

Fortum Deutschland SE
Düsseldorf

Announcement regarding the satisfaction of an offer condition

On 7 November 2017, Fortum Deutschland SE, Düsseldorf, (the "**Bidder**") has published the offer document for its voluntary public takeover offer (the "**Offer**") to the shareholders of Uniper SE, Düsseldorf, regarding the acquisition of all their registered shares without par value in Uniper SE (ISIN DE000UNSE018) ("**Uniper-Shares**") against payment of a cash consideration of EUR 21.31 per share. In addition, the shareholders of Uniper SE shall benefit from a dividend for the financial year ending on 31 December 2017 in the amount of at least EUR 0.69 per share. In the event that the settlement of the Offer occurs prior to the day on which Uniper SE's general meeting resolving on the distribution of profits for the financial year ending on 31 December 2017 is held, the cash consideration will be increased by EUR 0.69 per share to EUR 22.00 per share. The acceptance period for this Offer ended on 16 January 2018, 24:00 hours (Local Time Frankfurt am Main). The two-week additional acceptance period pursuant to Section 16 para. 2 German Takeover Act (*WpÜG*) began on 20 January 2018 and ended on 2 February 2018, 24:00 hours (Local Time Frankfurt am Main).

1. Pursuant to Section 12.1 of the offer document, the Offer and the contracts formed by its acceptance by the shareholders of Uniper SE will only be settled if the offer conditions described in Section 12.1 (a) to (e) of the offer document have been satisfied or previously effectively waived by the Bidder.
2. On 4 June 2018, the offer condition described in Section 12.1 (e) of the offer document (approval under the Russian Strategic Investment Act) was satisfied.
3. The offer conditions described in Section 12.1 (c) (approval by the Competition Commission of South Africa) and Section 12.1 (d) (subjection to a procedure under the Russian Strategic Investment Act) of the offer document have already been satisfied, as announced on 21 December 2017 and 20 February 2018.
4. Until 4 June 2018, no further offer conditions have been satisfied. Therefore, the Offer remains subject to the offer conditions described in Section 12.1 (a) and (b) of the offer document.

Düsseldorf, 4 June 2018

Fortum Deutschland SE