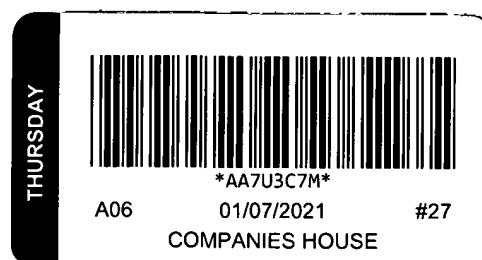


**REPSOL SINOPEC TRANSPORTATION (UT) LIMITED**

**Report and Financial Statements**

**For the year ended 31 December 2020**

**Registered number: 03093642**



## **Repsol Sinopec Transportation (UT) Limited**

### **Strategic report for the year ended 31 December 2020**

The directors present their strategic report for the year ended 31 December 2020.

#### **Results**

The profit for the financial year was \$0.4 million which, when added to the accumulated losses brought forward at 1 January 2020 of \$3.9 million, gives total accumulated losses carried forward at 31 December 2020 of \$3.6 million.

#### **Principal activities and review of the business**

The principal activity of the company is the provision of pipeline transportation services into the Flotta terminal. The company's revenue is dependent on production from the MacCulloch field. Production from the MacCulloch field ceased in 2015 however the company remains open to, and explores opportunities for, future use of the pipeline.

#### **Key performance indicators:**

The company's key financial and other performance indicators for the financial year were as follows:

	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Operating credit / (expense)	107	(1,469)

The pipeline has not been operational since the MacCulloch field ceased production in 2015.

An operating credit of \$0.1 million was recognised in 2020. This is an increase of \$1.6 million from 2019 and is mainly due to an impairment writeback of \$0.2 million (2019: impairment charge of \$1.3 million).

The tax charge of \$0.1 million (2019: \$0.1 million) reflects the expected tax charge at 19% less the impact of the current year movement in the unrecognised deferred tax asset, and the foreign exchange movements on deferred tax assets.

#### **Principal risks and uncertainties**

Repsol Sinopec Transportation (UT) Limited is exposed to a number of risks inherent in exploring for crude oil and natural gas. The principal risk affecting the business is considered to be the cyclical nature of the oil and gas sector.

##### *Business continuity risks*

The company's future success depends on its ability to recommence operation of its single wholly owned asset, the MacCulloch oil and gas transportation pipeline, which partly depends on factors beyond its control, including the potential availability of additional future throughput, environmental considerations and regulatory matters. Cost escalation for materials and services may be unrelated to transportation tariff rates and may have a significant impact on project planning and economics.

## **Repsol Sinopec Transportation (UT) Limited**

### **Strategic report for the year ended 31 December 2020 (continued)**

#### **Principal risks and uncertainties (continued)**

##### *Operational hazards and responsibilities*

Oil and gas producing and transportation operations are subject to many risks, including the possibility of fire, explosions, mechanical failure, pipe failure, chemical spills, accidental flows of oil, natural gas or well fluids, sour gas releases, storms or other adverse weather conditions and other occurrences or accidents, which could result in personal injury or loss of life, damage or destruction of properties, environmental damage, interruption of business, regulatory investigations and penalties and liability to third parties. The company also mitigates insurable risks to protect against significant losses by maintaining a comprehensive insurance program, while maintaining levels and amounts of risk within the group that management believes to be acceptable. The group believes its liability and property insurance is appropriate to its business and consistent with common industry practice, although such insurance will not provide coverage in all circumstances.

##### *Commodity price risk*

The company's results are closely linked to fluctuations in the oil price which can be very volatile. The oil price is affected by numerous factors out with the groups control including economic conditions, levels of supply and demand and the policies and actions of Organization of the Petroleum Exporting Countries (OPEC). Decreases in the oil price are likely to reduce profitability by decreasing revenue without a proportional decrease in costs; they may necessitate impairment of asset values and may make projects uneconomic.

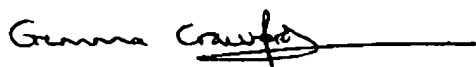
##### *Brexit*

As of 31 January 2020, the UK left the European Union and has been in a period of transition to 31 December 2020. Management are actively monitoring and assessing the effects of Brexit and are reviewing potential risks to the company on an ongoing basis. During the transition period, the risk to the Group has been deemed to be at a low level with no material risks arising and sufficient plans and procedures in place to mitigate future risks.

##### *COVID-19*

Following the outbreak of COVID-19 (coronavirus) in 2020, the group witnessed unprecedented macro-economic uncertainty which created a number of challenges for the group to address. The Board of directors put mitigations in place and, with support from the executive management team and wider business, are successfully steering the joint venture through this difficult period. The Board of directors and management continue to monitor the situation and will put additional mitigations in place if required.

Approved by the Board and signed by its order:



**G. Crawford**  
Company Secretary  
28 June 2021

**Registered Office**  
Suite 1, 3<sup>rd</sup> Floor  
11-12 St. James's Square  
London  
SW1Y 4LB

## **Repsol Sinopec Transportation (UT) Limited**

**Registered number: 03093642**

### **Directors' report for the year ended 31 December 2020**

The directors present their report together with the audited financial statements and auditors' report of Repsol Sinopec Transportation (UT) Limited ("the company") for the year ended 31 December 2020.

#### **Results and dividends**

The profit for the financial year amounted to \$0.4 million (2019: \$0.8 million loss). The company has not declared any dividends during the year (2019: \$nil). The directors do not propose the payment of a dividend (2019: \$nil).

#### **Financial risk management objectives and policies**

The company's activities expose it to a variety of financial risks including credit, liquidity and market risk. These risks are managed at a Group level.

##### *Credit risk*

Credit risk arises from credit exposures from outstanding receivables. The amounts presented in the statement of financial position are net of an allowance for impairment where there is an identified loss event. The credit risk on trade receivables is also managed through the monitoring of credit level and settlement periods.

The Group relies on letters of credit from the banking sector to ensure funds are available to meet commitments under Decommissioning Security Agreements.

The credit risk on liquid funds is considered limited because the counterparties are banks with credit-ratings assigned by international credit-rating agencies.

##### *Liquidity risk*

The Group's liquidity risk arises from the possibility that it may not be in a position to meet its obligations as they fall due. The Group's approach to managing liquidity is to ensure that, as far as possible, it will always have sufficient liquidity to meet its liabilities as they fall due without incurring unacceptable losses or risking damage to the Group's reputation.

Cash flow forecasting is performed by the Group Treasury function to ensure that the Group has sufficient cash to meet operational requirements.

##### *Market risk*

Market risk is the risk that changes in market prices including foreign exchange rates, interest rates and commodity prices will affect the Group's income or the value of its holding of financial instruments. With the uncertainty of the global economy and volatility of the oil price there is a heightened risk of default by co-venturers. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimising the return. The Group is exposed to currency risk on transactions that are denominated in a currency other than the functional currency (USD). The majority of expenditure is denominated in GBP whilst the majority of revenue is generated in USD creating a foreign currency exposure.

## **Repsol Sinopec Transportation (UT) Limited**

**Registered number: 03093642**

### **Directors' report for the year ended 31 December 2020 (continued)**

#### **Financial risk management objectives and policies (continued)**

##### *Market risk (continued)*

The Group remained unhedged with respect to commodity price fluctuations at the year end.

#### **Future developments**

The economic environment over recent years, with lower oil and gas prices, has created difficult trading conditions in the oil and gas sector. In order to deliver the basis of a successful and sustainable business, the Repsol Sinopec Resources UK Limited group, of which the company is a member, is committed to delivering improved performance. In order to assisting in achieving this, the group has developed and implemented a new business operating model, which aims to drive efficiencies in the planning and execution of operational activities and optimise the utilisation of capabilities and resources within the business.

#### **Going concern**

The company's business activities, performance and position are set out in the strategic report.

The company meets its day to day working capital requirements through cash generated from operations and cash resources available from the parent company. The parent company has cash resources at year-end of \$1.3 billion which are available for its use if required. The directors have formed a judgement at the time of approving the financial statements that the group has appropriate resources to continue in existence for the foreseeable future. In forming this judgement the directors have considered a severe but plausible downside scenario and the impact of the global economic uncertainty driven by COVID-19 to the group's approved business plan and latest reforecast. The company has received confirmation from the parent company of continued support for at least 12 months from the date of approval of these financial statements. Accordingly, the company continues to adopt the going concern basis in preparing the financial statements.

#### **Directors**

The directors who held office during the year and up to the date of signing of the statement of financial position were as follows:

M.T. Garcia Blanco  
C. Hung Lo (resigned 31 December 2020)  
D. K. Moore  
J. C. de Vicente Bravo  
Q. Zhao (appointed 31 December 2020)

## **Repsol Sinopec Transportation (UT) Limited**

**Registered number: 03093642**

### **Directors' report for the year ended 31 December 2020 (continued)**

#### **Disclosure of information to the auditors**

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware;
- and they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

#### **Appointment of independent auditors**

The company has passed an elective resolution to dispense with the obligation to reappoint the auditors on an annual basis.

Approved by the Board of Directors and signed by its order:



**G. Crawford**  
**Company Secretary**  
28 June 2021

**Registered Office**  
Suite 1, 3<sup>rd</sup> Floor  
11-12 St. James's Square  
London  
SW1Y 4LB

## **Repsol Sinopec Transportation (UT) Limited**

### **Statement of directors' responsibilities in respect of the financial statements**

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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.

# **Independent auditors' report to the members of Repsol Sinopec Transportation (UT) Limited**

## **Report on the audit of the financial statements**

### **Opinion**

In our opinion, Repsol Sinopec Transportation (UT) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Report and Financial Statements (the "Annual Report"), which comprise: the Statement of financial position as at 31 December 2020; the Income statement, the Statement of comprehensive income and the Statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Independence**

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

### **Conclusions relating to going concern**

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.



## **Repsol Sinopec Transportation (UT) Limited**

# **Independent auditors' report to the members of Repsol Sinopec Transportation (UT) Limited (continued)**

## **Report on the audit of the financial statements (continued)**

### **Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

### **Strategic report and Directors' report**

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 31 December 2020 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

## **Responsibilities for the financial statements and the audit**

### **Responsibilities of the directors for the financial statements**

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

# **Independent auditors' report to the members of Repsol Sinopec Transportation (UT) Limited (continued)**

## **Report on the audit of the financial statements (continued)**

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### **Auditors' responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to UK tax legislation and the Petroleum Act 1998, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to the posting of inappropriate journal entries to increase revenue or profitability and potential management bias in accounting estimates. Audit procedures performed by the engagement team included:

- Enquiries of management around known or suspected instances of non-compliance with laws and regulations, claims and litigation, and instances of fraud;
- Understanding management's controls designed to prevent and detect irregularities;
- Review of board minutes;
- Challenging management on assumptions and judgements made in their significant accounting estimates;
- Identifying and testing journal entries with specific focus on entries containing unusual account combinations in response to the risk of management override of controls.

## **Repsol Sinopec Transportation (UT) Limited**

# **Independent auditors' report to the members of Repsol Sinopec Transportation (UT) Limited (continued)**

## **Report on the audit of the financial statements (continued)**

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

### **Use of this report**

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

## **Other required reporting**

### **Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



**Bruce Collins** (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Aberdeen  
28 June 2021

## Repsol Sinopec Transportation (UT) Limited

### Income statement for the year ended 31 December 2020

	<u>Note</u>	<u>2020</u> <u>\$'000</u>	<u>2019</u> <u>\$'000</u>
<b>Revenue</b>		-	-
Operating costs		(87)	(198)
Impairment writeback / (charge) of property, plant and equipment	<b>9</b>	<u>194</u>	<u>(1,271)</u>
<b>Operating credit / (expense)</b>		<u>107</u>	<u>(1,469)</u>
<b>Operating profit / (loss)</b>		107	(1,469)
Finance income	<b>6</b>	459	881
Finance costs	<b>7</b>	<u>(142)</u>	<u>(180)</u>
<b>Profit / (loss) before taxation</b>		424	(768)
Tax on profit / (loss)	<b>8</b>	<u>(52)</u>	<u>(65)</u>
<b>Profit / (loss) for the financial year</b>		<u><u>372</u></u>	<u><u>(833)</u></u>

The profit of \$0.4 million for the financial year ended 31 December 2020 (2019: \$0.8 million loss) was derived in its entirety from continuing operations.

### Statement of comprehensive income for the year ended 31 December 2020

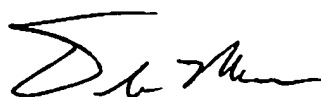
There is no other comprehensive income attributable to the shareholders of the company other than the profit for the financial year (2019: \$nil).

## Repsol Sinopec Transportation (UT) Limited

### Statement of financial position as at 31 December 2020

	<u>Note</u>	<u>2020</u> <u>\$'000</u>	<u>2019</u> <u>\$'000</u>
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	9	-	-
Deferred tax asset	8	<u>463</u>	<u>450</u>
		463	450
<b>Current assets</b>			
Trade and other receivables	10	<u>26,419</u>	<u>26,112</u>
<b>Total assets</b>		<u>26,882</u>	<u>26,562</u>
<b>Liabilities and equity</b>			
<b>Non-current liabilities</b>			
Provisions for liabilities	11	<u>15,128</u>	<u>15,180</u>
<b>Total liabilities</b>		<u>15,128</u>	<u>15,180</u>
<b>Equity</b>			
Called up share capital	12	7,806	7,806
Capital contribution	13	7,500	7,500
Accumulated losses	13	<u>(3,552)</u>	<u>(3,924)</u>
<b>Total equity</b>		<u>11,754</u>	<u>11,382</u>
<b>Total liabilities and equity</b>		<u>26,882</u>	<u>26,562</u>

The financial statements on pages 11 to 27 of Repsol Sinopec Transportation (UT) Limited (registered number 03093642) were approved by the board of directors on 28 June 2021 and were signed on its behalf by:



**D. K. Moore**  
Director

**Repsol Sinopec Transportation (UT) Limited**

**Statement of changes in equity for the year ended 31 December 2020**

	<b>Called up share capital (Note 12) \$'000</b>	<b>Capital contribution (Note 13) \$'000</b>	<b>Accumulated losses (Note 13) \$'000</b>	<b>Total equity \$'000</b>
<b>Balance at 1 January 2019</b>	7,806	7,500	(3,091)	12,215
Loss for the financial year and total comprehensive loss	-	-	(833)	(833)
<b>Balance at 31 December 2019</b>	7,806	7,500	(3,924)	11,382
Profit for the financial year and total comprehensive income	-	-	372	372
<b>Balance at 31 December 2020</b>	7,806	7,500	(3,552)	11,754

## **Repsol Sinopec Transportation (UT) Limited**

### **Notes to the financial statements – 31 December 2020**

#### **1. Authorisation of financial statements and statement of compliance with FRS 101**

The financial statements of Repsol Sinopec Transportation (UT) Limited (the “company”) for the year ended 31 December 2020 were authorised for issue by the board of directors on 28 June 2021 and the statement of financial position was signed on the board’s behalf by D. K. Moore. Repsol Sinopec Transportation (UT) Limited is a private limited company incorporated and domiciled in England and Wales, United Kingdom. The company is limited by shares and not guarantee.

The company meets the definition of a qualifying entity under Financial Reporting Standard 100 (FRS 100) issued by the Financial Reporting Council.

#### **2. Accounting policies**

##### **(a) Basis of preparation**

The financial statements have been prepared in accordance with FRS 101 ‘Reduced Disclosure Framework’ and with the Companies Act 2006 applicable to companies reporting on a going concern basis and using FRS 101. The financial statements have been prepared under the historical cost convention.

The accounting policies that follow have been consistently applied to all years presented.

As permitted by FRS 101, the company has taken advantage of the following disclosure exemptions available under that standard:

- a) The requirements of paragraph 62, B64(d), B64(e), B64(g), B64(h), B64(j) to B64(m), B64(n)(ii), B64 (o)(ii), B64(p), B64(q)(ii), B66 and B67 of IFRS 3 Business Combinations;
- b) The requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- c) The requirements of IFRS 7 Financial Instruments: Disclosure
- d) The requirements of paragraphs 10(d), 10(f), 40(a), 40(b), 40(c) and 134-136 of IAS 1 Presentation of Financial Statements;
- e) The requirement in paragraph 38 of IAS 1 Presentation of Financial Statements to present comparative information in respect of;
  - Paragraph 79 (a)(iv) of IAS 1;
  - Paragraph 73(e) of IAS 16 Property, Plant and Equipment;
  - Paragraph 118(e) of IAS 38 Intangible Assets;
- f) The requirements of paragraphs 134(d)-134(f) of IAS 36, Impairment of Assets;
- g) The requirements of IAS 7 Statement of Cash Flows;
- h) The requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors in relation to standards not yet effective;
- i) The requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures;

## **Repsol Sinopec Transportation (UT) Limited**

### **Notes to the financial statements – 31 December 2020 (continued)**

#### **2. Accounting policies (continued)**

##### **(a) Basis of preparation (continued)**

- j) The requirements of IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member and;
- k) The requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers.

Where relevant, equivalent disclosures are given in the group financial statements of Repsol Sinopec Resources UK Limited. The Repsol Sinopec Resources UK Limited financial statements are available to the public and can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

The financial statements are presented in US dollars and all values are rounded to the nearest thousand dollars (\$'000), except where otherwise indicated. The year-end rate at 31 December 2020 was £1/\$1.37 (2019: £1/ \$1.32).

##### **(b) Going concern**

The company meets its day to day working capital requirements through cash generated from operations and cash resources available from the parent company. The parent company has cash resources at year-end of \$1.3 billion which are available for its use if required. The directors have formed a judgement at the time of approving the financial statements that the group has appropriate resources to continue in existence for the foreseeable future. In forming this judgement the directors have considered a severe but plausible downside scenario and the impact of the global economic uncertainty driven by COVID-19 to the group's approved business plan and latest reforecast. The company has received confirmation from the parent company of continued support for at least 12 months from the date of approval of these financial statements. Accordingly, the company continues to adopt the going concern basis in preparing the financial statements.

##### **(c) New standards, amendments and IFRIC interpretations**

Several amendments to accounting standards and IFRIC interpretations apply for the first time in 2020 but do not have an impact on the on the company's financial statements. The company has not early adopted any standards, interpretations or amendments that have been issued, but not yet effective



## **Repsol Sinopec Transportation (UT) Limited**

### **Notes to the financial statements – 31 December 2020 (continued)**

#### **2. Accounting policies (continued)**

##### **(d) Critical accounting estimates and judgements**

The preparation of the company's financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the company's accounting policies, however, no critical judgements have been made. The company has identified the following areas where significant estimates and assumptions are required.

###### *Decommissioning provision*

Amounts used in recording a provision for decommissioning are estimates based on the company's current view of legal and constructive requirements and technology and price levels for the removal of facilities and plugging and abandoning of wells. Due to changes in relation to these items, the future actual cash outflows in relation to decommissioning are likely to differ in practice. The dismantling provisions are updated regularly to reflect trends in estimated costs and the discount rates. The effects of changes in estimates do not give rise to prior year adjustments and are dealt with prospectively.

In estimating decommissioning provisions, the company applies an annual inflation rate of 2.0% from 2020 onwards (2019: 2.0%) and a real annual discount rate of 0.31% (2019: 0.95% real).

###### *Deferred tax assets*

Deferred tax assets arising from the carry forward of tax losses require management to assess the probability that sufficient future taxable profits will be available against which the carry forward losses can be utilised. These assessments are based on management's estimates of forecast cash flows from operations which are impacted by production and sales volumes, oil prices, reserves, operating costs, capital and decommissioning expenditure. Deferred tax assets arising from future decommissioning expenditure require management to assess the likelihood that the company will be able to carry back such expenditure against the taxable profits of earlier accounting periods or offset such expenditure against future profits. Assumptions about the recovery of historic taxes paid depend on management's estimates of future decommissioning costs and forecast cash flows from operations as well as judgement about the application of existing tax laws.

##### **(e) Property, plant and equipment, depreciation and impairment**

Unamortised costs are depreciated on a straight-line basis over the anticipated life of the associated pipeline.

The carrying values of property, plant and equipment are reviewed for impairment if events or changes in circumstances indicate the carrying value may not be recoverable.

## **Repsol Sinopec Transportation (UT) Limited**

### **Notes to the financial statements – 31 December 2020 (continued)**

#### **2. Accounting policies (continued)**

##### **(e) Property, plant and equipment, depreciation and impairment (continued)**

Any impairment loss is measured by reference to the value of a cash generating unit, with cash flows discounted at an appropriate rate

##### **(f) Foreign currency translation**

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates (US dollars, 'the functional currency'). The financial statements are presented in US dollars, which is the company's presentation currency.

Transactions in currencies other than the company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing on the dates of the transactions. At each balance sheet date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing at that date. Exchange differences are taken to the income statement in the period in which they arise. Non-monetary assets and liabilities, other than those measured at fair value are not retranslated subsequent to initial recognition.

##### **(g) Revenue**

Revenue from contracts with customers is recognised when or as the company satisfies a performance obligation by transferring control of a promised good or service to a customer. The transfer of control of oil, natural gas, natural gas liquids and other items usually coincides with title passing to the customer and the customer taking physical possession. The company principally satisfies its performance obligations at a point in time; the amounts of revenue recognised relating to performance obligations satisfied over time are not significant.

When, or as, a performance obligation is satisfied, the group recognises as revenue the amount of the transaction price that is allocated to that performance obligation. The transaction price is the amount of consideration to which the company expects to be entitled. The transaction price is allocated to the performance obligations in the contract based on standalone selling prices of the goods or services promised.

Contracts for the sale of commodities are typically priced by reference to quoted prices. Revenue from term commodity contracts is recognised based on the contractual pricing provisions for each delivery. Certain of these contracts have pricing terms based on prices at a point in time after delivery has been made.

Revenue from such contracts is initially recognised based on relevant prices at the time of delivery and subsequently adjusted as appropriate.

## **Repsol Sinopec Transportation (UT) Limited**

### **Notes to the financial statements – 31 December 2020 (continued)**

#### **2. Accounting policies (continued)**

##### **(h) Abandonment**

The company has oil and gas properties and associated facilities with the legal obligation to decommission and remove from service at the end of its economic life. The provision for abandonment has been developed using its current view of technology and pricing and is measured at the present value of management's best estimates of the expenditure required to settle the present obligation at the end of the reporting period.

All decommissioning operations must comply with the terms of the relevant license, permits, accepted industry practice and any local, national or international laws and regulations.

In addition, the company has capitalised an amount equivalent to the provision as a non-current asset in property, plant and equipment, which is amortised over the life of the field on a unit-of-production basis.

Revisions to decommissioning liability are recognised in the statement of financial position under property, plant and equipment. If the property, plant and equipment balance is \$nil, a revision to decommissioning liability is recognised within the statement of profit and loss.

##### **(i) Taxation**

###### *Current income tax*

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

###### *Deferred tax*

Deferred tax is provided using the balance sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax losses and the carry back of ring fence tax losses, to the extent that it is probable that taxable profit will be available against which the temporary differences and the carry forward or carry back of unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

## **Repsol Sinopec Transportation (UT) Limited**

### **Notes to the financial statements – 31 December 2020 (continued)**

#### **2. Accounting policies (continued)**

##### **(i) Taxation (continued)**

###### *Deferred tax (continued)*

Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future or historic taxable profit will be available to allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and deferred taxes relate to the same taxable entity and the same taxation authority.

###### *Group relief*

The company is a member of a group for the purposes of group relief under Part 5 of the Corporation Tax Act 2010.

The company accounts for group relief as follows:

- Payment is received for group relief losses surrendered to other group companies.
- Payment is charged for group relief losses claimed from other group companies.

The value of the payment is determined by the amount of corporation tax saved by reason of the group relief being surrendered or claimed.

##### **(j) Related party transactions**

The company has taken advantage of the disclosure exemptions under FRS101 as described in Note 2a and has not disclosed transactions entered into with wholly-owned group companies or key management personnel.

##### **(k) Effect of changing estimates**

The effects of changes in estimated costs or other factors affecting straight line calculations for depreciation and abandonment are reflected in the year of change and thereafter over the anticipated life of the pipelines.

## **Repsol Sinopec Transportation (UT) Limited**

### **Notes to the financial statements – 31 December 2020 (continued)**

#### **2. Accounting policies (continued)**

##### **(I) Financial assets and liabilities**

###### *Financial Assets*

It is the company's policy to initially recognise financial assets at fair value plus transaction costs, except in the case of financial assets recorded at fair value through profit or loss which are expensed in the statement of comprehensive income.

Classification and subsequent measurement is dependent on the company's business model for managing the asset and the cashflow characteristics of the asset. On this basis, the company may classify its financial instruments at amortised cost, fair value through statement of comprehensive income and at fair value through other comprehensive income.

All the company's financial assets as at 31 December 2020 satisfy the conditions for classification at amortised cost under IFRS 9.

The company's financial assets include only receivables from the parent undertaking. They are included in current assets, except for maturities greater than 12 months after the reporting date. Interest income from these assets is included in finance income using the effective interest rate method.

The company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or when it transfers the financial asset and the transfer qualifies for derecognition. Gains or losses on derecognition of financial assets are recognised directly in the statement of other comprehensive income and presented in finance income/costs.

###### *Financial Liabilities*

Financial liabilities of the company are classified and measured at fair value on initial recognition and subsequently at amortised cost net of directly attributable transaction costs.

The company derecognises a financial liability when it is extinguished i.e. when the obligation specified in the contract is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised immediately in the statement of comprehensive income.

## **Repsol Sinopec Transportation (UT) Limited**

### **Notes to the financial statements – 31 December 2020 (continued)**

#### **2. Accounting policies (continued)**

##### **(I) Financial assets and liabilities (continued)**

###### *Impairment of Financial Assets*

Recognition of impairment provisions under IFRS 9 is based on the expected credit loss (ECL) model. The ECL model is applicable to financial assets classified at amortised cost and contract assets under IFRS 15: Revenue from Contracts with Customers. The measurement of ECL reflects an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes, time value of money and reasonable and supportable information that is available without undue cost or effort at the reporting date, about past events, current conditions and forecasts of future economic conditions.

The company applies the simplified approach or the three-stage general approach to determine impairment of receivables depending on their respective nature. The simplified approach is applied for trade receivables and other receivables while the general approach is applied to receivables from the parent undertaking.

The simplified approach requires expected lifetime losses to be recognised from initial recognition of the receivables. This involves determining the expected loss rates using a provision matrix that is based on the company's historical default rates observed over the expected life of the receivable and adjusted forward-looking estimates. This is then applied to the gross carrying amount of the receivable to arrive at the loss allowance for the period.

The three-stage approach assesses impairment based on changes in credit risk since initial recognition using the past due criterion and other qualitative indicators such as increase in political concerns or other macroeconomic factors and the risk of legal action, sanction or other regulatory penalties that may impair future financial performance. Financial assets classified as stage 1 have the ECL measured as a proportion of their lifetime ECL that results from possible default events that can occur within one year, while assets in stage 2 or 3 have their ECL measured on a lifetime basis.

For intercompany balances that are repayable on demand, expected credit losses are based on the assumption that repayment of the loan is demanded at the reporting date. If the borrower has sufficient accessible highly liquid assets in order to repay the loan if demanded at the reporting date, the expected credit loss is considered immaterial.

If the borrower does not have sufficient accessible highly liquid assets, the ECL is determined by projecting the probability of default (PD), loss given default (LGD) and exposure at default (EAD).

## Repsol Sinopec Transportation (UT) Limited

### Notes to the financial statements – 31 December 2020 (continued)

#### 2. Accounting policies (continued)

##### (i) Financial assets and liabilities (continued)

###### *Impairment of Financial Assets (continued)*

The PD is based on default rates determined by external rating agencies for the counterparties. The LGD is determined based on management's estimate of expected cash recoveries after considering the historical pattern of the receivable, and it assesses the portion of the outstanding receivable that is deemed to be irrecoverable at the reporting period. For intercompany balances, the discounted cashflows of the lender are also considered in calculating the LGD. The EAD is the total amount of outstanding receivable at the reporting period.

These three components are multiplied together, and adjusted for forward looking information, such as crude oil prices, to arrive at a summed ECL in relation to base, optimistic and downturn scenarios, that carry different probability weightings. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the related financial assets and the amount of the loss is recognised in the statement of comprehensive income.

#### 3. Auditors' remuneration

	2020 \$'000	2019 \$'000
Fees for the audit of the company	<u>22</u>	<u>22</u>

The auditors' remuneration for audit services is paid by the parent company, Repsol Sinopec Resources UK Limited.

#### 4. Directors' remuneration

The current year directors are representatives of the parent company shareholders (see note 14). They are senior executives of, and are remunerated by, the shareholder company (or another company in its group). They received no fees or remuneration for services as a director of Repsol Sinopec Transportation (UT) Limited during the financial year 2020 (2019: \$nil) and it is not possible to make an accurate apportionment of the directors emoluments in respect of each of the companies.

#### 5. Staff costs

Repsol Sinopec Transportation (UT) Limited has no employees (2019: none). Its parent company makes staff available as necessary and charges the company for this service.

## Repsol Sinopec Transportation (UT) Limited

### Notes to the financial statements – 31 December 2020 (continued)

#### 6. Finance income

	<b>2020</b>	<b>2019</b>
	<b><u>\$'000</u></b>	<b><u>\$'000</u></b>
Intercompany interest	<u>459</u>	<u>881</u>

#### 7. Finance costs

	<b>2020</b>	<b>2019</b>
	<b><u>\$'000</u></b>	<b><u>\$'000</u></b>
Unwinding of discount on abandonment provision (Note 11)	<u>142</u>	<u>180</u>

#### 8. Taxation

The taxation charge in the income statement is made up as follows:

	<b>2020</b>	<b>2019</b>
	<b><u>\$'000</u></b>	<b><u>\$'000</u></b>
Current income tax:		
- group relief – current year	<u>(65)</u>	<u>(123)</u>
Total current income tax	<u>(65)</u>	<u>(123)</u>
Deferred tax:		
- current year (charge)/credit	(2)	43
- foreign exchange on deferred tax	<u>15</u>	<u>15</u>
Total deferred income tax credit	<u>13</u>	<u>58</u>
Tax charge on profit/ (loss) before taxation	<u>(52)</u>	<u>(65)</u>
Factors affecting the total tax charge for the year:		
Profit/ (loss) before taxation	424	(768)
Tax on profit/ (loss) before taxation at 19% (2019: 19%)	(81)	146
Effects of:		
Deferred tax not recognised	15	(248)
Foreign exchange on deferred tax	15	15
Amount recognised at a different rate	<u>(1)</u>	<u>22</u>
Total tax charge for the year	<u>(52)</u>	<u>(65)</u>



## Repsol Sinopec Transportation (UT) Limited

### Notes to the financial statements – 31 December 2020 (continued)

#### 8. Taxation

##### *Taxation (continued)*

Profit/(losses) are subject to the main rate of corporation tax, being 19% for the year ended 31 December 2020 (2019: 19%).

In the Spring Budget 2021, the Government announced that from 1 April 2023, the corporation tax rate for companies not subject to ring fence corporation tax and SCT will increase, from 19%, to 25%.

##### *Deferred tax*

The deferred tax included in the income statements and statement of financial position is as follows:

	Income statement		Statement of financial position	
	2020	2019	2020	2019
	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>
<b>Income tax related:</b>				
<b>Deferred tax assets</b>				
Abandonment timing differences	<u>13</u>	<u>58</u>	<u>463</u>	<u>450</u>
<b>Deferred tax credit</b>	<u>13</u>	<u>58</u>		
<b>Deferred tax asset (net)</b>			<u>463</u>	<u>450</u>

The company's deferred tax asset at 31 December 2020 and 31 December 2019 has been recognised to the extent that future decommissioning expenditure can be carried back and set off against the taxable ring fence profits of the company for earlier accounting periods. In accordance with IAS 12 – Income Taxes, the company has assessed the recoverability of its deferred tax asset at 31 December 2020 with respect to the ring fence treatment of losses arising as a result of decommissioning. Future decommissioning expenditure, as reflected in the closing abandonment provision, has been matched to ring fence corporation tax paid in prior years to determine the amount of taxes recoverable.

A deferred tax asset of \$2.4 million (2019: \$2.4 million) has not been recognised, primarily in relation to the provision for future decommissioning expenditure. After consideration of all available information it is uncertain that there will be suitable taxable profits from which the future reversal of the temporary differences can be deducted.

## Repsol Sinopec Transportation (UT) Limited

### Notes to the financial statements – 31 December 2020 (continued)

#### 9. Property, plant and equipment

	<b>Pipelines</b>
	<b>\$'000</b>
<b>Cost:</b>	
At 1 January 2019	(11,576)
Change in abandonment estimate	<u>1,271</u>
<b>At 31 December 2019</b>	<b>(10,305)</b>
Change in abandonment estimate (Note 11)	<u>(194)</u>
<b>At 31 December 2020</b>	<b><u>(10,499)</u></b>
<b>Accumulated depreciation and impairment:</b>	
At 1 January 2019	11,576
Impairment charge for the year	<u>(1,271)</u>
<b>At 31 December 2019</b>	<b>10,305</b>
Impairment writeback for the year	<u>194</u>
<b>At 31 December 2020</b>	<b><u>10,499</u></b>
<b>Net carrying amount:</b>	
<b>At 31 December 2020</b>	<u><u>-</u></u>
<b>At 31 December 2019</b>	<u><u>-</u></u>

All assets are within the North Sea area.

Included within the accumulated depreciation and impairment is a write back of negative ARO assets of \$0.2 million (2019: \$1.3 million impairment charge) relating to the MacCulloch Pipeline.

The write back of negative ARO assets is a result of changes in long-term cash flow assumptions including commodity prices, commercial reserves and the related cost profiles. The write back was measured by reference to the fair value less costs to dispose of the cash generating unit (CGU) to which oil and gas assets have been allocated. The post-tax discount rate applied to cash flows was 7% nominal (2019: 8% nominal). The discount rate reflects the weighted average cost of capital of the shareholders of the parent company Repsol Sinopec Resources UK Limited, adjusted for the country risk premium of the parent company.

## Repsol Sinopec Transportation (UT) Limited

### Notes to the financial statements – 31 December 2020 (continued)

#### 10. Trade and other receivables

	2020 <u>\$'000</u>	2019 <u>\$'000</u>
Amounts due from parent undertaking	26,412	26,033
Prepayments and other income	<u>7</u>	<u>79</u>
	<u>26,419</u>	<u>26,112</u>

Amounts due from parent undertaking are unsecured, have no fixed date of repayment and are repayable on demand. Interest is charged monthly at a rate of 1 month USD LIBOR plus a margin based on indicative short term, unsecured commercial borrowing margins.

#### *Amounts due from parent undertaking*

The expected credit loss percentage is assumed to be almost zero since the parent company has sufficient accessible highly liquid assets in order to repay the loan if demanded at the reporting date.

#### 11. Provisions for liabilities

	Abandonment provision <u>\$'000</u>
Current	-
Non-current	15,180
<b>At 31 December 2019 and 1 January 2020</b>	<u>15,180</u>
Change in abandonment estimate	(194)
Unwinding of discount (Note 7)	<u>142</u>
<b>At 31 December 2020</b>	<u>15,128</u>
Analysed as:	
Current	-
Non-current	<u>15,128</u>

At 31 December 2020, the provision for the future estimated costs of abandonment at the statement of financial position date was \$15.1 million (2019: \$15.2 million). The provision for abandonment has been developed using the company's view of technology and pricing and discounted using a real risk free discount rate of 0.31% (2019: 0.95% real). The costs are expected to be incurred within the next 32 years.

## Repsol Sinopec Transportation (UT) Limited

### Notes to the financial statements – 31 December 2020 (continued)

#### 12. Called up share capital

	2020 <u>\$'000</u>	2019 <u>\$'000</u>
<b>Allotted, issued and fully paid</b>		
5,000,002 (2019: 5,000,002) ordinary shares of £1 each	<u>7,806</u>	<u>7,806</u>

#### 13. Reserves

##### *Capital contribution*

The balance on the capital contribution reserve represents the waiver in 2014 of an intercompany balance payable by the company to its parent company.

##### *Accumulated losses*

The balance held on this reserve is the accumulated profits and losses of the company.

#### 14. Controlling party

The immediate parent undertaking of the company is Repsol Sinopec North Sea Limited, a company registered in England and Wales. The parent undertaking of the smallest and largest group of which the company is a member and for which group financial statements are prepared is Repsol Sinopec Resources UK Limited.

Repsol Sinopec Resources UK Limited is jointly controlled by Talisman Colombia Holdco Limited and Addax Petroleum UK Limited.

The ultimate parent company of Talisman Colombia Holdco Limited is Repsol S.A., which is registered in Spain. Copies of the Repsol S.A. consolidated financial statements can be obtained from [www.repsol.com](http://www.repsol.com)

The ultimate beneficial owners of Addax Petroleum UK Limited are China Chengtong Holdings Group Limited, China Reform Holdings Corporation Limited and China Petrochemical Corporation, which are all state owned entities of the People's Republic of China.