WOMEN IN OIL AND ENERGY SOUTH AFRICA
(ASSOCIATION INCORPORATED UNDER SECTION 21)
REGISTRATION NO : 2001/025443/08

FINANCIAL STATEMENTS
FOR THE YEAR ENDED
28 FEBRUARY 2007

DOUGLAS & VELCICH
CHARTERED ACCOUNTANTS (SA)

WOMEN IN OIL AND ENERGY SOUTH AFRICA
(ASSOCIATION INCORPORATED UNDER SECTION 21)

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APPROVAL OF FINANCIAL STATEMENTS

The financial statements set out on pages 3 to 13 have been approved by the Board of Directors and are hereby signed on on its behalf by :-

CERTIFICATE BY SECRETARY

I confirm that Women in Oil and Energy South Africa has complied with all its statutory requirements.

Douglas & Velcich

Douglas & Velcich
Johannesburg
22 October 2007

DOUGLAS
& VELCICH
CHARTERED ACCOUNTANTS (SA)

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REPORT OF THE INDEPENDENT AUDITORS

TO THE MEMBERS

WOMEN IN OIL AND ENERGY SOUTH AFRICA
(ASSOCIATION INCORPORATED UNDER SECTION 21)
REGISTRATION NO : 2001/025443/08

Report on the financial statements
We have audited the accompanying financial statements of Women in Oil and Energy South Africa (Association Incorporated under section 21), which comprise the director's report, balance sheet as at 28 February 2007, and the income statement, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes set out on pages 3 to 13.

Directors' responsibility for the financial statements
The company's directors are responsible for the preparation and the fair presentation of these financial statements in accordance with South African Statements of Generally Accepted Accounting Practice, and in the manner required by the Companies Act of South Africa. This responsibility includes: designing, implementing and maintaining internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error ; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's responsibility
Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. These standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal controls relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Basis for Qualified Opinion

In common with similar organisations, it is not feasible for the company to institute accounting controls over collections of income other than interest prior to the initial entry of the collections in the accounting records. Accordingly, it was impracticable for us to extend our examination beyond the receipts actually recorded.

Qualified Opinion

In our opinion, except for the effects of the matters described in the Basis for Qualified Opinion paragraph , these financial statements fairly present, in all material respects, the financial position of Women in Oil and Energy South Africa (Association incorporated under section 21) as at 28 February 2007, and of its financial performance and its cash flows for the year then ended in accordance with South African Statements of Generally Accepted Accounting Practice, and in the manner required by the Companies Act of South Africa.

Emphasis of matter

These financial statements have been prepared on the basis of accounting practices applicable to a going concern which assumes that the organisation will generate sufficient funds by way of grants from donors to continue funding its activities. Accordingly they do not include any adjustments, relating to the recoverability and classification of assets or to the amounts and classification of liabilities, that might be necessary if the organisation is unable to continue as a going concern.

Secretarial duties

With the written consent of the members, we have performed certain secretarial duties.

Douglas & Velcich

Douglas & Velcich
Chartered Accountants (S.A.)
Registered Accountants and Auditors

Johannesburg
22 October 2007

WOMEN IN OIL AND ENERGY SOUTH AFRICA
(ASSOCIATION INCORPORATED UNDER SECTION 21)

REPORT OF THE DIRECTORS FOR
THE YEAR ENDED 28 FEBRUARY 2007

Your directors present their report, together with the audited financial statements of the company for the year ended 28 February 2007.

Nature of activities

The principal activity of the company is to carry on the business of advancing South African women by economic empowerment in the oil, gas and other energy sectors.

Results of activities for the year

The results of activities for the year are fully disclosed in the attached financial statements.

Share capital and dividends

The company has no share capital and its memorandum and articles of association prohibit the payment on dividends to members.

Post balance sheet events

No material fact or circumstance has occurred between the balance sheet date and the date of this report.

Statements of responsibility

The directors are responsible for the maintenance of adequate accounting records and the preparation and integrity of the financial statements and related information. The auditors are responsible to report on the fair presentation of the financial statements. The financial statements have been prepared in accordance with South African Statements of Generally Accepted Accounting Practice and in the manner required by the Companies Act,1973.

The directors are also responsible for the company's systems of internal control. These are designed to provide reasonable, but not absolute assurance as to the reliability of the financial statements, and to adequately safeguard, verify and maintain accountability of assets, and to prevent and detect misstatement and loss. Nothing has come to the attention of the directors to indicate that any material breakdown in the functioning of these controls, procedures and systems has occurred during the year under review.

The financial statements have been prepared on the going concern basis, since the directors have every reason to believe that the company has adequate resources in place to continue in operation for the foreseeable future.

Directors

The following were directors during the year under review :-

N R Mlonzi
M M Nhlanhla
S J Moabi

L Mooketsi-Thebe
Y Balfour
A A Maule

The company secretary is Douglas & Velcich

WOMEN IN OIL AND ENERGY SOUTH AFRICA
(ASSOCIATION INCORPORATED UNDER SECTION 21)

BALANCE SHEET AT 28 FEBRUARY 2007

	Note	2007 R	2006 R
ASSETS		**409,472**	**197,999**
Non - current assets		1	1
Equipment	3	1	1
Current assets		409,471	197,998
Accounts receivable		-	166,491
Loan receivable	4	296,177	-
Cash and cash equivalents	5	113,294	31,507
Total assets		**409,472**	**197,999**
RESERVES AND LIABILITIES		**409,472**	**197,999**
Reserves		45,754	27,997
Accumulated surplus		45,754	27,997
Current liabilities		363,718	170,002
Accounts payable		362,316	168,825
Taxation		1,402	1,177
Total reserves and liabilities		**409,472**	**197,999**

Jav.

WOMEN IN OIL AND ENERGY SOUTH AFRICA
(ASSOCIATION INCORPORATED UNDER SECTION 21)

INCOME STATEMENT FOR THE YEAR
ENDED 28 FEBRUARY 2007

	Note	2007 R	2006 R
INCOME		**549,667**	**631,678**
Donations		-	450,000
Subscriptions		465,126	178,250
Other income		78,184	-
Interest received		6,357	3,428
EXPENDITURE		**531,685**	**539,212**
Awareness Raising - entry into sector		186,456	122,289
Advertising		-	456
Auditors' remuneration	6	-	2,126
Bank charges		343	120
Board meetings		8,939	33,258
Computer expenses		11,854	8,412
Conference costs		-	42,126
Consulting fees		54,101	8,681
Donations		500	-
Fundraising services		12,000	-
General expenses		1,580	2,523
Networking		71,042	105,252
Postage		-	678
Recruitment		7,442	-
Rental		24,624	17,442
Salaries and wages		9,988	-
Secretarial fees		5,220	1,610
Site visits		35,521	52,626
Telephone		24,019	27,790
Training		71,042	105,252
Travel		7,014	8,571
SURPLUS FOR THE YEAR		**17,982**	**92,466**
TAXATION			
S A normal taxation	7	**(225)**	**-**
NET SURPLUS AFTER TAXATION		**17,757**	**92,466**

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WOMEN IN OIL AND ENERGY SOUTH AFRICA
(ASSOCIATION INCORPORATED UNDER SECTION 21)

STATEMENT OF CHANGES IN RESERVES
FOR THE YEAR ENDED 28 FEBRUARY 2007

	ACCUMULATED SURPLUS	TOTAL
Balance at 1 March 2005	(64,469)	(64,469)
Net surplus for the year	92,466	92,466
Balance at 28 February 2006	**27,997**	**27,997**
Net surplus for the year	17,757	17,757
Balance at 28 February 2007	**45,754**	**45,754**

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WOMEN IN OIL AND ENERGY SOUTH AFRICA
(ASSOCIATION INCORPORATED UNDER SECTION 21)

CASH FLOW STATEMENT FOR THE YEAR
ENDED 28 FEBRUARY 2007

	Note	2007 R	2006 R
Cash received from subscribers and donors		709,801	612,340
Cash paid to suppliers and employees		(338,194)	(683,734)
Cash generated by/(utilised in) operations	**8**	**371,607**	**(71,394)**
Interest received		6,357	3,428
Taxation paid		-	(2,263)
Net cash inflow/(outflow) from operating activities		**377,964**	**(70,229)**
Cash flows utilised in financing activities		**(296,177)**	**-**
Increase in loan receivable		(296,177)	-
Net increase/(decrease) in cash and cash equivalents		**81,787**	**(70,229)**
Cash and cash equivalents at beginning of year		31,507	101,736
Cash and cash equivalents at end of year	**5**	**113,294**	**31,507**

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WOMEN IN OIL AND ENERGY SOUTH AFRICA
(ASSOCIATION INCORPORATED UNDER SECTION 21)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 28 FEBRUARY 2007

ACCOUNTING POLICIES

1. PRESENTATION OF ANNUAL FINANCIAL STATEMENTS

The annual financial statements have been prepared in accordance with South African Statements of Generally Accepted Accounting Practice and the Companies Act of South Africa. The annual financial statements have been prepared on the historical cost basis and incorporate the principal accounting policies set out below.

1.1 ACCOUNTING CONVENTION

The Association is registered under the Companies Act, 1973, as an association not for gain and as such no part of its income or property shall be transferred to members, directly or indirectly. All reserves of the Association are consequently non-distributable.

1.2 SIGNIFICANT JUDGEMENTS

In preparing the annual financial statements, management is required to make estimates and assumptions that effect the amounts represented in the annual financial statements and related disclosures. Use of available information and the application of judgement is inherent in the formation of estimates. Actual results in the future could differ from these estimates which may be material to the annual financial statements.

1.3 TANGIBLE ASSETS

The cost of an item of tangible assets is recognised as an asset when:
- it is probable that future economic benefits associated with the item will flow to the company; and
- the cost of the item can be measured reliably.

Costs include costs incurred initially to acquire or construct an item of tangible assets and costs incurred subsequently to add to, replace part of, or service it. If a replacement cost is recognised in the carrying amount of an item of tangible assets, the carrying amount of the replaced part is derecognised.

Tangible assets are carried at cost less accumulated depreciation and any impairment losses.

Depreciation is provided on all tangible assets other than freehold land, to write down the cost, less residual value, by equal instalments over their useful lives as follows:

Item	**Useful life**
Computer equipment	3 years

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WOMEN IN OIL AND ENERGY SOUTH AFRICA
(ASSOCIATION INCORPORATED UNDER SECTION 21)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 28 FEBRUARY 2007 (Continued)

1.3 TANGIBLE ASSETS (Continued)

The depreciation charge for each period is recognised in profit or loss, unless it is included in the carrying amount of another asset.

The gain or loss arising from the derecognising of an item of property, plant and equipment is included in the equipment fund when the item is derecognised. The gain or loss arising from the derecognising of an item of property, plant and equipment is determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item.

1.4 FINANCIAL INSTRUMENTS

Measurement

Financial instruments carried on the balance sheet include bank balances, accounts receivables and accounts payable. Financial instruments are initially measured at cost as at trade date, which includes transaction costs. Subsequent to initial recognition, these instruments are measured as set out below :-

Cash and cash equivalents

Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and are subject to insignificant risk in change in value.

Cash and cash equivalents are measured at fair value.

Trade and other receivables

Trade and other receivables are stated at cost less provision for impairment losses.

Trade and other payables

Trade and other payables are measured at amortised cost using the effective interest method.

WOMEN IN OIL AND ENERGY SOUTH AFRICA
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 28 FEBRUARY 2007 (Continued)

1.5 IMPAIRMENT OF ASSETS

The company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset.

If there is any indication that an asset may be impaired, the recoverable amount is estimated for the individual asset. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined.

The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less costs to sell and its value in use.

If the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. That reduction is an impairment loss.

An impairment loss of assets carried at cost less any accumulated depreciation or amortisation is recognised immediately in profit or loss. Any impairment loss of a revalued asset is treated as a revaluation decrease.

An impairment loss is recognised for cash-generating units if the recoverable amount of the unit is less than the carrying amount of the units. The impairment loss is allocated to reduce the carrying amount of the assets of the unit in the following order:

- first, to reduce the carrying amount of any goodwill allocated to the cash-generating unit and
- then, to the other assets of the unit, pro rata on the basis of the carrying amount of each asset in the unit.

An entity assesses at each reporting date whether there is any indication that an impairment loss recognised in prior periods for assets other than goodwill may no longer exist or may have decreased. If any such indication exists, the recoverable amounts of those assets are estimated.

The increased carrying amount of an asset other than goodwill attributable to a reversal of an impairment loss does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years.

A reversal of an impairment loss of assets carried at cost less accumulated depreciation or amortisation other than goodwill is recognised immediately in profit or loss. Any reversal of an impairment loss of a revalued asset is treated as a revaluation increase.

WOMEN IN OIL AND ENERGY SOUTH AFRICA
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 28 FEBRUARY 2007 (Continued)

1.6 PROVISIONS

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made.

1.7 REVENUE

Income from subscriptions is brought to account in the period to which it relates. All other income is brought to account as and when received.

Interest is recognised on a time proportion basis, taking account of the principal outstanding and the effective rate over the period to maturity, when it is probable that such income will accrue to the company.

2. MEMBERS' GUARANTEE

In terms of the company's memorandum and articles of association, the guarantee of each member in the event of the company being wound up is R 1.

WOMEN IN OIL AND ENERGY SOUTH AFRICA
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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2007 (Continued)

3. EQUIPMENT

	Computer Equipment R	Total R
28 February 2007		
Net book value 1 March 2006	**1**	**1**
At cost	18,699	18,699
Accumulated depreciation	(18,698)	(18,698)
Net book value 28 February 2007	**1**	**1**
At cost	18,699	18,699
Accumulated depreciation	(18,698)	(18,698)
28 February 2006		
Net book value 1 March 2005	**1**	**1**
At cost	18,699	18,699
Accumulated depreciation	(18,698)	(18,698)
Net book value 28 February 2006	**1**	**1**
At cost	18,699	18,699
Accumulated depreciation	(18,698)	(18,698)

	2007 R	2006 R
4. LOAN RECEIVABLE		
WOESA Investments (Pty) Ltd	296,177	-
	296,177	**-**

The loan is unsecured, interest free and there are no fixed terms of repayment.

5. CASH AND CASH EQUIVALENTS

	2007 R	2006 R
Nedbank - Current account	112,394	30,607
Petty cash	900	900
	113,294	**31,507**

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WOMEN IN OIL AND ENERGY SOUTH AFRICA
(ASSOCIATION INCORPORATED UNDER SECTION 21)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2007

	2007 R	2006 R
6. AUDITORS' REMUNERATION		
Other services	-	2,126
	-	**2,126**
7. TAXATION		
SA normal taxation - current	1,402	-
Prior year overprovision	(1,177)	-
	225	**-**

The company had an assessed loss of R14,147 in the 2006 year.

8. CASH GENERATED BY/(UTILISED IN) OPERATIONS

	2007 R	2006 R
Surplus for the year	17,982	92,466
Adjusted for :		
Interest received	(6,357)	(3,428)
Operating surplus before working capital changes	**11,625**	**89,038**
Working capital changes	**359,982**	**(160,432)**
Decrease/(increase) in accounts receivable	166,491	(15,910)
Increase/(decrease) in accounts payable	193,491	(144,522)
	371,607	**(71,394)**

9. GOING CONCERN

The existence of the company is dependent on the continued support of its subscribers.

10. CREDIT RISK

The company's credit risk is attributable to accounts receivable and liquid funds. The credit risk on liquid funds is limited because the counter party is a bank with credit rating assigned by international credit-rating agencies. The company has no significant concentration of credit risk.

11. LIQUIDITY RISK

The company manages liquidity risk by monitoring forecast cash flows and ensuring that adequate reserves are maintained.