

Social Charter for the RWE Group

Securing the future of the company is the main concern of the directors, employees (in the following: workforce) as well as the workers' representatives. As a responsible, internationally active company, RWE strives to maintain a healthy balance between economic success and social responsibility to its workforce. The present social charter expresses the relevant principles needed to achieve this goal. It applies for the companies listed in Appendix 1 of the EBR agreement ¹. The social charter does not replace national statutory regulations and agreements.

1. RWE recognises the basic right to the freedom of association as well as the right to collective negotiations within the scope of national regulations and existing agreements. RWE is also committed to frank and trustful cooperation with legitimised staff and union representatives on the basis of a constructive social dialogue. Staff and union representatives may not be disadvantaged or favoured on the grounds of their work (see also art. 9 para. 1 of the EBR agreement).
2. The safety and health of its employees takes top priority for RWE. This is why RWE observes the relevant national standards for a safe working environment. What's more, the constant further development and improvement of occupational health and safety is supported and promoted. In this connection, the interests of our partner companies' workforce are also taken into account when these work at RWE. A key objective of occupational health and safety is that every employee goes home as healthy as he or she came to work. The long-term goal is "zero accidents". Furthermore, RWE strives to offer pro-active health management that is also based on the individual needs of the workforce.
3. RWE supports lifelong learning on the part of its workforce. The development and expansion of our workforce's professional skills is encouraged at all levels through suitable training and further education measures. This is aimed at ensuring that the skills of the workforce are in line with the future strategic challenges of the company. The corresponding measures should be based on the respective situation in the individual countries. At the same time RWE emphasises the personal responsibility of the workforce to maintain and improve their employability.

¹ Agreement on the creation of a European works council for the RWE Group from 10.09.2009

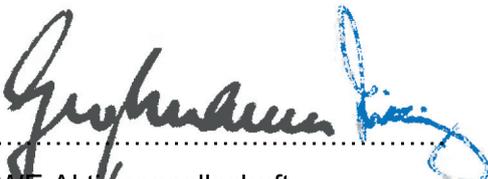
4. RWE recognises the diversity of society both inside and outside the company. The corporate structure is therefore based on mutual respect and an appreciation of every single individual. RWE condemns any type of discrimination and is convinced that the practiced diversity and appreciation of this diversity has a positive effect on our company and its affiliates. By signing the "Charter of Diversity" RWE has pledged itself to creating a working environment that is free from prejudices.
5. A constant check of the company's alignment is indispensable for a successful positioning of RWE on the market and in the competition. Wherever this check leads to changes in the corporate structure, RWE will allow the staff and union representatives to participate in the change process within the scope of a constructive cooperation. The existing national regulations and agreements must be observed in each case.
6. RWE is aware that a large part of its business success is due to the performance and commitment of its workforce. This is why RWE makes every effort to ensure that the compensation for its workforce does justice to the aspects of an acceptable style of life as well as the economic situation of the company. Applicable statutory regulations, in particular a guarantee of minimum wages, are hereby observed.
7. RWE warrants compliance with the relevant national regulations and agreements on working hours and regular paid vacation. In addition, RWE places great store in a family-friendly corporate policy. The reconcilability of family and career is thus encouraged within the scope of the relevant national circumstances and the specific possibilities of the affiliate.
8. RWE is aware of its responsibility to persons with disabilities. The integration of this employee group is an ongoing task within the company. With the participation of the corresponding national authorities and institutions, RWE therefore strives to provide adequately equipped workplaces for employees with disabilities.
9. The mobility of the workforce is becoming increasingly important in view of the internationalisation of the RWE Group's field of business. RWE therefore encourages the international mobility of the workforce in consideration of their professional and private interests.

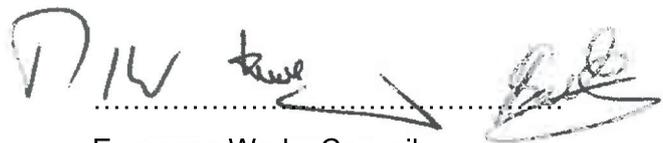
10. RWE is committed to the key working standards of the International Labour Organisation (ILO), as has become clear through their application in the EU member states, and heeds the principles on which the UN Global Compact are based.

11. RWE warrants the group-wide communication of the charter and expects that its principles be observed and respected. Executive staff and the workforce are called upon to actively encourage the implementation of the principles of this Social Charter in their RWE companies. The charter must become accepted practice and thus a part of the corporate structure. All questions relating to the Social Charter and its observance are to be settled at the ratio of the staff and union representatives to the relevant company management.

The contents of the Social Charter will be revised in the event of changes to the general framework.

Essen, 16 September 2010


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RWE Aktiengesellschaft


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European Works Council