

Maersk Drilling Deepwater A/S

Esplanaden 50
1263 Copenhagen K
Company Reg. No. 24212114

Annual Report 2015

(Financial year No. 39)

As adopted by the Company at the Annual General Meeting
18 May 2016



Samir Abboud

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Statement of the Board of Directors and Management

The Board of Directors and the Management have today discussed and approved the annual report for 2015 of Maersk Drilling Deepwater A/S.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

In our opinion, the Financial Statements provide a true and fair view of the Company's assets, liabilities, and financial position 31 December 2015 and of the results of the Company's operations for the financial year 2015.

It is also our opinion that the Management review includes a true and fair view of the development in the Company's operations and financial conditions, the results for the year and financial position.

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

Copenhagen, 18 May 2016

Management:



Angela Durkin

Board of Directors:



Marianne Sørensen Henriksen
(Chairman)



Ana Lucia Pocas Zambelli



Samir Abboud

Independent Auditor's Report

To the shareholder of Maersk Drilling Deepwater A/S

Report on the Financial Statements

We have audited the Financial Statements of Maersk Drilling Deepwater A/S for the financial year 1 January 2015 – 31 December 2015, which comprise income statement, balance sheet, statement of changes in equity, notes and summary of significant accounting policies. The Financial Statements are prepared in accordance with the Danish Financial Statements Act.

Management's responsibility for the Financial Statements

Management is responsible for the preparation of Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of Financial Statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the Financial Statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements under Danish audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the Financial Statements are free from material misstatement.

An audit involves performing audit procedures to obtain audit evidence about the amounts and disclosures in the Financial Statements. The procedures selected depend on the auditor's judgement, including the assessment of the risk of material misstatement of the Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as evaluating the overall presentation of the Financial Statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

The audit has not resulted in any qualification.

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2015 and of the results of the Company's operations for the financial year 1 January 2015 - 31 December 2015 in accordance with the Danish Financial Statements Act.

Independent Auditor's Report

Statement on Management's review


We have read Management's review in accordance with the Danish Financial Statements Act. We have not performed any procedures additional to the audit of the Financial Statements. On this basis, in our opinion, the information provided in Management's review is consistent with the Financial Statements.

Copenhagen, 18 May 2016


PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33771231



Jesper Hansen
State Authorised Public Accountant



Tommy Borggaard Nielsen
State Authorised Public Accountant

Management's Review

Company details

Maersk Drilling Deepwater A/S
Esplanaden 50
1263 Copenhagen K

Company Reg. No.:	24212114
Date of incorporation:	15 March 1977
Registered office:	Copenhagen
Financial year:	1 January - 31 December

Board of Directors

Marianne Sørensen Henriksen (Chairman)
Ana Lucia Pocas Zambelli
Samir Abboud

Management

Angela Durkin

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Annual General Meeting

Annual General Meeting will be held 18 May 2016.

Management's Review

Financial Highlights and Key Figures

USD ('000)	2015	2014	2013	2012	2011
Financial Highlights					
Revenue	97,115	99,925	101,083	97,347	209,820
Gross result	92,393	88,713	93,082	97,177	100,311
Result before financial items	(75,718)	46,741	62,135	66,233	69,393
Financial items, net	(9,090)	(7,228)	(8,199)	(9,770)	(11,271)
Result before tax	(84,808)	39,513	53,936	56,463	58,122
Result for the year	(65,393)	30,878	39,552	42,074	43,859
Balance Sheet					
Total assets	422,162	503,104	529,119	501,718	549,761
Investing activities	4,226	83,498	21,551	(2,413)	(3,887)
Total equity (incl. proposed dividend)	136,344	216,737	185,859	188,307	189,233
Key Figures					
Operating margin	(78.0)%	46.8%	61.5%	68.0%	33.1%
Return on invested capital	(15.8)%	9.5%	13.2%	13.8%	14.3%
Liquidity ratio	915.4%	211.1%	124.3%	117.0%	109.8%
Equity ratio	32.3%	43.1%	35.1%	37.5%	34.4%
Return on equity	(37.0)%	15.3%	21.1%	22.6%	26.2%

Management's Review

The Company's main activities

The Company's main activity is lease of the drilling rig Maersk Developer. In 2015 the Company has leased out the semisubmersible drilling rig for operation in the United States.

Development in activities and finances

The result for the year amounts to USD (65,393)k (2014: USD 30,878k). The result was negatively impacted by impairments of USD 125m. Management considers the result unsatisfactory and for 2016 management expects a significantly higher result than in 2015.

Particular risks

Financial exposure

The Company's revenue is mainly denominated in USD, while costs are in USD and other currencies. The currency exposure is not considered to be significant.

The Company has a small concentration of customers, but is not considered to have any credit risks.

Corporate social responsibility

Please refer to the separate Sustainability Report 2015 of the ultimate parent company A. P. Møller - Mærsk A/S on the sustainability website:

http://www.maersk.com/~media/the%20maersk%20group/sustainability/files/publications/2016/files/maersk_group_sustainability_report_2015_a4_160211.pdf?la=en

Sustainability

At Maersk Drilling, we firmly believe that by conducting our operations through sustainable practices, we ensure a sound and viable business for the future. We have a responsibility to the people who work for Maersk Drilling, but also to the people and the environment which are affected by our company. Our major focus area is safety, but we also put much effort into the areas of e.g. local content as well as environment and climate. Please refer to our online Sustainability Report 2015 at www.maerskdrilling.com, in which we provide a complete overview of Maersk Drilling's work with sustainability and our sustainability performance.

Safety

It is our belief that fundamentally, safety is an active decision and the result of a serious commitment from all employees in Maersk Drilling, and we have an ambition of reaching zero incidents by 2018. Our people and the environment will only be safe with the right systems, procedures, technology, and a strong safety culture.

Local content

Training and developing the talent of local employees, assigning our third party code of conduct to local suppliers and transferring knowledge to local communities all continue to be a priority for Maersk Drilling. We want to move beyond compliance with local content requirements and to increase shared value by proactively engaging with stakeholders.

Environment & climate

Discharges, air emissions, and how we manage chemicals and waste are our primary focus areas when it comes to minimising the environmental impact of our operations. We work with our customers, local communities and internationally recognised bodies to ensure that environmental factors are integrated into our business principles and into operational practices.

Diversity

The composition of the company's board meets the requirements on diversity among the company's shareholder-appointed board members with respect to the under-represented gender.

With regard to Maersk Drilling Deepwater A/S' employees formally employed with Rederiet A.P. Møller A/S, it has been decided to adhere to the group policy which was adopted at the Board Meeting in A.P. Møller - Mærsk A/S on 21 February 2013 with the aim to increase the share of the under-represented gender on the company's other management levels (Link to policy: <http://mrsk.co/174tNiF>). In accordance with this policy, Maersk Drilling Deepwater A/S has taken steps to look into how the company can attract qualified women to relevant management positions. In addition, this is a focus area when identifying candidates to key positions.

Events after the Balance sheet date

No events have occurred after the balance sheet date to this date which would influence the evaluation of this annual report.

Financial Statements 1 January - 31 December

Accounting policies

The Financial Statements of Maersk Drilling Deepwater A/S for 2015 have been prepared in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C.

In accordance with Sections 86(4) and 96(3) of the Danish Financial Statements Act, cash flow statement and note concerning fee to auditors appointed by the Company in the Annual General Meeting are omitted as this information is included in the consolidated Financial Statements for A.P. Møller - Mærsk A/S.

The accounting policies are unchanged from last year.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised costs are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, write-downs and provisions and reversals as a result of changes in accounting estimates of amounts previously recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Financial Statements 1 January - 31 December

Accounting policies

Income statement

Revenue

Revenue from drilling activities, which are typically carried out under long-term agreements with fixed day rates, revenue is recognised for the operating time related to the financial year.

Leasing

Lease income from operating leases is recognised over the lease term.

Other external cost

Other external costs comprise expenses incurred during the year for bare boat hire of the rigs, repair and maintenance, catering, hired crew and administrative costs.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on result for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the result for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity. The Company is part of A.P. Møller Holding A/S' joint taxation. The current Danish income tax is allocated among the jointly taxed companies proportionally to their taxable income (full allocation with refund concerning tax losses).

Balance sheet

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. The depreciation base is the cost prices less estimated residual value at the end of useful life, which for rigs (newbuildings) typically constitute 25 years and other equipment, fixtures, etc. typically constitute 5-10 years.

Estimates of useful lives and residual values are reassessed periodically. Impairment losses are recognised when carrying amount of an asset exceeds the highest of the capital value (value in use) and net selling price.

Cost of yard stays for rigs are recognised when incurred in the value of rigs, etc. and depreciated over the period until the next yard stay.

Financial Statements 1 January - 31 December

Accounting policies

Impairment of non-current assets

The carrying amount of intangible assets, property, plant and equipment and investments in subsidiaries are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts. Provisions for bad debts are determined on the basis of an individual assessment of each receivable.

Dividend

Dividend distribution proposed by Management for the year is disclosed as a separate equity item.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry-forwards, are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by setoff against deferred tax liabilities within the same legal tax entity or within joint taxation.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement.

Current tax receivables and liabilities

Current tax liabilities and current tax receivables are recognized in the balance sheet as calculated tax on the taxable income adjusted for tax on prior years' taxable income and paid on account taxes.

Provisions

Provisions are recognised when the company has a current legal or constructive obligation, and if the amount can be measured reliably. Provisions are recognised on the basis of best estimates.

Financial debt

Other debts are recognised at amortised cost, which, essentially corresponds to the nominal value.

Financial Statements 1 January - 31 December

Accounting policies

Balance sheet

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the date of the transaction. Gains and losses arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the transaction date rates are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

USD is used as functional currency and as presentation currency because the majority of transactions are in U.S. dollars. At 31 December 2015 the exchange rate DKK/USD was 683.00 (2014: 612.14).

Segment information

Segmental disclosures are provided on the geographical markets. Segment information is based on the Company's internal financial management.

Financial highlights

The financial highlights have been defined as follows:

Operating margin	$\frac{\text{Profit/loss before financial items} \times 100}{\text{Revenue}}$
Return on invested capital	$\frac{\text{Profit/loss before financial items} \times 100}{\text{Average invested capital}^1}$
Liquidity ratio	$\frac{\text{Total current assets} \times 100}{\text{Short-term liabilities}}$
Equity ratio	$\frac{\text{End year equity} \times 100}{\text{End year total assets}}$
Return on equity	$\frac{\text{Ordinary profit/loss after tax} \times 100}{\text{Average equity}}$

¹ Average invested capital is calculated excluding cash and cash equivalents, shares and non-interest bearing debt.

Financial Statements 1 January - 31 December

Income statement

Note		2015 USD ('000)	2014 USD ('000)
1	Revenue	97,115	99,925
	Other external costs	(4,722)	(11,212)
	Gross result	92,393	88,713
5	Depreciation, amortisation and impairment losses	(168,111)	(41,972)
	Result before financial items	(75,718)	46,741
2	Financial income	53	224
3	Financial expenses	(9,143)	(7,452)
	Result before tax	(84,808)	39,513
4	Tax on result for the year	19,415	(8,635)
	Result for the year	(65,393)	30,878
Appropriation			
	Proposed dividend	16,000	15,000
	Retained earnings	(81,393)	15,878
		(65,393)	30,878

Financial Statements 1 January - 31 December

Balance sheet

Note	ASSETS	2015 USD ('000)	2014 USD ('000)
	Non-current assets		
5	Property, plant and equipment		
	Rigs	311,834	460,466
	Assets under construction	1,280	16,533
	Total non-current assets	313,114	476,999
	Current assets		
	Receivables		
	Receivables from group enterprises	109,048	26,105
	Total current assets	109,048	26,105
	TOTAL ASSETS	422,162	503,104

Financial Statements 1 January - 31 December

Balance sheet

Note	EQUITY AND LIABILITIES	2015 USD ('000)	2014 USD ('000)
	Equity		
	Share capital	1,657	1,657
	Retained earnings	118,687	200,080
	Proposed dividend	16,000	15,000
	Total equity	136,344	216,737
	Non-current liabilities		
	Provisions		
6	Deferred tax	28,906	29,815
	Total provisions	28,906	29,815
	Borrowings, non-current		
7	Loan to group enterprises	245,000	244,188
	Total non-current liabilities	245,000	244,188
	Short-term liabilities		
8	Current share of loan to group enterprises	1,241	0
	Trade payables	4	6
	Payables to group enterprises	1,685	7,259
	Current tax payables	8,982	5,099
	Total short-term liabilities	11,912	12,364
	Total liabilities	285,818	286,367
	TOTAL EQUITY AND LIABILITIES	422,162	503,104
9	Pledges and mortgages		
10	Commitments and contingent liabilities, etc.		
11	Employee remuneration, etc.		
12	Related parties		
13	Shareholders		
14	Consolidation		

Financial Statements 1 January - 31 December

Equity statement

USD ('000)	Share- capital	Retained earnings	Proposed dividend	Total
Equity 1 January 2014	1,657	184,202	0	185,859
Dividend to shareholder	0	0	0	0
Result for the year	0	15,878	15,000	30,878
Equity 1 January 2015	1,657	200,080	15,000	216,737
Dividend to shareholder	0	0	(15,000)	(15,000)
Result for the year	0	(81,393)	16,000	(65,393)
Equity 31 December 2015	1,657	118,687	16,000	136,344

The share capital comprises 8,096.5 shares of DKK 1,000. No shares hold special rights. There has been no changes to the share capital during the past five financial years.

Financial Statements 1 January - 31 December

Notes

	2015	2014
	USD ('000)	USD ('000)
1 Revenue		
Revenue, United States of America	97,115	99,925
	97,115	99,925
2 Financial income		
Interest income from group enterprises	53	26
Exchange gain from group enterprises	0	198
	53	224
3 Financial expenses		
Interest expenses to group enterprises	(7,917)	(7,421)
Exchange loss to group enterprises	(1,226)	(31)
	(9,143)	(7,452)
4 Tax on the result of the year		
Tax for the year	(3,037)	3,645
Change in deferred tax	22,681	(11,844)
Change in deferred tax due to change in tax rate	(1,762)	(436)
Adjustments to prior years tax for the year	21,543	0
Adjustments to prior years change in deferred tax	(20,010)	0
	19,415	(8,635)

Financial Statements 1 January - 31 December

Notes

5 Property, plant and equipment

USD ('000)	Rigs	Assets under construc- tion	Total
Cost price 1 January 2015	608,740	16,533	625,273
Additions	0	4,226	4,226
Transfer	19,479	(19,479)	0
Cost price 31 December 2015	<u>628,219</u>	<u>1,280</u>	<u>629,499</u>
Depreciation and impairment losses 1 January 2015	(148,274)	0	(148,274)
Depreciation and impairment losses	<u>(168,111)</u>	<u>0</u>	<u>(168,111)</u>
Depreciation and impairment losses 31 December 2015	<u>(316,385)</u>	<u>0</u>	<u>(316,385)</u>
Carrying amount 31 December 2015	<u>311,834</u>	<u>1,280</u>	<u>313,114</u>

6 Deferred tax

Deferred tax relates to deferred tax on prepayments, deferred income and other provisions.

7 Borrowings

USD ('000)	Total balance 31/12/15	Install- ment next year	Balance due after 5 years
Loan to group enterprises	245,000	1,241	0
	<u>245,000</u>	<u>1,241</u>	<u>0</u>

Financial Statements 1 January - 31 December

Notes

8 Pledges and mortgages

As security for loan to associated companies of USD 245,000k, property, plant and equipment with a carrying amount 31 December 2015 of USD 313,114k have been pledged.

9 Commitments and contingent liabilities, etc.

Contingent liabilities

The Company is jointly taxed with all other Danish companies in the A.P. Møller Holding Group. As a fully owned subsidiary, the Company has unlimited and joint liability together with the other companies under joint taxation for Danish company tax, withholding taxes on dividends, interest and royalties within the jointly taxed companies.

10 Employee remuneration

Maersk Drilling Deepwater A/S has not had employees in 2015 and 2014. Personnel are hired from affiliates in the A.P. Møller - Mærsk Group. The Board of Directors has not been remunerated.

11 Related parties

The following related parties have a controlling interest in Maersk Drilling Deepwater A/S;

The A.P. Møller og Hustru Chastine Mc-Kinney Møllers Fond til almene formaal, Copenhagen, Denmark and A.P. Møller Holding A/S has control over the A.P. Møller - Mærsk Group.

Other related parties with dominant influence include;

- A.P. Møller - Mærsk A/S, Esplanaden 50, 1098 Copenhagen K.
- Maersk Drilling A/S, Esplanaden 50, 1098 Copenhagen K. The parent company

Other related parties

Subsidiaries and affiliates to A.P. Møller - Mærsk A/S.

Related parties also include the Board of Directors and leading employees and their family members. Related parties also include companies in which the above persons have significant interests.

Financial Statements 1 January - 31 December

Notes

12 Shareholders

The Company has registered the following shareholder holding minimum 5% of the voting share capital or minimum 5% of the nominal share capital:

Maersk Drilling A/S
Esplanaden 50
1098 Copenhagen K

13 Consolidation

The consolidated financial statements of A.P. Møller - Mærsk A/S, Esplanaden 50, 1098 Copenhagen can be obtained by contacting this company or at its website www.maersk.dk