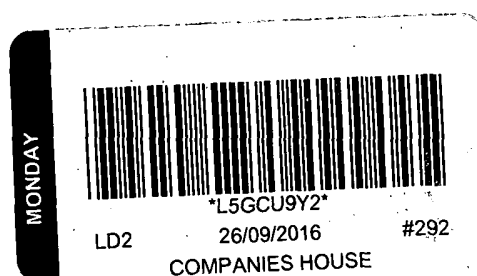


**Director's Report and Financial  
Statements**

*Statoil UK Properties  
Limited*

**31 December 2015**



# Statoil UK Properties Limited

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Registered No. 841421

## **DIRECTORS**

Robert Adams

## **SECRETARY**

A J Saul

## **AUDITOR**

KPMG LLP  
15 Canada Square  
London  
E14 5GL

## **BANKERS**

JP Morgan Chase  
125 London Wall  
London  
EC2Y 5AJ

## **REGISTERED OFFICE**

1 Kingdom Street  
London  
W2 6BD

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE  
DIRECTOR'S REPORT AND THE FINANCIAL STATEMENTS**

The director presents his report with the financial statements of the company for the year ended 31 December 2015.

**STRATEGIC REPORT**

The Company has taken advantage of the exemption contained in section 414B of the Companies Act 2006 not to prepare a Strategic Report as it is eligible to prepare its financial statements in accordance with the small companies' regime.

**PRINCIPAL ACTIVITIES AND FUTURE DEVELOPMENTS**

The principal activities of the company were to previously act as an investment holding company and provide management services to other group undertakings. However, at the end of 2007, the company ceased to provide these services and during 2008 all remaining investments were disposed of. The director plans to wind up the company.

**PRINCIPAL RISKS AND UNCERTAINTIES**

There are a number of risks that the company faces in the course of conducting its business operations. Although not exhaustive, the following list highlights the principal risks and uncertainties.

***Credit risk***

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's policies are aimed at minimising such losses, and require that deferred terms are only granted to customers who demonstrate an appropriate payment history and satisfy credit worthiness procedures. Details of the Company's debtors are shown in note 9 to the financial statements.

***Liquidity and cash flow risk***

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. Cash flow risk is the risk of exposure to variability in cash flows that is attributable to a particular risk associated with a recognised asset or liability such as future payments on a variable rate debt.

All these risks are managed by the Company's Norwegian ultimate parent on a group wide basis.

**POLITICAL CONTRIBUTIONS**

No contributions were made to a political party during the year (2014: nil).

**RESULTS AND DIVIDENDS**

The loss for the year after taxation was £3,118 (2014: £37,826 profit). No dividends were distributed in respect of the year ended 31 December 2015 (2014: £nil).

**DIRECTOR AND HIS INTERESTS**

The director who served the company during the year and changes since 31 December 2015 is listed on page 1.

The Director held the following interests in the ultimate parent company, Statoil ASA as at 31 December 2015:

	<b>Class</b>	<b>2015</b>
Robert Adams	Statoil ASA-Ordinary	16,931

The company indemnifies the directors in its Articles of Association to the extent allowed under section 232 of the Companies Act 2006.

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE  
DIRECTOR'S REPORT AND THE FINANCIAL STATEMENTS**

The director is responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

**GOING CONCERN**

As the director intends to wind up the company in the near future, it is considered more appropriate to prepare the financial statements on the break-up basis rather than on the going concern basis. The break-up basis results in assets held by the company at the year end being recorded at their estimated realisable values and liabilities due at the year end being recorded at amounts at which they will ultimately settled. This did not cause any adjustment from the book amounts.

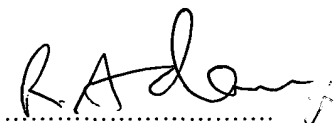
**DIRECTOR'S STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITOR**

The Director who held office at the date of approval of this Director's report confirms that, so far as he is aware, there is no relevant audit information of which the Company's auditor is unaware and the Director has taken all the steps he ought to have taken as a Director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

**AUDITOR**

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

*By order of the board*



Robert Adams

Director

Date

13/8/16

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE  
DIRECTOR'S REPORT AND THE FINANCIAL STATEMENTS

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

Under Company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards including FRS 102 have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business (As explained in note 1, the director does not believe that it is appropriate to prepare these financial statements on a going concern basis).

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities

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## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF STATOIL UK PROPERTIES LIMITED

We have audited the financial statements of Statoil UK Properties Limited for the year ended 31 December 2015, set out on page 6 to 12. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*. These financial statements have not been prepared on the going concern basis for the reason set out in note 1 to the financial statements.

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

### RESPECTIVE RESPONSIBILITIES OF DIRECTOR AND AUDITOR

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

### SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

### OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2015 and of its loss for the year then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice and;
- have been prepared in accordance with the requirements of the Companies Act 2006.

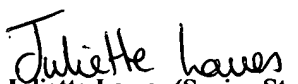
### OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

### MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

  
Juliette Lowes (Senior Statutory Auditor)  
For and on behalf of KPMG LLP, Statutory Auditor  
Chartered Accountants  
15 Canada Square  
London  
E14 5GL  
13 September 2016

**PROFIT AND LOSS ACCOUNT**  
for the year ended 31 December 2015

	<i>Notes</i>	<b>2015</b> <b>£</b>	<b>2014</b> <b>£</b>
Administrative expenses		(4,598)	(5,001)
<b>OPERATING (LOSS)</b>		<b>(4,598)</b>	<b>(5,001)</b>
Interest receivable	3a	1,922	1,384
Interest payable and similar charges	3b	(68)	(70)
<b>(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>(2,744)</b>	<b>(3,687)</b>
Tax (charge) / credit on profit on ordinary activities	4	(374)	41,513
<b>(LOSS) FOR THE FINANCIAL YEAR AFTER TAXATION</b>	<b>8</b>	<b>(3,118)</b>	<b>37,826</b>
Other comprehensive income		-	-
<b>TOTAL OTHER COMPREHENSIVE (LOSS) / INCOME</b>		<b>(3,118)</b>	<b>37,826</b>

All operations are derived from discontinued operations.

Notes 1 to 9 form an integral part of these financial statements.

Statoil UK Properties Ltd – Registered No. 841421

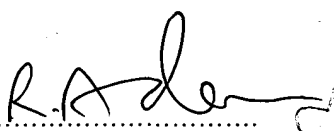
BALANCE SHEET  
at 31 December 2015

	<i>Notes</i>	<b>2015</b> £	<b>2014</b> £
<b>CURRENT ASSETS</b>			
Debtors: amounts falling due within one year	5	957,077	1,056,204
		<u>957,077</u>	<u>1,056,204</u>
<b>CREDITORS: amounts falling due within one year</b>	6	(658)	(96,667)
		<u>956,419</u>	<u>959,537</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	7	1,000	1,000
Profit and loss account		955,419	958,537
<b>SHAREHOLDER'S FUNDS</b>		<u>956,419</u>	<u>959,537</u>

Notes 1 to 9 form an integral part of these financial statements.

Approved by the Board of Directors on

date 13/9/16

  
.....  
Robert Adams – Director

STATEMENT OF CHANGES IN EQUITY  
For the year ended 31 December 2015

	Share capital	Profit & Loss account	Total Shareholder's funds
	£	£	£
At 1 January 2014	1,000	920,711	921,711
Profit for the year	-	37,826	37,826
Other comprehensive income	-	-	-
At 1 January 2015	1,000	958,537	959,537
Loss for the year	-	(3,118)	(3,118)
<b>At 31 December 2015</b>	<b>1,000</b>	<b>955,419</b>	<b>956,419</b>

NOTES TO THE FINANCIAL STATEMENTS  
at 31 December 2015

**1. ACCOUNTING POLICIES**

Statoil UK Properties Limited is a company limited by shares and incorporated and domiciled in the UK.

These financial statements were prepared in accordance with Financial Reporting Standard 102 *The Financial Reporting Standard* applicable in the UK and Republic of Ireland ("*FRS 102*") as issued in August 2014. The presentation currency of these financial statements is sterling.

The Company's ultimate parent undertaking, Statoil ASA, includes the Company in its consolidated financial statements. The consolidated financial statements of Statoil ASA are prepared in accordance with International Financial Reporting Standards as adopted by the EU and are available to the public and may be obtained from [www.statoil.com](http://www.statoil.com). In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash flow Statement and related notes; and
- Key Management Personnel compensation.

As the consolidated financial statements of Statoil ASA include the equivalent disclosures, the Company has also taken the exemptions under FRS 102 available in respect of the following disclosures:

- The disclosures required by FRS 102.11 Basic Financial Instruments and FRS 102.12 Other Financial Instrument Issues in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

The accounting policies set out below have, unless otherwise stated, have been applied consistently throughout the period presented in these financial statements.

In the transition to FRS102 from old UK GAAP, the Company has made no measurement and recognition adjustments.

***Measurement convention***

The financial statements are prepared on the historical cost basis.

***Going concern***

The company does not trade and the director intends to wind up the company. As such, the director has not prepared the financial statements on a going concern basis. No adjustments were necessary to the amounts at which the remaining net assets are included in these financial statements.

***Related party transactions***

The company has taken advantage of the exemption contained within FRS 102.33, "*Related Party Disclosures*", and has not disclosed transactions with group companies.

NOTES TO THE FINANCIAL STATEMENTS  
at 31 December 2015

***Taxation***

Tax on the profit or loss for the period comprises current tax. Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the period, using rates enacted or substantively enacted at the balance sheet date, and any adjustments to tax payable in respect of previous periods.

***Basic financial instruments***

***Trade and other debtors***

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

***Trade and other creditors***

Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

***Accounting estimates and judgements***

The director does not consider there to be significant estimates or judgements involved in preparing these financial statements.

**2. AUDITOR REMUNERATION AND EXPENSES**

	2015	2014
	£	£
Auditor's remuneration in respect of the statutory audit	5,000	5,000

Auditor's remuneration has been borne by other group companies.

There were no staff employed by the company during the year (2014: nil).

The director did not receive any fees or remuneration for services as a director of the company during the year.

NOTES TO THE FINANCIAL STATEMENTS  
at 31 December 2015

**3a. INTEREST RECEIVABLE AND SIMILAR INCOME**

	2015 £	2014 £
Interest receivable from group undertakings	1,922	1,384
	<u>1,922</u>	<u>1,384</u>

**3b. INTEREST PAYABLE AND SIMILAR CHARGES**

	2015 £	2014 £
Bank charges	68	70
	<u>68</u>	<u>70</u>

**4. TAX ON LOSS ON ORDINARY ACTIVITIES**

	2015 £	2014 £
a) Tax on loss on ordinary activities:		
<i>Current tax:</i>		
Current tax on income for the period	374	283
Adjustments in respect of prior periods	-	(41,796)
Total tax	<u>374</u>	<u>(41,513)</u>

b) Factors affecting total tax charge:

The tax assessed on the profit on ordinary activities for the year is higher (2014: lower) than the standard rate of corporation tax in the UK. The differences are reconciled below:

	2015 £	2014 £
Loss on ordinary activities before tax	(2,744)	(3,687)
Tax using the UK corporation tax rate of 20.25% (2014: 21.5%)	(556)	(793)
Permanent differences	930	1,076
Adjustments in respect of prior periods	-	(41,796)
Total tax charge/ (credit)	<u>374</u>	<u>(41,513)</u>

Reductions in the UK corporation tax rate from 23% to 21% (effective from 1 April 2014) and 20% (effective from 1 April 2015) were substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and 18% (effective from 1 April 2020) were substantively enacted on 26 October 2015. An additional reduction to 17% (effective from 1 April 2020) was announced in the Budget on 16 March 2016. This will reduce the company's future current tax charge.

NOTES TO THE FINANCIAL STATEMENTS  
at 31 December 2015

5. **DEBTORS:** amounts falling due within one year

	2015	2014
	£	£
Amounts due from group undertakings	957,077	1,056,204

6. **CREDITORS:** amounts falling due within one year

	2015	2014
	£	£
Amounts due to group undertakings	283	96,384
Corporation tax	375	283
	658	96,667

7. **SHARE CAPITAL**

*Allotted, called up and fully paid for:*

	2015	2014
	£	£
1,000 (2014 :1,000) ordinary shares of £1 each	1,000	1,000

8. **ULTIMATE PARENT UNDERTAKING**

The ultimate parent undertaking of the company is Statoil ASA, incorporated in Norway. Copies of its group financial statements, which include the company, are available from Statoil ASA, 4035, Stavanger, Norway. It is also the parent undertaking of the smallest group of which the company is a member and for which group financial statements are prepared. The consolidated financial statements of Statoil ASA are available to the public and may be obtained from [www.statoil.com](http://www.statoil.com).

The ultimate controlling party is the Norwegian government.

9. **TRANSITION TO FRS 102**

As stated in note 1, these are the Company's first financial statements prepared in accordance with FRS 102.

The accounting policies set out in note 1 have been applied in preparing the financial statements for the year ended 31 December 2015 and the comparative information presented in these financial statements for the year ended 31 December 2014.

In preparing its FRS 102 balance sheet, the Company has not made any adjustment to amounts reported previously in financial statements prepared in accordance with its old basis of accounting. No transition table has therefore been included.