

EnBW International Finance B.V.

Report on the interim financial
statements for the period
1 January – 30 June 2009

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Report of the Board of Management

The Management of ENBW International Finance B.V. herewith submits its interim financial report for the period ended 30 June 2009.

Overview of activities

EnBW International Finance B.V. was founded by EnBW AG on 3 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 Schouwburgplein 30 – 34, 3012 CL Rotterdam.

In accordance with Article 3 of its Articles of Association, the purpose of EnBW International Finance B.V. is financing and participation activities. The exclusive task of EnBW International Finance B.V. is to support the financing requirements of EnBW AG.

Activities during the period

During the period no loans/bonds have been issued or repaid.

Result for the 6-month period ended 30 June 2009

The profit for this period is EUR 616,060.

Future outlook

It is expected that the financing activities will increase in line with the growth strategy of the parent company EnBW AG.

Post-balance sheet events

On 7 July 2009 two Eurobonds were issued in the amount of EUR 750 million (interest 4.125% and maturing on 7 July 2015) and EUR 600 million (interest 6.125% and maturing on 7 July 2039).

Activities in the field of research and development

The company is not engaged in such activities.

Credit crunch

The financial crisis has a limited effect on EnBW International Finance B.V. so far. 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.

EnBW AG has a comfortable level of liquidity. There are no refinancing needs for redemptions in 2009.

EnBW International Finance B.V.

Management's accountability

Herewith the management confirms that the annual report provides a fair presentation of the financial statements and that all relevant risk applicable to the company have been described.

Rotterdam, 15 July 2009

EnBW International Finance B.V.

The Board of Management

Mr. I.P. Voigt

Mr. W.P. Ruoff

Balance sheet as at 30 June 2009

(before appropriation of the profit)

		30 June 2009		31 December 2008	
		EUR	EUR	EUR	EUR
Non-current assets					
<i>Other investments</i>					
Loans EnBW AG	1		3,979,189,255		3,988,947,037
Current assets					
<i>Receivables</i>					
Current account group companies	2	115,169,089		98,028,820	
Corporation tax		54,569		226,925	
Turnover tax		1,310		818	
			115,224,968		98,256,563
Cash and cash equivalents	3		68,643		93,157
			4,094,482,866		4,087,296,757
Shareholders' equity					
Issued and paid up share capital	4	50,000		50,000	
Share premium reserve	5	1,950,000		1,950,000	
Other reserves	6	–		–	
Undistributed result		616,060		708,560	
			2,616,060		2,708,560
Long-term debts					
Interest-bearing loans and borrowings	7		3,979,189,255		3,988,947,037
Current liabilities					
Accrued expenses and deferred income	8		112,677,551		95,641,160
			4,094,482,866		4,087,296,757

Profit & loss account for the period 1 january – 30 June 2009

		2009		2008	
		EUR	EUR	EUR	EUR
Interest income and similar income	9	110,783,645		134,336,529	
Interest expense and similar expenses	10	110,801,325		134,365,147	
Net interest result			(17,680)		(28,618)
Fees received from EnBW AG			796,235		947,903
Expenses					
General expenses	11		68,578		139,513
Charged expenses to EnBW AG			(75,148)		(131,153)
Result before corporate income tax			785,125		910,925
Corporate income tax	12		(169,065)		(202,365)
Net result			616,060		708,560

Statement of cash flows for the period ended 30 June 2009

	2009 EUR 1,000	2008 EUR 1,000
Operating activities		
Cash receipts from group companies	50	1,018
Cash paid to suppliers	(85)	(141)
	<hr/>	<hr/>
Cash generated from operations	(35)	877
Interest paid	(92,300)	(120,606)
Taxes received (paid)	14	(813)
	<hr/>	<hr/>
Cash flows from operating activities	(92,321)	(120,542)
	<hr/>	<hr/>
Investing activities		
Interest received	92,296	117,478
Acquisition (sale) of other investments	-	202,600
	<hr/>	<hr/>
Cash flows from investing activities	92,296	320,078
	<hr/>	<hr/>
Financing activities		
Proceeds from (non-) current borrowings	-	952,382
Repayment of borrowings	-	(1,151,889)
	<hr/>	<hr/>
Cash flows from financing activities	-	(199,507)
	<hr/>	<hr/>
Net decrease in cash and cash equivalents	(25)	29
Cash and cash equivalents as 1 January	93	64
	<hr/>	<hr/>
Cash and cash equivalents at 31 December	68	93
	<hr/>	<hr/>

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 AG (ultimate parent company).

The company is a private limited company, where Energie Baden-Württemberg Aktiengesellschaft (hereafter 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 March 2007 the articles of association are revised and the statutory seat of the company is now Rotterdam (formerly: Amersfoort).

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 presented in euro. They are prepared on the historical cost basis unless indicated otherwise hereafter.

(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.

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.

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 30 June 2009 are as follows:

1 CHF = EUR 0.6653 (31 December 2008: EUR 0.6743)

1 JPY = EUR 0.0075 (31 December 2008: EUR 0.0079)

(b) Loans and investments

Investments held-to maturity are recognised/derecognised on the day they are transferred to/by the company. These assets are stated at amortised cost, taken into account the effective yield on these assets per inception date.

(c) Other receivables

Other receivables are stated at their cost less impairment losses if any.

(d) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits.

(e) Interest-bearing loans and borrowings

Interest-bearing loans and borrowings are recognised initially at cost, less attributable transaction costs. 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 stated at cost.

(g) 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 assets and liabilities as per inception date.

(h) 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 Agreements. As a result of this the taxable result can deviate substantially 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. 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 fair value of the other assets and liabilities as at June 30, 2009 and December 31, 2008 is equal to the valuation in the balance sheet.

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 Directors 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 these 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.

The long-term credit ratings of EnBW AG are A2 (Moody's) and A- (Standard & Poor's). Given these credit ratings, management does not expect that EnBW AG will fail to meet its obligations.

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.

EnBW AG 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.

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.

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

EnBW International Finance B.V.

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.

Capital management

The company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

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

The company is no subject to externally imposed capital requirements.

Notes to the balance sheet as 30 June 2009

1 Other investments

Loans EnBW AG (held to maturity)

	30-06-2009 EUR	31-12-2008 EUR
1. Loan granted in 2002	997,823,346	997,444,781
2. Loan granted in 2002	149,881,483	149,832,782
3. Loan granted in 2004	495,198,356	495,094,910
4. Loan granted in 2006	495,324,158	495,051,813
5. Loan granted in 2008	198,733,887	201,044,527
6. Loan granted in 2008	746,925,354	746,618,321
7. Loan granted in 2008	745,478,714	745,305,915
8. Loan granted in 2008	149,823,957	158,553,988
	<u>3,979,189,255</u>	<u>3,988,947,037</u>

1. Loan granted in 2002

EnBW International Finance B.V. had diverted the proceeds from the issue of the Eurobond 2002/2012 (nominal EUR 1,000,000,000) by way of a loan to EnBW AG on February 28, 2002. The payment of the loan has taken place after deduction of "disagio" (EUR 2,960,000) and management and underwriting fees (EUR 3,750,000). These amounts will be calculated on the basis of the remaining term of the loan. For 2009 EUR 378,565 (2008: EUR 716,350) is therefore credited to the profit & loss account and presented as interest income.

As from January 1, 2003 the loan bears interest at a fixed interest rate (5.966% per annum) and has a fixed term of 9 years and 2 months. Redemption of the EUR 1 billion takes place on 28 February 2012.

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 2002

EnBW International Finance B.V. had diverted the proceeds from the issue of the Eurobond 2002/2010 (nominal EUR 150,000,000) by way of a loan to EnBW AG on December 6, 2002. The payment of the loan has taken place after deduction of "disagio" (EUR 141,000) and management and underwriting fees (EUR 525,000). These amounts will be calculated on the basis of the remaining term of the loan. For 2009 EUR 48,701 (2008: EUR 92,943) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (5.0706% per annum) and has a fixed term of 7.75 years. Redemption of the EUR 150 million takes place on 6 September 2010.

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 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 2009 EUR 103,446 (2008 EUR 197,620) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (4.9651% 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.

4. Loan granted in 2006

EnBW International Finance B.V. had diverted the proceeds from the issue of the Eurobond 2006/2016 (nominal EUR 500,000,000) by way of a loan to EnBW AG on October 19, 2006. The payment of the loan has taken place after deduction of "disagio" (EUR 4,820,000) 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 2009 EUR 272,345 (2008: EUR 523,090) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (4.403% per annum) and has a fixed term of 10 years. Redemption of the EUR 500 million takes place on 19 October 2016.

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 2008

EnBW International Finance B.V. had diverted the proceeds from the issue of a CHF-bond 2008/2013 (nominal CHF 300,000,000/EUR 199,590,000) by way of a loan to EnBW AG on February 25, 2008. The payment of the loan has taken place after addition of "agio" (CHF 651,000) and deduction of management and underwriting fees (CHF 2,375,000). These amounts will be calculated on the basis of the remaining term of the loan. For 2009 CHF 165,782 (2008 EUR 275,123) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (3.2512% per annum) and has a fixed term of 5 years. Redemption of the CHF 300 million will take place on 25 February 2013.

EnBW AG has provided no securities, but has taken over the irrevocable and unconditional guarantee (towards the Bank von Ernst & Cie 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.

6. Loan granted in 2008

EnBW International Finance B.V. had diverted the proceeds from the issue of the Eurobond 2008/2013 (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 1,575,000) and management and underwriting fees (EUR 1,875,000). These amounts will be calculated on the basis of the remaining term of the loan. For 2009 EUR 307,033 (2008 EUR 68,321) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (6.1094% per annum) and has a fixed term of 5 years. Redemption of the EUR 750 million takes place on 20 November 2013.

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.

7. 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 2009 EUR 172,799 (2008 EUR 38,415) is therefore credited to the profit & loss account and presented as interest income.

The loan bears interest at a fixed interest rate (6.9647% 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.

8. 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 149,823,957) by way of a loan to EnBW AG on December 16, 2008.

The loan bears interest at a fixed interest rate (3.88% 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 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 Current account group companies

	30-06-2009	31-12-2008
	EUR	EUR
EnBW AG	<u>115,169,089</u>	<u>98,028,820</u>

The interest on this current account is EONIA +/- 0.125%. No securities are provided.

3 Cash at banks

	30-06-2009	31-12-2008
	EUR	EUR
Deutsche Bank AG (current accounts)	<u>68,643</u>	<u>93,157</u>

4 Issued and paid up share capital

The authorised share capital is composed of 500 ordinary shares with a nominal value of EUR 100 each, in total EUR 50,000. 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.

6 Other reserves

	2009 EUR	2008 EUR
Balance as at 1 January	—	—
Dividend to shareholder	(708,560)	(657,018)
Result for the year 2008 (2007)	708,560	657,018
	<hr/>	<hr/>
Balance as at 30 June	—	—
	<hr/>	<hr/>

7 Interest-bearing loans and borrowings

	30-06-2009 EUR	31-12-2008 EUR
1. Loan granted in 2002	997,823,346	997,444,781
2. Loan granted in 2002	149,881,483	149,832,782
3. Loan granted in 2004	495,198,356	495,094,910
4. Loan granted in 2006	495,324,158	495,051,813
5. Loan granted in 2008	198,733,887	201,044,527
6. Loan granted in 2008	746,925,354	746,618,321
7. Loan granted in 2008	745,478,714	745,305,915
8. Loan granted in 2008	149,823,957	158,553,988
	<hr/>	<hr/>
	3,979,189,255	3,988,947,037
	<hr/>	<hr/>

1. Eurobond 2002/2012

The company has issued on 28 February 2002 1,000,000 Eurobonds in the amount of EUR 1,000 each. The proceeds of the bonds were decreased with “disagio” (EUR 2,960,000) and management and underwriting fees (EUR 3,750,000). These amounts will be calculated on the basis of the remaining term of the bond. For 2009 EUR 378,565 (2008: EUR 716,350) is therefore debited to the profit & loss account and presented as interest expenses.

The bonds bear interest at a fixed interest rate (5.966% per annum) and has a fixed term of 10 years. Redemption of the EUR 1 billion takes place on 28 February 2012.

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 2002/2010

The company has issued on 6 December 2002 150,000 Eurobonds in the amount of EUR 1,000 each. The proceeds of the bonds were decreased with “disagio” (EUR 141,000) and management and underwriting fees (EUR 525,000).

These amounts will be calculated on the basis of the remaining term of the bond. For 2009 EUR 48,701 (2008: EUR 92,943) is therefore debited to the profit & loss account and presented as interest expenses.

The bonds bear interest at a fixed interest rate (5.0706% per annum) and has a fixed term of 7.75 years. Redemption of the EUR 150 million takes place on 6 September 2010.

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. 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 2009 EUR 103,446 (2008: EUR 197,620) is therefore debited to the profit & loss account and presented as interest expenses.

The bonds bear interest at a fixed interest rate (4.9651% 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 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.

4. Eurobond 2006/2016

The company has issued on 19 October 2006 500,000 Eurobonds in the amount of EUR 1,000 each. The proceeds of the bonds were decreased with “disagio” (EUR 4,820,000) 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 2009 EUR 272,345 (2008: EUR 523,090) is therefore debited to the profit & loss account and presented as interest expenses.

The bonds bear interest at a fixed interest rate (4.403% per annum) and has a fixed term of 10 years. Redemption of the EUR 500 million takes place on 19 October 2016.

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 2008/2013

The company has issued on 25 February 2008 a CHF-bond in the amount of CHF 300 million. The proceeds of the bonds were increased with “agio” (CHF 651,000) and reduced with management and underwriting fees (CHF 2,375,000). These amounts will be calculated on the basis of the remaining term of the bond. For 2009 CHF 165,782 (2008 CHF 275,123) is therefore debited to the profit & loss account and presented as interest expenses.

The bonds bear interest at a fixed interest rate (3.2512% per annum) and has a fixed term of 5 years. Redemption of the CHF 300 million takes place on 25 February 2013.

EnBW AG has taken over the irrevocable and unconditional guarantee (towards the Bank von Ernst & Cie 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.

6. Eurobond 2008/2013

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 1,575,000) and management and underwriting fees (EUR 1,875,000). This amount will be calculated on the basis of the remaining term of the bond. For 2009 EUR 307,033 (2008 EUR 68,321) is therefore debited to the profit & loss account and presented as interest expenses.

The bonds bear interest at a fixed interest rate (6.1094% per annum) and has a fixed term of 5 years. Redemption of the EUR 750 million takes place on 20 November 2013.

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.

7. 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 basis of the remaining term of the bond. For 2009 EUR 172,799 (2008 EUR 38,415) is therefore debited to the profit & loss account and presented as interest expenses.

The bonds bear interest at a fixed interest rate (6.9647% 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 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. JPY-bond 2008/2038

The company has issued on 16 December 2008 a JPY-bond in the amount of JPY 20 billion.

The bonds bear interest at a fixed interest rate (3.88% 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 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.

Terms and debt repayment schedule

	Total	2-5 years	More than 5 years
	EUR 1.000	EUR 1.000	EUR 1.000
Secured bond issues:			
Eurobonds 2010 – fixed at 5.0706%	149,882	149,882	
Eurobonds 2012 – fixed at 5.966%	997,823	997,823	
Eurobonds 2016 – fixed at 4.403%	495,324		495,324
Eurobonds 2025 – fixed at 4.9651%	495,198		495,198
CHF-bonds 2013 – fixed at 2.3544%	198,734	198,734	
Eurobonds 2013 – fixed at 6.1094%	746,925	746,925	
Euobonds 2018 – fixed at 6.9647%	745,479		745,479
JPY-bonds 2038 – fixed at 3.88%	149,824		149,824
	<u>3,979,189</u>	<u>2,093,364</u>	<u>1,885,825</u>

8 Accrued expenses and deferred income

	30-06-2009	31-12-2008
	EUR	EUR
Interest bond loans	112,645,051	95,606,160
Auditors' and consultants' fees	17,500	30,000
Management fees	15,000	5,000
	<u>112,677,551</u>	<u>95,641,160</u>

Notes to the profit & loss account for the period 1 January – 30 June 2009

General

The company has no employees.

9 Interest income and similar income

	2009 EUR	2008 EUR
Loans EnBW AG	110,780,481	134,323,500
Bank interest	–	13,029
Interest corporation tax 2007 - 2009	1,767	–
Exchange rate differences	1,397	–
	<u>110,783,645</u>	<u>134,336,529</u>

10 Interest expense and similar expenses

	2009 EUR	2008 EUR
Interest bond loans	110,780,481	131,378,611
Loans Commercial Paper Programme	–	2,944,889
Bank charges	20,844	1,734
Interest corporation tax 2001 - 2005	–	30,013
Exchange rate differences	–	9,900
	<u>110,801,325</u>	<u>134,365,147</u>

11 General expenses

	2009 EUR	2008 EUR
Auditors' and consultants' fees	34,739	94,699
Management fees and administrative expenses	30,796	45,852
Other general expenses	3,043	(1,038)
	<u>68,578</u>	<u>139,513</u>

12 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. As from 2006 the taxable profit only consists of the loan management fee and deductible costs. As a result of this the taxable amount can deviate from the commercial result.

In August 2007 the tax advisor filed a (new) Advance Pricing Agreement request. In January 2008 the fiscal authorities had granted this request. This ruling covers all loans granted up to and including December 31, 2013.

The taxable profit for the 6-month period ended 30 June 2009 can be calculated as follows:

	2009 EUR
Loan management fee	796,235
Deductible costs	(80,000)
Taxable profit	<u>716,235</u>
Corporation tax payable:	<u>171,640</u>

To date the tax returns, those have been filed up to and including 2007, are settled up to and including 2007.

Rotterdam, 15 July 2009

EnBW International Finance B.V.

The Board of Management

Mr. I.P. Voigt

Mr. W.P. Ruoff

Other information

To: Board of management of EnBW International Finance B.V.

Auditors' report

Report on the financial statements

We have audited the interim financial statements 2009 of EnBW International Finance B.V., Amersfoort, which comprise the balance sheet as at 30 June 2009, the profit and loss account, statement of changes in equity and cash flow statement for the period then ended, and a summary of significant accounting policies and other explanatory notes.

Management's responsibility

Management is responsible for the preparation and fair presentation of the interim financial statements in accordance with International Financial Reporting Standards as adopted by the European Union and with Part 9 of Book 2 of the Netherlands Civil Code. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the interim financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's responsibility

Our responsibility is to express an opinion on the interim financial statements based on our audit. We conducted our audit in accordance with Dutch law. This law requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the interim financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the interim financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the interim financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the interim financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the interim financial statements.

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

Opinion

In our opinion, the interim financial statements give a true and fair view of the financial position of EnBW International Finance B.V. as at 30 June 2009, and of its result and its cash flows for the period then ended in accordance with International Financial Reporting Standards as adopted by the European Union and with Part 9 of Book 2 of the Netherlands Civil Code.

Report on other legal and regulatory requirements

Pursuant to the legal requirement under 2:393 sub 5 part f of the Netherlands Civil Code, we report, to the extent of our competence, that the management board report is consistent with the interim financial statements as required by 2:391 sub 4 of the Netherlands Civil Code.

Utrecht, 15 July 2009

KPMG ACCOUNTANTS N.V.

K. Oosterhof RA