

Chrysaor (U.K.) Sigma Limited

Registered Company Number 07832693

Report and Financial Statements

31 December 2021



Chrysaor (U.K.) Sigma Limited

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Chrysaor (U.K.) Sigma Limited

Corporate information

Directors

Alexander Krane
Howard Landes

Secretary

Howard Landes

Independent auditor

Ernst & Young LLP
2 Marischal Square
Broad Street
Aberdeen
AB10 1BL

Registered office

Brettenham House
Lancaster Place
London
United Kingdom
WC2E 7EN

Company No. 07832693

Chrysaor (U.K.) Sigma Limited

Strategic report

The directors present their strategic report for the year ended 31 December 2021.

Principal activities and review of the business

Until 31 March 2021, Chrysaor (U.K.) Sigma Limited (the "Company") was part of the Chrysaor group of companies (the "Chrysaor Group"). On 31 March 2021, the Chrysaor Group completed the all-share merger with Premier Oil plc forming the largest independent oil and gas company listed on the London Stock Exchange (the "Group").

The Company's immediate parent company is Chrysaor Production (U.K.) Limited. Following completion of the all-share merger, the Company's ultimate and controlling parent is Harbour Energy plc.

The Company's principal activities are the acquisition, exploration, development and production of oil and gas reserves on the UK Continental Shelf. The Group's principal activities are the acquisition, exploration, development and production of oil and gas reserves on the UK and Norwegian Continental Shelves, Indonesia, Vietnam and Mexico. Further information can be found in Harbour Energy plc's consolidated annual report and accounts for the year ended 31 December 2021 (the "Group Report").

The Company also holds the Group's investment in Chrysaor (U.K.) Theta Limited and Chrysaor (U.K.) Lambda Limited.

Business review

The Company held a 7.5 percent interest in the BP-operated Clair field until 1 August 2021 when this interest was transferred to Premier Oil UK Limited. Production from the very long life Clair field continues to be supported by an ongoing drilling programme at Clair Ridge, with five wells drilled during the course of 2021.

The primary strategic rationale for the transfer of the Clair field interest was to enhance the financial resilience of Premier Oil UK Limited by transferring an asset which will generate positive cash flow over an extended period of time. The transfer was part of a wider co-ordinated plan to enhance the financial resilience of Premier Oil UK Limited, which is to the benefit of the entire enlarged group. A secondary objective was to consolidate the enlarged group's West of Shetland interests in Premier Oil UK Limited to create a cohesive West of Shetland business unit.

On 1 June 2021, a 60% non-operated interest in the Group operated Callanish field was transferred to the Company from Chrysaor Production (U.K.) Limited. Callanish is one of the satellite fields tied back to the Group operated Britannia field in the Greater Britannia Area. The Callanish F5 well was brought online in the first quarter of 2021.

Financial performance and position

The Company's results and financial position during the year were as follows:

Production and revenue

Production for 2021 averaged 7.2 mboepd compared to 5.0 mboepd during 2020.

The Company generated revenue of \$260.8 million for the year (2020: \$52.1 million).

Operating profit

An operating profit of \$159.6 million was recognised during the year (2020: \$9.6 million).

Cost of sales for the year totalled \$101.3 million (2020: \$42.4 million), which included depreciation charges on oil and gas assets of \$29.8 million (2020: \$29.4 million). A charge of \$42.8 million (2020: credit \$16.3 million) was recognised in respect of movements in over/under-lift balances and hydrocarbon inventories.

Chrysaor (U.K.) Sigma Limited

Strategic report (continued)

Net financing costs

Net financing costs for the year totalled \$9.6 million (2020: \$26.2 million).

Taxation

Taxation credit amounted to \$81.2 million (2020: expense of \$7.7 million), split between the current tax expense of \$55.1 million (2020: \$6.5 million) and a deferred tax credit of \$136.3 million (2020: expense of \$1.1 million).

Profit and other comprehensive income for the financial year

Profit after tax for the year was \$231.2 million (2020: loss of \$24.3 million). Other comprehensive income for the year was \$3.2 million (2020: \$nil) and relates to deferred tax arising on the common control acquisition of the non-operated interest in the Group operated Callanish field.

Capital expenditure

During the year, the Company incurred capital spend of \$0.3 million (2020: \$0.9 million) in relation to exploration and evaluation assets and \$8.1 million (2020: \$12.5 million) in relation to property, plant and equipment.

Balance sheet and capital structure

At 31 December 2021, the balance sheet showed net assets of \$1,291.9 million (2020: \$439.6 million), consisting of non-current assets of \$334.9 million (2020: \$1,188.9 million), net current assets of \$1,015.7 million (2020: net current liabilities of \$567.5 million) and non-current liabilities of \$58.8 million (2020: \$181.8 million).

Total equity balance of \$1,291.9 million (2020: \$439.6 million) consists of share capital of \$621.7 million (2020: \$13,000), share premium of \$96.8 million (2020: \$96.8 million) and retained earnings of \$573.4 million (2020: \$342.8 million).

Insurance

The Company undertakes a significant and appropriate range of insurance programmes to minimise the risk to its operational and investment programmes.

Key performance indicators (KPIs)

The Group's activities consist of one class of business being the acquisition, exploration, development and production of oil and gas reserves. The Company's KPIs are aligned with those of the Group. Further information about KPIs in the context of the Group business can be found in the Group Report and are reflected in the 'Financial performance and position' section above.

Principal risks and uncertainties

The Company is subject to a range of risks and uncertainties which are identified and managed by the Group. Information about risks and uncertainties in the context of the Group business can be found in the strategic report within the Group Report.

Section 172 Companies Act 2006

The Group has adopted the requirement to include a compliance statement in relation to Section 172 Companies Act 2006. Further information can be found in the strategic report within the Group Report.

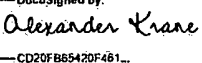
Chrysaor (U.K.) Sigma Limited

Strategic report (continued)

Streamlined energy and carbon reporting

The Group adopted the requirements of The Companies (Directors' Report) and Limited Liability Partnerships (Energy and Carbon Report) Regulations 2018 and has reported all relevant emissions and energy data in relation to Streamlined Energy and Carbon Reporting. Further information can be found in the Group Report and the supplementary ESG Report.

On behalf of the Board

DocuSigned by:

CD20FB65420F4B1...
Alexander Krane (Director)
22 September 2022

Chrysaor (U.K.) Sigma Limited

Directors' report

The directors present their report and audited financial statements for the year ended 31 December 2021.

Directors

The following served as directors of the Company during the year and up to the date of signing of the financial statements:

Alexander Krane (appointed 20 October 2021)

Howard Landes (appointed 20 October 2021)

Phil Kirk (resigned 28 February 2022)

Andrew Osborne (resigned 26 October 2021)

Secretary

Howard Landes served as company secretary during the year and up to the date of signing of the financial statements.

Results and dividends

The profit for the financial year amounted to \$231.2 million (2020: loss of \$24.3 million). During the year the Company did not pay any dividends (2020: \$nil). The directors do not recommend the payment of a final dividend (2020: \$nil).

Financial instruments

The Company finances its activities with cash and intercompany loans. Other financial assets and liabilities, such as trade debtors, trade creditors and intercompany balances, arise directly from the Company's operating activities.

Financial instruments can give rise to foreign currency, interest rate, credit, price and liquidity risk. Information on these risks is set out in the Group Report.

Future developments

Future activities will include the continuation of operating and developing the Company's existing licences.

Post balance sheet events

On 26 May 2022, the UK Government announced the introduction of an Energy Profits Levy ('EPL') on the profits earned from the production of oil and gas in the UK with effect from that date. The EPL enabling legislation, the Energy (Oil and Gas) Profits Levy Act 2022, was substantively enacted on 11 July 2022. The EPL is charged at the rate of 25 percent on taxable profits in addition to ring fence corporation tax of 30 percent and the Supplementary Charge of 10 percent. The EPL tax is a temporary measure and as enacted will cease to apply on 31 December 2025. The introduction of EPL will have a consequential effect on the Company's future tax charge. If the introduction of EPL had been substantively enacted at the current balance sheet date then the deferred tax asset would have decreased by \$3 million.

Directors' liabilities

The Company has made qualifying third-party indemnity provisions for the benefit of the directors which were made during the period and remain force at the date of this report.

Chrysaor (U.K.) Sigma Limited

Directors' report (continued)

Going concern

The directors have adopted the going concern basis of accounting for the preparation of the financial statements as the Company's ultimate parent company, Harbour Energy plc, has undertaken to directly provide the necessary financial support to the Company, as and when required, to meet all liabilities for a period of 12 months from the date of signing these financial statements. In making their assessment of going concern, the directors have considered the letter of support from Harbour Energy plc and are confident that it has adequate resources to support the Company for 12 months from the date of signing these financial statements.

Disclosure of information to the auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the Company's auditor, each director has taken all the steps that he is obliged to take as a director in order to make himself aware of any relevant audit information and to establish that the auditor is aware of that information.

Independent auditor

In May 2021, PricewaterhouseCoopers LLP resigned as independent auditor of the Company and Ernst & Young LLP were appointed. Pursuant to section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and Ernst & Young LLP will therefore continue in office.

On behalf of the Board

DocuSigned by:

CD20FB65420F481...
Alexander Krane (Director)
22 September 2022

Company Registered No. 07832693

Chrysaor (U.K.) Sigma Limited

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the strategic report, directors' report and the financial statements in accordance with applicable UK 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101).

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 net income or loss of the Company for that period.

In preparing these financial statements the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 FRS 101 is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Company's financial position and financial performance;
- state whether applicable United Kingdom Accounting Standards, including FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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.

Independent auditor's report

Opinion

We have audited the financial statements of Chrysaor (U.K.) Sigma Limited for the year ended 31 December 2021 which comprise the income statement, balance sheet, statement of changes in equity and the related notes 1 to 21, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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

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.

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 12 months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

Independent auditor's report (continued)

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 course of 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 this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

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

Matters on which we are required to report by exception

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 material misstatements in the strategic report or directors' report.

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

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

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 8, 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.

Independent auditor's report (continued)

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.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. 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. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are those that relate to the reporting framework (FRS 101 and the Companies Act 2006) and the relevant direct and indirect tax compliance regulation in the United Kingdom. In addition, the Company has to comply with laws and regulations relating to its operations, including health and safety, environmental, GDPR and anti-bribery and corruption.
- We understood how Chrysaor (U.K.) Sigma Limited is complying with those frameworks by making enquiries of management, legal counsel and the Company Secretary to understand how the Company maintains and communicates its policies and procedures in these areas and corroborated this to supporting documentation. We corroborated the results of our enquiries through our review of Board minutes and correspondence received from regulatory bodies and noted there was no contradictory evidence.
- We assessed the susceptibility of the Company's financial statements to material misstatement, including how fraud might occur by considering the degree of incentive, opportunity and rationalisation that may exist to perform fraud. Where fraud risks were identified, we applied journal entry selection criteria to identify journals that were considered unusual or indicative of potential fraud before tracing such transactions back to source information to test their validity and appropriateness.
- Based on this understanding, we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved journal entry testing, enquiries of legal counsel, and focused testing, including in respect of management override through manual journals.

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

Independent auditor's report (continued)

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.

Ernst & Young LLP

Gemma Noble (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
Aberdeen

22/09/22

Chrysaor (U.K.) Sigma Limited

Income statement

For the year ended 31 December

	Note	2021 \$000	2020 \$000
Revenue	3	260,844	52,107
Cost of sales		(101,279)	(42,387)
Gross profit		159,565	9,720
Exploration and evaluation expenses		(2)	(81)
Operating profit	4	159,563	9,639
Finance expenses	6	(9,592)	(26,237)
Profit/(loss) before taxation		149,971	(16,598)
Tax credit/(expense)	7	81,218	(7,674)
Profit/(loss) for the financial year		<u>231,189</u>	<u>(24,272)</u>

Statement of comprehensive income

For the year ended 31 December

	Note	2021 \$000	2020 \$000
Profit/(loss) for the financial year		231,189	(24,272)
Deferred tax arising on common control acquisition	7	3,223	-
Other comprehensive income for the financial year		<u>3,223</u>	<u>-</u>
Total comprehensive income/(expense) for the financial year		<u>234,412</u>	<u>(24,272)</u>

The notes on pages 16 to 35 form part of these financial statements.

Chrysaor (U.K.) Sigma Limited

Balance sheet

As at 31 December

	Note	2021 \$000	2020 \$000
Non-current assets			
Exploration and evaluation assets	9	-	46,905
Property, plant and equipment	10	39,288	867,916
Investments	11	274,119	274,119
Deferred taxation	7	21,510	-
Total non-current assets		334,917	1,188,940
Current assets			
Inventories	12	1,384	25,736
Debtors: amounts falling due within one year	13	1,111,491	65,196
Cash and cash equivalents	14	-	130
Total current assets		1,112,875	91,062
Total assets		1,447,792	1,280,002
Current liabilities			
Creditors: amounts falling due within one year	15	(97,129)	(658,598)
Total current liabilities		(97,129)	(658,598)
Non-current liabilities			
Deferred taxation	7	-	(118,009)
Provisions for liabilities	16	(58,767)	(63,770)
Total non-current liabilities		(58,767)	(181,779)
Total liabilities		(155,896)	(840,377)
Net assets		1,291,896	439,625
Capital and reserves			
Called up share capital	17	621,747	13
Share premium		96,781	96,781
Retained earnings		573,368	342,831
Total equity		1,291,896	439,625

The notes on pages 16 to 35 form part of these financial statements.

The financial statements on pages 13 to 35 were approved by the Board of Directors on 22 September 2022 and signed on its behalf by:

DocuSigned by:

 CD20FB65420F481...
 Alexander Krane (Director)
 22 September 2022

Company Registration No: 07832693

Chrysaor (U.K.) Sigma Limited

Statement of changes in equity

For the year ended 31 December

	<i>Called up share capital \$000</i>	<i>Share premium \$000</i>	<i>Retained earnings \$000</i>	<i>Total \$000</i>
At 1 January 2020	13	96,781	367,103	463,897
Loss for the financial year	-	-	(24,272)	(24,272)
At 31 December 2020	13	96,781	342,831	439,625
Profit for the financial year	-	-	231,189	231,189
Issue of share capital (note 17)	621,734	-	-	621,734
Common control acquisition (i)	-	-	(3,875)	(3,875)
Other comprehensive income	-	-	3,223	3,223
At 31 December 2021	621,747	96,781	573,368	1,291,896

(i) On 1 June 2021, a 60% non-operated interest in the Group operated Callanish field was transferred to the Company from a fellow group undertaking, Chrysaor Production (U.K.) Limited, for cash consideration of £1. The \$3.9 million difference between the £1 consideration paid and the acquired net liabilities of \$3.9 million is reflected within retained earnings. See note 8 for further information.

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021

1. Authorisation of financial statements

The financial statements of the Company for the year ended 31 December 2021 were authorised for issue by the board of directors on 22 September 2022 and the balance sheet was signed on the board's behalf by Alexander Krane.

The Company is a private company limited by share capital and domiciled in the United Kingdom. The Company's principal place of business is London, United Kingdom and its registered office is Brettenham House, Lancaster Place, London, WC2E 7EN.

The principal accounting policies adopted by the Company are set out in note 2.

2. Accounting policies***Basis of preparation***

The financial statements have been prepared on the historical cost basis, except for certain financial assets and liabilities which have been measured at fair value, and are in accordance with The Companies Act 2006, as applicable to companies using Financial Reporting Standard 101 "Reduced Disclosure Framework" ("FRS 101"). The financial statements are presented in US Dollars and all values are rounded to the nearest thousand US Dollars (\$000) except when otherwise stated.

The Company has taken advantage of the disclosure exemption from preparing consolidated financial statements, under Section 400 of the Companies Act 2006. The financial statements present information about the Company as an individual entity and not about its group.

The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 December 2021 under FRS 101. All accounting policies have been applied consistently, other than where new policies have been adopted. The Company has taken advantage of the following disclosure exemptions under FRS 101:

- (a) the requirements of IFRS 7 *Financial Instruments: Disclosures*,
- (b) the requirements of paragraphs 91-99 of IFRS 13 *Fair Value Measurement*
- (c) the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - (i) paragraph 79(a)(iv) of IAS 1;
 - (ii) paragraph 73(e) of IAS 16 *Property, Plant and Equipment*; and
 - (iii) paragraph 118(e) of IAS 38 *Intangible Assets*;
- (d) the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 *Presentation of Financial Statements*;
- (e) the requirements of IAS 7 *Statement of Cash Flows*;
- (f) the requirements of paragraphs 30 and 31 of IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*;
- (g) the requirements of paragraph 17 of IAS 24 *Related Party Disclosures*;
- (h) the requirements in 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
- (i) the requirements of paragraphs 134(d)-134(f) and 135(c)-135(e) of IAS 36 *Impairment of Assets*.

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

Going concern

The directors have adopted the going concern basis of accounting for the preparation of the financial statements as the Company's ultimate parent company, Harbour Energy plc, has undertaken to directly provide the necessary financial support to the Company, as and when required, to meet all liabilities for a period of 12 months from the date of signing these financial statements. In making their assessment of going concern, the directors have considered the letter of support from Harbour Energy plc and are confident that it has adequate resources to support the Company for 12 months from the date of signing these financial statements.

Segment reporting

The Company's activities consist of one class of business - the acquisition, exploration, development and production of oil and gas reserves and related activities in a single geographical area, being the North Sea.

Joint arrangements

A joint arrangement is one in which two or more parties have joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

Exploration and production operations are usually conducted through joint arrangements with other parties. The Company reviews all joint arrangements and classifies them as either joint operations or joint ventures depending on the rights and obligations of each party to the arrangement and whether the arrangement is structured through a separate vehicle. All interests in joint arrangements held by the Company are classified as joint operations.

In relation to its interests in joint operations, the Company recognises its:

- Assets, including its share of any assets held jointly;
- Liabilities, including its share of any liabilities incurred jointly;
- Revenue from the sale of its share of the output arising from the joint operation;
- Share of the revenue from the sale of the output by the joint operation; and
- Expenses, including its share of any expenses incurred jointly.

Foreign currency translation

The Company's functional currency and presentation currency is US dollars.

Transactions recorded in foreign currencies are initially recorded in the Company's functional currency by applying an average rate of exchange. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the reporting date. All differences are taken to the income statement. Non-monetary assets and liabilities denominated in foreign currencies are measured at historic cost based on exchange rates at the date of the transaction and subsequently not retranslated.

Acquisition of interests in joint operations (under common control)

Business combinations and the acquisition of interests in joint operations under common control are not included within the scope of IFRS 3 and therefore the Company has applied what it sees as the most appropriate method of accounting for these transactions. The Company uses the pooling of interests method which involves the following:

- reflects the value of the assets and liabilities of the acquired interests at their carrying amounts on the date of acquisition;
- no adjustments are made to reflect fair values, or recognise any new assets or liabilities at the date of the combination that would otherwise be done under the acquisition method under IFRS 3;
- no goodwill is recognised as a result of the combination;
- deferred tax arising is recognised in the statement of comprehensive income;

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

- any difference between the consideration received and the acquired net assets is reflected within equity; and
- No restatement of periods prior to the acquisition. The acquiring entity accounts for the combination prospectively from the date on which it occurred.

Intangible assets - exploration and evaluation assets

Exploration and evaluation expenditure is accounted for using the successful efforts method of accounting.

(a) Pre-licence costs

Pre-licencing costs are expensed in the year in which they are incurred.

(b) Licencing and property acquisition costs

Licence and property acquisition costs paid in connection with a right to explore in an existing exploration area are capitalised as exploration and evaluation costs within intangible assets.

Licence and property acquisition costs are reviewed at each reporting date to confirm that there is no indication that the carrying amount exceeds that recoverable amount. If no future activity is planned or the related licence has been relinquished or has expired, the carrying value of the property acquisition costs is written off through the income statement. Upon recognition of proved reserves and internal approval for development, the relevant expenditure is transferred to oil and gas properties within development and production assets.

(c) Exploration and evaluation costs

Once the legal right to explore has been acquired, costs directly associated with the exploration are capitalised as exploration and evaluation intangible non-current assets until the exploration is complete and the results have been evaluated. If no potential commercial resources are discovered, the exploration asset is written off.

All such capitalised costs are subject to technical, commercial and management review, as well as review for indicators of impairment at least annually. This is to confirm the continued intent to develop or otherwise extract value from the discovery. When this is no longer the case, the costs are written off through the income statement.

When proved reserves of oil and natural gas are identified and development is sanctioned by management, the relevant capitalised expenditure is first assessed for impairment and (if required) any impairment loss is recognised, then the remaining balance is transferred to oil and gas properties within development and production assets. No amortisation is charged during the exploration and evaluation phase.

Property, plant and equipment - oil and gas development and production assets

Oil and gas development and production assets are accumulated generally on a field-by-field basis. This represents expenditure on the construction, installation or completion of infrastructure facilities such as platforms, pipelines and the drilling of development wells, including unsuccessful development, and any exploration and evaluation expenditures incurred in finding commercial reserves transferred from intangible exploration and evaluation assets.

The initial cost of an asset comprises its purchase price or construction cost, any costs directly attributable to bringing the asset into operation, the initial estimate of the decommissioning obligation and, for qualifying assets (where relevant), borrowing costs. The purchase price or construction cost is the aggregate amount paid and the fair value of any other consideration given to acquire the asset.

An item of development and production expenditure and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement.

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

Expenditure on major maintenance refits, inspections or repairs comprises the cost of replacement assets or parts of assets, inspection costs and overhaul costs. Where an asset, or part of an asset, that was separately depreciated and is now written off is replaced and it is probable that future economic benefits associated with the item will flow to the Company, the expenditure is capitalised. All other day-to-day repairs and maintenance costs are expensed as incurred.

All costs relating to a development are accumulated and not depreciated until the commencement of production. Depreciation is provided generally on a field-by-field basis, using the unit of production method by reference to the ratio of production in the year and the related commercial proven and probable reserves of the field, taking into account future development expenditures necessary to bring those reserves into production. When there is a change in the estimated total recoverable proven and probable reserves of a field, that change is accounted for in the depreciation charge over the revised remaining proven and probable reserves.

Impairment of non-current assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the recoverable amount of the associated asset or cash generating unit, being the higher of the fair value less costs of disposal and value in use. When the carrying amount of an asset or cash generating unit exceeds its recoverable amount, the difference is recognised as an impairment charge in the income statement.

Investments

Investments in subsidiaries are held at cost less accumulated impairment losses.

The Company assesses, at each reporting date, whether there is an indication that an investment may be impaired. Where an indicator of impairment exists, the Company estimates the recoverable amount of the underlying net assets of the relevant subsidiary, being the higher of the fair value less costs of disposal and value in use. If the recoverable amount is less than the carrying amount of the investment, the carrying amount is reduced to its recoverable amount. The difference between the carrying amount and the recoverable amount is recognised as an impairment loss in the income statement.

Financial instruments***a. Financial assets***

The Company uses two criteria to determine the classification of financial assets: the Company's business model and contractual cash flow characteristics of the financial assets. Where appropriate the Company identifies three categories of financial assets: amortised cost, fair value through profit or loss (FVTPL), and fair value through other comprehensive income (FVOCI).

Financial assets held at amortised cost

Financial assets held at amortised cost are initially measured at fair value except for trade debtors which are initially measured at cost. Both are subsequently carried at amortised cost using the effective interest rate (EIR) method, less impairment. The EIR amortisation is presented within finance income in the income statement.

Cash and cash equivalents

Cash at bank and in hand in the balance sheet comprise cash deposits with banks and in hand.

Impairment of financial assets

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

Company expects to receive, discounted at an approximation of the original effective interest rate.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL).

Default events could include:

- payment default, i.e. the failure to pay principal or interest when it falls due for payment;
- prospective default, when payment is not yet due but it is clear that it will not be capable of being paid when it does fall due.

For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and contract assets, the Company applies a simplified approach in calculating ECLs. Provision rates are calculated based on estimates including the probability of default by assessing counterparty credit ratings, as adjusted for forward-looking factors specific to the debtors and the economic environment and the Company's historical credit loss experience.

Credit impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt financial assets carried at FVOCI are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer
- a breach of contract such as default or past due event
- the restructuring of a loan or advance by the Company on terms that the Company would otherwise not consider
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation, or
- the disappearance of an active market for a security because of financial difficulties

b. Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings or payables, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Borrowings and loans

Interest-bearing bank loans and overdrafts are recorded at the proceeds received, net of direct issue costs. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are accounted for on an accrual basis in the income statement using the effective interest method and are added to the carrying amount of the instrument to the extent that they are not settled in the year in which they arise.

Derecognition

A financial liability is derecognised when the obligation under the liability 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 the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Income Statement.

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Notes to the financial statements

For the year ended 31 December 2021 (continued)

c. Fair values

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. It is determined by reference to quoted market prices adjusted for estimated transaction costs that would be incurred in an actual transaction, or by the use of established estimation techniques such as option pricing models and estimated discounted values of cash flows.

For financial instruments not traded in an active market, the fair value is determined using appropriate valuation techniques.

Equity**Share capital**

Share capital includes the total net proceeds, both nominal and share premium, on the issue of ordinary and preference shares of the Company.

Inventories

All inventories, except for petroleum products, are stated at the lower of cost and net realisable value. The cost of materials is the purchase cost, determined on a first-in, first-out basis. Petroleum products and underlift and overlift positions are measured at net realisable value using an observable year-end oil or gas market price, and are included in inventories, other debtors or creditors respectively.

Provisions for liabilities

A provision is recognised when the Company has a legal or constructive obligation as a result of a past event; it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The expense relating to any provision is presented in the income statement net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risk specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as part of finance costs in the income statement.

The estimated cost of dismantling and restoring the production and related facilities at the end of the economic life of each field is recognised in full when the related facilities are installed. The amount provided is the present value of the estimated future restoration cost. A non-current asset is also recognised. Any changes to estimated costs or discount rates are dealt with prospectively.

Trade payables

Initial recognition of trade payables is at fair value. Subsequently they are stated at amortised cost.

Taxes**i. Current tax**

Current 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 in the countries where the Company operates and generates taxable income.

Current income tax related to items recognised directly in other comprehensive income or equity is recognised in other comprehensive income or directly in equity, not in the income statement.

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Notes to the financial statements

For the year ended 31 December 2021 (continued)

ii. Deferred tax

Deferred taxation is recognised in respect of all timing differences arising between the tax bases of the assets and liabilities and their carrying amounts in the financial statements with the following exceptions:

- Deferred income tax assets are recognised only to the extent that it is probable that the taxable profit will be available against which the deductible temporary difference, carried forward tax credits or tax losses can be utilised.
- Deferred income tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply when the related asset is realised, or liability is settled, based on tax rates and laws enacted or substantively enacted at the reporting date. The carrying amount of the deferred income tax asset is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.
- Deferred income tax assets and liabilities are offset, only if a legally enforceable right exists to offset current assets against current tax liabilities, the deferred income tax relates to the same tax authority and that same tax authority permits the Company to make a single net payment.
- Deferred taxation is not provided where a permanent difference arises between the tax basis of an asset and the carrying value of that asset.

Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited in other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income.

Revenue from contracts with customers

Revenue from contracts with customers is recognised when the Company satisfies a performance obligation by transferring a good or service to a customer. A good or service is transferred when the customer obtains control of that good or service. Revenue associated with the sale of crude oil, natural gas, and natural gas liquids is measured based on the consideration specified in contracts with customers with reference to quoted market prices in active markets, adjusted according to specific terms and conditions as applicable according to the sales contracts. The transfer of control of oil, natural gas, natural gas liquids and other items sold by the Company occurs when title passes at the point the customer takes physical delivery. The Company principally satisfies its performance obligations at this point in time.

Over/underlift

Differences between the production sold and the Company's share of production result in an overlift or an underlift. Overlift and underlift are valued at net realisable value using an observable year-end oil or gas market price and included within payables or receivables respectively. Movements during the accounting period are recognised within cost of sales in the income statement such that gross profit is recognised on an entitlement basis.

New accounting standards and interpretations

IBOR reform and other amendments and interpretations applying for the first time in 2021 do not have an impact on the financial statements of the Company.

Accounting standards issued but not yet effective

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

Amendments to IAS 1, Presentation of Financial Statements - classification of liabilities as current or non-current

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Notes to the financial statements

For the year ended 31 December 2021 (continued)

On 23 January 2020, the IASB issued a narrow-scope amendment to IAS 1 to clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Liabilities are classified as non-current if the entity has a substantive right to defer settlement for at least 12 months at the end of the reporting period. The Company does not consider this amendment to have significant impact on the classification of its liabilities as either current or non-current when the standard becomes effective on 1 January 2023.

Amendments to IFRS 3 - Reference to the Conceptual Framework

The IASB issued amendments to IFRS 3 to update the reference to the 2018 Conceptual Framework. The amendments add an exception to the recognition principle for liabilities and contingent liabilities within the scope of IAS 37 or IFRIC 21 and clarify existing guidance for contingent assets. The amendments are effective for annual reporting periods beginning on or after 1 January 2022 and apply prospectively.

Amendments to IAS 8 - Definition of Accounting Estimates

In February 2021, the International Accounting Standards Board issued Definition of Accounting Estimates, which amended IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors.

The amendments introduced the definition of accounting estimates and included other amendments to IAS 8 to help entities distinguish changes in accounting estimates from changes in accounting policies, with the distinction important because changes in accounting estimates are applied prospectively only to future transactions and other future events, but changes in accounting policies are generally also applied retrospectively to past transactions and other past events.

Amendments to IAS 1 and IFRS Practice Statement 2 - Disclosure of Accounting Policies

In February 2021, the International Accounting Standards Board issued amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2 Making Materiality Judgements. The amendments to IAS 1 require companies to disclose their material accounting policy information rather than their significant accounting policies. The amendments to IFRS Practice Statement 2 provide guidance on how to apply the concept of materiality to accounting policy disclosures.

Amendments to IAS 12 - Deferred Tax related to Assets and Liabilities arising from a Single Transaction

On 7 May 2021, the IASB issued amendments to IAS 12 Income Taxes. The amendments require companies to recognise deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. According to the amended guidance, a temporary difference that arises on initial recognition of an asset or liability is not subject to the initial recognition exemption if that transaction gave rise to equal amounts of taxable and deductible temporary differences. The proposed amendments will typically apply to transactions such as leases for the lessee and decommissioning obligations. The amendments are effective for annual reporting periods beginning on or after 1 January 2023.

IFRS 9 Financial Instruments - Fees in the '10 per cent' test for derecognition of financial liabilities

As part of its 2018-2020 annual improvements to IFRS standards process, the IASB issued an amendment to IFRS 9. The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

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Notes to the financial statements

For the year ended 31 December 2021 (continued)

The amendment is effective for annual reporting periods beginning on or after 1 January 2022 with earlier adoption permitted. The Company will apply the amendments to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

The amendments listed above are not expected to have a material impact on the Company.

Critical accounting judgements and estimates

The preparation of the Company's financial statements in conformity with FRS 101 requires management to make judgements, estimates and assumptions at the date of the financial statements. Estimates and assumptions are continuously evaluated and are based on management experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the assets or liabilities affected in future periods.

In particular the Company has identified the following areas where significant judgement, estimates and assumptions are required.

Critical accounting judgements

- carrying value of property, plant and equipment regarding assessing assets for indicators of impairment;
- carrying value of investments in subsidiaries regarding assessing for indicators of impairment;
- decommissioning costs, including the timing of when decommissioning would occur; and
- tax and recognition of deferred tax assets, relating to the extent to which future taxable profits are included in the assessment of recoverability; and
- the impact of climate change.

Key sources of estimation uncertainty

- *Recoverability of oil and gas assets*

The Company assesses each asset or cash generating unit each reporting period to determine whether any indication of impairment exists. Where an indicator of impairment exists, a formal estimate of the recoverable amount is made, which is considered to be the higher of the fair value less costs of disposal and value-in-use. The assessments of fair value less cost of disposal requires the use of estimates and assumptions on uncontrollable parameters such as long-term commodity prices (considering current and historical prices, price trends and related factors), foreign exchange rates and discount rates.

The Company's estimate of recoverable value of assets is sensitive to commodity prices and discount rate. A change in the long-term price assumptions of 10 percent and an increase in the discount rate of 1 percent are considered to be reasonably possible for the purposes of sensitivity analysis, the results of which can be found in note 10.

- *Recoverability of investments in subsidiaries*

The Company assesses, at each reporting date, whether there is an indication that an investment in a subsidiary may be impaired. Where an indicator of impairment exists, an estimate of the recoverable amount of the underlying net assets of the relevant subsidiary is made and compared to the carrying amount of the investment. This assessment requires the use of estimates and assumptions. The key sources of estimation uncertainty are long-term oil prices (considering current and historical prices, price trends and related factors), discount rates,

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Notes to the financial statements

For the year ended 31 December 2021 (continued)

operating costs, future capital requirements, decommissioning costs, exploration potential, reserves, operating performance and tax exposures.

- *Decommissioning costs*

Decommissioning costs will be incurred by the Company at the end of the operating life of some of the Company's facilities and properties. The Company assesses its decommissioning provision at each reporting date. The ultimate decommissioning costs are uncertain and cost estimates can vary in response to many factors, including the expected timing, extent and amount of expenditure. On the basis that all other assumptions in the calculation remain the same, a 10 percent increase in the cost estimates used to assess the final decommissioning obligation would result in an increase to the decommissioning provision of approximately \$6 million. This change would be principally offset by a change to the value of the associated asset.

- *Recovery of deferred tax assets*

Deferred tax assets, including those arising from un-utilised tax losses, require management to assess the likelihood that the Company will recover the value. This includes ensuring that the company has the ability to carry back decommissioning tax losses against prior period profits.

- *Climate change*

The Group monitors global climate change and energy transition developments and plans accordingly. Management recognises there is a general high level of uncertainty about the speed and scale of impacts which, together with limited historical information, provides significant challenges in the preparation of forecasts and plans with a range of possible future scenarios.

All new economic investment decisions include the cost of carbon and opportunities are assessed on their climate-impact potential and alignment with Harbour Energy's Net Zero goal, taking into consideration both greenhouse gas volumes and intensity. Emissions reduction incentives are part of staff remuneration and annual bonus schemes.

As a result, climate change and the energy transition have the potential to significantly impact the accounting estimates adopted by management and therefore the valuation of assets and liabilities reported on the balance sheet. On an ongoing basis management continues to assess the potential impacts on the significant judgements and estimates used in the financial statements. Estimates adopted in the preparation of the financial statements reflect management's best estimate of future market conditions where, in particular, commodity prices can be volatile. Notwithstanding the challenges around climate change and the energy transition, it is management's view that the financial statements are consistent with the disclosures in this report.

Property, plant and equipment - depreciation and expected useful lives

The energy transition has the potential to reduce the expected useful lives of assets and consequently accelerate depreciation charges. No changes have been identified or recognised to date.

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

3. Revenue

Revenue, which excludes value added tax, represents amounts receivable for sales of hydrocarbons as follows:

	2021 \$000	2020 \$000
Crude oil sales	222,084	51,454
Gas sales	33,585	653
Condensate and liquefied petroleum gas sales	4,943	-
Tariff income and other sundry sales	232	-
	<u>260,844</u>	<u>52,107</u>

Revenues of \$260.8 million (2020: \$52.1 million) were from contracts with customers.

The increase in revenue in 2021 is driven by higher commodity prices in 2021 and the transfer of the 60% non-operated interest in the Callanish field to the Company on 1 June 2021.

4. Operating profit

This is stated after charging/(crediting):

	2021 \$000	2020 \$000
Depreciation of property, plant and equipment	29,812	29,411
Movement in over/under-lift balances and hydrocarbon inventories	42,790	(16,278)
Exploration and evaluation expenses	2	81
Auditor's remuneration - audit of the financial statements	-	-

For the year ended 31 December 2021, the auditor's remuneration of \$110,000 (2020: \$55,000) was borne by another group company and was not recharged to the Company.

Any fees paid to the Company's auditor for services other than the statutory audit of the Company are disclosed on a consolidated basis in the group financial statements of the Company's ultimate parent, Harbour Energy plc.

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

5. Staff costs and directors' remuneration

The Company had no employees during the year (2020: nil). All contracts of employment are held with other group companies.

The directors received no remuneration for their services to the Company in the current or preceding year. All directors' contracts of employment are held with other group companies. The Company's directors believe that it is not practicable to apportion their remuneration between qualifying services for the Company and other group companies in which they hold office.

6. Finance expenses

	2021	2020
	\$000	\$000
Intercompany interest	1	-
Unwinding of discount on decommissioning provisions (note 16)	1,286	1,366
Bank and financing fees	1,028	1,032
Foreign exchange loss	7,277	23,839
	<u>9,592</u>	<u>26,237</u>

7. Tax credit/(expense)

(a) Tax (credit)/expense in the income statement

The major components of income tax (credit)/expense for the years ended 31 December 2021 and 2020 are:

	2021	2020
	\$000	\$000
Current income tax:		
UK corporation tax	54,812	6,262
Amounts under provided in previous year	4	273
Group relief - prior year	262	-
Total current income tax	<u>55,078</u>	<u>6,535</u>
Deferred tax:		
Origination and reversal of temporary differences	(137,003)	1,139
Amounts under provided in previous year	707	-
Total deferred tax	<u>(136,296)</u>	<u>1,139</u>
Tax (credit)/expense in the income statement	<u>(81,218)</u>	<u>7,674</u>

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

Tax credit/(expense) (continued)**(b) Reconciliation of the total tax (credit)/expense**

Reconciliation between tax (credit)/expense and the profit/(loss) before taxation multiplied by the UK standard rate of corporation tax for UK ring-fence companies is as follows:

	2021 \$000	2020 \$000
Profit/(loss) before taxation	<u>149,971</u>	<u>(16,598)</u>
Tax calculated at UK standard rate of corporation tax for UK ring-fence companies of 40% (2020: 40%)	59,988	(6,639)
<i>Effects of:</i>		
Impact of profits/losses relieved at different rates	(291)	(574)
Items not allowable for tax purposes / not taxable	-	6,355
Amounts under provided in previous year	711	273
Group/other reliefs	262	-
Deferred tax release on transfer of assets	(145,522)	-
Non-ring fence losses not recognised	<u>3,634</u>	<u>8,259</u>
Total tax (credit)/expense reported in the income statement	<u>(81,218)</u>	<u>7,674</u>

(c) Deferred tax included in the balance sheet is as follows:

	<i>Accelerated capital allowances \$000</i>	<i>Decommissioning \$000</i>	<i>Investment allowance \$000</i>	<i>Total \$000</i>
<i>As at 1 January 2020</i>	(167,954)	17,320	33,918	(116,716)
Deferred tax (expense)/credit	(7,575)	8,188	(1,752)	(1,139)
Foreign exchange	-	-	(154)	(154)
<i>At 31 December 2020</i>	(175,529)	25,508	32,012	(118,009)
Deferred tax (expense)/credit	183,226	(28,638)	(18,292)	136,296
Deferred tax arising on common control acquisition	(23,413)	26,636	-	3,223
<i>At 31 December 2021</i>	<u>(15,716)</u>	<u>23,506</u>	<u>13,720</u>	<u>21,510</u>

Deferred tax assets are recognised to the extent that the future benefit is probable. Relevant tax law is considered, together with the ability to carry back decommissioning tax losses against prior period profits.

The Company has non-ring fence losses of \$55.1 million (2020: \$46.0 million). No deferred tax asset has been recognised at the balance date due to the uncertainty of the recovery of those losses.

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

Tax credit/(expense) (continued)

The deferred tax arising on common control acquisition (recognised in the statement of comprehensive income) is attributable to the acquisition of a 60% non-operated interest in the Group operated Callanish field from a fellow group company, Chrysaor Production (U.K.) Limited, during the year (note 8).

The deferred tax asset recognised is only partially offset by the deferred tax liability, resulting in an overall net deferred tax asset as at 31 December 2021.

Changes in tax rate

Legislation was introduced in Finance Act 2021 to increase the main rate of UK corporation tax for non-ring fence profits from 19 percent to 25 percent from 1 April 2023. This change did not have a material impact on the Company.

On 26 May 2022, the UK Government announced the introduction of an Energy Profits Levy ('EPL') on the profits earned from the production of oil and gas in the UK with effect from that date. The EPL enabling legislation, the Energy (Oil and Gas) Profits Levy Act 2022, was substantively enacted on 11 July 2022. The EPL is charged at the rate of 25 percent on taxable profits in addition to ring fence corporation tax of 30 percent and the Supplementary Charge of 10 percent. The EPL tax is a temporary measure and as enacted will cease to apply on 31 December 2025. The introduction of EPL will have a consequential effect on the Company's future tax charge. If the introduction of EPL had been substantively enacted at the current balance sheet date then the deferred tax asset would have decreased by \$3 million.

8. Acquisitions and disposals of interests in joint arrangements under common control

On 1 June 2021, a 60% non-operated interest in the Group operated Callanish field was transferred to the Company from Chrysaor Production (U.K.) Limited for cash consideration of £1. This transfer has been accounted for as a common control acquisition of interests in joint arrangements, using the pooling of interests method. The carrying amount of the assets and liabilities acquired by the Company were:

	<i>Total \$000</i>
Property, plant and equipment - oil and gas assets	58,531
Inventories	1,542
Trade and other receivables	6,851
Trade and other payables	(4,208)
Decommissioning provision	(66,591)
Carrying value of identifiable net liabilities acquired	(3,875)

The \$3.9 million difference between the £1 consideration paid and the acquired net liabilities of \$3.9 million is reflected within retained earnings. Deferred tax arising on this common control acquisition is recognised in the statement of comprehensive income (note 7).

On 1 August 2021, the Company transferred its 7.5% interest in the non-operated Clair field to Premier Oil UK Limited. The consideration of \$836.2 million was equal to the carrying value of the identifiable net assets transferred to Premier Oil UK Limited and therefore no gain or loss arose on this disposal. A deferred tax release of \$145.5 million is recognised within the tax credit reported in the income statement (note 7). The consideration of \$836.2 million remains outstanding on the intercompany account between the Company and Premier Oil UK Limited at 31 December 2021 (note 13).

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

9. Exploration and evaluation assets

	<i>Exploration and evaluation assets \$000</i>
At 1 January 2021	46,905
Additions	303
Revision of decommissioning asset	(2)
Disposal of assets to a fellow group company	(47,206)
At 31 December 2021	<u>-</u>

10. Property, plant and equipment

	<i>Oil & gas development & production assets \$000</i>
Cost:	
At 1 January 2021	1,032,722
Additions	8,131
Revision of decommissioning asset	(6,960)
Acquisition of assets from a fellow group company (note 8)	58,531
Disposal of assets to a fellow group company (note 8)	(1,043,247)
At 31 December 2021	<u>49,177</u>
Accumulated depreciation:	
At 1 January 2021	164,806
Charge for the year	29,812
Disposal of assets to a fellow group company (note 8)	(184,729)
At 31 December 2021	<u>9,889</u>
Net book value:	
At 31 December 2021	<u>39,288</u>
At 31 December 2020	<u>867,916</u>

A decrease of \$7.0 million to decommissioning assets was recognised as a result of an update to decommissioning estimates and the recognition of new obligations (note 16).

No impairment charge was recognised during the year (2020: \$nil).

Assumptions involved in impairment measurement include estimates of commercial reserves and production volumes, future commodity prices, discount rates and the level and timing of expenditures, all of which are inherently uncertain.

The Company uses the fair value less cost of disposal method (FVLCD) to calculate the recoverable amount of the cash generating units (CGU) consistent with a level 3 fair value measurement. In determining the recoverable amount, appropriate discounted-cash-flow

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

Property, plant and equipment (continued)

valuation models were used, incorporating market-based assumptions. Management's commodity price curve assumptions are benchmarked against a range of external forward price curves on a regular basis. Individual field price differentials are then applied. The first two years reflect the market forward price curves transitioning to a long-term price from 2024, thereafter inflated at 2 percent per annum. The long-term commodity prices used were \$65 per barrel for crude and 60p per therm for gas.

Production volumes are based on life of field production profiles for each asset within the CGU. Proven and probable reserves are estimates of the amount of oil and gas that can be economically extracted from the Company's oil and gas assets. The Company estimates its reserves using standard recognised evaluation techniques, assessed at least annually by management. Proven and probable reserves are determined using estimates of oil and gas in place, recovery factors and future commodity prices.

Operating expenditure, capital expenditure and decommissioning costs are derived from the Company's Business Plan. The discount rate reflects management's estimate of the Company's Weighted Average Cost of Capital (WACC).

Changes in the long-term oil and gas prices of 10 percent and an increase in the discount rate of 1 percent are considered to be reasonably possible changes for the purpose of sensitivity analysis. Decreases to the long-term crude and gas prices specified above and an 1 percent increase in the discount rate would not result in an impairment charge.

11. Investments

	<i>Equity</i> <i>\$000</i>
<i>Cost:</i>	
At 1 January 2021 and 31 December 2021	383,550
<i>Accumulated impairment losses:</i>	
At 1 January 2021 and 31 December 2021	109,431
<i>Net book value:</i>	
At 31 December 2021	274,119
At 31 December 2020	274,119

At 31 December 2021, the subsidiary undertakings of the Company which were all wholly owned were:

<i>Name of Company</i>	<i>Country of incorporation</i>	<i>Proportion of voting rights and shares held</i>	<i>Main activity</i>
Chrysaor (U.K.) Theta Limited	UK	100%	Oil & Gas
Chrysaor (U.K.) Lambda Limited (i)	Ireland	100%	Dormant

(i) Held by Chrysaor (U.K.) Theta Limited

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

Investments (continued)

Chrysaor (U.K.) Theta Limited is incorporated and domiciled in the United Kingdom. The registered office address of Chrysaor (U.K.) Theta Limited is Brettenham House, Lancaster Place, London, United Kingdom, WC2E 7EN.

Chrysaor (U.K.) Lambda Limited is registered in the Republic of Ireland. The registered office address of Chrysaor (U.K.) Lambda Limited is Riverside One, Sir John Rogerson's Quay, Dublin 2, D02 X576.

Both of the subsidiary companies operate principally in the United Kingdom.

12. Inventories

	2021 \$000	2020 \$000
Hydrocarbons	-	19,851
Consumables and subsea supplies	1,384	5,885
	<u>1,384</u>	<u>25,736</u>

13. Debtors: amounts falling due within one year

	2021 \$000	2020 \$000
Trade debtors	20,660	47
Underlift position	7,650	490
Amounts owed by group undertakings	1,074,199	48,691
Amounts owed by parent companies in respect of taxation	-	15,315
Prepayments & accrued income	5	46
Other debtors	8,977	607
	<u>1,111,491</u>	<u>65,196</u>

Trade receivables are non-interest bearing and are generally on 20 to 30 days' terms.

Included in amounts owed by group undertakings at 31 December 2021 is an amount of \$836.2 million receivable from Premier Oil UK Limited in respect of outstanding consideration for the transfer of the interest in the Clair field (note 8).

All amounts owed by group undertakings at 31 December 2021 are unsecured, interest free and are repayable on demand. As at 31 December 2021, no ECLs have been recognised relating to trade receivables and amounts owed by group undertakings (2020: \$nil).

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

14. Cash and cash equivalents

	2021	2020
	\$000	\$000
Cash at bank and in hand	-	130
	<u>-</u>	<u>130</u>

Cash at bank earns interest at floating rates based on daily bank deposit rates. The Company only deposits cash with major banks of high-quality credit standing.

15. Creditors: amounts falling due within one year

	2021	2020
	\$000	\$000
Trade creditors	1,216	4,604
Amounts owed to group undertakings	70,818	622,010
Accruals and deferred income	-	18,907
Overlift position	1,048	-
Corporation tax payable	24,047	13,077
	<u>97,129</u>	<u>658,598</u>

All amounts due to group companies are unsecured, interest free and are repayable on demand.

Included in the amounts owed to group undertakings at 31 December 2020 was a GBP denominated loan of £448 million (\$612.7 million) due to the Company's parent company, which was unsecured, interest free and repayable on demand.

On 16 August 2021, two new GBP denominated loans of £8.8 million and £439.2 million were advanced by the Company's parent company, Chrysaor Production (U.K.) Limited, for the purpose of repaying the existing GBP denominated loan of £448 million due by the Company to Chrysaor Production (U.K.) Limited. On 17 August 2021, the loan of £8.8 million was assigned by Chrysaor Production (U.K.) Limited to Chrysaor (U.K.) Delta Limited in consideration for £8.8 million, such amount being left outstanding as a loan owing by Chrysaor (U.K.) Delta Limited to Chrysaor Production (U.K.) Limited.

On 17 August 2021, Chrysaor Production (U.K.) Limited and Chrysaor (U.K.) Delta Limited subscribed for additional shares in the Company, pro-rata to their existing shareholdings, totalling £448 million (at par value and credited as fully paid in cash), in consideration for which the loans owing by the Company to Chrysaor Production (U.K.) Limited and Chrysaor (U.K.) Delta Limited were released (note 17).

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

16. Provisions for liabilities

	<i>Decommissioning provision \$000</i>
At 1 January 2021	63,770
New obligations - increase decommissioning asset	659
Changes in estimates - decrease decommissioning asset	(7,621)
Acquisition of obligations from a fellow group company (note 8)	66,591
Disposal of obligations to a fellow group company (note 8)	(65,918)
Unwinding of discount (note 6)	1,286
At 31 December 2021	<u>58,767</u>

The Company provides for the estimated future decommissioning costs on its oil and gas assets at the balance sheet date. The payment dates of expected decommissioning costs are uncertain and are based on economic assumptions of the fields concerned. The Company currently expects to incur decommissioning costs over the next 20 - 25 years. Decommissioning provisions are discounted at a risk-free rate of between 1.5% and 1.8% (2020: 1.9%) and the unwinding of the discount is presented within finance costs.

These provisions have been created based on internal and third-party estimates. Assumptions based on the current economic environment have been made, which management believe are a reasonable basis upon which to estimate the future liability. These estimates are reviewed regularly to take into account any material changes to the assumptions. However, actual decommissioning costs will ultimately depend upon market prices for the necessary decommissioning work required, which will reflect market conditions at the relevant time. In addition, the timing of decommissioning liabilities will depend upon the dates when the fields become economically unviable, which in itself will depend upon future commodity prices, which are inherently uncertain.

17. Called up share capital

	2021	2020	2021	2020
<i>Allotted, called up and fully paid</i>	<i>No.</i>	<i>No.</i>	<i>\$000</i>	<i>\$000</i>
Ordinary shares of £1 each	448,010,000	10,000	<u>621,747</u>	<u>13</u>

On 17 August 2021, Chrysaor Production (U.K.) Limited and Chrysaor (U.K.) Delta Limited subscribed for additional shares in the Company, pro-rata to their existing shareholdings, totalling £448 million (at £1 par value and credited as fully paid in cash), in consideration for which the loans owing by the Company to Chrysaor Production (U.K.) Limited and Chrysaor (U.K.) Delta Limited were released (note 15).

Chrysaor (U.K.) Sigma Limited

Notes to the financial statements

For the year ended 31 December 2021 (continued)

18. Capital commitments

As at 31 December 2021, the Company had placed contracts for capital expenditure amounting to \$10.0 million (2020: \$7.8 million). Where the commitment relates to a joint arrangement, the amount represents the Company's net share of the commitment. Where the Company is not the operator of the joint arrangement then the amounts are based on the Company's net share of committed future work programmes.

19. Post balance sheet events

On 26 May 2022, the UK Government announced the introduction of an Energy Profits Levy ('EPL') on the profits earned from the production of oil and gas in the UK with effect from that date. The EPL enabling legislation, the Energy (Oil and Gas) Profits Levy Act 2022, was substantively enacted on 11 July 2022. The EPL is charged at the rate of 25 percent on taxable profits in addition to ring fence corporation tax of 30 percent and the Supplementary Charge of 10 percent. The EPL tax is a temporary measure and as enacted will cease to apply on 31 December 2025. The introduction of EPL will have a consequential effect on the Company's future tax charge. If the introduction of EPL had been substantively enacted at the current balance sheet date then the deferred tax asset would have decreased by \$3 million.

20. Related party disclosure

In accordance with FRS101.8 (k), the Company is exempt from the requirement to disclose Group related party transactions since the Company is 100% controlled within the Group and the group financial statements of the Company's ultimate parent undertaking, Harbour Energy plc, are publicly available from Companies House.

21. Ultimate parent undertaking and controlling party

The Company's immediate parent company is Chrysaor Production (U.K.) Limited. The Company's ultimate and controlling parent is Harbour Energy plc, a company incorporated in Great Britain and registered in Scotland.

Harbour Energy plc is the parent undertaking of the largest and the smallest group of undertakings for which group financial statements are prepared and of which the Company is a member. Copies of these financial statements are available upon request from Harbour Energy plc, 23 Lower Belgrave Street, London, SW1W 0NR.