Company Registration No. 08592390

## **Rowan (UK) Resolute Limited**

Annual Report and Financial Statements
For the year ended 31 December 2017



## Rowan (UK) Resolute Limited Annual report and financial statements for the year ended 31 December 2017

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## **Statutory information**

### **Directors**

Dennis S. Baldwin Ross W. Gallup Theodore D. Gobillot

### **Company Secretary**

Mark F. Mai Geji T. Loether Melanie M. Trent (appointed 18 May 2017) (appointed 1 May 2017; resigned 17 May 2017) (resigned 30 April 2017)

## **Auditor**

Deloitte LLP Statutory Auditor 1 New Street Square London EC4A 3HQ United Kingdom

## **Principal Bankers**

Wells Fargo Bank, N.A. 1000 Louisiana Street Houston, TX 77002 United States of America

## Registered Office

Cannon Place 78 Cannon Street London, EC4N 6AF United Kingdom

## Strategic report

### **Review of business**

The results of the company are shown on page 9. The company provides support services in relation to the operation of the Rowan Resolute and charges a management fee of \$2,500 per month whilst the vessel is under contract.

The company incurred a profit on ordinary activities before taxation of US\$130,131 (2016: US\$26,957) for the year ended 31 December 2017. The company recognised a total profit for the financial period of US\$38,831 (2016 loss: US\$32,189). The company recognised US\$157,381 (2016: US\$48,932) of finance income on bank interest on cash. Since 1 September 2015 the company has subcontracted its operation of the Rowan Resolute and charges a management fee of \$2,500 per month. The subcontract consolidates Gulf of Mexico operations into one company. As of June 2018, the subcontract was terminated and the company became non-trading.

The statement of financial position on page 10 reflects a net assets position of US\$6,806,242.

#### Key performance indicators

The management of the company's ultimate parent monitors regional performance of its rigs, primarily considering contracted non-productive time (NPT) as well as earnings before interest, taxes, depreciation and amortization (EBITDA). EBITDA targets are established at a Rowan group level by region and not at a legal entity level.

#### Principal risks and uncertainties

The company's primary risk is that volatility in the oil and gas industry adversely impacts demand for the company's drilling services or the rate that the company can charge for such services. The company's short-term risks associated with this volatility are partially mitigated by the Rowan Resolute contract (expire May 2018) and the associated management fee that the company is entitled to make during the period of this contract. The risk is further mitigated as the subcontract agreement is with a related party.

Approved by the Board of Directors and signed on behalf of the Board

Dennis S. Baldwin

Director

28 September 2018

## **Directors' report**

The directors present their annual report and the audited financial statements for the year ended 31 December 2017.

## Principal activity

Rowan (UK) Resolute Limited (referred to as "the company") is a private company limited by shared incorporated on 1 July 2013 under the laws of the United Kingdom. The company provides support service such as customer invoicing on behalf of Atlantic Maritime Service LLC, a related party and charges a management fee of \$2,500 per month to Atlantic Maritime Service LLC, a related party.

#### **Future Development**

The entity will continue to be domiciled in the United Kingdom. The Company became non-trading in 2018 and will not seek work for the foreseeable future.

#### Going concern

The Company is in a net current assets and net assets position.

After making enquiries, the directors have a reasonable expectation that the company has adequate resources for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the company's financial statements.

#### Dividend

During the year, the company declared and paid a dividend of US\$1,550,000 (2016: US\$nil).

## Financial risk management policies and objectives

The company holds financial assets which relate primarily to trade receivables and cash. The Company is subject to various risks such as credit risk, liquidity risk and cash flow risk. Given the receivables is with one of the world's largest publicly traded oil and gas companies, Anadarko, the directors deem credit risk to be low as the related counterparties of the company have no history of default and management does not expect any losses from non-performance of this counterparty. The company does not have a high liquidity risk or cash flow risk, as it does not have any operating expenses. Serving only as a billing agent, it only recognizes revenue from billings and from a monthly service charge. If the company is in need of cash, it will be provide from the parent company or by the Rowan Group.

The financial risks applicable to the external financial assets and the central management of those risks have been disclosed within the group financial statements for Rowan Companies plc. See Note 14 for information on obtaining copies of group financial statements.

On 23 June 2016, the U.K. voted to exit from the E.U. (commonly referred to as "Brexit"). The terms of Brexit and the resulting U.K./E.U. relationship are uncertain for companies doing business both in the U.K. and the overall global economy. Risks related to Brexit that we may encounter include:

- adverse impact on macroeconomic growth and oil and gas demand resulting from the strength of the U.S. dollar;
- continued volatility in currencies including the British pound and U.S. dollar that may impact our financial results;
- · reduced demand for our services in the U.K. and globally;
- increased costs of doing business in the U.K. and in the North Sea;
- increased regulatory costs and challenges for operating our business in the North Sea;
- · volatile capital and debt markets, and access to other sources of capital;
- risks related to our global tax structure and the tax treaties upon which we rely;
- business uncertainty resulting from prolonged political negotiations; and
- uncertain stability of the E.U. and global economy if other countries exit the E.U.

## **Directors' report (continued)**

## Events after the balance sheet date

In June 2018, the subcontract was terminated and the company became non-trading.

#### **Directors' indemnities**

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

#### **Directors**

The directors of the company who served throughout the period and up to the date of this report, except as noted, were:

Dennis S. Baldwin Ross W. Gallup Theodore D. Gobillot

#### Company secretary

Mark F. Mai

#### **Auditor**

Each of the persons 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 have expressed their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be reappointed as auditor in the absence of an Annual General Meeting.

Approved by the Board of Directors and signed on behalf of the Board

Dennis S. Baldwin

Director

28 September 2018

## Directors' responsibilities statement

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 period. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS 101 "Reduced Disclosure Framework". 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, the directors are required to:

- · select suitable accounting policies and then apply them consistently;
- · make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards 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 TO THE MEMBERS OF ROWAN (UK) RESOLUTE LIMITED

### Report on the audit of the financial statements

## **Opinion**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit
  for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Rowan (UK) Resolute Limited (the 'company') which comprise:

- · the profit or loss and other comprehensive income;
- · the statement of financial position;
- the statement of changes in shareholder's equity; and
- the related notes 1 to 14.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

#### **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

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ROWAN (UK) RESOLUTE LIMITED (continued)

#### Other information (continued)

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.

### 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: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

### 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 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 the directors' report have 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 strategic report or the directors' report.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ROWAN (UK) RESOLUTE 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.

We have nothing to report in respect of these matters.

#### 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.

Ivan Boonzaaier, FCA (Senior statutory auditor)

For and on behalf of Deloitte LLP

**Statutory Auditor** 

London, United Kingdom

28 September 2018

## Statement of profit or loss and other comprehensive income for the year ended 31 December 2017

	Note	2017 US\$	2016 US\$
Revenue	4	30,000	30,000
Gross profit		30,000	30,000
Administrative expenses		(57,250)	(51,975)
Operating loss	5	(27,250)	(21,975)
Finance income	7	157,381	48,932
Profit on ordinary activities before taxation	1	130,131	26,957
Income tax expense	<b>8</b> ,	(91,300)	(59,146)
Profit/(loss) for the financial period		38,831	(32,189)

All result arise in respect of continuing activities.

There were no items of other comprehensive income or expense in either year. Accordingly, no statement of other comprehensive income has been prepared.

## Statement of financial position as at 31 December 2017

	Note	2017 US\$	2016 US\$
Trade and other receivables	9	35,706,415	11,490,385
Cash and cash equivalents		11,108,286	12,048,181
Total assets	·	46,814,701	23,538,566
Equity and liabilities			
Shareholders' equity			
Share capital	11	1	1
Other reserve	. 12	85,104	69,604
Retained earnings	13	6,721,137	8,232,306
Total equity		6,806,242	8,301,911
Liabilities	••		
Current liabilities		·	
Trade and other payables	10	40,008,460	15,236,655
Total liabilities		40,008,460	15,236,655
Total equity and liabilities	A Capture A	46,814,702	23,538,566

The financial statements of Rowan (UK) Resolute Limited (registered number 08592390) were approved by the Board of Directors on 28 September 2018 and were signed on its behalf

Dennis S. Baldwin

Director

The notes on pages 12 to 19 form an integral part of these financial statements.

## Statement of changes in shareholder's equity for the year ended 31 December 2017

	Note	Share capital US\$	Other reserve	Retained earnings US\$	Total equity US\$
Balance at 1 January 2016		. 1	69,604	8,264,495	8,334,100
Loss for the financial year		÷	. 4	(32,189)	(32,189)
Balance at 31 December 2016		1	69,604	8,232,306	8,301,911
Dividend paid		<b>€4</b>	*	(1,550,000)	(1,550,000)
Capital contribution		÷	15,500		15,500
Profit for the financial year		, ,	<del>.</del>	38,831	38,831
Balance at 31 December 2017		1	85,104	6,721,137	6,806,242

Other reserve is the sum of additional paid in capital and employee stock compensation.

The notes on pages 12 to 19 form an integral part of these financial statements.

## Notes to the financial statements 31 December 2017

#### 1. General Information

Rowan (UK) Resolute Limited (referred to as "the company") is a private company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the company's registered office is shown on page 1.

On 1 September 2015, the company subcontracted the operation and provisioning of services of the rig Rowan Reliance to third-party customers in the Gulf of Mexico to Atlantic Maritime Services, an affiliated company. Since 1 September 2015, in accordance with the subcontract agreement, the company's principal activity has been to provide management support services to Atlantic Maritime Services.

## 2. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied, unless otherwise stated.

All amounts in the notes are shown in United States Dollars (US\$), unless otherwise stated.

#### 2.1 Basis of preparation

The company meets the definition of a qualifying entity under Financial Reporting Standard 101 (FRS 101) issued by the Financial Reporting Council. These financial statements have been prepared in accordance with FRS 101 'Reduced Disclosure Framework'.

In preparing these financial statements, the company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions have been taken.

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- A Cash Flow Statement and related notes;
- Comparative period reconciliations for share capital, tangible fixed assets and intangible assets;
- Disclosures in respect of transactions with wholly owned subsidiaries of the Rowan group;
- Disclosures in respect of capital management;
- . The effects of new but not yet effective IFRSs; and
- Disclosures in respect of the compensation of Key Management Personnel.

As the consolidated financial statements of Rowan Companies plc include the equivalent disclosures, the company has also taken the exemptions under FRS 101 available in respect of the following disclosures (not all of these exemptions are directly relevant in the current year):

- IFRS 2 Share Based Payments in respect of group settled share-based payments;
- Certain disclosures required by IAS 36 Impairment of assets in respect of the impairment of goodwill and indefinite life intangible assets;
- Disclosures required by IFRS 5 Non-current Assets Held for Sale and Discontinued Operations in respect of the cash flows of discontinued operations;
- Certain disclosures required by IFRS 3 Business Combinations in respect of business combinations undertaken by the company in the current and prior periods including the comparative period reconciliation for goodwill; and
- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

## Notes to the financial statements 31 December 2017

### 2. Summary of significant accounting policies (continued)

### 2.1 Basis of preparation (continued)

The financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

### 2.2 Going concern

After making enquiries, the directors have a reasonable expectation that the company has adequate resources for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the company's financial statements.

### 2.3 Foreign currency translation

(a) Functional and presentation currency Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The company's financial statements are presented in United States Dollars (US\$), which is the company's functional and presentation currency.

### (b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuations, where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of profit or loss and other comprehensive income.

Non-monetary assets and liabilities denominated in currencies other than the functional currency that are measured in terms of historical cost are not re-translated.

## Notes to the financial statements 31 December 2017

#### 2. Summary of significant accounting policies (continued)

#### 2.4 Financial instruments

#### Financial assets

The company classifies its financial assets as loans and receivables. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets as trade and other receivables in the balance sheet, except for maturities greater than twelve months after the end of the reporting period. These are classified as non-current assets. After initial recognition, loans and receivables are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument or, when appropriate, a shorter period, to the net carrying amount on initial recognition.

Interest income is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

#### Financial liabilities

Financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially recognised at their fair value plus directly attributable transaction costs for all financial liabilities not classified at fair value through profit or loss.

Financial liabilities are derecognised when they are extinguished. This occurs when the obligation specified in the contract is discharged, cancelled or expires.

Trade and other payables are classified with current liabilities and are stated at their nominal value.

#### 2.5 Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less.

#### 2.6 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

## 2.7 Current and deferred income tax

UK corporation tax is provided at amounts expected to be paid using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

## Notes to the financial statements 31 December 2017

## 2. Summary of significant accounting policies (continued)

#### 2.7 Current and deferred income tax (continued)

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets 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 tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the balance sheet date.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the company intends to settle its current tax assets and liabilities on a net basis.

## 2.8 Revenue recognition

Revenue represents the total, excluding sales taxes, receivable in respect of goods and services supplied. Revenue is recognised as services are delivered to the extent that it is probable that the economic benefits will flow to the company and can be reliably measured.

#### 2.9 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or settle the asset and liability simultaneously.

## 3. Critical accounting judgements and key sources of estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

There are no critical accounting judgements or key sources of estimation uncertainty in the current year.

# Notes to the financial statements 31 December 2017

#### 4. Revenue

Revenue represents income from subcontracting the Rowan Resolute, which operates in the Gulf of Mexico, to Atlantic Maritime Service LLC, a related party. This income is exempt from VAT. The drilling services agreements do not have contingent-based income. The company continues to provide support services such as, invoicing the customer, and charges a management fee of \$2,500 per month which is recorded as revenue.

	2017 US\$	2016 US\$
Revenue		•
Management fees	30,000	30,000
Operating profit		
	2017 US\$	2016 US\$
Operating profit is stated after charging:		
Professional services	34,500	51,975

The company charges a management fee per note 4.

### 6. Administrative expenses

Fees payable to company's auditor for the audit of the company's 2017 financial statements are US\$34,500 (2016: \$47,100). There were no employees and no directors received remuneration.

## 7. Finance income

During the year, the company recognize US\$157,381 (2016: US\$48,932) of finance income from bank interest.

# Notes to the financial statements 31 December 2017

## 8. Tax charge on profit on ordinary activities

	2017	2016
	US\$	US\$
•		
Current tax charge for the year	94,927	10,508
Uncertain tax provision	(3,627)	48,638
Tax on profit on ordinary activities	91,300	59,146

The tax assessed for the year differs from applying the standard rate of corporation tax in the United States, being the tax rate applicable to the jurisdiction in which the Company operates.

The differences are explained below:

Profit on ordinary activities before tax	130,131	26,957
Corporation tax at 35%	45,546	9,435
Effects of:		
expenses not deductible for tax purposes	49,381	1,073
Uncertain tax provision	(3,627)	48,638
Tax charge for the year	91,300	59,146

The directors do not believe that future changes in the tax rate will materially effect the tax charge.

Rowan (UK) Resolute Limited made an election under s18A CTA2010, for the Foreign Branch Exemption to apply this company. This election was effective from 1 January 2014 and all subsequent accounting periods.

## 9. Trade and other receivables

	2017 US\$	2016 US\$
Trade receivables	35,706,415	10,882,446
Receivables from related parties	•	607,939
	35,706,415	11,490,385

Amounts due from related parties are unsecured and interest free with no fixed terms of repayment.

# Notes to the financial statements 31 December 2017

## 10. Trade and other payables

•	40,008,460	15,236,655
Amounts due to affiliated entities	39,876,053	15,182,687
Accruals	-	2,175
Tax liability - Corporate	131,802	45,556
Trade payables	605	6,237
	US\$	US\$
· ·	2017	2016

Amounts owed to affiliated entities is unsecured and interest free with no fixed terms of repayment. Those these payables have no fixed date for repayment, the company has no unconditional right to defer settlement of these amounts for at least twelve months after the reporting period.

#### 11. Share capital

Silate Capital	2017	2016
	US\$	US\$
Allotted, called up and fully paid		
One ordinary share of US\$1 each	1.	1
	1	1

In the year ended 31 December 2017 no dividend was declared or paid (2016: \$0 per share).

## 12. Other reserve

		2017	2016
		US\$	US\$
At 1 January		69,604	69,604
Capital contribution		15,500	an a
At 31 December	. د	85,104	69,604

During the year, capital contribution of US\$15,500 was made to the company by its parent Manta Ray.

## 13. Retained earnings

The reserve comprises accumulated profits and losses of the company less any dividends paid.

# Notes to the financial statements 31 December 2017

## 14. Ultimate parent company

The immediate parent company is Manatee Limited, a company incorporated in Malta. Group financial statements are prepared for Rowan Companies plc, the ultimate parent and controlling party, which is the smallest and largest group for which consolidated financial statements are prepared of which the company is a member. Copies of that company's financial statements can be obtained from:

5450 Williams Tower 2800 Post Oak Boulevard Suite 5450 Houston Texas 77056 USA