



### Disclaimer



This presentation (the "Presentation") is intended solely for the information of the initial recipient of this document (the "Recipient"). The information contained in this Presentation together with any additional information provided to the Recipient or its advisers (together the "Information") is strictly confidential to the Recipient. This Presentation and the Information may not be distributed to any other person, and may not be reproduced or disclosed in whole or in part directly or indirectly in any form. This Presentation is an advertisement and not an offering memorandum and investors should not subscribe for or purchase any securities except on the basis of the information contained in the Base Prospectus of URENCO Finance N.V. (the "Issuer") dated 6 December 2013 and any supplement thereto (the "Base Prospectus") relating to the €2,500,000,000 Euro MTN Programme of the Issuer (the "Programme). This Presentation is not intended to form the basis of any investment decision nor does it constitute an offer or invitation for the purchase of, or the solicitation of any offer to acquire, any securities of the Issuer nor shall any part of it nor the fact of its distribution form part of or be relied on in connection with any contract or investment decision relating thereto, nor does it constitute a recommendation regarding the securities of the Issuer. Nothing contained herein shall form the basis of any contract or commitment whatsoever.

This Presentation does not purport to be comprehensive, has been provided by URENCO and has not been independently verified by any of Barclays Bank plc, HSBC Bank plc, Citigroup Global Markets Limited (together, the "Banks"). While the Information has been prepared by URENCO in good faith, no representation or warranty, express or implied, is or will be given and no responsibility or liability is or will be accepted by any of the Banks, the Issuer, URENCO or any of URENCO's subsidiaries or by any of their respective directors, officers, employees, affiliates, advisers or agents (together "Persons") relating to the accuracy or completeness of any of the Information or opinions contained in this document and any such liability for any loss howsoever arising, directly or indirectly, from any use of such Information or otherwise arising in connection therewith is expressly disclaimed. In particular, but without limitation, nothing contained within any of the Information either is, or should be relied upon as, a promise or forecast. All projections, management estimates, prospects or returns or any of the underlying assumptions upon which they are based have been prepared for illustrative purposes only.

No representation or warranty is given by any of the Persons as to the achievement or reasonableness of the Financial Information, any projections, management estimates, prospects or returns or any of the underlying assumptions upon which they are based contained within any of the Information. Each of the Banks are acting for the Issuer in connection with any proposed transaction and are not acting for any other person (whether or not the Recipient). None of the Banks will be responsible to anyone other than the Issuer for providing the protections afforded to their respective clients nor for providing any advice in relation to any proposed transaction or any matters referred to in the Presentation.

This Presentation is for distribution only to persons who are: (i) investment professionals, as such term is defined in Article 19(5) of the U.K. Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the "Financial Promotion Order"); (ii) persons falling within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations, etc.") of the Financial Promotion Order; (iii) outside the United Kingdom; or (iv) persons to whom an invitation or inducement to engage in investment activity (within the meaning of Section 21 of the Financial Services and Markets Act 2000 ("FSMA")) in connection with the issue or sale of any Notes may otherwise lawfully be communicated or caused to be communicated (each such person, a "Relevant Person" and all such persons together, the "Relevant Persons"). The Presentation is directed only at such Relevant Persons, and if you are not such a Relevant Person, you must not rely on the Information and you must return this Presentation to the Banks immediately. Any investment or investment activity to which this Presentation relates is available only to Relevant Persons and will be engaged in only with such persons.

This Presentation is not an offer of securities for sale in the United States. The Securities have not been and will not be registered under the US Securities Act of 1933, as amended (the "US Securities Act") or under any securities laws of any state or other jurisdiction of the United States and, subject to certain exceptions, may not be offered, sold, taken up, resold, transferred or delivered, directly or indirectly, within the United States or to of for the account or benefit of U.S. persons (as defined in Regulation S under the US Securities Act ("Regulation S")). The Securities are being offered and sold outside the United States in reliance on Regulation S. This Presentation should not be forwarded or transmitted into the United States or to U.S. persons as defined by Regulation S. Neither this Presentation nor any copy of it may be taken or transmitted into the United States of America, its territories or possessions (including Puerto Rico, the U.S. Virgin Islands, Guam, American Samoa, Wake Island and the Northern Mariana Islands) or other areas subject to its jurisdiction or distributed, directly or indirectly, in the United States, its territories or possessions (including Puerto Rico, the U.S. Virgin Islands, Guam, American Samoa, Wake Island and the Northern Mariana Islands) or areas subject to its jurisdiction. Any failure to comply with this restriction may constitute a violation of US securities law. The distribution of this Presentation in other jurisdictions may be restricted by law and persons into whose possession this Presentation comes should inform themselves about, and observe, any such restrictions.

Certain statements, beliefs and opinions in this Presentation, including those related to the Notes Issue, are forward-looking, which reflect URENCO"s or the Issuer"s or, as appropriate, URENCO"s or the Issuer"s directors" current expectations and projections about future events. These statements may be identified by such words as "may", "plans", "expects", "believes" and similar expressions. By their nature, forward-looking statements involve a number of risks, uncertainties and assumptions that could cause actual results or events to differ materially from those expressed or implied by the forward-looking statements. These risks, uncertainties and assumptions could adversely affect the outcome and financial effects of the plans and events described herein. Forward-looking statements contained in this Presentation regarding past trends or activities should not be taken as a representation that such trends or activities will continue in the future. Actual outcomes and results may differ materially from any outcomes or results expressed or implied by such forward-looking statements. Any forward-looking statements made by or on behalf of the Issuer speak only as of the date they are made and no representation or warranty is given in relation to them, including as to their completeness or accuracy or the basis on which they were prepared. Neither URENCO nor the Issuer undertake any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. You should not place undue reliance on forward-looking statements.

By receiving this Presentation you will be taken to have represented, warranted and undertaken that: (i) you are not a U.S. Person and are acting for your own account or for the account of a non-U.S. Person in an offshore transaction (as defined in Regulation S under the US Securities Act), (ii) if you are in the United Kingdom, you are a Relevant Person, and/or a Relevant Person who is acting on behalf of, Relevant Persons in the United Kingdom and/or qualified investors to the extent you are acting on behalf of persons or entities in the United Kingdom or the European Economic Area; or (iii) if you are in any member state of the European Economic Area other than the United Kingdom, you are a qualified investor and/or a qualified investors or Relevant Persons, to the extent you are acting on behalf of persons or entities in the European Economic Area or the United Kingdom; (iv) you have read and agree to comply with the contents of this notice; and (v) you will not at any time have any discussion, correspondence or contact concerning the Information in this Presentation or the transaction with any of the directors or employees of the Issuer, URENCO or its subsidiaries nor with any of their suppliers, customers, sub contractors or any governmental or regulatory body without the prior written consent of the Issuer.

1



- Key credit highlights
- Nuclear power and enrichment overview
- URENCO strategy and performance
- Market update
- Funding and liquidity
- Conclusion

# Key credit highlights



- A world-leading supplier of uranium enrichment services
- Few enrichment players, high barriers to entry
- Highly cash generative business
- Low maintenance capex
- Long-term customer contracts
- Enrichment on tolling basis
  - Fixed base price with escalation
  - No direct exposure to uranium prices
- Ability to produce and sell uranium, feed enhances resilience
- Global diversified production and customer base



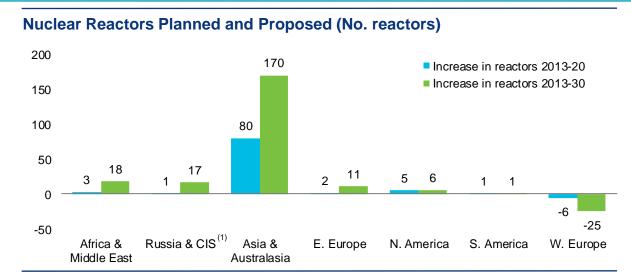
- Key credit highlights
- Nuclear power and enrichment overview
- URENCO strategy and performance
- Market update
- Funding and liquidity
- Conclusion

### Introduction to the global nuclear market

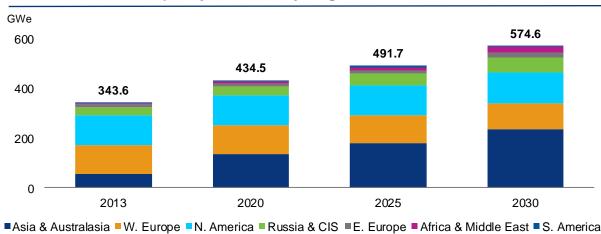
### A key part of the global energy mix



- Nuclear remains a key part of many countries' energy strategies and will be vital in meeting emissions targets
- South Korea, the UAE and Turkey provide growth opportunities among other Asian and emerging economies
- India presents a strong long-term opportunity
- Well positioned vs. competitors
  - Efficient technology
  - Global footprint, well positioned in addressable markets
  - Competing enrichment technologies unproven as yet



#### **Installed Nuclear Capacity Forecast by Region**

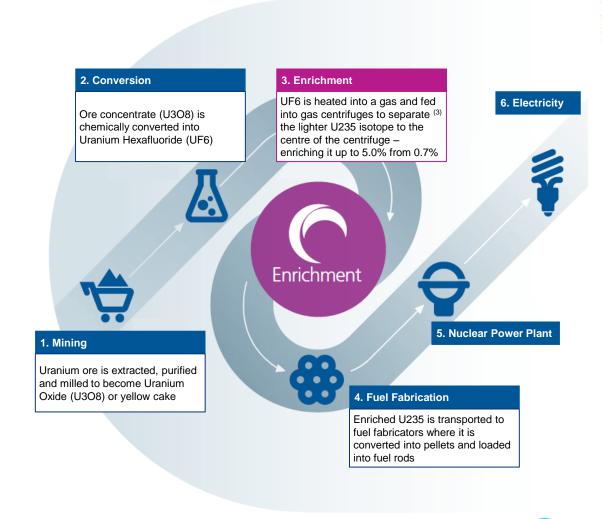




# Introduction to the global nuclear market Uranium enrichment a key part of the nuclear value chain



- Nuclear Power plants require low enriched uranium to fuel their reactors
- Nuclear utilities typically have stable and predictable fuel loading patterns and as such aim to secure stable, long-term supply
- As such, enrichment services are typically sold to utilities on a toll basis through long term contracts
  - A significant proportion of contracts are "fixed" i.e. takeor-pay in nature
- As a percentage of levelised power costs<sup>(1)</sup> – nuclear fuel costs are low at c 5-6% compared to other conventional technologies which can be over 60%<sup>(2)</sup>



#### Notes

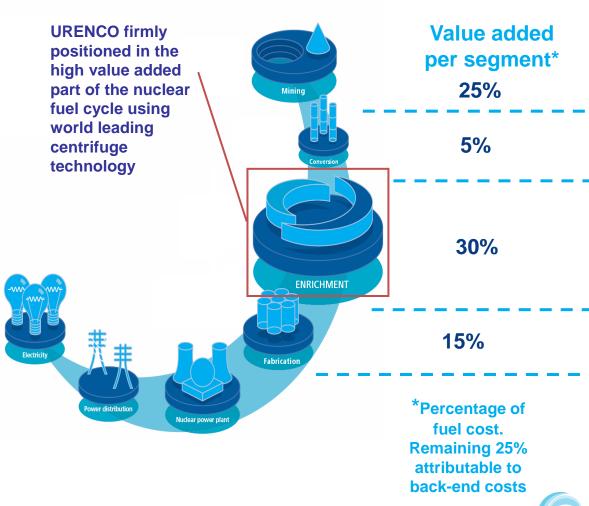
- 1. Defined as the price at which electricity must be generated to break even over the lifetime of a project. Based on forecasts costs discounted at a 10% WACC over the lifetime of the power plant typically 60 years for a nuclear power plant
- 2. Typical nuclear electricity generation cost breakdown sourced from DECC 2013
- 3. Enrichment is measured in separative work units ("SWU")

# Introduction to the global nuclear market

Uranium enrichment is a high value-added part of the fuel cycle



- Enrichment is positioned in the high value-added part of the nuclear fuel cycle
- Centrifuge technology is the world's preferred enrichment technology and recognised as the most cost-effective



#### Notes

- 1. All percentages are approximate
- 2. Typical nuclear electricity generation cost breakdown sourced from NEA, 2012





- Key credit highlights
- Nuclear power and enrichment overview
- URENCO strategy and performance
- Market update
- Funding and liquidity
- Conclusion

### Company overview



#### Overview of URENCO

- URENCO is a leading supplier of enriched uranium to the world's nuclear energy industry
- Leading commercial and technological market position based on well-established and cost effective gas centrifuge technology
  - 31% market share in 2012 (URENCO estimate)
  - Strong order book (comprising fixed and requirements contracts) extending beyond 2025
- Unique, truly global footprint operating plants in 4 countries (UK, Netherlands, Germany and USA) and supplying over 50 customers across 19 countries
- Enrichment capacity of 17,400 tSW/a (as at 30 June 2013), target of 18,000 tSW/a by 2015
- Industry regulated and protected by a number of entities and intergovernmental treaties aimed at non-proliferation of nuclear technology
- URENCO is indirectly owned 1/3 by the UK Government, 1/3 by the Dutch Government, and 1/3 by the German utilities RWE Energy GmbH and E.On Kernkraft GmbH

#### Global presence - current customer geographies



### **Key metrics**

|   | 2012    | H1 2013 |
|---|---------|---------|
| <ul> <li>Revenue</li> </ul>             | €1,601m | €384m   |
| • EBITDA                                | €1,013m | €319m   |
| <ul> <li>EBITDA margin</li> </ul>       | 63%     | 83%     |
| <ul> <li>Net Income</li> </ul>          | €402m   | €43m    |
| <ul> <li>Capital expenditure</li> </ul> | €628m   | €308m   |
|   |         |         |

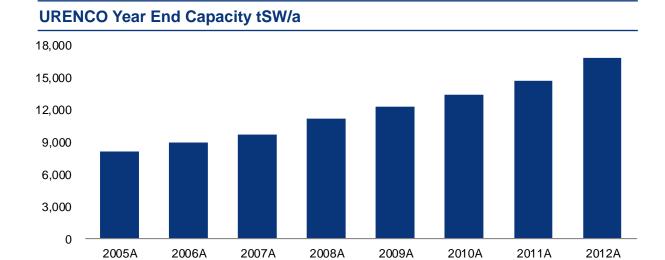
2013 full year revenue expected around 5% down on record 2012 levels



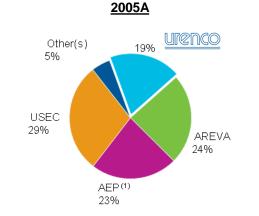
# A market leader based on superior enrichment technology

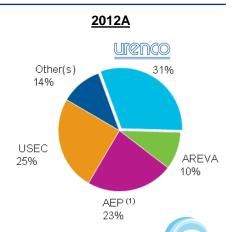


- Market with substantial barriers to entry
  - Highly regulated
  - Technology and capital
- Consolidated leadership position
  - A technological leader with operational track record in four countries
  - Expansion in US based on customer contracts
  - Competitors facing challenges
- Inefficient gas diffusion plants falling away
- Laser technology delayed and still unproven on a commercial scale



#### **URENCO Market share evolution**





Source Urenco estimates

#### Notes

1. Atomenergoprom includes TENEX & TEVEL fuel services subsidiaries

### Global and diversified footprint provides operational advantage



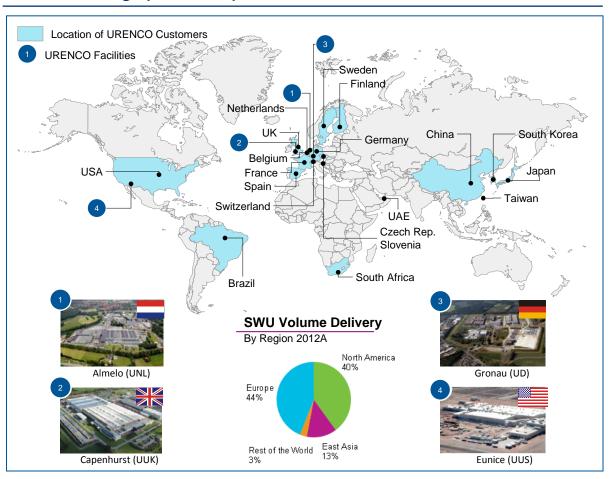
- Geographically diversified revenue streams and order book
- · Optimisation of delivery costs
- Reliable supplier with operations in politically stable jurisdictions
- Competitors' enrichment facilities in single countries only

#### **Revenue by Region**



Source URENCO company disclosure and fillings

### **URENCO's Geographical Footprint**



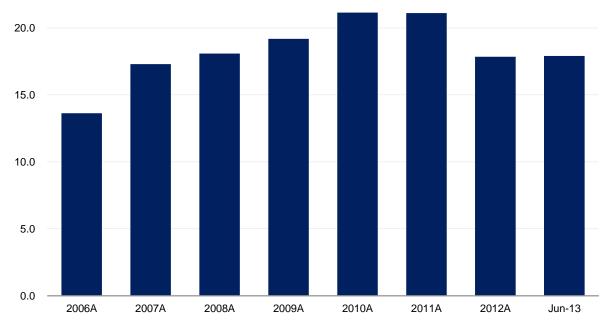
### Resilient and stable business model



- Visible and stable cash flows
- · Long term contracts
- Importance of security of supply over price for utilities
  - Enrichment price approximately just 5-6% of total power cost<sup>(1)</sup>
- Globally diversified, creditworthy customers
- Capacity flexibility allows for production of feed when demand for SWU is lower

#### **Evolution of URENCO Order Book**





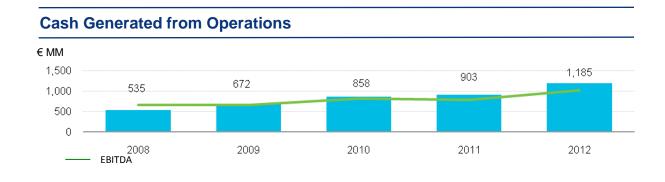
2012 order book reduction mainly driven by

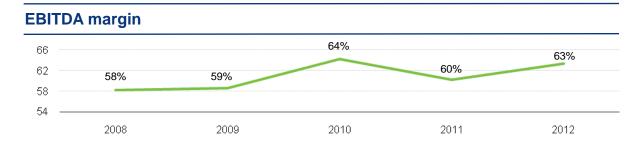
- · Highest ever annual volume of deliveries (over 15,500 tSW)
- Forecast deliveries under some contracts reduced due to temporary outages or anticipated earlier reactor shutdowns
- · Reduction in sales market activity during the year as utilities re-evaluated safety

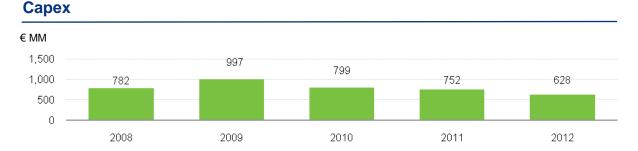
### Strong cash flow generation and robust financial profile



- Strong cash flow generation
  - High margins supported by low relative cost and significant barriers to entry
  - Lessening capex requirements as expansion projects complete
  - Low working capital needs
- Strong investment grade profile
  - Moody's Baa1 (stable)
  - S&P BBB+ (negative)
  - Fitch A- (stable)









# Key financial information and outlook

### Robust financial results despite effects of Fukushima



#### Commentary

- Revenue growth of 20% in 2012 and 3.4% in 2011 driven by higher market share in the US
- Strong EBITDA margin > 60% negatively affected in 2011 by adverse market developments
- Increase in depreciation driven by new US capacity coming online
- Significant capex in recent years mainly driven by US capacity expansion and construction of Tails Management Facility in UK
- Nuclear liabilities primarily for future "tails" disposal and plant decommissioning.
- 2013 H1 phasing of customer deliveries negatively impacted performance. There was a substantial rebalancing in H2, with full-year revenue around 5% lower than the record levels of 2012

#### **Key Historical Financials**

| All in € MM                              | 2009A                           | 2010A                                       | 2011A                            | 2012A                                | 2013 H1* |
|--|---------------------------------|---|----------------------------------|--------------------------------------|----------|
| (1                                       | RoW Europe 34% Asia) 21% US 45% | RoW<br>(mainly<br>Asia)<br>28%<br>US<br>35% | e RoW Europe (r<br>(mainly 45% / | RoW Europe<br>nainly<br>Asia)<br>14% | N/A      |
| Revenue                                  | 1,118                           | 1,259                                       | 1,302                            | 1,601                                | 384      |
| % Growth                                 | (0.6%)                          | 12.7%                                       | 3.4%                             | 20%                                  | (45%)**  |
| EBITDA                                   | 655                             | 809   | 785                              | 1,013                                | 319      |
| % Margin                                 | 58.6%                           | 64.3%                                       | 60.2%                            | 63.3%                                | 83%      |
| EBIT                                     | 499                             | 591   | 526                              | 617                                  | 125      |
| % Margin                                 | 44.7%                           | 46.9%                                       | 40.4%                            | 38.5%                                | 32.4%    |
| Net Income                               | 343                             | 387   | 359                              | 402                                  | 43       |
| Nuclear Liabilities(2                    | 393                             | 494   | 623                              | 750                                  | 786      |
| Net Financial Debt                       | 2,032                           | 2,374                                       | 2,604                            | 2,469                                | 2,573    |
| Cash Generated from Operations (pre-tax) | 672                             | 858   | 903                              | 1,185                                | 302      |
| Capex                                    | (997)                           | (799)                                       | (752)                            | (628)                                | (308)    |
| Capacity (tSW/a)                         | 12,200                          | 13,000                                      | 14,600                           | 16,900                               | 17,400   |

Source URENCO company disclosure and fillings

\*Unaudited \*\*versus H1 2012

#### Notes

- 1. Restated financials reflecting equity consolidation of the ETC joint venture. 2009 revenue split based on non-restated financials
- 2. Tails disposal provision + decommissioning of plant and machinery provision

# 2013 full year trading statement



- Substantial rebalancing of revenue in second half. Full year revenue expected to be down around 5% on record levels in 2012
- Enrichment market facing short-term pricing challenges: URENCO expects stabilisation in the longer term
- Strong order book extending beyond 2025
- URENCO increased its global enrichment capacity in line with target of 18,000 tSW/a by 2015
- Capital investment expected to be in line with plan, close to 2012 levels
- In UK, Tails Management Facility on schedule to start operations late 2015
- In US, progress continues on both Phase Two capacity expansion and Phase Three construction.

### Shareholders



- URENCO is indirectly owned one third each by
  - UK Government
  - Dutch Government
  - German utilities RWE Energy GmbH and E.On Kernkraft GmbH
- Any change of ownership would have to be consistent with the provisions of the Treaty of Almelo
- Terms and Conditions of Notes issued pursuant to the Base Prospectus include certain investor protections relating to change of control
- Base Prospectus provides further information



- Key credit highlights
- Nuclear power and enrichment overview
- URENCO strategy and performance
- Market update
- Funding and liquidity
- Conclusion

### Market and environment

### Nuclear power overview



| Development    | Description  |
|----------------|--|
| Japan          | <ul> <li>Japanese reactors are still shut down following the Fukushima incident in March<br/>2011, but utilities are advanced in preparation for restarts.</li> </ul>  |
| US             | <ul> <li>US utilities are completing power uprates.</li> <li>Shutdown of 4 uneconomic reactors reflects the impact of lower demand / cheap gas in unregulated markets.</li> <li>Build of 4 new plants continues</li> </ul> |
| China          | China restarted build program after post-Fukushima delays for safety checks.   |
| India          | India planning for significant nuclear programme.  |
| UAE            | UAE's first 4 reactors on schedule and planning for at least a further 4.  |
| Western Europe | <ul> <li>Phase out in Germany unchanged.</li> <li>Strike price agreed with EDF in respect of Hinkley Point C in UK</li> <li>Further nuclear expansion in France unlikely.</li> </ul>                                       |
| Rest of World  | Turkey, Jordan, South Africa, Vietnam and Saudi Arabia are all planning new or expanding nuclear programs.   |

- Emerging nuclear markets continue to present new opportunities
- Opportunities from new demand in mature markets more limited



# Market and environment

# Enrichment supply overview



| Development             | Description  |
|-------------------------|--|
| USEC                    | <ul> <li>Paducah now shut down.</li> <li>American Centrifuge Project continues with slow progress, first 120 machine demonstration cascade in operation late 2013.</li> </ul>  |
| AREVA                   | <ul> <li>Georges Besse II build up continues; believed to be 4,500 tSWU/a at end of 2013.</li> <li>Eagle Rock Enrichment Facility (USA) remains indefinitely postponed.</li> </ul>   |
| Russia                  | Moderating Growth – not conducting 1-for-1 machine replacements. Net increase in capacity is less than 500tSW p.a.   |
| China                   | Continuing to grow capacity with domestic machines.  |
| Global Laser Enrichment | <ul> <li>Very preliminary discussions under way with US DoE regarding deployment for upgrading tails to natural uranium</li> <li>Cameco have commented that the commercial viability has yet to be demonstrated</li> </ul> |
| Inventories             | Significant near-term inventories exist from lower demand  |



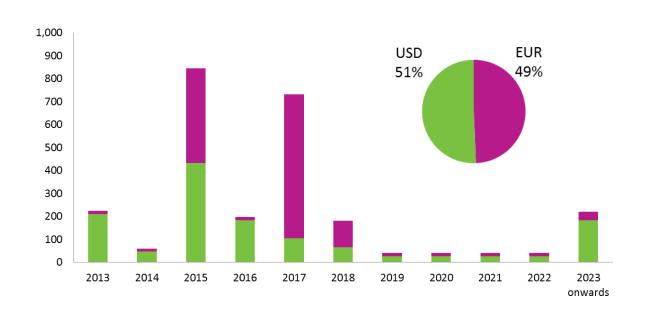
- Key credit highlights
- Nuclear power and enrichment overview
- URENCO strategy and performance
- Market update
- Funding and liquidity
- Conclusion

# Debt maturity profile



### Debt maturities (after swaps) as at 30 June 2013

- Limited maturities in 2014
- Significant maturities in 2015, including €500m notes due May 2015
- Low maturity burden after 2018

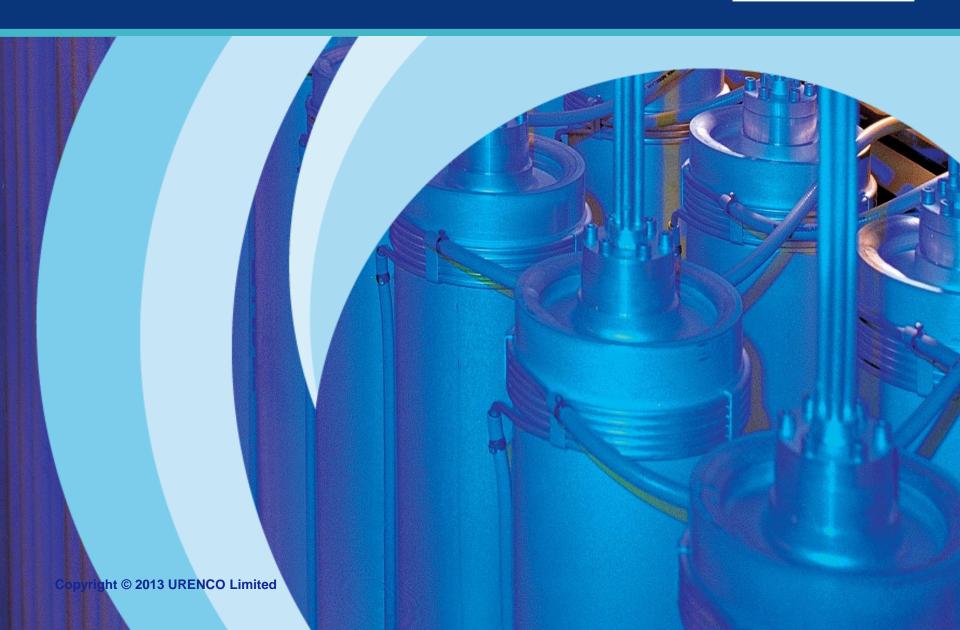


# Liquidity and financial policies



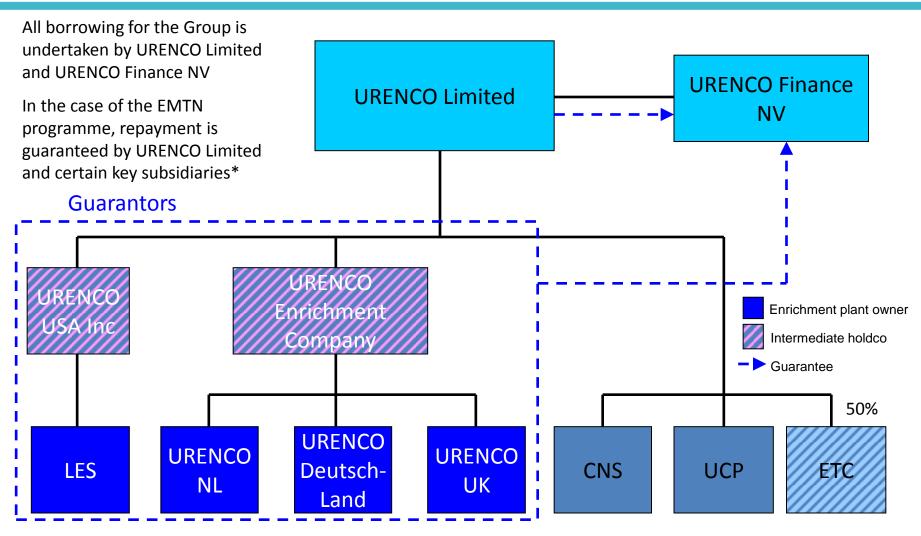
- Liquidity as at 30 June 2013
  - €750m committed revolving credit facilities (RCF) maturing H1 2016, undrawn
  - Short-term borrowings €207m (mainly commercial paper backed by undrawn RCF)
  - Cash and equivalents €49m
- Committed funding to meet financing needs well into 2015
- Demonstrated ability to access Eurobond, European and US private placement and bank term loan markets
- Reduced capex requirements as Tails Management Facility and main expansion projects are completed
- Maintain strong investment-grade credit rating and healthy capital ratios in order to support long-term business success





### Group structure





Major entities only. Simplified structure. ETC is held 22% by URENCO Limited, 28% by URENCO Deutschland \*Subject to the terms and conditions of the notes. Refer to the Base Prospectus for further information

# Group external borrowings



### **URENCO** Limited

EIB loans €300m
EIB loans \$340m
US private placements \$450m
Commercial bank loan \$200m
Term loan ¥20bn
Revolving credit facilities €750m
(undrawn as at 30 June 2013)

#### **URFNCO Finance NV**

Euro Medium Term Note programme

- €500m EMTN (due May 2015)
- €75m EMTN (due Dec 2015)
- €500m EMTN (due May 2017)
   Inflation-linked loan €100m
   \$1bn commercial paper programme
   (€200m drawn as at 30 June 2013)

### Corporate history



#### **Timeline of URENCO key dates**

Treaty of Almelo (March '70) URENCO is incorporated between the Troika states for the development and exploitation of the gas centrifuge process used in the production of enriched uranium

Treaty of Washington (July '92) (permits the transfer of classified information into the US – necessary for URENCO to open a facility in the USA)
Agreement between the Troika States and the US Government

2008

Treaty of Cardiff (July '05)
Permits the creation of the 50/50
joint venture with AREVA
Agreement between the Troika
States and the French Government
URENCO and Areva commit to
ensure that they remain competitors
in the field of enrichment

2013

Treaty of Paris (Feb '11)
Permits the transfer of ETC
technology into the US
Agreement between the
Troika States, French
Government and US
Government

Capenhurst and Almelo sites opened

Group capacit reache 5,000ts

Gronau site opened

Regulatory

Operational

Group capacity reaches 5,000tSW Group capacity reaches 10,000tSW

2005-06

2001

UUSA (Eunice, USA) site is opened

2010

2011

2009

UUSA Phase I construction is completed UUSA Phase II continues Board approves construction of UUSA Phase III

2012

UUSA Phase II complete. Initial part of UUSA Phase III complete with slow build of further capacity to 2023

**FUTURE** 



