

**MAERSK OIL NCE A/S**

**CVR-No. 35471235**

**Annual Report 2017**

Approved at the General Assembly: 14 May 2018  
Chairman of the meeting: Majbritt Perotti Carlson

Amerika Plads 29, st., 2100 Copenhagen Ø

## **Company information**

Maersk Oil NCE A/S  
Amerika Plads 29, st.  
2100 Copenhagen Ø  
Denmark

CVR-No.: 35471235  
Date of incorporation: 04 September 2013  
Registered office: Copenhagen  
Financial year: 01 January 2017 - 31 December 2017

## **Board of Directors**

Jean-Michel Lavergne (Chairman)  
Troels Albrechtsen (Vice Chairman)  
Martin Rune Pedersen

## **Executive Board**

David John Mendelson

## **Directors' Report**

### **Activities**

The company is a wholly owned subsidiary of Mærsk Olie og Gas A/S (name changed to Total E&P Danmark A/S, as per May 1<sup>st</sup> 2018), formed on 4 September 2013, initially with the purpose of holding a share in the Qala Dze Production Sharing Contract through a subsidiary, Maersk Oil Kurdistan Qala Dze A/S. In September 2016, the company changed name to Maersk Oil NCE A/S to act as an interim entity for preparatory work for a potential new country entry.

### **Financial review**

#### Financial performance of the year

The result for the 2017 is a loss of USD 354 thousand (2016: a profit of USD 25 thousand), due to the loss in the subsidiary.

#### Guidance for 2018

The result for 2018 is expected to be at the same level as in 2017.

### **Change of parent company owner**

The share capital in Mærsk Olie og Gas A/S was acquired by Total S.A. from A.P. Møller – Mærsk A/S with effective date 8<sup>th</sup> March 2018. This does not affect the going concern of the Company.

As of the effective date the Company is no longer part of the A.P. Møller – Maersk Group joint taxation and is instead jointly taxed with the previous Maersk Oil Group companies and Danish registered Total Group companies. Joint liability for previous periods still exists.

## **Management's Statement**

The Board of Directors and Executive Board have today discussed and approved the annual report of Maersk NCE A/S for the reporting period 1 January 2017 to 31 December 2017.

The annual report for the reporting period 1 January 2017 to 31 December 2017 of Maersk Oil NCE A/S has been prepared in accordance with Danish Financial Statements Act and in our opinion gives a true and fair view of the Company's assets, liabilities and the financial position at 31 December 2017 and of the results of the Company's operations for the period 1 January 2017 to 31 December 2017.

In our opinion the Directors' report includes a fair review of the development in and the result of the Company's operations and financial conditions, the result for the year and financial position.

In 2016, a decision was taken to opt out of auditing the Financial Statements in accordance with provision 135 of the Danish Financial Statements Act. The conditions for this exemption are still applicable.

We recommend that the annual report be approved at the Annual General Meeting.

Copenhagen, 14 May 2018

Executive Board:

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David John Mendelson

Board of Directors:

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Jean-Michel Lavergne  
(Chairman)

\_\_\_\_\_  
Troels Albrechtsen  
(Vice Chairman)

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Martin Rune Pedersen

## **Accounting Policies**

The Annual Report for 2017 of Maersk Oil NCE A/S has been prepared in accordance with the provisions of the Danish Financial Statements Act applicable to class B companies with options from higher reporting classes.

The accounting policies for the Financial Statements are unchanged from last year.

Pursuant to Section 112(1) of the Danish Financial Statements Act, the Company has not prepared consolidated Financial Statements. The Financial Statements of Maersk Oil NCE A/S and its subsidiary are included in the consolidated Financial Statements of the Mærsk Olie og Gas A/S Group and A.P. Møller-Mærsk Group.

### **Foreign Currency**

The functional currency is USD. The Annual Report is presented in USD, in accordance with provision 16 of the Danish Financial Statements Act. The exchange rate of USD to DKK was 6.2067 at 31 December 2017 (2016: DKK 7.0550).

Monetary assets and liabilities in currencies other than USD are translated at the exchange rate at the balance sheet date. Transactions in currencies other than USD are translated at the exchange rate prevailing at the date of the transaction.

Exchange rate gains and losses are included in the income statement as financial income and expenses.

### **The Income Statement**

**Administrative expenses** comprise other general administrative expenses.

**Result in subsidiaries** is recognised net of tax.

**Financial items** comprise interest and currency exchange rate gains and losses from translation of cash, receivables and debt in foreign currencies other than USD.

The Company is jointly taxed with a number of Danish companies in the A.P. Møller - Mærsk Group. **Tax on profit** for the year includes the amount estimated to be paid for the year as well as adjustments regarding previous years and change in deferred tax.

**Provision for deferred tax** is made on temporary differences between the accounting and tax values of assets and liabilities. Deferred tax on temporary differences which at the time of the transaction does not affect the financial result or the taxable income is not recognised.

**Deferred tax assets** are only recognised to the extent that it is probable that they can be utilised against future taxable income.

#### The Balance Sheet

**Investment in subsidiaries** are recognised and valued as the Company's share of the subsidiaries' equity valued according to the Company's accounting policies.

**Receivables** are measured at nominal value which in all material respects corresponds to amortised cost. Write-down is made for anticipated losses on an individual basis.

Dividend for distribution regarding the financial year is included as part of the **equity**.

**Debt to group, suppliers etc.** is measured at amortised cost price or lower net realisable value, which in most situations corresponds to the nominal value.

**MAERSK OIL NCE A/S**  
**INCOME STATEMENT**  
**FOR 2017**

Note	USD 1,000	
	<b>2017</b>	<b>2016</b>
1. Administrative expenses	0	4
Result before financial items and tax	0	(4)
2. Result after tax in subsidiaries	(451)	50
3. Financial income	94	10
4. Financial expenses	0	42
Result before tax	(357)	14
5. Tax on result for the year	(3)	(11)
<b>RESULT FOR THE YEAR</b>	<b>(354)</b>	<b>25</b>
Proposed distribution of net result		
Extraordinary dividend	0	3,000
Retained earnings	(354)	(2,975)
	(354)	25

**MAERSK OIL NCE A/S**  
**BALANCE SHEET AT 31.12.2017**

Note	USD 1,000	
	<b>2017</b>	<b>2016</b>
<b>ASSETS</b>		
NON-CURRENT ASSETS		
2.	Financial assets	
	Investment in subsidiaries	306      757
	306	757
	TOTAL NON-CURRENT ASSETS	
	306	757
CURRENT ASSETS		
	Receivables	
	Receivables Group companies	781      690
	Prepayments	6      0
	787	690
	TOTAL CURRENT ASSETS	
	787	690
	<b>TOTAL ASSETS</b>	
	<b>1,093</b>	<b>1,447</b>

**MAERSK OIL NCE A/S**  
**BALANCE SHEET AT 31.12.2017**

Note	USD 1,000	
	<b>2017</b>	<b>2016</b>
<b>LIABILITIES AND EQUITY</b>		
6. EQUITY		
Share capital	270	270
Retained earnings	773	1,127
	1,043	1,397
CURRENT LIABILITIES		
Payables to Group companies	50	50
	50	50
TOTAL LIABILITIES	50	50
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>1,093</b>	<b>1,447</b>
7. Contingencies etc.		
8. Related parties		

**MAERSK OIL NCE A/S**  
**Notes as at 31.12.2017**  
**(USD 1,000)**

**Note 1, Staff costs**

The Company has no employees, as all those engaged are employed in other group companies.

**Note 2, Financial assets**

USD 1,000	<b>2017</b> Investment in subsidiaries
Cost at 01.01.	100,035
Cost price 31.12	100,035
Value adjustments at 01.01.	(99,278)
Share of subsidiaries' result after tax	(451)
Dividends received	0
Value adjustments 31.12	(99,729)
Carrying amount 31.12	306

<b>Affiliated company</b>	<b>Country of registration</b>	<b>Share of ownership</b>
Maersk Oil Kurdistan Qala Dze A/S	Denmark	100%

USD 1,000	<b>2017</b>	<b>2016</b>
<b>Note 3, Financial income</b>		
Exchange rate adjustments etc.	94	10
	94	10
<b>Note 4, Financial expenses</b>		
Exchange rate adjustments etc.	0	42
	0	42

## Note 5, Corporate tax

Tax for the year is an income of USD 3 thousand (2016: Income of USD 11 thousand).

This Company is part of a joint taxation scheme with the A.P. Møller-Mærsk Group. The tax is divided between the members of the joint taxation scheme by use of the full allocation method.

## Note 6, Equity

USD 1,000

	<u>2017</u>	<u>2016</u>
<b>Share capital</b>		
Share capital at 01.01	270	270
Share capital at 31.12	<u>270</u>	<u>270</u>
<b>Retained earnings</b>		
Retained earnings at 01.01	1,127	4,102
Transferred from result for the period	<u>(354)</u>	<u>(2,975)</u>
Retained earnings at 31.12	<u>773</u>	<u>1,127</u>
<b>Proposed dividend for distribution</b>		
Proposed dividend at 01.01	0	0
Extraordinary dividend	0	3,000
Extraordinary dividend paid	<u>0</u>	<u>(3,000)</u>
Proposed dividend at 31.12	<u>0</u>	<u>0</u>
<b>Total equity</b>	<u>1,043</u>	<u>1,397</u>

Share capital consists of the following shares:

<u>Number</u>	<u>Nominal, DKK</u>
1,500	<u>1,000</u>
Total nominal value in DKK	<u>1,500,000</u>

Share capital, changes:

Registration 4 September 2013	500,000
Increase of capital 18 December 2013	500,000
Increase of capital 5 August 2014	500,000
	<u>1,500,000</u>

**Note 7, Contingencies**

As of 31 December 2017, the Company is jointly taxed with Danish companies within the A.P. Møller-Mærsk Group. This entails unlimited joint liability for Danish corporation taxes and withholding taxes on dividends, interests and royalties within the jointly taxed companies. A similar obligation exists for joint registration of VAT.

**Note 8, Related parties**

Companies in the A.P. Møller-Mærsk Group and the Executive board and board members of the Company are related parties. All transactions with related parties are carried out at arm's length.

**Parties exercising control**

The Company is 100% owned by Mærsk Olie og Gas A/S. The consolidated Maersk Oil Financial Statements are available at the Company's address, Amerika Plads 29, st., 2100 Copenhagen Ø, Denmark.

As of 31 December 2017, the ultimate parent company is A.P. Møller Holding A/S. The consolidated Financial Statements of A.P. Møller Holding A/S are available at the company's address, Esplanaden 50, 1098 Copenhagen K, Denmark.

The Company is included in both consolidated Financial Statements as a subsidiary.