

COMPANY REGISTRATION NUMBER 05646810



**PGS SEISMIC (UK) LIMITED**  
**REPORT AND FINANCIAL STATEMENTS**  
**31 DECEMBER 2015**



**PGS SEISMIC (UK) LIMITED  
REPORT AND FINANCIAL STATEMENTS  
YEAR ENDED 31 DECEMBER 2015**

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**PGS SEISMIC (UK) LIMITED**  
**REPORT AND FINANCIAL STATEMENTS**  
**COMPANY INFORMATION**

|                          |   |
|--------------------------|---|
| <b>Directors</b>         | C Steen-Nilsen<br>G Langseth<br>J Reinhardsen                   |
| <b>Auditor</b>           | Ernst & Young LLP<br>1 More London Place<br>London<br>SE1 2AF   |
| <b>Registered office</b> | 4, The Heights<br>Brooklands<br>Weybridge<br>Surrey<br>KT13 0NY |
| <b>Registered number</b> | 05646810  |

## **PGS SEISMIC (UK) LIMITED**

### **STRATEGIC REPORT**

The directors present their strategic report for the year ended 31 December 2015.

#### **Principal activities**

The company contracted to provide seismic surveys to the oil and gas industry. The company completed the contract work in 2013, and no further project activity is expected.

The company is a member of the Petroleum Geo-Services Group ("the group"), a Norwegian registered oil services group providing geophysical services worldwide. The group provides a broad range of geophysical and reservoir services, including seismic data acquisition, processing, interpretation and field evaluation. It also possesses a substantial international MultiClient seismic data library.

#### **Business review**

The profit for the year after taxation is \$159,000 (2014: \$158,000). The directors do not recommend payment of a dividend (2014: \$nil).

During the year the company transitioned from United Kingdom Generally Accepted Accounting Practice ('UK GAAP') to FRS 101 - Reduced Disclosure Framework and has taken advantage of the disclosure exemptions allowed under this standard. The company's parent undertaking, Petroleum Geo-Services (UK) Limited, was notified of and did not object to the use of the EU-adopted IFRS disclosure exemptions. There were no material recognition or measurement differences arising on the adoption of FRS 101.

The company was dormant until August 2011, when the company entered into contracts to provide seismic data acquired in Namibia to third party customers. The company received licence assets as part of its remuneration, which were sold during 2012 for a net consideration of \$21,863,000. The company completed the contract work in 2013. No other external contracts were performed in 2014 or 2015.

#### **Principal risks and uncertainties of the company**

From the perspective of the company, the principal risks and uncertainties are so integrated with the principal risks of the group that they are not managed separately. Accordingly, the principal risks and uncertainties of the Petroleum Geo-Services Group, which include those of the company, are discussed below.

#### **Principal risks and uncertainties of the group**

The group is exposed to adverse changes in interest rates, which is managed through financial instruments such as interest rate swaps.

A portion of the group's foreign currency exchange risk on cash flows related to sales, expenses, financing and investing transactions in currencies other than the US dollar are hedged through forward currency exchange contracts.

Credit risk relating to the group's trade receivables is relatively limited due to the nature of the customer base and the historic low level of losses on trade receivables. Ongoing credit evaluations of customers are used to manage exposure to this type of risk.

Liquidity risk is the risk that the Group will encounter difficulty in meeting its financial obligations as they fall due. The Petroleum Geo-Services Group had a substantial liquidity reserve including unutilized drawings of the Revolving Credit Facility of \$556.6million as of 31 December 2015, which can be used to meet the Group's funding commitments if called upon.

By operating seismic vessels, the group is exposed to commodity risk in the form of fuel price fluctuations. The group seeks to pass fuel price risk to customers for the majority of contract work.

**PGS SEISMIC (UK) LIMITED**  
**STRATEGIC REPORT** *(continued)*

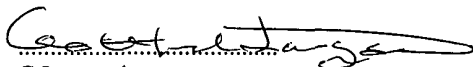
Demand for the group's products and services are heavily influenced by oil and gas prices and the focus areas of oil and gas companies' spending. The profitability of the group is subject to a number of operational risks, including increased competition, attractiveness of technology, changes in governmental regulations, licences and permits and adverse weather conditions.

The principal risks and uncertainties of the Petroleum Geo-Services Group, which include those of the company, are discussed in more detail on pages 42 to 44 of the group's annual report.

**Key performance indicators ("KPIs")**

The directors of the Petroleum Geo-Services Group 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 PGS Seismic (UK) Limited. The development, performance and position of the group, which includes the company, is discussed on pages 37 to 46 of the group's annual report which does not form part of this report.

Signed on behalf of the Board by:



G Langseth  
Director

25 October 2016

## **PGS SEISMIC (UK) LIMITED**

### **DIRECTORS REPORT**

The directors present their report and the financial statements for the year ended 31 December 2015.

#### **Results and dividends**

The profit for the year after taxation is \$159,000 (2014: \$158,000). The directors do not recommend payment of a dividend (2014: \$nil).

The company has received assurance from its ultimate parent company that it will continue to receive financial support for a period of at least 12 months from the signing of the accounts in order to meet its obligations as they fall due.

#### **Directors of the company**

The directors who held office during the year were as follows:

C Steen-Nilsen

G Langseth

J Reinhardsen

#### **Employee involvement, disabled persons, health & safety**

The company has developed a network for communicating with employees, including those in remote locations or at sea. Pertinent and topical information is distributed on a regular basis and channels for feedback are clearly established. Financial information is available from the parent company's web site and industry and technical news items are distributed and discussed at regular intervals.

The company will always give due consideration for job vacancies to disabled persons and, should an employee working in a harsh environment become disabled, full consideration will be given to retaining that person in alternative work wherever possible.

The company aspires to the highest standards of health, safety and regard for the environment. It participates in industry forums and maintains an active information and reporting system for areas of operation with particular risks.

#### **Charitable and political donations**

The company made no political or charitable donations during 2015 (2014: \$nil).

#### **Information to the auditor**

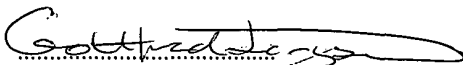
Each of the directors at the date of approval of this report confirms that:

- 1) So far as the director is aware, there is no relevant audit information of which the auditors are unaware; and
- 2) the directors have taken all steps that he/she ought to have taken as a director to make himself/herself 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, the auditors will be deemed to be re-appointed and Ernst & Young LLP will therefore continue in office.

Signed on behalf of the Board by:



G Langseth

Director

25 October 2016

**PGS SEISMIC (UK) LIMITED**  
**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing the Strategic Report, 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 the directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework' ('FRS 101'). 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 apply them consistently;
- make judgements and accounting 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; 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. They 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.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PGS SEISMIC (UK) LIMITED**

We have audited the financial statements of PGS Seismic (UK) Limited for the year ended 31 December 2015 which comprise the Statement of Profit and Loss and Other Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 13. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework'.

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.

### **Respective responsibilities of directors and auditor**

As explained more fully in the Statement of Directors' Responsibilities (set out on page 5), the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

### **Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Strategic Report and Directors' Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

### **Opinion on the financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2015 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PGS SEISMIC  
(UK) LIMITED *(continued)***

**Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us 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

*Ernst & Young LLP*

William Binns (Senior Statutory Auditor)

For and on behalf of Ernst & Young LLP, Statutory Auditor

1 More London Place  
London  
SE1 2AF

Date: 25.10.2016

**PGS SEISMIC (UK) LIMITED**  
**STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME**  
**YEAR ENDED 31 DECEMBER 2015**

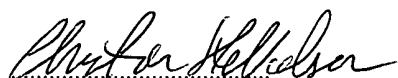
|                                   | Note | 2015<br>\$ 000 | 2014<br>\$ 000 |
|-----------------------------------|------|----------------|----------------|
| Turnover                          |      | -              | -              |
| Cost of sales                     |      | -              | -              |
| <b>Gross profit</b>               |      | -              | -              |
| Administrative expenses           |      | (7)            | (11)           |
| <b>Operating loss</b>             | 5    | (7)            | (11)           |
| Interest receivable               | 7    | 166            | 169            |
| <b>Profit before taxation</b>     |      | 159            | 158            |
| Taxation                          | 8    | -              | -              |
| <b>Profit for the year</b>        |      | 159            | 158            |
| Other comprehensive income        |      | -              | -              |
| <b>Total comprehensive income</b> |      | 159            | 158            |

The company's results are derived from continuing operations.

**PGS SEISMIC (UK) LIMITED**  
**BALANCE SHEET**  
**31 DECEMBER 2015**

|  | Note | 2015<br>\$ 000             | 2014<br>\$ 000             |
|--|------|----------------------------|----------------------------|
| <b>Current assets</b>                          |      |                            |                            |
| Debtors  | 9    | 5,493                      | 5,334                      |
| Creditors: Amounts falling due within one year | 10   | <u>(995)</u>               | <u>(995)</u>               |
| <b>Net current assets</b>                      |      | <u><b>4,498</b></u>        | <u><b>4,339</b></u>        |
| <b>Net assets</b>                              |      | <u><u><b>4,498</b></u></u> | <u><u><b>4,339</b></u></u> |
| <b>Capital and reserves</b>                    |      |                            |                            |
| Called up share capital                        | 11   | 2                          | 2                          |
| Profit and loss account                        |      | <u>4,496</u>               | <u>4,337</u>               |
| <b>Shareholders' funds</b>                     |      | <u><u><b>4,498</b></u></u> | <u><u><b>4,339</b></u></u> |

These financial statements were approved by the Board on <sup>25</sup>October 2016 and signed on its behalf by:



C Steen-Nilsen  
Director

Registered number: 05646810

**PGS SEISMIC (UK) LIMITED**  
**STATEMENT OF CHANGES IN EQUITY**  
**YEAR ENDED 31 DECEMBER 2015**

|                            | Share capital<br>\$ 000 | Profit and loss<br>account<br>\$ 000 | Total<br>\$ 000 |
|----------------------------|-------------------------|--------------------------------------|-----------------|
| At 1 January 2015          | 2                       | 4,337                                | 4,339           |
| Profit for the year        | -                       | 159                                  | 159             |
| Other comprehensive income | -                       | -                                    | -               |
| Total comprehensive income | -                       | 159                                  | 159             |
| <b>At 31 December 2015</b> | <b>2</b>                | <b>4,496</b>                         | <b>4,498</b>    |

|                            | Share capital<br>\$ 000 | Profit and loss<br>account<br>\$ 000 | Total<br>\$ 000 |
|----------------------------|-------------------------|--------------------------------------|-----------------|
| At 1 January 2014          | 2                       | 4,179                                | 4,181           |
| Profit for the year        | -                       | 158                                  | 158             |
| Other comprehensive income | -                       | -                                    | -               |
| Total comprehensive income | -                       | 158                                  | 158             |
| <b>At 31 December 2014</b> | <b>2</b>                | <b>4,337</b>                         | <b>4,339</b>    |

**PGS SEISMIC (UK) LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2015**

**1 General information**

PGS Seismic (UK) Limited contracted to provide seismic services to the oil and gas industry. The company is a private company and is incorporated and domiciled in England and Wales. The address of its registered office is 4, The Heights, Brooklands, Weybridge, Surrey KT13 0NY.

**2 Authorisation of financial statements and statement of compliance with FRS 101**

The financial statements of PGS Seismic (UK) Limited (the "company") for the year ended 31 December 2015 were authorised for issue by the board of directors on ~~25~~ October 2016 and the balance sheet was signed on the board's behalf by C Steen-Nilsen.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards. The Company's financial statements are presented in US dollars as this is the currency in which the company operates.

**3 Accounting policies**

The following accounting policies have been consistently applied in deciding the items which are considered material in relation to the financial statements.

**Basis of preparation**

The Company transitioned from UK Generally Accepted Accounting Practice ("UK GAAP") to FRS 101 for all periods presented. There were no material amendments on the adoption of FRS 101.

The Company has been determined to meet the criteria of a 'qualifying entity' under the definition in FRS 101. The financial statements in which the company is consolidated are available from the ultimate parent company as detailed in note 13.

The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 December 2015.

**Summary of disclosure exemptions**

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of paragraphs 45(b) and 46-52 of IFRS 2 Share based Payment, because the share based payment arrangement concerns the instruments of another group entity;
- the requirements of IFRS 7 Financial Instruments: Disclosures,
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement,
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
  - (i) paragraph 79(a)(iv) of IAS 1;
  - (ii) paragraph 73(e) of IAS 16 Property, Plant and Equipment;
  - (iii) paragraph 118(e) of IAS 38 Intangible Assets;
- the requirements of paragraphs 10(d), 10(f), 39(c) and 134-136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;

**PGS SEISMIC (UK) LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2015**

**3 Accounting policies (continued)**

- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraph 17 of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member ; and
- the requirements of paragraphs 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

The company has been determined to meet the criteria of a 'qualifying entity' under the definition in FRS101.

The financial statements in which the company is consolidated are available from the ultimate parent company as detailed in note 13.

**Going concern**

The company's business activities, together with the factors likely to affect its future development and position, are set out in the Business Review section of the Strategic Report.

The financial statements have been prepared on the going concern basis which the directors believe to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by Petroleum Geo-Services ASA ("PGS"), the company's ultimate parent undertaking. PGS has provided the company with an undertaking that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company and in particular will not seek repayment of the amounts currently made available. This should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. The directors of the Company are satisfied with the ability of PGS to meet their undertaking.

The company participates in the group's centralised treasury arrangements and so shares banking arrangements with its parent and fellow subsidiaries. In May 2016, PGS received consent from the required lenders of the Revolving Credit Facility ("RCF") to amend the total leverage ratio maintenance covenant ("TLR") through September 30, 2017, creating significantly more headroom and preserving a strong liquidity reserve.

In the current weak market it is likely that PGS will need to make additional drawings on the RCF during the coming year, and there is a risk that the TLR may exceed the maximum during 2017 as a consequence of the maximum TLR reverting to the level prior to amendment for Q4 2017. PGS expects to be able, if and when such risk becomes significant, to agree further amendments to ensure that the RCF is available for drawing or to implement other available measures, such as refinancing or raising equity capital, to avoid a covenant breach.

If PGS ends up breaching the TLR covenant, this would represent an event of default under the loan agreement. In such case PGS may be able to continue to access the RCF if it receives a waiver of the breach or if PGS implements remedial actions, such as refinancing or raising equity capital, acceptable for the banks. Should a breach continue without a waiver or re-mediation by PGS, the RCF agent or a majority of the RCF banks could ultimately declare default and demand a repayment of drawings on the RCF which again would represent an event of default in most of PGS' other loan agreements. However, this scenario is in PGS' view highly unlikely since (i) the risk of an eventual breach will tend to be quite late in 2017; (ii) PGS believes that it has plans and available measures to avoid an event of default and; (iii) even in an event of default, several viable alternatives to avoid acceleration would exist.

As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue, although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

**PGS SEISMIC (UK) LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2015**

**3 Accounting policies (continued)**

On the basis of their assessment of the company's financial position and available liquidity resources, including the current structure and terms of the ultimate parent company debt, the company's directors have a reasonable expectation that the company has sufficient funding and liquidity to be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

**Foreign currency transactions and balances**

Transactions in foreign currencies are initially recorded at the USD exchange rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into USD at the rates prevailing on the reporting period date. Foreign exchange gains and losses resulting from the settlement of foreign currency transactions and from the translation of realised and unrealised monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

**Taxation**

The income tax expense recognised in the income statement is comprised of the sum of current tax expense (or benefit) plus the change in deferred tax liabilities and assets during the period, except for current and deferred income tax relating to items recognised in profit or loss, in which case the tax is also recognised in profit or loss.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities are calculated using the liability method for all temporary differences between the carrying amount of assets and liabilities in the financial statements and for tax purposes, including tax losses carried forward.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent it is no longer probable that estimated future taxable profit will be sufficient to recover all or part of the deferred tax asset. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent it has become probable that estimated future taxable profit is sufficient to recover the deferred tax asset. The probability assessment is based on management's judgment and estimates of future taxable income, including the estimated effect of tax planning opportunities.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the estimated year of realisation or settlement, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes are related to the same taxable entity and the same taxation authority.

**Financial assets and liabilities**

Financial assets and liabilities are recognised when the Company becomes party to the contractual obligations of the financial instrument and are initially recognised at fair value.

Financial assets and liabilities are classified into categories as follows:

*Financial assets and liabilities measured at fair value through profit or loss*

This category is comprised of financial assets and liabilities held-for-trading and financial assets and liabilities designated upon initial recognition as measured at fair value through the profit or loss.

**PGS SEISMIC (UK) LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2015**

**3 Accounting policies (continued)**

Financial assets and liabilities are classified as held-for-trading if they are acquired for the purpose of selling in the near term. Derivatives are classified as held-for-trading unless designated as effective hedging instruments.

After initial recognition, financial assets and liabilities in this category are measured at fair value with unrealised gains and losses recognised through profit or loss.

*Financial assets and liabilities measured at amortised cost*

This category is comprised of loans and receivables and other non-derivative financial assets and liabilities with fixed or determinable payments that are not quoted in an active market. These financial assets and liabilities are initially recognised at fair value, with additions for directly attributable transaction costs. After initial measurement, they are carried at amortised cost using the effective interest method less any allowance for impairment.

*Financial assets and liabilities measured at fair value through the statement of other comprehensive income*

This category is comprised of financial assets and liabilities that are non-derivatives and are either designated as available-for-sale or not classified in any of the other categories. After initial measurement, they are measured at fair value with unrealized gains or losses recognized in profit or loss. When the asset or liability is disposed of, the cumulative gain or loss previously recorded in profit or loss is reversed and recognized in profit or loss.

The fair value of financial instruments that are traded in active markets at each reporting date is determined by reference to quoted market prices or dealer price quotations, without any deduction for transaction costs. For financial instruments not traded in an active market, the fair value is determined using appropriate valuation techniques. Such techniques may include using recent arm's length market's transaction, reference to the current fair value of other instruments that are substantially the same, discounted cash flow analysis or other valuation models.

The Company assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired. In the case of equity instruments designated as available-for-sale, a significant or prolonged decline in the fair value of the instrument below its cost is an indication of impairment. If such evidence exists for available-for-sale financial assets, the cumulative loss - measured as the difference between the acquisition cost and the current fair value, less any previously recognized impairment - is reversed through profit or loss and recognized in profit or loss. Impairment recognized in profit or loss on equity instruments is not reversed.

**4 Critical accounting judgements, estimates and assumptions**

The preparation of financial statements in accordance with FRS101 requires management to make estimates, assumptions and judgments that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities. In many circumstances, the ultimate outcome related to the estimates, assumptions and judgments may not be known for several years after the preparation of the financial statements. Actual amounts may differ materially from these estimates due to changes in general economic conditions, changes in laws and regulations, changes in future operating plans and the inherent imprecision associated with estimates.

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.



**PGS SEISMIC (UK) LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2015**

**4 Critical accounting judgements, estimates and assumptions (continued)**

*Provision for contingencies, claims and tax litigations*

The Company records accruals for contingencies, claims and other uncertain liabilities, including possible tax litigation, when it is more likely than not that a liability has been incurred and the amount can be reasonably estimated. These accruals are adjusted periodically as assessments change or new or additional information becomes available. In estimating the likelihood of an unfavorable outcome, management evaluates the specific facts and circumstances in light of the related laws and regulations; advice from external counsel; and the outcome of similar cases, if any. Because of the inherent uncertainty in estimating the future outcome of such matters, it is possible that some of these matters will ultimately result in the Company incurring a material liability.

**5 Operating profit**

Arrived at after charging/(crediting)

|                                     | 2015<br>\$ 000 | 2014<br>\$ 000 |
|-------------------------------------|----------------|----------------|
| Auditor's remuneration              |                |                |
| - Audit of the financial statements | <u>7</u>       | <u>11</u>      |

**6 Directors' remuneration**

There were no employees other than the directors employed during the year. None of the directors received any fees or remunerations for services as a director of the company during the financial year (2014: Nil).

The remuneration of the directors is paid by the parent company, which makes no recharges to the company. The directors act in a group capacity only and do not allocate specific time to the company and therefore it is not possible to make an accurate apportionment of their emoluments in respect of the company.

**7 Interest receivable**

|                                    | 2015<br>\$ 000 | 2014<br>\$ 000 |
|------------------------------------|----------------|----------------|
| Interest receivable on group loans | <u>166</u>     | <u>169</u>     |

**8 Income tax**

**(a) Analysis of tax charged/(credited)**

|                                 | 2015<br>\$ 000 | 2014<br>\$ 000 |
|---------------------------------|----------------|----------------|
| <b>Current taxation</b>         |                |                |
| UK corporation tax              | <u>-</u>       | <u>-</u>       |
| <b>Total current income tax</b> | -              | -              |
| <b>Deferred taxation</b>        |                |                |
| Total deferred taxation         | <u>-</u>       | <u>-</u>       |
| <b>Tax expense</b>              | <u>-</u>       | <u>-</u>       |

**PGS SEISMIC (UK) LIMITED**  
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**8 Income tax (continued)**

**(b) Factors affecting current tax charge**

The tax on profit before tax for the year is lower than the standard rate of corporation tax in the UK (2014 - lower than the standard rate of corporation tax in the UK) of 20.25% (2014 - 21.5%).

The differences are reconciled below:

|  | <b>2015</b><br><b>\$ 000</b> | <b>2014</b><br><b>\$ 000</b> |
|--|------------------------------|------------------------------|
| Profit before tax  | <u>159</u>                   | <u>158</u>                   |
| Corporation tax at standard rate                         | 32                           | 34                           |
| Group relief surrendered/(claimed) for nil consideration | <u>(32)</u>                  | <u>(34)</u>                  |
| <b>Total tax charge</b>                                  | <u><u>-</u></u>              | <u><u>-</u></u>              |

**9 Debtors**

|   | <b>2015</b><br><b>\$ 000</b> | <b>2014</b><br><b>\$ 000</b> |
|---|------------------------------|------------------------------|
| Amounts receivable from ultimate parent undertaking | <u>5,493</u>                 | <u>5,334</u>                 |
|   | <u><u>5,493</u></u>          | <u><u>5,334</u></u>          |

Amounts owed by the ultimate parent undertaking, Petroleum Geo-Services ASA, are repayable on demand and unsecured, and bear interest at 3-month LIBOR plus 3% per annum.

Amounts receivable from other group undertakings are treated as trading balances and do not bear any interest.

**10 Creditors**

|                  | <b>2015</b><br><b>\$ 000</b> | <b>2014</b><br><b>\$ 000</b> |
|------------------|------------------------------|------------------------------|
| Accrued expenses | <u>995</u>                   | <u>995</u>                   |

Amounts owed to other group undertakings are treated as trading balances and do not bear any interest.

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**11 Share capital**

**Allotted, called up and fully paid shares**

|                            | <b>2015</b>  |               | <b>2014</b>  |               |
|----------------------------|--------------|---------------|--------------|---------------|
|                            | <b>No.</b>   | <b>\$ 000</b> | <b>No.</b>   | <b>\$ 000</b> |
| Ordinary shares of £1 each | <u>1,000</u> | <u>2</u>      | <u>1,000</u> | <u>2</u>      |

**12 Related party transactions**

As a wholly owned subsidiary of Petroleum Geo-Services ASA the company has taken advantage of the exemption under paragraph 8(k) of FRS101 not to disclose transactions with other wholly owned group companies. There were no other related party transactions.

**13 Ultimate parent undertaking**

The company's immediate parent undertaking is Petroleum Geo-Services (UK) Limited, a company incorporated in the United Kingdom. The ultimate parent and controlling party is Petroleum Geo-Services ASA, a company registered in Norway.

The smallest and largest group in which the results of the company are consolidated is that headed by Petroleum Geo-Services ASA. These financial statements are available upon request from Petroleum Geo-Services ASA, Lilleakerveien 4C, P.O. Box 251 Lilleaker, 0216 Oslo, Norway.

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**Adoption of FRS 101**

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards. For all periods up to and including the year ended 31 December 2014, the company prepared its financial statements in accordance with UK GAAP. Accordingly, the company has prepared financial statements which comply with FRS 101 applicable for periods ending on 31 December 2015, together with the comparative period data as at and for the year ended 31 December 2014. There were no adjustments required to the Statement of Profit and Loss and Other Comprehensive Income or the Balance Sheet as a result of the transition from UK GAAP to FRS 101.

**Reconciliation of balance sheet as at 1 January 2014**

|  | UK GAAP<br>\$ 000 | Adjustment<br>\$ 000 | FRS 101<br>\$ 000 |
|--|-------------------|----------------------|-------------------|
| <b>Current assets</b>                          |                   |                      |                   |
| Debtors  | 5,180             | -                    | 5,180             |
|  | <u>5,180</u>      | <u>-</u>             | <u>5,180</u>      |
| Creditors: Amounts falling due within one year | (999)             | -                    | (999)             |
| <b>Net current assets</b>                      | <u>4,181</u>      | <u>-</u>             | <u>4,181</u>      |
| <b>Net assets</b>                              | <u>4,181</u>      | <u>-</u>             | <u>4,181</u>      |
| <b>Capital and reserves</b>                    |                   |                      |                   |
| Share capital                                  | 2                 | -                    | 2                 |
| Profit and loss account                        | 4,179             | -                    | 4,179             |
| <b>Shareholders' funds</b>                     | <u>4,181</u>      | <u>-</u>             | <u>4,181</u>      |

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**Reconciliation of balance sheet as at 31 December 2014**

|  | UK GAAP<br>\$ 000 | Adjustment<br>\$ 000 | FRS 101<br>\$ 000 |
|--|-------------------|----------------------|-------------------|
| <b>Current assets</b>                          |                   |                      |                   |
| Debtors  | 5,334             | -                    | 5,334             |
|  | <u>5,334</u>      | <u>-</u>             | <u>5,334</u>      |
| Creditors: Amounts falling due within one year | (995)             | -                    | (995)             |
|  | <u>4,339</u>      | <u>-</u>             | <u>4,339</u>      |
| <b>Net current assets</b>                      | <u>4,339</u>      | <u>-</u>             | <u>4,339</u>      |
| <b>Net assets</b>                              | <u>4,339</u>      | <u>-</u>             | <u>4,339</u>      |
| <br><b>Capital and reserves</b>                |                   |                      |                   |
| Share capital                                  | 2                 | -                    | 2                 |
| Profit and loss account                        | 4,337             | -                    | 4,337             |
|  | <u>4,339</u>      | <u>-</u>             | <u>4,339</u>      |
| <b>Shareholders' funds</b>                     | <u>4,339</u>      | <u>-</u>             | <u>4,339</u>      |

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**Reconciliation of statement of profit and loss and other comprehensive income for the year ended 31 December 2014**

|                                   | <b>UK GAAP</b>    | <b>Adjustment</b> | <b>FRS 101</b>    |
|-----------------------------------|-------------------|-------------------|-------------------|
|                                   | <b>\$000</b>      | <b>\$000</b>      | <b>\$000</b>      |
| Turnover                          | -                 | -                 | -                 |
| Cost of sales                     | -                 | -                 | -                 |
| <b>Gross profit</b>               | <u>-</u>          | <u>-</u>          | <u>-</u>          |
| Administrative expenses           | (11)              | -                 | (11)              |
| <b>Operating loss</b>             | <u>(11)</u>       | <u>-</u>          | <u>(11)</u>       |
| Interest receivable               | 169               | -                 | 169               |
| <b>Profit before taxation</b>     | <u>158</u>        | <u>-</u>          | <u>158</u>        |
| Taxation                          | -                 | -                 | -                 |
| <b>Profit for the year</b>        | <u>158</u>        | <u>-</u>          | <u>158</u>        |
| Other comprehensive income        | -                 | -                 | -                 |
| <b>Total comprehensive income</b> | <u><u>158</u></u> | <u><u>-</u></u>   | <u><u>158</u></u> |