

# **TRANSCORP POWER PLC**

UNAUDITED INTERIM FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 MARCH 2025

## Table of Contents

Corporate Information.....	3
Statement of Directors' Responsibilities .....	6
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**

<b>Company Registration No.</b>	RC 1067143	
<b>Tax Identification Number</b>	14640316-0001	
<b>Registered Office</b>	38 Glover Road Ikoyi, Lagos Nigeria.	
<b>Plant Address</b>	Transcorp Power Plc. KM 20 Warri/Patani Expressway Ughelli Delta State, Nigeria	
<b>Board of Directors</b>	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
<b>Auditors</b>	Messrs. Deloitte & Touche Chartered Accountants Civic Towers Plot GA 1 Ozumba Mbadiwe Avenue Victoria Island, Lagos Nigeria	
<b>Principal Banker</b>	United Bank for Africa Plc	
<b>Company Secretary</b>	Atinuke Kolade 38 Glover Road Ikoyi, Lagos, Nigeria.	

## **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 31 March 2025

<b>SHAREHOLDERS WITH 5% AND ABOVE</b>		
<b>Shareholder</b>	<b>Shareholding (Units)</b>	<b>%</b>
Transnational Corporation Plc	3,824,435,342	50.99
Rich Point Limited	2,418,593,587	32.25
Woodrock Energy Resources Limited	479,631,247	6.40

## Shareholding Analysis

### Shareholding structure and Free Float

The company met the free float requirement as at 31 March 2025 with 576,732,716 shares (7.69%) valued at N210,449,768,068 as on that date.

TRANSCORP POWER PLC				
FREE FLOAT COMPUTATION				
Company Name:	TRANSCORP POWER PLC		TRANSCORP POWER PLC	
Year End:	31/12/2024		31/03/2025	
Reporting Period:	Q4 2024		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)
<b>Issued Share Capital</b>	<b>7,500,000,000</b>	<b>100%</b>	<b>7,500,000,000</b>	<b>100%</b>
<b>Details of Substantial Shareholdings (5% and above)</b>				
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	489,790,951	6.53	479,631,247	6.40
<b>Total Substantial Shareholdings</b>	<b>6,732,819,880</b>	<b>89.77</b>	<b>6,722,660,176</b>	<b>89.64</b>
<b>Directors' Shareholdings (direct and indirect), excluding directors with substantial interests</b>				
MR EMMANUEL NNOROM	17,354,867	0.23	17,354,867	0.23
MR EMMANUEL NNOROM (Indirect)	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
MR PETER HERTOOG (Indirect)	-	-	-	-
MR PETER HERTOOG (THOMASSEN HOLDING LIMITED) Indirect	150,860,423	2.01	150,860,423	2.01
MR. RISQUA MUHAMMED	1,917,790	0.03	-	-
CHRISTOPHER EZEAFULUKWE	9,947,792	0.13	9,947,792	0.13
MR VINCENT OZOUDE	51,000	0.00	51,000	0.00
MR CHARLES ODITA	20,000	0.00	20,000	0.00
MRS FAITH TUEDOR- MATTHEWS	-	-	-	-
<b>Total Directors' Shareholdings</b>	<b>202,524,808</b>	<b>2.70</b>	<b>200,607,108</b>	<b>2.67</b>
<b>Total Other Influential Shareholdings</b>				
<b>Free Float in Units and Percentage</b>	<b>564,655,222</b>	<b>7.53</b>	<b>576,732,716</b>	<b>7.69</b>
<b>Free Float in Value</b>	<b>₦207,030,320,638.60</b>		<b>₦210,449,768,068</b>	

### 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 31 March 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.

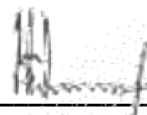
The financial statements of the Company for the period ended 31 March 2025 were approved by the Directors on the 16<sup>th</sup> April, 2025

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/003/00000007402**

**Statement of Profit or Loss and Other Comprehensive Income**  
**For the Period ended 31 March 2025**

	Notes	31 March 2025 N'000	31 March 2024 N'000
<b>Continuing operations</b>			
Revenue from contracts with customers	7	105,442,163	67,862,250
Cost of sales	8	<u>(50,411,583)</u>	<u>(33,083,641)</u>
Gross profit		55,030,580	34,778,609
Other operating income	9	-	-
Impairment loss on financial assets	12	(3,033,254)	(1,088,601)
Administrative expenses	11	<u>(7,452,734)</u>	<u>(4,279,649)</u>
<b>Operating profit</b>		<b>44,544,590</b>	<b>29,410,359</b>
Finance income	10.1	1,744,365	1,298,504
Finance cost	10.2	(2,755,909)	(2,176,144)
Other gain (loss)	10.3	<u>(250,441)</u>	<u>239,501</u>
<b>Profit before income tax</b>	<b>10.1</b>	<b><u>43,282,607</u></b>	<b><u>28,772,220</u></b>
Income tax expense	13	<u>(10,645,446)</u>	<u>(8,631,666)</u>
<b>Profit for the year</b>		<b><u>32,637,161</u></b>	<b><u>20,140,554</u></b>
Other comprehensive (loss)/income: Items that will not be reclassified to profit or loss		-	-
<b>Total comprehensive income for the year</b>		<b><u>32,637,161</u></b>	<b><u>20,140,554</u></b>
<b>Basic and diluted earnings per share (N)</b>	<b>14</b>	<b><u>4.35</u></b>	<b><u>2.69</u></b>

The notes on pages 11 to 27 are an integral part of these financial statements.

**Statement of Financial Position**  
**As at period ended 31 March 2025**

		<b>31 March 2025 N'000</b>	<b>31 December 2024 N'000</b>
	<b>Notes</b>		
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	15	59,254,403	60,609,081
Intangible asset	16	9,701,191	9,701,191
Investments	22	17,380,744	17,380,744
		<b>86,336,339</b>	<b>87,691,016</b>
<b>Current assets</b>			
Inventories	17	3,108,681	2,367,501
Trade and other receivables	18	352,705,135	298,388,501
Cash and cash equivalents	19	4,863,660	8,335,248
<b>Total current assets</b>		<b>360,677,476</b>	<b>309,091,250</b>
<b>Total assets</b>		<b>447,013,815</b>	<b>396,782,266</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Share capital	24	3,750,000	3,750,000
Share premium	25	44,385,019	44,385,019
Retained earnings	26	84,877,756	78,490,595
<b>Total equity</b>		<b>133,012,775</b>	<b>126,625,614</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Borrowings	21.2	43,758,196	33,093,392
Deferred tax liabilities	13.3	6,697,527	7,254,111
		<b>50,455,723</b>	<b>40,347,503</b>
<b>Current liabilities</b>			
Trade and other payables	20	195,497,794	172,446,559
Current tax payable	13.1	63,845,272	52,848,904
Borrowings	21.2	4,202,252	4,513,687
		<b>263,545,317</b>	<b>229,809,150</b>
<b>Total liabilities</b>		<b>314,001,040</b>	<b>270,156,653</b>
<b>Total equity and liabilities</b>		<b>447,013,815</b>	<b>396,782,267</b>

The financial statements and notes on pages 11 to 27 were approved by the Board of Directors on April 16, 2025 and signed on its behalf by:

 <b>Emmanuel Nnorom</b> Chairman, Board of Directors FRC/2014/PRO/DIR/003/00000007402	 <b>Evans Okpogoro</b> Chief Finance Officer FRC/2021/PRO/ICAN/001/00000023056	 <b>Peter Ikenga</b> MD/CEO FRC/2021/PRO/DIR/003/00000023699
---	--	--

The notes on pages 11 to 27 are an integral part of these financial statements.



**Statement of Changes in Equity**  
**For the period ended 31 March 2025**

	<b>Share capital (Note 25)</b>	<b>Share premium (Note 24)</b>	<b>Retained earnings (Note 25)</b>	<b>Total</b>
	<b>N'000</b>	<b>N'000</b>	<b>N'000</b>	<b>N'000</b>
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 30)	-	-	(11,250,000)	(11,250,000)
<b>Balance at 31 December 2024</b>	<b>3,750,000</b>	<b>44,385,019</b>	<b>78,490,595</b>	<b>126,625,614</b>
Profit for the year	-	-	32,637,161	32,637,161
Dividends (Note 30)	-	-	(26,250,000)	(26,250,000)
Total transactions with owners, recognised directly in equity	-	-	6,387,161	6,387,161
<b>Balance at 31 March 2025</b>	<b>3,750,000</b>	<b>44,385,019</b>	<b>84,877,756</b>	<b>133,012,775</b>

The notes on pages 11 to 27 are an integral part of these financial statements.

**Statement of Cashflow**  
**For the period ended 31 March 2025**

	Notes	31 March 2025 N'000	31st March 2024 N'000	31 December 2024 N'000
<b>Cash generated from operations</b>				
Profit before tax		43,282,607	28,772,220	113,287,196
Adjustment to reconcile profit before tax to net cash flows:				
Depreciation of property, plant and equipment	11.0	1,380,276	1,238,710	4,901,062
Finance income	10.0	(1,744,365)	(1,298,504)	(7,342,864)
Finance cost	10.0	2,755,909	2,176,144	9,858,358
Profit from the side sale of Property, Plant and Equipment		-	-	-
Net Impairment allowance on financial assets	12.0	3,033,254	1,088,601	8,109,188
Effect of Foreign exchange loss		(250,442)	239,501	1,771,593
Adjustment to Property, Plant and Equipment		(50,403)	-	1,124,000
<b>Working capital adjustments:</b>				
Increase in trade and other receivables		(54,316,634)	(45,420,055)	(147,313,093)
Increase in inventories		(741,180)	(912,139)	(606,711)
Increase in trade and other payables		23,051,235	23,493,151	73,610,726
<b>Net cash flows from operating activities</b>		<b>16,400,256</b>	<b>9,377,629</b>	<b>57,399,455</b>
Tax paid	13.1	(205,664)	(607,159)	(2,551,009)
<b>Total Net cash flows from operating activities</b>		<b>16,194,592</b>	<b>8,770,470</b>	<b>54,848,446</b>
<b>Investing activities</b>				
Purchase of property, plant and equipment	15.0	(76,002)	(205,505)	(8,654,265)
Investment in bonds/shares/fixed deposit		-	-	(16,778,130)
Proceeds from Liquidation of bond securities /PPE		-	-	1,771,278
Interest income	10.0	1,744,365	1,298,504	1,473,681
<b>Net cash used in investing activities</b>		<b>1,668,363</b>	<b>1,092,999</b>	<b>(22,187,436)</b>
<b>Financing activities</b>				
Dividend paid	5.0	(26,250,000)	-	(23,092,160)
Proceeds from borrowings	21.2	23,526,569	2,150,000	23,463,000
Repayments of loan interest		(4,082,672)	(3,059,806)	(8,156,423)
Repayments of Principal	21.2	(14,528,440)		(23,465,125)
<b>Net cash used in financing activities</b>		<b>(21,334,543)</b>	<b>(909,806)</b>	<b>(31,250,708)</b>
Net movement in cash and cash equivalents		(3,471,588)	8,953,663	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		-	-	556,374
<b>Cash and cash equivalents at the end of the period</b>	<b>19.0</b>	<b>4,863,660</b>	<b>15,322,235</b>	<b>8,335,248</b>

The notes on pages 11 to 27 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 Standard 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 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 31 March 2025, with comparative figures for the period ended 31 March 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:

	<b>31 March 2025 N'000</b>	<b>31 March 2024 N'000</b>
Capacity charge	28,101,784	22,624,504
Energy delivered	77,335,879	45,231,746
Ancillary services	4,500	6,000
<b>Total revenue from contracts with customers</b>	<b>105,442,163</b>	<b>67,862,250</b>
<b>Timing of revenue recognition</b>		
Services transferred over time and during the year	105,442,163	67,862,250
<b>Total revenue from contracts with customers</b>	<b>105,442,163</b>	<b>67,862,250</b>
<b>Revenue generated from:</b>		
Local customers	77,166,977	55,419,413
International customers	28,275,186	12,442,837
<b>Total revenue from contracts with customers</b>	<b>105,442,163</b>	<b>67,862,250</b>

There is no other revenue item outside IFRS 15.

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

	<b>31 March 2025 N'000</b>	<b>31 March 2024 N'000</b>
<b>8 Cost of sales</b>		
Natural gas and fuel costs	47,184,235	30,096,357
Salaries and wages	287,375	273,155
Repairs and maintenance	1,200,197	1,250,489
Depreciation (Note 11.1)	1,363,838	1,228,717
Insurance	93,080	93,855
Other direct expenses	282,858	141,068
<b>Total cost of sales</b>	<b>50,411,583</b>	<b>33,083,641</b>

**9 Other operating income**

Refund of director's fees	-	-
Provision no longer required	-	-
	-	-

**Note to the financial statements (cont'd)**

		<b>31 March 2025</b>	<b>31 March 2024</b>
		<b>N'000</b>	<b>N'000</b>
<b>10</b>	<b>Finance income and finance costs</b>		
	<b>Finance income</b>		
<b>10.1</b>	Interest income	1,744,365	1,298,504
		<b>1,744,365</b>	<b>1,298,504</b>
The interest income relates to interest on demand deposits and interest from intercompany loans.			
		<b>31 March</b>	<b>31 March 2024</b>
		<b>2025</b>	<b>N'000</b>
		<b>N'000</b>	<b>N'000</b>
<b>10.2</b>	<b>Finance costs</b>		
	Interest expense on loans (Note 21.2)	(2,755,909)	(2,176,144)
<b>10.3</b>	<b>Other gain/(loss)</b>		
	Foreign exchange gain/(loss)	(250,441)	239,500
<b>10.4</b>	<b>Profit before income tax</b>	<b>42,382,607</b>	<b>28,772,220</b>
	The profit before income taxation was arrived at after charging/(crediting):		
	Depreciation	1,380,276	1,238,710
	Other gain/(loss)	250,442	(239,500)
	Interest expense on loans	2,755,909	2,176,144
	Interest income	(1,744,365)	(1,298,504)
	Auditors' remuneration	24,075	17,591
	Director's' remuneration	113,865	48,896
		<b>31 March</b>	<b>31 March</b>
		<b>2025</b>	<b>2024</b>
		<b>N'000</b>	<b>N'000</b>
<b>11</b>	<b>Administrative expenses</b>		
	Auditors' remuneration	24,075	17,591
	Bank charges	11,570	10,795
	Depreciation (Note 11.1)	16,438	9,993
	Directors' remuneration	113,865	48,896
	Corporate social responsibility (a)	978,366	591,379
	Insurance	1,062	4,604
	Management fees (b)	3,681,102	2,225,063
	Other operating expenses (c)	779,320	847,642
	Professional fees	333,988	30,129
	Rates & utilities	3,000	3,000
	Repairs and maintenance	82,238	68,342
	Security services	49,678	33,401
	Staff costs (c)	168,454	189,846
	Donations	1,079,368	-
	Pension cost	7,119	5,260
	Subscriptions and fees	30,064	23,706
	Travel and accommodation	93,027	170,003
		<b>7,452,734</b>	<b>4,279,650</b>

**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 N67.2 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**

		<b>31 March 2025 N'000</b>	<b>31 March 2024 N'000</b>
Depreciation- Cost of sales	(Note 8)	1,363,838	1,228,717
Depreciation- Administrative expenses	(Note 11)	16,438	9,993
<b>Total depreciation expense</b>		<b><u>1,308,276</u></b>	<b><u>1,238,710</u></b>

**12 Impairment loss on financial assets**

		<u>                    </u>	<u>                    </u>
Total impairment loss on financial assets		<b><u>3,033,254</u></b>	<b><u>1,088,601</u></b>

**Note to the financial statements (cont'd)**

**13 Income tax**

The major components of income tax expense for the period ended 31 March 2025 and 2024 are:

	<b>31 March 2025 N'000</b>	<b>31 March 2024 N'000</b>
Current income tax	11,202,032	8,631,666
Total income tax for the period	11,202,032	8,631,666
<b>Deferred tax:</b>		
Relating to origination and reversal of temporary differences	(556,586)	-
<b>Income tax expense reported in the statement of profit or loss</b>	<b>10,645,446</b>	<b>8,631,666</b>

	<b>31 March 2025 N'000</b>	<b>31 December 2024 N'000</b>
<b>13.1 The movement in tax payable is as follows:</b>		
Balance as at 1 January	52,848,904	20,181,722
Total Income tax for the period	11,202,032	35,218,191
Tax paid during the period	(205,664)	(2,551,009)
31 March & 31 December	<b>63,845,272</b>	<b>52,848,904</b>

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.

	<b>31 March 2025</b>	<b>31 March 2024</b>
Profit for the year attributable to shareholders (in ₦'000)	<u>32,637,161</u>	<u>20,140,554</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><b>4.35</b></u>	<u><b>2.69</b></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
<b>Cost:</b>								
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 15.4)	-	-	-	-	-	-	(1,124,000)	(1,124,000)
Transfer (Note 15.2)	-	-	-	-	-	(487,875)	487,875	-
<b>31 December 2024</b>	<b>842,460</b>	<b>1,788,698</b>	<b>518,903</b>	<b>83,628,926</b>	<b>378,209</b>	<b>2,962,799</b>	<b>6,930,412</b>	<b>97,050,407</b>
<b>1 January 2025</b>	<b>842,460</b>	<b>1,788,698</b>	<b>518,903</b>	<b>83,628,926</b>	<b>378,209</b>	<b>2,962,799</b>	<b>6,930,412</b>	<b>97,050,407</b>
Additions	-	-	40,860	35,141	-	-	-	76,002
Reclassification	-	-	-	4,960,506	-	-	(4,960,506)	-
Adjustments	-	-	-	-	-	-	(50,403)	(50,403)
Transfer (Note 15.2)	-	-	-	-	-	(86,845)	86,845	-
<b>31 March 2025</b>	<b>842,460</b>	<b>1,788,698</b>	<b>559,763</b>	<b>88,624,573</b>	<b>378,209</b>	<b>2,875,954</b>	<b>2,006,348</b>	<b>97,076,006</b>
<b>Accumulated depreciation:</b>								
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	-	-	-	-	-	-	-	-
<b>31 December 2024</b>	<b>-</b>	<b>363,238</b>	<b>370,024</b>	<b>35,488,385</b>	<b>219,678</b>	<b>-</b>	<b>-</b>	<b>36,441,325</b>
1 January 2025	-	363,238	370,024	35,488,385	219,678	-	-	36,441,325
Depreciation for the year	-	8,998	15,865	1,343,339	12,075	-	-	1,380,277
<b>31 March 2025</b>	<b>-</b>	<b>372,236</b>	<b>385,889</b>	<b>36,831,724</b>	<b>231,753</b>	<b>-</b>	<b>-</b>	<b>37,821,602</b>
<b>Carrying amounts</b>								
<b>31 December 2024</b>	<b>842,460</b>	<b>1,425,460</b>	<b>148,879</b>	<b>48,140,541</b>	<b>158,531</b>	<b>2,962,799</b>	<b>6,930,412</b>	<b>60,609,082</b>
<b>31 March 2025</b>	<b>842,460</b>	<b>1,416,462</b>	<b>173,874</b>	<b>51,792,849</b>	<b>146,456</b>	<b>2,875,954</b>	<b>2,006,348</b>	<b>59,254,403</b>

**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)**

<b>16 Intangible asset</b>	<b>31 March 2025 N'000</b>	<b>31 March 2024 N'000</b>
<b>Goodwill</b>		
Balance at 1 January	9,701,191	9,701,191
Adjustments	<u>-</u>	<u>-</u>
Balance at 31 March	<u><b>9,701,191</b></u>	<u><b>9,701,191</b></u>

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 31 March 2025 and 31 March 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.

<b>17 Inventories</b>	<b>31 March 2025 N'000</b>	<b>31 December 2024 N'000</b>
General stores	2,769,526	2,124,983
Stationery	42,627	42,677
Lubricant	<u>296,528</u>	<u>199,841</u>
	<u><b>3,108,681</b></u>	<u><b>2,367,501</b></u>

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 N706 million (Q1 2024: N375 million). 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)**

		<b>31 March 2025 N'000</b>	<b>31 December 2024 N'000</b>
<b>18</b>	<b>Trade and other receivables</b>		
	Trade receivables (Note 18.1)	328,848,516	239,041,280
	Due from related companies (Note 18.2)	21,653,065	31,618,697
	Prepayments	707,964	173,216
	Advances to suppliers	1,330,574	1,057,458
	Other receivables (Note 18.3)	165,016	26,497,850
		<u><b>352,705,135</b></u>	<u><b>298,388,501</b></u>

		<b>31 March 2025 N'000</b>	<b>31 December 2024 N'000</b>
<b>18.1</b>	<b>Trade receivables</b>		
	Trade receivables	347,352,967	254,512,477
	Less: provision for impairment loss on trade receivables	(18,504,516)	(8,271,007)
		<u>328,848,516</u>	<u>239,041,280</u>
	<b>Trade receivables</b>	<u><b>328,848,516</b></u>	<u><b>239,041,280</b></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 sole 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 ₦94billion (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.

		<b>31 March 2025 N'000</b>	<b>31 December 2024 N'000</b>
<b>18.2</b>	<b>Due from related companies</b>		
	Receivables from related parties (Note 23.1)	23,724,612	31,903,475
	Less: provision for impairment loss	(2,071,547)	(1,162,549)
		<u><b>21,653,065</b></u>	<u><b>30,740,926</b></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 none in Q1 2025.

**Note to the financial statements (cont'd)**

	<b>31 March 2025 N'000</b>	<b>31 December 2024 N'000</b>
<b>19 Cash and cash equivalents</b>		
Cash in hand	-	-
Cash at bank	2,752,759	2,706,105
Demand deposits	2,110,901	5,629,143
	<u><b>4,863,660</b></u>	<u><b>8,335,248</b></u>
Cash and cash equivalents	<u><u><b>4,863,660</b></u></u>	<u><u><b>8,335,248</b></u></u>

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.

	<b>31 March 2025 N'000</b>	<b>31 December 2024 N'000</b>
<b>20 Trade and other payables</b>		
Trade payables	128,671,000	115,569,278
Other payables	46,762,129	39,890,996
Other Accruals	19,241,414	16,481,759
Withholding tax	736,387	413,784
PAYE tax deductions	-	3,878
Dividend payable	86,864	86,864
	<u><u><b>195,497,794</b></u></u>	<u><u><b>172,446,559</b></u></u>

- 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**

	<b>Maturity</b>	<b>31 March 2025 N'000</b>	<b>31 December 2024 N'000</b>
Term loan	2023 - 2030	47,960,448	37,607,079
\$215 million acquisition loan	2023	-	-
<b>Total interest-bearing loans and borrowings</b>		<b>47,960,448</b>	<b>37,312,273</b>
Non-current		43,758,196	33,093,392
Current		4,202,252	4,513,687
		<b>47,960,448</b>	<b>37,607,079</b>

**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)**

		<b>31 March</b>	<b>31 December</b>
		<b>2025</b>	<b>2024</b>
		<b>N'000</b>	<b>N'000</b>
<b>22</b>	<b>Investments</b>		
	Investment in shares	17,380,744	17,380,744
	Investment in bonds securities	-	-
		<b>17,380,744</b>	<b>17,380,744</b>

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**

		<b>31 March</b>	<b>31 December</b>
		<b>2025</b>	<b>2024</b>
		<b>N'000</b>	<b>N'000</b>
<b>Receivables from related parties</b>	<b>Nature of relationship</b>		
Transnational Corporation Plc	Parent company	6,883,509	18,632,846
Transcorp Hotel Plc, Abuja	Subsidiary of the group	8,596,564	8,472,616
Transcorp OPL 281 Limited	Subsidiary of the group	-	14,017
Trans-Afam Power Limited	Subsidiary of the group	8,244,539	6,368,765
Transcorp Energy Limited	Subsidiary of the group	-	200,000
Teragro Commodities Limited	Subsidiary of the group	-	2,000
		<b>23,724,612</b>	<b>33,690,244</b>

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

		<b>31 March</b>	<b>31 December</b>
		<b>2025</b>	<b>2024</b>
		<b>N'000</b>	<b>N'000</b>
<b>25</b>	<b>Share premium</b>		
	Balance as at 1 January	44,385,019	44,385,019
	Scrip issued	-	-
	New Shares as a bonus issue	-	-
	Balance as at 31 December	<b>44,385,019</b>	<b>44,385,019</b>

**Note to the  
financial  
statements  
(cont'd)**

**26 Retained earnings**

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

	<b>31 March 2025 N'000</b>	<b>31 December 2024 N'000</b>
Balance as at 1 January	78,490,595	9,727,327
Profit for the period	32,637,161	80,013,268
Interim & final dividend	<u>(26,250,000)</u>	<u>(11,250,000)</u>
Balance as at 31 March	<u><b>84,877,756</b></u>	<u><b>78,490,595</b></u>

**27 Particulars of employees and directors**

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

<b>Employees</b>	<b>31 March 2025 Number</b>	<b>31 December 2024 Number</b>
Less than N1,000,000	-	-
N1,000,001 - N2,000,000	10	10
N2,000,001 - N5,000,000	62	63
Above N5,000,000	<u>117</u>	<u>117</u>
	<u><b>189</b></u>	<u><b>190</b></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.

