# UNAUDITED FINANCIAL STATEMENTS

31 MARCH 2021

## STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 31 MARCH 2021

	Notes	2021 RO'000	2021 US\$'000	2020 RO'000	2020 US\$'000
Operating revenue	3	22,327	58,068	19,302	50,201
Operating costs	4	(22,475)	(58,451)	(19,291)	(50,171)
Operating (loss) / profit		(148)	(383)	11	30
General and administrative expenses	5	(285)	(742)	(300)	(781)
Finance costs (net)	6	(3,842)	(9,989)	(4,387)	(11,409)
Loss before tax		(4,275)	(11,114)	(4,676)	(12,160)
Income tax	7	(646)	(1,680)	(659)	(1,715)
LOSS FOR THE PERIOD		(4,921)	(12,794)	(5,335)	(13,875)
OTHER COMPREHENSIVE INCOME - /(EXPENSE), NET OF TAX Item that may be reclassified to profit and loss in subsequent periods: Net movement in fair value of cash flow hedges Income tax effect		5,442 (817)	14,155 (2,124)	(18,662) 2,799	(48,538) 7,280
OTHER COMPREHENSIVE INCOME /(EXPENSE) FOR THE PERIOD		4,625	12,031	(15,863)	(41,258)
TOTAL COMPREHENSIVE INCOME/(EXPENSE) FOR THE PERIOD		(296)	(763)	(21,198)	(55,133)

## STATEMENT OF FINANCIAL POSITION AT 31 MARCH 2021

AT 31 MARCH 2021					
		2021	2021	2020	2020
	Notes	RO'000	US\$'000	RO'000	US\$'000
ASSETS					
Non-current assets					
Property, plant and equipment	8	515,915	1,341,784	519,881	1,352,099
Right to use assets	9	8,242	21,436	8,305	21,600
Capital Spares		2,362	6,143	2,362	6,143
	_	526,519	1,369,363	530,548	1,379,842
Current assets	_	_			
Trade and other receivables	10	18,048	46,939	70,250	182,705
Inventories		9,436	24,543	9,382	24,399
Bank balances	11	5,543	14,414	5,640	14,669
	_	33,027	85,896	85,272	221,773
TOTAL ASSETS	=	559,546	1,455,259	615,820	1,601,615
EQUITY AND LIABILITIES					
EQUITY AND LIABILITIES					
Equity	12	4.40.000	200 200	4.40.000	200 200
Share capital	12 13	146,260	380,390	146,260	380,390
Legal reserve	13 15	11,311	29,417	11,311	29,417
Cumulative changes in fair values Retained earnings	15	(29,969) 52,266	(77,942) 135,940	(34,594) 57,187	(89,973) 148,734
Total equity	-	179,868	467,805	180,164	468,568
Total equity	=	179,000	407,803	100,104	400,300
Non-current liabilities					
Interest bearing loans and borrowings	14	248,339	645,877	248,132	645,339
Fair value of derivative financial		25,925	67,425	31,630	82,263
instruments	15		,	·	
Provision for asset retirement obligation		4,702	12,230	4,644	12,079
Deferred tax liability		32,549	84,652	31,085	80,848
Lease liability		7,707	20,045	8,113	21,101
Employees' end of service benefits	_	41	105	40	103
	_	319,263	830,334	323,644	841,733
Current liabilities					
Interest bearing loans and borrowings	14	29,385	76,423	29,385	76,423
Dividend payable	12	-	-	2,047	5,325
Accounts payable and accruals	16	21,191	55,107	71,003	184,659
Fair value of derivative financial instruments	15	9,332	24,271	9,070	23,588
Finance lease liabilities	-	507	1,319	507	1,319
	_	60,415	157,120	112,012	291,314
Total liabilities	<del>-</del>	379,678	987,454	435,656	1,133,047
TOTAL EQUITY AND LIABILITIES	_	559,546	1,455,259	615,820	1,601,615
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中田元崎

Director

## STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 MARCH 2021

	Note	Share capital RO'000	Legal reserve RO'000	Cumulative changes in fair values RO'000	Retained earnings RO'000	Total RO'000
Balance at 1 January 2020 Loss for the period		146,260 -	9,672	(27,360)	48,510 (5,335)	177,082 (5,335)
Other comprehensive income / (expense)		-	-	(15,863)	-	(15,863)
Total comprehensive income / (expense)			-	(15,863)	(5,335)	(21,198)
Balance at 31 March 2020		146,260	9,672	(43,223)	43,175	155,884
Balance at 1 January 2021 Loss for the period	12	146,260 -	11,311 -	(34,594) -	57,187 (4,921)	180,164 (4,921)
Other comprehensive income / (expense)		-	_	4,625	-	4,625
Total comprehensive income / (expense)			_	4,625	(4,921)	(296)
Balance at 31 March 2021		146,260	11,311	(29,969)	52,266	179,868

## STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 MARCH 2021

	Note	Share capital US\$'000	Legal reserve US\$'000	Cumulative changes in fair values US\$'000	Retained earnings US\$'000	Total US\$'000
Balance at 1 January 2020		380,390	25,155	(71,160)	126,167	460,552
Loss for the period		-	-	-	(13,875)	(13,875)
Other comprehensive income / (expense)				(41,258)		(41,258)
Total comprehensive income/ (expense)				(41,258)	(13,875)	(55,133)
Balance at 31 March 2020		380,390	25,155	(112,418)	112,292	405,419
Balance at 1 January 2021	12	380,390	29,417	(89,973)	148,734	468,568
Loss for the period		-	-	-	(12,794)	(12,794)
Other comprehensive income / (expense)				12,031		12,031
Total comprehensive income/ (expense)				12,031	(12,794)	(763)
Balance at 31 March 2021		380,390	29,417	(77,942)	135,940	467,805

## STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 31 MARCH 2021

TOR THE PERIOD ENDED 31 MARCH	11 202 1				
	Notes	2021 RO'000	2021 US\$'000	2020 RO'000	2020 US\$'000
OPERATING ACTIVITIES					
Loss before tax		(4,275)	(11,114)	(4,676)	(12,160)
Depreciation	8,9	4,029	<b>10,479</b>	4,035	10,494
Interest – term loans and swap	0,3	•	•	•	•
settlements		3,396	8,831	3,853	10,021
Amortisation of deferred finance cost		207	538	228	594
Interest expense for lease liability		102	264	103	267
Asset retirement obligation - unwinding		58	151		4.4.4
of discount		30	151	55	144
Accruals for employee's end of service benefits		1	2	4	11
Solione		3,518	9,151	3,602	9,371
Working capital changes:					
Trade and other receivables		52,202	135,766	(11,776)	(30,628)
Accounts payable and accruals		(53,209)	(138,384)	8,805	22,900
Inventories		(55)	(144)	133	347
Cash generated from operating activities		2,456	6,389	764	1,990
Interest – term loans and swap settlements		-	-	-	-
Net cash generated from operating					
activities		2,456	6,389	764	1,990
INVESTING ACTIVITY					
Investment in short term deposits		(385)	(1,000)	(1,000)	(2,600)
Not each used in investing activities					
Net cash used in investing activities		(385)	(1,000)	(1,000)	(2,600)
FINANCING ACTIVITIES					
Dividend paid		(2,046)	(5,325)	(2,924)	(7,608)
Repayment of interest bearing loans and		, ,	,	, ,	, ,
borrowings		-	-	-	-
Lease payment		(507)	(1,319)	(507)	(1,319)
Net cash (used in) in financing		(2 FE2)	(C C (A (A))	(2.424)	(0,007)
activities		(2,553)	(6,644)	(3,431)	(8,927)
INCREASE (USED IN) IN CASH AND CASH EQUIVALENTS		(482)	(1,255)	(3,667)	(9,537)
Cash and cash equivalents at the beginning of the period		5,640	14,669	7,530	19,585
CASH AND CASH EQUIVALENTS AT 31 MARCH	11	5,158	13,414	3,863	10,048

## NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2021

#### 1 ACTIVITIES

Phoenix Power Company SAOG ("the Company") is registered under the Commercial laws of the Sultanate of Oman as a Public Joint Stock Company and principal activities of the Company are to develop, finance, design, construct, operate, maintain, insure and own a power generating station and associated gas interconnection facilities and other relevant infrastructure.

The Company's registered address is P O Box 96, Postal Code 102, Muscat, Sultanate of Oman. The Company's principal place of business is located at Sur, Sultanate of Oman.

The Company has entered into following significant agreements:

- i. Power Purchase Agreement (PPA) with Oman Power and Water Procurement Company SAOC (OPWP) granting the Company the right to generate electricity in Sur for a period of fifteen years commencing from the scheduled commercial operations date based on a tariff structure.
- ii. Natural Gas Sales Agreement (NGSA) with the Ministry of Oil and Gas of the Government of the Sultanate of Oman (MOG) for the purchase of natural gas for fifteen years at a pre-determined price.
- **iii.** Usufruct Agreement with the Government of the Sultanate of Oman for grant of Usufruct rights over the plant site for twenty five years.
- iv. Agreement with local and international banks for long-term loan facilities and interest rate hedge arrangements.
- v. Agreement with Siemens LLC Oman for long term service contract for maintenance service of the gas turbines.
- **vi.** Agreement with Siemens Aktiengesellschaft for long term supply contract for supplying the spare parts of gas turbines.
- vii. Agreement with Phoenix Operation and Maintenance Company LLC for the operation and maintenance of the Sur IPP Project.
- viii. Agreement with Daewoo Engineering and Construction Co. Ltd for engineering, procurement and construction of the Sur IPP Project.
- ix. Project Founders' Agreement dated 13 July 2011 made between Electricity Holding Company SAOC, Marubeni Corporation; Chubu Electric Power Co; Qatar Electricity and Water Company (Q.S.C.); and Multitech LLC.
- x. Shareholders' Agreement dated 13 July 2011, amended and restated dated 28 November 2011 made between Axia Power Holdings B.V; Chubu Electric Power Sur B.V; Qatar Electricity and Water Company (Q.S.C.); and Multitech LLC.

### NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2021

#### 2 SIGNIFICANT ACCOUNTING POLICIES

### 2.1 Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards and relevant requirements of the Commercial Companies Law of 1974, as amended, and the Capital Market Authority of the Sultanate of Oman.

Items included in the financial statements of the Company are measured and presented in US Dollars (US \$) being the currency of the primary economic environment in which the Company operates.

These financial statements are presented in US Dollars and Rial Omani (RO), rounded to the nearest thousand. The RO amounts shown in the financial statement have been translated using exchange rate of US 1 = RO = 0.3845 and are shown for the convenience of the reader.

The financial statements are prepared under the historical cost convention modified to include the measurement at fair value of derivative financial instruments.

These financials includes audited figures for 31st December 2020. These financials includes unaudited figures for 31st March 2021 and 2020 are unaudited.

#### 2.2 Accounting policies

The significant accounting policies applied by the Company in these unaudited financial statements are consistent with those applied by the Company in its financial statements as at and for the year ended 31 December 2020.

## NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2021

### **3 OPERATING REVENUE**

Legal and professional charges

Other expenses

Depreciation (note 8)

Office rent

	31 MARCH 2021 RO'000	31 MARCH 2021 US\$'000	31 MARCH 2020 RO'000	31 MARCH 2020 US\$'000
Capacity charges	7,539	19,607	7,646	19,886
Energy charges	14,788	38,461	11,656	30,315
	22,327	58,068	19,302	50,201
4 OPERATING COSTS				
	31 MARCH 2021 RO'000	31 MARCH 2021 US\$'000	31 MARCH 2020 RO'000	31 MARCH 2020 US\$'000
Gas consumption	14,183	36,887	11,112	28,899
Depreciation (note 8 a,b)	4,028	10,476	4,032	10,487
Operation and maintenance cost	2,506	6,517	2,797	7,275
Long term services agreement	1,413	3,675	1,203	3,128
Insurance and other cost	318	826	121	314
Connection and license fee	27	70	26	68
	22,475	58,451	19,291	50,171
5 GENERAL AND ADMINIST	RATIVE EXPENSES			
	31 MARCH 2021 RO'000	31 MARCH 2021 US\$'000	31 MARCH 2020 RO'000	31 MARCH 2020 US\$'000
Staff costs and other benefits	144	374	145	376
				- 4

## NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2021

## 6 FINANCE COSTS (NET)

	31 MARCH 2021 RO'000	31 MARCH 2021 US\$'000	31 MARCH 2020 RO'000	31 MARCH 2020 US\$'000
Interest and swap settlements	3,396	8,831	3,853	10,021
Amortisation of deferred finance cost	207	538	228	594
Asset retirement obligation - unwinding of discount	58	151	55	144
Interest expense for lease liability	102	264	103	267
DSRA LC Commission & WC fee	20	51	20	52
Exchange (Gain) / loss	59	154	128	332
Interest Income	-	-	-	(1)
	3,842	9,989	4,387	11,409

## 7 INCOME TAX

Income tax represents deferred tax expense for the period.

## NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2021

## 8 PROPERTY, PLANT AND EQUIPMENT

	Plant Building RO'000	Plant and Equipment RO'000	Strategic spares RO'000	Asset Retirement RO'000	Other Assets RO'000	Total RO'000
Cost						
At 1 January 2021	83,876	518,087	10,809	3,249	246	616,267
Additions during the period	-	-	-	-	-	-
At 31 March 2021	83,876	518,087	10,809	3,249	246	616,267
Accumulated depreciation						
At 1 January 2021	12,703	78,454	4,368	626	235	96,386
Charge during the period	524	3,238	180	23	1	3,966
At 31 March 2021	13,227	81,692	4,548	649	236	100,352
Net book value						
At 31 March 2021	70,649	436,395	6,261	2,600	10	515,915
At 31 December 2020	71,173	439,633	6,441	2,623	11	519,881

## NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2021

## 8 PROPERTY, PLANT AND EQUIPMENT (continued)

Cost	Plant building US\$'000	Plant and equipment US\$'000	Strategic spares US\$'000	Asset retirement US\$'000	Other assets US\$'000	Total US\$'000
At 1 January 2021	218,142	1,347,432	28,113	8,450	637	1,602,774
Additions during the period						
At 31 March 2021	218,142	1,347,432	28,113	8,450	637	1,602,774
Accumulated depreciation						
At 1 January 2021	33,035	204,047	11,353	1,631	609	250,675
Charge during the period	1,363	8,421	469	59	3	10,315
At 31 March 2021	34,398	212,468	11,822	1,690	612	260,990
Net book value						
At 31 March 2021	183,744	1,134,964	16,291	6,760	25	1,341,784
At 31 December 2020	185,107	1,143,385	16,760	6,819	28	1,352,099

## NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2021

## 9 RIGHT TO USE ASSETS

Cost	Land Lease RO '000	Connection Fee RO '000	Total RO '000
Opening balance	1,814	6,995	8,809
Additions during the period	-	-	-
At 31 March 2021	1,814	6,995	8,809
Accumulated depreciation			
Opening balance	104	400	504
Charge during the period	13	50	63
At 31 March 2021	117	450	567
Net book value			
At 31 March 2021	1,697	6,545	8,242
At 31 December 2020	1,710	6,595	8,305

### 9 RIGHT TO USE ASSETS

Cost	Land Lease US\$'000	Connection Fee US\$'000	Total US\$'000
Opening balance	4,718	18,193	22,911
Additions during the period			<u>-</u> _
At 31 March 2021	4,718	18,193	22,911
Accumulated depreciation			
Opening balance	270	1,041	1,311
Charge during the period	34	130	164
At 31 March 2021	304	1,171	1,475
Net book value			
At 31 March 2021	4,414	17,022	21,436
At 31 December 2020	4,448	17,152	21,600

### NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2021

#### 10 TRADE AND OTHER RECEIVABLES

	2021 RO'000	2021 US\$'000	2020 RO'000	2020 US\$'000
Trade receivables Other receivables Prepayments	17,857 11 180 18,048	46,442 28 469 46,939	70,177 11 62 70,250	182,514 29 162 182,705
11 BANK BALANCES				
	2021 RO'000	2021 US\$'000	2020 RO'000	2020 US\$'000
Cash and Bank balances Short Term Deposits	5,158 385	13,414 1,000	5,640 -	14,669 -
	5,543	14,414	5,640	14,669
12 SHARE CAPITAL				
	2021 RO'000	2021 US\$'000	2020 RO'000	2020 US\$'000
Issued and fully paid up share capital	146,260	380,390	146,260	380,390

#### Dividend

Pursuant to shareholders' resolution dated 20 May 2020, the Board of Directors in their meetings held on 23 June 2020 and 27 October 2020 announced cash dividend of 2.75 baizas per share and 1.4 baizas per share, respectively for the year ended 31 December 2019. Accordingly, dividend amounting to US\$ 10.46 million (RO 4.02 million) was paid in July 2020 and US\$ 5.32 million (RO 2.05 million) was paid in January 2021.

Shareholders at the Annual General Meeting ("AGM"), on 22 March 2021 authorized the Board of Directors to determine and distribute cash dividend to the shareholders of the Company which will be paid in July 2021 and January 2022 for the year ended 31 December 2020, provided that the aggregate amount of such dividend shall not exceed 4.15 baizas per share.

#### 13 LEGAL RESERVE

As required by the Commercial Companies Law of the Sultanate of Oman, 10% of annual profit of the Company is required to be transferred to legal reserve until the reserve is equal to one third of the issued share capital of the Company. The reserve is not available for distribution.

### NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2021

### 14 INTEREST BEARING LOANS AND BORROWINGS

	2021 RO'000	2021 US\$'000	2020 RO'000	2020 US\$'000
Secured term loan from commercial banks	82,461	214,463	82,461	214,463
Secured term loan from Japan Bank for International Cooperation	157,425	409,429	157,425	409,429
Secured term loan under NEXI facilities	41,231	107,232	41,231	107,232
	281,117	731,124	281,117	731,124
Less: Deferred finance cost	(3,393)	(8,824)	(3,600)	(9,362)
	277,724	722,300	277,517	721,762
Less : Current portion of loans	(29,385)	(76,423)	(29,385)	(76,423)
Non-current portion of loans	248,339	645,877	248,132	645,339

The Company had entered into secured term loan agreements in relation to the Sur IPP Project. The total amount of the term loan is US\$ 1,194 million with stand by facility of US\$ 38 million at LIBOR + applicable margin.

The Company started drawdowns in 2012. The Company has fully drawn down the facility in 2014. The loans will be repayable in instalments of several denominations, every sixth month from 28 December 2014, the final instalment will be due on 28 December 2028.

The loan agreements contain certain restrictive covenants, which include, amongst other restrictions over debt service, pattern of shareholding, payment of dividends, asset sales/transfers, amendment to significant agreements entered by the Company and creation of additional security under charge.

#### 15 DERIVATIVE FINANCIAL INSTRUMENTS

	2021	2021	2020	2020
	RO'000	US\$'000	RO'000	US\$'000
Cumulative changes in fair value:				
Interest rate swap agreements	28,060	72,978	34,327	89,276
Forward foreign exchange contracts	7,197	18,718	6,373	16,575
Fair value of derivatives	35,257	91,696	40,700	105,851
Less : Income tax effect	(5,288)	(13,754)	(6,105)	(15,878)
	29,969	77,942	34,595	89,973

The current and noncurrent portion of fair value of derivatives is as follows:

	2021 RO'000	2021 US\$'000	2020 RO'000	2020 US\$'000
Non-current portion	25,925	67,425	31,630	82,263
Current portion	9,332	24,271	9,070	23,588
	35,257	91,696	40,700	105,851

### NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2021

#### 16 ACCOUNTS PAYABLE AND ACCRUALS

	2021	2021	2020	2020
	RO'000	US\$'000	RO'000	US\$'000
Trade accounts payable Amounts due to related parties (note 17) Accrued expenses	7,570	19,689	62,958	163,741
	1,104	2,870	2,513	6,536
	12,517	32,548	5,532	14,382
	<u>21,191</u>	<u>55,107</u>	71,003	184,659

#### 17 RELATED PARTY TRANSACTIONS

Related parties comprise the shareholders, directors, key management personnel and business entities in which they have the ability to control or exercise significant influence in financial and operating decisions.

The Company maintains balances with these related parties which arise in the normal course of business from the commercial transactions, and are entered into at terms and conditions which the management consider to be comparable with those adopted for arm's length transactions with third parties. Transactions with related parties are as follows:

Due to related parties				
·	2021	2021	2020	2020
	RO'000	US\$'000	RO'000	US\$'000
Phoenix Operation and Maintenance Company LLC (POMCo)	1,104	2,870	2,513	6,536
Income statement transactions				
	2020	2020	2020	2020
	RO'000	US\$'000	RO'000	US\$'000
Shareholders	18	46	18	46
Other related parties :  Operation and Maintenance Cost (POMCo)	2,506	6,517	2,797	7,275
(·				

#### 18 COMMITMENTS

The Company has entered into agreements for purchase of natural gas with the Ministry of Oil and Gas, Usufruct rights over plant site with the Government of Sultanate of Oman, long term supply of spare parts of gas turbines with Siemens Aktiengesellschaft, maintenance service of gas turbines with Siemens LLC Oman, operation and maintenance of the Sur IPP Project with Phoenix Operation and Maintenance Company LLC.

## NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2021

### 19 FINANCIAL RISK MANAGEMENT

The Company's financial risk management objectives and policies are consistent with those disclosed in the financial statements as at and for the year ended 31 December 2020.

### 20 COMPARATIVE FIGURES

Certain comparative figures have been reclassified where necessary to conform to the current period presentation.