# SE INNOVATION LIMITED (formerly SEAENERGY OIL & GAS LIMITED)

Registered No. SC 130699

Annual Report and Financial Statements for the year ended

31 December 2014

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# Annual report and financial statements for the year ended 31 December 2014

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## **Directors and Advisers**

#### **Directors**

S R Bertram

J H Aldersey-Williams

S Khan (appointed 12 March 2015)

M J Stagg (appointed 12 March 2015)

## Secretary and registered office

N Strachan 50 Lothian Road Festival Square Edinburgh EH3 9WJ

#### **Auditors**

Ernst & Young LLP Blenheim House Fountainhall Road Aberdeen AB15 4DT

#### **Solicitors**

Burness Paull LLP 50 Lothian Road Festival Square Edinburgh EH3 9WJ

## Directors' Report for the year ended 31 December 2014

The Directors present their report and the audited financial statements for the year ended 31 December 2014.

#### **Principal activity**

The principal activities of the Company are the provision of a range of Consultancy services to the energy industry sector.

#### **Review of business and future developments**

The income statement for the year is set out on page 7. The Directors are satisfied with the performance of the Company during the year and are of the opinion that there will be an expansion in activities of the Company in the near future. The Company meets the requirements of a small entity under the Companies Act 2006 Section 382. Therefore, the Company is exempt from disclosing information in line with the business review requirements and the requirement for preparing a Strategic Report.

## Change of name

The Company changed its name to SE Innovation Limited on the 6 March 2015.

#### Results, dividends and transfer to reserves

The loss for the year, after taxation, of £4,593 (2013: loss £5,850) will be deducted from reserves. The Directors do not recommend the payment of a dividend (2013: nil).

#### **Principal risks and uncertainties**

The principal risks and uncertainties facing the Company are that the Company and its subsidiaries do not currently have any future sources of income. The Company relies upon the ongoing support of its ultimate parent company, SeaEnergy PLC. In the event that this support is no longer available, or no near term cash inflows can be secured, the Directors will seek to place the Company into liquidation.

#### Financial risk management

Refer to note 12 for discussion of the Company's financial risk management.

#### Statement of directors' responsibilities

The Directors are responsible for preparing the Company financial statements in accordance with applicable law and regulations. Company law requires the Directors to prepare financial statements for each financial year. Under that law, the Directors have elected to prepare the Company's financial statements in accordance with International Financial Reporting Standards ('IFRSs') as adopted by the European Union. Under Company Law the directors must not approve the financial statements unless they are satisfied that they present fairly the financial position, financial performance and cash flows of the Company for that period.

## Directors' Report for the year ended 31 December 2014 (cont.)

In preparing those financial statements, the Directors are required to:

- Select suitable accounting policies in accordance with IAS 8: Accounting Policies, Changes in Accounting Estimates and Errors and then apply them consistently;
- Present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- Provide additional disclosures when compliance with the specific requirements in IFRSs 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 that the Company has complied with IFRSs, subject to any material departures disclosed and explained in the financial statements; and
- Make judgements and estimates that are reasonable and prudent.

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 Company's 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.

#### Directors' Statement as to Disclosure of Information to Auditors

The Directors who were members of the board at the time of approving the Directors' Report are listed on page 1. Having made enquiries of fellow Directors and of the Company's auditors, each of these Directors confirms that:

- to the best of each Director's knowledge and belief, there is no information(that is, information needed by the Group's auditors in connection with preparing their report) of which the Company's auditors are unaware; and
- each Director has taken all the steps a Director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the Company's auditors are aware of that information.

#### **Auditors**

In the absence of a notice proposing that the appointment be terminated, the auditors will be deemed to be re-appointed for the next financial year.

By order of the board

S R Bertram

Director

SO SEPTEMBER 2015

# Independent auditors' report to the members of SE Innovation Limited (Formerly SeaEnergy Oil & Gas Limited)

We have audited the financial statements of SE Innovation Limited for the year ended 31 December 2014 which comprise the Balance Sheet, the Income Statement, the Statement of Changes in Equity, the Cash Flow Statement and the related notes 1 to 13. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

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.

#### Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' responsibilities, set out on page 2, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Annual Report and Financial Statements to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2014 and of the Company's loss for the year ended;
- have been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union;
- have been properly prepared in accordance with (IFRSs) as adopted by the European Union and as applied in accordance with the Companies Act 2006; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

## Opinion on financial statements (continued)

## Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

#### Matters on which we are required to report by exception

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

- adequate accounting records have not been kept by the Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the Company's financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a Strategic report.

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**Moira Ann Lawrence (Senior Statutory Auditor)** 

for and on behalf of Ernst & Young LLP, Statutory Auditor

**Aberdeen** 

30 SEPTEMBER 2015

## Balance Sheet as at 31 December 2014

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Assets.			Single-service and the service of th
Non-current assets			
Property, plant & equipment '	5	-	-
Investments in group undertakings and associates	6	-	-
Current assets			
Amounts owed by group undertakings		1,257	-
Total Assets		1,257	
Liabilities Current liabilities Trade and other payables Total liabilities Net liabilities	<b>7</b>	(96,374,601) (96,374,601) (96,373,344)	(96,368,751) (96,368,751) (96,368,751)
Equity Share capital Retained earnings - deficit Total shareholders' equity deficit	9 10	2 (96,373,346) (96,373,344)	2 (96,368,753) (96,368,751)

The notes on pages 9 to 18 form an integral part of these financial statements.

The financial statements on pages 6 to 8 were approved by the board of Directors on and were signed on its behalf by:

**S R Bertram** 

Director

30 SEPTEMBER 2015

## Income Statement for the year ended 31 December 2014

			N	lote	2014 £	2013 £
Operating Expenses Operating loss Loss before taxation Taxation			esta, esta de la compania de la comp	2 /	(5,850) (5,850) (5,850) 1,257	(5,850) (5,850) (5,850)
Loss from continuing op	erations			_	(4,593)	(5,850)

The Company has no recognised gains or losses other than those included in the results above, and therefore no separate statement of recognised income and expense has been presented.

## **Statement of Changes in Equity**

	Share capital	Retained deficit	Total
	£	£	£
Balance at 1 January 2013	2	(96,362,903)	(96,362,901)
Total recognised income and expense	-	(5,850)	(5,850)
Balance at 31 December 2013	2	(96,368,753)	(96,368,751)
Balance at 1 January 2014	2	(96,368,753)	(96,368,751)
Total recognised income and expense	-	(4,593)	(4,593)
Balance at 31 December 2014	2	(96,373,346)	(96,373,344)

The notes on pages 9 to 18 form an integral part of these financial statements

# Cash Flow Statement for the year ended 31 December 2014

		2014	2013
	Note	£	£
Cash flows from operating activities:		•	
Loss before taxation		(5,850)	(5,850)
Group relief received		1,257	·,
Operating cash flows before movements in working capital		(4,593)	(5,850)
Change in amounts due by group undertakings		(1,257)	-
Change in trade and other payables	7	5,850	5,850
Net cash from operating activities	-	•	
Net increase in cash and cash equivalents		-	-
Cash and cash equivalents at start of year		-	-
Effect of exchange rate fluctuations on cash held	_	-	
Cash and cash equivalents at end of year	_	-	

The notes on pages 9 to 18 form an integral part of these financial statements.

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## 1 Presentation of accounts and accounting policies

# Basis of preparation

#### Going concern

The Company had net liabilities at the balance sheet date of £96,373,344 and is subject to the principal risks and uncertainties described in the Directors' Report. The financial statements have been prepared under the going concern basis which assumes that the Company will continue in operational existence for the foreseeable future.

SeaEnergy PLC, the ultimate parent company, has undertaken to provide or procure sufficient funds as and where necessary to allow the Company to continue its operations for at least twelve months from the date of these accounts.

#### **Accounting policies**

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and International Financial Reporting Interpretations Committee ("IFRIC") interpretations adopted by the European Union ("EU") as applied in accordance with the provisions of the Companies Act 2006 applicable to companies reporting under IFRS. A summary of the more important accounting policies, which have been applied consistently, is set out below.

#### Change in accounting policies

#### New and amended standards and interpretations

The Company has adopted new and revised IFRS's that are relevant to its operations and effective for accounting periods beginning on or after 1 January 2014. The principal effects of the adoption of these new and amended standards and interpretations are discussed below:

IAS 28 (Revised) – Investments in Associates and Joint Ventures

The Standard has been revised due to the introduction of IFRS 11 and 12. The Standard describes the application of the equity method to investments in joint ventures in addition to associates. The amendment to IAS 28 has no significant impact on the Company.

#### Annual improvements 2010-2012 cycle

In the 2010-2012 annual improvements cycle, the IASB issued seven amendments to six standards, which included an amendment to IFRS 13 Fair Value Measurement. It clarifies in the Basis for Conclusions that short-term receivables and payments with no stated interest rates can be measured at invoice amounts when the effect of discounting is immaterial. This amendment to IFRS 13 has no significant impact on the Company.

## 1 Presentation of accounts and accounting policies

#### **Basis of preparation (continued)**

#### IFRS 12 Disclosure of Interests in Other Entities

Includes disclosure requirements for interests in subsidiaries, joint arrangements, associates and unconsolidated structured entities. All relevant requirements are disclosed by the Company.

Standards issued and relevant to the Company, but not yet effective up to the date of issuance of the Company's financial statements, are listed below. This listing is of Standards and interpretations issued, which the Company reasonably expects to be applicable at a future date. The Company intends to adopt these Standards when they become effective. The Directors do not anticipate that the adoption of these Standards will have a material impact on the Company's accounts in the period of initial application.

#### Standard

• IFRS 9	Financial Instruments
• IFRS 3	Business Combinations
IFRS 8	Operating Segments
• IAS 24	Related Party Disclosures
• IFRS 13	Fair Value Measurement
• IFRS 15	Revenue from Contracts with Customers
<ul> <li>Amendments to IAS 16</li> </ul>	Clarification of Acceptable methods of Depreciation and
and IAS 38	Amortisation

IFRS 15 was issued in May 2014 and establishes a new five-step model that will apply to revenue arising from contracts with customers. Under IFRS 15 revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The principles in IFRS 15 provide a more structured approach to measuring and recognising revenue.

The new revenue standard is applicable to all entities and will supersede all current revenue recognition requirements under IFRS. Either a full or modified retrospective application is required for annual periods beginning on or after 1 January 2017 with early adoption permitted. The Company is currently assessing the impact of IFRS 15 and plans to adopt the new standard on the required effective date.

## 1 Presentation of accounts and accounting policies (continued)

#### **Basis of accounting**

The Company prepares its accounts on the historical cost basis. Where the carrying value of assets and liabilities are calculated on a different basis, this is disclosed in the relevant accounting policy.

#### **Investments**

The Company's investments in its associates, being those entities over which it has significant influence and which are neither subsidiaries not joint ventures, are accounted for using the equity method of accounting.

Under the equity method, the investment in an associate is carried in the balance sheet at cost plus post acquisition changes in the Company's share of net assets of the associate, less distributions received and less any impairment in value of individual investments.

The Company income statement reflects the share of the associate's results after tax. Financial statements of associates are prepared for the same reporting period as the Company. Where necessary, adjustments are made to bring the accounting policies used in to line with those of the Company; to take into account fair values assigned at the date of acquisition and to reflect impairment losses where appropriate.

Adjustments are also made in the Company's financial statements to eliminate the Company's share of unrealised gains and losses on transactions between the Company and its associates.

#### Tangible fixed assets

Property, plant and equipment

Property, plant and equipment is stated at historical cost or deemed cost less accumulated depreciation and any impairment value. Depreciation is charged to the income statement on a straight line basis over the estimated useful lives of the items of property, plant and equipment. The depreciable amount is the cost less residual value based on prices prevailing at the balance sheet date. The depreciation charge is spread equally over the expected useful economic lives of the assets as follows:

Property, plant and equipment 3-5 years

Expected useful lives and residual values are reviewed each year and adjusted if appropriate. Profits or losses on disposal of property, plant and equipment are calculated as the difference between the net sale's proceeds and the carrying amount of the asset at the date of disposal.

## 1 Presentation of accounts and accounting Policies (continued)

#### **Taxation**

Corporation tax is provided on taxable profits at the current rate of taxation.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the balance sheet date.

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

- Where the temporary difference arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss;
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future;
- Deferred tax assets are recognised only to the extent that it is probable that taxable profit
  will be available against which the deductible temporary differences, carried forward tax
  credits or tax losses can be utilised.

Deferred 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 balance sheet date.

The carrying amount of deferred tax assets is reviewed at each balance sheet date. Deferred tax assets and liabilities are offset, only if a legal enforcement right exists to set off current tax assets against current tax liabilities, the deferred income taxes relate to the same taxation authority and that authority permits the Company to make a single net payment.

Income tax is charged or credited to other comprehensive income if it relates to items that are charged or credited to other comprehensive income. Similarly, income tax is charged or credited directly to equity if it relates to items that are credited or charged directly to equity.

Otherwise income tax is recognised in the income statement.

## 1 Presentation of accounts and accounting policies (continued)

#### Foreign currency

The functional currency of the Company is Sterling. The assessment of functional currency has been based on the currency of the economic environment in which the Company operates and in which its revenue and costs arise. These accounts have been presented in Sterling, which is the functional currency of the Company.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the rate of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All exchange gains and losses are taken to the income statement. Gains and losses on trading assets and liabilities are presented within "Operating expenses", and gain and losses on cash and cash equivalents are presented within "Finance income" or "Finance expense".

#### **Creditor payment policy**

Trade creditors are recognised at fair value. The Company's policy concerning the payment of its creditors is to:

- a) Settle the terms of payment with those suppliers when agreeing the terms of each transaction;
- b) Ensure that those suppliers are made aware of the terms of payment by inclusion of the relevant terms in contracts; and
- c) Pay in accordance with its contractual and other legal obligations.

The payment policy applies to all payments to creditors for revenue and capital supplies of goods and services without exception.

## 2 Operating expenses

The operating expenses for the year are stated after charging the following:

	2014	2013
•	£	£
Auditors' remuneration:		
Audit services	2,000	2,000

## 3 Directors and employees

Neither of the Directors who served during the year received remuneration from the Company (2013 - £nil).

The Directors of the Company who served during the year are also Directors of the parent Company, SeaEnergy PLC, in whose accounts information required by the Companies Act as regards to remuneration is given. The Directors do not believe it is practical to apportion their remuneration between their services as Directors of the Company and as Directors of the parent Company. Two Directors were appointed in 2015 but no remuneration was received in respect year ended 31 December 2014.

There were no employees of the Company during the current or previous year and therefore there were no staff costs in either year.

#### 4 Taxation

	2014	2013
	£	£
Taxation on loss on ordinary activities:	,	
UK Corporation Tax at 21.5% (2013:23.25%)	· <b>-</b>	-
Total taxation		-
	£	£
Loss before taxation	(5,850)	(5,850)
Loss multiplied by the standard rate of tax in UK 21.5% (2013:23.25%)	(1,257)	(1,360)
Effects of:-		•
Temporary differences	<b>-</b> .	1,360
Current tax for the year	(1,257)	

## 5 Property, plant and equipment

	Fixtures, Fittings and Equipment £
Cost	44.636
As at 1 January 2014 and 31 December 2014	11,636
Depreciation	
As at 1 January 2014 and 31 December 2014	11,636
•	
Net book amounts	
As at 1 January 2013, 1 January 2014 and 31 December 2014	•
6 Investments in group undertakings and associates	
(a) Investments in group undertakings and associates	
	£
At cost or valuation	
As at 1 January 2014 and 31 December 2014	180,952
Impairment losses	(100.053)
As at 1 January 2014 and 31 December 2014	(180,952)
Carrying amounts	
As at 1 January 2014 and 31 December 2014	

The impairment losses relate to the write down of the investment in Mesopotamia Petroleum Company Ltd.

#### (b) Details of group undertakings

MMS Exploration Limited was dissolved on 11 July 2014 and Medusa Montenegro Limited was disposed of on 26 January 2013.

#### (c) Details of associated undertaking

Mesopotamia Petroleum Company Limited ("MPC") is a Company incorporated in England and the nature of its business is oil and gas development in Iraq. The joint venture agreement signed on 26 February 2009 between MPC and the Iraqi Drilling Company ("IDC") was terminated by IDC on 7 July 2009. At the 31 December 2014, MPC had the following structure.

## 6 Investments in group undertakings and associates (continued)

Shareholder	Number of shares	Ownership %
SeaEnergy Oil & Gas Limited	1,327	40.21
Jetblack Investors., LLC	681	20.64
Midmar Energy Limited	523	15.85
MPC Acquisition Co., LLC	465	14.09
Stephen Edward Remp	168	5.09
Robert Ralph Abel Smith	121	3.67
Steven Ross Bertram	15	0.45_
Total	3,300	100

Summary financial information (unaudited) for MPC at 31 December 2014, not adjusted for the percentage ownership of the Company, is given below.

Name	Country of incorporation	Assets \$	Liabilities	Revenues	Profit	% Interest
			\$	\$	\$	held
MPC	England	10,474	2,774,593	-	131,203	40.21

In October 2011 IDC commenced an action against MPC in the Specialised Commercial Court in Baghdad claiming payment of a penalty sum. A Power of Attorney has been provided to local Counsel to allow them to manage the Court proceedings as appropriate. A series of postponements followed while certain documents were translated into Arabic as required by the Court. On 28 August 2013 the Court ruling decided against MPC and upheld the first decision that it is liable to pay the penalty. MPC has appealed against this decision and its Directors are reviewing the Court's latest decision and the options available to it. As at the date of signing of these Accounts, no further Court rulings have been announced since August 2012 and it is unclear when the next ruling will be made.

## 7 Trade and other payables

	2014	2013
	£	£
Trade payables	120	60
Amounts owed to group undertakings	96,369,181	96,363,191
Accruals	5,300	5,500
	96,374,601	96,368,751

Amounts owed to group undertakings are unsecured, non-interest bearing and have no fixed repayment terms.

## Notes to the Financial Statements for the year ended 31 December 2014

# 8 Deferred tax

The total unrecognised deferred tax asset is as follows:

	2014	2013
•	£	£
Excess of capital allowances over depreciation	150,066	150,066
Losses	1,676,241	1,676,241
Capital losses	143,430	143,430
	1,969,737	1,969,737

The potential deferred tax asset has not been recognised as there was insufficient evidence that it would be recoverable in the near future.

## 9 Called up equity share capital

	2014 £	2013 £
Authorised 100 ordinary shares of £1 each	100	100
Allotted, called up and fully paid 2 ordinary shares of £1 each	2	2

## 10 Retained earnings – deficit

At 1 January 2014 - deficit	(96,368,753)
Loss for the financial year	(4,593)
At 31 December 2014 - deficit	(96,373,346)

£

## 11 Related party transactions

At 31 December 2014 the Company had amounts owing to Group companies as follows:

SeaEnergy PLC £96,369,181 (2013: £96,363,191)

These amounts are unsecured and non-interest bearing and have no fixed repayment terms. SeaEnergy PLC made payments of £5,850 on the Company's behalf in relation to operating costs incurred in the year (2013 - £5,850).

## 12 Financial risk management

#### Market risk

#### a) Foreign exchange risk

The current exposure to foreign currency risk is minimal due to the low level of transactions.

Contract Con

#### b) Interest rate risk

The Company's interest rate risk is nil because the amounts owing to Group companies is interest free.

#### c) Capital Management

The Company defines capital as the total equity of the Company. The Company's objective when managing capital is to safeguard its ability to continue as a going concern in order to provide returns for the shareholders and to maintain an optimal capital structure to reduce the cost of capital.

The Company regularly reviews its capital structure on the basis of its expected capital requirements in order to achieve the defined strategic objectives and manages its capital accordingly.

#### **Credit risk**

Credit risk arises from the cash and cash equivalent and deposits with banks. There is no credit risk exposure as the Company does not hold cash or bank balances. However, there is significant credit risk as the Company has net liabilities. It is reliant on support from the parent Company to reduce this risk and the ultimate parent company's ability to provide this support is further discussed in the basis of preparation under accounting policies.

## Liquidity risk

There is no difference between the carrying value and the contractually undiscounted cash flows for financial liabilities.

## 13 Ultimate parent company

The Company is a wholly owned subsidiary of SeaEnergy PLC, a Company registered in Scotland. Copies of the ultimate parent undertaking's consolidated financial statements may be obtained from The Secretary, SeaEnergy PLC, Britannia House, Endeavour Drive, Arnhall Business Park, Westhill, Aberdeenshire AB32 6UF.