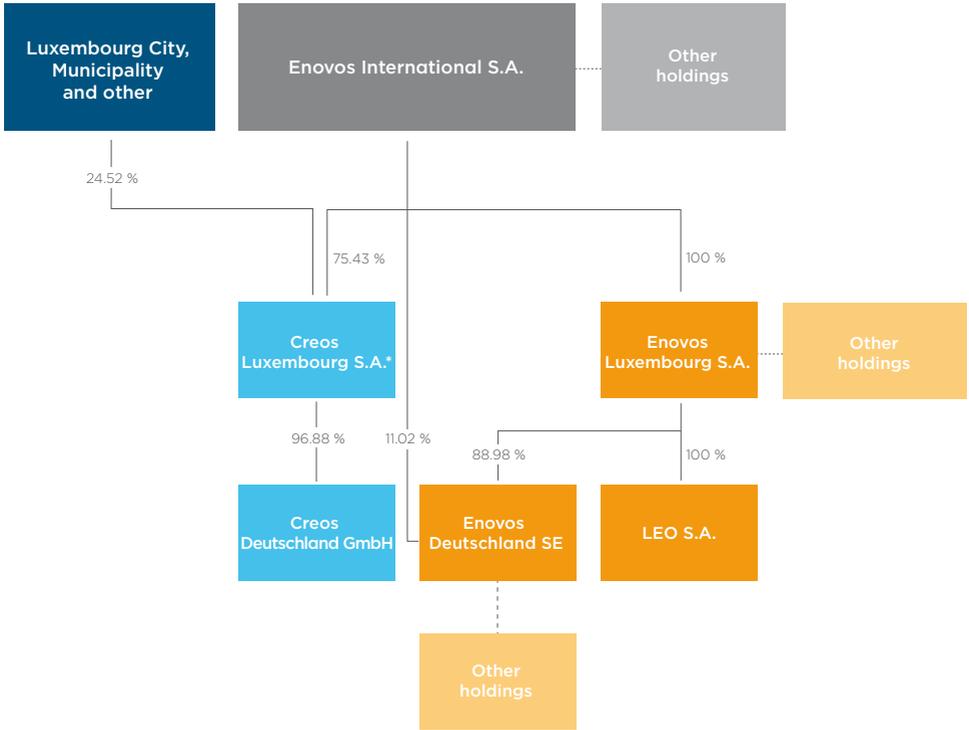




Facts & Figures 2012
(edition 2013)

Structure of the Enovos Group

as at 01.01.2013



* Creos Luxembourg S.A. holds 0.05% own shares

Corporate Governance Bodies



Mario Grotz
Chairman
and Managing Director



Romain Becker
Managing Director
and CEO

Management Committee. From left to right: Marc Adler, Romain Becker, Marc Meyer, Claude Seywert, Eric Mauer, Carlo Bartocci.





Mission and Values

Creos' mission is to ensure the transportation and distribution of energy over the electricity supply and distribution networks and the natural gas pipelines is carried out reliably and at competitive prices in the Grand Duchy of Luxembourg.

The company performs this mission in a non-discriminatory way under the control of the "Institut Luxembourgeois de Régulation" (ILR) and meets its environmental protection obligations.

Creos recognises that certain values are essential to the accomplishment of its mission. Day-to-day activities focus on ensuring commitment, safety, quality and innovation.



Commitment



Quality



Safety



Innovation

A highly skilled and efficient workforce that enjoys excellent working conditions strives to provide high-quality services for the public. The human element is always a priority.



The electricity and natural gas networks, a regulated activity

Creos, part of the Enovos Group, owns and manages electricity and natural gas networks in Luxembourg and Germany.

The company is responsible for planning, establishing, maintaining, managing and repairing these networks. It employs some 650 people, who are responsible for carrying out this public service.

The past year has been marked among other things by the passing of the acts of 7 August 2012 concerning the organisation of the electricity and natural gas markets, implementing in national legislation the European directives commonly referred to as the “3rd energy package”. These laws include a certain number of requirements in respect of unbundling obligations and the powers of the regulator, the Institut Luxembourgeois de Régulation (ILR).

Enovos Group complies with the measures in question, the structure of the group having been chosen upon its formation in 2009 in order to guarantee separation of regulated activities (management of the infrastructures provided by Creos) from non-regulated activities (production, procurement and sale to customers by Enovos).

The infrastructures therefore remain a natural monopoly, though accessible to all suppliers, in conditions of transparency and non-discrimination. The users have the right to freely choose their supplier of electrical energy and natural gas.

The above laws also determine the framework for the implementation of smart meters in Luxembourg as well as the installation of recharging points for electric cars.

Non-discriminatory treatment of customers

Access to the network is organised and supervised by a regulator, namely the Institut Luxembourgeois de Régulation (ILR). This independent body approves the fees for use of the network, the “tolls”. The regulator is responsible in particular for guaranteeing non-discrimination, efficient competition and efficient operation of the markets. The rates are published annually on our internet site at www.creos.net.

Security of supply

A safe and reliable energy transport and distribution infrastructure is a key element to guarantee the well-being of citizens and the sustainable development of a country's economy. That is why Creos invests all its efforts in designing future electricity and gas networks to achieve a long-term guarantee of the current level of availability and security of supply.

Outlook

Creos Luxembourg S.A. will continue in 2013 and the following years to implement a significant plan for investment and maintenance to modernize its networks and ensure their safety and reliability. The company will also actively prepare the introduction of so-called smart meters and smart grids.

Since 1st January 2013, a new “incentive” regulation is in force for a first application period until 2016, according to new ILR regulations as of 22 March 2012.

At this stage, the company does not foresee any technical or financial development likely to raise issues on its economic or financial situation.

Financial Results

(under Lux GAAP)

2012

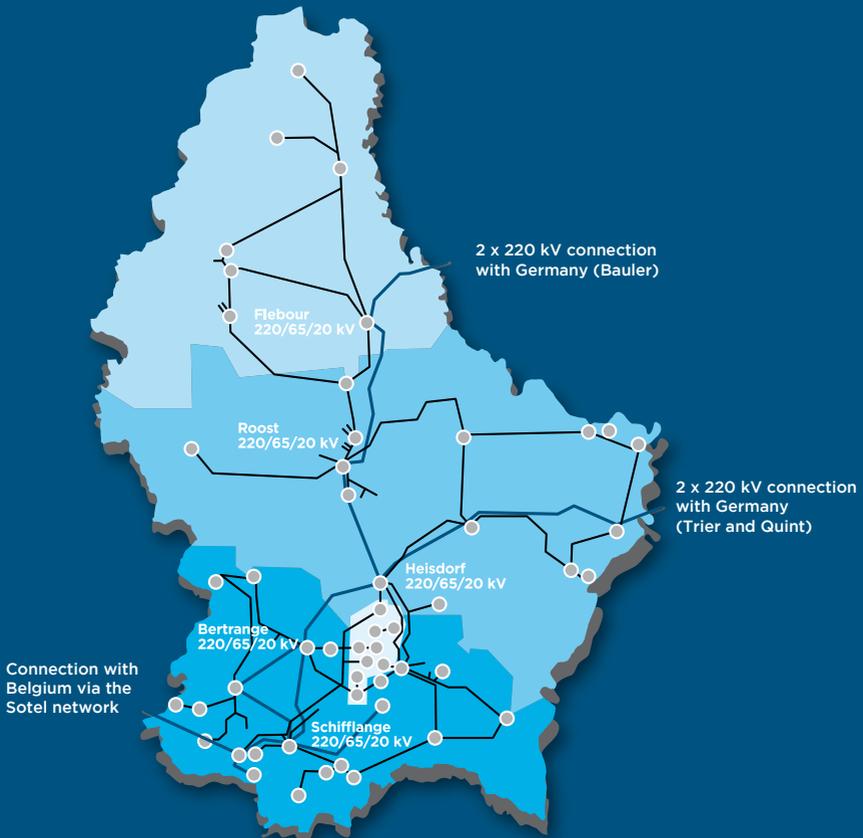
Net turnover	M€	191.4
EBITDA	M€	92.8
EBIT	M€	49.9
Profit for the financial year	M€	50.5



Key Figures - Electricity

		2012
Electricity flow	GWh	4,852.5
Electricity network peak	MW	778.4
Network length	Km	9,172.4

The high-tension electricity network



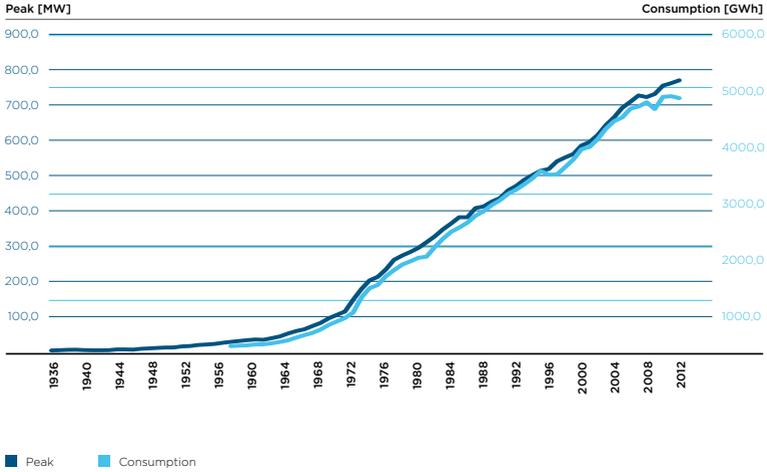
Details about the electricity networks

Network evolution		31/12/2012 ⁽¹⁾
Transformer substations of 20,000 to 400/230 V	(number)	2,462
Low-tension lines (400/230 V)	overhead (km)	316
	underground (km)	5,069
	Total LT (km)	5,385
	Underground rate	94.1 %
Medium-tension lines (20 kV + 5 kV)	overhead (km)	1,106
	underground (km)	2,144
	Total MT (km)	3,250
	Underground rate	66 %
High-tension lines: 65 kV 2-phase	overhead (km)	187.1
	underground (km)	20.1
High-tension lines: 65 kV 1-phase	overhead (km)	197.8
	underground (km)	4.8
	Total 65 kV	409.8
High-tension lines: 220 kV ⁽¹⁾	overhead (km)	122.4
	underground (km)	5.2
	Total 220 kV	127.6
Total	(km)	9,172.4

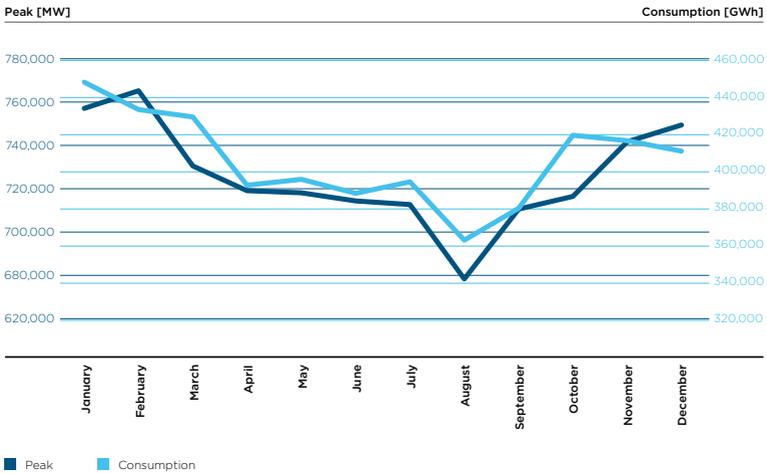
⁽¹⁾ including the HV, MV and LV network of the city of Echternach

Evolution of the peak and network demand from 1936 to 2012

Grid peak and demand on the network managed by Creos Luxembourg

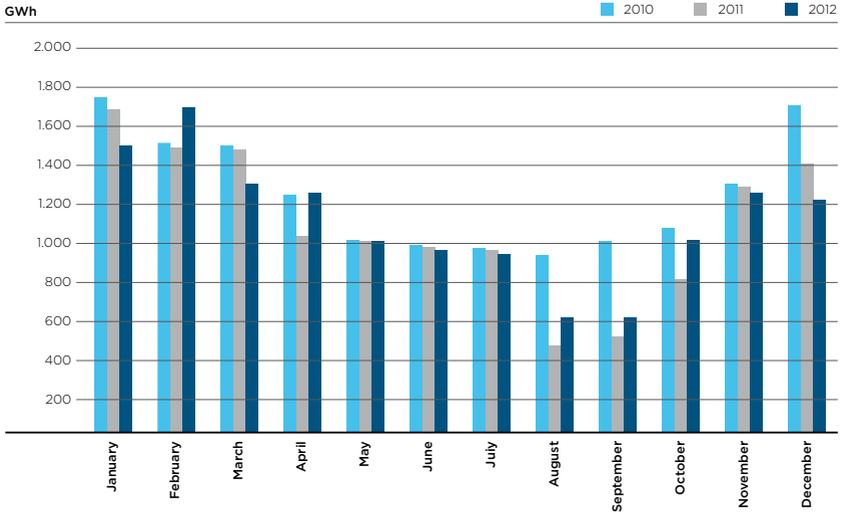


Grid peak and demand in 2012





Total demand from 2010 - 2012 per month



Investment activities

Some 90 MEUR have been invested in 2012, mainly in the electricity grids. As a consequence of the above mentioned trends and objectives, the amount of Capex is even foreseen to grow in the next years and a level of some 120 MEUR per year is expected for the period from 2013 to 2017.

Environment

Energy is a key factor in the modern life we lead. Our economy cannot function properly without it and it is vital to the prosperity of our society. The electricity and gas industries nevertheless have an impact on the environment by consuming energy resources, producing waste and emitting greenhouse gases while its facilities also have a visual impact.

The protection of people and their environment is therefore a major concern of Creos with regard to:

- Burying power lines in villages and their environs when renewing lines and carrying out new work.
- Protecting birds near overhead lines.
- Harmoniously integrating high-tension transformer substations in the environment using sheathed substation which only take up one fifth of the area of a traditional outdoor substation.

The development of “smart grids”

The Laws of 7th August 2012, based on a 2009 European Directive, require the installation, for all users, of so-called “smart energy meters”. The smart meter is an electronic device capable of measuring energy consumption, adding more information than a conventional meter, and capable of transmitting data using electronic means of communication. A key characteristic of the smart meter is its ability to communicate in both directions between the consumer and network managers or suppliers. It should also promote services facilitating energy management by the consumer.

The smart meter is the key element to allow two further steps in the future: it gives a better knowledge on the flows in the grid at all tension levels, allowing a better integration of electricity production from volatile renewable and decentralised energy sources (trend to “smart grid”) as well as new services to customers as far as household appliances and demand side management are concerned (trend to “smart home”).

Creos is in the process of testing several types of meters and communication technologies (“PLC” or power line carrier, radio frequency and fibre optics). A large-scale test is planned for 2013 with roll-out possible in 2014 as a consequence of the technological choice made and on the basis of a business plan to be validated by the bodies concerned.

Roost - the new Centre and Workshops

As part of organizational restructuring, Creos has decided to group together the activities of some of its operational centres on a single site.

The building on the new site will bring together the existing regional electricity centres in Heisdorf and Wiltz, the Heisdorf high-voltage service unit, Contern's regional centre for medium and low pressure natural gas and the workshops and central warehouses in Mersch.

Its main task will be the construction, operation and repair of electricity grids and natural gas networks in the central and northern regions of Luxembourg. 230 people will work at the site in Roost.

In addition to this new centre and workshops in Roost, Creos will maintain the regional centre for electricity and high-pressure gas in Schiffflange, the medium and low voltage electricity centres and medium and low pressure natural gas centres in Luxembourg City, the dispatching unit in Heisdorf and the metering service in Mersch.

This new cutting-edge centre will provide customers with added value in terms of service with its ideal strategic location close to the northern motorway. Its position will enable easy access to the regions covered and rapid intervention where necessary.

The Roost site consists of a five-storey building incorporating the following units:

- Construction, operation and repair of electricity and gas networks
- Central warehouse
- Electrical workshops
- Mechanical workshops
- Administrative offices

Particular attention will be given to economical energy consumption and the new administrative building will meet sustainable development criteria (class B). State-of-the-art equipment has been installed to meet heating and cooling requirements. Almost all heating and cooling requirements will be met by a high-performance geothermal heat pump.

The work is scheduled to be completed by mid-2014.

Human Resources

The average headcount as at 31.12.2012 : 638 employees

(including workforce of the City of Luxembourg passed to Creos Luxembourg S.A.)

The company remains active on the employment market carrying out recruitment internally and externally but also through participation in various events, such as recruitment fairs and presence at schools and universities.

In 2012, around 2.3% of the total workforce worked part-time.

In total, seven different nationalities are represented at Creos – Luxembourgish, French, German, Belgian, Italian, Portuguese and Dutch.

Women make up 7.1% of the company's total workforce.

Continuous professional development

The management and development of skills remain key elements of the group's HR strategy. Continuous training is a means of meeting the requirements in terms of skills in an energy industry undergoing transformation.

Health, Safety and Environment (HSE)

There are certain risks involved in the work of electricians and gas installation engineers. To avoid exposing our employees to these risks and potential accidents in the workplace, Creos Luxembourg's HSE department regularly organizes training courses entitled "Schaltberechtigung" in the field of electricity and "Sachkundiger" in the field of gas. In 2012, Creos issued 15 "Schaltberechtigung" certificates and 33 "Sachkundiger" certificates to our employees and those of Luxembourg City working on our behalf.

To reduce the large number of accidents recorded in recent years on the journey to or from work, Creos Luxembourg decided in 2012 to take part in the "Trajet, Sécurisons-le" road safety awareness campaign launched by the UEL (Luxembourg Business Association) together with national entities involved in the prevention of traffic accidents.

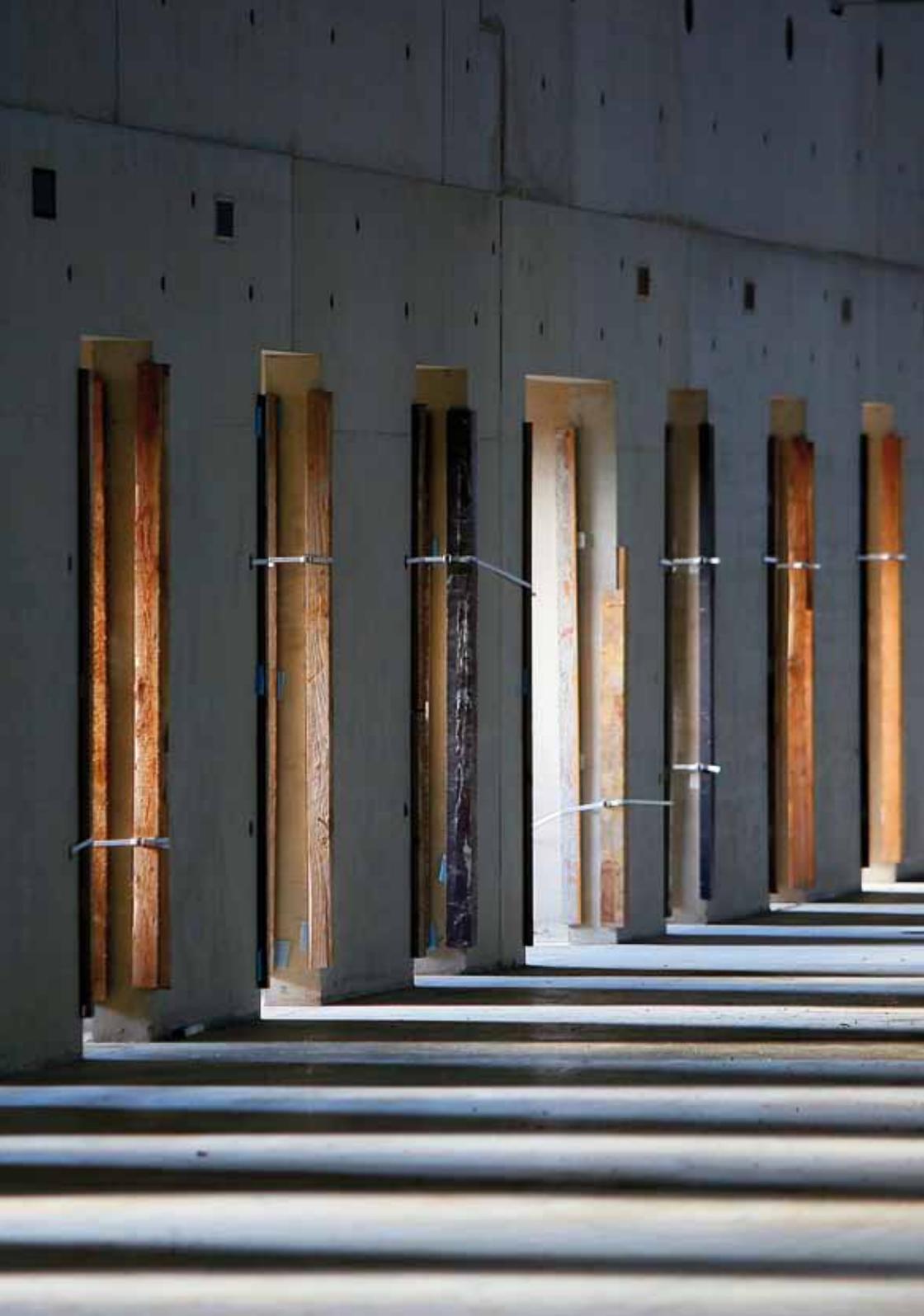
Creos Deutschland GmbH

Key figures	2012
Transport Volume Gas (GWh)	28,225
Sales (M€)	74.8
EBITDA (M€)	21.8
EBIT (M€)	16.5
Profit (loss) for the year (M€)	11.3
Headcounts	111
CAPEX (M€)	14.8

The financial results in 2012 are slightly higher than in the previous year. EBITDA reached MEUR 21.8 (MEUR 20.4 in 2011), the net profit for the year being MEUR 11.3 (MEUR 9.3 in 2011).

Creos Deutschland's efforts have finally led to Creos being successfully identified as distribution system operator (DSO) instead of a transport system operator. This leads to less unbundling obligations as well as a more favourable situation for benchmark exercise by the "Bundesnetzagentur" for the period 2013-2017.

Creos Germany's strategy is to become a reference actor within Germany. The core expertise of Creos Deutschland is the technical, economic and commercial management of energy grids. With this expertise Creos Deutschland has the opportunity to consider cooperating with enterprises owning grids or to contemplate acquiring participations. On the technical side a continuous reinvestment program is foreseen in order to ensure a secure supply of gas in the region on the basis of revised mid-term approach for the future structure of the grid (called Target-Grid).





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