

# **Maersk Drilling DS A/S**

Esplanaden 50

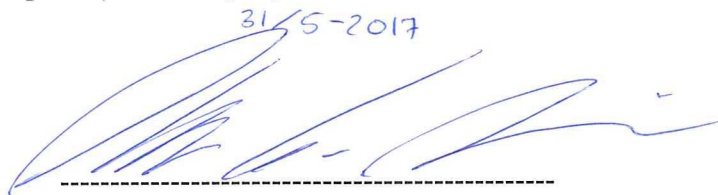
1263 Copenhagen K

Company Reg. No. 34720827

## **Annual Report 2016**

(Financial year No. 4)

As adopted by the Company at the Annual General Meeting

31/5-2017  


Klaus Greven Kristensen

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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 2016 of Maersk Drilling DS 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 2016 and of the results of the Company's operations for the financial year 2016.

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, 31/5-2017

Management:

  
Angela Durkin

Board of Directors:

  
Marianne Sørensen Henriksen  
(Chairman)

  
Lars Østergaard

  
Klaus Greven Kristensen

## **Independent Auditor's Report**

To the shareholder of Maersk Drilling DS A/S

### ***Opinion***

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2016, and of the results of the Company's operations for the financial year 1 January - 31 December 2016 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Maersk Drilling DS A/S for the financial year 1 January - 31 December 2016, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("financial statements").

### ***Basis for Opinion***

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### ***Statement on Management's Review***

Management is responsible for Management's Review.

Our opinion on the financial statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

## Independent Auditor's Report

### *Management's Responsibilities 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.

In preparing the financial statements, Management is 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 in preparing the financial statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

### *Auditor's 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 auditor's 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 and the additional requirements applicable in Denmark 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.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

## Independent Auditor's Report

- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

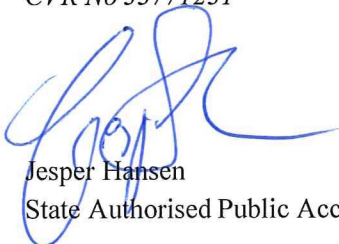
- Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Copenhagen, 31 May 2017

**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 DS A/S  
Esplanaden 50  
1263 Copenhagen K

Company Reg. No.:	34720827
Date of incorporation:	12 October 2012
Registered office:	Copenhagen
Financial year:	1 January 2016 - 31 December 2016

### **Board of Directors**

Marianne Sørensen Henriksen (Chairman)  
Lars Østergaard  
Klaus Greven Kristensen

### **Management**

Angela Durkin

### **Auditors**

**PricewaterhouseCoopers**  
Statsautoriseret Revisionspartnerselskab  
Strandvejen 44  
DK-2900 Hellerup

### **Annual General Meeting**

Annual General Meeting will be held 31 May 2017.

## **Management's Review**

### **The Company's main activities**

The Company's main activity is to provide loans and other related financial services.

### **Development in activities and finances**

The result for the year amounts to USD 783k (2015: USD 190k) which is in line with management's expectations. For 2017 management expects a result in line with 2016.



## **Financial Statements 1 January - 31 December**

### **Accounting policies**

The Financial Statements of Maersk Drilling DS A/S for 2016 have been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

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**

##### **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**

##### **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.

##### **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.

##### **Financial debt**

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

## **Financial Statements 1 January - 31 December**

### **Accounting policies**

#### **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 2016 the exchange rate DKK/USD was 705.50 (2015: 683.00).

## Financial Statements 1 January - 31 December

### Income statement

Note		2016 USD ('000)	2015 USD ('000)
	Other external costs	(3)	(6)
	<b>Result before financial items</b>	<b>(3)</b>	<b>(6)</b>
1	Financial income	1,004	253
2	Financial expenses	0	(8)
	<b>Result before tax</b>	<b>1,001</b>	<b>239</b>
3	Tax on result for the year	(218)	(49)
	<b>Result for the year</b>	<b>783</b>	<b>190</b>

### Appropriation

Retained earnings	783	190
	<b>783</b>	<b>190</b>

## Financial Statements 1 January - 31 December

### Balance sheet

Note	ASSETS	2016	2015
		USD ('000)	USD ('000)
	<b>Current assets</b>		
	<b>Receivables</b>		
	Receivables from group enterprises	262,502	261,593
	<b>Total current assets</b>	<b>262,502</b>	<b>261,593</b>
	<b>TOTAL ASSETS</b>	<b>262,502</b>	<b>261,593</b>

## Financial Statements 1 January - 31 December

### Balance sheet

Note	EQUITY AND LIABILITIES	2016 USD ('000)	2015 USD ('000)
	<b>Equity</b>		
	Share capital	260,834	260,834
	Retained earnings	1,444	661
	<b>Total equity</b>	<b>262,278</b>	<b>261,495</b>
	<b>Short-term liabilities</b>		
	Trade payables	4	4
	Payables to group enterprises	0	37
	Current tax payables	220	57
	<b>Total liabilities</b>	<b>224</b>	<b>98</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>262,502</b>	<b>261,593</b>
4	<b>Commitments and contingent liabilities, etc.</b>		
5	<b>Employee remuneration</b>		
6	<b>Related parties</b>		
7	<b>Shareholders</b>		
8	<b>Consolidation</b>		
9	<b>Events after the balance sheet date</b>		

## **Financial Statements 1 January - 31 December**

### **Equity statement**

USD ('000)	Share- capital	Retained earnings	Total
<b>Equity 1 January 2015</b>	260,834	471	261,305
Result for the year	0	190	190
<b>Equity 1 January 2016</b>	<b>260,834</b>	<b>661</b>	<b>261,495</b>
Result for the year	0	783	783
<b>Equity 31 December 2016</b>	<b>260,834</b>	<b>1,444</b>	<b>262,278</b>

The share capital comprises 1,500,500 shares of DKK 1,000. No shares hold special rights. 12 October 2012 the share capital was established with paid in capital of USD 87k and 16 October 2012 it was changed with a capital increase of USD 260,747k. There has been no other changes to the share capital.

## Financial Statements 1 January - 31 December

### Notes

	2016 USD ('000)	2015 USD ('000)
<b>1 Financial income</b>		
Interest income from group enterprises	1,004	253
	<b>1,004</b>	<b>253</b>
<b>2 Financial expenses</b>		
Exchange loss to group enterprises	0	(8)
	<b>0</b>	<b>(8)</b>
<b>3 Tax on the result of the year</b>		
Tax for the year	(220)	(57)
Adjustments to prior years tax for the year	2	9
	<b>(218)</b>	<b>(49)</b>
<b>4 Commitments and contingent liabilities, etc.</b>		
<b>Contingent liabilities</b>		
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.		
<b>Warranty obligations</b>		
The Company has issued a performance guarantee to a client to ensure the contractual obligations of a group enterprise.		
<b>5 Employee remuneration</b>		
Maersk Drilling DS A/S has not had employees in 2016 and 2015. Personnel are hired from affiliates in the A.P. Møller - Mærsk Group. The Board of Directors has not been remunerated.		



## Financial Statements 1 January - 31 December

### Notes

#### 6 Related parties

The following related parties have a controlling interest in Maersk Drilling DS 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 Maersk 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.

#### 7 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

#### 8 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 <http://www.maersk.dk>. The consolidated financial statements of A.P. Møller - Holding A/S can be obtained by contacting this company.

#### 9 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.