Company Registration No. 3589112 United Kingdom

**Planet Oil International Limited** 

Report and Audited Financial Statements

For the year ended 31 December 2018



# Report and financial statements 2018

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# Officers and professional advisers

# Directors

A Holland P McDade R Miller R Rowland-Clark G Wood

# Secretary

K Massie

# Registered office

9 Chiswick Park 566 Chiswick High Road London W4 5XT United Kingdom

# Solicitors

Dickson Minto W.S. Broadgate Tower 20 Primrose Street London EC2A 2EW

# **Bankers**

JP Morgan Chase and Co. 25 Bank Street Canary Wharf London E14 5JP United Kingdom

# Auditor

Deloitte LLP Statutory auditor London

# Directors' report

The directors of Planet Oil International Limited (the "company") present their annual report on the affairs of the company, together with the financial statements and auditor's report for the year ended 31 December 2018.

The directors' report has been prepared in accordance with the special provisions relating to small companies exemption under s415(a) of the Companies Act 2006.

The principal activity of the company is that of an investment holding company. The company currently holds the entire issued share capital of Tullow Oil Holdings (Guernsey) Limited. The company does not expect to change its principal activity in the 2019 financial year.

There is no significant change in the nature of the activities or state of affairs during the year.

### Directors and their interests

The directors, who held office at the date of this report, are listed on page 1. The changes to the company's directors during the year and between the accounting and the date of this report are as follows:

- Resignation of K Massie on 1 August 2019.
- Appointment of A Holland on 1 August 2019.

The directors did not have any interests in the shares of the company at any time during the year. In accordance with the Articles of Association, none of the directors retire by rotation.

The company secretary, who held office at the date of this report, is listed on page 1. There was no change to the company's secretary during the year.

#### Going concern

The principal activity of the company is that of an investment holding company.

The company recorded a result of US\$nil (2017: US\$nil) for the year ended 31 December 2018. As at 31 December 2018 the company had a net liability position of US\$11,529,727 (2017: US\$11,529,727).

The ability to meet its obligations as they fall due is dependent on the ultimate parent company providing support to fund the amounts owed during the period of assessment. A letter of support has therefore been provided by Tullow Oil plc, which states it will provide the necessary financial support to ensure that this company is a going concern for at least twelve months from the date of signing of these financial statements.

In making their assessment of going concern the directors have considered the letter of support from Tullow Oil plc. The directors, having assessed the responses of the directors of Tullow Oil plc to their enquiries, have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of Tullow Oil plc to continue as a going concern or its ability to honour its commitments in accordance with the letter of support.

On the basis of their assessment of the company's financial position and of the enquiries made of the directors of Tullow Oil plc, the directors have reasonable expectation that the company has adequate resources to continue as a going concern for the foreseeable future. The company therefore continues to adopt the going concern basis in preparing the financial statements.

# Directors' report (continued)

#### Directors' indemnities

As at the date of this report, indemnities are in force under which the company has agreed to indemnify the directors, to the extent permitted by the Companies Act 2006, against claims from third parties in respect of certain liabilities arising out of, or in connection with, the execution of their powers, duties and responsibilities as directors of the company.

### Supplier payment policy

It is company policy to settle all debts with creditors on a timely basis and in accordance with the terms of credit agreed with each supplier.

#### Charitable and political donations

The company did not make any charitable or political contributions during the year (2017: US\$nil).

### Events subsequent to the financial year end

There has not been any matter or circumstance occurring subsequent to the end of the financial year, apart from the liquidation of Planet Oil Limited noted earlier in the Directors' Report, that has significantly affected, or may significantly affect, the operations of the company, the results of those operations, or the state of affairs of the company in future financial years.

#### Auditor

Each person who is a director at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware;
   and
- the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself
  aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP has indicated its willingness to be reappointed as auditor and is, in accordance with s487 of the Companies Act 2006, deemed to be reappointed as auditor for the next financial year.

Approved by the board of directors and signed on its behalf by:

Director- A Holland

22 August

2019

# Statement of directors' responsibilities

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

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 International Financial Reporting Standards (IFRS) as adopted by the European Union "EU". 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 these financial statements, International Accounting Standard 1 requires that directors:

- Properly select and apply accounting policies;
- Present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- Provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- Make an assessment of the company's ability to continue as a going concern.

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 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 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.

# Independent auditor's report to the members of Planet Oil International Limited

### Report on the audit of the financial statements

#### Opinion

In our opinion the financial statements of Planet Oil International Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its result for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of financial position;
- the statement of changes in equity; and
- the related notes 1 to 17.

The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

# Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may
  cast significant doubt about the company's ability to continue to adopt the going concern basis of
  accounting for a period of at least twelve months from the date when the financial statements are authorised
  for issue.

We have nothing to report in respect of these matters.

#### Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion 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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 in respect of these matters.

# Independent auditor's report to the members of Planet Oil International Limited (continued)

#### Responsibilities of directors

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

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.

#### Auditor's 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 auditor's 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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <a href="www.frc.org.uk/auditorsresponsibilities">www.frc.org.uk/auditorsresponsibilities</a>. This description forms part of our auditor's report.

#### Use of our report

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.

#### Report on other legal and regulatory requirements

# Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are
  prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the directors' report.

# Independent auditor's report to the members of Planet Oil International Limited (continued)

# Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies exemption in preparing the directors' report and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

Anthony Matthews, FCA (Senior Statutory Auditor)

For and on behalf of Deloitte LLP

Antitions Matthews

**Statutory Auditor** 

London, United Kingdom

2019 22 August

# Statement of financial position At 31 December 2018

No	otes	2018 US\$'000	2017 US\$'000.
Assets			
Non-current assets			
Investments	8	٠	
			<del></del>
		•	. •••
Current assets			
Related party loan receivable	9	•	· · ·
	-	<del></del>	· · · · · · · · · · · · · · · · · · ·
		•	-
	-		
Total assets		•	
Liabilities	-	<del></del> · .	<del></del>
Current liabilities			
	••		
Related party loan payable	10	11,530	11,530
		11,530	11,530
	· -	<u> </u>	······································
Transfer Hall	· , · -	11.520	530
Total liabilities	•	11,530	11,530
	-		<u> </u>
Net current liabilities		11,530	11,530
	-	<del></del>	
Net liabilities		(11,530)	(11,530)
	· =		ii
Equity	•		
	ii :	1,410	1,410
	12	148	148
Accumulated loss		(13,088)	(13,088)
Total equity	. <b>-</b>	(11,530)	(11,530)
	_		A-797-7

The notes on pages 10 to 19 form an integral part of these financial statements.

The financial statements of Planet Oil International Limited registered number 3589112 were approved and authorised for issue by the board of directors on 22 August 2019.

Signed on behalf of the board of directors.

Director - A Holland

22 August

2019

# Statement of changes in equity For the year ended 31 December 2018

	Share capital US\$'000	Share premium US\$'000	Accumulated loss US\$'000	Total US\$'000
Balance at 1 January 2017	1,410	148	(13,088)	(11,530)
Total comprehensive result for the year	<u>-</u>			<u>.</u>
Balance at 31 December 2017	1,410	148	(13,088)	(11,530)
Total comprehensive result for the year		-	·	<u>.</u>
Balance at 31 December 2018	1,410	148	(13,088)	(11,530)

The notes on pages 10 to 19 form an integral part of these financial statements.

# Notes to the financial statements For the year ended 31 December 2018

#### 1. General information

Planet Oil International Limited is a private company, limited by shares, incorporated and registered in the United Kingdom (England and Wales). The address of the registered office is shown on page 1.

### 2. Adoption of new and revised standards

## Standards affecting the reported results or the financial position

### IFRS 9 Financial Instruments

The implementation of IFRS 9 had one key impact on the Company's financial statements. This related to the treatment of modification or exchange of financial liabilities.

The classification and measurement of financial liabilities held with Company companies is materially different to that required by IAS 39. The Company has identified that retrospective application of IFRS 9 has resulted in no provision being made in respect of the recoverability of amounts due from subsidiary undertakings.

# A summary of the impact of the implementation of IFRS 9 is shown below:

	31 December 2017	1 January 2018	Transition adjustment on implementation of IFRS 9
···	US\$'000	US\$'000	US\$'000
Current assets		· ·	
Related party loan receivable	-	-	-
Net assets	-		-
Retained earnings	(13,088)	(13,088)	
Total equity	(11,530)	(11,530)	· -

# Standards not affecting the reported results or the financial position

The company adopted two new accounting standards issued by the IASB with effect from 1 January 2018, IFRS 9 'Financial instruments' and IFRS 15 'Revenue from contracts with customers'. There are no other new or amended standards or interpretations adopted during the year that have a significant impact on the financial statements. The adoption of IFRS 9 and IFRS 15 has had no material impact on the company's financial statements.

# Notes to the financial statements For the year ended 31 December 2018

### 2. Adoption of new and revised standards (continued)

At the date of authorisation of these financial statements, the following Standards and Interpretations which have not been applied in these financial statements were in issue but not yet effective (and in some cases had not yet been adopted by the EU):

IFRS 16

Leases

IFRS 17

Insurance Contracts

IFRIC 23

Uncertainty over Income Tax Treatments

The directors do not expect that the adoption of the other Standards listed above will have a material impact on the financial statements of the company in future periods.

### 3. Accounting policies

#### Changes in accounting policy

Other than the changes to the Standards in note 2, the company's accounting policies are consistent with the prior year.

# Basis of accounting

The financial statements have been prepared in accordance with IFRS as adopted by the European Union and therefore the financial statements comply with Article 4 of the EU IAS Regulation.

The financial statements have been prepared on the historical cost basis. The financial statements are presented in US dollars and all values are rounded to the nearest US dollar thousand, except where otherwise stated. The financial statements have been prepared on a going concern basis (see note 4 for further details).

The company has not traded during the year. Accordingly a statement of comprehensive income and statement of cash flows have not been presented.

The principal accounting policies adopted by the company are set out below.

# Notes to the financial statements (continued) For the year ended 31 December 2018

# 3. Accounting policies (continued).

#### Consolidation

The company has taken advantage of the relief available under IFRS10 paragraph 4(a) and has not prepared consolidated accounts for its group as it is a wholly-owned subsidiary undertaking of Tullow Oil plc, a company incorporated in the United Kingdom (England and Wales). Tullow Oil plc prepares its consolidated accounts in accordance with IFRS and these can be obtained at Building 9, Chiswick Park, 566 Chiswick High Road, London, W4 5XT (refer to Note 14).

#### Foreign currencies

The US dollar is the presentation currency and the functional currency of the company.

Transactions in foreign currencies are recorded at the rates of exchange ruling at the transaction dates. Monetary assets and liabilities are translated into functional currency at the exchange rate ruling at the statement of financial position date, with a corresponding charge or credit to the statement of comprehensive income. However, exchange gains and losses arising on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur, which form part of the net investment in a foreign operation, are recognised in the foreign currency translation reserve and recognised in profit or loss on disposal of the net investment. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

## Taxation

Current and deferred tax including UK corporation tax and overseas corporation tax are provided at amounts expected to be paid using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date. Deferred corporation tax is recognised on all temporary differences that have originated but not reversed at the statement of financial position date where transactions or events that result in an obligation to pay more, or right to pay less, tax in the future have occurred at the statement of financial position date. Deferred tax assets are recognised only to the extent that it is considered more likely than not that there will be suitable taxable profits from which the underlying temporary differences can be deducted. Deferred tax is measured on a non-discounted basis.

### Investments

Fixed asset investments, including investments in subsidiaries, are stated at cost and reviewed for impairment if there are indications that the carrying value may not be recoverable.

# Notes to the financial statements (continued) For the year ended 31 December 2018

# 3. Accounting policies (continued)

#### Financial assets

All financial assets are recognised and derecognised on a trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the investment within the timeframe established by the market concerned, and are initially measured at fair value, plus transaction costs.

Financial assets are classified into the following specified categories: financial assets 'at fair value through profit or loss' (FVTPL); financial assets 'at fair value through other comprehensive income (FVTOCI); 'and amortised cost. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

#### Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset, or, where appropriate, a shorter period.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. The company chooses not to disclose the effective interest rate for debt instruments that are classified as at fair value through profit or loss.

### Financial liabilities and equity instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into.

## **Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs.

#### Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs. Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

# Notes to the financial statements (continued) For the year ended 31 December 2018

#### 4. Critical accounting judgements

There were no critical judgements during the current year.

#### Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the statement of financial position date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

### · Presumption of going concern;

The ability to meet its obligations as they fall due is dependent on the ultimate parent company providing support to fund the amounts owed during the period of assessment. A letter of support has therefore been provided by Tullow Oil plc, which states it will provide the necessary financial support to ensure that this company is a going concern for at least twelve months from the date of signing of these financial statements.

In making their assessment of going concern the directors have considered the letter of support from Tullow Oil plc. The directors, having assessed the responses of the directors of Tullow Oil plc to their enquiries, have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of Tullow Oil plc to continue as a going concern or its ability to honour its commitments in accordance with the letter of support.

On the basis of their assessment of the company's financial position and of the enquiries made of the directors of Tullow Oil plc, the directors have reasonable expectation that the company has adequate resources to continue as a going concern for the foreseeable future. The company therefore continues to adopt the going concern basis in preparing the financial statements.

#### Amounts due from subsidiary undertakings (note 9)

The Company is required to assess the carrying values of each of the amounts due from subsidiary undertakings, considering the requirements established by IFRS 9 Financial Instruments.

The IFRS 9 impairment model requiring the recognition of 'expected credit losses', in contrast to the requirement to recognise 'incurred credit losses' under IAS 39. Where conditions exist for impairment on amounts due from subsidiary undertakings expected credit losses assume that repayment of a loan is demanded at the reporting date. If the subsidiary has sufficient liquid assets to repay the loan if demanded at the reporting date, the expected credit loss is likely to be immaterial. However, if the subsidiary could not demonstrate the ability to repay the loan, if demanded at the reporting date, the Company calculated an expected credit loss. This calculation considers the percentage of loss of the amount due from subsidiary undertakings, which involves judgement around how amounts would likely be recovered, and over what time they would be recovered. Despite this requirement, the Company does not intend to demand repayment of any amounts due from subsidiary undertakings in the near future.

Refer to note 2 for further details of the financial impact of the implementation of this requirement.

### 5. Profit for the year before taxation

The current year fee for the audit of the company's financial statements of US\$12,400 (2017: US\$12,100) was borne by another group company. The statutory auditor did not provide any non-audit services to Planet Oil International Limited during 2018 (2017: None).

# Notes to the financial statements (continued) For the year ended 31 December 2018

Taxation	
(a) Analysis of tax charge in the year	
Current tax UK corporation tax on profit for the year Adjustment in respect of prior periods	- - -
Total current tax	
Deferred tax Origination and reversal of timing differences Impact of change in tax rate	
Total deferred tax	
Total tax expense/(income)	

No taxation is payable in the current year as the company did not derive any taxable income (2017: US\$nil).

The company is subject to UK corporation tax. The Finance Act 2016 further reduced the main rate of UK corporation tax applicable to all companies subject to corporation tax, except for those within the oil and gas ring fence, to 19% from 1 April 2017 and 17% from 1 April 2020. These changes were substantively enacted on 6 September 2016 and hence the effect of the change on the deferred tax balances has been included, depending upon when deferred tax is expected to reverse.

Deferred tax assets have not been recognised in relation to tax losses of approximately US\$441,661 (2017: US\$441,661), as it is uncertain if the company will generate sufficient taxable profits in the future to utilise the losses.

### 7. Directors' emoluments and employees

None of the directors received any remuneration for their services to the company during the year (2017; US\$nil).

No employees were employed during the year (2017: none).

# Notes to the financial statements (continued) For the year ended 31 December 2018

8.	Investments		
		2018 US\$'000	2017 US\$'000
	Tullow Oil Holdings (Guernsey) Limited At cost - 2 ordinary shares (representing 100% of shares in issue) - US\$3	_	•
	Provision for impairment - (US\$3)	• ·	•
	Carrying amount	<del>-</del>	
			· · · · · ·
	Tullow Oil Holdings (Guernsey) Limited is a company incorporated and dom address is Redwood House, St Julian's Avenue, St Peter Port, Guernsey GY1		. Its registered
9.	Related party loan receivable	-	
		2018 US\$'000	2017 US\$'000
	Tullow Oil Holdings (Guernsey) Limited	8,053	8,053
	Less: allowance for related party loan receivable	(8,053)	(8,053)
•			
		=	. ÷.
	The above loans are unsecured, have no fixed repayment terms and no interest be settled via a transfer of funds. The loan to Tullow Oil Holdings (Guernsey dollars.  The allowance for related party loans receivable has been made following an intercompany loans based on the net assets and expected future perform company.	<ul> <li>Limited is denoted analysis of the like</li> </ul>	minated in US
10.	Related party loan payable		
		2018 US\$'000	2017 US\$'000
	Hardman Resources Pty Limited	11,530	11,530
	The loan from Hardman Resources Pty Limited is unsecured, has no fixed reapplicable. The loan is denominated in US dollars.	payment terms an	d no interest is
11.	Share capital		
٠.		2018 US\$'000	2017 . US\$'000
	Issued and fully paid		•
	35,000,000 ordinary shares of 2 pence each - £700,000	1,410	1,410
			<u> </u>

Pursuant to a Special Resolution passed on 8 December 2009, the company adopted new Articles of Association which, in accordance with the Companies Act 2006, no longer require the company to have an authorised share capital.

# Notes to the financial statements (continued) For the year ended 31 December 2018

## 12. Share premium

Snare premium	2018	2017
	2010	
	US\$'000	US\$'000
Shara and the same of the same	140	148
Share premium on issue of shares	148	148
	_ •	

### 13. Contingent liabilities and commitments

There were no contingent liabilities or commitments at the end of the year (2017: US\$nil).

# 14. Immediate and ultimate holding company

Hardman Resources Pty Limited, a company incorporated in Australia, is the holding company of Planet Oil International Limited.

Tullow Oil plc, a company incorporated in the United Kingdom, is the ultimate holding company of Planet Oil International Limited. The parent undertaking is the only group which includes the company and for which consolidated financial statements is produced. These consolidated financial statements can be obtained from Tullow Oil plc, 9 Chiswick Park, 566 Chiswick High Road, London W4 5XT, which is its registered address.

### 15. Related parties

The company in the ordinary course of business, entered into certain related party transactions.

The following represent balances with related parties:

Deleased mande, bear massive bile	2018 US\$'000	2017 US\$'000
Related party loan receivable Tullow Oil Holdings (Guernsey) Limited Less: allowance for related party loan receivable	8,053 (8,053)	8,053 (8,053)
	<u>-</u>	
Polated month look monthle		
Related party loan payable Hardman Resources Pty Limited	11,530	11,530

The loan from Hardman Resources Pty Limited is unsecured, has no fixed repayment terms and no interest is applicable.

#### 16. Financial instruments

# Capital risk management

The capital structure of the company consists of debt, which includes the holding company loan disclosed in note 10 and equity attributable to equity holders of the parent, comprising issued share capital, share premium and an accumulated loss as disclosed in the statement of changes in equity.

# Notes to the financial statements (continued) For the year ended 31 December 2018

### 16. Financial instruments (continued)

#### Significant accounting policies

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 3 to the financial statements.

### Categories of financial instruments

	 			2018 US\$'000	2017 US\$'000
Financial liabilities Loan payables		٠		11,530	11,530

The company's related party loans are repayable on demand and the carrying value is equal to the fair value.

#### Financial risk management objectives and policies and credit risk

The company's principal financial assets are amount due from group companies. The credit risk associated with such items, having regard to the counterparties involved, has been assessed following an analysis of the likely recovery of intercompany debtor balances, based on the net assets and expected future performance of the company.

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

The company receives loans from a fellow group company to maintain liquidity and ensure there are sufficient funds available for ongoing operations.

## Foreign currency risk management

The company undertakes certain transactions denominated in foreign currencies. The company does not have any forward exchange contracts.

# Liquidity and interest risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has built an appropriate liquidity risk management framework for the management of the company's short, medium and long-term funding and liquidity management requirements. The company is able to actively source financing from its shareholder.

## Interest rate sensitivity analysis

All financial assets and liabilities in 2018 and 2017 are non-interest bearing and have no fixed repayment terms. They thus all fall due within one year.

# Notes to the financial statements (continued) For the year ended 31 December 2018

# 16. Financial instruments (continued)

### Liquidity and interest risk tables

The following tables detail the company's remaining contractual maturity for its non-derivative financial assets and liabilities.

2018 Liabilities	Interest rate %	Year 1 US\$'000	Years 1 - 5 US\$'000	Over 5 Years US\$'000	Total US\$'000
Related party loan payable	Interest free	11,530		-	11,530
2017 Liabilities	Interest rate %	Year 1 US\$'000	Years 1 - 5 US\$'000	Over 5 Years US\$'000	Total US\$'000
Related party loan payable	Interest free	11,530		<u> </u>	11,530

# 17. Events subsequent to the financial year end

There has not been any matter or circumstance occurring subsequent to the end of the financial year that has significantly affected, or may significantly affect, the operations of the company, the results of those operations, or the state of affairs of the company in future financial years.