# UNAUDITED FINANCIAL STATEMENTS

**30 JUNE 2022** 

## STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 30 JUNE 2022

	Notes	2022 RO'000	2022 US\$'000	2021 RO'000	2021 US\$'000
Operating revenue	3	71,768	186,653	72,069	187,436
Operating costs	4	(52,980)	(137,788)	(55,252)	(143,696)
Operating profit		18,788	48,865	16,817	43,740
General and administrative expenses	5	(578)	(1,504)	(552)	(1,436)
Finance costs (net)	6	(7,132)	(18,551)	(7,724)	(20,087)
Profit before tax		11,078	28,810	8,541	22,217
Income tax	7	(1,539)	(4,002)	(1,292)	(3,360)
PROFIT FOR THE PERIOD		9,539	24,808	7,249	18,857
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		15,145 (2,271)	39,388 (5,908)	8,032 (1,205)	20,889 (3,134)
OTHER COMPREHENSIVE INCOME /(EXPENSE) FOR THE PERIOD		12,874	33,480	6,827	17,755
TOTAL COMPREHENSIVE INCOME/(EXPENSE) FOR THE PERIOD		22,413	58,288	14,076	36,612

STATEMENT OF FINANCIAL POSITION	ļ				
AT 30 JUNE 2022				-	
		2022	2022	2021	2021
	Notes	RO'000	US\$'000	RO'000	US\$'000
ASSETS					
Non-current assets					4.040.040
Property, plant and equipment	8	496,087	1,290,216	504,017	1,310,840
Right to use assets	9	7,927	20,616	8,053	20,945
Capital Spares	5	2,384	6,201	2,384	6,200
•		506,398	1,317,033	514,454	1,337,985
Current assets	-				404.040
Trade and other receivables	10	21,115	54,916	63,065	164,019
Inventories		8,931	23,228	8,873	23,077
Bank balances	11	24,280	63,147	10,318	26,834
		54,326	141,291	82,256	213,930
TOTAL ASSETS		560,724	1,458,324	<u>596,710</u>	1,551,915
EQUITY AND LIABILITIES					
Equity					
Share capital	12	146,260	380,390	146,260	380,390
Legal reserve	13	12,997	33,802	12,997	33,802
Cumulative changes in fair values	15	(9,777)	(25,432)	(22,651)	(58,912)
Retained earnings		72,175	187,714	66,293_	172,416
Total equity		221,655	576,474	202,899	527,696
Non-current liabilities					
Interest bearing loans and borrowings	14	200,797	522,229	217,232	564,971
Fair value of derivative financial instruments	15	10,830	28,166	18,265	47,502
Provision for asset retirement obligation		4,998	13,000	4,876	12,683
Deferred tax liability		39,455	102,615	35,645	92,705
Lease liability		7,730	20,105	8,010	20,835
Employees' end of service benefits		30	77	47	122
		263,840	686,192	284,075	738,818
Current liabilities			20.722	24 700	82,444
Interest bearing loans and borrowings	14	33,348	86,732	31,700	· ·
Dividend payable	12	3,657	9,510	2,413	6,276
Accounts payable and accruals	16	25,144	65,394	66,732	173,555
Fair value of derivative financial instruments	15	673	1,754	8,383	21,806
Finance lease liabilities		507	1,319	508	1,320
Short term borrowing		11,900	30,949		
<u> </u>		75,229	195,658	109,736	285,401
Total liabilities		339,069	881,850	393,811	1,024,219
TOTAL EQUITY AND LIABILITIES		560,724	1,458,324	596,710	1,551,915

Director

Director

# STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 30 JUNE 2022

	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 2021		146,260	11,311	(34,594)	57,187	180,164
Loss for the period				-	7,249	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
Balance at 1 January 2022 Loss for the period	12	146,260 -	12,997 -	(22,651) -	66,293 9,539	202,899 9,539
Other comprehensive income / (expense)			<u>-</u>	12,874	<u>-</u>	12,874
Total comprehensive income / (expense)		-	-	12,874	9,539	22,413
Dividend Payable					(3,657)	(3,657)
Balance at 30 June 2022		146,260	12,997	(9,777)	72,175	221,655

# STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 30 JUNE 2022

Note	Share capital US\$'000	Legal reserve US\$'000	Cumulative changes in fair values US\$'000	Retained earnings US\$'000	Total US\$'000
	380,390	29,417	(89,973)	148,734	468,568
	-	-	-	18,857	18,857
	-		17,755	-	17,755
	-	-	17,755	18,857	36,612
			<u> </u>	(9,510)	(9,510)
	380,390	29,417	(72,218)	158,081	495,670
12	380,390	33,802	(58,912)	172,416	527,696
	-	-	-	24,808	24,808
		<u> </u>	33,480		33,480
	-	-	33,480	24,808	58,288
				(9,510)	(9,510)
	380,390	33,802	(25,432)	187,714	576,474
		Note capital US\$'000  380,390  380,390  12 380,390	Note capital reserve US\$'000  380,390 29,417	Note Share capital reserve US\$'000 US\$	Note         Share capital US\$'000         Legal reserve US\$'000         changes in fair values US\$'000         Retained earnings US\$'000           380,390         29,417         (89,973)         148,734           -         -         -         18,857           -         -         17,755         -           -         -         -         (9,510)           380,390         29,417         (72,218)         158,081           12         380,390         33,802         (58,912)         172,416           -         -         -         24,808           -         -         33,480         -           -         -         33,480         -           -         -         33,480         (9,510)

## STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 30 JUNE 2022

	Notes	2022 RO'000	2022 US\$'000	2021 RO'000	2021 US\$'000
OPERATING ACTIVITIES					
Profit before tax		11,078	28,810	8,541	22,217
Depreciation	8,9	8,058	20,958	8,058	20,958
Interest – term loans and swap settlements		6,115	15,903	6,823	17,744
Amortisation of deferred finance cost		366	953 534	410	1,066
Interest expense for lease liability		200	521	203	528
Asset retirement obligation - unwinding of discount		122	317	116	302
Accruals for employee's end of service benefits		7	17		
		25,946	67,479	24,151	62,815
Working capital changes:		44.050	400 402	20.405	E0 E00
Trade and other receivables		41,950 (41,585)	109,103	20,195	52,522 (64,970)
Accounts payable and accruals Inventories		(41,585) (58)	(108,149) (151)	(24,942) 41	(64,870) 106
Cash generated from operating		26,253	68,282	19,445	50,573
activities		·	ŕ		
Interest – term loans and swap settlements		(6,119)	(15,915)	(6,829)	(17,760)
Employees' end of service benefit paid		(24)	(62)		
Net cash generated from operating activities		20,110	52,305	12,616	32,813
INVESTING ACTIVITIES					
Additions to property, plant and equipment		(2)	(6)	-	-
Investment in short term deposits					
Net cash used in investing activities		(2)	(6)	-	-
FINANCING ACTIVITIES		(0.440)	(0.070)	(0.047)	(5.005)
Dividend paid		(2,413)	(6,276)	(2,047)	(5,325)
Repayment of interest bearing loans and borrowings		(15,152)	(39,407)	(14,803)	(38,499)
Working Capital Facility		11,900	30,949	12,650	32,900
Lease payment		(481)	(1,252)	(507)	(1,319)
Net cash (used in) in financing activities		(6,146)	(15,986)	(4,707)	(12,243)
INCREASE (USED IN) IN CASH AND CASH EQUIVALENTS		13,962	36,313	7,909	20,570
Cash and cash equivalents at the beginning of the period		10,318	26,834	5,640	14,669
CASH AND CASH EQUIVALENTS AT 30 June	11	24,280	63,147	13,549	35,239

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

## NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 2022

#### 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 2022

#### 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 2021. These financials includes unaudited figures for 30<sup>th</sup> June 2022 and 2021 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 2021.

# NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 2022

### **3 OPERATING REVENUE**

Other expenses

Depreciation (note 8)

Office rent

	30 JUNE 2022 RO'000	30 JUNE 2022 US\$'000	30 JUNE 2021 RO'000	30 JUNE 2021 US\$'000
Capacity charges	33,444	86,980	33,123	86,145
Energy charges	38,324	99,673	38,946	101,291
=	71,768	186,653	72,069	187,436
4 OPERATING COSTS				
	30 JUNE 2022 RO'000	30 JUNE 2022 US\$'000	30 JUNE 2021 RO'000	30 JUNE 2021 US\$'000
Gas consumption	36,752	95,583	37,374	97,201
Depreciation (note 8 a,b)	8,056	20,952	8,056	20,952
Operation and maintenance cost	4,283	11,138	5,882	15,297
Long term services agreement	3,221	8,376	3,437	8,938
Insurance and other cost	620	1,613	451	1,172
Connection and license fee	48	126	52	136
=	52,980	137,788	55,252	143,696
5 GENERAL AND ADMINISTRA	ATIVE EXPENSES			
	30 JUNE 2022 RO'000	30 JUNE 2022 US\$'000	30 JUNE 2021 RO'000	30 JUNE 2021 US\$'000
Staff costs and other benefits	292	760	279	726
Legal and professional charges	90	234	89	231
_ Jan and professional onlinges	4=0	40=	4.0=	

1,504

1,436

# NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 2022

## 6 FINANCE COSTS (NET)

` ·	30 JUNE 2022 RO'000	30 JUNE 2022 US\$'000	30 JUNE 2021 RO'000	30 JUNE 2021 US\$'000
Interest and swap settlements	6,115	15,903	6,823	17,744
Amortisation of deferred finance cost	366	953	410	1,066
Asset retirement obligation - unwinding of discount	122	317	116	302
Interest expense for lease liability	200	521	203	528
DSRA LC Commission & WC fee	89	231	54	140
Exchange (Gain) / loss	247	643	119	310
Interest Income	(7)	(17)	(1)	(3)
	7,132	18,551	7,724	20,087

### 7 INCOME TAX

Income tax represents deferred tax expense for the period.

# NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 2022

### 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 2022	83,876	518,087	10,809	3,249	246	616,267
Additions during the period	-	-	-	-	2	2
At 30 June 2022	83,876	518,087	10,809	3,249	248	616,269
Accumulated depreciation						
At 1 January 2022	14,800	91,406	5,089	716	239	112,250
Charge during the period	1,048	6,476	361	45	2	7,932
At 30 June 2022	15,848	97,882	5,450	761	241	120,182
Net book value						
At 30 June 2022	68,028	420,205	5,359	2,488	7	496,087
At 31 December 2021	69,076	426,681	5,720	2,533	7	504,017

# NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 2022

## 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 2022	218,142	1,347,432	28,113	8,450	637	1,602,774
Additions during the period	-	-	-	-	6	6
At 30 June 2022	218,142	1,347,432	28,113	8,450	643	1,602,780
Accumulated depreciation						
At 1 January 2022	38,489	237,732	13,227	1,866	620	291,934
Charge during the period	2,726	16,843	938	118	5	20,630
At 30 June 2022	41,215	254,575	14,165	1,984	625	312,564
Net book value						
At 30 June 2022	176,927	1,092,857	13,948	6,466	18	1,290,216
At 31 December 2021	179,653	1,109,700	14,886	6,584	17	1,310,840

# NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 2022

### 9 RIGHT TO USE ASSETS

	Land Lease	Connection Fee	Total
Cost	RO '000	RO '000	RO '000
Opening balance	1,814	6,995	8,809
Additions during the period			
At 30 June 2022	1,814	6,995	8,809
Accumulated depreciation			
Opening balance	156	600	756
Charge during the period	26	100	126
At 30 June 2022	182	700	882
Net book value			
At 30 June 2022	1,632	6,295	7,927
At 31 December 2021	1,658	6,395	8,053

### 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 2022	4,718	18,193	22,911
Accumulated depreciation			
Opening balance	405	1,562	1,967
Charge during the period	68	260	328
At 30 June 2022	473	1,822	2,295
Net book value			
At 30 June 2022	4,245	16,371	20,616
At 31 December 2021	4,313	16,632	20,945

## NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 2022

#### 10 TRADE AND OTHER RECEIVABLES

	2022 RO'000	2022 US\$'000	2021 RO'000	2021 US\$'000
Trade receivables Other receivables Prepayments	20,612 402 101 21,115	53,608 1,046 262 54,916	62,555 360 150 63,065	162,692 936 391 164,019
11 BANK BALANCES				
	2022 RO'000	2022 US\$'000	2021 RO'000	2021 US\$'000
Cash and Bank balances Short Term Deposits	24,280 -	63,147 -	10,318 -	26,834 -
	24,280	63,147	10,318	26,834
12 SHARE CAPITAL				
	2022 RO'000	2022 US\$'000	2021 RO'000	2021 US\$'000
Issued and fully paid up share capital	146,260	380,390	146,260	380,390

#### Dividend

Pursuant to shareholders' resolution dated 22 March 2021, the Board of Directors in their meetings held on 1 July 2021 and 25 October 2021 announced cash dividend of 2.50 baizas per share and 1.65 baizas per share, respectively for the year ended 31 December 2020. Accordingly, dividend amounting to US\$ 9.5 million (RO 3.7 million) was paid in July 2021 and US\$ 6.3 million (RO 2.4 million) is payable as of 31 December 2021 which was paid subsequently in January 2022.

Shareholders at the Annual General Meeting ("AGM"), on 17 March 2022 authorized the Board of Directors to determine and distribute cash dividend to the shareholders of the Company which will be paid in July 2022 and January 2023 for the year ended 31 December 2021, provided that the aggregate amount of such dividend shall not exceed 4.50 baizas per share.

The board of directors was resolved on 21 April 2022 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 2021 to the shareholders of the Company who are registered in the Company's shareholders' register with the Muscat Clearing & Depository Company SAOC as on 25 July 2022.

#### 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 2022

#### 14 INTEREST BEARING LOANS AND BORROWINGS

	2022 RO'000	2022 US\$'000	2021 RO'000	2021 US\$'000
Secured term loan from commercial banks	69,397	180,486	73,842	192,046
Secured term loan from Japan Bank for International Cooperation	132,485	344,565	140,970	366,632
Secured term loan under NEXI facilities	34,698	90,243	36,921	96,023
	236,580	615,294	251,733	654,701
Less : Deferred finance cost	(2,435)	(6,333)	(2,801)	(7,286)
	234,145	608,961	248,932	647,415
Less : Current portion of loans	(33,348)	(86,732)	(31,700)	(82,444)
Non-current portion of loans	200,797	522,229	217,232	564,971

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

22	2022	2021	2021
00 L	JS\$'000	RO'000	US\$'000
50	6,632	18,904	49,165
53	23,288	7,744	20,143
03	29,920	26,648	69,308
26)	(4,488)	(3,997)	(10,396)
77	25,432	22,651	58,912
5	022 000 l 550 953 503 26)	000 US\$'000 550 6,632 953 23,288 503 29,920 26) (4,488)	000     US\$'000     RO'000       550     6,632     18,904       953     23,288     7,744       503     29,920     26,648       26)     (4,488)     (3,997)

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

2022	2022	2021	2021
RO'000	US\$'000	RO'000	US\$'000
10,830	28,166	18,265	47,502
673	1,754	8,383	21,806
11,503	29,920	26,648	69,308
	RO'000 10,830 673	RO'000 US\$'000 10,830 28,166 673 1,754	RO'000US\$'000RO'00010,83028,16618,2656731,7548,383

## NOTES TO THE FINANCIAL STATEMENTS AT 30 JUNE 2022

#### 16 ACCOUNTS PAYABLE AND ACCRUALS

2022 RO'000	2022 US\$'000	2021 RO'000	2021 US\$'000
8,519 1,748	22,155 4,545	55,463 2,902	144,248 7,548
14,877	38,694	8,367	21,759
25,144	65,394	66,732	173,555
	RO'000 8,519 1,748 14,877	RO'000 US\$'000 8,519 22,155 1,748 4,545 14,877 38,694	RO'000       US\$'000       RO'000         8,519       22,155       55,463         1,748       4,545       2,902         14,877       38,694       8,367

#### 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				
•	2022	2022	2021	2021
	RO'000	US\$'000	RO'000	US\$'000
Phoenix Operation and Maintenance Company LLC (POMCo)	1,748	4,545	2,902	7,548
Income statement transactions				
	2022	2022	2021	2021
	RO'000	US\$'000	RO'000	US\$'000
Shareholders	35	91	35	91
Other related parties :				
Operation and Maintenance Cost (POMCo)	4,283	11,138	5,882	15,297

#### 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 2022

#### 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 2021.

#### 20 COMPARATIVE FIGURES

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