

SUB SEA OFFSHORE LIMITED

**Directors' report and financial
statements**

Registered number 01385206

31 December 2021



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Directors' report

The directors' present their directors' report and financial statements for the year ended 31 December 2021. In preparing this report, the directors have taken advantage of the Small Companies exemption provided by Section 414B of the Companies Act 2006 and have not prepared a Strategic report.

Principal activities

The company did not actively trade in the year. The company has interest income due to intercompany receivables with fellow group company. As such, the directors have not prepared the financial statements on a going concern basis. The effect of this is explained in Note 1.

Business review

The profit for the year, after taxation, amounted to £7,225 (2020: £Nil), which was principally related to interest Receivable of £6,598 (2020: £Nil of interest receivable).

Proposed dividend

The directors do not recommend the payment of a dividend (2020: Nil).

Directors

The directors who held office during the year and up to the date of this report were as follows:

Scot Clifton
Wael Khairy E. Mekkawy (resigned on 31 October 2021)
Christopher A. Birnie (appointed on 1 November 2021)
Shaikh Mohammed Usman
Martin Robert, White (resigned on 29 December 2021)
Steve Nowe (appointed on 29 December 2021)

The directors benefited from qualifying third party indemnity provision which was in place during the financial year and at the date of this report.

Political contributions

The company made no political contributions or incurred any political expenditure during the year (2020: Nil).

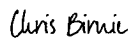
Disclosure of information to auditor

The directors who held office at the date of approval of this Directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware; and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Auditor

Pursuant to Section 487 of the companies Act 2006, KPMG LLP has been appointed as the Auditor of the Company in the year.

By order of the board

DocuSigned by:

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Christopher Albert Birnie

Director

Building 4
Chiswick Park
566 Chiswick
High Road
London

20 June 2022

Statement of directors' responsibilities in respect of the directors' report and the financial statements

The directors are responsible for preparing the directors' 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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

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 these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently.
- make judgements and estimates that are reasonable and prudent.
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements.
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations or have no realistic alternative but to do so. As explained in Note 1, the directors do not believe it appropriate to prepare the financial statements on a going concern basis.

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. They are 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, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



Independent auditor's report to the members of Sub Sea Offshore Limited

Opinion

We have audited the financial statements of Sub Sea Offshore Limited ("the company") for the year ended 31 December 2021 which comprise the profit and loss and other comprehensive income, balance sheet, statement of changes in equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Emphasis of matter - non-going concern basis of preparation

We draw attention to the disclosure made in note 1 to the financial statements which explains that the financial statements are now not prepared on the going concern basis for the reason set out in that note. Our opinion is not modified in respect of this matter.

Other matter - prior period financial statements

We note that the prior period financial statements were not audited. Consequently ISAs (UK) require the auditor to state that the corresponding figures contained within these financial statements are unaudited. Our opinion is not modified in respect of this matter.

Fraud and breaches of laws and regulations – ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included enquiring of directors and inspection of policy documentation as to the Halliburton Company's policies and procedures to prevent and detect fraud that apply to this group company as well as enquiring whether the directors have knowledge of any actual, suspected or alleged fraud.

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because there are no revenue transactions.

We did not identify any additional fraud risks.

We performed procedures including:

- Identifying journal entries and other adjustments to test based on risk criteria and comparing the identified entries to supporting documentation. These included journals with description which may indicate high risk and journals posted to unrelated accounts.



Independent auditor's report to the members of Sub Sea Offshore Limited (continued)

Fraud and breaches of laws and regulations – ability to detect (continued)

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the directors (as required by auditing standards), and discussed with the directors the policies and procedures regarding compliance with laws and regulations.

The company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Whilst the company is subject to many other laws and regulations, we did not identify any others where the consequences of non-compliance alone could have a material effect on amounts or disclosures in the financial statements.

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

Directors' report

The directors are responsible for the Directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the Directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the Directors' report.
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.



Independent auditor's report to the members of Sub Sea Offshore Limited (continued)

Matters on which we are required to report by exception

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

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

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 2, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; 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; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

A handwritten signature in black ink, appearing to read 'David Derbyshire'.

David Derbyshire (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
1 Marischal Square
Broad Street
Aberdeen
AB10 1DD
United Kingdom

20 June 2022

SUB SEA OFFSHORE LIMITED
Directors' report and financial statements
31 December 2021

Profit and Loss Account and Other Comprehensive Income
for the year ended 31 December 2021

	<i>Note</i>	2021 £	Unaudited 2020 £
Operating profit		-	-
Interest receivable and similar income	4	6,598	-
Profit before taxation		<u>6,598</u>	<u>-</u>
Tax credit on profit	5	627	-
Profit for the financial year		<u>7,225</u>	<u>-</u>
Other comprehensive income for the year, net of income tax		-	-
Total comprehensive income for the year		<u><u>7,225</u></u>	<u><u>-</u></u>

The accompanying notes form an integral part of financial statement.

All of the above wholly relates to continuing operations.

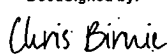
SUB SEA OFFSHORE LIMITED
Directors' report and financial statements
31 December 2021

Balance Sheet
As at 31 December 2021

	Note	2021 £	2021 £	Unaudited 2020 £	Unaudited 2020 £
Current assets					
Debtors	6	2,367,277		2,360,052	
Creditors: amounts falling due within one year					
		<u>2,367,277</u>		<u>2,360,052</u>	
Net current assets			<u>2,367,277</u>		<u>2,360,052</u>
Net assets			<u>2,367,277</u>		<u>2,360,052</u>
Capital and reserves					
Called up share capital	7		100		100
Profit and loss account			<u>2,367,177</u>		<u>2,359,952</u>
Shareholder's funds			<u>2,367,277</u>		<u>2,360,052</u>

The accompanying notes form an integral part of the financial statements.

These financial statements were approved by the board of directors on 20 June 2022 and were signed on its behalf by:

DocuSigned by:

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Christopher Birnie
 Director

Company registered number: 01385206

SUB SEA OFFSHORE LIMITED
Directors' report and financial statements
31 December 2021

Statement of Changes in Equity

	Called up share capital £	Profit and loss account £	Total shareholders funds £
Balance at 1 January 2020 (unaudited)	100	2,359,952	2,360,052
Total comprehensive income for the year			
Profit for the year (unaudited)	-	-	-
Total comprehensive income for the year	<u>-</u>	<u>-</u>	<u>-</u>
Balance at 31 December 2020 (unaudited)	<u>100</u>	<u>2,359,952</u>	<u>2,360,052</u>
Total comprehensive income for the year			
Profit for the year	-	7,225	7,225
Total comprehensive income for the year	<u>-</u>	<u>7,225</u>	<u>7,225</u>
Balance at 31 December 2021	<u><u>100</u></u>	<u><u>2,367,177</u></u>	<u><u>2,367,277</u></u>

The accompanying notes form an integral part of financial statements.

Notes

(forming part of the financial statements)

1 Accounting policies

Sub Sea Offshore Limited (the "Company") is a private company limited by shares and incorporated, domiciled and registered in the UK. The registered number is 01385206 and the registered address is Halliburton House, Howe Moss Crescent, Dyce, Aberdeen, AB21 0GN.

The Company is exempt by virtue of s401 subject to the small companies regime of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

These financial statements were prepared in accordance with Financial Reporting Standard 102 *The Financial Reporting Standard* applicable in the UK and Republic of Ireland ("*FRS 102*"). The functional and presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1. The Company's ultimate parent undertaking, Halliburton Company includes the Company in its consolidated financial statements. The consolidated financial statements of Halliburton Company include the equivalent disclosures and are available to the public and may be obtained from the address given in Note 8. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period.
- Cash flow statement and related notes; and
- Key Management Personnel compensation.

As the consolidated financial statements of Halliburton Company include the equivalent disclosures, the Company has also taken the exemptions under FRS 102 available in respect of the following disclosures:

- Certain disclosures required by FRS 102.26 *Share Based Payments*; and,
- The disclosures required by FRS 102.11 *Basic Financial Instruments* and FRS 102.12 *Other Financial Instrument Issues* in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements. The Company proposes to continue to adopt the reduced disclosure framework of FRS 102 in its next financial statements.

The directors have not made any significant judgements in the application of these accounting policies.

1.1 Measurement convention

The financial statements are prepared on the historical cost basis.

1.2 Going concern

As the company does not trade and the directors do not intend to acquire a replacement trade, they have not prepared the financial statements on a going concern basis. No adjustments have been required at the balance sheet to reflect this basis of accounting.

1.3 Interest receivable and interest payable

Interest payable and similar expenses include interest payable, finance expenses on shares classified as liabilities and finance leases recognised in profit or loss using the effective interest method, unwinding of the discount on provisions, and net foreign exchange losses that are recognised in the profit and loss.

Other interest receivable and similar income include interest receivable on funds invested and net foreign exchange gains.

Interest income and interest payable are recognised in profit or loss as they accrue, using the effective interest method.

Notes (continued)

1.4 Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

1.5 Related party transactions

The company has taken advantage of the exemption available under FRS 102 from disclosing transactions with its parent undertaking and other subsidiary undertakings where 100% of the voting rights are controlled within the group. The company has no transactions with related parties that are not 100% controlled within the group.

1.6 Taxation

Tax on the profit or loss for the year comprises of current tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

2 Auditor's remuneration

Auditor's fees for the audit of these financial statements of £ 4,300 (2020: £0) are borne by a fellow group undertaking in the current and prior year.

3 Directors' remuneration

None of the directors received any remuneration for provision of qualifying services to the company during the year (2020: Nil).

4 Interest Receivable and similar income

	2021 £	Unaudited 2020 £
Interest on amounts owed from group undertakings	6,598	-

SUB SEA OFFSHORE LIMITED
Directors' report and financial statements
31 December 2021

Notes (continued)

5 Taxation

Total tax credit recognised in the profit and loss account, other comprehensive income and equity

	2021 £	2021 £	Unaudited 2020 £	Unaudited 2020 £
Current tax credit on profit for the year	(627)			
Total current tax credit		(627)		-
Total tax		(627)		-

Factors affecting the tax charge for the current year

The tax credit (2020: Nil) is lower (2020: Nil) than the composite rate of corporation tax in the UK of 19% (2020: 19%). The differences are explained below:

	2021 £	Unaudited 2020 £
Profit for the year	6,598	-
Current tax at 19% (2020 - 19%)	1,253	-
Tax effects of UK to UK transfer pricing	(1,880)	-
Total tax included in profit or loss	(627)	-

Factors that may affect future tax charges

In the 3 March 2021 Budget it was announced that the UK tax rate will increase to 25% from 1 April 2023. This will have a consequential effect on the Group's future UK tax charge.

The Company has no unrecognised deferred tax liabilities and no material unrecognised deferred tax assets.

6 Debtors

	2021 £	Unaudited 2020 £
Amounts owed by group undertakings	2,367,277	2,360,052

Amounts owed by group undertakings are repayable on demand.

Notes (continued)**7 Share capital**

	2021 £	Unaudited '2020 £
<i>Allotted, called up and fully paid</i>		
100 ordinary shares of £1 each	100	100
	<hr/>	<hr/>

8 Ultimate parent company and parent company of larger group

The company is a subsidiary undertaking of Halliburton Company incorporated in the United States of America which is its ultimate parent company and ultimate controlling party.

The largest group in which the results of the company are consolidated is that headed by Halliburton Company, 3000 North Sam Houston Parkway East, Houston, Texas, 77032. No other group financial statements include the results of the company.

The consolidated financial statements of Halliburton Company are available to the public and can be obtained from Investor Relations at www.halliburton.com.

9 Subsequent events

Subsequent to the balance sheet date, there is no event which needs to be disclosed or requires any adjustment.