UNAUDITED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2016 PAGES FOR FILING WITH REGISTRAR

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COMPANY INFORMATION

Directors

Mr D J Sim

Mr P H Samlalsingh

(Appointed 23 March 2017) (Appointed 23 March 2017)

Mr J R A Padgham

Company number

SC403862

Registered office

Unit 11

Ashley Base Pitmedden Road

DYCE AB21 0DP

Accountants

Johnston Carmichael LLP

Bishop's Court 29 Albyn Place **ABERDEEN** AB10 1YL

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BALANCE SHEET AS AT 31 DECEMBER 2016

| | | 20 | 16 | 201 | 5 |
|---------------------------------------|-------|-----------|-------------|-------------|---------|
| • | Notes | £ | £ | £ | £ |
| Fixed assets | | | | | |
| Tangible assets | 3 | | 11,726 | | 21,864 |
| Investments | 4 | | 6,246 | | 6,246 |
| | | | 17,972 | | 28,110 |
| Current assets | | | • | | |
| Stocks | | 116,832 | | 214,036 | |
| Debtors | 6 | 1,513,540 | | 1,511,018 | |
| Cash at bank and in hand | | 305,562 | | 307,539 | |
| | | 1,935,934 | | 2,032,593 | |
| Creditors: amounts falling due within | 7 | | | | |
| one year | | (909,673) | | (1,114,331) | |
| Net current assets | | | 1,026,261 | | 918,262 |
| Total assets less current liabilities | | | 1,044,233 | | 946,372 |
| Provisions for liabilities | | | - | | (2,136) |
| Net assets | ٠ | | 1,044,233 | | 944,236 |
| | | | | - | |
| Capital and reserves | | | | | |
| Called up share capital | 8 | | 10,000 | | 10,000 |
| Profit and loss reserves | | | 1,034,233 | | 934,236 |
| Total equity | | | 1,044,233 | | 944,236 |
| • | | | | | |

BALANCE SHEET (CONTINUED)

AS AT 31 DECEMBER 2016

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

For the financial year ended 31 December 2016 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

Mr D J Sim **Director**

Company Registration No. SC403862

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

Company information

Online Valves Limited is a private company limited by shares incorporated in Scotland. The registered office and business address is Unit 11, Ashley Base, Pitmedden Road, DYCE, AB21 0DP.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

These financial statements for the year ended 31 December 2016 are the first financial statements of Online Valves Limited prepared in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. The date of transition to FRS 102 was 1 January 2015. The reported financial position and financial performance for the previous period are not affected by the transition to FRS 102.

1.2 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

1.3 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Plant and equipment

3 years straight line

Fixtures and fittings

3 years straight line

Computers

3 years straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.4 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

(Continued)

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.5 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

1.6 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at the lower of replacement cost and cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.7 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.8 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are measured at transaction price including transaction costs.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

(Continued)

Basic financial liabilities

Basic financial liabilities, including creditors and loans from fellow group companies, are recognised at transaction price

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less.

1.9 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.10 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.11 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.12 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

(Continued)

1.13 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

1.14 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the profit and loss account for the period.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was 9 (2015 - 6).

3 Tangible fixed assets

| | | Plant and mac | hinery etc £ |
|---|--|---------------|-----------------|
| | Cost | | |
| | At 1 January 2016 and 31 December 2016 | | 30,413 |
| | Depreciation and impairment | | |
| | At 1 January 2016 | | 8,549 |
| | Depreciation charged in the year | | 10,138 |
| | At 31 December 2016 | | 18,687 |
| | Carrying amount | | |
| | At 31 December 2016 | | 11,726 |
| | At 31 December 2015 | | 21,864 ==== |
| 4 | Fixed asset investments | - | |
| | | 2016 | 2015 |
| | | £ | £ |
| | Investments | 6,246 | 6,246 |
| | | === | |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

| 4 | Fixed asset investments | (Continued) |
|---|--------------------------------------|--------------|
| | Movements in fixed asset investments | Shares in |
| | | group |
| | | undertakings |
| | Cost or valuation | £ |
| | At 1 January 2016 & 31 December 2016 | 6,246 |
| | Carrying amount | |
| | At 31 December 2016 | 6,246 |
| | At 31 December 2015 | 6,246 |
| | | |

5 Subsidiaries

Details of the company's subsidiaries at 31 December 2016 are as follows:

| | Name of undertaking | Registered office | Nature of business | Class of shares held | | % Held ect Indirect |
|---|---------------------------|-------------------|---|-------------------------|-----|------------------------|
| | Online Valves Ltd Inc | USA | Provision of services to oil and gas industry | Ordinary | 100 | .00 |
| 6 | Debtors | | | | _ | |
| | Amounts falling due wit | hin one year: | | 201 | £ | 2015 £ |
| | Trade debtors | | | 391,72 | :9 | 1,441,386 |
| | Corporation tax recoveral | ole | | 7,67 | '3 | - |
| | Amounts due from group | undertakings | | 1,075,00 | 1 | - |
| | Other debtors | | | 39,13 | 37 | 69,632 |
| | | | | 1,513,54 | 0 | 1,511,018 |
| | | | | | = | |

While amounts due from group undertakings reported above are due within one year, the directors do not expect repayment of the full amount due to be made within one year.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

| 7 | Creditors: amounts falling due within one year | | |
|---|--|---------|-----------|
| | · | 2016 | 2015 |
| | | £ | £ |
| | Trade creditors | 708,385 | 852,723 |
| | Amounts due to group undertakings | - | 82,863 |
| | Corporation tax | 129,551 | 73,637 |
| | Other taxation and social security | 10,660 | 6,799 |
| | Other creditors | 61,077 | 98,309 |
| | | 909,673 | 1,114,331 |
| 8 | Called up share capital | | |
| | | 2016 | 2015 |
| | • | £ | £ |
| | Ordinary share capital | | |
| | Issued and fully paid | | |
| | 10,000 Ordinary of £1 each | 10,000 | 10,000 |
| | | | |

9 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

| 2015 | 2016 |
|---------|---------|
| £ | £ |
| 210,533 | 194,536 |

10 Directors' transactions

During the year interest of £15,562 was charged on a loan due to a director. The closing balance due to directors at the year end was £3,112.