

WEC SERVICES LIMITED
REPORT AND FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2009

WEC SERVICES LIMITED
DIRECTORS AND ADVISORS
FOR THE YEAR ENDED 31 DECEMBER 2009

LEGAL AND ADMINISTRATIVE INFORMATION

DIRECTORS:

Barnés, Francisco
Drouin, Richard
Ferioli, Jorge (term began 19 September, 2009)
Gadonneix, Pierre
Jain, C.P.
Kim, Younghoon David
de Franco Medeiros, Norberto
M'Mukindia, Mary (resigned 1 May, 2009)
Nadeau, Marie-José
Naqi, Abbas (term began 19 September, 2009)
Sambo, Abubakar
Teyssen, Johannes
Velasco Garcia, Elias (term ended 19 September, 2009)
Ward, Graham
Zhang, Guobao

REMUNERATION COMMITTEE (SUBCOMMITTEE OF THE BOARD OF DIRECTORS)

The Remuneration Committee is responsible for recommending to the Board the compensation, pension arrangements, performance criteria and performance-related pay for the WSL CEO.

Chair: Pierre Gadonneix; **Members:** Marie-José Nadeau; Graham Ward

FINANCE COMMITTEE (SUBCOMMITTEE OF THE BOARD OF DIRECTORS)

The Finance Committee is responsible for the budget, annual accounts, appointment of the auditor and long-term financial commitments of WSL. It also serves as the Audit Committee.

Chair: Graham Ward CBE, MA, FCA; **Members:** Pierre Gadonneix (ex officio) ; Norberto Franco de Medeiros, Marie-José Nadeau, Rainer J. Abbenseth, C.P. Jain, Elias Velasco Garcia (until 19/9/09)

NOMINATIONS COMMITTEE (SUBCOMMITTEE OF THE BOARD OF TRUSTEES)

The Nominations Committee is responsible for nominating new Directors and for developing the slate of nominees for appointment to the Standing Committees.

Chair: Pierre Gadonneix; **Members:** C.P. Jain; Mary M'Mukindia (until 19/9/09); Jorge Ferioli (from 19/9/09)

CHIEF EXECUTIVE OFFICER

Kieran O'Brien (acting, 1 January – 31 March 2009)
Dr. Christoph Frei (from 1 April, 2009)

REGISTERED OFFICE

World Energy Council, Regency House, 1-4 Warwick Street, London, W1B 5LT, UK

AUDITORS

Horwath Clark Whitehill LLP, St Bride's House, 10 Salisbury Square, London, EC4Y 8EH, UK

BANKERS

Barclays Bank, Piccadilly Corporate Business Centre, Pall Mall Corporate Group, PO Box 15165, London SW1A 1QF, UK

SOLICITORS

Archon Solicitors, Martin House, 5 Martin Lane, London, EC4R 0DP, UK

Fishman & Co., 131 Baker Street, London W1U 6SE

Jeffrey Green Russell Solicitors, Waverley House, 7-12 Noel Street, London W1F 8GQ

WEC SERVICES LIMITED
DIRECTORS REPORT
FOR THE YEAR ENDED 31 DECEMBER 2009

The Directors present their report, together with the audited financial statements for the year ended 31 December 2009. The directors report has been prepared taking advantage of the exemptions available to small companies under the Companies Act 2006.

PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

WEC Services Limited ("WSL") is a wholly-owned subsidiary of the World Energy Council, an incorporated charity. The company was incorporated on 18 June, 2001.

The company is used for non-primary-purpose trading activities, namely Congresses, joint/partnership projects and non-tax-exempt events. The total net taxable profit is gifted to the charity. The company has a cyclical income that is higher in a Congress year (every third year); during such years, the company also carries increased expenses. Congress years are followed by two years of lower revenues and expenses. WSL operates on an annual break-even policy directive from the Board of Directors.

WSL's primary activities and outcomes for the reporting period were focused on carrying out trading and commercial partnership activities on behalf of the charity to generate revenue to support the WEC work programme. For 2009, these included:

- Continuing preparatory work and data gathering for the 2010 edition of the triennial publication, the *Survey of Energy Resources* for a major launch at the 2010 World Energy Congress;
- Ongoing preparations for the 2010 World Energy Congress in Montreal.

The organisers of the 2010 World Energy Congress paid the second instalment of their contractually obligated fee to WSL at the end of 2009; the minimum required payment amount was \$50,000 US, but the Montreal organisers were able to increase this amount to \$235,000 US.

In 2009, the WSL Finance Committee and board approved an amendment to the Congress contract which reduced the total fee that the Montreal organisers were required to pay to WSL from \$1.2 million US to \$600,000 US. This reduction was to show WSL's willingness to take some of the financial risk of the Congress. In addition, WSL, through its parent company WEC, agreed to work cooperatively with Montreal to attract Congress sponsors; for each sponsor it recruits, WSL, on behalf of WEC, will receive a share of the sponsor fee and will provide WEC Patron benefits to both the new sponsors and to existing ones. Likewise, for any new Patrons which WEC recruits, WSL will pay Montreal a portion of the Patron fee, in return for which Montreal will provide certain Congress sponsor benefits to the new Patrons as well as to existing Patrons. In this manner, WSL should be able to recoup some if not all of the original \$1.2 million fee that was agreed with Montreal.

The results of the company for the year ended 31 December 2009 are set out later in these financial statements.

CHARITABLE CONTRIBUTIONS

The company makes a gift aid payment of its total taxable profits no later than 30 September of the following year to the parent charity, World Energy Council. A gift aid payment of £5,000 reflecting the 2008 WSL profits was made during 2009. For the year ended 31 December 2009, a gift aid payment of £83,000 will be made. The company had no tax liability for 2009.

DIRECTORS

The names of the Directors in office at the date of this report, as well as those who retired during the period, are shown on page 1.

DIRECTORS' INTERESTS

All Directors who held office on 31 December 2009 are also Directors of the parent company.

No Directors had a material interest in any contract or arrangement during the year to which the company or any subsidiary is, or was, a party.

WEC SERVICES LIMITED
DIRECTORS REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2009

AUDITORS

Horwath Clark Whitehill has expressed its willingness to continue as auditor for the next financial year.

By order of the Board

Pierre Gadonneix
Chair

Graham Ward, CBE, MA, FCA
Director and Chair, Finance Committee

WEC Services Limited
Regency House
1-4 Warwick Street
London
W1B 5LT

10 June, 2010

WEC SERVICES LIMITED
STATEMENT OF DIRECTORS' RESPONSIBILITIES
FOR THE YEAR ENDED 31 DECEMBER 2009

The purpose of this statement is to distinguish the directors' responsibilities for the financial statements from those of the auditors as stated in their report.

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice.

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of its profit or loss for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and which enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility to take such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Insofar as each of the directors of the company at the date of approval of this report is aware, there is no relevant audit information (information needed by the company's auditors in connection with preparing the audit report) of which the company's auditors are unaware. Each director has taken all of the steps that he/she should have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF WEC SERVICES LIMITED

We have audited the financial statements of WEC Services Limited for the year ended 31 December 2009 which comprise the Profit and Loss Account, the Balance Sheet, and the related notes numbered 1 to 11.

The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (Effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements.

Opinion on financial statements

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2009 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies regime.

[This report has not yet been signed]

Tina Allison

Senior Statutory Auditor

For and on behalf of

Horwath Clark Whitehill LLP

Statutory Auditor

St Bride's House

10 Salisbury Square

London

EC4Y 8EH

[Date]

WEC SERVICES LIMITED
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2009

	Notes	2009 £000	2008 £000
TURNOVER	2b	200	39
Administrative costs		<u>(111)</u>	<u>(41)</u>
OPERATING PROFIT/(LOSS)	3	89	(2)
Exchange rate (loss)/gain		<u>(6)</u>	<u>7</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		83	5
TAXATION	4	<u>-</u>	<u>-</u>
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		83	5
Payment under gift aid		<u>(83)</u>	<u>(5)</u>
RETAINED PROFIT FOR THE YEAR		<u>-</u>	<u>-</u>

All of the activities are continuing.

The profit and loss account contains all gains and losses recognised in the current and preceding years.

The notes on pages 8 to 10 form part of these financial statements.

WEC SERVICES LIMITED
BALANCE SHEET
AS AT 31 DECEMBER 2009

	Notes	2009 £000	<i>2008</i> <i>£000</i>
CURRENT ASSETS			
Debtors	5	125	35
Cash at bank and in hand		58	28
		183	63
CREDITORS: amounts falling due within one year	6	(183)	<i>(63)</i>
NET ASSETS		-	-
TOTAL ASSETS		-	-
CAPITAL AND RESERVES			
Share capital	7	-	-
Profit and loss account		-	-
		-	-

These financial statements have been prepared in accordance with the provisions of the small companies regime within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Small Entities (effective April 2008).

These financial statements were approved and authorised for issue by the Board on _____ and signed on behalf of the Board by _____

Pierre Gadonneix
 Director

Graham Ward, CBE, MA, FCA
 Director and Chair, Finance Committee

The notes on pages 8 to 10 form part of these financial statements.

WEC SERVICES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2009

1. STRUCTURE OF THE SUBSIDIARY

WEC Services Limited (WSL) is the trading subsidiary of the World Energy Council. The Trustees of the World Energy Council are also the Directors of WSL. The Charity is the sole member of WEC Services Limited, which has share capital, is registered in England and Wales and was incorporated on 18 June 2001.

The subsidiary is used for non-primary-purpose trading activities, namely Congress revenues and revenues from commercial partnership projects. In addition, non-tax-exempt events are occasionally carried out by the subsidiary. Each year, the net taxable profit is gifted to the Charity.

The Charity's investment in this subsidiary is £100.

2. ACCOUNTING POLICIES

a) Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with:

- i. the Financial Reporting Standard for Smaller Entities (effective April 2008);
- ii. the provisions of the small companies regime within Part 15 of the Companies Act 2006.

The Directors consider it appropriate for these financial statements to be prepared on a going concern basis, which assumes that the Company will continue to operate.

b) Turnover

Turnover for the year consisted primarily of payments from the 2010 Congress organisers to support the preparation of the 2010 edition of the Survey of Energy Resources, with some additional revenue from speaker fees and travel reimbursements for WEC staff, primarily the Secretary General.

c) Foreign currencies

Transactions in foreign currencies are translated into sterling at the rate of exchange ruling on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. Exchange rate differences are dealt with in the profit and loss account.

d) Expenditure

All expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all costs related to the category. Where costs cannot be directly attributed to particular headings, they have been allocated to activities on a basis consistent with use of the resources.

WEC SERVICES LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2009

3. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	2009	<i>2008</i>
	£000	<i>£000</i>
Profit on ordinary activities before taxation is stated after charging/(crediting):		
Auditors remuneration – audit	3	<i>2</i>
Foreign exchange loss/(gain)	6	<i>(7)</i>
	<u>6</u>	<i><u>(7)</u></i>

For 2009, the main sources of income for WEC Services Limited were payments by the Montreal Congress organisers for preparation costs of the 2010 edition of the *Survey of Energy Resources*.

The main expenditure of the company for 2009 came under Project Expenditure, which reflects the fees for the consultants responsible for the preparation of the *Survey of Energy Resources*.

4. TAX ON PROFIT ON ORDINARY ACTIVITIES

The Company makes a Gift Aid payment comprising its total taxable profit to its parent Charity. Consequently, no tax liability will arise.

5. DEBTORS

	2009	<i>2008</i>
	£000	<i>£000</i>
Amounts falling due within one year:		
Other debtors including taxation	1	<i>1</i>
Prepayments and accrued income	124	<i>34</i>
	<u>125</u>	<i><u>35</u></i>

6. CREDITORS

	2009	<i>2008</i>
	£000	<i>£000</i>
Amounts falling due within one year:		
Amount due to parent undertaking	177	<i>59</i>
Accruals	6	<i>4</i>
	<u>183</u>	<i><u>63</u></i>

WEC SERVICES LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2009

7. SHARE CAPITAL

WEC Services Limited is a Company with share capital. If upon the winding-up or dissolution of the Company, there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same is not paid to or distributed among the members of the Company, but is given or transferred to the Charity.

8. CASH FLOW STATEMENT AND RELATED PARTY DISCLOSURES

The financial statements do not include a cash flow statement because the Company is a wholly-owned subsidiary, and the conditions of Financial Reporting Standard No.1 exempting inclusion are satisfied. The Company is also exempt under the terms of Financial Reporting Standard No.8 from disclosing related party transactions as it is a wholly owned subsidiary of World Energy Council.

9. ULTIMATE PARENT UNDERTAKING

The ultimate and immediate parent undertaking is the World Energy Council, which is the parent undertaking of the smallest and largest group to consolidate these financial statements.

Copies of the World Energy Council consolidated financial statements may be obtained from its registered office at Regency House, 1–4 Warwick Street, London, W1B 5LT, UK.