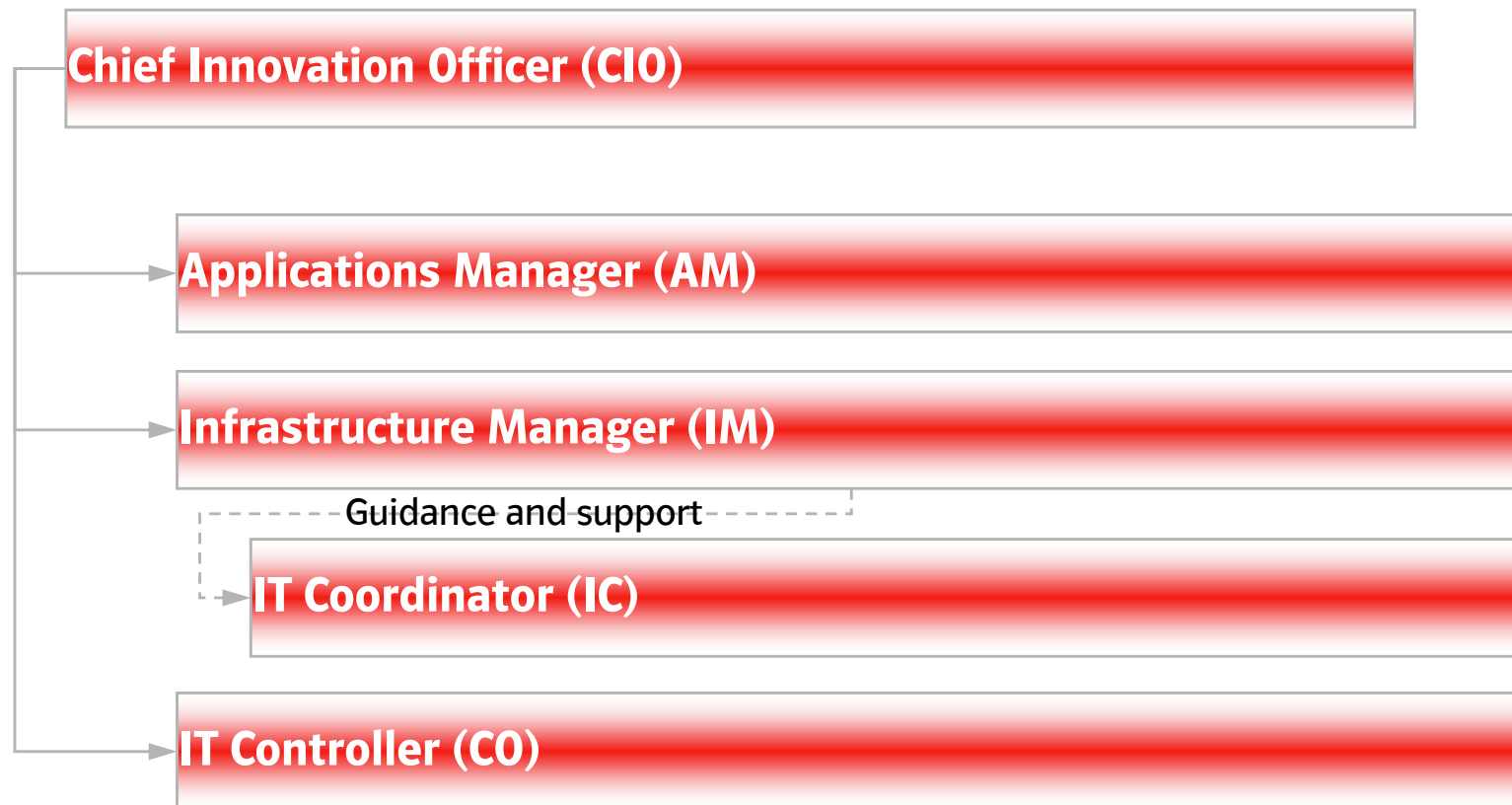
Expected benefits / synergies

- Increased transparency

Implementation scheme

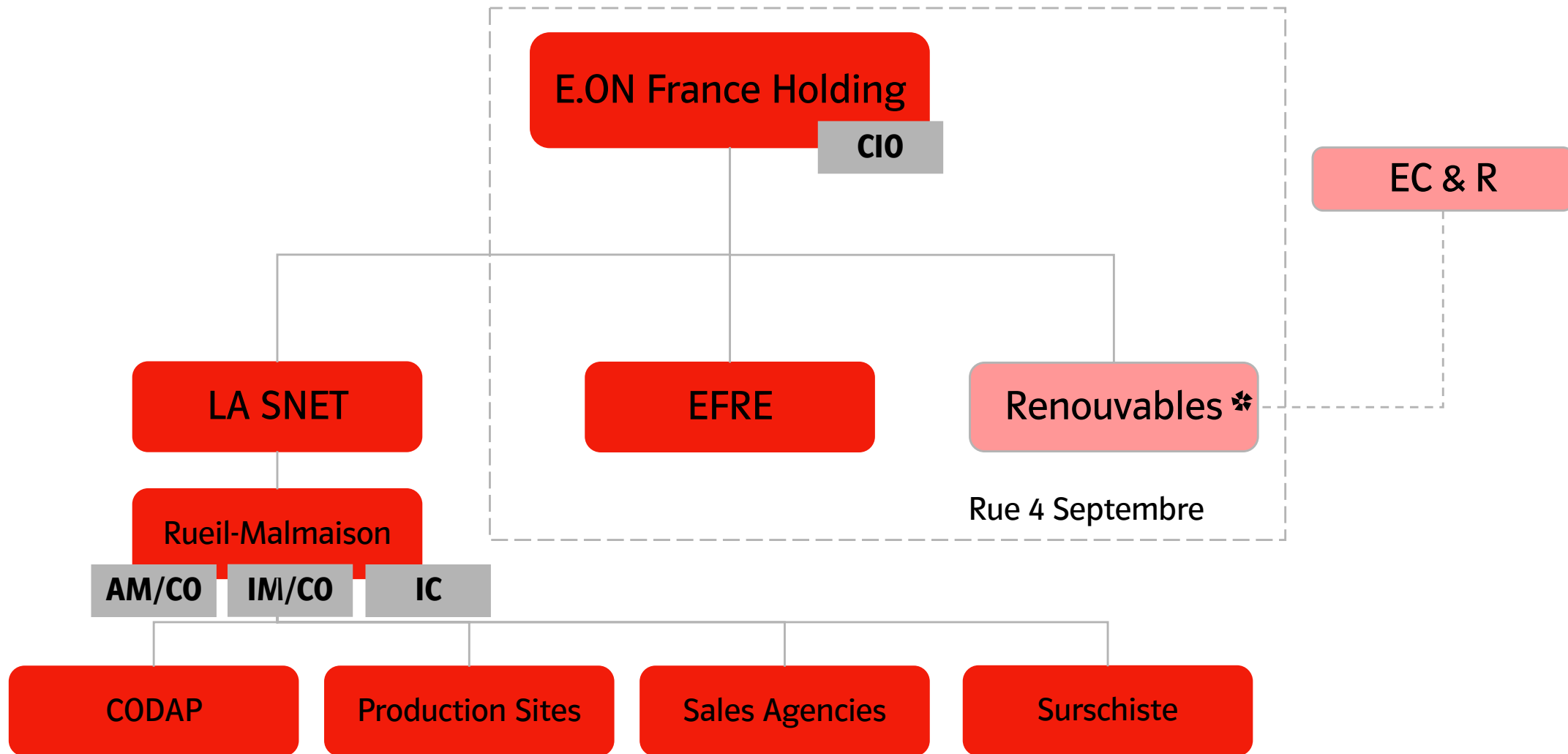
- Overall agenda
 - Done

Identified Roles for BU E.ON France IT department



- Identified roles must not be implemented for every legal entity
- Roles may be distributed over legal entities as appropriate -> Virtual Organization
- One person may have more than one role

Distribution of roles and proposed organization



✱ Only Infrastructure support. To be defined in SLA

Integration topic:

SNET baseline

- SNET network outsourced to EDS
- Workstations
 - Number & Types
 - Provider & Contract

E.ON way

- All E.ON BUs should use E.ON IS as only service provider – integrated solution
- Group-wide rollout of standardized IT infrastructure (“One IT”)
- Integration into global E.ON network

2. IT Infrastructure

Integration plan

- **Physical connection:**
 - Proposal for physical connection done, access to Intranet by end November
- **Corporate network: level of integration still unclear**
 - Detailed network concept delivered, evaluation ongoing to investigate opportunity for entry to E.ON Network
 - Network security assessment done: detailed options for security upgrades delivered Nov 5th
 - Detailed network examination ongoing
- **Workstations:**
 - Status-quo until more information on roll-out of Eagles

Expected benefits / synergies

- Potentially increased service level and sustainability of support
- Potential negative synergies (ongoing quantification), even though mostly internal corporate costs

Implementation scheme

- **Main constraints / needs**
 - Delays both on E.ON IS & EDS sides
 - Late delivery of information seriously impaired capacity to clarify options
- **Overall agenda**
 - Implementation scope, timing & efforts clarified end November
 - Implementation Q1 09

Decisions for IT Infrastructure

Intranet Connection

- Extension for the **physical connection** for SNET being ordered
- Will allow proxy chaining: reading access to **E.ON Intranet** will be available from SNET
- Should be operative in **4 to 5 weeks**

Connection to Corporate Network

2 pre-requisites still pending for connection to Corporate Network

- Security Assessment done
 - SNET score insufficient: E.ON IS to deliver detailed solution to allow connection on Nov 5th
- Physical automatic examination
 - Delayed communication with service provider, alternative solution ongoing – results expected mid-November

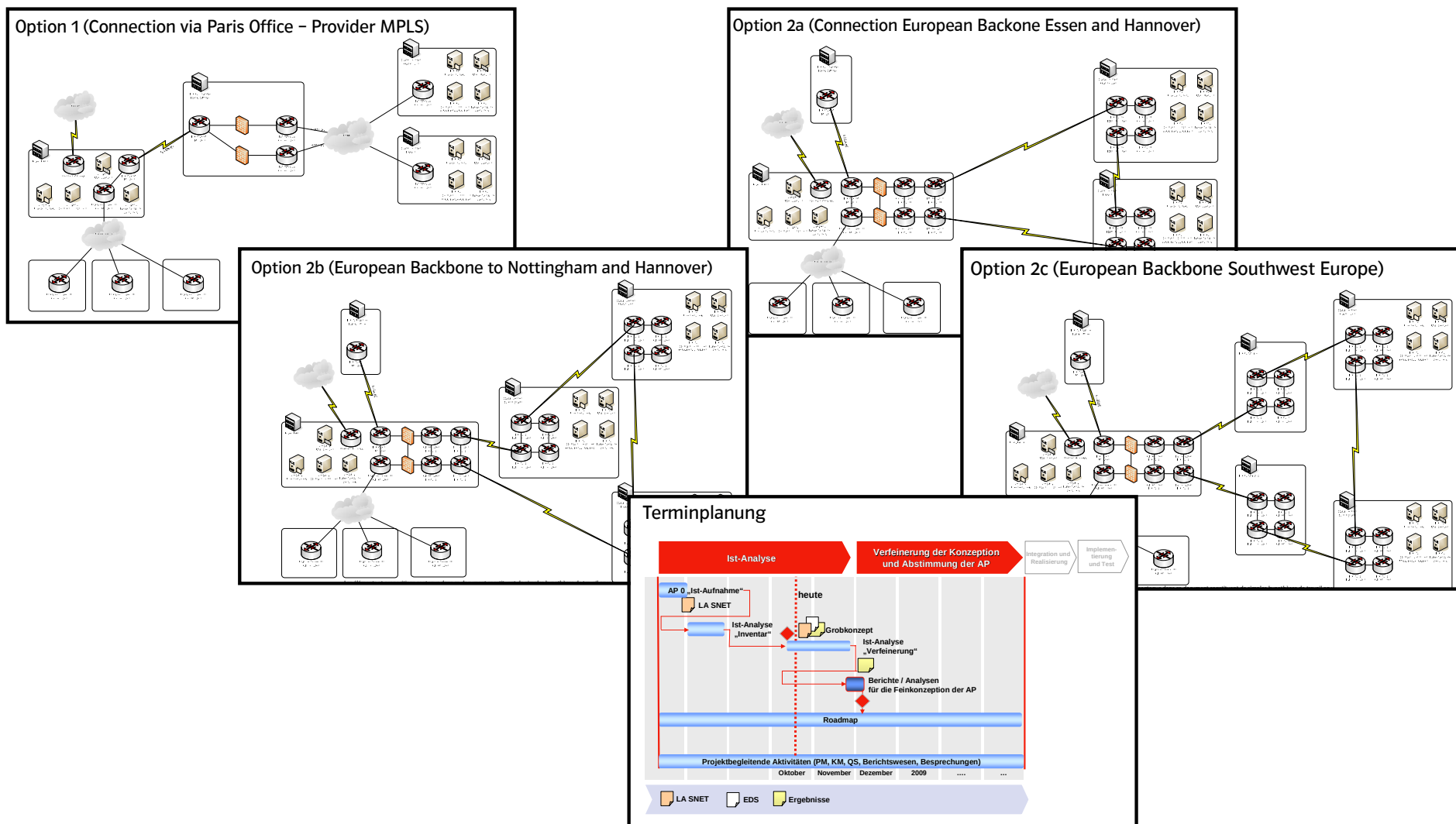
Missing information prevents integration decision

- Definition of shared services
- Timeline & detailed implementation

Workstation solution

Decision to postpone workstation alignment until actual need defined though E.ON Eagles (Global HR tools) – not before end 2009

Detailed network concept & security audit results delivered



Integration topic:

3. Applications & Licenses

SNET baseline

- Current SNET applications package described in Baseline
- 2 areas of potential development identified:
 - HR application
 - CRM

E.ON way

- Standard business applications reviewed
 - In particular SAP solution (finance, HR, procurement...)
- E.ON Globe
 - New E.ON Globe package to be launched in the next two years
 - E.ON Globe will imply Regional harmonization of applications & licenses

Integration plan

- Ensure compatibility
 - Little modifications to SNET package before implementation of E.ON Globe, except for CRM & HR application
- Redesign applications landscape
 - Definition of mid-term needs & proposition portfolio for businesses

Expected benefits / synergies

- **Compatibility**
- **Potential cost reduction**

Implementation scheme

- **Main constraints / needs**
 - Conditional to Infrastructure decision
 - Detailed IT Roadmap to be discussed based on businesses needs – business cases to be investigated
- **Overall agenda**
 - Mid-term projects launched Q1 09

IT Applications : main integration decisions

Decisions made & projects identified

Little modification to SNET applications package in the short-term

- Replacement of CRM application – choice ongoing: currently 4 offers considered, proposal before end of year
- FI / CO / MM not modified for now
- Genera will no longer be used, all other generation applications remain
- Integration of SAP HR – discussions started, decision to be made by Corporate Center

Dependencies

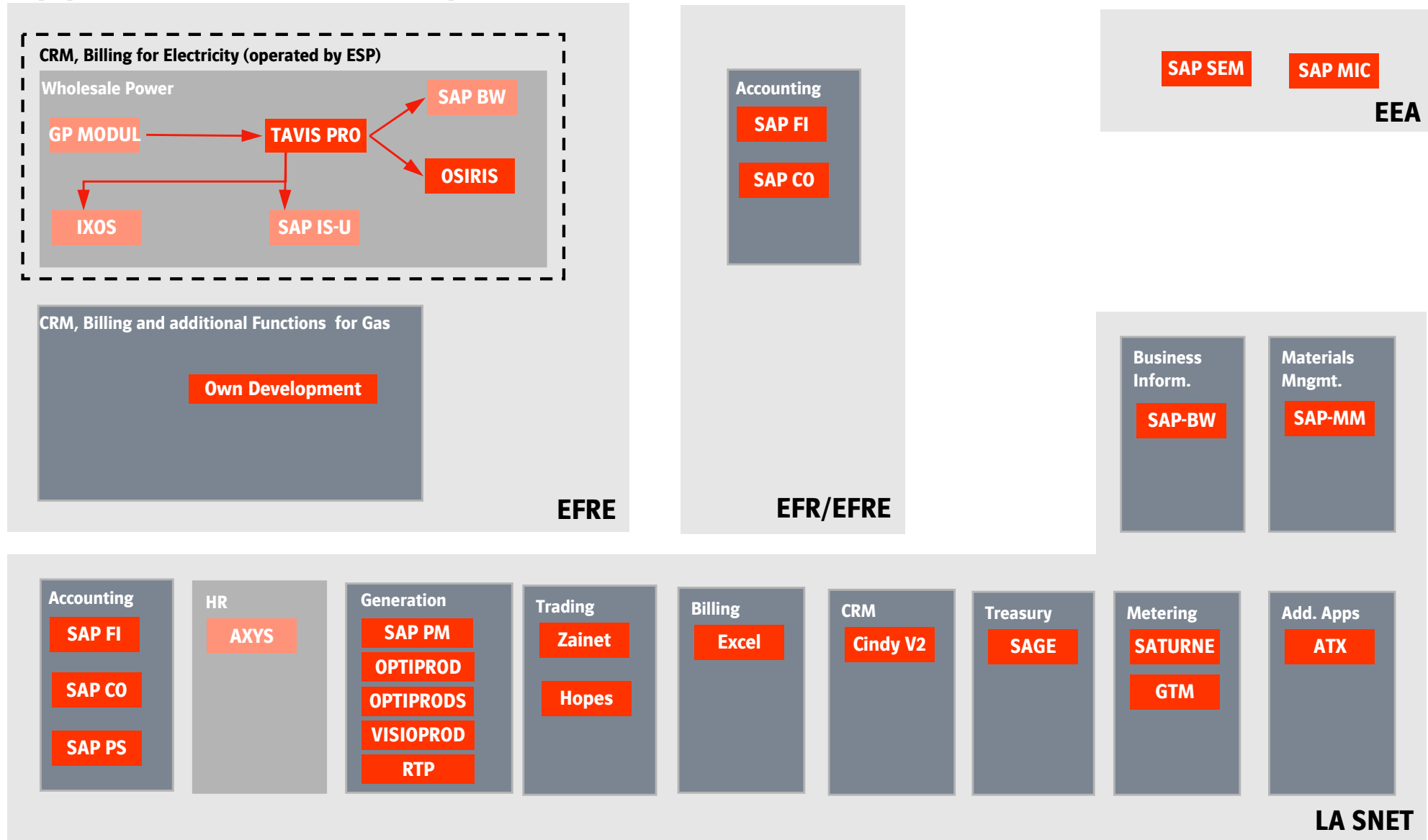
Decisions made at Corporate Center level impact mid-term decisions

- FI / CO / MM to be impacted by Globe Project
- SAP HR & HR self-service decided in Eagles Project

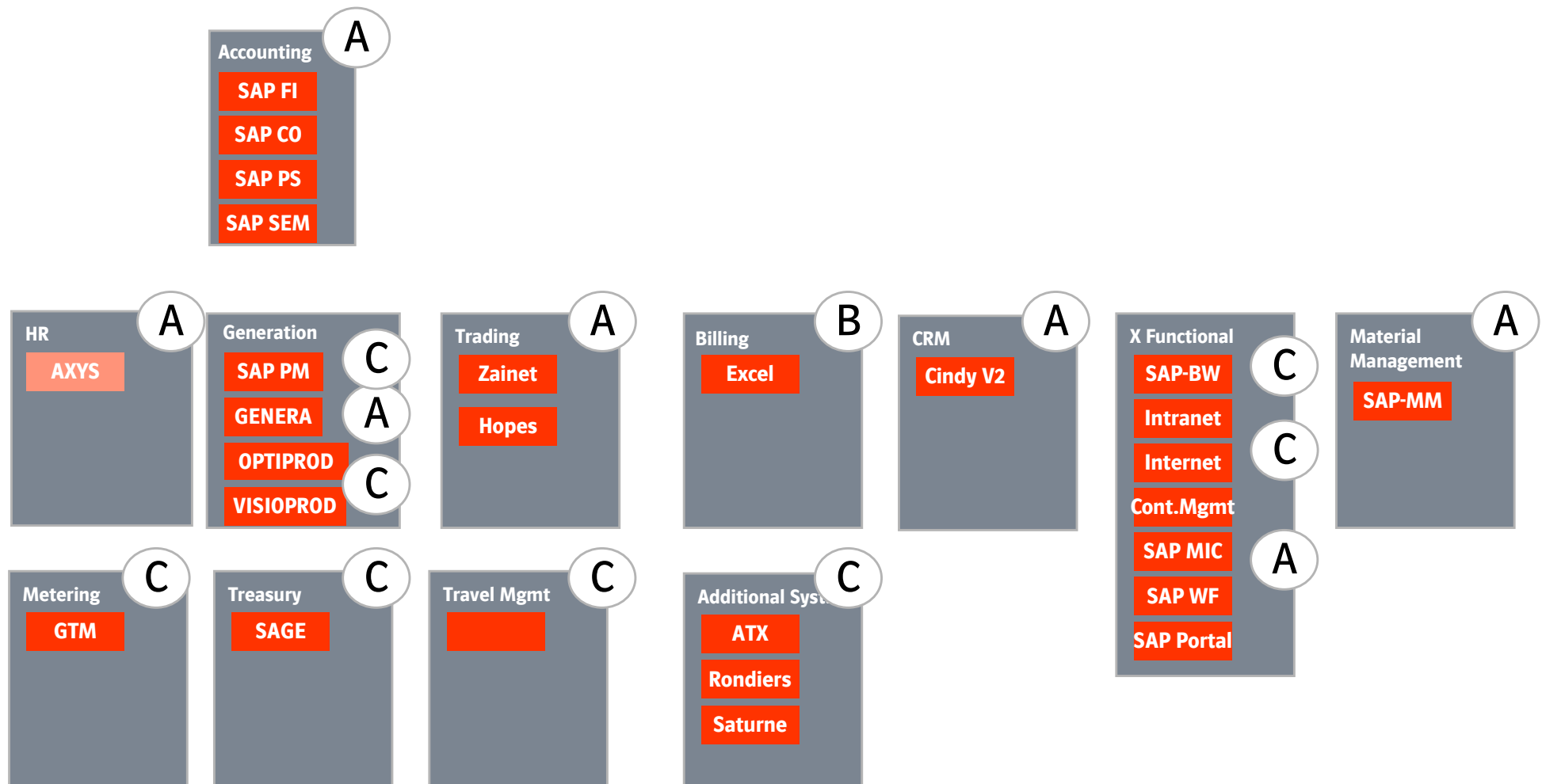
Other dependencies & pre-requisites

- Eagles implementation will require
 - Connection to Corporate Network
 - Roll-out of Corporate Desktop for HR self-services

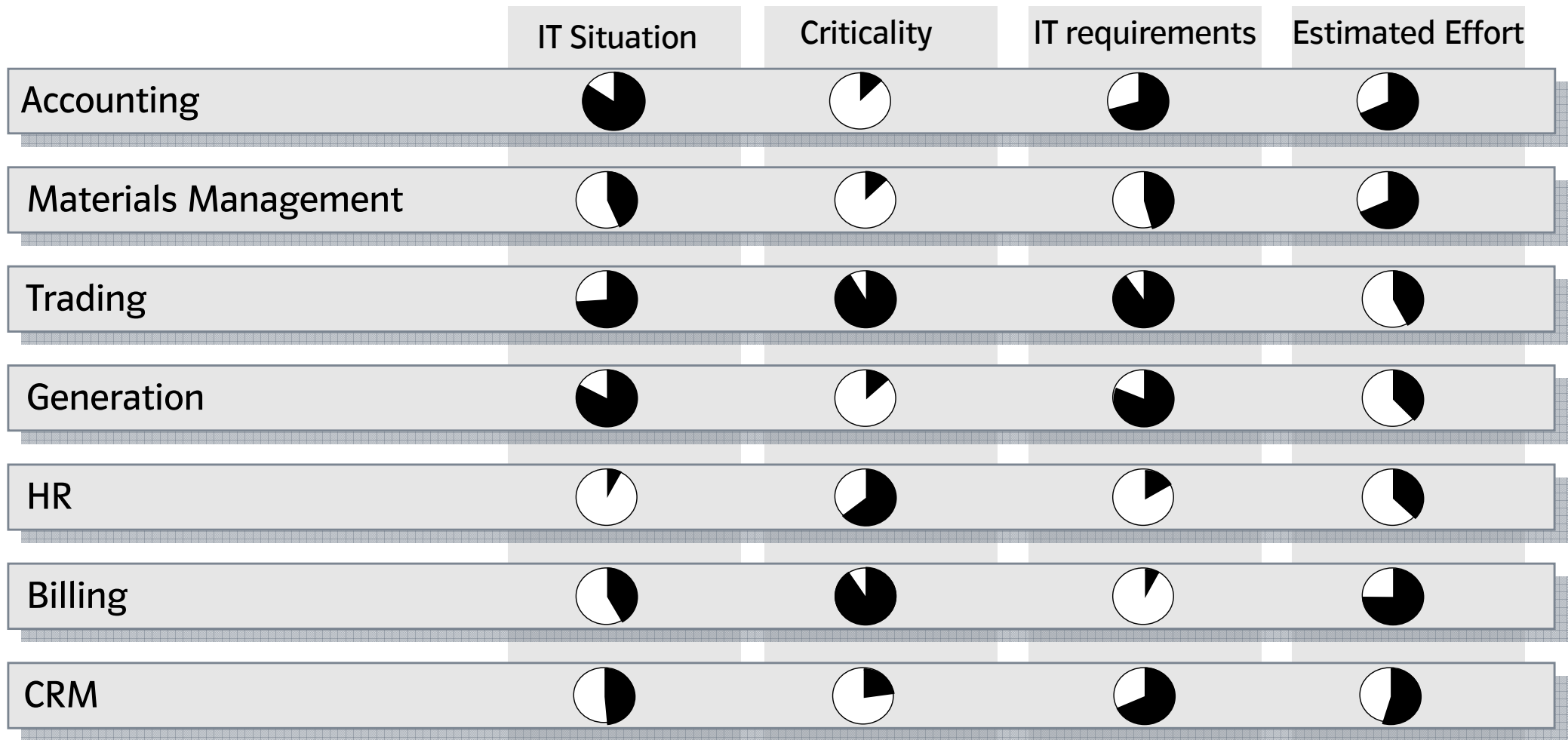
Application Landscape Overview E.ON France



Application Landscape Overview SNET – Priorities identified



IT view on Application Projects



Note: this chart presents a first analysis of businesses' needs for Applications Projects as understood by the IT Workgroup

IT Situation: level of IT coverage for the business function

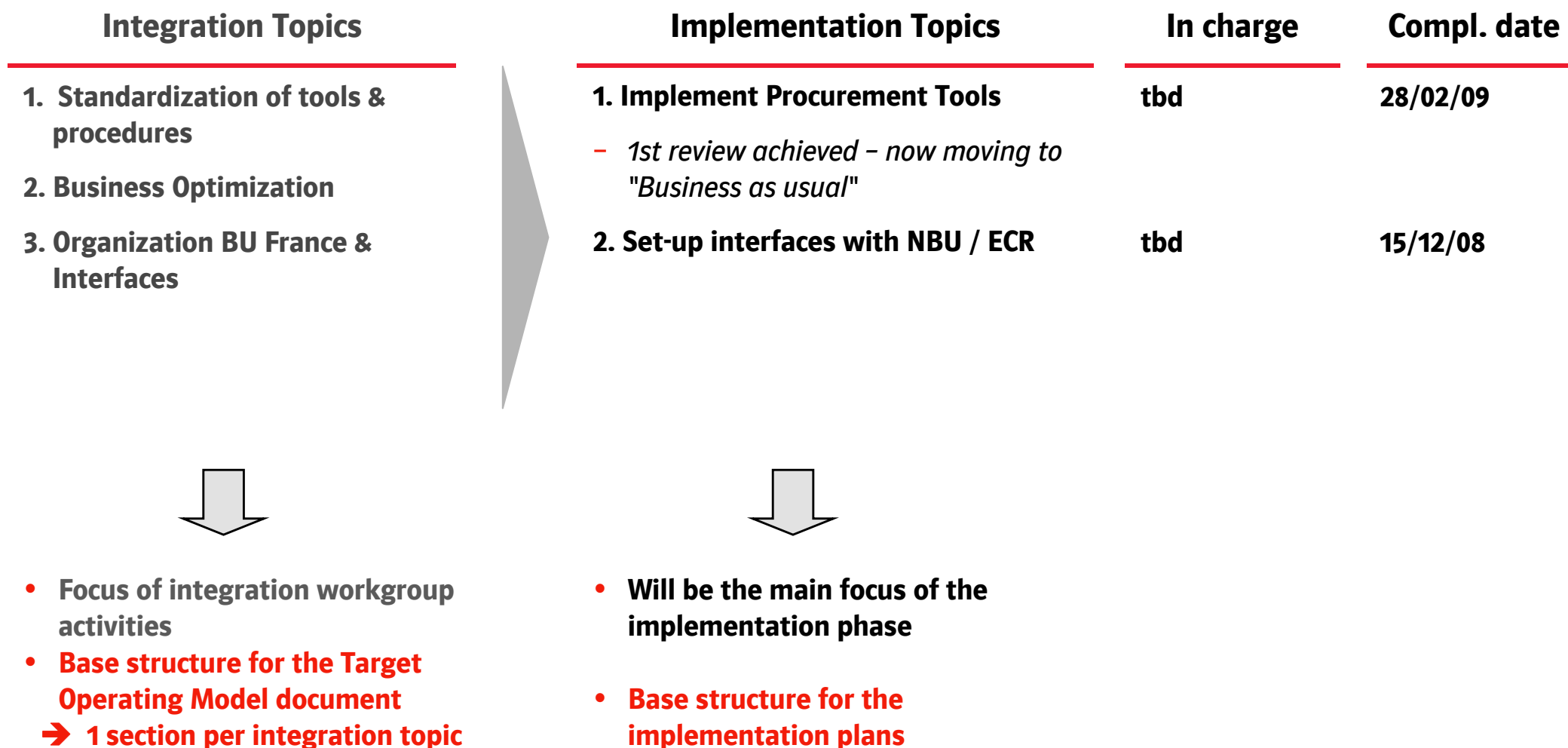
IT requirements: level of current known demand from the business function for more IT support

IT: Implementation Plan

Implementation Topic	Objective	In charge	Action Steps	Planned completion
1. Define Infrastructure	1.1. Define Infrastructure	Mr Schneider	1.1.a. List of improvements required for minimum connection to corporate network delivered	05/11/2008
			1.1.b. Detailed Examination scanning results analyzed	15/11/2008
			1.1.c. Prioritization on needed improvements done	20/11/2008
			1.1.d. Cost analysis for full entry to E.ON Network done	30/11/2008
			1.1.e. Decision on infrastructure alignment made (+ Implementation plan & Timeline)	31/12/2008
			1.1.f. Cost Analysis on Corporate Desktop Roll-out done	31/03/2009
2. Align Applications & Licences	2.1. Finalize Project Portfolio	Mr Schneider	2.1.a. First draft of Applications Projects discussed with businesses	10/12/2008
			2.1.b. Project Portfolio redefined based on infrastructure alignment	31/12/2008
			2.1.c. Workstreams set up for applications projects	31/03/2009

Non-Power Procurement

Non-Power Procurement: 2 Implementation Topics identified



Note: All Organization points to be finalized following decision at BU E.ON France level

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

Integration topic:

1. Standardization of Tools & Procedures

SNET baseline

- Current procedures:
 - Procurement Procedure
 - General Terms and Conditions

E.ON way

Guidelines & Procedures

- E.ON procurement policy
- E.ON General Terms & Conditions Policies
- E.ON-specific classification ("e-class")

Tools

- Procurement process: eProcurement system
- Analysis: E.ON Spend data warehouse, MAWIS
- Contracts: Livelink database

Integration plan

- Adopt all E.ON Tools & Guidelines
 - e-class already implemented in SNET SAP system
 - Guidelines on General Terms & Conditions revised & aligned
 - Implement E.ON procurement policy
 - Suppress maverick purchases

Expected benefits / synergies

- Benchmarking capacity
- Transparency on processes
- Basis for bundling

Implementation scheme

- **Main constraints / needs**
 - Intranet access needed to allow connection to LiveLink database & roll out of e-Procurement
- **Overall agenda**
 - Tools integration depends on access to Live Link database (end Feb 09)

Integration topic:

SNET baseline

- Scope of 80 M€ per year
- List of main categories in Baseline document
- More detailed lists established during re-classification exercise

E.ON way

- List of main contracts & Frame agreements

2. Business Optimization

Integration plan

- Maximum integration to E.ON Procurement network
 - First priorities addressed: Travel Management, New Build, CAPEX for maintenance...
 - First partial assessment of synergies done, no major results

Expected benefits / synergies

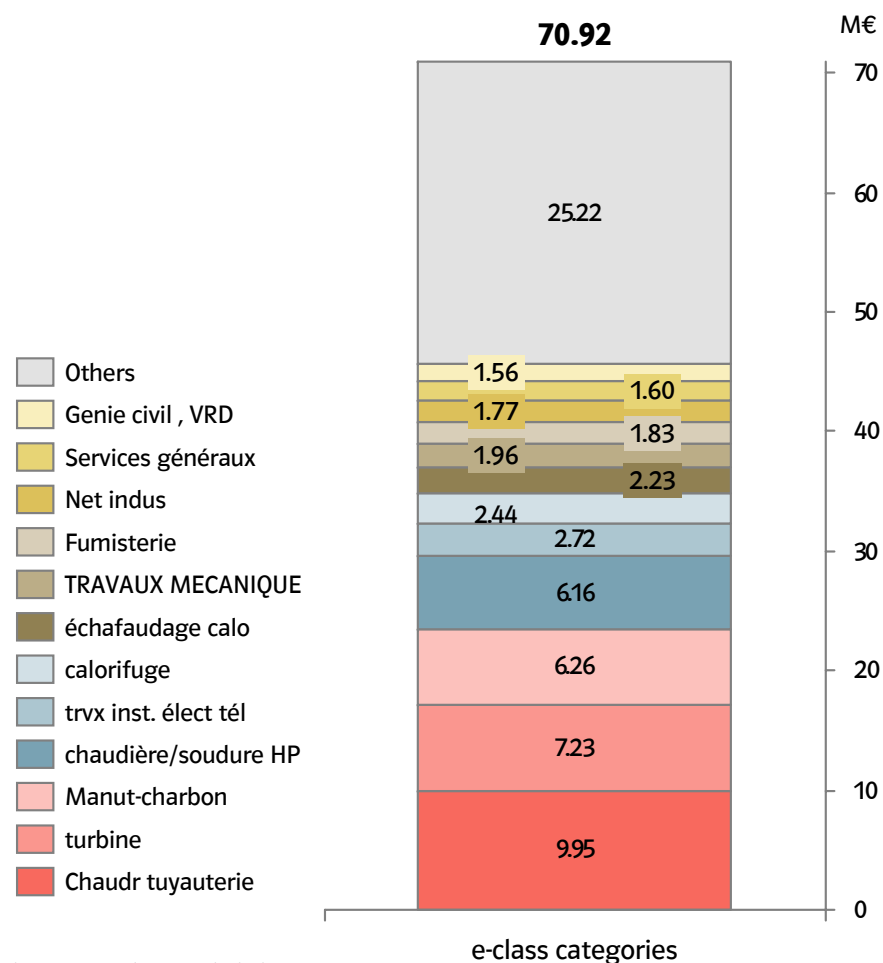
- Leverage Lead Buyers Network
- Facilitate volume bundling & joint approach
- Limited synergies expected for SNET (except NBU & ECR)

Implementation scheme

- **Overall agenda**
 - Done
 - Further synergies analysis for prioritized categories over the next 3 months – "Business as usual"

Procurement: Business Optimization

SNET 07 procurement scope in e-class categories¹



1. Purchase for stock not included ~10M€

Prioritized categories addressed

Travel Management:

- Integration with E.ON frame agreements achieved beginning of October
- 15 000 € annual synergies expected

First synergies analysis

- EKW analyzed prioritized categories
- No major synergy to be expected for E.ON on these categories
- E.ON will use some of SNET's suppliers to leverage low price levels

Integration topic:

SNET baseline

- Current organization described in Baseline
 - 10 FTE with a Procurement manager, reporting to Secrétaire Général
- SNET fully in charge of all procurement, including purchases related to New Build & Renewables

E.ON way

- Local teams coordinate through E.ON Procurement Network
- Group-wide Lead Buyers organization
- Spend groups of expertise
- NBU & ECR have separate purchasing teams servicing relevant ordering units

3. Organization BU France & Interfaces

Integration plan

- E.ON France fully integrated into E.ON Procurement Network
- Single purchasing team for BU France, with servicing all BU entities
- NBU team to purchase equipments on behalf of SNET
 - Hornaing EPC procurement organized under Gate 2 model
- **Still to be done**
 - Clarify decision process, roles & responsibilities with ECR (Nov 19th)
 - Formalization & validation of long-term working mode with NBU (Nov 20th)

Expected benefits / synergies

- Leverage expertise of Lead Buyers
- Flexibility from reservations/options on equipment
- Leverage negotiating power on a sellers market

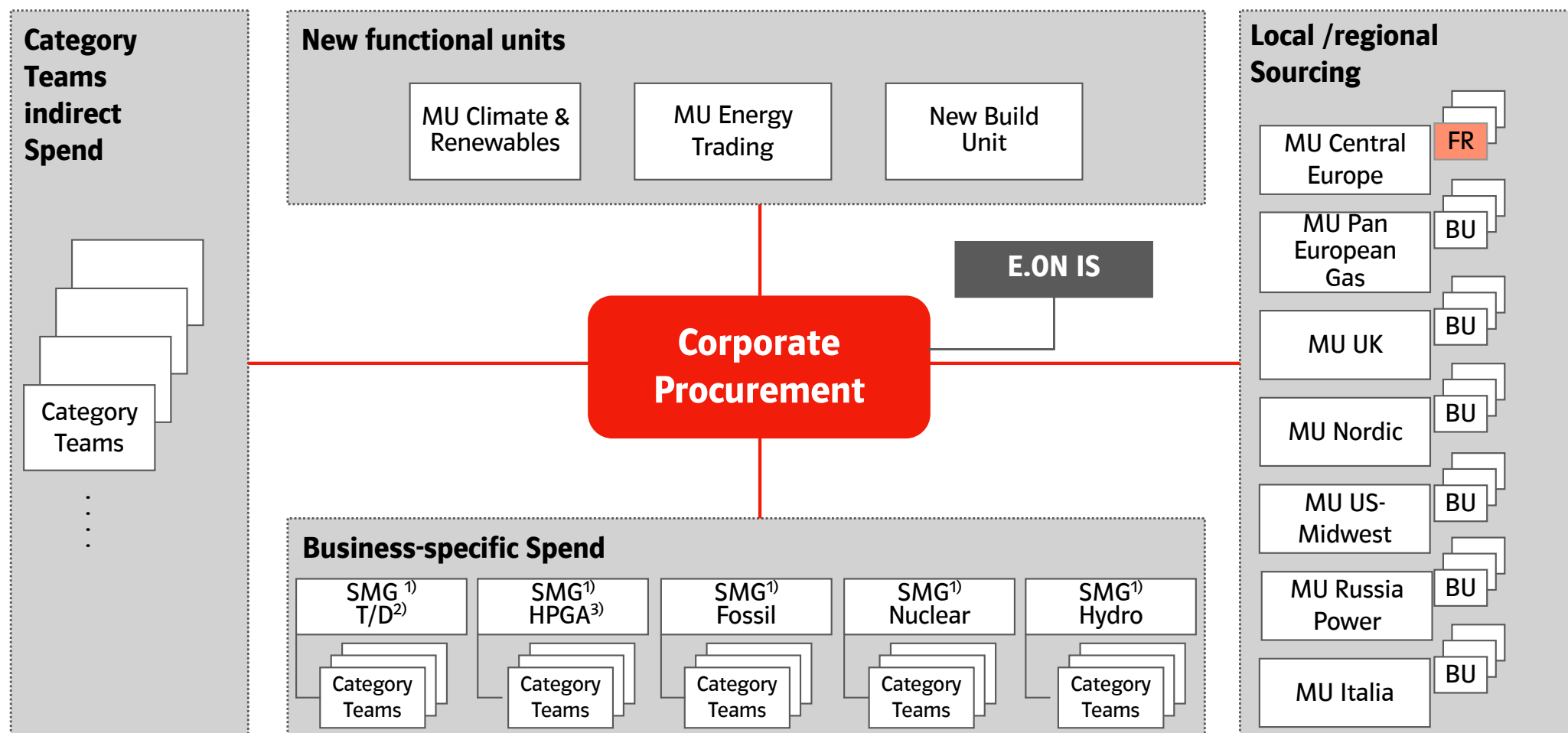
Implementation scheme

- **Overall agenda**
 - Validation with NBU & ECR Nov 08
 - Implementation Plan to be finalized end November

Organization BU France

- Currently no Procurement structure defined for other E.ON France entities
- Proposal to have one single Procurement Department for BU E.ON France, based at SNET
- Service Level Agreements have to be set up to allow delegation for procurement

E.ON Procurement Network: scope of Corporate Procurement's coordinating function

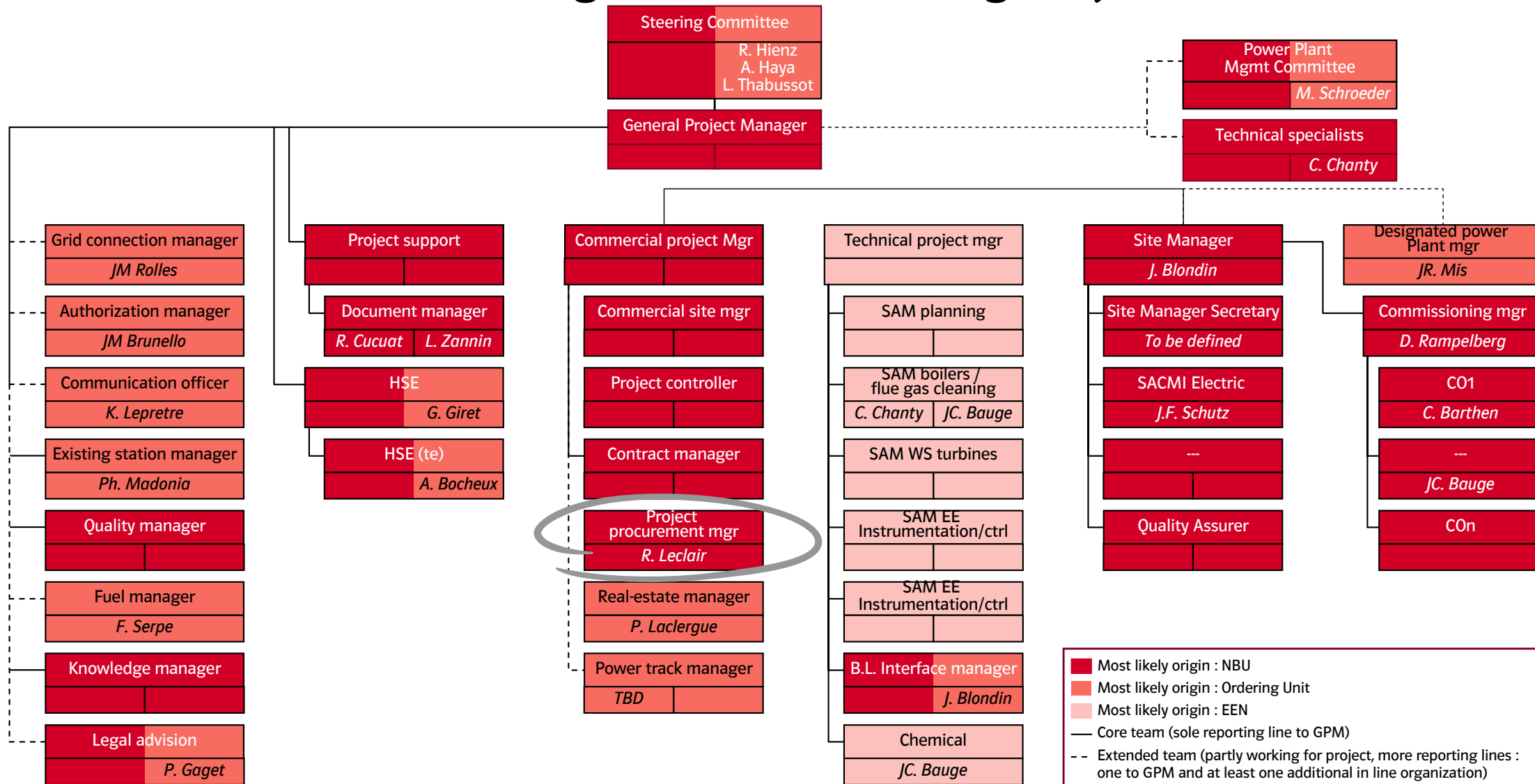


1) SMG = Spend Management Group

2) T / D = Transmission / Distribution

3) HPGA = High Pressure Gas Applications

Interface with NBU: Org Chart for Hornaing Project



Non-Power Procurement: Implementation Plan

Implementation Topic	Objective	In charge	Action Steps	Planned completion
1. Implement Procurement Tools	1.1. Implement Procurement Tools	tbd	1.1.a. Full access to all procurement tools awarded	31/12/2008
			1.1.b. Access to Livelink provided	31/12/2008
			1.1.c. Training on e-Procurement Tools completed	28/02/2009
	1.2. Implement e-class	tbd	1.2.a. Top-80% categories addressed	31/10/2008
			1.2.b. All categories addressed	28/02/2009
2. Set-up Interfaces with NBU / ECR	2.1. Set-up Interfaces with NBU	tbd	2.1.a. Point of contacts defined	15/12/2008
			2.1.b. Decision process clarified	15/12/2008
	2.2. Set-up Interfaces with ECR	tbd	2.2.a. Points of contact defined	15/12/2008
			2.2.b. Decision process clarified	15/12/2008

Corporate Development, Public Affairs / Regulatory

Corporate Dev

To be finalized – dependant on Organization decisions

Public Affairs / Regulatory: 1 Implementation Topic identified

Integration Topics	Implementation Topics	In charge	Compl. date
1. Organization	- Done	tbd	15/11/08
2. Steering & Reporting	1. Align Steering & Reporting	tbd	31/12/08



- Focus of integration workgroup activities
- **Base structure for the Target Operating Model document**
- ➔ **1 section per integration topic**



- **Will be the main focus of the implementation phase**
- **Base structure for the implementation plans**

Note: All Organization points to be finalized following decision at BU E.ON France level

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

Integration topic:

SNET baseline

One team handling the three functions

- Intertwined influence of Regulatory watch, Institutional Networks, Industry Workgroups & political contacts

Reporting

- Quarterly detailed "Alerte réglementaire" on all new or future legislation, assessing impact & advising relevant departments
- Monthly COMEX reporting on key regulatory subjects & main lobbying actions

E.ON way

- Functions separated
 - Regulatory Management
 - Regulation & Energy policy
 - Competition, Market design
 - Public Affairs

1. Organization & Reporting

Integration plan

- Create interfaces but keep original organization: keep single team with multiple relevant interfaces within EEA
- Corporate Social Responsibility topics included in Team scope
- Representation in Industry Workgroups to be readapted

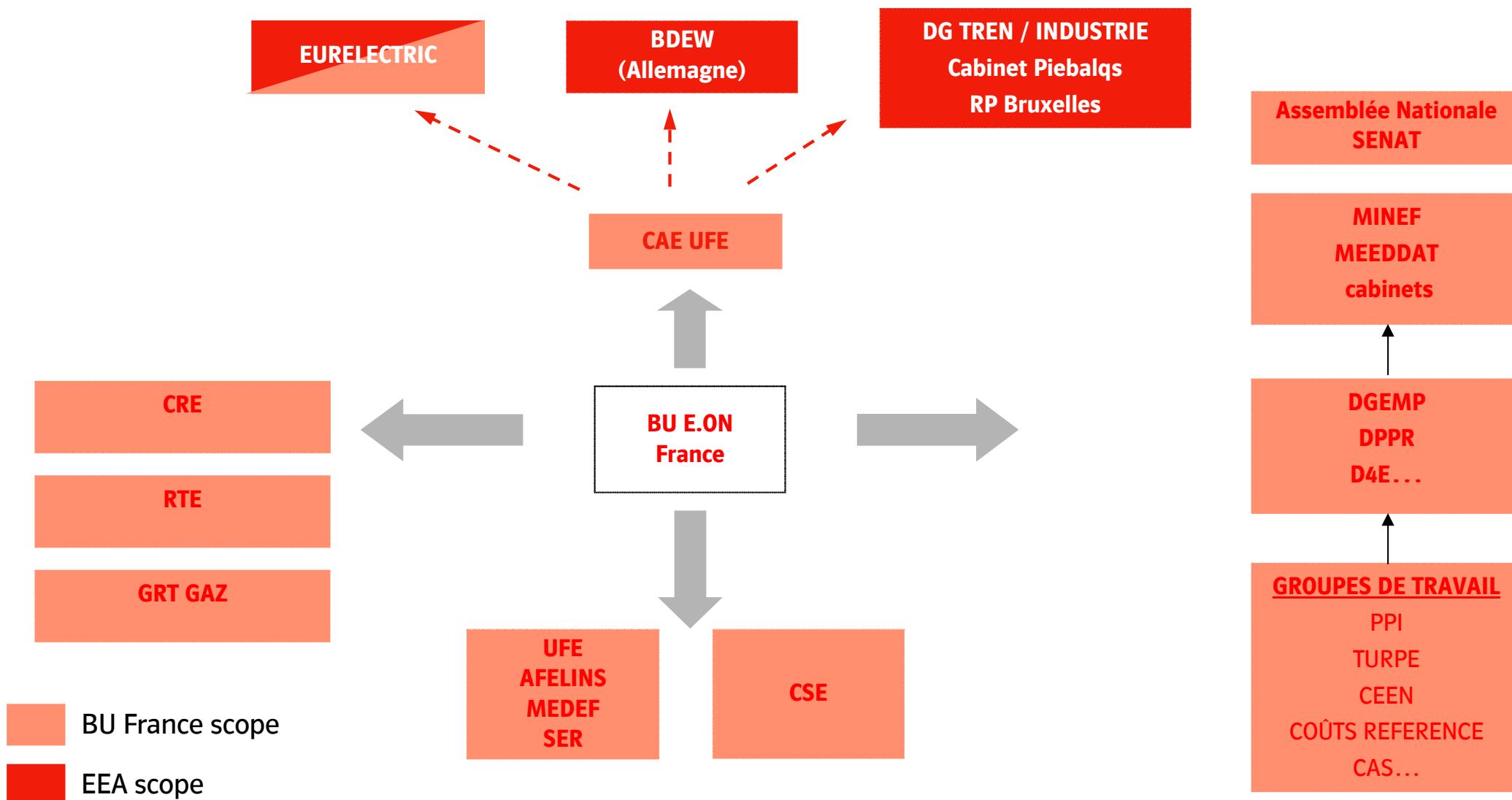
Expected benefits / synergies

- Increased transparency & information exchange
- Increased impact

Implementation scheme

- Overall agenda
 - Reporting set up end 2008
 - Interfaces clarified end 2008

Reorganization of representation & Lobbying contacts



Proposed formats for reporting to EEA: 4 key reports

- Quarterly Detailed Regulatory Watch on all new / future regulations & impacts

SECRETARIAT GENERAL

ALERTE REGLEMENTAIRE - n°20 du 28/08/2008

LA SNET

TEXTES EN PROJET					
Services concernés	Thèmes	Objet du texte	Références du texte	Délais	Point d'alerte
TOUS	GRENELLE DE L'ENVIRONNEMENT	La loi d'orientation générale qui vise à faire valider par le Parlement les principes fondateurs du Grenelle de l'Environnement. Elle sera suivie de deux textes législatifs composés de mesures précises sous la forme de textes d'application.	Projet de loi d'orientation et de programmation du Grenelle Environnement du 11 juin 2008	En 1 ^{re} lecture à l'Assemblée Nationale Débat Parlementaire prévu à l'automne	Plusieurs dispositions générales sur l'énergie mais rien de très concret dans ce texte. On relèvera cependant l'article 19 qui prévoit la mise en place d'un cadre juridique adapté et l'allocation de financements particuliers pour le soutien des mécanismes de captage et stockage du dioxyde de carbone.

- Quarterly "Regulation Day": meetings in Paris to discuss Regulations Topics with team experts
- Monthly Reporting on key regulatory subjects
- Monthly Reporting on main lobbying actions and planned meetings & topics

Public Affairs / Regulatory: Implementation Plan

Implementation Topic	Objective	In charge	Action Steps	Planned completion
1. Align Steering & Reporting	1.1. Implement new steering mode	tbd	1.1.a. Interfaces with EEA clarified	15/11/2008
			1.1.b. Steering of relevant EEA group implemented	15/11/2008
	1.2. Implement Reporting	tbd	1.2.a. Reporting format validated with EEA	30/11/2008
			1.2.b. Reporting implemented	31/12/2008

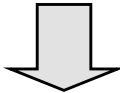
Agenda

Management summary

Target Operating Model by function

- Generation p. 20-34
- Engineering & project development p. 34-48
- Renewables p. 49-56
- Sales p. 57-75
- Trading / Energy optimization p. 76-92
- Financial corporate functions p. 93-106
- Strategic / non financial corporate functions p.107-150
- HR p.151-185
- Communication p. 186-199

HR: 6 Implementation Topics identified

Integration Topics	Implementation Topics	In charge	Compl. date
1. Integration in HR reporting processes	1. Align HR Reporting Processes	P. Fruleux	08/01/2008
2. Implementation of E.ON HR strategy	2. Implement E.ON HR Strategy	D. Reiter	31/03/2009
3. HR development policies	3. Implement HR Development standards & policies	G. Leo	31/12/2009
4. Comp & Ben policies	4. Implement Comp & Benefits policies	D. Reiter / G. Leo	31/03/2010
5. Implementation of E.ON SAP HR	5. Implement E.ON SAP HR	P. Duquenoy	01/01/2010
6. Implementation of one E.ON (& empl. survey)	6. Implement OneE.ON	D. Reiter / K. Leprêtre	30/09/2009
 • Focus of integration workgroup activities • Base structure for the Target Operating Model document ➔ 1 section per integration topic	 • Will be the main focus of the implementation phase • Base structure for the implementation plans		

Note: All Organization points to be finalized following decision at BU E.ON France level

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

Integration topic:

SNET baseline

- Internal regular reporting, aimed at HR and controlling departments
 - Headcount
 - Pay
 - Social topics (strike, agreements...)

E.ON way

- Monthly, quarterly, yearly reporting, mainly on headcount
 - Exhaustivity of data needed decreasing as frequency of report increases
 - Definition of all data items existing in English and French for good understanding

1. Integration in HR reporting processes

Integration plan

Full standardization with E.ON typical reporting, with some SNET specific reporting remaining on non-covered subjects

- E.ON reportings
 - Monthly reporting
 - Quarterly reporting
 - Yearly reporting (incl. corporate responsibility reporting)
 - Ad hoc reportings
- Example of remaining SNET reportings
 - "Bilan Social"
 - Reportings related to social dialogue

Expected benefits / synergies

- Full consistency of format and KPIs
- Possible benchmarks with other BUs
- Easier consolidation of data

Implementation scheme

- **Overall agenda**
 - All non available data listed in November
 - Action plan to enable data delivery made before end November
- **Main constraints / needs**
 - Some data non available today
 - Potential need for IT alignment to avoid manual operations

HR reporting

a Monthly reporting

b Quarterly reporting

c Yearly reporting

b

e-on Energie

name of the company
please fill in here

Jahr

workforce development

number of persons 31.12.2007

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Integration topic:

SNET baseline

Existing guidelines on :

- Recruiting and Comp & Ben practices
- Career development
- Performance management
- HR planning
- Social dialogue

No overall HR strategy existing

E.ON way

- People strategy and vision deriving from Corporate Strategy
- Key E.ON HR strategic initiatives
 - Demographics/Workforce Planning
 - Skills Management
 - Employer Branding
 - Diversity
 - Employability
 - Leadership
 - Talent Management
 - Performance Management
 - Change management
 - Life Balance
 - Health Management

2. Implementation of E.ON HR strategy

Integration plan

Full implementation of SNET into E.ON HR strategy

- Strategic initiatives introduced at SNET (e.g. employability, diversity, health management...)
- SNET strategy on some topics to be aligned with E.ON overall strategy while maintaining some specific approaches (e.g. social dialogue)

Expected benefits / synergies

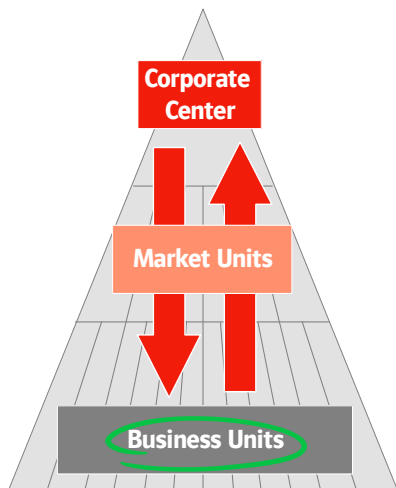
- Alignment of SNET to E.ON HR strategy
- Optimization of processes
- Group integration and stronger belonging feeling

Implementation scheme

- **Overall agenda**
 - Alignment of SNET strategy with E.ON strategy (before end 2009)
 - Vision & Prioritization by March 09
 - Implementation until end 09
 - Communication of HR strategy at SNET (before March 2009)

E.ON France BU HR department integrated within in E.ON Group HR organization

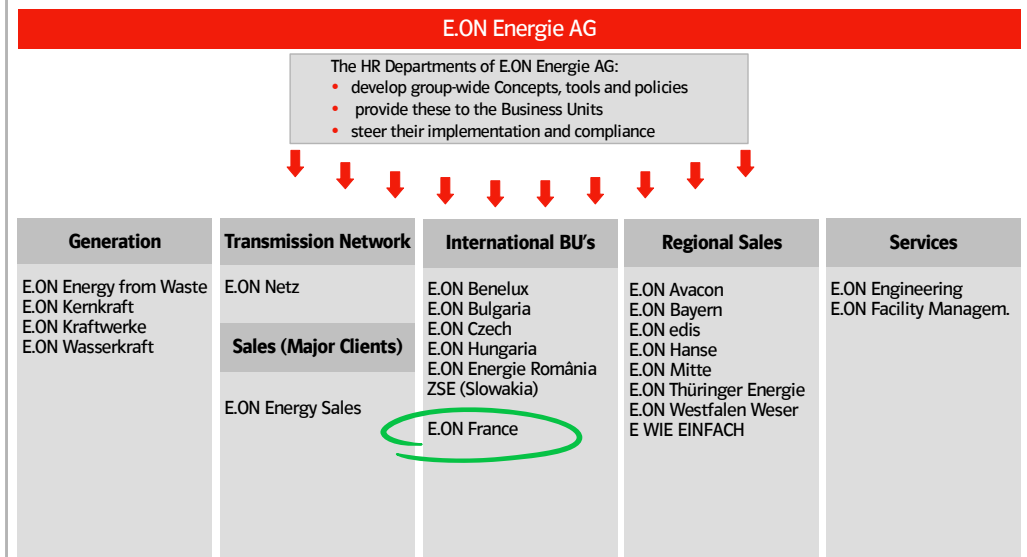
Governance follows managerial structures



- **CC defines** overall HR strategy, policies and frameworks (in cooperation with the MU's)
- **MU have responsibility to govern the execution** of the framework agreed on
- **Business Units act within the provided framework** fully self-responsible

6

HR-Governance-Philosophy in the E.ON Energie Group

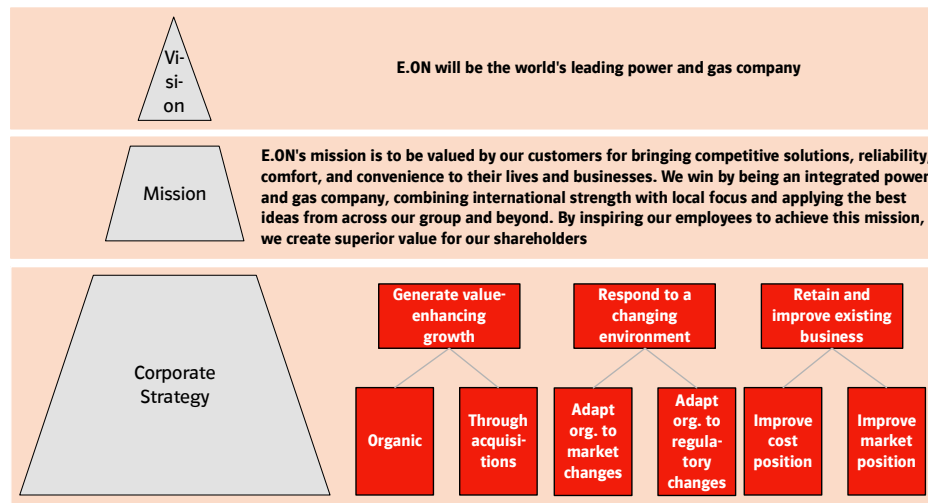


Source : E.ON Energie presentations and BCG analysis

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

E.ON People strategy to be applied at E.ON France

Vision, mission, and corporate strategy



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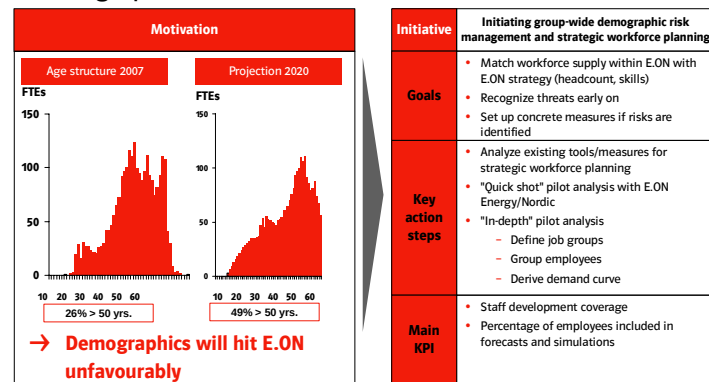
E.ON's People strategy with three strong pillars



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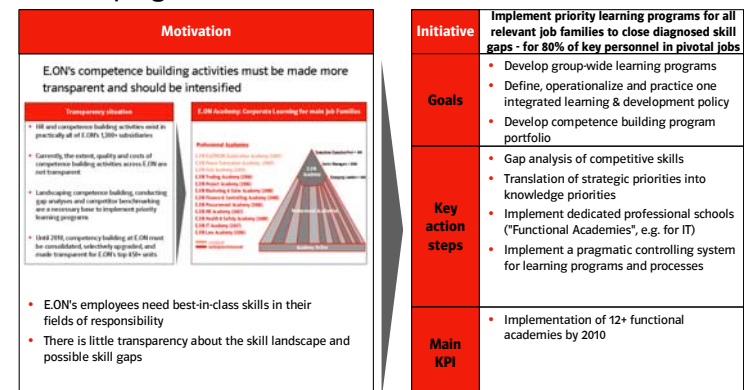
Main People strategy initiatives developed at E.ON group level to be implemented and adapted at E.ON France (I)

"Demographics/workforce planning" will prevent demographic risks



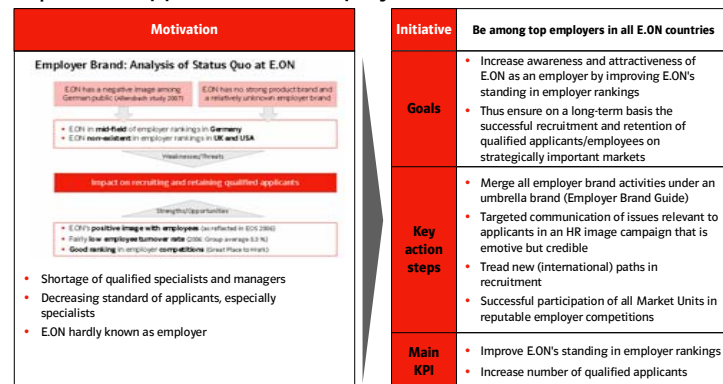
Notes: Estimate based on data of E.ON Energie (EKW, E.ON Bayern AG, E.ON Moldova) and conservative modeling assumptions
Sources: Project team; BCG analysis

"Skills Management" will support key personnel in developing their skills and behaviors



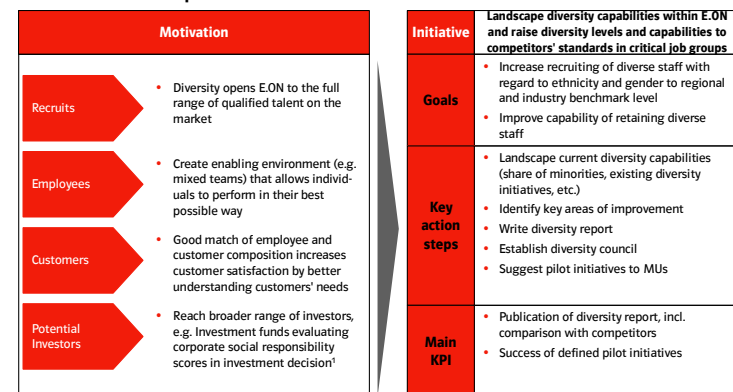
Sources: Project team; BCG analysis

Employer branding will increase E.ON's attractiveness for qualified applicants and employees



Sources: "Das Absolventenbarometer", trendence institut: Anonymous yearly online survey of ~7,000 business and ~6,000 engineering students close to finishing their degrees

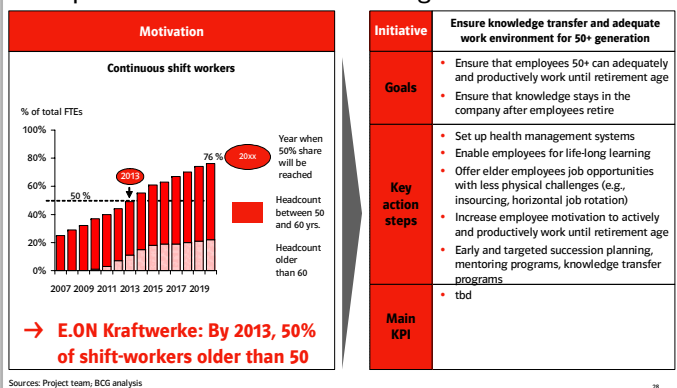
"Diversity" will landscape diversity capabilities and raise them to competitors' standards



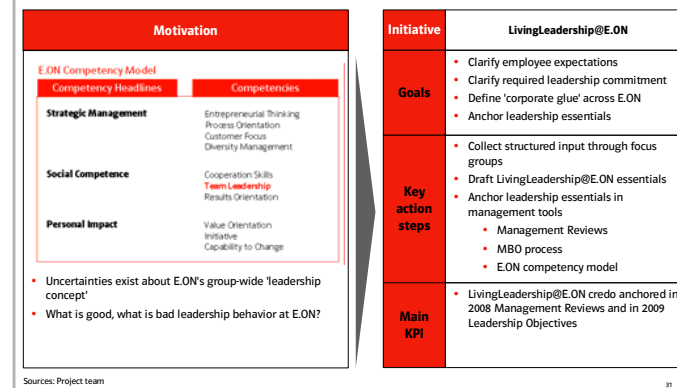
¹ Examples include Calvert Socially Responsible Investment Funds which require their portfolio companies to demonstrate inclusive diversity policies
Sources: Project team; BCG analysis

Main People strategy initiatives developed at E.ON group level to be implemented and adapted at E.ON France (II)

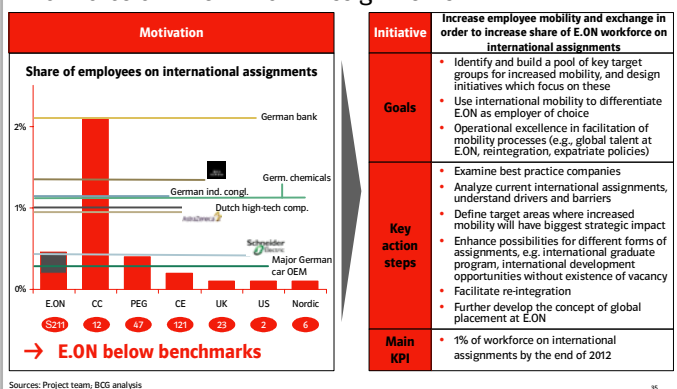
"Employability" will ensure knowledge transfer and adequate work environment for 50+ generation



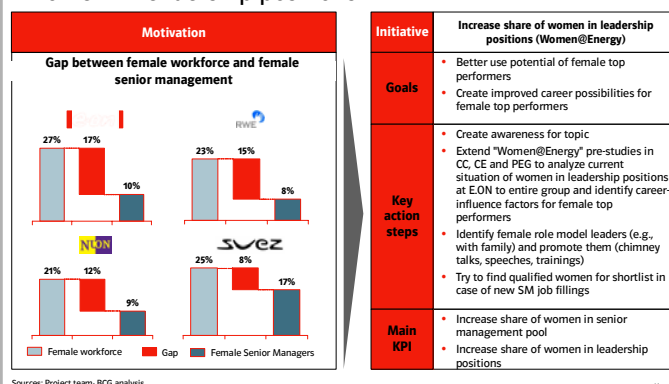
"LivingLeadership@E.ON" will operationalize leadership essentials



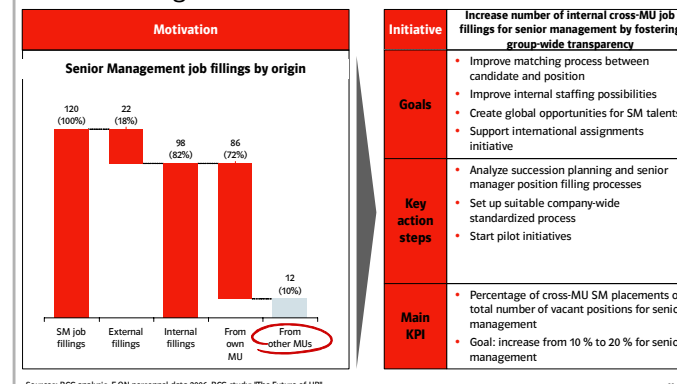
"Talent management" will increase share of E.ON workforce on international assignments



"Talent management" aims to increase the share of women in leadership positions



"Talent management" will increase cross-MU staffing of senior managers



Main People strategy initiatives developed at E.ON group level to be implemented and adapted at E.ON France (III)

"Performance Management" will train managers to apply group-wide performance-guiding principles

Motivation	Initiative
Performance Management @ E.ON is about ... Goal Alignment: "...translating our shared vision of the purpose and aim of the organization into clear goals and targets, aligning each individual's contribution to these" Engagement: "...creating an engaging environment where employees have responsibility to make their own contribution and the opportunity to develop their potential and capabilities to do the job" Skills/Behavior: "...acquiring essential skills through appropriate formal knowledge and training to live with E.ON values and behaviors" No group-wide understanding of "performance" within E.ON Inconsistent feedback culture "Engaging for results" framework will input for discussion on areas of improvement:	Create and conduct training courses for managers to drive performance based on group-wide performance-guiding principles Goals - Create a culture of excellence - All employees should receive a performance appraisal, variable pay, and have a development plan Key action steps - Analyze existing performance management principles/systems - Define group-wide performance-management-guiding principles - Create implementation plan for group-wide performance principles - Develop training program for performance management Main KPI - By the end of 2010, 90% of all senior managers have attended a course based on the guiding principles - After promotion to senior managers, 100% have to attend this course within one year

Sources: Project team, BCG analysis

"Change management" will prepare managers to manage change effectively

Motivation	Initiative
Change management skills as important lever for E.ON's corporate strategy E.ON's corporate strategy: ...translating our shared vision of the purpose and aim of the organization into clear goals and targets, aligning each individual's contribution to these Change management skills: ...creating an engaging environment where employees have responsibility to make their own contribution and the opportunity to develop their potential and capabilities to do the job E.ON is currently undergoing many company-wide change processes Managers' change skills and behaviors crucial to successful change	Leading change Goals - Prepare leaders before a change process through a structured program: ready, willing, able - Support them during the change process Key action steps - Analyze required leadership skills, capabilities and behaviors before and during a change process at E.ON - Set up training schedule and design offering for change processes - Set up pilot initiative at "Renewables" - Link initiative to LivingLeadership@E.ON Main KPI - By the end of 2010, 90% of all senior managers have attended a course - After promotion to senior managers, 100% have to attend course within one year

Sources: Project team, BCG analysis

"Life Balance" aims to increase employee satisfaction

Motivation	Initiative
Life balance ranks among the three most important goals for a beginning career* International Reputation: 51 (Business), 42 (Engineering) Manage challenging tasks: 40 (Business), 44 (Engineering) Life balance: 42 (Business), 41 (Engineering) Establish a financial basis: 35 (Business), 29 (Engineering) Reach a leadership position: 23 (Business), 20 (Engineering) Take care of projects: 14 (Business), 15 (Engineering) Influence strategy: 10 (Business), 12 (Engineering) Contribute to society: 7 (Business), 10 (Engineering) Become expert: 10 (Business), 12 (Engineering) Start own business: 5 (Business), 3 (Engineering) Develop new products: 3 (Business), 2 (Engineering) Get a new position in company: 2 (Business), 1 (Engineering) Other: 1 (Business), 1 (Engineering) Business students (red bar), Engineering students (grey bar)	Establish Life-Balance as a tangible corporate value and increase employee satisfaction Goals - Increase employee satisfaction with Life Balance (LB) - Improve attractiveness as employer - Increase usage rates of LB offerings Key action steps - Analyze LB offerings from MUs and BUs - Evaluate benefits of LB offerings - Define E.ON's understanding of Life Balance - Integrate LB into corporate value codex and leadership training - Plan and implement pilot initiative in one MU Main KPI - Subjective LB satisfaction measured by agreement to EOS question "I can combine my professional and private life" - Participation rates for LB offerings in pilot initiative

* Survey question: Which career goals do you hope to achieve within the first years after graduation? Sources: Project team, Universum Studie 2005, study among 15,000 European students; BCG analysis

"Health Management" will provide group-wide health management toolkit

Motivation	Initiative
High returns to health management initiatives Flu shot: 1:20 Anti-Smoking-Campaign: 1:10 Colon cancer screening: 1:8 Reduction of overweight: 1:3 Back-pain interventions: 1:3 Skin cancer screening: 1:3 Investment: 1	Develop group-wide information campaign and health-management toolkit; select one pilot measure Goals - Sustain and improve employees' health - Increase attendance rates - Use preventive diagnostics to reduce costs of curing chronic illnesses Key action steps - Landscape health management offerings from MUs - Develop group-wide health-management toolkit - Develop health-management information campaign - Select and roll-out pilot measure Main KPI - Reach of campaign (media usage rates) - Number of people using pilot measure

Note: Safety should be included in the framework at a later stage Sources: Project team, BCG analysis

Integration topic:

SNET baseline

Policies and practices in place at SNET :

- Recruiting process
- Yearly interviews
 - Objectives interviews
 - Development interviews
- Career reviews
 - Cadres career review
 - Career evolution of Maîtrise becoming cadres
- Training topics and budget

E.ON way

Policies and practices in place at E.ON :

- Different career models
 - Management career
 - Expert Career
 - Project Career (*current implementation*)
- Job grading
- Appraisal interview to assess potential
- Management review
- Pools for top potentials
- Placement - international mobility and job market online tool
- E.ON Academy (training and e-trainings)

3. HR development policies

Integration plan

Alignment on E.ON principles, keeping SNET specific elements

- Cadres career development fully standardized into E.ON standards
 - e.g. appraisal, management review
- Lower integration level for non cadres
 - e.g. : SNET yearly interview forms remaining for non cadres
- E.ON Academy : full integration
 - some SNET trainings remaining proposed in the "E.ON France" page of E.ON Academy site

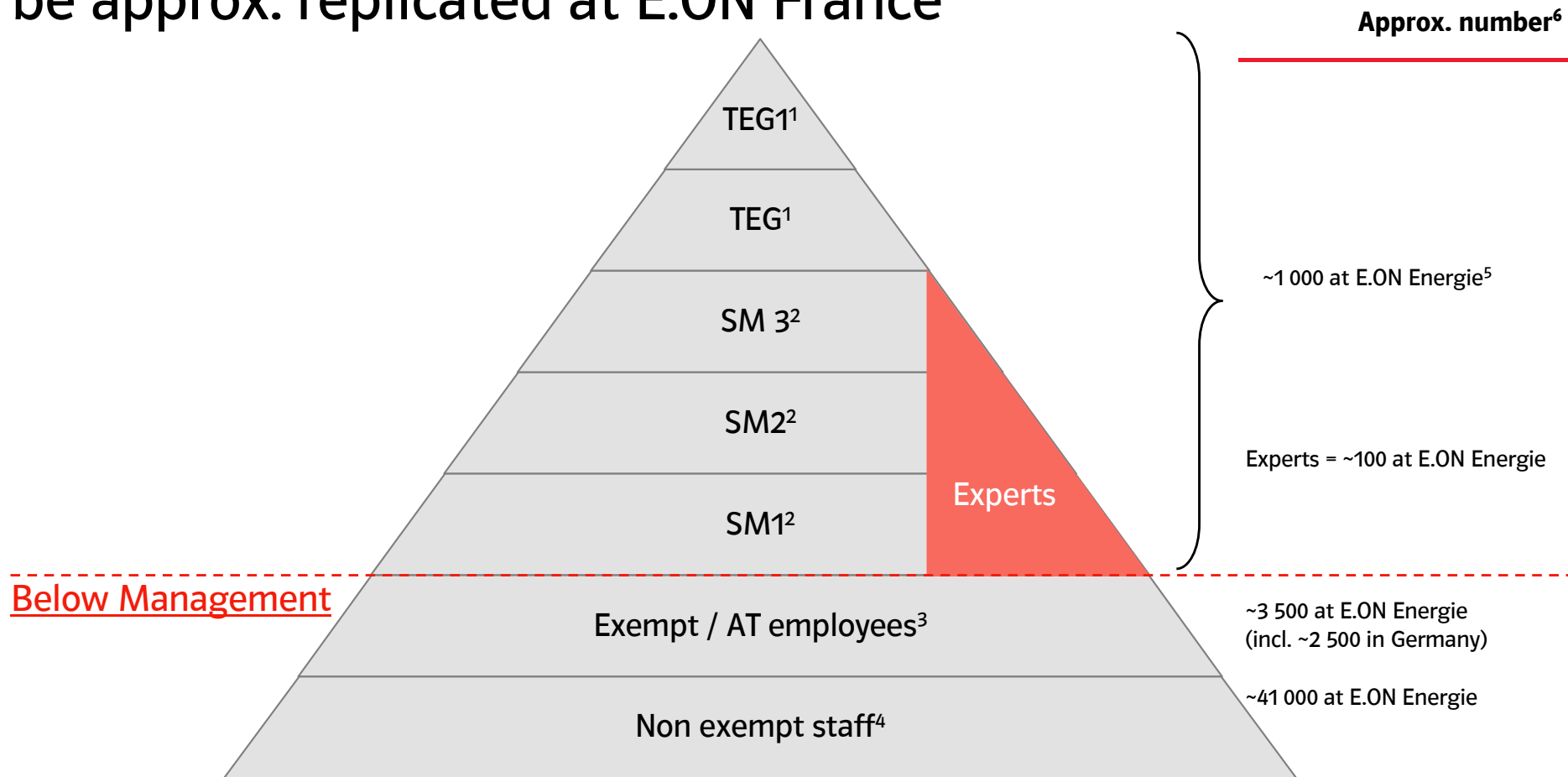
Expected benefits / synergies

- Intra-group consistency
- Higher level of people development achieved at SNET
- Potential additional costs

Implementation scheme

- **Overall agenda**
 - Management review (Dec 09)
 - Job grading (Dec 09)
 - E.ON academy at SNET (March 10)
 - Ensure access to online platforms
- **Main constraints / needs**
 - IT integration
- **Risks expected**
 - Reluctance from some managers?

Breakdown of E.ON workforce by type of employee to be approx. replicated at E.ON France



1. Top Executive Group, career under responsibility of Corporate Center

3. Cadres, highly educated level; are no manager, but do not follow a collective agreement

5. SM1 + SM2 + SM3 = ~2% of total workforce

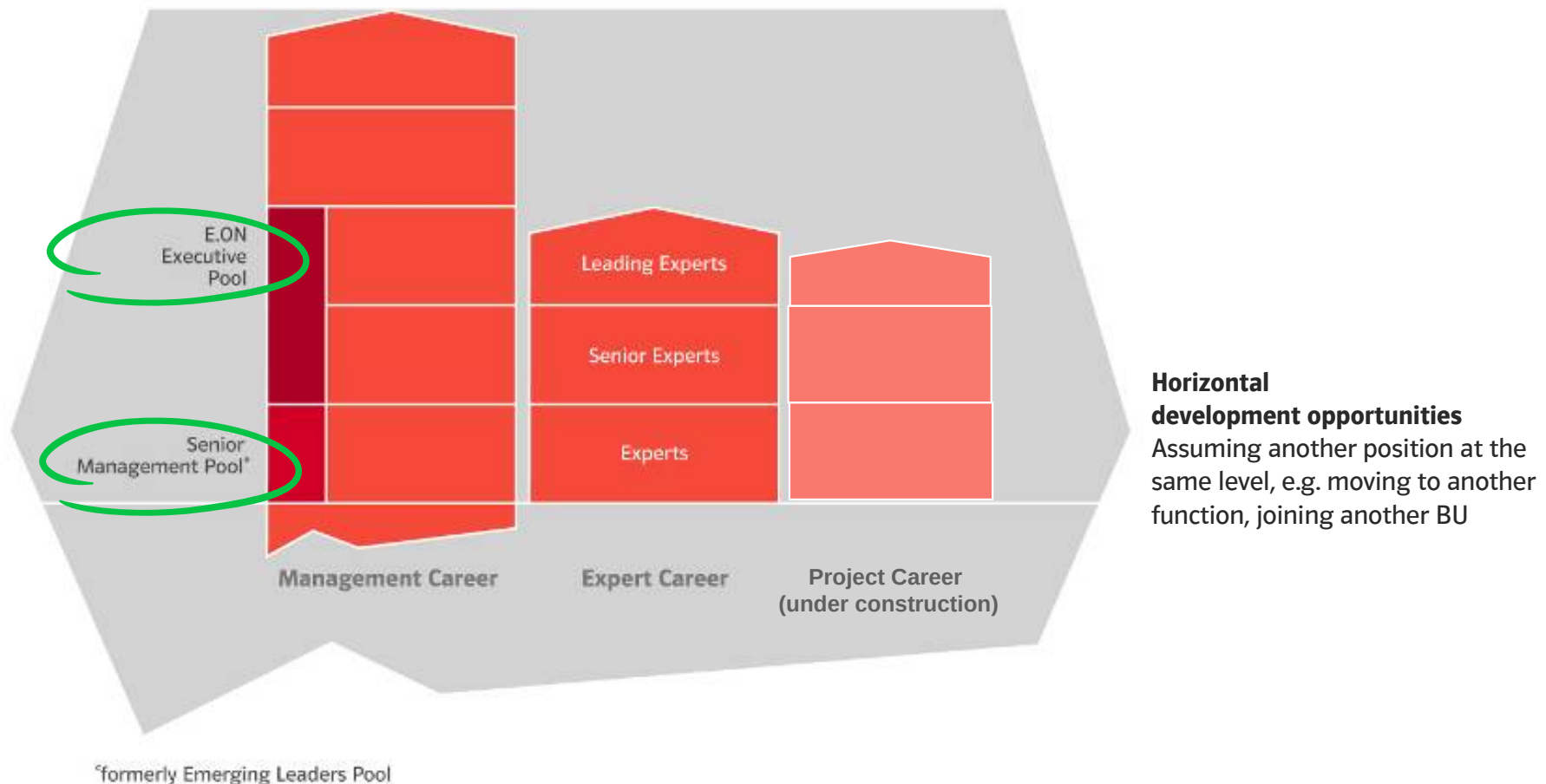
Source: E.ON – SNET Comp & Ben and HR development meetings, BCG analysis

2. Senior Management

4. Other employees, following a collective agreement (incl. apprentices and interns)

6. Figures extracted in Jan 2008

At E.ON Energie, 2 (soon 3) career models, 2 pools for top potentials and many horizontal opportunities at all levels

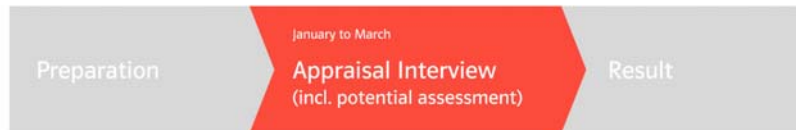


Source : E.ON Energie presentations

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

Appraisal interviews, potential assessments and placement processes to be applied at E.ON France

The starting point of the HR process is the appraisal interview



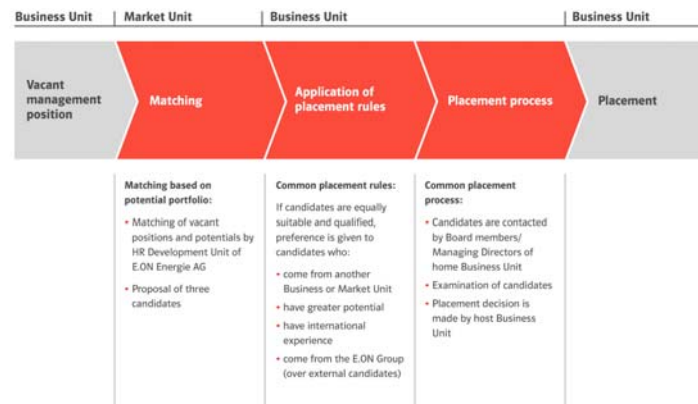
- Superior:
Assessment based on forms
- Employee:
Self-assessment based on forms

1. Target-setting and achievement, performance
2. Development and training
3. Feedback from



e-on | Energie

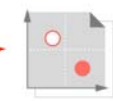
Placement decisions in management circles are taken based on "potential portfolios"



HR Development within the E.ON Energie Group

Page 21

The potential assessments made during the appraisal interviews are objectified at management review conferences



Potential portfolio

- Confirmed potential assessment
- Appointment of pool candidates
- Development planning
- Succession planning

able discussion with executives, HR department as facilitator

in key positions provide information on potential successors after the appraisal interview.

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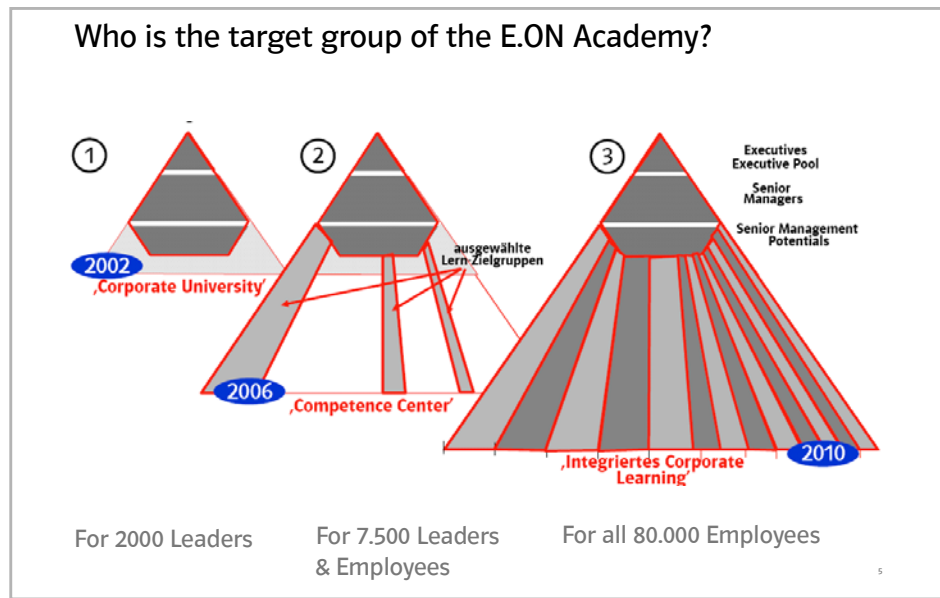
Source : E.ON Energie presentations

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E.ON Academy already on-line, and still developing

E.ON France to be connected as from 2009

Enlargement of its target group until 2010



3 main offerings, still being completed

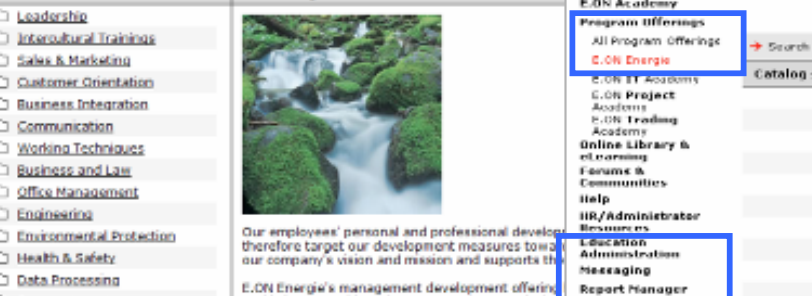
Leadership Curricula (demand based, connected with E.ON Strategy) provide courses in

- Business Administration
- HR Management
- General Management
- Industry Knowledge
- Techniques as e.g. Problem Solving

“Professional Academies” (e.g. Trading Academy, Projekt Academy, IT Academy) provide

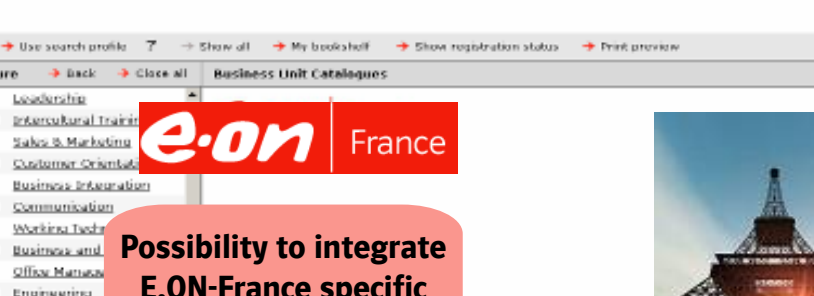
- Specialized further training courses
- Group-wide for employees of different job families
- E.g. IT courses for everybody

Cross-team and Group-wide opinion-forming forums in order to systematically promote discussions and networking



E.ON Academy Catalog structure

- Leadership
- Interpersonal Trainings
- Sales & Marketing
- Customer Orientation
- Business Integration
- Communication
- Working Techniques
- Business and Law
- Office Management
- Engineering
- Environmental Protection
- Health & Safety
- Data Processing

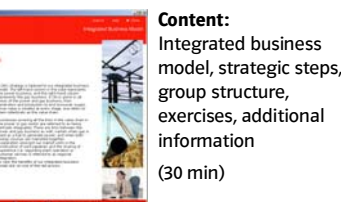


E.ON Academy Program Offerings

- All Program Offerings
- E.ON Academy
- E.ON Project Academy
- E.ON Trading Academy
- Online Library & eLearning
- Forums & Communities
- Help
- HR/Administrator Resources
- Education Administration
- Messaging
- Report Manager

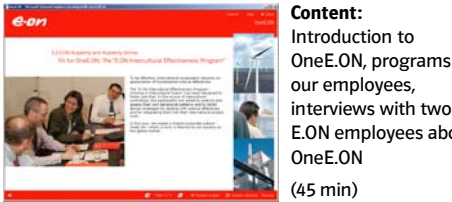
E.ON-specific eLearning programs

E.ON Strategy



Content:
Integrated business model, strategic steps, group structure, exercises, additional information (30 min)

OneE.ON



Content:
Introduction to OneE.ON, programs for our employees, interviews with two E.ON employees about OneE.ON (45 min)

Developing our leadership capabilities



Content:
Key human resource development tools at E.ON, Relationship between OneE.ON and the E.ON Competency Model, link to the Online workbook used by E.ON UK (30 min)

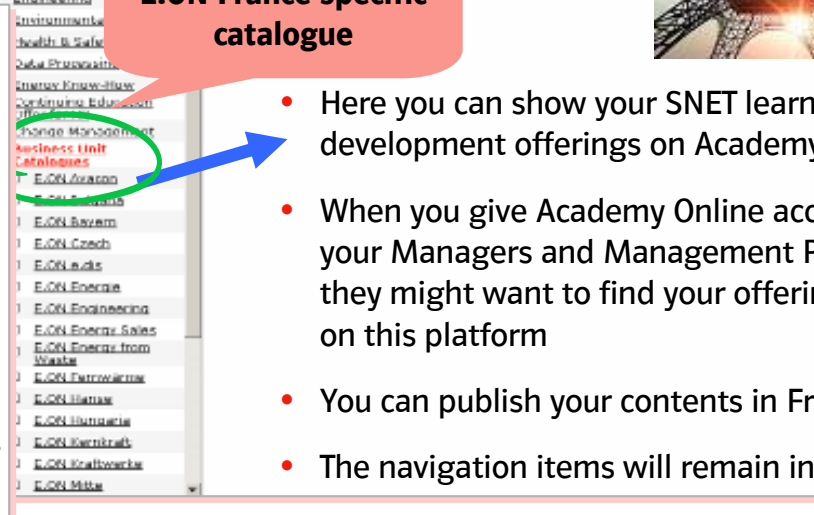
Basics of the Power and Gas Industries



Content:
Introduction to power and gas industry and the business segments of E.ON in Central Europe. Interactive learning with E.ON-experts and practical examples (2 h)



Possibility to integrate E.ON-France specific catalogue





- Here you can show your SNET learning and development offerings on Academy Online
- When you give Academy Online access to your Managers and Management Potentials they might want to find your offerings as well on this platform
- You can publish your contents in French
- The navigation items will remain in English

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

Integration topic:

SNET baseline

Analyses performed

- IEG compensation guidelines
- SNET unit labour cost
- Comparison of IEG and SNET practices
- Breakdown of SNET salary
 - Variable pay : 5% to 36% of base salary if objectives realized
- Bonus calculation methodology
- SNET salesforce Comp & Ben details
- Specific SNET Intéressement policy
- Specific SNET Participation and additional compensations policy
- Breakdown of 2007 total labour cost structure by topic

E.ON way

General policies existing on

- Breakdown of workforce
 - Top Executive Group, Senior Managers, Exempt Staff, Non Exempt Staff
- Breakdown of salary for Senior Managers and Exempt Staff
 - Variable pay : 25% to 43% of base salary if objectives realized
- Bonus calculation methodology
- E.ON France salesforce Comp & Ben details

4. Compensation & benefits policies

Integration plan

Maximum application of E.ON standards, with probable need of adjustments

- Link with E.ON results within Comp & Ben scheme as from 2009
- Integration of more variability into SNET salaries as from 2010
 - decision to be made on variability level, with consideration of labour cost and IEG status
- Need to integrate some specific elements in reflexion (e.g. automatic RPCC system, intéressement and participation...)

Expected benefits / synergies

- Alignment with E.ON standards
- More link between remuneration and results of group
- More differentiation of remuneration between employees

Implementation scheme

- **Overall agenda**
 - For 2009, integrate link with E.ON results
 - Start job grading implementation in 2009
 - For 2010, define scheme for SNET managers (aligning variability % with E.ON standards), and implement change
- **Main constraints / needs**
 - Higher % of variability within E.ON scheme (vs high labour costs at SNET)
- **Risks expected**
 - No high social risk expected, as information of unions not necessary when changing Senior Managers scheme

For 2009, SNET salary scheme mainly conserved, but linked with E.ON results (I : example of E.ON Senior managers and SNET Comex directors)

2009 E.ON Energie Variable compensation breakdown

70% based on individual performance

- Economic individual objectives
- Management, cooperation and team individual objectives
- Personal objectives

30% based on E.ON Adjusted EBIT

- Breakdown
 - 5% on group adjusted EBIT
 - 10% on MU adjusted EBIT
 - 15% on BU Adjusted EBIT
- According to linear payout range

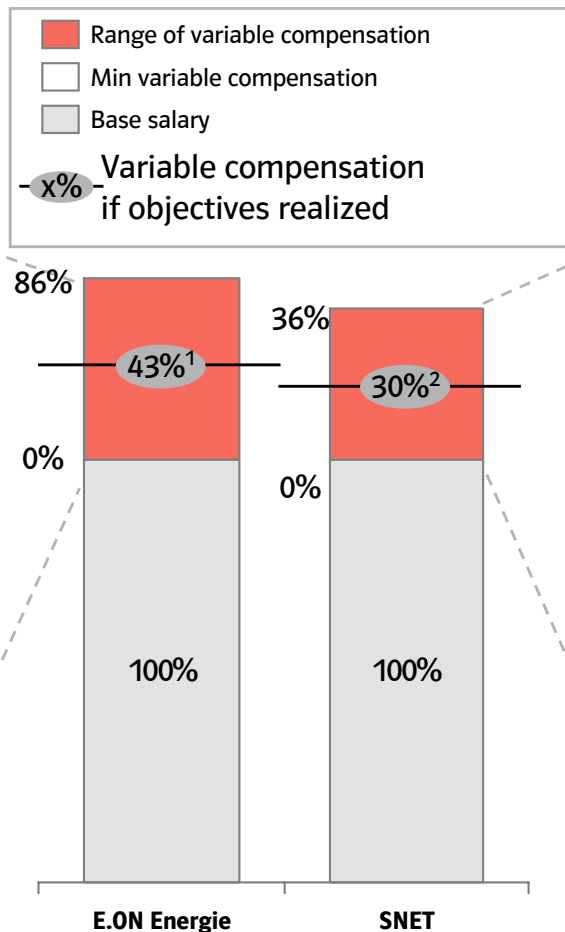
2009 SNET variable compensation breakdown

80% based on individual performance

- 50% on economic objectives
- 30% on personal / management objectives

20% based on E.ON Adjusted EBIT

- *Breakdown*
 - X% on group adjusted EBIT
 - Y% on MU adjusted EBIT
 - Z% on BU (or SNET) Adjusted EBIT
- According to linear payout range



1. Breakdown of salary : 70% - 30%

2. At SNET, can be 30%, 35% for Comex directors 3. Need for evaluation of cost of application of E.ON formula to 2008 SNET forecasted results before decision

Note: salaries paid over 12 months at E.ON, 13 months at SNET

Source: E.ON – SNET Comp & Ben meeting, BCG analysis

Still to be decided :

- Exact formula to calculate link between adjusted EBIT and bonus
- % of salary based on group, MU and BU results³ for Comex Directors

For 2009, SNET salary scheme mainly conserved, but linked with E.ON results (II : example of E.ON AT employees and SNET Comex n-1)

2009 E.ON Energie Variable compensation breakdown

70% based on individual performance

- Economic individual objectives
- Management, cooperation and team individual objectives
- Personal objectives

30% based on E.ON results

- 6% ROCE → 0% variable
- 12% ROCE → 7.5% variable
- 18% ROCE → 15% variable

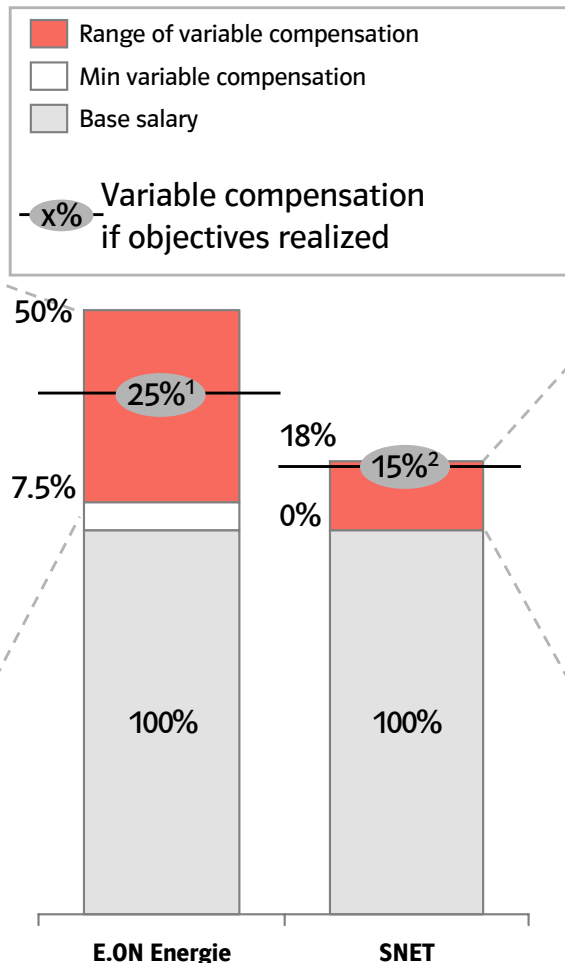
2009 SNET variable compensation breakdown

80% based on individual performance

- 50% on economic objectives
- 30% on personal / management objectives

20% based on SNET results

- 6% ROCE → X% variable
- 12% ROCE → Y% variable
- 18% ROCE → Z% variable



Still to be decided :

- Formula follows Senior Managers or AT employees formula?

1. Breakdown of salary : 80% - 20%

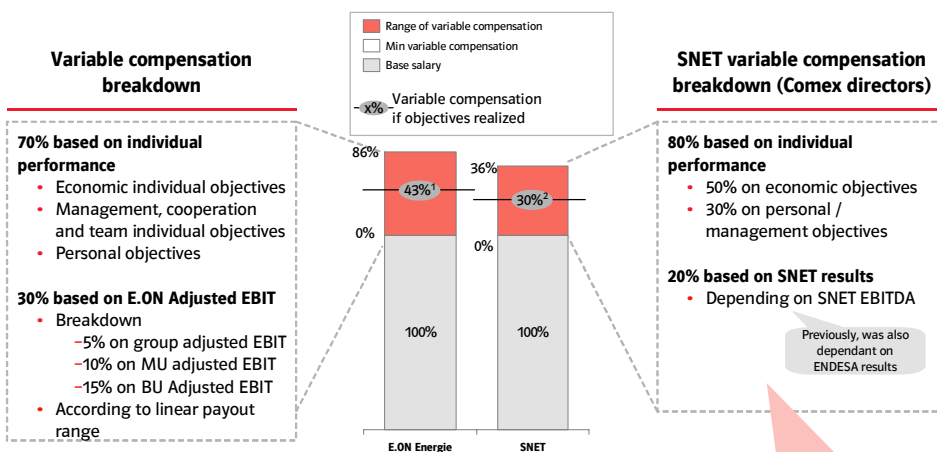
2. At SNET, can be 5%, 10%, 15%, 20%

Note: salaries paid over 12 months at E.ON, 13 months at SNET

Source: E.ON – SNET Comp & Ben meeting, BCG analysis

Comparison of E.ON and SNET Comp & Ben has been made (I)

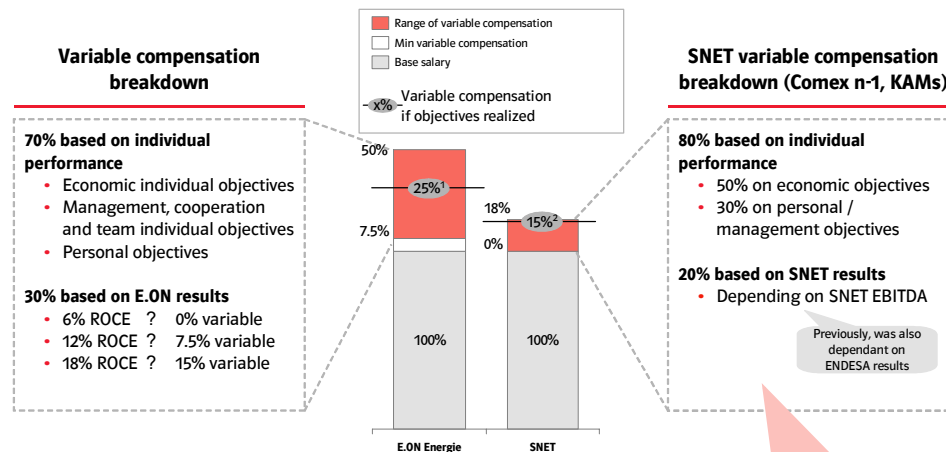
Comparison for Senior managers at E.ON and SNET Comex directors



19

In 2008, not SNET calculation formula already precisely defined

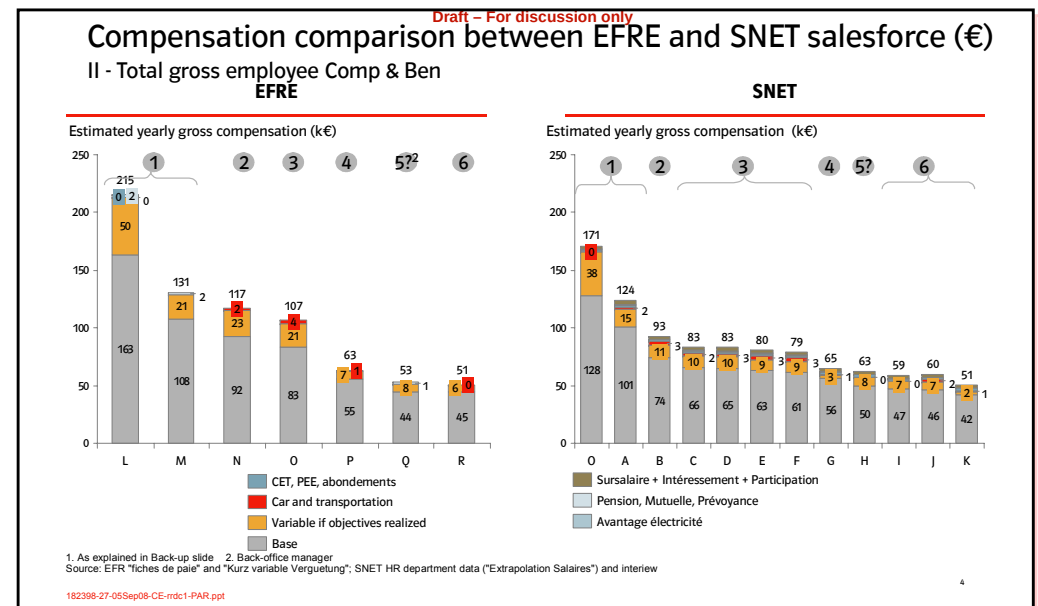
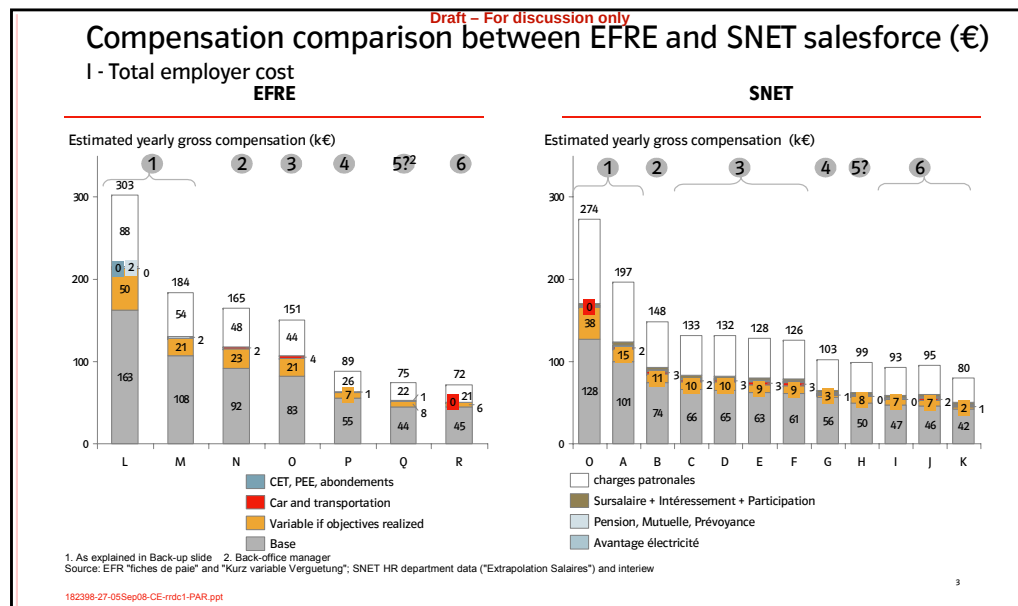
Comparison for AT employees at E.ON and Comex n-1



20

In 2008, not SNET calculation formula already precisely defined

Comparison of E.ON and SNET Comp & Ben has been made (II)



Source : E.ON – SNET Comp & Ben meeting, BCG analysis

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

SNET salaries (incl. bonuses) have been deeply studied

Composition of SNET salaries and breakdown of the ~100 SNET employees with bonus

Current criteria used to assess bonus realization at SNET

Decomposition of SNET salary shows few variable elements

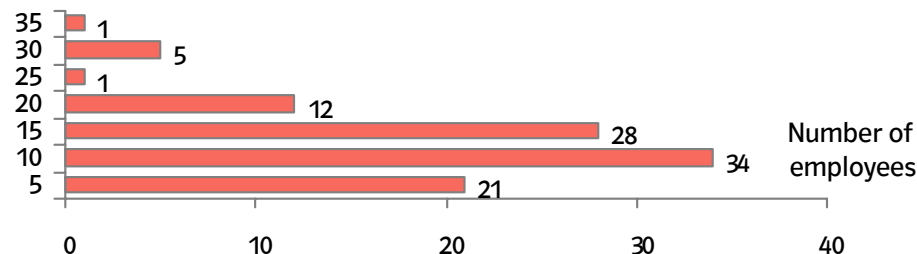
	Name	Description	Eligible employees	Number of employees in 2007	Value
Punctual indemnities	• Mobility ¹	• Compensation for mobility	• All		Dependent on specifics of employee's situation
	• Activity ²	• Compensation for specific activity conditions	• All		
	• Function ²	• Compensation for loss of specific advantage due to job mobility	• All		
Variable permanent indemnities	• "Prime" on objectives (ENDESA practice)	• Reward for objectives realization ⁵	• Comex / Comex n-1 • Site direction / n-1 • Sales force and supply	• 96	• 30-35% / 15-25% • 20% / 10% • 5-15%
	• Exceptional "Prime"	• Reward for exceptional implication or "production site revision"	• All	• 58 ⁷	• N/A
	• "Rappel" RPCC	• Additional reward depending on objectives realization	• Cadres without PO ⁶	• 15	• ~4% in average
Fixed permanent indemnities	• RPCC	• Yearly compensation • Actually fixed although created to depend on objectives realization	• Cadres	• 173	• 0-10% of base salary
	• Indemnities	• Indemnities linked to function	• All		• < 600€ ¹ / month
Base salary	• Base salary	• Based on grid, salary coefficient, seniority, geography	• All	• 796	According to IEG grid

1. Exception : 762,24€ for site top manager 2. Car, continuous service, "stand by duty" service, necessary mobility due to industrial plan
3. "Stand-by duty" service, overpaid hours 4. Mobility lodging 5. Criteria : SNET EBITDA, individual results, individual behavior (previously : for Comex and Comex n-1, Endesa Europe results)
6. Prime on objectives 7. 11 for exceptional implication (excl. "Prime de Bilan" at "Direction Financière et du Contrôle de Gestion") + 47 "Primes de Révision"
Source : HR department data

182398-27-Baseline SNET-05Aug08-NB-Par.ppt

20

% of bonus (in % of salary¹)



1. 100% being the fixed salary

Note: Current criteria used to assess bonus realization is still 30% EBITDA – 50% Individual results - 20% Behavioural for 24 employees of the Production Department, but was due to be aligned with scheme as from 2009

Source: HR department data

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

In 2008, not SNET calculation formula already precisely defined

OBJECTIFS D'EQUIPE						
Liés aux objectifs corporatifs d'ENDESA						
	Description de l'objectif	Obj. stat.	Indicateur	Obj. affecté	% EBITDA	% Révision
1	INITIA					0.00%
2					20%	0.00%
OBJECTIFS INDIVIDUELS						
Objectifs de résultats						
	Description de l'objectif	Obj. stat.	Indicateur	Obj. affecté	% EBITDA	% Révision
1						0.00%
2						0.00%
3						0.00%
4						0.00%
					50%	0.00%
Objectifs comportementaux						
	Description de l'objectif	Obj. stat.	Indicateur	Obj. affecté	% EBITDA	% Révision
	Developpement des personnes Travail en équipe Conduite du Changement Orientation vers les résultats					0%
					30%	#REF!
TOTAL RESULTATS SGR 2008						#REF!

Integration topic:

4. bis Other policies (expenses, pension, insurance...)

SNET baseline

Policies existing at SNET

- IEG pensions reform applied at SNET
- Travel expenses and car
- Insurances

E.ON way

E.ON practices and policies

- Holidays
- Company pension and deferred compensation
- Long service award
- Company car policy
- Payment in the event of sickness
- Accident insurance
- Travellers baggage insurance
- Benefit to surviving dependants if death
- Preventive medical check-up

- *To note, at E.ON France, no real formalized policy on travel expenses and car, insurances ...*

Integration plan

Maximum application of E.ON standards, keeping SNET specificities when required by law or IEG status, e.g. :

- Try to implement E.ON accident insurance policy at SNET
 - requires trying to influence current branch negotiation on "prévoyance"
- Apply E.ON company car policy
- Keep SNET and E.ON separated pension schemes
- Align SNET and E.ON expenses "reimbursement schemes", but keep separated procedures

Still to be completed / decided

- Decide on which policy to apply or adapt to SNET
 - based on comparison already made
- Design implementation plan

Expected benefits / synergies

- Alignment of SNET with group standards and/or application of French specific-elements at E.ON France

Implementation scheme

- **Overall agenda**
 - Decide on application and adaptation of policies (before end 2008)
 - Design implementation plan
- **Main constraints / needs**
 - Law or IEG constraints
- **Risks expected**
 - Potential social risks

Agreed solution on other components of the Comp & Ben policy (I)

Item	E.ON way	SNET way	Agreed option
Company Pension	New harmonized pension scheme E.ON group	- Current pension centralized at CNIEG - Current branch negotiation on additional pension schemes : 1% of base salary to be "côtisé" by employer - PERCo¹ : employee puts money on a specific account, employer adds a proportional amount	Keep SNET and E.ON separated pension schemes
Deferred Compensation	Additional pension scheme, waiving part of monthly salary, tax protected; to be taxed when paid out later		
Holidays	30 days/year	27 to 32 days per year 22 additionnal RTT (incl. 5 to 7 fixed) 10 bank holidays	Keep SNET policy
Company Car	Car policy E.ON Group, available for all senior managers (800 €/900 €/975 € monthly full-service rate)	- Available for top managers and salesforce² - Monthly full service rate - Valorization of "avantage en nature": - bundle (40% of yearly cost), or - real (yearly cost * number of private kms/number of total kms)	Apply E.ON policy
Long Service Award	10, 20, 30 & 40 years (paid one shot)	- Monthly seniority payment (IEG) - One-Shot additional award paid after 20, 30, 35, 40 years	Keep SNET policy

1. Perco : Plan d'Epargne pour la Retraite Collectif = other additional pension scheme
Source : E.ON – SNET Comp & Ben meeting, BCG analysis

2. DG, Président, Comex, site directors, "chefs d'agences", KAM, Field salesforce

Agreed solution on other components of the Comp & Ben policy (II)

Item	E.ON way	SNET way	Agreed option
Payment in the event of sickness	- Up to 6 months base salary (100 % net) - Up to 52 weeks (beginning from 1st day of sickness) payment additional to sickness benefit	- As from first day of sickness, by CNIEG - Up to 3 years salary (100% base gross)¹ 2 additional years at 50% net salary – other 50% potentially paid by CAMIEG	Keep SNET policy
Accident Insurance	Group accident insurance (e.g. 600.000 €, for case of death max. 50% of the sum)	Current branch negotiation	Apply output of current negotiation
Travelers baggage insurance	15.000 €, only for business trips	N/A	Apply E.ON policy
Benefit to surviving dependants in case of death	Salary in month of death + 3 following months	- Status benefit : low compensation - Potentially completed by individual subscription to a branch system - Current branch negotiation	
Preventive medical check-up	Every 2 years	N/A	Apply E.ON policy

1. Primes d'astreinte and other remaining at the charge of SNET
Source : E.ON – SNET Comp & Ben meeting, BCG analysis

Agreed solution on other components of the Comp & Ben policy (III)

SNET specific elements

Item	E.ON way	SNET way	Proposal of solution
Compte Epargne Temps (CET)	N/A	- For anticipated retirement ; possibility to change non- working day or financial comp. - Max. 7 days within holidays - Max. 5 days on seniority days - All remaining RTTs - Intéressement, Participation, "primes"	Keep SNET policy
Mutuelle		- First mutuelle provided by CAMIEG - Additional mutuelle ("St Germain") - Price depending on size of household	Keep SNET policy
Public transportation		100% of "Carte Orange" reimbursed	Keep SNET policy
"Avantage Electricité"		1/15 of normal price paid (IEG) - All-life advantage for employees with at least 15 years within IEG	Keep SNET policy
Intéressement		- Additional payment with low taxation - Same amount for all employees of same site (0 – 416 €)	- Keep SNET policy - Include more variability or differentiation between employees?
Participation (and "additional compensations")		- Participation : compulsory additional payment, with law taxation - Additional compensations (eg : additional intéressement...) - Equal amount for all SNET employees	- Keep SNET policy? - Include more variability or differentiation between employees?

Source : E.ON – SNET Comp & Ben meeting, BCG analysis

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

Common option defined on the expenses policy; final agreement still pending

**1 new "barème" to be put in place,
to align E.ON France and SNET reimbursements
(final validation still needed before implementation)**

Hotel + breakfast

	PARIS	PROVINCE
Exécution / Maîtrise	95	80
Cadre	110	90

Meals

	PARIS	PROVINCE
Exécution / Maîtrise	32	25
Cadre	36	29

**2 new specific procedures, specific to SNET and E.ON,
to avoid "Unité Economique et Sociale"
(redaction still in process)**

E.ON Energie SAS et E.ON France

REMBOURSEMENT DES FRAIS PROFESSIONNEL

Préalable

SNET

REMBOURSEMENT DES FRAIS PROFESSIONNEL

Préalable

Le présent document a pour objectif d'explicitier la politique et les règles applicables aux remboursements des frais de déplacement des salariés nécessaires pour l'accomplissement de leur mission, en dehors de leur lieu habituel de travail.

Il est complété par une procédure administrative précise référencée N-DP-008-A en date du 15 septembre 2007 à laquelle chacun voudra bien se référer pour mettre en oeuvre cette politique et les règles ci-dessous.

Champ d'application

Les frais professionnels couvrent :

- Les frais de transport occasionnés par les déplacements tant en France qu'à l'étranger
- Les frais de séjour
- Les repas
- Les frais annexes

Les personnels concernés par cette politique sont tous les salariés ayant un contrat de travail quelle que soit sa forme et quel que soit leur statut cadre ou non-cadre.

Principes généraux

La nécessité d'un déplacement professionnel doit toujours être décidée en dernier ressort, c'est à dire après avoir exploré si une autre forme de travail ne peut être valablement mise en oeuvre (conférence téléphonique,

Note : "Bareme" and "Procedures" displayed here are still to be validated by E.ON and SNET managements
Source : E.ON – SNET Expenses meeting, Towers Perrin

Integration topic:

SNET baseline

- Axys system in place
- SNET current needs
 - Need for SAP HR system implementation to avoid manual operations
 - Need for centralized system summarizing all trainings offer

E.ON way

- Full SAP HR information system in place
 - Exception : training platform will only be created and related to SAP as from beginning of 2010
- SAP currently being rolled-out in Nordic and UK until end of April 2009
 - Thus no possibility to roll-out the system in other countries before then
- To note, all operations related to expenses have to be managed by HR department

5. Implementation of E.ON SAP HR (EAGLES)

Integration plan

Adoption of E.ON SAP HR infrastructure (asap)

- SNET needing to manage expenses operations within HR department
- Full finalization of implementation plan depending on results of questionnaire provided by E.ON
- Depending on group decision to put France as a priority country or not

Expected benefits / synergies

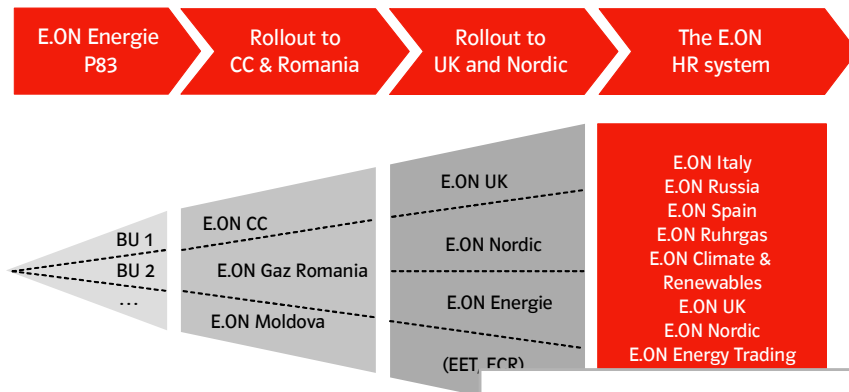
- Automation of currently manual operations
- Alignment with group standards
- Axys fees?

Implementation scheme

- **Overall agenda (best case)**
 - Roll – out of the new IT system as from April 2009
 - System migration in Jan. 2010
- **Main constraints / needs**
 - Roll- out of the system may take more time than the average 9 months
 - due to IEG status specificities
 - Priorization between countries

EAGLES, the E.ON global HR IT system...

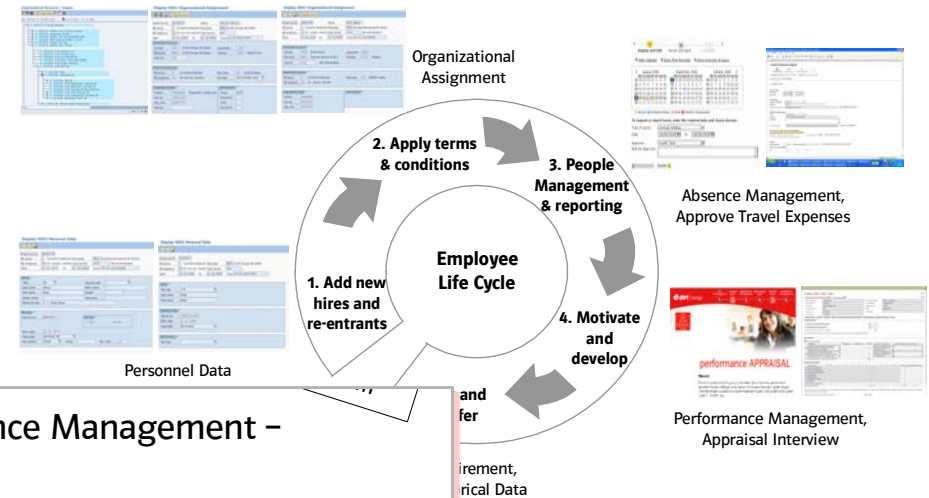
EAGLES Vision: Growing to a Global HR System for E.ON



"Enable best practice transfer"

"Adapt to other market conditions"

EAGLES delivers integrated solutions and common processes



Combine Best Practice: Performance Management – Appraisal Interview



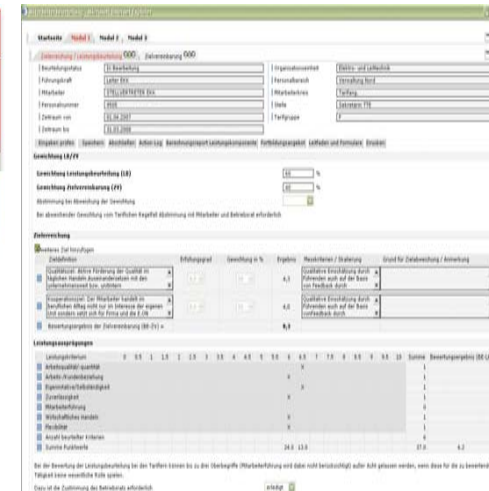
e-on Sverige

1. NEW DEVELOPMENTAL
2. DEVELOPMENTAL
3. DEVELOPMENTAL
4. DEVELOPMENTAL
5. DEVELOPMENTAL
6. DEVELOPMENTAL

performance APPRAISAL

Welcome!

This tool is developed to help you, as manager, with conducting a performance appraisal interview with your direct reports. This is also where you register targets, competence planning and performance evaluations. Learn more about the tool under "guide" in the left menu.



Leistungsbeurteilung

Leistungsbeurteilung (L1) ...

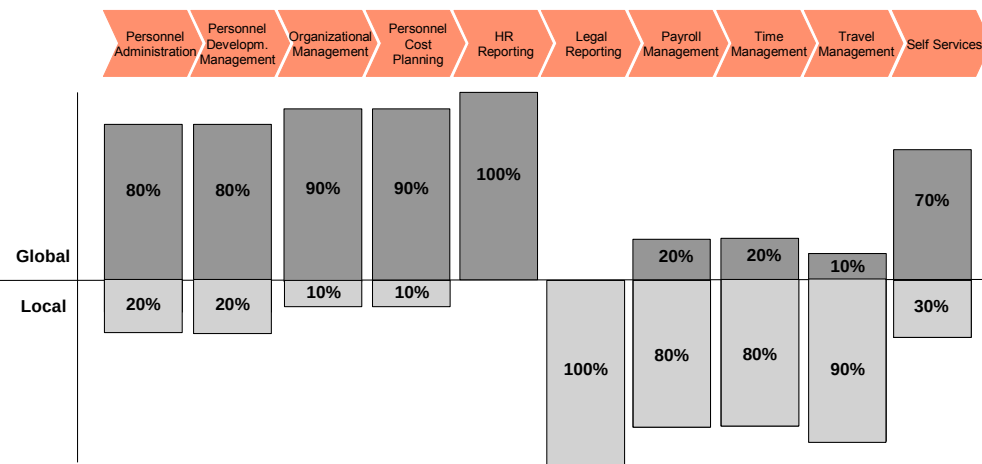
Leistungsbeurteilung	Ergebnis	Prozentwert / Bewertung	Grund für Leistungsbeurteilung / Bemerkung
Leistungsbeurteilung (L1)	4,0	4,0	Leistungsbeurteilung (L1)
Leistungsbeurteilung (L2)	4,0	4,0	Leistungsbeurteilung (L2)
Leistungsbeurteilung (L3)	4,0	4,0	Leistungsbeurteilung (L3)

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... in which SNET will be integrated

With consideration of local specificities

As Global As Possible – As Local As Required!



28. Oktober 2008, E.ON, Page 8

One Platform with local differences where necessary

UK

Display 0002 Personal Data

Personal No: 99450005
 EE group: 1 Currently employed Pers.area: 0201 Business Services & UK Centre
 EE subgroup: 11 CA industr. monthl Cost Center: 1000 HR Administration
 Start: 01.01.1977 To: 31.12.9999 Chng: 15.07.2008 BCGE

Name
 Title: Mr Second title:
 Last name: Meyer Birth name:
 First name: Ross Initials:
 Middle name: Nickname:
 Name Format: 0 Ross Meyer

HR data
 Natl.ins.no: AB345678 Gender: ☒ Male ☐ Female
 Birth date: 01.01.1977
 Nationality: GB British GB
 Mar.Status: Single Since: No. child: 0

Nordic

Display 0002 Personal Data

Personal No: 99705007
 EE group: 1 Currently employed Pers.area: 0201 E.ON Sverige AB (Stab)
 EE subgroup: 11 CA non ind. monthl Cost Center: 150
 Start: 01.01.1989 To: 31.12.9999 Chng: 19.06.2008 JUVU

Name
 FOA key: 1 Mr
 Last name: Möller
 First name: Heiko

Additional data
 Pers.id.no: 198901010000
 Birth date: 01.01.1989
 Nationality: SE Swedish

Marital status
 Mar.Stat:

28. Oktober 2008, E.ON, Page 5

Integration topic:

6. Implementation of OneE.ON & preparation 2009 OES

SNET baseline

- N/A

E.ON way

- Within OneE.ON, statements on
 - Vision
 - Mission
 - Values
 - Behaviours
- General oneE.ON toolbox existing / in development
 - 15 instruments existing, to be implemented in each country
 - incl. "OneE.ON day" and the 2009 employee survey

Integration plan

Full integration within oneE.ON

- Top-down implementation through OneE.ON BU coordinator and managers
- Key items chosen for implementation at SNET in 2009 (and phased):
 - Induction for managers
 - Basic package
 - Workshops
 - Dialogue concept (potentially adapted)
 - OneE.ON day (if confirmed by CC)

Expected benefits / synergies

- Alignment with group culture and practices (OES)
- Potential additional cost, due to
 - additional FTE needed
 - operational costs linked to implemented operations and programs

Implementation scheme

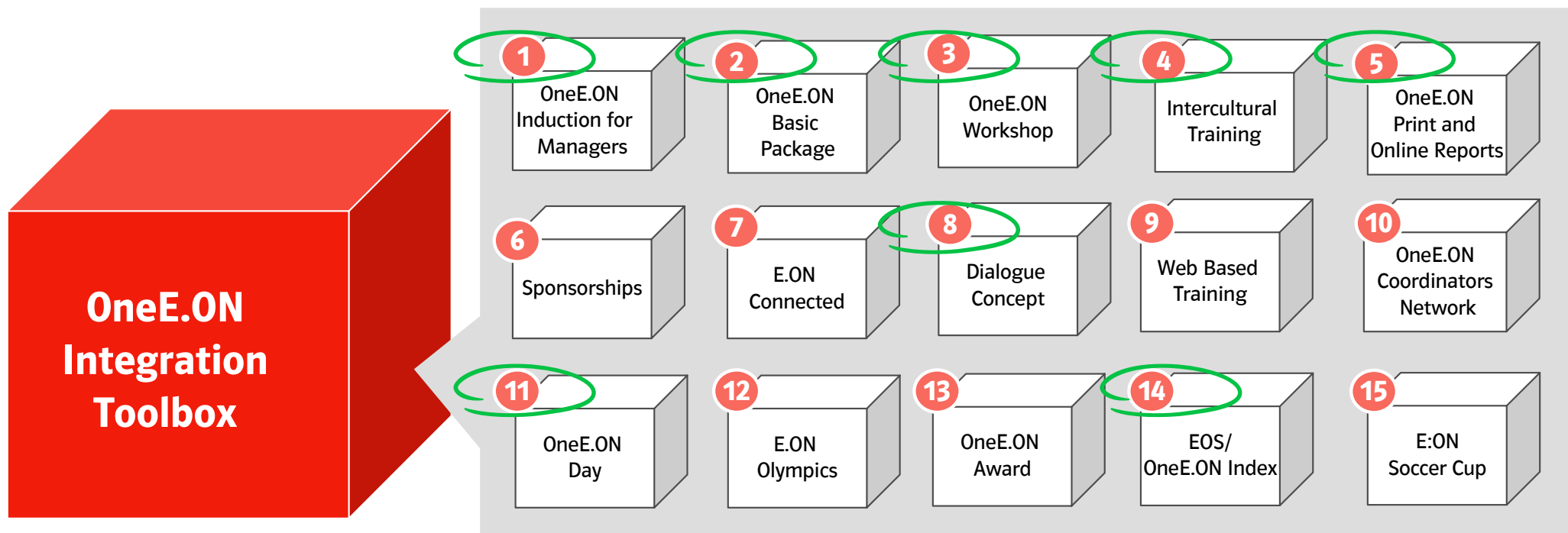
- **Overall agenda**
 - Appoint OneE.ON BU coordinator (Nov08)
 - Organize "descending" communication on OneE.ON at SNET
- **Main constraints / needs**
 - 1 FTE required as BU coordinator¹

1. at least ~4 months around the oneE.ON day and ~2 months around employee survey

OneE.ON Integration Toolbox applied (partially) to E.ON France

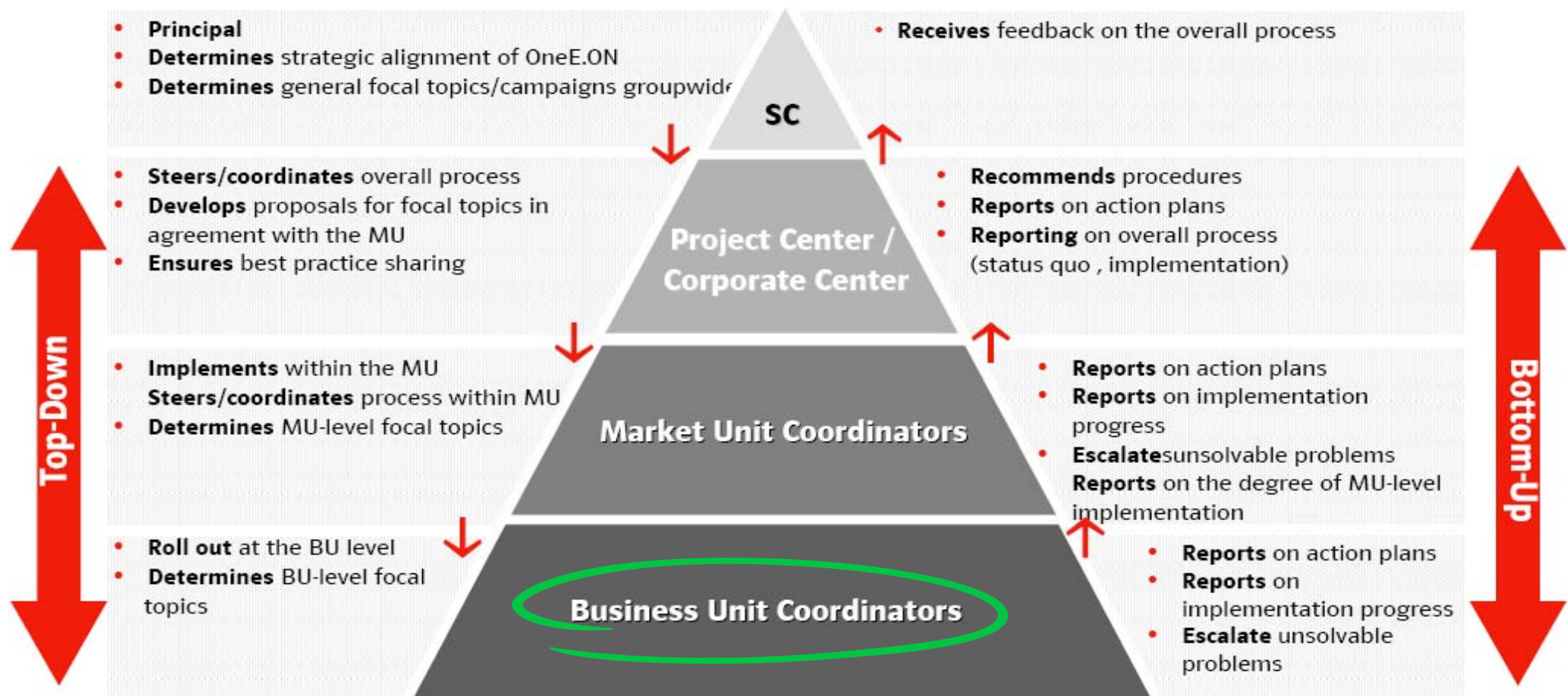
Different OneE.ON methods and activities are combined in the OneE.ON Integration Toolbox

Overview of OneE.ON methods:



 Main items to be implemented in 2009 at E.ON France

OneE.ON roles and responsibilities shows need for high implication of E.ON France – particularly its BU coordinator



Source : E.ON Energie presentations

HR: Implementation Plan (1/2)

Implementation Topic	Objective	In charge	Action Steps	Planned completion
1. Align HR reporting processes	1.1. Integrate E.ON reporting with current available data	Mr Fruleux / Mrs Geiselmann	1.1.a. October 2008's report integrated	08/10/2008
	1.2. Ensure availability of all data needed in future reports	Mr Fruleux / Mrs Geiselmann	1.2.a. All non currently available data in monthly reporting listed	15/11/2008
			1.2.b. All non currently available data in quarterly reporting listed	15/11/2008
			1.2.c. All non currently available data in yearly reporting listed	15/11/2008
			1.2.d. Action plan defined to ensure availability of data (incl. non-HR colleagues are aware of the input they have to provide and on its frequency)	30/11/2008
			1.2.e. All data is available	20/12/2008
2. Implement E.ON HR strategy	2.1. Define vision and type of needed actions for SNET	Mr Reiter	1.2.f. Reports integrated with full needed data	08/01/2009
			2.1.a. New overall vision, mission, corporate strategy statement discussed in Comex	30/11/2008
			2.1.b. Decision made on prioritization of the initiatives to be implemented at SNET	31/01/2009
	2.2. Communicate to employees on new SNET HR strategy	Mr Duquenoy / Ms Okutan	2.1.c. Action plan defined	28/02/2009
			2.2.a. Type of communication defined (and phasing between vision and main actions)	15/12/2008
			2.2.b. Communication plan defined (channel, timeline...)	31/01/2009
3. Implement HR development standards & policies	3.1. Instaure management review process	Mrs Leo / Mr Bayerlein / Mrs Kelch	2.2.c. Communication started	31/03/2009
			3.1.a. 2-day meeting for precise presentation of process and documentation made	30/11/2008
			3.1.b. Process clearly defined	30/11/2008
			3.1.c. ~15-20 SNET employees chosen for pilot (senior managers)	30/11/2008
			3.1.d. Chosen SNET employees briefed	31/12/2008
			3.1.e. Management reviews of the chosen employees made	28/02/2009
	3.2. Instaure job grading processes	Mrs Leo / Mr Bayerlein / Mrs Kelch	3.1.f. Results calibrated and communicated to E.ON Energie	31/03/2009
			3.1.g. Final results communicated and next steps prepared	01/09/2009
			3.1.h. Process fully implemented to all employees	31/12/2009
			3.2.a. 2-day meeting for precise presentation of process and documentation made	30/11/2008
			3.2.b. Process defined	30/11/2008
			3.2.c. All job grading interviews of all senior managers implemented	30/01/2008
	3.3. Instaure E.ON academy at SNET	Mrs Leo / Mrs Ramminger	3.2.d. Results calibrated and communicated to E.ON Energie	31/03/2009
			3.2.e. Final results communicated and next steps prepared	01/09/2009
			3.2.f. Process fully implemented to all employees	31/12/2009
			3.3.a. Training catalogues compared	10/11/2008
			3.3.b. Potential budget issue discussed with Mrs Reik, Mr Reiter	01/12/2008
			3.3.c. Addition of some E.ON Academy trainings in SNET 2009 catalogue made	15/12/2008
	3.4. Implement other HR development processes	Mr Bayerlein / Mrs Kelch / Mrs Leo	3.3.d. Integration of SNET into E.ON Academy website planned	31/03/2009
			3.3.e. Integration made (once intranet access feasible)	31/03/2010
			3.4.a. Topics discussed (during 2-day meeting)	30/11/2008
	3.5. Ensure access to online platforms	Mr Reiter / Mme Reik	3.4.b. Implementation planned (during 2-day meeting)	30/11/2008
			3.4.c. Implementation for 2010 scheme finished	31/12/2009
			3.5.a. Ensure access asap	asap

HR: Implementation Plan (2/2)

Implementation Topic	Objective	In charge	Action Steps	Planned completion
4. Implement Compensation & Benefits policy	4.1. Integrate link in remuneration of SNET employees with E.ON Group results	Mr Reiter / Mme Reik / Mrs Leo / Mr Haegerbauer	4.1.a. Criteria and % defined for remuneration linked with E.ON results 4.1.b. Change communicated to employees	07/11/2008 30/11/2008
	4.2. Align variability of salaries between SNET managers with E.ON scheme	Mr Reiter / Mme Reik / Mrs Leo / Mr Haegerbauer	4.2.a. Job grading of all SNET senior managers made 4.2.b. Criteria for objectives realization compared and alignment agreed 4.2.c. Guidelines for alignment variability % agreed (variability % per type of function, tools for variabilization of Comp & Ben agreed - salary, intéressement...-) 4.2.d. Definition of variability % for all senior managers (as from 2010) 4.2.e. Change communicated to employees	31/01/2009 30/09/2009 30/09/2009 30/11/2009 31/03/2010
	4.3. Align SNET and E.ON on other Comp & Ben policies	Mr Reiter / Mme Reik / Mrs Leo / Mr Haegerbauer / Ms Okutan	4.3.a. SNET and E.ON compared on all policies 4.3.b. All main actions to be implemented listed 4.3.c. All main actions to be implemented phased	07/11/2008 15/12/2008 15/12/2008
5. Implement E.ON SAP HR	5.1. Clarify needs and define target implementation	Mr Duquenoy / Mr Fink	5.1.a. Questionnaire answered 5.1.b. Results of questionnaire provided by E.ON 5.1.c. SAP information day organized 5.1.d. Impact of IEG status on system needed defined 5.1.e. Implementation plan defined	24/10/2008 30/11/2008 30/11/2008 15/12/2008 15/01/2009
	5.2. Roll-out system and make system migration	Mr Duquenoy / Mr Fink	5.2.a. Training of key persons started 5.2.b. Roll-out started 5.2.c. System migration made	15/02/2009 01/04/2009 01/01/2010
6. Implement oneE.ON & 2009 employee survey & cultural integration	6.1. Implement OneE.ON	Mr Reiter / Mr Duquenoy / Mrs Leo / Mrs Lepretre / Mme Reik / Mr Brauner	6.1.a. OneE.ON SNET/ E.ON France coordinator appointed 6.1.b. Solution on budget found 6.1.c. Decision made on items of the toolbox to implement at SNET 6.1.d. Items implementation phased 6.1.e. OneE.ON presented to SNET Comex directors 6.1.f. OneE.ON movie presented on each site and DVDs sent to employees 6.1.g. Senior managers briefed (2 workshops with 15 people) 6.1.h. OneE.ON tools presented to Comex seminar 6.1.i. Package distributed to managers 6.1.j. One E.On workshops implemented in teams 6.1.k. "Concept dialogue" or "panini game" implemented 6.1.l. Implementation of other items started	30/11/2008 30/11/2008 31/10/2008 15/11/2008 15/11/2008 31/12/2008 10/02/2009 28/02/2009 28/02/2009 30/04/2009 30/06/2009 -
	6.2. Prepare 2009 employee survey	Mr Reiter / Mr Duquenoy / Mrs Leo / Mrs Lepretre / Mme Reik / Mr Brauner	6.2.a. 2009 OES presented 6.2.b. Preparation plan built 6.2.c. France customized OES built 6.2.d. Preparation of management survey planned 6.2.e. Communication to employees started 6.2.f. Employee survey started	15/01/2009 31/01/2009 31/03/2009 30/04/2009 30/06/2009 30/09/2009
	6.3. Implement cultural integration	Mr Reiter / Mr Duquenoy / Mrs Lepretre / Mme Reik / Mr Breuer	6.3.a. Monocultural seminars implemented 6.3.b. Tandem building seminars implemented 6.3.c. Employees to be interviewed by JPB chosen 6.3.d. Interviews implemented 6.3.e. Action plan defined	30/11/2008 31/12/2008 24/10/2008 15/11/2008 31/01/2009

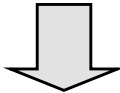
Agenda

Management summary

Target Operating Model by function

- Generation p. 20-34
- Engineering & project development p. 34-48
- Renewables p. 49-56
- Sales p. 57-75
- Trading / Energy optimization p. 76-92
- Financial corporate functions p. 93-106
- Strategic / non financial corporate functions p.107-150
- HR p.151-185
- **Communication p. 186-199**

Communication: 3 Implementation Topics identified

Integration Topics	Implementation Topics	In charge	Compl. date
1. Strategy, Branding & Corporate identity 2. Target organization & coordination processes 3. Implementation of key E.ON Communication tools 4. Communication on integration projects	1. Define Strategy, Branding & Corporate Identity – Done 2. Roll out key E.ON Communication Tools 3. Implement Communication on Integration	Mrs Leprêtre Mrs Leprêtre Mrs Leprêtre	tbd 28/02/09 30/09/09
 • Focus of integration workgroup activities • Base structure for the Target Operating Model document → 1 section per integration topic	 • Will be the main focus of the implementation phase • Base structure for the implementation plans		

Note: All Organization points to be finalized following decision at BU E.ON France level

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

Integration topic:

SNET baseline

- LA SNET corporate identity defined for transition period



E.ON way

- Branding policies & definitions decided at EEA or CC level
- Existence of E.ON templates, logos, graphic guidelines



1. Strategy, Branding & Corporate identity

Integration plan

Following first stake assessment:

- Specific needs for various target audiences defined locally
- First preferred options discussed
- At 65% : Modification of commercial brand
 - Option to differentiate use of names for various target audiences
 - SNET "dénomination sociale" remaining
 - Application of E.ON strategy and vision – EEA validation needed
- At 100 % : Full standardization
 - Application of E.ON strategy, vision and corporate identity
 - Potential change of "dénomination sociale" for SNET

Timeline & Responsibilities for implementation to be defined

Expected benefits / synergies

- Alignment with group standards
- Creation of strong E.ON France corporate identity
- Strengthening of group belonging feeling

Implementation scheme

- **Overall agenda**
 - Depending on E.ON Energie decision
 - Preferred timeline for Brand change from Sales point of view: May – July 09
- **Main constraints / needs**
 - Contacts with minority shareholders required

First discussions at BU France level to prepare EEA meeting

Introduction: Currently several brands co-existing

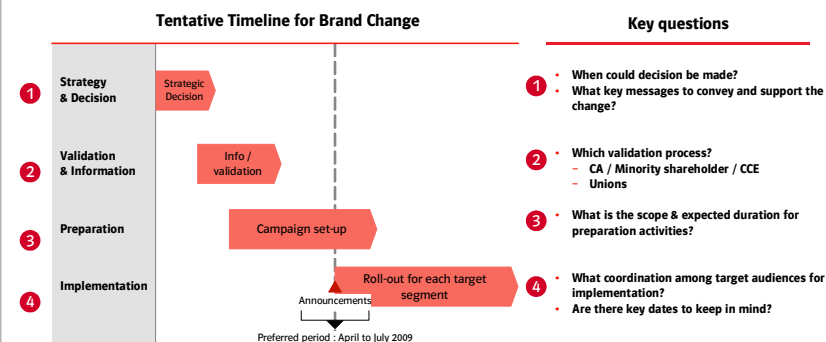
Target audience	Co-existing Brands	Main stakes
Internal - Employees	  	- Since June only... Endesa France not far away - Through internal news (SNET) - Develop corporate identity - Develop belonging feeling - Send clear message on E.ON - Implications
External - Clients	 	- Since June only... - Single brand since July - Present - State at - Get sca efforts
External	 	- Institutions - Ensure - Leverag - Large player - Small
Press / Public	 	- Part of E.ON Group - Mostly known as key European player - Get sca commu - Increase

Les éléments et propositions contenus dans ce document constituent de simples hypothèses de travail en vue du rapprochement des activités de la SNET et de E.ON. Décisions et mises en place se feront dans le cadre des procédures légales et sociales nécessaires.

1 Definition of specific needs for each target audience

Target audience	Timing	Interdependencies with other audiences	Supporting message
Employees	No deadline, but keep momentum of current integration dynamics	Limited impact on other audiences	- E.ON Belonging - New policies (e safety)
Clients	- Brand change synchronized with Sales Forces' joining effort (target Q2 09) ~6 months window of opportunity (avoid busy period Q3/Q4)	Links to Press & Institutions	- Unified offer "One face to the market" - Ambitions on the French market
Institutions	- No firm deadline - Can be made progressively or tied to strong announcement	Limited impact on other audiences	- Ambitions statement as E.ON in France - Need for a compelling story - Brand name not as relevant as company name

4 Support for discussion: decisions' implications and next steps



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3 At 65% : Branding options for SNET in the coming months

	Status Quo	Option 1	Option 2	Option 3
Brand used				
Name of Legal Entity	Snet	Snet	Snet	Changed e.g. "E.ON France Production"
Legal procedure	Do not change anything	Change Commercial Brand Name only	Change Commercial Brand Name only	Modify Company statutes - Need for a 2/3 majority vote in CA - CCE
Implications / Timeline	-	- Lighter com, smooth transition - Short preparation depends on target audiences	Medium preparation, depending on target audiences	Longer preparation process, legal hurdles might be blocking

Illustrative Names
Other choices may be considered

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3 65% scenario: Preferred options per target audience

	Status quo	Option 1	Option 2	Option 3
Employees	- Mixed message - No belonging feeling - Undesirable for long-term	Fast Adoption	Fast Adoption	
Clients	- Mixed message - Inconsistent with Teams joining forces	Inconsistent with Teams joining forces	In line with target joint Commercial position	
Institutions	SNET name may help to defend current interests on Generation	Preferable to prepare smooth transition	Consistent if linked to a strong story or announcement	
Public / Press	No Communication if status-quo	Not a strong story to be supported in the Press	Strong announcement needing Press support	

 Opportunities
 Potential risks

1. Endesa had tried to change SNET's company name to Endesa France, but option blocked by minority shareholder

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Integration topic:

SNET baseline

- Autonomous team (3 FTEs)
- Current organization and decision processes (*See baseline for more details*)
 - Organization chart
 - Interactions with other departments
 - Internal and external communication processes
 - Emergency information process and role of communication department

E.ON way

- Current organization at E.ON Energie in Munich
 - Issues management & External communication
 - Internal communication
 - "E.ON im Dialog"
 - Arts and Culture

2. Target organization & coordination processes

Integration plan

Keep situation defined in August 2008, with potential change on E.ON France News

- Content of local communication evaluated by E.ON France and SNET top management
 - If involving EON group, validation at group level
 - If purely local and internal, under sole responsibility of SNET / E.ON France
- E.ON France News created jointly by E.ON France & E.ON Energie
 - (vs today, created by E.ON Energie, with validation by E.ON France)
- Press articles, and kits release validated by E.ON France management and group

Expected benefits / synergies

- Alignment with group communication practices

Implementation scheme

- **Overall agenda**
 - Done

Integration topic:

3. Implementation of key E.ON communication tools

SNET baseline

- Various range of communication tools existing
 - Internal pole
 - Internal communiqué (Ligne Directe)
 - Intranet site
 - Information campaigns
 - Internal events...
 - Corporate Communication pole
 - Press advertisement
 - Mailings
 - Web site...
 - PR pole
 - External events
 - Trade shows
 - Press relations

E.ON way

3 key tools applied in most BUs

- Intranet site
- Internet site
- E.ON world

Integration options

Alignment of SNET / E.ON France within E.ON tools

- Intranet site : SNET current architecture adapted with stable content, and accessible through the E.ON France intranet homepage
- Internet site : rework of SNET architecture, new E.ON France internet site to create
 - according to E.ON guidelines
- E.ON world : 1st & 2nd volume remain in English, "3rd volume" in French specifically on E.ON France / SNET issues
 - potentially written by E.ON France and validated at group level (to be validated)

Expected benefits / synergies

- Alignment with group communication tools and practices, keeping SNET / E.ON France specificities

Implementation scheme

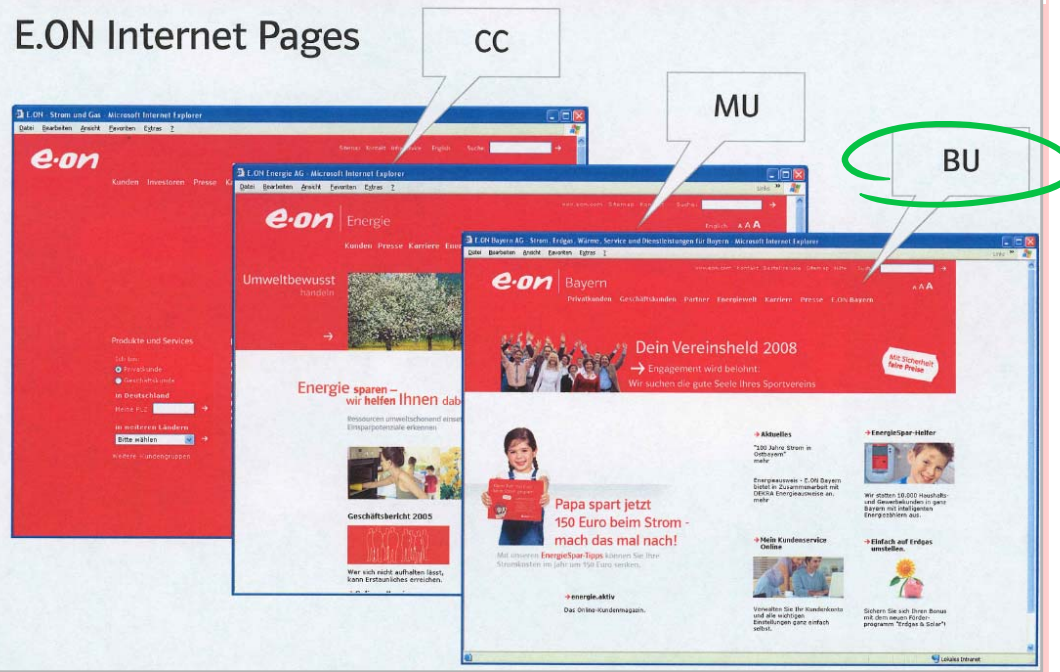
- **Overall agenda**
 - Adapt SNET intranet architecture (Nov 08)
 - Redesign internet site (Dec 08)
 - Define content of E.ON world "3rd volume"
- **Main constraints / needs**
 - Need for intranet access
 - Content update software changing
 - need for training of SNET people

E.ON France – SNET will be connected to E.ON intranet and internet sites

Examples of internet websites

Header

E.ON Internet Pages



Intranets of the E.ON Energie group



- E.ON France intranet and internet websites architectures to be aligned with other BUs' models
- Intranet access to be provided asap to SNET employees

E.ON France will integrate E.ON World

3rd volume, in French, will be specifically created by E.ON France



Integration topic:

4. One E.ON, 2009 employee survey & Making Friends

SNET baseline

- N/A

E.ON way

Several key operations and programs existing :

- One E.ON (incl. OneE.ON day)
- Making Friends
- 2009 Opinion Employee Survey
- Other ad-hoc operations
 - e.g. internal campaign on security

Integration options

Alignment of SNET / E.ON France within E.ON tools

- Top-down implementation of OneE.ON through BU coordinator and managers
- Key items chosen for implementation at SNET in 2009 (and phased):
 - Induction for managers
 - Basic package
 - Workshops
 - Dialogue concept (potentially adapted)
 - OneE.ON day (if confirmed by CC)
 - Implementation of 2009 employee survey
 - Integration within Making friends operation as from 2008-2009

Expected benefits / synergies

- Alignment with group culture
- Reinforcement of group identity
- Potential additional cost, due to
 - 1 additional FTE needed
 - operational costs linked to implemented operations and programs

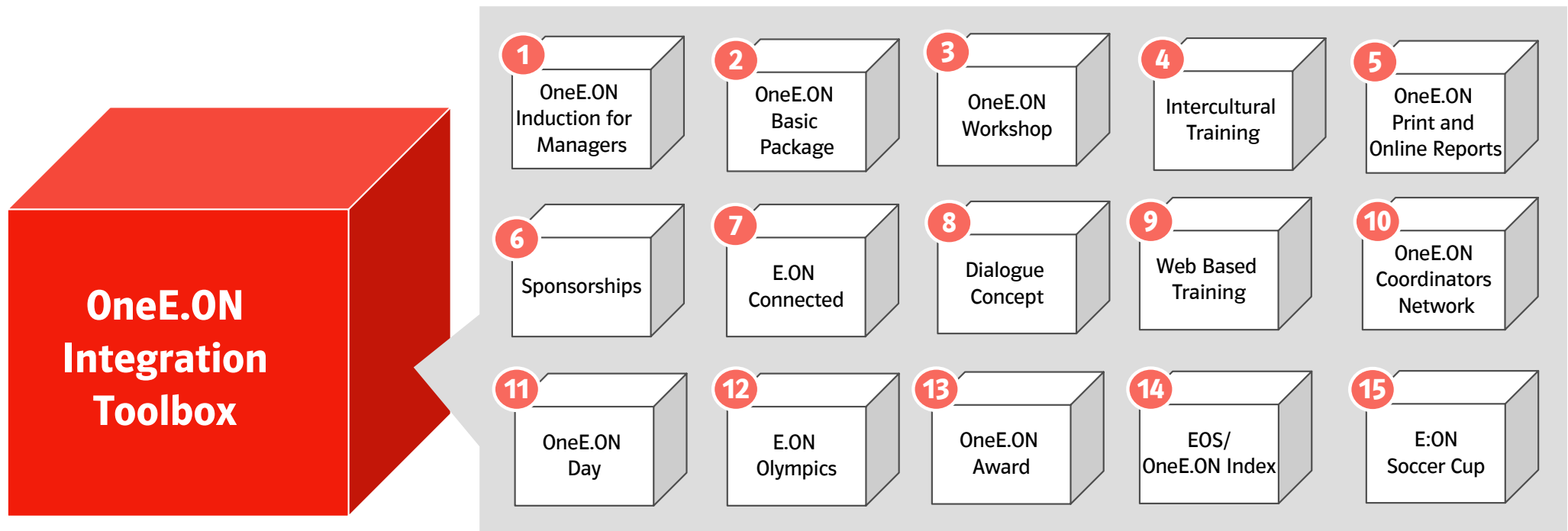
Implementation scheme

- **Overall agenda**
 - Appoint OneE.ON BU coordinator (Nov09)
 - Organize "descending" communication on OneE.ON at SNET
 - Implement Making Friends operation
 - As from Oct. 08 : communicate
 - Summer 08 : exchange of children

OneE.ON Integration Toolbox to be (at least partially) applied to E.ON France

Different OneE.ON methods and activities are combined in the OneE.ON Integration Toolbox

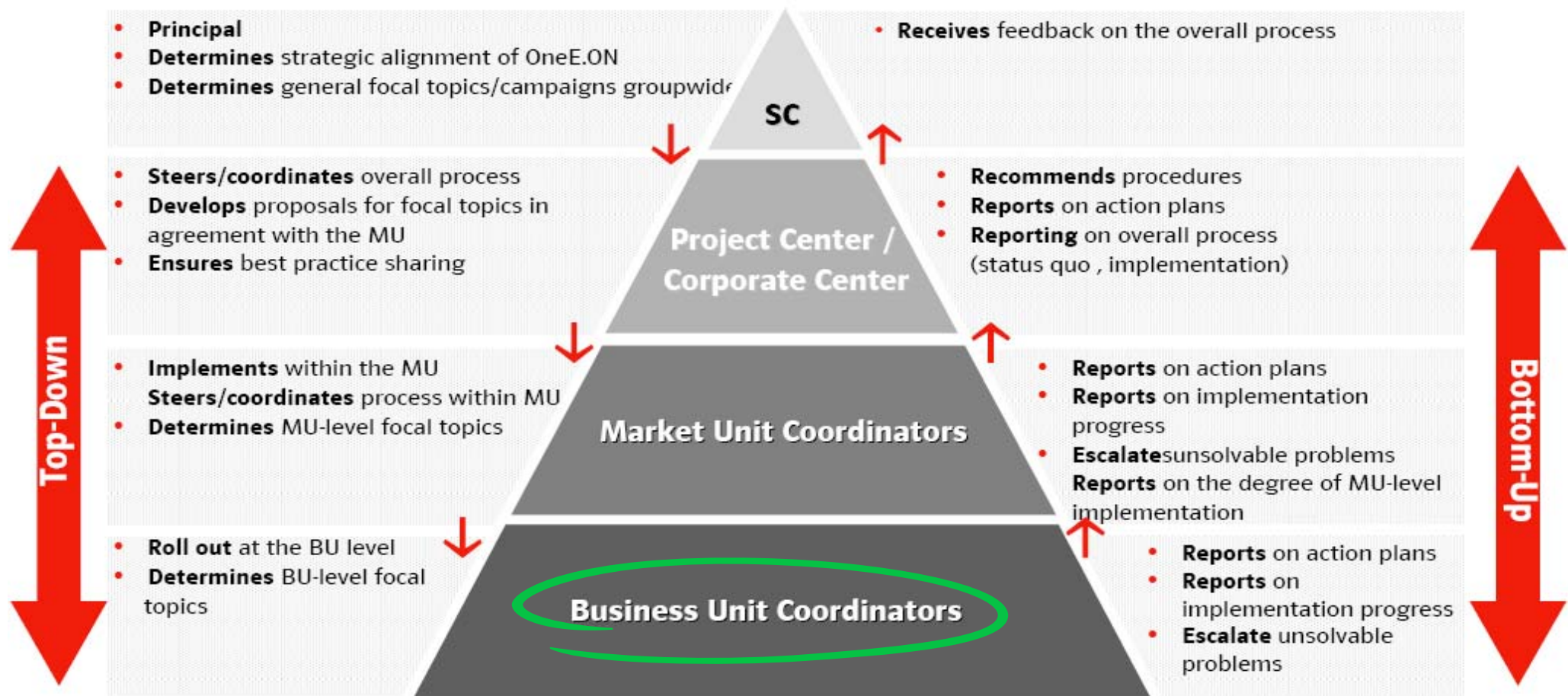
Overview of OneE.ON methods:



Source : E.ON Energie presentations

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OneE.ON roles and responsibilities shows need for high implication of E.ON France – particularly its BU coordinator



Source : E.ON Energie presentations

Making Friends operation is extended to France

An international Vacation Exchange Program for Children at E.ON, extended to France

Children spend their summer vacation with co-worker families abroad (exchange program)

They get to know other countries and their habits in the security of a co-worker's family

Support contact of E.ON employees across the whole E.ON group to promote OneE.ON

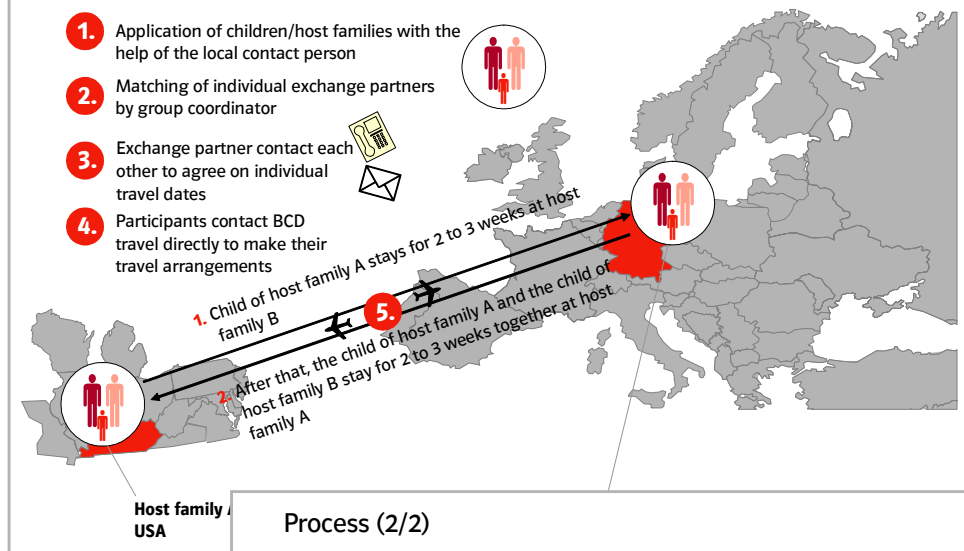
Many participating E.ON Countries:

- Bulgaria, Czech Republic, France, Germany, Great Britain, Hungary, Italy, Netherlands, Poland, Portugal, Romania, Russia, Slovakia, Spain, Sweden, USA

E.ON France to integrate normal process

Process (1/2)

1. Application of children/host families with the help of the local contact person
2. Matching of individual exchange partners by group coordinator
3. Exchange partner contact each other to agree on individual travel dates
4. Participants contact BCD travel directly to make their travel arrangements



Process (2/2)

- Applicants receive an exchange partner in matching
- Exchange partner contact each other to agree on individual travel dates
- Participants contact BCD travel, the travel agency working for E.ON, directly to make their travel arrangements: Cost center 510000
- BCD travel provides Corporate HR and participant with travel schedule/bill

SNET has already started Making Friends implementation

Existing communication currently being adapted to France (e.g. translated in French)

Application document kept in English



Making Friends Poster

- Has to be translated into French and adapted to SNET specifications
- CC will take care of the layout and printing



Making Friends

Discovering countries, Opening horizons

Benefits for you - and your children

Make Friends this summer - sign up now

Application Document



Language proficiency of family members:

Family Members	Language (incl. native language)	Level of knowledge
		☐ Basic knowledge ☐ Fluent in written and spoken ☐ Native language
		☐ Basic knowledge ☐ Fluent in written and spoken ☐ Native language
		☐ Basic knowledge ☐ Fluent in written and spoken ☐ Native language
		☐ Basic knowledge ☐ Fluent in written and spoken ☐ Native language
		☐ Basic knowledge ☐ Fluent in written and spoken ☐ Native language
		☐ Basic knowledge ☐ Fluent in written and spoken ☐ Native language
		☐ Basic knowledge ☐ Fluent in written and spoken ☐ Native language
		☐ Basic knowledge ☐ Fluent in written and spoken ☐ Native language

Accommodation for visiting child:

Type of home (detached house, apartment, city, in the countryside etc.)

Living area in square meters

Accommodation for visiting child:

Are there smokers in your family?

Do you have any pets in your home? If so, what kind of pets and how many?



The visiting child should be:

☐ a boy ☐ a girl ☐ I have no preference

and between and years old.

Period of summer holidays during which you would like to host the child:

1.	First day:	
	Last day:	
2.	First day:	
	Last day:	
3.	First day:	
	Last day:	

What else should we know about your family e.g. interests or religious beliefs?

Please offer a photograph of your family here!

**Making Friends BU coordinator has also already been appointed :
Ségolène Jarry (HR department)**

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Communication: Implementation Plan

Implementation Topic	Objective	In charge	Action Steps	Planned completion
1. Define Strategy, Branding and Corporate identity		Mrs Lepretre / Mrs Reik / Mr Cavusoglu	To be defined with EEA after 3rd Nov. meeting	
2. Roll-out Key E.ON communication tools	2.1. Intranet sites integration	Mrs Lepretre / Mrs Reik	2.1.a. Adaptation of SNET intranet architecture and content (to allow integration within E.ON France as soon as access is provided)	30/11/2008
			2.1.b. E.ON France intranet website redesigned to allow link towards SNET (and other entities)	30/11/2008
			2.1.c. Training to new "upating software" started	15/11/2008
			2.1.d. SNET intranet integrated into E.ON France intranet	asap
	2.2. Internet site alignment	Mrs Lepretre / Mrs Reik	2.2.a. Redesign of SNET internet architecture and adaptation of content	15/12/2008
			2.2.b SNET internet integrated into E.ON France internet, as well as other entities	asap
	2.3. E.ON World publishing and distribution	Mrs Lepretre / Mrs Reik	2.3.a. Distribution details organized	
			2.3.b. Alignment on content of 3rd volume made	10/12/2008
			2.3.c. 3rd issue creation	28/02/2009
3. Implement Communication on Integration	3.1. Implement OneE.ON	Mr Reiter / Mr Duquenoy / Mrs Leo / Mrs Lepretre / Mme Reik / Mr Brauner	3.1.a. OneE.ON SNET/ E.ON France coordinator appointed	30/11/2008
			3.1.b. Solution on budget found	30/11/2008
			3.1.c. Decision made on items of the toolbox to implement at SNET	31/10/2008
			3.1.d. Items implementation phased	15/11/2008
			3.1.e. OneE.ON presented to SNET Comex directors	15/11/2008
			3.1.f. OneE.ON movie presented on each site and DVDs sent to employees	31/12/2008
			3.1.g. Senior managers briefed (2 workshops with 15 people)	10/02/2009
			3.1.h. OneE.ON tools presented to Comex seminar	28/02/2009
			3.1.i. Package distributed to managers	28/02/2009
			3.1.j. One E.On workshops implemented in teams	30/04/2009
			3.1.k. "Concept dialogue" or "panini game" implemented	30/06/2009
			3.1.l. Implementation of other items started	-
	3.2. Prepare 2009 employee survey	Mr Reiter / Mrs Lepretre / Mme Reik / Mr Zimmermann	3.2.a. 2009 OES presented	15/01/2009
			3.2.b. Preparation plan built	31/01/2009
			3.2.c. France customized OES built	31/03/2009
			3.2.d. Preparation of management to survey planned	30/04/2009
			3.2.e. Information to employees started	30/06/2009
			3.2.f. Employee survey started	30/09/2009
	3.3. Implement Making Friends operation	Mrs Lepretre / Mr Reiter / Mme Reik / Mr Zimmermann	3.3.a. Making Friends SNET/ E.ON France coordinator appointed	31/10/2008
			3.3.b. Communication adapted to France (translated, etc...) and distribution organized	24/10/2008
			3.3.c. Reception of communication documents published by E.ON Energie	10/11/2008
			3.3.d. Communication launched	20/11/2008
			3.3.e. Application forms published on intranet and sent to employees	30/11/2008
			3.3.f. Applications processed by BU coordinator	16/01/2009 ⁹⁹
			3.3.g. Day to day management by BU coordinator	