Shamal Az-Zour Al-Oula Power and Water Company KSC (Public)

Financial statements and independent auditor’s report for the year ended 31 December 2022

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Shamal Az-Zour Al-Oula Power and Water Company KSC (Public)

Directors' report
for the year ended 31 December 2022

Dear Shareholders,

On behalf of the Board of Directors of the Company, it gives me great pleasure to present the Board of Directors' Report for the year ended 31 December 2022.

1. Operational performance

Shamal Az-Zour Al-Oula K.S.C. is the owner of the power and water facility known as Az-Zour North Phase.

The primary service of the Company under the Energy Conversion and Water Purchase Agreement is to make available exclusively to the off-taker the Ministry of Electricity and Water (MEW) the capacity of the power and water plant and in return the Company receives capacity payments based upon the demonstrated net dependable capacity. The secondary service of the Company is to sell to MEW (based upon its dispatch instructions) the electrical energy generated and water produced for a period of 40 years.

Following the successful share distribution in the fourth quarter of 2019, the Company listed on the Boursa Kuwait on 16 August 2020. 50% of the Company's shares were traded on the market, 5% are held by the Kuwait Investment Authority and 5% by the Public Institution for Social Security. The remaining 40% is held by Azour North One Holding Company K. S. C. C. (the Parent Company) and divided between the project sponsors; Engie (17.5%), Sumitomo Corporation (17.5%) and A.H. Al Sagar & Bros. (5%).

As at 31 December 2022, the shareholding interests were as follows – Public 49.06%, Kuwait Investment Authority 5.00%, Public Institution for Social Security 5.94% and the remaining 40.00% held by Azour North One Holding Company K. S. C. C.

The operation and maintenance of the plant is carried out by an exclusive sub-contractor, AZN O&M Company (O&M Company) who took over the responsibility for plant operation and maintenance on the Plant Commercial Operation Date of 26 November 2016. The plant has met its technical performance expectations in terms of available capacity and electricity generated and water produced during the period.

The plant technical issues that were found during the early operating years are being resolved via the Engineering, Procurement and Construction contract warranty process. The main warranty expired in November 2018 but has been extended for a small number of key plant items.

2. Financial performance

The Company generated a net profit for the period, before transfers to reserves, of KWD 14.5 million.

The Company approved its a cash dividend of 5 fils per share for the financial year ended 2021 at the annual general meeting held on 31 March 2022 and this dividend was paid to shareholders on 28 April 2022. Furthermore, two interim dividends of 7 fils and 6 fils per share for the financial year 2022 were approved by the board on 11 May 2022 and 2 November 2022 respectively, based on the authorisation given by shareholders to the Board of directors at the AGM that took place on 31 March 2022. The approved interim dividends for 2022 were subsequently paid to shareholders on 20 June 2022 and 14 December 2022 respectively.

3. Corporate governance

The Company has a Board of Directors with six members. The Board of Directors held eight meetings during the year to 31 December 2022.

The day-to-day management of the Company has been delegated to the Chief Executive Officer and the Chief Financial Officer.

4. Directors

The directors of the Company during the period were as follows:

Eng. Ahmad Othman AlMujalham – Chairman

Mr Alexander Katon - Vice-Chairman

Mr Ghazi Abdulrahman AlSanie

Mr Laurent Furedi

Eng. Eyad Ali AlFalah

Mr Paul Frain – Chief Executive Officer

5. Auditor

The financial statements have been audited by KPMG Al Qenae & Partners. who retire and being eligible, offer themselves for re-appointment.

6. Future plans

The Company and the O&M Company will continue to operate the plant for the benefit of Kuwait in a responsible manner, with a focus on the health and safety of our employees and on minimizing our impact on the environment.

Signed by:

Eng. Ahmad Othman AlMujalham
Chairman

1 March 2023

KPMG Al-Qenae & Partners
Al Hamra Tower, 25th Floor
Abdulaziz Al Saqr Street
P.O Box 24, Safat 13001
State of Kuwait
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Independent auditor's report

The Shareholders
Shamal Az-Zour Al-Oula Power and Water Company KSC (Public)
State of Kuwait

Opinion

We have audited the financial statements of Shamal Az-Zour Al-Oula Power and Water Company KSC (Public) (the "Company"), which comprises the statement of financial position as at 31 December 2022, the statements of profit or loss, other comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 31 December 2022, its financial performance and its cash flows for the year then ended in accordance with IFRS Standards as issued by the International Accounting Standards Board ("IFRS Standards").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing ("ISA"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with International Ethics Standards Board for Accountants International Code of Ethics for Professional Accountants (including International Independence Standards) (the "IESBA Code") and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Revenue recognition	
See notes 3(f) and 13 to the financial statements.	
The key audit matter	**How the matter was addressed in our audit**
We focused on this area because: ● There is an inherent risk around the accuracy of revenue recorded given the complexity of tariffs and the multiple variables in the Energy Conversion and Water Purchase Agreement (“ECWPA”) and system involved in processing revenue transactions. ● Significance of the revenue transactions to the financial statements of the Company.	Our audit procedures in this area included, among others: ● Testing design of relevant controls over the revenue recognition process and determining if they had been appropriately implemented and operating effectively. ● Inspecting the ECWPA along with the relevant appendices that relate to calculation of payment, invoicing and payment procedures. ● Gaining an understanding of the system involved in the calculation of revenue and generation of monthly invoices. ● Verifying monthly invoices issued to the Ministry of Electricity and Water (“MEW”). ● Inspecting the supporting documents attached to each invoice, which includes the breakdown in terms of the various elements set out in the ECWPA. ● Testing the monthly journal entries posted to verify the revenue recorded is the same amount which was automatically calculated by the PASS system. ● Reperforming the management’s calculation to convert the revenue in KD to USD. ● Evaluating the adequacy of the Company disclosures related to revenue recognition by reference to the relevant accounting standards.

Finance lease receivables	
See note 6 to the financial statements.	
The key audit matter	**How the matter was addressed in our audit**
The finance lease receivable is based on the IFRS 16 model developed by the Company with guidance from Sumitomo Corporation and Engie, its shareholders. As the lease model was developed in 2016 for a period of 25 years, due to the involvement of management estimates and assumptions in the inputs, this could result in misstatements in arriving at the finance lease receivables balance. Due to assumptions used at inception, and the magnitude of the lease receivables, this is identified as a key audit matter.	• As part of our audit procedures we, have obtained and reviewed the IFRS 16 finance lease receivables model. • Verified that the initial inputs in the model are aligned with the ECWPA 40 year agreement. • Assessed and challenged the appropriateness of the assumptions and estimates used in terms of cash flow projections and interest rate used. • Used the inputs from the ECWPA and performed re-calculation of the finance lease receivable for the current year. • Agreed the current and non-current portions of the finance lease receivable with the IFRS 16 model. • Evaluated the adequacy of the Company’s disclosure in relation to use of significant estimates and judgement and assessed the presence of trigger events in order to identify updates to the finance lease model, if required.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditor's report thereon. Prior to the date of this auditor's report, we obtained the Board of Directors report which forms part of the annual report and the remaining sections of the annual report are expected to be made available to us after that date.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we have obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with ISA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

We further report that we have obtained the information and explanations that we required for the purpose of our audit and the financial statements include the information required by the Companies Law No. 1 of 2016, as amended and its Executive Regulations and the Company's Memorandum and Articles of Association, as amended. In our opinion, proper books of account have been kept by the Company, an inventory count was carried out in accordance with recognised procedures and the accounting information given in the Board of Directors' report agrees with the books of accounts of the Company. We have not become aware of any violations of the provisions of the Companies Law No. 1 of 2016, as amended and its Executive Regulations, or of the Company's Memorandum and Articles of Association, as amended, during the year ended 31 December 2022 that might have had a material effect on the business of the Company or on its financial position.

We further report that, during the course of our audit, we have not become aware of any violations of the provisions of Law No. 7 of 2010, as amended, concerning the Capital Markets Authority, and its related regulations during the year ended 31 December 2022 that might have had a material effect on the business of the Company or on its financial position.

Safi A. Al-Mutawa
License No 138
of KPMG Al Qenae & Partners
Member firm of KPMG International

Kuwait: 1 March 2023

Shamal Az-Zour Al-Oula Power and Water Company KSC (Public)

Statement of financial position
as at 31 December 2022

	Notes	2022 KD	2021 KD
Assets			
Current assets			
Cash and bank balances	4	13,378,171	17,629,296
Trade and other receivables	5	12,096,993	16,710,070
Due from related parties	9	2,936	153,964
Finance lease receivable	6	13,940,177	12,719,089
Derivative financial assets	17	6,157,629	-
		45,575,906	47,212,419
Non-current assets			
Finance lease receivable	6	433,800,414	442,185,862
Property, plant, and equipment	7	654,127	500,916
		434,454,541	442,686,778
Total assets		480,030,447	489,899,197
Liabilities and equity			
Liabilities			
Current liabilities			
Trade and other payables	8	5,255,346	5,282,404
Due to related parties	9	4,021,733	3,359,193
Dividends payable	11	5,549,381	5,087,916
Term loans	10	17,109,406	17,404,430
Derivative financial liabilities	17	-	11,803,677
		31,935,866	42,937,620
Non-current liabilities			
Provision for staff indemnities		37,376	32,520
Term loans	10	311,331,050	324,365,783
Derivative financial liabilities	17	19,764,545	64,159,637
		331,132,971	388,557,940
Total liabilities		363,068,837	431,495,560
Equity			
Share capital	11	110,000,000	110,000,000
Statutory reserve	12	8,934,307	7,417,562
Retained earnings		7,369,115	14,222,513
Foreign currency translation reserve		6,538,721	3,516,630
Hedge reserve	17	(15,880,533)	(76,753,068)
Total equity		116,961,610	58,403,637
Total liabilities and equity		480,030,447	489,899,197

Eng. Ahmad Othman AlMujalham
Chairman

Andrew Paul Frain
Chief Executive Officer

The accompanying notes form an integral part of these financial statements.

Statement of profit or loss
for the year ended 31 December 2022

	Notes	2022	2021
		KD	KD
Revenue	13	52,744,243	50,149,071
Operating costs	9	(16,589,077)	(14,987,044)
Gross profit		36,155,166	35,162,027
Finance and other income		174,157	27,421
Finance costs		(18,322,670)	(18,582,810)
Staff costs and related expenses		(633,130)	(644,198)
General and administrative expenses		(2,206,068)	(1,747,047)
Profit before contribution to National Labor Support Tax ("NLST"), Kuwait Foundation for the Advancement of Sciences ("KFAS"), Zakat and Board of Directors' remuneration		15,167,455	14,215,393
NLST		(380,461)	(360,835)
KFAS		(140,575)	(139,791)
Zakat		(145,072)	(143,571)
Board of Directors' remuneration	9	(38,000)	(34,665)
Profit for the year		14,463,347	13,536,531
Earnings per share (basic and diluted) (fils)	14	13	12

The accompanying notes form an integral part of these financial statements.

Statement of other comprehensive income
for the year ended 31 December 2022

	Notes	2022 KD	2021 KD
Profit for the year		14,463,347	13,536,531
Other comprehensive income			
Items that are or may be reclassified subsequently to profit or loss:			
Foreign currency translation differences		3,022,091	22,815
Change in fair value of cash flow hedge	*17*	63,219,020	27,419,965
Total other comprehensive income		66,241,111	27,442,780
Total comprehensive income for the year		80,704,458	40,979,311

The accompanying notes form an integral part of these financial statements.

Statement of changes in equity
for the year ended 31 December 2022

	Share capital	Statutory reserve	Retained earnings	Foreign currency translation reserve	Hedge reserve	Total
	KD	KD	KD	KD	KD	KD
Balance as at 1 January 2021	110,000,000	5,996,023	25,207,521	3,493,815	(104,173,033)	40,524,326
Total comprehensive income for the year						
Profit for the year	-	-	13,536,531	-	-	13,536,531
Change in fair value of cash flow hedge (note 17)	-	-	-	-	27,419,965	27,419,965
Change in foreign currency translation differences	-	-	-	22,815	-	22,815
Total comprehensive income for the year	-	-	13,536,531	22,815	27,419,965	40,979,311
Dividends (note 11)	-	-	(23,100,000)	-	-	(23,100,000)
Transfer to statutory reserve (note 12)	-	1,421,539	(1,421,539)	-	-	-
Balance as at 31 December 2021	110,000,000	7,417,562	14,222,513	3,516,630	(76,753,068)	58,403,637
Total comprehensive income for the year						
Profit for the year	-	-	14,463,347	-	-	14,463,347
Change in fair value of cash flow hedge (note 17)	-	-	-	-	60,872,535	60,872,535
Change in foreign currency translation differences	-	-	-	3,022,091	-	3,022,091
Total comprehensive income for the year	-	-	14,463,347	3,022,091	60,872,535	78,357,973
Dividends (note 11)	-	-	(19,800,000)	-	-	(19,800,000)
Transfer to statutory reserve (note 12)	-	1,516,745	(1,516,745)	-	-	-
Balance as at 31 December 2022	110,000,000	8,934,307	7,369,115	6,538,721	(15,880,533)	116,961,610

The accompanying notes form an integral part of these financial statements.

Shamal Az-Zour Al-Oula Power and Water Company KSC (Public)

Statement of cash flows
for the year ended 31 December 2022

	Notes	2022 KD	2021 KD
Cash flows from operating activities			
Profit before contribution to NLST, KFAS, Zakat and Board remuneration		15,167,455	14,215,393
Adjustments for:			
Depreciation	*7*	26,946	25,556
Finance costs		18,322,670	18,582,810
Net (gain) / loss from sale of fixed assets		(8,672)	268
Provision for doubtful debts		148,303	6,483
Provision for staff indemnities		12,091	-
		33,668,793	32,830,510
Changes in:			
Trade and other receivables		4,816,010	(5,588,287)
Due from related parties		4,438	15,311
Finance lease receivable	*6*	12,860,228	12,025,965
Trade and other payables		(1,149,709)	201,222
Due to related parties		619,445	(548,657)
Cash generated from operating activities		50,819,205	38,936,064
Payment of staff indemnities		(7,650)	(2,473)
Net cash generated from operating activities		50,811,555	38,933,591
Cash flows used in investing activities			
Acquisition of property, plant, and equipment	*7*	(173,651)	(84,820)
Proceeds from disposal of property, plant, and equipment		8,672	15
Net cash used in investing activities		(164,979)	(84,805)
Cash flows used in financing activities			
Term loans	*10*	(17,597,561)	(16,391,081)
Payment of finance costs		(18,367,326)	(18,665,027)
Payment of dividends	*11*	(19,338,535)	(23,001,783)
Net cash used in financing activities		(55,303,422)	(58,057,891)
Decrease in foreign currency translation reserve		(55,744)	(33,968)
Net decrease in cash and cash equivalents		(4,712,590)	(19,243,073)
Cash and cash equivalents as at 1 January		12,541,380	31,784,453
Cash and cash equivalents as at 31 December	*4*	7,828,790	12,541,380

The accompanying notes form an integral part of these financial statements.

1. Reporting entity

Shamal Az-Zour Al-Oula Power and Water Company KSC (Public) (the "Company") is a Kuwaiti shareholding company incorporated on 19 August 2013, under trade license No. 349479 registered at the Ministry of Commerce and Industry on 23 October 2013.

The registered office of the Company is at 6th Floor, Mazaya Tower 2, Khalid Ibn Al Waleed Street, Block 3, Kuwait City, Kuwait.

The Company is deemed to be a partially owned subsidiary of Azour North One Holding K.S.C.C (the "Parent Company") as the Parent Company has the ability to direct the relevant activities of the Company, is exposed to variable returns from its involvement with the Company and has the ability to use its power over the Company to affect the amount of its returns.

In December 2013, the Company signed a Build, Operate and Transfer ("BOT") contract with Kuwait's Ministry of Electricity and Water ("MEW") for the development, financing, procurement, construction, testing and commissioning of a green field power generation and water desalination plant of 1,500 MW of power generation capacity and 102 to 107 Million Imperial Gallons Per Day ("MIGD") of water desalination capacity (the "Plant"), together with associated infrastructure and facilities for 40 years at Az-Zour North, Kuwait. MEW will purchase the entire output of the Plant under a 40-year long-term Energy Conversion and Water Purchase Agreement ("ECWPA"). The Plant was commissioned on 26 November 2016.

In accordance with the ECWPA signed between the Company and MEW on 12 December 2013, the Company is obliged to produce electricity and desalinated water using the Plant and MEW has the ability to restrict the access of others to the economic benefits of the Plant. Furthermore, the ECPWA provides for capacity payments in addition to output payments. The Company determined that the ECWPA conveys a right to use the Plant by MEW and accordingly classified the ECWPA as a finance lease in accordance with the guidelines of IFRS 16, *Leases*.

The objectives of the Company are the following:

a) To develop, finance, design, engineer and provide services and build, implement, operate, and manage an electricity power generation plant and a water desalination plant and related facilities including performing all work directly or indirectly related to or associated with its activities.

b) To carry out all works relating to the building works necessary for the Company to carry on its activity, including construction, purchase and lease of buildings, land, equipment, and warehouses necessary for the realisation of the objectives of the Company and all the facilities relating thereto.

c) To carry out all works of generation, production, transmission, making, development and sale of electricity and water, or any product relating to any such works in and outside the State of Kuwait.

d) To carry out chemical cleaning, hot oil cleaning works and disinfection for all heat exchangers, and to carry out electrical and civil works necessary for electricity and water sector works (power plants, pipeline and electricity projects for desalination units and petrochemicals), to carry out all maintenance works including those relating to power generation, water, pipeline installations and installation of relay stations and installation of all insulation items.

e) To import and install equipment at electricity and water locations for monitoring and measurement of air pollutants and to use skilled labor specialised in fighting pollution of the environment surrounding water and electricity plants.

f) To purchase materials and equipment and all movable properties and instruments necessary for the Company to realise its objectives, and to maintain the same by all modern means possible, and to import primary materials, equipment, and instruments necessary for the Company's objectives.

g) To supply and install security and safety equipment relating to the objectives of the Company.

h) To import all necessary equipment to implement its objects, including but not limited to, install, supply, and maintain all types of power cables, electrical cables, water pumps, instruments and equipment relating to the activities of the Company.

i) To register patents relating directly to the Company's experience.

j) To carry out technical research relating to the Company's business with the aim to improve and develop the Company's services in cooperation with specialised parties in and outside the State of Kuwait.

k) To directly participate in infrastructure zones and projects relevant to the objectives of the Company in BOT systems or in other similar systems including those referred to in Law No. 39 of 2010 (and its amendments) and to manage the facilities established thereby.

l) To invest the Company's funds within the objectives and percentages set out by the board of directors.

The Company may carry out the activities listed above in and outside the State of Kuwait, whether as a principal or agent.

The Company is permitted to participate in, study, finance or implement any project or projects that have been tendered pursuant to Law No. 39 of 2010 (and its amendments) on Establishing Kuwaiti Joint Stock Companies Undertaking Building and Implementation of Electrical Power and Desalination Plants in Kuwait.

On 31 March 2022, the Annual General Assembly meeting of the shareholders approved the audited financial statements of the Company as at and for the year ended 31 December 2021.

The financial statements of the Company for the year ended 31 December 2022 were authorised for issue in accordance with a resolution of the Board of Directors on 1 March 2023 and are subject to the approval of the shareholders at their Annual General Assembly meeting. The Annual General Assembly meeting of shareholders has the power to amend these financial statements after issuance.

2. Basis of preparation

a) Statement of compliance

These financial statements have been prepared in accordance with IFRS Standards as issued by the International Accounting Standards Board ("IFRS Standards").

b) Basis of measurement

The financial statements have been prepared on the historical cost or amortised cost basis, except for derivative financial instruments which are measured at fair value.

c) Functional and presentation currency

These financial statements are presented in Kuwait Dinar ("KD"). The Company's functional currency is not the currency of the country in which it is domiciled as majority of the transactions of the Company are denominated in USD. These financial statements are presented in KD for the purpose of submission to the Capitals Markets Authority and Ministry of Commerce and Industry, in the State of Kuwait.

d) Use of estimates and judgments

The preparation of financial statements in conformity with IFRS Standards requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are based on historical experience and various other factors that are believed to be reasonable in the circumstances, the results of which form the basis of making the judgements about the carrying value of assets and liabilities that are not readily apparent from other sources.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described in note 3(p).

3. Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, except for those listed in note 3(q).

a) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i) Financial assets

Initial recognition and measurement
Financial assets are measured at initial recognition at fair value plus transaction costs and subsequently measured at amortised cost.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of deposits and amounts due from related parties that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss ("FVTPL"), transaction costs.

In order for a financial asset to be classified and measured at amortised cost, it needs to give rise to cash flows that are solely payments of principal and interest ("SPPI") on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

The Company's financial assets at amortised cost include finance lease receivables, amounts due from related parties, trade and other receivables and cash and bank balances.

Subsequent measurement
For purposes of subsequent measurement, financial assets at amortised cost are subsequently measured using the effective interest rate ("EIR") method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified, or impaired.
Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's statement of financial position) when:

- the right to receive cash flows from the asset has expired; or
- the Company has transferred its right to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

When the Company has transferred its right to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

ii) Impairment of financial assets

The Company recognises an allowance for expected credit losses ("ECL") for all debt instruments not held at FVTPL. ECL is based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECL on financial assets is estimated based on the Company's historical credit loss experience, adjusted for factors that are specific to the customer, general economic conditions, and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

The Company recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month ECL. The assessment of whether lifetime ECL should be recognised is based on a significant increase in the likelihood or risk of a default occurring since initial recognition instead of on evidence of a financial asset being credit-impaired at the reporting date or an actual default occurring.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of the financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

Significant increase in credit risk
In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Company considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

Irrespective of the outcome of the above assessment, the Company presumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments from the customer are more than 60 days past due, unless the Company has reasonable and supportable information that demonstrates otherwise. Despite the foregoing, the Company assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if i) the financial instrument has a low risk of default, ii) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term and iii) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

The Company regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying a significant increase in credit risk before the amount becomes past due.

Definition of default
The Company considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that receivables that meet the following criteria are generally not recoverable.

- Information developed internally or obtained from external sources indicates that the customer is unlikely to pay its creditors, including the Company, in full (without taking into account any collateral held by the Company); or
- A breach of contract by the counterparty.

Irrespective of the above analysis, the Company considers that default has occurred when a financial asset is more than 90 days past due from MEW unless the Company has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate. The Company determined no default event occurred during the year in respect of amounts receivable from MEW.

Credit-impaired financial assets
A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the debtor;
- a breach of contract, such as a default or past due event; or
- it is becoming probable that the debtor will enter bankruptcy.

Write-off policy
The Company writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, e.g., when the counterparty has been placed in liquidation or has entered into bankruptcy proceedings. Financial assets written off may still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

Measurement and recognition of expected credit losses
The measurement of expected credit losses is a function of the probability of default, loss given default (i.e., the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. As for the exposure at default, for financial assets, this is represented by the asset's gross carrying amount at the reporting date. For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate.

The Company recognises an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account.

iii) Financial liabilities

Initial recognition and measurement
Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or is designated as such on initial recognition.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, amounts due to related parties, term loans and derivative financial instruments.

Subsequent measurement
After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised or modified as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in profit or loss.

Derecognition
A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

iv) Offsetting of financial instruments

Financial assets and financial liabilities are offset, and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

b) Derivative financial instruments and hedge accounting

The Company holds derivative financial instruments to hedge its interest rate risk exposure. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

Derivatives embedded in non-derivative host contracts that are not financial assets within the scope of IFRS 9 are treated as separate derivatives when they meet the definition of a derivative, their risks and characteristics are not closely related to those of the host contracts and the host contracts are not measured at FVTPL.

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. The Company designates its derivatives as hedges of a particular risk associated with the cash flows of recognised assets and liabilities and highly probable forecast transactions (cash flow hedges).

At the inception of the hedging, the Company documents the economic relationship between hedging instruments and the hedged items, including whether changes in the cash flows of the hedging instruments are expected to offset changes in the cash flows of the hedged items. The Company documents its risk management objective and strategy for undertaking its hedge transactions.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in the cash flow hedge reserve within equity. Any gain or loss relating to any ineffective portion is recognised immediately in profit or loss within other income or other expense, as appropriate.

The fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than 12 months and as a current asset or liability when the remaining maturity of the hedged item is less than 12 months.

When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in other comprehensive income at that time, remains in equity and is recognised when the forecast transaction is ultimately recognised in profit or loss. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in other comprehensive income is immediately transferred to the statement of profit or loss.

The fair value of the derivative is the equivalent of the unrealised gain or loss from marking to market the derivative using prevailing market rates or internal pricing models.

c) Property, plant, and equipment

Property, plant, and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses.

The cost of an item of property, plant and equipment comprises its acquisition cost, borrowing costs and all directly attributable costs of bringing the asset to the working condition for its intended use. The depreciation of the property, plant and equipment is computed on the straight-line basis over the useful lives of the assets as follows:

	Useful life
Building improvements	25
Plant and equipment	Unexpired term of the ECWPA
IT equipment	3
Vehicles	3
Furniture and fixtures	3

Asset residual values and useful lives are reviewed and adjusted if appropriate, at each financial position date. The carrying amount of property, plant and equipment is reviewed at each financial position date to determine whether there is any indication of impairment. If any such indication exists, an impairment loss is recognised in profit or loss. The carrying amount of property, plant and equipment is derecognised on disposal.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss.

d) Impairment of non-financial assets

An asset is impaired if its carrying amount exceeds its estimated recoverable amount. The recoverable amount of an asset is the higher of the asset's fair value less cost to sell and value-in-use. Fair value less cost to sell is the amount obtainable from the sale of an asset in an arm's length transaction. Value in use is the present value of the estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. An assessment is made at each statement of financial position date to determine whether there is objective evidence that a specific asset or a group of similar assets, may be impaired. If such evidence exists, an impairment loss is recognised in profit or loss. Assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units) for the purpose of testing impairment. If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

If an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

e) Cash and cash equivalents

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash in hand, bank current accounts and short-term deposits with an original maturity of three months or less, net of restricted balance for dividends payable.

f) Revenue recognition

Revenue is measured based on the transaction prices specified in a contract with a customer and comprises the following:

- Capacity payments for power and water consisting of a fixed capital component and a fixed operation and maintenance component ("O&M").
- Electrical and water output payments consisting of a fuel adjustment component and a variable O&M component.

Finance lease income
Capacity payments reflect the availability of the Plant to deliver output. The customer pays for capacity at an amount representative of the availability of the asset for the defined time period. Capacity payments covering the fixed capital component are apportioned on the basis of their relative fair values between minimum lease payments (comprising capital repayments relating to the provision of the Plant and finance income) and service income. The finance lease income for the fixed capital component is recognised in the statement of profit or loss as part of the minimum lease payment and is recognised as disclosed in note 3(g).

Operation and maintenance services
Revenue from rendering services is recognised based on the ECWPA contract. The Company recognises revenue from O&M services over time because the customer simultaneously receives and consumes the benefits provided to them.

The fixed O&M revenue is recognised based on the tariffs in the ECWPA contract and upon performance of the relevant services.

The variable O&M revenue is recognised based on the tariffs in the ECWPA contract and the actual units of electricity and water delivered during the year. The Company uses an output method in measuring the variable revenue based on the value of the services provided.

The fuel adjustment fees are recognised based on the tariffs in the ECWPA contract and the actual operating efficiency during the period, subject to the MEW's approval. No revenue is recognised if there are significant uncertainties regarding recovery of the consideration due.

Interest income
Interest income is accrued on effective interest rate basis, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

g) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

i. Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right-of-use assets
The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. If the ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

Lease liabilities
At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets
The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are of low value. Lease payments on short-term leases are recognised as expenses on a straight-line basis over the lease term.

ii. Company as a lessor

At inception or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative standalone prices. When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Company considers certain indicators such as whether the lease is for a major part of the economic life of the asset.

If an arrangement contains lease and non-lease components, then the Company applies IFRS 15 to allocate the consideration in the contract. The Company applies the derecognition and impairment requirements in IFRS 9 to the net investment in the lease. The Company further regularly reviews estimated unguaranteed residual values used in calculating the gross investment in the lease.

h) Provisions for liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the profit or loss net of any reimbursement.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

i) Borrowing costs

The interest on borrowings specifically incurred to finance the construction of plant and equipment is capitalised as part of their cost during the period that is required to complete the construction. All other interest cost is recognised as an expense of the period in which it is incurred.

j) Foreign currencies transactions

Foreign currency transactions are translated into United States Dollars (“USD”) at the rates prevailing on the transaction date. Monetary assets and liabilities denominated in foreign currencies are translated into USD at the rates of exchange ruling at the financial position date. Resultant gains or losses are taken to the statement of profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

For the purpose of presenting the KD financial statements, the assets and liabilities of the Company are expressed in KD using exchange rates prevailing at the reporting date. Income and expense items are translated at the average exchange rates for the year, unless exchange rates fluctuated significantly during that year, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and presented in the foreign currency translation reserve in equity.

k) Employees' end of service benefits

Employees are entitled to an end of service indemnity payable under the Kuwait Labor Law based on the employees' accumulated periods of service and latest entitlements of salaries and allowances. The expected costs of these benefits are accrued over the period of employment.

Kuwaiti employees
Pensions and other social benefits for Kuwaiti employees are covered by the Public Institution for Social Security scheme, to which employees and employers contribute monthly on a fixed percentage-of-salaries basis. The Company's share of contributions to this scheme, which is a defined contribution scheme, are charged to the statement of profit or loss in the year to which they relate.

l) NLST

NLST represents the tax payable to Kuwait's Ministry of Finance under NLST Law No. 19 of 2000, computed at 2.5% of profit before deduction of the contributions to KFAS, Zakat and NLST.

m) Contribution to KFAS

This represents the contribution to the Kuwait Foundation for the Advancement of Science ("KFAS") computed at 1% of profit for the year after the transfer to statutory reserve and other adjustments.

n) Zakat

Zakat represents the tax payable to Kuwait's Ministry of Finance under Zakat Law No. 46 of 2006, computed at 1% of profit for the year after the transfer to statutory reserve and other adjustments.

o) Current versus non-current classification

The Company presents assets and liabilities in statement of financial position based on current and non-current classification. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in a normal operating cycle; or
- Held primarily for the purpose of trading; or
- Expected to be realised within twelve months after the reporting period; or
- Bank balances, cash and deposits unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in a normal operating cycle; or
- It is held primarily for the purpose of trading; or
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

p) Critical accounting judgements and estimates

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities, and the accompanying disclosures, as well as the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. In the process of applying the Company's accounting policies, management has made judgements and assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. Existing circumstances and assumptions about future developments may change due to circumstances beyond the Company's control and are reflected in the assumptions if and when they occur. Items with the most significant effect on the amounts recognised in the financial statements with substantial management judgement and/or estimates are shown below with respect to the judgements/estimates involved.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Determining whether an arrangement contains a lease
Based on management's evaluation, the ECWPA with MEW is considered as a lease within the context of IFRS 16 and has been classified as a finance lease, since significant risks and rewards of ownership were transferred to MEW on the Project Commercial Operation Date which is the date of commencement of the lease term. The primary basis for this conclusion is that the ECWPA is for the substantial portion of the life of the Plant and the present value of minimum lease payments substantially equates to the fair value of the Plant at the inception of the lease.
Minimum lease payments

Minimum lease payments from the ECWPA are estimated based on projections of available net electricity and water capacity, US producer price indices and Kuwaiti consumer price indices over a period of twenty-five years.

Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are shown below.

Fair value of derivatives
Under interest rate swap contracts, the Company agrees to exchange the difference between fixed and floating rate interest amounts calculated on agreed notional principal amounts. Such contracts enable the Company to mitigate the risk of changing interest rates on the cash flow exposures on the issued variable rate portion of the debt. The fair value is calculated as the present value of the estimated future cash flows. Estimates of future floating rate cash flows are based on quoted swap rates, future prices, and interbank borrowing rates. Estimated cash flows are discounted using a yield curve constructed from similar sources and which reflects the relevant benchmark interbank rate used by market participants for this purpose when pricing interest rate swaps. The fair value estimate is subject to a credit risk adjustment that reflects the credit risk of the Company and of the counterparty.

q) New and amended standards and interpretations

A number of amendments to standards and interpretations are effective for annual periods beginning on 1 January 2022 as below, but they do not have material effect on the Company's financial statements:

- Covid-19-Related Rent Concessions beyond 30 June 2021 – Amendments to IFRS 16;
- Onerous Contracts – Cost of Fulfilling a Contract – Amendments to IAS 37;
- Annual improvements to IFRS Standards 2018-2020;
- Property, Plant and Equipment: Proceeds before Intended Use – Amendments to IAS 16; and
- Reference to the Conceptual Framework – Amendments to IFRS 3

Amendments to IFRS Standards which are effective for annual accounting period starting from 1 January 2022 did not have any material impact on the accounting policies, financial position, or performance of the Company.

r) Standards issued but not yet effective

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

- Classification of Liabilities as Current or Non-current (Amendments to IAS 1);
- IFRS 17 Insurance Contracts and amendments to IFRS 17 Insurance Contracts;
- Disclosure of Accounting Policies – Amendments to IAS 1 and IFRS Practice Statement 2;
- Disclosure of Accounting Estimates ((Amendments to IAS 8);
- Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12);
- Sale or Contribution of Assets between an Investors and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28); and
- Lease liability in a Sale and Leaseback (Amendments to IFRS 16)

The new standards and amendments are not expected to have a material impact on the financial statements of the Company in the period of initial application.

4. Cash and bank balances

	2022 KD	2021 KD
Cash in hand	1,297	506
Cash with banks	6,056,304	8,594,325
Short-term deposits with original maturity of less than three months	7,320,570	9,034,465
Total cash and bank balances	13,378,171	17,629,296
Less: Restricted balance for dividends payable (note 11)	(5,549,381)	(5,087,916)
Total cash and cash equivalents	7,828,790	12,541,380

Short-term deposits are denominated in USD and are placed with a foreign bank and carry effective interest rates ranging from 4.32% to 4.57% (2021: 0.09% to 0.14%) per annum.

5. Trade and other receivables

	2022	2021
	KD	KD
Trade receivables	5,677,569	10,493,826
Contract assets (a)	5,715,526	5,265,671
Prepaid expenses	591,967	550,328
Warranty claims receivable	-	308,501
Advance lease rent to MEW (b)	80,806	82,381
Other receivables	31,125	9,363
	12,096,993	16,710,070

(a) Contract assets relates to the Company's rights to consideration for work completed but not billed at the reporting date. Contract assets are transferred to receivables when the rights become unconditional. This usually occurs when the Company issues an invoice to MEW.

(b) The advance lease rent to MEW represents the total operating lease cost for the lease of the land paid in advance, on which the Plant is built. Advance lease rent to MEW is being amortised over the lease period of forty years.

The average credit period granted to the customer is 60 days. No interest is charged on the overdue trade receivables.

As of 31 December 2022, trade receivables of KD 5,677,569 (2021: KD 10,493,826) were neither past due nor impaired. All the trade receivables are denominated in KWD and are located in the State of Kuwait. The maximum exposure to credit risk at the statement of financial position date is disclosed in note 16 to these financial statements.

6. Finance lease receivable

Finance lease for which the Company acts as lessor.
This lease falls within the scope of the IFRS 16 and applies to the ECWPA on the basis that it is an energy conversion and sale contract that conveys an exclusive right to use a production asset. The Company has recognised a finance lease receivable as follows:

	Minimum lease receipts	Present value of minimum lease receipts
	2022	2022
	KD	KD
Amounts receivable under finance lease		
Within one year	38,223,507	13,940,177
Year 2 to 5 inclusive	152,317,359	63,426,992
After year 5	531,013,940	370,373,422
Undiscounted future minimum lease payments	721,554,806	447,740,591
Unearned finance income	(273,814,215)	-
Net investment in finance lease at 31 December 2022	447,740,591	447,740,591

	Minimum lease receipts	Present value of minimum lease receipts
	2021	**2021**
	KD	**KD**
Amounts receivable under finance lease		
Within one year	37,433,777	12,719,089
Year 2 to 5 included	150,601,766	59,467,838
After year 5	562,001,337	382,718,024
Undiscounted future minimum lease payments	750,036,880	454,904,951
Unearned finance income	(295,131,929)	-
Net investment in finance lease at 31 December 2021	454,904,951	454,904,951

Included in the statement of financial position:

	2022	2021
	KD	**KD**
Current portion	13,940,177	12,719,089
Non-current portion	433,800,414	442,185,862
	447,740,591	454,904,951

The interest rate implicit in the finance lease is 5.5% (2021: 5.5%) per annum.

7. Property, plant, and equipment

	Building improvements KD	Plant and equipment KD	IT Equipment KD	Vehicles KD	Furniture and fixtures KD	Total KD
Cost						
As at 1 January 2021	8,242	461,483	17,581	166,018	2,417	655,741
Additions for the year	-	81,561	3,259	-	-	84,820
Disposals for the year	-	-	(543)	-	-	(543)
Foreign currency translation	(20)	(942)	404	(412)	(6)	(976)
As at 31 December 2021	8,222	542,102	20,701	165,606	2,411	739,042
Additions for the year	-	143,431	5,584	24,556	80	173,651
Disposals for the year	-	-	(1,762)	(21,403)	-	(23,165)
Foreign currency translation	103	7,017	267	2,085	31	9,503
As at 31 December 2022	8,325	692,550	24,790	170,844	2,522	899,031
Accumulated depreciation						
As at 1 January 2021	579	42,710	4,683	163,931	952	212,855
Charge for the year	328	16,750	5,691	2,076	711	25,556
Relating to disposals	-	-	(260)	-	-	(260)
Foreign currency translation	(1)	(65)	443	(401)	(1)	(25)
As at 31 December 2021	906	59,395	10,557	165,606	1,662	238,126
Charge for the year	332	17,674	6,903	1,503	534	26,946
Relating to disposals	-	-	(1,762)	(21,403)	-	(23,165)
Foreign currency translation	13	771	140	2,051	22	2,997
As at 31 December 2022	1,251	77,840	15,838	147,757	2,218	244,904
Carrying amount						
As at 31 December 2022	7,074	614,710	8,952	23,087	304	654,127
As at 31 December 2021	7,316	482,707	10,144	-	749	500,916

8. Trade and other payables

	2022 KD	2021 KD
Accounts payable	1,159	11,819
Retentions payable*	613,109	602,697
Accruals and other payables	4,641,078	4,667,888
	5,255,346	5,282,404

* In accordance with the Ministerial Order 44 of 1985 and Articles 16, 37 and 39 of the Executive By laws to Law No. 2 of 2008, the Company retains 5% from all payments to all beneficiaries and releases such retentions upon receipt of a Tax Clearance Certificate or a No Objection Letter issued by the Ministry of Finance.

9. Related party transactions

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties include entities over which the Company has control or joint control, exercises significant influence, major shareholders, directors and key management personnel of the Company. The Company has a related party relationship with entities over which certain shareholders are able to exercise significant influence. These transactions are carried out on agreed terms basis.

Amounts due to/from related parties are interest free and have no agreed repayment schedule. Accordingly, these balances are considered receivable/payable on demand.

The related party transactions and balances included in these financial statements are as follows:

	2022 KD	2021 KD
Statement of financial position		
Due from related parties	2,936	153,964
Due to related parties	4,021,733	3,359,193
Statement of profit or loss and other comprehensive income		
Operating costs	16,584,320	14,987,044
Finance costs	26,995	50,813
General and administrative expenses	31,313	29,470

Key management compensation

Key management personnel comprise the Board of Directors and members of management having authority and responsibility for planning, directing and controlling the activities of the Company. The management compensation related to key management personnel was as follows:

	2022 KD	2021 KD
Secondment fees of key management included in “staff costs and related expenses "	240,218	229,736
Board of Directors’ remuneration	38,000	34,665

10. Term loans

	2022 KD	2021 KD
Current portion	17,109,406	17,404,430
Non-current portion	311,331,050	324,365,783
	328,440,456	341,770,213

	2022 KD	2021 KD
USD 645 million facility from Japan Bank for International Cooperation that bears a floating interest rate of Libor plus 1.25% per annum.	147,798,205	153,796,596
USD 283 million facility from various lenders under Nippon Export and Investment Insurance covered facilities agreement that bears a floating interest rate of Libor plus 1.10% - 1.30% per annum.	64,866,987	67,499,615
USD 505 million facility from various lenders under the Commercial facilities agreement that bears a floating interest rate of Libor plus 1.70% - 2.55% per annum.	115,775,264	120,474,002
	328,440,456	341,770,213

The loans are repayable in quarterly instalments with the final maturity in November 2036.

The loan agreements provide for the borrowings to be secured by assignment of receivables and residual rights under the ECWPA, as well as a pledge over the shares in the Company held by the Parent Company. Loan financial covenants include contribution of equity of at least 20% of the total project cost on the project commercial operation date and a debt service coverage ratio of 1.05:1 after that. At the reporting date, the Company is in compliance with above said customary covenants.

The Company is required to set up a debt service reserve account to maintain a certain level of cash to service its debt for a period of six months after taking into consideration any letter of credit issued. Certain related parties of the Company issued letters of credit in favor of the lenders of KD 18.9 million (USD 62 million) (2021: KD 16.9 million (USD 56 million) to contribute to the amount required resulting in no further cash deposit required to be maintained in the debt service reserve account as at 31 December 2022 (31 December 2021: KD 1.18 million (USD 3.9 million).

As at 31 December 2022, the Company has undrawn working capital facilities with a commercial bank in Kuwait amounting to KD 13.9 million (USD 45.2 million) (2021: KD 13.9 million (USD 45.8 million).

11. Share capital

The Company's authorised and issued share capital comprises 1,100,000,000 shares of 100 Kuwaiti fils (2021: 1,100,000,000 shares of 100 Kuwaiti fils) each, fully paid up in cash.

Dividends

On 11 May 2022, the Board of Directors proposed the first interim cash dividends of 7 fils per share amounting to KD 7,700,000 for the year ended 31 December 2022 (31 December 2021: 9 fils per share amounting to KD 9,900,000), which was subsequently distributed to the shareholders on 20 June 2022.

On 2 November 2022, the Board of Directors proposed the second interim cash dividends of 6 fils per share amounting to KD 6,600,000 for the year ended 31 December 2022 (31 December 2021: nil), which was subsequently distributed to the shareholders on 14 December 2022.

As at 31 December 2022, the Company has recorded dividends payable to its shareholders amounting to KD 5,549,381 relating to the dividend declared in prior periods (31 December 2021: KD 5,087,916).

On 1 March 2023, the Board of Directors proposed cash dividends of 4 fils per share amounting to KD 4,400,000 for the year ended 31 December 2022 (31 December 2021: 5 fils per share amounting to KD 5,500,000), which was subject to approval of the shareholders at the Annual General Assembly meeting.

12. Statutory reserve

In accordance with the Companies Law and the Company's Articles of Association, 10% of the net profit before contribution to KFAS, NLST and Zakat has been transferred to the statutory reserve and must be done annually until the reserve reaches a minimum of 50% of the paid-up share capital. This reserve can be utilised only for distribution of a maximum dividend of 5% in years when retained earnings are inadequate for this purpose.

13. Revenue

	2022 KD	2021 KD
Revenue from contract with customer		
Fixed operation and maintenance income	13,709,154	13,074,556
Electrical and water output income	5,923,942	4,136,930
Supplemental receipts and service income	8,122,212	7,607,771
	27,755,308	24,819,257
Finance lease income		
Interest income	24,988,935	25,329,814
	52,744,243	50,149,071

14. Basic and diluted earnings per share

Basic earnings per share are calculated by dividing the profit for the period attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the year.

Diluted EPS is calculated by dividing the profit attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the period plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares. As there are no outstanding dilutive instruments, the basic and diluted earnings per share are identical.

	2022	2021
Profit for the year (KD)	14,463,347	13,536,531
Weighted average number of ordinary shares outstanding during the year	1,100,000,000	1,100,000,000
Basic and diluted EPS (fils)	13	12

15. Operating segment

The Company produces water and electricity in the State of Kuwait on behalf of MEW from which it earns revenue and incurs expenses, the results of which are regularly reviewed by the Board of Directors of the Company. Accordingly, the Company has only one reportable segment and information relating to the reporting segment is set out in the statements of financial position and profit or loss and other comprehensive income.

16. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- credit risk;
- liquidity risk; and
- market risk.

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies, and processes for measuring and managing risk and the Company's management of capital.

i. Risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors is responsible for developing and monitoring the Company's risk management policies.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

(a) Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Financial assets, which potentially subject the Company to credit risk, consist principally of bank balances and short-term deposits, trade and other receivables, contract assets, due from related parties and the finance lease receivable. The Company manages credit risk by placing funds with financial institutions of high credit rating and transacting its principal business with counterparties of repute.

Exposure to credit risk
The carrying amount of following financial assets represents the maximum credit exposure of the Company:

	2022	2021
	KD	KD
Cash and bank balances	13,376,874	17,628,791
Trade and other receivables	11,424,220	16,077,361
Due from related parties	2,936	153,965
Finance lease receivable	447,740,591	454,904,952
	472,544,621	488,765,069

Cash and bank balances
Bank balances and deposits are held with banks and financial institution counterparties, which are highly rated. As at 31 December 2022, the 12 month ECL computed on bank balances was insignificant.

Trade and other receivables and finance lease receivables
The trade receivables, contract assets and finance lease receivable arise on dealing with only one customer, MEW of the State of Kuwait. Credit risk with respect to trade receivables, contract assets and finance lease receivable are considered low as they relate to sovereign risk.

Due from related parties
Transactions with related parties are carried out on a negotiated contract basis. As at 31 December 2022, the 12 month ECL computed on related party balances was insignificant.

(b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial liabilities. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has built an appropriate liquidity risk management framework for the management of the Company's long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate funding reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

Liquidity is managed by periodically ensuring its availability in an amount sufficient to meet any future commitments. The Company does not consider itself exposed to significant risks in relation to liquidity.

The following are the undiscounted contractual maturities of financial liabilities:

		Contractual cash flows				
	Carrying amount	**Less than 1 year**	**Between 1 and 2 years**	**Between 2 and 5 years**	**Over 5 years**	**Total**
	KD	**KD**	**KD**	**KD**	**KD**	**KD**
2022						
Trade and other payables	5,255,346	5,255,346	-	-	-	5,255,346
Due to related parties	4,021,733	4,021,733	-	-	-	4,021,733
Dividends payable	5,549,381	5,549,381	-	-	-	5,549,381
Term loans	328,440,456	37,172,884	73,860,653	108,729,700	270,429,995	490,193,232
	343,266,916	51,999,344	73,860,653	108,729,700	270,429,995	505,019,692
2021						
Trade and other payables	5,296,404	5,296,404	-	-	-	5,296,404
Due to related parties	3,359,193	3,359,193	-	-	-	3,359,193
Dividends payable	5,087,916	5,087,916	-	-	-	5,087,916
Term loans	341,770,213	22,944,676	44,826,201	72,697,014	249,002,292	389,470,183
	355,513,726	36,688,189	44,826,201	72,697,014	249,002,292	403,213,696

(c) Market risk

Market risk is the risk that changes in market prices – e.g., foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Foreign currency risk
Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. At the reporting date, the Company is not significantly exposed to currency risk.

Interest rate risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. The Company manages this risk by hedging its long-term borrowings using floating to fixed interest rate swaps. Such interest rate swaps have the economic effect of converting borrowings from floating to fixed rate and therefore the exposure to cash flow interest rate risk is limited.

At the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in cash flows of the hedged item attributable to the hedged risk, which is when the hedging relationships meet all of the following hedge effectiveness requirements:

- there is an economic relationship between the hedged item and the hedging instrument;
- the effect of credit risk does not dominate the value changes that result from that economic relationship; and
- the hedge ratio of the hedging relationship is the same as that resulting from the quantity of the hedged item that the Company hedges and the quantity of the hedging instrument that the entity actually uses to hedge that quantity of hedged item.

A fundamental review and reform of major interest rate benchmarks is being undertaken globally which includes the replacement of interbank offered rates with alternative nearly risk-free rates (referred to as 'IBOR reform'). There is uncertainty as to the timing and the method of transition for replacing existing benchmark interbank offered rates (IBOR) with alternative rates.

As a result of uncertainties, significant accounting judgement is involved in determining whether certain hedge accounting relationships that hedge the variability of foreign exchange and interest rate risk due to expected changes in IBORs continue to qualify for hedge accounting as at 31 December 2022. IBOR continues to be used as a reference rate in financial markets and is used in the valuation of instruments with maturities that exceed the expected end date for IBOR. The Company believes the current market structure supports the continuation of hedge accounting as at 31 December 2022.

The Company has engaged legal advisors to review the finance documentation in order to make the necessary amendments for the IBOR transition. The exercise is expected to be completed in Q2 2023. The Company is expected to use Secured Overnight Financing Rate ('SOFR') compounded as replacement benchmark rate instead of LIBOR post the transition date of 30 June 2023. The same new rate will be used for both loans and derivatives.

At 31 December 2022, if interest rates at that date had been 0.5% higher / lower with all other variables held constant, profit before contribution to NLST, KFAS, Zakat and Board pf Directors' remuneration would have been lower/higher by KD 113,376 (2021: KD 419,062).

Equity price risk
Equity price risk is the risk that the value of a financial instrument will fluctuate as a result of changes in equity market prices, whether caused by factors specific to an individual investment, issuer or all factors affecting all instruments traded in the market. As at the reporting date, the Company is not exposed to equity price risk, as it has no investment in equity instruments.

ii. Fair value of financial instruments

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in orderly transactions between market participants at the measurement date. Fair values are determined from quoted prices in active markets for identical financial assets or financial liabilities where these are available. Where the market for a financial instrument is not active, fair value is established using a valuation technique. These valuation techniques involve a degree of estimation, the extent of which depends on the instrument's complexity and the availability of market-based data.

Determination of fair value and fair value hierarchy:
The Company uses the following hierarchy for determining and disclosing the fair values of financial instruments:

- Level 1: quoted prices in an active market for the same instrument;
- Level 2: quoted prices in an active market for similar instruments or other valuation techniques for which all significant inputs are based on observable market data; and
- Level 3: valuation techniques for which any significant input is not based on observable market data including the net asset value of private equity funds where the underlying investments are unquoted private companies / real estate assets.

Fair valuation of derivative financial instrument
Under IRS contracts, the Company agrees to settle the difference between the fixed and floating rate interest amounts that are calculated on agreed notional principal amounts. Such contract enables the Company to mitigate its risk of the changing interest rates on the cash flow exposures of its issued variable rate debt. The fair value represents the net present value of the estimated future cashflows. Estimates of future floating rate cashflows are based on quoted swap rates, future prices, and inter-bank borrowing rates. These cashflows are discounted using a yield curve that reflects a relevant benchmark inter-bank rate used by market participants for similar instruments when pricing such interest-rate swaps. The Company has determined that the fair value of interest-rate swaps as disclosed in note 17 to the financial statements which is classified as Level 2 as per its fair value measurement policy.

Other financial assets and liabilities
For other financial assets and liabilities carried at cost less impairment or amortised cost, the carrying value is not significantly different from their fair values as most of these assets and liabilities are of short-term maturity or re-priced immediately based on market movement in interest rates.

17. Hedge reserve account and derivative financial liabilities

In the ordinary course of business, the Company uses derivative financial instruments in the form of interest rate swaps to manage its exposure to fluctuations in interest rates. A derivative financial instrument is a financial contract between two parties where payments are dependent upon movements in the price of one or more underlying financial instruments, reference rates or indices. Interest rate swaps are contractual agreements between two parties to exchange interest based on notional values in a single currency for a fixed period.

In accordance with the Common Terms Agreement signed with the lenders, the Company is required to swap the floating rate interest due on its borrowings to fixed rate interest through interest rate swaps. Accordingly, the Company entered into a number of forward starting interest rate swaps from January 2014 to August 2036 to hedge variable rate interest payments on its outstanding debt and future debt issuances. On 26 November 2020, the Company entered into two additional voluntary interest rate swaps to replace expiring swap coverage. All of these swaps have been classified as cash flow hedges. The decrease in the fair value of the outstanding interest rate swaps as of 31 December 2022 amounting to KD 63,219,020 (2021: decrease of KD 27,419,965) has been taken to other comprehensive income and classified as hedge reserve in equity.

Information about fair value hierarchy of derivative financial instrument is disclosed in note 16.

The table below shows the fair values of derivative financial instruments, together with the notional amounts analysed by the term to maturity. Notional amounts represent amounts to which a rate or price is applied to determine the amounts of cash flows to be exchanged and do not represent the potential gain or loss associated with the market or credit risk of such instruments.

Derivatives held for hedging:

	2022 KD	2021 KD
Cash flow hedges - Interest rate swaps		
Notional amount:		
At 31 December	312,018,697	324,681,911
Negative fair value:		
Short term	6,157,629	(11,803,677)
Long term	(19,764,545)	(64,159,637)
	(13,606,916)	(75,963,314)
Foreign exchange translation differences	72,868	(789,754)
	(13,534,048)	(76,753,068)

18. Embedded derivatives

The ECWPA and the O&M contain embedded derivatives in the form of price adjustments for inflation based on price indices.

These embedded derivatives are not separated from the host contracts and are not accounted for as stand-alone derivatives under IFRS 9, as management believes that the economic characteristics and risks associated with the embedded derivatives are closely related to those of the host contract.

19. Capital management

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

Consistent with others in the industry, the Company monitors capital based on the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings less cash and cash equivalents as per the statement of cash flows. Total capital is calculated as equity, excluding the hedge reserve (as shown in the statement of financial position) plus net debt.

	2022 KD	2021 KD
Total borrowings (note 10)	328,440,456	341,770,213
Less: cash and cash equivalents as per the statement of cash flows	(7,828,790)	(12,541,380)
Net debt	320,611,666	329,228,833
Total equity (excluding hedge reserve)	132,842,143	135,156,705
Total capital	453,453,809	464,385,538
Gearing ratio	71%	71%

20. Commitments

The Company has an O&M agreement with AZN O&M Company W.L.L, which operates and maintains the Plant, for which the Company has agreed to pay fixed and variable operating fees, to be adjusted based on price indices.

Under the O&M agreement, the minimum future payments due are as follows:

	2022	2021
	KD	KD
Within one year	16,670,641	15,206,375
Year 2 to 5 inclusive	88,546,128	79,566,823
After year 5	266,545,636	262,569,554
	371,762,405	357,342,752

21. Contingencies

Contingent assets are not recognised as an asset until realisation becomes virtually certain. Contingent liabilities are not recognised as a liability unless as a result of past events it is probable that an outflow of economic resources will be required to settle a present, legal or constructive obligation and the amount can be reliably estimated.

The Company had no contingencies at 31 December 2022 (2021: nil).