

EnBW International Finance B.V.

Financial report 2017

Contents

Financial report

Report of the Board of Management	3
Statement of financial position as at 31 December 2017	7
Statement of income for the year 2017	8
Statement of cash flows for the period ended 31 December 2017	9
Statement of changes in equity for the period ended 31 December 2017	10
Notes	11
Other information	36

Report of the Board of Management

The Management of EnBW International Finance B.V. herewith submits its financial report for the year ended 31 December 2017.

General

EnBW International Finance B.V. is a company domiciled in the Netherlands. The company has a controlling related party relationship with its parent company. The company is a wholly owned subsidiary of EnBW Energie Baden-Württemberg AG (ultimate parent company, hereafter EnBW AG) in Germany. EnBW AG is part of the EnBW Group.

EnBW International Finance B.V. was founded by EnBW AG on 2 April 2001, according to Dutch law as a company with limited liability (besloten vennootschap met beperkte aansprakelijkheid). EnBW International Finance B.V. has its registered office at Herikerbergweg 122, 1101 CM Amsterdam.

Overview of objectives and activities

In accordance with Article 3 of its Articles of Association, the mission, objectives and activities of the company are:

- to incorporate, to participate in any way whatsoever, to manage, to supervise, to operate and to promote enterprises, businesses and companies,
- to finance businesses and companies;
- to borrow, to lend and to raise funds, including the issue of bonds, convertible bonds, promissory notes or other securities or evidence of indebtedness as well as to enter into agreements in connection with the aforementioned.

The activities of EnBW International Finance B V take place in the Netherlands

Internal structure

The company employs four staff members. The Board of Management consists of two members, the supervisory board consists of three members, and the audit committee consists of three members including an independent chairman. The Board of Management is responsible for the internal control and the management of risks within EnBW International Finance B V.

Activities during the period

During the period no new loans or bonds have been issued. No impairments on loans or interest receivables were considered to be necessary.

EnBW International Finance B.V.

Result and other performance indicators

	Period ended 31 December 2017 (EUR million)	Period ended 31 December 2016 (EUR million)
Net result	32	35
Net interest result	43	46
Shareholder's equity	1,164	1,167
Free cash	1,007	884
Net working capital	31	34
Solvency (equity/ total assets)	28%	28%

Principal risks and uncertainties

The principal risks and uncertainties facing the company for risk management purposes are outlined below.

The company has exposure to the following risks:

Credit risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivables from customers and investment securities

The company's exposure to credit risk is influenced mainly by the individual characteristics of EnBW AG. The company's risk is concentrated in the accounts receivable from EnBW AG mainly from its loan and interest receivable

Liquidity risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. Cash forecasts identifying the companies' liquidity requirements are produced regularly and are stress-tested for different scenarios to ensure sufficient financial headroom exists for at least a 12-month period to safeguard the company's ability to continue as a going concern

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. Market risk comprises of the following risks

EnBW International Finance B.V.

Interest rate risk

Interest rate risk is the risk that changes in interest rates will adversely impact the financial results of the company. The interest rates and other interest conditions on the interest-bearing loans and borrowings are equal to these on the loans to EnBW AG, except for the loans granted in 2010 and 2012 which are funded by equity. These loans bear a fixed interest rate. Therefore the company is not exposed to variability of cash flows due to market development in interest rates.

Currency risk

Currency risk is the risk that the fair value of future cash flows of a financial instrument denominated in foreign currency will fluctuate because of changes in exchange rates. The net proceeds from each issue of interest-bearing loans and borrowings by the company only will be applied towards the purposes of on-lending to EnBW AG (for equal currency). Therefore the company is not exposed to currency risk on investments and borrowings that are denominated in a currency other than the functional currency of the EnBW group.

The currencies in which these transactions primarily are denominated are Euro (EUR), Swiss Francs (CHF), Japanese yen (JPY) and US dollar (USD).

Operational risk

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the company's processes, personnel and infrastructure and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards for corporate behaviour. Operational risks arise from all of the company's operations. The company was incorporated with the purpose of engaging in those activities outlined in the preceding paragraphs. All administrative functions have been outsourced by the company.

Sensitivity analysis

The management considers the above-mentioned risks to be minimal and therefore has not performed a sensitivity analysis.

Capital management

The policy of EnBW AG is to maintain a strong capital base and solid investment grade ratings so as to maintain investor, creditor and market confidence and to sustain future development of the business. No additional capital is needed to finance the activities of the company. The margin of the interest on the loans covers the expenses of the company. The loans payable are reflected by loans receivables with identical characteristics. No impairments are to be expected.

There were no changes in the company's approach to capital management during the year.

The company is not subject to externally imposed capital requirements.

EnBW International Finance B.V.

Future outlook and Post-balance sheet events

It is expected that the financing activities will develop in line with the strategy of the parent company EnBW AG. No events which would be significant for assessing the net assets, financial position and result of EnBW International Finance B.V. occurred after 31 December 2017.

Activities in the field of research and development

The company is not engaged in such activities.

Market Environment

EnBW International Finance B.V. issues under the guarantee of EnBW AG and therefore is exposed to the market conditions which affect EnBW AG as well.

The long-term credit ratings of EnBW AG are Baa1 with stable outlook (Moody's), A- with stable outlook (Standard & Poor's) and A- with stable outlook (Fitch).

EnBW AG has a comfortable level of liquidity.

Management's accountability

Herewith the management confirms that the annual report provides a fair presentation of the financial statements and that all relevant risks applicable to the company have been described. Furthermore the management confirms that the report of the Board of Management provides a fair presentation of the situation at 31 December 2017 and the described activities during the book year.

Amsterdam, 5 March 2018

EnBW International Finance B.V.

The Board of Management

sgd.
Mr. P.A. Berlin

sgd.
Mr. W P. Ruoff

Supervisory Board

sgd.
Mr. I P Voigt

sgd.
Mr. F. van der Rhee

sgd.
Mr G J Gutekunst

Statement of financial position as at 31 December 2017

(before appropriation of the profit)

		31 December 2017		31 December 2016	
		EUR	EUR	EUR	EUR
Non-current assets					
<i>Other investments</i>	1				
Loans EnBW AG	1	3,198,111,211		4,060,728,706	
Loans related companies	2	-		22,186,766	
			<u>3,198,111,211</u>	<u>4,082,915,472</u>	
Current assets					
<i>Receivables</i>					
Loan EnBW AG	1	834,866,191		-	
Loans related companies	2	21,038,197		-	
Current account EnBW Wind op Zee B V		38,902		-	
Interest receivable loans EnBW AG		105,078,229		105,226,672	
Turnover tax		6,092		18,884	
Deposit office lease		4,749		4,749	
			<u>961,032,360</u>	<u>105,250,305</u>	
Cash and cash equivalents	3		1,006,545		883,547
			<u>4,160,150,116</u>	<u>4,189,049,324</u>	
Shareholder's equity					
Issued and paid up share capital	4	100,000		100,000	
Share premium reserve	5	1,131,613,974		1,131,613,974	
Other reserves	6	-		-	
Undistributed result		32,451,552		35,003,573	
			<u>1,164,165,526</u>	<u>1,166,717,547</u>	
Long-term debts					
Interest-bearing loans and borrowings	7				
Loans EnBW AG	8	2,065,681,211		2,928,298,706	
	9	-		22,186,766	
			<u>2,065,681,211</u>	<u>2,950,485,472</u>	
Current liabilities					
Interest-bearing loans and borrowings	7	834,866,191		-	
Loans EnBW AG	9	21,038,197		-	
Current account EnBW AG	10	13,621,670		13,297,045	
Corporation tax		150,579		212,359	
Accrued expenses and deferred income	11	60,626,742		58,336,901	
			<u>930,303,379</u>	<u>71,846,305</u>	
			<u>4,160,150,116</u>	<u>4,189,049,324</u>	

Statement of income for the year 1 January – 31 December 2017

		2017		2016	
		EUR	EUR	EUR	EUR
Interest income and similar income	12	189,645,428		207,870,530	
Interest expense and similar expenses	13	146,668,911		162,320,796	
Net interest result			42,976,517		45,549,734
Fees received from EnBW AG	19		1,261,850		1,435,940
Expenses					
General expenses	14		294,361		369,917
Wages and salaries	15		114,647		91,200
Charged expenses to EnBW AG			(268,467)		(272,714)
Result before corporate income tax			44,097,826		46,797,271
Corporate income tax previous year			91,480		-
Corporate income tax	18		(11,737,754)		(11,793,698)
Net result			32,451,552		35,003,573
Other comprehensive income					
Items that will never be reclassified to profit or loss			-		-
Items that are or may be reclassified to profit or loss					
Other comprehensive income, net of tax			-		-
Total comprehensive income			32,451,552		35,003,573
Income for shareholder			32,451,552		35,003,573
Income for minority shareholder			-		-
Total comprehensive income			32,451,552		35,003,573

Statement of cash flows for the year 1 January - 31 December 2017

	2017	2016
Operating activities		
Cash receipts from group companies	11,245,343	10,736,116
Cash paid to employees	(80,355)	(71,092)
Cash paid to suppliers	(341,104)	(357,224)
	<hr/>	<hr/>
Cash generated from operations	10,823,884	10,307,800
Interest paid	(141,857,554)	(163,199,377)
Interest received	142,922,617	164,695,115
Taxes paid	(11,717,717)	(11,776,009)
	<hr/>	<hr/>
Cash flows from operating activities	<u>171,230</u>	<u>27,529</u>
Investing activities		
Repayment of other investments	-	-
Proceeds from other investments	-	500,000,000
	<hr/>	<hr/>
Cash flows from investing activities	<u>-</u>	<u>500,000,000</u>
Financing activities		
Proceeds from borrowings	-	-
Repayment of (non-) current borrowings	-	(500,000,000)
Group company current account	(38,902)	-
	<hr/>	<hr/>
Cash flows from financing activities	<u>(38,902)</u>	<u>(500,000,000)</u>
Net increase (decrease) in cash and cash equivalents	132,328	27,529
Exchange results	(9,330)	(10,186)
Cash and cash equivalents as 1 January	883,547	866,204
	<hr/>	<hr/>
Cash and cash equivalents at 31 December	<u>1,006,545</u>	<u>883,547</u>

Statement of changes in equity for the year 1 January – 31 December 2017

	<u>Share capital</u>	<u>Share premium</u>	<u>Other reserves</u>	<u>Undistributed result</u>	<u>Total</u>
Balance at 1 January 2016	100,000	1,131,613,974	-	35,260,982	1,166,974,956
Appropriation of the result	-	-	35,260,982	(35,260,982)	-
Dividend to shareholder	-	-	(35,260,982)	-	(35,260,982)
Result for the year	-	-	-	35,003,573	35,003,573
Balance at 31 December 2016	<u>100,000</u>	<u>1,131,613,974</u>	<u>-</u>	<u>35,003,573</u>	<u>1,166,717,547</u>
Balance at 1 January 2017	<u>100,000</u>	<u>1,131,613,974</u>	<u>-</u>	<u>35,003,573</u>	<u>1,166,717,547</u>
Appropriation of the result	-	-	35,003,573	(35,003,573)	-
Dividend to shareholder	-	-	(35,003,573)	-	(35,003,573)
Result for the period	-	-	-	32,451,552	32,451,552
Balance at 31 December 2017	<u>100,000</u>	<u>1,131,613,974</u>	<u>-</u>	<u>32,451,552</u>	<u>1,164,165,526</u>

Notes

General

EnBW International Finance B.V. is a company domiciled in the Netherlands. The company has a controlling related party relationship with its parent company. The company is a wholly owned subsidiary of EnBW Energie Baden-Württemberg AG (ultimate parent company, hereafter EnBW AG). The annual accounts of EnBW International Finance B.V. are being consolidated in the annual accounts of EnBW AG.

The company is a private limited company, where EnBW AG holds 100% of the shares

The company was incorporated and started its activities on April 2, 2001. The articles of association of the company (including the memorandum of association) were notarially executed on April 2, 2001. In December 2014 the articles of association were revised to include a supervisory board and to be in line with the Flex-BV regulations. In December 2016 the articles of association were revised and the statutory seat of the company is now Amsterdam (formerly: Rotterdam). The company's address is Herikerbergweg 122, 1101 CM Amsterdam. The file number at the Chamber of Commerce is 32085302.

The most important objectives of the company are:

- to incorporate, to participate in any way whatsoever, to manage, to supervise, to operate and to promote enterprises, businesses and companies;
- to finance businesses and companies,
- to borrow, to lend and to raise funds, including the issue of bonds, convertible bonds, promissory notes or other securities or evidence of indebtedness as well as to enter into agreements in connection with the aforementioned.

Basis of preparation

(a) Statement of compliance

The financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRS) as adopted by the European Union and with Part 9 of Book 2 of the Netherlands Civil Code.

(b) Basis of preparation

The financial statements are prepared in euros, the functional and presentation currency of the company and on the historical cost basis unless indicated otherwise hereafter.

The financial statements have been drawn up on a going concern basis. Assets and liabilities are only offset in the financial statements if and to the extent that an enforceable legal right exist to offset the assets and liabilities and settle them simultaneously and the positive intention is to settle the assets and liabilities on a net basis or simultaneously.

1. New standards, interpretations and amendments effective from 1 January 2017

Annual improvements IFRS 12 Disclosure of interest in other entities

The Company does not hold any interests in other entities and therefore the IFRS 12 disclosure requirements are not relevant for the Company

IAS 12 Income Taxes

This standard has already been applied by the Company in previous years and therefore there is no impact in this financial report arising from this amendment.

IAS 7 Statement of Cash Flows

The key principles for presenting a statement of cash flows are as follows. Operating activities, investing activities, financing activities. Such reconciliation has been disclosed by the Company on page 9.

The Company uses the direct method with regard to presenting its operating activities on the cash flow statement. This method has already been adopted during previous years

2. New standards, interpretations and amendments not yet effective

IFRS 9 Financial instruments

The company has identified that the adoption of IFRS 9, which replaced IAS 39 Financial Instruments Recognition and Measurement from 1 January 2018

IFRS 9 contains a new classification and measurement approach for financial assets that reflects the business model in which assets are managed and their cash flow characteristics IFRS 9 contains three principal classification categories for financial instruments measured at amortised cost, Fair Value Through Other Comprehensive Income (FVTOCI) and Fair Value Through P&L (FVTPL) The standard eliminates the existing IAS 39 categories of held to maturity, loans and receivables and available for sale The company has determined that all financial instruments currently classified as held-to-maturity and measured at amortised cost meet the conditions for classification, i.e. Hold to Collect business model and SPPI test, at amortised cost under IFRS 9

EnBW International Finance B.V.

The company will need to apply an expected credit loss model when calculating impairment losses on its financial assets (both current and non-current). This will result in increased impairment provisions and greater judgement due to the need to factor in forward looking information when estimating the appropriate amount of provisions. In applying IFRS 9 the company must consider the probability of a default occurring over the contractual life of its receivables on initial recognition of those assets. Under the existing incurred loss model, no impairment losses were made. Under the new model applied to all financial assets, the impairment provision would have been EUR 3.3 million as per 31 December 2017, while under the incurred loss model, no impairments were recorded in 2017. As the company currently does not apply any hedge accounting, there is no impact expected from IFRS 9 on hedge accounting policies.

IFRS 15 Revenue from contracts with customers

The company does not have contracts with customers and therefore the IFRS 15 disclosure requirements are not relevant for the Company.

IFRS 16 Leases

The company does not have lease contracts with duration of more than 12 months and therefore IFRS 16 will not have impact for the Company.

(c) Use of estimates and judgements

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. There are no substantial judgements, estimates and assumptions in the financial statements 2017 and 2016.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. If a loan qualifies as impaired, it is measured at its impaired value, any impairment is disclosed in the income statement.

Significant accounting policies

(a) Foreign currency

Foreign currency transactions

Transactions in foreign currency are translated to euro at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated to euro at the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in the income statement.

Exchange rates applicable as at 31 December 2017 are as follows

1 CHF = EUR 0.8546 (31 December 2016: EUR 0.9312)

1 JPY = EUR 0.0074 (31 December 2016: EUR 0.0081)

1 USD = EUR 0.8338 (31 December 2016: EUR 0.9487)

The average exchange rates in 2017 are as follows:

1 CHF = EUR 0.9090 (2016: EUR 0.9175)

1 JPY = EUR 0.0081 (2016: EUR 0.0083)

1 USD = EUR 0.8869 (2016: EUR 0.9040)

EnBW International Finance B.V.

(b) Other investments

Other investments are recognised initially at fair value, less attributable transaction costs. Subsequent to initial recognition, other investments are stated at amortised cost (less impairment losses if any) with any difference between cost and redemption value being recognised in the income statement over the period of the loans and borrowings on an effective interest basis as per inception date. Investments with duration less than one year are stated at the current assets

A loan is impaired when the carrying amount of the asset exceeds its recoverable amount. An impairment is a permanent decline in the value of an asset. No impairments on loans or interest receivables were considered to be necessary.

(c) Other receivables

Other receivables are recognised initially at fair value. Subsequent to initial recognition, other receivables are stated at amortised cost less impairment if any. A receivable is impaired when the carrying amount of the asset exceeds its recoverable amount.

(d) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Cash and cash equivalents are stated at face value.

(e) Interest-bearing loans and borrowings

Interest-bearing loans and borrowings are recognised initially at fair value. Subsequent to initial recognition, interest-bearing loans and borrowings are stated at amortised cost with any difference between cost and redemption value being recognised in the income statement over the period of the loans and borrowings on an effective interest basis as per inception date.

(f) Other payables

Other payables are recognised initially at fair value. Subsequent to initial recognition, other payables are stated at amortised cost

(g) Income

Net financing income comprise interest receivable on lending's calculated using the effective interest rate method and interest receivable on funds invested, taking into account the effective yield on these assets as per inception date. Furthermore the company recharges expenses to the shareholder according to the advance pricing agreement

(h) Expenses

Net financing costs comprise interest payable on borrowings calculated using the effective interest rate method and interest receivable on funds invested, taking into account the effective yield on these liabilities as per inception date. Other expenses are recognised in the year to which they are related.

EnBW International Finance B.V.

(i) Cash-flow statement

The Cash-flow statement has been prepared in accordance with the direct method.

(j) Income tax

Income tax on the profit or loss for the year comprises current tax

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

The taxable profit of the company is based on the Advance Pricing Agreement. As a result of this the taxable result can deviate from the commercial result.

Determination of fair values

The fair value of the long-term interest-bearing loans and borrowings is based on their listed market price. The loans relating to EnBW Holding A.S. are based on internal calculations. The fair value of these loans and borrowings as at December 31, 2017 amounts to EUR 3,699 million (December 31, 2016: EUR 3,727 million). Facing the fact that the net proceeds from each issue of these loans and borrowings by EnBW International Finance B.V. only is applied towards the purposes of on lending to EnBW AG and that the interest rates and other interest conditions on these loans and borrowings are equal to these on the long-term loans to EnBW AG, the fair value of these non-current assets is equal to the fair value of the long-term interest-bearing loans and borrowings. The difference between the book value of the long-term loans to EnBW AG (EUR 4,033 million) and the book value of the long-term interest-bearing loans and borrowings (EUR 2,901 million) concerns the long-term loan to EnBW AG as a result of the sale of the GESO shares in 2010 (EUR 834 million) and the sale of the OPOLE-shares in 2012 through EnBW Investment I B V. (EUR 298 million). The fair value of these two loans is based on internal calculations.

The fair value of the other assets and liabilities as at December 31, 2017 and December 31, 2016 is equal to the valuation in the balance sheet

The carrying and fair value of the assets and liabilities as at December 31, 2017 and December 31, 2016 is specified in the following overview.

Level		Carrying value 31 December 2017 (EUR million)	Fair value 31 December 2017 (EUR million)	Unrecognised gain/(loss) 2017 (EUR million)	Carrying value 31 December 2016 (EUR million)	Fair value 31 December 2016 (EUR million)	Unrecognised gain/(loss) 2016 (EUR million)
2	Loans EnBW AG (corresponding debts are listed)	2 901	3 699	798	2 929	3 727	798
3	Loan EnBW AG (GESO)	834	913	79	834	940	106
3	Loan EnBW AG (OPOLE)	298	339	41	298	347	49
3	Loans EnBW Holding AS	21	23	2	22	23	1
n a	Current Assets	105	105	0	105	105	0
n a	Cash and cash equivalents	1 0	1	0	0 9	1	0
1	Long term debts (listed)	2 901	3 699	(798)	2 929	3 727	(798)
3	Loans EnBW AG (Turkey)	21	23	(2)	22	23	(1)
n a	Current liabilities	74	74	0	72	72	0

EnBW International Finance B.V.

IFRS 7 specifies a fair value hierarchy that identifies the following hierarchy levels.

- Level 1: Fair values measured using quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: Fair values measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).
- Level 3: Fair values measured using inputs for the assets or liability that are not based on observable market data (unobservable inputs).

Financial risk management

Overview

The company has exposure to the following risks from its use of financial instruments.

- Credit risk
- Liquidity risk
- Market risk

This note presents information about the company's exposure to each of the above risks, the company's objectives, policies and processes for measuring and managing risk, and the company's management of capital

The Board of Management has overall responsibility for the establishment and oversight of the company's risk management framework

The company's risk management policies are established to identify and analyse the risks faced by the company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the company's activities

Credit risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivables from customers and investment securities.

The company's exposure to credit risk is influenced mainly by the individual characteristics of EnBW AG. The net proceeds from each issue of interest-bearing loans and borrowings by EnBW International Finance B.V. only will be applied towards the purposes of on-lending to EnBW AG. The interest rates and other interest conditions on the interest-bearing loans and borrowings are equal to those on the loans to EnBW AG. EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of all bondholders with respect to the prescribed and punctual payment of capital and interest of the bond notes issued by EnBW International Finance B.V. For the two loans issued to EnBW Holding A.S., EnBW AG issued a payment guarantee to secure the payment obligations.

EnBW International Finance B.V.

The total value of the loans to EnBW AG including accrued interest per 31 December 2017 amounted EUR 4.1 billion. The total value of the loans to EnBW Holding A.S. (Turkey) amounted EUR 21 million.

The long-term credit ratings of EnBW AG are Baa1 with a stable outlook (Moody's), A- with a stable outlook (Standard & Poor's) and A- with a stable outlook (Fitch)

Liquidity risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation.

There is only a small liquidity risk facing the equal terms of the non-current assets and the long-term debts. The repayment schedules can be found on pages 24 and 30.

EnBW AG has taken over the irrevocable and unconditional guarantee (towards Deutsche Bank AG) for the benefit of all bondholders with respect to the prescribed and punctual payment of capital and interest of the bond notes issued by EnBW International Finance B.V.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The company has two loans outstanding to EnBW AG (GESO and OPOLE) which are not on-lending loans from debts. These loans were financed by equity. The total value of these loans per 31 December 2017 amounted EUR 1.2 billion.

Concentration risk

Concentration risk is the risk that the concentration of loans is not diversified and concentrated in a certain geographic area. The loans are diversified in a variety of loans issued to EnBW AG in Germany, EnBW AS Holding in Turkey. The company has a minimal exposure of the concentration risk mainly because of the irrevocable and unconditional guarantee given by EnBW AG. The company has four reportable segments divided by currencies in Euro (EUR), Swiss Francs (CHF), Japanese yen (JPY) and US dollar (USD). The related income per segment is: EUR € 179.9 million, CHF € 3.1 million, JPY € 6.1 million and USD € 0.4 million.

Currency risk

The net proceeds from each issue of interest-bearing loans and borrowings by the company only will be applied towards the purposes of on-lending to EnBW AG (for equal currency). Therefore the company is not exposed to currency risk on investments and borrowings that are denominated in a currency other than the functional currency of the EnBW group.

EnBW International Finance B.V.

The currencies in which these transactions primarily are denominated are Euro (EUR), Swiss Francs (CHF), Japanese yen (JPY) and US dollar (USD).

Interest rate risk

The interest rates and other interest conditions on the interest-bearing loans and borrowings are equal to these on the loans to EnBW AG, except for the loans granted in 2010 and 2012 which are funded by equity. These loans bear a fixed interest rate.

Sensitivity analysis

Management considers the above-mentioned risks to be minimal and therefore has not performed a sensitivity analysis.

Capital management

The policy of EnBW AG is to maintain a strong capital base and solid investment grade ratings so as to maintain investor, creditor and market confidence and to sustain future development of the business. No additional capital is needed to finance the activities of the company. The margin of the interest on the loans covers the expenses of the company. The loans payable are reflected by loans receivables with identical characteristics. No impairments are to be expected.

There were no changes in the company's approach to capital management during the year.

The company is not subject to externally imposed capital requirements.

Notes to the balance sheet as 31 December 2017

1 Other investments

1a Statement of changes in investments

	2017 EUR	2016 EUR
Balance at 1 January	4,082,915,472	4,569,386,053
Received	-	(500,000,000)
Exchange differences	(30,379,238)	11,431,765
Other movements	1,479,365	2,097,654
	<hr/>	<hr/>
Receivables < 1 year (current assets)	4,054,015,599 (855,904,388)	4,082,915,472 -
	<hr/>	<hr/>
Balance at 31 December	<u>3,198,111,211</u>	<u>4,082,915,472</u>

1b Loans EnBW AG

	31-12-2017 EUR	31-12-2016 EUR
1 Loan granted in 2004	497,374,614	497,069,673
2 Loan granted in 2008	749,439,411	748,847,176
3 Loan granted in 2008	148,137,175	162,074,554
4 Loan granted in 2009	589,470,505	589,262,970
5 Loan granted in 2010	834,430,000	834,430,000
6 Loan granted in 2012	298,000,000	298,000,000
7 Loan granted in 2013	85,426,780	93,028,423
8 Loan granted in 2013	85,213,245	92,809,673
9 Loan granted in 2014	498,446,833	498,283,271
10 Loan granted in 2014	99,162,480	99,135,370
11 Loan granted in 2014	98,332,524	98,254,974
12 Loan granted in 2014	49,543,835	49,532,622
	<hr/>	<hr/>
	<u>4,032,977,402</u>	<u>4,060,728,706</u>
Recognised as		
Other investments (non-current assets)	3,198,111,211	4,060,728,706
Receivables (< 1 year) (current assets)	834,866,191	-

EnBW International Finance B.V.

The interest receivable on the loans is presented under current assets. The fair values of these loans can be found on page 15 of the financial report.

1. Loan granted in 2004

EnBW International Finance B.V. had diverted the proceeds from the issue of the Eurobond 2004/2025 (nominal EUR 500,000,000) by way of a loan to EnBW AG on December 9, 2004. The payment of the loan has taken place after deduction of “disagio” (EUR 3,650,000) and management and underwriting fees (EUR 2,000,000). These amounts will be calculated on the basis of the remaining term of the loan. For 2017 EUR 304,941 (2016 EUR 291,275) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (4.875% per annum) and has a fixed term of 20.1 years. Redemption of the EUR 500 million takes place on 16 January 2025.

EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

2. Loan granted in 2008

EnBW International Finance B.V. had diverted the proceeds from the issue of the Eurobond 2008/2018 (nominal EUR 750,000,000) by way of a loan to EnBW AG on November 20, 2008. The payment of the loan has taken place after deduction of “disagio” (EUR 2,482,500) and management and underwriting fees (EUR 2,250,000). These amounts will be calculated on the basis of the remaining term of the loan. For 2017 EUR 592,235 (2016 EUR 553,674) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (6.875% per annum) and has a fixed term of 10 years. Redemption of the EUR 750 million takes place on 20 November 2018.

EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

3. Loan granted in 2008

EnBW International Finance B.V. had diverted the proceeds from the issue of the JPY-bond 2008/2038 (nominal JPY 20,000,000,000/EUR 162,074,554) by way of a loan to EnBW AG on December 16, 2008.

The loan bears interest at a fixed interest rate (3.880% per annum) and has a fixed term of 30 years. Redemption of the JPY 20 billion takes place on 16 December 2038.

EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards Morgan Stanley & Co International Plc) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

EnBW International Finance B.V.

4. Loan granted in 2009

EnBW International Finance B.V. had diverted the proceeds from the issue of the Eurobond 2009/2039 (nominal EUR 600,000,000) by way of a loan to EnBW AG on July 7, 2009. The payment of the loan has taken place after deduction of “disagio” (EUR 8,940,000) and management and underwriting fees (EUR 3,030,000). These amounts will be calculated on the basis of the remaining term of the loan. For 2017 EUR 207,535 (2016 EUR 290,518) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (6.125% per annum) and has a fixed term of 30 years. Redemption of the EUR 600 million takes place on 7 July 2039.

EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

5. Loan granted in 2010

EnBW International Finance B.V. had diverted the proceeds from the sale of the GESO shares (EUR 834,430,000) by way of a loan to EnBW AG on 31 March 2010.

The loan bears interest at a fixed interest rate (4.130% per annum) and has a fixed term of 10 years. Redemption of the EUR 834,430,000 takes place on 31 March 2020. EnBW AG has provided no securities.

6. Loan granted in 2012

EnBW International Finance B.V. had diverted the proceeds from the sale of the shares of EnBW Investment II B.V. and EnBW Investment III B.V. by EnBW Investment I B.V. (EUR 298,000,000) by way of a loan to EnBW AG on 16 February 2012 (“Opole” transaction). The corresponding loan between EnBW Investment I B.V. and EnBW International Finance B.V. was settled as a result of the legal merger between these companies.

The loan bears interest at a fixed interest rate (3.670% per annum) and has a fixed term of 10 years. Redemption of the EUR 298,000,000 takes place on 28 February 2022. EnBW AG has provided no securities.

7. Loan granted in 2013

EnBW International Finance B.V. had diverted the proceeds from the issue of a CHF-bond 2013/2018 (nominal CHF 100,000,000/EUR 93,118,540) by way of a loan to EnBW AG on July 12, 2013. The payment of the loan has taken place after addition of “agio” (CHF 440,000) and deduction of management and underwriting fees (CHF 750,000).

These amounts will be calculated on the basis of the remaining term of the loan. For 2016 CHF 63,194 (2015 CHF 62,374) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (1.250% per annum) and has a fixed term of 5 years. Redemption of the CHF 100 million takes place on 12 July 2018.

EnBW International Finance B.V.

EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the CHF-bond issued by EnBW International Finance B.V.

8. Loan granted in 2013

EnBW International Finance B.V. had diverted the proceeds from the issue of a CHF-bond 2013/2023 (nominal CHF 100,000,000/EUR 93,118,540) by way of a loan to EnBW AG on July 12, 2013. The payment of the loan has taken place after addition of “agio” (CHF 634,000) and deduction of management and underwriting fees (CHF 1,125,000). These amounts will be calculated on the basis of the remaining term of the loan. For 2017 CHF 48,231 (2016 CHF 47,144) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (2.250% per annum) and has a fixed term of 10 years. Redemption of the CHF 100 million takes place on 12 July 2023.

EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the CHF-bond issued by EnBW International Finance B.V.

9. Loan granted in 2014

EnBW International Finance B.V. had diverted the proceeds from the issue of the Eurobond 2014/2026 (nominal EUR 500,000,000) by way of a loan to EnBW AG on June 4, 2014. The payment of the loan has taken place after deduction of “disagio” (EUR 870,000) and management and underwriting fees (EUR 1,250,000). These amounts will be calculated on the basis of the remaining term of the loan. For 2017 EUR 163,562 (2016 EUR 159,508) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (2.500% per annum) and has a fixed term of 12 years. Redemption of the EUR 500 million takes place on 4 June 2026.

EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

10. Loan granted in 2014

EnBW International Finance B.V. had diverted the proceeds from the issue of the Eurobond 2014/2039 (nominal EUR 100,000,000) by way of a loan to EnBW AG on June 16, 2014. The payment of the loan has taken place after deduction of management and underwriting fees (EUR 930,000). These amounts will be calculated on the basis of the remaining term of the loan. For 2017 EUR 27,110 (2016 EUR 26,287) is therefore credited to the profit & loss account and presented as interest income.

EnBW International Finance B.V.

The loan bears interest at a fixed interest rate (3.080% per annum) and has a fixed term of 25 years. Redemption of the EUR 100 million takes place on 16 June 2039.

EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

11. Loan granted in 2014

EnBW International Finance B.V. had diverted the proceeds from the issue of the Eurobond 2014/2034 (nominal EUR 100,000,000) by way of a loan to EnBW AG on June 13, 2014. The payment of the loan has taken place after deduction of “disagio” (EUR 1,933,000). These amounts will be calculated on the basis of the remaining term of the loan. For 2017 EUR 77,550 (2016: EUR 75,288) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (2.875% per annum) and has a fixed term of 20 years. Redemption of the EUR 100 million takes place on 13 June 2034.

EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

12. Loan granted in 2014

EnBW International Finance B.V. had diverted the proceeds from the issue of the Eurobond 2014/2044 (nominal EUR 50,000,000) by way of a loan to EnBW AG on August 1, 2014. The payment of the loan has taken place after deduction of “disagio” (EUR 493,200). These amounts will be calculated on the basis of the remaining term of the loan. For 2017 EUR 11,213 (2016: EUR 10,891) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (2.900% per annum) and has a fixed term of 30 years. Redemption of the EUR 50 million takes place on 1 August 2044.

EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

EnBW International Finance B.V.

Terms and investment repayment schedule

	Total EUR 1,000	Within 1 year EUR 1,000	2-5 years EUR 1,000	More than 5 years EUR 1,000
Loan granted in 2004	695,000	24,375	97,500	573,125
Loan granted in 2008	801,563	801,563	-	-
Loan granted in 2008	268,839	5,748	22,991	240,100
Loan granted in 2009	1,408,500	36,750	147,000	1,224,750
Loan granted in 2010	937,816	34,462	903,354	-
Loan granted in 2012	352,683	10,937	341,746	-
Loan granted in 2013	86,524	86,524	-	-
Loan granted in 2013	96,992	1,923	7,691	87,378
Loan granted in 2014	612,500	12,500	50,000	550,000
Loan granted in 2014	167,760	3,080	12,320	152,360
Loan granted in 2014	148,875	2,875	11,500	134,500
Loan granted in 2014	89,150	1,450	5,800	81,900
	<u>5,666,202</u>	<u>1,022,187</u>	<u>1,599,902</u>	<u>3,044,113</u>

The terms and investment repayment schedule is based on the nominal values of the loans and interest to be paid.

2 Loans related companies

	2017 EUR	2016 EUR
Balance at 1 January	22,186,766	21,885,267
Exchange differences	(1,148,569)	301,499
Balance at 31 December	<u>21,038,197</u>	<u>22,186,766</u>

Receivables (< 1 year) (current assets) 21,038,197 -

In 2013 the company issued two loans to EnBW Holding AS, Turkey.

1. Loan USD 10,000,000

On 11 July 2013 the proceeds of a loan issued by EnBW AG in the amount of EUR 9,486,766 (USD 10,000,000) have been lent to EnBW Holding AS. The interest is 4.13% and the repayment date is 11 July 2018.

EnBW International Finance B.V.

2. Loan EUR 12,700,000

On 19 December 2013 the proceeds of a loan issued by EnBW AG in the amount of EUR 12,700,000 have been lent to EnBW Holding AS. The interest is 4.13% and the repayment date is 19 December 2018.

The repayment of both loans is guaranteed by EnBW AG.

3 Cash and cash equivalents

	31-12-2017	31-12-2016
	EUR	EUR
Deutsche Bank AG (current accounts)	41,866	324,342
BW Bank (current accounts)	964,679	559,205
	<u>1,006,545</u>	<u>883,547</u>

Cash and cash equivalents are free at disposal

4 Issued and paid up share capital

The authorised share capital is composed of 1,000 (2016: 1,000) ordinary shares with a nominal value of EUR 100 each, in total EUR 100,000. All shares have been issued and fully paid and belong to EnBW AG (Germany).

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the company.

5 Share premium reserve

In December 2002 it was decided to increase the equity of the company with EUR 1,950,000. In January 2010 the share premium was increased by EUR 828,132,499 as a result of the GESO transaction. During 2012 the share premium reserve was further increased due to the mergers with EnBW Investment I B V (EUR 301,072,715) and EnBW Benelux B.V. (EUR 458,760) resulting in a share premium as per balance sheet date of EUR 1,131,613,974.

	2017	2016
	EUR	EUR
Balance as at 1 January	<u>1,131,613,974</u>	<u>1,131,613,974</u>
Balance as at 31 December	<u>1,131,613,974</u>	<u>1,131,613,974</u>

EnBW International Finance B.V.

6 Other reserves

	2017 EUR	2016 EUR
Balance as at 1 January	-	-
Dividend to shareholder	(35,003,573)	(35,260,982)
Result appropriation	35,003,573	35,260,982
	<hr/>	<hr/>
Balance as at 31 December	-	-
	<hr/> <hr/>	<hr/> <hr/>

7 Long-term debts

	2017 EUR	2016 EUR
Balance at 1 January	2,950,485,472	3,436,956,053
Repayments of loans	-	(500,000,000)
Exchange differences	(30,379,238)	11,431,765
Other movements	1,479,365	2,097,654
	<hr/>	<hr/>
Repayments due < 1 year	2,921,585,599 855,904,388	2,950,485,472 -
	<hr/>	<hr/>
Balance at 31 December	2,065,681,211	2,950,485,472
	<hr/> <hr/>	<hr/> <hr/>

8 Interest-bearing loans and borrowings

	31-12-2017	31-12-2016
	EUR	EUR
1 Eurobond 2004/2025	497,374,614	497,069,673
2 Eurobond 2008/2018	749,439,411	748,847,176
3 JPY-bond 2008/2038	148,137,175	162,074,554
4 Eurobond 2009/2039	589,470,505	589,262,970
5 CHF-bond 2013/2018	85,426,780	93,028,423
6 CHF-bond 2013/2023	85,213,245	92,809,673
7 Eurobond 2014/2026	498,446,833	498,283,271
8 Eurobond 2014/2039	99,162,480	99,135,370
9 Eurobond 2014/2034	98,332,524	98,254,974
10 Eurobond 2014/2044	49,543,835	49,532,622
	<hr/>	<hr/>
	2,900,547,402	2,928,298,706
	<hr/> <hr/>	<hr/> <hr/>
Recognised as		
Interest-bearing loans and borrowings (long-term debts)	2,065,681,211	2,928,298,706
Interest-bearing loans and borrowings (current liabilities) (< 1 year)	834,866,191	-

The fair values of these loans can be found on page 15 of the financial report

1. Eurobond 2004/2025

The company has issued on 9 December 2004 500,000 Eurobonds in the amount of EUR 1,000 each. The proceeds of the bonds were decreased with “disagio” (EUR 3,650,000) and management and underwriting fees (EUR 2,000,000). This amount will be calculated on the basis of the remaining term of the bond. For 2017 EUR 304,941 (2016 EUR 291,275) is therefore debited to the profit & loss account and presented as interest expenses.

The bonds bear interest at a fixed interest rate (4.875% per annum) and have a fixed term of 20.1 years. Redemption of the EUR 500 million takes place on 16 January 2025.

EnBW AG has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

2. Eurobond 2008/2018

The company has issued on 20 November 2008 15,000 Eurobonds in the amount of EUR 50,000 each. The proceeds of the bonds were decreased with “disagio” (EUR 2,482,500) and management and underwriting fees (EUR 2,250,000). This amount will be calculated on the

EnBW International Finance B.V.

basis of the remaining term of the bond. For 2017 EUR 592,235 (2016. 553,674) is therefore debited to the profit & loss account and presented as interest expenses.

The bonds bear interest at a fixed interest rate (6.875% per annum) and have a fixed term of 10 years. Redemption of the EUR 750 million takes place on 20 November 2018.

EnBW AG has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

3. JPY-bond 2008/2038

The company has issued on 16 December 2008 200 JPY-bonds in the amount of JPY 100 million each.

The bonds bear interest at a fixed interest rate (3.880% per annum) and have a fixed term of 30 years. Redemption of the JPY 20 billion takes place on 16 December 2038.

EnBW AG has taken over the irrevocable and unconditional guarantee (towards Morgan Stanley & Co. International Plc) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

4. Eurobond 2009/2039

The company has issued on 7 July 2009 600,000 Eurobonds in the amount of EUR 1,000 each. The proceeds of the bonds were decreased with "disagio" (EUR 8,940,000) and management and underwriting fees (EUR 3,030,000). This amount will be calculated on the basis of the remaining term of the bond. For 2017 EUR 207,535 (2016 EUR 290,518) is therefore debited to the profit & loss account and presented as interest expenses.

The bonds bear interest at a fixed interest rate (6.125% per annum) and have a fixed term of 30 years. Redemption of the EUR 600 million takes place on 7 July 2039.

EnBW AG has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

5. CHF-bond 2013/2018

The company has issued on 12 July 2013 20,000 CHF-bonds in the amount of CHF 5,000 each. The proceeds of the bonds were increased with "agio" (CHF 440,000) and reduced with management and underwriting fees (CHF 750,000). These amounts will be calculated on the basis of the remaining term of the bond. For 2017 CHF 63,194 (2016 CHF 62,374) is therefore debited to the profit & loss account and presented as interest expenses. The loan bears interest at a fixed interest rate (1.250% per annum) and has a fixed term of 5 years. Redemption of the CHF 100 million takes place on 12 July 2018.

EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards Credit Suisse AG and the Royal bank of Scotland Plc) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the CHF-bond issued by EnBW International Finance B.V.

EnBW International Finance B.V.

6. CHF-bond 2013/2023

The company has issued on 12 July 2013 20,000 CHF-bonds in the amount of CHF 5,000 each. The proceeds of the bonds were increased with “agio” (CHF 634,000) and reduced with management and underwriting fees (CHF 1,125,000). These amounts will be calculated on the basis of the remaining term of the bond. For 2017 CHF 48,231 (2016: CHF 47,144) is therefore debited to the profit & loss account and presented as interest expenses. The loan bears interest at a fixed interest rate (2.250% per annum) and has a fixed term of 10 years. Redemption of the CHF 100 million takes place on 12 July 2023.

EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards Credit Suisse AG and the Royal bank of Scotland Plc) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the CHF-bond issued by EnBW International Finance B.V.

7. Eurobond 2014/2026

The company has issued on 4 June 2014 500,000 Eurobonds in the amount of EUR 1,000 each. The proceeds of the bonds were decreased with “disagio” (EUR 870,000) and management and underwriting fees (EUR 1,250,000). This amount will be calculated on the basis of the remaining term of the bond. For 2017 EUR 163,562 (2016: EUR 159,508) is therefore debited to the profit & loss account and presented as interest expenses

The bonds bear interest at a fixed interest rate (2.500% per annum) and have a fixed term of 12 years. Redemption of the EUR 500 million takes place on 4 June 2026.

EnBW AG has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

8. Eurobond 2014/2039

The company has issued on 16 June 2014 1,000 Eurobonds in the amount of EUR 100,000 each. The proceeds of the bonds were decreased with management and underwriting fees (EUR 930,000) This amount will be calculated on the basis of the remaining term of the bond. For 2017 EUR 27,110 (2016: EUR 26,287) is therefore debited to the profit & loss account and presented as interest expenses.

The bonds bear interest at a fixed interest rate (3.080% per annum) and have a fixed term of 25 years. Redemption of the EUR 100 million takes place on 16 June 2039.

EnBW AG has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B V

9. Eurobond 2014/2034

The company has issued on 13 June 2014 1,000 Eurobonds in the amount of EUR 100,000 each. The proceeds of the bonds were decreased with “disagio” (EUR 1,933,000) This amount will be calculated on the basis of the remaining term of the bond. For 2016 EUR 77,550 (2016: EUR 75,288) is therefore debited to the profit & loss account and presented as interest expenses

EnBW International Finance B.V.

The bonds bear interest at a fixed interest rate (2.875% per annum) and have a fixed term of 20 years. Redemption of the EUR 100 million takes place on 13 June 2034.

EnBW AG has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

10. Eurobond 2014/2044

The company has issued on 1 August 2014 500 Eurobonds in the amount of EUR 100,000 each. The proceeds of the bonds were decreased with “disagio” (EUR 493,200). This amount will be calculated on the basis of the remaining term of the bond. For 2017 EUR 11,213 (2016: EUR 10,891) is therefore debited to the profit & loss account and presented as interest expenses.

The bonds bear interest at a fixed interest rate (2.900% per annum) and have a fixed term of 30 years. Redemption of the EUR 50 million takes place on 1 August 2044.

EnBW AG has taken over the irrevocable and unconditional guarantee (towards the Deutsche Bank AG) for the benefit of the bondholders with respect to the prescribed and punctual payment of capital and interest of the Eurobond issued by EnBW International Finance B.V.

Terms and debt repayment schedule

	Total	Within 1	2-5 years	More than
	EUR 1,000	year		5 years
	EUR 1,000	EUR 1,000	EUR 1,000	EUR 1,000
Secured bond issues				
Eurobonds 2025	695,000	24,375	97,500	573,125
Eurobonds 2018	801,563	801,563	-	-
JPY-bonds 2038	268,839	5,748	22,991	240,100
Eurobonds 2039	1,408,500	36,750	147,000	1,224,750
CHF bonds 2018	86,524	86,524	-	-
CHF bonds 2023	96,992	1,923	7,691	87,378
Eurobonds 2026	612,500	12,500	50,000	550,000
Eurobonds 2039	167,760	3,080	12,320	152,360
Eurobonds 2034	148,875	2,875	11,500	134,500
Eurobonds 2044	89,150	1,450	5,800	81,900
	<hr/>	<hr/>	<hr/>	<hr/>
	4,375,703	976,788	354,802	3,044,113
	<hr/>	<hr/>	<hr/>	<hr/>

The terms and debt repayment schedule is based on the nominal values of the loans and interest to be paid

9 Loans EnBW AG

	2017	2016
	EUR	EUR
Balance at 1 January	22,186,766	21,885,267
Exchange differences	(1,148,569)	301,499
	<hr/>	<hr/>
Balance at 31 December	<u>21,038,197</u>	<u>22,186,766</u>
	<hr/>	<hr/>
Interest-bearing loans and borrowings (current liabilities) (< 1 year)	21,038,197	-

In 2013 the company received two loans from its shareholder.

1. Loan USD 10,000,000

On 11 July 2013 the proceeds of a loan issued by EnBW AG in the amount of EUR 9,486,766 (USD 10,000,000) have been lent to EnBW Holdings AS. The interest is 4.10% and the repayment date is 11 July 2018. No securities have been provided.

2. Loan EUR 12,700,000

On 19 December 2013 the proceeds of a loan issued by EnBW AG in the amount of EUR 12,700,000 have been lent to EnBW Holdings AS. The interest is 4.10% and the repayment date is 19 December 2018. No securities have been provided.

10 Current account EnBW AG

	31-12-2017	31-12-2016
	EUR	EUR
EnBW AG	13,621,670	13,297,045
	<hr/>	<hr/>

The interest on this current account is EONIA + 0.60% for liabilities and EONIA flat for receivables (2016: EONIA + 0.40% for liabilities and EONIA flat for receivables). If the EONIA rate is negative, the EONIA is set to 0% (2016: negative EONIA-rates were used). No securities are provided.

11 Accrued expenses and deferred income

	31-12-2017	31-12-2016
	EUR	EUR
Interest bond loans	59,679,670	57,324,559
Interest loans EnBW AG	874,546	924,818
Auditors' and consultants' fees	57,105	65,050
Management fees	12,000	17,052
Other accrued expenses	3,421	5,422
	<hr/>	<hr/>
	<u>60,626,742</u>	<u>58,336,901</u>
	<hr/>	<hr/>

Notes to statement of income for the year 2017

12 Interest income and similar income

	Year ended 31 December 2017 EUR	Year ended 31 December 2016 EUR
Loans EnBW AG	188,568,964	206,743,936
Loans EnBW Holding AS	880,945	931,585
Interest corporation tax	195,519	195,009
	<u>189,645,428</u>	<u>207,870,530</u>

13 Interest expense and similar expenses

	Year ended 31 December 2017 EUR	Year ended 31 December 2016 EUR
Interest bond loans	145,673,959	161,345,377
Interest loan EnBW AG	874,546	924,818
Current account EnBW AG	79,779	17,890
Bank charges	19,920	7,041
Exchange rate differences	20,709	25,670
	<u>146,668,911</u>	<u>162,320,796</u>

14 General expenses

	Year ended 31 December 2017 EUR	Year ended 31 December 2016 EUR
Auditors' fees	60,089	61,490
Consultants' fees	9,750	65,855
Management fees and administrative expenses	169,556	166,678
Office rent	20,044	19,964
Other general expenses	34,922	55,930
	<u>294,361</u>	<u>369,917</u>

EnBW International Finance B.V.

The audit and other accounting fees of the accounting organisation providing the audit opinion of the annual accounts are specified as follows:

	31 December 2017	31 December 2016
	EUR	EUR
	BDO Audit & Assurance B.V.	BDO Audit & Assurance B.V.
Audit annual accounts	47,500	41,750
Other audit assignment	12,589	19,740
	<u>60,089</u>	<u>61,490</u>

15 Wages and salaries

	Year ended 31 December 2017	Year ended 31 December 2016
	EUR	EUR
Salaries	108,157	82,809
Social security's premiums	6,490	8,391
	<u>114,647</u>	<u>91,200</u>

16 Remuneration

Over the period of 1 January 2017 to 31 December 2017 the company paid a fixed salary in the amount of EUR 19,125 (2016: EUR 19,042) remuneration for its board of management. No other remunerations were provided.

The remuneration for services provided by the supervisory board in 2017 amounted to EUR 50,000 (2016: EUR 38,000) and is provided in the form of a fixed remuneration. No other remunerations were provided.

17 Average number of employees

The company employs four staff members in the Netherlands (2016: four staff members)

18 Corporate income tax

EnBW International Finance B.V. constitutes a financing company for EnBW AG and provides and co-ordinates beneficial services to EnBW AG. In return for this EnBW AG pays a loan management fee

EnBW International Finance B.V.

In October 2013 the tax advisor filed a (new) Advance Pricing Agreement (APA) request. In December 2013 the fiscal authorities had granted this request. This ruling covers all loans granted up to and including December 31, 2018. The taxable profit for the financial year 2017 can be calculated as follows:

	2017	2016
	EUR	EUR
Loan management fee	1,261,850	1,435,940
Interest income loans not included in APA	45,480,071	45,549,734
Deductible costs	(140,541)	(184,003)
Taxable profit	46,601,380	46,801,671
Corporate income tax (payable)	11,665,941	11,691,945
Turkish withholding tax	97,883	103,280
Creditable withholding tax	(26,070)	(1,527)
Total corporate income tax due (effective rate 25.20%)	11,737,754	11,793,698

The applicable CIT rates are: 20% for the first bracket of EUR 200,000 and 25% for the second bracket of EUR 46,503,762.

To date the tax returns, those have been filed up to and including 2015, are settled up to and including 2015.

The current APA agreement will expire on 31 December 2018.

19 Transactions with related parties

Transactions with related parties include relationships between EnBW International Finance B.V., companies of the EnBW Group, the company's directors and the members of the supervisory board.

EnBW International Finance B.V. obtains funds from the market by issuing corporate bonds/notes. The net proceeds of these notes are lent on in the form of intercompany loans.

The issued notes are unconditionally and irrevocably guaranteed by EnBW AG. EnBW International Finance B.V. received remuneration for her financing activities from EnBW AG (EUR 1.26 million).

The company has provided two intercompany loans (USD 10 million and EUR 12.7 million) to EnBW Holding AS.

The company has received two intercompany loans (USD 10 million and EUR 12.7 million) from EnBW AG.

The balance outstanding with and the revenues and expenses related to EnBW AG and EnBW Holding AS have separately disclosed in the balance sheet and the statement of income.

EnBW International Finance B.V.

Due to the company's general policy to match funding in terms of maturities and interest rate risks, the funds obtained are lent onward at similar conditions. As a consequence the terms in respect of currencies, maturities and interest rate on the in – and outbound loans correspond.

For transactions with board of directors see note 16

20 Off balance commitments

EnBW International Finance B.V. entered into a rental agreement for the rent of an office accommodation in Amsterdam for the period 1 September 2016 up to and including 31 August 2017, which was extended for a year and will now end 31 August 2018.

The current APA agreement will expire 31 December 2018. The company intends to file for a new APA agreement to be effective as of 1 January 2019.

21 Post balance sheet events

No events which would be significant for assessing the net assets, financial position and result of EnBW International Finance B.V. occurred after 31 December 2017.

22 Appropriation of result

The General Meeting of Shareholders will be asked to approve the following appropriation of the 2017 profit after tax: an amount of EUR 32,451,552 to be paid out as a dividend.

The proposed appropriation of the result has not been included in the company's financial statements for the year 2017.

Amsterdam, 5 March 2018

EnBW International Finance B.V

The Board of Management

sgd.
Mr. P.A. Berlin

sgd.
Mr. W.P. Ruoff

Supervisory board

sgd.
Mr. I.P. Voigt

sgd.
Mr. F. van der Rhee

sgd.
Mr. G.J. Gutekunst

Other information

Provisions in the articles of association concerning the appropriation of profits

Under article 26 of the company's articles of association, the profit is at the disposal of the General Meeting of Shareholders which can allocate said profit either wholly or partly to the formation of – or addition to – one or more general or special reserve funds.

The company can only make payments to the shareholders and other parties entitled to the distributable profit insofar as the shareholders' equity is greater than the paid-up and called-up part of the capital plus the legally required reserves.

Auditors' report

The auditors' report is shown on page 37 and further.

Independent auditor's report

To: the shareholders and Supervisory Board of EnBW International Finance B.V.



Our opinion

We have audited the financial statements 2017 of EnBW International Finance B.V., based in Amsterdam.

WE HAVE AUDITED	OUR OPINION
The financial statements which comprise: 1. the statement of financial position as at 31 December 2017; 2. the following statements for 2017: statements of profit and loss and other comprehensive income, changes in equity and cash flows for the year then ended; and 3. the notes comprising a summary of the significant accounting policies and other explanatory information.	In our opinion the enclosed financial statements give a true and fair view of the financial position of EnBW International Finance B.V. as at 31 December 2017 and of its result and its cash flows for 2017 in accordance with International Financial Reporting Standards as adopted by the European Union and with Part 9 of Book 2 of the Dutch Civil Code.

Basis for our opinion

We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. Our responsibilities under those standards are further described in the 'Our responsibilities for the audit of the financial statements' section of our report.

We are independent of EnBW International Finance B.V. in accordance with the EU Regulation on specific requirements regarding statutory audit of public-interest entities, the "Wet toezicht accountantsorganisaties" (Wta), the "Verordening inzake de onafhankelijkheid van accountants bij assurance-opdrachten" (ViO) and other relevant independence regulations in the Netherlands. Furthermore we have complied with the "Verordening gedrags- en beroepsregels accountants" (VGBA).

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion

Materiality

Based on our professional judgment we determined the materiality for the financial statements as a whole at € 40,000,000. The materiality is based on the benchmark total assets (representing 1.0% of reported total assets) which we consider to be one of the principal considerations for members of the company in assessing the financial performance

of the company. We have also taken into account misstatements and/or possible misstatements that in our opinion are material for qualitative reasons for the users of the financial statements.

We agreed with the Supervisory Board that misstatements in excess of € 2,000,000, which are identified during the audit, would be reported to them, as well as smaller misstatements that in our view must be reported on qualitative grounds.

Our key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements. We have communicated the key audit matters to the Supervisory Board. The key audit matters are not a comprehensive reflection of all matters discussed.

These matters were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

VALUATION OF LOANS ISSUED	OUR AUDIT APPROACH
<p>We consider the valuation of the loans issued to EnBW AG and a current account receivable with EnBW AG, as disclosed in note 1 of the financial statements and representing 99.5% of the balance sheet total, as a key audit matter. We identified this as a key audit matter due to the size of the loans issued and a current account receivable and due to the material impact an impairment may have on the income statement. Initially, loans issued and the current account receivable are recognized at its fair value and subsequently measured at amortized cost using the effective interest method. The Board of Management did not identify objective evidence of an impairment with regard to the loans issued to and a current account receivable with EnBW AG.</p>	<p>We have performed detailed audit procedures addressing the valuation of the loans issued to and a current account receivable with EnBW AG. We have performed the following audit procedures:</p> <ul style="list-style-type: none"> ▶ Inspected the 2017 interim financial statements of EnBW AG and financial statements as per 31 December 2016 of EnBW AG. ▶ Evaluated the information derived from credit rating agencies: Standard & Poor's, Moody's and Fitch Ratings. ▶ Inspected the agreements entered into between the company and EnBW AG ▶ Reviewed the market values of the outstanding notes. ▶ Reviewed news reports. ▶ Discussed the recent developments in the financial position and cash flows with the auditor of EnBW AG. ▶ Searched and evaluated the information for investors on the website of EnBW AG ▶ Discussed the recent developments in the financial position and the cash flows with the Board of Management and the Supervisory Board of the company. ▶ Assessed the adequacy of the disclosures in the financial statements relating to both the loans issued and current account receivable.

B. Report on other information included in the annual report

Next to the financial statements and our opinion thereon, the annual report consists of other information, including:

- ▶ the report of the Board of Management;
- ▶ the other information on page 36.

Based on the procedures as mentioned below, we are of the opinion that the other information:

- ▶ is consistent with the financial statements and contains no material deficiencies;
- ▶ includes all information as required by Part 9 of Book 2 of the Dutch Civil Code.

We have read the other information and based on our knowledge and understanding obtained from the audit of the financial statements or otherwise, we have considered if the other information contains material deficiencies.

With these procedures, we have complied with the requirements of Part 9 of Book 2 of the Dutch Civil Code and the Dutch Auditing Standard 720. These procedures do not have the same scope as our audit procedures on the financial statements.

The Board of Management is responsible for the preparation of the report of the Board of Management and the other information on page 36 in accordance with Part 9 of Book 2 of the Dutch Civil Code.

C. Report on other legal and regulatory requirements

Engagement

We were engaged by the Supervisory Board as auditor of EnBW International Finance B.V. on 13 May 2015 as of the audit for year 2015 and have operated as statutory auditor ever since that financial year.

No prohibited non-audit services

We have not provided prohibited non-audit services as referred to in Article 5 (1) of the EU Regulation on specific requirements regarding statutory audit of public-interest entities

D. Definition of responsibility for the financial statements

Responsibilities of the Board of Management and the Supervisory Board for the financial statements

The Board of Management is responsible for the preparation and fair presentation of the financial statements in accordance with EU-IFRS and Part 9 of Book 2 of the Dutch Civil Code. Furthermore, the Board of Management is responsible for such internal control as the Board of Management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to errors or fraud.

As part of the preparation of the financial statements, the Board of Management is responsible for assessing the company's ability to continue as a going concern. Based on the financial reporting framework mentioned, the Board of Management should prepare the financial statements using the going concern basis of accounting unless the Board of Management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so. The Board of Management should disclose events and circumstances that may cast significant doubt on the company's ability to continue as a going concern in the financial statements.

The Supervisory Board is responsible for overseeing the company's financial reporting process.

Our responsibilities for the audit of the financial statements

Our objective is to plan and perform the audit assignment in a manner that allows us to obtain sufficient and appropriate audit evidence for our opinion.

Our audit has been performed with a high, but not absolute, level of assurance, which means we may not have detected all material errors and fraud.

Misstatements can arise from errors or fraud and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. The materiality affects the nature, timing and extent of our audit procedures and the evaluation of the effect of identified misstatements on our opinion.

We have exercised professional judgment and have maintained professional skepticism throughout the audit, in accordance with Dutch Standards on Auditing, ethical requirements and independence requirements. Our audit included e.g.:

- ▶ Identifying and assessing the risks of material misstatement of the financial statements, whether due to errors or fraud, designing and performing audit procedures responsive to those risks, and obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from errors, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control
- ▶ Obtaining an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- ▶ Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Management.
- ▶ Concluding on the appropriateness of the Board of Management's use of the going concern basis of accounting, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company ceasing to continue as a going concern.

- ▶ Evaluating the overall presentation, structure and content of the financial statements, including the disclosures.
- ▶ Evaluating whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Supervisory Board regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant findings in internal control that we identify during our audit. In this respect we also submit an additional report to the audit committee in accordance with Article 11 of the EU Regulation on specific requirements regarding statutory audit of public-interest entities. The information included in this additional report is consistent with our audit opinion in this auditor's report.

We provide the Supervisory Board with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the Supervisory Board, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, not mentioning it is in the public interest.

Amstelveen, 5 March 2018

For and on behalf of BDO Audit & Assurance B.V.,

sgd
d/s. M.F. Meijer RA
