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TRIANEL GMBH | **MANAGEMENT REPORT**

2009

Summary Management Report of Trianel GmbH

Contents

1. Business and general conditions	3
1.1 Corporate structure and business operations	3
1.2 Corporate management, targets and strategy	14
1.3 Innovation management	19
1.4 Overview of business development	21
.....	
2. Earnings, financial and asset situation	25
2.1 Earnings situation	25
2.2 Financial situation	28
2.3 Asset situation	29
2.4 General statement on the business situation	30
.....	
3. Supplementary report	31
.....	
4. Risk report	32
4.1 Risk and opportunity management system	32
4.2 Risk areas and individual risks	33
4.3 General statement on the risk situation	36
.....	
5. Forecast	37
5.1 Orientation of Trianel GmbH in the next two financial years	37
5.2 General economic conditions in the next two financial years	40
5.3 Anticipated earnings situation	41
5.4 Anticipated financial situation	41
5.5 Opportunities	42
5.6 General statement on the business outlook and development forecast of Trianel GmbH by corporate management	43
.....	
6. Reporting pursuant to § 108 para. 2 no. 2 of the north rhine-westphalian local government ordinance (GO NRW)	44

1. Business and general conditions

1.1 Corporate structure and business operations

I. Legal corporate structure

In the 2009 reporting year, equity continued to grow by means of (cash) capital increases by existing shareholders and the shareholder base of Trianel GmbH was expanded with the accession of new shareholders.

In mid-2009, the shareholder Stadtwerke Halle GmbH reduced its share in Trianel GmbH as of 16 July 2009 by € 283,000.00 from € 600,000.00 to € 317,000.00. As previously in the past, Trianel GmbH purchased the share with a nominal value of € 283,000.00 as a company share to place it as part of the expansion of the shareholder base, and transfer it in whole or in part to new shareholders.

As expected, the above-mentioned company share was transferred in full in the 2009 reporting year to new shareholders Stadtwerke Lindau (B) GmbH & Co. KG and Stadtwerke Borken / Westf. GmbH, whereby the latter new shareholder also made an additional capital increase for entry into Trianel GmbH. In addition, in Stadtwerke Bad Pyrmont Beteiligungs und Bäder GmbH, Stadtwerke Uelzen GmbH, Stadtwerke Wedel GmbH and SWT Stadtwerke Trier Versorgungs- GmbH four additional shareholder companies joined Trianel GmbH, via capital increases, with the result that as of the balance sheet date, 47 municipal utility companies from Germany, Switzerland and Austria were direct shareholders in Trianel GmbH.

Furthermore, shareholders Energie- und Wasserversorgung Rheine GmbH, GSW Gemeinschaftsstadtwerke GmbH Kamen–Bönen-Bergkamen, Hertener Energiehandels-gesellschaft mbH, Stadtwerke Fröndenberg GmbH, Stadtwerke Hamm GmbH, Stadtwerke Lünen GmbH, Stadtwerke Soest GmbH and Überlandwerk Fulda Aktiengesellschaft increased their holdings in Trianel GmbH with shares with a nominal value of a total of € 400,825.00. These increases in shares were also implemented as part of the (cash) capital increase.

Overall, the share capital of Trianel GmbH increased during the 2009 calendar year by € 1,012,725.00 from € 16,883,850.00 to € 17,896,575.00 on the balance sheet date. We view the success in attracting new shareholders and the capital increases implemented as proof of the continued appeal of our business model.

The following chart provides an overview of the shareholder structure of Trianel GmbH as of 31 December 2009.

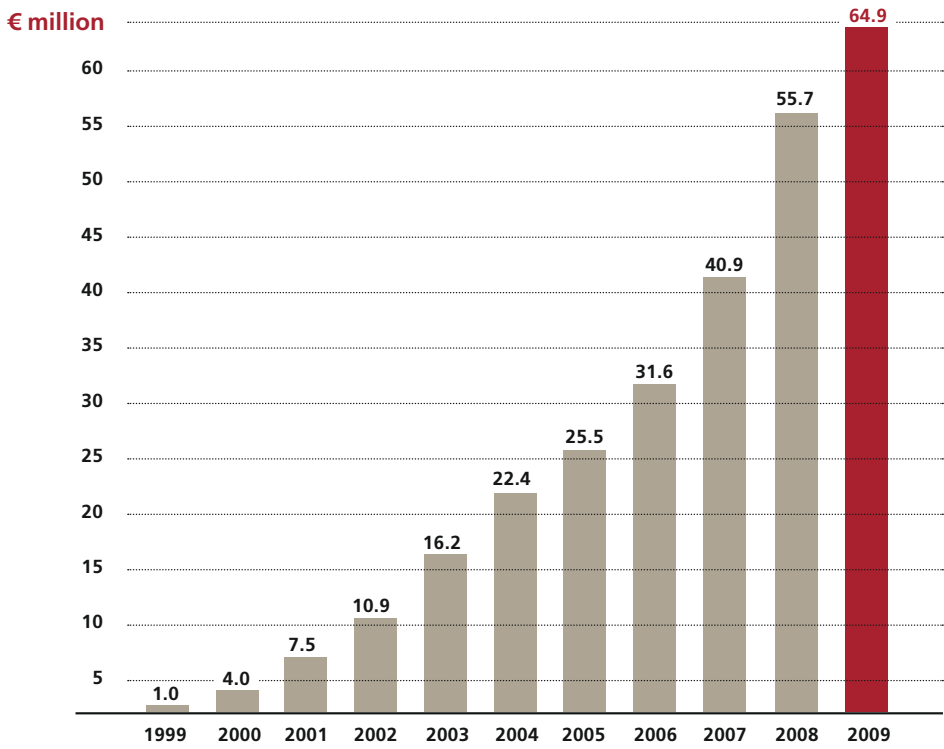
ewmr – Energie- und Wasserversorgung Mittleres Ruhrgebiet GmbH, Bochum (Bochum, Herne, Witten)	27.80 %	Stadtwerke Fröndenberg GmbH	0.60 %
STAWAG Stadtwerke Aachen AG	13.48 %	ENNI Energie Wasser Niederrhein GmbH	0.56 %
Überlandwerk Fulda AG	7.82 %	GWS Stadtwerke Hameln GmbH	0.56 %
Stadtwerke Bonn GmbH	6.54 %	Schleswiger Stadtwerke GmbH	0.56 %
Stadtwerke Lübeck Holding GmbH	5.77 %	Stadtwerke Bad Salzuflen GmbH	0.56 %
SWU Energie GmbH, Ulm	4.27 %	Stadtwerke Dachau	0.56 %
Stadtwerke Energie Jena-Pößneck GmbH	3.37 %	Stadtwerke Elmshorn	0.56 %
Niederrheinwerke Viersen GmbH	3.24 %	Stadtwerke Gronau GmbH	0.56 %
Salzburg AG für Energie, Verkehr und Telekommunikation, Österreich	1.98 %	Stadtwerke Sindelfingen GmbH	0.56 %
enwor – energie & wasser vor ort GmbH, Herzogenrath	1.93 %	Stadtwerke Tuttlingen GmbH	0.56 %
Stadtwerke Halle GmbH	1.77 %	Stadtwerke Wedel GmbH	0.56 %
SWT Stadtwerke Trier Versorgungs-GmbH	1.68 %	Stadtwerke Bad Pyrmont Beteiligungs und Bäder GmbH	0.42 %
Allgäuer Überlandwerk GmbH	1.40 %	Stadtwerke Uelzen GmbH	0.42 %
NVB Nordhorner Versorgungsbetriebe GmbH	1.34 %	Stadtwerke Detmold GmbH	0.40 %
Stadtwerke Hamm GmbH	1.26 %	Stadtwerke Flensburg GmbH	0.38 %
Stadtwerke Lindau (B) GmbH & Co. KG	1.09 %	Stadtwerke Unna GmbH	0.37 %
GSW Gemeinschaftsstadtwerke GmbH Kamen – Bönen – Bergkamen	0.93 %	Stadtwerke EVB HUNTetal GmbH	0.34 %
Stadtwerke Borken/Westfalen GmbH	0.84 %	Stadtwerke Soest GmbH	0.33 %
Stadtwerke Lünen GmbH	0.74 %	Stadtwerke Lemgo GmbH	0.30 %
Regio Energie Solothurn, Switzerland	0.67 %	Stadtwerke Schwäbisch Hall GmbH	0.30 %
Energie- und Wasserversorgung Rheine GmbH	0.64 %	Stadtwerke Georgsmarienhütte GmbH	0.28 %
Hertener Energiehandelsgesellschaft mbH	0.61 %	Stadtwerke Herford GmbH	0.28 %
		Stadtwerke Lengerich GmbH	0.28 %
		Stadtwerke Verden GmbH	0.28 %
		Teutoburger Energie Netzwerk e.G., Hagen	0.28 %

Trianel GmbH

Status: 31/12/2009

Taking into account the annual net income of € 5,491,835 for the 2009 financial year, Trianel GmbH has equity of € 64,927,461. The equity development is shown in the following chart.

Equity development of Trianel GmbH (individual financial statements)



On the reporting date of 31 December 2009, Trianel owned thirteen subsidiaries and affiliated companies. The participation structure is shown in the following chart:

Trianel GmbH			
Trianel Gaskraftwerk Hamm GmbH & Co. KG Genration	6.12 %	Trianel Gaskraftwerk Hamm Verwaltungs GmbH	100 %
Trianel Gasspeicher Epe GmbH & Co. KG Gasstorage	17.60 %	Trianel Gasspeicher Epe Verwaltungs GmbH	100 %
Trianel Kohlekraftwerk Lünen GmbH & Co. KG Genration	6.34 %	Trianel Kohlekraftwerk Lünen Verwaltungs GmbH	100 %
Trianel Windkraftwerk Borkum GmbH & Co. KG Genration	2.92 %	Trianel Windkraftwerk Borkum Verwaltungs GmbH	100 %
Trianel Finanzdienste GmbH Portfoliomanagement/Financial services	100 %	Trianel Service GmbH	20 %
Trianel Energie B.V. Sales Benelux	100 %	EEX AG	0.25 %
energieGUT GmbH Consumer sales Germany	8.31 %		

Status: 31/12/2009

Trianel Gaskraftwerk Hamm GmbH & Co. KG, domiciled in Aachen, Germany, is responsible for operating the 840 MW municipal gas and steam turbine power plant in Hamm-Uentrop. On the reporting date, Trianel GmbH's shareholding was 6.12%. Personally liable shareholder Trianel Gaskraftwerk Hamm Verwaltungs GmbH, domiciled in Aachen, a wholly owned subsidiary of Trianel GmbH, manages the company.

Trianel Gasspeicher Epe GmbH & Co. KG, domiciled in Aachen, is responsible for the expansion and operation of a natural gas storage facility located in Epe in the district of Borken (North Rhine-Westphalia). On the reporting date, Trianel GmbH's shareholding was 17.6%. Personally liable shareholder Trianel Gasspeicher Epe Verwaltungs GmbH, domiciled in Aachen, a wholly owned subsidiary of Trianel GmbH, manages the company.

Trianel Kohlekraftwerk Lünen GmbH & Co. KG, domiciled in Lünen, has been building a modern, highly efficient 750 MW hard coal-fired power station at the Lünen site (North Rhine-Westphalia) since mid-2008. On the reporting date, Trianel GmbH's shareholding was 6.34%. Personally liable shareholder Trianel Kohlekraftwerk Lünen Verwaltungs GmbH, domiciled in Aachen, a wholly owned subsidiary of Trianel GmbH, manages the company.

Trianel Windkraftwerk Borkum GmbH & Co. KG, domiciled in Aachen, was established in June 2008, and is responsible for planning and development and construction and operation of the Borkum-West II offshore wind farm with a capacity of 400 MW. On the reporting date, Trianel GmbH's shareholding was 2.92%. Personally liable shareholder Trianel Windpark Borkum Verwaltungsgesellschaft mbH, domiciled in Aachen, a wholly owned subsidiary of Trianel GmbH, manages the company.

Trianel Finanzdienste GmbH, domiciled in Aachen, is a wholly owned subsidiary of Trianel GmbH. The activities of the Trianel Group which require authorisation for the provision of financial services pursuant to § 32, para. 1 of the German Banking Act (Kreditwesengesetz) are concentrated in this company.

The Dutch sales company Trianel Energie B.V., domiciled at Maastricht Airport, is a wholly owned subsidiary of Trianel GmbH and bundles the sales and distribution activities of the Trianel Group in the Netherlands and Belgium.

energieGUT GmbH, domiciled in Aachen, markets energy to domestic end consumers via an internet platform. As part of planned development, Trianel GmbH decreased its holding in energieGUT during the 2009 financial year, with a shareholding of 8.31% on the reporting date.

The purpose of the Cologne-based Trianel Service GmbH is the development and bundling of technical energy supply services. On the reporting date, Trianel GmbH's shareholding was 20%. The strategic orientation of the company is under examination, with business operations currently suspended.

II. Business sectors

Trianel GmbH operates throughout the entire value chain in the unregulated energy sector. As Europe's largest cooperation of municipal utility companies, Trianel GmbH makes the potential of liberalised energy markets accessible by bundling common interests in a municipal environment with the objective of boosting the competitiveness and therefore autonomy of municipal utility companies.

In cooperation with the municipal utility companies, working toward the same goal can help overcome barriers to market entry and thus open business sectors which would not be accessible to individual municipal utility companies.

The starting point and core business of Trianel GmbH is the energy supply business. Trianel supports municipal utility companies in their supply responsibility by procuring energy in wholesale markets. Trianel's area of activity has expanded considerably in recent years in particular due to the development and energy-business and commercial consultancy and optimisation of large-scale energy generation and gas storage facilities. All activities of Trianel are developed in close coordination with the preferences of the shareholder companies and customised for their needs and circumstances.

In our role as energy service providers for municipal utility companies, we currently operate in the following individual areas of the value chain:

1. Upstream activities

In this area, we develop projects for the construction or purchase of large-scale facilities in the energy sector, such as gas or coal-fired power stations, cogeneration power stations, gas storage facilities, gas pumping stations, offshore wind farms and help our shareholders and other municipal utility companies expand their value creation into the upstream area of the energy sector value chain. We continue to monitor these projects after commissioning in regular operation with our commercial and energy management services. As we already have access to wholesale markets, we can manage or market the facilities for the respective owners if required. By purchasing minor shares in the project companies, we participate in the results of the respective plants after commissioning.

2. Midstream activities

These activities include all services required to control and manage an energy procurement portfolio. Trianel also assumes some of the risk – such as forecast risk – for its customers. Depending on the individual propensity for risk of the individual municipal utility company, different procurement strategies are pursued, which range from a full-service package to active management. Our access to the OTC markets and energy exchanges, and an established collateral system developed with our shareholders allow us to procure the energy quantities required by our customers. Where necessary, we avail of the services of Trianel Finanzdienste GmbH, which is authorised to provide financial services.

The available resources are also used to market the company's own generation position and to manage its own gas storage capacities for proprietary trading activities in the energy market. In so doing, Trianel actively participates in the opportunities and risks of the wholesale markets.

All activities involving risk are embedded in a risk management system, which strictly restricts the profit results from open, unhedged items.

3. Downstream activities

We provide various services for municipal utility companies to support them in fulfilling their sales responsibilities. This includes joint development of new products and provision of risk management services.

We support our shareholders in implementing new value creation options on the energy market in all business sectors. We continuously monitor the latest technological and energy industry trends and analyse their potential for joint processing with our shareholder companies. Areas such as electromobility, re-municipalisation of supply functions and energy

efficiency are examples of the latest trends in the reporting year. By developing suitable products and business models, we want to allow our shareholders to participate in these trends.

III. Management and control

In addition to the Management Board with directors, Sven Becker, management spokesman, and Dr. Jörg Vogt, Trianel GmbH's governance bodies include the Shareholders' Committee and the twelve-member Supervisory Board.

IV. Important products, services, business processes, projects

Overall, Trianel further increased the priority of services in its portfolio in 2009, as in previous years. This development follows our increased focus on lower-risk or risk-free transactions.

The product range in the trade business sector was further expanded in 2009. Accordingly, on the gas front, Trianel operates in OTC trade in the market segments of NCG (Net Connect Germany), GAS-POOL and the TTF trading point. In the electricity market, Trianel tapped the option of cross-border intraday trade between Germany and the Netherlands in the reporting year.

In 2009, portfolio management on the procurement and generation fronts was once again one of the mainstays of the electricity management business. In the procurement portfolio management, the revenues were stabilised in spite of generally

decreasing electricity sales quantities of the around 35 managed municipal utility companies. It was particularly pleasing that additional new customers and non-shareholders chose Trianel's portfolio management services in free competition. In generation portfolio management, the focus was on managing virtual segments of the Trianel joint power station in Hamm-Uentrop. The convincing performance over alternative management strategies proven for years in quantitative comparisons attracted new customers and allowed Trianel to expand its managed share of the power station to approx. 600 MW of the overall output of 820 MW.

The key service in the German energy supply market is assuming quantity and price risks for municipal utility companies. The drop in sales of the municipal utility companies to which energy is supplied as a result of the recession, and a new market organisation approach for equalisation energy led to shifts in the market which could not have been predicted to reach this extent. This led to losses for these products in 2009. Early introduction of suitable countermeasures allowed us to limit the financial effects on us. We have also adjusted the contract model taking this experience into account to limit risks.

In commercial management for the Hamm-Uentrop power station, we successfully tapped the minute reserve market and marketed the secondary reserve market in cooperation with the technical operator. During the reporting year, establishment of commercial management processes and systems for the Trianel joint power station in Lünen, which is currently under construction, was also targeted. Continuous commercial operation is expected to commence there at the end of 2012.

In the gas industry business sector, the range of services was expanded in the reporting year.

In addition to products for trade-oriented management of gas storage facilities, new modules were added to procurement portfolio management. A TTF procurement platform enabled us to offer market access for all German market areas for the first time in the reporting year. Overall, this stabilised and expanded the customer base. By contrast, placement of the supply products for gas on the market was not as successful as expected due to aggressive competitive products offered by the major gas importers.

In spite of the ongoing expansion measures on the storage tank in Epe during 2009, we succeeded in maintaining commercial operation largely without restrictions, and in expanding the services as part of commercial operation. The commercial applications of the storage facility were expanded via more trade-oriented marketing and a new interruptible storage product. In addition, further third-party customers were attracted for the storage facility in spite of the difficult market environment.

The project development business of Trianel GmbH again expanded during the 2009 financial year. Trianel provides the management as well as technical expertise in the fields of legislation, energy industry, technology, business tasks and communication for the corresponding projects. The parties involved in managing the projects, besides Trianel GmbH, include municipal utility companies, who are looking for an independent and cost-effective way to access value creation activities at all levels of the value chain. In detail, our activities in the 2009 financial year included the following projects:

Gas storage facility project in Epe: 2009 was the first full year of operation after commercial gas storage operation began on 01/10/2008. The gas storage facility operated according to schedule and virtually trouble-free in the reporting year. In the 4th quarter of 2009, an additional cavern was commissioned and its initial filling was completed. Complete

commercial utilisation is planned for the 2010/11 gas business year. This almost doubles the storage capacity.

Long-term gas procurement project: The long-term gas procurement project advanced to a new phase in summer 2009. Based on common experience in joint import of gas quantities, entering the upstream segment was considered attractive under certain conditions due to the market environment (financial crisis, low gas prices). 20 municipal project partners were attracted for this new project phase, who together pursue the goal of procuring a minimum risk position in the gas production area. In the reporting year, the focus was initially on determining the framework conditions for a possible target object.

Lünen hard coal-fired power station project: In May 2008, the decision to build was made by the shareholders, and all significant contracts (financing, coal delivery, coal loading, etc.) were concluded for the construction of a hard coal-fired power station in Lünen with a net output of approximately 750 MW. The hard coal-fired power station is to be connected to the grid in the 4th quarter of 2012. Construction will be undertaken at a fixed price. Construction progress is going according to schedule and within the budget. As of 31/12/2009, almost € 600 million of a total planned approx. € 1,400 million had been invested.

Hard coal-fired cogeneration power station in Krefeld-Uerdingen project: In view of the additional demand for thermal power station output, a hard coal-fired cogeneration plant is being developed in Krefeld-Uerdingen. It is located in the northern extension of the Uerdingen chemical park owned by Bayer AG. To supply the industrial park, the equivalent of 200 MW of the power station block in Uerdingen can be decoupled as heat, thus achieving a very high efficiency level (energy use level) of over 60%. The decision to build is planned

for the beginning of 2011, and commissioning is planned for 2015.

Projects in the field of renewable energies: In September 2007, Trianel GmbH was commissioned by a total of 34 project partners to identify and develop concepts for project development opportunities in the field of renewable energies. In April 2009, the studies on a variety of technologies were concluded successfully and the commissioned project development was completed. The first project to be processed as part of Trianel's involvement in renewable energy is the Borkum West II offshore wind farm. Based on the results and ideas regarding a sustainable generation strategy, further regenerative energy projects are currently being developed, which will allow the municipal utility companies to become involved in 2010.

Borkum West II offshore wind farm project: The project involves the construction of a total of 80 wind turbines with auxiliary systems (wiring, transformer stations) in the exclusive economic zone of the Federal Republic of Germany (45 km north of the island of Borkum in water with a depth of 28 - 33 m). The permitted overall output of the wind farm is up to 400 MW; the expected investment volume is approx. € 1.4 billion. The project is to be implemented with 29 municipal utility companies in two phases of 200 MW each. The Borkum West II project is one of the first projects of this scale implemented off the German coast. 5 MW offshore wind turbines are to be used in the project. According to the schedule, the final decision to build is to be made in the third quarter of 2010, and construction is to begin in the second half of 2011, which means that the entire wind farm can be commissioned as early as autumn 2012. The quality and unique nature of the project has also been recognised by the EU, which agreed to subsidise the project implementation to a total of € 42.71 million at the end of 2009.

Electromobility project: In late-summer 2009, 29 municipal utility companies signed the E-mobility project development order aimed at establishing a significant position in the field of electromobility. As part of this, a project study to analyse the opportunities and risks of the new business sector was commissioned in September 2009, which is to be completed by January 2010. Based on the results, products and specific business models are being developed, which support the project partners in developing their involvement in electromobility. The specific implementation phase started in April 2010 with the establishment of the E-mobility network.

Key sales markets

Germany is Trianel GmbH's most important sales market. The Netherlands, Luxembourg, Switzerland and Austria follow by a wide margin. Our most important customers are German municipal utility companies, in general the shareholders of Trianel GmbH.

Within Germany, Trianel GmbH has succeeded in strengthening its shareholder base, also taking regional aspects into account. For example, in the Lindau municipal utility company, Trianel has attracted a further shareholder in the south of Germany. The position in the north of Germany was enhanced with the assistance provided to Hamburg Wasser in founding the new municipal utility company Hamburg Energie.

In OTC wholesale trade, we have business relations to most of the German and European utility companies which operate on the market in this segment. Although the physical performance largely takes place in Germany, many of our competitors are located in other European countries.

V. Legal and economic influencing factors

2009 was characterised by two main influencing factors. While at a legal level important planned legislation was postponed due to the Federal Parliament Elections, the global economic crisis was the primary factor at an economic level.

The global economic crisis had direct and far-reaching effects on the global and German markets for electricity and gas. The German gross domestic product decreased by five percent, largely due to falling demand for industrial goods. As a result,

electricity generation and gas sales also decreased roughly by six percent. The comparatively harsh winter of 2008/2009, with corresponding demand from private households did not manage to change this. The quantities of electricity which the energy companies were unable to sell to customers kept the spot prices at a relatively low level, and resulted in significant losses for most energy sellers, as some of it had been purchased during the high-price period leading up to mid-2008. In addition to this, the extraordinary fluctuations in demand negatively affected the quality of data forecasts, which resulted in generally higher balancing energy costs. As a result of decreasing consumption and long-term take-or-pay contracts, there was plenty of natural gas on the market, which led to increased competitive pressure and falling margins.

At the same time, the crisis on the financial markets caused the banks to be more restrictive in granting loans. This had significant effects, not only in the classical corporate finance sector, but also affected the project financing market. In this context, the crisis revealed itself not only in increased interest charges for loan granting or increased capital procurement costs for investments, but also in a considerable increase in demands for corresponding loan agreements and collateral. At the same time, the credit volume available to individual credit institutions has decreased considerably. For this reason, investors must establish new relationships to secure greater financing projects. For carefully planned major projects in the energy sector, in some cases, this meant significant additional effort and comprehensive changes in planning which caused serious delays in implementation in many locations.

The Federal Parliamentary Election in September 2009 was also highly important for the industry. The change in the political majorities resulted in a re-evaluation of nuclear power. The new Federal

Government considers nuclear power stations a CO₂-free bridge technology until the transition to the renewable energy age has been completed. However, there is neither a specific time schedule for how long nuclear power is to be used as a bridge technology, nor has the question as to the conditions for continued operation been answered. Currently, 23 percent of electricity in Germany is generated from nuclear power, which must be replaced with new plants producing basic load in the medium to long term, depending on the exit scenario. With long-term approval processes, it is important to find reliable framework conditions for the investors at an early stage. Accordingly, the current unclear situation is a major barrier to investment for the construction of large-scale power stations.

Power station construction in 2009 focused on hard coal and lignite-fired plants. However, in some projects, increased resistance from the population came to the fore, which was added to the uncertainty due to the unclear framework conditions. After continued construction work at the Datteln site plant had been seriously affected by these factors, six other coal-fired power station projects were postponed or cancelled altogether. If the German power generation mix is not modernised, there is a risk of significant supply bottlenecks, at the latest when nuclear power is phased out. The fundamental opinion on nuclear power in Germany is difficult to gauge. While the new government has spoken out in favour of extending the use of the existing plants, the events involving the Krümmel nuclear power station and the Asse nuclear waste repository have inspired significant concerns regarding nuclear power in the population. Without additional political measures, extending the use of nuclear power stations would result in considerable distortion of competition, as only a few producers can access inexpensive electricity from written-off nuclear power stations. During 2010, the Federal Govern-

ment plans to publish an energy concept which will provide more transparency and stable long-term conditions.

In addition, there were delays in legislation before the elections. The government coalition of the CDU and SPD parties struck the negotiations for a new CCS law from the agenda of the German Parliament as there were too many open questions. This leads to the danger that Germany will be at a disadvantage in the development of this technology as a result of a lack of planning security. The draft of a new Energy Efficiency Act also failed.

By contrast, the “Act on the Acceleration of the Expansion of Extra High Voltage Networks” (*Gesetz zur Beschleunigung des Ausbaus der Höchstspannungsnetze*) was passed in 2009. Its objective is to shorten the approval process to allow the transport network to adapt to the requirements of feeding in wind energy and of electricity trading. On 22 April 2009, the European Parliament approved the third Common Market Package for electricity and gas. The regulations took effect on 3 September 2009, and were intended to improve the reliability of supply, enhance competition and advance sustainable power supply. In this context, an enforced property rights divestiture of the integrated power supply companies was avoided and a third option on divestiture of network operations was agreed. It provides for strict structural and process requirements for neutrality of grid management, for implementation of required grid investments and for easier connection of new power stations.

Further progress was made on opening the German natural gas market in 2009. The number of market areas decreased further, dropping from ten to six. This improved the clarification and implementation of transport for market participants without their own cable grid, although bottlenecks still occurred

as a result of capacity booking from the corporate environment of the grid operators. This was probably one of the reasons that both the Federal Cartel Office and the Monopoly Commission still identified barriers to competition on the German energy markets in 2009.

1.2 Corporate management, targets and strategy

I. Corporate strategy

Market framework

Almost 12 years after the new Energy Industry Act (Energiewirtschaftsgesetz) entered into force, the market conditions on the German energy market have now changed significantly. In the end customer business, the liberalisation brought many new competitors, significantly reducing the margins attainable in the hard-fought markets. In grid business, cost pressure continues to increase since the introduction of the incentive regulation. On the upstream side of the value chain – i.e. in the fields of electricity generation, gas production and storage – the market structure remains virtually unchanged by a provider oligopoly with significant market power. The planned “phasing out of the nuclear phase out” merely heightened this situation.

With all these developments, market players must master the complex and frequently changing processes which are required for operation in the liberalised market structure with simultaneously high density of regulation in many areas of the

energy industry. In addition to this, the mega trend sustainability requires rethinking, and will change the entire value addition phase in years to come with the target of sustainable structures.

Trianel model and planned orientation

Trianel regards itself as being a comprehensive service provider for municipal utility companies which is supported by municipal utility companies. We pursue the goal of supporting municipal utilities in their independence by providing services along the entire value chain, in which advantages in terms of scale or specialisation are of particular importance. In the long term, we strive to become the most important value driver for municipal utilities in Germany.

We view ourselves as an independent company which supports the interests of independent municipal utility companies. Our business model relies on our shareholders and aims to achieve joint success. The advantages developed in Trianel are to be passed on to customers. In addition to this cooperative and partnership approach, Trianel also performs business activities for other customers and

markets, to make best use of existing expertise resources and make an additional value contribution for its shareholders.

We view the strategic options made accessible by Trianel, and the availability of opportunities which result from changed conditions as a second and ultimately more important value instrument for our shareholders. Trianel has succeeded in establishing an organisation for all issues relating to the procurement of energy, in order to take of the opportunities presented by the liberalised procurement markets for the municipal utilities. Trianel, together with its shareholders, is currently entering into the value added stages of electricity generation and gas storage. For the future, it is important to support the municipal utility companies in further expanding their position in these upstream activities. In 2009, we started supporting the sales operations of the municipal utility companies to a greater extent with consultancy and other services. In the years to come, we want to build expertise for entry into future sectors such as energy efficiency and electromobility with the partner municipal utility companies, and operationalise it commercially.

Trianel's goal is to continue the growth of previous years and become the largest municipal energy cooperation in Germany. On one hand, we view continued growth as an opportunity to use the existing resources even more efficiently, and expand the range of services qualitatively and quantitatively. On the other hand, we can also offer our shareholders options for future expansion of their value creation activities on this basis, for example by participating in other major investment projects.

Products and services

In order to help achieve the targeted growth, we constantly adapt our range of products and our services in the four market segments to changing requirements:

Supply business: Trianel procures energy for the supply responsibility of municipal utility companies on wholesale markets. If necessary, Trianel takes on energy logistics responsibilities and even forecast risks.

Wholesale business: Trianel markets and manages the power generation and gas storage capacities of the municipal utilities and is involved in energy trading. In so doing, it participates in the opportunities and risks of the wholesale markets. Trianel uses the market knowledge obtained in this way both for its supply and for its services business.

Services business: Our services currently include consultancy and support services with regard to procurement, trading and generation, operational and commercial management of generation plants and gas storage facilities, as well as sales advice and sales support services. Our range of products is continuously developed with a view to customer requirements. The services business is the most profitable segment at Trianel.

Project development: Trianel seeks, evaluates and develops investment projects for upstream activities, i.e. the generation and storage of electricity and the exploration for and storage of gas. Trianel offers these investment projects to its shareholders and other interested municipal utilities. In future, it will focus on the development of projects in renewable generation systems.

The diversified product portfolio based on our market knowledge and energy sector expertise

contributes to stabilising our business development and permits comprehensive service provision to our customers. Use of synergies between the business segments is only made possible by the variety of our services. Our process efficiency is the basis for competitive quality and prices. We strive to further optimise the service processes behind our products in order to increase the process efficiency and the corresponding competitiveness.

Customers

Our typical customers are independent municipal utility companies and regional suppliers of various sizes. We offer our customers tailored and efficient solutions for the respective individual requirements. This is aimed at helping them preserve their independence by taking on responsibility for them where we can implement economies of scale or specialisation advantages.

Employees

Our employees are the key to Trianel's success story. They develop and provide high-quality services in a highly dynamic market. The great expertise and above-average commitment and the motivation of all employees are the basis of our success. Our most important asset is therefore the targeted investment in human resources, in development of personal, social and methodical skills – a concept which made us one of Germany's top 100 employers again in 2009. Regular surveys as part of a company-wide study help us implement ideas from the staff and further increase our attractiveness and effectiveness. Trianel GmbH had a staff of 180 employees on 31/12/2009, representing an overall increase of 43 employees (approx. 31%) compared to the end of 2008. On 31/12/2009, the Trianel Group had a total staff of 196 employees, of whom 12 are part-time employees. The Group's staff level increased approx. 11% compared with the previous year. The different increases in personnel level of Trianel GmbH and the Trianel Group result from the deconsolidation of energieGUT GmbH in the reporting year. 33% of

Trianel's staff is female, and three of those are second and third-level managers. At the end of the year, the average age of staff in the Trianel Group was 36.

The personnel strategy is built on four pillars overall: (1) Personnel marketing: Positioning Trianel as an employer (2) Recruiting: Attracting talents (3) Talent management: Developing talent and building loyalty (4) Organisational development: Optimisation of structure and workflow organisation

In 2009, we further honed Trianel's employer brand, and implemented it in a holistic employer branding concept. This includes appropriate internal and external communication. In addition to placing in the top 100 of the German Great Place to Work® Institute's "Germany's best employers 2009" for the third year running, in 2009 we also received the quality mark from "Junge Karriere (Young Career)" magazine's Fair Company Initiative, and position ourselves on the market as a fair, respectful and attractive employer. In turn, the great interest in us this year again by graduates looking to start their careers in particular confirms our choices and shows that we are well positioned for a war for talents.

Due to a variety of environmental factors (shortage of qualified staff, competitive pressure, and changed career paths), recruiting technically and personally suitable candidates for Trianel in 2009 was an important challenge. The main component of our recruiting strategy, in addition to the abovementioned personnel marketing measures, was the use of various channels for our recruiting activities.

In addition to attracting talents, building loyalty and developing qualified employees also played an essential part in our strategy. The starting point for identifying and developing talents is the Trianel-specific skill model, which maps success-critical basic, specialised and leadership skills. Regular status

evaluations for all employees allowed targeted derivation of training requirements and represent the starting point for systematic personnel development. For the target group of up-and-coming managers, a management development program was organised again in 2009, which was spread out over the year in three modules and served to develop the leadership skills for the department management level systematically.

The continued high growth meant that the organisation also developed organisationally in 2009. The primary factors for trouble-free change management based on a corresponding communication strategy are supervision by managers, and in particular also the (co-) development at a process level.

Trianel offers an attractive payment system with variable elements (linked to target agreements) as an incentive system. Added to this are employer contributions to pensions and an employer-financed company pension fund. Furthermore, existing social security contributions were expanded in 2009 – in particular with a view to improving the work-life balance. Thanks to the trust-based working hours agreed throughout the company, Trianel offers its employees a high degree of flexibility, combined with options such as teleworking from home, part-time models and support services for childcare placements.

Society and the environment

Trianel was established as a result of the liberalisation of the energy markets and is therefore not only wholly dedicated to competition, but also strives to promote it through its activities. With our partners, we share the common goal of expanding the independence of municipal utility companies, thus ensuring decentralised power supply in close coordination with citizens and customers.

We report on potential competitive disadvantages of individual municipal utility companies via corres-

ponding corporate communication. In this way, we contribute to democratic and fair decision-making in energy-related areas of politics.

By building power stations and gas storage facilities in collaboration with our partners, we aim to decrease their dependence on generator oligopolies, to create competition on energy markets which offers customers attractive services at fair prices. At the same time, new, modern and highly efficient gas and coal-fired power stations will force older, less-efficient plants out of the market. These modernisation measures in the German power generation mix represent a considerable contribution on our part to protecting the environment and climate, as emission levels and CO2 per quantity of energy will be reduced. With the planned construction of the offshore wind farm near Borkum, we and our shareholders are entering the renewable energy sector, contributing to a sustainable supply of energy. In future projects, the expansion of renewable energy capacities will play a major role, allowing us to make a greater contribution to environmental protection.

II. Internal corporate control system

The management uses a variety of systems and processes to control the company and monitor, analyse and document risks and opportunities of the company. The control system focuses on the development of profit and liquidity of the company and monitoring risks. For this purpose, contribution margins, structure costs and result figures are calculated and evaluated down to product level. Both current and forecast values are taken into account. The company's liquidity is monitored via a rolling daily liquidity forecast. By allocating risk capital for the risk types relevant in our sector and regular measurement of the respective utilisation,

we ensure that risks and opportunities are dealt with appropriately. Extreme value considerations provide findings on events not covered by standard processes (see also Risk report, section 4). The product development strategy is marked by thorough observation of future market developments and customer requirements. Important investment decisions are made using discounted cashflow models. The management regularly checks the progress of the main projects and monitors compliance with project plans and targets. The management and control mechanisms are adapted to the growth route of Trianel on an ongoing basis. The Supervisory Board is regularly informed of all major economic developments at Trianel.

III. Financial targets

Trianel's business model is primarily aimed at contributing to creating value for our customers with our services. At the same time, we strive to earn pre-tax profits which are an appropriate return on our equity. Another important financial target is to strengthen our equity basis to finance the planned growth and thus to implement the associated development targets.

IV. Non-financial targets

The main non-financial target is the satisfaction of our customers. Therefore, we strive to maximise quality and customer-oriented design of the products we offer. Also, we aim to anticipate new customer needs as well as possible, so that we can continue to offer the products required by customers in the future. To fulfil this objective, we continuously and

intensively observe market and industry developments. Closely associated to customer satisfaction is the aim of reaching as many of our partners with our product range as possible.

Moreover, we want to increase the value of the company for our shareholders, not just by balance sheet figures, but also contribute to increasing the company value with shareholders. This is also expressed in the target of being the clear no. 1 energy cooperation relevant for municipal utility companies on the German market.

A requirement for economic success for us is maximum process quality and reliability.

Our employees are also a major reason for our success, as they make it possible with their commitment and qualification. Our goal is to create conditions to optimally promote the performance capacity and willingness of our employees with high employee satisfaction. Personnel selection and development are accordingly customised to our quality aims. We also want to contribute to an improvement of the conditions for employees in a social context.

Promoting sustainable and safe generation of energy is another objective. We want to continue on the path we have started down, and make more investments in this area together with our shareholders in the years to come. In doing so, we rely in the short and medium term on a technically and economically implementable energy mix of highly efficient conventional and renewable generation capacity.

1.3 Innovation management

In the energy industry, energy and service contracts are frequently limited to just one year. A service provider in this sector must therefore prove its worth every year, and win the trust of the customer. The good relationship between Trianel GmbH and the municipal utilities is based on innovative products and services which offer value increases. These strengthen trust and lead to a long-term customer relationship. For over ten years, Trianel has been developing market-driven solutions, tailor-made to meet the requirements of our customers in the energy supply business.

Innovation management for products involves three key dimensions:

I. Idea and demand analysis

The company uses different tools in order to monitor technology and market developments, as well as changes in the regulatory environment.

- 1.) Regular attendance at specialist conferences and trade fairs
- 2.) Regular discussions with customers
- 3.) Systematic and detailed study of complex issues in all areas relating to the markets, technology and project development
- 4.) Systematic monitoring of the political and regulatory environment by a post assigned to the Management Board

The Board of Managing Directors is directly involved in these processes. The main question is how excellent ideas can be generated, identified

and ultimately developed to market maturity. An expression of the great innovativeness is that Trianel was voted one of the 100 top innovators for the second time running in 2009.

II. Innovation quality

In order to guarantee high innovation quality, we place great value on our close contact with the customer. We identify the customer's needs and future challenges in so-called „innovation workshops“. In addition, the ideas and suggestions for improvement that come from our employees form the foundation for innovations at Trianel. In 2009, a future study was drawn up with a team of scientists, which gives information on optimal positioning of the municipal utility companies until 2015.

III. Innovation process

Trianel's innovation management is based on three different pillars: product development, project development and business segment development.

Product development is organisationally close to the sales department and offers process reliability and coordination of innovation management. As well as developing specific projects, the project development department monitors market and technology trends and compiles preliminary and feasibility studies. It is directly answerable to the

Management Board. The development of business segments is implemented in a close exchange with the Supervisory Board, shareholders and Management.

Our products are developed in product circles. They ensure that all relevant departments are involved and that reliable product costing is performed at the same time. The processes related to product development are organised in such a way (by a specially created post) that only a few months pass between the emergence of the idea and the product launch.

1.4 Overview of business development

I. General macroeconomic conditions

2009 was the worst year for the German economy since the war with a five percent decrease in gross domestic product. In 2008, 1.3 percent of growth was achieved. The effects of the global financial and economic crisis were the main reason for the negative development, which prevailed primarily in the winter of 2008/2009. The downturn in global demand for products ‘made in Germany’ affected Germany particularly severely. In 2009, exports decreased by 14.7 percent adjusted for price. The development of investments in equipment was even worse – they dropped by 20 percent. The only positive impetus came from private consumption and state expenditure. Adjusted for price, they increased by 0.4 percent and 2.7 percent respectively. In spite of these conditions, the employment figures in Germany remained relatively stable. As a result of increased use of reduced hours, the number of employees only decreased 37,000, or 0.1 percent of a total of 40.2 million, according to the Federal Statistics Office. After the poor start to the year, the economic development has stabilised slightly at a low level.

2009 was a bad year for the global economy too. For the first time since the end of the Second World War, the global gross domestic product is expected to decrease by one percent. Only rapid and comprehensive measures to support the banking sector and an extremely expansive finance policy prevented a collapse. At the same time, a basis was created for boosting production and trade, with the result that a slow recovery began to show itself. However, the development was uneven, as determined by the Kiel Global Economy Institute (Kieler Institut für Weltwirt-

schaft) Thus, production began to grow again in particular in the emerging countries in Asia. These upward trends expanded, and the real gross domestic product increased in a series of national economies as early as the second quarter. In the third quarter, there were very few countries where the economy had not begun to recover.

The global economic development was also accompanied by moderate oil prices – compared with 2008. As a result of an abundant supply and low demand, barrel prices fluctuated between \$ 40 in the first quarter and \$ 80 in the fourth quarter. Other forms of energy, in particular natural gas, followed with the usual delay. The decreasing natural gas prices until the autumn of 2009 were related to the significant decrease in the oil price in the second half of 2008. As the reserve currency for energy, crude oil thus served to decrease prices and had a positive effect on economic recovery.

II. Sector-specific general conditions

2009 was characterised by decreasing demand for electricity which largely resulted from the decreasing production of the overall economy caused by the economic crisis. As a result of this, and due to the costs of primary fuels and CO2 certificates, which were far lower than in the previous year, the electricity prices were significantly lower than the year before, both on the spot and futures markets.

After a series of energy dealers had to restrict their activities with a great commitment in the financial

markets in 2008 and the beginning of 2009, this situation has now largely normalised itself. However, historic transactions concluded at extremely high prices still affect the risk exposure between trading partners. In order to restrict damage from potential counterpart defaults, Trianel also restricted its dealings to just a few trading partners. The subjective market liquidity is also reduced as part of this.

The development was positive with regard to the ongoing simplification of market regulations in short-term electricity trading. The increasing liquidity on the intraday and afterday markets and the simpler access rules on the minute and secondary reserve markets were mainly used for optimising power station utilisation and online forecast optimisation in the supply business.

Liquidity on the gas market increased further in 2009, in part also due to the establishment of the GASPOOL grid area by combining the old grid areas of BEB (GTS Germany), Ontras, Statoil Deutschland, Dong and Wingas. In particular the L-gas market areas remained significantly behind the H-gas market areas, in spite of further consolidation.

The decreases in sales by the municipal utility companies as a result of the economic crisis also affected our sales business. For example, incoming orders in the first six months were quite low compared to previous years. Marked by the uncertainty regarding the effects of the economic crisis, our customers started 2009 cautiously. This caution decreased during the year, and in particular in the last quarter, so that the development was comparable with the previous years, when the whole year was taken into consideration.

The financial market is extremely important for Trianel's project development business. To date, all projects have been funded via project financing on the financial market. This type of finance is currently

only offered subject to stricter conditions. The banks are avoiding arrangement risks, reducing their maximum commitment in a project, placing higher demands on equity capitalisation and charging higher risk supplements for financing. This drastic change in market conditions has made it far more difficult to finance large projects. However, the currently still relatively low interest level counteracts this situation somewhat.

III. Key events affecting business development

Throughout the entire 2009 supply year, the energy trading markets were negatively affected by the recession and turbulence on the financial markets with lasting effect. The decline in values on the financial market was followed by an equally rapid fall in raw materials and electricity prices. By contrast to original market-wide expectations, the prices did not increase during the year. The decline in prices even continued and also affected the futures products for supply in subsequent years. For example, while the annual base for electricity in 2010 was around € 60/MWh, the rate at the end of 2009 was roughly € 45/MWh. In conjunction with a significant decrease in electricity consumption as a result of the crisis, this situation devalued major purchasing positions of all suppliers. For example, Trianel also had to sell excess quantities on the spot and short-term futures markets at a significant loss. The introduction of negative prices in the balancing energy market also made supply business more difficult. The fluctuations in the associated balance energy prices, unexpected in their extent and frequency, further increased the processing costs for flexible supplies.

A positive aspect for Trianel's business development was that the crisis on the electricity and gas markets clearly revealed the risks in the energy business.

Increasing risk awareness among the municipal utility companies on the procurement side brought about an increasing demand for procurement portfolio management and risk management services.

The significantly decreasing gas price level compared with the heating oil market greatly improved the conditions for structured procurement in the gas segment. As a result of aggressive price offers from a variety of established providers, however, few additional customers rely on classic full supply packages.

The new „GABi-Gas“ balancing system, with a daily instead of hourly regime, continues to adversely affect the value of gas storage facilities for structuring gas procurement portfolios. As a significantly higher volume of control energy must be kept to counter this, Trianel has successfully added the provision of balance energy for balancing group network operators to its strategy in storage marketing.

IV. General statement on business development by corporate management, and a comparison of actual business development with the previous year's forecast

2009 showed that Trianel has sufficient returns and stability even in times of difficult market conditions to cope with the resulting influences and to continue to pursue the growth route taken. The severe decline in price for futures transactions in mid-2008, and again at the beginning of 2009, in conjunction with the lower consumption caused by the economic crisis, actually resulted in the occurrence of extreme scenarios. In particular the sale of surplus quantities from the sales portfolios on the spot market listed at a low level, and the significantly higher costs for

balancing energy had an adverse effect on the operating results.

Due to the negative effects from the supply business, our results were not on the same level as the previous year, but we still managed to reach our forecast results. The unfavourable and overall unique development of the market conditions for us has shown that the Trianel business model is sufficiently robust to cope with unusual developments. As a result of the new business segments developed in recent years, we have diversified the sources of our value creation to low-risk services, so that we can largely compensate for corresponding losses via other returns. Both in the gas and electricity segments, we expanded our range of services in 2009, and were able to attract new customers. Key areas included products for managing gas storage and risk management. This business orientation is to be continued in the years to come with the objective of further strengthening and stabilising Trianel.

The equity basis was further strengthened in the reporting year by attracting new shareholders and the annual results achieved. The new shareholders also allowed the customer base to be expanded further. The number of employees also increased further in 2009.

Overall, Trianel's business activities in 2009 were satisfactory, and it was able to reach its targets in spite of the economic crisis. Earnings before tax decreased from € 7,143 thousand in 2008 to € 6,498 thousand.

The annual result was primarily characterised by

- The negative influences from supply business due to the conditions on the market caused by the economic crisis,
- The marketing of our virtual power station segments which did not reach our expectations due to lower prices,

- Primarily due to service charges higher than planned as a result of additional services offered.

The new shareholders we attracted allowed us to further increase the equity basis as in previous years.

The high level of qualification and commitment of our employees were key factors in 2009. Placing in the top 100 in the “Germany’s best employers 2009” study yet again confirmed that we have made the right choice in paying close attention to employee satisfaction.

Other foundations were the internal processes and supporting systems, in particular a successful risk and liquidity management system. A range of activities was implemented in 2009 to further improve the quality. For example, our invoicing processes for complex supply products were optimised. A release change was also implemented for the trade system, one of our main systems, which will enhance our processes in the long term.

With regard to our other non-financial targets, the joint gas storage facility in Epe, commissioned in the previous year, completed its first year of operation, and the storage capacity was expanded as planned with the 4th cavern (S41) in the 4th quarter of 2009. The project investigating possible activities in the gas generation sector was continued in the reporting year. Via the Trianel Windkraftwerk Borkum GmbH & Co. KG established in the previous year, we and the company’s shareholders were able to secure a full approval for the planned construction of offshore wind turbines with a capacity of 400 MW and conclude major contracts for the first expansion stage of 200 MW. The construction project for the joint Lünen coal-fired power station went according to plan in 2009. The approval process for a coal-fired cogeneration power station in Krefeld was pursued successfully. By developing the large-scale projects

in 2009, we continued to enable our customers and shareholders to expand their value chain and participate in the associated opportunities. A further professionalisation and expansion of our service provision created additional development prospects for our company in the reporting year. Via investment in highly efficient power stations and the Borkum wind farm, we consistently pursue the objective of promoting environmentally-friendly energy generation.

After the restructuring of energieGUT GmbH in the reporting year, we subsequently sold over 90% of the shares to municipal utility companies in accordance with our strategy, and are only involved in its combined national energy distribution business to household customers with a minor holding as of 31/12/2009.

In 2009, we were involved in a project study on electromobility as a business model for municipal utility companies together with 29 municipal utility companies. In 2010, based on the results of this study, an expertise centre for electromobility is to be formed in Trianel, which will support municipal utility companies in developing an independent strategy based on a permanent cooperation.

2. Earnings, financial and asset situation

2.1 Earnings situation

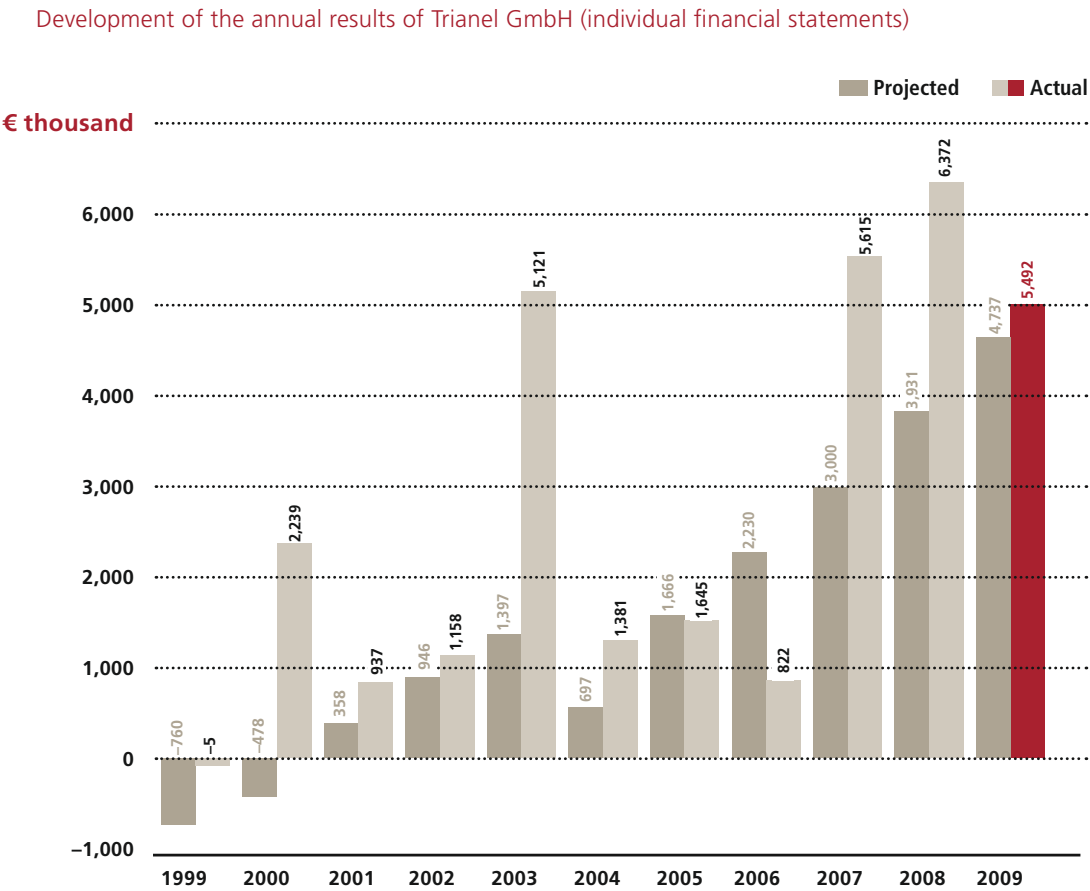
The result of the ordinary business operations of Trianel decreased by € 646 thousand to € 6,497 thousand, thus exceeding the projected pre-tax result by € 297 thousand. The result of the ordinary business operations is derived in the economic analysis from an operating result of € 2,128 thousand (2008: € 9,267 thousand), the financial result of € 239 thousand (2008: € 1,257 thousand) and a positive neutral result not relating to the period of € 4,131 thousand (2008: -€ 3,381 thousand).

Taxes on income totalled € 1,005 thousand (2008: €771 thousand), and other taxes totalled -€ 0.3 thousand (2008: € 0.1 thousand), resulting in an annual net income of € 5,492 thousand (2008: € 6,372 thousand).

The analysis of the Group result breaks down as follows:

An operating result of € 2,872 thousand (2008: + € 10,120 thousand) is offset by a neutral and non-period related result of € 3,963 thousand (2008: € -2,994 thousand). Taking account of the financial result of € -781 thousand (2008: € 1,210 thousand) and taxes on income of € 1,033 thousand (2008: € 993 thousand) the Group annual net income (before the contribution to the result of minority shareholding) amounted to € 5,021 thousand (2008: € 7,343 thousand). The Group annual net income after minority interests amounted to € 5,021 thousand, compared to € 7,340 thousand in the previous year.

The development of projected and actual annual results since the formation of the company is shown in the following chart.

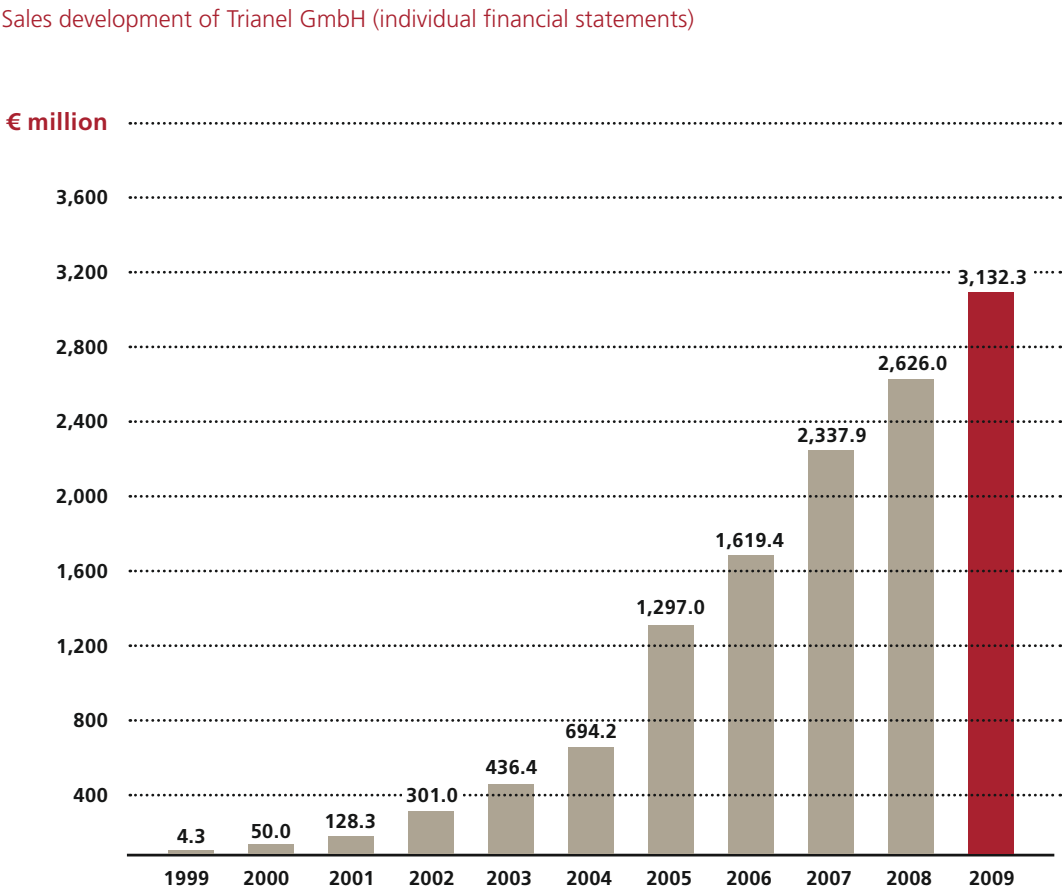


The development in 2009 is attributable to several effects which are reflected in different items of the income statement. The following comments concern the individual financial statements of Trianel unless they make specific reference to the Group.

The continuous expansion of business activities is reflected in the further increase in sales of Trianel GmbH in the 2009 financial year. The sales proceeds amount to € 3,132 million (2008: € 2,626 million)

and have thus increased by 19.1% compared with the previous year. This growth is mainly due to increased activities in electricity, gas and emissions trading.

The following chart shows sales development since the company was founded in 1999.



Other operating income decreased by € 2,803 thousand to € 4,909 thousand. They essentially include income from the dissolution of provisions (€ 1,871 thousand; 2008: € 3,395 thousand) and cost transfer from project costs (€ 2,128 thousand, 2008: € 2,793 thousand). The income from the dissolution of provisions relate in particular to provisions for outstanding invoices for balancing energy and quantity differences totalling € 1,795 thousand (2008: € 2,657 thousand).

The cost of materials share improved from 98.91% to 99.09%.

Personnel expenses rose from € 10,061 thousand to € 13,323 thousand as a result of the increase in the number of employees.

Other operating expenditure totalled € 12,963 thousand, up from € 11,899 thousand in the previous year. The increase stems above all from

higher expenditure on IT costs, insurance, public relations work and rent. In addition, trade receivables totalling € 83 thousand (2008: € 493 thousand) were value adjusted in 2009.

The financial result totalled € 238 thousand (2008: € 1,257 thousand). Net interest income at -€ 746 thousand (2008: € 820 thousand) and the result from participating interests at € 984 thousand (2008: € 438 thousand) developed in opposite directions. While net interest income dropped in

2.2 Financial situation

Trianel GmbH's operating cashflow in the reporting year was € 10,664 thousand, up from -€ 1,711 thousand in the previous year. The operating cashflow of the Group in the reporting year was € 16,096 thousand, up from € 597 thousand in the previous year. The change in the operating cashflow was mainly due to the increase in provisions, which was greater than the increase in accounts receivable and other assets. The cashflow from investment activities of -€ 209 thousand (Group: -€ 5,759 thousand) is based on outgoing payments for investments in all areas of fixed assets, offset by incoming payments from sales of shares and payment of the capital provision of energieGUT GmbH. The cashflow from financing activities primarily reflects incoming payments from entry of new shareholders and capital increases, as well

particular due to short-term investments as a result of the far lower interest rates from € 1,900 thousand to € 384 thousand, the expenditure on interest rose in particular due to the increased interest due for long-term loans from € 1,080 thousand to € 1,130 thousand. The increase in the results from participating interests is largely due to revenue from dividend payout of energieGUT GmbH.

The earnings situation has been positive in the first months of 2010.

as repayment of funds borrowed to finance the holdings. Overall the total financial resources increased by € 12,595 thousand and amounted to € 47,278 thousand on the balance sheet date. The total financial resources of the Group increased by € 12,478 thousand, amounting to € 57,170 thousand on the balance sheet date. There were sufficient funds available to meet financial obligations.

2.3 Asset situation

The balance sheet total of Trianel GmbH was € 251,655 thousand on 31/12/09 (balance sheet total of the Group: € 261,014 thousand) and has thus increased on the previous year by € 23,365 thousand or 10.2% (Group: +€ 1,463 thousand).

The increase on the asset side can mainly be attributed to two effects: On one hand, the accounts receivable and other assets increased by € 12,932 thousand (Group: -€ 9,124 thousand) and on the other hand, the liquid assets increased by € 12,595 thousand (Group: € 12,478 thousand).

In the financial year 2009, Trianel GmbH invested roughly € 1,824 thousand (2008: € 12,662 thousand) in fixed assets. Of this, € 471 thousand (2008: € 448 thousand) was spent on intangible assets. The company invested € 632 thousand (2008: € 424 thousand) in tangible fixed assets, in particular in tenant installations, hardware and office furniture. The major changes involve the financial assets. On one hand, Trianel GmbH purchased shares in the capital increases for Trianel Windkraftwerk Borkum GmbH & Co. KG, and on the other hand shares in energieGUT GmbH with a nominal value of € 101 thousand were sold and the capital provision of energieGUT amounting to € 1,166 thousand was paid out to Trianel GmbH. Also, the book value of the holding in Trianel Gaskraftwerk Hamm GmbH & Co. KG was decreased by € 345 thousand as a result of a capital repayment.

The inventories include Trianel GmbH's share of working gas which was fed to the caverns of Trianel Gasspeicher Epe GmbH & Co. KG.

The accounts receivable and other assets form the largest item on the assets side of the balance sheet total at 68.8% (previous year: 70.1%).

Trade receivables account for the bulk of accounts receivable. As in the previous year, they were offset against similar trade payables from the same business partners. On 31/12/2009, trade receivables and trade payables were balanced to the value of € 178,942 thousand, following an offset of € 116,552 thousand on the previous balance sheet date. While the trade receivables decreased by € 15,250 thousand to € 70,172 thousand, other assets increased by € 22,423 thousand. The increase is largely due to increased accounts receivable from the Tax Office from VAT refund claims and increased cash collateral for trading in electricity, gas and emission rights.

The liquid funds increased by € 12,595 thousand to € 47,278 thousand.

On the liabilities side, the increase of the balance sheet total is largely due to increased equity and the rise in other provisions.

Despite the increase in the balance sheet total, the equity ratio increased to 25.8% (31/12/2008: 24.4%), due to the addition of new shareholders, capital increases by existing shareholders and net income for 2009. The equity ratio for the Group rose to 25.3% (31/12/2008: 22.1%). In absolute figures, equity rose by € 9,205 thousand to € 64,927 thousand, of which € 5,492 thousand was derived from the annual net income for 2009 (Group: annual net income for 2009: € 5,021 thousand).

The other provisions total € 28,385 thousand (31/12/2008: € 16,276 thousand) and essentially contain provisions for outstanding invoices of € 18,189 thousand (31/12/2008: € 7,486 thousand) and for anticipated losses from pending transactions of € 6,061 thousand (31/12/2008: € 6,953 thousand).

The provisions for anticipated losses from pending transactions primarily relates to the trading portfolio.

2.4 General statement on the business situation

On the one hand, Trianel GmbH has a holding function in the Trianel Group, while on the other performing essential operative tasks. The business situation of the Trianel Group is to a large extent determined by Trianel GmbH.

The annual accounts as of 31 December 2009 of the key companies belonging to the Group in addition to Trianel GmbH were inspected by independent auditors and were awarded an unrestricted auditor’s certificate.

In spite of the economic crisis, Trianel GmbH can look back on 2009 as a satisfactory year. While the earnings before tax decreased by € 645 thousand to € 6.498 thousand compared with 2008, this was still above the forecast. The operating result earned expresses the robustness developed to date, which has also been enhanced by diversification towards lower-risk services.

The earnings situation deteriorated compared to the previous year. While the conditions of the economic crisis placed considerable strain on the supply business, our additional services and new customers allowed us to earn service fees above our forecasts. In particular, a wide range of commercial and energy industry services for the gas and steam power station in Hamm and the gas storage facility in Epe were successfully provided. The results from our

virtual segments in the gas and steam power station in Hamm were lower than expected as a result of the quite low market prices. As a result of the continued decreasing gas prices, we had to devalue the gas stocks by € 1,400 thousand. The provision for anticipated losses formed in the previous year for losses from excess energy quantities for the supply business were fully availed in the reporting year. The provision established in the previous year for anticipated losses had to be increased by € 2,602 thousand due to the effects on results of items which span multiple years. Overall the forecast results were almost reached in trading.

The asset situation continued to improve in the reporting year. In 2009, Trianel implemented several capital increases through new or already existing shareholders. This reflects the enduring esteem in which Trianel is held in the supply sector. In addition, the shareholders left their 2008 operating profit in the company in order to support the continued growth at Trianel.

The equity ratio of 25.8% (Group: 25.3%) is characterised by the high level of receivables with simultaneous high liabilities. Both reflect the established process in wholesale trade of invoicing and paying for energy accounts on a monthly basis. This means that at the end of the year, the accounts receivable and payable from deliveries in December

– one of the months with the highest turnover – must be stated regularly. Since our customers are mainly municipal utility companies with a good credit rating and/or their subsidiaries with very low default risks, we regard the equity level as being appropriate and stable.

The ratio of long-term financial liabilities to equity is low, at only 17.9%.

Despite the financial crisis, the company’s financial situation improved during 2009. Our shareholders again increased the framework for providing shareholder collateral and the volume of performance bonds for Trianel in respect of our trading partners in the wholesale market. The guarantee limit was extended again and the increased performance bond volume of our business partners from the bank and insurance industry also reflect the continuing great trust invested in the company. Liquidity stocks were also increased further. The deterioration of the financial results is due to significantly poorer investment conditions.

In 2010, the economic and financial crisis could negatively affect the conditions. Due to the increasing stabilisation and further liberation of our business model from the general economy, we expect significantly positive results.

3. Supplementary report

Report on significance events since the balance sheet date

We are not aware of any events of particular significance.

4. Risk report

The business activity of Trianel GmbH demands that risks are consciously entered into in order to take advantage of opportunities. Due to the growth method chosen, as well as the development of new business sectors such as the construction and operation of generation and storage facilities, it is essential to integrate the resulting risks and opportu-

nities into a comprehensive risk and opportunity management system.

Since an event can lead to both risks and opportuni- ties, depending on its nature, the term „risk“ will be used below to describe both risks and opportunities.

4.1 Risk management system

The risk management system of Trianel GmbH comprises the standardised recording, evaluation, control and monitoring of risks. Risks are evaluated on the basis of their probability of occurrence, potential damage and controllability. Risk control comprises all measures and tools used for avoiding, reducing or shifting identified risks, as well as consciously entering into certain (residual) risks.

Trianel’s risk-bearing capacity forms the framework for risk control. This is aligned to the equity capital and liquid funds available to Trianel, and derived from the company’s risk strategy. The level of approved risk capital and its distribution to the risk areas which are defined in this context – market, credit and operational/other risks – are determined by the Shareholders’ Committee. The internal risk capital location is approved by the Management Board and is checked at least once a year.

In order to monitor the risk situation, the Risk Committee at Trianel regularly discusses the imple- mentation and adaptation of the risk management system. The Risk Committee is involved in specific issues such as market and product clearance, limit specifications and the distribution of risk capital.

Internal and external addressees are informed on a regular basis of the current risk situation. The frequency, type and scope of the reporting vary according to the type and the significance of the risk. The Supervisory Board and Shareholders’ Committee were informed of the current results and risk situation on a quarterly basis during the re- porting year.

The risk management system fulfils the legal requirements. Since Trianel acts as a service provider for Trianel Finanzdienste GmbH, the standards and

ordinances which apply to financial service providers also apply to the Trianel risk management system.

The suitability and functionality of the risk manage- ment system are monitored by internal revision and external auditors commissioned by the shareholders.

4.2 Risk areas and individual risks

The most important risks at Trianel can be allocated to the following risk areas.

Market risks

Market risks can significantly influence the results situation at Trianel in the form of market price fluctuations, market liquidity changes and quantity deviations.

Market risks as a result of price fluctuations only occur if portfolios contain open trading positions. These arise when the volume of purchasing transac- tions is greater or less than the sales transactions of similar products. The related market risk is determi- ned by the size of the discrepancy, and by the course the price fluctuation takes. Due to the sales and trading activities of the company, together with its holdings in the gas and steam power station in Hamm-Uentrop and the gas storage facility in Epe, market price developments and open trading positions in the electricity, gas and CO2 commodities are particularly relevant to the company’s success.

If the supply or demand for certain products fall, their suitability for trading decreases and their so-called „market liquidity“ declines. This creates the risk for Trianel that trading positions which are still open can only be closed to a limited degree, or closed at less favourable conditions.

If physical delivery transactions are closed on the basis of forecast consumption quantities, deviations between the actual physical consumption and the planned quantity may occur, leading to open trading positions. Deviations from the forecast must be offset, and thus incur additional costs. Further changes in quantity can occur due to failed or restricted physical deliveries as a result of generation, transportation or storage capacity shortfalls. Measures such as regular updates of forecast load curves, agreement of tolerance ranges in combinati- on with a transfer of the risk to third parties when the tolerances are exceeded, as well as optimisations on the basis of the latest forecast can reduce this type of risk.

For example, the risk of open forward transactions is assessed by means of the value-at-risk calculation, with a confidence level of 99%, and a defined

holding period. This means that the loss due to an open trading position within the holding period does not exceed the calculated value to a degree of probability of 99%. The risk reporting is supplemented by so-called „stress values“. Stress tests are used to examine the effects of external market situations on the portfolio values. The given result is the worst case loss that can expected within the holding period. In addition, the profit-at-risk is calculated with a confidence level of 99% to evaluate open spot and balancing energy positions. This means that the loss is calculated, to a degree of probability of 99%, which will not be exceeded during the physical processing.

Possible cashflow fluctuations due to market price changes and associated margin payments are monitored daily and taken into account as part of liquidity control. For example, in order to measure risk, the liquidity-at-risk is calculated at a confidence level of 99%, and a defined holding period. This means that the maximum liquidity change due to market price fluctuations within the holding period does not exceed the calculated value to a degree of probability of 99%. Stress tests are used to simulate the effects of extreme market price fluctuation on the forecast cashflow.

Trianel also restricts the potential risks via binding market and product release processes. In addition to this, product, portfolio and portfolio group-risk related volume and/or value or risk limits are also set and the risk capital quantity are determined, checked periodically and made available.

Limit systems, measuring methods and the limits of individual portfolios are documented in the appendix of the risk manual.

The current portfolio values and anticipated results and cashflow are regularly calculated and reported, if necessary on a daily basis. The methods and

assumptions used are checked at least during the annual back-up testing and are modified as necessary.

Credit risks

By contrast to stock exchange transactions, as part of bilateral transactions (OTC), Trianel is exposed to the risk that the contract partners do not fulfil, or are delayed in fulfilling their contractual obligations regarding agreed delivery prices or quantities and the agreed delivery and payment periods. For transactions which have not yet been completed, a risk arises from the difference between the contractual price and the current market price. For transactions which have already been completed, or completed by Trianel, the risk is composed of the advance performances minus payments which have already been received.

To limit this risk, Trianel uses a multi-stage rating system for classifying the credit standing of its trading partners that makes individually permissible trading volumes dependent on the rating and the risk capital held in reserve for the credit risk. Furthermore, security is provided by the business partners as well as the (indirect) shareholders of Trianel, which can be used to reduce losses in the case of counterparty default by a business partner. Standardised framework contracts are also used. Compliance with limits is regularly monitored and reported on as part of standard risk report, which can also lead to further measures to hedge against occurring risks.

Operational risks

Risks arising from the legal, personnel, process and systems areas are generally referred to as operational risks.

The risk that a contract or a group of contracts may not include the legal items required by Trianel is regarded as a legal risk. Furthermore, the uncertainty must be taken into account that (unforeseeable) changes to the legal or regulatory framework may have negative effects on the achievement of planned corporate goals, and that damage may occur as a result. Trianel counteracts these risks by involving its own legal department in all relevant procedures, by means of the mandatory product approval process described above and by the use of standardised contracts wherever possible. In addition, the legal and regulatory frameworks are monitored by the corporate communications department and co-determined wherever expedient.

The company's success is also determined to a large extent by the expertise, commitment and contacts of its employees. Thanks to flat hierarchies, interdepartmental work and a high degree of personal responsibility, employees are able to use their qualifications in the most effective way. The ongoing development of all employees, together with support for potential managers from an early stage, is aimed at facilitating the sustainable achievement of corporate goals.

In order to enable effective risk management, there is a functional separation between those areas, posts and functions that enter into risks in the course of their activities and those that monitor the risks entered into and limit and report them where necessary. The specific design of the risk management system, particularly in relation to the content, responsibilities, processes, reporting obligations and documentation requirements is documented in the

company's Risk Manual. Trianel also handles further organisational and process risks with binding regulations and process descriptions which are documented in the Organisation Manual.

The communication and information systems are of key importance for the business processes at Trianel. In particular the IT security, data security and data protection aspects have to be taken into account in this respect. Alongside the general security of applications and data in the IT network, service level agreements oblige IT service providers to guarantee that the required standards are met. All Trianel employees are instructed with regard to data protection according to §5 of the Federal Data Protection Act (BDSG), and are obliged to observe data privacy. Regulations on this issue are also an integral part of corporate guidelines.

Other risks

Other risks can arise, particularly as a result of deviations from the plan with affiliated companies and/or projects. Appropriate controlling systems have been established to detect such risks at an early stage.

Use of financial instruments

The financial instruments include original and derivative financial instruments. The original financial instruments on the assets side fundamentally include accounts receivable, liquid funds and financial assets. On the liabilities side, the original financial instruments fundamentally include the liabilities valued at the amount repayable. The financial assets are

reported in the balance sheet at maximum default risk. When default risks exist, they are taken into account by value adjustments.

Trianel GmbH uses derivative financial instruments to hedge against market risks. These include financial swaps, futures and options on energy or emission certificates. In addition, financial instruments in the form of interest swap agreements are used to secure bank loans. Transactions with financial instruments are subject to risk guidelines in accordance with the risk management system described above.

4.3 General statement on the risk situation

No threat to the continued existence of the company could be ascertained in 2009 on the basis of individual risks or the overall risk. The risk to the company was reduced further via financial and operative precautions. The equity basis was further expanded. Diversification of the business activities and continued shifting of the focus to service activities further increased the stability of the company.

In spite of the difficult conditions due to the economic crisis, the company achieved a satisfactory result in 2009 (see Section 1). Among other things, this shows that the risk management system works, which guarantees the required transparency for required control measures up to the Supervisory Board level.

Although Trianel's strategy focuses further on growth, and the economic situation will take time to

recover, the risk capital requirement for Trianel's business activities will not increase in the foreseeable future. The increasing importance of service products will play a major role in this. Moreover, quantity and price risks from energy activities were further reduced by drafting new supply contracts.

As regards the credit risks, the situation remains that the Trianel business model, with its focus on municipal utilities, will continue to limit the risk of customer insolvencies from the outset in the future. In addition, the credit risk position in the wholesale sector will show a tendency to decrease because of the resulting netting of volumes and risks due to the increase in volumes generated.

5. Forecast

5.1 Orientation of Trianel GmbH in the next two financial years

Planned changes in company policy and non-financial objectives

Trianel will continue the successful strategy of the past years in the 2010 and 2011 financial years and aims to continue to grow with appropriate restriction of risks. To do so, we intend to further expand our range taking the requirements of municipal utility companies into account and using existing expertise. In the midstream area of the value chain, such as trade, procurement, portfolio management services, the most important part of our core business, our range of services on the market will grow constantly. At the same time, some services in the electricity sector at least, will become commodities. Thus, Trianel is exposed to increasing competitive pressure. In order to stabilise or further expand the market share of midstream services, the focus will be on improving processes to reduce costs and decrease the process risks of service commodities and to increase the efforts for product innovations to distinguish the service quality and to adapt to industry and market changes.

For power station services, Trianel will take over commercial operation for the Borkum West II wind farm if a positive investment decision is made. In addition to this, the operating processes for the joint Trianel power station in Lünen will be developed in order to allow us to efficiently and competently perform the operation for the planned commissioning in 2012. Based on this knowledge and the

experience gained, we aim to expand our ability to market power station capacity to further virtual or physical generation facilities outside the Trianel Group.

In the next two years, we will concentrate in particular on the development and establishment of additional generation services. The new market opportunities for direct marketing of electricity from renewable energy sources due to the amendments to the German Renewable Energy Sources Act (EEG) are to be used, as is the potential of pooling decentralised systems for short-term marketing. For this purpose, the marketing processes developed for the Trianel large-scale power stations are to be expanded and significant potential synergies are to be used.

The fact that we have now established ourselves as an active player in gas trading in the German NCG and GASPOOL market areas, focusing on the short-term sector, contributes to supporting the gas services. We expect growth in the years to come in the gas services. In this contact, we want to further expand the number of trade relationships in the gas sector. In order to develop corresponding products, Trianel also relies on the use of its virtual gas storage segment, whereby the marketing of the expanded gas storage facility represents a major challenge given the current market situation.

In the supply business, the percentage of risk-entailed business will be decreased in favour of

risk-free or low-risk services. For example, contracts were used to significantly restrict the risks from supply business compared to 2009. Supply business will remain a key element in the Trianel product portfolio. Supplying shareholders and other customers is not only clearly a business purpose of Trianel, but is also a starting point for a whole series of supplementary services.

Development in the upstream area of the value chain aims at increasing the importance of renewable generation facilities in the generation mix. As a result, the demand for generation projects based on fossil fuel – an important area for Trianel – will decrease. In order to guarantee demand for projects for the future, the focus of upcoming project development for renewable generation facilities and flexible plants (for balancing fluctuating generation capacities from uncontrollable renewable generation plants, or plants which can only be controlled to a limited extent.

The Borkum West II project is first to be completed successfully in 2010. The Krefeld cogeneration project should be approved by the end of 2010, after which a building decision is to be made. These projects, based on high-efficiency controllable performance with specifically low CO2 output, can make an important contribution to the modification of the German power generation mix, and advance the integration of renewable generation systems. Additionally, the construction of the Lünen coal-fired power station will also be advanced, whereby the focus will continue to be on quality assurance in particular. All three projects enhanced Trianel's position as a generator, and facilitated diversification in fuels and plants.

In light of the fact that the challenges in the downstream sector (sales and grids) are becoming increasingly important for municipal utility companies, Trianel must offer solutions for these challenges

wherever competitive advantages arise from pooling, or are expected to arise in future. A first step in this direction was made at the beginning of 2009 by offering consulting services for municipal utility companies' sales organisations. In a further step, Trianel plans to take up positions for "future topics" or to develop services for new market trends which arise from various technological and social trends (e.g. electromobility, energy efficiency, smart metering, remunicipalisation, decentralised generation). Future needs of the municipal utility companies are to be identified and offered as a service. The range of new services will allow municipal utility companies to cope economically with the increasing complexity of the industry, and become involved in new technological trends via Trianel and its range of services, as well as operationalising them for their municipal utility company. New potential for long-term profitable services will arise for Trianel. This will guarantee future sales of services to municipal utility companies by Trianel.

Where consulting services are concerned, we believe that the municipal utility companies have a growing demand for risk management. The effects of the financial crisis have shown the importance and necessity for suitable instruments for dealing with risks professionally. We can make a significant contribution to creating an environment for municipal utility companies, which allows them to detect risks and minimise them using suitable measures. In our opinion, process consulting and sales portfolio management are also part of this area, in addition to classic risk management.

In spite of a clear focus by Trianel on the requirements of municipal utility companies, the search for profitable applications of the energy sector expertise of Trianel in a commercially meaningful extent, in order to increase the profitability of the company for the shareholders. This appears particularly promising as it opens new customer groups for generation services.

For the future development of Trianel it is important that all business segments are connected, either via the necessary energy industry knowledge or the processes on which they are based, or the ability to pool the resources of many.

The realignment of Trianel Energie B.V. will focus on Trianel's role in the Dutch market on providing access to markets from 2010 on. This is aimed at supporting Trianel Energie B.V. in its expansion strategy.

5.2 General economic conditions in the next two financial years

For the economic development in 2010 and 2011, most forecasts assume that the financial crisis has not yet been entirely overcome in spite of some progress, but that the worst is over. After a downturn in the German gross domestic product by roughly five percent in 2009, the German Federal Government expects growth of 1.4 percent in 2010. The Kiel Global Economy Institute (*Kieler Institut für Weltwirtschaft*) expects growth of two percent for 2011. This appraisal is based on a slight revival of domestic demand, as much of the population should have more financial funds available for consumer spending due to tax relief measures. In addition, public investment in construction is expected to increase. On the other hand, there are not many indicators for a rapid expansion of company investments, as the capacity utilisation is currently often low, and obtaining loans is often a very difficult process.

The export situation is similar. A low level of recovery could also occur here. Demand from the most important trade partner countries, reserved though it was – was probably responsible for this.

The fact that many of these countries face similar challenges to Germany is a good reason that the stimuli will not be stronger.

With regard to employment, the Federal Government assumes that the unemployment figures will increase by 320,000 to approx. 3.7 million in the annual average in 2010. The main reasons for this will be structural adaptations by companies due to competition – in particular where the regulations concerning reduced hours expire.

In 2011, private consumption can grow again to a greater extent with an appropriate income tax relief. Companies should benefit from this development via greater capacity utilisation.

This scenario has direct effects on the economic development of Trianel. With a growing economy and increasing household income, the demand for energy also increases. On the other hand, the efforts to increase efficiency and save energy will also continue to grow in the years to come. New business sectors will result between these two extremes. Trianel, together with its shareholders, is excellently prepared to make the most of the resulting competitive opportunities for increased and more sustainable growth.

5.3 Anticipated earnings situation

The overall economic development in 2010 continues to be dominated by the global economic crisis, which means that there are still higher risks of unusual market developments. As a result of the product changes made in the reporting year, our market risks for major types of contracts will be significantly restricted from 2010 on. As a result, we have significantly increased the robustness of our business model in the event of unusually strong market price movements or quantity deviations. However, the result forecasts still involve uncertainty within this framework.

Trianel's sales development depends primarily on trading business and the extent to which we allow our customers to access energy markets, and can therefore only be estimated roughly. However, in our business model, the development of our results is not determined by the amount of sales proceeds.

We currently expect a positive result before taxes for 2010, which could reach the results of 2008, at € 7.1 million. This appraisal also takes into account that the effects of the economic crisis will probably continue to affect our operations in 2010. On the other hand, the development of our results based on the further stabilisation of our business model will distance itself increasingly from the economic conditions – also due to the increasing percentage of our value creation which is accounted for by services. For 2011, we also expect results at the same level as 2008.

5.4 Anticipated financial situation

Our business development will focus on services, which requires little investment in fixed assets. Investments in financial assets entail our holdings in the power plant and gas storage companies, which were financed via bank loans and our own cashflow. Due to the good creditworthiness and the good relationship to our core banks, we do not foresee bottlenecks in obtaining loan funding for other investments. Current financing of operative business

is guaranteed via the existing liquid funds and also secured via existing credit lines. In summary, we see no restrictions in our solvency.

The debt ratio of the company is primarily characterised by accounts payable for energy purchased in December 2009, which are offset against corresponding accounts receivable for energy supplied in the same period. As a result of the monthly invoicing of

energy supplied established in energy wholesale, these are generally short-term items, which do not entail pre-financing effects. The debt ratio therefore does not allow any conclusions on the fundamental creditworthiness of a company.

5.5 Opportunities

The future result depends on how energy and raw materials prices develop, because the earning power of our asset positions essentially depends on these. A positive development will result in good earnings opportunities.

The positive development on the gas market is of great strategic importance to us. Due to restructuring of the market, the gas service business offers a great and as yet unfulfilled potential and, in conjunction with our gas storage facilities, the opportunity to develop and market other supply products. However, this development also depends on the behaviour of established suppliers on the market, who could further delay a change in the procurement strategy with offers below the market price level.

Opportunities also arise from different projects which we are pursuing. Insofar as these projects can continue to be substantiated in 2010 and 2011, we will offer them to our shareholders and other municipal utilities. The necessary services for further project development also create earnings potential.

Further opportunities result from marketing generating systems, where we want to use our expertise to develop new products and business models, accessing new groups of customers and creating additional value.

Good opportunities to earn future profit result from our progress in developing projects, with which we constantly analyse the current market developments for possible potential for joint development with our shareholder companies.

5.6 General statement on the business outlook and development forecast of Trianel GmbH by corporate management

We believe that Trianel is still growing. This is reflected in a further expansion of the group of shareholders and an expansion of our business activities. As a result of the orientation of our business, which aims to increase the share in our value creation of service business which is largely risk-free for us, we still consider our business model increasingly robust. For this reason, we also do not expect reductions in revenue from the economic conditions which are still shaped by the economic crisis in 2010. The projects and topics currently in development confirm that the potential for purposeful collaboration of municipal utility companies remains large, so that all in all, we can look into the future with optimism.

6. Reporting pursuant to § 108 para. 2 no. 2 of the north rhine-westphalian local government ordinance (GO NRW)

The purpose of the company is national and international energy trading, with the objective of improving local energy supply. The company may undertake the following tasks to implement this objective:

1.1 Trading in

- a.) Energy (electricity, gas, oil, coal)
- b.) Energy derivatives and energy-related financial derivatives (pursuant to the German Banking Act (KWG): proprietary transactions),
- c.) Financial products relating to energy supply, such as weather derivatives and emission certificates (pursuant to the German Banking Act (KWG): proprietary transactions)

1.2 Energy sales

1.3 Provision of consulting and other fee-based services directly related to energy supply.

The company is entitled to conduct all measures and business transactions through which the purpose of the company can directly or indirectly be promoted. It may, in order to fulfil its tasks, operate other companies, participate in them or establish, acquire and lease such companies as well as auxiliary and ancillary companies, furthermore it may enter into joint ventures and establish subsidiary branches.

The comments and data in the Notes and the Management Report illustrate that we have conformed fully with the public purpose based on our terms of reference as per the Shareholders' Agreement.

Aachen, Germany, 22 April 2010
 Trianel GmbH

Sven Becker

Dr. Jörg Vogt

Management Board of Trianel GmbH

Annual financial statements

Annual Financial Statements

Contents

Annual Financial Statements of Trianel GmbH (Individual Financial Statements)	
Balance sheet	48
Profit and loss statement	50
.....	
Notes	
1. Form and presentation of the annual financial statements	52
2. Accounting and valuation principles	53
3. Balance sheet notes	54
4. Notes on the profit and loss statement	57
5. Other information	59
.....	
Development of fixed assets	62
.....	
Annual Financial Statements of Trianel GmbH (Consolidated Financial Statements)	
Balance sheet	66
Profit and loss statement	68

ANNUAL FINANCIAL STATEMENTS OF TRIANEL GMBH (INDIVIDUAL FINANCIAL STATEMENTS)

Balance sheet

As of 31 december 2009

ASSETS		
	in €	
	31.12.2009	31.12.2008
A. Fixed assets		
I. Intangible assets		
1. Rights of use and similar rights	416,350.00	511,726.00
2. Down payments made	339,028.59	48,000.00
	755,378.59	559,726.00
II. Tangible assets		
Furniture and fixtures	1,160,844.00	934,999.00
III. Financial assets		
1. Shares in affiliated companies	2,850,000.00	4,181,445.00
2. Participating interests	21,379,822.54	20,999,454.86
3. Securities held as fixed assets	220,000.00	220,000.00
	24,449,822.54	25,400,899.86
	26,366,045.13	26,895,624.86
B. Current assets		
I. Inventories		
Merchandise	3,850,906.75	4,460,206.98
II. Accounts receivable and other assets		
1. Trade receivables	70,172,498.06	85,421,957.95
2. Accounts receivable from affiliated companies	9,233,781.18	10,008,363.72
3. Accounts receivable from shareholders	20,957,791.17	17,972,661.75
4. Accounts receivable from companies with which a participating interest exists	4,912,628.68	1,365,083.21
5. Other assets	67,844,104.35	45,420,833.54
	173,120,803.44	160,188,900.17
III. Cash in hand, cash at bank	47,278,357.42	34,683,507.54
C. Accruals and deferrals	1,038,738.67	2,061,495.02
	251,654,851.41	228,289,734.57

LIABILITIES		
	in €	
	31.12.2009	31.12.2008
A. Equity		
I. Capital stock	17,896,575.00	16,883,850.00
II. Capital reserves	18,487,869.24	15,786,868.00
III. Earnings reserves		
Other earnings reserves	23,051,181.75	16,679,591.18
IV. Annual net income (previous year: net earnings)	5,491,835.12	6,371,590.57
	64,927,461.11	55,721,899.75
B. Deposits made on the implementation of the agreed increase in capital		
	0.00	380,000.00
C. Provisions		
1. Provisions for pensions	64,324.00	0.00
2. Provisions for pensions	307,793.30	589,000.00
3. Other provisions	28,385,494.05	16,276,436.64
	28,757,611.35	16,865,436.64
D. Accounts payable		
1. Payables to credit institutions	12,821,999.90	14,426,548.12
2. Trade accounts payable	92,316,031.01	98,138,758.81
3. Accounts payable to shareholders	3,987,528.10	3,870,014.97
4. Payables to companies in which the company a participating interest exists	4,871,303.80	3,072,399.88
5. Other accounts payable	37,871,557.74	32,602,826.40
	151,868,420.55	152,110,548.18
E. E. Accruals and deferrals		
	6,101,358.40	3,211,850.00
	251,654,851.41	228,289,734.57

Profit and loss statement

for the financial year from 1 january 2009 to 31 december 2009

in €	2009	2008
1. Sales proceeds		
a) Gross sales proceeds	3,136,412,893.16	2,625,647,125.18
b) Electricity tax	-4,107,020.70	0.00
	3,132,305,872.46	2,625,647,125.18
2. Other operating income	4,909,272.44	7,712,377.29
3. Cost of materials		
Expenditure on goods purchased	3,103,993,976.43	2,604,683,343.59
4. Personnel expenses		
a) Wages and salaries	11,491,188.63	8,738,791.56
b) Social charges and expenditure for pension provision and support	1,831,443.17	1,322,238.38
	13,322,631.80	10,061,029.94
5. Depreciation on intangible fixed assets and tangible fixed assets	676,579.23	830,591.50
6. Other operating expenditure	12,963,274.69	11,898,582.82
	6,258,682.75	5,885,954.59
7. Income from participating interests	439,607.21	0.00
8. Other interest and similar income	384,881.11	1,900,613.11
9. Income from profit and loss transfer agreements	604,483.60	437,666.32
10. Depreciation of financial assets	60,000.00	0.00
11. Interest and similar expenditure	1,130,422.45	1,080,790.36
	238,549.47	1,257,489.07
12. Result from ordinary activities	6,497,232.22	7,143,443.66
13. Tax on income and revenue	1,005,698.10	771,720.09
14. Other taxes	-301.00	133.00
15. Net income for the year	5,491,835.12	6,371,590.57
16. Withdrawals from earnings reserves		
a) From the reserve for own shares	-	1,129,480.00
b) From other earnings reserves	-	0.00
	-	1,129,480.00
17. Allocations to earnings reserves		
a) In reserve for own shares	-	0.00
b) In other earnings reserves	-	1,129,480.00
	-	1,129,480.00
18. Net earnings	-	6,371,590.57

Notes for the 2009 Financial Year

APPENDIX

1. Form and presentation of the annual financial statements

The financial statements have been prepared in accordance with the regulations of the German Commercial Code (HGB) for large incorporated companies in conjunction with the supplementary provisions of the GmbH-Gesetz (German Limited Liability Company Law).

The balance sheet was extended in conformance with § 265 para. 5 p. 2 of the German Commercial Code by the item „Investments made for the implementation of the agreed capital increase“.

To improve the clarity of the presentation we have positioned details on affiliations to other items in the balance sheet in the Notes.

The profit and loss statement is structured according to the expenditure format.

Separate explanatory notes have been provided in respect of the main items in the balance sheet and the profit and loss statement.

The accounts receivable from energieGut GmbH to a total of € 3,362 thousand were posted in „Accounts receivables from companies with which a participating interest exists“, as the company is no longer an affiliated company. In the previous year, there were accounts receivable amounting to € 3,744 thousand, which were posted as “Accounts receivable from affiliated companies”; the figures from the previous year were not adjusted.

2. Accounting and valuation principles

Intangible assets and fixed assets are valued at acquisition cost less depreciation and plus write-ups.

Depreciation was effected in accordance with the tax depreciation tables on a straight-line basis and – as far as possible – using the declining balance method based on the useful life of capital assets. The straight-line method is introduced in the year when it results in higher annual depreciation. Low-value capital assets up to a value of between € 60.00 and € 150.00 are fully written off in the year of acquisition; they are retired in the following year. Capital assets with a value of between € 150.00 and € 1,000.00 are recorded in a general item and written off over five years.

The financial assets will be evaluated at acquisition cost, taking account of depreciation and write-ups.

Inventories are valued at acquisition cost using the lower of cost or market principle for depreciation.

Accounts receivable and other assets are shown in the balance sheet at their nominal value; necessary value adjustments are created.

Accounts receivable and liabilities in foreign currencies are converted at the applicable exchange rate on the posting date unless a fixed exchange rate for the Euro exists. Losses incurred due to exchange rate movements up to the balance sheet date are taken into account.

Liquid funds are shown in the balance sheet at nominal value.

The subscribed capital is included at nominal value.

The accounts payable for pensions are valued according to actuarial principles pursuant to § 6a of the German Income Tax Act (EstG) taking the supplementary guidelines and official notes into account. The “Guide Tables 2005 G” by Klaus Heubeck are used as a biometric calculation basis. The accounting interest rate is 6.00%.

Provisions are valued on the basis of reasonable commercial assessment and adequately take into account all identifiable risks and contingent liabilities. Provisions are carried as liabilities up to the envisaged settlement value.

The liabilities are valued at the amount repayable.

The valuation of physical commercial transactions is always based on the allocation of posted and pending transactions together with the appurtenant financial transactions to the electricity asset, gas asset, trading, electricity sales and gas sales portfolios.

Derivative financial instruments were used to secure bank loans, which form a valuation unit together with the debt item.

3. Balance sheet notes

I. Fixed assets

The development of fixed assets and depreciation during the financial year under review is shown in the fixed-asset movement schedule, which is enclosed as a separate document with the Notes.

Shares to the amount of € 2,850,000.00 are held in the following affiliated companies:

COMPANY	Registered office	Participation %	Participation book value €	Equity €	Annual net income €
Trianel Finanzdienste GmbH	Aachen	100.0	2,500,000	2,500,000	*0
Trianel Energie B.V.	Maastricht, NL	100.0	250,000	1,395,982	86,215
Trianel Gaskraftwerk Hamm Verwaltungs GmbH	Aachen	100.0	25,000	34,060	1,299
Trianel Gasspeicher Epe Verwaltungs GmbH	Aachen	100.0	25,000	95,321	23,684
Trianel Kohlekraftwerk Lünen Verwaltungs GmbH	Aachen	100.0	25,000	28,508	1,450
Trianel Windkraftwerk Borkum Verwaltungs GmbH	Aachen	100.0	25,000	51,434	26,434

* A profit and loss transfer agreement exists between Trianel Finanzdienste GmbH and Trianel GmbH.

II. Current assets

The goods inventories are stored quantities of gas.

Trade receivables primarily consist of outstanding payments for electricity and gas supplies, which were offset against similar liabilities to a value of € 178,942 thousand (2008: € 116,552 thousand).

The accounts receivable from affiliated companies pertain to trade receivables of € 13,317 thousand (2008: € 13,442 thousand). Other amounts are mainly cost allocations. Liabilities totalling € 7,923 thousand (2008: € 8,329 thousand) were offset against accounts receivable.

The accounts receivable from shareholders, € 62,167 thousand (2008: € 38,609 thousand) are trade receivables. Liabilities totalling € 42,031 thousand (2008: € 20,700 thousand) were offset against accounts receivable.

The accounts receivable from affiliated companies are mainly trade receivables resulting from energy supply and the provision of services.

Other assets mainly consist of collateral security relating to energy trading, including non-accessible bank credits totalling € 14,236 thousand (€ 29,210 thousand pre-tax), which is deductible only in the following year.

As in the previous year, all accounts receivable and other assets with the exception of € 2 thousand are due within one year.

III. Provisions

The tax provisions primarily include provisions for corporation tax including solidarity surcharge and trade tax for the 2009 assessment period. Advance payments and payments made for interest income tax and solidarity surcharge were offset against the provisions for corporation tax.

Other provisions to the amount of € 28,385 thousand include provisions for uncertain liabilities to the amount of € 19,665 thousand, mainly pertaining to outstanding invoices for energy procurement and personnel costs. Furthermore, provisions are included for anticipated losses from pending transactions to the amount of € 6,091 thousand.

IV. Liabilities

The amounts due to banks include long-term bank loans and accrued interest.

Trade accounts payable predominantly result from energy procurement and transport charges, as well as consulting services.

Liabilities to shareholders mainly relate to trade accounts payable resulting from energy supplies.

Liabilities to companies with which a participating interest exits are exclusively trade accounts payable.

Other liabilities include liabilities to shareholders to the amount of € 2,000 thousand (2008: € 973 thousand) and liabilities resulting from taxes to a value of € 22,697 thousand (2008: € 10,302 thousand).

LIABILITIES MOVEMENT SCHEDULE	TOTAL	Residual terms			Residual term
in €					Previous year
		Up to 1 year	1 year to 5 years	More than 5 years	up to 1 year
Liabilities to credit institutions	12,821,999.90	1,215,833.25	4,654,133.36	6,952,033.29	1,656,848.12
Trade accounts payable	92,316,031.01	92,316,031.01	0.00	0.00	98,138,758.81
Liabilities to shareholders	3,987,528.10	3,987,528.10	0.00	0.00	3,870,014.97
Accounts payable to affiliated companies	4,871,303.80	4,871,303.80	0.00	0.00	3,072,399.88
Other liabilities	37,871,557.74	33,771,676.74	521,333.00	3,578,548.00	28,173,961.40
Total liabilities	151,868,420.55	136,162,372.90	5,175,466.36	10,530,581.29	134,911,983.18

4. Notes on the profit and loss statement

I. Sales proceeds

The gross sales less electricity tax can be broken down into the following areas of activity:

BUSINESS SECTOR	Sales in € thousand	Sales %
Electricit	2,915,399	93.08
Gas	163,684	5.23
Emissions trading	35,571	1.14
Servises	17,652	0.56
Total	3,132,306	100.00

Sales not relating to the period amount to € 10,663 thousand (2008: € 3,466 thousand).

II. Other operating income

Other operating income includes earnings not relating to the period to the amount of € 1,886 thousand (2008: € 3,395 thousand).

III. Cost of materials

The cost of materials not relating to the period amounted to € 8,419 thousand (2008: € 4,654 thousand).

IV. Personnel expenses

Personnel expenses were incurred in respect of an average of 170 employees (2008: 129 employees). Personnel expenses include costs for pension provision to the amount of € 155 thousand (2008: € 66 thousand).

V. Income from participating interests

The item includes profit dividends to affiliated companies to the amount of € 430 thousand (2008: € 0 thousand).

VI. Interest income

The interest income to the amount of € 385 thousand (2008: € 1,900 thousand) includes income from affiliated companies to the amount of € 5 thousand (2008: € 10 thousand).

VII. Depreciation of financial assets

Depreciation includes unscheduled depreciation on the holdings in Trianel Service GmbH, Cologne, to the amount of € 60 thousand due to probable enduring reduction in value.

VIII. Tax on income

Expenditure on taxes in the reporting year includes € 968 thousand (2008: € 1,027 thousand) for corporation tax and € 18 thousand (2008: € 0 thousand) for trade tax. Income from previous years arising from corporation tax to the amount of € 16 thousand (2008: income of € 246 thousand) and trade tax of € 3 thousand (2008: income of € 10 thousand) were incurred.

5. Other information

I. Information on derivative financial instruments

Trianel GmbH uses derivative financial instruments to hedge against price risks. Futures were used in the financial year under review. The nominal value was € 73,126 thousand; the fair value is -€ 7,340 thousand. These transactions are reported under other assets and under other liabilities to the corresponding value. The futures are valued at stock exchange-listed market prices.

Trianel GmbH concluded various interest rate swaps with a nominal value of € 10,676 thousand on 31/12/2009. With these transactions, variable

interest liabilities totalling up to € 13,678 thousand were converted into fixed interest liabilities. The agreements have different terms, which were concluded in correspondence with the loan agreements. The fair value according to the lending bank’s internal risk model is -€ 1,037 thousand. The market values are determined using the cash value method. According to this, all future payments, on both the fixed and variable side of the interest rate swap, are discounted on the valuation date. Payments on the variable side are determined on the basis of additional due dates which result from the current interest rate structure curve.

II. Other financial obligations

	€ thousand	€ thousand
Obligations arising from power purchase agreements	2,247,775	(11,111)
of which due in 2010	1,647,513	(11,111)
Obligations arising from gas purchase agreementsn	138,519	
of which due in 2010	99,057	
Obligations arising from emission certificates	4,313	
of which due in 2010	4,313	
Obligations arising from lease and rental contracts	3,526	
of which due in 2010	636	
() = of which payable to affiliated companies		

III. Contingencies

As collateral for bank loans to Trianel Gaskraftwerk Hamm GmbH & Co. KG, Trianel Kohlekraftwerk Lünen GmbH & Co. KG and Trianel Gasspeicher Epe GmbH & Co. KG, Trianel GmbH has pledged its shares in these companies, including dividends, to the banks concerned.

Trianel GmbH is liable for a total monthly sum of € 1,361 thousand (direct debit), arising from a credit mandate. The credit mandate was awarded in favour of an affiliated company.

Trianel GmbH provided sureties for electricity deliveries for three customers of Trianel Energie B.V. Our subsidiary, Trianel Energie B.V., will be authorised to perform the corresponding business activities. In general, the risk arises from changes in price and is restricted to cases in which Trianel Energie B.V. fails to fulfil its contractual obligations.

IV. Auditor's fees

In accordance with § 285 no. 17 of the German Commercial Code (HGB), this information is provided in the consolidated financial statements of Trianel GmbH.

V. Supervisory Board

In the 2009 financial year the Supervisory Board was composed of the following members:

Bernhard Wilmert, Bochum, Spokesman for the Management Board of Energie- und Wasserversorgung Mittleres Ruhrgebiet GmbH (Chairman),

Waldemar Opalla, Diepholz, Managing Director of Stadtwerke EVB Huntetal GmbH (Vice Chairman),

Dr. Christian Becker, Aachen, Member of the Management Board of Stadtwerke Aachen Aktiengesellschaft,

Kurt Kuhn, Lübeck, Managing Director of Stadtwerke Lübeck Holding GmbH,

Günter Bury, Fulda, Chairman of the Management Board of Überlandwerk Fulda Aktiengesellschaft,

Marco Westphal, Bonn, Managing Director of Stadtwerke Bonn GmbH,

Alfons Bröker, Soest, Managing Director of Stadtwerke Soest GmbH,

Dr. Achim Grunenberg, Lünen, Managing Director of Stadtwerke Lünen GmbH,

Frank Kindervatter, Viersen, Managing Director of Niederrheinwerke Viersen GmbH,

Dr. Arno Gassteiger, Salzburg, Spokesman for the Management Board of Salzburg AG für Energie, Verkehr und Telekommunikation,

Michael Hegel, Cologne, Banker,

Dr. Ulf Böge, Meckenheim, retired President of the Federal Cartel Office

Trianel GmbH reimbursed a total of € 21 thousand as expenses in the 2009 financial year.

VI. Management

The Managing Directors of the company on the balance sheet date were Dipl.-Volkswirt Sven Becker, certified economist (Spokesman) and Dr. Jörg Vogt (Dipl.-Verwaltungswissenschaftler; certified public administrator).

The company has opted not to disclose the emoluments paid to the Managing Directors in the financial year under review in accordance with § 286, par. 4 of the German Commercial Code (HGB).

VII. Annual financial statements

The annual financial statements are published in the Electronic Federal Bulletin under number HRB 7729.

Aachen, Germany, 22 April 2010

Trianel GmbH

Sven Becker Dr. Jörg Vogt

Management Board of Trianel GmbH

Development of fixed assets

In financial year 2009

in €	ACQUISITION COSTS				
	Status	Additions	Cross entries	Divestitures	Status
	1.1.2009				31.12.2009
A. Fixed assets					
I. Intangible assets					
1. Rights of use and similar rights	2,388,865.21	131,746.00	48,000.00	0.00	2,568,611.21
2. Down payments made	48,000.00	339,028.59	-48,000.00	0.00	339,028.59
TOTAL intangible assets	2,436,865.21	470,774.59	0.00	0.00	2,907,639.80
II. Tangible assets					
1. Furniture and fixtures	2,200,843.48	631,765.23	0.00	13,307.53	2,819,301.18
TOTAL tangible assets	2,200,843.48	631,765.23	0.00	13,307.53	2,819,301.18
III. Financial assets					
1. Shares in affiliated companies	4,181,445.00	6,250.00	-70,200.00	1,267,495.00	2,850,000.00
2. Participating interests	22,469,453.86	715,498.16	70,200.00	1,815,329.48	21,439,822.54
3. Securities held as fixed assets	220,000.00	0.00	0.00	0.00	220,000.00
TOTAL financial assets	26,870,898.86	721,748.16	0.00	3,082,824.48	24,509,822.54
TOTAL fixed assets	31,508,607.55	1,824,287.98	0.00	3,096,132.01	30,236,763.52

DEPRECIATION				BOOK VALUES	
Status	Additions	Divestitures	Status	Status	Status
1.1.2009			31.12.2009	31.12.2009	31.12.2008
1,877,139.21	275,122.00	0.00	2,152,261.21	416,350.00	511,726.00
0.00	0.00	0.00	0.00	339,028.59	48,000.00
1,877,139.21	275,122.00	0.00	2,152,261.21	755,378.59	559,726.00
1,265,844.48	401,457.23	8,844.53	1,658,457.18	1,160,844.00	934,999.00
1,265,844.48	401,457.23	8,844.53	1,658,457.18	1,160,844.00	934,999.00
0.00	0.00	0.00	0.00	2,850,000.00	4,181,445.00
1,469,999.00	60,000.00	1,469,999.00	60,000.00	21,379,822.54	20,999,454.86
0.00	0.00	0.00	0.00	220,000.00	220,000.00
1,469,999.00	60,000.00	1,469,999.00	60,000.00	24.449,822.54	25,400,899.86
4,612,982.69	736,579.23	1,478,843.53	3,870,718.39	26,366,045.13	26,895,624.86

Auditor’s Report

We have audited the annual financial statements, consisting of balance sheet, income statement and notes, including the accounts and the management report, of Trianel GmbH (formerly: Trianel European Energy Trading GmbH), Aachen, for the period 1 January to 31 December 2008. The accounts, the annual financial statements and the management report were prepared in accordance with the German Commercial Code and the supplementary provisions of the articles of association at the responsibility of the company’s legal representatives. Our responsibility is to express an opinion, based on our audit, on the annual financial statements, the company’s accounts and the management report.

We conducted our audit of the annual financial statements in accordance with Section 317 of the German Commercial Code (HGB) and observing the auditing principles generally accepted in Germany as stipulated by the Institute of German Certified Public Accountants (IDW). Those principles require that we plan and perform the audit to obtain reasonable assurance about the detection of any errors or irregularities with regard to the impression given of the company’s net worth, financial and profit situation, as reported through its annual financial statements, set up in accordance with the generally accepted accounting principles, its company accounts, and its management report. When determining audit procedures, knowledge of the company’s business operations, as well as its economic and legal environment, and anticipation of possible errors are taken into consideration. The audit includes examining, mainly on a test basis, the effectiveness of accounting-related internal control

systems and evidence supporting the amounts and disclosures in the company accounts, annual financial statements and the management report. The audit also examines the accounting and valuation methods that the company uses, the significant estimates made by legal representatives, as well as evaluating the overall presentation of the financial statements and the management report. In our view, our audit provides a sufficiently reliable basis for our opinion.

Our audit has resulted in no objections.

In our opinion, based on the information gained in the audit, the annual financial statements are in conformity with statutory requirements and the supplementary provisions of the articles of association and, in compliance with the generally accepted accounting principles, they give a true and fair view of the net assets, financial situation and results of operations of the company. The management report is consistent with the annual financial statements, provides a suitable understanding of the company’s situation and accurately presents the opportunities and risks of future development.

Cologne, 23 April 2010

INVRA TREUHAND AG
WIRTSCHAFTSPRÜFUNGSGESELLSCHAFT

Jürgen Gold Auditor	Udo Glusa Auditor
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Annual Financial Statements of Trianel GmbH

Consolidated Financial Statements

ANNUAL FINANCIAL STATEMENTS OF TRIANEL GMBH

Consolidated Financial Statements

Consolidated balance sheet as of 31 december 2009

ASSETS		
	in €	
	31.12.2009	31.12.2008
A. Fixed assets		
I. Intangible assets		
1. Concessions, industrial property rights, similar rights and values as well as licences to such rights and values	416,350.00	1,445,536.00
2. Down payments made	339,028.59	99,120.00
	755,378.59	1,544,656.00
II. Tangible assets		
Other assets, furniture and fixtures	1,358,581.00	1,165,394.00
III. Financial assets		
1. Participating interests in affiliated companies	40,000.00	100,001.00
2. Participating interests	21,293,986.65	20,899,453.86
3. Securities held as fixed assets	220,000.00	220,000.00
	21,553,986.65	21,219,454.86
	23,667,946.24	23,929,504.86
B. Current assets		
I. Inventories		
Merchandise	3,850,906.75	4,460,206.98
II. Accounts receivable and other assets		
1. Trade receivables	81,443,421.80	119,124,085.41
2. Receivables from shareholders	20,957,791.17	17,972,661.75
3. Receivables from participating interests	4,928,145.06	1,505,300.49
4. Other assets	67,957,453.92	45,809,046.56
	175,286,811.95	184,411,094.21
III. Cash in hand and cash at bank	57,169,605.10	44,692,267.02
C. Accruals and deferrals	1,038,738.67	2,058,231.08
	261,014,008.71	259,551,304.15

LIABILITIES		
	in €	
	31.12.2009	31.12.2008
A. Equity		
I. Subscribed capital	17,896,575.00	16,883,850.00
II. Capital reserves	18,487,869.24	15,786,868.00
III. Revenue reserve		
1. Other revenue reserves	24,257,623.53	17,257,204.95
2. Difference from capital consolidation	3,099.29	0.00
IV. Group annual net income	5,491,835.12	7,340,403.43
V. Shares of other shareholders in the capital	0.00	9,349.29
	66,137,002.18	57,277,675.67
B. Investments made for the implementation of the agreed capital increase	0,00	380,000.00
C. Provisions		
1. Provision for pensions	64.324,00	0,00
2. Provision for taxes	324.925,41	718.954,72
3. Other provisions	29.908.107,05	21.353.160,24
	30.297.356,46	22.072.114,96
D. Liabilities		
1. Liabilities to credit institutions	12,821,999.90	14,426,548.12
2. Down payments received for orders	0.00	13,518,002.44
3. Trade payables	94,798,535.89	103,325,417.05
4. Accounts payable to shareholders	3,987,528.10	3,870,014.97
5. Accounts payable to affiliated companies	0.00	20,508.80
6. Accounts payable to participating interests	4,798,174.42	3,051,891.08
7. Other accounts payable	42,012,353.36	37,449,964.06
	158,418,591.67	175,662,346.52
E. Accruals and defarrels	6,161,058.40	4,159,167.00
	261,014,008.71	259,551,304.15

Profit and loss statement

Consolidated profit and loss statement for the financial year from 1 january 2009 to 31 december 2009

in €	2009	2008
1. Sales proceeds		
a) Gross sales proceeds	3,058,687,679.99	2,625,761,073.31
b) Electricity, petroleum and natural gas tax	0.00	-6,324,148.01
	3,058,687,679.99	2,619,436,925.30
2. Other operating revenue	4,858,762.65	7,928,222.76
3. Cost of materials		
a) Expenses associated with raw materials and supplies and for purchased goods	-3,028,096,134.23	-2,590,446,506.51
b) Expenditure on purchased services	0.00	-1,891,083.56
	-3,028,096,134.23	-2,592,337,590.07
4. Personnel expenses		
a) Wages and salaries	-12,213,307.79	-11,056,083.97
b) Social contributions and expenditure on pensions and support	-2,156,656.32	-1,739,732.53
	-14,369,964.11	-12,795,816.50
5. Depreciation		
on intangible assets and tangible fixed assets	-742,208.23	-1,176,932.28
6. Other operating expenditure	-13,336,120.78	-13,928,969.57
7. Income from participating interests	9,970.52	0.00
8. Other interest and similar income	437,389.57	2,296,431.71
9. Depreciation on financial assets	-60,000.00	0.00
10. Interest and similar expenditure	-1,168,654.63	-1,086,206.60
11. Losses from deconsolidation	-167,625.90	0.00
	-948,920.44	1,210,225.11
12. Result of ordinary operations	6,053,094.85	8,336,064.75
13. Tax on income and proceeds	-1,032,592.10	-992,648.16
14. Other taxes	754.51	86.13
15. Group annual net income before minority interests	5,021,257.26	7,343,502.72
16. Annual net income accrued by shareholders who were not part of the group	0.00	-3,099.29
17. Group annual net income after minority interests	5,021,257.26	7,340,403.43

