

Statement of compliance in accordance with Sec. 161 of the German Stock Corporation Act

After an orderly audit, the Executive Board and the Supervisory Board of RWE Aktiengesellschaft issue the following declaration of compliance:

Since its last statement of compliance dated 3 March 2016, RWE Aktiengesellschaft has fully complied with the recommendations of the Government Commission of the German Corporate Governance Code published by the German Federal Ministry of Justice in the official section of the German Federal Gazette on 12 June 2015 and will also comply with it in the future.

RWE Aktiengesellschaft

On behalf of the Supervisory Board

On behalf of the Executive Board

Dr. Werner Brandt

Dr. Rolf Martin Schmitz

Dr. Markus Krebber

Essen, 15 December 2016