

TRANSCORP POWER PLC

UNAUDITED INTERIM FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 JUNE 2025

Table of Contents

Corporate Information	3
Statement of Directors' Responsibilities	5
Statement of Profit or Loss and Other Comprehensive Income	7
Statement of Financial Position	8
Statement of Changes in Equity	9
Statement of Cashflow	10
Note to the financial statements	11

Corporate Information

Company Registration No.	RC 1067143	
Tax Identification Number	14640316-0001	
Registered Office	38 Glover Road Ikoyi, Lagos Nigeria.	
Plant Address	Transcorp Power Plc. KM 20 Warri/Patani Expressway Ughelli Delta State, Nigeria	
Board of Directors	Mr. Emmanuel Nnorom Engr. Peter Ikenga Dr. (Mrs.) Owen Omogiafo, OON Mr. Adim Jibunoh Engr. Vincent Ozoude Engr. Charles Oditia Ms. Faith Tuedor-Matthews Mr. Christopher Ezeafulukwe	Chairman Managing Director/Chief Executive Officer Non-Executive Director Non-Executive Director Non-Executive Director Independent Non-Executive Director Independent Non-Executive Director Non-Executive
Auditors	Messrs. Deloitte & Touche Chartered Accountants Civic Towers Plot GA 1 Ozumba Mbadiwe Avenue Victoria Island, Lagos Nigeria	
Principal Banker	United Bank for Africa Plc	
Company Secretary	Atinuke Kolade 38 Glover Road Ikoyi, Lagos, Nigeria.	
Investors Relation	Evans Okpogoro evans.okpogoro@transcorppower.com	

Incorporation and address

The Company is the successor company from the merger of Transcorp Ughelli Power Limited and Ughelli Power Plc. Transcorp Ughelli Power Limited was incorporated in Nigeria on 24 September 2012 under the Companies and Allied Matters Act, of Nigeria as a private limited liability company for the purpose of acquiring 100% shareholding in Ughelli Power Plc from the Federal Government of Nigeria on 1 November 2013

On 1 October 2015, Transcorp Ughelli Power Limited merged with its subsidiary, Ughelli Power Plc with a resultant change in name to Transcorp Power Limited, and cancellation of the share capital of Ughelli Power Plc. No new company was formed.

On 19 December 2023, the Company held an Extra-ordinary General Meeting (EGM) and passed a resolution to convert the company from a private limited liability company to a public limited liability company, and the consequent change of name from Transcorp Power Limited to Transcorp Power Plc on 10 January 2024. At the same meeting, the Company increased its share capital from ₦42,733,641.50 divided into 85,467,283 ordinary shares of ₦0.50 each to ₦3,750,000,000.00 divided into 7,500,000,000 ordinary shares of ₦0.50 each by the creation of an additional 7,414,532,717 ordinary shares of ₦0.50 each. It was also approved that the shares of the company be listed on the main Board of the Nigerian Exchange Limited (NGX).

The address of the Company’s registered office is:

38 Glover Road
Ikoyi, Lagos
Nigeria.

Principal activities

The Company is mainly engaged in the generation and sale of electric power.

Shareholders

Major Shareholders

According to the register of members, the following shareholders of the Company hold 5% or more of the issued ordinary share capital as at 30 June 2025

SHAREHOLDERS WITH 5% AND ABOVE				
Shareholder	Shareholding (Units) H1		Shareholding (Units) H1	
	2025	%	2024	%
Transnational Corporation Plc	3,824,435,342	50.99	3,867,409,318	51.57
Rich Point Limited	2,418,593,587	32.25	2,495,397,960	33.27
Woodrock Energy Resources Limited	479,631,247	6.40	560,506,826	7.47

Shareholding Analysis

Shareholding structure and Free Float

The company met the free float requirement as at 30 June 2025 with 727,593,139 shares (9.70%) valued at N232,829,804,480 as on that date.

TRANSCORP POWER PLC				
FREE FLOAT COMPUTATION				
Company Name:	TRANSCORP POWER PLC		TRANSCORP POWER PLC	
Year End:	30/06/2025		31/03/2025	
Reporting Period:	Q2 2025		Q1 2025	
Share Price at end of reporting period:	N350.90		N364.90	
	Units	Percentage (In relation to Issued Share Capital)	Units	Percentage (In relation to Issued Share Capital)
Issued Share Capital	7,500,000,000	100%	7,500,000,000	100%
Details of Substantial Shareholdings (5% and above)				
TRANSNATIONAL CORPORATION PLC	3,824,435,342	50.99	3,824,435,342	50.99
RICH POINT LIMITED	2,418,593,587	32.25	2,418,593,587	32.25
WOODROCK ENERGY RESOURCES LIMITED	479,631,247	6.40	479,631,247	6.40
Total Substantial Shareholdings	6,722,660,176	89.64	6,722,660,176	89.64
Directors' Shareholdings (direct and indirect), excluding directors with substantial interests				
MR EMMANUEL NNOROM	17,354,867	0.23	17,354,867	0.23
MR EMMANUEL NNOROM (Vine Foods Ltd)	3,641,000	0.05	3,641,000	0.05
MR. PETER IKENGA	325,159	0.00	325,159	0.00
DR MRS OWEN OMOGAIFO	18,355,867	0.24	18,355,867	0.24
MR ADIM JIBUNOH	51,000	0.00	51,000	0.00
CHRISTOPHER EZEAFULUKWE	9,947,792	0.13	9,947,792	0.13
MR VINCENT OZOUBE	51,000	0.00	51,000	0.00
MR CHARLES ODITA	20,000	0.00	20,000	0.00
MRS FAITH TUEDOR- MATTHEWS	-	-	-	-
Total Directors' Shareholdings	49,746,685	0.65	49,746,685	0.65
Total Other Influential Shareholdings				
Free Float in Units and Percentage	727,593,139	9.70	576,732,716	7.69
Free Float in Value	₦232,829,804,480		₦210,449,768,068	

Statement of Directors' Responsibilities

The Directors of Transcorp Power Plc are responsible for the preparation of the unaudited financial statements that give a true and fair view of the financial position of the Company as at 30 June 2025 and the results of its operations, cash flows and changes in equity for the year then ended, in compliance with IFRS Accounting Standards and in the manner required by the Companies and Allied Matters Act 2020, and the Financial Reporting Council of Nigeria (Amendment) Act, 2023.

In preparing the financial statements, the Directors are responsible for:

- properly selecting and applying accounting policies.
- presenting information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information.
- providing additional disclosures when compliance with the specific requirements in with IFRS Accounting Standards are insufficient to enable users to understand the impact of transactions, other events and conditions on the company's financial position and financial performance.

Going Concern

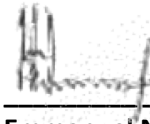
The Directors have made an assessment of the Company's ability to continue as a going concern and have no reason to believe the Company will not remain a going concern in the year ahead.

The financial statements of the Company for the period ended 30 June 2025 were approved by the Directors on the 25th July, 2025

On behalf of the Directors of the Company.



Peter Ikenga
Managing Director/Chief Executive Officer
FRC/2021/PRO/DIR/003/00000023699



Emmanuel Nnorom
Chairman
FRC/2014/PRO/DIR/003/0000007402

Statement of Profit or Loss and Other Comprehensive Income
For the Period ended 30 June 2025

	Notes	30 June 2025 N'000	30 June 2024 N'000
Continuing operations			
Revenue from contracts with customers	7	205,808,438	135,443,332
Cost of sales	8	<u>(128,184,936)</u>	<u>(72,466,830)</u>
Gross profit		77,623,502	62,976,502
Other operating income	9	-	21,156
Impairment loss on financial assets	12	(3,797,923)	(2,994,727)
Administrative expenses	11	<u>(14,751,469)</u>	<u>(8,807,310)</u>
Operating profit		59,074,110	51,195,621
Finance income	10.1	3,450,126	2,655,555
Finance cost	10.2	(6,413,877)	(3,983,262)
Other gain (loss)	10.3	<u>2,616,518</u>	<u>1,103,834</u>
Profit before income tax	10.4	<u>58,726,877</u>	<u>50,971,749</u>
Income tax expense	13	(14,681,719)	(14,194,422)
Profit for the year		<u>44,045,158</u>	<u>36,777,327</u>
Other comprehensive (loss)/income: Items that will not be reclassified to profit or loss		-	-
Total comprehensive income for the year		<u>44,045,158</u>	<u>36,777,327</u>
Basic and diluted earnings per share (N)*	14	<u>5.87</u>	<u>4.90</u>

The notes on pages 9 to 24 are an integral part of these financial statements.

Statement of Profit or Loss and Other Comprehensive Income
For the Period ended 30 June 2025

	Q2 2025 N'000	Q2 2024 N'000
Continuing operations		
Revenue from contracts with customers	100,366,275	67,581,082
Cost of sales	<u>(77,773,353)</u>	<u>(39,383,189)</u>
Gross profit	22,592,922	28,197,893
Other operating income	-	21,156
Impairment loss on financial assets	(764,669)	(1,906,126)
Administrative expenses	<u>(7,298,736)</u>	<u>(4,527,661)</u>
Operating profit	14,529,517	21,785,262
Finance income	1,705,761	1,357,051
Finance cost	(3,657,967)	(1,807,118)
Foreign exchange gain (loss)	2,866,960	864,333
	<u>-</u>	<u>-</u>
Profit before income tax	<u>15,444,271</u>	<u>22,199,529</u>
Income tax expense	(3,861,068)	(7,679,294)
Profit for the year	<u>11,583,203</u>	<u>14,520,235</u>
Other comprehensive (loss)/income: Items that will not be reclassified to profit or loss	-	-
Total comprehensive income for the year	<u>11,583,203</u>	<u>14,520,235</u>
Basic and diluted earnings per share (N)	<u>1.54</u>	<u>1.94</u>

The notes on pages 9 to 24 are an integral part of these financial statements.


Statement of Financial Position
As at period ended 30 June 2025

	Notes	30 June 2025 N'000	31 December 2024 N'000
Assets			
Non-current assets			
Property, plant and equipment	15	58,353,577	60,609,082
Intangible asset	16	9,701,191	9,701,191
Investments	22	17,543,928	17,380,744
		85,598,696	87,691,017
Current assets			
Inventories	17	2,615,040	2,367,501
Trade and other receivables	18	399,362,700	298,388,501
Cash and cash equivalents	19	34,949,646	8,335,248
Total current assets		436,927,386	309,091,250
Total assets		522,526,082	396,782,267
Equity and liabilities			
Equity			
Share capital	24	3,750,000	3,750,000
Share premium	25	44,385,019	44,385,019
Retained earnings	26	96,285,753	78,490,595
Total equity		144,420,772	126,625,614
Liabilities			
Non-current liabilities			
Borrowings	21.1	44,738,622	33,093,392
Deferred tax liabilities	13.3	7,254,116	7,254,111
		51,992,738	40,347,503
Current liabilities			
Trade and other payables	20	257,406,980	172,446,559
Current tax payable	13.1	67,224,959	52,848,904
Borrowings	21.1	1,480,633	4,513,687
		326,112,572	229,809,150
Total liabilities		378,105,310	270,156,653
Total equity and liabilities		522,526,082	396,782,267

The financial statements and notes on pages 9 to 24 were approved by the Board of Directors on July 25, 2025 and signed on its behalf by:



Emmanuel Nnorom
Chairman, Board of Directors
FRC/2014/PRO/DIR/003/0000007402



Evans Okpogoro
Chief Finance Officer
FRC/2021/PRO/ICAN/001/0000023056



Peter Ikenga
MD/CEO
FRC/2021/PRO/DIR/003/00000023699

The notes on pages 9 to 24 are an integral part of these financial statements.

Statement of Changes in Equity
For the period ended 30 June 2025

	Share capital (Note 25) N'000	Share premium (Note 24) N'000	Retained earnings (Note 25) N'000	Total N'000
Balance at 1 January 2024	3,750,000	44,385,019	9,727,327	57,862,346
Profit for the year	-	-	80,013,268	80,013,268
Dividends (Note 26)	-	-	(11,250,000)	(11,250,000)
Balance at 31 December 2024	3,750,000	44,385,019	78,490,595	126,625,614
Profit for the year	-	-	44,045,158	44,045,158
Dividends (Note 26)	-	-	(26,250,000)	(26,250,000)
Total transactions with owners, recognised directly in equity	-	-	17,795,158	17,795,158
Balance at 30 June 2025	3,750,000	44,385,019	96,285,753	144,420,772

The notes on pages 9 to 24 are an integral part of these financial statements.

Statement of Cashflow
For the period ended 30 June 2025

	Notes	30 June 2025 N'000	30 June 2024 N'000	31 December 2024 N'000
Cash generated from operations				
Profit before tax		58,726,877	50,971,749	113,287,196
Adjustment to reconcile profit before tax to net cash flows:				
Depreciation of property, plant and equipment	11.0	2,770,614	2,398,793	4,901,062
Finance income	10.0	(3,450,126)	(2,655,555)	(7,342,864)
Finance cost	10.0	6,413,877	2,879,427	9,858,358
Write off of Property, Plant Equipment	15.0	-	-	-
Profit from the side sale of Property, Plant and Equipment		-	-	-
Net Impairment allowance on financial assets	12.0	3,797,923	2,994,727	8,109,188
Effect of Foreign exchange loss		(2,616,518)	185,903	1,771,593
Adjustment to Property, Plant and Equipment		-	-	1,124,000
Working capital adjustments:				
Increase in trade and other receivables		(100,974,199)	(70,676,303)	(147,313,093)
Increase in inventories		(247,539)	(1,357,417)	(606,711)
Increase in trade and other payables		84,960,421	39,661,837	73,610,726
Net cash flows from operating activities				
		49,381,328	24,403,161	57,399,455
Tax paid	13.1	(305,664)	(1,351,008)	(2,551,009)
Total Net cash flows from operating activities				
		49,075,664	23,052,153	54,848,446
Investing activities				
Purchase of property, plant and equipment	15.0	(515,110)	(2,115,842)	(8,654,265)
Investment in bonds/shares/fixed deposit		(163,184)	11,358,789	(16,778,130)
Proceeds from Liquidation of bond securities /PPE		-	-	1,771,278
Interest income	10.0	3,450,126	2,655,555	1,473,681
Net cash used in investing activities				
		2,771,832	11,898,502	(22,187,436)
Financing activities				
Dividend paid	5.0	(26,250,000)	(23,462,335)	(23,092,160)
Proceeds from borrowings	21.2	23,526,569	23,113,000	23,463,000
Repayments of loan interest		(4,564,141)	(4,281,479)	(8,156,423)
Repayments of Principal	21.2	(16,630,527)	(12,317,341)	(23,465,125)
Net cash used in financing activities				
		(23,918,099)	(16,948,156)	(31,250,708)
Net movement in cash and cash equivalents				
		27,929,397	18,002,499	1,410,302
Cash and cash equivalents at the beginning of the year		8,335,248	6,368,572	6,368,572
Effect of Forex on cash balance		(1,314,999)	-	556,374
Cash and cash equivalents at the end of the year				
	19.0	34,949,646	24,371,071	8,335,248

The notes on pages 9 to 24 are an integral part of these financial statements.

Note to the financial statements

1 General information

Transcorp Power Plc ("the Company") was incorporated in Nigeria on 24 September 2012 under the Companies and Allied Matters Act as amended as a private limited liability company as Transcorp Power Limited and is domiciled in Nigeria. It changed name to Transcorp Power Plc in January 2024. Transcorp Power Plc is a subsidiary of Transnational Corporation Plc (Transcorp).

The company's principal activity is the generation and sales of electric power.

The financial statements are presented in Nigerian Naira (NGN) and all values are rounded to the nearest thousand (N'000), except when otherwise indicated.

2 Basis of preparation

The financial statements have been prepared in compliance with IFRS Accounting Standards and interpretations issued by the International Accounting Standards Board (IASB) and in the manner required by the Companies and Allied Matters Act (CAMA) 2020 and the Financial Reporting Council (Amendment) Act 2023. Further standards may be issued by the International Accounting Standards Board (IASB) and may be subject to interpretations issued by the International Financial Reporting Interpretation Committee (IFRIC).

The financial statements have been prepared on the historical cost basis, except for the revaluation of financial instruments that are measured at revalued amounts or fair values at the end of each reporting period, as explained in the accounting policies below.

3 Financial period

These financial statements cover the financial year from 1 January 2025 to 30 June 2025, with comparative figures for the period ended 30 June 2024 and financial year ended 31 December 2024.

4 Going Concern

The Directors have at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing financial statements.

5 Composition of financial statements

The financial statements are drawn up in Naira, the functional currency of Transcorp Power Plc.

The financial statements are prepared in accordance with IFRS Accounting Standards and comprise:

- Statement of profit or loss and other comprehensive income
- Statement of financial position
- Statement of changes in equity
- Statement of cash flows
- Notes to the financial statements.

6 Principal activities

The Company is mainly engaged in the generation and sale of electric power.

7 Revenue from contracts with customers

Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers:

	30 June 2025 N'000	30 June 2024 N'000
Capacity charge	54,999,713	42,065,992
Energy delivered	150,799,725	93,368,340
Ancillary services	9,000	9,000
Total revenue from contracts with customers	<u>205,808,438</u>	<u>135,443,332</u>
Timing of revenue recognition		
Services transferred over time	205,808,438	135,443,332
Total revenue from contracts with customers	<u>205,808,438</u>	<u>135,443,332</u>
Revenue generated from:		
Local customers	146,769,481	105,619,633
International customers	59,038,957	29,823,699
Total revenue from contracts with customers	<u>205,808,438</u>	<u>135,443,332</u>

There is no other revenue item outside IFRS 15.

Ancillary services include earnings from Blackstart operations and frequency control services provided.

	30 June 2025 N'000	30 June 2024 N'000
8 Cost of sales		
Natural gas and fuel costs	109,167,057	66,525,445
Salaries and wages	776,207	534,479
Repairs and maintenance*	13,992,675	2,549,272
Depreciation (Note 11.1)	2,737,498	2,369,748
Insurance	574,155	191,508
Other direct expenses	937,344	296,379
Total cost of sales	<u>128,184,936</u>	<u>72,466,830</u>
9 Other operating income		
Other income	-	-
	<u>-</u>	<u>-</u>

Repairs and maintenance* - Included in the repairs and maintenance cost is the contract sum for operating and maintenance cost as at June 30, 2025.

Note to the financial statements (cont'd)

		30 June 2025	30 June 2024
		N'000	N'000
10	Finance income and finance costs		
	Finance income		
10.1	Interest income	3,450,126	2,655,555
		<u>3,450,126</u>	<u>2,655,555</u>

The interest income relates to interest on demand deposits and interest from intercompany loans.

		30 June 2025	30 June 2024
		N'000	N'000
10.2	Finance costs		
	Interest expense on loans (Note 21.2)	(6,413,877)	(3,983,262)
10.3	Other gain/(loss)		
	Foreign exchange gain/(loss)	2,616,518	1,103,834
10.4	Profit before income tax	58,726,877	50,971,749
	The profit before income taxation was arrived at after charging/(crediting):		
	Depreciation	2,770,614	2,398,793
	Other gain/(loss)	2,616,518	1,103,834
	Interest expense on loans	6,413,877	3,983,252
	Interest income	(3,450,126)	(2,655,555)
	Auditors' remuneration	48,150	41,962
	Director's' remuneration	232,765	102,292

		30 June	30 June
		2025	2024
		N'000	N'000
11	Administrative expenses		
	Auditors' remuneration	48,150	41,962
	Bank charges	43,058	13,296
	Depreciation (Note 11.1)	33,116	29,045
	Directors' remuneration	232,765	102,292
	Corporate social responsibility (a)	1,882,480	1,350,800
	Insurance	1,062	15,381
	Management fees (b)	7,082,832	5,217,466
	Other operating expenses (c)	1,538,097	1,139,606
	Professional fees	402,188	63,367
	Rates & utilities	15,500	6,000
	Repairs and maintenance	219,289	134,983
	Security services	99,695	66,224
	Staff costs (c)	340,929	338,075
	Donations	2,232,898	-
	Pension cost	14,345	11,716
	Subscriptions and fees	383,535	49,937
	Travel and accommodation	181,530	227,158
		<u>14,751,469</u>	<u>8,807,310</u>

Note to the financial statements (cont'd)

11 Administrative expenses (cont'd)

- a. Corporate Social Responsibility relates to various social responsibilities carried out during the period.
- b. Management fees relates to the management services that the parent company, Transnational Corporation Plc provided during the period to the Company.
- c. Included in staff cost is N134.4 million paid to teachers of Transcorp Power Plc. Staff School. The staff school is seen by management as part of the Corporate Social Responsibility of the Company and the net expenses are included in other operating expenses. Also included in the other operating expenses are entertainment, feeding/canteen expenses, medical expenses, printing and stationery, ICT expenses, community related expenses and listing expenses.

11.1 Total depreciation included in the statement of profit or loss

	30 June 2025 N'000	30 June 2024 N'000
Depreciation- Cost of sales (Note 8)	2,737,498	2,369,748
Depreciation- Administrative expenses (Note 11)	33,116	29,045
Total depreciation expense	<u>2,770,614</u>	<u>2,398,793</u>
12 Impairment loss on financial assets		
Total impairment loss on financial assets	<u>3,797,923</u>	<u>2,994,727</u>

Note to the financial statements (cont'd)

13 Income tax

The major components of income tax expense for the period ended 30 June 2025 and 2024 are:

	30 June 2025 N'000	30 June 2024 N'000
Current income tax	14,681,719	14,194,422
Total income tax for the period	14,681,719	14,194,422
Deferred tax:		
Relating to origination and reversal of temporary differences	-	-
Income tax expense reported in the statement of profit or loss	14,681,719	14,194,422

	30 June 2025 N'000	31 December 2024 N'000
13.1 The movement in tax payable is as follows:		
Balance as at 1 January	52,848,904	20,181,722
Total Income tax for the period	14,681,719	35,218,191
Tax paid during the period	(305,664)	(2,551,009)
31 March & 31 December	67,224,959	52,848,904

Corporate tax is calculated at 30 percent of the estimated taxable profit for the period. The charge for taxation in these financial statements is based on the provisions of the Companies Income Tax Act as amended. The charge for education tax of 3 percent is based on the provisions of the Education Tax Act, as amended.

Note to the financial statements (cont'd)

14 Basic and diluted earnings per share

Basic earnings per share are calculated by dividing the net profit attributable to shareholders by the weighted average number of ordinary shares in issue during the year. There were no potentially dilutive ordinary shares at either period end; hence the basic and diluted earnings per share have the same value.

	30 June 2025	30 June 2024
Profit for the year attributable to shareholders (in ₦'000)	<u>44,045,158</u>	<u>36,777,327</u>
Weighted average number of shares in issue (unit '000)	<u>7,500,000</u>	<u>7,500,000</u>
Basic earnings per share (₦)	<u>5.87</u>	<u>4.90</u>

The denominator for the purposes of calculating basic earnings per share is based on issued and fully paid ordinary shares of N0.50 each.

There have been no transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of authorisation of these financial statements.

Note to the financial statements (cont'd)

15 Property, plant and equipment

	Land N'000	Building N'000	Furniture and fittings N'000	Plant and machinery N'000	Motor vehicles N'000	Capital Spares N'000	Work in progress N'000	Total N'000
Cost:								
1 January 2024	842,460	1,766,473	479,027	76,524,648	234,159	3,151,287	6,522,087	89,520,141
Additions	-	22,225	39,876	3,568,732	144,050	299,387	4,579,995	8,654,265
Reclassification	-	-	-	3,535,546	-	-	(3,535,546)	-
Adjustments (Note 15.3)	-	-	-	-	-	-	(1,124,000)	(1,124,000)
Transfer	-	-	-	-	-	(487,875)	487,875	-
31 December 2024	842,460	1,788,698	518,903	83,628,926	378,209	2,962,799	6,930,411	97,050,406
1 January 2025	842,460	1,788,698	518,903	83,628,926	378,209	2,962,799	6,930,411	97,050,406
Additions	-	-	72,330	351,670	-	4,264	86,846	515,110
Reclassification	-	-	-	5,035,838	-	-	(5,035,838)	-
Adjustments	-	-	-	-	-	-	-	-
Transfer	-	-	-	-	-	-	-	-
30 June 2025	842,460	1,788,698	591,233	89,016,434	378,209	2,967,063	1,981,419	97,565,516
Accumulated depreciation:								
1 January 2024	-	327,440	313,840	30,725,046	173,937	-	-	31,540,263
Depreciation for the year	-	35,798	56,184	4,763,339	45,741	-	-	4,901,062
Disposals	-	-	-	-	-	-	-	-
31 December 2024	-	363,238	370,024	35,488,385	219,678	-	-	36,441,325
1 January 2025	-	363,238	370,024	35,488,385	219,678	-	-	36,441,325
Depreciation for the year	-	17,996	32,129	2,696,339	24,150	-	-	2,770,614
30 June 2025	-	381,234	402,153	38,184,724	243,828	-	-	39,211,939
Carrying amounts								
31 December 2024	842,460	1,425,460	148,879	48,140,541	158,531	2,962,799	6,930,412	60,609,082
30 June 2025	842,460	1,407,464	189,080	50,831,710	134,381	2,875,954	2,006,348	58,353,577

15.1 None of these assets are impaired nor pledged as security or collateral.

15.2 The transfer in the current period relates to items reclassified from capital spares to work in progress whereas that of the prior period relates to capital spares previously classed as inventory.

15.3 The adjustments relate to certain costs in the capital work in progress of which upon review by the management during the period took decision to expense as it was considered not meeting the criteria for a property, plant and machinery.

Note to the financial statements (cont'd)

16 Intangible asset	30 June 2025 N'000	30 June 2024 N'000
Goodwill		
Balance at 1 January	9,701,191	9,701,191
Adjustments	-	-
	-	-
Balance at 31 March	9,701,191	9,701,191

Goodwill arose from the excess of the consideration over acquisition-date fair values of identifiable asset i.e. purchase of Ughelli Power Plc on 1 November 2013.

In assessing goodwill impairment at 30 June 2025 and 30 June 2024, the Company compared the aggregate recoverable amount of the asset to the carrying amounts. Recoverable amount has been determined based on the value in use using five-year cash flow forecast approved by directors that made maximum use of observable markets for inputs and outputs. For periods beyond the forecast period, cash flows were extrapolated using growth rates that do not exceed the long-term average for the business.

The company has done goodwill assessment and there is a significant headroom from the assessment as such, there is no possible impairment that can arise on the goodwill.

17 Inventories	30 June 2025 N'000	31 December 2024 N'000
General stores	2,416,835	2,124,983
Stationery	48,996	42,677
Lubricant	149,209	199,841
	-	-
	2,615,040	2,367,501

General stores, stationery and lubricants are carried as inventories and recognised in profit or loss as consumed. The cost of inventories recognised as an expense and included in 'cost of sales' amounted to N2.39 billion (H1 2024: N2.4 billion). The impairment provision on inventory is based on specific identification of damaged items that are assessed as unlikely to be usable effectively for intended purposes. There was no inventory written down during the year.

Note to the financial statements (cont'd)

		30 June	31 December
18 Trade and other receivables		2025	2024
		N'000	N'000
Trade receivables	(Note 18.1)	365,267,297	239,041,280
Due from related companies	(Note 18.2)	29,402,238	31,618,697
Prepayments		651,304	173,216
Advances to suppliers		3,856,073	1,057,458
Other receivables	(Note 18.3)	185,788	26,497,850
		<u>399,362,700</u>	<u>298,388,501</u>

		30 June	31 December
18.1 Trade receivables		2025	2024
		N'000	N'000
Trade receivables		384,536,417	254,512,477
Less: provision for impairment loss on trade receivables		(19,269,120)	(8,271,007)
		<u>365,267,297</u>	<u>239,041,280</u>
Trade receivables		<u>365,267,297</u>	<u>239,041,280</u>

18.1a Interest clause in the Power Purchase Agreement

The Company is entitled to interest on electricity bills that are not paid within the contractual period as stipulated in the Power Purchase Agreement (PPA) signed with the Company's major customer (NBET) on 21 February 2013. The Company started selling electricity to NBET in 2015 and has not recognised any interest since then.

The reconciliation is still on going and no firm commitment has been received from the government on the payment. Based on the Company calculations, the interest component amounted to ₦126 billion (2024: ₦72.2billion). The Board of Directors decided not to recognize but to disclose the interest income in the financial statements in line with the general industry practice.

		30 June	31 December
18.2 Due from related companies		2025	2024
		N'000	N'000
Receivables from related parties	(Note 23.1)	31,473,786	31,903,475
Less: provision for impairment loss		(2,071,547)	(1,162,549)
		<u>29,402,238</u>	<u>30,740,926</u>

18.3 The other receivables in FY 2024 included an accrued revenue of about N26.0bn representing the December 2024 revenue which had not been invoiced to the customers. Invoices are raised when the Final Settlement Statement is issued by the Market Operator. There was no outstanding invoice to customers in H1 2025.

Note to the financial statements (cont'd)

		30 June 2025 N'000	31 December 2024 N'000
19	Cash and cash equivalents		
	Cash in hand	-	-
	Cash at bank	8,652,709	2,706,105
	Demand deposits	26,296,937	5,629,143
		34,949,646	8,335,248
	Cash and cash equivalents	34,949,646	8,335,248

Cash and cash equivalents comprise cash and bank balances. The carrying amount of these assets approximate their fair value. There is no impairment of cash balance because the cash is in reputable financial institutions.

		30 June 2025 N'000	31 December 2024 N'000
20	Trade and other payables		
	Trade payables	167,098,047	115,569,278
	Other payables	69,991,979	39,890,996
	Other Accruals	19,815,640	16,481,759
	Withholding tax	412,322	413,784
	PAYE tax deductions	2,128	3,878
	Dividend payable	86,864	86,864
		257,406,980	172,446,559

20.1 The trade payables relate to gas suppliers' payables and the other payables are vendors that supplied various materials and provided services to the company.

Note to the financial statements (cont'd)

21 Financial assets and financial liabilities (cont'd)

21.1 Financial liabilities

	Maturity	30 June 2025 N'000	31 December 2024 N'000
Term loan	2023 - 2030	46,219,255	37,607,079
\$215 million acquisition loan	2023	-	-
Total interest-bearing loans and borrowings		<u>46,219,255</u>	<u>37,312,273</u>
Non-current		44,738,622	33,093,392
Current		<u>1,480,633</u>	<u>4,513,687</u>
		<u>46,219,255</u>	<u>37,607,079</u>

Qualitative description of interest-bearing loans and borrowing

Term loans

Term loans are facilities obtained by the Company from its banker (UBA). These facilities are repayable by instalments at various dates between 2023 and 2030 with interest rate ranging from 24.5% to 30.5% per annum.

\$215 million acquisition loan

\$215 million acquisition loan obtained by the Company from its bankers for the purpose of acquiring 100% interest in Ughelli Power Plc. The balance was due for repayment in December 2023 and subsequently settled in January 2024.

Security on loans

The securities to the lenders over the Company's borrowings include the irrevocable domiciliation of the company's operational proceeds with the lender, the assignment of rights over all material contracts and Legal Charge over the shares of the Sponsor. There is no domiciliary loan as at Q1 2025.

Note to the financial statements (cont'd)

		30 June	31 December
22 Investments		2025	2024
		N'000	N'000
Investment in shares		17,543,928	17,380,744
Investment in bonds securities		-	-
		17,543,928	17,380,744

The investment in shares includes: 5% shareholding in Afam Power Plc, 15% shareholding of Jeolan International Limited. Jeolan owns 60% of Abuja Electricity Distribution Company (AEDC), purchase of United Bank of Africa (UBA) shares and an equity investment in Tenoil Petroleum and Energy Services Ltd resulting to 31,521 units of shares, translating to 0.31% ownership.

23 Related party transactions and balances

The Company is a subsidiary of Transnational Corporation Plc which is domiciled in Nigeria. The parent company, Transnational Corporation Plc provided management services during the period to the Company and other intercompany related expenses/transaction.

23.1 Balances with related parties during the year

		30 June	31 December
Receivables from related parties	Nature of relationship	2025	2024
		N'000	N'000
Transnational Corporation Plc	Parent company	7,081,528	18,632,846
Transcorp Hotel Plc, Abuja	Subsidiary of the group	9,829,798	8,472,616
Transcorp OPL 281 Limited	Subsidiary of the group	-	14,017
Trans-Afam Power Limited	Subsidiary of the group	14,562,459	6,368,765
Transcorp Energy Limited	Subsidiary of the group	-	200,000
Teragro Commodities Limited	Subsidiary of the group	-	2,000
		31,473,785	33,690,244

		30 June	31 December
24 Share capital		2025	2024
		N'000	N'000
Allotted, called up, issued and fully paid:			
At 1 January		3,750,000	3,750,000
		3,750,000	3,750,000
7,500,000,000 ordinary shares at 50k each		3,750,000	3,750,000

		30 June	31 December
25 Share premium		2025	2024
		N'000	N'000
Balance as at 1 January		44,385,019	44,385,019
Scrip issued		-	-
New Shares as a bonus issue		-	-
		44,385,019	44,385,019
Balance as at 31 December		44,385,019	44,385,019

Note to the financial statements (cont'd)

26 Retained earnings

The movement in retained earnings during the year is as follows:

	30 June 2025 N'000	31 December 2024 N'000
Balance as at 1 January	78,490,595	9,727,327
Profit for the period	44,045,158	80,013,268
Interim & final dividend	<u>(26,250,000)</u>	<u>(11,250,000)</u>
Balance as at 31 March	<u>96,285,753</u>	<u>78,490,595</u>

27 Particulars of employees

The table below shows the number of employees (excluding directors), who earned emoluments in the year and were within the bands stated.

Employees	30 June 2025 Number	31 December 2024 Number
Less than N1,000,000	-	-
N1,000,001 - N2,000,000	4	10
N2,000,001 - N5,000,000	68	63
Above N5,000,000	<u>112</u>	<u>117</u>
	<u>184</u>	<u>190</u>

28 Capital commitments and contingent liabilities

The Directors have disclosed that all known liabilities and commitments which are relevant in assessing the state of affairs of the Company have been taken into consideration in the preparation of these financial statements.

Legal claim contingency

The Company is involved in some legal actions in the ordinary course of business which are not material. The Company has been advised by its legal counsel that it is only possible, but not probable, that the action will succeed. Accordingly, no provision for any liability has been made in these financial statements.