

**Uniper SE: Annual General Meeting 2018
Questions & Answers**

<p>When and where does the next Annual General Meeting take place?</p>	<p>The next Annual General Meeting will take place on 6 June 2018 at the Grugahalle in Essen. The official start of the Annual General Meeting is at 10 a.m.</p>
<p>How can shareholders participate at the Annual General Meeting?</p>	<p>The shareholders will receive the invitation to the Annual General Meeting together with the agenda as well as with a registration form, which can be used to order an admission card, exercise voting rights via absentee vote or give authorizations and instructions.</p> <p>These options are also available via the Online Service, for which you can register in just a few steps using the following link: www.uniper.energy/hv-service. The access data for the Online Service can be found in the invitation to the Annual General Meeting.</p> <p>By using the Online Service, you can print your admission card directly or send it via e-mail to your smartphone.</p>
<p>What should shareholders do if they did not receive an invitation to the Annual General Meeting?</p>	<p>All shareholders registered in the share register no later than two weeks before the Annual General Meeting are invited to the Annual General Meeting.</p> <p>Shareholders registered after this deadline will no longer receive an invitation, however they will still be able to register for the Annual General Meeting until the end of 30 May 2018 (registration deadline).</p> <p>Shareholders registered in due time, may also participate at the Annual General Meeting even without an admission card. In such a case, the registration will be checked in the entrance area of the venue and another admission card will be issued.</p>
<p>Which date is decisive for exercising participation and voting rights?</p>	<p>For purposes of exercising participation and voting rights, the status of the share register as at the end of 30 May 2018, is decisive.</p> <p>Applications for registration of transfers in the share register received by the Company after the end of 30 May 2018 and up to the end of the Annual General Meeting on 6 June 2018 will only be entered in the Company's share register with effect after the Annual General Meeting on 6 June 2018.</p>
<p>May shareholders exercise their rights to vote by absentee vote?</p>	<p>Shareholders who do not attend the Annual General Meeting in person may alternatively exercise their voting rights by means of an absentee vote. He or she may cast a vote by absentee vote in text form via the registration form sent along with the invitation letter or via the Online Service (online absentee vote).</p> <p>Authorized credit institutions, shareholders' associations and similar persons may also cast votes via absentee vote.</p>
<p>Can a shareholder be represented by proxy?</p>	<p>Yes, a shareholder can be represented by proxy for the participation at the Annual General Meeting. For this purpose, another person can already be authorized when ordering an admission card prior to the Annual General Meeting. The authorized person will then receive the admission card.</p> <p>Alternatively, the persons appointed by Uniper SE or credit institutions and shareholders' associations and similar persons willing to do this can be authorized and instructed to vote on behalf of the shareholder. Both options can be exercised in writing via the registration form sent along with the invitation letter or via the Online Service.</p> <p>Shareholders, who leave the Annual General Meeting prematurely, may authorize and instruct another shareholder or the persons appointed by Uniper SE to vote on their behalf.</p>

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<p>What are the requirements for requests to speak?</p>	<p>Requests to speak may include speeches, questions to the board or requests to be presented orally in the plenum.</p> <p>Shareholders and shareholder representatives who wish to speak in the plenum register at the request to speak desk on the day of the Annual General Meeting. They are then included in the list of speakers and called up in good time. Shareholders can then put forward their contributions at one of the speaker's desks.</p> <p>Shareholders can withdraw their requests to speak at any time. The waiver has to be communicated to the request to speak desk.</p> <p>You are also welcome to submit your questions and/or motions in writing to the Investor Relations department of Uniper SE at the following address:</p> <p>Uniper SE Investor Relations E.ON-Platz 1 40479 Düsseldorf Phone: +49 (0) 211 4579 4400 Email: ir@uniper.energy</p> <p>This allows the company to prepare answers in advance. Even then, however, it is necessary for you to register at the request to speak desk on the day of the Annual General Meeting and put forward your questions and/or motions in the plenum orally.</p>
<p>Is it possible to leave the Annual General Meeting temporarily and return later?</p>	<p>The shareholder may leave the Annual General Meeting temporarily. When leaving, however, the shareholder must check out at the exit control and check in again upon re-entry so that the list of participants can be updated accordingly.</p>
<p>Will there be a complete record or a complete video or sound recording from the Annual General Meeting?</p>	<p>No, there will not be such recording. Neither a complete record nor a complete video or sound recording of the Annual General Meeting will be produced and therefore not made available after the Annual General Meeting.</p>
<p>Where will counter-motions be published?</p>	<p>We will publish counter-motions and nomination proposals by shareholders (including the name of the shareholder) as well as any statement of reason to be made available upon their receipt under the following internet address: www.uniper.energy/hv</p>