Half-Year Interim Report 2024

Financial Results

Performance Indicators at a Glance

Financial and Non-Financial Indicators for the Uniper Group[1, 2]

January 1–June 30	Unit	2024	2023	2022	2021	2020
Power purchases and owned generation	Billion kWh	75.8	101.9	147.1	233.4	268.8
Electricity sales	Billion kWh	75.1	101.4	146.7	231.8	266.6
Gas volume sold	Billion kWh	685.6	746.5	897.3	1,158.8	1,137.6
Direct fuel-derived carbon emissions	Million t CO_2	8.3	9.3	11.8	24.5	20,6
Sales	€ in millions	31,725	54,475	118,731	41,447	19,977
For informational purposes: Adjusted EBIT[3]	€ in millions	1,439	3,712	-757	580	691
Adjusted EBITDA[3]	€ in millions	1,743	4,113	-385	900	1,012
Net income/loss	€ in millions	903	9,453	-12,418	-20	677
Earnings per share[4, 5]	€	2.11	22.65	-33.73	-0.18	1.75
Cash provided by operating activities (operating cash flow)	€ in millions	2,950	4,294	-2,427[6]	346	288
Adjusted net income[3]	€ in millions	1,113	2,495	-490	485	527
Investments	€ in millions	229	240	177	341	279
Growth	*€ in millions*	*91*	*74*	*39*	*186*	*175*
Maintenance and replacement	*€ in millions*	*138*	*166*	*139*	*154*	*104*
Economic net debt (+)/ net cash position (-)[7]	€ in millions	-5,970	-3,058	3,410	324	3,050
Employees as of the reporting date[7]		7,179	6,863	7,008	11,494	11,751

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.
[2]Due to the changes in 2023 discussed in Note 3 to the Consolidated Financial Statements, the operating and financial disclosures for the previous year have also been restated and therefore correspond to the figures reported in these financial statements.
[3]Adjusted for non-operating effects.
[4]Basis: outstanding shares as of reporting date.
[5]For the respective fiscal year.
[6]The figure for the indicated reporting period shows operating cash flow from continuing operations.
[7]Figures as of June 30, 2024; comparative figures as of December 31 of each year.

Contents

Only the German version of this Interim Report is legally binding.

Uniper applies commercial rounding. Any rounding differences existing between individual amounts and totals are accepted.

This Interim Report, and especially the Outlook Report section, contains certain forward-looking statements that are based on current assumptions and outlooks made by Uniper SE management and on other information currently available to Uniper SE management. Various known and unknown risks, uncertainties and other factors could cause the actual results, financial condition, development or performance of the Company to differ materially from that anticipated in the estimates given here. Risks and chances of this nature include, but are not limited to, the risks specifically described in the Risk and Chances Report.

Interim Management Report

- First-half adjusted EBITDA and adjusted net income below prior-year period
- Despite improved gross margin, and as expected, IFRS net income down significantly from the prior-year period, which had benefited from the reversal of provisions for anticipated losses from procurement of replacement volumes of gas
- Substantial and rising net cash position due to significantly positive operating cash flow
- Full-year 2024 outlook for adjusted EBITDA and adjusted net income raised

Business Model of the Group

Uniper is an international energy company with operations in more than 40 countries and with more than 7,000 employees. Its business is the secure provision of energy and related services in an increasingly decarbonizing environment in accordance with the requirements of energy and climate policy and the regulatory environment, as well as related voluntary commitments.

The parent company of the Uniper Group is Uniper SE; the corporate headquarters are in Düsseldorf, Germany.

Since December 21, 2022, the Federal Republic of Germany has held a 99.12% interest in, and thus has control over, Uniper SE via UBG Uniper Beteiligungsholding GmbH with registered office in Berlin (Charlottenburg District Court, HRB 248168 B), a wholly owned subsidiary of the Federal Republic of Germany. As a listed group, Uniper publishes its quarterly statements, half-year interim financial statements, and consolidated annual financial statements.

The shares of Uniper SE are traded on the Frankfurt Stock Exchange's regulated market in its sub-segment with additional post-admission obligations (the "Prime Standard"). Effective December 27, 2022, Uniper was removed from the SDAX since its free float dropped below 10% in connection with the takeover by the Federal Republic of Germany. Uniper remains in the CDAX.

From the 2024 fiscal year forward, the Uniper Group will be organized into the following three operating segments to reflect the Group's strategic realignment and management: Green Generation, Flexible Generation (both previously: European Generation) and Greener Commodities (previously: Global Commodities). Administration/Consolidation will continue to exist.

Business Report

Industry Environment

Energy Policy and Regulatory Environment

European Union

Concerns about an energy crisis and supply security have subsided since the beginning of 2024 due to the stabilization of prices in the EU. The focus of political attention is now on the competitiveness of the European economy, particularly in relation to the USA and China. More and more, energy prices are perceived as a competitive disadvantage. Industry increasingly views the EU's proposed solution, which was presented by the Commission last year in the form of the "Green Deal Industrial Plan," as inadequate.

The European People's Party (EPP), which emerged once again as the strongest political group after the European elections, is challenging certain aspects of the Green Deal. It remains to be seen whether a more conservative Council and Parliament will confirm the proposal put forward by the Commission in February 2024 for a 90% reduction in greenhouse gas emissions by 2040.

Major legislative projects such as the Fit for 55 package, the EU Electricity Market Design (EMD) review and the review of the Regulation on Wholesale Energy Market Integrity and Transparency (REMIT), the Net-Zero Industry Act (NZIA), the Methane Regulation and the Decarbonized Gas and Hydrogen package have all been completed and will enter into force, but will still need to be implemented in the coming months. Proposals for fundamental changes to the structure of the electricity market, such as the abolition of the border price system, were not adopted, but they are still being discussed by the individual EU member states and the industry. In the run-up to the next legislative period (2024–2029), discussions have started on the 2040 climate target and on a strategy for industrial carbon management.

Germany

In the context of the expansion of the hydrogen economy, the Bundestag discussed the draft of a third law to amend the Energy Industry Act for the first time on January 18, 2024. The objective is to connect additional hydrogen consumers and producers as well as hydrogen storage facilities to the hydrogen core network and to establish a nationwide hydrogen network. The Act also includes a proposal to finance the development of the hydrogen core network through a combination of network charges for users and upfront financing via an amortization account. On June 21, 2024, the European Commission approved the €3 billion German aid measure for the construction of the hydrogen core network under EU state aid rules.

With the parliamentary adoption of the "Act Amending the Renewable Energy Sources Act and other energy industry regulations to increase the expansion of photovoltaic power generation" (solar package) on April 26, 2024, further measures will be taken to accelerate and increase the expansion of photovoltaics, among other things. The law is based on the photovoltaic strategy presented by the Federal Ministry for Economic Affairs and Climate Action (BMWK) on May 5, 2023.

On May 29, 2024, the German federal government presented a draft bill for a Hydrogen Acceleration Act, whose aim is to accelerate the approval of hydrogen infrastructure projects. The draft law is intended to benefit potential hydrogen economy projects (import, storage, grids, electrolyzers) in particular.

Also on May 29, 2024, the German federal government adopted the key points for a carbon management strategy presented by the BMWK, including, among other things, plans to capture unavoidable CO_2 emissions before they are released into the atmosphere. Part of the agreement is an amendment to the Carbon Dioxide Storage Act (KSpG), which is intended, for example, to enable CO_2 to be stored abroad. The law will now be forwarded to the Bundestag for consultation.

Furthermore, on June 14, 2024, the Bundesrat finally passed the "Act to improve climate protection in immission control, to accelerate immission control approval procedures and to implement EU law" (BImSchG amendment), which applies simplifications in the approval procedure not only to wind turbines and electrolyzers for the production of hydrogen, but also to all other industrial plants whose approval is subject to the requirements of the BImSchG.

On July 5, 2024, the German government agreed on a power plant strategy. In anticipation of a comprehensive capacity mechanism, 12.5 GW of power plant capacity will be put out to tender. In a first step, 5 GW of new H2-ready gas-fired power plants and 2 GW of comprehensive H2-ready modernizations are to be put out to tender in the near future. Legal implementation is set to begin shortly with the consultation of the as yet unpublished Power Plant Safety Act.

United Kingdom

After a second call for the submission of additional capture projects for the first two clusters (Track 1 expansion) and the allocation of storage facilities for the remaining two clusters (Track 2) was published last year, the carbon capture and storage (CCS) cluster process is continuing, with final investment decisions for the first Track 1 capture projects expected by the end of summer 2024. The next steps for Track 2 and Track 1 expansion projects are expected to take place in the second half of 2024. The government is also discussing technical options for CO2 transport without pipelines to enable CCS for industrial sites located far from storage facilities.

An early general election was held on July 4, 2024. The center-left Labour Party emerged as the clear winner and now governs with a majority in the British House of Commons.

The new government has set the ambitious target of decarbonizing the electricity sector by 2030 – five years earlier than the previous government. To achieve a net-zero electricity system by 2030, the government's program commits to doubling onshore wind power, tripling solar power and quadrupling offshore wind power, investing in CCUS, hydrogen, ocean energy and long-term storage, as well as a commitment to new nuclear power plant construction. In its program, the government also commits to maintaining a strategic reserve of gas-fired power plants to ensure security of supply during the energy transition.

Coinciding with the official opening of Parliament and the presentation of the new Government's legislative program, the Great British Energy Bill was introduced to Parliament. The bill sets out the legal and financial framework that will enable the Minister to establish Great British Energy as a wholly publicly owned company – a state-owned company that will finance local community energy projects and strategic co-investments with private sector companies in wind and solar power, and potentially CCS, hydrogen and nuclear power. The Energy Independence Bill will also provide for a National Wealth Fund to invest directly in ports, hydrogen and industrial clusters, with around £1 billion currently committed to accelerate the deployment of CCS projects and £500 million for green hydrogen.

The Netherlands

Due to the parliamentary elections in the Netherlands in November 2023 and the difficulty in forming a new right-wing coalition, the Netherlands was governed by a caretaker cabinet until the beginning of July 2024, which led to minimal political changes.

A framework agreement between the various parties represented in parliament was reached on May 16, 2024, which stipulates that the climate fund can be used for investments in innovations and technologies such as CCS and green hydrogen, as well as in blue hydrogen. However, the subsidies for bioenergy in combination with CO_2 capture and storage (BECCS) and biomass power plants are to be terminated as quickly as possible in accordance with the previously agreed phase-out path.

The Ministry of Energy is devoting more attention to the problem of grid congestion, as this is leading to a backlog of investment in the construction of new industrial plants and residential buildings.

The details of the approximately €1 billion in subsidies for CO_2-free, flexible electricity are still vague. The Minister of Energy of the caretaker government has made a change from investment subsidies to usage subsidies. This change will provide a long-term income guarantee for investors in CO_2-free, flexible energy.

Sweden

The law for the new energy policy framework was passed by parliament on May 23, 2024. The main planning goals are 300 TWh of fossil-free electricity generation by 2045 and targets for the security of the electricity supply system. These goals are guiding principles for all relevant authorities. Nuclear energy is a cornerstone of the energy policy. The aim is to have new nuclear power plants with a capacity of 2,500 MW operational by 2035.

The National Nuclear Coordinator presented an interim report on how to facilitate the construction of new nuclear power plants in Sweden. The coordinator proposes a national nuclear program with government coordination to ensure efficiency and cost management. It also proposes a government mandate to conduct a system study, a review of building regulations and a mandate to describe and develop the Swedish value chain for new nuclear power plants.

A new strategy for the northern part of Sweden has been proposed, which includes joint planning for the expansion of the energy and hydrogen supply, taking social aspects into account. This also includes housing construction and other infrastructure requirements.

The government has also created an “Acceleration Office” to speed up the green transformation. The government’s aim is to ensure that “the investment climate throughout Sweden is attractive and competitive for domestic and foreign investors.” One of the office’s tasks is to improve coordination between the public and private sectors.

The government rejected the application for the construction of the Hansa PowerBridge direct current line between Sweden and Germany on June 14, 2024. The transmission system operator Svenska Kraftnät subsequently discontinued the project.

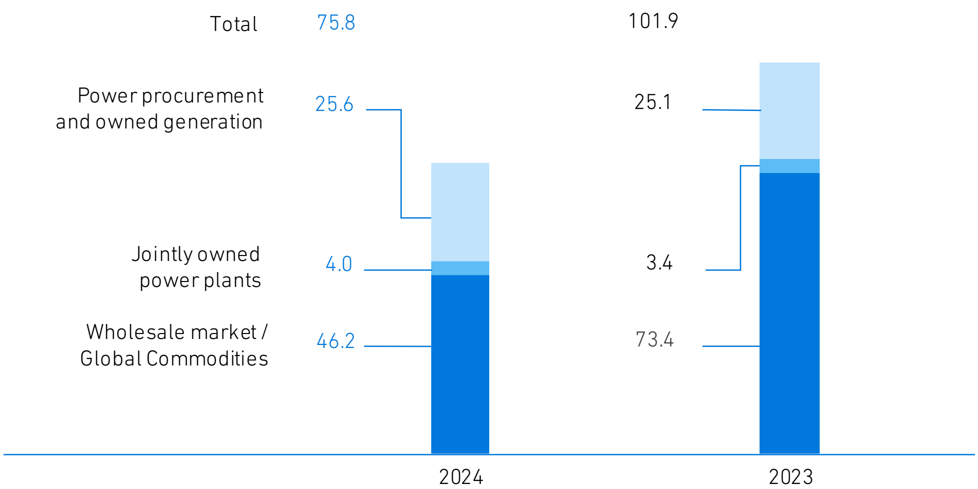
Business Performance

Power Procurement and Owned Generation

In the first half of 2024, the amount of electricity generated by the Uniper Group's own power plants were unchanged from the level of the prior-year period at 25.6 billion kWh. Purchased electricity fell significantly, by 26.6 billion kWh, or 34.7%, to 50.2 billion kWh.

Power Procurement and Owned Generation[1 2]

Billion kWh in the first half-year



[1] Any rounding differences between individual volumes and totals are accepted.

[2] The consolidation approach used in financial control means that only fully consolidated power plants (shareholding of more than 50%) are included in the generation volume, regardless of who operates these power plants.

The significant reduction in electricity procurement via the wholesale markets is primarily due to lower optimization and trading activities in the Greener Commodities segment resulting from Uniper's liquidity situation in 2022 and had an even greater volume-reducing effect in 2024 than in 2023 due to the influence of forward transactions.

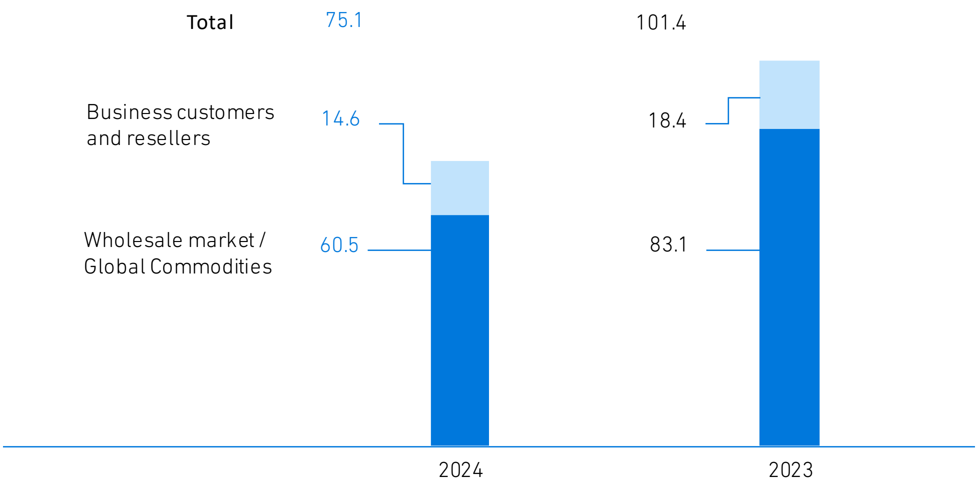
Own generation in the Flexible Generation and Green Generation segments amounted to 25.6 billion kWh in the first half of 2024 at the prior-year level of 25.1 billion kWh. The Flexible Generation segment recorded a slight decline in own generation of 1.6 billion kWh. This was due to the decline in operating times in the fossil power plant fleet, which was mainly attributable to reduced generation from hard-coal-fired power plants due to changed market conditions and the discontinuation of commercial operations at the Heyden, Staudinger 5 and Scholven C power plants from March 31, 2024, and Scholven B from May 31, 2024. The Green Generation segment, in contrast, reported an increase in own generation of 2 billion kWh. This was due to the higher availability of Swedish nuclear energy, in particular as a result of the lengthy inspection of the Oskarshamn 3 nuclear power plant carried out in the same period of the previous year, which meant that the power plant unit was temporarily out of commercial operation. In addition, the generation volumes of German and Swedish hydropower also increased due to higher inflow volumes compared with the same period of the previous year.

Electricity Sales

In the first half of 2024, the Uniper Group's electricity sales stood at 75.1 billion kWh, a significant decrease of 26.0% from the level of 101.4 billion kWh recorded in the prior-year period.

Electricity Sales[1 2]

Billion kWh in the first half-year



[1]Difference from electricity procurement results from operating consumption and network losses.

[2]Any rounding differences between individual volumes and totals are accepted.

The significant decline in electricity sales via the wholesale markets is primarily due to lower trading and optimization activities in the Greener Commodities segment as a result of Uniper's liquidity situation in 2022, which had an even greater volume-reducing effect in 2024 than in 2023 due to the influence of forward transactions.

Alongside electricity trading in the energy markets, a portion of the Uniper Group's electricity sales to major customers such as municipal utilities and industrial customers in Germany and in Europe is transacted through an internal sales unit, Uniper Energy Sales GmbH (UES). In addition to sales, UES also handles marketing for the Uniper Group. It also offers its customers services in consulting, service and the electricity industry.

Electricity sales by UES in the first half of 2024 came to 13.3 billion kWh, significantly less than in the first half of 2023 (16.9 billion kWh). Sales volumes in the first half of 2024 were therefore down by a total of 3.6 billion kWh compared with the first half of 2023. While volumes in the industrial and power plant customer segments fell slightly below the prior year's level, volumes in the reseller customer segment (e.g., municipal utilities) were significantly below the prior-year level.

Gas Business

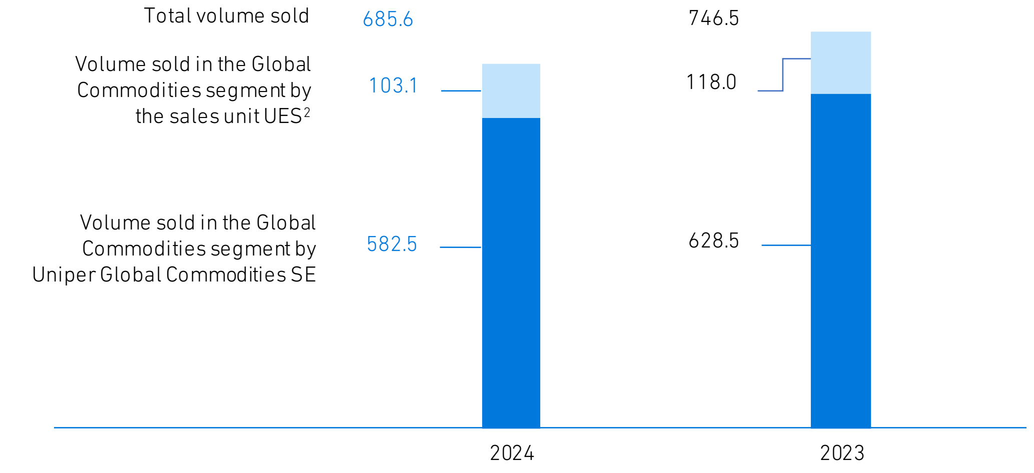
The total volume of natural gas sold in the first half of 2024 was 685.6 billion kWh (prior-year period: 746.5 billion kWh). During the same period, the Uniper Group acquired a total of 691.1 billion kWh (prior-year period: 754.8 billion kWh). The majority of the volumes moved result from transactions on domestic and foreign trading markets, which are carried out to manage the Group's own gas-fired power plants, to optimize booked natural gas storage or transport capacities, and to commercially exploit regional price differences.

Gas Sales Business

Uniper sells natural gas to resellers (e.g., municipal utilities), large industrial customers and power plant operators through its internal sales unit UES. The volume of gas sold by UES in the first half of 2024 came to 103.1 billion kWh, which is significantly below the level of the prior-year period (118.0 billion kWh). Sales volumes to resellers declined significantly due to increased competitive pressure, more than offsetting the significant increase in volumes in the industrial and power plants segments.

Gas Volume sold[1]

Billion kWh in the first half-year



[1]Any rounding differences between individual volumes and totals are accepted.

[2]Including intragroup volumes.

Long-Term Gas Supply Contracts

Long-term contracts for the procurement of natural gas primarily exist on the basis of long-term contracts with suppliers from the Netherlands and Norway. Uniper no longer has any contracts with suppliers from Russia after terminating its contracts with Gazprom Export on June 12, 2024. The decision was possible because an arbitration court had previously granted Uniper the right to terminate the contracts on June 7, 2024. As a result, for the first half of 2024, Uniper had long-term contracts amounting to 31 billion kWh (prior-year period: 168 billion kWh).

Gas Storage Capacity

Uniper Energy Storage GmbH (UST) is responsible for the operation of gas storage for the Uniper Group. Its activities include technical and commercial development, the construction and operation of underground storage facilities for natural gas, the marketing of capacities, services and products on the European storage market and the development of new storage technologies. UST manages natural gas storage facilities in Germany and Austria. In addition, a British Uniper Group company operates a gas storage facility in England. In the first half of 2024, gas storage capacity stood at 7.1 billion cubic meters (m^3), at prior-year level (7.3 billion m^3).

Key Events for the Uniper Group in the First Half of 2024

Disposal of the Gönyű Power Plant in Hungary

On February 14, 2024, Uniper entered into a purchase contract with Veolia Invest Hungary Zrt., a subsidiary of the French company Veolia S.A., for the acquisition of 100% of the shares in Uniper Hungary Energetikai Kft. (UHUE), the company holding the gas-fired power plant. The parties have agreed to keep the purchase price confidential. The transaction is expected to close in the second half of 2024. Divestment of the power plant is part of the remedies Uniper must fulfill pursuant to the EU's state-aid approval.

Uniper Refinances and Increases Syndicated Credit Line

On March 22, 2024, Uniper successfully refinanced the existing €1.7 billion syndicated credit line from 2018 ahead of schedule. The new syndicated credit line of €3 billion is divided into two tranches and serves as a constant liquidity reserve and for the flexible financing of working capital. The syndicated credit line was arranged at arm's-length terms, and it has a term of three years plus two extension options of a further year each.

The new credit agreement has, for the first time, been issued as a so-called "sustainability-linked" credit facility, in which the financing terms are linked to the achievement of CO_2 reduction targets and strategic expansion targets in renewable energy. The financing consortium, which consists of 19 international banks, is essentially made up of the existing core group of banks and was selectively strengthened by new banking partners. ING and UniCredit acted as coordinators and were also mandated as sustainability coordinators.

Further Reduction of the KfW Credit Facility

Uniper reduced the existing KfW credit facility ahead of schedule by €4.5 billion as of April 30, 2024. In addition, €2 billion expired on April 30, 2024, in accordance with the facility agreement, and the KfW credit facility was thus reduced by a total of €6.5 billion to €5 billion as of April 30, 2024.

Uniper Terminates Russian Gas Supply Contracts

In June 2024, Uniper effectively terminated its Russian gas supply contracts and thus legally ended the long-term gas supply relationship with the Russian state-owned company Gazprom Export. The decision was made possible after an arbitration tribunal on June 7, 2024, awarded Uniper the right to terminate the contracts. Although only limited gas volumes had been delivered since June 2022, and none at all since the end of August 2022, the long-term gas supply contracts between the two companies were still legally in force.

Furthermore, Uniper was awarded an amount of more than €13 billion in damages for the gas volumes not supplied by Gazprom Export since mid-2022. Any payments accrue to the Federal Republic of Germany.

Uniper Invests Some €250 Million in Happurg Pumped-Storage Plant for Return to Operation in 2028

On June 20, 2024, Uniper made the decision to recommission the pumped-storage plant in Happurg, east of Nuremberg, thus investing around €250 million in a reliable energy infrastructure in Bavaria. With this investment, Uniper is supporting the energy transition and continuing its corporate transformation toward more renewable power generation. The pumped storage power plant will make a noteworthy contribution to greater security of supply in southern Germany.

The 160-megawatt (MW) power plant has a drop height of 209 meters and can store approximately 850 megawatt-hours (MWh) of electricity in the form of pumped water. The plant had been shut down in 2011 as a precautionary measure for safety reasons due to localized damage at the base of the upper reservoir. Since then, intensive subsoil investigations and geotechnical assessments have been carried out, and various remediation approaches have been examined.

Based on these findings, a feasibility study was conducted to develop and refine a technical concept for the rehabilitation of the upper basin, with the aim of allowing the plant to be restarted economically. As the competent approval authority, the District of Nürnberger Land examined and gave a favorable opinion for this concept in a planning approval procedure. As part of the overall project, the equipment in the powerhouse will also be overhauled. Construction work will start immediately and, if all goes well, the Happurg pumped storage plant will be back in operation in 2028.

Uniper Receives Go-Ahead for the New Scholven 1 Combined-Cycle Gas Turbine Power Plant

On June 27, 2024, Uniper received the official go-ahead for the new combined-cycle gas turbine (CCGT) power plant Scholven 1 in Gelsenkirchen from the Minister-President of North Rhine-Westphalia Hendrik Wüst. With an output of around 140 megawatts (MW), the plant will generate process steam and district heating, as well as electricity for industry and other customers in the region. The aim is for the power plant to contribute to reducing carbon emissions in the Ruhr region, and other pollutant emissions and noise pollution should be reduced as well. The final commissioning of Scholven 1 is planned to take place once the final expert inspections and corresponding documentation have been completed.

The new CCGT plant forms the basis for the coal phase-out strategy at the Scholven site. At its core, it consists of two gas turbines, a steam turbine, two heat recovery steam generators and a gas-fired steam boiler. It has a capacity of around 140 MW and 3x100 t/h live steam. It can supply district heating, industrial steam and electricity. It will also supply Uniper customers in the region via the connected heat and electricity grids.

However, the switch from coal to gas is only the first step in the transformation. Another option is a H_2-ready power plant, which would ultimately be operated with hydrogen after a transitional period with natural gas. To create space for the establishment of new, sustainable projects at the Scholven site, free space must be created by dismantling the plants on the site. The dismantling of Unit F has already begun, and others will gradually follow once the corresponding orders are issued.

Key Business Developments at the Uniper Segments in the First Half of 2024

In the first half of 2024, the general downward trend in European fuel and electricity prices was confirmed compared with the previous year. A mild winter season in 2023/24, the high availability of renewable energy sources and a structural decline in demand for gas had a favorable effect on the price trend. Nevertheless, the second quarter of 2024 in particular saw higher volatility – with some short-term price increases due to supply risks in the gas business in the pan-European context and market-specific weather trends, among other things.

This downward price trend had a negative effect on hedging and optimization activities in the Green Generation and Flexible Generation segments, which nevertheless remain at a high absolute level.

Green Generation

Generation volumes in the Green Generation segment increased significantly across all portfolios compared with the previous year. For example, German hydroelectric power experienced an improved hydrological situation in the first half of 2024, which led to above-average generation at run-of-river power plants. German pumped storage power plants delivered higher generation volumes compared to the same period of the previous year due to higher technical availability. These positive earnings effects from higher volumes were offset by declining earnings contributions due to a lower market price level.

High water inflow volumes in May and June 2024 also contributed to a significant increase in generation volumes at the Swedish hydroelectric power plants compared to the first six months of 2023, while the situation in the first quarter of 2024 was almost unchanged compared to the same quarter of the previous year due to the largely dry weather.
In addition to the prolonged unavailability of the Ringhals 4 and Oskarshamn 3 power plant units in the first half of 2023, their availability in the first half of 2024 contributed to an increase in generation volumes compared to the previous year. Moreover, Swedish nuclear power benefited from a positive price effect due to successful hedging transactions.

Flexible Generation

The market developments described in the preceding section further diminished the competitive position of coal-fired power plants in Uniper's fossil fleet, and the significant decline in generation volumes in the Flexible Generation segment is thus primary attributable to this development. Gas-fired power plants also recorded a decline. Only the Dutch portfolio reported an increase in generation volumes compared with the first three months in the first half of 2023. Uniper thus played an even greater part in ensuring security of supply for the greater Rotterdam area.

The sale of the Gönyű power plant was announced in the first quarter of 2024, and the German hard-coal-fired power plants Heyden 4, Staudinger 5 and Scholven C were transferred to the grid reserve from March 31, 2024, and Scholven B from May 31, 2024. Another milestone in the decarbonization of Uniper's flexible generation portfolio was the official commissioning of the Scholven 1 combined-cycle gas turbine power plant in Gelsenkirchen in June 2024. The highly efficient plant with an output of 140 MW will replace existing coal-based power plants at the Scholven site as part of commercial generation, meaning that the old plants will only serve as a grid reserve.

Greener Commodities

Despite the ongoing geopolitical crisis caused by Russia's war against Ukraine and the disruption of supplies from Russia, the feared gas shortage did not materialize in the winter of 2023/24. The gas supply contracts with Gazprom Export were effectively terminated by Uniper in June 2024. Ample availability of gas following a relatively warm winter, as well as stable LNG imports, high gas storage levels and conservation by consumers, resulted in a general decline in European gas prices in a continued volatile market environment. As a result, gas storage levels remained high at the end of the second quarter of 2024. Uniper's diversified portfolio of procurement, transport and storage activities enabled it to make a significant contribution to ensuring security of supply in this environment.

Changes in Ratings

The rating agency S&P affirmed Uniper's long-term issuer credit rating at "BBB-" with a "stable outlook" on March 8, 2024. At the same time, S&P raised Uniper's stand-alone credit profile from "b" to "bb," which is attributable to Uniper's improved business and financial risk profile. S&P recognizes that Uniper's financial recovery was faster. This is partly due to exceptionally strong operating results in 2023 and greater transparency regarding Uniper's future earnings profile, as well as greater clarity on the amount of the contractual recovery claims of the Federal Republic of Germany likely to arise in conjunction with the state aid granted in 2022. Uniper continues to be classified as a "government-related entity" by S&P, and thus achieves an overall investment grade rating.

On June 26, 2024, Scope Ratings also affirmed Uniper's BBB- credit rating with a stable outlook. Scope raised Uniper's standalone credit quality from "BB" to "BB+". The key factors influencing the improvement in the standalone credit quality are Uniper's strong operating results in 2023 and greater visibility on Uniper's future cash flows. Uniper continues to be classified as a "government-related entity" by Scope, and thus achieves an overall investment grade rating

Uniper continues to strive for a solid investment-grade rating.

Earnings

Sales Performance

Sales

January 1–June 30 € in millions	2024	2023	+/- %
Green Generation	1,336	1,630	-18.0
Flexible Generation	6,506	11,045	-41.1
Greener Commodities	37,764	65,313	-42.2
Administration/Consolidation	-13,880	-23,512	-41.0
Total	**31,725**	**54,475**	**-41.8**

The significant decrease in revenues resulted primarily from the lower average market prices in the power and gas business compared to the prior-year period and lower sales volumes overall. A substantial portion of revenue in the optimization and trading business resulted from physically settled forward contracts that must be accounted for as derivatives under IFRS 9 and for which revenue recognition is required at the market price prevailing at the time of realization. Besides the significant price effect, lower electricity generation volumes had a negative impact on revenue development; furthermore, electricity sales volumes in the optimization and trading business area have declined significantly.

Green Generation

The significant decline in sales within the Green Generation segment compared with the prior-year period is mainly due to significantly lower average market prices.

Flexible Generation

The significant decline in sales within the Flexible Generation segment compared with the prior-year period is mainly due to significantly lower prices and lower generation volumes within the fossil-fuel power plant portfolio. The lower prices are primarily the result of a substantial reduction in fossil fuel prices, which led to a corresponding drop in electricity prices. The lower generation volumes result from market-related lower operating times associated with the development of spreads.

Greener Commodities

External sales in the gas and power business decreased significantly due to substantially reduced volumes and, at the same time, significantly lower realized prices in a dynamic market environment, while prices in the prior-year period had risen to historic highs due to the geopolitical crisis resulting from Russia's war against Ukraine.

Administration/Consolidation

The change in revenues attributable to the Administration/Consolidation reconciliation item resulted primarily from a lower consolidation effect arising from lower intersegment transactions between the power plant operating companies of the Flexible Generation segment and the Uniper Group's trading unit in the Greener Commodities segment.

Sales by product break down as follows:

Sales

January 1–June 30 € in millions	2024	2023	+/- %
Electricity	5,880	12,445	-52.8
Gas	25,132	40,378	-37.8
Other	713	1,653	-56.8
Total	**31,725**	**54,475**	**-41.8**

Significant Earnings Trends

The Group's net income determined in accordance with International Financial Reporting Standards (IFRS) amounted to €903 million (prior-year period: €9,453 million net income). Income before financial results and taxes decreased to €908 million (prior-year period: €9,797 million).

The principal factors driving this earnings trend are presented below:

The cost of materials decreased significantly by €23,339 million in the first six months of 2024 to €28,825 million (prior-year period: €52,164 million). The sales trend described previously was a key factor in this development.

The Uniper Group's personnel costs increased by €20 million in the first half of 2024 to €508 million (prior-year period: €488 million). The increase is attributable to factors including the impact of collectively agreed wage and salary adjustments and a general increase in the average number of persons employed in all segments of the Uniper Group. This was partially offset by the non-recurrence of expenses from valuation adjustments to provisions, including in connection with the restructuring process in the Engineering business and the implementation of the proactive coal phase-out in Europe in 2023.

Depreciation, amortization and impairment charges decreased by €959 million to €324 million in the first six months of 2024 (prior-year period: €1,283 million). The change is primarily attributable to a reduction in impairment charges on property, plant and equipment. These amounted to €20 million in the first half of 2024 (prior-year period: €882 million) and related primarily to the Flexible Generation segment (2023: European Generation). Regular depreciation and amortization fell by €97 million to €304 million (prior-year period: €401 million), mainly due to impairment losses recognized on property, plant and equipment in the previous year.

Other operating income decreased to €19,847 million in the first six months of 2024 (prior-year period: €59,500 million). This was caused especially by the marking to market of commodity derivatives. Income from invoiced and open transactions and from related currency hedges amounted to €19,024 million, a decrease of €40,165 million year over year (prior-year period: €59,189 million). It also includes income from the derecognition of a liability of €596 million to Gazprom Export, for which the arbitration tribunal affirmed a right of set-off in the second quarter of 2024.

Other operating expenses decreased to €21,032 million in the first six months of 2024 (prior-year period: €50,284 million). As it was for other operating income, the decrease was primarily attributable to expenses from invoiced and open transactions and from related currency hedges, which fell by €29,988 million year over year to €19,377 million (prior-year period: €49,365 million). The figure for the prior-year period also includes the reversal of provisions for onerous contracts in the amount of €5,746 million anticipating the risk of possible future incremental costs for procuring replacement gas. Other operating expenses also includes expenses from the addition to the provision recognized in the 2023 fiscal year relating to contractual recovery claims of the Federal Republic of Germany arising from the granting of state aid in 2022.

The addition to a provision still existing as of June 30, 2024, for recovery claims of the Federal Republic of Germany due to overcompensation expected as of December 31, 2024, amounted to €621 million (prior-year period: N/A). At the same time, a provision of €521 million was allocated for the transfer of proceeds from realized claims for damages against Gazprom Export – less related legal costs and taxes, unless financed from the stabilization measures.

The main driver of this significant decline in other operating income/expenses is the change in the commodity prices in the forward markets in which Uniper trades and physically and financially optimizes its value-added chain. These forward transactions are measured at fair value through profit or loss.

In the first half of 2024, financial results increased significantly by €241 million to a net income result of €163 million (prior-year period: -€77 million net expense). This change is primarily attributable to the significant increase in interest income from the short-term investment of liquid funds in the 2024 fiscal year and to the significantly reduced interest expense compared with the prior-year period incurred for Uniper SE's financing.

In the first six months of 2024, non-operating tax income of -€238 million (prior-year period: -€779 million income) resulted particularly from the measurement of deferred tax items. The operating tax expense amounted to €406 million (prior-year period: €1,044 million expense), resulting in an operating effective tax rate of 26.6% (prior-year period: 29.5%).

Reconciliation of Income/Loss before Financial Results and Taxes

Implementing the Group's new strategy, Uniper has modified its indicators for the financial management of the operating business, and in line with practice in the capital markets, starting in the 2024 fiscal year. From the 2024 fiscal year forward, adjusted EBITDA (earnings before interest, taxes, depreciation and amortization) will be used for management and reporting purposes both at Group level and at the level of the individual operating segments. The use of adjusted EBITDA will, in particular, enable more precise management of targeted growth while at the same time focusing on the cash-effectiveness of Uniper's results. The adjusted EBIT measure in use up to and including the 2023 fiscal year will thus cease to be a relevant financial indicator for managing the Group's operating business.

Adjusted EBITDA is a measure of earnings before interest, taxes, depreciation and amortization, including reversals, adjusted for non-operating effects. The non-operating effects on earnings for which EBITDA is adjusted include gains and losses from the fair value measurement of derivative financial instruments used in hedges, as well as certain effects resulting from the measurement of physically settled contracts within the scope of IFRS 9, which are measured at the market price at physical settlement instead of the contractually hedged price. Additionally, certain book gains/losses, expenses for (and income from) restructuring and cost-management programs and miscellaneous other non-operating earnings are eliminated.

The reported net income before financial results and taxes of €908 million (prior-year period: €9,797 million) is adjusted for non-operating effects totaling €511 million (prior-year period: -€6,952 million) and for impairment charges of €324 million (prior-year period: impairments of €1,283 million and reversals of €11 million), and it is additionally corrected for net income from equity investments of €1 million (prior-year period: €4 million reduction) to produce adjusted EBITDA of €1,743 million (prior-year period: €4,113 million).

The bottom line in the table below shows the detailed reconciliation of income/loss before financial results and taxes in accordance with IFRS to adjusted EBITDA, and additionally provides an overview of what items are affected by non-operating adjustments:

Matrix for Reconciliation of Income/Loss before Financial Results and Taxes 2024[1]

						Adjustments of items of income/loss before financial results and taxes to adjusted EBITDA						
January 1–June 30 € in millions	**Income statement items**	**Income from equity investments[2]**	**Impairment charges/ reversals[3]**	**Economic depreciation, amortization, impairments and reversals**	**IFRS EBITDA**	**Net book gains (-) / losses (+)**	**FV measurement of derivatives**	**Adj. of revenues and cost of materials**	**Restructuring**	**Misc. other non-op. earnings**	**Total adjustments**	**Components of adjusted EBITDA[4]**
Sales including electricity and energy taxes	31,843	–	–	–	31,843	–	–	7,138	–	–	7,138	38,981
Electricity and energy taxes	-118	–	–	–	-118	–	–	–	–	–	0	-118
Sales	**31,725**	**–**	**–**	**–**	**31,725**	**–**	**–**	**7,138**	**–**	**–**	**7,138**	**38,863**
Changes in inventories (finished goods and work in progress)	-34	–	–	–	-34	–	–	–	–	–	0	-34
Own work capitalized	38	–	–	–	38	–	–	–	–	–	0	38
Other operating income	19,847	–	–	–	19,847	-1	-15,128	–	–	-669	–15,798	4,049
Cost of materials	-28,825	–	–	–	-28,825	–	–	-7,270	–	165	–7,105	-35,930
Personnel costs	-508	–	–	–	-508	–	–	–	-2	–	–2	-510
Depreciation, amortization and impairment charges	-324	–	20	304	–	–	–	–	–	–	0	0
Other operating expenses	-21,032	–	–	–	-21,032	4	15,158	–	-1	1,116	16,278	-4,754
For informational purposes: Subtotal of adjusted EBITDA components before income from equity-method accounting and from equity investments	888	–	20	304	1,212	4	30	-133	-3	613	511	1,723
Income from companies accounted for under the equity method	20	–	–	–	20	–	–	–	–	–	0	20
For calculation purposes: Income from equity investments[2]	N/A	1	–	–	1	–	–	–	–	–	0	1
Reconciliation of income/loss before financial results and taxes to adjusted EBITDA (summarized)[4]	**908**	**1**	**20**	**304**	**1,232**	**4**	**30**	**-133**	**-3**	**613**	**511**	**1,743**

[1]Owing to the adjustments made, the earnings items shown here may differ from the figures determined in accordance with IFRS. A reconciliation of income/loss before financial results and taxes prepared in compliance with the Guidelines on Alternative Performance Measures published by the European Securities Markets Authority (ESMA) is provided in the notes to the IFRS interim and consolidated financial statements.

[2]In the income statement according to IFRS, income from equity investments is part of financial results, which are not shown in this matrix, and is added as a component of adjusted EBITDA. The presentation within the items of the income statement that make up income/loss before financial results and taxes is used in this matrix solely to determine adjusted EBITDA.

[3]Non-operating impairment charges/reversals consist of non-operating impairment charges and reversals triggered by regular and event-specific impairment tests. The total of the non-operating impairment charges/reversals and economic depreciation and amortization/reversals may differ from the depreciation, amortization and impairment charges reported in the income statement, since the two items may also include impairment charges on companies accounted for under the equity method and other financial assets; in addition, a small portion may also be included in restructuring/cost-management expenses and in miscellaneous other non-operating earnings.

[4]The reduced incremental cost of procuring replacement gas amounted to roughly €1.2 billion in the first half of 2023 and was realized in adjusted EBITDA. In the first half of 2024, the reduction in costs of roughly €0.2 billion was also realized here.

Matrix for Reconciliation of Income/Loss before Financial Results and Taxes 2023[1] [2]

January 1–June 30 € in millions	Income statement items	Income from equity investments[3]	Impairment charges/ reversals[4]	Economic depreciation, amortization, impairments and reversals	IFRS EBITDA	Net book gains (-) / losses (+)	FV measurement of derivatives	Adj. of revenues and cost of materials	Restructuring[5]	Misc. other non-op. earnings	Total adjustments	Components of adjusted EBITDA[4]
						Adjustments of items of income/loss before financial results and taxes to adjusted EBITDA						
Sales including electricity and energy taxes	54,565	–	–	–	54,565	–	–	12,438	–	–	12,438	67,003
Electricity and energy taxes	-90	–	–	–	-90	–	–	–	–	–	0	-90
Sales	**54,475**	**–**	**–**	**–**	**54,475**	**–**	**–**	**12,438**	**–**	**–**	**12,438**	**66,913**
Changes in inventories (finished goods and work in progress)	-14	–	–	–	-14	–	–	–	–	–	0	-14
Own work capitalized	35	–	–	–	35	–	–	–	–	–	0	35
Other operating income	59,500	–	-11	–	59,490	-26	-50,172	–	-	-60	-50,259	9,231
Cost of materials	-52,164	–	–	–	-52,164	–	–	-9,029	–	137	-8,892	-61,057
Personnel costs	-488	–	–	–	-488	–	–	–	31	1	31	-457
Depreciation, amortization and impairment charges	-1,283	–	882	401	–	–	–	–	–	–	0	0
Other operating expenses	-50,284	–	–	–	-50,284	5	39,427	–	–	298	39,730	-10,554
For informational purposes: Subtotal of adjusted EBITDA components before income from equity-method accounting and from equity investments	9,776	–	871	401	11,049	-20	-10,746	3,408	30	376	-6,952	4,097
Income from companies accounted for under the equity method	20	–	–	–	20	–	–	–	–	–	0	20
For calculation purposes: Income from equity[3]	N/A	-4	–	–	-4	–	–	–	–	–	0	-4
Reconciliation of income/loss before financial results and taxes to adjusted EBITDA (summarized)[6]	**9,797**	**-4**	**871**	**401**	**11,065**	**-20**	**-10,746**	**3,408**	**30**	**376**	**-6,952**	**4,113**

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.
[2]Owing to the adjustments made, the earnings items shown here may differ from the figures determined in accordance with IFRS. A reconciliation of income/loss before financial results and taxes prepared in compliance with the Guidelines on Alternative Performance Measures published by the European Securities Markets Authority (ESMA) is provided in the notes to the IFRS interim and consolidated financial statements.
[3]In the income statement according to IFRS, income from equity investments is part of financial results, which are not shown in this matrix, and is added as a component of adjusted EBITDA. The presentation within the items of the income statement that make up income/loss before financial results and taxes is used in this matrix solely to determine adjusted EBITDA.
[4]Non-operating impairment charges/reversals consist of non-operating impairment charges and reversals triggered by regular impairment tests. The total of the non-operating impairment charges/reversals and economic depreciation and amortization/reversals differs from the depreciation, amortization and impairment charges reported in the income statement, since the two items also include impairment charges on companies accounted for under the equity method and other financial assets; in addition, a small portion is included in restructuring/cost-management expenses and in miscellaneous other non-operating earnings.
[5]Expenses for (and income from) restructuring and cost management in the Greener Commodities segment included depreciation and amortization of €0 million in the first half of 2023 (first half of 2022: €0.5 million).
[6]The reduced incremental cost of procuring replacement gas amounted to roughly €1.2 billion in the first half of 2023 and was realized in adjusted EBITDA.

The net book loss of €4 million in the first half of 2024 is primarily attributable to the derecognition of items of property, plant and equipment (prior-year period: net book gain of €20 million primarily on the disposal of the equity interest in Uniper Energy DMCC).

The fair value measurement of derivatives used to hedge the operating business against price fluctuations resulted in a net non-operating loss of €30 million in the first six months of 2024, due to changed market values (prior-year period: net non-operating gain of €10,746 million). Whereas the derivatives are subject to "mark-to-market" (i.e., fair value) accounting, the corresponding possible appreciation of the hedged underlying assets is initially limited to their cost, and additional gains may not be recognized until they are realized. This measurement inconsistency is neutralized accordingly within the adjusted EBITDA and adjusted net income measures, in order to better reflect Uniper's operating performance.

This item also includes the change in provisions for onerous contracts originally recognized for non-operating effects that are not within the scope of IFRS 9 and are therefore not measured at fair value. A provision for onerous contracts covering particularly the added cost of procuring replacement volumes for completely halted Russian gas supplies had been fully reversed in the prior-year period in the amount of €5,746 million.

Revenues and cost of materials for physically settled commodity derivatives (contracts that are accounted for under IFRS 9 (failed own-use contracts)) were adjusted for the difference between the spot prices relevant pursuant to IFRS and the contract prices relevant from the management perspective by net income of €133 million in the first half of 2024 (prior-year period: net expense of €3,408 million).

In the first half of 2024, restructuring and cost-management expenses/income changed by €33 million relative to the prior-year period. Income amounted to €3 million in the first half of 2024 (prior-year period: €30 million expense related primarily to personnel costs incurred in connection with the coal phase-out plan in the United Kingdom).

An expense of €613 million was recorded under miscellaneous other non-operating earnings in the first half of 2024 (prior-year period: expense of €376 million). The expense primarily comprises the addition of €621 million (prior-year period: N/A) to the provision relating to contractual recovery claims by the Federal Republic of Germany from the granting of state aid in 2022 arising from overcompensation expected for December 31, 2024, as of the June 30, 2024, reporting date. At the same time, a provision of €521 million was allocated for the transfer of proceeds from realized claims for damages against Gazprom Export – less related legal costs and taxes, unless financed from the stabilization measures. The addition to the provision resulted from the derecognition of a liability of €596 million to Gazprom Export, for which the arbitration tribunal affirmed a right of set-off in the second quarter of 2024. Additionally included were expenses of €145 million (prior-year period: €94 million) from temporary reductions of current assets in the Greener Commodities segment. These effects were partially offset by net income of €55 million for adjustments of provisions recognized for non-operating effects in the Greener Commodities segment (prior-year period: €240 million net expense in the Global Commodities segment).

A loss of €20 million from non-operating impairments was recognized in the reporting period (prior-year period: net loss of €871 million from the aggregation of non-operating impairments and reversals). These impairments related to the Flexible Generation segment in the first half of 2024 (prior-year period: European Generation).

Adjusted EBITDA

Implementing the Group's new strategy, Uniper has modified its indicators for the financial management of the operating business, and in line with practice in the capital markets. From the 2024 fiscal year forward, adjusted EBITDA (earnings before interest, taxes, depreciation and amortization) will be used for management and reporting purposes both at Group level and at the level of the individual operating segments. The use of adjusted EBITDA will, in particular, enable more precise management of targeted growth while at the same time focusing on the cash-effectiveness of Uniper's results. The adjusted EBIT measure in use up to and including the 2023 fiscal year will thus cease to be a relevant financial indicator for managing the Group's operating business.

Adjusted EBITDA is a measure of earnings before interest, taxes, depreciation and amortization, including reversals, adjusted for non-operating effects. As previously, the non-operating effects on earnings for which EBITDA is adjusted also include gains and losses from the fair value measurement of derivative financial instruments used in hedges, as well as certain effects resulting from the measurement of physically settled contracts within the scope of IFRS 9, which are measured at the market price at physical settlement instead of the contractually hedged price. Additionally, certain book gains/losses, expenses for (and income from) restructuring and cost-management programs and miscellaneous other non-operating earnings are eliminated.

Segments

The following table shows adjusted EBITDA for the first half of 2024 and the first half of 2023, broken down by segment (including the Administration/Consolidation reconciliation item):

Adjusted EBITDA[1]

January 1–June 30 € in millions	2024	2023	+/- %
Green Generation	527	429	22.9
Flexible Generation	826	1,351	-38.9
Greener Commodities	682	2,434	-72.0
Administration/Consolidation	-292	-101	-188.2
Total	**1,743**	**4,113**	**-57.6**

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.

Green Generation

Compared to the same period of the prior year, the Green Generation segment's adjusted EBITDA shows higher earnings contributions. This positive development is primarily attributable to Swedish nuclear energy, which benefited from price-driven higher earnings contributions from successful hedging transactions and higher generation volumes due to better availability of nuclear power plants compared to the prior year. Swedish hydroelectric power recorded a decline in earnings contributions as a result of lower realized prices, while German hydroelectric power reported stable contributions compared to the same period of the prior year.

Flexible Generation

The lower adjusted EBITDA compared with the prior-year period is attributable in particular to the drop in positive earnings contributions from successful hedging transactions in the fossil trading margin area brought about by the overall decline in prices. The hedging conducted in the previous year had resulted in earnings contributions at an exceptionally high level, and while they were still absolute high in the first half of 2024, they came down from the level of the prior-year period. On the other hand, reduced expenses compared with the previous year in connection with the measurement of provisions for carbon allowances at market prices, which are offset by hedging transactions that will not be realized until the fourth quarter of 2024 at higher prices, resulted in a higher earnings contribution. This is primarily due to falling prices for carbon allowances, which had been rising during the prior-year period. Additional positive effects came from the elimination of charges to earnings under the regulations on the absorption of profits in Europe and from higher earnings contributions from the British capacity market.

Greener Commodities

Adjusted EBITDA in the Greener Commodities segment was below the prior-year level. The gas business was unable to repeat the exceptionally high results of the same period in the previous year, which benefited significantly from lower costs due to the replacement procurement of cancelled deliveries of Russian gas volumes and unusually high trading results. In power trading, the prior-year period's especially positive earnings contributions could not be replicated due to the changed market environment.

Administration/Consolidation

Adjusted EBITDA attributable to the Administration/Consolidation reconciliation item declined from its level in the prior-year period. This positive change resulted particularly from the measurement of coal inventories, which had resulted in increased internal profits in the first quarter of 2023 that were eliminated for consolidation and are presented in the reconciliation of the operating segments' adjusted EBITDA to the Group's adjusted EBITDA.

The measurement of provisions for carbon emissions (remeasurement to cross-segment figures at Group level) also developed negatively compared to the prior-year period.

Adjusted Net Income

The Uniper Group uses adjusted net income as an additional internal management indicator and as a further key indicator of the profitability of its operations after taxes and after financial results. Important income and expense components that are not included in adjusted EBITDA, but which also represent the economic interest and tax result, are aggregated to determine this indicator and considered for the variable compensation of all management personnel, non-pay-scale employees and pay-scale employees in the 2024 fiscal year.

Unadjusted net income is earnings after financial results and income taxes. To focus this indicator on the operating business and increase its meaningfulness, unadjusted net income is adjusted for net income from equity investments, depreciation and amortization charges/reversals and certain non-operating effects (adjusted EBITDA).

Adjusted EBITDA is the starting point for further adjustments, and it is adjusted for certain non-operating items:

- Net non-operating interest income
- Other financial results
- Income taxes on non-operating earnings
- Non-controlling interests in non-operating earnings

Reconciliation to Adjusted Net Income[1]

January 1–June 30 € in millions	2024	2023
Income/Loss before financial results and taxes[2]	**908**	**9,797**
Net income/loss from equity investments	1	-4
Depreciation, amortization and impairment charges/reversals	324	1,272
Economic depreciation and amortization charges/reversals	*304*	*401*
Impairment charges/reversals	*20*	*871*
For informational purposes: EBITDA	**1,232**	**11,065**
Non-operating adjustments	511	-6,952
Adjusted EBITDA	**1,743**	**4,113**
Economic depreciation and amortization charges/reversals	-304	-401
Interest income/expense and other financial results	*163*	*-73*
Non-operating interest expense and negative other financial results (+) / Non-operating interest income and positive other financial results (-)	*-74*	*-93*
Operating interest income/expense and other financial results	89	-166
Income taxes	*-168*	*-266*
Expense (+) / Income (-) resulting from income taxes on non-operating earnings	*-238*	*-779*
Income taxes on operating earnings	-406	-1,044
Less non-controlling interests in operating earnings	-8	-6
Adjusted net income	**1,113**	**2,495**

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.

[2]The reduced incremental cost of procuring replacement gas amounted to roughly €1.2 billion in the half of 2023 and was realized in adjusted EBITDA and, consequentially, in adjusted net income as well. In the first half of 2024, the reduction in costs of roughly €0.2 billion was also realized here.

The adjustments for financial effects relate primarily to the time value of money and to measurement effects of the Swedish Nuclear Waste Fund ("Kärnavfallsfonden" or "KAF") and of the provisions in the Green Generation segment that are financed through the KAF. Net income from investments in securities, which was higher than in the previous year, is additionally adjusted for.
The adjusted interest expenses from the measurement of the provision relating to contractual recovery claims of the Federal Republic of Germany arising from the granting of state aid had an offsetting effect. Income of €74 million was adjusted for in total (prior-year period: €93 million income).

Operating net interest income developed positively compared with the prior-year period. This development resulted from higher interest income from deposits of liquid funds and from time value of money effects in the measurement of non-current provisions for asset retirement obligations, primarily in Hydro, as well as from lower interest expenses compared with the prior-year period due to the decreased financing volume, including the reduced financial provision cost of credit lines that were not utilized.

In the first six months of 2024, non-operating tax income of €238 million (prior-year period: €779 million income) resulted particularly from the measurement of deferred tax items. The operating tax expense amounted to €406 million (prior-year period: €1,044 million expense), resulting in an operating effective tax rate of 26.6% (prior-year period: 29.5%).

Adjusted net income for the first six months of 2024 amounted to €1,113 million, a year-over-year decrease of €1,381 million (prior-year period: €2,495 million).

Because Uniper hedged its gas supply obligations through instruments including forward contracts in the 2023 fiscal year, Uniper achieved a cumulative reduction in costs from the replacement procurement of gas volumes of roughly €0.2 billion in the first half of 2024 (prior-year period: reduction in replacement procurement costs of €1.2 billion).

Financial Condition

Economic Net Debt

Economic net debt is used by Uniper to manage the Group's capital structure. All items are shown with their respective (+) or (-) sign in the summation.

Uniper's economic net debt includes both net pension liabilities and net pension assets, as long as these are recognized on the balance sheet under IFRS (the latter initially as of December 31, 2023, with retrospective application), thereby providing a full representation of the funded status of Uniper's pension position according to IFRS.

Economic Net Debt

€ in millions	**Jun. 30, 2024**	**Dec. 31, 2023**
(+) Financial liabilities and liabilities from leases	1,884	1,846
(+) Commercial paper	*503*	*434*
(+) Liabilities to banks	*19*	*5*
(+) Lease liabilities	*876*	*924*
(+) Margining liabilities	*79*	*125*
(+) Liabilities from shareholder loans towards co-shareholders	*334*	*339*
(+) Other financing	*73*	*19*
(-) Cash and cash equivalents	5,742	4,211
(-) Current fixed-term deposits and securities	2,148	46
(-) Non-current securities	113	105
(-) Margining receivables	1,786	2,914
Net financial position	**-7,904**	**-5,430**
(+) Net provisions for pensions and similar obligations	169	520
(+) Net pension liabilities	*192*	*521*
(-) Net pension assets	*-23*	*-1*
(+) Provisions for asset retirement obligations	1,766	1,852
(+) Other asset retirement obligations	*781*	*789*
(+) Asset retirement obligations for Swedish nuclear power plants	*3,248*	*3,392*
(-) Receivables from the Swedish Nuclear Waste Fund recognized on the balance sheet	*2,263*	*2,329*
Economic net debt (+) / Net cash position (-)	**-5,970**	**-3,058**

As of June 30, 2024, the net financial position amounted to -€7,904 million and thus improved by €2,474 million from year-end 2023 (-€5,430 million). This change resulted mainly from the positive operating cash flow (€2,950 million), reduced by cash payments for investments (-€229 million) and funding of -€284 million in plan assets for pension obligations.

Within the net financial position, margining receivables decreased by €1,128 million to €1,786 million (December 31, 2023: €2,914 million), margining liabilities also declined by €46 million to €79 million (December 31, 2023: €125 million). Borrowing through commercial paper increased by €69 million to €503 million (December 31, 2023: €434 million).

The economic net cash position improved by €2,912 million to €5,970 million as of June 30, 2024, primarily due to the previously described improvement in the net financial position, and it was additionally positively influenced by the decrease in net provisions for pensions and similar obligations as well as the decrease in provisions for asset retirement obligations by €86 million to €1,766 million (December 31, 2023: €1,852 million).

Net provisions for pensions and similar obligations decreased by €351 million to €169 million (December 31, 2023: € 520 million). Compared to the end of the 2023 fiscal year, the actuarial interest rate used to measure pensions and similar obligations increased in Germany and the UK at the end of the first half of 2024, which led to a reduction in pensions and similar obligations.

In the same period, the fair value of plan assets also rose in both countries. The significant increase in plan assets is mainly due to ongoing and a special allocation by the employer in Germany.

The decline in provisions for asset retirement obligations is mainly attributable to the positive result from the market valuation of KAF. The exchange rate effects in the context of the valuation of the nuclear waste disposal obligations also contributed to the increase, which was partially compensated for by opposing exchange rate effects in the valuation of the reimbursement claim against KAF.

Investments

Investments

January 1–June 30 € in millions	2024	2023
Investments		
Green Generation	*65*	*58*
Flexible Generation	*115*	*110*
Greener Commodities	*36*	*63*
Administration/Consolidation	*13*	*8*
Total	***229***	***240***
Growth	*91*	*74*
Maintenance and replacement	*138*	*166*

The slight decline in the Uniper Group's investments resulted from lower maintenance investments in the storage business, offset by slightly higher growth investments in battery projects.

The investments break down by segment as follows:

The year-over-year increase of €7 million in investments in the Green Generation segment in the first half of 2024 was primarily due to growth investments in battery projects in Sweden.

The year-over-year increase of €5 million in investments in the Flexible Generation segment in the first half of 2024 was partly due to growth investments in the battery project at the decommissioned Heyden power plant.

In the Greener Commodities segment, investments declined by €27 million from the prior-year level, an increase over the prior-year level, mainly due to lower maintenance investments for the storage business.

In the Administration/Consolidation area, investments were up by €5 million from the prior-year level and related to investments in IT projects, among other things.

Cash Flow

Cash Flow[1]

January 1–June 30 € in millions	2024	2023
Cash provided by operating activities (operating cash flow)	**2,950**	**4,294**
Cash provided by investing activities	**-1,486**	**2,671**
Cash provided by financing activities	**26**	**-6,714**

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.

Cash Flow from Operating Activities

Cash provided by operating activities (operating cash flow) decreased by €1,344 million in the first six months of 2024 to a cash inflow of €2,950 million (prior-year period: cash inflow of €4,294 million).

The decline was driven by non-recurring effects in the same period of the prior year, which will not be repeated in the first half of 2024. These include, in particular, income resulting from significantly lower costs for the replacement procurement of cancelled deliveries of Russian gas volumes and unusually high trading income. This was offset by the lower impact in the first half of 2024 compared to the same period of the prior year from negative cash effects of liquidity measures implemented in the previous year.

The following table presents the reconciliation of cash flow from operating activities (operating cash flow) to operating cash flow before interest and taxes:

Operating Cash Flow before Interest and Taxes[1]

January 1–June 30 € in millions	2024	2023	+/-
Operating cash flow	**2,950**	**4,294**	**-1,344**
Interest payments and receipts	-44	171	-216
Income tax payments (+) / refunds (-)	453	210	243
Operating cash flow before interest and taxes	**3,359**	**4,676**	**-1,316**

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.

Cash Flow from Investing Activities

Cash provided by investing activities decreased by €4,158 million, from a cash inflow of €2,671 million in the prior-year period to a cash outflow of €1,486 million in the first six months of the 2024 fiscal year. This development resulted primarily from fixed-term deposits with an original maturity of more than three months changes in the first half of 2024 (€2,104 million) and from changes in collateral to be provided by Uniper for futures and forward transactions (margining receivables), which decreased by €1,465 million year over year in the first six months of 2024. While there was a cash inflow of €2,598 million in the prior-year period, there was a lower cash inflow of €1,133 million in the first six months of 2024. Additionally, there was an extraordinary cash outflow of €249 million year-on-year due to a special allocation by the employer in Germany to the plan assets for pension obligations (contractual trust arrangement, CTA).

Compared with the prior-year period (€240 million), cash payments for investments in intangible assets, in property, plant and equipment, and in equity investments decreased by €11 million, to €229 million. Cash proceeds from disposals decreased by €195 million, from a cash inflow of €197 million in the prior-year period to a cash inflow of €2 million in the first six months of 2024. This was due mainly to the sale of the marine fuel trading business in the United Arab Emirates and the sale of the stake in the BBL pipeline in the first half of 2023.

Cash Flow from Financing Activities

In the first six months of 2024, financing activities resulted in a cash inflow of €26 million (prior-year period: cash outflow of €6,714 million). The decrease in margin deposits received for futures and forward transactions led to a cash outflow of €46 million (prior-year period: cash outflow of €1,321 million) and decreased margining liabilities accordingly. The repayment of lease liabilities in the amount of €55 million (prior-year period: €83 million) also had a cash outflow effect in the first half of 2024. This was offset by the issuance of new commercial paper in the amount of €69 million (prior-year period: €110 million) and the increase in other financial liabilities in the amount of €48 million (prior-year period: no change in cash and cash equivalents).

In the prior-year period, the KfW credit facility was restructured as of February 10, 2023, and classified as the settlement of the original financial liability and recognition of a new financial liability in accordance with IFRS regulations. An outflow and an inflow of roughly €6 billion in cash was therefore reported respectively for each obligation. Loans totaling €4 billion were repaid later in the first half of 2023, which left an amount of €2 billion in loans outstanding under the KfW credit facility as of June 30, 2023. In addition, promissory notes totaling €550 million, and amounts drawn under the revolving credit facility totaling €700 million were also repaid in the prior-year period.

Assets

Consolidated Assets, Liabilities and Equity

€ in millions	Jun. 30, 2024	Dec. 31, 2023
Non-current assets	15,620	19,762
Current assets	27,655	35,200
Total assets	**43,275**	**54,961**
Equity	11,426	10,436
Non-current liabilities	10,650	18,209
Current liabilities	21,200	26,316
Total equity and liabilities	**43,275**	**54,961**

The decrease in non-current assets and liabilities was caused in large part by the reclassification of receivables and liabilities from derivative financial instruments from non-current to current as necessitated by the passage of time. Non-current receivables from derivative financial instruments thus fell by €3,839 million, from €6,646 million to €2,807 million. The reclassification of a provision from non-current to current further reduced non-current liabilities.

The decrease in current assets was caused by the changes in trade receivables, receivables from derivative financial instruments and liquid funds. Trade receivables declined by €4,357 million amid lower prices and volumes, from €7,995 million to €3,638 million. Likewise, receivables from derivative financial instruments fell by €4,347 million, from €14,313 million to €9,965 million, mainly due to interim realization and settlement.

Liquid funds, by contrast, increased by €3,632 million, from €4,257 million to €7,890 million. This change was substantially driven particularly by the strong operating cash flow, as well as by the decrease of €1,128 million in margining receivables, which fell from €2,914 million to €1,786 million. The latter was also material to the decrease in current financial receivables and other financial assets.

Equity as of June 30, 2024, rose by €990 million from its level on December 31, 2023, to €11,426 million, due primarily to the consolidated net income of €903 million (of which a contribution of €23 million is attributable to non-controlling interests). While characterized by the strong operating business, net income, as expected, is down significantly from the prior-year period, where it had benefited from the reversal of provisions for anticipated losses from procurement of replacement volumes of gas.

The change in non-current liabilities in the first half of 2024 mainly reflects the described reduction in liabilities from derivative financial instruments. These liabilities declined by €4,673 million, from €7,754 million to €3,081 million. Similarly, non-current miscellaneous provisions decreased by €2,527 million, from €7,974 million to €5,446 million. The principal factor decreasing these provisions was the reclassification from non-current (December 31, 2023: €2,238 million) to current of the provision relating to contractual recovery claims by the Federal Republic of Germany from the granting of state aid.

The decrease in current liabilities is attributable to the decline in liabilities from derivative financial instruments, the decrease in trade payables and the change in current miscellaneous provisions. Trade payables fell by €4,022 million as of June 30, 2024, from €7,394 million to €3,371 million, amid lower prices and volumes. Liabilities from derivative financial instruments were also lower, decreasing by €3,588 million, from €14,436 million to €10,848 million, primarily due to interim realization and settlement.

Current liabilities also include a provision of €2,888 million relating to contractual claims for recovery by the Federal Republic of Germany from the granting of state aid, which was increased by €650 million in the first half of 2024 (December 31, 2023: €2,238 million non-current) due to time value of money effects and to the progression of IFRS earnings and IFRS equity planning as of December 31, 2024. A further increase in miscellaneous provisions resulted from the derecognition of a trade payable of €596 million to Gazprom Export from the summer of 2022, which has been set off against awarded damages. The derecognition took place because the arbitration tribunal affirmed the right of set-off in the second quarter of 2024. It had been agreed in the framework agreement with the Federal Republic of Germany that any proceeds from realized claims for damages against Gazprom Export – less related legal costs and taxes, unless financed from the stabilization measures – would accrue to the Federal Republic of Germany; accordingly, a separate current provision has been recognized in the amount of €541 million as of June 30, 2024 (December 31, 2023: €20 million other realized claims for damages). The extent to which additional significant amounts might arise in connection with the arbitration proceedings in the future cannot be estimated at this time.

Human Resources

Employees[1]

	Jun. 30, 2024	Dec. 31, 2023	+/- %
Green Generation	1,233	1,190	3.6
Flexible Generation	3,148	3,052	3.1
Greener Commodities	1,515	1,429	6.0
Administration/Consolidation	1,283	1,192	7.6
Total	**7,179**	**6,863**	**4.6**

[1]Figures do not include members of the Board of Management, managing directors, apprentices, work-study students and interns.

On June 30, 2024, the Uniper Group had 7,179 employees, 140 apprentices and 187 work-study students and interns worldwide. The workforce thus increased by 4.6% compared with December 31, 2023.

The number of employees in the Green Generation segment as of June 30, 2024, is above the figure for December 31, 2023, as a result of the increase in employees in the area of renewable energies.

The number of employees in the Flexible Generation segment as of June 30, 2024, compared to December 31, 2023, increased in the areas of sustainability, IT and selected power plants in Germany.

The number of employees in the Greener Commodities segment increased mainly due to the addition of employees in the area of market analysis and the expansion of the sales and gas business.

The increase in the number of employees in the Administration/Consolidation area is primarily due to the growth in the number of employees in the IT and HR areas. At 33.1% as of June 30, 2024, the proportion of employees working outside Germany, numbering 2,374, remained stable compared with the end of fiscal 2023.

Risk and Chances Report

The risk management system of the Uniper Group, as well as the measures taken to manage risks and chances across the Uniper Group, are described in detail in the Combined Management Report for the 2023 fiscal year.

Risk and Chances Profile of the Uniper Group

The commercial activity of the Uniper Group is naturally linked with uncertainties which lead to risks and chances. Resulting financial, credit, market, and operational risks and chances including their subcategories are explained in detail in the 2023 Combined Management Report. The categories of risks/chances, as well as the methodology to determine the assessment classes, have not changed compared to the 2023 Combined Management Report.

Key Changes in the Risk and Chances Profile of the Uniper Group

In the first half of 2024, the Uniper Group's risk and chances profile as of June 30, 2024, slightly improved in total compared to December 31, 2023. However, current geopolitical developments, in particular the conflict in the Middle East and the war in Ukraine, could have a substantial impact on commodity markets and thereby the Uniper Group's risk and chances profile. Uniper is continuously monitoring the situation and takes suitable measures to mitigate risks in case of certain conflict scenarios like in the Middle East and their impact on the energy markets and Uniper's business.

The key changes in the risk and chances profile of the Uniper Group compared with the 2023 Combined Management Report are described below by explaining changes in the impact assessment class of a risk/chance category as well as changes in the major individual risks and chances the Uniper Group is exposed to. An individual risk (chance) is considered major if its potential worst (best) case negative (positive) impact on the planned net income or on cash flow is €300 million or more in any one year of the three-year planning horizon.

Commodity price risks
The volatility of commodity market prices reduced during the first half-year of 2024 while correlation effects in the Uniper portfolio increased such that the Uniper Group as of June 30, 2024, is exposed to less commodity risk than at year-end. Due to this the assessment class of the "Commodity Price Risks" category improved from major to significant.

Asset project risks
Following the successful completion of construction work on various power plant projects, the corresponding power plants were taken into continuous operation or taken over without technical complaints during the first half-year of 2024. This means that the construction project risks associated with the construction measures no longer apply. As a result, the assessment class of the "Asset Project Risks" category improved from moderate to low during the first half-year of 2024.

Legal chances related to long-term gas supply contracts
During the second quarter of 2024 a final legal assessment clarified that a previously reported major individual chance from an ongoing dispute about one of its long-term gas supply contracts represents no upside for Uniper such that this chance no longer exists. This event did not result in a change of the assessment class of the "Legal Chance" category which remains to be assessed as major.

Risks from interim injunction against Uniper in favor of Gazprom Export (GPE)
In March 2024, a Russian court issued an interim injunction against Uniper in favor of GPE, which includes paying a fine worth billions of euros to GPE. Uniper considers the court decision to be a violation of international law and the principle of a fair trial and has filed an appeal against the ruling in Russia. This was unsuccessful. The title allows GPE to enforce Uniper assets within Russia and possibly even outside of Russia. Uniper is still examining the impact on the Group's risk and chances situation and is determined to defend itself against any enforcement attempts. Based on the latest assessment, the potential enforcement of the title on Uniper assets as of June 30, 2024, is classified as a major individual risk. Compared to the previous quarter, this results from an advanced legal analysis. The current state of legal analysis shows a range of possible effects. Uniper is currently analyzing what measures can be taken to mitigate this risk.

Other notable risk developments from legal proceedings
On June 7, 2024, an arbitration tribunal seated in Sweden awarded Uniper the right to terminate the gas supply contracts with the Russian state-owned company GPE which legally were still in force. In June 2024 Uniper effectively terminated these gas supply contracts and ended the long-term gas supply relationship with GPE. Due to this several risks which did not qualify as major individual risks could be closed without impacting any of the risk category assessment classes.

Assessment of the Overall Risk and Chances Situation

Uniper conducted a comprehensive analysis of the effects that the key changes in the risk and chances profile described above have on the Group as of June 30, 2024. On this basis, the Uniper Group's overall risk and chances situation has slightly improved compared with the end of the 2023 fiscal year. Therefore, in summary, the Board of Management of Uniper SE is of the opinion that there are no material uncertainties associated with events or conditions that, individually or collectively, could cast significant doubt on Uniper's ability to continue as a going concern.

Non-Financial Information

Uniper discloses non-financial key performance indicators on a quarterly basis. The aim is to underscore Uniper's ongoing commitment to its most material sustainability topics and present information on how Uniper has performed in the reporting period.

Uniper's decarbonization strategy aims to steer the energy transition by providing a secure supply of low-carbon energy. Uniper aims for the entire Group's direct (Scope 1) and indirect (Scope 2 and 3) CO_2e (CO_2-equivalents) emissions to be carbon-neutral by 2040. The whole Uniper Group aims to be carbon-neutral for Scope 1 and 2 CO_2e emissions by 2035. By 2030, Uniper aims to achieve at least a 55% reduction in these emissions, using 2019 as the baseline. These targets include technical solutions, divestments and carbon offsetting for unavoidable emissions.

Uniper's direct CO_2 emissions, from the combustion of fossil fuels for power and heat generation, totaled 8.3 million metric tons in the first six months of 2024 (prior-year period: 9.3 million metric tons). This data contains estimates. The decrease is mainly due to a reduction in output from some of Uniper's coal-fired power plants in Germany. This is a result of less favorable commercial market conditions for coal-fired power generation.

Providing an uninterrupted, reliable supply of energy is a key topic for Uniper. There are two kinds of plant outages: planned outages for maintenance and unplanned outages due to technical faults. In the first six months of 2024, the average availability factor of Uniper's gas- and coal-fired power plants was 78.2% (prior-year period: 71.0%). The increase of the availability is attributable to a reduction of unplanned outages in the UK and the Netherlands compared to the prior-year period.

Uniper uses the combined Total Recordable Incident Frequency (TRIF) and the number of severe accidents (life-changing injuries or fatalities) to measure safety performance. Uniper had no severe accidents in the first six months of 2024. The combined TRIF measures the TRIs sustained both by the Uniper Group's employees and contractors working on Uniper sites per million hours of work. The combined TRIF for the first six months of 2024 was 2.49 (prior-year period: 2.98). The decrease is the result of a lower number of recordable incidents in the Asset Management division and the coal-fired generation fleet. To reduce the TRIF, Uniper continues to focus on the cooperation with contractors to develop measures to improve their safety performance.

Uniper's HSSE & Sustainability Improvement Plan (IP) provides a program for driving HSSE- and sustainability-related improvements across Uniper through performance indicators and targets. The focus of the 2024 HSSE & Sustainability IP is on driving the evolution of HSSE and sustainability culture within Uniper. As in 2023, the IP encourages Uniper leaders to foster HSSE and sustainability awareness through Care Moments, which are discussions with employees on experiences and topics from all HSSE and sustainability areas that aim to increase awareness.

Three levels of achievement are possible for the IP in order to evaluate the achievement of the IP: below 100%, 100%, and above 100%. Overachievement (up to 200%) is possible if Uniper's business areas perform Care Moments in other business areas, share Care Moments with others and set action plans. In the first six months of 2024 the HSSE & Sustainability function held discussions with all Uniper business areas to exchange ideas on cascading the plan across all levels of the Uniper Group. Various Care Moments have been held, focusing on promoting healthy behaviors, providing impulses for a safer work environment, and facilitating the exchange of potential risks to enable the individual departments to prevent them.

Outlook Report

Macroeconomic Situation

The global economic outlook improved in the first half of 2024 compared to the previous year, although growth remains moderate. Tighter monetary policy is having a particularly noticeable impact on the housing and credit markets, yet global economic activity is proving surprisingly resilient. Inflation is falling faster than expected and private sector confidence is improving. There is more balance in the labor market, unemployment remains at a record low level, real incomes are rising, and trade is picking up again. Nevertheless, the trends between countries are diverging, with weaker growth in Europe and most low-income countries being offset by strong growth in the US and many large emerging markets.

The OECD forecasts global GDP growth of 3.1% in 2024, unchanged from 2023, and expects growth to rise to 3.2% in 2025, supported by stronger real income growth and lower central bank interest rates. However, the macroeconomic policy stance will remain restrictive in most economies. Real interest rates will fall only gradually and there will be moderate fiscal consolidation in most countries over the next two years. China is an important exception, with low interest rates and significant additional fiscal support, which is likely to continue into 2024 and 2025.

There are still considerable risks associated with the further development of the global economic outlook. The multitude of geopolitical tensions pose significant short-term risks. In particular, the conflicts in the Middle East could intensify further and affect the energy and financial markets, which could lead to higher inflation and weaker growth momentum. If the decline in inflation falls short of expectations, this is likely to put further pressure on financing conditions due to higher interest rates, thus adversely affecting the economy and potentially also the labor markets.

Earnings Outlook

The forecast for the 2024 fiscal year is influenced mainly by ongoing developments in the energy industry and by price trends in the European commodity markets, which continue to be marked by a certain degree of volatility, albeit no longer at the extraordinarily high levels of previous years. The exceptionally high earnings contributions seen in 2023 cannot be repeated in 2024 due to the changed market environment. Nevertheless, Uniper expects a very good result for 2024 in a historical context.

Against this backdrop, Uniper expects the Uniper Group's adjusted EBITDA for 2024, as most recently indicated in the forecast published in the annual report for 2023, to be significantly below the figure for the previous year (€7,164 million). Due to the good performance of the operating business to date as well as positive market price developments for gas since the beginning of 2024, the range for the expected adjusted EBITDA for 2024 has been raised by €400 million, from €1,500-€2,000 million to €1,900-€2,400 million.

Uniper still expects 2024 adjusted EBITDA in the Green Generation segment (2023: €476 million) to be significantly above the prior-year level. Uniper also continues to anticipate that 2024 adjusted EBITDA in the Flexible Generation (2023: €2,414 million) and the Greener Commodities (2023: €4,243 million) segments will be significantly below the respective prior-year levels.

For adjusted net income, Uniper continues to expect a significant decrease compared with the 2023 fiscal year (2023: €4,432 million). Reflecting the development in adjusted EBITDA, the forecast range for the expected adjusted net income for 2024 has also been raised by €400 million, from €700-€1,100 million to €1,100-€1,500 million.

Forecast Non-Financial Performance Indicators

Direct Carbon Emissions (Scope 1)

The forecast for the 2024 fiscal year, which was last published in the 2023 Annual Report, is confirmed. The direct CO_2 emissions (Scope 1) in 2024 are expected to be significantly below the prior-year level (19.4 million t CO_2). Coal-fired power generation is expected to be lower than in 2023 due to less favorable market conditions compared with the previous year and the closure of Ratcliffe, as well as the entry of Staudinger 5 and Heyden 4 into the grid reserve in 2024.

This forecast includes uncertainties that can only be estimated to a limited extent, such as the resulting electricity prices and prices for raw materials (natural gas, hard coal) and CO_2 allowances that are relevant to utilization, the actual technical availability of the thermal plants, and the actual customer demand.

Condensed Consolidated Interim Financial Statements

Uniper Consolidated Statement of Income[1]

€ in millions	Note	April 1–June 30 2024	April 1–June 30 2023	January 1–June 30 2024	January 1–June 30 2023
Sales including electricity and energy taxes		13,802	20,318	31,843	54,565
Electricity and energy taxes		-58	-53	-118	-90
Sales	**(15)**	**13,744**	**20,266**	**31,725**	**54,475**
Changes in inventories (finished goods and work in progress)		8	-92	-34	-14
Own work capitalized		22	20	38	35
Other operating income	(15)	7,637	11,278	19,847	59,500
Cost of materials	(15)	-12,799	-18,512	-28,825	-52,164
Personnel costs		-265	-261	-508	-488
Depreciation, amortization and impairment charges	(6), (15)	-170	-188	-324	-1,283
Other operating expenses	(15)	-7,905	-10,166	-21,032	-50,284
Income from companies accounted for under the equity method	(7)	9	12	20	20
Income/Loss before financial results and taxes		**281**	**2,356**	**908**	**9,797**
Financial results	(4)	68	-15	163	-77
Net income/loss from equity investments		*1*	*-4*	*1*	*-4*
Interest and similar income		*86*	*78*	*205*	*141*
Interest and similar expenses		*-83*	*-115*	*-159*	*-302*
Other financial results		*64*	*25*	*117*	*88*
Income taxes		77	359	-168	-266
Net income/loss		**426**	**2,700**	**903**	**9,453**
Attributable to shareholders of Uniper SE		418	2,693	880	9,432
Attributable to non-controlling interests		8	7	23	21
€					
Earnings per share (attributable to shareholders of Uniper SE) – basic and diluted	**(5)**				
From continuing operations		1.00	6.47	2.11	22.65
From net income/loss		**1.00**	**6.47**	**2.11**	**22.65**

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.

Uniper Consolidated Statement of Recognized Income and Expenses[1]

€ in millions	April 1–June 30 2024	April 1–June 30 2023	January 1–June 30 2024	January 1–June 30 2023
Net income/loss	**426**	**2,700**	**903**	**9,453**
Remeasurements of equity investments	50	-46	-15	-285
Remeasurements of defined benefit plans	80	-5	89	62
Remeasurements of defined benefit plans of companies accounted for under the equity method	–	–	-2	5
Income taxes	-24	1	-26	-20
Items that will not be reclassified subsequently to the income statement	**107**	**-51**	**46**	**-238**
Cash flow hedges	–	–	–	–
Unrealized changes	*–*	*–*	*–*	*–*
Reclassification adjustments recognized in income	*–*	*–*	*–*	*–*
Currency translation adjustments	55	23	46	44
Unrealized changes	*55*	*27*	*46*	*48*
Reclassification adjustments recognized in income	*–*	*-3*	*–*	*-3*
Companies accounted for under the equity method	1	-2	-1	-1
Unrealized changes	*1*	*-2*	*-1*	*-1*
Reclassification adjustments recognized in income	*–*	*–*	*–*	*–*
Income taxes	–	–	–	–
Items that might be reclassified subsequently to the income statement	**56**	**22**	**45**	**43**
Total income and expenses recognized directly in equity	**162**	**-29**	**91**	**-195**
Total recognized income and expenses (total comprehensive income)	**588**	**2,671**	**994**	**9,259**
Attributable to shareholders of Uniper SE	*581*	*2,659*	*969*	*9,232*
Attributable to non-controlling interests	*7*	*12*	*25*	*27*

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.

Uniper Consolidated Balance Sheet

€ in millions	Note	Jun. 30, 2024	Dec. 31, 2023
Assets			
Intangible assets		677	677
Property, plant and equipment and right-of-use assets		7,341	7,462
Companies accounted for under the equity method	(7)	319	256
Other financial assets	(7)	819	763
Equity investments		*706*	*658*
Non-current securities		*113*	*105*
Financial receivables and other financial assets	(10)	2,838	3,004
Receivables from derivative financial instruments	(10)	2,807	6,646
Other operating assets and contract assets	(10)	119	106
Deferred tax assets		699	847
Non-current assets	**(15)**	**15,620**	**19,762**
Inventories		2,596	3,090
Financial receivables and other financial assets	(10)	2,091	3,201
Trade receivables	(10)	3,638	7,995
Receivables from derivative financial instruments	(10)	9,965	14,313
Other operating assets and contract assets	(10)	970	1,805
Income tax assets		42	37
Liquid funds[1]		7,890	4,257
Cash and cash equivalents		5,742	4,211
Current fixed-term deposits and securities		2,148	46
Assets held for sale	(3)	463	501
Current assets	**(15)**	**27,655**	**35,200**
Total assets		**43,275**	**54,961**

[1]Since 2024, Uniper is presenting a breakdown of liquid funds. The corresponding information for 2023 is reported for comparative purposes. The current fixed-term deposits and securites included within liquid funds have an original maturity of greater than 3 months but less than 12 months.

Uniper Consolidated Balance Sheet

€ in millions	Note	Jun. 30, 2024	Dec. 31, 2023
Equity and liabilities			
Capital stock	(8)	416	416
Additional paid-in capital	(8)	8,944	8,944
Retained earnings	(8)	2,594	1,668
Accumulated other comprehensive income		-778	-821
Equity attributable to shareholders of Uniper SE		**11,177**	**10,208**
Equity attributable to non-controlling interests		249	228
Equity	**(15)**	**11,426**	**10,436**
Financial liabilities and liabilities from leases	(10), (15)	1,094	1,119
Liabilities from derivative financial instruments	(10)	3,081	7,754
Other operating liabilities and contract liabilities	(10)	487	493
Provisions for pensions and similar obligations	(9)	192	521
Miscellaneous provisions		5,446	7,974
Deferred tax liabilities		349	350
Non-current liabilities	**(15)**	**10,650**	**18,209**
Financial liabilities and liabilities from leases	(10), (15)	789	727
Trade payables	(10)	3,371	7,394
Liabilities from derivative financial instruments	(10)	10,848	14,436
Other operating liabilities and contract liabilities	(10)	618	608
Income taxes		262	596
Miscellaneous provisions		5,213	2,391
Liabilities associated with assets held for sale	(3)	98	164
Current liabilities	**(15)**	**21,200**	**26,316**
Total equity and liabilities		**43,275**	**54,961**

Uniper Consolidated Statement of Cash Flows[1]

January 1–June 30 € in millions	2024	2023
Income/loss from discontinued operations	**903**	**9,453**
Depreciation, amortization and impairment of intangible assets, of property, plant and equipment, and of right-of-use assets	324	1,283
Change in provisions	311	-7,875
Change in deferred tax assets and liabilities	118	77
Other non-cash income and expenses	-62	63
Gain/Loss on disposal of intangible assets, property, plant and equipment, equity investments and securities (> 3 months)	4	-20
Intangible assets and property, plant and equipment	*4*	*3*
Equity investments	*–*	*-24*
Changes in operating assets and liabilities and income taxes	1,353	1,313
Inventories	*494*	*1,566*
Trade receivables	*4,362*	*4,469*
Other operating receivables and income tax assets	*9,101*	*41,887*
Trade payables	*-597*	*-965*
Other operating liabilities and income taxes	*-12,007*	*-45,643*
Cash provided by operating activities (operating cash flow)	**2,950**	**4,294**
Proceeds from disposal of	2	197
Intangible assets and property, plant and equipment	*1*	*9*
Equity investments	*1*	*188*
Purchases of investments in	-229	-240
Intangible assets and property, plant and equipment	*-219*	*-232*
Equity investments	*-10*	*-8*
Proceeds from disposal of securities (> 3 months) and of financial receivables and fixed-term deposits	1,285	2,844
Purchases of securities (> 3 months) and of financial receivables and fixed-term deposits	-2,544	-130
Cash provided by investing activities	**-1,486**	**2,671**
Cash proceeds arising from changes in capital structure	9	4
Cash payments arising from changes in capital structure	-13	-7
Proceeds from new financial liabilities	153	6,112
Repayments of financial liabilities and reduction of outstanding lease liabilities	-123	-12,824
Cash provided by financing activities	**26**	**-6,714**

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.

Uniper Consolidated Statement of Cash Flows[1]

January 1–June 30 € in millions	2024	2023
Net increase/decrease in cash and cash equivalents	**1,490**	**251**
Effect of foreign exchange rates and other effects on cash and cash equivalents	41	18
Cash and cash equivalents at the beginning of the reporting period	4,211	4,591
Cash and cash equivalents from disposal group	–	67
Cash and cash equivalents at the end of the reporting period	**5,742**	**4,927**
Supplementary information on cash flows from operating activities	**–**	**–**
Income tax payments	-453	-210
Interest paid	-88	-279
Interest received	132	108
Dividends received	1	1

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.

Statement of Changes in Equity

€ in millions	Capital stock	Additional paid-in capital	Retained earnings	Accumulated other comprehensive income that might be reclassified subsequently to the income statement: Currency translation adjustments	Cash flow hedges	Equity attributable to shareholders of Uniper SE	Non-controlling interests	Total
Balance as of January 1, 2023	**14,160**	**10,825**	**-19,877**	**-916**	**-1**	**4,191**	**194**	**4,386**
Capital increase							4	4
Capital decrease							-7	-7
Total comprehensive income			9,195	36	1	9,232	27	9,259
Net income/loss			9,432			9,432	21	9,453
Other comprehensive income			-238	36	1	-201	6	-195
Remeasurements of defined benefit plans			47			47		47
Remeasurements of investments			-285			-285		-285
Changes in accumulated other comprehensive income				36	1	37	6	43
Balance as of June 30, 2023	**14,160**	**10,825**	**-10,682**	**-880**	**0**	**13,423**	**219**	**13,641**
Balance as of January 1, 2024	**416**	**8,944**	**1,668**	**-821**	**0**	**10,208**	**228**	**10,436**
Capital increase							9	9
Capital decrease							-13	-13
Total comprehensive income			926	43		969	25	994
Net income/loss			880			880	23	903
Other comprehensive income			46	43		89	2	91
Remeasurements of defined benefit plans			61			61		61
Remeasurements of investments			-15			-15		-15
Changes in accumulated other comprehensive income				43		43	2	45
Balance as of June 30, 2024	**416**	**8,944**	**2,594**	**-778**	**0**	**11,177**	**249**	**11,426**

Notes to the Condensed Consolidated Interim Financial Statements

(1) General Information and Summary of Significant Accounting Policies

Significant Accounting Policies

The Interim Financial Statements for the six months ended June 30, 2024, have been prepared in accordance with those International Financial Reporting Standards (IFRS) and related interpretations of the IFRS Interpretations Committee (IFRS IC) effective and adopted for use in the European Union (EU).

These Interim Financial Statements prepared in accordance with IAS 34 are condensed relative to the reporting scope applied to the Consolidated Financial Statements for the full year. Apart from the new financial reporting standards and interpretations presented below that have been adopted by the EU into European law, the accounting policies and consolidation principles used were the same as those applied in the preparation of the Consolidated Financial Statements for the 2023 fiscal year. As in previous years, income taxes are determined based on the projected weighted average annual income tax rate for the full fiscal year.

Further information, including information about the risk management system, is provided in Uniper's Consolidated Financial Statements for the year ended December 31, 2023, which serve as the basis for these Interim Financial Statements.

The Interim Financial Statements and the Consolidated Financial Statements of the Uniper Group are generally prepared based on amortized cost, with the exception of those other equity investments measured at fair value "through other comprehensive income" (changes in fair value recognized in equity), and of financial assets and liabilities (including derivative financial instruments) measured at fair value "through profit or loss" (changes in fair value recognized in income).

Currencies were translated at the following rates:

Currencies

		€1, rate at the reporting date	
	ISO Code	2024	2023
British pound	GBP	0.85	0.86
Swedish krona	SEK	11.36	11.81
U.S. dollar	USD	1.07	1.09

Currencies

		€1, annual average rate	
January 1–June 30	ISO Code	2024	2023
British pound	GBP	0.85	0.88
Swedish krona	SEK	11.39	11.33
U.S. dollar	USD	1.08	1.08

Provisions Applicable for the First Time in 2024

New Financial Reporting Standards and Interpretations

Standard/Interpretation		IASB/IFRS IC effective date	Endorsed by EU	Impact on Uniper
Amendment to IFRS 16	Lease Liability in a Sale and Leasback	Jan. 1, 2024	Yes	To be examined on a case-by-case basis
Amendments to IAS 1	Classification of Liabilities as Current or Non-current including Deferral of Effective Date	Jan. 1, 2024	Yes	To be examined on a case-by-case basis
Amendments to IAS 1	Non-Current Liabilities with Covenants	Jan. 1, 2024	Yes	To be examined on a case-by-case basis
Amendments to IAS 7 and IFRS 7	Supplier Finance Arrangements	Jan. 1, 2024	Yes	No

Assumptions and Estimation Uncertainty

The preparation of the financial statements requires management to make estimates and assumptions that may influence the application of accounting policies within the Uniper Group and affect the measurement and presentation of reported figures. Estimates are based on past experience and on additional knowledge obtained on transactions to be reported. Actual amounts may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Adjustments to accounting estimates are recognized in the period in which the estimate is revised if the change affects only that period, or in the period of the revision and subsequent periods if both current and future periods are affected.

At Uniper, estimates are particularly necessary for the recognition and measurement of deferred tax assets, to account for pension provisions and miscellaneous provisions, for impairment testing, for the determination of the fair value of certain financial instruments, and to account for price-adjustment clauses contained in long-term contracts.

The assumptions and estimates are fundamentally affected by developments in the geopolitical situation and Uniper's transformation to a greener company. Uniper's green transformation is embodied particularly in the CO_2 reduction targets pursued and in the measures that have been and will be taken for their achievement.

For the first half of 2024, individual event-triggered impairment tests at the Group's cash-generating units were based on the changed estimates and assumptions made centrally about underlying price expectations for the years 2024 through 2026 (first half of 2023: for the years 2023–2025).

Since the second quarter of 2023, cash flow scenarios for gas supply curtailments by Gazprom and the associated uncertainties in terms of the cost of procuring replacement volumes have not been applied after Uniper had almost effectively hedged its gas supply obligations through instruments including forward contracts.

All other estimates made centrally were taken unchanged from the 2022 fiscal year. Further material estimates and uncertainties related to the measurement of individual derivative financial instruments.

Given the complete discontinuation of deliveries of gas, the gas supply contracts entered into with Gazprom were measured at a fair value of zero since August 2022. Based on the arbitration ruling of June 7, 2024, the long-term gas supply contracts with Gazprom Export were effectively terminated in June 2024, and the contracts ceased to be measured as of the June 30, 2024, reporting date.

Following its deconsolidation as of December 31, 2022, the shareholding in PAO Unipro is presented as an "other" equity investment and measured at fair value through other comprehensive income in accordance with IFRS 9, with a carrying amount of €1, owing to the high degree of uncertainty regarding a sales price that can actually be achieved and enforced.

The provision relating to contractual recovery claims of the Federal Republic of Germany from the granting of state aid was discounted using an interest rate of 3.47% reflecting its term. It is also subject to estimation uncertainty, as the IFRS earnings and IFRS equity planning as of December 31, 2024, has a significant impact on the amount of the contractual recovery claims. It is expected that the provision will be remeasured regularly later in the 2024 fiscal year based on revised planning assumptions.

The items of the balance sheet and of the income statement that are affected by material estimates and uncertainties are presented in Note 6, Impairments, and Note 10, Additional Disclosures on Financial Instruments. A detailed description of the other provisions that are also affected is provided in Note 15, Summary of Significant Changes from the Previous Year.

There may be future effects on the Consolidated Financial Statements arising from more volatile commodity markets and, correspondingly, more volatile revenues and cost of materials at Uniper, as well as from interest rate adjustments in different countries, increased volatility in foreign exchange rates, a deterioration in creditworthiness, and customer defaults or arrears. These factors can affect the carrying amounts of assets and liabilities, the amount and timing of earnings recognition, as well as cash flows. Uniper is also required to post collateral for futures and forward transactions (especially margining receivables) for portfolio hedges that arise in the ordinary course of Uniper's business. The amount of these temporary collateral pledges is governed by, among other things, the amount of the derivative position affected by collateral pledges, commodity price levels and price volatility in the commodity markets.

It is reasonably possible that changes in estimates and assumptions will be necessary in the next fiscal year.

Going Concern

Uniper believes that the application of the going-concern principle is appropriate and that there are no material uncertainties associated with events or conditions that, individually or collectively, could cast significant doubt on Uniper's ability to continue as a going concern.

(2) Scope of Consolidation and Equity Investments

Scope of Consolidation

	Domestic	Foreign	Total
Consolidated companies as of January 1, 2024	**31**	**29**	**60**
Additions	–	–	–
Disposals/mergers	1	–	1
Consolidated companies as of June 30, 2024	**30**	**29**	**59**

As of June 30, 2024, a total of two domestic and five foreign associated companies were accounted for under the equity method (December 31, 2023: two domestic companies and five foreign companies).

(3) Disposals and Assets Held for Sale

Disposals and Assets Held for Sale in the First Half of 2024

To fulfill the divestment requirement in the EU's state-aid approval, the process to dispose of the Gönyű power plant in Hungary and of Uniper Hungary Energetikai Kft. (UHUE), the company holding the power plant, was initiated during the 2023 fiscal year. The disposal process was an advanced transaction stage as of December 31, 2023. Accordingly, the net assets of UHUE as of year-end 2023 were reclassified as a disposal group and as assets and associated liabilities held for sale. A purchase contract for the acquisition of the shares in UHUE was concluded with Veolia Invest Hungary Zrt., a Hungarian subsidiary of Veolia S.A., Paris, France, on February 14, 2024. An impairment charge of €49 million was recognized on the disposal group at the end of 2023 in the context of the reclassification.

An impairment charge of €49 million was recognized on the disposal group at the end of 2023 in the context of the reclassification. Held as a disposal group in the Flexible Generation segment (2023: European Generation), the major asset and liability items of the activities in Hungary as of June 30, 2024, were non-current assets (€170 million) and current assets (€63 million), as well as liabilities (€94 million).

The transaction is not expected to produce a material gain or loss on disposal when it closes, likely in the second half of 2024.

Because the EU's state-aid approval also requires divestment of the North American power business, the disposal process was initiated in the previous year in the form of asset deals, and parts of it had reached an advanced transaction stage, with the result that reclassifications to assets held for sale and associated liabilities took place during the 2023 fiscal year.

The disposal group's major derivative asset and liability items as of June 30, 2024, which are measured at fair value, were non-current assets (€159 million) and current assets (€71 million), as well as liabilities (€4 million).

Until each respective transaction closes, contracts are still being realized in part, and the assets and liabilities will continue to be measured at fair value.

Disposals and Assets Held for Sale in the First Half of 2023

On May 15, 2023, Uniper completed the sale of its 20% equity interest in BBL Company V.O.F. (BBL), the Dutch owner of a 235-kilometer gas interconnection linking the UK and the Netherlands. The joint venture partners Gasunie and Fluxys executed their preemption right earlier this year. Divestment of this non-strategic shareholding is part of the remedies Uniper must fulfill pursuant to the EU's state aid approval.

Held as a disposal group in the former Global Commodities segment, the major asset and liability items as of the disposal date of these activities, which along with the BBL stake also include the intermediate holding company Uniper Ruhrgas BBL B.V., were non-current assets (€39 million) and current assets (€35 million), as well as liabilities (€1 million).

The transaction did not produce a gain or loss on disposal when it closed.

On May 31, 2023, Uniper completed the sale of 100% of the shares in its United Arab Emirates-based crude oil processing and marine fuel trading business (Uniper Energy DMCC) to a consortium of Montfort Group and the Private Office of His Highness Sheikh Ahmed Dalmook Al Maktoum, following the fulfillment of conditions precedent and the receipt of regulatory approvals. Divestment of this non-strategic shareholding is part of the remedies Uniper must fulfill pursuant to the EU's state aid approval.

The major asset and liability items of these activities held as a disposal group as of the disposal date were non-current assets (€81 million) and current assets (€239 million), as well as liabilities (€190 million).

The transaction produced a preliminary gain on disposal of €19 million when it closed.

(4) Financial Results

Financial Results[1]

	April 1–June 30		January 1–June 30	
€ in millions	**2024**	**2023**	**2024**	**2023**
Income from companies in which equity investments are held	1	-4	1	-4
Impairment charges/reversals on other financial assets	–	–	–	–
Net income/loss from equity investments	**1**	**–4**	**1**	**–4**
Interest and similar income	86	78	205	141
Amortized cost	*78*	*48*	*136*	*96*
Other interest and similar income	*9*	*29*	*69*	*45*
Interest and similar expenses	-83	-115	-159	-302
Amortized cost	*-32*	*-106*	*-68*	*-229*
Other interest and similar expenses	*-51*	*-8*	*-91*	*-73*
Net interest income	**3**	**-37**	**45**	**-161**
Impairment charges/reversals	-1	-	–	-
Net income from securities	22	18	42	22
Result from the Swedish Nuclear Waste Fund (KAF)	42	7	75	66
Other financial results	**64**	**25**	**117**	**88**
Financial results	**68**	**-15**	**163**	**-77**

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.

In the first half of 2024, financial results increased significantly by €241 million to a net income result of roughly €163 million. This change is primarily attributable to the significant increase in interest income from the short-term investment of liquid funds in the 2024 fiscal year and to the significantly reduced interest expense compared with the prior-year period incurred for the financing of Uniper SE. Net income from equity investments rose by €5 million to €1 million (prior-year period: -€4 million). Net interest income increased by €206 million year over year to €45 million.

Interest and similar income increased by €63 million to €205 million (prior-year period: €141 million). This development resulted mainly from short-term deposits of liquid funds and from time value of money effects in the measurement of non-current provisions, primarily in Hydro. Both interest income and interest expenses from forward transactions (margining) decreased in the reporting period and resulted in net income of €26 million (prior-year period: income of €32 million).

Interest and similar expenses decreased by €143 million to €159 million in the first half of 2024 (prior-year period: €302 million), owing particularly to the decreased financing volume of Uniper SE brought about by the unwinding of credit lines at the state-owned KfW Bank and the resulting significantly reduced cost of providing the financing. Higher interest expenses in connection with the measurement of non-current provisions in Swedish nuclear power had an offsetting effect, as did the accretion of the provision relating to contractual recovery claims of the Federal Republic of Germany arising from the granting of state aid.

Other financial results increased by €29 million as of June 30, 2024, to €117 million (prior-year period: €88 million), brought about especially by the increase of €9 million in the valuation result from the Swedish Nuclear Waste Fund (prior-year period: €66 million). Furthermore, net income from securities increased by €21 million in the first half of 2024 to €42 million (prior-year period: €22 million).

(5) Earnings per Share

Earnings per Share[1]

	April 1–June 30		January 1–June 30	
€ in millions	**2024**	**2023**	**2024**	**2023**
Income/Loss from continuing operations	426	2,700	903	9,453
Less: non-controlling interests	8	7	23	21
Income/Loss from continuing operations (attributable to shareholders of Uniper SE)	**418**	**2,693**	**880**	**9,432**
Net income/loss attributable to shareholders of Uniper SE	**418**	**2,693**	**880**	**9,432**
€				
Earnings per share (attributable to shareholders of Uniper SE)				
From continuing operations	1.00	6.47	2.11	22.65
From net income/loss	**1.00**	**6.47**	**2.11**	**22.65**
Weighted-average number of shares outstanding (in millions)	416	416	416	416

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 and Note 13 to the 2023 Consolidated Financial Statements.

The computation of diluted earnings per share is identical to that of basic earnings per share because Uniper SE has issued no potentially dilutive ordinary shares.

(6) Impairment Testing

Impairment Testing of Non-Current Assets

Impairment Testing Results in the First Half of 2024

Because impairments had been recognized on a large number of generation assets in previous years, the assets involved will be particularly sensitive in subsequent years to changes in the key assumptions used to determine their recoverable amounts. In combination with the inherent uncertainties, future developments in market situations and in the geopolitical situation can likewise be a significant factor in future impairment testing.

As of June 30, 2024, an impairment charge of €20 million was recognized for the Datteln 4 hard-coal-fired power plant in the Flexible Generation segment. Impairment testing for this asset was triggered especially by measures preparatory to implementation of the remedies underlying the EU's state-aid approval. The stated impairment loss is particularly attributable to the plant's changed operating parameters.

Impairment Testing Results in the First Half of 2023

Because impairments had been recognized on a large number of generation assets in previous years, especially in the European Generation segment, the assets involved will be particularly sensitive in subsequent years to changes in the key assumptions used to determine their recoverable amounts. In combination with the aforementioned inherent uncertainties, future developments in market situations and in the geopolitical situation can likewise be a significant factor in future impairment testing.

Impairment charges on property, plant and equipment totaled €882 million in the first half of 2023. They related solely to the European Generation segment. Reversals of impairments on property, plant and equipment amounted to €11 million in the first half of 2023 and also related to the European Generation segment.

Impairment Testing Results in the First Quarter of 2023

Impairment charges on property, plant and equipment totaled €862 million in the first quarter of 2023. They related to the Flexible Generation segment (2023: European Generation).

A charge of €568 million was recognized on an asset in the Netherlands in the first quarter of 2023. The impairment test on this asset was triggered by the decline in short-to-medium-term spreads. Additional impairments related to a coal-fired power plant outside Germany, at €155 million (adjusting for exchange rates, €157 million in the second quarter of 2023), and within Germany to the Datteln 4 hard-coal power plant, at €139 million. Here, too, impairment testing was triggered by the respective declines in prices and spreads.

Impairment Testing Results in the Second Quarter of 2023

Impairment charges on property, plant and equipment totaled €18 million in the second quarter of 2023. The charges related solely to a power plant in Germany held in the Flexible Generation segment (2023: European Generation). Impairment testing was triggered by the postponement of the plant's commissioning.

Reversals of impairment charges previously recognized on one power plant amounted to €11 million in the second quarter of 2023. They related entirely to the Flexible Generation segment (2023: European Generation). Impairment testing was triggered by the network operator's decision to return to operation a plant that had already been decommissioned.

(7) Companies Accounted for under the Equity Method and Other Financial Assets

Companies Accounted for under the Equity Method and Other Financial Assets

€ in millions	June 30, 2024			December 31, 2023		
	Uniper Group	Associates[1]	Joint ventures[1]	Uniper Group	Associates[1]	Joint ventures[1]
Companies accounted for under the equity method	319	220	99	256	166	90
Equity investments	706	18	5	658	18	5
Non-current securities	113	–	–	105	–	–
Total	**1,138**	**238**	**104**	**1,019**	**184**	**95**

[1]The associates and joint ventures presented as equity investments are associated companies and joint ventures accounted for at cost on materiality grounds.

(8) Equity and Dividend

Based on the framework agreement with the Federal Republic of Germany and on Section 29 (1a), sentence 9, EnSiG, Uniper will distribute no dividends – without the consent of the Federal Republic of Germany – until stabilization has been completed.

Due to the IFRS net income of €903 million in the first half of 2024 (prior-year period: €9,453 million), the Uniper Group's equity increased to €11,426 million (December 31, 2023: €10,436 million).

(9) Provisions for Pensions and Similar Obligations

Provisions for pensions and similar obligations decreased by €329 million from December 31, 2023, to €192 million as of June 30, 2024. The principal causes for this were the increase in plan assets due to a special employer contribution in Germany and net actuarial gains resulting from the increase in the underlying interest rates in Germany and in the United Kingdom.

The following discount rates were applied for the computation of provisions for pensions and similar obligations in Germany and in the United Kingdom:

Discount Rates

Percentages	Jun. 30, 2024	Dec. 31, 2023
Germany	3.90	3.70
United Kingdom	5.30	4.60

The recognized net defined benefit liability or asset from the Uniper Group's defined benefit plans results from the difference between the present value of the defined benefit obligations and the fair value of plan assets, taking into account the effect of the asset ceiling:

Net Defined Benefit Liability / Asset

€ in millions	Jun. 30, 2024	Dec. 31, 2023
Present value of all defined benefit obligations	2,584	2,645
Fair value of plan assets	-2,440	-2,149
Effect of the asset ceiling	25	25
Total	**169**	**521**
Thereof net defined benefit liability	*192*	*520*
Thereof net defined benefit asset	*-23*	*-1*
Presented as provisions for pensions and similar obligations	*192*	*521*
Presented as other operating assets and contract assets	*-23*	*-1*

The net periodic pension cost for defined benefit plans included in the provisions for pensions and similar obligations and in other operating assets and contract assets breaks down as shown in the following table:

Net Periodic Pension Cost

	April 1–June 30		January 1–June 30	
€ in millions	2024	2023	2024	2023
Employer service cost	7	8	14	16
Past service cost	-1	14	-1	15
Gains (-) and losses (+) on settlements	–	–	–	–
Net interest expense (+) / income (-) on the net defined benefit liability / asset	5	5	9	9
Total	**11**	**27**	**23**	**41**

(10) Additional Disclosures on Financial Instruments

Measurement of Financial Instruments

The value of financial instruments that are generally measured at market value is determined on the basis of fair value measurement. The fair value of derivative financial instruments is sensitive to movements in the underlying market variables. The Uniper Group assesses and monitors the fair value of derivatives at regular intervals. The fair value determined for each derivative financial instrument is the price at which one party can sell to a third party the rights and/or obligations embodied in that derivative. The fair values of derivative financial instruments are calculated using standard market valuation methods, with reference to market data available on the measurement date.

The fair values of individual assets are determined using published exchange or market prices at the time of acquisition in the case of marketable securities. If exchange or market prices are unavailable for consideration, fair values are determined using the most reliable information available that is based on market prices for comparable assets or on suitable valuation techniques. In such cases, Uniper determines fair value using the discounted cash flow method by discounting estimated future cash flows by a weighted-average cost of capital. Estimated cash flows are consistent with the internal mid-term planning data for the next three years, followed by two additional years of cash flow projections, which are extrapolated until the end of an asset's useful life using a growth rate based on industry and internal projections. The discount rate reflects the specific risks inherent in the activities.

Due to the curtailments of supply, it was not possible to determine fair value for certain gas supply contracts that do not meet the own-use criteria based on contractually agreed volumes. The contracts were instead measured at a fair value of zero.

Derivative financial instruments are covered by industry-standard netting agreements. Master netting agreements based on those developed by the International Swaps and Derivatives Association (ISDA), and supplemented by appropriate schedules, are in place with banks. Trading operations conducted within the energy industry are generally governed by master agreements developed by the European Federation of Energy Traders (EFET). The aforementioned netting agreements are taken into account when determining the fair values of financial instruments.

As part of fair value measurement in accordance with IFRS 13, the counterparty risk is also taken into account for derivative financial instruments. The Uniper Group determines this risk based on a portfolio valuation in a bilateral approach covering both its own credit risk (debit value adjustment) and the credit risk of the corresponding counterparty (credit value adjustment). This approach also implicitly considers the geopolitical situation relating to Russia's war against Ukraine and the associated impact on the real economy. The credit value adjustment for derivative assets was €21 million as of June 30, 2024 (December 31, 2023: €28 million), and the debit value adjustment for derivative liabilities was €43 million (December 31, 2023: €50 million).

Additional Disclosures on Financial Instruments

The following table shows the carrying amounts of the financial assets and financial liabilities that are measured at fair value, classified by measurement source:

Carrying Amounts of Financial Instruments as of June 30, 2024

€ in millions	Total carrying amounts within the scope of IFRS 7	Determined using market prices	Derived from active market prices
Assets measured at fair value			
Equity investments	621	62	109
Derivatives	12,772	8,287	4,389
Other operating assets	214	–	4
Securities and fixed-term deposits	158	158	–
Assets held for sale, loans and receivables intended for sale (IFRS 5)	230	–	42
Liabilities measured at fair value			
Derivatives	-13,929	-8,828	-4,656
Other liabilities intended for sale (IFRS 5)	-4	–	-3

Carrying Amounts of Financial Instruments as of December 31, 2023

€ in millions	Total carrying amounts within the scope of IFRS 7	Determined using market prices	Derived from active market prices
Assets measured at fair value			
Equity investments	578	80	59
Derivatives	20,958	13,003	7,865
Other operating assets	4	–	4
Securities and fixed-term deposits	151	151	–
Assets held for sale, loans and receivables intended for sale (IFRS 5)	283	–	103
Liabilities measured at fair value			
Derivatives	22,190	13,852	7,929
Other liabilities intended for sale (IFRS 5)	52	–	46

The carrying amounts of trade receivables are considered reasonable estimates of their fair values because of their short maturity. The carrying amounts of commercial paper and borrowings under short-term credit facilities, as well as the carrying amount of trade payables, are used as the fair values for these items owing to their short maturities.

Included within financial assets are securities held in institutional investment funds with a total fair value of €46 million (December 31, 2023: €46 million).

At the end of each reporting period, Uniper assesses whether there might be grounds for reclassification between hierarchy levels. The proportion of fair values measured at Level 1 of the fair value hierarchy to those measured at Level 2 has not changed materially compared with December 31, 2023. There were no material reclassifications between these two fair value hierarchy levels in the first half of 2024.

Additions to equity investments in Level 3 of the fair value hierarchy are attributable to conversions of portions of shareholder loans to carrying amounts in the first half of 2024.

The fair values determined using valuation techniques for financial instruments carried at fair value (fair value hierarchy Level 3) are reconciled as shown in the following table:

Fair Value Hierarchy Level 3 Reconciliation (Values Determined Using Valuation Techniques)

€ in millions	December 31, 2023	Purchases (including additions)	Sales (including disposals)	Settle-ments	Gains/ Losses in income statement	Transfers into Level 3	Transfers out of Level 3	Gains/ Losses in OCI	June 30, 2024
Equity investments	438	68	–	–	–	–	–	-57	449
Derivative financial instruments (assets)[1]	271	23	–	–	-9	–	–	–	284
Derivative financial instruments (liabilities)[1]	-415	9	–	-2	-39	–	–	–	-446
Total	**294**	**100**	**0**	**-2**	**-48**	**0**	**0**	**-57**	**287**

[1]The items reported here also include derivatives held for sale.

The changes in initial-measurement effects of derivatives in Level 3 of the fair value hierarchy are shown in the following table:

Reconciliation of the Initial-Measurement Effect in Level 3 of the Fair Value Hierarchy[1]

€ in millions	December 31, 2023	Purchases and sales (including additions and disposals)	Change in fair value during the reporting period	June 30, 2024
Gross fair value	150	3	-75	78
Gain on initial measurement	-320	26	25	-269
Loss on initial measurement	27	–	2	29
Net fair value	**-144**	**30**	**-48**	**-162**

[1]The figures also include effects from items relating to assets held for sale.

Certain long-term energy contracts are measured using valuation models based on internal fundamental data if market prices are not available. A hypothetical 10% increase or decrease in these internal valuation parameters as of the balance sheet date would lead to a theoretical decrease in market values of €24 million or an increase of €24 million, respectively.

Credit Risk

Uniper applies appropriate measures to manage credit risks. They include setting limits for individual counterparties, counterparty groups and at portfolio level, as well as securing collateral, structuring contracts and/or transferring credit risk to third parties (such as insurers). Guarantees issued by the respective parent companies or evidence of profit-and-loss-transfer agreements in combination with letters of awareness are accepted as collateral for credit risks. The Company also requires bank guarantees and deposits of cash and securities as collateral to reduce credit risk. As of June 30, 2024, risk-management collateral was accepted in the amount of €6,225 million (December 31, 2023: €7,342 million). To reduce credit risk, physical as well as financial transactions are generally executed on the basis of standard agreements under which the netting of all outstanding transactions can, in principle, be agreed with individual counterparties. To further reduce credit risk, bilateral margining agreements are entered into with selected business partners. Bilateral margining involves paying cash into a margin account to cover the credit risk (settlement and replacement risk) arising from margin-based contracts.

As of June 30, 2024, exchange-traded forward and option contracts, as well as exchange-traded emissions-related derivatives, bear no credit risk. For the remaining financial instruments, the maximum risk of default is equal to their carrying amounts.

Loss allowances for expected credit losses are recognized on financial assets carried at amortized cost, lease receivables and contract assets, as well as on loan commitments and financial guarantees. In the first half of 2024, there were no significant changes in the ratings of Uniper's debtors in the Uniper portfolio, and the model was not adjusted.

The volume of receivables has shrunk significantly since the beginning of 2024, which lowered loss allowances and thus resulted in income of €29 million (prior-year period: €12 million income). At the same time, the probabilities of default were slightly reduced in the first half of 2024, and no defaults occurred during the reporting period.

(11) Contingent Liabilities, Contingent Assets and Other Financial Obligations

Contingent Liabilities

With respect to the activities of the Swedish nuclear power plants, the companies of the Swedish generation units have issued guarantees to governmental authorities in accordance with Swedish law. The guarantees were issued to cover possible additional costs related to the disposal of high-level radioactive waste and to the decommissioning of nuclear power plants. These costs could arise if actual costs exceed accumulated funds. In addition, the companies of the Swedish generation unit are responsible for all costs related to the disposal of low-level radioactive waste.

The guarantees referred to above are issued by Sydkraft Nuclear Power AB, a fully consolidated subsidiary of Uniper SE.

Owners of nuclear facilities in Sweden are additionally liable under the Law Concerning Nuclear Liability for damages resulting from accidents occurring in those nuclear facilities and for accidents involving any radioactive substances connected to the operation of those facilities. On January 1, 2022, a law took effect that requires the operator of a nuclear power plant in operation to have liability insurance or other financial cover in an amount equivalent to €1.2 billion per incident. The necessary insurance for the affected nuclear power plants has been purchased by Uniper. The Swedish government requires, however, that the affected companies also post further collateral in addition to the purchased insurance coverage. Uniper posts this additional collateral through the issuance of guarantees.

The best estimate of the amount that would have to be paid to settle the Uniper Group's present obligations under contingent liabilities as of June 30, 2024, is €144 million (December 31, 2023: €133 million). The Uniper Group does not currently have any significant reimbursement rights relating to these contingent liabilities.

In March 2024, a Russian court issued an interim injunction against Uniper in favor of Gazprom Export that includes a financial penalty of billions of euro payable to Gazprom Export. Uniper considers the court's decision to be a violation of international law and the principle of a fair trial and has filed an appeal against the ruling in Russia. The appeal was unsuccessful. The injunction will allow Gazprom Export to enforce Uniper assets within Russia and possibly even outside of Russia. Uniper is examining the impact on the Group and is determined to defend itself against any enforcement attempts. Based on the current assessment, a possible foreclosure of Uniper assets is classified as a risk. The current status of the legal analysis shows a range of possible effects. Accordingly, quantification is not practicable due to the range of possible effects of this ruling as of June 30, 2024.

Other Financial Obligations

Other financial obligations result mainly from contracts entered into with third parties or from legal requirements. They are based on contracts or statutory provisions in which performance and consideration are currently evenly balanced. Where they are not, a provision is recognized, and the amount of that provision is subtracted from the obligation where it is disclosed.

Material changes relative to the December 31, 2023, balance sheet date occurred especially in long-term contractual obligations related to the purchase of fossil fuels such as natural gas, lignite and hard coal. Financial obligations under these purchase contracts amounted to roughly €28.1 billion on June 30, 2024 (due within one year: €4.6 billion) and to roughly €69.5 billion on December 31, 2023 (due within one year: €13.3 billion). Based on the arbitration ruling of June 7, 2024, the long-term gas supply contracts with Gazprom Export were effectively terminated in June 2024, and any related contractual obligations still reported in the previous year thus ceased to exist as of the June 30, 2024, reporting date. Another reason for the decrease in contractual obligations for purchases of fossil fuels was the settlement of obligations in the first half of 2024. Increased purchase obligations from other contracts had an offsetting effect.

Among the items reported under other financial obligations are long-term purchase contracts with major international producers of natural gas and LNG that are not accounted for as financial instruments. Such contracts are generally of a take-or-pay nature. The prices paid for natural gas and LNG are tied to the prices of competing energy sources or market reference prices, as dictated by market conditions. Individual contracts are reviewed at certain specific intervals as part of contract negotiations and may thus change accordingly. In the absence of agreement on a pricing review, a neutral board of arbitration usually makes a final and binding decision. Financial obligations arising from these contracts are calculated based on the same principles that govern internal budgeting. Furthermore, the take-or-pay conditions in the individual contracts are also considered in the calculations.

(12) Transactions with Related Parties

Related Entities

Uniper exchanges goods and services with numerous entities as part of its continuing operations. In the current 2024 fiscal year, these include both related entities of the Uniper Group and entities in which the Federal Republic of Germany and entities related to the German state hold direct or indirect stakes.

Since December 21, 2022, UBG Uniper Beteiligungsholding GmbH has exercised control over Uniper SE. The sole shareholder of UBG Uniper Beteiligungsholding GmbH is the Federal Republic of Germany. Since the acquisition date, Uniper has considered the subsidiaries of the Federal Republic of Germany and the Federal Republic of Germany’s related entities to be related parties of the Uniper Group and includes them as such in its financial reporting.

Transactions with associated companies of the Uniper Group and their subsidiaries, as well as with joint ventures of the Uniper Group, are presented separately. Transactions with subsidiaries of the Uniper Group that are not fully consolidated are presented as transactions with other related parties. As in the previous year, the share of the transactions referred to in the following section made up by transactions with other related parties is not material.

The transactions with related parties are presented in the following tables. The presentation therein does not include transactions with the Federal Republic of Germany and its related entities, since Uniper applies the simplification option to limit separate disclosure to significant transactions.

Related-Party Transactions – Income Statement

January 1–June 30 € in millions	2024	2023
Income	**19**	**16**
Associates	*8*	*2*
Joint ventures	*2*	*5*
Other related parties	*9*	*9*
Expenses	**139**	**123**
Associates	*95*	*84*
Joint ventures	*20*	*21*
Other related parties	*24*	*18*

Related-Party Transactions – Balance Sheet

€ in millions	Jun. 30, 2024	Dec. 31, 2023
Receivables	**422**	**429**
Associates	*314*	*362*
Joint ventures	*15*	*13*
Other related parties	*93*	*54*
Liabilities	**162**	**143**
Associates	*54*	*60*
Joint ventures	*11*	*6*
Other related parties	*97*	*77*

Transactions for Goods and Services, Financing Activities and Other Financial Obligations

Transactions with the Federal Republic of Germany and Its Companies

Transactions conducted with German state-owned companies and with related entities of the Federal Republic of Germany predominantly relate to the purchase and sale of electricity and gas and to the contractually regulated allocation of emission rights and financing measures.

As of June 30, 2024, Uniper has reported receivables from the Deutsche Bahn Group in the amount of €14 million (December 31, 2023: €25 million), and liabilities in the amount of €2 million (December 31, 2023: €0 million), arising from electricity sales contracts concluded at market terms. The receivables generated were not past due as of the reporting date. Uniper's revenues from sales to the Deutsche Bahn Group in the first half of 2024 amounted to €234 million (prior-year period: €72 million) and were offset by expenses of €4 million (prior-year period: €2 million). All activities were transacted at standard market terms.

Uniper's business relationship with the Securing Energy for Europe GmbH (SEFE) group of companies, which is also an entity of the Federal Republic of Germany, resulted in receivables amounting to €160 million as of June 30, 2024 (December 31, 2023: €449 million) and liabilities of €217 million (December 31, 2023: €476 million). Existing receivables from SEFE were not past due as of the reporting date. Uniper's revenues from electricity and gas supplied to SEFE amounted to €1,615 million in the first half of 2024 (prior-year period: €1,707 million). They were offset by expenses payable by Uniper to SEFE for electricity and gas procurement in the amount of €1,871 million (prior-year period: €1,278 million).

In February 2023, KfW, 80% of which is owned by the Federal Republic of Germany, had extended a revolving credit facility for Uniper SE in the amount of €16.5 billion as part of the stabilization measures. The terms of the facility are primarily aligned with the conditions for state-aid approval. The facility was initially reduced by Uniper to €11.5 billion as of June 30, 2023, and subsequently repaid in full in the 2023 fiscal year, and therefore no liabilities to KfW existed as of December 31, 2023. The existing credit facility in the amount of €5 billion as of June 30, 2024, resulted in an interest expense at Uniper of €38 million, including the financial provision cost, in the first half of 2024 (prior-year period: €167 million).

At the end of the 2023 fiscal year, the Federal Republic of Germany and Uniper agreed to settle the contractual recovery claims of the Federal Republic of Germany arising from the granting of state aid by way of a public-law obligation. In this context, as of December 31, 2023, Uniper had recognized a provision for contractually agreed recovery claims in the amount of €2,238 million arising from expected overcompensation as of December 31, 2024. The amount of this provision was reviewed as of June 30, 2024, and remeasured at €2,888 million as a result. At the same time, a provision for the transfer of proceeds from realized claims for damages against Gazprom Export – less related legal costs and taxes, unless financed from the stabilization measures – was recognized in the amount of €541 million as of June 30, 2024 (December 31, 2023: €20 million other realized claims for damages).

Hedging Transactions and Derivative Financial Instruments with the Federal Republic of Germany and Its Companies

As of June 30, 2024, gains from the marking to market of commodity forward transactions with companies of the Federal Republic of Germany amounted to €463 million (June 30, 2023: €0 million); corresponding losses amounted to €386 million (June 30, 2023: €0 million). Derivative receivables relating to the marking to market of commodity forward transactions were recognized in the amount of €302 million (December 31, 2023: €688 million); corresponding derivative liabilities relating to the marking to market of commodity forward transactions were recognized in the amount of €487 million (December 31, 2023: €950 million).

Transactions with Unconsolidated Entities of the Uniper Group

Business relationships with related entities of the Uniper Group reflected the Group-wide procurement and sales activities of Uniper Global Commodities SE in the electricity and gas business. These relationships result in extensive mutual obligations and trading relationships.

Income generated from transactions with related entities of the Uniper Group included especially revenues from deliveries of gas in the amount of €1 million (prior-year period: €1 million). The corresponding expenses from transactions with related entities of the Uniper Group consisted especially of material costs associated with electricity and gas procurement in the amount of €112 million (prior-year period: €104 million). Both revenues and cost of materials result from spot and forward transactions concluded at market terms that were conducted by Uniper Global Commodities SE as part of the provision of market access for the Uniper Group's companies.

Other financial obligations to related entities amounted to €1,610 million as of June 30, 2024 (December 31, 2023: €1,653 million).

Related Persons

Related persons within the Uniper Group include the members of the Board of Management and of the Supervisory Board (key management personnel). They further include the Federal Minister of Finance and the state secretaries at the German Federal Ministry of Finance. As of the reporting date, there were no significant receivables and liabilities, and no material effects on earnings, arising from transactions with related persons.

As of June 30, 2024, the disclosures contained in the 2023 Annual Report concerning related persons have not changed materially.

The Board of Management and the Supervisory Board of Uniper SE submitted the compensation report for the 2023 fiscal year to the Annual General Meeting of Uniper SE on May 15, 2024. It was approved by Uniper SE's shareholders with a majority of 99.99%. The compensation report prepared by the Board of Management and the Supervisory Board of Uniper SE in accordance with Section 162 of the German Stock Corporation Act presents the basic features of the compensation plans for members of the Board of Management and of the Supervisory Board, and it provides information about the individuals who were current or former members of the Board of Management and of the Supervisory Board in the 2023 fiscal year and about the compensation granted and owed to them. The compensation report and the enclosed report on the audit of the compensation report are published on Uniper SE's website at https://www.uniper.energy/investors/corporate-governance/compensation.

The compensation of the members of the Board of Management and of the Supervisory Board in the 2024 fiscal year will be discussed in detail in the 2024 Compensation Report pursuant to Section 162 of the German Stock Corporation Act, as well as in the 2024 Annual Report.

(13) Reconciliation of Income/Loss before Financial Results and Taxes to Adjusted EBITDA and to Adjusted Net Income

The following information for the first half of 2024 is provided on the basis of the Uniper Group's internal reporting system in order to enable an assessment to be made of the nature and financial consequences of the business activities conducted by the Uniper Group and of the economic environment in which the Group operates.

Adjusted EBITDA

Implementing the Group's new strategy, Uniper has modified its indicators for the financial management of the operating business, and in line with practice in the capital markets, starting in the 2024 fiscal year. From the 2024 fiscal year forward, adjusted EBITDA (earnings before interest, taxes, depreciation and amortization) will be used for management and reporting purposes both at Group level and at the level of the individual operating segments. The use of adjusted EBITDA will, in particular, enable more precise management of targeted growth while at the same time focusing on the cash-effectiveness of Uniper's results. The adjusted EBIT measure in use up to and including the 2023 fiscal year will thus cease to be a relevant financial indicator for managing the Group's operating business.

Adjusted EBITDA is a measure of earnings before interest, taxes, depreciation and amortization, including reversals, adjusted for non-operating effects. As previously, the non-operating effects on earnings for which EBITDA is adjusted also include gains and losses from the fair value measurement of derivative financial instruments used in hedges, as well as certain effects resulting from the measurement of physically settled contracts within the scope of IFRS 9, which are measured at the market price at physical settlement instead of the contractually hedged price. Additionally, certain book gains/losses, expenses for (and income from) restructuring and cost-management programs and miscellaneous other non-operating earnings are eliminated.

Unadjusted earnings before interest and taxes (EBIT) represents the Group's income/loss before financial results and taxes in accordance with IFRS, taking into account the net income/loss from equity investments.

Reconciliation of Income/Loss before Financial Results and Taxes[1]

January 1–June 30 € in millions	2024	2023
Income/Loss before financial results and taxes	**908**	**9,797**
Net income/loss from equity investments	1	-4
Depreciation, amortization and impairment charges/reversals	324	1,272
Economic depreciation and amortization charges/reversals	304	401
Impairment charges/reversals[2]	20	871
For informational purposes: EBITDA	1,232	11,065
Non-operating adjustments	511	-6,952
Net book gains (-) / losses (+)	*4*	*-20*
Impact of derivative financial instruments	*30*	*-10,746*
Adjustments of revenue and cost of materials from physically settled commodity derivatives to the contract price	*-133*	*3,408*
Restructuring / Cost-management expenses (+) / income (-)	*-3*	*30*
Miscellaneous other non-operating earnings	*613*	*376*
Adjusted EBITDA[3]	**1,743**	**4,113**
For informational purposes: Economic depreciation and amortization charges/reversals	*-304*	*-401*
For informational purposes: Adjusted EBIT	*1,439*	*3,712*

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.

[2]Non-operating impairment charges/reversals consist of non-operating impairment charges and reversals triggered by regular and event-specific impairment tests. The total of the non-operating impairment charges/reversals and economic depreciation and amortization/reversals may differ from the depreciation, amortization and impairment charges reported in the income statement, since the two items may also include impairment charges on companies accounted for under the equity method and other financial assets; in addition, a small portion may also be included in restructuring/cost-management expenses and in miscellaneous other non-operating earnings.

[3]The reduced incremental cost of procuring replacement gas amounted to roughly €1.2 billion in the first half of 2023 and was realized in adjusted EBITDA and, consequentially, in adjusted net income as well. In the first half of 2024, the reduction in costs of roughly €0.2 billion was also realized here.

Owing to the adjustments made, the earnings items shown here may differ from the figures determined in accordance with IFRS. Detailed explanations of the reconciliation of income/loss before financial results and taxes to adjusted EBITDA are provided in the Interim Management Report on page 19.

Adjusted Net Income

The Uniper Group uses adjusted net income as an additional internal management indicator and as a further key indicator of the profitability of its operations after taxes and after financial results. Important income and expense components that are not included in adjusted EBITDA, but which also represent the economic interest and tax result, are aggregated to determine this indicator and considered for the variable compensation of all management personnel, non-pay-scale employees and pay-scale employees in the 2024 fiscal year.

Unadjusted net income is earnings after financial results and income taxes. To focus this indicator on the operating business and increase its meaningfulness, unadjusted net income is adjusted for net income from equity investments, depreciation and amortization charges/reversals and certain non-operating effects (adjusted EBITDA).

Adjusted EBITDA is the starting point for further adjustments, and it is adjusted for certain non-operating items:

- Net non-operating interest income
- Other financial results
- Income taxes on non-operating earnings
- Non-controlling interests in non-operating earnings

Reconciliation to Adjusted Net Income[1]

January 1–June 30 € in millions	2024	2023
Income/Loss before financial results and taxes[2]	**908**	**9,797**
Net income/loss from equity investments	1	-4
Depreciation, amortization and impairment charges/reversals	324	1,272
Economic depreciation and amortization charges/reversals	*304*	*401*
Impairment charges/reversals	*20*	*871*
For informational purposes: EBITDA	**1,232**	**11,065**
Non-operating adjustments	511	-6,952
Adjusted EBITDA	**1,743**	**4,113**
Economic depreciation and amortization charges/reversals	-304	-401
Interest income/expense and other financial results	*163*	*-73*
Non-operating interest expense and negative other financial results (+) / Non-operating interest income and positive other financial results (-)	*-74*	*-93*
Operating interest income/expense and other financial results	89	-166
Income taxes	*-168*	*-266*
Expense (+) / Income (-) resulting from income taxes on non-operating earnings	*-238*	*-779*
Income taxes on operating earnings	-406	-1,044
Less non-controlling interests in operating earnings	-8	-6
Adjusted net income	**1,113**	**2,495**

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.

[2]The reduced incremental cost of procuring replacement gas amounted to roughly €1.2 billion in the first half of 2023 and was realized in adjusted EBITDA and, consequentially, in adjusted net income as well. In the first half of 2024, the reduction in costs of roughly €0.2 billion was also realized here.

Detailed explanations of the reconciliation of income/loss before financial results and taxes to adjusted net income are provided in the Interim Management Report on page 21.

(14) IFRS 8 Operating Segments

From the 2024 fiscal year, the Uniper Group is composed of three operating business segments: Green Generation, Flexible Generation and Greener Commodities.

Additionally combined separately under Administration/Consolidation are the non-operating functions that are performed centrally across segments, as well as the consolidations required to be carried out at Group level.

Green Generation

The Green Generation segment comprises emission-free power generation plants that the Uniper Group operates in Europe. In addition to hydroelectric power plants (both run-of-river power plants and pumped storage plants), these generation plants also include nuclear power plants in Sweden, as well as wind and solar power plants. Renewable energies will play a crucial role in climate-neutral power generation in the future. To this end, Uniper is investing in the development, construction and operation of wind and solar power plants. Most of the energy generated in the Green Generation segment is sold to the Greener Commodities segment, which is responsible for the marketing and sale of energy to major customers via the traded markets and its own sales organization. Some of the energy generated is also sold directly to customers via long-term electricity supply contracts.

Flexible Generation

The Flexible Generation segment comprises the power and heat generation plants that the Uniper Group operates in Europe in order to flexibly meet the requirements of grid operators to ensure grid stability and security of supply if emission-free generation plants do not have sufficient capacity. Gas-fired power plants, combined-cycle gas turbine power plants and, if necessary, coal- and oil-fired power plants make an important contribution to security of supply in Uniper's core markets. In addition to their commercial operation, these power plants also perform this function under various regulatory frameworks, including via the German Grid Reserve Ordinance, as special grid-stabilization assets or in the context of Capacity Market auctions in the UK. Both existing gas-fired power plants and combined-cycle gas turbine power plants that will remain in the portfolio for the long term and new builds will also increasingly be able to use hydrogen as an alternative fuel. Most of the energy generated is sold to the Greener Commodities segment. Some of the energy generated is also sold directly to customers via long-term electricity and heat supply contracts. The use of battery storage solutions will be further expanded in this segment in the future. In addition to the power plant business, this segment also includes the provision of energy services.

Greener Commodities

The Greener Commodities segment bundles the energy trading and optimization activities and forms the commercial interface between the Uniper Group and the global traded markets for energy and the major customers. Uniper manages a gas portfolio that is optimized and sells natural gas to distributors (e.g., municipal utilities), large industrial customers and power plant operators, or in international energy markets, on the basis of long-term supply contracts with domestic and foreign suppliers, as well as through LNG imports and short-term gas-market purchases.

In addition, this segment includes gas storage operations as a key business line, as well as a number of other infrastructure investments in areas such as LNG. In the future, the Greener Commodities segment will also increasingly import, trade and in some cases even process or store in its own plants green molecules such as hydrogen, biomethane and ammonia. This segment is responsible for procuring the fuels required for conventional power generation (mainly gas and coal), trading emission allowances, marketing the electricity generated and optimizing the entire energy portfolio by managing the use of power plants. Moreover, Uniper is also developing a portfolio of solar and wind power purchase agreements and trading in green certificates for the supply of green energy.

Financial Information by Segment[1]

January 1–June 30 € in millions	Green Generation		Flexible Generation		Greener Commodities		Administration/ Consolidation		Uniper Group	
	2024	**2023**	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**
External sales	161	133	923	1,050	30,639	53,291	2	1	31,725	54,475
Intersegment sales	1,175	1,496	5,582	9,995	7,125	12,022	-13,882	-23,513	–	–
Sales	**1,336**	**1,630**	**6,506**	**11,045**	**37,764**	**65,313**	**-13,880**	**-23,512**	**31,725**	**54,475**
Adjusted EBITDA (segment earnings)	**527**	**429**	**826**	**1,351**	**682**	**2,434**	**-292**	**-101**	**1,743**	**4,113**
Equity-method earnings[2]	–	–	–	–	20	20	–	–	20	20
Operating cash flow before interest and taxes	**321**	**665**	**635**	**1,559**	**2,522**	**2,500**	**-118**	**-48**	**3,359**	**4,676**
Investments	**65**	**58**	**115**	**110**	**36**	**63**	**13**	**8**	**229**	**240**

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.
[2]The income/loss from companies accounted for under the equity method presented here is generally adjusted for non-operating effects and therefore differs from the income/loss from companies accounted for under the equity method as presented in the income statement in accordance with IFRS.

The investments presented in the financial information by business segment tables are the purchases of investments reported in the Consolidated Statement of Cash Flows.

Transactions within the Uniper Group are generally executed at market prices.

The following table shows the reconciliation of operating cash flow before interest and taxes to operating cash flow:

Operating Cash Flow before Interest and Taxes[1]

January 1–June 30 € in millions	2024	2023	+/-
Operating cash flow	**2,950**	**4,294**	**-1,344**
Interest payments and receipts	-44	171	-216
Income tax payments (+) / refunds (-)	453	210	243
Operating cash flow before interest and taxes	**3,359**	**4,676**	**-1,316**

[1]Individual comparative prior-year figures have been restated. Further explanations can be found in Note 3 to the 2023 Consolidated Financial Statements.

The following segment information by product reflects the classification of revenues in line with IFRS 15, and allocates to the segments the revenues generated from each product:

Sales by Segment and Product

January 1–June 30 € in millions	Green Generation		Flexible Generation		Greener Commodities		Administration/ Consolidation		Uniper Group	
	2024	**2023**	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**
Electricity	1,324	1,607	3,347	6,677	10,300	20,723	-9,092	-16,561	5,880	12,445
Gas	–	–	2,753	3,887	25,770	41,230	-3,391	-4,739	25,132	40,378
Other	12	23	405	482	1,694	3,360	-1,398	-2,212	713	1,653
Total	**1,336**	**1,630**	**6,506**	**11,045**	**37,764**	**65,313**	**-13,880**	**-23,512**	**31,725**	**54,475**

Revenues are generated predominantly from sales of electricity and gas via traded markets to industrial customers and resellers, and include hedges settled through physical delivery. Also shown in this line item are revenues earned from the transportation of gas and from deliveries of steam, heat and water, as well as from the rendering of services.

Revenues from trading operations transacted via traded markets (including hedges settled through physical delivery) are recognized when control is transferred to the purchaser. These transactions contain a performance obligation.

For physically settled transactions that are not within the scope of IFRS 9 (own-use transactions), contract prices, which reflect the economic character of these transactions and the contractually agreed consideration amounts, are used to determine revenues unless IFRS 15 provides for a different method, e.g., to account for constraint of variable consideration. For physically settled transactions that must be accounted for as derivatives pursuant to IFRS 9 criteria (failed own-use transactions), revenue is recognized at the market price applicable at the time of recognition. Accordingly, such contracts are presented as physical spot contracts with a financial hedge.

(15) Summary of Significant Changes from the Previous Year

Changes in Selected Income Statement Items

At €31,725 million, sales revenues in the first half of 2024 were significantly below the prior-year level (prior-year period: €54,475 million). The significant decline in revenues resulted especially from the lower average market prices in the power and gas business compared with the prior-year period. A substantial portion of revenue in the optimization and trading business results from physically settled forward contracts that must be accounted for as derivatives under IFRS 9 and for which revenue must be recognized at the market price applicable at the time of realization. Aside from the significant price effect, electricity generation volumes also had a negative impact on sales performance; furthermore, electricity sales volumes in the optimization and trading business area have declined significantly.

The cost of materials decreased significantly by €23,339 million in the first six months of 2024 to €28,825 million (prior-year period: €52,164 million). The sales trend described previously was a key factor in this development.

The Uniper Group's personnel costs increased by €20 million in the first half of 2024 to €508 million (prior-year period: €488 million). The increase is attributable to factors including the impact of collectively agreed wage and salary adjustments and a general increase in the average number of persons employed in all segments of the Uniper Group. This was partially offset by the non-recurrence of expenses from valuation adjustments to provisions, including in connection with the restructuring process in the Engineering business and the implementation of the proactive coal phase-out in Europe in 2023.

Depreciation, amortization and impairment charges decreased by €959 million to €324 million in the first six months of 2024 (prior-year period: €1,283 million). The change is primarily attributable to a reduction in impairment charges on property, plant and equipment. These amounted to €20 million in the first half of 2024 (prior-year period: €882 million) and related primarily to the Flexible Generation segment (2023: European Generation). Regular depreciation and amortization fell by €97 million to €304 million (prior-year period: €401 million), mainly due to impairment losses recognized on property, plant and equipment in the previous year.

Other operating income decreased to €19,847 million in the first six months of 2024 (prior-year period: €59,500 million). This was caused especially by the marking to market of commodity derivatives. Income from invoiced and open transactions and from related currency hedges amounted to €19,024 million, a decrease of €40,165 million year over year (prior-year period: €59,189 million). It also includes income from the derecognition of a liability of €596 million to Gazprom Export, for which the arbitration tribunal affirmed a right of set-off in the second quarter of 2024.

Other operating expenses decreased to €21,032 million in the first six months of 2024 (prior-year period: €50,284 million). As it was for other operating income, the decrease was primarily attributable to expenses from invoiced and open transactions and from related currency hedges, which fell by €29,988 million year over year to €19,377 million (prior-year period: €49,365 million).

The figure for the prior-year period also includes the reversal of provisions for onerous contracts in the amount of €5,746 million anticipating the risk of possible future incremental costs for procuring replacement gas. Other operating expenses also includes expenses from the addition to the provision recognized in the 2023 fiscal year relating to contractual recovery claims of the Federal Republic of Germany arising from the granting of state aid in 2022. The addition to a provision still existing as of June 30, 2024, for recovery claims of the Federal Republic of Germany due to overcompensation expected as of December 31, 2024, amounted to €621 million (prior-year period: N/A). At the same time, a provision of €521 million was allocated for the transfer of proceeds from realized claims for damages against Gazprom Export – less related legal costs and taxes, unless financed from the stabilization measures.

The main driver of this significant decline in other operating income/expenses is the change in the commodity prices in the forward markets in which Uniper trades and physically and financially optimizes its value-added chain. These forward transactions are measured at fair value through profit or loss.

In the first half of 2024, financial results increased significantly by €241 million to a net income result of €163 million (prior-year period: -€77 million net expense). This change is primarily attributable to the significant increase in interest income from the short-term investment of liquid funds in the 2024 fiscal year and to the significantly reduced interest expense compared with the prior-year period incurred for Uniper SE's financing.

In the first six months of 2024, non-operating tax income of -€238 million (prior-year period: -€779 million income) resulted particularly from the measurement of deferred tax items. The operating tax expense amounted to €406 million (prior-year period: €1,044 million expense), resulting in an operating effective tax rate of 26.6% (prior-year period: 29.5%).

Changes in Selected Balance Sheet Items

The decrease in non-current assets and liabilities was caused in large part by the reclassification of receivables and liabilities from derivative financial instruments from non-current to current as necessitated by the passage of time. Non-current receivables from derivative financial instruments thus fell by €3,839 million, from €6,646 million to €2,807 million. The reclassification of a provision from non-current to current further reduced non-current liabilities.

The decrease in current assets was caused by the changes in trade receivables, receivables from derivative financial instruments and liquid funds. Trade receivables declined by €4,357 million amid lower prices and volumes, from €7,995 million to €3,638 million. Likewise, receivables from derivative financial instruments fell by €4,347 million, from €14,313 million to €9,965 million, mainly due to interim realization and settlement. Liquid funds, by contrast, increased by €3,632 million, from €4,257 million to €7,890 million. This change was substantially driven particularly by the strong operating cash flow, as well as by the decrease of €1,128 million in margining receivables, which fell from €2,914 million to €1,786 million. The latter was also material to the decrease in current financial receivables and other financial assets.

Equity as of June 30, 2024, rose by €990 million from its level on December 31, 2023, to €11,426 million, due primarily to the consolidated net income of €903 million (of which a contribution of €23 million is attributable to non-controlling interests). While characterized by the strong operating business, net income, as expected, is down significantly from the prior-year period, where it had benefited from the reversal of provisions for anticipated losses from procurement of replacement volumes of gas.

The change in non-current liabilities in the first half of 2024 mainly reflects the described reduction in liabilities from derivative financial instruments. These liabilities declined by €4,673 million, from €7,754 million to €3,081 million. Similarly, non-current miscellaneous provisions decreased by €2,527 million, from €7,974 million to €5,446 million. The principal factor decreasing these provisions was the reclassification from non-current (December 31, 2023: €2,238 million) to current of the provision relating to contractual recovery claims by the Federal Republic of Germany from the granting of state aid.

The decrease in current liabilities is attributable to the decline in liabilities from derivative financial instruments, the decrease in trade payables and the change in current miscellaneous provisions. Trade payables fell by €4,022 million as of June 30, 2024, from €7,394 million to €3,371 million, amid lower prices and volumes. Liabilities from derivative financial instruments were also lower, decreasing by €3,588 million, from €14,436 million to €10,848 million, primarily due to interim realization and settlement.
Current liabilities also include a provision of €2,888 million relating to contractual claims for recovery by the Federal Republic of Germany from the granting of state aid, which was increased by €650 million in the first half of 2024 (December 31, 2023: €2,238 million non-current) due to time value of money effects and to the progression of IFRS earnings and IFRS equity planning as of December 31, 2024. A further increase in miscellaneous provisions resulted from the derecognition of a trade payable of €596 million to Gazprom Export from the summer of 2022, which has been set off against awarded damages. The derecognition took place because the arbitration tribunal affirmed the right of set-off in the second quarter of 2024. It had been agreed in the framework agreement with the Federal Republic of Germany that any proceeds from realized claims for damages against Gazprom Export – less related legal costs and taxes, unless financed from the stabilization measures – would accrue to the Federal Republic of Germany; accordingly, a separate current provision has been recognized in the amount of €541 million as of June 30, 2024 (December 31, 2023: €20 million other realized claims for damages). The extent to which additional significant amounts might arise in connection with the arbitration proceedings in the future cannot be estimated at this time.

(16) Other Significant Issues after the Balance Sheet Date

No other significant issues occurred after the balance sheet date.

Düsseldorf, August 7, 2024

The Board of Management

Michael Lewis

Dr. Jutta A. Dönges

Holger Kreetz

Dr. Carsten Poppinga

Declaration of the Board of Management

To the best of our knowledge, we declare that, in accordance with applicable principles for interim financial reporting, the Condensed Consolidated Interim Financial Statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group, and that the Interim Group Management Report provides a fair review of the development and performance of the business and the position of the Uniper Group, together with a description of the principal opportunities and risks associated with the expected development of the Group.

Düsseldorf, August 7, 2024

The Board of Management

Michael Lewis

Dr. Jutta A. Dönges

Holger Kreetz

Dr. Carsten Poppinga

Review Report

To Uniper SE, Düsseldorf

We have reviewed the condensed consolidated interim financial statements – comprising the income statement, statement of recognized income and expenses, balance sheet, cash flow statement, statement of changes in group equity and selected explanatory notes – and the interim group management report of Uniper SE, Düsseldorf, for the period from January 1 to June 30, 2024, which are part of the half-year financial report pursuant to § (Article) 115 WpHG ("Wertpapierhandelsgesetz": German Securities Trading Act). The preparation of the condensed consolidated interim financial statements in accordance with the IFRS applicable to interim financial reporting as adopted by the EU and of the interim group management report in accordance with the provisions of the German Securities Trading Act applicable to interim group management reports is the responsibility of the parent Company's Board of Managing Directors. Our responsibility is to issue a review report on the condensed consolidated interim financial statements and on the interim group management report based on our review.

We conducted our review of the condensed consolidated interim financial statements and the interim group management report in accordance with German generally accepted standards for the review of financial statements promulgated by the Institut der Wirtschaftsprüfer (Institute of Public Auditors in Germany) (IDW) and additionally observed the International Standard on Review Engagements "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" (ISRE 2410). Those standards require that we plan and perform the review so that we can preclude through critical evaluation, with moderate assurance, that the condensed consolidated interim financial statements have not been prepared, in all material respects, in accordance with the IFRS applicable to interim financial reporting as adopted by the EU and that the interim group management report has not been prepared, in all material respects, in accordance with the provisions of the German Securities Trading Act applicable to interim group management reports. A review is limited primarily to inquiries of company personnel and analytical procedures and therefore does not provide the assurance attainable in a financial statement audit. Since, in accordance with our engagement, we have not performed a financial statement audit, we cannot express an audit opinion.

Based on our review, no matters have come to our attention that cause us to presume that the condensed consolidated interim financial statements have not been prepared, in all material respects, in accordance with the IFRS applicable to interim financial reporting as adopted by the EU nor that the interim group management report has not been prepared, in all material respects, in accordance with the provisions of the German Securities Trading Act applicable to interim group management reports.

Düsseldorf, August 7, 2024

PricewaterhouseCoopers GmbH
Wirtschaftsprüfungsgesellschaft

Aissata Touré
Wirtschaftsprüferin
(German Public Auditor)

Oliver Köster
Wirtschaftsprüfer
(German Public Auditor)

Financial Calendar

November 5, 2024

Quarterly Statement: January–September 2024

February 26, 2025

Annual Report 2024

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