BOARD OF DIRECTORS' REPORT

Dear Shareholders,

On behalf of the Board of Directors of Al Suwadi Power Company SAOG (the "Company"), I have the pleasure to present the Directors' Report of the Company for the half year ended 30 June 2018.

Operational Results

The Plant ran smoothly and efficiently with reliability of 99.72% and delivered 2,333 GWh to the Omani grid. The plant load for the period was 72.85% as against 66.78% in corresponding period of 2017. The Plant's good reliability was achieved with no Lost Time Accidents to any of the staff, thereby clocking 2,555 Lost Time Accident free days since inception, and is reflective of our continued internal focus on Health, Safety, Environment and Quality Management.

Financial Results

	6 months 2018 RO'000 Unaudited	6 months 2017 RO'000 Unaudited	Percentage change
Revenues	37,609	35,715	5.3%
Direct Costs	-26,191	-24,319	-7.7%
Gross Profit	11,418	11,396	0.2%
Profit before tax	5,683	5,359	6.0%
Tax expense	-1,641	-3,778	56.6%
Net profit	4,042	1,581	155.7%

Better plant reliability, higher generation and 3% increase in gas prices have increased the revenues. Reduction in the O&M cost improved the gross profit but was partially impacted by thermal inefficiency due to higher plant load. Additionally, steady reduction in finance cost during the period as compared to the six-month period of 2017 has resulted in 6% increase in profit before tax. During 2017, increase in corporate income tax rate from 12% to 15% had triggered a one-time additional deferred tax provision for prior years. Finally, the net profit for the period was substantially higher than corresponding period of 2017.

Following the changes made in the Income Tax Law during February 2017, the protection available to the Company under the Change of Law provision of the Power Purchase Agreement was invoked. Recently, Oman Power and Water Procurement Company (OPWP) has conveyed its position on the matter which substantially mitigates adverse financial impact on the Company resulting from the tax law changes.

The share price was 119 Baizas at the end of June 2018.

Corporate Social Responsibility

The solar power facility for school at Barka run by Ministry of Education is being implemented. The management has discussed with Ministry of Health to provide ancillary equipment to the X Ray Unit at the Barka primary health care centre as also providing wheel chairs to the centre. This is expected to be agreed and implemented in the second half of year 2018.

The Company will strive to serve the community with concerted efforts in the sphere of health, education, sports and social service.

Medium term Outlook

During the period, routine maintenance of all major operational equipment, which was planned as per the recommendation of the manufacturers, was successfully concluded. All reasonable measures are being taken by the management to maintain high reliability levels in 2018. Consequently, we expect a steady progress in the Company's financial performance.

Acknowledgement

I would like to extend my personal thanks to all personnel associated with the operation of the power plant and the staff of the Company for their hard work and dedication, as well as to those others such as our contractors, whose expertise has assisted us in achieving these excellent results.

Finally, on behalf of the Board of Directors, I would like to extend our deep appreciation and gratitude to His Majesty Sultan Qaboos Bin Said and His Government for their continued support and encouragement to the private sector by creating an environment that allows us to participate effectively in the growth of the Sultanate's economy and to dedicate our achievements to the building of a strong nation.

Charles Paul Dexter Chairperson

Unaudited condensed income statement

for the six month period ended 30 June

	Notes	2018 RO'000s	2017 RO'000s
Revenues		37,609	35,715
Direct costs	3	(26,191)	(24,319)
Gross profit		11,418	11,396
General and administrative expenses	4	(388)	(395)
Profit before interest and tax	<u></u>	11,030	11,001
Finance costs (net)	5	(5,347)	(5,642)
Profit before tax	<u></u>	5,683	5,359
Tax expense	6	(1,641)	(3,778)
Net profit for the period	-	4,042	1,581
Earnings per share			
Basic earnings per share (Baizas)	18	5.66	2.21

Unaudited condensed statement of profit or loss and other comprehesive income

for the six month period ended 30 June

	2018 RO'000s	2017 RO'000s
Net profit for the period	4,042	1,581
Other comprehensive income, net of income tax: Item that will be reclassified to profit or loss		
Cash flow hedges - effective portion of changes in fair value	3,534	1,258
Total comprehensive income for the period	7,576	2,839

Unaudited condensed statement of financial position

as at

			Audited
	Notes	30 June	31 December
		2018	2017
		RO'000s	RO'000s
Assets			
Non-current assets			
Property, plant and equipment	7	277,000	280,988
Capital spares		413	413
Total non-current assets		277,413	281,401
Current assets			
Trade and other receivables	8	9,789	3,734
Inventory		1,822	1,745
Short term deposit	9	· -	1,770
Cash and cash equivalents	10	10,681	2,609
Total current assets		22,292	9,858
Total assets		299,705	291,259
Equity and liabilities			
Equity	***		
Share capital	11(a)	71,441	71,441
Legal reserve	11(b)	4,476	4,476
Retained earnings		13,428	11,886
Shareholders' fund		89,345	87,803
Hedging reserve	11(c)	(1,797)	(5,331)
Total equity		87,548	82,472
Liabilities			
Non-current liabilities			
Term loans	12	161,551	162,324
Derivative instruments		2,117	6,307
Deferred tax liability		18,202	15,933
Asset retirement obligation		258	249
End of service benefits		7	6
Total non-current liabilities	-	182,135	184,819
Current liabilities			
Term loans	12	15,336	15,288
Trade and other payables	13	10,356	6,680
Short term borrowing		4,330	2,000
Total current liabilities		30,022	23,968
Total liabilities		212,157	208,787
Total equity and liabilities		299,705	291,259
Net assets per share (Baizas)	17	125.06	122.90
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The financial statements were approved and authorised for issue in accordance with a resolution of the Board of Directors on 25 July 2018.

Chairperson

Director

Unaudited condensed statement of cash flows

for the six month period ended 30 June

	Notes	2018 RO'000s	2017 RO'000s
Cash flows from operating activities:			
Net profit for the period		4,042	1,581
Adjustments for:			
Depreciation		4,002	4,011
Finance costs (net)		5,347	5,642
Tax expense		1,641	3,778
	_	15,032	15,012
Changes in:			
Trade and other receivables		(6,059)	(5,909)
Inventory		(77)	55
Trade and other payables		3,658	3,921
Cash generated from operating activites	_	12,554	13,079
Finance costs paid		(4,758)	(4,885)
Net cash generated from operating activities	_	7,796	8,194
Cash flows from investing activities:			
Acquisition of property, plant and equipment		(14)	(46)
Acquisition of capital spares		-	(5)
Net cash (used in) investing activities	_	(14)	(51)
Cash flows from financing activities:			
Repayment of term loans		(1,325)	(1,385)
Proceeds from short term borrowing - net		2,330	960
Maturity of short term deposit		1,770	1,923
Dividend paid		(2,500)	(2,715)
Interest received		15	12
Net cash generated from /(used in) financing activities	_	290	(1,205)
Net change in cash and cash equivalents		8,072	6,938
Cash and cash equivalents at beginning of the period	10	2,609	3,682
Cash and cash equivalents at end of the period	10	10,681	10,620

Unaudited condensed statement of changes in equity

for the six month period ended 30 June

	Share capital RO'000s	Legal reserve RO'000s	Retained earnings RO'000s	Hedging reserve RO'000s	Total RO'000s
Balance at 1 January 2018	71,441	4,476	11,886	(5,331)	82,472
Total comprehensive income for the period					
Net profit for the period	-	-	4,042	-	4,042
Other comprehensive income for the period net of					
income tax Cash flow hedges - effective portion of changes in					
fair value	-	-	-	3,534	3,534
Total comprehensive income for the period	-	-	4,042	3,534	7,576
Transaction with owners of the Company					
Contribution and distribution					
Dividend		-	(2,500)	-	(2,500)
Total transaction with owners of the Company	-	-	(2,500)	-	(2,500)
Balance at 30 June 2018	71,441	4,476	13,428	(1,797)	87,548
Balance at 1 January 2017	71,441	3,911	12,914	(9,939)	78,327
Total comprehensive income for the period					
Net profit for the period	-	-	1,581	-	1,581
Other comprehensive income for the period net of					
income tax					
Cash flow hedges - effective portion of changes in				1.250	1.050
fair value		-	1.501	1,258	1,258
Total comprehensive income for the period Transaction with owners of the Company	-	-	1,581	1,258	2,839
Contribution and distribution					
Dividend	_	_	(2,715)	_	(2,715)
Total transaction with owners of the Company		<u> </u>	(2,715)		(2,715) $(2,715)$
Balance at 30 June 2017	71,441	3,911	11,780	(8,681)	78,451
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Notes to the unaudited condensed interim financial statements

1 Legal status and principal activities

Al Suwadi Power Company (the "Company") was registered as a closed Omani Joint Stock company ("SAOC") on 2 August 2010 under the Commercial Companies Law of Oman. Subsequently, the Company was converted to a Public Joint Stock Company ("SAOG") and was listed on the Muscat Securities Market on 23 June 2014.

The Company's objectives are to develop, finance, design, construct, operate, maintain, insure and own a power generating facility (the Barka 3 Power Plant with a capacity of about 750MW), and associated gas interconnection facilities and other relevant infrastructure; to make available the demonstrated power capacity; and to sell the electrical energy generated to Oman Power and Water Procurement Company SAOC. Accordingly, the Plant is considered and managed as one reportable segment. Commercial Operation of the Plant was achieved by the Company on 4 April 2013.

2 Basis of preparation and significant accounting policies

Basis of preparation

(a) Statement of compliance

These condensed interim financial statements have been prepared in accordance with IAS 34 Interim Financial Reporting, applicable requirements of the Oman Commercial Companies Law of 1974 (as amended) ("CCL") and disclosure requirements of the Capital Market Authority of the Sultanate of Oman ("CMA"). Selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the last annual financial statements as at and for the year ended 31 December 2017. The condensed interim financial statements do not include all information required for full annual financial statements prepared in accordance with International Financial Reporting Standards (IFRSs).

(b) Basis of measurement

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

(c) Use of estimates and judgements

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

Critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in these condensed interim financial statements are same as those that were applied to the financial statements as at and for the year ended 31 December 2017.

(d) Presentation Currency

These condensed interim financial statements have been presented in Rial Omani which is the presentation currency, and all values are rounded to the nearest thousand (RO'000) except where otherwise stated.

Change in significant accounting policies

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

31 December 2017. From 1 January 2018, the Company has adopted IFRS 15 'Revenue from Contracts with Customers' and IFRS 9 'Financial Instruments' and concluded that there is no material impact on these financial statement.

Notes to the unaudited condensed interim financial statements

3.	Direct costs	30 June 2018 RO'000s	30 June 2017 RO'000s
		10 240	16 215
	Fuel gas	18,249	16,215
	Depreciation (note 7) Operation and maintenance ("O&M") fees (note 14)	4,000 3,484	4,005
	Insurance	253	3,473 249
	Grid connection fee	101	106
	Fuel oil	25	55
	Other O&M expenses	79	216
	Outer Gent expenses	26,191	24,319
4.	General and administrative expenses		
	Secondment fees (note 14)	113	122
	Public company related costs	82	84
	Employment costs	75	73
	Agency fees	25	25
	Office rent	10	13
	Directors' sitting fees (note 14)	10	9
	Depreciation (note 7)	2	6
	Other general and administrative expenses	71	63
		388	395
5.	Finance costs (net)		
	Interest on term loans	3,817	3,310
	Swap interest	819	1,585
	Amortisation of deferred finance costs	600	648
	Debt Service Reserve Account ("DSRA") LC cost (note 14)	78	78
	Interest on working capital	50	28
	Exchange loss	11	10
	Asset retirement obligation - unwinding of discount	10	27
	Interest income	(11)	(8)
	Ineffective portion of interest rate hedge	(27)	(36)
		5,347	5,642
6.	Tax expense		
	Income tax recongnised in the income statement:		
	Deferred tax with respect to current period	839	765
	Deferred tax with respect to prior period	802	3,013
		1,641	3,778

- (a) In May 2018, the Secretariat General of Taxation ("SGT") has issued decision in respect of the objection filed by the Company for assessment orders for years 2012 and 2013. The SGT accepted the Company's tax return for year 2012, however, maintained the initial assessment order issued by tax department for year 2013. As a result, deferred tax provision based on final decision by the SGT has been recorded in these financial statements.
- (b) In 2017, the Royal Decree 9/2017 was issued on 19 February 2017 and published in the official gazette on 26 February 2017 amending certain provisions of the Income Tax Law 28/2009, including increase in corporate income tax rate from 12% to 15%. Accordingly, the effect of increase in tax rate on prior years was incorporated in comparative financial statements.

Notes to the unaudited condensed interim financial statements

7. Property, plant and equipment

7.	Property, plant and equipment				
		Property, plant	Technical	Other	
		and equipment	Spares	assets	Total
		RO'000s	RO'000s	RO'000s	RO'000s
	Cost				
	1 January 2018	317,897	1,717	93	319,707
	Addition during the period	2	-	12	14
	Disposal during the period		-	(1)	(1)
	30 June 2018	317,899	1,717	104	319,720
	Depreciation				
	1 January 2018	38,357	276	86	38,719
	Charge during the period	3,966	34	2	4,002
	Disposal during the period	-	-	(1)	(1)
	30 June 2018	42,323	310	87	42,720
	Carrying amount				
	30 June 2018	275,576	1,407	17	277,000
	31 December 2017	279,540	1,441	7	280,988
					Audited
				30 June	31 December
				2018	2017
				RO'000s	RO'000s
8.	Trade and other receivebles			110 0005	10 0005
	Trade receivables			9,613	2,737
	Due from a related party (note 14)			-,020	33
	Prepayments			41	237
	Other receivables and accrued income			135	727
				9,789	3,734

9. Short term deposit

As per the CTA, the Company is required to maintain a Debt Service Provisioning Account ("DSPA") to ensure funds are available to service the loan instalments and interest on due date. At each repayment date at the end of October, the Company is required to put the scheduled amount towards the next six monthly payment. The amount in the DSPA cannot be utilized for any purpose other than servicing the loan instalments and interest and is as such restricted cash. The amount in the DSPA was put into a short term deposit which matured on 27 April 2018.

10. Cash and cash equivalents

Cash in hand	1	1
Cash at bank	10,680	2,608
	10,681	2,609

Cash at bank includes RO 4,000 (31 December 2017: RO 4,000) as margin money towards a bank guarantee.

Notes to the unaudited condensed interim financial statements

11. Equity

(a) Share capital

The details of the shareholders are as follows:

Kahrabel FZE UAE 213,607,492 29.90% Middle East Investment LLC Omani 102,160,110 14.30% Civil Service Employees Pension Fund Omani 76,858,091 10.76% SEP International Netherlands B.V. Netherlands 51,080,055 7.15% Blue Horizon Barka Power B.V. Netherlands 51,080,055 7.15% Public Authority for Social Insurance Omani 47,560,197 6.66% Ministry of Defence Pension Fund Omani 46,149,064 6.46% Shareholders with less than 5% shareholding 125,911,276 17.62% 31 December 2017 UAE 213,607,492 29.90% Multitech LLC Omani 102,160,110 14.30% Civil Service Employees Pension Fund Omani 76,858,091 10.76% SEP International Netherlands B.V. Netherlands 51,080,055 7.15% Blue Horizon Barka Power B.V. Netherlands 51,080,055 7.15% Public Authority for Social Insurance Omani 47,560,197 6.66% Ministry of Defence Pension Fund	30 June 2018	Nationality	No. of shares held of nominal value 100 Bzs. each	% of total	Aggregate nominal value of shares held RO '000
Kahrabel FZE UAE 213,607,492 29.90% Multitech LLC Omani 102,160,110 14.30% Civil Service Employees Pension Fund Omani 76,858,091 10.76% SEP International Netherlands B.V. Netherlands 51,080,055 7.15% Blue Horizon Barka Power B.V. Netherlands 51,080,055 7.15% Public Authority for Social Insurance Omani 47,560,197 6.66% Ministry of Defence Pension Fund Omani 46,149,064 6.46%	Middle East Investment LLC Civil Service Employees Pension Fund SEP International Netherlands B.V. Blue Horizon Barka Power B.V. Public Authority for Social Insurance Ministry of Defence Pension Fund	Omani Omani Netherlands Netherlands Omani	102,160,110 76,858,091 51,080,055 51,080,055 47,560,197 46,149,064 125,911,276	14.30% 10.76% 7.15% 7.15% 6.66% 6.46% 17.62%	21,361 10,216 7,686 5,108 5,108 4,756 4,615 12,591 71,441
Multitech LLCOmani102,160,11014.30%Civil Service Employees Pension FundOmani76,858,09110.76%SEP International Netherlands B.V.Netherlands51,080,0557.15%Blue Horizon Barka Power B.V.Netherlands51,080,0557.15%Public Authority for Social InsuranceOmani47,560,1976.66%Ministry of Defence Pension FundOmani46,149,0646.46%	31 December 2017				
714,406,340 100.00%	Multitech LLC Civil Service Employees Pension Fund SEP International Netherlands B.V. Blue Horizon Barka Power B.V. Public Authority for Social Insurance Ministry of Defence Pension Fund	Omani Omani Netherlands Netherlands Omani	102,160,110 76,858,091 51,080,055 51,080,055 47,560,197 46,149,064 125,911,276	14.30% 10.76% 7.15% 7.15% 6.66% 6.46% 17.62%	21,361 10,216 7,686 5,108 5,108 4,756 4,615 12,591 71,441

The Company has authorized, issued and paid-up share capital of RO 71,440,634 consisting of 714,406,340 shares of RO 0.1 each (31 December 2017: RO 71,440,634 consisting of 714,406,340 shares of RO 0.1 each).

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at general meetings of the Company. All shares rank equally with regard to the Company's residual assets.

(b) Legal reserve

Article 106 of the Commercial Companies Law of 1974 requires that 10% of Company's net profit is transferred to a non-distributable legal reserve until the amount of legal reserve becomes equal to at least one-third of the Company's issued share capital.

(c) Hedging reserve

Hedging reserve comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instruments related to hedged transactions that have not yet occurred.

Notes to the unaudited condensed interim financial statements

			Audited
		30 June	31 December
		2018	2017
		RO'000s	RO'000s
12.	Term loans		
	Term loans	182,590	183,915
	Less: current portion	(15,336)	(15,288)
	Non-current portion	167,254	168,627
	Less: unamortised transaction cost	(5,703)	(6,303)
		161,551	162,324

On 16 September 2010, the Company entered into a Common Terms Agreement ("CTA"), for credit facilities with a consortium of international banks, export credit agencies and a local bank, with Credit Agricole Corporate & Investment Bank as the Global Facility Agent, Offshore Security Trustee, Offshore Account Bank, KEXIM Facility Agent and Commercial Facility Agent; with Bank Muscat SAOG as Onshore Security Agent and Onshore Account Bank; and with KfW IPEX - Bank GmbH as the Hermes Facility Agent.

At 30 June 2018 and 31 December 2017, the outstanding amounts were as follows:

	Hermes Covered Variable Facility	51,547	51,794
	Commercial Facility	43,339	43,995
	KEXIM Direct Facility	36,737	36,913
	Hermes Covered Fixed Facility	31,721	31,874
	KEXIM Covered Facility	19,246	19,339
		182,590	183,915
13.	Trade and other payables		
	Fuel gas payable and accural	7,153	3,882
	Accrued finance cost	1,584	1,622
	Due to related parties (note 14)	1,131	769
	Trade payables	0	2
	Other payables and accruals	488	405
		10,356	6,680

14. Related party transactions

Related parties comprise the shareholders, directors, key management personnel, business entities that have the ability to control or exercise significant influence over financial and operating decisions of the Company and entities over which certain shareholders are able to exercise significant influence. Prices and terms of these transactions, which are entered into in the normal course of business, are on mutually agreed terms and conditions.

Key management benefits

Key management personnel are those having authority for planning, directing and controlling the activities of the Company, directly or indirectly, including any director (whether executive or otherwise). Total compensation paid to the top five employees, including key management personnel for the six month period ended are as follows:

	30 June	30 June
	2018	2017
	RO'000s	RO'000s
Key management benefits	148	157

Notes to the unaudited condensed interim financial statements

14. Related party transactions (continued)

The Company had the following transactions with related parties during the six month period ended:

The Company had the following transactions with related parties during	-	
	30 June	30 June
	2018	2017
	RO '000s	RO '000s
Suez-Tractebel Operation & Maintenance Oman LLC	3,495	3,620
Kahrabel Operations & Maintenance (Oman) LLC	132	140
Al Batinah Power Company SAOG	111	117
International Power SA Dubai Branch	38	14
ENGIE S.A.	35	35
Middle East Investment LLC	13	-
Directors'	10	9
Sojitz Corporation	9	9
Shikoku Electric Power Co., Inc.	9	9
Public Authority for Social Insurance	8	8
Laborelec Middle East	6	_
Multitech LLC	4	17
	3,870	3,978
		-,,,,
The nature of the above transactions is as follows:		
Operation and maintenance ("O&M") fees (note 3)	3,484	3,473
Secondment fees (note 4)	113	122
Sharing of costs	111	117
DSRA LC cost (note 5)	78	78
· · · · ·		
Professional fees	38	14
Backcharge of expenses	19	18
Directors' sitting fees (note 4)	10	9
Custom duties	7	13
Technical services	6	-
Other O&M expenses	4	134
	3,870	3,978
		Audited
	30 June	31 December
	2018	2017
	RO '000s	RO '000s
Balances due to related parties comprised:	KO 000s	RO 0003
Suez-Tractebel Operation & Maintenance Oman LLC	1,018	728
ENGIE S.A.	42	7
Kahrabel Operations & Maintenance (Oman) LLC	30	0
Middle East Investment LLC	13	-
Laborelec Middle East	9	7
Public Authority for Social Insurance	5	2
Shikoku Electric Power Co., Inc.	5	2
Sojitz Corporation	5	2
International Power SA Dubai Branch	3	3
Al Batinah Power Company SAOG	1	-
Directors'	1	15
Multitech LLC	-	3
Municon LLC	1,131	769
	1,131	709
Balance due from a related party comprised:		
Al Batinah Power Company SAOG	<u>-</u>	33

Notes to the unaudited condensed interim financial statements

15. Financial risk management

The Company's financial risk management objectives and policies are consistent with those disclosed in the financial statements as at and for the year ended 31 December 2017.

16. Commitments

- a) Operation and maintenance commitments and land lease commitments are consistent with those disclosed in the financial statements as at and for the year ended 31 December 2017 as reduced by amounts accounted for during the six month period ended 30 June 2018.
- b) The Company has placed purchase orders for RO 47,950 which are outstanding as at 30 June 2018 (RO 14,549 as at 31 December 2017).

17. Net assets per share

Net assets per share is calculated by dividing the net assets attributable to the ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period/year.

	30 June 2018	Audited 31 December 2017
Net assets - shareholder funds (RO'000s)	89,345	87,803
Weighted average number of shares outstanding during the period/year ('000s)	714,406	714,406
Net asset per share (Baizas)	125.06	122.90

The management believes that the hedging deficit of RO 1.79 million as at 30 June 2018 (RO 5.33 million as at 31 December 2017) represents the loss which the Company would incur, if it opts to terminate its swap agreements on this date. However, under the terms of its financing agreements, the Company is not permitted to terminate the swap agreements. Accordingly the hedging deficit has been excluded from the Shareholder Funds.

18. Basic earnings per share

Basic earnings per share is calculated by dividing the net profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

	30 June 2018	30 June 2017
Net profit for the period (RO'000s)	4,042	1,581
Weighted average number of shares outstanding during the period ('000s)	714,406	714,406
Basic earnings per share (Baizas)	5.66	2.21

19. Comparative figures

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