SET Drilling Company Limited
Annual report and financial statements
for the year ended 31 December 2018

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SET Drilling Company Limited

Annual report and financial statements

for the year ended 31 December 2018

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SET Drilling Company Limited

Corporate Information

Board of Directors
G Paver
J Elkhoury
A Byrne

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PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
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SET Drilling Company Limited

Strategic and Operating Review

The Directors present their Strategic and Operating Review of the Company for the year ended 31 December 2018.

Review of the Business

The Company is a wholly owned subsidiary undertaking of KCA DEUTAG GmbH. The ultimate parent company is KCAD Holdings I Limited.

References to the Group are in relation to KCAD Holdings I Limited. Please refer to Note 19 for further information on group structure.

The Company's principal activities are the provision of onshore drilling services. In the future we expect the Company to continue operations as described above.

Market Dynamics and Positioning

In 2018, the Dubai branch of the company signed a contract with Sharjah National Oil Corporation to drill one exploration well and one optional well in Sharjah with rig T-202. The initial contract duration is 120 days with an extension option for 6 months. The drilling operations started in December 2018 and are ongoing. We anticipate that the operations under this contract will come to an end during Q3 2019, after which the rig will be stacked in UAE. We are currently bidding for other work for the rig T-202 within UAE.

Principal Risks and Uncertainties

The undernoted principal risks and uncertainties are monitored at Group level and are not necessarily all specific to SET Drilling Company Limited. During the year the Group completed the implementation of an enterprise risk management framework which supports identifying the principal risks which the Group faces and also developed an ongoing monitoring and governance process to both manage existing risks, as well as identify new risks and to develop actions to mitigate against those risks. The methodology used to identify key risks was both a bottom-up approach from our country and functional organisations as well as a top-down review of the key strategic risks.

Oil & gas market risk

The Group operates in the oil and gas sector which is a market driven, cyclical industry where activity is closely correlated with the market prices for oil and gas. These prices are driven by a number of macroeconomic, geo-political and other factors including, in the longer term, the potential transition to a lower carbon economy. Changes in these prices may lead to an increase or decrease in our activity levels. From mid-2014 and continuing through 2015 and 2016 we saw a rapid and sustained reduction in market prices for oil and gas which has reduced activity throughout the industry as new projects are cancelled or delayed. Oil prices have recovered somewhat through 2017 and the first part of 2018 before falling back significantly in the final quarter. As a result confidence levels remain relatively low and will require a sustained period of energy price stability before many of our customers will invest in longer term projects. Often in these circumstances we also see an increase in litigation and customer claims as clients attempt to minimise their costs and manage budgets.

SET Drilling Company Limited

Strategic and Operating Review (continued)

Oil & gas market risk (continued)
We mitigate the impact of this risk through endeavouring to secure longer term contracts with our clients where possible together with contractual protection for early termination. Many of our clients own oil and gas assets where the lifting costs are at the lower end of the spectrum and hence are still able to make positive returns even at lower energy prices. Most of our activity is in the eastern hemisphere where the economic cycles have historically been less volatile than in the western hemisphere. Where possible we employ a flexible resourcing model so that we are able to change manning levels as activity changes. Each of our business units has different exposure and sensitivity to changes in energy prices with RDS and Bentec being the most susceptible to reduced activity as their work is generally linked to new capex spend by our clients.

We operate a governance structure which aims to ensure that potential risks on contracts and projects are identified through review and challenge prior to execution. Our internal commercial and legal processes ensure that deviations to standard contracting principles must have the appropriate review and approval prior to commitment. This, together with robust contract assurance programs and effective record retention, provides us with the ability to rigorously defend commercial claims as and when they arise.

Changes in the market for Drilling & Engineering Services
Our core operations continue to be focussed on delivering drilling and well engineering services to the oil & gas industry. We believe we provide a high quality service to our clients supported by a skilled workforce and high quality assets. However the technology, commercial models and ways of delivering services continues to evolve.

In North America in particular there has been an increasing commoditisation of drilling services with consequent reductions in pricing and increased competition from providers offering very similar services. Although the position in North America is different to the rest of the world given the relative ease of access to oil & gas reserves through good transport infrastructure, certain markets may move in a similar direction in the future. In the eastern hemisphere we have seen increasing competition from lower cost providers such as Chinese companies who are able to offer low cost services and over time have provided improving quality of assets and personnel.

In a number of markets we are also seeing the way in which our customers are procuring services change. Increasingly the integrated service companies, who are able to provide a full spectrum of service offerings, are securing contracts as a one stop shop for their clients. Other service companies are broadening the scope of their offerings potentially threatening work which KCA Deutag may have traditionally provided in the past.

In response to these threats we have to ensure that we offer a compelling reason for our customers to procure our products and services through providing excellent service quality, which is cost competitive and industry leading. We have to be a company that is easy to do business with, which has a flexible commercial model and is able to form new alliances which can be mutually beneficial. We also have to continually challenge ourselves to look at new ways of working, new service offerings and to look at new sourcing models as markets continue to mature and evolve. During the year we formed a new joint venture company in Azerbaijan, Turan Drilling & Engineering Company LLC, in part due to the evolution of the local market requirements.

Local market risk

All of the markets in which we operate continue to change and evolve as local political and economic influences impact the industry in which we operate. In certain markets, such as in West Africa, we have seen an increasing trend and pressure from governments to increase the local content of the services which we provide, both in terms of the provision of local skilled personnel as well as the focusing upon in country value through the use of local suppliers or supply chain for the provision of goods or services. Where this can be achieved in a planned and structured way this can have benefits both for the local economies in which we operate, as well as allowing us to provide a more efficient and effective service to our clients.

We have a good track record of training and developing local staff in many of the countries in which we operate and so far as possible sourcing equipment locally, where this is cost effective and quality can be assured. In Russia, for example, we have a very high rate of nationalisation and virtually all of our rig crews are Russian. We seek to replicate this process in other markets and have training and development programmes for local staff.

In some of our markets we have seen increasing influence from National Oil Companies where governments have sought to secure greater control and increased future participation in the economic benefits of their oil & gas assets. These companies have started to change the nature of the relationships with service companies and increasingly look to work through joint ventures or alliances which are also often closely aligned to local content. We will have to be prepared to work with these new models if we are to retain and grow our future business in these locations.

In the UK in 2017 we saw the decision by the UK government to trigger Article 50 of the Lisbon Treaty to start the exit process from the European Union following the referendum in 2016. This has introduced a number of additional risks and uncertainties around exchange rate volatility, uncertainty over the future free movement of goods, personnel and services as well as the overall political uncertainty around such a major change to future trading relationships. Whilst the longer term impact of this decision to exit the EU remains uncertain, and with the deadline for exiting the EU getting ever closer, the Group does not expect the impact to be significant given the wide geographical exposure we have with a strong presence in each of the local markets in which we operate.

Financial risk/Leverage

Our operations and growth plans require access to capital to allow the Group to grow and manage the changes in business activity levels over time. The Group is financed through a combination of equity and debt. At the year end the Group had total net debt of $1,734.0 million which requires to be refinanced periodically.

Where possible the Group seeks to secure long term debt financing which provides access to funds for a number of years into the future. Current secured debt facilities, for example, have no significant capital repayments required until 2021. The Group has sought to diversify its access to debt markets away from wholly traditional bank debt towards institutional debt by way of the corporate bond markets. The Group will seek to refinance these debt facilitics as rcpayment dates get closer and opportunities arise to take advantage of market conditions. The Group also seeks to secure debt facilities with a light covenant structure and monitors these closely. Periodic reviews of fixed rate and variable rate interest rate exposures are also made with the aim of maintaining a balance between the two.

Financial risk/Leverage (continued)
Our ability to service our debt and other financial obligations depends in large part on the levels of cash flows generated in our business together with our earnings before interest, tax, depreciation and amortisation (EBITDA). Our loan obligations require us to meet certain leverage and other covenant requirements based on EBITDA and the level of net debt.

From time to time we may need to access the capital markets to obtain long term and short term financing. Our ability to access these financial markets could be limited by, amongst other things, oil and gas prices, our capital structure, credit ratings issued on our debt by credit rating agencies, the overall health of the global oil & gas market or the global economy in general. Whilst we try to access markets when conditions are favourable there is no guarantee over our ability to access these capital markets in the future.

The Group also works closely with its principal shareholders to discuss potential future financing requirements. All significant growth capital expenditure is approved by the Board. In the past our shareholders have supported the Group through the injection of additional equity to support growth plans.

During the year the Group successfully issued an offering of $400 million of 9.625% Senior Secured Notes due 2023. The proceeds from this offering were used to fund the majority of the acquisition of the former Dalma businesses in Oman and Saudi Arabia and to settle the existing debt obligations at completion.

Currency related risks
We carry out our operations in a number of countries and are exposed to currency risk as those currencies become stronger or weaker against the US Dollar. Some of the countries in which we operate are heavily reliant on oil and gas and have historically seen significant exchange rate volatility as a result of commodity price variations. Our financial results are presented in US Dollars and these results are sensitive to either a relative strengthening or weakening against the US Dollar of the major currencies we are exposed to.

The Group employs a number of mechanisms to manage elements of exchange risk at a transaction, translation and economic level. Where possible we will seek to naturally hedge our exposures through matching currency revenue and expenditure which we are able to do by contracting our revenues in either US Dollar or local currency. In some situations, we have been able to hedge our Balance Sheet exposure by matching local currency assets with local currency liabilities. Where this is not possible we may seek to hedge our currency exposures through the purchase of forward contracts. In terms of the overall economic risk we monitor our exposure to all of the key markets in which we operate. We aim to maintain a diversified geographical exposure without being overly reliant on any single country of operation.

SET Drilling Company Limited

Strategic and Operating Review (continued)

Business continuity risk

Many of the key markets in which we operate are potentially at a higher risk of political upheaval. Over the past few years we have witnessed the impact of war and civil unrest in Libya, a terrorist incident in Algeria and the threat of terrorism in Kurdistan. In addition there is the potential threat of political and economic sanctions against certain sovereign states which by their very nature can be both unpredictable and potentially highly disruptive. Over the past few years, for example, we have seen certain sanctions imposed against specific types of business activities in Russia from the EU and US.

Certain markets in which we operate are also susceptible to governmental and political influence around contract award, local content requirements and bidding processes which may not always be transparent. We maintain robust processes to ensure that we always follow our own approved guidelines and ethical practices.

Before we enter a new country we carry out risk assessments and third party security reviews. To mitigate risks once operating in each country we have a robust emergency response system to ensure that we are able to move our personnel rapidly and safely in the event of an unplanned incident. We work with specialist third parties to maintain a good understanding of the security risks and how to react in each set of circumstances. Where possible we seek to limit our exposure to higher risk regions such that an emergency in one location does not have a material impact on the ability of the Group to continue operating. In the past we have been able to rapidly redeploy personnel when required and reduce costs in impacted countries to a minimum.

We have access as required to specific legal and advisory expertise to support regulatory compliance in all our operations across disciplines such as export control and adherence to sanctions. We work with the various governmental authorities to assist with ensuring compliance and the appropriate awareness of rules and regulations.

Cybersecurity risks

Our operations are dependent upon various IT systems. Threats to IT systems associated with cybersecurity risks continue to grow and evolve including targeted attacks through viruses, malware, phishing as well as potentially by employees within our network.

The risks associated with these include the potential loss or misappropriation of funds, loss of data and intellectual property and damage to our reputation and potential for litigation.

Although we utilize various procedures and controls to mitigate our exposure to such risk, cybersecurity risks are evolving with new threats emerging. These could have a material adverse effect on our business.

Ethics and violation of applicable anti-corruption laws

We are an international business with operations in developing countries and in countries which are high on the Corruption Perceptions Index published by Transparency International. Violation of anti-corruption laws may result in criminal and civil sanctions and could subject us to other liabilities in the UK, the US and elsewhere. Legislation in the areas of ethics, bribery and tax evasion continue to evolve and place increasing responsibility on businesses to behave to a very high standard supported by the appropriate processes, controls and other safeguards.

SET Drilling Company Limited

Strategic and Operating Review (continued)

Ethics and violation of applicable anti-corruption laws (continued)
We have developed an ethics & compliance program which is supported by policies and procedures designed to assist our compliance with applicable laws and regulations and have trained our employees to comply with such laws and regulations. We have enshrined business integrity as one of our six Core Values and foster a compliance culture within our operations. We have put in place appropriate assurance processes to monitor compliance and seek to continuously improve our systems of internal controls and to remedy any weaknesses.

Asset integrity & Compliance regime
We are subject to increasingly stringent laws and regulations relating to environmental protection as well as being exposed to potentially substantial liability claims due to the hazardous nature of our business. An accident or a service failure can cause personal injury, loss of life, damage to property, equipment or the environment, consequential losses or the suspension of operations or possibly the termination of a contract. Furthermore we may be liable for damages resulting from pollution both on land and in offshore waters. With the fall in commodity prices and increased competition in the market we have also seen many of our customers seek to pass on risk to their suppliers which may have historically been borne by the operator.

We have put in place robust processes and procedures to support each of the principal activities which we undertake. We seek to employ personnel with the relevant experience, qualifications and competencies and have the appropriate tracking mechanisms to ensure that our staff have demonstrable competencies for each of the tasks that they perform. We have a governance structure which ensures that our compliance with processes is validated periodically and that a culture of continuous improvement is reinforced. We have robust reporting mechanisms to report safety and environmental data at each operating unit and escalation processes to investigate incidents. We have a pre-defined contracting strategy with our clients setting out what exposures are acceptable and escalation mechanisms where we are asked to agree to contractual positions which fall out with these set parameters. We have a comprehensive package of insurance coverage to further protect us from potential claims or incidents.

As well as our personnel, the provision of assets such as drilling rigs is a key component of our product and service offering. We offer a range of drilling rigs from new state of the art rigs designed for specific climates or for speed of movement, through to older assets which have been in operation for a number of years. These assets need to be regularly maintained and key components replaced over time in order to maintain the asset integrity of our equipment. We maintain a team of personnel specialised in maintaining these assets to ensure that they provide our clients with safe, effective and trouble free operations with low levels of non-productive time. In order to remain competitive in the long term we must continue to invest in our assets and refresh our rig fleet on a periodic basis.

The level of new compliance requirements continues to increase across the broad range of territories in which we operate with the past two years alone seeing the implementation of new legislation around Modern Slavery and Tax Evasion. During the past year we have seen new data privacy and data protection rules which are becoming more onerous with large potential fines and other sanctions for non compliance. We seek to address these new requirements proactively using both our own internal resources as well as external advice.

Credit related risk

Although many of our customers have historically been blue chip international oil companies we also work for national oil companies, as well as independent operators. Because of the significant capital expenditure requirements for our clients to develop oil and gas assets, and the cyclical nature of commodity prices, some of our clients can become financially distressed, particularly in a sustained downturn which we have experienced over the past few years. We have also seen some sovereign states heavily dependent upon oil and gas struggling to balance their budgets and consequently being unable to access sufficient foreign currencies such as US Dollars to settle liabilities. In some cases local currencies have become illiquid and very difficult to convert to other currencies. During the course of the past few years we have experienced difficulty in Angola in particular from the build-up of local currency cash balances which we have been unable to convert to US Dollars and delays in collection of amounts receivable in US Dollars. In prior years this has resulted in an increased level of trapped cash and aged receivables at year end. In the first half of 2018 the Group reached a commercial settlement with one of its customers in respect of significantly overdue receivable balances related to a drilling contract offshore Angola, with $41.9 million collected in February 2018. Over the course of 2018 the Group also made significant progress at reducing the level of trapped overseas cash in Angola.

In some markets, particularly those where we may have a low level of activity or only a single rig operating, it can be difficult to consistently make acceptable levels of return. We also experience in some markets that tax and other local laws and rules may be inconsistently applied which can result in additional and unexpected costs of doing business. In each of the countries in which we operate we are potentially subject to changes in tax laws, treaties or regulations which could have a material impact on our business.

We seek to mitigate these risks through continuous monitoring of exposures to individual clients as well as overall exposure to particular geographies. Where possible we will seek payments in advance of services and protection via bank guarantee and similar mechanisms. We have robust escalation processes to chase overdue accounts with regular reviews with our senior management team. In some cases we are able to leverage our position to push for the release of payments but where this is not possible early and robust legal processes are used to accelerate a conclusion to the process. We also structure contracts to be paid in US Dollars where possible. We seek appropriate professional advice before entering new markets and have internal review and approval mechanisms to challenge the returns we expect on new contracts. In some cases we have decided to exit markets where we have been unable to make a consistent level of acceptable return.

Human capital risk

All of the services and operations which we perform require a highly skilled and well trained work force to provide the front line services, as well as to support the fundamental business processes and control mechanisms. Across the oil & gas industry generally there has been an aging of the workforce which has been compounded in the past four years by the industry downturn and a large reduction in the number of new recruits entering the sector. Continued access to a pipeline of talent to be able to provide skilled staff and future management resources for the Group are critical.

SET Drilling Company Limited

Strategic and Operating Review (continued)

Human capital risk (continued)
Over the past few years the Group has invested significantly in enhancing our processes and systems around human resources whilst maintaining valuing all people as one of our key Core Values. We seek to provide our staff with a dynamic and supportive work environment and to remunerate them fairly in each of the markets in which we operate. Where the employees have the appropriate skills, ability and desire to progress we have put in place the necessary management tools to help them pursue their career ambitions with KCA Deutag. We have succession planning tools to assist in identifying and developing future talent and to help to ensure that we have the appropriate future management resources to lead the Group in the future.

Key performance indicators
The Directors of KCAD Holdings I Limited manage the group's operations on a divisional basis. For this reason, the Company's Directors believe that analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of SET Drilling Company Limited. See note 19 for details of where copies of the Group's financial statements can be obtained.

On behalf of the Board

G Paver
Director
30 **September 2019**

SET Drilling Company Limited

Directors' report for the year ended 31 December 2018

The Directors present their report and the audited financial statements of the Company for the year ended 31 December 2018.

Further information regarding the Company, including important events and its progress during the year, events since the year end and likely future development is contained in the Strategic and Operating Review on pages 2 to 9. The information that fulfils the requirements of the Strategic and Operating Review (as required the Companies Act 2006), which is incorporated in this Directors' Report by reference, can be found on the following pages of this Annual Report:

Information	Location	Pages
Development and performance during the financial year	Strategic and Operating Review	2-9
Position at the year end including analysis and key performance indicators	Strategic and Operating Review	2-9
Other performance including environmental and employee matters	Strategic and Operating Review	2-9
Principal risks and uncertainties facing the business	Strategic and Operating Review	2-9
Explanation of amounts included in the financial statements	Notes to the Financial Statements	18-29

Results and dividends
The loss for the year from continuing operations transferred to reserves was $1,821k (2017: loss of $370k). The Directors do not propose the payment of a final dividend (2017: nil).

Principal risks and uncertainties
The principal risks and uncertainties are discussed within the Strategic and Operating Review on page 2. The Company's operational risks are aligned with those faced by the rest of the Group and are disclosed in the Strategic and Operating Review.

Environment
The Company provides onshore drilling and related well and facilities engineering services. In the execution of these services they undertake environmental risk assessments and site appraisals as standard. These assessments are discussed with the clients to improve the environmental performance of the operation as a whole, through the preparation and implementation of site specific environmental plans.

Substantial Shareholdings
The Company's ultimate controlling Company, is PHM Holdco 14 S.a.r.l., which is registered in Luxembourg. PHM Holdco 14 S.a.r.l. is in turn controlled by Pamplona Capital Partners II L.P. At 31 December 2018, the Company's ordinary shares were wholly owned by KCA DEUTAG GmbH.

Directors' report for the year ended 31 December 2018 (continued)

Employees

The Company is committed to involving employees in the business through a policy of communication and consultation. Arrangements have been established for the regular provision of information to all employees through internal newsletters, briefings and well-established formal consultation procedures.

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes and abilities of the applicant. If employees become disabled every effort is made to ensure that their employment with the Company continues and that appropriate training is arranged. It is the policy of the Company that the training career development and promotion of a disabled person should, as far as possible, be identical to that of a person who does not suffer from a disability.

Details of the number of employees and related costs can be found in note 9 to the financial statements on page 24.

Directors

The Directors of the Company who were in office during the year and up to the date of signing the financial statements were as follows:

G Paver	
N McKay	(resigned 30 June 2019)
A Byrne	
J Elkhoury	(appointed 1 July 2019)

Statement of Directors' responsibilities in respect of the financial statements

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 year. Under that law the Directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). 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 the financial statements, the Directors are required to:

- Select suitable accounting policies and then apply them consistently;
- State whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- Make judgements and accounting estimates that are reasonable and prudent; 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.

The Directors 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

a) So far as each Director is aware, there is no relevant audit information of which the auditors are unaware; and
b) Each of the Directors has taken all the steps that he ought to have taken as a Director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Independent Auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their reappointment will be proposed at the Annual General Meeting.

Going Concern

The funding of the Company is dependent upon the overall funding position of the KCA Deutag Alpha Group. The Group regularly monitors its funding position throughout the year to ensure that it has access to sufficient funds to meet its forecast cash requirements. Forecasts are regularly produced to give management's best estimates of forward liquidity, leverage and forecast covenant compliance as defined in the Group's loan documentation. This is done to identify risks to liquidity and covenant compliance and to enable management to formulate appropriate and timely mitigation strategies.

At the year end the Group had sufficient liquidity and was in compliance with all of the financial covenants in its loan documents. However, since the year end the Group has experienced some delays in project start ups and customers being unwilling to commit to new developments with the continued market uncertainty. This market uncertainty puts additional pressure on prospective pricing and margins. This ongoing uncertainty may mean that there could be increasing pressure on the ability of the Group to meet loan covenants in the future. The group has identified a number of mitigating actions which are being taken to address these potential issues but a successful resolution of some of the mitigating actions is dependent upon a number of external factors outside of the Directors' control. Despite this uncertainty, the loan covenant was met at both 31 March 2019 and 30 June 2019.

Whilst the Directors believe that under reasonably possible scenarios mitigating actions can be taken to either avoid a breach of covenants and/or to renegotiate those covenants, there remains the risk of further reductions in activity which could negatively impact these mitigating actions or the underlying performance of the Group. This risk, if it were to occur, represents a material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern. However, on the basis of the current assumptions and cash flow forecast prepared, management has assumed that the Group, and hence the Company, will continue to operate within existing and prospective facilities. Accordingly, the Company's financial statements are prepared on the going concern basis and do not include any adjustments that would be required in the event that the Group and Company were unable to meet its liabilities as they fall due.

On behalf of the Board

Gary Paver

G Paver
Director
30 **September 2019**

Independent auditors' report to the members of SET Drilling Company Limited

Report on the audit of the financial statements

Opinion

In our opinion, SET Drilling Company Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual report and financial statements (the "Annual Report"), which comprise: the Balance Sheet as at 31 December 2018; the Profit and Loss Account, the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Material uncertainty related to going concern

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 2 to the financial statements concerning the company's ability to continue as a going concern. Whilst the Directors believe that under reasonably possible scenarios, mitigating actions can be taken to either avoid a breach of loan covenants and/or to renegotiate those covenants, there remains the risk of further reductions in market activity which could negatively impact these mitigating actions or the underlying performance of the Group. These conditions, along with the other matters explained in note 2 to the financial statements, indicate the existence of a material uncertainty which may cast significant doubt about the company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the company was unable to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 31 December 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

Independent auditors' report to the members of SET Drilling Company Limited

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' responsibilities in respect of the financial statements set out on page 11, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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.

Auditors' 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 auditors' 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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.

Julie Watson

Julie Watson (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Aberdeen
30 September 2019

SET Drilling Company Limited

Profit and Loss Account for the year ended 31 December 2018

	Note	2018 $'000	2017 $'000
Turnover	5	**491**	1,699
Cost of Sales		**(2,247)**	(2,032)
Gross loss		**(1,756)**	(333)
Administration expenses		**(63)**	(39)
Operating loss		**(1,819)**	(372)
Interest receivable and similar income	6	**-**	2
Interest payable and similar charges	7	**(2)**	-
Loss before taxation	8	**(1,821)**	(370)
Taxation	10	**-**	-
Loss for the year		**(1,821)**	(370)

The results have been derived wholly from continuing operations.

The Company has no recognised gains or losses during the year other than those included in the Profit and Loss Account.

SET Drilling Company Limited

Balance Sheet as at 31 December 2018

	Note	2018 $'000	2017 $'000
Current Assets			
Debtors	11	**2,417**	689
Stocks	13	**77**	-
		2,494	689
Creditors: amounts falling due within one year	14	**(3,746)**	(120)
Net current (liabilities) assets		**(1,252)**	569
Total assets less current liabilities		**(1,252)**	569
Other interest-bearing loans and borrowings	15	**(26)**	(26)
Net (liabilities) assets		**(1,278)**	543
Capital and reserves			
Called up share capital	16	**9**	9
Profit and loss account		**(1,287)**	534
Total shareholder's (deficit) funds		**(1,278)**	543

The financial statements on pages 15 to 29 were approved by the Board of Directors on 30 September 2019 and signed on its behalf by:

G Paver
Director

Registered number **SC167498**

Statement of changes in equity for the year ended 31 December 2018

	Called up share capital	Profit and loss account	Total Shareholders (deficit) funds
	$'000	$'000	**$'000**
At 1 January 2018	9	534	**543**
Comprehensive expense			
Loss for the year	-	(1,821)	**(1,821)**
Total comprehensive income (expense)	-	(1,821)	(1,821)
At 31 December 2018	**9**	**(1,287)**	**(1,278)**
At 1 January 2017	9	904	**913**
Comprehensive expense			
Loss for the year	-	(370)	**(370)**
Total comprehensive income (expense)	-	(370)	**(370)**
At 31 December 2017	9	534	**543**

The Notes on pages 18 to 29 are an integral part of these financial statements.

SET Drilling Company Limited

Notes to the financial statements for the year ended 31 December 2018

1 General information

SET Drilling Company Limited's (the Company) principal activities are the provision of onshore drilling services.

The Company is a private company, limited by shares, incorporated in Scotland and domiciled in Scotland. The address of its registered office is Group Headquarters, Bankhead Drive, City South Office Park, Portlethen, Aberdeenshire, AB12 4XX.

2 Basis of preparation

These financial statements of the Company have been prepared in accordance with United Kingdom Accounting Standards - in particular FRS 101 and the Companies Act 2006 ("the Act"). FRS 101 sets out a reduced disclosure framework for a "qualifying entity", as defined in the Standard, which addressed the financial reporting requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of EU-adopted International Financial Reporting Standards ("IFRSs"). The financial statements have been prepared under the historic cost convention.

The Company is a qualifying entity for the purposes of FRS 101. Note 19 gives details of the Company's ultimate parent and from where the consolidated financial statements prepared in accordance with IFRS may be obtained.

Adoption of Financial Reporting Standard 101 has enabled the Company to take advantage of certain disclosure exemptions, most notably in respect of financial instruments (IFRS 7 requirements) and related party transactions with fellow 100% subsidiaries of KCAD Holdings I Limited. Furthermore the Company is no longer required to prepare a cash flow statement. The below provides a summary of the disclosure exemptions adopted in the preparation of these financial statements, in accordance with FRS 101:

- *IFRS 7: Financial Instruments: Disclosures;*
- *IFRS 13: Fair value measurement in respect of the disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities;*
- *IAS 1: Presentation of financial statements' comparative information requirements in respect of IAS 16 Property, Plant and Equipment and IAS 38 Intangible Assets;*
- *IAS 1: Presentation of financial statements in respect of: statement of cash flows including comparatives and statement of compliance with all IFRS;*
- *IAS 8: Accounting policies, changes in accounting estimates and errors' for the disclosure of new standards not yet effective;*
- *IAS 24: Related party disclosures in respect of key management compensation;*
- *IAS 24: Related party disclosures' to disclose related party transactions entered into between two or more wholly owned members of a group; and*

2 Basis of preparation (continued)

- *IAS 36: Impairment of assets in respect of the assumptions involved in estimating recoverable amounts of cash generating units containing goodwill or intangible assets with indefinite useful lives and management's approach to determining these amounts.*

The Company has notified its shareholders in writing about, and they do not object to, the use of the disclosure exemptions used by the Company in these financial statements.

The funding of the Company is dependent upon the overall funding position of the KCA Deutag Alpha Group. The Group regularly monitors its funding position throughout the year to ensure that it has access to sufficient funds to meet its forecast cash requirements. Forecasts are regularly produced to give management's best estimates of forward liquidity, leverage and forecast covenant compliance as defined in the Group's loan documentation. This is done to identify risks to liquidity and covenant compliance and to enable management to formulate appropriate and timely mitigation strategies.

At the year end the Group had sufficient liquidity and was in compliance with all of the financial covenants in its loan documents. However, since the year end the Group has experienced some delays in project start ups and customers being unwilling to commit to new developments with the continued market uncertainty. This market uncertainty puts additional pressure on prospective pricing and margins. This ongoing uncertainty may mean that there could be increasing pressure on the ability of the Group to meet loan covenants in the future. The group has identified a number of mitigating actions which are being taken to address these potential issues but a successful resolution of some of the mitigating actions is dependent upon a number of external factors outside of the Directors' control. Despite this uncertainty, the loan covenant was met at both 31 March 2019 and 30 June 2019.

Whilst the Directors believe that under reasonably possible scenarios mitigating actions can be taken to either avoid a breach of covenants and/or to renegotiate those covenants, there remains the risk of further reductions in activity which could negatively impact these mitigating actions or the underlying performance of the Group. This risk, if it were to occur, represents a material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern. However, on the basis of the current assumptions and cash flow forecast prepared, management has assumed that the Group, and hence the Company, will continue to operate within existing and prospective facilities. Accordingly, the Company's financial statements are prepared on the going concern basis and do not include any adjustments that would be required in the event that the Group and Company were unable to meet its liabilities as they fall due.

3 Summary of significant accounting policies

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

Intercompany loans
Intercompany loans are accounted for at their amortised cost with provisions for Expected Credit Losses ("ECLs") being booked when considered necessary. The ECLs are calculated with reference to the expected timescale for repayment and the effective rate of interest applicable to each loan. A discounted value of the loan receivable is derived and consequently any applicable impairment charge is reflected in the Profit and Loss Account.

Trade debtors
Trade debtors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method less provision for an expected credit loss, if applicable. When determining the level of expected credit loss provision, management consider the age of the outstanding receivable along with prior experience in relation to the specific customer as well as the jurisdiction in which the balance is due before booking any provision. When determining the level of expected credit loss provision required in respect of trade debtor balances, management also consider the creditworthiness and probability of the future default of the customer.

Taxation
The tax charge represents the sum of tax currently payable and deferred tax. Tax currently payable is based on the taxable profit for the year. Taxable profit differs from the profit reported in the Profit and Loss Account due to items that are not taxable or deductible in any year and also due to items that are taxable or deductible in a different year. The Company's liability for current tax is calculated using tax rates enacted or substantively enacted at the Balance Sheet date.

Deferred tax is provided, using the full liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. The principal temporary differences arise from depreciation on tangible fixed assets, tax losses carried forward and, in relation to acquisitions, the difference between the fair values of the net assets acquired and their tax base. Tax rates enacted, or substantially enacted, by the Balance Sheet date are used to determine deferred tax.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

Provisions
Provisions are measured at the present value of the Directors' best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. A discount is applied to the provision for the time value of money where this is significant. Provisions are provided where there is a present obligation based on past events that it is probable that an outflow will be required and the financial outcome can be reliably measured.

3 Summary of significant accounting policies (continued)

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors are classified as creditors falling due within one year if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as creditors due within more than one year. Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the Profit and Loss Account on a straight-line basis over the period of the lease.

The Company leases certain property, plant and equipment. Leases of property, plant and equipment where the Company has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's commencement at the lower of the fair value of the leased property and the present value of the minimum lease payments.

Each lease payment is allocated between the liability and finance charges. The corresponding rental obligations, net of finance charges, are included in other long term payables. The interest element of the finance cost is charged to the Profit and Loss Account over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant and equipment acquired under finance leases is depreciated over the shorter of the useful life of the asset and the lease term.

Turnover

Turnover is recognised based on the gross amount received or receivable for services provided in the normal course of business, net of value-added tax and other sales related taxes.

Turnover from land drilling is recognised in the accounting period in which the services are rendered, typically based on a day rate for rigs or manpower provided to the customer. In land drilling, the Company typically provides the drilling rig and crew to the customer on a day rate which fluctuates dependent on activity.

The Company recognises flow through turnover, which relates to reimbursable costs, based on the gross amount received or receivable in respect of its performance under the sales contract with the customer.

Incentive income is recognised when earned. Incentive income is earned in respect of contract Key Performance Indicators (KPIs).

Mobilisation costs which are incurred in relation to the mobilisation of new rigs are capitalised and depreciated over the life of the rig. Any subsequent transportation costs for moving the rigs to new locations are expensed as incurred.

3 Summary of significant accounting policies (continued)

Research and development

Research and development is carried out only when under specific contract and is reimbursable by third parties.

Financial assets and liabilities

Financial assets and financial liabilities are recognised on the Company's Balance Sheet when the Company becomes a party to the contractual provisions of the instrument.

Foreign currency translation

(i) Functional and presentation currency

These financial statements are presented in US Dollars (USD) which is also the functional currency of the Company and the primary economic environment in which it operates. Management believe that this currency is more useful for the users of the financial statements as it is consistent with the presentation currency of the KCAD Holdings I Limited consolidated financial statements.

(ii) Transactions and balances

Transactions denominated in a foreign currency are converted to the functional currency at rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rates ruling at the Balance Sheet date. The resulting exchange gains and losses are dealt with through the Profit and Loss Account for the period, except where hedge accounting is applied.

Stocks

Stocks of spare parts which are held for use in the Company's drilling operations are stated at weighted average cost less a provision in respect of those spares attached to the older rigs and equipment. Other inventory and work in progress are valued at the lower of cost and net realisable value. Cost is calculated using the weighted average method.

Impact of Adoption of IFRS 9 Financial Instruments

IFRS 9 became effective for the Company on 1 January 2018 and is generally applied retrospectively, except as described below. In accordance with the transitional provisions of IFRS 9 (7.2.15), neither the comparative figures nor the opening reserves have been restated in respect of IFRS 9's classification and measurement (including impairment) requirements as there were no differences in the carrying amounts of intercompany loans as a result of adopting IFRS 9 as identified at 1 January 2018.

3 Summary of significant accounting policies (continued)

Impact of Adoption of IFRS 15 Revenue from Contracts with Customers

IFRS 15 Revenue from Contracts with Customers establishes when revenue should be recognised, how it should be measured and what disclosures about contracts with customers should be made. IFRS 15 replaces IAS 18 Revenue and IAS 11 Construction Contracts and related interpretations. The standard is effective for the Company from 1 January 2018. IFRS 15 must be applied retrospectively. However, an entity can choose whether to apply the standard retrospectively to each period presented or apply the modified retrospective method, whereby the cumulative effect of applying the standard is recognised in equity at the date of initial application. The implementation of IFRS 15 had no impact on the Company's comparative figures.

4 Significant accounting judgments and estimates

The preparation of the financial statements requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the year. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates. Significant judgements and estimates in these financial statements have been made with regard to tax balances (note 10). An explanation of key uncertainties or assumptions used by the management in accounting for these items is explained, where material, in the respective notes.

5 Turnover

	2018	2017
	$'000	$'000
Middle East	491	1,699
	491	1,699

6 Interest receivable and similar income

	2018	2017
	$'000	$'000
Exchange gains - net	-	2
	-	2

Net exchange gains represent mainly the exchange movements during the year on non-functional currency funding balances held with other group undertakings.

7 Interest payable and similar charges

	2018 $'000	2017 $'000
Exchange losses - net	2	-
	2	-

Net exchange losses represent mainly the exchange movements during the year on non-functional currency funding balances held with other group undertakings.

8 Operating loss

The following items have been included in arriving at operating loss:

	2018 $'000	2017 $'000
Employee benefits expense (note 9)	409	3
Net foreign exchange (gain) loss	(6)	223

Audit Remuneration

The audit fees are borne by another group company. For the purpose of disclosure, a fair allocation of the audit fee to the Company would be $5k (2017: $5k).

9 Directors and employees

Employee remuneration

The aggregate remuneration of all employees, including Directors, of the Company comprised:

	2018 $'000	2017 $'000
Wages and salaries	409	3
	409	3

The average monthly number of persons employed by the Company was:

	2018 Number	2017 Number
Production	25	-
Administration	2	2
	27	2

The Directors neither received nor waived any emoluments during the year from the Company (2017: nil). Their remuneration is allocated to companies in the Group as part of an overall management charge and therefore it is not possible to determine the elements of directors' remuneration relevant to this Company in a practical manner.

10 Taxation

(a) Analysis of charge in year

	2018	2017
	$'000	$'000
Current tax	**-**	-
Total current tax charge (note 10 (b))	**-**	-

(b) Factors affecting tax charge in year

The tax assessed for both years is higher than the standard rate of corporation tax in the UK of 19.00% (2017: 19.25%). The differences are explained below:

	2018	2017
	$'000	$'000
Loss before taxation	**(1,821)**	(370)
Loss at standard rate of corporate tax in the UK 19.00% (2017: 19.25%)	**(346)**	(71)
Effects of:		
Group relief for nil consideration	**346**	86
Other permanent differences	**(2)**	2
Deferred tax not recognised	**2**	(17)
Total tax charge for the year (note 10 (a))	**-**	-

The Company has not recognised potential deferred tax assets of $40,000 (2017: $38,000), which is the tax effect at 17% of $234,000 (2017: $221,000) deductible temporary differences and unused tax credits, as it may not be possible to utilise the potential benefit in future years.

The Finance Act 2015 (No2) reduced the corporation tax rate to 19% from 1 April 2017 and 18% from 1 April 2020. The Finance Act 2016 which was substantively enacted on 15 September 2016, reduced the rate further to 17% from 1 April 2020.

11 Debtors

	2018	2017
	$'000	$'000
Trade debtors	**1,256**	-
Contract assets (note 12)	**1,004**	-
Amounts owed by group undertakings	**141**	674
Prepayments and accrued income	**16**	15
	2,417	689

The amounts owed by group undertakings are unsecured, interest free and repayable on demand.

11 Debtors (continued)

As of 31 December 2018, trade debtors of $1,256k (2017: nil) were fully performing, and no provision was necessary for 2018 (2017: nil). The other classes within debtors do not contain impaired assets.

As of 31 December 2018, no trade debtors (2017: nil) were past due but not impaired. Management is confident that the trade debtor balance will be fully received in due course.

The Company applies lifetime Expected Credit Losses ("ECLs") to trade debtors upon their initial recognition.

The Company assesses the ECLs on its debtors, which are based on the age of the outstanding debtor along with prior experience in relation to the specific customer as well as the jurisdiction in which the balance is due before booking any provision. As well as considering historical factors, the Company also considers each customer's risk of default when determining the level of ECL provision.

Debtors are appropriately grouped by geographical region, product type or type of customer, and separate calculations produced, if historical or forecast credit loss experience shows significantly different loss patterns for different customer segments.

Actual credit loss experience is then adjusted to reflect differences in economic conditions over the period the historical data was collected, current economic conditions, forward-looking information and the Company's view of economic conditions over the expected lives of the receivables.

12 Contract assets and liabilities

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

	2018	2017
Contract assets	**$'000**	$'000
Balance at 1 January	-	-
Mobilisation costs deferred (note 11)	1,004	-
Balance at 31 December	1,004	-

	2018	2017
Contract liabilities	**$'000**	$'000
Balance at 1 January	-	-
Mobilisation income deferred	1,085	-
Balance at 31 December	1,085	-

	2018	2017
	$'000	$'000
Contract liabilities at the balance sheet date are comprised of:		
Deferred income - less than one year (note 14)	1,085	-
Contract liabilities	1,085	-

12 Contract assets and liabilities (continued)

a) Significant changes in contract assets and contract liabilities

- Contract assets represent deferred costs incurred in relation to the mobilisation of land rigs.
- Contract liabilities represent deferred income arising from mobilisation income of land rigs.
- There is a nil opening balance for contract liabilities in 2017 as there were no deferred income balances which were on the Group's Balance Sheet at the end of the prior year.

b) Revenue recognised in relation to contract liabilities

- There has been no revenue recognised in 2018, all deferred mobilisation income of $1,085k has been recognised as a liability in 2018.

c) Unsatisfied Performance Obligations

- The aggregate amount of the transaction price allocated to partially or fully unsatisfied performance obligations as at the year-end on confirmed purchase orders received prior to the year-end is $1,085k.
- As permitted under the transitional provisions of IFRS 15, the transaction price allocated to unsatisfied performance obligations as at 31 December 2017 is not disclosed.

13 Stocks

	2018	2017
	$'000	$'000
Materials and consumables	77	-

The value of provisions against stocks was $4k (2017: nil)

14 Creditors: amounts falling due within one year

	2018	2017
	$'000	$'000
Trade creditors	**551**	36
Amounts owed to group undertakings	**786**	46
Contract liabilities	**1,085**	-
Accruals and deferred income	**1,324**	38
	3,746	120

The amounts owed to group undertakings are unsecured, interest free and repayable on demand.

The fair value of creditors due within one year are approximate to carrying amounts given that they are short term in nature.

15 Other interest–bearing loans and borrowings

	2018 $'000	2017 $'000
Shares classified as debt:		
Authorised		
60,000 (2017: 60,000) redeemable preference shares of 25p each	**26**	26
Alotted		
60,000 (2017: 60,000) redeemable preference shares of 25p each	**26**	26

Redeemable preference shares carry no voting rights. Dividends shall be determined at the discretion of the ordinary shareholders.

16 Called up share capital

	2018 $'000	2017 $'000
Authorised		
340,000 (2017: 340,000) ordinary shares of 25p each	**145**	145
Issued and fully paid		
21,000 (2017: 21,000) ordinary shares of 25p each	**9**	9

17 Operating lease commitments – minimum lease payments

The future aggregate minimum lease payments under non-cancellable operating leases are as follows:

	Land and Buildings		Other	
	2018	2017	**2018**	2017
	$'000	$'000	**$'000**	$'000
Lease payments:				
- within one year	**14**	4	**-**	-
	14	4	**-**	-

18 Related party transactions

The Company has taken advantage of the exemptions within Financial Reporting Standard 101 not to disclose transactions and balances with KCAD Holdings I Limited and its wholly owned subsidiaries, for which consolidated financial statements of are publicly available.

19 Ultimate parent undertaking

The Company is a wholly owned subsidiary undertaking of KCA DEUTAG GmbH. The Company's ultimate parent undertaking is KCAD Holdings I Limited, which is registered in England and Wales and the ultimate controlling company, is PHM Holdco 14 S.a.r.l., which is registered in Luxembourg. PHM Holdco 14 S.a.r.l. is in turn controlled by Pamplona Capital Partners II L.P.

At 31 December 2018 the smallest and largest groups in which the results of the Company are consolidated are those headed by KCA Deutag Alpha Limited and KCAD Holdings I Limited respectively. Copies of financial statements of KCAD Holdings I Limited and KCA Deutag Alpha Limited are available from Group Headquarters, Bankhead Drive, City South Office Park, Portlethen, Aberdeenshire, AB12 4XX.