Repower increases capital for greater financial flexibility
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We’re realigning

Our strategic focus up to 2025 (1/2)

Hydropower

We will retain our own hydropower assets and interests in other hydropower generation assets.

Sustainability

We will generate 100% renewable energy.

Concentration

We will concentrate on our core Swiss (including the international trading and generation business) and Italian markets.
We will develop innovative solutions for smart systems and grids for our customers.

We’re realigning

Our strategic focus up to 2025 (2/2)

Service

We will expand our services business for energy utilities and power plant operators.

Sales

We will expand our sales activities in Switzerland (partner strategy) and Italy.

Digitisation

We will develop innovative solutions for smart systems and grids for our customers.
Where we stand in the realignment

Implementation since 18 December 2015 (1/2)

<table>
<thead>
<tr>
<th>Concentration</th>
<th>Sustainability</th>
<th>Service</th>
<th>Partnerships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sale of Romanian business</td>
<td>Divestment of nuclear interests</td>
<td>Restructuring organisation and gearing it to developing and selling services</td>
<td>Implementing our sales organisation in Switzerland with strategic partners</td>
</tr>
<tr>
<td></td>
<td>Divestment of majority interest in Teverola combined-cycle gas power plant</td>
<td>Driving sales growth strategy in Italy forward</td>
<td>Looking into new models for financing power plants with investors from outside the industry</td>
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<td></td>
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<td>Reinforcing sales organisation in Swiss market and targeting resellers</td>
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- In progress
- Development in new constellation
- In progress
- Example: Morteratsch power plant
Where we stand in the realignment

**Implementation since 18 December 2015 (2/2)**

<table>
<thead>
<tr>
<th>Digitisation</th>
<th>Financial flexibility</th>
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<tbody>
<tr>
<td>› Delivering initiatives related to electric transportation, decentralised</td>
<td>› Capital expenditure on replacing generation assets is focused on benefiting from</td>
</tr>
<tr>
<td>generation, storage and interconnection</td>
<td>subsidies (feed-in remuneration at cost scheme, KEV)</td>
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<tr>
<td>› Product development in progress</td>
<td>› Looking into the funding of measures</td>
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<tr>
<td>› Example: Cavaglia power plant</td>
<td>› Planned increase in capital</td>
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<td>› Planned increase in capital</td>
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</table>
Where we stand in the realignment

Repower needs financial flexibility as a foundation for implementing strategy

Repower streamlines capital structure
- Delisting of securities
- Introduction of standard registered share

Repower strengthens capital base
- Increase in capital by at least CHF 150 million
- Adding long-term investors to broaden shareholder base
We’re creating financial flexibility

Repower is increasing capital to strengthen capital base

- Strengthening equity base following impairments in 2013 and 2015
- Reducing net debt
- Implementing the measures necessary for the strategic realignment

Increase in capital via rights issue
We’re creating financial flexibility

**Repower is planning to increase capital by at least CHF 150 million**

Capital will be increased via a rights issue, simultaneously bringing in two new investors.

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**Terms of rights issue**

Five existing shares entitle existing shareholders to subscribe to seven new shares

**Subscription price of new shares**

CHF 43 per new share

**Subscription rights allotted to new anchor investors**

EKZ: investing around CHF 90 million
UBS-CEIS: investing around CHF 60 million

**Expected proceeds**

Minimum CHF 150 million
Maximum around CHF 200 million
We’re broadening the existing shareholder base

**Repower gets two new, prestigious anchor shareholders on board: EKZ and UBS-CEIS**

<table>
<thead>
<tr>
<th>EKZ (Elektrizitätswerke des Kantons Zürich)</th>
<th>UBS Clean Energy Infrastructure Switzerland (UBS-CEIS)</th>
</tr>
</thead>
<tbody>
<tr>
<td>‣ Energy utility based in Zurich</td>
<td></td>
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<tr>
<td>‣ Supplies 173 municipalities in Canton Zurich directly or indirectly, serving around 300,000 customers directly</td>
<td>Investing in a partner with a good position in hydropower and a good strategic alignment</td>
</tr>
<tr>
<td>‣ Balance sheet total CHF 2.1 billion EBIT over CHF 80 million/year</td>
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<tr>
<td>‣ Wholly owned by Canton Zurich</td>
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Investing in a leading Swiss energy provider with a large hydropower portfolio and stable supply business
We’re broadening the existing shareholder base

Repower gets new anchor investors and a broader shareholder base

▷ Investors taking interests totalling CHF 150 million
▷ Proceeds from free float unknown
▷ New ownership structure:

<table>
<thead>
<tr>
<th></th>
<th>Public shareholders exercise all subscription rights:</th>
<th>Public shareholders exercise no subscription rights:</th>
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<tbody>
<tr>
<td>Canton Graubünden*</td>
<td>20.08%</td>
<td>23.53%</td>
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<tr>
<td>Axpo Holding AG*</td>
<td>11.60%</td>
<td>13.60%</td>
</tr>
<tr>
<td>EKZ*</td>
<td>25.90%</td>
<td>30.35%</td>
</tr>
<tr>
<td>UBS-CEIS*</td>
<td>17.26%</td>
<td>20.23%</td>
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<tr>
<td>Free float</td>
<td>25.16%</td>
<td>12.29%</td>
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*Bound by a shareholders’ agreement*
Board of Directors restructured

Proposed for election

Dr Martin Schmid
- Dr. iur. HSG, lawyer
- Born 1969
- Since the 2008 AGM member of the Board of Directors, and since the 2011 AGM member of the Board Committee of Repower AG
- Lawyer at the law firm Kunz Schmid Rechtsanwälte und Notare AG in Chur; exercises a number of mandates
- Member of the Swiss Council of States for Canton Graubünden

Claudio Lardi
- lic. iur., lawyer
- Born 1955
- Since the 2011 AGM member of the Board of Directors of Repower AG
- Lawyer; exercises various mandates

Dr Urs Rengel
- Dr. sc. techn., Dipl. EL.-Ing. ETHZ, EMBA HSG
- Born 1962
- CEO of EKZ; holds various directorships
- President of electrosuisse executive board

Peter Eugster
- HWV degree in business and economics, EMBA
- Born 1958
- CFO of EKZ; holds various directorships

Roland Leuenberger
- Dr. oec. publ.
- Born 1968
- Member of the board of directors of UBS Clean Energy Infrastructure Switzerland AG
- Vice chairman of the board of directors of Fontavis AG, chairman of the board of directors of EVU Partners AG; holds various directorships

Rolf W. Mathis
- Dipl. Masch.-Ing. ETH, Wirtsch.-Ing. STV
- Born 1956
- Since the 2003 AGM member of the Board of Directors of Repower AG
- Senior manager at Axpo Power AG; holds various directorships
Board of Directors restructured

New chairman

- Board of Directors to be elected at extraordinary general meeting on 21 June 2016
- Board determines its own internal organisation and will elect a chair from its own ranks
- The process to appoint a chairman has been initiated
Repower plans to conclude the increase in capital at the beginning of July
We have the opportunity to take the next steps and develop

The planned increase in capital will strengthen Repower on many levels

- Repower sees its positioning in hydropower and strategic realignment endorsed.
- Repower strengthens and broadens its ownership base to four anchor investors.
- Repower gets greater financial flexibility.
- Repower remains rooted in Canton Graubünden.
We have the opportunity to take the next steps and develop

**Repower drives strategic realignment forward**

**Repower streamlines capital structure**
- Delisting of securities
- Introduction of standard registered share

**Repower strengthens capital base**
- Increase in capital by at least CHF 150 million
- Adding long-term investors to broaden shareholder base

**Repower drives strategic realignment forward**
- Focus on services and sales
- Reviewing and developing structures together with new Board of Directors
- Structure aligned to the value chain of a service company
We have a viable foundation for the future

Repower looks ahead

Advantageous solution for Repower

Broad shareholder base

Endorsement of realignment

Financial stability for implementation

Makes Repower stronger in the marketplace