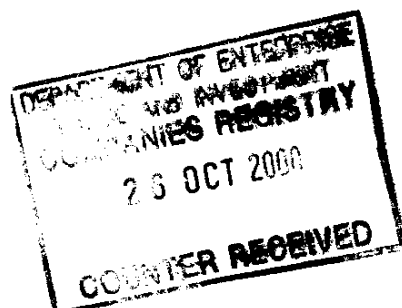


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Camco Limited
Annual report
for the year ended 31 December 1999



GENERAL INFORMATION

DIRECTORS

MA Roberts
D Black
GA Smyth
DC Canavan
RJ Caldwell (resigned 31 July 1999)
MC Muckleroy (USA) (resigned 30 April 1999)

SECRETARY

MA Roberts

REGISTERED OFFICE

Monkstown
NEWTOWNABBEY
Co Antrim

AUDITORS

PricewaterhouseCoopers
Fanum House
108 Great Victoria Street
BELFAST
BT2 7AX

DIRECTORS' REPORT

The directors present their annual report on the affairs of the company together with the financial statements and auditors' report for the year ended 31 December 1999.

RESULTS AND DIVIDENDS

The company did not trade during the year and therefore made no profits or losses (1998 - £Nil).

DIRECTORS AND THEIR INTERESTS

None of the directors held any beneficial shareholdings in the company during the year.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and the group and of the profit or loss of the group for that period. In preparing those accounts, the directors are required to:

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

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and the group and to enable them to ensure that the accounts comply with the Companies (Northern Ireland) Order 1986. They are also responsible for safeguarding the assets of the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

PricewaterhouseCoopers have consented to act for the ensuing year and a resolution for their appointment will be proposed at the Annual General Meeting.

By Order of the Board



DC Canavan
Director

AUDITORS' REPORT TO THE MEMBERS OF CAMCO LIMITED

We have audited the financial statements on pages 4 to 6.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the annual report. As described on page 2, this includes responsibility for preparing the financial statements in accordance with applicable United Kingdom accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and our profession's ethical guidance.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies (Northern Ireland) Order 1986. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the other information contained in the Annual Report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in 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 1999 and of its result for the year then ended and have been properly prepared in accordance with the Companies (Northern Ireland) Order 1986.

PricewaterhouseCoopers

Chartered Accountants
and Registered Auditors

Belfast

Date 24 October 2000

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 1999

	<u>Notes</u>	<u>1999</u> £'000	<u>1998</u> £'000
Transfer from reserves		<u>-</u>	<u>14,548</u>
Dividend	4	<u>-</u>	<u>(14,548)</u>

The company has no recognised gains and losses other than those included above and therefore no separate statement of total recognised gains and losses has been presented.

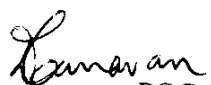
The notes on page 6 form part of these accounts.

BALANCE SHEET – 31 DECEMBER 1999

	<u>Notes</u>	<u>1999</u>	<u>1998</u>
CURRENT ASSETS		£'000	£'000
Debtors – due after more than one year	2	<u>500</u>	<u>500</u>
NET CURRENT ASSETS		<u>500</u>	<u>500</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>500</u>	<u>500</u>
CAPITAL AND RESERVES			
Called up share capital	3	500	500
Profit and loss account	5	<u>-</u>	<u>-</u>
TOTAL SHAREHOLDERS' FUNDS		<u>500</u>	<u>500</u>

Approved by the Board on 23 October 2000

DIRECTOR:


DC Canavan

The notes on page 6 form part of these accounts.

NOTES TO THE ACCOUNTS - 31 DECEMBER 1999

1 ACCOUNTING POLICIES

Accounting convention

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards.

2 DEBTORS

	<u>1999</u>	<u>1998</u>
	£'000	£'000
Amounts falling due after one year:		
Amounts owed by group companies	<u>500</u>	<u>500</u>

3 CALLED UP SHARE CAPITAL

	<u>1999</u>	<u>1998</u>
	£'000	£'000
Authorised, issued and fully paid		
500 Ordinary shares of £1 each	<u>500</u>	<u>500</u>

4 DIVIDEND

	<u>1999</u>	<u>1998</u>
	£'000	£'000
Paid during the year	<u>-</u>	<u>14,548</u>

5 PROFIT AND LOSS ACCOUNT

	£'000
At 1 January 1999 and 31 December 1999	<u>-</u>

6 ULTIMATE PARENT UNDERTAKING

The ultimate parent company at the balance sheet date was Schlumberger Limited which is incorporated in the Netherlands Antilles.

The largest group in which the results of the company are consolidated is that headed by Camco International Incorporated, registered in the state of Delaware, USA.

The smallest group in which the results of the company are consolidated is that headed by Camco International UK Limited, which is registered in Northern Ireland.