

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM SE

FORM FOR SUBMISSION OF PAPER FORMAT EXHIBITS
BY ELECTRONIC FILERS

E.ON AG

Powergen plc

Exact Name of registrant as specified in charter

0001136808 (E.ON AG)

Registrant CIK Number

Form POS-AMC

Electronic report, schedule or registration
statement of which the document are a part
(give period of report)

70-09985

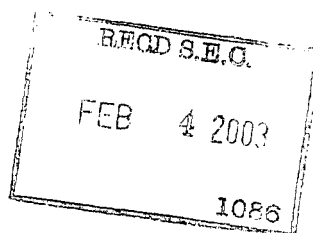
SEC file number, if available

Name of Person Filing the Document
(if other than the Registrant)

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FEB 06 2003

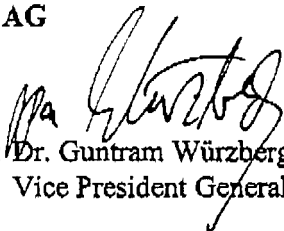
THOMSON
FINANCIAL



W/m

SIGNATURES**Filings Made by the Registrant:**

The Registrants have duly caused this form to be signed on their behalf by the undersigned, thereunto duly authorized, on the date(s) indicated below.

E.ON AGBy: 

Name: Dr. Guntram Würzberg

Title: Vice President General Legal Affairs

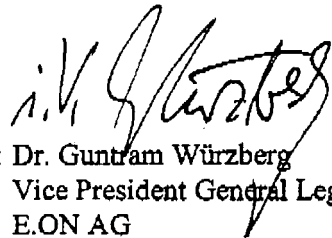
Date: February 3, 2003

By: 

Name: Dr. Patrick Wolff

Title: General Legal Affairs

Date: February 3, 2003

Powergen plcBy: 

Name: Dr. Guntram Würzberg

Title: Vice President General Legal Affairs,
E.ON AG

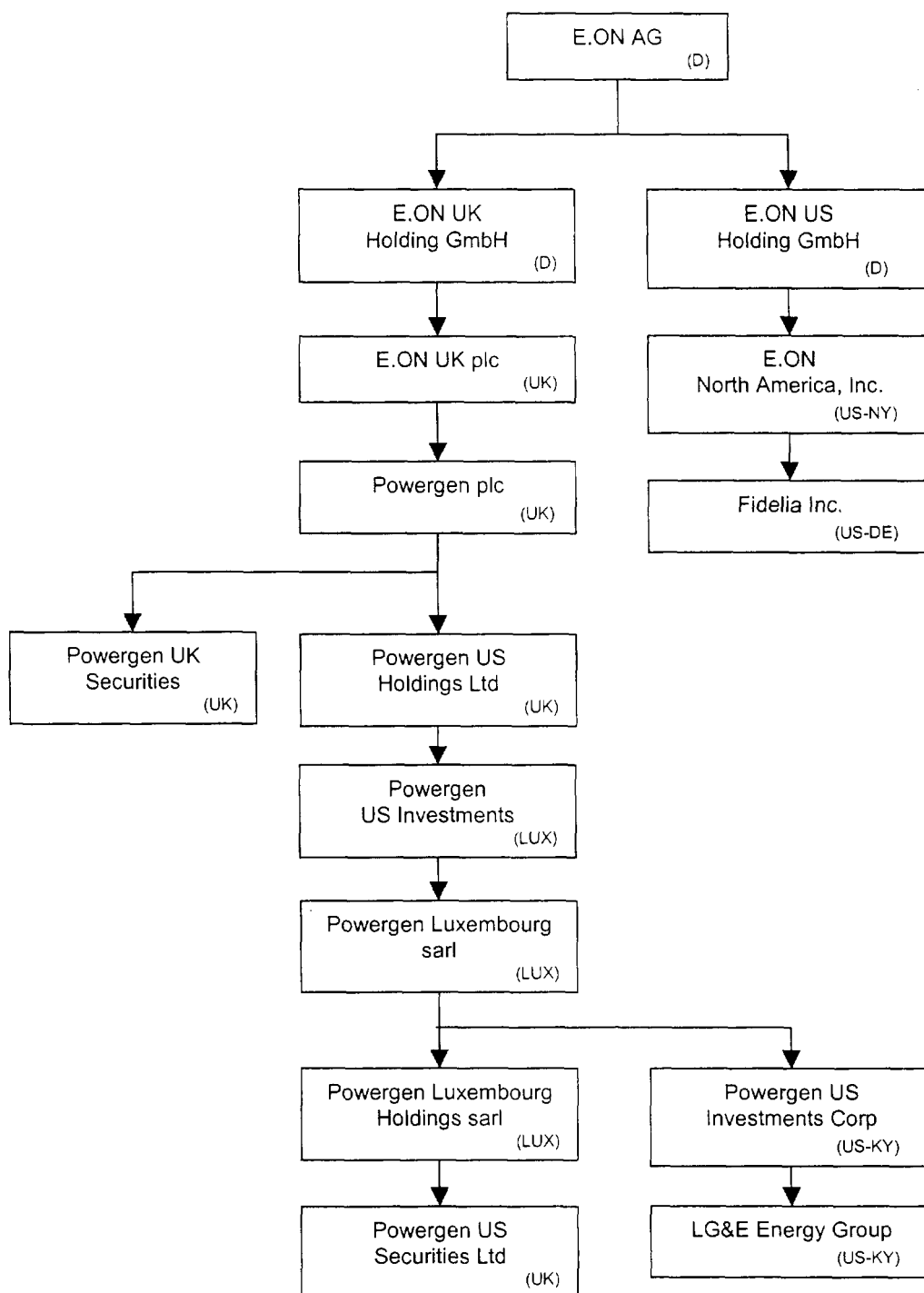
Date: Date: February 3, 2003

Exhibit Index

Exhibit	Description
A-1	Corporate Chart of the E.ON US and UK Chains Prior to the Transfer.
A-2	Corporate Chart of the E.ON US and UK Chains After the Transfer.

Exhibit A-1

E.ON US and UK Corporate Structure Prior to PUSIC Transfer



N.B. Since the acquisition of Powergen plc by E.ON, the following changes have occurred:

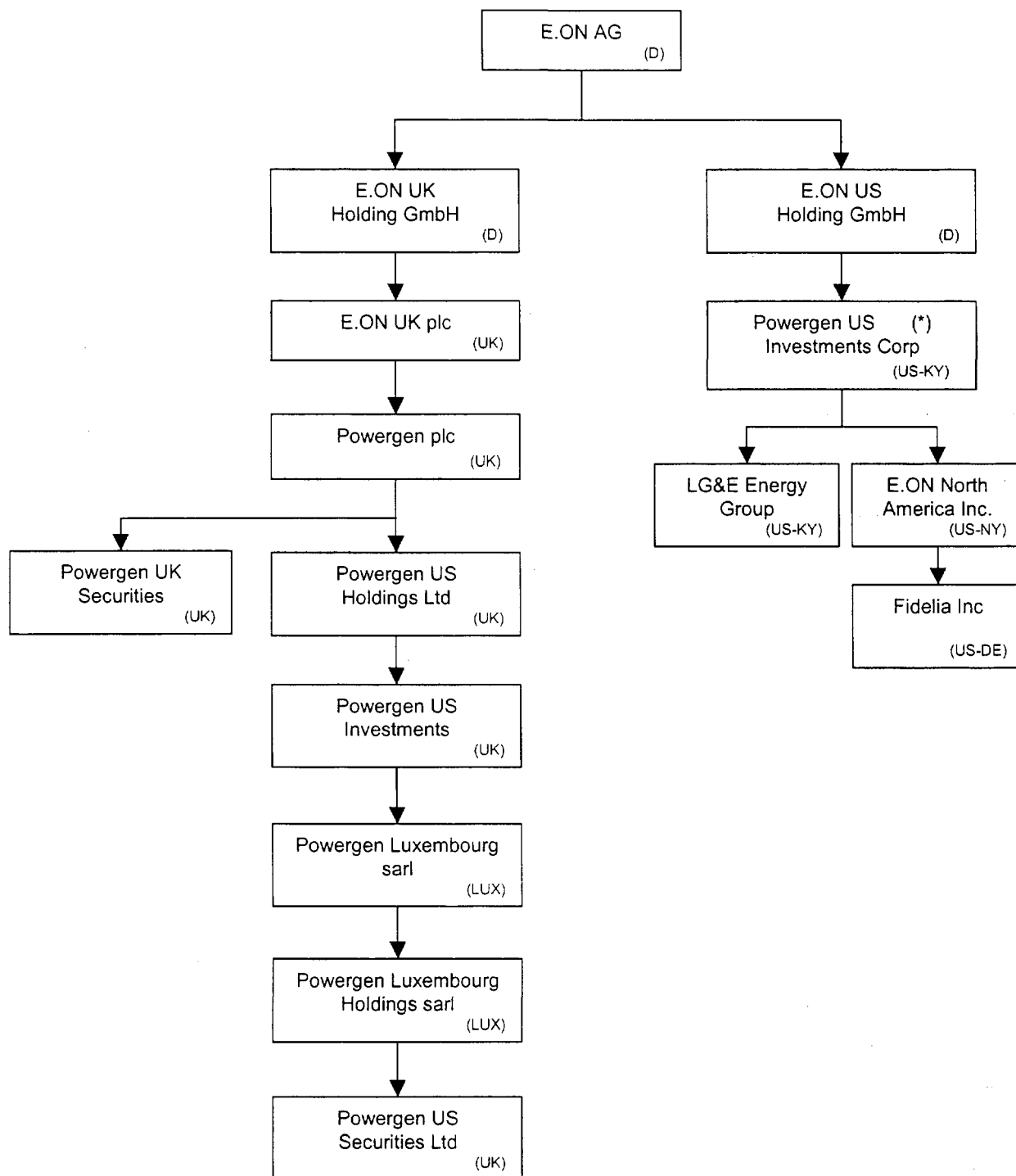
- Ownership of Powergen US Investments Corp has been transferred from Powergen Luxembourg Holdings sarl (10%) and Powergen Luxembourg Investments sarl (90%) to Powergen Luxembourg sarl;
- Powergen Luxembourg Investments sarl (formerly a wholly-owned subsidiary of Powergen Luxembourg Holdings Sarl) has been liquidated.

-All shareholdings 100% less stated.

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Exhibit A-2

E.ON US and UK Corporate Structure After the PUSIC Transfer



(*) Small (approx 0.5%) shareholding retained by Powergen Luxembourg sarl.

-All shareholdings 100% less stated.