AIM: RUR



Rurelec PLC ("Rurelec" or "the Company")

#### **Result of AGM and Companies House filing**

The Board of Rurelec is pleased to announce that all the resolutions put to shareholders at the Company's Annual General Meeting held in London today were duly passed.

The Company today filed unaudited Interim Accounts at Companies House in advance of approving the dividend, in compliance with section 838 of the Companies Act 2006 (the "Act"). The unaudited Interim Accounts for the period ending 17th July 2008, which are reproduced in the annexe to this announcement, relate only to Rurelec PLC as an entity and are not consolidated accounts. The requirement to demonstrate that the Company has sufficient reserves to make the dividend payment is set out in sections 836 and 838 of the Act.

The Group's consolidated results for the half-year to 30 June 2008, pursuant to rule 18 of the AIM rules, will be released in due course and no later than 30 September 2008.

For further information please contact:

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### PROFIT AND LOSS ACCOUNT (unaudited)

### FOR THE PERIOD ENDED 17 JULY 2008

|                                   | Notes  | Period<br>ended<br>17 July<br>2008<br>£ | Year<br>ended<br>31 Dec.<br>2007<br>£ |
|-----------------------------------|--------|---|---------------------------------------|
| Revenue                           |        | 1,250,000                               | -                                     |
| Cost of sales                     |        | (673,000)                               | -                                     |
| Gross profit                      |        | 577,000                                 |                                       |
| Administrative expenses           |        | (496,808)                               | (891,970)                             |
| Operating profit / (loss)         |        | 80,192                                  | (891,970)                             |
| Investment income                 | 2      | 1,818,646                               | 1,737,721                             |
| Finance income<br>Finance expense | 2<br>3 | 38,994<br>(111,604)                     | 61,203<br>(1,961)                     |
| Profit before taxation            |        | 1,826,228                               | 904,993                               |
| Tax expense                       | 4      | (233,072)                               | (217,215)                             |
| Profit for the period / year      | 11     | 1,593,156                               | 687,778                               |

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

## **BALANCE SHEET (unaudited)**

## AS AT 17 JULY 2008

|                                       |       | 2008 31 De   |             | ecember 2007 |            |
|---------------------------------------|-------|--------------|-------------|--------------|------------|
|                                       | Notes | £            | £           | £            | £          |
| Non-current assets                    |       |              |             |              |            |
| Investments                           | 6     |              | 17,437,929  |              | 3,776,692  |
| Trade and other receivables           | 7     |              | 27,760,814  |              | 22,142,924 |
|                                       |       |              | 45,198,743  |              | 25,919,616 |
| Current assets                        |       |              |             |              |            |
| Trade and other receivables           | 8     | 1,498,193    |             | 36,704       |            |
| Cash and cash equivalents             |       | 3,924,907    |             | 1,517,824    |            |
|                                       |       | 5,423,100    |             | 1,554,528    |            |
| Creditors: amounts falling due        |       |              |             |              |            |
| within one year                       | 9     | (14,818,603) |             | (1,289,060)  |            |
| Net current (liabilities) / assets    |       |              | (9,395,503) |              | 265,468    |
| Total assets less current liabilities |       |              | 35,803,240  |              | 26,185,084 |
|                                       |       |              |             |              |            |
| Capital and reserves                  |       |              |             |              |            |
| Share capital                         | 10    |              | 1,715,776   |              | 1,465,776  |
| Share premium account                 | 11    |              | 31,757,739  |              | 23,982,739 |
| Retained earnings                     | 11    |              | 2,329,725   |              | 736,569    |
| Shareholders' funds                   | 12    |              | 35,803,240  |              | 26,185,084 |
|                                       |       |              |             |              |            |

Approved by the Board and authorised for issue on 17 July 2008 and signed by:

E R Shaw Director F G Fisher III Director

# CASH FLOW STATEMENT (unaudited)

## FOR THE PERIOD ENDED 17 JULY 2008

|  | Neter    |  | Period<br>ended<br>17 July<br>2008            |  | Year<br>ended<br>31 Dec.<br>2007    |
|--|----------|--|---|--|-------------------------------------|
|  | Notes    | £  | £   | £  | £                                   |
| Cash flows from operating activities   |          |  |   |  |                                     |
| Cash used in operations<br>Interest received<br>Interest paid<br>Tax paid  | 13       |  | (1,137,317)<br>38,851<br>(111,461)<br>(5,740) |  | (846,014)<br>61,203<br>(1,961)<br>- |
| Net cash used in operations  |          |  | (1,215,667)                                   |  | (786,772)                           |
| Cash flows from investing activities   |          |  |   |  |                                     |
| Dividend received (net of tax)<br>(Loans to) / repayment by subsidiaries and joint<br>venture company<br>Purchase of balance of 50% of PEL | 6        | 1,591,314<br>(2,462,482)<br>(13,661,237) |   | 1,520,506<br>368,256<br>-                  |                                     |
| Net cash (used in) / generated from investing activ  | vities   |  | (14,532,405)                                  |  | 1,888,762                           |
| Net cash (outflow) / inflow before financing act   | tivities |  | (15,748,072)                                  |  | 1,101,990                           |
| Cash flows from financing activities   |          |  |   |  |                                     |
| Issue of shares (net of costs)<br>Loan drawdowns / (repayments)<br>Vendor Ioan / deferred consideration<br>Equity dividend paid            | 6        | 8,025,000<br>2,616,459<br>7,513,696<br>- |   | 2,779,675<br>(817,293)<br>-<br>(1,612,997) |                                     |
| Net cash generated from financing activities   |          |  | 18,155,155                                    |  | 349,385                             |
| Increase in cash in the period   |          |  | 2,407,083                                     |  | 1,451,375                           |
| Cash and cash equivalents at start of period / yea   | r        |  | 1,517,824                                     |  | 66,449                              |
| Cash and cash equivalents at end of period / year  |          |  | 3,924,907                                     |  | 1,517,824                           |

#### NOTES TO THE FINANCIAL STATEMENTS

#### FOR THE PERIOD ENDED 17 JULY 2008

#### 1 Basis of preparation

- **1.1** These unaudited Interim Accounts have been prepared for the purposes of Section 838 of the Companies Act 2006.
- **1.2** These unaudited Interim Accounts do not constitute Statutory Accounts within the meaning of Section 447 of the Companies Act 2006. Statutory Accounts for the year ended 31 December 2007 have been filed with the Registrar of Companies. The auditors have made a report on those Statutory Accounts under Section 235 of the Companies Act 1985. The auditors' reports were unqualified and did not contain a statement under Section 237(2) of the Companies Act 1985.
- **1.3** The accounting policies which have been applied are consistent with the accounting policies set out in the Rurelec PLC consolidated financial statements for the year ended 31 December 2007.

| 2 | Investment and finance income  | 2008<br>£ | 2007<br>£ |
|---|--|-----------|-----------|
|   | Income from shares in group undertakings                             | 1,818,646 | 1,737,721 |
|   | Bank interest  | 38,994    | 61,203    |
|   |  | 1,857,640 | 1,798,924 |
| 3 | Finance expense  | 2008      | 2007      |
|   |  | £         | £         |
|   | On loans wholly repayable within five years                          | 111,461   | -         |
|   | Other interest   | 143       | 1,961     |
|   |  | 111,604   | 1,961     |
| 4 | Tax expense  | 2008      |           |
| • |  | £         | £         |
|   | U.K. corporation tax   | 5,740     | -         |
|   | Bolivian withholding tax on dividend received                        | 227,332   | 217,215   |
|   |  | 233,072   | 217,215   |
| 5 | Dividends  | 2008      | 2007      |
|   |  | £         | £         |
|   | Final dividend for the year ended 31 December 2006 paid in June 2007 | -         | 1,612,997 |
|   |  |           |           |

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE PERIOD ENDED 17 JULY 2008

#### 6 Investments

|   | 2008<br>£       | 2007<br>£            |
|---|-----------------|----------------------|
| Investments in subsidiary companies<br>Investments in joint venture company | 17,437,929<br>- | 292,112<br>3,484,580 |
|   | 17,437,929      | 3,776,692            |

The Company holds the following investments:

i) 100% of the issued share capital of Energia para Sistemas Aislados S.A., a company registered in Bolivia under registration number 107752.

ii) 100% of the issued share capital of Bolivia Integrated Energy Limited (BIE), a company registered in the British Virgin Islands under registration number 510247. BIE owns, through an intermediary holding company, 50.00125% of the issued share capital of Empresa Electrica Guaracachi S.A., a company registered in Bolivia.

iii) 100% of the issued share capital of Patagonia Energy Limited (PEL), a company registered in the British Virgin Islands under registration number 620522. PEL, together with a wholly owned intermediary company, owns 100% of the issued share capital of Energia del Sur S.A., a company registered in Argentina. At 31 December 2007, the company owned 50% of PEL. The remaining 50% was acquired by the company on 25 June 2008 at a cost of \$25m of which \$12m was paid on completion, with a further payment of \$3m due three months after completion and the final \$10m due one year after completion.

#### 7 Trade and other receivables (non-current)

|                                       | 2008       | 2007       |
|---------------------------------------|------------|------------|
|                                       | £          | £          |
| Amounts owed by subsidiary companies  | 27,760,814 | 21,696,696 |
| Amounts owed by joint venture company | -          | 446,228    |
|                                       |            |            |
|                                       | 27,760,814 | 22,142,924 |
|                                       |            |            |

The amounts owed by subsidiary companies are unsecured and receivable on demand but are not expected to be fully received within the next twelve months.

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE PERIOD ENDED 17 JULY 2008

| Trade and other receivables (current)          | 2008<br>£  | 2007<br>£  |
|--|--|--|
| Trade receivables                              | 1,468,750  | -  |
| Other receivables                              | 4,235  | 7,531  |
| Prepayments                                    | 25,208   | 29,173   |
|  | 1,498,193<br>  | 36,704   |
| Creditors: amounts falling due within one year | 2008   | 2007   |
|  | £  | £  |
| Trade payables                                 | 128,878  | 117,468  |
| Taxes and social security costs                | 226,531  | 9,116  |
| Borrowings                                     | 14,411,193   | 1,112,145  |
| Accruals and deferred income                   | 52,001   | 50,331   |
|  | 14,818,603   | 1,289,060  |
|  | Trade receivables<br>Other receivables<br>Prepayments<br>Creditors: amounts falling due within one year<br>Trade payables<br>Taxes and social security costs<br>Borrowings | £Trade receivables1,468,750Other receivables4,235Prepayments25,2081,498,1931Creditors: amounts falling due within one year2008£Trade payables128,878Taxes and social security costs226,531Borrowings14,411,193Accruals and deferred income52,001 |

Borrowings comprise short term loans repayable within 12 months. Included within borrowings is an amount of £10,669,103 payable in respect of the company's acquisition of the remaining 50% of Patagonia Energy Limited (PEL), of which £7,513,696 relates to deferred consideration (see note 6) and £3,155,407 relates to loans to PEL acquired from the vendor.

| 10 | Share capital                          | 2008<br>£ | 2007<br>£ |
|----|--|-----------|-----------|
|    | Authorised                             |           |           |
|    | 120,000,000 Ordinary shares of 2p each | 2,400,000 | 2,400,000 |
|    |  |           |           |
|    | Allotted, called up and fully paid     |           |           |
|    | 85,788,775 Ordinary shares of 2p each  | 1,715,776 | 1,465,776 |
|    |  |           |           |

The company issued 12,500,000 ordinary 2p shares at 65p per share on 25 June 2008. The excess over the par value has been credited to the share premium account.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE PERIOD ENDED 17 JULY 2008

#### 11 Statement of movements on reserves

| 11 | Statement of movements on reserves                 |                             |                          |
|----|--|-----------------------------|--------------------------|
|    |  | Share<br>premium<br>account | Retained<br>earnings     |
|    |  | £                           | £                        |
|    | Balance at 1 January 2008                          | 23,982,739                  | 736,569                  |
|    | Profit for the period                              | -                           | 1,593,156                |
|    | Premium on shares issued during the period         | 7,775,000                   | -                        |
|    | Balance at 17 July 2008                            | 31,757,739<br>              | 2,329,725                |
| 12 | Reconciliation of movements in shareholders' funds | 2008                        | 2007                     |
|    |  | £                           | £                        |
|    | Profit for the period / year                       | 1,593,156                   | 687,778                  |
|    | Equity dividend paid                               | -                           | (1,612,997)              |
|    |  |                             |                          |
|    |  | 1,593,156                   | (925,219)                |
|    | Proceeds from issue of shares                      | 8,025,000                   | 2,779,675                |
|    | Net addition to shareholders' funds                | 9,618,156                   | 1,854,456                |
|    | Opening shareholders' funds                        | 26,185,084                  | 24,330,628               |
|    | Closing shareholders' funds                        | 35,803,240                  | 26,185,084               |
| 13 | Net cash flow from operating activities            | 2008                        | 2007                     |
|    |  | £                           | £                        |
|    | Result for the period / year before tax            | 1,826,228                   | 904,993                  |
|    | Net finance costs                                  | 72,610                      | (59,242)                 |
|    | Adjustments for:                                   | 72,010                      | (59,242)                 |
|    | - Dividend received (net of tax)                   | (1,591,314)                 | (1,520,506)              |
|    | - Tax withheld on dividend                         | (1,391,314)<br>(227,332)    | (1,320,300)<br>(217,215) |
|    | Movement in working capital:                       | (221,002)                   | (217,210)                |
|    | - Change in trade and other receivables            | (1,461,489)                 | 34,155                   |
|    | - Change in trade and other receivables            | 243,980                     | 11,801                   |
|    |  |                             |                          |
|    | Cash used in operations                            | (1,137,317)                 | (846,014)                |
|    |  |                             |                          |