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### HIGHLIGHTS (Consolidated Results)

| Long-term Financial Facilities IRR million | Total Liabilities IRR million | Return on Assets percent |
|--|-------------------------------|--------------------------|
| 19 March 2016 2,206,084                    | 13,935,438                    | 9.5                      |
| 20 March 2015 3,055,628                    | 12,756,051                    | 12.2                     |
|  |                               |                          |
| Operating Income                           | Net Profit                    | Earnings Per Share (EPS) |
| IRR million                                | IRR million                   | IRR million              |
| 19 March 2016 2,758,797                    | 1,205,472                     | 297                      |
| 20 March 2015 3,496,066                    | 2,950,253                     | (1,081                   |

### MAJOR ACHIEVEMENTS

Some of our major achievements during the reporting financial period are stated below:

- Obtaining a license to build four 25 MW wind farms.
- Engaging in an agreement to construct wind farms with a German company.
- Obtaining first ranking in terms of sales returns in the energy sector among Iran's top 500 companies (IMI-100).
- Becoming the top investment company in two consecutive years at the National Productivity Competition
- The Iranian fiscal year ends on March 19th
- The rate of exchange was \$1 / IRR30,240 at the end of the period.

### CEO'S STATEMENT



During the previous year, hopes on Iran's economic situation were raised. The Islamic Republic of Iran has throughout history been the centre of trade and has enjoyed the most promising geographic position for economic growth and development. The lifting of unfair sanctions against Iran shall bring about the development for business environment and prosperity. This is a path which whilst observing our political and economic autonomy and integrity, is expected to lead to job creation, development of infrastructures as well as welfare for our beloved countrymen.

### **Economic Environment of Electric Power in Iran**

The main challenges facing power producers in Iran remain to be: inability to collect claims in time, one-sided changes in power purchase agreements (PPA), uncompetitive power market situation as well as the failure of the Government to honour its commitments.

During the reporting period, following the efforts of the Ministry of Power, some challenges were overcome, the result of which is that a portion of our claims were settled against receiving Islamic bonds.

Although the high trading costs of power generation in Iran remains to be one of the main hindrances in attracting foreign investors, yet obtaining foreign finance shall create the basis for the development of this sector in the years to come. In addition, the efforts of policymakers along with the increasing importance of electrical power as a strategic commodity and the considerable growth in consumption, make this sector attractive to investors.

#### **Sustainable Growth & Superiority**

At SANA- Iran Power Plant Investment Company, sustainable growth and superiority are the basis for key decision makings at all levels including staff, operational and logistics. Hence, recruitment process, human resource development and selection of construction and expansion projects as well as installing management systems are the basis for ensuring sustainable compatibility. As a result, we avoid becoming involved in projects or affairs which only have short-term benefits and are not necessarily in line with our vision.

In order to achieve the aforementioned sustainable growth and compatibility, we have launched an effective risk management system, where obstacles and threats are identified. So far, in reaching the above goals, we have carried out numerous measures such as converting our power plants into combined cycle power plants, developing our infrastructure based on information technology, entering into renewable energy sector, applying knowledge management and introducing logistics and operations solutions.

### **Corporate Governance & Parenting Strategy**

Having carried out extensive studies and research projects, we have adopted Functional Manager Approach as the model in work processes and relations with the subsidiaries. Needless to mention that Iran's Commercial Code and the Securities & Exchange Organisation require that the corporate governance should be applied in view of the above model. Fortunately, our efforts in this regard have had a positive outcome. Thus, whilst sustaining our agility and high levels of transparency, we have achieved one of the top rates of productivity compared to other similar companies in Iran within the previous two years.

#### **Financial Performance**

During the reporting financial period, our declared profit fell due to the termination of Aliabad Power Plant's PPA and foreign currency fluctuations. Although this situation shall change once Khoramabad Power Plant is launched, we would like to draw the attention of our shareholders to the negative impacts of foreign exchange rates on distributing dividends. Our financial performance shall improve immensely when Khoramabad Power Plant, steam units of Aliabad Power Plant and expansion projects are launched. It is noteworthy that although SANA has long fulfilled the criteria for being listed in Iran's first market of stock exchange, yet moving from Base Market of Iran Fara Bourse (OTC) is upon shareholder of record decision.

### **Improving Strategic Objectives**

Converting the power plants into combined cycle, is among our strategic objectives and priorities. Hence, we have signed the contract for converting Khoramabad Power Plant into combined cycle. In this context, we have pursued the financing stages and a new L/C is expected to be opened for this project in the near future. The contract for expanding the steam unit of Aliabad Power Plant has also been finalized and the financing stages are being followed up with the Bank of Industry & Mines.

Other strategic objectives of this company include entering into renewable energy sector. In this regard, we have obtained a permit from the Renewable Energy Organisation of Iran (SUNA) for constructing a 100mw wind farm and this project shall be launched within four different sites throughout Iran. Fortunately, we have signed an agreement with a foreign investor in this sector and since this joint-venture agreement has been finalised, we can expect the establishment of a joint-venture company for at least one of these wind farms in the near future.

Furthermore, in order to ensure achieving sustainable success, we have adopted the policy of developing our sales and management infrastructures.

#### Conclusion

Investment in power generation sector seems viable and low risk. This is due to the fact that Iran is moving towards industrial development and ever increasing demand for electrical power. Productivity has always been considered as what sets us apart from our competitors and I am pleased to announce that during the reporting period, SANA was commended at the National Productivity Festival for its outstanding performance. Furthermore, SANA's adequate position among Iran's top 500 companies and its top ranking in terms of sales returns in the energy sector reflects upon its exceptional performance.

We believe that our human resources are our most valuable asset and all our accomplishments are the result of performance of our worthy colleagues in all units. Hence, the Board of Directors would like to thank our employees for their empathy, efforts and hounesty. Our efforts and accomplishments have been in line with notified policies of SANA's growth and excellence during the past year. We hope that we have earned the satisfaction of our esteemed shareholders in this regard. We shall continue to maximise value for our shareholders and society and to follow SANA's greater objectives. I would personally like to express my gratitude to the Board of Directors for its guidance and active participation in decision-making. I would also like to thank our dear shareholders for their support which has led to SANA's adequate performance and I look forward to the Company's prosperity and excellence.

Mohammad Reza Eslamian

### BOARD MEMBERS



Karim Momeni Chairman



Saeed Hemmati Pour Board Member



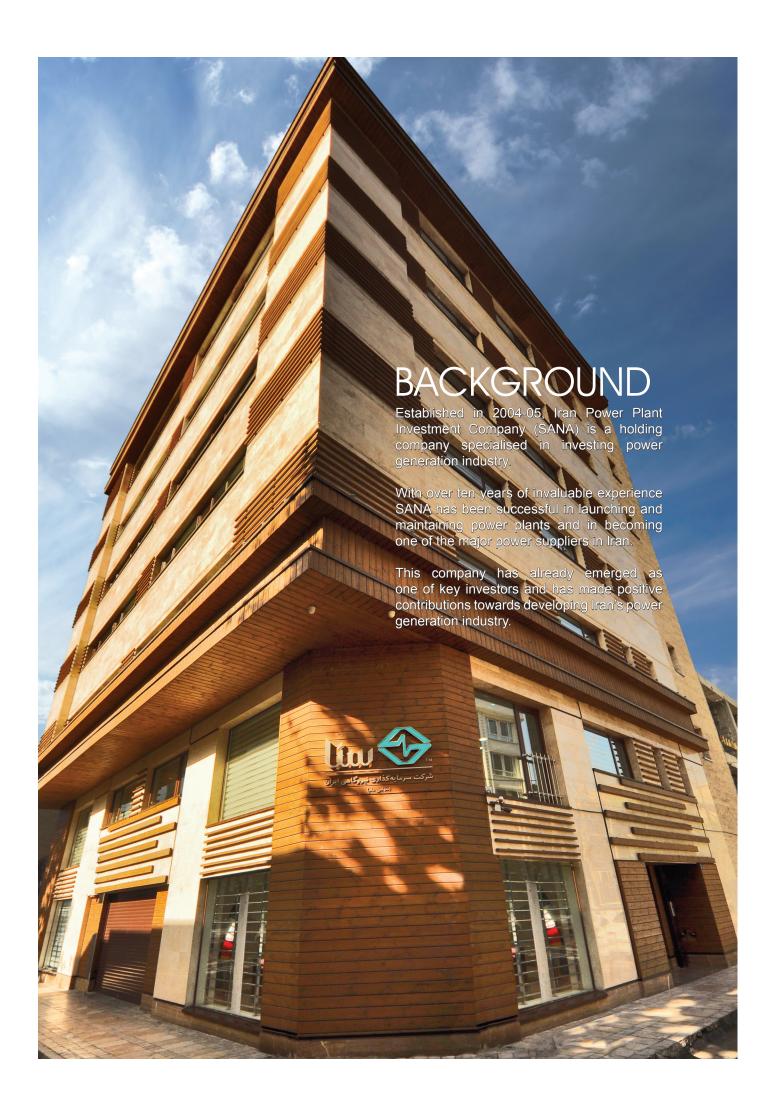
Khalil Behbahani Vice-Chairman



Mohsen Pour Saeedi Board Member



Mohammad Reza Eslamian CEO & Board Member









SANA's main scope of activities Include: conducting feasibility studies, investing, operating and developing industries relating to power generation, carrying out engineering operations for constructing power plants, offering power industrial consulting services, entering into partnerships with domestic and foreign firms, preparing for listing, acceptance and sale of shares of investor companies on Tehran Stock Exchange (TSE), as well as offering technical, financial, management, consulting, and system design and marketing services to related companies to facilitate and promote their efficiency in new investment and development projects.

As a holding company, SANA has a number of subsidiaries:

- Azarakhsh Power Generation Company
- Khoramabad Power Generation Company
- Zagros Power Generation Company
- SANA Operation & Maintenance Company (O&M)



### **VALUES**

- Fully observing organisational and self-discipline in all aspects.
- Respecting ethical principles and human dignity (professional conduct and proper organisational behaviour).
- Promoting collective wisdom, synergy and individuals' participation in activities.
- Focusing on development and being a learning organisation.
- · Safeguarding the interests of stakeholders.
- · Protecting and preserving the environment.

### **MISSION**

- To be an investor in production and supply of electric power across country and in relevant economic and commercial activities.
- To draw upon an economic rational and rely on our efficient human capital, to seek stable and reliable profitability for our shareholders and to pursue value creation for customers and society at large.
- To contribute towards Iran's economic and industrial development and to place clean and cheap energy at people's disposal.

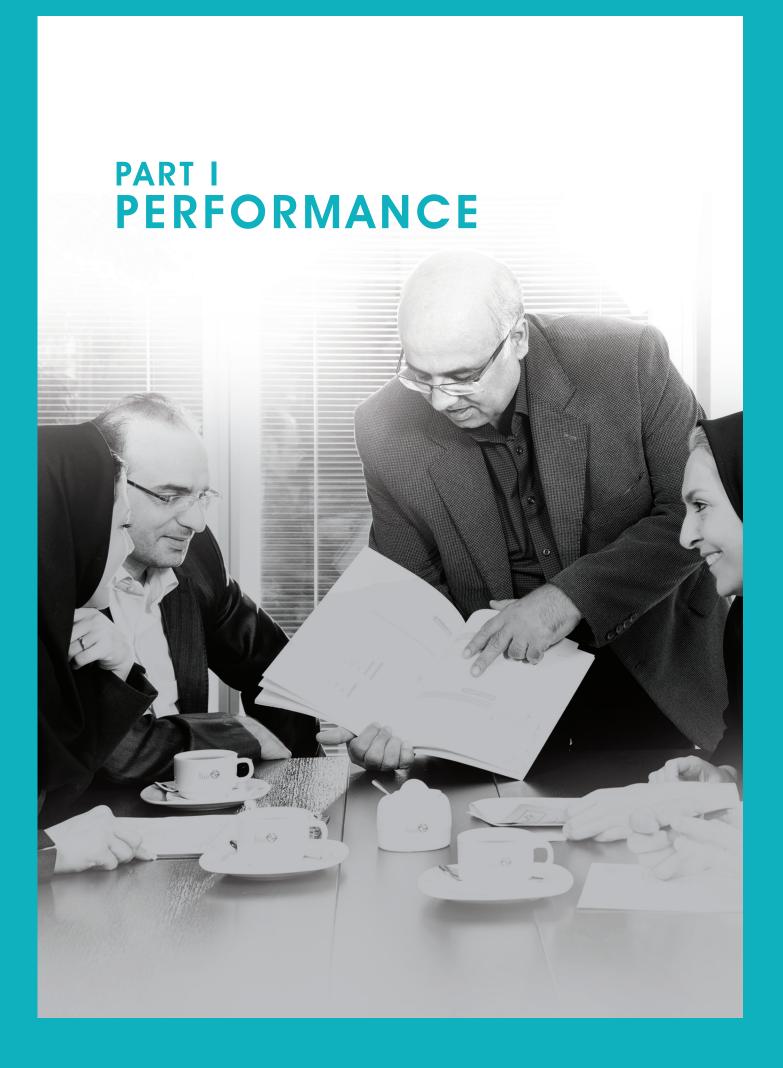
### **VISION**

- To achieve a status as one of the top companies in the power generation industry in terms of turnover by achieving a minimum capacity of 5,000 mw within next 5 years.
- To have motivated, creative, expert and responsible personnel and to be a learning and agile organisation by using modern management approaches and integrated ICT infrastructure.

## SHAREHOLDERS

Our shareholders are essentially large and reputable companies with strong financial backing. The following table demonstrates the composition of our shareholders.

|  | No. of Shares | Percent of<br>Shares |
|--|---------------|----------------------|
| Saba Energy & Electricity Industries Co. (Private J.S) | 1,404,974,660 | 57.55                |
| Mapna Group Co. (Public J.S)                           | 428,992,216   | 17.57                |
| Tose-e Melli Group Investment Co. (Public J.S)         | 365,040,778   | 14.95                |
| Shahed Investment Co. (Public J.S)                     | 85,086,831    | 3.49                 |
| Sina Investment & Financial Holding Co. (Private J.S)  | 47,015,676    | 1.93                 |
| Omid Investment Management Group Co. (Private J.S)     | 29,832,237    | 1.22                 |
| Sobhan Investment Co. (Public J.S)                     | 11,932,895    | 0.49                 |
| Bou Ali Investment Co. (Public J.S)                    | 9,976,547     | 0.41                 |
| Other Shareholders                                     | 58,248,160    | 2.39                 |
| Total  | 2,441,100,000 | 100.00               |





### HUMAN RESOURCE DEVELOPMENT

At SANA, we firmly believe that human resources are the most important asset and that they play a vital role in the stability and success of the organisation. Hence, when it comes to development, we place our personnel on top of our agenda and we dedicate much of our time and resources to their development.

During the reporting financial period, we carried out the following measures in order to further develop our human resources.

#### **Enhancing Employee Job Satisfaction**

In order to boost employee job satisfaction, we aim to improve the welfare of our staff and their working environment.

#### **Documenting Human Resource Management Processes**

Our human resource management processes were revised to improve processes and to achieve job statisfaction.

### **Improving Human Resource Performance Management System**

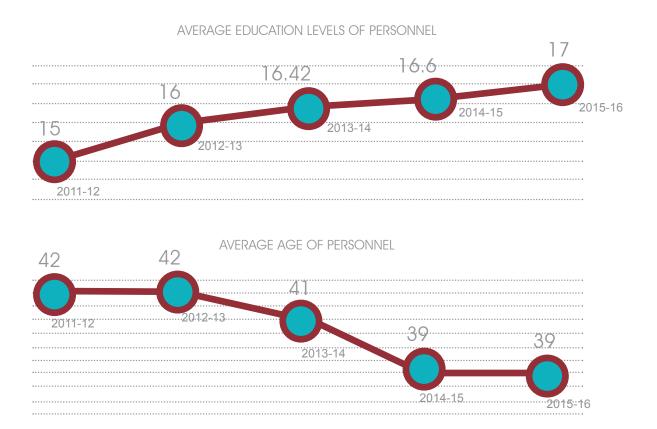
We have revised and adjusted our existing human resource performance management system, in which we have now included 360° assessment and leadership factors to management performance. The main idea of revising this system is to further improve our capability to better assess the performance of our employees. This should eventually enhance our productivity as an organisation.

### **Increasing Training Programs**

In order to ensure human resource development, we constantly train our staff and keep them up-to-date with the latest developments relating to their field of expertise. During the reporting financial period, we assessed the extent to which our employees require training and drafted an annual training timetable for them accordingly. Furthermore, 733 hours of training were provided to our staff.

#### Recruitment

We place special emphasis in recruiting well qualified personnel. As the following charts demonstrate, during the past few years, the education levels of our staff has been rising, whist their average age has been declining. Finally, the ratio of staff leaving SANA was 7%.



### RISK MANAGEMENT

The bitter experience of the global recession has provoked many corporations around the globe to become more concerned about risk management than ever before.

Due to the sheer volume of investments required, power generation business is considered as more risky than many other enterprises. However, we believe power industry in Iran in general (including SANA) is exposed to even higher levels of risk than similar businesses in other parts of the world. This is partly due to the fact that Iranian economy has been going through some tough times in the recent years. Stagflation, government budget deficit, volatile foreign currency markets, increasing complexity in obtaining finance, etc., have all contributed to increasing the risk to which we are exposed.

Hence, we have placed risk management on top of our agenda. In order to minimise and manage our risks, we aim to create a risk culture within the organisation and to systematically develop the management decision making processes. It is important to note that in managing risk, we do not aim to merely avoid risk, but to identify lucrative business opportunities as well. So far, we have carried out the following measures in reference to risk management.

#### **Creating Risk Management Structure**

Our risk management structure includes a Risk Management Committee, which is composed of SANA's CEO (as the head of this committee) and its managers as well as subsidiary CEOs. The Specialised Risk Workgroup (SRW) which is composed of experts from all sectors, is assigned with the task of identifying, assessing and reporting various kinds of risk to the Risk Committee.



In order to raise the awareness of risk management among our employees, we have conducted a number of training courses as well as reviewing related concepts and topics in the workshop.

In order to identify our risks we need to classify them so that events we may encounter can be assessed. At SANA, we have classified potential risks in the following manner:

- Strategic risk (including internal and external risks)
- Financial risks (including credit, market and liquidity risks)
- · Operational risks (such as production processes, construction and launch, technology, IT systems, legal and contractual, accounting, supervision, human resources as well as management risks)
- · Cultural and social risks
- Official credit risk
- Political risk

### **Risk Identification**

In its meetings, the SRG has identified various risks via brainstorming, past experiences, similar projects and views of experts. So far, the Risk Committee has identified 79 different types of risk.

Having identified the risks which SANA is exposed to, the Risk Committee rates each risk according to its likelihood of occurrence and the scale of impact. Each risk is then placed in a risk assessment matrix. A risk map has been finalised in this regard. Some of the most important kinds of risk to which this company is exposed to are stated below:

- Changing laws and regulations regarding the rates of electrical power
- · General Conditions of Iran's electrical power industry (changing budget and network management)
- · Methods of collecting claims
- · Failure to meet schedules in implementing projects
- · Shortage of liquidity

#### **Risk Reporting**

At this stage, the SRW reports the identified risks and risk assessment results, including warning indexes to the Risk Committee and the CEO, on a periodical basis.

#### **Risk Management Planning**

Only with specified planning can we manage the identified risks. Our plans include a set of remedies for each risk.

The SRW then plans for encountering risks. This planning is based on risk reports. The bearer of each risk is then determined and results are reported to the Risk Committee. Once the Risk Committee assesses, improves and approves these plans, applicable plans are prepared via the SRW. In this regard, some plans for encountering major risks have been drafted. They are as stated below:

- Changing Laws & Regulations on Rates of Electrical Power In reference with investment projects, by signing power purchase agreements (PPA) with the Ministry of Energy which guarantee sale and place inflation and foreign currency fluctuations into consideration, we have managed to transfer some of these risks on to the Government. In reference with reducing the risk of changing rates of fossil fuels, we cooperate closely with the Ministry of Energy, the Majlis (Iranian Parliament) as well as other related authorities and we constantly follow up via syndicates of power generators. We also aim to reduce our dependence on fossil fuels by directing our future investments towards renewable energies.
- General Conditions of Iran's Electrical Power Industry (changing budget and network management).
   We aim to reduce such risks by replacing our current methods of collection and introducing short-term financial remedies such as bartering our claims with liabilities.
- · Methods of Collecting Claims

We are planning to settle a portion of our claims from the Ministry of Energy and Iran Grid Management Company (IGMC) by obtaining Islamic bonds instead of cash. Furthermore, we have the option of exchanging our claims relating to SANA's remaining shares at Zagros Power Generation Company. Another option is to negotiate with the Ministry of Energy to exchange claims with new purchases. The final choice is to coordinate with syndicates of power generating companies.

- Failure to Meet Schedules in Implementing Projects
   We are currently adopting the latest methods of project management in order to counter the main reason for project delays, which is the time consuming process of obtaining finance.
- · Shortage of Liquidity.

Cash flow management for all subsidiaries is carried out at the staff of SANA. One of the main value creating activities within SANA's main strategy is optimisation of cash flow management. Identifying new sources of finance and engaging in short-term investments are among our cash flow management processes. In order to raise finance for Khoramabad Project, we have prepared a feasibility study as means to convince the shareholders to contribute towards a capital increase.

Implementation (strategic, financial, operational reactions to risk)

All units which are to implement the plans of the Risk Committee are required to submit executive risk management reports to the Specialised Risk Workgroup.

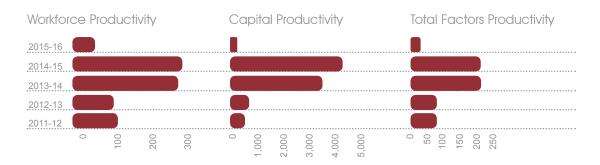
Standardisation of Risk Management Operations & Processes

Once the risk management project is fully implemented it is then possible to create models and to standardise the process of risk management. Documentation and standardisation of identification processes used for encountering risks create organisational advantages since they help the organisation become agile, enabling it to be prepared to confront risks and crisis.

## FINANCIAL RATIOS

| Gross Profit / Sales         | Operating Profit / Sales   | Profit before Tax / Sales              |
|------------------------------|----------------------------|--|
| 2015-16 70.1                 | 68                         | 66.3                                   |
| 2014-15 80                   | 80                         | 84.3                                   |
| 2013-14 81                   | 80                         | 56.9                                   |
| 2012-13 81                   | 74                         | 62.1                                   |
| 2011-12 80                   | 79                         | 51.5                                   |
| Return on Total Assets       | Profit before Tax /        | Dupont Ratio based on<br>Total Assets  |
|                              | Shareholders' Equity       |  |
| 2015-16 9.5<br>2014-15 12.2  | (35.3<br>(40.1             | 9.5                                    |
|                              | 32.9                       | 10.7                                   |
| 2013-14 10.7<br>2012-13 13.4 | 34.9                       | 13.4                                   |
| 2011-12 11.4                 | 29.1                       | 11.4                                   |
|                              |                            | Observator and a series of Francisco   |
| Liability Ratio              | Shareholders' Equity Ratio | Shareholders' Equity /<br>Total Assets |
| 2015-16 73.0                 | 27                         | 55                                     |
| 2014-15 69.7                 | 30.3                       | 61                                     |
| 2013-14 66.5                 | 32.3                       | 57                                     |
| 2012-13 61.7                 | 38.3                       | 40                                     |
| 2011-12 60.8                 | 39.2                       | 68                                     |
| Interest Coverage Ratio      | Current Ratio              | Quick Ratio                            |
| 2015-16 2,175                | 83.52                      | 83.52                                  |
| 2014-15 2,236                | 94.47                      | 94.47                                  |
| 2013-14 934                  | 118                        | 118                                    |
| 2012-13 1,100                | 186                        | 186                                    |
| 2011-12 568                  | 150                        | 150                                    |
| Dues Settlement Period       | Flow of Fixed Assets       |  |
| 2015-16 855                  | 58.8                       |  |
| 2014-15. 942                 | 74.7                       |  |
| 2013-14 763                  | 67.7                       |  |
| 2012-13 800                  | 96.1                       |  |
| 2011-12 577                  | 80.3                       |  |

### PRODUCTIVITY RATIOS



### **INVESTMENTS**

The main portion of our investments is in power plant companies. The following table introduces the companies in which we have invested and showed our ownership stake.

|  | Company                                       | Share Percentage |
|--|---|------------------|
|  | Azarakhsh Power Generation Co.                | 60               |
| Croup Companies  | Khoramabad Power Generation Co.               | 72.16            |
| Group Companies  Zagros Power Generation Co. 60  SANA Operation & Maintenance Co. (O&M) 50 |   | 60               |
|  |   | 50               |
| TSE Companies  | Nirou Investment Co.                          | 0.31             |
| TSE Companies  | Energy Exchange Co.                           | 0.27             |
| Other Companies  | Power Plant Development & Electric Energy Co. | 20               |



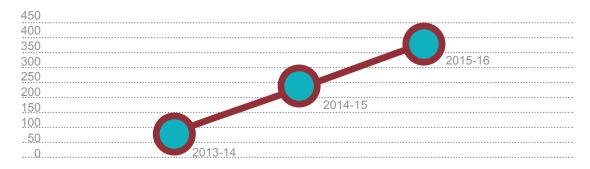
At SANA, we believe that in addition to being profit making entities, all enterprises have a moral duty to serve societies from which they emerge and thrive. Hence, we aim to create a balance between maximising profitability and attending to social issues such as human rights, labour laws, preservation of the environment, resource consumption, etc.

In serving society, we cooperate with research institutes, contribute towards economic development and create jobs, etc. For instance, in cooperating with local universities, Aliabad Power Plant allows students to visit its site in order to help familiarise local students with the power generation industry and to contribute towards elevating scientific know-how.

### ANNUAL REPORT 2015-2016

The following chart demonstrates the increasing number of students visiting the Aliabad Power Plant in the recent years.

#### Number of Student Visits to Power Plant



Furthermore, by procuring our requirements locally, we aim to help develop and prosper indigenous economies. The following chart illustrates the rising volume of purchasing from local economies during the past three years.

### Procurement from Local Economy (million IRR)





## PART II SUBSIDIARIES & PROJECTS



### AZARAKHSH POWER GENERATION COMPANY

Established in 2005, Azarakhsh Power Generation Company is the owner of Aliabad 1500 MW combined cycle power plant, which is located in Golestan Province. SANA has a 59.99% ownership stake in this company. So far, this company has signed a buyback contract with Tavanir Company in order to develop its steam section.

#### **Power Plant Specifications**

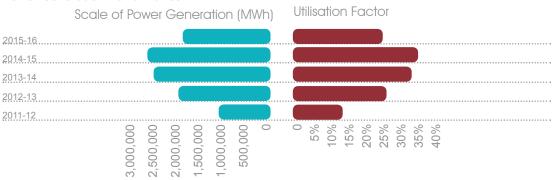
Phase

- Six V94.2 gas units with a total capacity of 972 MW
- Investments: €344 million
- · Launch date: 2010

### Phase

- Three steam units with a total capacity of 480 MW
- Converting into a combined cycle power plant
- Investments: €420 million

#### **Power Generation Performance**



Note: The main reason for the falling utilisation factor during the reporting financial period is due to the Five-Year Energy Convert Agreement (ECA) with Tavanir Company and entering into the wholesale market and the shortcomings of the power transmission network in the power plant area.



# KHORAMABAD POWER GENERATION COMPANY

This company was established in 2005 as the owner of Khoramabad Combined Cycle Power Plant, which has a 1,000 MW capacity. SANA has a 72.16% ownership stake in this company.

### **Power Plant Specifications**

### Phase I

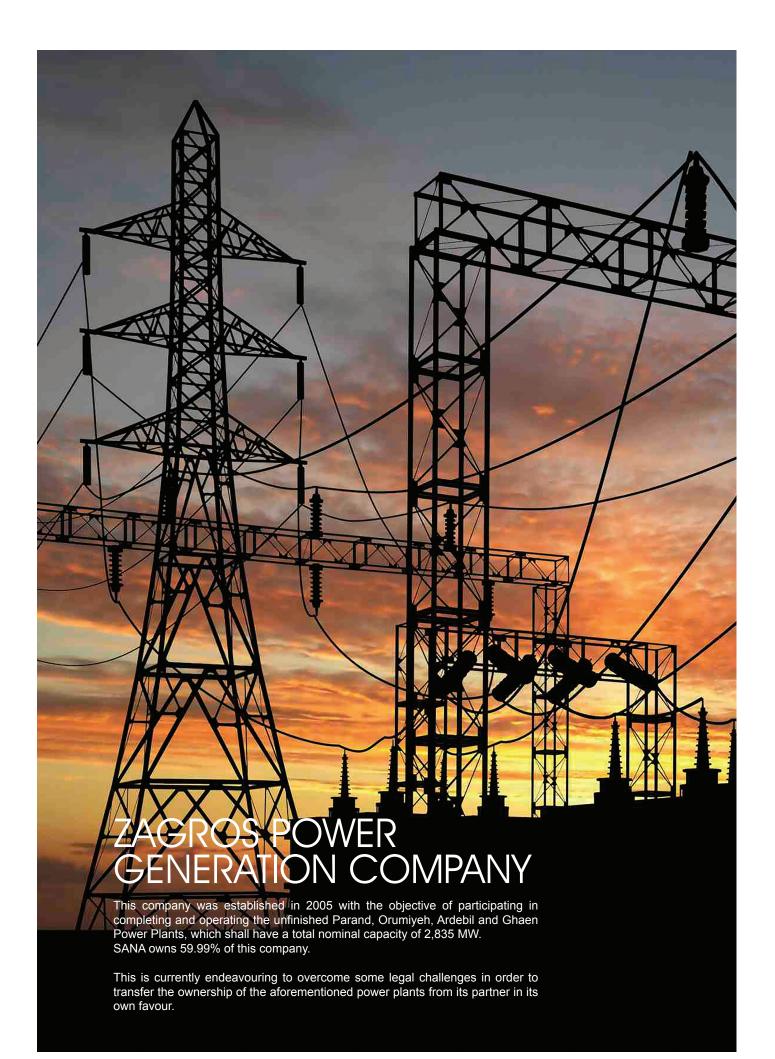
- Two V94.2 gas units and a steam unit with a total capacity of 484 MW
- Investments: €282 millionLaunch date forecast: 2018

### Phase II

- Two V94.2 gas units and a steam unit with a total capacity of 484 MW
- Investments: €282 million
- Launch date forecast: One year as of Phase I launch date

### **Project Progress Rate**

| Phases                | Progress Rate (%) |
|-----------------------|-------------------|
| Development (Non-EPC) | 83                |
| Construction (EPC)    | 26                |
| Pre-operational       | -                 |
| Total                 | 36                |



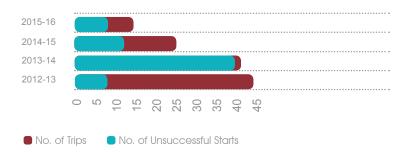
# SANA OPERATION & MAINTENANCE COMPANY (O&M)

Established in 2009, SANA Operation & Maintenance Company (SANA O&M), is active in operation, periodic maintenance, and overhaul of power plants including gas, combined cycle, and steam units and their related equipment. This company is currently the operating body of Aliabad Power Plant. SANA owns 49.99% of this company.

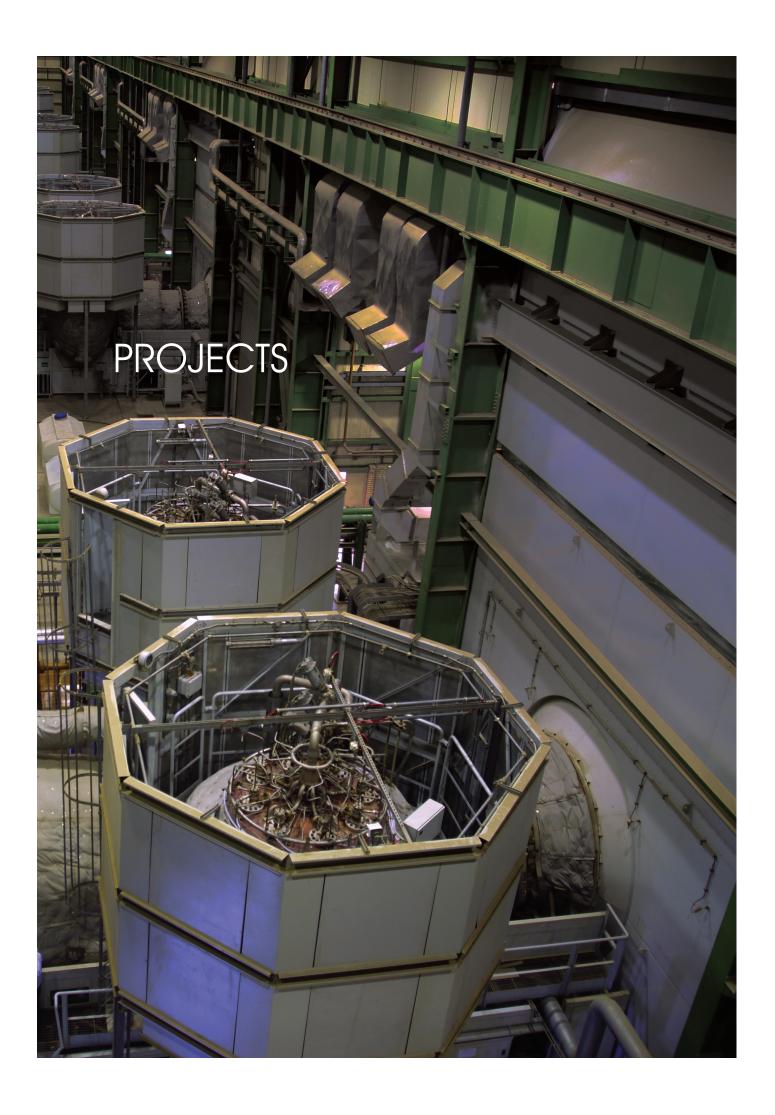
Despite its relatively short life, SANA O&M has already made some major accomplishments such as boosting Aliabad Power Plant's capacity factor to 99.46%, whilst at the same time reducing forced outage rate of its emergency units to 33% in the previous year. During the same period, availability stood at 7,497,212 MWh.

#### **Performance**

Number of Trips & Unsuccessful Starts



Note: As the above chart demonstrates, the number of trips and unsuccessful starts have dropped dramatically in the previous four years. This is due to effective planning and proper maintenance of the units as well as applying pilot assistance.



### ALIABAD POWER PLANT STEAM UNIT

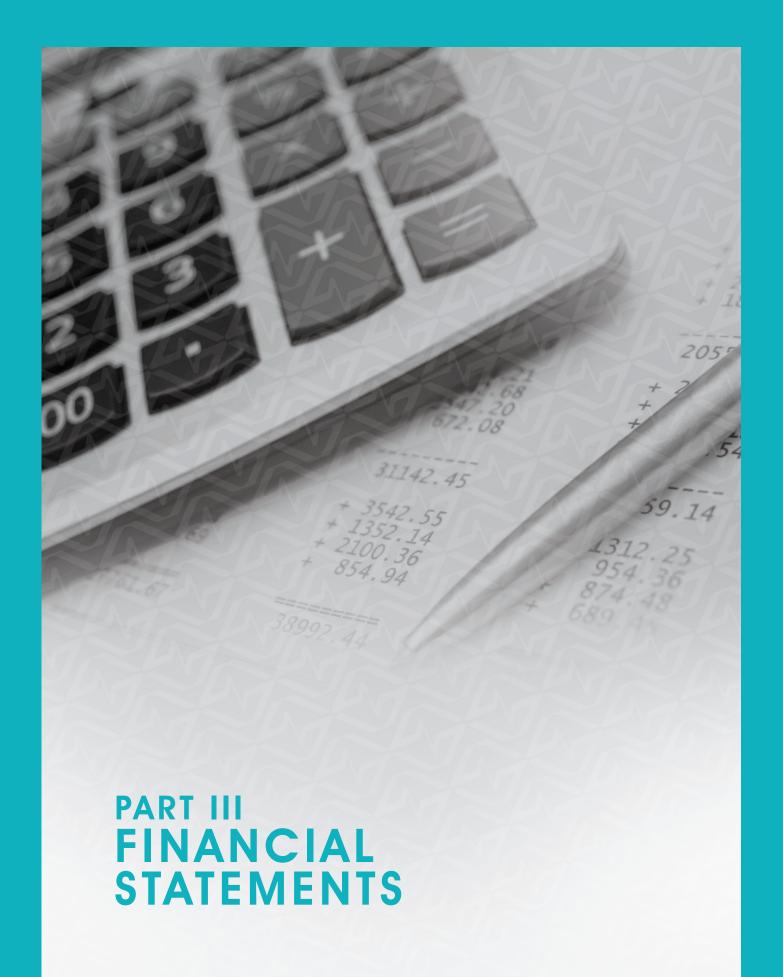
In view of Iran's Ministry of Energy's policies regarding boosting the share of combined cycle power plants in the country's power generation capacity, it was decided to convert Aliabad Power Plant from gas into a combined cycle power plant in 2014.

Converting this power plants into combined cycle units shall not only increase the efficiency of these power plants by approximately 16%, it will also considerably boost its production and utilisation factor. Upon completion of the steam unit, the total capacity of this power plant is expected to increase by 480 MW, reaching 1,452 MW. Total investments required amount to €420 million.

# KHORAMABAD COMBINED CYCLE POWER PLANT

This project will have a capacity of 968 MW and shall be implemented in 2 phases. Phase I, which is currently under construction, entails a combined cycle block consisting of two gas units (V94.2) and one steam unit with a total capacity of 484 MW. Investments required in this phase amount to €282 million.





Ministry of Economy & Financial Affairs
Audit Organisation
Independent Auditor's Report
To the Shareholders' Annual Ordinary General Assembly
Report on the Consolidated Financial Statements

#### Introduction

1- We have audited the accompanying consolidated financial statements of the Group & Iran Power Plant Investment Company- SANA (joint stock) which comprise the balance sheets as at 19 March 2016 and profit & loss statements and cash flow statements for the year then ended with explanatory notes 1 to 33.

### Board of Directors' Responsibility for the Financial Statements

**2-** The Board of Directors is responsible for the preparation and fair presentation of these financial statements in accordance with the Accounting Standards. This responsibility includes planning, implementing and maintaining internal control over financial statements preparation in such a way that they are free from material misstatement, whether due to fraud or error.

#### Legal Auditors' Responsibility

**3-** Our responsibility is to express an opinion on these financial statements based on our audit conducted in accordance with Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatements of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Board of Directors, as well as evaluating the overall presentation of the financial statements.

### We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

In addition to performing the duties of a legal inspector, we are responsible for reporting any non-compliance in legal requirements stipulated in Commercial Code as Amended and the Articles of Association of the Company to the ordinary general assembly of the shareholders.

#### **Qualified Opinion**

**4-** In our opinion, the above financial statements present fairly, in all material respect, the financial position of the Group and Iran Power Plant Investment Company- SANA (joint stock) as at 19 March, 2016, and its financial performance and its cash flows for the year then ended in accordance with accounting standards.

#### Emphasis on Important Issues

- 5- As reflected in explanatory note 8-3-1, based on the minute signed between Iran Power Plant Investment Company- SANA and Tavanir Co., the said company has paid IRR 200 billion to Iran Power Development Organisation for participation in half-built power plant projects in Parand, Orumiyeh, Ardebil and Ghaen. In the final agreement made with Tavanir Co. in 16 April 2007, Parand Power Plant was omitted from four agreed power plants and it was agreed that Tavanir Co. should embark on handing over the existing equipment and facilities of Orumiyeh half-built Power Plant Project to Zagros Power Generation Co. (one of the subsidiaries of the said company) up to 21 May 2007. Since the aforementioned agreed items with Tavanir Co. have not yet implemented and the method of participation in the half-built power plant project is not clarified, the said company issued a written declaration, requesting the delivery of mentioned power plants during the recent years. The court subsequently issued a verdict in 2011-12, during which time Tavanir Co. was condemned to a 40% capital gain in Zagros Power Generation Co. in the form of assignment of power plants' ownership. Tavanir Co. in turn, made an appeal and the court of appeal's verdict confirmed the condemnation in July 2013. Tavanir Co. had the case reinvestigated by the head of judiciary whose final verdict has not yet been issued.
- **6-** With regard to explanatory note 8-2, the Company has invested IRR 552 billion in Khoramabad Power Generation Co. to build a power plant in recent years and has paid IRR 162 billion to that company according to explanatory note 5. According to initial estimates, although the project completion period was 38 months, the project was not completed within 9 years with progress rate of 36%. In addition, the amount of IRR 351 billion of the Group's orders and capital prepayments (explanatory note 9-6-1) is related to the above company which was paid to Bank Melli as L/C order register prepayment (MAPNA Group beneficiary) but still unused due to non-allocation of foreign currency by the Central Bank of Iran (CBI).
- 7- According to item "V" article "1" in Law of Annexing Some Articles to Adjusting Part of Government's Financial Regulation Law, taxes and value added tariffs related to electricity are received only once at the end of generation or distribution chain. Regarding to what was said above, Tavanir Co. does not pay any amount related to added value tax mentioned in Azarakhsh Power Generation Co.'s bills (subsidiary) against electricity sale in recent years and Iran Electricity Network Management (regarding electricity sale in the reported year) and the said company shall not make any registration its the books in this regard. On one hand, in recent years and reported year, there has been total IRR 81 billion as added value tax in MAPNA Co. and SANA Repairs Co.'s bills (for power plant maintenance & use). The Company has registered the said amount under the heading of other accounts receivable (explanatory note 5) versus accounts between the above companies. Determining the possible financial effects resulting from the above case will be pendent upon tax authorities' final verdict.
- **8-** The Parent Company's assets held for sale and part of tangible fixed assets have no insurance coverage.
- Our opinion is not qualified due to contents of above items 5 to 8

### Report on Other Legal Requirements Report on Other Duties of the Legal Inspector

- **9-** The balance of claims from Tavanir Co. and Iran Electricity Network Management Co. for electricity sale by Azarakhsh Power Generation Co. (subsidiary) amounts to a total of IRR 6,428 billion at balance sheet date and Zagros Power Generation Co.'s claims from Damavand Electricity Generation Management Co. in the amount of IRR 23 billion, are mainly related to the previous years. The above amounts are the major part of the Group's assets and no agreement has been reached over the time and method of their collection.
- **10-** The land of Azarakhsh Power Generation Co.'s (subsidiary) Aliabad Power Plant in Golestan belongs to Iran Power Development Organisation. Measures regarding the transfer land ownership to that company have not been finalised.
- **11-** The article 240 of Commercial Code as Amended regarding approved dividend paid maximum 8 months from approval date has not been complied.
- **12-** The Company's follow-ups to carry out tasks prescribed in shareholders' Ordinary General Assembly dated 14 July 2015 regarding subjects mentioned in items 5 to 7, 9,10, 11, 15, and 16 in this report and planning and financing which is necessary for transforming gas power plants to combined cycle power plants have not been conclusive.
- 13- We have reviewed the transactions as specified in explanatory note 31-3 of financial statements as all transactions subject to article 129 of the Commercial Code as Amended, made by the Parent Company during the reported fiscal year and announced to this organisation by its Board of Directors. Regarding the said transactions, the above article i.e. obtaining a permit from the Board of Directors and not attending the beneficiary director in voting has been complied. In addition, there is no evidence indicating that the said transactions have not been carried out according to suitable commercial conditions and ordinary corporate procedure.
- 14- We have reviewed the Board of Director's report on Company activity and general status, subject of article 232 Commercial Code as Amended, prepared to be submitted to the shareholders' annual Ordinary General Assembly. Considering the reviews, we have not encountered any significant event of in compliance of information in the said report with documents presented by the Board of Directors.

### Report on Auditor's Other Legal Responsibilities

- **15-** Some regulations as set forth by the Securities & Exchange Organisation related to registered companies are not complied with are as follows:
- 15-1- Clause 1 of article 7: submitting the annual audited financial statements in time.
- **15-2-** Article 10 which requires the submission of General Assembly minute within maximum 10 days following the General Assembly date to the Company Registration Department and presenting a copy of the minute within a maximum one week period following registration.
- **15-3-** Article 5 disciplinary instructions of publishers admitted in the Securities & Exchange Organisation representing payment of divided approved by General Assembly in time (mentioned in article 240 Commercial Code as Amended).

- **15-4-** Preparing the Company's articles of association in line with typical articles of association of Securities & Exchange Organisation as approved by the Company's Extraordinary General Assembly, subject of Observing Investment Companies Regulations (joint stock) Instructions under the supervision of Securities & Exchange Organisation.
- **16-** On executing the contents of article 33 Anti-Money Laundering Administrative Instructions by the auditors, complying with the said law and the related administrative instructions has been evaluated by the organisation in the framework of the authority's checklists and auditing standards. In this regard, except for the items as mentioned in articles 8, 12 to 14, 16, 21 and 23 in executive instructions and articles 14, 19, 22 to 24, 34 to 36, 43 and 47 in executive rules of anti-money laundering, we have not encountered any significant events indicating noncompliance of mentioned rules and regulations.

28 June 2016
Audit Organisation
Seyyed Mahdi Mousavipour Bahram Sadoughiyan Zadeh

#### Shareholders' Ordinary General Assembly

Attached you may find consolidated financial statements together with Iran Power Plant Investment Company- SANA Joint Stock (Parent Company) related to fiscal year ended on 19 March 2016. The components of financial statements are as follows:

| Group's main Consolidated Financial Statements:   |                                 |
|---|---------------------------------|
| Consolidated Balance Sheet                        |                                 |
| Consolidated Profit & Loss Statement              |                                 |
| Consolidated Statement of Cash Flows              |                                 |
| Iran Power Plant Investment Company- SANA Joint S | tock main Financial Statements: |
| Balance Sheet                                     |                                 |
| Profit & Loss Statement                           |                                 |
| Statement of Cash Flows                           |                                 |
| Explanatory Notes:                                |                                 |
| History & Activity                                |                                 |
| Main Accounting Procedures                        |                                 |
|   |                                 |

Group's consolidated financial statements & Iran Power Plant Investment Company- SANA Joint Stock main financial statements are prepared based on accounting procedures and approved by the company's board of directors in 26 June 2016.

| Board Members   | Position           |  |
|---|--------------------|--|
| Mr. Karim Momeni Representing SABA Power & Energy Industries Co.                      | Chairman           |  |
| Mr. Khalil Behbahani<br>Representing MAPNA Group Co.                                  | Vice-Chairman      |  |
| Mr. Mohammad Reza Eslamian Representing SINA<br>Investment & Financial Parent Company | CEO & Board Member |  |
| Mr. Mohsen Pour Saeedi Representing National Development Group Investment Co.         | Board Member       |  |
| Mr. Saeed Hemmati Pour Representing Mostazafan Foundation                             | Board Member       |  |

Reg. No. 237110 National Code: 10102780031 Economic No. 411316648433 No. 2, Golzar street, Golshan Street, Khoramshahr Ave. Tehran, Zip Code 1557615491

# Iran Power Plant Investment Company- SANA (Joint Stock) Consolidated Balance Sheet As at 19 March 2016

| C7000V                                  | 9014        | 19.03.2016  | 20.03.2015  | 0 0 0 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1        | 9014 | 19.03.2016  | 20.03.2015  |
|---|-------------|-------------|-------------|--|------|-------------|-------------|
| Assets                                  | alon        | IRR Million | IRR Million |  | alon | IRR Million | IRR Million |
| Current Account:                        |             |             |             | Current Liabilities:                           |      |             |             |
| Cash                                    | က           | 440,955     | 159,200     | Commercial & Non-commercial Payables           | 10   | 1,766,028   | 1,600,566   |
| Short-term Investments                  | 4           | 2,164,924   | 29,350      | Tax Payable                                    | 11   | 530,861     | 1,032,032   |
| Commercial & Non-commercial Receivables | 2           | 6,789,626   | 9,184,752   | Dividend Payable                               | 12   | 2,752,743   | 1,563,384   |
| Prepayments                             | 9           | 184,409     | 150,184     | Financial Facilities                           | 13   | 6,346,716   | 5,359,252   |
| Assets held for sale                    | 7           | 132,481     | 132,481     | Provisions                                     | 41   | 178,042     | 0           |
|   |             |             |             | Advances                                       | 15   | 53,963      | 49,313      |
| Total Current Assets                    | X.          | 9,712,395   | 9,655,967   | Total Current Liabilities                      |      | 11,628,353  | 9,604,547   |
| Non-current Assets:                     |             |             |             |  |      |             |             |
|   | V           |             |             | Non-current Liabilities:                       |      |             |             |
| Long-term Investments                   | 80          | 209,100     | 218,044     |  |      |             |             |
| Fixed Tangible Assets                   | 6           | 9,178,688   | 9,320,317   | Long-term Payables                             | 10   | 93,500      | 93,500      |
|   |             |             |             | Long-term Financial Facilities                 | 13   | 2,206,084   | 3,055,628   |
| Total Non-current Assets                |             | 9,387,788   | 9,538,361   | Staff Work Termination Benefits Provision      | 16   | 7,501       | 2,376       |
|   | \<br>\<br>\ |             |             | Total Non-current Liabilities                  |      | 2,307,085   | 3,151,504   |
|   |             |             |             | Total Liabilities                              |      | 13,935,438  | 12,756,051  |
|   | V           |             |             | Equity:  |      |             |             |
|   |             |             |             | Capital (2,441,100,000 shares, each IRR 1,000) | 17   | 2,441,100   | 1,661,100   |
|   |             |             |             | Working Capital Gain                           |      | 0           | 774,617     |
|   |             |             |             | Legal Reserve                                  | 18   | 328,268     | 327,963     |
|   |             |             |             | Retained Earnings                              |      | 799,537     | 1,537,242   |
|   |             |             |             | Total Parent Company's Equity                  |      | 3,568,905   | 4,300,922   |
|   |             |             |             | Minority Interest                              | 19   | 1,595,840   | 2,137,355   |
|   | X           |             |             | Total Equity                                   |      | 5,164,745   | 6,438,277   |
| Total Assets                            |             | 19,100,183  | 19,194,328  | Total Liabilities and Equity                   |      | 19,100,183  | 19,194,328  |
|   |             |             |             |  |      |             |             |

The enclosed explanatory notes form an integral part of the financial statements.

## Iran Power Plant Investment Company- SANA (Joint Stock) Consolidated Profit and Loss Statement For the Year Ended 2016

|   | Note            | 19.03.               | 2016        | 20.03.2015  |
|---|-----------------|----------------------|-------------|-------------|
|   | Note            | IRR Million          | IRR Million | IRR Million |
| Operating Income  | 20              |                      | 2,758,797   | 3,496,066   |
| Operating Income Cost   | 21              |                      | (825,135)   | (685,900    |
| Gross Profit  |                 |                      | 1,933,662   | 2,810,166   |
| Sales, Administrative & General Expenses                      | 22              | (62,747)             |             | (33,560)    |
| Other Operating Items   |                 | 1,826                |             | (           |
| Group's Quota from Affiliated Companies' Profit               |                 | 0                    |             | 12,328      |
|   |                 |                      | (60,921)    | (21,232     |
| Operating Profit  | V               | V                    | 1,872,741   | 2,788,934   |
| Financial Expenses  | 23              | (88,313)             |             | (969,558)   |
| Other Non-operating Income & Expenses                         | 24              | (573,544)            | V           | 1,130,877   |
|   | 1               |                      | (661,857)   | 161,319     |
| Operating Profit before Tax                                   |                 |                      | 1,210,884   | 2,950,253   |
| Income Tax  | 11              |                      | (5,412)     |             |
| Net Profit  |                 |                      | 1,205,472   | 2,950,253   |
| Minority Interest from Net Profit                             |                 |                      | 483,499     | 1,154,810   |
| Net Profit assignable to Parent Company's Shareholders        |                 |                      | 721,973     | 1,795,433   |
| Earnings per Share:   |                 |                      |             |             |
| Operating   | 25              |                      | 455         | 1,006       |
| Non-operating   | 25              |                      | (158)       | 74          |
| Earnings per Share  |                 |                      | 297         | 1,081       |
| Consc   | olidated Retair | ed Earnings Cash Flo | w           |             |
| Net Profit  |                 |                      | 1,205,472   | 2,950,253   |
| Retained Earnings at the Beginning of Year                    |                 | 2,562,229            |             | 2,896,108   |
| Prior Period Adjustments                                      | 26              | 0                    |             | (972,098    |
| Retained Earnings at the Beginning of Year (Adjusted)         |                 | 2,562,229            |             | 1,924,010   |
| Adjustments resulted from Consolidation                       |                 | 109                  |             |             |
| Approved Dividend   |                 | (2,484,504)          |             | (2,206,545  |
|   |                 |                      | 77,834      | (282,535    |
| Allocable Profit  |                 |                      | 1,283,306   | 2,667,718   |
| Legal Reserve   | 18              |                      | (305)       | (105,489    |
| Retained Earnings at the End of Year                          |                 |                      | 1,283,001   | 2,562,229   |
| Minority Interest from Retained Earnings                      |                 |                      | (483,464)   | (1,024,987  |
| Retained Earnings assignable to Parent Company's Shareholders |                 |                      | 799,537     | 1,537,242   |

Since the components of comprehensive income statement are restricted to fiscal year profit and loss, the statement is not presented.

The enclosed explanatory notes form an integral part of the financial statements.

## Iran Power Plant Investment Company- SANA (Joint Stock) Consolidated Statement of Cash Flows For the Year Ended 2016

|   | Note   | 19.03.2     | 016         | 20.03.2015  |
|---|--------|-------------|-------------|-------------|
|   | Note - | IRR Mil     | llion       | IRR Million |
| Operating Activities:   |        |             |             |             |
| Net Cash Inflow from Operating Activities                               | 27     |             | 2,867,873   | 1,051,566   |
| Return on Investments & Profit paid for Financing:                      |        |             |             |             |
| Dividend Received   |        | 215         |             | (           |
| Profit Paid for Facilities  |        | 0           |             | (37,087     |
| Profit Received for Short-term Investment Deposits                      |        | 156,172     |             | 46,889      |
| Dividend paid to Minority Shareholders                                  |        | (1,295,400) |             | (522,158    |
| Net Cash Outflow from Return on Investments & Profit paid for Financing |        |             | (1,139,013) | (512,356    |
| Income Tax:   |        |             |             |             |
| Income Tax Paid   |        |             | (229,617)   | (176        |
| Investment Activities:  |        |             |             |             |
| Funds Paid for Purchasing Fixed Tangible Assets                         |        | (147,747)   |             | (274,264    |
| Funds Earned from sales of Fixed Tangible Assets                        |        | 178         |             | 10,000      |
| Funds Paid for Purchasing Fixed Intangible Assets                       |        | 0           |             | (19         |
| Funds Paid for Short-term Investments Acquisition                       |        | 0           |             | (209,467    |
| Funds Paid for Long-term Investments Acquisition                        |        |             |             | (807        |
| Funds Earned from Short-term Investments Sale                           |        | 4,700       |             |             |
| Funds Earned from Long-term Investments Sale                            |        | 8,918       |             | 224,467     |
| Funds Earned from Reduction in Investment Deposits                      |        | 0           |             | 24,000      |
| Net Cash Outflow from Investment Activities                             |        |             | (133,951)   | (226,090    |
| Net Cash Inflow prior to Financing Activities                           |        |             | 1,365,292   | 312,944     |
| Financing Activities:   |        |             |             |             |
| Funds from Capital Gains  |        | 5,383       |             |             |
| Funds from On account Capital Gains                                     |        | 0           |             | (436,863    |
| Funds from Subsidiaries' Capital Gains- Minority Interest               |        | 0           |             | 2,344       |
| Financial Facilities Principal Repayment                                | /A     | (1,090,000) |             | (434,519    |
| Net Cash Outflow Resulting from Financing Activities                    |        |             | (1,084,617) | (434,519    |
| Net Increase (Decrease) in Cash   |        |             | 280,675     | (121,575    |
| Cash balance at the Beginning of the Year                               |        |             | 159,200     | 280,775     |
| F/X Rate Effects  |        |             | 1,080       | (           |
| Cash balance at the End of the Year                                     |        |             | 440,955     | 159,200     |
| Non-Cash Transactions   | 28     |             | 0           | 80,509      |

The enclosed explanatory notes form an integral part of the financial statements

# Iran Power Plant Investment Company- SANA (Joint Stock) Balance Sheet As at 19 March 2016

|   |      | 19.03.2016     | 20.03.2015 |   |      | 19.03.2016 | 20.03.2015     |
|---|------|----------------|------------|---|------|------------|----------------|
| Assets                                  | Note | IRR<br>Million | IRR        | Liabilities & Equity                      | Note | IRR        | IRR<br>Million |
| Current Account:                        |      |                |            | Current Liabilities:                      |      |            |                |
| Cash                                    | က    | 165,804        | 58,659     | Non-commercial Payables                   | 10   | 24,699     | 11,329         |
| Short-term Investments                  | 4    | 15,000         | 22,000     | Tax Payable                               | 1    | 685        | 685            |
| Commercial & Non-commercial Receivables | D    | 2,621,198      | 2,715,681  | Dividend Payable                          | 12   | 1,599,075  | 897,614        |
| Prepayments                             | 9    | 1,412          | 1,783      | Advances                                  | 15   | 53,963     | 49,313         |
| Non-current Assets held for Sale        | 7    | 132,481        | 132,481    |   |      |            |                |
| Total Current Assets                    |      | 2,935,895      | 2,930,604  | Total Current Liabilities                 |      | 1,678,422  | 958,941        |
| Non-current Assets                      |      |                |            | Non-current Liabilities:                  |      |            |                |
| Long-term Investments                   | 00   | 1,984,149      | 1,984,149  | Staff Work Termination Benefits Provision | 16   | 2,287      | 2,376          |
| Fixed Tangible Assets                   | o    | 193,382        | 200,361    | Total Non-current Liabilities             |      | 2,287      | 2,376          |
| Total Non-current Assets                |      | 2,177,531      | 2,184,510  | Total Liabilities                         |      | 1,680,709  | 961,317        |
|   |      |                |            | Equity:                                   | V    |            |                |
|   |      |                |            | Capital                                   | 17   | 2,441,100  | 1,661,100      |
|   |      |                |            | Working Capital Gain                      | 17   | 0          | 774,617        |
|   |      |                |            | Legal Reserve                             | 18   | 236,895    | 200,960        |
|   |      |                |            | Retained Earnings                         |      | 754,722    | 1,517,120      |
|   |      |                |            | Total Equity                              |      | 3,432,717  | 4,153,797      |
| Total Assets                            |      | 5,113,426      | 5,115,114  | Total Liabilities and Equity              |      | 5,113,426  | 5,115,114      |
|   |      |                |            |   |      |            |                |

The enclosed explanatory notes form an integral part of the financial statements. Iran Power Plant Investment Company- SANA (Joint Stock)

## Iran Power Plant Investment Company- SANA (Joint Stock) Profit and Loss Statement For the Year Ended 2016

|  | 19.03.2016 |             | 20.03.2015  |             |
|--|------------|-------------|-------------|-------------|
|  | Note       | IRR Million | IRR Million | IRR Million |
| Operating Income                           | 20         |             | 716,395     | 1,541,222   |
| Operating Income Cost                      |            |             | 0           | 0           |
| Gross Profit                               |            |             | 716,395     | 1,541,222   |
| Sales, Administrative & General Expenses   | 22         |             | (24,687)    | (14,798)    |
| Operating Profit                           |            |             | 691,708     | 1,526,424   |
| Other Non-operating Income & Expenses      | 24         |             | 26,986      | 66,043      |
| Operating Profit before Tax                |            |             | 718,694     | 1,592,467   |
| Income Tax                                 |            |             | 0           | 0           |
| Net Profit                                 |            |             | 718,694     | 1,592,467   |
| Earnings per Share:                        |            |             |             |             |
| Operating                                  | 25         |             | 283         | 919         |
| Non-operating                              | 25         |             | 11          | 40          |
|  | 4/4        |             | 294         | 959         |
| Retained                                   | Earning    | s Cash Flow | N//         |             |
| Net Profit                                 |            |             | 718,694     | 1,592,467   |
| Retained Earnings at the Beginning of Year |            |             | 1,517,120   | 1,183,655   |
| Dividend Approved by General Assembly      |            |             | (1,445,157) | (1,179,381) |
| Allocable Profit                           |            |             | 790,657     | 1,596,741   |
| Legal Reserve                              | 18         |             | (35,935)    | (79,623)    |
| Retained Earnings at the End of Year       |            |             | 754,722     | 1,517,120   |

Since the components of comprehensive income statement are restricted to fiscal year profit and loss, the statement is not presented.

The enclosed explanatory notes form an integral part of the financial statements.

## Iran Power Plant Investment Company- SANA (Joint Stock) Statement of Cash Flows For the Year Ended 2016

|   |      | 19.03.         | 2016           | 20.03.2015     |
|---|------|----------------|----------------|----------------|
|   | Note | IRR<br>Million | IRR<br>Million | IRR<br>Million |
| Operating Activities:   |      |                |                |                |
| Net Cash Inflow from Operating Activities                               | 27   | 74/10/         | 185,309        | 256,342        |
| Return on Investments & Profit paid for Financing:                      |      |                |                |                |
| Dividend Received   |      | 628,503        |                | 0              |
| Profit earned from Investment Deposits & Other Securities               |      | 26,922         |                | 28,148         |
| Dividend Paid   |      | (743,696)      |                | (302,132)      |
| Net Cash Outflow from Return on Investments & Profit paid for Financing |      |                | (88,271)       | (273,984)      |
| Investment Activities:  |      |                |                | 741            |
| Funds Paid for Purchasing Fixed Tangible<br>Assets                      |      | (2,344)        |                | (197,245)      |
| Funds earned from sales of Fixed Tangible<br>Assets                     |      | 68             |                | 10,000         |
| Funds Paid for Short-term Investments<br>Acquisition                    |      | 0              |                | (806)          |
| Funds earned from Sale of Banking<br>Investment Deposit                 |      | 7,000          |                | 0              |
| Net Cash Flow from Investment Activities                                | M    |                | 4,724          | (188,051)      |
| Net Cash Flow prior to Financing Activities                             |      |                | 101,762        | (205,693)      |
| Financing Activities:   |      |                |                |                |
| Funds from Capital Gains  |      |                | 5,383          | 0              |
| Funds from On account Capital   |      |                | 0              | 2,344          |
| Net Cash Inflow resulting from Financing Activities                     |      |                | 5,383          | 2,344          |
| Net Increase (Decrease) in Cash   |      |                | 107,145        | (203,349)      |
| Cash balance at the Beginning of the Year                               |      |                | 58,659         | 262,008        |
| Cash balance at the End of the Year                                     |      |                | 165,804        | 58,659         |
| Non-Cash Transactions   | 28   |                | 0              | 34,000         |

The enclosed explanatory notes form an integral part of the financial statements.

#### 1 - History & Activities

#### 1-1- History

The Group includes Iran Power Plant Investment Company- SANA (Joint Stock) as the Parent Company and its subsidiaries. Iran Power Plant Investment Company- SANA (Joint Stock) was established in 19 Dec 2004 and registered at Corporate and Non-Commercial Institutes Registry Office in Tehran under registration number 237110 and started its activity since the date of establishment.

The Company's registered headquarters address is at No.2, Golzar Street, Golshan Street, Khoramshahr Ave, Tehran.

#### 1-2- Main Activity

The main areas of activity according to article 3 of its Articles of Association are stated below:

- To establish, launch and purchase electricity generation power plants through investment and participation with credible domestic and foreign, natural or legal persons, subscription and offering stocks and issuing participation bonds.
- •To carry out studies, feasibility studies, investment and participation in developing electricity generation industries via BOO-BOT-BOOT-BTO-LDO-BBO and etc. methods and commercial, industrial and manufacturing projects and plans, import and export, services, engineering and construction in electricity industry and other related economic sections.
- •To found all kinds of manufacturing, industrial, commercial, services, engineering and construction companies related to electricity industry and participate with the said companies.
- •To offer counseling services on investments and running companies active in electricity industry and management of power plant investee companies' stocks.
- To prepare the ground for entry, subscription and sale of investment companies' stocks on the stock exchange.
- To participate with domestic and foreign economic companies and firms on different areas
- To use the financial and credit facilities offered by banks and insurance companies and credit financial institutes in and out of the country to fulfill the company's goals
- •To offer technical-engineering, financial, management, counseling and system designing and marketing services to related companies in order to promote their efficiency in new investments and development plans.
- To carry out stocks dealings and offering related services
- To accept or offer agencies in and out of the country and obtain the required permissions for implementing manufacturing and industrial plans.
- To carry out authorized operations which directly or indirectly contribute to the company's goals or are necessary for Company's scope of activity.

#### 1-3- Number of Staff

The average number of staff during the reported period and prior year is as follows:

| Gro               | oup                              | Parent Company               |  |
|-------------------|----------------------------------|------------------------------|--|
| 2015-2016         | 2014-2015                        | 2015-2016                    | 2014-2015  |
| Number of Persons | Number of<br>Persons             | Number of<br>Persons         | Number of<br>Persons   |
| 89                | 24                               | 25                           | 24   |
| 8                 | 9                                | 8                            | 9  |
| 97                | 33                               | 33                           | 33   |
|                   | 2015-2016  Number of Persons  89 | Number of Persons  89 24 8 9 | 2015-2016         2014-2015         2015-2016           Number of Persons         Number of Persons         Number of Persons           89         24         25           8         9         8 |

1-3-1- During the reported fiscal year and based on the contracts, the experts and supporting personnel of the Group's companies have been recruited by Iran Power Plant Investment Company- SANA and MAPNA Group and the incurred expenses have been recorded in accounts in between. Meanwhile, manpower in Golestan Power Plant (Azarakhsh Co.) for 65 people have been recruited by a beneficiary contractor (SANA O&M Co.) during the reported fiscal year.

#### 2- Main Accounting Procedures

#### 2-1- The basis for preparation of financial statements

The consolidated financial statements of the Group and the Parent Company have been prepared on the basis of historical cost, using current values at below cases:

- A- In case of investments as described in note 2-3 below
- B- Assets held for sale at minimum book value and net sale value
- C- Foreign currency accounts and balances at formal rate as at balance sheet date

#### 2-2- Basis for Consolidation

- 2-2-1- The consolidated financial statements are the composition of financial statement items for Iran Power Plant Investment Company- SANA (Joint Stock) and its subsidiaries liable to consolidation following the elimination of inter-company transactions and balances and unrealized profit and loss resulted from between transactions.
- 2-2-2- In case of subsidiaries acquired during the period, the result of its operations is mentioned in consolidated profit and loss statement from the date the Parent Company take its control and in case of subsidiaries transferred, the result of its operation is mentioned in consolidated profit and loss statement up to transfer date.

- 2-2-3- The Parent Company's shares acquired by subsidiaries are mentioned in the accounts at cost and are reflected in consolidated balance sheet as equity reducer under the title the parent company's shares in possession of subsidiaries.
- 2-2-4- Subsidiaries liable to consolidation are companies whose issued shares are directly or indirectly owned by parent company by more than 50% or the latter is able to control their operational and financial policies through possessing majority of shares.
- 2-2-5- Subsidiaries including Power Generator Companies Zanjan, Kermanshah, Ahvaz, Qaen and Ardabil which were liable to consolidation during fiscal year 2013-14, were dissolved during fiscal year 2014-15 and are now liquidating. However, they were not liable to consolidation during fiscal year 2015-16 and SANA O&M Co. was not an affiliated Co. anymore and was liable to consolidation.

#### 2-3- Investments

| Description  | <b>Group Consolidation</b>  | Parent Company  |
|--|---|---|
| Method of Measurement & Recognition:                         |   |   |
| Long-term Investments:                                       |   |   |
| Investment in subsidiaries                                   | Liable to consolidation   | Cost (less decrease in any of investments retained value)   |
| Investment in affiliated companies                           | Net worth   | Cost (less decrease in any of investments retained value)   |
| Other long-term Investments                                  | Cost (less decrease in any of investments retained value)   | Cost (less decrease in any of investments retained value)   |
| Current Investments:   |   |   |
| Short-term Investment at market                              | Market Value  | Market Value  |
| Other Current Investments                                    | Minimum cost and net sale value of any of investments   | Minimum cost and net sale value of any of investments   |
| Method of Income Recognition                                 |   |   |
| Investment in subsidiaries                                   | Liable to consolidation   | At time of profit approval by<br>General Assembly of Investee<br>Co.'s shareholders (up to<br>date of financial statements<br>approval) |
| Investment in affiliated companies                           | Net worth   | At time of profit approval by<br>General Assembly of Investee<br>Co.'s shareholders (up to<br>date of financial statements<br>approval) |
| Other current and long-term investments in companies' stocks | At time of profit approval by<br>General Assembly of Investee<br>Co.'s shareholders (up to<br>balance sheet date) | At time of profit approval by<br>General Assembly of Investee<br>Co.'s shareholders (up to<br>balance sheet date)                       |
| Investment in other securities                               | At time of guaranteed profit realization  | At time of guaranteed profit realization  |

#### 2-4- Assets Held for Sale

- 2-4-1- Non-current assets whose book values are retrieved mostly through sale, not by continuous use, are classified as "held for sale". These conditions are fulfilled only when non-current assets are ready for immediate sale at current state. Except for cases which are beyond management authority, it is only customary to sell those assets which are ready for sale and where the management is committed to implement an assets sale plan, in such a way that sale is expected to complete within a year as of the classification date.
- 2-4-2- Non-current Assets held for Sale are measured by "minimum cost and net sale value".

#### 2-5- Goodwill

Accounting of commercial units' composition is carried out by acquisition based on purchase method. Cost surplus of investment acquisition in subsidiaries liable to consolidation and affiliated companies liable to applying net worth method to group's share from net fair value net assets recognizable at acquisition time as goodwill is recognized and depreciated by straight line within 20 years. The goodwill resulted from acquisition of affiliated companies is reflected in consolidated balance sheet except book value of long-term investment in affiliated companies. In addition, goodwill is reflected at cost following deduction of accumulated depreciation and accumulated value decrease.

#### 2-6- Intangible Assets

- 2-6-1- Intangible assets are measured based on cost and registered in accounts.
- 2-6-2- Depreciation of intangible assets with specified useful life is calculated with respect to expected consumption pattern of future economic benefits and based on following rates and methods:

| Asset type | Depreciation rate | Depreciation Method |
|------------|-------------------|---------------------|
| Software   | Direct            | 3 years             |

#### 2-7- Tangible fixed assets

2-7-1- Tangible fixed assets are registered based on cost in accounts. Improvement expenses and major repairs which cause dramatic increase in capacity or useful life of fixed assets or main improvement in output quality are considered as capital expenses and depreciated within useful life of rest of assets. Maintenance expense and minor repairs, which are done in order to keep or mend the expected economic benefits of trade unit from initial evaluated performance standard of asset, are considered as current expenses as they happen and are mentioned in profit & loss account.

2-7-2- Depreciation of Tangible fixed assets is calculated with respect to estimated useful life of assets and depreciation by-law, article 151 of Direct Taxes Act (approved on March 1988 and subsequent amendments) and based on following rates and methods:

| Fixed asset           | Depreciation rate | Depreciation method |
|-----------------------|-------------------|---------------------|
| Building & facilities | 7%                | Descending          |
| Furniture             | 3 & 10 years      | Direct              |
| Tools                 | 4 years           | Direct              |
| Vehicles              | 25%               | Descending          |

For fixed assets which are acquired and used during the month, depreciation is calculated and registered in accounts from the beginning of next month. In cases where each one of depreciable assets which are ready for use is not used due to shutting down or any other reasons, the depreciation for the mentioned period would be equal to 30% of depreciation rate reflected in above table.

#### 2-8- Conversion of Foreign Currency

- 2-8-1- Foreign currency monetary items are converted with F/X formal rate at balance sheet date and non-monetary items which are registered at historical cost according to foreign currency are converted with F/X formal rate on deal date and the difference resulted from clearance or conversion of foreign currency monetary items is mentioned in the accounts as follows:
- A) Differences of conversion of foreign currency liabilities related to "qualified assets" are mentioned at asset cost.
- B) In other cases, it is recognized as income or expenses upon occurrence and reported in profit and loss statement.

#### 2-9- Value decrease loss of non-current assets

- 2-9-1- At the end of each reporting period, in case of any possible sign of assets value decrease, decrease test is carried out. As such, recoverable amount of asset is estimated and compared with the book value. In case recoverable amount of a single asset may not be estimated, recoverable amount of the cash to which the asset belongs would be determined.
- 2-9-2- The test for value decrease of intangible assets with unspecified useful life is carried out annually regardless of existence and non-existence of any sign implying value decrease.
- 2-9-3- Recoverable amount of asset (or cash generating unit) is either sale value less sale expenses or economic value, whichever is greater. Economic value equals current value of future cash flows resulted from assets using pretax discount rate, indicating money time value and asset-specific risks for which estimated future cash flows are not adjusted.

- 2-9-4- Only if recoverable amount of asset is less than its book value, the latter (or cash generating unit) will decrease down to its recoverable amount and the difference will immediately be recognized in profit & loss statement under value decrease loss, unless asset is reevaluated, in which case decreases reevaluation surplus amount.
- 2-9-5- In case of recoverable amount increase from the time of the last loss recognition which points to loss return of asset value decrease (cash generating unit), asset book value increases up to new recoverable amount and at maximum up to book value with assumption of non-recognition of value decrease loss in prior years. Loss return of asset value decrease (or cash generating unit) will immediately be recognized in profit and loss statement, unless asset is reevaluated, in which case increases reevaluation surplus amount.

#### 2-10- Provision for Staff Work Termination Benefits

Provision for staff work termination benefits is calculated based on one month of the last constant salary and continuous benefits for each year of their work and mentioned in accounts.

#### 2-11- Operating Income

- 2-11-1- Operating income is measured at fair value as per received fund or receivable and less estimated amounts for sale return and discounts.
- 2-11-2- Income from offering services is recognized at the time of offering services.

#### 2-12- Financing Expenses

Financing expenses are recognized upon occurrence as expenses except expenses which may be ascribed to "qualified assets".

#### 3. Cash

|                           |      | Gr             | oup            | Parent C       | Company        |
|---------------------------|------|----------------|----------------|----------------|----------------|
|                           | Note | 19.03.2016     | 20.03.2015     | 19.03.2016     | 20.03.2015     |
|                           |      | IRR<br>Million | IRR<br>Million | IRR<br>Million | IRR<br>Million |
| Balance with Banks        |      | 43,071         | 152,875        | 155,096        | 53,295         |
| Cash Balance & Petty Cash |      | 209            | 1,042          | 34             | 80             |
| Funds in Transit          | 3-1  | 10,675         | 5,283          | 10,674         | 5,284          |
|                           |      | 440,955        | 159,200        | 165,804        | 58,659         |
|                           |      | ·              |                |                |                |

3-1- Funds credited to Sina Bank's account to pay dividends to shareholders who have not referred to the Bank until the date of preparation of financial statements.

## Iran Power Plant Investment Company- SANA (Joint Stock) Notes to the Financial Statements For the Year Ended 19 March 2016

#### 4. Short-term Investments

|  |      | Gro            | oup            | Parent C       | ompany         |
|--|------|----------------|----------------|----------------|----------------|
|  | Note | 19.03.2016     | 20.03.2015     | 19.03.2016     | 20.03.2015     |
|  |      | IRR<br>Million | IRR<br>Million | IRR<br>Million | IRR<br>Million |
| Investment in Securities<br>(Participation Bond) | 4-1  | 2,140,274      | 0              |                |                |
| Banking Short-term Investment Deposits           | 4-2  | 24,650         | 29,350         | 15,000         | 22,000         |
|  |      | 2,164,924      | 29,350         | 15,000         | 22,000         |

<sup>4-1-</sup> The Company has received IRR 2,000 billion from claims of electricity sale to Tavanir Co. while keeping 20% purchasing power totaling IRR 2,400 billion one-year Islamic treasury bill at maturity 11 November 2016 out of which IRR 140,274 million of keeping purchasing power profit related to 2015-16 has been recognized as income.

<sup>4-2-</sup> In the Parent Company, a 2-year deposit for IRR 15,000 million has been invested in Bank Sina with on-account profit rate 22% and part of the Group's deposits for IRR 2,300 million is Zagros Power Generation Co.'s deposit with Bank Eghtesad Novin with 20% profit.

#### 5- Commercial & Non-Commercial Receivables

|   |      | Gre            | oup            | Parent C       | ompany         |
|---|------|----------------|----------------|----------------|----------------|
|   | Note | 19.03.2016     | 20.03.2015     | 19.03.2016     | 20.03.2015     |
|   | Note | IRR<br>Million | IRR<br>Million | IRR<br>Million | IRR<br>Million |
| Commercial:                                   |      |                |                |                |                |
| Tavanir Co.                                   | 5-1  | 5,197,850      | 8,368,984      | 0              | C              |
| Iran Electricity Network<br>Management Co.    | 5-2  | 1,230,656      | 3,971          | 0              |                |
| Damavand Electricity Network<br>Management Co |      | 23,492         | 18,485         | 0              |                |
| South Kish Kaveh Steel Co.                    | 5-3  | 0              | 594,418        | 0              | C              |
| SANA O&M Co.                                  |      | 0              | 32,142         | 41,881         | 32,141         |
| MAPNA Group Co.                               | 75   | 7,990          | 0              | 0              |                |
| Azarakhsh Power Generation Co.                |      | 0              | 0              | 2,339,523      | 2,448,646      |
| Kharramabad Power Generation Co.              |      | 0              | 0              | 162,045        | 140,052        |
| Others  |      | 7,913          | 5,982          | 9,372          | 9,284          |
|   |      | 6,467,901      | 9,023,982      | 2,552,821      | 2,630,123      |
| Receivables                                   | 5-3  | 127,310        | 29,500         | 29,500         | 29,500         |
| Staff (Loans & Advances)                      |      | 7,251          | 2,489          | 2,842          | 2,489          |
| Temporary Deposits                            |      | 273            | 1,085          |                |                |
| Claim from Persons for selling Estates        | 5-4  | 14,645         | 32,875         | 14,645         | 32,875         |
| National Development Investment Co.           |      | 16,450         | 16,450         | 16,450         | C              |
| Value-Added Tax                               | 5-5  | 122,141        | 69,319         | 1,444          | C              |
| SABA Power & Energy Industry Co.              |      | 3,281          | 3,342          | 3,281          | 0              |
| Others  |      | 30,374         | 5,710          | 215            | 20,694         |
|   |      | 321,725        | 160,770        | 68,377         | 85,558         |
|   |      | 6,789,626      | 9,184,752      | 2,621,198      | 2,715,681      |

- 5-1- Claims from Tavanir Co. for remainder of electricity sale price is up to August 2015. The necessary follow-ups to collect the claims are underway.
- 5-2- Since July 2015 with respect to termination of guaranteed electricity sale to Tavanir contract, company's electricity is sold to electricity network management Co. at electricity market.
- 5-3- For claims from South Kish Kaveh Steel Co. related to contract on Tavanir's foreign currency transfer (EUR 50,000,000), 4 cheques were taken totaling IRR 594,418 million at maturity dates 21 May 2015, 21 June 2015 and 22 July 2015, out of which IRR 496,608 million was settled until the date of preparation of this report and the remainder for IRR 97,810 million was registered in receivable commercial documents account.
- 5-4- Claim from persons for sale of estates (explanatory note 7-1) has not yet settled due to delay in preparing title deed of sold units and inability in conveyance.
- 5-5- IRR 81 billion from value added tax account is related to MAPNA Co. and SANA O&M Co. statements (for keeping and using power plant) which is registered in the above title due to unsettled of value added tax belonging to electricity sale to Tavanir (content of item "V" article 1 of annexation of some articles to law of adjusting part of government's financial regulations).

#### 6- Advances

|                               |      | Gre         | oup         | Parent C    | Company     |
|-------------------------------|------|-------------|-------------|-------------|-------------|
|                               | Note | 19.03.2016  | 20.03.2015  | 19.03.2016  | 20.03.2015  |
|                               |      | IRR Million | IRR Million | IRR Million | IRR Million |
| Internal Advances:            |      |             |             |             | V           |
| Assets Insurance              |      | 875         | 1,345       | 0           | 40          |
| Services Purchase             |      | 1,689       | 1,461       | 1,412       | 1,407       |
| Performance Tax               |      | 2,260       | 1,937       | 0           | 0           |
| MAPNA Repairs Co.             | 6-1  | 178,943     | 139,789     | 0           | 0           |
| Ta'amin Ejtemaee<br>Insurance |      | 0           | 5,007       | 0           | 0           |
| Others                        |      | 642         | 645         | 0           | 336         |
|                               |      | 184,409     | 150,184     | 1,412       | 1,783       |

6-1- According to consortium contract between Azarakhsh Power Generation Co. and MAPNA Group Co., EUR 100,000 monthly has been registered in accounts through the bill in order to making major repairs from July 2010 to March 2016 and following major repairs by the company, the whole amount is registered in assets according to accounting procedures and

will be depreciated during the time to next major repair.

#### 7- Assets Held for Sale & Liabilities related to Assets Held for Sale

|                 | Gre         | oup         | Parent C    | ompany      |
|-----------------|-------------|-------------|-------------|-------------|
|                 | 19.03.2016  | 20.03.2015  | 19.03.2016  | 20.03.2015  |
|                 | IRR Million | IRR Million | IRR Million | IRR Million |
| Land & Building | 132,481     | 132,481     | 132,481     | 132,481     |

7-1- Items forming the non-current assets held for sale are related to two Mozarebeh contracts including one single contract no. 89/S/290 dated 9 Jan 2011 including IRR 130,000 million principal and IRR 47,208 million participation period interests and one single contract no. 89/S/302 dated 3 July 2010 including IRR 90,000 million principal and IRR 32,806 million participation period interests with SABA Electricity & Energy Co. which is paid in 2010 and settled against receiving estates. The Company is selling the estates.

(IRR Million)

|                           | Pur                | chase   | Beginning of Year | End     | of Year Bala | ince    | Advances |             |
|---------------------------|--------------------|---------|-------------------|---------|--------------|---------|----------|-------------|
| Project                   | No.<br>of<br>Units | Price   | Number            | Price   | Number       | Price   | Advances | Receivables |
| Bidar                     | 6                  | 106,150 | 1                 | 17,170  | 1            | 17,170  | 18,000   | 0           |
| Pegah<br>Complex          | 4                  | 47,030  | 1                 | 12,377  | 1            | 12,377  | 16,500   | 0           |
| Asef                      | 4                  | 42,755  | 3                 | 35,210  | 3            | 35,210  | 0        | 868         |
| Khark                     | 3                  | 8,945   | 1                 | 8,949   | 1            | 8,949   | 4,690    | 0           |
| Parsian<br>Administrative | 13                 | 33,595  | 5                 | 14,900  | 5            | 14,900  | 2,650    | 6,107       |
| Parsian<br>Commercial     | 12                 | 61,539  | 8                 | 43,875  | 8            | 43,875  | 12,123   | 7,670       |
| Total                     | 42                 | 300,014 | 19                | 132,481 | 19           | 132,481 | 53,963   | 14,645      |

### 8- Long-term Investments

|                                  |      | Gro         | oup         | Parent C    | ompany      |  |
|----------------------------------|------|-------------|-------------|-------------|-------------|--|
|                                  | Note | 19.03.2016  | 20.03.2015  | 19.03.2016  | 20.03.2015  |  |
|                                  |      | IRR Million | IRR Million | IRR Million | IRR Million |  |
| Investment in Affiliated Co.     | 8-1  | 0           | 8,939       | 0           | 0           |  |
| Investment in Subsidiaries       | 8-2  | 0           | 0 0         |             | 1,775,964   |  |
| Investment in Other<br>Companies | 8-3  | 209,100     | 209,105     | 208,180     | 208,185     |  |
|                                  |      | 209,100     | 218,044     | 1,984,149   | 1,984,149   |  |

## Iran Power Plant Investment Company- SANA (Joint Stock) Notes to the Financial Statements For the Year Ended 19 March 2016

#### 8-1- Investment in Affiliated Co.

|  |       | Gre         | oup         |
|--|-------|-------------|-------------|
|  | Note  | 19.03.2016  | 20.03.2015  |
|  | _     | IRR Million | IRR Million |
| Investment in Affiliated Co.                       | 8-1-1 | 0           | 7,964       |
| Balance at the beginning of year                   |       | 0           | 12,328      |
| Share of Affiliated Co.'s Profit during the Period |       | 0           | (11,353)    |
| Dividend received during the Period                |       | 0           | 8,939       |

8-1-1- Last year, SANA O&M Co. was among affiliated companies and as indicated in explanatory note 8-2-1, has fulfilled the control conditions in the reported year and has been liable to consolidation as subsidiary and investment has not been done as net worth due to non-significant cost of investment and results of Power Plant Development & Eelctric Co. operations (other affiliated companies).

#### 8-2- Investment in Shares of Subsidiaries liable to Consolidation:

|                                       | N. A       | No. of      |         | Gre                   | oup | Parent Company |            |
|---------------------------------------|------------|-------------|---------|-----------------------|-----|----------------|------------|
|                                       | Note       | Shares      | Percent | 19.03.2016 20.03.2015 |     | 19.03.2016     | 20.03.2015 |
| Azarakhsh Power Generation Co.        | <b>7</b> 5 | 1223801999  | 59.99   | 0                     | 0   | 1,223,802      | 1,223,802  |
| Khoramabad<br>Power Generation<br>Co. |            | 552,051,898 | 72.16   | 0                     | 0   | 552,052        | 552,052    |
| Zagros Power<br>Generation Co.        |            | 59,990      | 59.99   | 0                     | 0   | 60             | 60         |
| Zanjan Power<br>Generation Co.        |            | 9,997       | 99.97   | 0                     | 0   | 10             | 10         |
| Kermanshah<br>Power Generation<br>Co. | V          | 9,997       | 99.97   | 0                     | 0   | 10             | 10         |
| Ahvaz Power<br>Generation Co.         |            | 9,997       | 99.97   | 0                     | 0   | 10             | 10         |
| Qaen Power<br>Generation Co           |            | 9,997       | 99.97   | 0                     | 0   | 10             | 10         |
| Ardabil Power<br>Generation Co.       |            | 9,997       | 99.97   | 0                     | 0   | 10             | 10         |
| SANA O&M Co.                          | 8-2-1      | 4,999       | 49.99   | 0                     | 0   | 5              | 0          |
|                                       |            |             |         |                       |     | 1,775,969      | 1,775,964  |

<sup>8-2-1-</sup> In the reported year, SANA O&M Co. was liable to consolidation due to taking control.

8-2-2- Subsidiaries & Affiliated Companies are detailed as follows:

|                                 |          |       |                   |       | Percent           | Percent of Investment         |
|---------------------------------|----------|-------|-------------------|-------|-------------------|-------------------------------|
| Subsidiaries:                   | Location | 19.03 | 19.03.2016        | 20.03 | 20.03.2015        |                               |
|                                 | l        | Group | Parent<br>Company | Group | Parent<br>Company | Main Activity                 |
| Azarakhsh Power Generation Co.  | Iran     | 09    | 09                | 09    | 09                | Electricity & Generation Sale |
| Khoramabad Power Generation Co. | Iran     | 72.16 | 72.16             | 72.16 | 72.16             | Electricity & Generation Sale |
| Zagros Power Generation Co.     | Iran     | 09    | 09                | 09    | 09                | Electricity & Generation Sale |
| SANA O&M Co.                    | Iran     | 49.99 | 99.97             | 49.99 | 49.99             | Power Plant Repair & Use      |
| Zanjan Power Generation Co.     | Iran     | 0     | 76.66             | 0     | 99.97             | No activity                   |
| Kermanshah Power Generation Co. | Iran     | 0     | 76.66             | 0     | 26.96             | No activity                   |
| Ahvaz Power Generation Co.      | Iran     | 0     | 99.97             | 0     | 99.97             | No activity                   |
| Qaen Power Generation Co        | Iran     | 0     | 76.66             | 0     | 99.97             | No activity                   |
| Ardabil Power Generation Co.    | Iran     | 0     | 99.97             | 0     | 99.97             | No activity                   |
|                                 |          |       |                   |       |                   |                               |

## Iran Power Plant Investment Company- SANA (Joint Stock) Notes to the Financial Statements For the Year Ended 19 March 2016

#### 8-3- Investment in companies' stocks is detailed as follows:

|  | Gro         | oup         | Parent C    | ompany      |
|--|-------------|-------------|-------------|-------------|
|  | 19.03.2016  | 20.03.2015  | 19.03.2016  | 20.03.2015  |
|  | IRR Million | IRR Million | IRR Million | IRR Million |
| Investment in other companies:         |             |             |             |             |
| Power Plant Projects                   | 200,000     | 200,000     | 200,000     | 200,000     |
| Investment in Listed Companies' Stocks | 4,250       | 4,250       | 3,380       | 3,380       |
| Investment in other Companies' Stocks  | 4,850       | 4,855       | 4,800       | 4,805       |
|  | 209,100     | 209,105     | 208,180     | 208,185     |

8-3-1- The amount of IRR 200 billion paid to Iran Electricity Development Organization (Parand, Ardabil, Orumiyeh, and Qaen Power Plants executor) based on request no. 983/41 dated 20 March 2006 of Iran Electricity Development Organization and in framework of agreement dated 11 June 2005 between SANA Co. and Tavanir Co. is related to completing and launching the said projects in the form of establishment of Zagros Power Generation Co. with the ownership of SANA Co. 60% and Tavanir Co. 40%. Power plants have been completed and are in use but are not delivered to Zagros Power Generation Co. This has led SANA Co. to submit a grievance according to which trial court and court of appeals ordered Tavanir Co. to increase its capital in Zagros Power Generation Co. by 40% in the form of contribution in kind and ownership transfer of the above power plants. But Tavanir Co. asked for appeal and court of appeal was held until the date of preparation of financial statements which approved the vote of trial court. The file has been sent to head of judiciary to implement article 18 of courts of first instance and revolutionary courts Establishment Act. In 2014, necessary follow-ups have been carries out through 2 letters sent from Moztasafan Foundation to the head of judiciary.

9-Tangible Fixed Assets

9-1 Group's cost and accumulated depreciation of tangible fixed assets are as follows:

|                                    |   |   | Cost- IRR Million                     | & Million                         |                         |   |  | Accumulated                                     | Accumulated Depreciation- IRR Million | R Million  |   | Book Value- IRR<br>Million | lue-IRR<br>ion |
|------------------------------------|---|---|---------------------------------------|-----------------------------------|-------------------------|---|--|---|---------------------------------------|--|---|----------------------------|----------------|
|                                    | Balance<br>At the<br>Beginning of<br>The year | Beginning of<br>the Year for<br>SANA O&M<br>.Co | Added<br>Assets<br>during the<br>Year | Sold Assets<br>during the<br>Year | Transfers & adjustments | Balance<br>At the<br>end of<br>The year | Balance at<br>the beginning<br>of the year | Beginning of<br>the Year for<br>SANA O&M<br>.Co | Depreciation<br>of the fiscal<br>year | Accumulated<br>Depreciation<br>of Sold<br>Assets | Balance<br>At the<br>end of<br>The year | 2015-                      | 2014-          |
| Land                               | 88,978  | 0   | 0                                     | 0                                 | 0                       | 88,978                                  | 0  | 0   | 0                                     | 0  | 0                                       | 88,978                     | 88,978         |
| Building &<br>Installations        | 1,125,946                                     | 0   | 180                                   | 0                                 | 0                       | 1,126,126                               | 173,019                                    | 0   | 46,383                                | 0  | 219,402                                 | 906,724                    | 952,927        |
| Equipment                          | 6,908,855                                     | 0   | 217                                   |                                   | 145                     | 6,909,217                               | 672,516                                    | 0   | 241,869                               | 0  | 914,385                                 | 5,994,832                  | 6,236,339      |
| Motor vehicles                     | 2,487   | 0   |                                       | (241)                             | 0                       | 2,246                                   | 1,837                                      | 0   | 170                                   | (226)  | 1,781                                   | 465                        | 650            |
| Furniture                          | 6,659   | 899   | 2,277                                 | (28)                              | 0                       | 9,576                                   | 2,263                                      | 319   | 816                                   | (19)   | 3,379                                   | 6,197                      | 4,396          |
| Tools                              | 0   | 368   | 36                                    |                                   |                         | 404                                     | 0  | 117   | 41                                    |  | 158                                     | 246                        | 0              |
| Software                           | 150   | 285   | 263                                   |                                   |                         | 869                                     | 15   | 177   | 41                                    |  | 233                                     | 465                        | 135            |
|                                    | 8,133,075                                     | 1,321   | 2,973                                 | -269                              | 145                     | 8,137,245                               | 849,650                                    | 613   | 289,320                               | -245   | 1,139,338                               | 6,997,907                  | 7,283,425      |
| Assets under<br>Completion         | 1,134,224                                     | 0   | 145,209                               | 0                                 | (145)                   | 1,279,288                               |  |   |                                       |  |   | 1,279,288                  | 1,134,224      |
| Orders &<br>Capital<br>Prepayments | 902,668                                       | 0   | 0                                     | 0                                 | (1,177)                 | 901,491                                 |  |   |                                       |  |   | 901,491                    | 902,668        |
|                                    | 10,169,967                                    | 1,321   | 148,182                               | (569)                             | (1,177)                 | 10,318,024                              | 849,650                                    | 613   | 289,320                               | (245)  | 1,139,338                               | 9,178,688                  | 9,320,317      |
|                                    |   |   |                                       |                                   |                         |   |  |   |                                       |  |   |                            |                |

9-2- Parent Company's cost and accumulated depreciation of tangible fixed assets are as follows:

|                             |   | Cost- IRR Million                  | Million                           |   | Accu  | mulated Depreci                       | Accumulated Depreciation- IRR Million            |   | Book Value- IRR Million        | IRR Million                    |
|-----------------------------|---|------------------------------------|-----------------------------------|---|---|---------------------------------------|--|---|--------------------------------|--------------------------------|
|                             | Balance<br>At the<br>Beginning of<br>The year | Added<br>Assets during<br>the Year | Sold Assets<br>during the<br>Year | Balance<br>At the<br>end of<br>The year | Balance<br>At the<br>Beginning of<br>The year | Depreciation<br>of the fiscal<br>year | Accumulated<br>Depreciation<br>of Sold<br>Assets | Balance<br>At the<br>end of<br>The year | Balance at<br>19 March<br>2016 | Balance at<br>19 March<br>2015 |
| Land                        | 71,820  |                                    |                                   | 71,820                                  | 0   | 0                                     |  | 0                                       | 71,820                         | 71,820                         |
| Building &<br>Installations | 112,316                                       |                                    |                                   | 112,316                                 | 129   | 7,862                                 |  | 7,991                                   | 104,325                        | 112,187                        |
| Equipment                   | 12,470  |                                    |                                   | 12,470                                  | 0   | 873                                   |  | 873                                     | 11,597                         | 12,470                         |
| Motor vehicles              | 498   |                                    | 89                                | 430                                     | 403   | 23                                    | 63   | 363                                     | 29                             | 95                             |
| Furniture                   | 5,156   | 2,080                              |                                   | 7,236                                   | 1,472   | 260                                   |  | 2,032                                   | 5,204                          | 3,684                          |
| Software                    | 104   | 265                                |                                   | 369                                     | 0   | 0                                     | 0  | 0                                       | 369                            | 104                            |
| Total                       | 202,364                                       | 2,345                              | 89                                | 204,641                                 | 2,004   | 9,318                                 | 63   | 11,259                                  | 193,382                        | 200,361                        |

9-3- Group and Parent Company's entire buildings and furniture are insured at cost against probable risks resulted from fire, flood, earthquake and explosion.

9-4- In 2015-16, SANA O&M Co. was liable to consolidation. Thus, a column was added to beginning of fixed assets period to display it.

9-5- According to the follow-ups by Azarakhsh Power Generation Co. for transfer of power plant land, cabinet's approval was taken and was announced to thermoelectric generation specialized Parent Company. Therefore, with respect to claim of Housing & Urban Development Organization and relator for land ownership, the conveyance deed is being followed up.

#### 9-6- Orders & Investment Prepayments are as follows:

|   | _     | Gre         | oup         |
|---|-------|-------------|-------------|
|   | Note  | 19.03.2016  | 20.03.2015  |
|   | _     | IRR Million | IRR Million |
| Investment Prepayments of<br>Khoramabad Power Plant     | 9-6-1 | 885,223     | 886,399     |
| Orders & Investment Prepayments of Aliabad Power Plants |       | 16,268      | 16,268      |
|   | 741   | 901,491     | 902,667     |

9-6-1- Investment prepayments are mainly related to payments made to MAPNA Co. according to the contract for IRR 534,605 million and prepayments for IRR 351,793 million for opening an L/C (power plant equipment).

#### 9-7- Assets under Completion

|                                       | Percent of C | Completion | Estimated   | Estimated<br>Completion<br>Expenses | Accumulate  | d Expenses  |
|---------------------------------------|--------------|------------|-------------|-------------------------------------|-------------|-------------|
| _                                     | 0045 0040    | 0044 0045  | Date of Use | 19.03.2016                          | 20.03.2016  | 2014-2015   |
|                                       | 2015-2016    | 2014-2015  |             | IRR Million                         | IRR Million | IRR Million |
| Building<br>Khoramabad<br>Power Plant | 36.24        | 35         | 21.01.2018  | 7,329,843                           | 1,279,288   | 1,134,079   |
| Azarakhsh<br>Power<br>Generation Co.  | 0            | 100        |             | 0                                   | 0           | 145         |
|                                       |              | V          |             | 7,329,843                           | 1,279,288   | 1,134,224   |

## Iran Power Plant Investment Company- SANA (Joint Stock) Notes to the Financial Statements For the Year Ended 19 March 2016

#### 10- Commercial & Non-Commercial Payables

#### 10-1- Short-term Payables

|   |        | Gr          | oup         | Parent C    | ompany      |
|---|--------|-------------|-------------|-------------|-------------|
|   | Note   | 19.03.2016  | 20.03.2015  | 19.03.2016  | 20.03.2015  |
|   |        | IRR Million | IRR Million | IRR Million | IRR Million |
| Commercial:   |        |             |             |             |             |
| MAPNA O&M Co.   | 10-1-1 | 23,484      | 1,014,185   | 0           | 0           |
| MAPNA Power<br>Plants Construction<br>Development Co. |        | 124,452     | 34,563      | 0           | 0           |
| MAPNA Co.   | 10-1-2 | 1,142,214   | 170,659     | 0           | 0           |
| Other Parties   |        | 3,901       |             | 0           | 0           |
|   |        | 1,294,051   | 1,219,407   | 0           | 0           |
| Non-Commercial:                                       |        |             |             |             |             |
| Documents Payable                                     | 10-1-3 | 92,373      | 1,933       | 678         | 678         |
| Premium Payable                                       |        | 1,170       | 330         | 417         | 330         |
| Good Performance<br>Deposit                           |        | 208,406     | 230,729     | 136         | 75          |
| Insurance Deposit                                     |        | 55,128      | 73,174      | 323         | 0           |
| SABA Electricity & Energy Co.                         |        | 5,703       | 0           | 0           | 0           |
| Expenses Payable                                      |        | 6,993       | 5,441       | 589         | 65          |
| Mr. Mohammad<br>Hossein Gholami                       |        | 11,500      | 0           | 11,500      | 0           |
| Withholding Tax                                       |        | 28,517      | 48,398      | 56          | 165         |
| Shareholders  |        | 20,825      | 0           | 0           | 0           |
| Others  |        | 41,362      | 21,154      | 11,000      | 10,016      |
|   |        | 471,977     | 381,159     | 24,699      | 11,329      |
|   | V      | 1,766,028   | 1,600,566   | 24,699      | 11,329      |

- 10-1-1- Debt to MAPNA O&M Co. (as second-hand contractor) related to Zagros Power Generation Co. which was active regarding using, repairing and maintenance of Parand Power Plant. The contract ended in fiscal year 2007-2008 and has not yet settled due to inadequate liquidity and debt to Social Security Organisation which has remained outstanding. Boards of directors' follow-ups continue in this regard.
- 10-1-2- It is related to monthly turnover according to bill and consortium between Azarakhsh Power Generation Co.- Iran Power Plant Management Co. LTSA for main repairs from July 2010 to 20 March 2016.
- 10-1-3- Balance of non-commercial payable documents is for paying installments of performance tax 2010-11 of Azarakhsh Power Generation Co.

#### 10-2- Long-term Payables:

|               | Note   | 19.03.2016  | 20.03.2015  |
|---------------|--------|-------------|-------------|
|               | Note - | IRR Million | IRR Million |
| Group:        |        |             |             |
| Commercial:   |        |             |             |
| Other Parties | 10-2-1 | 93,500      | 93,500      |
|               |        |             |             |

10-2-1- The above amount is for fund received from Tavanir Co. by Khoramabad Power Plant Co. regarding prepayment for electricity guaranteed sale contract which will be deducted from sale bills following using power plant and electricity generation.

#### 11- Tax Payable

11-1- Group's tax payable turnover is as follows:

|  | Grou        | ıp          |
|--|-------------|-------------|
|  | 19.03.2016  | 20.03.2015  |
|  | IRR Million | IRR Million |
| Balance at the beginning of year                     | 73,705      | 1,032,032   |
| Performance Tax Provision                            | 0           | 0           |
| Performance Tax Provision Adjustment for prior years | 523,577     | 0           |
| Paid during the year                                 | (58,340)    | 0           |
|  | 538,942     | 1,032,032   |
| Tax Prepayments                                      | -8,081      | 0           |
|  | 530,861     | 1,032,032   |

- 11-1-1- Since all the subsidiaries either had no profit & loss or had pre-operation loss or were tax free, no tax was claimed for their operation.
- 11-1-2- Azarakhsh Power Generation Co. has not allocated any tax provision for 2009-10 operations in books and documents regarding investigation for the said year have been submitted to tax admission organization. The company is also liable to exemption under article 132 for 10 years since date of operation 14 march 2011 based on Tax Arbitration Board's verdict no. 11073 dated 23 September 2015. In this regard, in the reported year, net difference of tax provision and actual tax amount for 2010 to 2014 totaling IRR 276,966 million was registered in other non-operational income and expenses (explanatory note 24).
- 11-1-3- Fiscal year corporation tax of Khoramabad Power Generation Co. for 2013-14 was investigated and tax assessment no. 17186887 dated 19 September 2015 was issued and the company's protest is being investigated in lower court.
- 11-1-4- Fiscal year corporation tax of Zagros Power Generation Co. for 2013-14 was calculated following statutory exemption and tax assessment was issued after tax assessor's investigation. The company has protested at the issued tax assessment.
- 11-1-5- SANA O&M Co.'s corporation taxes for 2009-10, 2012-13 and 2013-14 were investigated. 2009-2010 issue is related to loss approved by tax office and 2012-13 and 2013-14 issues are related to non-acceptance of insurance provision and overhaul as accepted expenses. The company has protested at the issued tax assessment and issue is being investigated in Tax Affairs Organization.
- 11-1-6- Performances of Khoramabad Power Generation Co. and SANA O&M Co. for 2014-15 have not investigated by tax authorities.

11-2- Summary of Parent Company's Tax Status

|             |               |                                | 19.03. | 19.03.2016 (IRR Million) |        |        |                    | 20.03.2015<br>(IRR Million) |                      |
|-------------|---------------|--------------------------------|--------|--------------------------|--------|--------|--------------------|-----------------------------|----------------------|
|             |               |                                |        |                          | Тах    |        |                    |                             | Method of Assessment |
| Fiscal Year | Stated Profit | Income liable<br>to Stated Tax | Stated | Assessed                 | Actual | Paid   | Balance<br>Payment | Tax Payable                 |                      |
| 2011-2012   | 435,997       | 44,688                         | 11,172 | 14,157                   | 14,157 | 14,157 |                    |                             | Books                |
| 2012-2013   | 367,390       | 20,517                         | 5,129  | 12,139                   | 0      | 6,052  |                    | 685                         | Books                |
| 2013-2014   | 1,241,761     | 0                              | 0      | 575                      | 0      | 0      |                    |                             | Books                |
| 2014-2015   | 1,592,467     | 0                              | 0      | 1,869                    | 0      | 0      |                    |                             | Books                |
| 2015-2016   | 718,694       | 0                              | 0      | 0                        | 0      | 0      | 685                |                             | Not<br>investigated  |
|             |               |                                |        |                          |        |        | 685                | 685                         |                      |
|             |               |                                |        |                          |        |        |                    |                             |                      |

<sup>11-2-1-</sup> Taxes before 2011 have been finalized and settled.

<sup>11-2-2-</sup> Corporation tax assessment 2012-13 was issued and was the subject of protest. For the year 2013-14, no provision was taken with respect to absence of nonexempt income.

<sup>11-2-3-</sup> Corporation tax assessment 2014-15 for IRR 1,869 million subject of article 59 Direct Taxes Act (fixed tax of sold estates) was issued by tax office and was the subject of protest by the company.

## Iran Power Plant Investment Company- SANA (Joint Stock) Notes to the Financial Statements For the Year Ended 19 March 2016

### 12 -Dividend Payable

|                                     | 19.03.2016  | 20.03.2015  |
|-------------------------------------|-------------|-------------|
| Parent Company:                     | IRR Million | IRR Million |
| Years before 2010-2011              |             | 147         |
| 2011-2012                           | 0           | 160         |
| 2012-2013                           | 0           | 291         |
| 2013-2014                           | 1,156       | 145         |
| 2014-2015                           | 289,381     | 896,871     |
| 2014-2015                           | 1,308,538   |             |
|                                     | 1,599,075   | 897,614     |
| Group:                              |             |             |
| Subsidiaries- belonging to minority | 1,153,668   | 665,770     |
|                                     | 2,752,743   | 1,563,384   |
|                                     |             |             |

#### 13- Financial Facilities

|                        |                | 19.03.2016     |                |                | 20.03.2015     |                |
|------------------------|----------------|----------------|----------------|----------------|----------------|----------------|
|                        | IRR<br>Million | IRR<br>Million | IRR<br>Million | IRR<br>Million | IRR<br>Million | IRR<br>Million |
| Group:                 |                |                |                |                |                |                |
| Facilities<br>Received | 6,346,716      | 2,206,084      | 8,552,800      | 5,359,252      | 3,055,628      | 8,414,880      |

#### 13-1- Facilities received according to different bases

#### 13-1-1- Broken down into providers of finance.

|  | Gro         | oup         |
|--|-------------|-------------|
| _  | 19.03.2016  | 20.03.2015  |
| _  | IRR Million | IRR Million |
| Banks  | 7,461,239   | 7,586,419   |
| Profit & Commissions of Future Years         | 63,830-     | 188,691-    |
|  | 7,397,409   | 7,397,728   |
| Long-term Portion                            | (2,206,084) | (3,055,628) |
|  | 5,191,325   | 4,342,100   |
| Profit & Commissions & Outstanding Penalties | 1,155,391   | 1,017,152   |
| Current Portion                              | 6,346,716   | 5,359,252   |

#### 13-2-1- As detailed by profit rate and commission

|                              | Gre         | oup         |
|------------------------------|-------------|-------------|
|                              | 19.03.2016  | 20.03.2015  |
|                              | IRR Million | IRR Million |
| LIBOR rate+3% per six months | 7,557,678   | 7,543,849   |
| LIBOR rate+2% per six months | 995,122     | 871,031     |
|                              | 8,552,800   | 8,414,880   |

#### 13-2-2- As detailed by payment schedule

| Gre         | oup  |
|-------------|--|
| 19.03.2016  | 20.03.2015   |
| IRR Million | IRR Million  |
| 5,994,884   | 4,944,856  |
| 0           | 1,196,957  |
| 1,346,954   | 1,196,957  |
| 1,210,962   | 1,076,110  |
| 8,552,800   | 8,414,880  |
|             | 19.03.2016 IRR Million 5,994,884 0 1,346,954 1,210,962 |

## Iran Power Plant Investment Company- SANA (Joint Stock) Notes to the Financial Statements For the Year Ended 19 March 2016

#### 13-2-3- As detailed by collateral type:

|                                    | Group       |             |  |  |
|------------------------------------|-------------|-------------|--|--|
| _                                  | 19.03.2016  | 20.03.2015  |  |  |
| _                                  | IRR Million | IRR Million |  |  |
| Against building & equipment       | 7,930,910   | 7,792,990   |  |  |
| Against cheques & promissory notes | 1,890       | 1,890       |  |  |
| Against other assets               | 620,000     | 620,000     |  |  |
|                                    | 8,552,800   | 8,414,880   |  |  |

- 13-2-4- Azarakhsh Power Generation Co. has reached new agreements as to how to repay the bank's facilities in 2014-15. Thus, a new repayment schedule has been issued and announced by bank. Worth mentioning that according to the negotiations with bank and agreement with Tavanir Co. for payment of part of company's claims to Bank of Industry & Mine in the new timetable, the first and second installments reduced from EUR 19 million to EUR 4 million.
- 13-2-5- With respect to contents of Removing Obstacles in Competitive Production Act and improving national financial system approved in 2015, executive bylaw article 20 of said law approved by Board of Ministries on 22 July 2015 and civil partnership contract between company and Bank Industries & Mines, cabinet decree no. 10959 and letter no. 8890 dated 2 May 2016 by Bank of Industries & Mines, the Company is eligible to use the said regulations. Azarakhsh Power Generation Co.'s debt amount to Bank of Industries & Mines will therefore decrease in the event of F/X rate decrease and penalties return.
- 13-2-6- Facilities received from Bank Melli Iran, Mirdamad branch by Khoramabad Power Generation Co. include EUR 27,946,725 principal and EUR 1,377,645 profit and commission. The first maturity date after grace period falls at 18 September 2015. The company is negotiating to extend the grace period due to lack of liquidity and lack of allocation by National Development Fund and not activating project operation.

#### 14- Provisions

|                        |   |          | 19.03.2016  |                               |                                  | 20.03.2015                       |
|------------------------|---|----------|-------------|-------------------------------|----------------------------------|----------------------------------|
|                        | Balance<br>at the<br>beginning<br>of year | Increase | Consumption | Unused<br>provision<br>return | Balance at<br>the end of<br>year | Balance at<br>the end of<br>year |
| Group:                 | V   |          |             |                               |                                  |                                  |
| Insurance<br>Provision | 63,389                                    | 10,435   | 0           |                               | 73,824                           | 0                                |
| Overhaul<br>Provision  | 102,988                                   | 10,517   |             | 10,517                        | 102,988                          | 0                                |
| Others                 | 103                                       | 1,230    | 103         |                               | 1,230                            | 0                                |
|                        | 166,480                                   | 20,952   | 103         | 10,517                        | 178,042                          | 0                                |

#### 15- Advances

| Advances from customers: | Gro         | oup         | Parent C    | Company     |
|--------------------------|-------------|-------------|-------------|-------------|
| customers.               | 19.03.2016  | 20.03.2015  | 19.03.2016  | 20.03.2015  |
|                          | IRR Million | IRR Million | IRR Million | IRR Million |
| Other customers          | 53,963      | 49,313      | 53,963      | 49,313      |

<sup>15-1-</sup> Advances are related to funds received from sale of estates and assets during prior years (as per note 7-1).

#### 16- Provision for Staff Work Termination Benefits

|                                     | Gro         | oup                   | Parent Company |             |  |
|-------------------------------------|-------------|-----------------------|----------------|-------------|--|
|                                     | 19.03.2016  | 19.03.2016 20.03.2015 |                | 20.03.2015  |  |
|                                     | IRR Million | IRR Million           | IRR Million    | IRR Million |  |
| Balance at the beginning of<br>Year | 5,871       | 1,679                 | 2,377          | 1,679       |  |
| Paid during the Year                | (1,428)     | (130)                 | (1,303)        | (130)       |  |
| Provision Provided                  | 3,058       | 827                   | 1,213          | 827         |  |
| Balance at the end of Year          | 7,501       | 2,376                 | 2,287          | 2,376       |  |

#### 17- Capital

The Company's capital is 2,441,100,000 shares, each IRR 1,000 with names and all paid in. The shareholders' composition at balance sheet date is as follows:

|  | 19.03.        | 2016              | 20.03.        | 2015              |
|--|---------------|-------------------|---------------|-------------------|
|  | No. of shares | Percent of shares | No. of shares | Percent of shares |
| SABA Electricity & Energy Industry Co.                         | 1,404,974,660 | 57.55             | 953,190,000   | 57.38             |
| MAPNA Group (joint stock)                                      | 428,992,216   | 17.57             | 291,917,158   | 17.57             |
| National Development Group<br>Investment Co. (joint stock)     | 365,040,778   | 14.95             | 248,400,000   | 14.95             |
| Shahed Co. (joint stock)                                       | 85,086,831    | 3.49              | 57,899,200    | 3.49              |
| Omid Investment<br>Management Co. (joint<br>stock)             | 29,832,237    | 1.22              | 32,536,800    | 1.22              |
| Boo Ali Investment Co. (joint stock)                           | 20,815,725    | 0.96              | 20,300,000    | 0.96              |
| Sobhan Investment Co. (joint stock)                            | 11,932,895    | 0.49              | 16,000,000    | 0.49              |
| Sina Financial Investment<br>Specialized Parent Company        | 47,015,676    | 1.93              | 8,120,000     | 1.96              |
| Others (1109 shareholders including natural and legal persons) | 47,408,982    | 1.81              | 32,736,842    | 1.98              |
|  | 2,441,100,000 | 100               | 1,661,100,000 | 100               |

17-1- In the reported year, according to the Company's extraordinary general assembly approval dated 23 January 2014, the Company's capital increased from IRR 1,661,100 million to IRR 2,441,100 million.

#### 18- Legal Reserve

According to contents of articles 140 and 238 of Commercial Code as amended in 1968 and article 73 articles of association in the reported year, IRR 35,935 million has been transferred from parent company's allocable profit to legal reserve. According to the said articles, it is required to transfer one twentieth of annual net profit to the above reserve to reach 10 percent of the company's capital. Legal reserve is not transferable to capital and is not divisible to shareholders except the time of dissolution of the company.

#### 19- Minority Interest

|                   | 19.03.2016  | 20.032015   |
|-------------------|-------------|-------------|
|                   | IRR Million | IRR Million |
| Capital           | 1,028,999   | 1,028,992   |
| Legal Reserve     | 83,377      | 83,376      |
| Retained Earnings | 483,464     | 1,024,987   |
|                   | 1,595,840   | 2,137,355   |
|                   |             |             |

#### 20- Operational Income

|                    |      | Gro         | oup         | Parent Company |             |  |
|--------------------|------|-------------|-------------|----------------|-------------|--|
|                    | Note | 2015-2016   | 2014-2015   | 2015-2016      | 2014-2015   |  |
|                    | •    | IRR Million | IRR Million | IRR Million    | IRR Million |  |
| Net Sale           | 20-1 | 2,758,669   | 3,495,949   | 0              | 0           |  |
| Investments Profit | 20-2 | 128         | 117         | 716,395        | 1,541,222   |  |
|                    |      | 2,758,797   | 3,496,066   | 716,395        | 1,541,222   |  |

- 20-1- In Azarakhsh Power Generation Co. and based on ECA agreement, monthly bills including energy generation and units readiness are calculated and issued until 21 July 2015 and energy rate and readiness was mentioned in the contract and monthly adjustment coefficient was also calculated according to conventional formula and multiplied in monthly rate. Subsequently, with respect to ending of ECA contract and sale of company in power market, income resources are categorized into 4 titles i.e. energy sale, readiness sale, opportunity failure sale and peripheral services based on issued bills.
- 20-2- Reduction in sale amount of Azarakhsh Power Generation Co. in the reported year compared to the previous year is due to reduction in electricity sale rate with respect to end of guaranteed sale contract i.e. ECA contract.

## Iran Power Plant Investment Company- SANA (Joint Stock) Notes to the Financial Statements For the Year Ended 19 March 2016

### 20-3- Investments Profit

|                                |        | Gre         | oup         | Parent (    | Company     |
|--------------------------------|--------|-------------|-------------|-------------|-------------|
|                                | Note   | 2015-2016   | 2014-2015   | 2015-2016   | 2014-2015   |
|                                |        | IRR Million | IRR Million | IRR Million | IRR Million |
| Companies' Dividend            | 20-3-1 | 128         | 117         | 716,395     | 1,529,874   |
| Affiliated Companies' Dividend |        | 0           | 0           | 0           | 11,348      |
|                                |        | 128         | 117         | 716,395     | 1,541,222   |

#### 20-3-1- Companies' Dividend

|   | Note _ | Gre         | oup         | Parent Company |             |
|---|--------|-------------|-------------|----------------|-------------|
|   |        | 2015-2016   | 2014-2015   | 2015-2016      | 2014-2015   |
|   |        | IRR Million | IRR Million | IRR Million    | IRR Million |
| Niroo Investment Co.                          |        | 0           | 75          | 0              | 75          |
| Iran Energy Exchange Co.                      |        | 128         | 42          | 128            | 42          |
| Azarakhsh Power<br>Generation Co.             |        | 0           | 0           | 713,476        | 1,529,752   |
| SANA O&M Co.                                  |        | 0           | 0           | 2,779          | 11,348      |
| Zagros Power Generation Co.                   |        |             |             | 12             | 0           |
| Power Plant Development & Electric Energy Co. |        | 0           | 0           | 0              | 5           |
|   |        | 128         | 117         | 716,395        | 1,541,222   |

20-4- The comparative table of the Grou0p's operational income and cost of operational income:

|                         | Operational income | Cost of operational income | Gross profit | Gross profit<br>to operational<br>income (%) |
|-------------------------|--------------------|----------------------------|--------------|--|
|                         | IRR Million        | IRR Million                | IRR Million  |  |
| Electricity Sale Income | 2,758,669          | 825,135                    | 1,933,534    | 70.09  |

#### 21- Group's Cost of Operational Income:

|                             | Note | 2015-2016   | 2014-2015   |
|-----------------------------|------|-------------|-------------|
|                             |      | IRR Million | IRR Million |
| Cost of sent statements     | 21-1 | 190,491     | 394,708     |
| Depreciation expenses       |      | 283,028     | 280,132     |
| All-risk Insurance expenses |      | 9,177       | 10,432      |
| Power Plant fuel            | 21-2 | 251,468     | 0           |
| Salary                      |      | 36,893      | 0           |
| Direct Overheads            |      | 34,609      | 0           |
| Indirect Overheads          |      | 8,663       | 0           |
| Consumer Materials          |      | 2,027       | 0           |
| Others                      |      | 8,779       | 628         |
|                             |      | 825,135     | 685,900     |

<sup>21-1-</sup> The above cost relates to Aliabad Power Plant which according to agreement dated 22 June 2010 concluded with SANA O&M Co., it was laid down services such as putting into use or main periodic repairs of Aliabad open cycle be carried out by the said company and related bills be sent to Azarakhsh Power Generation Co.

<sup>21-2-</sup> With respect to electricity sale contract at market with Iran Electricity Network Management Co., expenses for power plant fuel and using network transfer equipment for generating electricity are on Azarakhsh Power Generation Co. whereas in the prior years, it had been on Tavanir Co. with respect to ECA contract.

## Iran Power Plant Investment Company- SANA (Joint Stock) Notes to the Financial Statements For the Year Ended 19 March 2016

#### 22- General & Administrative Expenses

|   | Gre         | oup         | Parent C    | Company     |
|---|-------------|-------------|-------------|-------------|
|   | 2015-2016   | 2014-2015   | 2015-2016   | 2014-2015   |
| -   | IRR Million | IRR Million | IRR Million | IRR Million |
| Salary & Benefits                               | 20,699      | 11,208      | 16,752      | 10,669      |
| Board of Directors' Members<br>Bonus            | 2,940       | 2,093       | 1,700       | 1,500       |
| Counselors' Fee                                 | 2,228       | 3,435       | 3,656       | 3,464       |
| Purchase of Services                            | 10,167      | 1,948       | 3,893       | 2,237       |
| Auditory Expenses                               | 2,095       | 2,099       | 944         | 1,347       |
| Consumer Materials & Supplies                   | 1,934       | 1,121       | 2,208       | 1,415       |
| Entertainment                                   | 1,838       | 1,170       | 1,483       | 1,152       |
| Depreciation of Tangible Fixed Assets           | 3,326       | 686         | 9,319       | 997         |
| Membership Right                                | 1,098       | 113         | 882         | 188         |
| Board of Directors Sessions<br>Attendance Right | 1,080       | 682         | 498         | 198         |
| Utilities                                       | 475         | 306         | 534         | 289         |
| Publication and Advertisement                   | 1,661       | 337         | 1,121       | 0           |
| Assets Repair & Maintenance                     | 1,690       | 522         | 1,477       | 52          |
| Travels and Missions                            | 655         | 682         | 348         | 153         |
| Training  | 175         | 101         | 0           | 0           |
| Others  | 10,686      | 7,057       | 6,934       | 3,471       |
|   | 62,747      | 33,560      | 51,749      | 27,132      |
| Group's Companies Shares from Common Expenses:  |             |             |             |             |
| Azarakhsh Power Generation Co.                  | 0           | 0           | 15,980      | 4,872       |
| SANA O&M Co.                                    | 0           | 0           | 5,790       | 2,385       |
| Khoramabad Power Generation Co.                 | 0           | 0           | 5,292       | 4,651       |
| Zagros Power Generation Co.                     | 0           | 0           | 0           | 426         |
|   | 0           | 0           | 27,062      | 12,334      |
|   | 62,747      | 33,560      | 24,687      | 14,798      |

#### 23- Financial Expenses

|                 | Gro         | oup         |
|-----------------|-------------|-------------|
|                 | 2015-2016   | 2014-2015   |
|                 | IRR Million | IRR Million |
| Loans Received: |             |             |
| Banks           | 88,087      | 969,558     |
| Other Persons   |             | 0           |
| Others          | 226         | 0           |
|                 | 88,313      | 969,558     |

#### 24- Other Non-Operational Income & Expenses

|   |        | Gro         | oup         | Parent C    | ompany      |
|---|--------|-------------|-------------|-------------|-------------|
|   | Note   | 2015-2016   | 2014-2015   | 2015-2016   | 2014-2015   |
|   |        | IRR Million | IRR Million | IRR Million | IRR Million |
| Profit from Banking Investment<br>Deposits and Other Securities   |        | 156,172     | 46,889      | 26,922      | 28,148      |
| Profit (Loss) from Sale of Tangible Fixed Assets  164  37,895  64   | 0      |             |             |             |             |
| Dividend  |        | 87          | 229         | 0           | 0           |
| Profit (Loss) from Conversion<br>of Foreign Currency Assets<br>& Liabilities not Related to<br>Operations | 24-1   | (1,146,309) | 941,094     | 0           | 0           |
| Account Corrected for<br>Performance Tax Provision Return<br>of Prior Years                               | 11-1-2 | 276,966     | 0           | 0           | 0           |
| Profit from Power Plant Substation<br>Transfer  |        | 0           | 36,590      | 0           | 0           |
| Others  |        | 139,376     | 68,180      | 0           | 37,895      |
| V   |        | (573,544)   | 1,130,877   | 26,986      | 66,043      |

<sup>24-1-</sup> Loss from F/X conversion for conversion of EUR balance of principal, interest and penalty of facilities received from Bank of Industries & Mines, considering EUR exchange rate rise at the reporting date.

## Iran Power Plant Investment Company- SANA (Joint Stock) Notes to the Financial Statements For the Year Ended 19 March 2016

#### 25- Basis for Calculating Profit (Loss) per Share

|  | Gro         | ир          | Parent Co   | ompany      |
|--|-------------|-------------|-------------|-------------|
|  | 2015-2016   | 2014-2015   | 2015-2016   | 2014-2015   |
| -  | IRR Million | IRR Million | IRR Million | IRR Million |
| Operational Profit                               | 1,872,741   | 2,788,934   | 691,708     | 1,526,424   |
| Tax Effect                                       | (2,706)     | 0           |             | 0           |
| Minority Interest from<br>Operational Profit     | (759,195)   | (1,117,223) |             |             |
|  | 1,110,840   | 1,671,711   | 691,708     | 1,526,424   |
| Non-Operational Profit (Loss)                    | (661,857)   | 161,319     | 26,986      | 66,043      |
| Tax Effect                                       | 0           |             |             | 0           |
| Minority Interest from<br>Non-Operational Profit | 275,696     | (37,587)    | 0           | 0           |
|  | (386,161)   | 123,732     | 26,986      | 66,043      |
| Net Profit                                       | 1,210,884   | 2,950,253   | 718,694     | 1,592,467   |
| Tax Effect                                       | (5,412)     | 0           | 0           | 0           |
| Minority Interest from Net<br>Profit             | (483,499)   | (1,154,810) | 0           | 0           |
|  | 721,973     | 1,795,443   | 718,694     | 1,592,467   |

|  | Gre         | oup         | Parent C    | Company     |
|--|-------------|-------------|-------------|-------------|
|  | 2015-2016   | 2014-2015   | 2015-2016   | 2014-2015   |
|  | IRR Million | IRR Million | IRR Million | IRR Million |
| No. of Ordinary Stock at<br>Balance Sheet Date | 2,441,100   | 1,661,100   | 2,441,100   | 1,661,100   |

#### Earnings per Share:

|                      | Gro         | oup         | Parent C    | ompany      |
|----------------------|-------------|-------------|-------------|-------------|
|                      | 2015-2016   | 2014-2015   | 2015-2016   | 2014-2015   |
|                      | IRR Million | IRR Million | IRR Million | IRR Million |
| Operational- IRR     | 455         | 1,006       | 283         | 919         |
| Non-Operational- IRR | (158)       | 74          | 11          | 40          |
| Earnings per Share   | 297         | 1,081       | 294         | 959         |

#### 26- Annual Adjustments

|  | G           | roup        |
|--|-------------|-------------|
| _  | 2015-2016   | 2014-2015   |
| _  | IRR Million | IRR Million |
| Legal Reserve Correction                                   | 0           | 59,249      |
| Azarakhsh Power Generation Co.'s Payable Tax<br>Adjustment | 0           | (1,031,347) |
|  | 0           | (972,098)   |

## Iran Power Plant Investment Company- SANA (Joint Stock) Notes to the Financial Statements For the Year Ended 19 March 2016

#### 27- Compliance Statement of Operational Profit (Loss)

Reconciliation statement of operational profit (loss) with net cash flow from operational activities is as follows:

|  | Gre         | oup         | Parent C    | Company     |
|--|-------------|-------------|-------------|-------------|
|  | 2015-2016   | 2014-2015   | 2015-2016   | 2014-2015   |
|  | IRR Million | IRR Million | IRR Million | IRR Million |
| Operational Profit   | 1,872,741   | 2,776,606   | 691,708     | 1,526,424   |
| Depreciation Cost of<br>Tangible Fixed Assets &<br>Intangible Assets       | 289,376     | 280,951     | 9,320       | 997         |
| Net Increase in Staff Work<br>Termination Benefits<br>Provision            | 5,125       | 697         | 0           | 697         |
| Decrease (Increase) of<br>Accounts and Operational<br>Receivable Documents | 254,852     | (2,476,608) | (534,020)   | 0           |
| Decrease (Increase) of<br>Prepayments                                      | (34,225)    | (42,028)    | 371         | (1,303,821) |
| Increase in Operational Payables   | 343,504     | 375,349     | 13,281      | (460)       |
| Decrease in Operational<br>Advances  | 4,650       | 31,875      | 4,649       | 632         |
| Other Non-Operational Income & Expenses                                    | 133,492     | 104,724     | 0           | 31,873      |
|  | 2,867,873   | 1,051,566   | 185,309     | 256,342     |

#### 28- Non-cash Transactions

|   | Gro            | oup            | Parent C       | ompany         |
|---|----------------|----------------|----------------|----------------|
|   | 2015-2016      | 2014-2015      | 2015-2016      | 2014-2015      |
|   | IRR<br>Million | IRR<br>Million | IRR<br>Million | IRR<br>Million |
| Acquisition of Tangible Fixed Assets against Financial Facilities | 0              | 46,509         | 0              | 0              |
| Non-cash Sale of Fixed Assets from Dividend                       | 0              | 34,000         | 0              | 34,000         |
|   | 0              | 80,509         | 0              | 34,000         |

#### 29- Commitments, Contingent Liabilities and Contingent Assets

29-1- At Khoramabad Power Generation Co.'s balance sheet and based on 2015-16 estimates, Capital Commitments resulted from contracts approved related to building synthetic light block for Khoramabad Power Generation Co. as EPC by MAPNA Co. totaling EUR 203,463,028.

29-2-Contingent liabilities subject of article 235 Commercial Code as amended in Parent Company are as follows:

|   | 2015-2016   | 2014-2015   |
|---|-------------|-------------|
|   | IRR Million | IRR Million |
| Azarakhsh Power Generation Co.'s Promissory Note endorsed in favour of Bank of Industries & Mines | 1,920,000   | 1,920,000   |
| Azarakhsh Power Generation Co.'s Cheque endorsed in favor of SABA Investment Co.                  | 425,580     | 425,580     |
| Certified Cheque submitted to MAPNA Co. for guarantee of agreement no. 1400/3121                  | 977,000     | 977,000     |
| Khoramabad Power Generation Co.'s Promissory Note endorsed in favor of Bank Pasargad              | 261,583     | 261,583     |
| Khoramabad Power Generation Co.'s Promissory Note endorsed for Opening L/C                        | 1,486,000   | 1,486,000   |
|   | 5,070,163   | 5,070,163   |

29-3- The Company has no capital commitments on balance sheet date.

#### 30- Events after Balance Sheet Date

No events have occurred during the period between balance sheet date and financial statements approval date which require financial statements adjustment.

## 31- Transactions with Affiliated Persons

31-1- Group's Transactions with Affiliated Persons during the Reported Year

| Description   | Affiliated<br>Person             | Affiliation<br>Type | Liable to<br>Article 129 | Purchasing<br>Goods &<br>Services | Selling<br>Goods &<br>Services | Received<br>Facilities | Granted<br>Facilities | Guarantees<br>Granted/<br>Received | Buy/Sell |
|---|----------------------------------|---------------------|--------------------------|-----------------------------------|--------------------------------|------------------------|-----------------------|------------------------------------|----------|
| Affiliated Companies  | Azarakhsh<br>Power<br>Generation | MAPNA<br>Group      |                          | 1,129,169                         |                                |                        |                       |                                    |          |
|   | SANA O&M                         | MAPNA O&M           |                          |                                   | 1,826                          |                        |                       |                                    |          |
| Common Under-Control<br>Companies                             |                                  |                     |                          |                                   |                                |                        |                       |                                    |          |
| Influential Shareholders                                      |                                  |                     |                          |                                   |                                |                        |                       |                                    |          |
| Company's main managers<br>and their main commercial<br>units |                                  |                     |                          |                                   |                                |                        |                       |                                    |          |
| Other Affiliated Persons                                      |                                  |                     |                          |                                   |                                |                        |                       |                                    |          |
| Total   |                                  |                     |                          | 1,129,169                         | 1,826                          |                        |                       |                                    |          |
|   |                                  |                     |                          |                                   |                                |                        |                       |                                    |          |

31-2- Group's affiliated Persons Final Account Balances

|  |                                  |                           | :                                 |                       |             |                        | :                              |                        |                     | 2015-2016 | 2016      | 2014-2015 | 2015      |
|--|----------------------------------|---------------------------|-----------------------------------|-----------------------|-------------|------------------------|--------------------------------|------------------------|---------------------|-----------|-----------|-----------|-----------|
| Description  | Affiliated<br>Person             | Commercial<br>Receivables | Non-<br>Commercial<br>Receivables | Facilities<br>Granted | Prepayments | Commercial<br>Payables | Non-<br>Commercial<br>Payables | Facilities<br>Received | Dividend<br>Payable | ž         | Net       | Net       | it        |
|  |                                  |                           |                                   |                       |             |                        |                                |                        | •                   | Claims    | Debts     | Claims    | Debts     |
| Final Main<br>Commercial Units                                   |                                  |                           |                                   |                       |             |                        |                                |                        |                     |           |           |           | V         |
| Affiliated   | Azarakhsh<br>Power<br>Generation |                           |                                   |                       | 178,943     | 1,129,169              | 209,989                        |                        | 1,100,634           |           | 2,618,735 |           | 1,578,912 |
| Companies  | SANA<br>Repairs                  | 1,844                     | 146                               |                       |             |                        | 1,628                          |                        | 9                   | 356       |           |           | 1,632     |
| Companies<br>Companies   |                                  |                           |                                   |                       |             |                        |                                |                        |                     |           |           |           |           |
| Influential<br>Shareholders                                      |                                  |                           |                                   |                       |             |                        |                                |                        |                     |           |           |           |           |
| Company's<br>Main Managers<br>and their Main<br>Commercial Units |                                  |                           |                                   |                       |             |                        |                                |                        |                     |           |           |           |           |
| Other Affiliated<br>Persons                                      |                                  |                           |                                   |                       |             |                        |                                |                        |                     |           |           |           |           |
| Total  |                                  | 1,844                     | 146                               | 0                     | 178,943     | 1,129,169              | 211,617                        | 0                      | 1,100,640           | 356       | 2,618,735 | 0         | 1,580,544 |
|  |                                  |                           |                                   |                       |             |                        |                                |                        |                     |           |           |           |           |

31-3- Parent Company's Transactions with Affiliated Persons during the Reported Year

| Description  | Affiliated Person              | Affiliation Type                          | Liable to<br>Article 129 | Purchasing<br>Goods &<br>Services | Selling Goods &<br>Services | Received<br>Facilities | Granted<br>Facilities | Guarantees<br>Granted/<br>Received | Buy/Sell |
|--|--------------------------------|---|--------------------------|-----------------------------------|-----------------------------|------------------------|-----------------------|------------------------------------|----------|
|  | Azarakhsh Power<br>Generation  | Common Member<br>of Board of<br>Directors |                          |                                   | 22,770                      |                        |                       |                                    |          |
| Subsidiaries   | Khoramabad<br>Power Generation | Common Member<br>of Board of<br>Directors |                          |                                   | 87,407                      |                        |                       |                                    |          |
|  | SANA O&M                       | Common Member<br>of Board of<br>Directors |                          |                                   | 6,960                       |                        |                       |                                    |          |
|  | Total                          |   |                          |                                   | 117,137                     |                        |                       |                                    |          |
| Final Main<br>Commercial Units                                   |                                |   |                          |                                   |                             |                        |                       |                                    |          |
| Affiliated Companies   |                                |   |                          |                                   |                             |                        |                       |                                    |          |
| Common Under-<br>Control Companies                               |                                |   |                          |                                   |                             |                        |                       |                                    |          |
| Influential<br>Shareholders                                      |                                |   |                          |                                   |                             |                        |                       |                                    |          |
| Company's Main<br>Managers and their<br>Main Commercial<br>Units |                                |   |                          |                                   |                             |                        |                       |                                    |          |
| Other Affiliated<br>Persons                                      | Zagros Power<br>Generation     | Subsidiary                                |                          |                                   | 391                         |                        |                       |                                    |          |
| Total  |                                |   |                          |                                   | 117,528                     |                        |                       |                                    |          |
|  |                                |   |                          |                                   |                             |                        |                       |                                    |          |

Iran Power Plant Investment Company- SANA (Joint Stock)
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For the Year Ended 19 March 2016

|                                   |                                     |                           |            |                       |             |                        |            |                        |                     | 2 1 200           | 070   | 7700      | 7.00  |
|-----------------------------------|-------------------------------------|---------------------------|------------|-----------------------|-------------|------------------------|------------|------------------------|---------------------|-------------------|-------|-----------|-------|
|                                   |                                     |                           |            |                       |             |                        | 1          |                        |                     | 2015-2016         | 016   | 2014-2015 | 2015  |
| Description                       | Affiliated<br>Person                | Commercial<br>Receivables | Commercial | Facilities<br>Granted | Prepayments | Commercial<br>Payables | Commercial | Facilities<br>Received | Dividend<br>Payable | Net               |       | Net       | it    |
|                                   |                                     |                           |            |                       |             |                        |            |                        |                     | Claims            | Debts | Claims    | Debts |
|                                   | Azarakhsh<br>Power<br>Generation    |                           | 1,626,046  | 0                     | 0           | 0                      | 0          | 0                      | 0                   | 0 1,626,046       | 0     | 2,448     | 0     |
| Subsidiaries                      | Khorrmabad<br>Power<br>Generation   |                           | 162,045    | 0                     | 0           | 0                      | 0          | 0                      | 0                   | 162,045           | 0     | 0 140,052 | 0     |
|                                   | SANA O&M<br>Co                      |                           | 41,881     | 0                     | 0           | 0                      | 0          | 0                      | 0                   | 41,881            | 0     | 0         | 0     |
| Final Main<br>Commercial<br>Units | SABA<br>Electricity &<br>Energy Co. |                           | 0          | 0                     | 0           | 0                      | 0          | 0                      | 211,068             | 3,281             | 0     | 3,281     | 0     |
| Subsidiary                        | Zagros<br>Power<br>Generation       |                           | 3,460      | 0                     | 0           | 0                      | 0          | 0                      | 0                   | 3,460             | 0     | 3,383     | 0     |
| Total                             |                                     |                           | 1,833,432  | 0                     | 0           | 0                      | 0          | 0                      | 211,068             | 211,068 1,833,253 | 0     | 0 145,781 | 0     |
|                                   |                                     |                           |            |                       |             |                        |            |                        |                     |                   |       |           |       |

#### 31-4- Parent Company's affiliated Persons Final Account Balances

31-5- Transactions with affiliated persons have not been significantly different from conditions existing in actual transactions.

#### 32- Retained Earnings at the End of Year

End of year retained earnings appropriation is subject to shareholders' general assembly approval in the following cases:

|  | Amount      |
|--|-------------|
|  | IRR Million |
| Statutory Duties (according to article 90 Commerce Code as Amended)  |             |
| Dividing at least 10% of net profit for 2015-2016  | 71,869      |
| Board of Directors' Suggestion   |             |
| Board of Directors' Proposed Dividend almost equivalent to 97% of retained earnings in 20 March 2016 and IRR 300 per share | 732,330     |

#### 33- Foreign Currency Status

Foreign currency assets and liabilities at the end of year is as follows:

|                                       | USD   | СНҮ | Dinar  | EUR           | EUR           |
|---------------------------------------|-------|-----|--------|---------------|---------------|
| Group:                                | V     |     |        |               |               |
| Foreign Currency &<br>Monetary Assets | 2,735 | 780 | 17,250 | 500           | 0             |
| Orders & Prepayments                  | 0     | 0   | 0      | 0             | 24,383,725    |
| Financial Facilities                  | 0     | 0   | 0      | (252,994,460) | (295,776,271) |
|                                       | 2,735 | 780 | 17,250 | (252,993,960) | (271,392,546) |
|                                       |       |     |        |               |               |

<sup>33-1-</sup> Azarakhsh Power Generation Co.'s foreign currency financial facilities received from Bank Industries & Mines include EUR 206,486,843 principal and EUR 37,737,685 interest until date of report.

<sup>33-2-</sup> Khoramabad Power Generation Co.'s foreign currency financial facilities received from Bank Melli Iran include EUR 27,946,436 principal and EUR 1,377,934 interest until date of report.