

# Summary published in connection to the admission to trading of shares in Renewable Energy Corporation ASA on NASDAQ OMX Stockholm

This summary is entirely based on information available in Renewable Energy Corporation ASA (also referred to as the “Company” or “REC”) annual reports, interim reports, the Company’s website, press releases from the Company or information given by the Company’s primary exchange. If nothing else is stated “website” indicates the Company’s corporate website and “annual report” indicates the Company’s annual report. The Swedish FSA has not approved this summary.

## **General**

### **Admission to trading of listed shares**

OMX Treasury AB has applied for admission to trading of shares in Renewable Energy Corporation ASA on NASDAQ OMX Stockholm.

The company is listed on the regulated market at Oslo Stock Exchange. The Company’s latest published prospectus is dated 24<sup>th</sup> of April 2006 and is available at Oslo Stock Exchange.

### **Information regarding this Summary**

This summary is not part of a prospectus and is issued by OMX Treasury AB solely due to the fact that the Company’s shares are being admitted to trading on NASDAQ OMX Stockholm’s regulated market, in accordance with the Swedish Securities Market Act (2007:528) chapter 15, section 4, sub-section 1.

The Company has not been involved in preparing this summary. In accordance with the Swedish Financial Instruments Trading Act (1991:980) chapter 2, section 7, the Company will be notified by NASDAQ OMX Stockholm of the decision to admit the shares to trading on the regulated market.

All information in this summary is based on information published by the issuer.

The purpose of this summary is to provide the market with information on the Company in accordance with the Swedish Financial Instruments Trading Act (1991:980) chapter 2, section 7. The purpose is not to provide sufficient information for making investment decisions regarding the Company share. Investors shall not base investment decisions on the information in this summary. On the contrary, investment decisions shall be based on information issued by the Company as a whole.

The preparation of this summary shall not in any circumstances mean that the contents of the information on the Company would not have changed after the issuing date of the summary. This summary is not a guarantee, neither by the Company nor OMX Treasury AB, regarding future events and shall not be considered as such.

### **Note to the investors**

The purpose of this summary is not to be an encouragement or advice to invest in the Company. The summary shall not be distributed outside Sweden, except as such circumstances where this information does not breach any local legislation. Neither the Company nor OMX Treasury AB

nor their representatives have any kind of legal liability on any breaches referred to above, irrespective of whether such limitations are known or unknown by the investor.

## **REC - the Company**

**Group Information** [Corporate website/REC Group/Key Facts and Q4 report 2008]

REC is one of the pioneers of the solar industry. Below are some key facts about REC:

- A solar energy specialist with a broad presence across the value chain
- The world's largest producer of silicon materials
- The world's largest producer of PV wafers
- A fast-growing producer of cells and modules

### **Business Areas:**

#### **REC Silicon**

REC Silicon produces polysilicon and silane gas for the photovoltaic industry and the electronics industry at two plants in Moses Lake, Washington and in Butte, Montana. A third plant is expected to start production shortly, and a fourth silane gas plant is under construction. REC Silicon's polysilicon production capacity is expected to almost triple from 2008 to 2011, to approximately 17,500 MT. REC Silicon employs more than 700 people.

#### **REC Wafer**

REC Wafer produces mono- and multicrystalline ingots and wafers for the solar cell industry at two sites, in Glomfjord and at Herøya in Norway. REC Wafer employs approximately 890 people. Wafer production increased by 15 percent to 582 MW in 2008, and excluding the Singapore project this is expected to increase further to more than 1.7 GW by 2010.

#### **REC Solar**

REC Solar produces solar cells in Narvik, Norway and solar modules in Glava, Sweden. REC Solar employs approximately 630 people. Total installed production capacity is 225 MW for solar cells and 150 MW for solar modules. Further expansion in Singapore is expected to add 550 MW of production capacity for solar cells and 590 MW of production capacity for solar modules during 2010.

#### **Sovello**

Sovello (formerly EverQ) produces solar modules in Thalheim, Germany, based on the Evergreen string-ribbon technology, and is owned 33.3 percent each by REC, Evergreen and Q-Cells. REC proportionately consolidates Sovello's financial statements on a line-by-line basis. Sovello currently operates two plants with a total production capacity of 100 MW and the company employs approximately 1,150 people.

#### **REC ASA AND REC Site Services (Singapore)**

REC ASA is a holding company comprising parts of Group Management, corporate functions, corporate R&D, a corporate project management organization, and REC's in-house bank.

REC domiciled in Bærum, Norway and the company's shares are listed on the regulated market of Oslo Stock Exchange since 9<sup>th</sup> May 2006 [Information from Oslo Stock Exchange]

## **Outlook** [Q4 report 2008, page 14]

While the long-term fundamentals for the PV market remain strong, it is not immune to the effects of financial turmoil. The credit crunch, which affects new industrial projects in general, has also negatively impacted demand in the solar industry. Project updates have shown a decline in start-ups of new commercial scale projects in most markets. Additionally, the cap that was introduced in Spain will reduce demand for solar in the Spanish market, which was one of the growth drivers for demand in 2008. Lower availability of funding and the general economic uncertainty is currently a more dominant factor than the internal rate of return calculation on a PV investment in determining demand for solar.

The growth of REC going forward is also dependant on the ramp-up and future output of the new polysilicon plant (Plant III). Start-up and ramp-up of a large chemical plant, involving new technology, is a complex task and there is a risk that REC could experience further interruptions and delays. There is also a risk of further delays and/or cost escalations related to other expansion projects under execution.

The first quarter of 2009 will be negatively impacted by the delayed start-up of the FBR-project in REC Silicon, the lower merchant market silane gas sales, and the sourcing of polysilicon in the spot market (for background, see respective sections throughout this report). Consequently, EBITDA for the first quarter 2009 is expected to be lower than first quarter of 2008.

### Board [corporate website./REC Group/Board of Directors]

- Ole Enger, Chairman
- Tore Schiøtz, Vice Chairman
- Marcel Egmond Brenninkmeijer
- Roar Engeland
- Line Geheb
- Susanne Elise Munch Thore
- Christian Berg
- Inger Johanne Solhaug
- Mona Stensvik
- Rolf B. Nilsen
- Jørn Mobæk
- Unni Iren Kristiansen

### Management[corporate website./REC Group/Management]

- Erik Thorsen, President & CEO - REC Group
- John Andersen, Jr., Executive Vice President - REC Solar & Group COO
- Tore Torvund, Executive Vice President - REC Silicon
- Ingelise Arntsen, Executive Vice President - REC Wafer
- Erik Sauar, Senior Vice President Technology & CTO
- Svånaug Bergland, Senior Vice President - Organizational Development & Corporate Communications
- Bjørn Brenna, Executive Vice President & CFO
- Jon André Løkke, Senior Vice President Investor Relations
- Einar Kilde, Executive Vice President REC Projects
- Kristine Ryssdal, SVP & Chief Legal Officer

## **The Share** [Q4 report 2008, corporate website/investor relations/policies and AGM 2008]

At December 31, 2007, REC had slightly more than 10 000 shareholders, and the total number of outstanding shares at the end of the year was 494.3 million, each with a nominal value of NOK 1.

REC will only have one class of shares with each share giving the right to one vote at the General Assembly. There will be no other limitations to trading of shares, other than statutory Insider Trading for employee's and Board members. The General Assembly will be open for all shareholders and any shareholder not attending the General Assembly will be given the opportunity to vote by proxy.

#### **Power of attorney to issue shares**

The board is granted power of attorney to increase the share capital by maximum in one or more share issues. The price and subscription terms shall be decided in connection with each share issue, taking into consideration the company's requirements and the shares market value at the relevant time. Shares may be issued to the Company's employees at a reduced price of up to 20% of the market price for purchases up to NOK 35,000, before discount, per employee. Shares may be issued for a consideration in the form of cash or for a consideration of the transfer of other assets (contribution in kind). The power of attorney also include increases in connection with mergers.

Existing shareholders's pre-emptive rights to subscribe for shares may be waived by the Board in connection with specified issuances pursuant to the power of attorney.

This power of attorney replaces all previously given power of attorneys to issue shares. This power of attorney is valid until the next Annual General Meeting, but in any case for a maximum 15 months from the date of this Annual General Meeting.

#### **Power of attorney to acquire shares**

The Board of Directors is given power of attorney to acquire shares in Renewable Energy Corporation ASA on behalf of the company. The power of attorney covers purchase(s) of up to 10% of the face value of the share capital of the Company, ref the public limited companies act sections 9-2 and 9-3. Shares may be acquired at minimum 10 NOK per share and maximum 500 NOK per share. The shares shall be acquired and disposed of through ordinary purchase and sales or according to the company's stock option program.

REC's ambition is to give its shareholders a high and stable return on their investment. This should be achieved, first and foremost, through strong and profitable growth, at least in line with the growth of the solar energy market. To support REC's growth strategy and extensive expansion plans, the Board believes retained earnings should be put to profitable use within the company.

For more details please refer to inter alia Annual General Meeting 2008.

**Largest shareholders** [Corporate website, 19 feb 2009]

<b>Company</b>	<b>No. of shares</b>	<b>Ownership</b>
ELKEM AS	115,935,300	23.45%
Q-CELLS SE	84,956,767	17.18%
ORKLA ASA	80,489,700	16.28%
HAFSLUND VENTURE AS	70,411,520	14.24%
FOLKETRYGDFONDET	16,916,750	3.42%
CITIBANK N.A. NEW YORK BRANCH	5,133,600	1.03%
CLEARSTREAM BANKING S.A.	4,186,500	0.84%
STATE STREET BANK & TRUST CO.	3,279,259	0.66%
SUMITOMO CORPORATION	3,062,000	0.61%
STATE STREET BANK AND TRUST CO.	2,972,074	0.60%
BANK OF NEW YORK MELLON	2,544,996	0.51%
SKANDINAVISKA ENSKILDA BANKEN	2,522,204	0.51%
MORGAN STANLEY NORWAY EQUITY DEPOT	2,390,914	0.48%
JPMORGAN CHASE BANK	2,256,934	0.45%
BANK OF NEW YORK, BRUSSELS BRANCH	2,214,365	0.44%
BANK OF NEW YORK, BRUSSELS BRANCH	1,807,101	0.36%
DEUTSCHE BANK AG LONDON	1,663,631	0.33%
UBS AG, LONDON BRANCH	1,606,882	0.32%
BANK OF NEW YORK, BRUSSELS BRANCH	1,439,732	0.29%
CITIBANK N.A. (LONDON BRANCH)	1,379,175	0.27%
<b>Total</b>	<b>494,314,725</b>	

For further information please refer to the Company's public financial reports.

**Information on the financial figures** [Q4 report 2008, page 15-17, Q4 report 2007, page 14-16]

Renewable Energy Corporation ASA (REC) reported revenue of NOK 2,380 million in the fourth quarter 2008, an increase of 27 percent from NOK 1,874 million in the fourth quarter 2007. For the full year 2008, revenue increased by 23 percent to NOK 8,191 million.

<b>Extract - Income Statement (in MNOK)</b>	<b>2006</b>	<b>2007</b>	<b>2008<sup>*)</sup></b>
Revenue	4,334	6,642	8,191
EBIT	1,574	2,588	2,529
Net Profit/Loss	458	1,333	3,064

<b>Extract - Balance Sheet (in MNOK)</b>	<b>2006</b>	<b>2007</b>	<b>2008</b>
Non-Current Assets	5,900	10,362	22,982
Current Assets	8,881	7,583	7,227
Equity	10,367	11,757	16,512
Balance sheet Total	14,781	17,945	30,209

<sup>\*) Note: FY 2008 is based on unaudited figure in Q4 2008 report</sup>

For further information please refer to the Company's public financial reports.

## **The accounting principles of the key figures** [Q4 report 2008, page 14]

The Company has used the same accounting policies and standards as in the consolidated financial statements as at December 31, 2007. The consolidated financial statements of the REC Company for 2007 were prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU and the Norwegian Accounting Act. There were no new standards, interpretations or amendments to published standards that have affected the consolidated financial statements for 2008.

For more details please refer to inter alia annual report 2007.

## **Risks** [Q2 report 2008, page 12, Q4 report 2008, page 12]

As described in the Annual Report for 2007, the photovoltaic solar market still remains dependent on incentive structures and subsidies.

The main operational risk factor for the REC in the second half year 2008 is related to project execution and ramp-ups in all three business segments. Delays in the estimated production and ramp-up plans will negatively affect the financial results. For REC Silicon, potentially reduced polysilicon production from the start-up of the new plant for production of granulated polysilicon, a new technology not previously operated by REC commercially, could also negatively affect supplies to REC Wafer, and thus the wafer production.

Refer to the consolidated annual financial statements for 2007 for descriptions of REC's financial risk management and currency sensitivity estimates, especially notes 3 and 31. Currency developments in the second half 2008 will affect translation of profit and loss and balance sheet items of foreign entities. It will also affect other financial items in foreign currencies, including receivables, debt and derivatives.

REC has significant future capital expenditures and committed purchase obligations. These are expected to be funded through cash reserve, own cash flow and committed loan facilities. Half of the NOK 10 billion in loans and guarantees for the Singapore investment will be syndicated.

For further information please refer to the company's public financial reports and to risk factors as described in REC's Annual Report for 2007.

## **Liquidity**

It is not sure whether there at all times will be a high liquidity for the Company on NASDAQ OMX Stockholm's regulated market. The market price of the Company may fluctuate significantly depending on different factors. The market price of Company's shares may fluctuate significantly which does not necessarily depend on the Company success of its business operations or future forecasts. Lack of liquidity may partly depend on the fact that the market prices of securities may fluctuate more on NASDAQ OMX Stockholm in this case than on those exchanges where these securities are traded more actively. NASDAQ OMX Stockholm has the ambition to have several Liquidity Providers to mitigate this risk.

## **Exchange rate**

The Company share's exchange rate on Oslo Stock Exchange is NOK. The trading on NASDAQ OMX Stockholm will take place in NOK.

### **The Company's information obligation**

The Company has no information obligation regarding the current admission to trading of the shares at NASDAQ OMX Stockholm, neither based on the Swedish Securities Markets Act nor on NASDAQ OMX Stockholm's rules. However, by being listed on Oslo Stock Exchange's regulated market, the Company complies with the Norwegian legislation on information obligation and its home exchange's disclosure rules. The Company has no obligation to disclose price sensitive information in Swedish language but the Company normally uses Norwegian and English language with regard to its disclosure practices. The Company's press releases and financial reports are generally available in Norwegian and English language. By having Norway as home member state, the Company is under obligation to meet Norwegian requirements on publication and storage of information in Norway's national information database for issuers (OAM) which is handled by Oslo Stock Exchange [www.newsweb.no](http://www.newsweb.no).

### **The availability of information on the Company**

The company's website in English and Norwegian: [www.recgroup.com/](http://www.recgroup.com/)

Norwegian national storage regarding all price sensitive information published by companies whose shares are admitted to trading on a regulated market in Norway: [www.newsweb.no](http://www.newsweb.no)

### **The availability of this summary**

This summary is supplied by NASDAQ OMX on [www.nasdaqomxtrader.com](http://www.nasdaqomxtrader.com).

### **Information obtained from the External information sources and declaration on this summary**

The information on the Company originates from financial reports, press releases on financial accounts published by Company as well as from the Company's investor web page.

OMX Treasury AB has issued this summary which is based on information published by the Company. In accordance with the Swedish Financial Instruments Trading Act, chapter 2, section 15, OMX Treasury AB declares that it has accurately ensured, to such extent as appropriate, that the information in this summary is repeated appropriately and that no facts are omitted from the information in the summary that could result in that the repeated information in this summary would be misleading or inaccurate.

According to the Swedish Financial Instruments Trading Act, chapter 2, section 14, sub-section 3, please note that any investor who commences judicial proceedings as a result of information in this summary may be compelled to pay for a translation of the document.