



November 2008

## **Terms & conditions of use related to receiving the invitation to General Meetings by e-mail**

### **1. Scope**

These terms & conditions of use and notes are applicable to all participants receiving their invitations to the General Meetings of E.ON AG by e-mail.

### **2. Stability and availability of the Online Service for General Meetings**

The technical and organizational measures we have taken to guarantee the availability and performance of our Internet services and data security conform to the latest standards. However, given the current technology of Internet services, fluctuations and disruptions in the availability, performance, stability and reliability of our Internet services may occur. E.ON AG cannot control the availability, performance, stability, and reliability of the telecommunications network, or of the Internet services and network elements provided by third parties. E.ON AG cannot guarantee, and accepts no liability for the availability, performance, stability, and reliability of the telecommunications network, the Internet services, and network elements provided by third parties, or access at all times to our Internet services. Furthermore, E.ON AG accepts no responsibility for errors and defects in the hardware and software used for the Online Service, including hardware and software of the service companies involved, provided there has been no intentional wrongdoing or gross negligence. If E.ON AG believes that there are serious security concerns, we reserve the right to suspend or discontinue our Internet services without further notice. If you experience any technical problems, please call the E.ON hotline which is available Monday to Friday from 9 a.m. to 5 p.m. CET at +49 1802 30 29 00 (6 cent/call from Deutsche Telekom's fixed-line network).

### **3. Notes on data protection**

The security of your personal data and protection of your privacy are a top priority for us. We ensure this with methods for secure data communication that comply with state-of-the-art technology.

Your data is stored, processed, and used in the course of operating the Online Service for General Meetings, exclusively for the following purposes:

- Registration of your participation in the e-mail delivery of documents for the General Meetings
- Online order of admission cards to the General Meetings
- Online authorization and instruction of persons appointed by E.ON AG or - if offered - banks or shareholders' associations participating in the Online Service to vote on your behalf
- User identification for accessing the online video transmission of the parts of the General Meetings broadcasted via the Internet for shareholders
- Online change of your address in the Share Register
- Providing information about products of companies of E.ON group, if you do not expressly object to this (see point 9 below)

In order to comply with the requirements under German stock corporation law to supply evidence, we will archive the data that you provided online when authorizing representatives to vote on your behalf together with the associated voting instructions (under conditions protected against access) for a period of three years.

#### **4. Registration for the delivery by e-mail of invitations to the General Meetings**

We need your express consent in order to be able to send you your invitation to the General Meetings of E.ON AG by e-mail. You can provide this consent via our Online Service for General Meetings when registering for the delivery of invitations to the General Meetings by e-mail.

If you successfully complete your registration no later than approximately eight weeks prior to a General Meeting of E.ON AG, you will receive the invitation to the immediately upcoming General Meeting of E.ON AG by e-mail at your designated e-mail address. Later registrations will only be valid for the following General Meeting.

If you do not receive the invitation to the General Meeting electronically within a reasonable amount of time - although you have registered for this service - please contact us (E.ON hotline at +49 1802 30 29 00, 6 cent/call from Deutsche Telekom's fixed-line network).

#### **5. Providing your registration information**

##### **E-mail address**

Please enter an e-mail address that you use regularly for receipt of the invitation. If we send you e-mails while preparing for the General Meeting and we receive an error message indicating that the e-mail could not be delivered, we will resend you the invitation by regular mail. Moreover, each

shareholder must ensure that his or her designated e-mail address is capable of receiving e-mails and that incoming e-mails are read. If your e-mail address changes, please inform us using the Online Service ([www.eon.com/agm-service](http://www.eon.com/agm-service)).

### **Password**

You must choose a personal password in order to register for delivery of your invitation to the General Meetings by e-mail. Please make sure to keep this password secret. You will need it in the future to change your registration information, to register for the General Meetings and to notify a change in your postal address.

### **Encryption option**

Generally, e-mails which you receive from us are not encrypted, since with the exception of your Shareholder Number they do not contain any personal information. Nevertheless, we can also send you our e-mails in an encrypted form. In that case, you will need to provide us with a "public key" in the Online Service and use an appropriate encryption program which allows you to generate a public key.

### **Partnerships / Legal entities**

Please note that when shareholders are entered in the Share Register as a group of persons (e.g. married couples), partnership or legal entity, the individual who registers or makes changes to the registration must have obtained the authorization of all members of the group of persons or the partnership/legal entity for whom that individual is acting, in order to act on their behalf or, respectively, have corporate power of representation for the legal entity/partnership.

## **6. Registration for the General Meeting after registration**

Once you have registered for e-mail delivery, we will no longer automatically send you a printed form to register for the General Meeting. You may register for the General Meeting using our Online Service. There you can order admission cards for yourself or third parties to attend the AGM in person or authorize and instruct the persons appointed by E.ON AG to vote on your behalf.

Furthermore, E.ON may extend the Online Service to the authorization of banks or shareholders' associations. In this case, you may authorize banks and shareholders' associations, which participate in the Online Service, by using the Online Service at [www.eon.com/agm-service](http://www.eon.com/agm-service). Select „Authorization of a bank or a shareholders' association“. If you want to use the Online Service to authorize a different bank or a different shareholders' association to vote on your behalf you can have an admission card sent to your address via the Online Service or you can print out the admission ticket yourself. On the admission card you can authorize a bank or a shareholders' association in writing. You will then have to forward the original admission card with your authorization directly to the person or organization you wish to designate. Alternatively, you can have the admission card sent directly to a bank or shareholders' association. The Online Service includes an option called "Admission card requests for the following person" for this purpose.

Please note that many banks no longer represent their customers at General Meetings. We recommend that you check with your bank before you provide it with an authorization.

If you want to authorize a bank or a shareholders' association outside the Online Service we can also send you a proxy form upon request. For this, please contact the E.ON hotline which is available Monday to Friday from 8 a.m. to 8 p.m. CET +49 1802 30 29 00 (6 cent/call from Deutsche Telekom's fixed-line network), write to E.ON AG, c/o ADEUS Aktienregister-Service-GmbH, 80790 München, Germany, or send an e-mail to [hv-service@eon.com](mailto:hv-service@eon.com).

Furthermore, you are free to authorize a bank or a shareholders' association via other legally allowed ways.

## **7. Changing your registration information and withdrawal of consent**

The Online Service for registration to receive invitations to the General Meetings by e-mail is available to you throughout the year at [www.eon.com/agm-service](http://www.eon.com/agm-service). You can change your e-mail address, the encryption option, or your password via the Online Service. You can also withdraw your consent to receive future invitations to the General Meetings by e-mail.

If you withdraw your consent to receive future invitations to the General Meetings by e-mail, you will receive the invitation to the General Meetings by regular mail again. It is possible to withdraw your consent at any time.

If the change of the e-mail address or the withdrawal occur after the technical preparations relating to the delivery of invitations to the General Meetings have already started, the change of the e-mail address or withdrawal will only apply to the General Meeting following thereafter. In this case we will endeavour to additionally send you the invitation by regular mail.

### **8. Disposal of your E.ON shares between General Meetings**

If you have disposed of all your E.ON shares between two General Meetings and then acquire shares in E.ON AG again up to around eight weeks before the next General Meeting of E.ON AG, then the consent you provided to participate in the e-mail delivery of the invitation to the General Meeting before you disposed of your E.ON shares will continue to apply.

About eight weeks before each General Meeting, we check which individuals registered for e-mail delivery are listed with shares in the Share Register in order to prepare for the delivery of invitations. If you have no shares listed in the Share Register at this point, your consent for delivery of an invitation to the General Meeting by e-mail is cancelled automatically. If you acquire E.ON shares again at a later date, you will receive the invitation to the General Meeting of E.ON AG by regular mail if you do not register again to receive by e-mail invitations to General Meeting.

### **9. Right to refuse Advertising**

The German Stock Corporation Act allows us to use shareholder-related data contained in the Share Register including the e-mail address, to advertise products of E.ON group, provided that you do not object to such use.

If you, as a shareholder listed in the Share Register, do not wish to receive information about products marketed by companies of E.ON group, please inform E.ON AG and provide your Shareholder Number by calling the E.ON hotline at +49 1802 30 29 00, or by writing to E.ON AG, c/o ADEUS Aktienregister-Service-GmbH, 80790 Munich, Germany, or by e-mail to hv-service@eon.com. You will not incur any costs, apart from transmission costs at the basic rates.

Each time we use the information we have stored on you in the Share Register for the purpose of advertising products of E.ON group, we will draw your attention to your right to refuse.

If you object to the use of your shareholder's information for advertising purposes, this decision will not in any way affect your registration for delivery by e-mail of the invitation to the General Meetings of E.ON AG.

### **10. Changes to the terms and conditions of use and notes on participation**

We will notify you of any changes to these terms and conditions of use and notes on participation via the e-mail address that you provided for receiving the invitation to the General Meetings. Any changes will be

deemed to have been accepted, if you do not object in writing or revoke your participation in delivery of the invitation to the General Meetings by e-mail via our Online Service within one month of receiving the e-mail in which you were informed of the changes. We will draw your attention to your right to object when we inform you of any changes.

You can send your objections in writing to E.ON AG, c/o ADEUS Aktienregister-Service-GmbH, 80790 Munich, Germany, or send an e-mail to [hv-service@eon.com](mailto:hv-service@eon.com). You will meet the deadline if you withdraw your consent promptly. You can also withdraw your consent to participate in the delivery by e-mail of the invitation to the General Meetings at any time via our Online Service ([www.eon.com/agm-service](http://www.eon.com/agm-service)).

Amending or changing these terms & conditions of use and notes on participation is particularly likely if we expand the technical capability of our Online Service or if we intend to take account of changes in regulations, in particular provisions relating to German Stock Corporation Act. It is thus necessary for these terms & conditions to apply uniformly to all those who receive by e-mail invitations to the General Meeting. If you therefore wish to object to an amendment to the terms & conditions of use and notes on participation, we will treat your objection simultaneously as a withdrawal of your participation in the delivery by e-mail of the invitation to the General Meetings. From that point onward, you will once again receive your invitation to the General Meetings by regular mail.