

Company Registration Number (England and Wales): FC027743

Company Registration Number (British Virgin Islands): 1032686

Savannah Energy (BVI) Limited

Annual report and financial statements
For the year ended 31 December 2020



Savannah Energy (BVI) Limited
Annual report and financial statements

Table of Contents

| | |
|--|---|
| Corporate information | 1 |
| Strategic report | 2 |
| Directors' report | 3 |
| Statement of Directors' responsibilities | 4 |
| Statement of profit or loss and other comprehensive income | 5 |
| Statement of financial position | 6 |
| Statement of changes in equity | 7 |
| Notes to the financial statements | 8 |

Savannah Energy (BVI) Limited
Annual report and financial statements

Corporate information

Directors

Isatou Semega–Janneh
Jessica Kate Ross
Nicholas Beattie
Olusola Lawson
Sean MacDonald
Christopher Thomas
Robin Drage

Appointed 2 December 2019 – Resigned 12 August 2021
Appointed 2 December 2019 – Resigned 26 February 2021
Appointed 2 December 2019
Appointed 2 December 2019
Appointed 2 December 2019
Appointed 26 February 2021
Appointed 13 August 2021

Registered Office

Midocean Chambers PO BOX 805
Road Town Tortola
British Virgin Islands
Virgin Islands

Company registration number

FC027743
England and Wales

1032686
British Virgin Islands

Savannah Energy (BVI) Limited
Annual report and financial statements

Strategic report
For the year ended 31 December 2020

The Directors present their strategic report of Savannah Energy (BVI) Limited ("the Company"), for the year ended 31 December 2020.

Legal form

The Company was incorporated in the British Virgin Islands, as a private limited liability company on 23 October 2006. The Company was registered as a United Kingdom establishment of an overseas company on the same day. On 13 August 2021, the Company changed its name from Seven Energy (BVI) Limited to Savannah Energy (BVI) Limited.

Principal activities

The principal activity of the Company is a holding company of Savannah Energy Upstream Gas Limited, a Nigerian upstream gas company.

Business review

As at the balance sheet date, the Company was a wholly owned subsidiary of Savannah Energy (Uquo) Limited, a company incorporated in England and Wales. The ultimate parent company is Savannah Energy PLC. The ultimate parent and its subsidiaries are known as the Savannah Energy Group and are engaged in oil and gas exploration, development, production and distribution in Nigeria and Niger.

The Directors are not aware, at the date of this report, of any likely major changes in the Company's activities in the next year.

Principal risks and uncertainties

As a holding company, the principal risks and uncertainties are driven by the performance of the subsidiary.

Key performance indicators

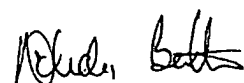
Savannah Energy PLC and its subsidiaries monitors, reviews and assesses its operations at geographical levels; therefore the Directors are of the opinion that analysis of the Company using KPIs is not appropriate for an understanding of the development, performance of the Company's position.

Financial performance and position

The Company had a US\$7,000 loss (2019: US\$ nil) for the year ended 31 December 2020.

The Company has net assets of US\$659,000 (2019: US\$666,000) as at 31 December 2020.

Approved by the Board and signed on its behalf by:



Nicholas Beattie
Director
18 August 2021

Savannah Energy (BVI) Limited
Annual report and financial statements

Directors' report
For the year ended 31 December 2020

The Directors present their report and the unaudited financial statements for Savannah Energy (BVI) Limited for the year ended 31 December 2020.

Directors

The following serves as Directors during the period and up to the date of this report, unless otherwise shown:

| | |
|----------------------|---|
| Isatou Semega-Janneh | Appointed 2 December 2019 – Resigned 12 August 2021 |
| Jessica Kate Ross | Appointed 2 December 2019 – Resigned 26 February 2021 |
| Nicholas Beattie | Appointed 2 December 2019 |
| Olusola Lawson | Appointed 2 December 2019 |
| Sean MacDonald | Appointed 2 December 2019 |
| Christopher Thomas | Appointed 26 February 2021 |
| Robin Drage | Appoint 13 August 2021 |

Dividend

The Directors did not propose an interim dividend for the year ended 31 December 2020. The Directors have not proposed a final dividend (2019: nil).

Going concern

The financial statements have been prepared on a going concern basis.

Funding is provided by the Company's ultimate parent company Savannah Energy PLC and will continue to be provided for the foreseeable future. The Directors have a reasonable expectation that the Company has access to adequate resources to continue operating for the foreseeable future. Accordingly, the Company continues to adopt the going concern basis in preparing the annual report and financial statements.

Directors' interests in share capital

As at 31 December 2020 the Directors had no interests in the share capital of the Company. Where applicable, Directors interests are disclosed in the Savannah Energy Group annual report.

Post balance sheet events

No material events occurred after the reporting date.

Directors' and officers' liability insurance

All Directors and officers of the Company are covered by Directors' and officers' liability insurance.

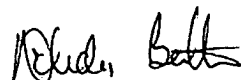
Research and development

The Company does not undertake any material research and development activities.

Political donations

No political donations were made in the year.

Approved by the Board and signed on its behalf by:



Nicholas Beattie
Director
18 August 2021

Statement of Directors' responsibilities

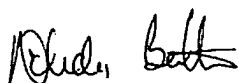
The Directors are responsible for the preparation of the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare the financial statements for each financial year. Under the 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 Financial Reporting Standard 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 and 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 United Kingdom 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.

Approved by the Board and signed on its behalf by:



Nicholas Beattie
Director
18 August 2021

Savannah Energy (BVI) Limited
Annual report and financial statements

Statement of profit or loss and other comprehensive income
For the year ended 31 December 2020

| | | Year ended 31 December 2020 US\$'000 | Year ended 31 December 2019 US\$'000 |
|--|-------------|---|---|
| | Note | | |
| Revenue | | - | - |
| Cost of sales | | - | - |
| Gross Profit | | - | - |
| Administrative and other operating expenses | | (7) | - |
| Loss before tax | | (7) | - |
| Tax | 7 | - | - |
| Net loss and total comprehensive loss | | (7) | - |

The results for the year are derived solely from continuing operations.

The notes on pages 8 to 12 form part of these financial statements.

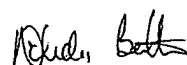
Savannah Energy (BVI) Limited
Annual report and financial statements

Statement of financial position
As at 31 December 2020

| | Note | 2020 US\$'000 | 2019 US\$'000 |
|-------------------------------------|------|------------------|------------------|
| Assets | | | |
| Non-current assets | | | |
| Investment in subsidiary | 8 | 676 | 676 |
| Total non-current assets | | 676 | 676 |
| Total assets | | 676 | 676 |
| Equity and liabilities | | | |
| Capital and reserves | | | |
| Share capital | 9 | 22,687 | 22,687 |
| Retained deficit | | (22,028) | (22,021) |
| Total equity | | 659 | 666 |
| Current liabilities | | | |
| Related party payable | | 7 | 10 |
| Trade and other payable | | 10 | - |
| Total current liabilities | | 17 | 10 |
| Total equity and liabilities | | 676 | 676 |

The notes on pages 8 to 12 form part of these financial statements.

The financial statements of Savannah Energy (BVI) Limited (Company number: FC027743) were approved by the Board of Directors and authorised for issue on 18 August 2021 and are signed on its behalf by:



Nicholas Beattie
Director

Savannah Energy (BVI) Limited
Annual report and financial statements

Statement of changes in equity
For the year ended 31 December 2020

| | Share capital US\$'000 | Retained deficit US\$'000 | Total US\$ |
|-------------------------------|---------------------------------------|--|-----------------------|
| As at 1 January 2019 | 22,687 | (22,021) | 666 |
| Result for the year | - | - | - |
| As at 31 December 2019 | 22,687 | (22,021) | 666 |
| Loss for the year | - | (7) | (7) |
| As at 31 December 2020 | 22,687 | (22,028) | 659 |

The notes on pages 8 to 12 form part of these financial statements.

Notes to the financial statements

1. Corporate information

The financial statements of the Company for the year ended 31 December 2020 were authorised for issue in accordance with a resolution of the Board of Directors on 18 August 2021.

The Company was incorporated in the British Virgin Islands as a private limited liability company on 23 October 2006. The Company was registered as a United Kingdom establishment of an overseas company on the same day. On 13 August 2021, the Company changed its name from Seven Energy (BVI) Limited to Savannah Energy (BVI) Limited.

The Company's functional currency is US Dollars (US\$), and these financial statements are presented in US Dollars and all values are rounded to the nearest dollar (US\$), except when otherwise stated.

No dividends have been declared or paid since incorporation.

The Company's registered address is Midocean Chambers PO BOX 805, Road Town Tortola, British Virgin Islands, Virgin Islands.

The Company's immediate parent is Savannah Energy (Uquo) Limited. The Company's ultimate parent is Savannah Energy PLC. Savannah Energy PLC is incorporated in England and Wales, is the parent undertaking of the largest group to consolidate these financial statements. Copies of the Group consolidated accounts may be obtained from the Company Secretary, 40 Bank Street, London, E14 5NR.

2. Basis of preparation

These financial statements have been prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101"), using historical cost convention, except for certain items measured at fair value.

In preparing these financial statements the Company applies the recognition, measurement and disclosure requirement of International Financial Reporting Standards, but makes amendments where necessary to comply with the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

Exemptions

The Company is exempt under Section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

Summary of disclosure exemptions

The following disclosure exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- a) IFRS 7, 'Financial instruments: disclosures';
- b) Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities);
- c) Paragraph 38 of IAS 1, 'Presentation of financial statements' to present comparative information in respect of paragraph 79(a)(iv) of IAS 1, 'Presentation of financial statements';
- d) Paragraphs 10(d), 10(f), 16, 38A, 38B, 40A to 40D, 111 and 134 to 136 of IAS 1, 'Presentation of financial statements';
- e) IAS 7, 'Statement of cash flows';
- f) Paragraphs 30 and 31 of IAS 8, 'Accounting policies, changes in accounting estimates and errors';
- g) Paragraphs 17 and 18A 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) Paragraphs 130(f)(ii), 130(f)(iii), 134(d) to 134(f) and 135(c) to 135(e) of IAS 36, 'Impairment of assets'.

Going concern

The financial statements have been prepared on a going concern basis.

The Company does not hold a bank account and therefore is reliant on the ultimate parent company and the wider Savannah Energy Group to support the going concern assessment of the Company. The Company directors have considered the adequacy of the ultimate parent company's cash resources and assessed that they are sufficient to meet its liabilities as they fall due. With this support the Directors believe that the Company is able to meet its financial liabilities as they fall due and hence continue to adopt the going concern basis in preparing the financial statements.

3. Significant accounting policies

New and amended IFRS standards

The following relevant new standards, amendments to standards and interpretations were mandatory for the first time for the financial year beginning 1 January 2020:

| Standard | Key requirements | Effective date |
|---|--|----------------|
| Amendments to IFRS 3: Business Combinations | Amendments issued aimed at resolving the difficulties that arise when an entity determines whether it has acquired a business or a group of assets. The amendments are effective for business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after 1 January 2020. | 1 January 2020 |
| Interest rate benchmark reform, amendments to IFRS 9: Financial instruments | Phase 1 reforms issued as a first reaction to the potential effects the IBOR reform could have on financial reporting. Phase 1 deals with pre-replacement issues; issues affecting financial reporting the period before the replacement of an existing interest rate benchmark. Amendments to relevant standards are effective for annual reporting periods beginning on or after 1 January 2020. Phase 2, effective for annual reporting periods beginning on or after 1 January 2021, deals with replacement issues; issues that might affect financial reporting when an existing interest rate benchmark is replaced. | 1 January 2020 |

Amendments to IFRS 3: Business combinations

There have been no business combinations in 2020 and therefore the interpretation has no impact on the Company's financial information.

Phase 1 reforms and its associated amendments has no impact on the Company's financial information.

Standards issued but not yet effective

The following relevant new standards, amendments to standards and interpretations have been issued, but are not effective for the financial year beginning on 1 January 2020, and have not been early adopted:

| Standard | Key requirements | Effective date |
|---|--|----------------|
| Interest rate benchmark reform, amendments to IFRS 9: Financial instruments | Phase 2, effective for annual reporting periods beginning on or after 1 January 2021, deals with replacement issues; issues that might affect financial reporting when an existing interest rate benchmark is replaced. | 1 January 2021 |
| Amendments to IFRS 16: Leases | The IASB has issued an amendment to IFRS 16 <i>Leases</i> to make it easier for lessees to account for COVID-19 related rent concessions such as rent holidays and temporary rent reductions. The amendment is effective 1 June 2020 but, to ensure relief is available when needed most, lessees can apply the amendment immediately. | 1 June 2020 |

Foreign currency translation

Transactions and balances

Transactions entered in a currency other than the functional currency are translated into the functional currency using the spot exchange rates prevailing at the dates of the transactions. At each statement of financial position date, the monetary assets and liabilities of the Company that are not in the functional currency of that entity are translated into the functional currency at exchange rates prevailing at the statement of financial position date. The resulting exchange differences are recognised in the statement of comprehensive income.

Functional and presentation currency

Management has concluded that the US Dollar is the functional currency of the Company due to it being the currency of the primary economic environment in which the Company operates.

Financial liabilities and equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

Financial liabilities at amortised cost

After initial recognition at fair value, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in profit or loss.

Trade payables

Trade payables are measured at fair value.

Capital

The capital structure of the Company consists of equity attributable to the owners of the Company, comprising issued capital.

Share capital

Share capital comprises issued capital in respect of issued and paid-up shares, at their par value.

4. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described above, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of revision and future periods if the revision affects both current and future periods.

The Company believes that there are no specific judgements or estimates that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

5. Employees

The Company has had no employees since incorporation.

6. Directors' remuneration

The Directors received no (2019: nil) remuneration for their services to the Company during the year. Certain Directors are employed by Savannah Energy 1 Limited, and their remuneration costs are borne by Savannah Energy PLC, for carrying out services for the Savannah Energy Group as a whole. Directors not employed by Savannah Energy 1 Limited received no remuneration.

7. Taxation

The tax (credit)/expense for the Group is:

| | 2020 US\$'000 | 2019 US\$'000 |
|------------------------|------------------|------------------|
| Year ended 31 December | | |
| Tax | - | - |

The tax assessed for the year is lower than the UK corporation tax rate of 19% (2019: 19%) as explained below:

| | 2020 US\$'000 | 2019 US\$'000 |
|---|------------------|------------------|
| Year ended 31 December | | |
| Loss before taxation | (7) | - |
| Loss before taxation multiplied by the UK corporation tax rate of 19% (2019: 19%) | (1) | - |
| Group relief surrendered for free | 1 | - |
| Tax | - | - |

8. Investment in subsidiary

| | 2020 US\$'000 | 2019 US\$'000 |
|--------------------------------------|------------------|------------------|
| As at 31 December | | |
| Savannah Energy Upstream Gas Limited | 676 | 676 |
| | 676 | 676 |

The Company's subsidiaries are disclosed below.

| Name | Nature of business | Country of incorporation | Type of share | Shareholding |
|--------------------------------------|---|--------------------------|---------------|--------------|
| Savannah Energy Upstream Gas Limited | Oil and gas exploration and development | Nigeria | Ordinary | 100% |

Savannah Energy (BVI) Limited
Annual report and financial statements

9. Capital and reserves

| As at 31 December | 2020 | 2019 |
|-----------------------------------|-------------------|------------|
| Ordinary shares in issue (number) | 56,068,924 | 56,068,924 |
| Par value per share (US\$) | 0.40 | 0.40 |

| | Number of shares | Share capital US\$'000 | Total US\$'000 |
|----------------------------|---------------------|------------------------------|-------------------|
| At 1 January 2019 | 56,068,924 | 22,687 | 22,687 |
| At 31 December 2019 | 56,068,924 | 22,687 | 22,687 |
| At 31 December 2020 | 56,068,924 | 22,687 | 22,687 |

10. Events after the reporting date

No material events occurred after the reporting date.