# UNAUDITED FINANCIAL STATEMENTS

**30 JUNE 2021** 

## STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 30 JUNE 2021

	Notes	2021 RO'000	2021 US\$'000	2020 RO'000	2020 US\$'000
Operating revenue	3	72,069	187,436	65,941	171,499
Operating costs	4	(55,252)	(143,696)	(48,022)	(124,897)
Operating profit		16,817	43,740	17,919	46,602
General and administrative expenses	5	(552)	(1,436)	(562)	(1,462)
Finance costs (net)	6	(7,724)	(20,087)	(8,789)	(22,859)
Profit before tax		8,541	22,217	8,568	22,281
Income tax	7	(1,292)	(3,360)	(1,319)	(3,431)
PROFIT FOR THE PERIOD		7,249	18,857	7,249	18,850
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		8,032 (1,205)	20,889 (3,134)	(18,069) 2,710	(46,993) 7,049
OTHER COMPREHENSIVE INCOME /(EXPENSE) FOR THE PERIOD		6,827	17,755	(15,359)	(39,944)
TOTAL COMPREHENSIVE INCOME/(EXPENSE) FOR THE PERIOD		14,076	36,612	(8,110)	(21,094)

# STATEMENT OF FINANCIAL POSITION AT 30 JUNE 2021

AT 30 JUNE 2021					
		2021	2021	2020	2020
	Notes	RO'000	US\$'000	RO'000	US\$'000
ASSETS					
Non-current assets					
Property, plant and equipment	8	511,949	1,331,470	519,881	1,352,099
Right to use assets	9	8,179	21,271	8,305	21,600
Capital Spares	_	2,362	6,143	2,362	6,143
		522,490	1,358,884	530,548	1,379,842
Current assets	_				
Trade and other receivables	10	50,056	130,183	70,250	182,705
Inventories		9,341	24,293	9,382	24,399
Bank balances	11	13,549	35,239	5,640	14,669
		72,946	189,715	85,272	221,773
TOTAL ASSETS	=	595,436	1,548,599	615,820	1,601,615
EQUITY AND LIABILITIES					
Equity	12	446.260	200 200	146 260	380,390
Share capital Legal reserve	13	146,260 11,311	380,390 29,417	146,260 11,311	29,417
Cumulative changes in fair values	15 15	(27,767)	(72,218)	(34,594)	(89,973)
Retained earnings	10	60,779	158,081	57,187	148,734
Total equity	-	190,583	495,670	180,164	468,568
	_	<u> </u>	<u></u>	<u> </u>	·
Non-current liabilities	14	222 200	COC 000	040 400	045 220
Interest bearing loans and borrowings Fair value of derivative financial	14	233,390	606,998	248,132	645,339
instruments	15	23,751	61,771	31,630	82,263
Provision for asset retirement obligation		4,760	12,381	4,644	12,079
Deferred tax liability		33,583	87,342	31,085	80,848
Lease liability		7,809	20,309	8,113	21,101
Employees' end of service benefits	_	40	103	40	103
	<u>-</u>	303,333	788,904	323,644	841,733
Current liabilities Interest bearing loans and borrowings	14	29,734	77,331	29,385	76,423
5			9,510	29,363	
Dividend payable	12	3,657	•	*	5,325
Accounts payable and accruals Fair value of derivative financial	16	46,056	119,774	71,003	184,659
instruments	15	8,916	23,191	9,070	23,588
Finance lease liabilities		507	1,319	507	1,319
Short term borrowing	<del>-</del>	12,650	32,900		
	=	101,520	264,025	112,012	291,314
Total liabilities	_	404,853	1,052,929	435,656	1,133,047
TOTAL EQUITY AND LIABILITIES	=	595,436	1,548,599	615,820	1,601,615
	·-	<del>-</del>	<del>-</del>	<del>-</del>	

Director

Director

### STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 30 JUNE 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		146,260	9,672	(27,360)	48,510	177,082
Profit for the period		-	-	-	7,249	7,249
Other comprehensive income / (expense)		-		(15,359)		(15,359)
Total comprehensive income / (expense)		-	-	(15,359)	7,249	(8,110)
Dividend Payable		<u> </u>	<u> </u>	<u> </u>	(4,002)	(4,002)
Balance at 30 June 2020		146,260	9,672	(42,719)	51,737	164,950
Balance at 1 January 2021 Profit for the period	12	146,260 -	11,311 -	(34,594)	57,187 7,249	180,164 7,249
Other comprehensive income / (expense)				6,827	<u>-</u>	6,827
Total comprehensive income / (expense)		-	-	6,827	7,249	14,076
Dividend Payable		<u>-</u>		<u>-</u>	(3,657)	(3,657)
Balance at 30 June 2021		146,260	11,311	(27,767)	60,779	190,583

## STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 30 JUNE 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
Profit for the period		-	-	-	18,850	18,058
Other comprehensive income / (expense)		-		(39,944)	-	(39,944)
Total comprehensive income/ (expense)			-	(39,944)	18,850	(21,094)
Dividend Payable					(10,461)	(10,461)
Balance at 30 June 2020		380,390	25,155	(111,104)	134,556	428,997
Balance at 1 January 2021	12	380,390	29,417	(89,973)	148,734	468,568
Profit for the period		-	-	-	18,857	18,857
Other comprehensive income / (expense)				17,755		17,755
Total comprehensive income/ (expense)		-	-	17,755	18,857	36,612
Dividend Payable					(9,510)	(9,510)
Balance at 30 June 2021		380,390	29,417	(72,218)	158,081	495,670

## STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 30 JUNE 2021

	Notes	2021 RO'000	2021 US\$'000	2020 RO'000	2020 US\$'000
OPERATING ACTIVITIES					
Profit before tax		8,541	22,217	8,568	22,281
Depreciation	8,9	8,058	20,958	8,069	20,987
Interest – term loans and swap settlements		6,823	17,744	7,705	20,039
Amortisation of deferred finance cost		410	1,066	453	1,179
Interest expense for lease liability		203	528	205	534
Asset retirement obligation - unwinding of discount		116	302	111	288
Accruals for employee's end of service benefits				(18)	(48)
		24,151	62,815	25,093	65,260
Working capital changes:					
Trade and other receivables		20,195	52,522	(39,973)	(103,961)
Accounts payable and accruals		(24,942)	(64,870)	30,644	79,703
Inventories		41	106	30	79
Cash generated from operating activities		19,445	50,573	15,794	41,081
Interest – term loans and swap settlements		(6,829)	(17,760)	(7,714)	(20,063)
Net cash generated from operating activities		12,616	32,813	8,080	21,018
FINANCING ACTIVITIES					
Dividend paid		(2,047)	(5,325)	(2,924)	(7,608)
Repayment of interest bearing loans and borrowings		(14,803)	(38,499)	(14,412)	(37,483)
Working Capital Facility		12,650	32,900	13,475	35,046
Lease payment		(507)	(1,319)	(507)	(1,319)
Net cash (used in) in financing activities		(4,707)	(12,243)	(4,368)	(11,364)
INCREASE (USED IN) IN CASH AND CASH EQUIVALENTS		7,909	20,570	3,712	9,654
Cash and cash equivalents at the beginning of the period		5,640	14,669	7,530	19,585
CASH AND CASH EQUIVALENTS AT 30 JUNE	11	13,549	35,239	11,242	29,239
		<del></del> _	<del></del>		

The attached notes 1 to 20 form part of these financial statements

## NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 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 30 JUNE 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 30<sup>th</sup> June 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 30 JUNE 2021

### **3 OPERATING REVENUE**

	30 JUNE 2021 RO'000	30 JUNE 2021 US\$'000	30 JUNE 2020 RO'000	30 JUNE 2020 US\$'000
Capacity charges	33,123	86,145	33,096	86,076
Energy charges	38,946	101,291	32,845	85,423
	72,069	187,436	65,941	171,499
4 OPERATING COSTS				
	30 JUNE	30 JUNE	30 JUNE	30 JUNE
	2021	2021	2020	2020
	RO'000	US\$'000	RO'000	US\$'000
Gas consumption	37,374	97,201	31,460	81,821
Depreciation (note 8 a,b)	8,056	20,952	8,065	20,975
Operation and maintenance cost	5,882	15,297	5,080	13,212
Long term services agreement	3,437	8,938	3,026	7,871
Insurance and other cost	451	1,172	339	882
Connection and license fee	52	136	52	136
=	55,252	143,696	48,022	124,897
5 GENERAL AND ADMINISTRA	ATIVE EXPENSES  30 JUNE 2021 RO'000	30 JUNE 2021 US\$'000	30 JUNE 2020 RO'000	30 JUNE 2020
	1.0 000	O S \$ 0 0 0	NO 000	US\$'000
Staff costs and other benefits	279	726	267	695
Legal and professional charges	89	231	73	190
Other expenses	167	434	203	529
Office rent	15	40	14	36
Depreciation (note 8)	2	5	5	12

552

1,436

562

1,462

## NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 2021

## 6 FINANCE COSTS (NET)

` ,	30 JUNE 2021 RO'000	30 JUNE 2021 US\$'000	30 JUNE 2020 RO'000	30 JUNE 2020 US\$'000
Interest and swap settlements Amortisation of deferred finance cost	6,823 410	17,744 1,066	7,705 453	20,039 1,179
Asset retirement obligation - unwinding of discount	116	302	111	288
Interest expense for lease liability	203	528	205	534
DSRA LC Commission & WC fee	54	140	80	207
Exchange (Gain) / loss	119	310	241	628
Interest Income	(1)	(3)	(6)	(16)
	7,724	20,087	8,789	22,859

### 7 INCOME TAX

Income tax represents deferred tax expense for the period.

## NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 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				<u> </u>		
At 30 June 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	1,049	6,476	360	45	2	7,932
At 30 June 2021	13,752	84,930	4,728	671	237	104,318
Net book value						
At 30 June 2021	70,124	433,157	6,081	2,578	9	511,949
At 31 December 2020	71,173	439,633	6,441	2,623	11	519,881

## NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 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	<u>-</u>					
At 30 June 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	2,727	16,842	937	117	6	20,629
At 30 June 2021	35,762	220,889	12,290	1,748	615	271,304
Net book value						
At 30 June 2021	182,380	1,126,543	15,823	6,702	22	1,331,470
At 31 December 2020	185,107	1,143,385	16,760	6,819	28	1,352,099

## NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 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 30 June 2021	1,814	6,995	8,809
Accumulated depreciation			
Opening balance	104	400	504
Charge during the period	26	100	126
At 30 June 2021	130	500	630
Net book value			
At 30 June 2021	1,684	6,495	8,179
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	-	-	-
At 30 June 2021	4,718	18,193	22,911
Accumulated depreciation			
Opening balance	270	1,041	1,311
Charge during the period	68	261	329
At 30 June 2021	338	1,302	1,640
Net book value			
At 30 June 2021	4,380	16,891	21,271
At 31 December 2020	4,448	17,152	21,600

## NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 2021

#### 10 TRADE AND OTHER RECEIVABLES

Trade receivables Other receivables Prepayments	2021 RO'000 49,374 172 510 50,056	2021 US\$'000 128,410 447 1,326 130,183	2020 RO'000 70,177 11 62 70,250	2020 US\$'000 182,514 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	13,549	35,239	5,640	14,669
Chort Term Deposits	13,549	35,239	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.

The board of directors was resolved on 1st July 2021 to distribute cash dividend of Baizas 2.50 per share, out of the retained earnings as per the audited financial statements for the financial year ended 31 December 2020 to the shareholders of the Company who are registered in the Company's shareholders' register with the Muscat Clearing & Depository Company SAOC as on 15 July 2021.

#### 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 30 JUNE 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	78,119	203,170	82,461	214,463
Secured term loan from Japan Bank for International Cooperation	149,136	387,870	157,425	409,429
Secured term loan under NEXI facilities	39,059	101,585	41,231	107,232
	266,314	692,625	281,117	731,124
Less : Deferred finance cost	(3,190)	(8,296)	(3,600)	(9,362)
	263,124	684,329	277,517	721,762
Less : Current portion of loans	(29,734)	(77,331)	(29,385)	(76,423)
Non-current portion of loans	233,390	606,998	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	25,697	66,831	34,327	89,276
Forward foreign exchange contracts	6,970	18,131	6,373	16,575
Fair value of derivatives	32,667	84,962	40,700	105,851
Less : Income tax effect	(4,900)	(12,744)	(6,105)	(15,878)
	27,767	72,218	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
23,751	61,771	31,630	82,263
8,916	23,191	9,070	23,588
32,667	84,962	40,700	105,851
	RO'000 23,751 8,916	RO'000 US\$'000 23,751 61,771 8,916 23,191	RO'000         US\$'000         RO'000           23,751         61,771         31,630           8,916         23,191         9,070

## NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 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	28,728	74,715	62,958	163,741
	2,463	6,407	2,513	6,536
	14,865	38,652	5,532	14,382
	46,056	119,774	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)	2,463	6,407	2,513	6,536
Income statement transactions				
	2021	2021	2020	2020
	RO'000	US\$'000	RO'000	US\$'000
Shareholders	35	91	35	91
Other related parties :				
Operation and Maintenance Cost (POMCo)	5,882	15,297	5,080	13,212

#### 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 30 JUNE 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.