World Water Council

Statutory Auditors' Report

Financial Statements - Year ended December 31, 2007

(Translated from French into English)

This is a free translation into English of the statutory auditors' report issued in French and is provided solely for the convenience of English speaking users. The statutory auditors' report includes information specifically required by French law in such reports, whether modified or not, which is presented below the opinion on the financial statements. This information includes an explanatory paragraph discussing the auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the financial statements taken as a whole and not to provide separate assurance on individual account captions or on information taken outside of the financial statements.

This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

World Water Council

Association registered under the French law of 1901
Espace Gaymard
2-4, Place d'Arvieux
13002 Marseille France

Statutory Auditors' Report

Financial Statements - Year ended December 31, 2007

Worl Water Council Financial Statements

Year ended December 31, 2007

Statutory Auditor's Report (Translated from French into English)

To the General Assembly of members of the World Water Council (association registered under the French law of 1901)

In compliance with the assignment entrusted to us by your members' general meeting, we hereby report to you, for the year ended December 31, 2007, on:

- the audit of the accompanying financial statements of the World Water Council association,
- the justification of our assessments,
- the specific verifications and information required by law.

These financial statements have been approved by the Board of Governors. Our role is to express an opinion on these financial statements based on our audit.

1 Opinion on the financial statements

We conducted our audit in accordance with the professional standards applicable in France. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the association as of December 31, 2007, and the results of its operations for the year then ended in accordance with the accounting rules and principles applicable in France.

Worl Water Council Financial Statements Year ended December 31, 2007

2 Justification of assessments

In accordance with the requirements of article L. 823-9 of the Commercial Code relating to the justification of our assessments, we bring to your attention the following matters:

Accounting policies

The note 2 of the notes to financial statements presents the significant accounting policies used by the association and in particular those related to revenue recognition.

As part of our assessment of accounting policies used by your association, we have verified the accuracy of accounting policies mentionned above and of informations presented in the notes to financial statements and we have made sure of their correct implementation.

The assessments were thus made in the context of the performance of our audit of the financial statements, taken as a whole, and therefore contributed to the formation of our audit opinion expressed in the first part of this report.

3 Specific verifications and information

We have also performed the specific verifications required by law in accordance with professional standards applicable in France.

We have no matters to report regarding the fair presentation and the conformity with the financial statements of the information given in the management report of the Board of Governors, and in the documents addressed to the association's members with respect to the financial position and the financial statements.

Marseille, June 16, 2008

Statutory Auditor

MAZARS & GUÉRARD

Patrick Zirah

World Water Council Balance sheets as at December 31, 2007 and 2006

(amounts in Euros)

| Assets | Notes | 2007 | 2006 |
|---|------------|------------------------------|-----------------------------|
| Current assets Cash and equivalents Grants receivable Prepaid expenses and other current assets | (5) (6) | 1,356,658 30,675 | 488,494 45,000 14,200 |
| Total current assets | | 1,387,333 | 547,694 |
| Non current assets | | | |
| Office and computer equipment, net Deposit | (2c - 9) | 96,227 244 | 126,493 244 |
| Total non current assets | | 96,471 | 126,737 |
| TOTAL ASSETS | | 1,483,804 | 674,431 |
| LIABILITIES | | | |
| Accounts payable and accrued liabilities | (7) | 216,562 | 245,615 |
| Total current liabilities | | 216,562 | 245,615 |
| Deferred revenue Long term debt Provisions for litigation Other debts | (4) (8) | 787,280 12,603 | 44,200 13,533 |
| TOTAL LIABILITIES | | 1,016,445 | 303,348 |
| FUNDS | | | |
| Unrestricted funds Undesignated fund Net revenues (expenses) for the year Investment grants | (9) | 276,971 121,755 68,633 | 206,542 70,429 94,112 |
| TOTAL FUNDS | | 467,359 | 371,083 |
| TOTAL LIABILITIES AND FUNDS | | 1,483,804 | 674,431 |

World Water Council Statements of financial activities for the year ended December 31, 2007 and 2006

(amounts in Euros)

| | Notes | 2007 | 2006 |
|--|-------|------------------|-----------|
| Revenues | | | |
| City government grant | (9) | 440,000 | 440,000 |
| Other government grants | (10) | 605,771 | 529,740 |
| Other grants | (10) | 000,777 | 180,000 |
| Membership fees | (11) | 174,052 | 160,301 |
| Admission fees to the 4th WWF | . , | , | 200,822 |
| Consulting fees | | | 20,027 |
| Total revenues | | | |
| | | 1,219,823 | 1,530,890 |
| Expenses | | | |
| Salaries and benefits | | 553,980 | 713,911 |
| General administrative | | 336,341 | 481,598 |
| Professional fees | (12) | 207,354 | 250,704 |
| Depreciation of office and computer equipment | (2c) | 11,074 | 14,300 |
| Total expenses | | 4 455 | |
| | | 1,108,749 | 1,460,513 |
| Net operating revenues (expenses) for the year | | 111,074 | 70,377 |
| Net non operating revenues (expenses) for the year | (4.0) | | |
| expenses) for tile year | (13) | 10,681 | 52 |
| Net revenues (expenses) for the year | | 121,755 | 70,429 |
| Funda balanca at la la la | | , | 7 0, 120 |
| Funds balances, at beginning of year | | 276,971 | 206,542 |
| Funds balances, at end of year | | 398,726 | 276 074 |
| - | | Jau, 1 <u>20</u> | 276,971 |

World Water Council Statements of cash flows for the year ended December 31, 2007 and 2006

(amounts in Euros)

| | Notes | 2007 | 2006 |
|---|------------|--------------------|-----------------|
| Cash Flows from Operating activities | | | |
| Net revenues (expenses) for the year Adjustments to reconcile net revenues (expenses) to net cash provided by (used in) operating activities: | | 121,755 | 70,429 |
| Depreciation and provision Grants receivable | (2) | 11,074 | 14,300 |
| Prepaid expenses and other current assets | (5) (6) | 45,000 (16,475) | 69,490 4,071 |
| Accounts payable and accrued liabilities | (7) | (29,053) | (341,554) |
| Deferred revenues | (4) | 743,080 | (15,891) |
| Net cash provided by (used in) operating activities | | 875,381 | (199,155) |
| Cash Flows from Investing Activities | | | |
| Purchase of office furniture and computer equipment | | (6,287) | (10,472) |
| Net cash used in investing activities | | (6,287) | (10,472) |
| Cash Flows from Financing Activities | | | |
| Reimbursement of long term debt | | (930) | (930) |
| Net cash used in financing activities | | (930) | (930) |
| Net increase in cash | | 868,164 | (210,557) |
| Cash at beginning of the year | | 488,494 | 699,051 |
| Cash at end of the year | | 1,356,658 | 488,494 |

World Water Council Change in funds

(in Euros)

| Funds as at December 31, 2007 | 398,726 |
|--------------------------------|---------|
| Net revenues for the year 2007 | 121,755 |
| Funds as at December 31, 2006 | 276,971 |
| Net revenues for the year 2006 | 70,429 |
| Funds as at December 31, 2005 | 206,542 |

World Water Council

Notes to financial statements December 31, 2007

1) Purpose of the Council

The World Water Council is an association registered under the French law of 1901 devoted to the critical issues of long term global water policy and to advocating solutions to problems of water resources management. The Council was created in June 1996 in Marseilles. Its members include principally a wide cross section of individuals and organisations concerned with the various aspects of international water policy.

2) Significant Accounting policies

a) Basis of preparation

The financial statements have been prepared and presented in accordance with the accounting rules and principles applicable in France. Revenues are reported separately based on the existence or absence of imposed restrictions. In the accompanying financial statements, funds have been defined as being unrestricted and may be designated for specific projects or may otherwise be used for general expenses.

b) Revenue recognition

Government grants are recognised when there is reasonable assurance that:

- the Council will comply with the conditions attaching to them, or representation has been received from authoritative bodies that the grants are unconditional;
- the grants will be received.

Government grants are recognised in income entirely in the period in which they become receivable unless a contract identifies costs which they are intended to compensate, in which case they are deferred and recognised as income over the periods necessary to match them with the related costs, on a systematic basis.

The membership fees are unrestricted and are recognised as revenue when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

Seminar fees are recognised when the seminars are held.

c) Office and computer equipment

Office and computer equipment are stated at cost less accumulated depreciation.

The assets are depreciated on a straight-line basis over their estimated useful lives, which for office furniture is 4 years and computer equipment is 5 years.

Maintenance and repairs are charged to expense when incurred.

d) Foreign currency translation

Revenues and expenses denominated in foreign currencies are translated using exchange rates at transaction date.

Translation gains and losses that arise from exchange rate changes denominated in currencies other than the local currency are included in the statements of activities, as incurred.

e) Use of estimates

The preparation of financial statements in conformity with International Accounting Standards requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates.

3) Participation in international projects

In March 2006, the World Water Council held its fourth World Water Forum in Mexico.

The years 2007 and 2008 are dedicated to the preparation of the fith World Water Forum to be held in Turkey in 2009.

4) Deferred revenue

According to the accounting policy in 2(b), deferred revenue represents unrestricted membership fees or government grants received during the current year that are related to the following periods.

5) Grants receivable

Grants receivable consist of the following (in Euros):

| P. I.I. | 2007 | 2006 |
|--------------------------------------|------|--------|
| French department of environment | - | 30,000 |
| French department of foreign affairs | - | 15,000 |
| Total | - | 45,000 |

6) Prepaid expenses and other current assets

Prepaid expenses and other current assets include the following (in Euros):

| Prepaid expenses Other receivables Advances on salaries | 2007 19,247 9,756 1,672 | 2006 6,205 7,101 894 |
|---|---|-----------------------------|
| Total | 30,675 | 14,200 |

7) Accounts payable and accrued liabilities

Accounts payable and accrued liabilities can be analysed as follows (in Euros):

| | 2007 | 2006 |
|------------------------|---------|---------|
| Trade accounts payable | 55,522 | 40,148 |
| Accrued taxes | 2,715 | 6,261 |
| Accrued payroll | 87,972 | 121,734 |
| Other payables | 2,410 | 1,673 |
| Hassan II Price | 67,943 | 75,799 |
| Total | 216,562 | 245,615 |

8) Long term debt

Long term debt consists of the debt towards the French organisation "Société des Eaux de Marseille". The membership fee of "Société des Eaux de Marseille" is deducted annually as a reimbursement of the long term debt. This debt does not bear interest.

9) City government grant

The City of Marseilles makes available, in the form of administrative and technical assistance, an administrative team for an estimated annual cost of Euros 103,975 in 2007.

Furthermore, the City of Marseilles has made available since 1996 to the Council premises (offices of the World Water Council) for an estimated annual cost of Euros 265,773 in 2007. Besides, since 2006, the office and computer equipments made available by the City of Marseilles are booked as non current assets as if the World Water Council was the owner and as counterpart, an investment grant is booked in unrestricted funds. This grant is recognized as a revenue when the depreciation is taken into account.

Grants:

An amount of Euros 440,000 was received in cash by the World Water Council in 2006 as a contribution of the City of Marseilles :

| T | (Euros) |
|--|---------|
| First down payment on the 2007grant | 220,000 |
| 2 nd down payment on the 2007 grant | 220,000 |
| | 440,000 |

Total 2007 statement of the City of Marseilles Grant: Euros 440,000

10) Other government grants

Other government grants are detailed as follows (in Euros):

| | 2007 | 2006 |
|--|--------------|---------|
| French Development agency | - | 60,000 |
| BRGM | - | 4,016 |
| Inter American Bank of development | _ | 15,613 |
| AMALAS | - | 203,540 |
| DSI Forum | 450,000 | ŕ |
| French Foreign Office | 35,000 | 38,959 |
| Swiss Agency for Development and Cooperation | _ | 12,612 |
| French department of environment | 120,000 | 186,000 |
| Other grants | 771 | 9,000 |
| Total | 605,771 | 529,740 |

11) Membership fees

Since 1998, the Council has been raising invoices to its members.

In accordance with the principles set out in Note 2b, membership fees have been recognised as revenue only when collection is reasonably assured.

The analysis thereof is as follows (in Euros):

| 2007 membership fees 2006 membership fees 2005 membership fees 2004 membership fees | 2007 162,672 11,380 - | 2006 - 153,585 5,796 920 |
|--|--------------------------------|--------------------------------------|
| Net revenue | 174,052 | 160,301 |

12) Professional fees

Professional fees are detailed as follows (in Euros):

| Lawyer fees Consulting fees (for specific programs) Accounting fees Audit fees | 2007 3,636 52,000 61,613 | 2006 1,196 120,696 55,973 |
|--|-----------------------------------|------------------------------------|
| Translating fees Data processing consulting Other fees | 14,906 6,111 67,983 | 13,314 34,908 22,873 |
| Total | 1,105 207,354 | 1,744 250,704 |

13) Net non operating revenues (expenses)

Non operating revenues (expenses) can be analysed as follows (in Euros):

| Net exchange gain (loss) (Note 2d) Financial revenues Other | 2007 1,873 12,385 (3,577) | 2006 (2,525) 4,080 (1,503) |
|---|------------------------------------|-------------------------------------|
| Total | 10,681 | 52 |

14) Pensions plans

In France, the Council contributes to the national pension system and its obligations to employees are restricted to a lump sum length of service award payable at the date that the employee reaches retirement age, such award being determined for each individual based upon years of service provided and projected final salary.

No current evaluation of future length of service award liability has been performed as at December 31, 2007. Management of the Council considers that the corresponding benefit is not significant and therefore no long-term liability in the balance sheet has been recorded at that date.

Post retirement benefits other than pensions

Substantially all of the Council's employees are covered under Government sponsored post retirement health and life insurance benefit plans. The Council accordingly has no significant liability to its employees in terms of post retirement benefits other than pensions and no provision is consequently made.

15) Income tax status

The Council is registered under the French law of "Association du type Loi 1901". The Council is considered as being a not for profit organisation and therefore is exempt from income tax.