# UNAUDITED FINANCIAL STATEMENTS

31 MARCH 2022

## STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 31 MARCH 2022

	Notes	2022 RO'000	2022 US\$'000	2021 RO'000	2021 US\$'000
Operating revenue	3	20,606	53,593	22,327	58,068
Operating costs	4	(20,299)	(52,792)	(22,475)	(58,451)
Operating profit		307	801	(148)	(383)
General and administrative expenses	5	(287)	(748)	(285)	(742)
Finance costs (net)	6	(3,520)	(9,154)	(3,842)	(9,989)
Profit before tax		(3,500)	(9,101)	(4,275)	(11,114)
Income tax	7	(769)	(2,001)	(646)	(1,680)
PROFIT FOR THE PERIOD		(4,269)	(11,102)	(4,921)	(12,794)
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		9,108 (1,366)	23,689 (3,553)	5,442 (817)	14,155 (2,124)
OTHER COMPREHENSIVE INCOME /(EXPENSE) FOR THE PERIOD		7,742	20,136	4,625	12,031
TOTAL COMPREHENSIVE INCOME/(EXPENSE) FOR THE PERIOD		3,473	9,034	(296)	(763)

STATEMENT OF FINANCIAL POSITION					
AT 31 MARCH 2022					
		2022	2022	2021	2021
	Notes	RO'000	US\$'000	RO'000	US\$'000
ASSETS					
Non-current assets					
Property, plant and equipment	8	500,051	1,300,525	504,017	1,310,840
Right to use assets	9	7,990	20,780	8,053	20,945
Capital Spares	2	2,384	6,201	2,384	6,200
		510,425	1,327,506	514,454	1,337,985
Current assets					
Trade and other receivables	10	8,602	22,371	63,065	164,019
Inventories		8,926	23,214	8,873	23,077
Bank balances	11	12,221	31,785	10,318	26,834
		29,749	77,370	82,256	213,930
TOTAL ASSETS		540,174	1,404,876	596,710	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	(14,909)	(38,776)	(22,651)	(58,912)
Retained earnings		62,024	161,314	66,293	172,416
Total equity		206,372	536,730	202,899	527,696
Non-current liabilities					
Interest bearing loans and borrowings	14	217,416	565,452	217,232	564,971
Fair value of derivative financial instruments	15	10,080	26,216	18,265	47,502
Provision for asset retirement obligation	70	4,937	12,842	4,876	12,683
Deferred tax liability		37,781	98,259	35,645	92,705
Lease liability		7,631	19,846	8,010	20,835
Employees' end of service benefits		28	73	47	122
		277,873	722,688	284,075	738,818
Current liabilities				24 722	00.444
Interest bearing loans and borrowings	14	31,700	82,444	31,700	82,444
Dividend payable	12	-	-	2,413	6,276
Accounts payable and accruals	16	16,263	42,292	66,732	173,555
Fair value of derivative financial instruments	15	7,459	19,403	8,383	21,806
Finance lease liabilities		507	1,319	508	1,320
Short term borrowing	6			-	
	120	55,929	145,458	109,736	285,401
Total liabilities		333,802	868,146	393,811	1,024,219
TOTAL EQUITY AND LIABILITIES		540,174	1,404,876	596,710	1,551,915
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立通伤治 Director

Director

## STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 MARCH 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 Loss for the period		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) Dividend Paid		- -	- -	4,625 -	(4,921)	(296)
Balance at 31 March 2021		146,260	11,311	(29,969)	52,266	179,868
Balance at 1 January 2022 Loss for the period	12	146,260 -	12,997 -	(22,651) -	66,293 (4,269)	202,899 (4,269)
Other comprehensive income / (expense)			-	7,742	<b>-</b>	7,742
Total comprehensive income / (expense)		-	-	7,742	(4,269)	3,473
Dividend Paid						-
Balance at 31 March 2022		146,260	12,997	(14,909)	62,024	206,372

## STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 MARCH 2022

	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 2021		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)
Dividend Paid						
Balance at 31 March 2021		380,390	29,417	(77,942)	135,940	467,805
Balance at 1 January 2022	12	380,390	33,802	(58,912)	172,416	527,696
Loss for the period		-	-	-	(11,102)	(11,102)
Other comprehensive income / (expense)				20,136		20,136
Total comprehensive income/ (expense)		-	-	20,136	(11,102)	9,034
Dividend Paid						
Balance at 31 March 2022		380,390	33,802	(38,776)	161,314	536,730

## STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 31 MARCH 2022

FOR THE PERIOD ENDED 31 MARC	H 2022				
		2022	2022	2021	2021
	Notes	RO'000	US\$'000	RO'000	US\$'000
OPERATING ACTIVITIES					
Profit before tax		(3,500)	(9,101)	(4,275)	(11,114)
Depreciation	8,9	4,029	10,479	4,029	10,479
Interest – term loans and swap settlements		3,043	7,914	3,396	8,831
Amortisation of deferred finance cost		185	481	207	538
Interest expense for lease liability		100	260	102	264
Asset retirement obligation - unwinding of discount		61	159	58	151
Accruals for employee's end of service benefits		5	13	1	2
benefits		3,923	10,205	3,518	9,151
Working capital changes:		2,0_0	,	0,010	0,.0.
Trade and other receivables		54,464	141,648	52,202	135,766
Accounts payable and accruals		(53,513)	(139,175)	(53,209)	(138,384)
Inventories		(53)	(137)	(55)	(144)
Cash generated from operating		4,821	12,541	2,456	6,389
activities Interest – term loans and swap					
settlements		-	-	-	-
Employees' end of service benefit paid		(24)	(62)	-	-
Net cash generated from operating		4,797	12,479	2,456	6,389
activities		4,737	12,413	2,430	0,505
INVESTING ACTIVITIES					
Investment in short term deposits		(1,807)	(4,700)	(385)	(1,000)
Net cash used in investing activities		(1,807)	(4,700)	(385)	(1,000)
FINANCING ACTIVITIES					
Dividend paid		(2,413)	(6,276)	(2,046)	(5,325)
Repayment of interest bearing loans and		_	_	_	-
borrowings		_	_	_	_
Working Capital Facility		-	-	-	-
Lease payment		(481)	(1,252)	(507)	(1,319)
Net cash (used in) in financing activities		(2,894)	(7,528)	(2,553)	(6,644)
INCREASE (USED IN) IN CASH AND CASH EQUIVALENTS		96	251	(482)	(1,255)
Cash and cash equivalents at the beginning of the period		10,318	26,834	5,640	14,669
CASH AND CASH EQUIVALENTS AT 31 MARCH	11	10,414	27,085	5,158	13,414
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The attached notes 1 to 20 form part of these financial statements

### NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 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 31 MARCH 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 31st March 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 31 MARCH 2022

### 3 OPERATING REVENUE

	31 MARCH 2022 RO'000	31 MARCH 2022 US\$'000	31 MARCH 2021 RO'000	31 MARCH 2021 US\$'000
Capacity charges	7,586	19,730	7,539	19,607
Energy charges	13,020	33,863	14,788	38,461
	20,606	53,593	22,327	58,068

## 4 OPERATING COSTS

	31 MARCH 2022 RO'000	31 MARCH 2022 US\$'000	31 MARCH 2021 RO'000	31 MARCH 2021 US\$'000
Gas consumption	12,419	32,299	14,183	36,887
Depreciation (note 8 a,b)	4,028	10,476	4,028	10,476
Operation and maintenance cost	2,427	6,311	2,506	6,517
Long term services agreement	1,103	2,868	1,413	3,675
Insurance and other cost	298	775	318	826
Connection and license fee	24	63	27	70
-	20,299	52,792	22,475	58,451

## 5 GENERAL AND ADMINISTRATIVE EXPENSES

	31 MARCH 2022 RO'000	31 MARCH 2022 US\$'000	31 MARCH 2021 RO'000	31 MARCH 2021 US\$'000
Staff costs and other benefits	150	391	144	374
Legal and professional charges	37	97	40	105
Other expenses	91	237	92	239
Office rent	8	20	8	21
Depreciation (note 8)	1	3	1	3
_	287	748	285	742

## NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2022

## 6 FINANCE COSTS (NET)

	31 MARCH 2022 RO'000	31 MARCH 2022 US\$'000	31 MARCH 2021 RO'000	31 MARCH 2021 US\$'000
Interest and swap settlements	3,043	7,914	3,396	8,831
Amortisation of deferred finance cost	185	481	207	538
Asset retirement obligation - unwinding of discount	61	159	58	151
Interest expense for lease liability	100	260	102	264
DSRA LC Commission & WC fee	20	51	20	51
Exchange (Gain) / loss	111	289	59	154
	3,520	9,154	3,842	9,989

## 7 INCOME TAX

Income tax represents deferred tax expense for the period.

## NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 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	-	-	-	-	-	-
At 31 March 2022	83,876	518,087	10,809	3,249	246	616,267
Accumulated depreciation						
At 1 January 2022	14,800	91,406	5,089	716	239	112,250
Charge during the period	524	3,238	180	23	1	3,966
At 31 March 2022	15,324	94,644	5,269	739	240	116,216
Net book value						
At 31 March 2022	68,552	423,443	5,540	2,510	6	500,051
At 31 December 2021	69,076	426,681	5,720	2,533	7	504,017

## NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 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					<u> </u>	
At 31 March 2022	218,142	1,347,432	28,113	8,450	637	1,602,774
Accumulated depreciation						
At 1 January 2022	38,489	237,732	13,227	1,866	620	291,934
Charge during the period	1,363	8,422	469	59	2	10,315
At 31 March 2022	39,852	246,154	13,696	1,925	622	302,249
Net book value						
At 31 March 2022	178,290	1,101,278	14,417	6,525	15	1,300,525
At 31 December 2021	179,653	1,109,700	14,886	6,584	17	1,310,840

## NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 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 31 March 2022	1,814	6,995	8,809
Accumulated depreciation			
Opening balance	156	600	756
Charge during the period	13	50	63
At 31 March 2022	169	650	819
Net book value			
At 31 March 2022	1,645	6,345	7,990
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 31 March 2022	4,718	18,193	22,911
Accumulated depreciation			
Opening balance	405	1,562	1,967
Charge during the period	34	130	164
At 31 March 2022	439	1,692	2,131
Net book value			
At 31 March 2022	4,279	16,501	20,780
At 31 December 2021	4,313	16,632	20,945

### NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2022

#### 10 TRADE AND OTHER RECEIVABLES

	2022 RO'000	2022 US\$'000	2021 RO'000	2021 US\$'000
Trade receivables Other receivables Prepayments	8,018 361 223 8,602	20,852 938 581 22,371	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	10,414 1,807 12,221	27,085 4,700 31,785	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.

#### 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 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	73,842	192,046	73,842	192,046
Secured term loan from Japan Bank for International Cooperation	140,970	366,632	140,970	366,632
Secured term loan under NEXI facilities	36,921	96,023	36,921	96,023
	251,733	654,701	251,733	654,701
Less : Deferred finance cost	(2,617)	(6,805)	(2,801)	(7,286)
	249,116	647,896	248,932	647,415
Less : Current portion of loans	(31,700)	(82,444)	(31,700)	(82,444)
Non-current portion of loans	217,416	565,452	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

	2022	2022	2021	2021
	RO'000	US\$'000	RO'000	US\$'000
Cumulative changes in fair value:				
Interest rate swap agreements	9,980	25,957	18,904	49,165
Forward foreign exchange contracts	7,559	19,662	7,744	20,143
Fair value of derivatives	17,539	45,619	26,648	69,308
Less : Income tax effect	(2,631)	(6,843)	(3,997)	(10,396)
	14,908	38,776	22,651	58,912

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
Non-current portion	10,080	26,216	18,265	47,502
Current portion	7,459	19,403	8,383	21,806
	17,539	45,619	26,648	69,308

### NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2022

#### 16 ACCOUNTS PAYABLE AND ACCRUALS

	2022	2022	2021	2021
	RO'000	US\$'000	RO'000	US\$'000
Trade accounts payable Amounts due to related parties (note 17)	3,650	9,494	55,463	144,248
	1,275	3,316	2,902	7,548
Accrued expenses	11,338	29,482	8,367	21,759
	16,263	42,292	66,732	173,555

#### 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)	1,275	3,316	2,902	7,548
Income statement transactions				
	2022	2022	2021	2021
	RO'000	US\$'000	RO'000	US\$'000
Shareholders	18	46	18_	46_
Other related parties : Operation and Maintenance Cost (POMCo)	2,427	6,311	2,506	6,517

#### 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 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.