

SCHLUMBERGER TRUST COMPANY LIMITED
DIRECTORS' REPORT AND ACCOUNTS
31 December 1997
REGISTERED NUMBER: 2229322



SCHLUMBERGER TRUST COMPANY LIMITED

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 1997

The directors have pleasure in submitting their report together with the accounts of the Company for the year ended 31 December 1997.

PRINCIPAL ACTIVITY

The Company acts as and undertakes the duties of trustee, administrative manager and agent for Schlumberger's pension schemes in the United Kingdom

REVIEW OF THE BUSINESS

The Company does not trade.

RESULT AND DIVIDENDS

The financial position of the Company is shown on page 4 of the accounts.

The Company has made neither profit nor loss during the year and is unable to pay a dividend (1996: Nil).

DIRECTORS AND THEIR INTERESTS

The following were directors of the Company during the period and at the date of this report:

N Ray	
D McEwen	
A Plumpton	
J Leitch	
FT. Allen	
M McCormack	
M Gibbs	
AJ Todd	
S Dell	(appointed 11 March 1997)
W Cotten	(resigned 26 January 1997)
J Bell	(resigned 11 March 1997)
V Sagar	(appointed 18 September 1997)
G Coxon	(appointed 18 September 1997 ; resigned 6 June 1998)
J Thompson	(appointed 18 September 1997)

No director had an interest in the shares of the Company or any other group Company such as required notification to this Company under Section 324 of the Companies Act 1985.

SCHLUMBERGER TRUST COMPANY LIMITED

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 1997 (continued)

DIRECTORS RESPONSIBILITIES

Under the Companies Act 1985, the directors are required to prepare financial statements which give a true and fair view of the state of affairs of the Company as at the end of its financial year and of the profit or loss for the financial year. The directors are also responsible for ensuring that adequate accounting records are maintained.

Suitable accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, have been used in the preparation of the accounts and applicable accounting standards have been followed.


The directors are required to prepare the accounts on a going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are also responsible to the Company for taking reasonable steps to safeguard the Company's assets and to prevent and detect fraud and other irregularities.

AUDITORS

In accordance with sections 379A and 386 of the Companies Act 1985, the Company has elected to dispense with the obligation to appoint auditors annually. Following the merger of Price Waterhouse and Coopers & Lybrand on 1 July 1998, Price Waterhouse resigned in favour of the new firm PricewaterhouseCoopers, who have since been appointed by the directors as auditors to the Company. PricewaterhouseCoopers have indicated their willingness to continue in office.

By order of the Board


N Ray
Director

10 September, 1998

SCHLUMBERGER TRUST COMPANY LIMITED

**AUDITORS' REPORT TO THE MEMBERS OF
SCHLUMBERGER TRUST COMPANY LIMITED**

We have audited the financial statements on pages 4 to 5 which have been prepared under the historical cost convention and on the basis of the accounting policies set out on page 5.

Respective responsibilities of directors and auditors

As described in the Directors' Report, the Company's directors are responsible for the preparation of the financial statements. It is our responsibility to form an independent opinion, based on our audit, on those financial statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion, we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of affairs of the Company as at 31st December 1997 and of the result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers
Chartered Accountants and
Registered Auditors
1 Embankment Place
London
WC2N 6NN

10 September, 1998

SCHLUMBERGER TRUST COMPANY LIMITED

BALANCE SHEET AT 31 DECEMBER 1997

	<u>Note</u>	<u>1997</u> £	<u>1996</u> £
Called up share capital not paid	3	<u>2</u>	<u>2</u>
NET ASSETS		<u>2</u>	<u>2</u>
CAPITAL AND RESERVES			
Share capital	3	<u>2</u>	<u>2</u>
Equity shareholders funds		<u>2</u>	<u>2</u>

The notes on page 5 form part of these accounts.

The directors approved the accounts on 10 September, 1998.


N Ray
Director

SCHLUMBERGER TRUST COMPANY LIMITED

SCHLUMBERGER TRUST COMPANY LIMITED

NOTES TO THE ACCOUNTS AT 31 DECEMBER 1997

1. ACCOUNTING POLICY

Basis of preparation of accounts.

These accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards.

2. ACTIVITIES

The Company has not traded during the year ended 31 December 1997, has not incurred any liabilities, and consequently has made neither profit nor loss nor recognised any gain or loss. None of the directors received any emoluments in respect of their services to the Company.

The audit fee of the Company has been borne by its immediate holding Company.

3. SHARE CAPITAL

The share capital of the Company throughout the financial year and previous financial year was as follows:

	Authorised	Allotted
Ordinary shares of £1 each	1,000	2

Called up share capital not paid at the end of the year was £2.

4. ULTIMATE HOLDING COMPANY

Schlumberger plc, a company registered in England, is the parent undertaking of the smallest group of undertakings of which the Company is a member and for which group accounts are drawn up.

Schlumberger Limited, a company incorporated in the Netherlands Antilles, is the ultimate parent company for which group accounts are prepared.

Copies of the accounts of Schlumberger Public Limited Company can be obtained from 1 Kingsway, London WC2B 6XH and Schlumberger Limited from 277 Park Avenue, New York, NY 10172-0266, U.S.A.