Unaudited condensed interim financial statements for the period ended 30 June 2020

Unaudited condensed interim financial statements for the period ended 30 June 2020

Contents	Page
Directors' report	2-3
Statement of financial position	4
Statement of profit or loss	5
Statement of other comprehensive income	6
Statement of changes in shareholders' equity	7
Statement of cash flows	8
Notes to the financial statements	9 - 16

Sohar Power Company SAOG BOARD OF DIRECTORS' REPORT JUNE 2020

The Board of Directors of Sohar Power Company is pleased to submit their report together with the financial statements of the Company for the 6 month period ended June 30 2020.

On 2nd June 2020, Sohar Power Company shareholders held their Annual Ordinary General Meeting ("AGM") and an Extraordinary General Meeting ("OGM") to approve the amended Compnay's Article of Association. The AGM and OGM were hold online using the platform provided by MCDC pursuant to the CMA instructions.

Health & Safety

There has been no Loss Time Incident during the first 6 months of 2020 and the Health and Safety performance has been excellent. On June 30 2020, Sohar Power has accumulated 2,710 days without loss time accident.

The Company has closely monitored the situation caused by COVID-19 pandemic and the directions and decision issued by Supreme Committee dealing with the Coronavirus (COVID-19). In line with its role as an "essential service", the Company and the plant Operator have activated the Business Continuity Plan and implemented different measures to ensure the safety of the staff and the continuity of the business during the exceptional situation.

Operations and Maintenance

The plant achieved a very good reliability level of 99.36% and 98.14% for power and water respectively during the first half of the year.

The Company exported a net power of 96 GWh and delivered 0.53 million m3 of potable water to its customer. The load factor of the power plant represented 3.77% of its maximum capability and 1.95% of the water plant maximum capability. The production level is much lower than the production of 63.2% and 79.7% for the power and water plants, respectively, in the same period of the previous year. This is due to the water demand being fulfilled mainly by the new desalination plant commissioned around August 2019. The water plant was kept under preservation and available for startup as and when required to meet the water demand.

All Gas turbines and water units underwent regular annual inspection during the last winter outage.

Financial Results

Revenues at the end of June 2020 amount to RO 14.3 million as against RO 32.6 million at the end of June 2019, reduced mainly due to lower load factor.

The Direct costs for the first 6 months have decreased from RO 23.1 million in 2019 to RO 4.4 million in 2020. The decrease in direct cost is mainly due to lower gas fuel cost due to lower consumption.

The Company recorded a net profit of RO 0.9 million during the period, compared to a net profit of RO 0.3 million in 2019.

Long term loans were repaid and swaps were settled on their due dates. Year to date; a total of RO 1.0 million was repaid to the lenders under the cash sweep mechanism in place since 2015. The hedging deficit on Company's swap agreements, at the close of business at June 30 2020 was RO 4.6 million, in comparison with valuations as of December 31 2019 of RO 4.2 million. As per IFRS, hedging deficit is calculated on each balance sheet date and it represents the loss, which the Company may incur, if it opts to terminate the swap agreements on this date. However under the terms of loan agreements, the Company is not permitted to terminate its swap agreements and, as such, the loss is considered to be notional.

Sohar Power Company SAOG BOARD OF DIRECTORS' REPORT JUNE 2020

The term loan facilities agreement contains mandatory cash sweep prepayment provisions effective since September 30 2015, consisting in accelerating the repayment of the long term loan during the duration of the contract with our customer. As a consequence, no further amount will be available for distribution as dividend to shareholders until the full repayment of the loans.

We expect the Company to operate safely, reliably, and deliver a reliable supply of power and water to meet the dispatch instruction during the summer period started on July 1 2020.

The Company is preparing for and engaged with the development of the electricity spot market the trial of which is planned in Q1 2021.

Following the qualification and issue of RfP in October 2019, for the 2022 Power Procurement process launched by OPWP, SPC has been following the timeline in terms of submission of various documents as called for in the RfP inorder to secure a long term contract post April 2022.

Sami Al Zadjali

Vice Chairman of the Board

Sohar Power Company SAOG Unaudited condensed statement of financial position as at 30 June 2020

	Notes	30 June 2020	31 December 2019	30 June 2020	31 December 2019
		RO'000	RO'000	USD'000	USD'000
ASSETS					
Non-current assets					
Property, plant and equipment	3	87,946	93,630	228,432	243,196
Right-of-use assets	3 _	301	376	782	976
Total non-current assets	_	88,247	94,006	229,214	244,172
Current assets					
Inventories		818	705	2,125	1,831
Trade and other receivables	4	15,513		40,293	
	4 5		14,650		38,052
Bank balances	5 <u>-</u>	7,213	4,998	18,735	12,982
Total current assets	_	23,544	20,353	61,153	52,865
Total assets	_	111,791	114,359	290,367	297,037
EQUITY AND LIABILITIES					
Capital and reserves					
Share capital	6	22,101	22,101	57,405	57,405
Legal reserve	7	4,235	4,148	11,000	10,774
Accumulated Lossess		(8,391)	(9,177)	(21,795)	(23,836)
Shareholders' equity	_	17,945	17,072	46,610	44,343
Hedging deficit - net of tax	8	(3,393)	(3,140)	(8,813)	(8,156)
Total capital and reserves	_	14,552	13,932	37,797	36,187
Non-current liabilities					
Hedging deficit	8	4,615	4,152	11,987	10,784
Non-current portion of long-term loans	9	53,547	57,777	139,083	150,070
Provision for decommissioning costs	10	1,726	1,676	4,483	4,353
Non-current Portion of defered revenue	0	1,117	1,881	2,901	4,886
Non-current Portion of Lease Liability	3	323	236	839	613
Deferred tax liability Total non-current liabilities	11 _	8,649 69,977	9,261 74,983	22,465 181,758	24,055 194,761
Total Hon-current habilities	_	07,711	74,703	101,730	174,701
Current liabilities					
Current portion of long term loans	9	8,981	8,649	23,327	22,465
Current Portion of Lease Liability	3	75	150	195	390
Current Portion of defered revenue		1,531	1,533	3,977	3,982
Trade and other payables	12	15,818	13,795	41,088	35,831
Amount due to a related party	13	475	235	1,234	610
Provision for taxation	11	382	1,082	991	2,811
Total current liabilities	_	27,262	25,444	70,812	66,089
Takal amilka an 10 1000	_	144 704	444.050	200.017	007.007
Total equity and liabilities	=	111,791	114,359	290,367	297,037
Net assets per share	19	0.081	0.077	0.211	0.201

These financial statements, as set out on pages 4 to 15, were approved and authorised for issue by the Board of Directors on 23rd July 2020 and signed on their behalf by:

Chairman Vice - Chairman

Sohar Power Company SAOG Unaudited condensed statement of profit or loss for the period ended 30 June 2020

		30 June	30 June	30 June	30 June
		2020	2019	2020	2019
	Notes	RO'000	RO'000	USD'000	USD'000
Revenue	14	14,280	32,564	37,091	84,582
Cost of revenue	15	(10,134)	(29,026)	(26,324)	(75,393)
Gross profit		4,146	3,538	10,767	9,189
Other income	16	134	101	348	262
		4,280	3,639	11,115	9,451
Expenses					
General and administrative expenses	17	(653)	(551)	(1,694)	(1,434)
Finance costs	18	(2,624)	(2,761)	(6,816)	(7,170)
		(3,277)	(3,312)	(8,510)	(8,604)
Profit/(loss) before tax for the period		1,003	327	2,605	847
Income tax expense	11	(130)	(64)	(338)	(166)
Net profit/(loss) after tax for the period	_	873	263	2,267	681
Basic and diluted earnings per share	20	0.004	0.001	0.010	0.003

Sohar Power Company SAOG Unaudited condensed statement of profit or loss for the period ended 30 June 2020

		30 June 2020	30 June 2019	30 June 2020	30 June 2019			
	Notes	RO'000	RO'000	USD'000	USD'000			
Net profit/(loss) after tax for the period		873	263	2,267	681			
Other comprehensive income:								
Items that may be reclassified into profit and loss								
Fair value gains on interest rate swaps		(463)	(716)	(1,205)	(1,860)			
Related taxation	11	73	107	190	278			
Total other comprehensive income for the period		(390)	(609)	(1,015)	(1,582)			
Total comprehensive income for the period	<u> </u>	483	(346)	1,252	(901)			

Sohar Power Company SAOG Unaudited condensed statement of changes in shareholders' equity for the period ended 30 June 2020

	Notes	Share capital RO'000	Legal reserve RO'000	Accumulated Lossess RO'000	Hedging deficit RO'000	Total RO'000	Total USD'000
Balance beginning of the year		22,101	4,148	(9,177)	(3,140)	13,932	36,192
Net profit after tax for the period		-	-	873	-	873	2,268
Other comprehensive loss for the period		-	-	-	(390)	(390)	(1,015)
Transferred to legal reserve	7	-	87	(87)	-	-	-
Ineffective portion of cash flow hedge		-	-		137	137	352
At 30 June 2020		22,101	4,235	(8,391)	(3,393)	14,552	37,797
Balance at 1 January 2019 (as restated)		22,101	4,032	(10,216)	(3,514)	12,403	32,222
Net profit for the year		-	-	1,155	-	1,155	2,999
Other comprehensive income for the year		-	-	-	180	180	467
Transferred to legal reserve	7	-	116	(116)	-	-	-
Ineffective portion of cash flow hedge					194	194	504
At 31 December 2019		22,101	4,148	(9,177)	(3,140)	13,932	36,192

Sohar Power Company SAOG Unaudited condensed statement of cash flows for the period ended 30 June 2020

Notes				
	30 June	30 June	30 June	30 June
	2020	2019	2020	2019
	RO'000	RO'000	USD'000	USD'000
Operating activities				
Cash receipts from customers	11,903	6,342	30,916	16,473
Cash paid to suppliers and employees	(1,820)	(3,650)	(4,727)	(9,481)
Cash generated from operations	10,083	2,692	26,189	6,992
Interest paid	(2,575)	(2,542)	(6,688)	(6,603)
Taxation	(1,443)	(1,118)	(3,748)	(2,904)
Net cash provided by operating activities	6,065	(968)	15,753	(2,515)
Investing activities				
Purchase of property, plant and equipment 3	(2)	(19)	(5)	(49)
Net cash used in investing activities	(2)	(19)	(5)	(49)
Financing activities				
Net movement in long-term loans	(3,848)	(4,430)	(9,995)	(11,506)
Net cash used in financing activities	(3,848)	(4,430)	(9,995)	(11,506)
Net increase/decrease in cash and cash equivalents	2,215	(5,417)	5,753	(14,070)
Cash and cash equivalents, beginning of the period	4,998	7,911	12,982	20,548
Cash and cash equivalents, end of the period 5	7,213	2,494	18,735	6,478

1 Legal status and activities

Sohar Power Company SAOG ("the Company") was initially registered as a closed joint stock company in the Sultanate of Oman on 17 July 2004. The Company was incorporated on 22 June 2004. The Company has been established to build and operate a 585 megawatt (MW) electricity generating station and 33 Million Imperial Gallon per day of water desalination plant at Sohar. The commercial operation date ("COD") has been determined to be 28 May 2007. The shareholders in the Extra-ordinary General Meeting held on 23 March 2008 resolved to convert the company from a closed joint stock company into a public joint stock company.

The Company's principal place of business is located at Sohar, Sultanate of Oman.

2 Basis of preparation and significant accounting polices

Basis of preparation

a) Statement of compliance

These condensed interim financial statements have been prepared in accordance with IAS 34 Interim Financial Reporting, applicable requirements of the Oman Commercial Companies Law of 2019 ("CCL") and disclosure requirements of the Capital Market Authority of the Sultanate of Oman ("CMA"). Selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the last annual financial statements as at and for the year ended 31 December 2019. The condensed interim financial statements do not include all information required for full annual financial statements prepared in accordance with International Financial Reporting Standards (IFRSs).

(b) Basis of measurement

These condensed interim financial statements are prepared on historical cost basis except for provision for asset retirement obligation and deferred finance costs which are measured at amortised cost and certain financial instruments which are measured at fair value.

(c) Use of estimates and judgements

The preparation of the financial statements in conformity with IFRSs requires the management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in these condensed interim financial statements are same as those that were applied to the financial statements as at and for the year ended 31 December 2019.

Significant accounting policies

The significant accounting policies applied by the Company in these condensed interim financial statements are consistent with those applied by the Company in its financial statements as at and for the year ended 31 December 2019.

3 Property, plant and equipment

(a) The movement in property, plant and equipment is as set out below:

June 2020	Buildings	Plant and machinery	Technical parts	Other assets	Decommissioning assets	Capital work- in-progress	Total RO'000	Total USD'000
Cost								
1 January 2020	7,027	189,443	5,049	26	777	280	202,602	526,240
Additions during the period	-	-	2	-	-		2	5
At 30 June 2020	7,027	189,443	5,051	26	777	280	202,604	526,245
Accumulated depreciation								
1 January 2020	3,820	102,182	2,618	25	327	-	108,972	283,044
Charge for the period	197	5,331	145	-	13	-	5,686	14,769
At 30 June 2020	4,017	107,513	2,763	25	340	-	114,658	297,813
Net book amount								
At 30 June 2020	3,010	81,930	2,288	1	437	280	87,946	228,432

⁽b) Land on which the power station, building and auxiliaries are constructed has been sub-leased from Sohar Industrial Port Company SAOC for a period of 15 years from the COD. The sub-lease is further extendable for another 15 years. Lease rent is paid at the rate of approximately RO 64,000 (USD 165,000) per annum.

⁽c) Property, plant and equipment are mortgaged against long-term loan facilities (Note 9) availed by the Company.

3 Right-of-use assets and lease liability: 2020 2019 2020	2019
5 Right of use ussets and lease hability.	2019
Right-of-use assets RO'000 RO'000 USD'000	USD'000
At 1 January 2020 376 526 976	1,366
,	
Depreciation Charges (note 15) (75) (150) (195)	(390)
<u>301</u> <u>376</u> <u>781</u>	976
Lease Liability	
At 1 January 2020 386 526 1,003	1,366
Finance Charge 45 26 117	68
Payments During the year (33) (166) (86)	(431)
398 386 1,034	1,003
Current Portion (75) (150) (195)	(390)
Non-current portion 323 236 839	613
2020 2019 2020	ecember 2019 USD'000
Trade receivables 15,116 13,418 39,262	34,852
Advances and prepayments 5 237 13 Other advances 392 995 1,018	616
Other advances 392 995 1,018 15,513 14,650 40,293	2,584 38,052
5 Cash and cash equivalents	
For the purposes of the statement of cash 30 June 31 December 30 June 31 December	ecember
flows, cash and cash equivalents comprise 2020 2019 2020	2019
the following: RO'000 RO'000 USD'000	USD'000
Current account balances with banks 7,213 4,998 18,735	12,982
7,213 4,998 18,735	12,982

The current account balances with banks are non-interest bearing.

Notes to the unaudited condensed financial statements 30 June 2020

6 Share capital

The authorised, issued and fully paid-up share capital of the Company as registered with the Ministry of Commerce and Industry is as follows:

	30 June	31 December	30 June	31 December
	2020	2019	2020	2019
	RO'000	RO'000	USD'000	USD'000
Authorised share capital of				
600,000,000 shares of RO 0.100	60,000	60,000	156,000	156,000
Issued and fully paid-up share capital				
of 221,010,000 shares of RO 0.100	22,101	22,101	57,405	57,405

At the end of the period, shareholders who own 10% or more of the Company's share capital and the number of shares they hold are as follows:

Name of the shareholders	Percentage share holding 30 June 2020	Number of shares held 30 June 2020	Percentage share holding 31 December 2019	No of shares held 31 December 2019
Kahrabel FZE	35%	77,353,500	35%	77,353,500
MENA Sohar 1SPV LTD	20%	44,202,000	20%	44,202,000
Civil Service Employees Pension Fund	15%	33,151,500	15%	33,151,500

7 Legal reserve

In accordance with the provisions of the Commercial Companies Law 2019, of the Sultanate of Oman, an amount equivalent to 10% of the Company's net profit before appropriations is required to be transferred to a non-distributable reserve until such time as a minimum of one-third of the issued and fully paid-up share capital is set aside. During the current period RO 87,000 transferred to legal reserve. (2019 RO 116,000.)

8 Hedging deficit

In accordance with IFRS the hedge is tested quarterly for its effectiveness on the basis of clean fair values from the swap banks, and consequently effective and ineffective portions, if any, are recognised in the statement of changes in shareholders' equity and statement of profit or loss, respectively.

9	Long-term loans	30 June	31 December	30 June	31 December
		2020	2019	2020	2019
		RO'000	RO'000	USD'000	USD'000
	Base facility	52,912	56,267	137,434	146,148
	Repayment facility	10,178	10,823	26,436	28,112
	Less: Current portion of long-term loans	(8,981)	(8,649)	(23,327)	(22,465)
	_	54,109	58,441	140,543	151,795
	Less: deferred financing costs	(562)	(664)	(1,460)	(1,725)
	Non-current portion of long-term loans	53,547	57,777	139,083	150,070

Notes to the unaudited condensed financial statements 30 June 2020 Syndicated facilities

The Company has syndicated long-term loan facilities ("syndicated facilities") in the aggregate maximum amount of approximately USD 455 million. HSBC Bank plc is the facility agent ("Facility Agent") for administration and monitoring of the overall loan facilities. HSBC Bank USA - National Association and Bank Muscat has respectively been appointed as the off-shore security trustee and on-shore security agent for the secured finance parties.

10 Provision for decommissioning costs	30 June 2020	31 December 2019	30 June 2020	31 December 2019
	RO'000	RO'000	USD'000	USD'000
At the beginning of the year	1,676	1,577	4,353	4,096
Unwinding of discount on				
decommissioning costs (Note 18)	50	99	130	257
At the end of the year	1,726	1,676	4,483	4,353

11 Income tax

The Company is subject to income tax in accordance with the income tax law of the Sultanate of Oman at the tax rate of 15% on taxable profits.

12 Trade and other payables

Trade payables	13,155	11,495	34,170	29,854
Accruals and other payables	2,663	2,300	6,918	5,971
	15,818	13,795	41,088	35,825

13 Related party transactions and balances

The Company, in the ordinary course of business, deals with parties, which fall within the definition of 'related parties' as contained in IAS 24. The management believes that such transactions are not materially different from those that could be obtained from unrelated parties.

Significant transactions during the	30 June	30 June	30 June	30 June
period with related parties are as	2020	2019	2020	2019
follows:	RO'000	RO'000	USD'000	USD'000
Services provided by Sohar Operations and Maintenance Co. LLC (SOMC)	1,971	3,068	5,119	3,874
Services provided by Power Management				
Co. LLC				
- Management fees	77	77	200	200
- Other administrative expenses	165	159	429	413
Services provided by Suez -Tractebel S.A.	21	267	55	34
Key management remuneration	45	40	117	94
Directors' meeting attendance fees	14	25	36	44
Electrabel S.A guarantee fee	31	41	81	36
MENA Sohar 1SPV LTD - LC fee	15	18	39	21
SOGEX Oman LLC - LC fee	4	4	10	10
MOD Pension Fund - LC fee	4	4	10	10

Notes to the unaudited condensed financial statements 30 June 2020

A summary of the related party balances as at 30 June 2020 is as follows:

Amounts due to a related party	30 June	31 December	30 June	31 December
•	2020	2019	2020	2019
	RO'000	RO'000	USD'000	USD'000
Sohar Operations and Maintenance				
Co. LLC	475	235	1,234	610
	475	235	1,234	610

The balances due to related parties are unsecured, bear no interest, have no fixed repayment terms and have been disclosed separately in the statement of financial position.

14 Rev	enue
--------	------

	30 June	30 June	30 June	30 June
	2020	2019	2020	2019
	RO'000	RO'000	USD'000	USD'000
Power and water revenue	13,514	31,970	35,101	83,039
Transferred from deferred revenue	766	594	1,990	1,543
	14,280	32,564	37,091	84,582

15 Cost of revenue

	30 June 2020	30 June 2019	30 June 2020	30 June 2019
	RO'000	RO'000	USD'000	USD'000
Fuel gas	1,476	19,074	3,834	49,543
Operations and maintenance costs	1,971	3,068	5,119	7,969
Depreciation	5,686	5,890	14,769	15,299
Depreciation relating to right-of-use				
assets (Note 3)	75	75	195	195
Seawater extraction	391	234	1,016	608
Other operating expenses	535	685	1,391	1,779
-	10,134	29,026	26,324	75,393

16 Other income

	30 June	30 June	30 June	30 June
	2020	2019	2020	2019
Reimursement of extra tax payable	RO'000	RO'000	USD'000	USD'000
	134	101	348	262
	134	101	348	262

17	General and administrative expenses	30 June 2020	30 June 2019	30 June 2020	30 June 2019
		RO'000	RO'000	USD'000	USD'000
	Management fees	77	77	200	200
	Directors' meeting attendance fees				
	and remuneration	14	25	36	65
	Legal and professional fees	32	76	83	197
	Staff costs	15	15	39	39
	Other administrative expenses	515	358	1,336	933
	=	653	551	1,694	1,434
18	Finance costs				
	Interest on net settlement of swaps	1,140	896	2,961	2,326
	Interest on base facility	752	1,198	1,953	3,112
	Interest on repayment facility	145	230	377	597
	Ineffective portion of changes in fair				
	value of cash flow hedges	137	43	356	112
	Amortisation of deferred financing costs	103	114	268	296
	Other financial charges	297	230	771	597
	Unwinding of discount on				
	decommissioning costs (note 10)	50	50	130	130
	_	2,624	2,761	6,816	7,170

19 Net assets per share

Net assets per share is calculated by dividing the shareholders' funds by the number of shares at the end of the period.

	30 June 2020 RO'000	31 December 2019 RO'000	30 June 2020 USD'000	31 December 2019 USD'000
Shareholders' funds (in '000)	17,945	17,072	46,610	44,343
Number of issued and fully paid-up shares at the end of the period (in '000)	221,010	221,010	221,010	221,010
Net assets per share (RO/USD)	0.081	0.077	0.211	0.201

20 Basic and diluted earnings per share

Basic earnings per share is calculated by dividing the net profit for the year with the weighted average number of shares issued during the period.

	30 June 2020	30 June 2019	30 June 2020	30 June 2019
	RO'000	RO'000	USD'000	USD'000
Net profit/(loss) for the period (in '000)	873	263	2,267	681
Weighted average number of shares at the end of the period (in '000)	221,010	221,010	221,010	221,010
Basic and diluted earnings per share (RO/USD)	0.004	0.001	0.010	0.003

22 Comparative Figures

Certain comparative figures have been reclassified where necessary to conform to the presentation adopted in these condensed interim financial statements.