

**GRENADA ELECTRICITY SERVICES**  
**Statement of Financial Position**

	Unaudited June 30, 2018 EC \$	Unaudited June 30, 2017 EC \$	Audited December 31, 2017 EC \$
<b>ASSETS</b>			
<b>Non Current Assets</b>			
Property Plant and Equipment	81,201,025.12	76,208,847.15	79,385,243.93
Suspense Jobs in Progress	2,535,975.39	1,776,321.88	1,621,983.92
Capital Work in Progress	8,454,223.74	4,940,864.90	6,360,367.12
Available-for-sale financial assets	811,967.12	811,967.12	800,065.75
	<u>93,003,191.37</u>	<u>83,738,001.05</u>	<u>88,167,660.72</u>
<b>CURRENT ASSETS</b>			
Inventories	18,652,836.41	16,787,497.80	17,212,091.86
Trade and Other Receivables	24,673,441.26	24,333,454.01	22,914,367.42
Income Tax Prepaid	-	-	92,156.95
Loans and receivables financial assets	29,627,894.05	33,547,377.57	33,606,868.69
Cash and cash equivalents	1,710,465.71	3,130,745.97	1,460,892.91
	<u>74,664,637.43</u>	<u>77,799,075.35</u>	<u>75,286,377.83</u>
<b>TOTAL ASSETS</b>	<u>167,667,828.80</u>	<u>161,537,076.40</u>	<u>163,454,038.55</u>
<b>SHAREHOLDERS EQUITY AND LIABILITIES</b>			
<b>SHAREHOLDERS EQUITY</b>			
Stated Capital	32,339,840.00	32,339,840.00	32,339,840.00
Provision for Hurricane Insurance Reserve	25,000,000.02	22,999,999.86	24,000,000.00
Retained Earnings	22,266,799.63	19,053,572.63	19,053,572.63
Profit / (Loss) to Date after Dividends	2,412,546.17	3,299,505.68	3,213,226.92
	<u>82,019,185.82</u>	<u>77,692,918.17</u>	<u>78,606,639.55</u>
<b>Non Current Liabilities</b>			
Consumers' Deposits	15,910,709.46	14,899,783.58	15,404,494.85
Long-term Borrowings	35,036,458.29	39,040,624.97	37,038,541.63
Deferred tax liability	5,301,240.92	1,879,230.75	5,301,241.00
	<u>56,248,408.67</u>	<u>55,819,639.30</u>	<u>57,744,277.48</u>
<b>Current Liabilities</b>			
Amount Due to Related Company	113,002.78	(34,788.23)	-
Bank overdraft	-	-	-
Short- term borrowings	6,995,931.12	6,178,902.39	6,300,572.48
Trade and other payables	16,470,028.31	15,561,462.02	14,633,999.32
Consumers' Advances for Construction	911,028.54	949,021.20	1,167,899.68
Current portion of provision for retirement benefits	373,673.20	462,370.63	405,678.34
Provision for Profit Sharing	2,972,734.09	2,984,963.36	4,594,971.70
Income Tax payable	1,563,836.27	1,922,587.56	-
	<u>29,400,234.31</u>	<u>28,024,518.93</u>	<u>27,103,121.52</u>
<b>TOTAL LIABILITIES</b>	<u>85,648,642.98</u>	<u>83,844,158.23</u>	<u>84,847,399.00</u>
<b>TOTAL LIABILITIES AND SHAREHOLDERS EQUITY</b>	<u>167,667,828.80</u>	<u>161,537,076.40</u>	<u>163,454,038.55</u>

**GRENADA ELECTRICITY SERVICES  
STATEMENT OF COMPREHENSIVE INCOME**

	Unaudited Three Months Ended		Unaudited Six Months Ended		Audited
	June 30, 2018	June 30, 2017	June 30, 2018	June 30, 2017	December 31, 2017
<b><u>INCOME</u></b>					
Sales - Non Fuel Charge	21,231,323.43	20,786,495.96	41,623,641.77	40,652,066.46	83,287,156.10
- Fuel Charge	21,934,008.38	16,692,652.11	41,123,372.26	31,987,146.94	65,636,365.45
Unbilled Sales Adjustments	484,956.46	249,960.71	609,453.95	439,021.28	794,034.43
Net Sales	43,650,288.27	37,729,108.78	83,356,467.98	73,078,234.68	149,717,555.98
Sundry Revenue	373,235.24	357,213.22	737,775.25	1,033,910.61	1,818,788.03
<b>TOTAL INCOME</b>	<b>44,023,523.51</b>	<b>38,086,322.00</b>	<b>84,094,243.23</b>	<b>74,112,145.29</b>	<b>151,536,344.01</b>
<b><u>OPERATING COSTS</u></b>					
Production less Diesel Consumed	4,055,787.83	2,614,293.94	7,709,828.72	5,944,208.83	14,881,135.90
Diesel Consumed	22,116,443.37	14,821,268.34	41,827,942.88	29,509,579.61	65,370,240.15
Planning & Engineering	660,533.94	652,402.79	1,325,940.11	1,349,642.47	2,635,219.97
Distribution	4,127,614.16	3,586,821.72	7,586,463.93	7,484,587.85	15,436,571.21
<b>TOTAL OPERATING COSTS</b>	<b>30,960,379.30</b>	<b>21,674,786.79</b>	<b>58,450,175.64</b>	<b>44,288,018.76</b>	<b>98,323,167.23</b>
<b><u>CORPORATE SERVICES</u></b>	<b>4,809,713.82</b>	<b>6,283,961.43</b>	<b>9,098,179.77</b>	<b>11,751,459.97</b>	<b>20,420,675.43</b>
<b>PROFIT BEFORE INTEREST</b>	<b>8,253,430.39</b>	<b>10,127,573.78</b>	<b>16,545,887.82</b>	<b>18,072,666.56</b>	<b>32,792,501.35</b>
<b><u>INTEREST</u></b>					
Bank Loan Interest	472,498.52	519,917.73	951,380.40	1,045,697.73	2,060,911.67
Other Bank Interest	18,748.38	7,044.25	26,224.17	7,044.25	16,269.32
Consumer Deposit Interest	151,442.72	143,176.37	297,014.90	285,214.04	583,398.79
<b>TOTAL INTEREST COSTS</b>	<b>642,689.62</b>	<b>670,138.35</b>	<b>1,274,619.47</b>	<b>1,337,956.02</b>	<b>2,660,579.78</b>
<b>PROFIT AFTER INTEREST</b>	<b>7,610,740.77</b>	<b>9,457,435.43</b>	<b>15,271,268.35</b>	<b>16,734,710.54</b>	<b>30,131,921.57</b>
<b><u>ALLOCATIONS</u></b>					
Hurricane Provision	500,000.01	499,999.89	1,000,000.02	999,999.86	2,000,000.00
Donations	355,537.04	447,871.78	713,563.42	785,728.81	1,406,596.08
Profit Sharing	1,523,959.42	1,729,312.54	3,054,067.52	3,186,888.63	5,952,245.27
<b>TOTAL OTHER CHARGES</b>	<b>2,379,496.47</b>	<b>2,677,184.21</b>	<b>4,767,630.96</b>	<b>4,972,617.30</b>	<b>9,358,841.35</b>
<b>PROFIT BEFORE TAXES</b>	<b>5,231,244.30</b>	<b>6,780,251.22</b>	<b>10,503,637.39</b>	<b>11,762,093.24</b>	<b>20,773,080.22</b>
Corporation Tax @ 30%	1,569,373.29	2,034,075.37	3,151,091.22	3,522,587.56	4,257,843.05
Deferred Tax			-	-	1,344,888.00
<b>PROFIT AFTER TAXES</b>	<b>3,661,871.01</b>	<b>4,746,175.85</b>	<b>7,352,546.17</b>	<b>8,239,505.68</b>	<b>15,170,349.17</b>
Dividends	2,470,000.00	2,470,000.00	4,940,000.00	4,940,000.00	9,880,000.00
<b>RETAINED PROFIT to date</b>	<b>1,191,871.01</b>	<b>2,276,175.85</b>	<b>2,412,546.17</b>	<b>3,299,505.68</b>	<b>5,290,349.17</b>

**GRENADA ELECTRICITY SERVICES LIMITED**  
Statement of Cash Flows

	Unaudited Six Months Ended		Audited Year Ended
	June 30, 2018	June 30, 2017	December 31, 2017
Operating Activities			
Profit before Income Tax	10,503,637.39	11,762,093.24	20,773,080.22
Adjustments for:			
Depreciation	3,351,825.61	3,023,858.10	6,210,753.93
Profit on disposal of fixed assets	47.44	(58,420.37)	(102,920.37)
	<u>13,855,510.44</u>	<u>14,727,530.97</u>	<u>26,880,913.78</u>
Changes in Operating Assets / Liabilities			
(Increase) / Decrease in receivables and prepayments	(1,759,073.84)	(4,363,558.86)	(2,944,472.22)
Increase / (Decrease) in accounts payable and accrued charges	2,085,372.46	2,539,479.12	2,335,606.12
Increase / (Decrease) in provision for retirement benefits	(32,005.14)	267,115.78	210,423.49
Increase in inventory	(1,440,744.55)	(346,277.24)	(770,871.30)
Decrease in related company balance	113,002.78	(34,788.23)	-
Decrease in provision for profit sharing	(1,622,237.61)	(1,975,669.74)	(365,661.40)
	<u>11,199,824.54</u>	<u>10,813,831.80</u>	<u>25,345,938.47</u>
Payment of income tax	(1,495,098.00)	(2,608,510.23)	(5,358,510.23)
	<u>9,704,726.54</u>	<u>8,205,321.57</u>	<u>19,987,428.24</u>
Cash provided by operating activities			
Investing Activities			
(Increase) / decrease in available for sale financial assets	(11,901.37)	(11,901.37)	-
Disposal of fixed assets	-	58,950.00	103,450.00
Decrease / (Increase) in Suspense jobs in progress	(913,991.47)	520,333.12	674,671.08
Decrease / (Increase) in Capital Work in Progress	(2,093,856.62)	3,704,872.10	2,285,369.88
(Increase) / Decrease in loans and receivables financial assets	3,978,974.64	(135,834.48)	(195,325.60)
Increase / (Decrease) in consumer contribution to line extension	49,221.36	1,768,813.81	2,043,602.74
Purchase of fixed assets	(5,216,875.60)	(9,067,865.34)	(15,705,946.88)
	<u>(4,208,429.06)</u>	<u>(3,162,632.16)</u>	<u>(10,794,178.78)</u>
Cash provided by/(used in) investing activities			
Financing Activities			
Dividends paid	(4,940,000.00)	(4,940,000.00)	(9,880,000.00)
Provision for hurricane insurance reserve	1,000,000.02	999,999.86	2,000,000.00
Repayment of Loan	(2,002,083.34)	(2,002,083.34)	(4,004,166.68)
	<u>(5,942,083.32)</u>	<u>(5,942,083.48)</u>	<u>(11,884,166.68)</u>
Cash used in financing activities			
Net Increase in cash and cash equivalents	(445,785.84)	(899,394.07)	(2,690,917.22)
Net cash - at the beginning of year	(835,512.89)	1,855,404.33	1,855,404.33
	<u>(1,281,298.73)</u>	<u>956,010.26</u>	<u>(835,512.89)</u>
- at the end of period			
Represented by			
Cash and cash equivalents	1,710,465.71	3,130,745.97	1,460,892.91

## NOTES TO THE FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED JUNE 30, 2018

### 1. Corporate Information

Grenada Electricity Services Limited (the Company) is public and is registered in Grenada. It is engaged in the generation and supply of electricity throughout Grenada, Carriacou and Petit Martinique. It is a subsidiary of Grenada Private Power Limited of which WRB Enterprises Inc. is the majority owner.

The Company was issued a certificate of continuance under Section 365 of the Companies Act on November 8th, 1996.

The Company operates and exercises and performs functions relating to the supply of electricity in Grenada. The Company is listed on the Eastern Caribbean Securities Exchange.

The registered office is situated at Grand Anse, St. George's, Grenada.

### 2. Basis of Preparation

The interim financial report for the period ended June 30, 2018 has been prepared in accordance with IAS 34, 'Interim Financial Reporting' and should be used in conjunction with the annual financial statements for the year ended December 31, 2017.

### 3. Significant Accounting Policies

The accounting policies adopted in the preparation of the interim financial statements are consistent with those followed in the preparation of the annual financial statements for the year ended December 31, 2017.

### 4. Use of Judgements and Estimates

In preparing these interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those that applied in the financial statements as at and for the year ended December 31, 2017.

**Schedule 2  
FORM ECSRC – OR**

(Select One)

**QUARTERLY FINANCIAL REPORT** for the period ended **June 30, 2018**  
Pursuant to Section 98(2) of the Securities Act, 2001

**OR**

**TRANSITION REPORT**  
for the transition period from \_\_\_\_\_ to \_\_\_\_\_  
Pursuant to Section 98(2) of the Securities Act, 2001  
*(Applicable where there is a change in reporting issuer's financial year)*

Issuer Registration Number: **GRENLEC27091960G**

**Grenada Electricity Services Ltd.**

(Exact name of reporting issuer as specified in its charter)

**Grenada W.I.**

(Territory or jurisdiction of incorporation)

**Dusty Highway, Grand Anse, St. George's, P.O. Box 381**

(Address of principal executive Offices)

(Reporting issuer's:

Telephone number (including area code): **(473) 440-3391**

Fax number: **(473) 440-4106**

Email address: **mail@grenlec.com**

\_\_\_\_\_  
(Former name, former address and former financial year, if changed since last report)

(Provide information stipulated in paragraphs 1 to 8 hereunder)

Indicate the number of outstanding shares of each of the reporting issuer's classes of common stock, as of the date of completion of this report. \_\_\_\_\_

<b>CLASS</b>	<b>NUMBER</b>
<b>Ordinary Shares</b>	<b>19,000,000</b>

## SIGNATURES

A Director, the Chief Executive Officer and Chief Financial Officer of the company shall sign this Annual Report on behalf of the company. By so doing each certifies that he has made diligent efforts to verify the material accuracy and completeness of the information herein contained.

The Chief Financial Officer by signing this form is hereby certifying that the financial statements submitted fairly state the company's financial position and results of operations, or receipts and disbursements, as of the dates and period(s) indicated. The Chief Financial Officer further certifies that all financial statements submitted herewith are prepared in accordance with International Accounting Standards consistently applied (except as stated in the notes thereto) and (with respect to year-end figures) including all adjustments necessary for fair presentation under the circumstances.

Name of Chief Executive Officer:

**Collin Cover**

Collin Cover

Signature

Name of Director:

**Linda George-Francis**

Linda George-Francis

Signature

Date 30<sup>th</sup> July 2018

Date 31<sup>st</sup> July 2018

Name of Chief Financial Officer:

**Benedict Brathwaite**

Benedict Brathwaite

Signature

Date 31.7.18

## **INFORMATION TO BE INCLUDED IN FORM ECSRC-OR**

### **1. Financial Statements**

Provide Financial Statements for the period being reported in accordance with International Accounting Standards. The format of the financial statements should be similar to those provided with the registration statement. Include the following:

- (a) Condensed Balance Sheet as of the end of the most recent financial year and just concluded reporting period.
- (b) Condensed Statement of Income for the just concluded reporting period and the corresponding period in the previous financial year along with interim three, six and nine months of the current financial year and corresponding period in the previous financial year.
- (c) Condensed Statement of Cash Flows for the just concluded reporting period and the corresponding period in the previous financial year along with the interim three, six and nine months of the current financial year and the corresponding period in the previous financial year.
- (d) By way of *Notes to Condensed Financial Statements*, provide explanation of items in the financial statements and indicate any deviations from generally accepted accounting practices.

### **2. Management's Discussion and Analysis of Financial Condition and Results of Operation.**

Discuss the reporting issuer's financial condition covering aspects such as liquidity, capital resources, changes in financial condition and results of operations during the reporting period. Discussions of liquidity and capital resources may be combined whenever the two topics are interrelated. Discussion of material changes should be from the end of the preceding financial year to the date of the most recent interim report.

The Management's Discussion and Analysis should disclose sufficient information to enable investors to judge:

1. The quality of earnings;
2. The likelihood that past performance is indicative of future performance; and
3. The issuer's general financial condition and outlook.

It should disclose information over and above that which is provided in the management accounts and should not be merely a description of the movements in the financial statements in narrative form or an otherwise uninformative series of technical responses. It should provide management's perspective of the company that enables investors to view the business from the vantage point of management.

The discussion should focus on aspects such as liquidity; capital resources; changes in financial condition; results of operations; material trends and uncertainties and measures

taken or to be taken to address unfavourable trends; key performance indicators; and non-financial indicators.

*General Discussion and Analysis of Financial Condition*

The following table provides information as at June 30, 2018 with comparatives at June 30, 2017 and December 31, 2017 of GRENLEC's compliance with various financial loan covenants. All ratios are better than target and we can expect this to continue to be so.

**Covenant Table**

	<b>Covenant Ratio</b>	<b>June 2018</b>	<b>June 2017</b>	<b>December 2017</b>
Current Ratio	$\geq 1.35:1$	2.55:1	2.77:1	2.78:1
Debt Service Coverage Ratio	$\geq 1.75:1$	2.03:1	3.39:1	3.78:1
Funded Debt to EBITDA	$\leq 3:1$	2.61:1	2.51:1	1.37:1

In the second quarter of 2018 the Company's net assets increased from \$80.33M to \$82.02M. Property, plant and equipment increased from \$80.49M to \$81.20M in this period despite depreciation expense of \$1.69M. This increase in capital assets was mainly due to the following areas. T&D network expansion \$1.12M driven by an unexpectedly high number of requests from private citizens for new services. new vehicles \$0.08M, \$0.22 on computers and servers and \$0.52M on several miscellaneous project. Capital work in progress increased from \$7.68M at the end of March 2018, to \$8.45M in the three months to June 2018. The Company has continued to finance routine non-expansion capital expenditures from internal operations.

Trade receivables increased by \$0.34M, over the three months to June 2018, from \$16.30M to \$16.64M. The domestic, government, statutory bodies and industrial sectors were all higher, ranging from 0.3 percent for industrial to 202.2 percent for statutory bodies. Commercial and the hotel sector saw decreases in their balances of 1.8 and 1.3 percent respectively. The quality of the receivables continued to improve with 72% being current and 80% below 60 days. Focus on further reducing trade receivables over 60 days will continue as it is well known that the longer balances are outstanding the more difficult it becomes to recover. Although effort is being made to reduce the total receivables, a greater effort is being placed on collecting the receivables over 60 days by using interactive voice messages (IVR) to remind customers of their balances due. To date there seems to be an increase in the payment of current bills. By this means the over 60 days will decrease and enable the results of the efforts targeted there to be able to be adjudicated.



## Liquidity and Capital Resources

Provide a narrative explanation of the following (but not limited to):

- i) The reporting issuer's financial condition covering aspects such as liquidity, capital resources, changes in financial condition and results of operations.
- ii) Any known trends, demands, commitments, events or uncertainties that will result in, or that are reasonably likely to result in, the issuer's liquidity increasing or decreasing in any material way. If a deficiency is identified, indicate the course of action that the reporting issuer has taken or proposes to take to remedy the deficiency.
- iii) The issuer's internal and external sources of liquidity and any material unused sources of liquid assets.
- iv) Provisions contained in financial guarantees or commitments, debt or lease agreements or other arrangements that could trigger a requirement for an early payment, additional collateral support, changes in terms, acceleration of maturity, or the creation of an additional financial obligation such as adverse changes in the issuer's financial ratios, earnings, cash flows or stock price or changes in the value of underlying, linked or indexed assets.
- v) Circumstances that could impair the issuer's ability to continue to engage in transactions that have been integral to historical operations or are financially or operationally essential or that could render that activity commercially impracticable such as the inability to maintain a specified level of earnings, earnings per share, financial ratios or collateral.
- vi) Factors specific to the issuer and its markets that the issuer expects will affect its ability to raise short-term and long-term financing, guarantees of debt or other commitment to third parties, and written options on non-financial assets.
- vii) The relevant maturity grouping of assets and liabilities based on the remaining period at the balance sheet date to the contractual maturity date. Commentary should provide information about effective periods and the way the risks associated with different maturity and interest profiles are managed and controlled.
- viii) The issuer's material commitments for capital expenditures as of the end of the latest fiscal period, and indicate the general purposes of such commitments and the anticipated source of funds needed to fulfil such commitments.
- ix) Any known material trends, favorable or unfavorable, in the issuer's capital resources, including any expected material changes in the mix and relative cost of capital resources, considering changes between debt, equity and any off-balance sheet financing arrangements.

## *Discussion of Liquidity and Capital Resources*

### **(a) Liquidity**

As at the end of the second quarter of 2018 the Company recorded a current ratio of 2.55:1 which is above the lender institution's benchmark of 1.35:1 and was in position to meet its operational requirements.

The average electricity rate in the second quarter of 2018 was \$0.92/kWh, an increase of 4.6 percent (\$0.04/kWh) as compared to the first quarter. This increase was due to average world fuel prices slowly creeping up. The average fuel charge increased by 10.0 percent from \$0.3928/kWh to \$0.4321/kWh for the three months as compared to the previous quarter.

Cash provided by operating activities for the three months to June 30, 2018 of \$3.89M was less than the \$5.81M for the first quarter to March 2018. The \$9.70M of the first six months was higher than the \$8.21M of the equivalent period in 2017 mainly due to accounts receivable and prepayments increasing by a lower \$1.76M in 2018 as against \$4.36M in the equivalent period of 2017. The favourable comparative movement in receivables and prepayments was partially offset by a comparative increase in inventory of \$1.09M. Additionally, adjusted profit of \$13.86M was less by \$1.13M compared to the first six months of 2017. Also, accounts payable and accrued charges increased by \$2.09M based on higher fuel prices.

Cash used in investing activities of \$4.21M to June 30, 2018 was a decrease of \$0.63M compared to March 31, 2018 of \$4.84M. Cash used in investing activities over the first six months of 2017 was \$3.16M. The main factors in the use of this cash was purchase of fixed assets of \$5.22M and an increase in capital work in progress of \$2.09M which was offset by a decrease in loans and receivables financial assets of \$3.98M.

Financing activities in the second quarter of 2018 was similar to that of the first with the payment of the regular quarterly dividend of thirteen cents per share and repayment of borrowings as scheduled. For the first six months cash utilized was \$5.94M the same as that for the equivalent period of 2017.

Overall, during the first six months of the year, the cash position decreased by \$0.45M reflected by an overdraft balance at the end of the period of \$1.28M. The Company met all of its obligations in the period, and, based on its current cash flow projections can be expected to continue to do so for the foreseeable future.

### **(b) Capital Resources**

Non-expansion capital expenditure of \$8.26M in the first six months of 2018 was funded from internal operations. A balance of \$4.74M remains from the budgeted capital expenditure of \$13M for the year which will be similarly funded from operations. Over the years the Company has only utilized external funding for major capital projects.

The Company, as part of its strategic plan, has set a target of having 20 percent of its generation capacity from renewable energy by 2020. To achieve this goal will require the Company to make capital investments in solar photovoltaics and or wind turbine farms. Progress to date has been slow and this is expected to continue for the balance of 2018 given the uncertainty the Company faces since the passage of the 2016 ESA.

The Company continues to review its options for a 3MW of ground mounted solar PV project on 33 acres of leased land in Pearls St. Andrew and a 300 kW solar project with battery storage in Petit Martnique. It is possible that a phased development to the Pearls solar PV project might be used. External funding would most likely be required for either of these projects.

### Off Balance Sheet Arrangements

Provide a narrative explanation of the following (but not limited to):

- i) Disclosures concerning transactions, arrangements and other relationships with unconsolidated entities or other persons that are reasonably likely to materially affect liquidity or the availability of, or requirements for capital resources.
- ii) The extent of the issuer's reliance on off-balance sheet arrangements should be described fully and clearly where those entities provide financing, liquidity, market or credit risk support, or expose the issuer to liability that is not reflected on the face of the financial statements.
- iii) Off-balance sheet arrangements such as their business purposes and activities, their economic substance, the key terms and conditions of any commitments, the initial on-going relationship with the issuer and its affiliates and the potential risk exposures resulting from its contractual or other commitments involving the off- balance sheet arrangements.
- iv) The effects on the issuer's business and financial condition of the entity's termination if it has a finite life or it is reasonably likely that the issuer's arrangements with the entity may be discontinued in the foreseeable future.

None

### Results of Operations

In discussing results of operations, issuers should highlight the company's products and services, facilities and future direction. There should be a discussion of operating considerations and unusual events, which have influenced results for the reporting period. Additionally, any trends or uncertainties that might materially affect operating results in the future should be discussed.

Provide a narrative explanation of the following (but not limited to):

- i) Any unusual or infrequent events or transactions or any significant economic changes that materially affected the amount of reported income from continuing operations and, in each case, the extent to which income was so affected.
- ii) Significant components of revenues or expenses that should, in the company's judgment, be described in order to understand the issuer's results of operations.
- iii) Known trends or uncertainties that have had or that the issuer reasonably expects

will have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations.

- iv) Known events that will cause a material change in the relationship between costs and revenues (such as price increases, costs of labour or materials), and changes in relationships should be disclosed.
- v) The extent to which material increases in net sales or revenues are attributable to increases in prices or to increases in the volume or amount of goods or services being sold or to the introduction of new products or services.
- vi) Matters that will have an impact on future operations and have not had an impact in the past.
- vii) Matters that have had an impact on reported operations and are not expected to have an impact upon future operations
- viii) Off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships that have or are reasonably likely to have a current or future effect on the registrant's financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources.
- ix) Performance goals, systems and, controls.

## *Overview of Results of Operations*

The Company's financial performance for the first six months of 2018, reflected by its profit before interest, showed a 8.5 percent decline as compared to the same period in 2017, a reduction of \$1.54M to \$16.54M. This decline was due to a decline in the fuel cost recovery rate from 108.4 percent at June 2017 to 98.3 percent at June 2018.

KWh sales growth in the quarter to June was 2.3 percent over the same period in 2017 but lower than the 2.6 percent of the previous quarter. YTD kWh sales growth of 2.5% is fractionally ahead of the budgeted 2.3 percent. KWh sales in the in the second half of 2017 was 51.2 percent of the annual sales and we expect the historical pattern of higher sales in the period July to December to continue.

Total revenue to June 2018 increased by 13.5 percent, to \$84.09M as compared to the equivalent period of 2017. The 35.3 percent increase in average fuel prices to \$7.21 per imperial gallon, in comparison with that to June 2017 of \$5.33, led to higher fuel charge rates. As such, the fuel charge revenue increased by 28.5 percent from \$31.99M to \$41.12M, mainly accounting for the increased revenue.

The fuel cost recovery rate over the six months to June was 98.3 percent producing a net loss of \$0.70M compared to a net benefit of \$2.48M from a comparative rate of 108.4 percent over the equivalent period of 2017. The recovery rate is negatively impacted by upward fuel price movement. Fuel prices saw a steady increase in the first half of 2018 from a low of \$6.97/IG in January to a high of \$7.68/IG in May.

Operating and administrative expenses other than fuel of \$25.72M was lower by 3 percent in the first six months of 2018 relative to the \$26.53M in the comparative period of 2017. Corrective and planned maintenance was higher than that for the same period of 2017 by \$1.07M based on scheduled repairs. However, these were offset by professional expenses and legal fees in 2018 being lower than for the same period in 2017 by a combined 2.96M. The other expenses were comparable to that of 2017 as tight controls over costs were maintained in recognition that with no change in the non-fuel charge rate and low kWh sales growth it is unlikely that there will be a significant increase in non-fuel revenue. Over the first six months of 2018 operating expenses other than fuel were lower than budget by 2.5 percent.

Interest costs of \$1.27M in the first six months of 2018 reflects a decrease of 4.7 percent compared to the \$1.34M to June 2017. With no new borrowings in 2018 we would expect financing costs to continue a gradual decline consistent with the loan agreement.

System losses twelve months rolling average of 8.70 percent at June 30, 2018 was above the 8.12 percent for the year 2017. The last six months of 2017 system losses averaged 9.34 percent in comparison to the first six months of 2018 with an average of 7.85 percent. We are therefore optimistic that system losses can be reduced to below its 2017 levels by year end. This is important given that it is a key strategic driver for the Company and in the context of the challenging economic conditions under which the Company is operating.

Fuel efficiency of 18.94 kWh's / IG in the first six months of 2018 was below the 19.12 kWh's / IG achieved in the same period last year. Fuel efficiency for the year 2017 was 19.02 kWh's per imperial gallon. This, like system losses, is very important as it is a key performance indicator for the Company that has a significant impact on its financial performance. In 2018 to date it has fluctuated with a low in June and we will monitor this closely.

**3. Disclosure about Risk Factors.**

Provide a discussion of the risk factors that may have an impact on the results from operations or on the financial conditions. Avoid generalised statements. Typical risk factors include untested products, cash flow and liquidity problems, dependence on a key supplier or customer, management inexperience, nature of business, absence of a trading market (specific to the securities of the reporting issuer), etc. Indicate if any risk factors have increased or decreased in the time interval between the previous and current filing.

With each passing period without Grenada being significantly affected by a tropical storm the Hurricane Reserve increases, and presently stands at \$25M which reduces the main risk exposure associated with post-hurricane recovery. The major risk factors facing the Company continue to be as follows:

- Hurricanes - as clearly established after Hurricane Ivan in 2004 when approximately 90 percent of our distribution system was affected. This continues to be the most immediate and significant risk being faced, particularly in the light of the expected increase in the number of major hurricanes annually that meteorologists are predicting due to climate change. This has been partially offset by the strengthening of the distribution system which has been made more robust in the rebuilding period after hurricanes Ivan and Emily. Additionally, the Hurricane Fund of \$24.02M is more than the pre Ivan level of \$14M.
- The 2016 Electricity Supply Act and 2016 Public Regulatory Commission Act
  - The 2016 ESA and the 2016 PURC Acts had commencement dates of August 1, 2016. These Acts fundamentally alters the regulatory and operating framework. Section 71 of the 2016 ESA repeals the Electricity Supply Act, 1994 (ESA 1994) under which Grenlec operated. The 2016 ESA separates generation and transmission entities to allow competition in both the generation and distribution areas, and to increase generation by renewable energy. The changes are many and are expected to have a negative financial impact on the Company. A serious concern that has been voiced by many is the significant amount of power that is vested in a single Government Minister. The Act is silent on the issue of whether concessions on custom duties will continue as per the Electricity Supply Act No, 39 of 2013 or be removed altogether. The regulations under the new Act have not yet been promulgated.
  - On March 22, 2017, GPP the holder of 50% of Grenlec's shares filed a demand notice with the Government of Grenada (GoG) in regards to government's Share Purchase Agreement obligations with GPP. GPP is asserting that the GoG breached the terms of the SPA and as a consequence has contractually initiated a repurchase of its shares by the GoG. GPP is a subsidiary of WRB Enterprises Inc who have had a management contract with Grenlec since 1994.
  - On May 5, 2017 GPP the holder of 50% of Grenlec's shares along with WRB its parent company filed a request for arbitration with the World Bank's International Centre for the Settlement of Investment Disputes (ICSID) to enforce the Government of Grenada's contractual obligation to repurchase the 50% Grenlec shareholding that Government previously sold to GPP.
  - In February 2018 in response to the 2017 EA the Company filed a constitutional motion in the high court of Grenada challenging the enactment of a social fund that requires network licensees to contribute 5% of pre-tax profits to be administered by a committee appointed by the Minister of Public Utilities.
- Current borrowings are in EC\$ which limits exposure to foreign currency rates. Foreign exchange risk relates to purchases most of which are transacted in United States dollars, which has a fixed exchange rate.
- Sharply increasing fuel prices can over the short run impact negatively on the Company's cash flow and profitability.

#### **4. Legal Proceedings.**

A legal proceeding need only be reported in the ECSRC – OR filed for the period in which it first became a reportable event and in subsequent interim reports in which there have been material developments. Subsequent Form ECSRC – OR filings in the same financial year in which a legal proceeding or a material development is reported should reference any previous reports in that year. Where proceedings have been terminated during the period covered by the report, provide similar information, including the date of termination and a description of the disposition thereof with respect to the reporting issuer and its subsidiaries.

There were no pending legal proceedings outstanding as at June 30, 2018 that could materially impact on the Company's position.

#### **5. Changes in Securities and Use of Proceeds.**

- (a) Where the rights of the holders of any class of registered securities have been materially modified, give the title of the class of securities involved. State briefly the general effect of such modification upon the rights of holders of such securities.

There were no changes in securities during the quarter ended June 30, 2018.



(a) Where the use of proceeds of a security issue is different from that which is stated in the registration statement, provide the following:

- Offer opening date (provide explanation if different from date disclosed in the registration statement)

N/A

- Offer closing date (provide explanation if different from date disclosed in the registration statement)

N/A

- Name and address of underwriter(s)

N/A

- Amount of expenses incurred in connection with the offer N/A

- Net proceeds of the issue and a schedule of its use

N/A

- Payments to associated persons and the purpose for such payments

N/A

(b) Report any working capital restrictions and other limitations upon the payment of dividends.

None.

**6. Defaults upon Senior Securities.**

- (a) If there has been any material default in the payment of principal, interest, a sinking or purchase fund instalment, or any other material default not satisfied within 30 days, with respect to any indebtedness of the reporting issuer or any of its significant subsidiaries exceeding 5 per cent of the total assets of the reporting issuer and its consolidated subsidiaries, identify the indebtedness. Indicate the nature of the default. In the case of default in the payment of principal, interest, or a sinking or purchase fund instalment, state the amount of the default and the total arrears on the date of filing this report.

Payments of principal and interest to CIBC FirstCaribbean for a loan of \$48.05M in March 2016 were made as scheduled during the quarter ended June 30, 2018 as per the agreement.

- (b) If any material arrears in the payment of dividends have occurred or if there has been any other material delinquency not satisfied within 30 days, give the title of the class and state the amount and nature of the arrears or delinquency.

No arrears in the payment of dividends have occurred and there are no restrictions.

**7. Submission of Matters to a Vote of Security Holders.**

If any matter was submitted to a vote of security holders through the solicitation of proxies or otherwise during the financial year covered by this report, furnish the following information:

- (a) The date of the meeting and whether it was an annual or special meeting.

An Annual General Meeting was held on Tuesday May 8, 2018.

- (b) If the meeting involved the election of directors, the name of each director elected at the meeting and the name of each other director whose term of office as a director continued after the meeting.

The four Directors elected by poll were as follows:

Winnifred Duncan-Phillip;  
Russ Fielden;  
Ashton Frame;  
Clever Williams.

The Board of Directors at the end of the AGM was as follows:

G. Robert Blanchard Jr.      Chairman  
Robert Blenker  
Robert Curtis  
Winnifred Duncan-Phillip (new)  
Russ Fielden (new)  
Linda George-Francis  
Ashton Frame  
Duane Noel  
Edward Parry  
Ronald Roseman  
Murray Skeete  
Clever Williams (new)

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- (c) A brief description of each other matter voted upon at the meeting and a statement of the number of votes cast for or against as well as the number of abstentions as to each such matter, including a separate tabulation with respect to each nominee for office.

PKF Accountants and Business Advisers were appointed as auditors for the year ending December 31, 2018 on a majority vote by a show of hands.

- (d) A description of the terms of any settlement between the registrant and any other participant.

N/A

- (e) Relevant details of any matter where a decision was taken otherwise than at a meeting of such security holders.

N/A

Other Information.

The reporting issuer may, at its option, report under this item any information, not previously reported in a Form ECSRC – MC report (used to report material changes), with respect to which information is not otherwise called for by this form, provided that the material change occurred within seven days of the due date of the Form ECSRC-OR report. If disclosure of such information is made under this item, it need not be repeated in a Form ECSRC – MC report which would otherwise be required to be filed with respect to such information or in a subsequent Form ECSRC – OR report.

Biographical data of three new Directors.

**BIOGRAPHICAL DATA FORMS**

**DIRECTORS OF THE COMPANY**

Name: Winnifred Duncan Phillip

Position: Director

Age: 50

Mailing Address: Po Box 638, St. George's, Grenada

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Telephone No.: 1 473 435 5155

List jobs held during past five years (include names of employers and dates of employment).

Partner – Hannibal & Duncan Phillips, 2004-2017  
Principal – Duncan Phillip & Associates – 2017 - Present

Give brief description of **current** responsibilities

Attorney-at-Law and Manager of Law Firm

Education (degrees or other academic qualifications, schools attended, and dates):

University of the West Indies, Cavehill, Barbados – 1989 to 1991 – LLB Hons

Hugh Wooding Law School – 1991 to 1993 – Legal Education Certificate

*Use additional sheets if necessary.*

## BIOGRAPHICAL DATA FORMS

### DIRECTORS OF THE COMPANY

Name: Russ Fielden

Position: Director

Age: 70

Mailing Address: Po Box 1414 Grand Anse, St George's

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Telephone No.: 1 473 537 1932

List jobs held during past five years (include names of employers and dates of employment).

Chair of Virgin Bay Ltd (True Blue Bay Resort)  
GM of True Blue Bay Resort since 1998

Give brief description of **current** responsibilities

Running True Blue Bay with over 100 employees  
Owner of Spice Island Fireworks with 4 employees  
Director of Tikal Ltd House of Chocolate St George's  
Director on Grenada Port Authority  
VP of GHATA  
Director on NE cluster  
Director on SAEP  
Director on Horizon Yacht Charters

Education (degrees or other academic qualifications, schools attended, and dates):

10 O levels  
3 A levels - Queen Elizabeth Grammar School - 1968  
HND engineering - Kingston Polytechnic - 1972  
HGV class 1 licence  
Ocean Yachts master  
1000 ton Coast Guard licence  
PADI instructor  
ICSA Accredited Director - ECSE - 2018

*Use additional sheets if necessary.*

**BIOGRAPHICAL DATA FORMS**

**DIRECTORS OF THE COMPANY**

Name: Cleaver Williams

Position: Director

Age: 60

Mailing Address: Po Box 1372, Grand Anse Post Office, Grand Anse, St George's, Grenada

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Telephone No.: 1 473 444 4900; 1 473 405 1176

List jobs held during past five years (include names of employers and dates of employment).

Shift Supervisor – Queen's Park Power Plant – 2013 to 2018 – Retired April 2018

Give brief description of **current** responsibilities

Director Grenada Electricity Services.

Education (degrees or other academic qualifications, schools attended, and dates):

6 O' Levels; GBSS, 1970 – 1976;

Mechanical Engineering Technician, John Donaldson Technical Institute (Trinidad) 1980 – 1981.  
(Incomplete)

*Use additional sheets if necessary.*