

STENA (UK) LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

STENA (UK) LIMITED

COMPANY INFORMATION

Directors	Michael Hugh Percy Mauro Mattiuzzo Mikael Fredrik Stenvaller Ian Hampton Annika Hult Sindo Dominic Fernandez-Ares
Registered number	02766012
Registered office	First Floor 6 Arlington Street London SW1A 1RE
Independent auditors	PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors The Capitol 431 Union Street Aberdeen AB11 6DA

STENA (UK) LIMITED

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STENA (UK) LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

Introduction

The Directors present the Strategic Report and audited financial statements of Stena (UK) Limited (the "Company") for the year ended 31 December 2024.

Principal activities

The Company is an investment holding and financing Company.

Strategy and Business review

The Company is an investment holding Company. Investments are principally held in respect of wholly-owned shipping and drilling operating companies in the UK and overseas. Details of investments held by the Company are set out in note 12 to the financial statements.

Business reviews in respect of the Company's principal UK investments for the year ended 31 December 2024 are included in the financial statements of the companies listed in note 12 to the financial statements.

On 1 January 2024, the Company transferred its ownership of Stena North Atlantic Limited to a subsidiary, for the same value as the initial investment.

On 9 October 2024, the Company invested \$60.0m in its subsidiary Stena Drilling (Holdings) Limited.

On 17 December 2024, the Company issued 380,315,000 £1.00 Ordinary shares at par on 16 December 2024, equating to \$483,000,000 of further share capital.

Also on 17 December 2024, the Company invested \$171.0m in its subsidiary Stena Drilling (Holdings) Limited and \$113.0m and \$146.0m respectively into its newly incorporated subsidiaries Stena Carron Limited and Stena Drillmax Limited.

Results and dividends

The Company made a profit for the financial year of \$5.6m (2023: \$5.2m).

During the year, the Company received dividends of \$6.5m (2023: \$5.3m) from its subsidiaries.

No dividend was paid to the parent company, Stena International SA, during the year (2023: \$nil).

The financial position of the Company is shown on page 11.

STENA (UK) LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2024

Principal risks and uncertainties

The principal risks and uncertainties faced by the Company include the cyclical nature of the shipping and drilling industries in which its investments operate, in the UK and globally. The carrying values of the Company's investments are reviewed by the Directors annually against the investments' underlying business performance and net assets.

As the Company is a holding and financing company, key financial indicators are limited, but include exchange risk management and the cost of financing.

The Company's trading and financing transactions are principally US Dollar denominated. Consequently, the financial statements are presented in US Dollars.

The Company is affected by movements in foreign exchange rates in respect of loans and receivables which are not denominated in the functional currency of US Dollars (principally Sterling and Euro).

The Company is exposed to credit and cash flow risks in the normal course of business, which is managed through the credit control procedures in place.

The ongoing conflicts in Ukraine and the Middle East have had no major consequences on the Company's operations to date. The long term effects will most likely be limited as long as these conflicts are geographically contained. Should this change, the effect on the business of the company's subsidiaries could be extensive and hence impact the value of the investments. Management and the Directors are continuing to closely monitor the situations in Ukraine and the Middle East and their potential effects on the Company's subsidiaries to date.

Financial key performance indicators

The Directors review the value of investments in subsidiaries in combination with the actual and projected results provided by the respective management teams. The investment value as at 31 December 2024 is \$1,278.4m (2023: \$788.4m), having invested in 2 new companies on their incorporation and further invested in an existing subsidiary.

Liquidity is continuously monitored and the net cash position as at 31 December 2024 is \$2.2m (2023: \$3.7m). Any surplus retained earnings in subsidiaries is to be distributed, in order to improve the liquidity of the company.

The Directors monitor the following metrics as indicators of the performance of the business, which are in line with the Company's strategy:

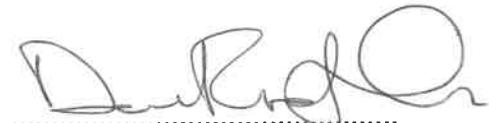
	2024	2023
	\$000	\$000
Turnover	3,715	3,042
Income from shares in group undertakings	6,537	5,260
Profit for the financial year	5,639	5,205
Total shareholders' funds	1,246,109	757,147
Total assets	1,281,573	794,006
Solvency %	97	95

Solvency % is total shareholders' funds/ total assets.

STENA (UK) LIMITED

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024**

This report was approved by the board and signed on its behalf on 13 May 2025.



Sindo Dominic Fernandez-Ares
Director

STENA (UK) LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

The directors present their report and the audited financial statements for the year ended 31 December 2024.

Dividends and Financial Risk Management

Reference is made to the relevant sections in the Strategic Report.

Directors' responsibilities statement

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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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 for the Company's financial statements and then apply them consistently;
- make judgments 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;
- 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 to 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.

STENA (UK) LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2024

Directors

The directors who served during the year and up to the date of signing the financial statements were:

Michael Hugh Percy
Mauro Mattiuzzo
Mikael Fredrik Stenvaller
Ian Hampton
Annika Hult
Sindo Dominic Fernandez-Ares

The Directors benefited from qualifying third party indemnity provisions in place during the financial year and at the date of the approval of the financial statements.

Environmental matters

Climate and energy issues are important to the Stena AB group business and plans. Areas of focus for Stena are energy efficiency improvement, the transition to renewable energy, and electrification. The group has a tradition of strong technical expertise, which enables innovation, development and implementation of future climate-smart technology and solutions. While many initiatives are in progress, Stena is well aware that the rate of transformation needs to increase sharply in the coming years in order to achieve society's climate goals.

Going concern

The Company (together with two other group companies) has a multicurrency revolving credit facility provided by a fellow group company, AB Stena Finans. As at 31 December 2024 the limit of the facility was \$140.0m (2023: \$170.0m), reducing by \$30.0m per annum.

At year-end, and as at the date of signing, \$0.0m (2023: \$0.0m) was drawn on the facility, leaving a further \$140.0m (2023: \$170.0m) undrawn. The facility was extended in February 2025 to mature on 31 December 2028.

Based upon the availability of its drawn and undrawn loan facilities and having reviewed the Company's future forecast cash flows, the Directors expect the Company to be a going concern for at least 12 months from the date of signing the financial statements and therefore prepared the financial statements on a going concern basis.

Future developments

The markets in which the Company has invested are evaluated on an ongoing basis and management and the Directors have at this stage, no significant doubts about the continued operations of the Company's subsidiaries as the overall business is expected to positively develop in 2024.

Amendments to the International Convention for the Prevention of Pollution from Ships (MARPOL) Annex VI entered into force on 1 November 2022. Developed under the framework of the Initial IMO Strategy on Reduction of GHG Emissions from Ships agreed in 2018, these technical and operational amendments require ships to improve their energy efficiency in the short term and thereby reduce their greenhouse gas emissions.

From 1 January 2023 it is mandatory for all ships to calculate their attained Energy Efficiency Existing Ship Index (EEXI) to measure their energy efficiency and to initiate the collection of data for the reporting of their annual operational carbon intensity indicator (CII) and CII rating.

These measurements have been implemented as a stimulus to reduce carbon intensity of all ships by 40% by 2030, compared to the 2008 baseline.

The Company and wider group are investing in research to ensure that all vessels held have reduced their carbon intensity, for both the short-term and long-term, in alignment with the IMO Strategy.

STENA (UK) LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2024

Engagement with suppliers, customers and others

All customers and the majority of suppliers are from within the wider Stena AB group. Management maintain good relationships with all the business areas in the group, with regular communication. Transfer pricing rules are adhered to using market data and third party guidance, where required.

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Independent auditors

The auditors, PricewaterhouseCoopers LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 13 May 2025 and signed on its behalf.



Sindo Dominic Fernandez-Ares
Director

STENA (UK) LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF STENA (UK) LIMITED

Opinion

In our opinion, Stena (UK) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2024 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Balance Sheet as at 31 December 2024; the Statement of Comprehensive Income and the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF STENA (UK) LIMITED (CONTINUED)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 31 December 2024 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Directors' responsibilities statement, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also 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.

In preparing the financial statements, the directors are 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 unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' 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 auditors' 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 (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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF STENA (UK) LIMITED (CONTINUED)

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to the Companies Act 2006 and UK corporation tax legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to manipulation of the results of the company through inappropriate journals entries or bias in assumptions relating to accounting estimates. Audit procedures performed by the engagement team included:

- Discussions with management, including consideration of known or suspected instances of non-compliance of laws and regulations and fraud;
- Reviewing legal and professional expenses and the minutes of meetings of those charged with governance for any indication of non-compliance with laws and regulations;
- Understanding and evaluating the design and implementation of management's controls designed to prevent and detect irregularities;
- Challenging the assumptions and judgements made by management in accounting estimates; and
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations impacting the result for the year.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

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

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

We have no exceptions to report arising from this responsibility.



Martin Cowie (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Aberdeen
13 May 2025

STENA (UK) LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2024

	Note	2024 \$000	2023 \$000
Turnover	4	3,715	3,042
Gross profit		3,715	3,042
Administrative expenses		(2,176)	(2,150)
Operating profit	5	1,539	892
Income from shares in group undertakings		6,537	5,260
Interest receivable and similar income	8	233	931
Interest payable and similar expenses	9	(2,813)	(1,920)
Amounts written off investments		-	(45)
Profit before tax		5,496	5,118
Tax on profit	10	143	87
Profit for the financial year		5,639	5,205
Other comprehensive income/(expenses) for the year			
Actuarial profit/(losses) on defined benefit pension scheme		323	(423)
Other comprehensive income for the year		323	(423)
Total comprehensive income/(expense) for the year		5,962	4,782

The notes on pages 13 to 33 form part of these financial statements.

STENA (UK) LIMITED
REGISTERED NUMBER: 02766012

BALANCE SHEET
AS AT 31 DECEMBER 2024

	Note	2024 \$000	2024 \$000	2023 \$000	2023 \$000
Fixed assets					
Tangible assets	11		398		457
Investments	12		1,278,446		788,446
			<hr/> 1,278,844		<hr/> 788,903
Current assets					
Debtors: amounts falling due within one year	13	147		248	
Cash at bank and in hand		<hr/> 2,582		<hr/> 4,855	
		<hr/> 2,729		<hr/> 5,103	
Creditors: amounts falling due within one year	14	(35,404)		(36,859)	
Net current liabilities			<hr/> (32,675)		<hr/> (31,756)
Total assets less current liabilities			<hr/> 1,246,169		<hr/> 757,147
Provisions for liabilities					
Deferred tax	15		(60)		-
Net assets			<hr/> 1,246,109		<hr/> 757,147
Capital and reserves					
Called up share capital	16		725,148		242,148
Profit and loss account			<hr/> 520,961		<hr/> 514,999
			<hr/> 1,246,109		<hr/> 757,147

The financial statements on pages 9 to 31 were approved and authorised for issue by the board and were signed on its behalf on 13 May 2025.



Sindo Dominic Fernandez-Ares
 Director

The notes on pages 13 to 33 form part of these financial statements.

STENA (UK) LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2024

	Called up share capital \$000	Profit and loss account \$000	Total equity \$000
At 1 January 2023	731,298	(103,933)	627,365
Comprehensive income for the year			
Profit for the year	-	5,205	5,205
Other comprehensive expense	-	(423)	(423)
Total comprehensive income for the year	-	4,782	4,782
Contributions by and distributions to owners			
Shares issued during the year	125,000	-	125,000
Other movement type 1	(614,150)	614,150	-
Total transactions with owners	(489,150)	614,150	125,000
At 31 December 2023 and 1 January 2024	242,148	514,999	757,147
Comprehensive income for the year			
Profit for the year	-	5,639	5,639
Other comprehensive income	-	323	323
Total comprehensive income for the year	-	5,962	5,962
Contributions by and distributions to owners			
Shares issued during the year	483,000	-	483,000
Total transactions with owners	483,000	-	483,000
At 31 December 2024	725,148	520,961	1,246,109

The notes on pages 13 to 33 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

1. General information

Stena (UK) Limited (the "Company") is a private company limited by shares and is incorporated in England, United Kingdom. The address of its registered office is First Floor, 6 Arlington Street, London, England, SW1A 1RE.

The principal activities of the Company are to invest in shipping and drilling operating companies in the UK and overseas.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.2 Financial Reporting Standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- From preparing a statement of cash flows, on the basis that it is a qualifying entity and the consolidated statement of cash flows, included in these financial statements, includes the company's cash flows;
- From the financial instrument disclosures, required under FRS 102 paragraphs, 11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b), 11.48(c), 12.26, 12.27, 12.29(a), 12.29(b) and 12.29A, as the information is provided in the consolidated financial statement disclosures;
- From disclosing share-based payment arrangements, required under FRS 102 paragraphs 26.18(b), 26.19 to 26.21 and 26.23, concerning its own equity instruments, as the company financial statements are presented with the consolidated financial statements and the relevant disclosures are included therein; and
- From disclosing the company key management personnel compensation, as required by FRS 102 paragraph 33.7.

This information is included in the consolidated financial statements of Stena AB (publ.) as at 31 December 2024 and these financial statements may be obtained from Masthuggskajen, 405 19, Gothenburg, Sweden.

2.3 Exemption from preparing consolidated financial statements

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

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

2. Accounting policies (continued)

2.4 Going concern

The Company (together with two other group companies) has a multicurrency revolving credit facility provided by a fellow group company, AB Stena Finans. As at 31 December 2024 the limit of the facility was \$140.0m (2023: \$170.0m), reducing by \$30.0m per annum.

At year-end, and as at the date of signing, \$0.0m (2023: \$0.0m) was drawn on the facility, leaving a further \$140.0m (2023: \$170.0m) undrawn. The facility was extended in February 2025 to mature on 31 December 2028.

Based upon the availability of its drawn and undrawn loan facilities and having reviewed the Company's future forecast cash flows, the Directors expect the Company to be a going concern for at least 12 months from the date of signing the financial statements and therefore prepared the financial statements on a going concern basis.

2.5 Foreign currency translation

The Company's trading and financing transactions are principally US dollar denominated. Since this is the functional currency, the financial statements have been prepared in US Dollars.

Transactions in foreign currencies are recorded using the rate of exchange at the date of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income except when deferred in other comprehensive income.

2.6 Revenue

Revenue is measured at the fair value of the consideration received or receivable and represents the amount receivable for services rendered, net of returns, discounts and rebates allowed by the Company and value added taxes.

The Company provides administrative services mainly to subsidiaries. Revenue is recognised in the accounting period in which the services are rendered.

2.7 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.8 Interest receivable and similar income

Interest income is recognised in profit or loss using the effective interest method.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

2. Accounting policies (continued)

2.9 Interest payable and similar expenses

Interest payable is charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount.

2.10 Pensions

The Company participates in Defined Benefit pension schemes, providing benefits based on final pensionable pay.

The requirements of FRS 102 Section 28 are applied. Where the Company is unable to identify its share of its underlying assets and liabilities on a reasonable and consistent basis such scheme is accounted for as a Defined Contribution Plan. In the case where the plan is a multi-employer plan and the Company has entered into an agreement with the plan that determines how the Company will fund a deficit and where the Company's share of the plan's net asset/ liability can be determined the Company recognizes the net asset/ liability on the balance sheet and accounts for the profit and loss items as required. Changes in the actuarial valuation are recognized under Comprehensive Income.

2.11 Current and deferred taxation

Taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the Profit and Loss Account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end.

Management periodically evaluates positions taken in tax returns in respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred tax is recognised on all timing differences at the reporting date, except for certain exceptions. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

As an exception to the requirements, an entity shall not take into account the effects of Pillar Two legislation when measuring deferred tax assets and deferred tax liabilities.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

2. Accounting policies (continued)

2.12 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Leasehold property - over the length of the lease

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.13 Valuation of investments

Investments in subsidiaries, joint ventures, associates and trade investments are stated at cost less provision for impairment. Impairment reviews are carried out if there is an indication of a reduction in value and if the equity in the investments are lower than the cost. Dividends from investments are recognized when received or approved for payment by the investee.

2.14 Impairment of non-financial assets

At each balance sheet date non-financial assets not carried at fair value are assessed to determine whether there is an indication that the asset may be impaired. If there is such an indication the recoverable amount of the asset is compared to the carrying amount of the asset.

The recoverable amount of the asset is the higher of the fair value less costs to sell and value in use. Value in use is defined as the present value of the future pre-tax and interest cash flows obtainable as a result of the asset's continued use. The pre-tax and interest cash flows are discounted using a pre-tax discount rate that represents the current market risk-free rate and the risks inherent in the asset.

If the recoverable amount of the asset is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised in the Profit and Loss Account, unless the asset has been revalued when the amount is recognised in the Profit and Loss Account to the extent of any previously recognised revaluation. Thereafter any excess is recognised in the Profit and Loss Account.

If an impairment loss is subsequently reversed, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the revised carrying amount does not exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognised in prior periods. A reversal of an impairment loss is recognised in the Profit and Loss Account.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

2. Accounting policies (continued)

2.15 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.16 Financial instruments

The Company has chosen to adopt the Sections 11 and 12 exemption of FRS 102 in respect of financial instruments.

2.17 Financial assets

Basic financial assets, including trade and other debtors and cash and bank balances, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in the Profit and Loss Account.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in Profit and Loss Account.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

2.18 Financial liabilities

Basic financial liabilities, including trade and other creditors, bank loans and loans from fellow group companies, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest. Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

2. Accounting policies (continued)

2.19 Offsetting

Financial assets and liabilities are offset and 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.

2.20 Derivatives

The Company does not generally apply hedge accounting in respect of forward foreign exchange contracts held to manage cash flow exposures of forecast transactions denominated in foreign currencies or for transactions entered into to manage the cash flow exposure of borrowings. Interest rate swaps are held to manage interest rate exposures and are designed as cash flow hedges of floating rate borrowings. Changes to the fair values of derivatives designed as cash flow hedges, and which are effective, are recognized directly in equity. Any ineffectiveness in the hedging relationship (being the excess of the cumulative change in fair value of the hedging instrument since inception of the hedge over the cumulative change in the fair value of the hedged item since inception of the hedge) is recognised in the Profit and Loss Account. Where formal hedge documentation has not been put in place, the movement in the fair value is recognised in the Profit and Loss Account.

The gain or loss recognized in other comprehensive income is reclassified to the Profit and Loss Account when the hedging relationship ends. Hedge accounting is discontinued when the hedge relationship ends. Hedge accounting is discontinued when the hedging instrument expires, no longer meets the hedging criteria, the forecast transaction is no longer highly probable, the hedged debt instrument is derecognised or the hedging instrument is terminated.

2.21 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

3. Judgments in applying accounting policies and key sources of estimation uncertainty

Management make estimates and assumptions concerning future developments in conjunction with the preparation of the financial statements. The resulting accounting estimates will, by definition, rarely be equal to the actual results. These estimations and assumptions implying a significant risk of material adjustments in the carrying amounts of assets and liabilities during the next financial period are discussed below.

Investments in subsidiaries

The Company appraises the investments in subsidiaries by comparison of net assets to investment cost. Where the investment costs are higher than net assets, the Company looks to valuations of the assets held within the subsidiaries, from appraisals carried out by independent brokers. Further assessment is undertaken of business plans and strategies and future expected earnings. If a review indicates that the net carrying value exceeds the recoverable amount the investment is written down to the value indicated by the review.

No impairment losses have been recognised in the current year (2023: Nil). See note 12 for further details.

Defined benefit pension scheme

The Company participates in two industry wide defined benefit pension schemes. The costs of these benefits and the present value of the obligation depend on a number of factors, including: life expectancy, salary increases, asset valuations and the discount rate on corporate bonds. Management uses third party actuaries to assist in these estimates in determining the net pension obligation on the Balance Sheet. The assumptions reflect historical experience and current trends. In the judgement of the directors, the company does not have sufficient information on the plan assets and liabilities to be able to reliably account for its share of the defined benefit obligation and plan assets. Therefore, the scheme is accounted for as a defined contribution scheme. At the balance sheet date, the Company's proportion of the schemes' net assets/ liabilities is reflected within current assets or liabilities. See notes and for details of these pension schemes.

4. Turnover

The whole of the turnover is attributable to administrative services.

	2024 \$000	2023 \$000
United Kingdom	3,715	3,042
	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>
	3,715	3,042

STENA (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

5. Operating profit

The operating loss is stated after (crediting)/ charging:

	2024 \$000	2023 \$000
Exchange differences	56	48
Other operating lease rentals	234	257
Depreciation	<u>59</u>	<u>59</u>
	2024 \$000	2023 \$000
Fees payable to the Company's auditors and their associates for the audit of the Company's annual financial statements	<u>5</u>	<u>7</u>

The Company has taken advantage of the exemption not to disclose amounts paid for non audit services as these are disclosed in the group accounts of the parent Company.

The directors have agreed with the Company's auditors that the auditor's liability to damages for breach of duty in relation to the audit of the Company's financial statements for the year to 31 December 2024 should be limited to the greater of £5,000,000 or 5 times the auditor's fee for the statutory audit, and that, in any event, the auditor's liability for damages will be limited to that part of any loss suffered by the Company as is just and equitable having regard to the extent to which the auditor, the Company and any third parties are responsible for the loss in question. The shareholders of the Company approved this liability limitation agreement, as required by the Companies Act 2006, by a resolution dated 21 January 2025.

6. Employees

Staff costs, including directors' remuneration, were as follows:

	2024 \$000	2023 \$000
Wages and salaries	648	628
Social security costs	79	66
Other pension costs	<u>154</u>	<u>59</u>
	<u>881</u>	<u>753</u>

The average monthly number of employees, including the directors, during the year was as follows:

	2024 No.	2023 No.
Administration	<u>7</u>	<u>7</u>

STENA (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

7. Directors' remuneration

	2024 \$000	2023 \$000
Directors' emoluments	386	382
Company contributions to defined contribution pension schemes	36	33
	422	415

The highest paid director received remuneration of \$302 thousand (2023 - \$273 thousand).

The value of the Company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to \$36 thousand (2023 - \$33 thousand).

8. Interest receivable and similar income

	2024 \$000	2023 \$000
Bank deposit interest	233	931
	233	931

9. Interest payable and similar expenses

	2024 \$000	2023 \$000
Bank interest and other charges	108	22
Interest payable to group undertakings	2,705	1,898
	2,813	1,920

STENA (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

10. Tax on profit

	2024 \$000	2023 \$000
Corporation tax		
Group relief receivable at 25% (2023: 23.5%)	(226)	(11)
Adjustments in respect of previous periods	15	33
	<u>(211)</u>	<u>22</u>
	<u><u>(211)</u></u>	<u><u>22</u></u>
Total current tax		
Deferred tax		
Current year	68	(118)
Adjustments in respect of previous periods	-	9
	<u>68</u>	<u>(109)</u>
Tax on profit		
Factors affecting tax (credit)/ charge for the year		

The tax assessed for the year is lower than (2023 - *lower than*) the standard rate of corporation tax in the UK of 25% (2023 - 23.5%). The differences are explained below:

	2024 \$000	2023 \$000
Profit before tax	<u>5,496</u>	<u>5,118</u>
Profit before tax multiplied by standard rate of corporation tax in the UK of 25% (2023 - 23.5%)	1,374	1,203
Effects of:		
Permanent differences	21	11
Adjustments to tax charge in respect of previous periods	15	42
Changes in provisions	81	(100)
Dividends from UK companies	(1,634)	(1,236)
Deferred tax rate changes	-	(7)
Total tax credit for the year	<u><u>(143)</u></u>	<u><u>(87)</u></u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

10. Tax on profit (continued)

OECD Pillar Two model rules

The Company is within the scope of the OECD Pillar Two model rules. Pillar Two legislation has been enacted in the UK, the jurisdiction in which the entity is incorporated, and is effective in 2024.

Under the legislation, the group is liable to pay a top-up tax in the UK for the difference between the GloBE effective tax rate for each jurisdiction and the 15% minimum rate. In addition, top-up taxes are payable locally where qualifying domestic minimum top-up taxes have been legislated and are in effect.

The group applies the exemption to recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes, as provided in the amendments to IAS 12 issued in May 2023.

The group intend to take the safe harbour exemptions in accordance with the satisfaction of the required criteria for the UK.

11. Tangible assets

	Leasehold property \$000
Cost	
At 1 January 2024	580
At 31 December 2024	580
Accumulated depreciation	
At 1 January 2024	123
Charge for the year on owned assets	59
At 31 December 2024	182
Net book value	
At 31 December 2024	398
At 31 December 2023	457

STENA (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

12. Investments

	Investments in subsidiary companies \$000
Cost	
At 1 January 2024	788,446
Additions	490,000
At 31 December 2024	<u>1,278,446</u>
Net book value	
At 31 December 2024	<u>1,278,446</u>
At 31 December 2023	<u>788,446</u>
On 1 January 2024, the Company transferred its ownership of Stena North Atlantic Limited to a subsidiary, for the same value as the initial investment of €100.	
On 9 October 2024, the Company invested \$60.0m in its subsidiary Stena Drilling (Holdings) Limited.	
On 17 December 2024, the Company invested \$171.0m in its subsidiary Stena Drilling (Holdings) Limited and \$113.0m and \$146.0m respectively into its newly incorporated subsidiaries Stena Carron Limited and Stena Drillmax Limited.	
In the opinion of the Directors, the investments in, and amounts due from, the Company's subsidiary companies are worth at least the amounts at which they are stated in the balance sheet.	

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

12. Investments (continued)

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Holding
Stena North Sea Limited	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Ropax Limited	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Icemax Limited	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Carron Limited	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Evolution Limited	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Drillmax Limited	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena North Atlantic Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Drilling (Holdings) Limited	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Drilling HR Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Drilling Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Drillmax Ice Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Forth Drilling Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena HSD Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Oilfield Services Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Spey Services Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Spey Chartering Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Carron Drilling Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

12. Investments (continued)

Subsidiary undertakings (continued)

Name	Registered office	Holding
Subsea Leasing Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Don Drilling Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Wells Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Evolve Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
NMG Ship Management Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Stena Evolution Drilling Limited*	First Floor, 6 Arlington Street, London, England, SW1A 1RE	100 %
Northern Marine Group Limited	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %
Northern Marine Management Limited*	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %
Northern Marine Manning Services Limited*	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %
NMG Marine Services Limited*	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %
Northern Marine Ship Management Limited*	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %
NMG Corporate Services Ltd*	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %
NMG Business Services Ltd*	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %
Aurora Digital Solutions Ltd*	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %
Clyde Marine Training Ltd*	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %
Clyde Training Solutions Ltd*	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %
Clyde Travel Ltd*	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

12. Investments (continued)

Subsidiary undertakings (continued)

Name	Registered office	Holding
Maritime Global Services Ltd*	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %
Tritec Marine Ltd*	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %
Austen Energy Services Pte Ltd*	30 Pandan Road, Singapore, 609277	100 %
Austen Maritime Services Pte Ltd*	30 Pandan Road, Singapore, 609277	100 %
Clyde Travel Pte. Ltd.*	30 Pandan Road, Singapore, 609277	100 %
Francois Offshore Catering Pte*	30 Pandan Road, Singapore, 609277	100 %
Maritime Global Services Pte Ltd*	30 Pandan Road, Singapore, 609277	100 %
Meridian Shipping Services Pte Ltd*	30 Pandan Road, Singapore, 609277	100 %
Northern Marine Manning Services PTE*	30 Pandan Road, Singapore, 609277	100 %
Northern Marine Management Pte Ltd*	30 Pandan Road, Singapore, 609277	100 %
Northern Marine Pte Ltd*	30 Pandan Road, Singapore, 609277	100 %
Stena Drilling PTE Ltd*	30 Pandan Road, Singapore, 609277	100 %
Stena Marine Management PTE Ltd*	30 Pandan Road, Singapore, 609277	100 %
Austen Maritime Korea Ltd*	3F, 4539 Georje-Daero, Geoje-Si, 53237, South Korea	100 %
Austen Maritime Service Hong Kong Ltd*	Room 305-3, Block B, No.333, Shenjiang Road, Pudong District, Shainhai, 201206	100 %
Austen Maritime Services Consulting (Shanghai) Co Ltd*	Room 305-3, Block B, No.333, Shenjiang Road, Pudong District, Shainhai, 201206	100 %
Clyde Travel AB*	Masthuggskajen, 405 19, Gothenburg, Sweden	100 %
Clyde Travel ApS*	Tubord Boulevard 12, 2nd Floor, Hellerup, 2900, Denmark	100 %
Clyde Travel AS*	Skur 44, Akershusstranda 53, Oslo, 0150, Norway	100 %
Clyde Travel BV*	Curieweg 2, Spijkenisse, 3208KJ, The Netherlands	100 %
Clyde Travel Oy*	Ayritie 12 B 01510 Vantaa, Finland	100 %

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

12. Investments (continued)

Subsidiary undertakings (continued)

Name	Registered office	Holding
Clyde Travel USA LLC*	760, 2727 Allen Parkway, Houston, Texas, TX 77019, USA	100 %
Francois Marine BV*	Curieweg 2, Spijkenisse, 3208KJ, The Netherlands	100 %
Francois Offshore Catering Limited*	20 Abercrombie Court, Aberdeen, AB32 6FE, Scotland	100 %
International Marine Assurance Services Limited*	Alba House, 2 Central Avenue, Clydebank, Scotland, G81 2QR	100 %
Maritime Global Services LLC*	900, 1999 Bryan Street, Dallas, Texas, TX 75201, USA	100 %
Northern Marine (Shanghai) Ltd*	Room 1606, United Plaza, 1468 West Nanjing Road, Shanghai, 200040	100 %
Northern Marine Management (Shanghai) Co Ltd*	Room 1607, United Plaza, 1468 West Nanjing Road, Shanghai, 200040	100 %
Northern Marine Management India Pvt. Ltd.*	301/302, Delphi, Orchard Avenue, Hiranandani Business Park, Powai, Mumbai, 400076, India	100 %
Northern Marine Management USA LLC*	760, 2727 Allen Parkway, Houston, Texas, TX 77019, USA	100 %
Northern Marine Manning Services ApS*	PO Box 2900, Tuborg Boulevard 12, Hellerup, 2900, Denmark	100 %
Skye Management Holding Co. Ltd*	Clarendon House, 2 Church Street, Hamilton, HM11, Bermuda	100 %
Stena Drilling US Inc*	1021 Main Street, Houston, 77002, USA	100 %
Stena Marine Services GmbH*	c/o Ahlers & Vogel, Hamburg, Germany	100 %
Stena Union Offshore Services Ghana Limited*	4 Momotse Avenue, Adabraka, PO Box GP 1632, Accra, Ghana	90 %
Stenloyal Limited*	Ullevi House, Greenbank Crescent, East Tullos, Aberdeen, AB12 3BG, Scotland	100 %

STENA (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

12. Investments (continued)

Subsidiary undertakings (continued)

Name	Registered office	Holding
The Clyde Group Ltd*	Seaforth House, Seaforth Road North, Hillington Park, Glasgow, G52 4JQ, Scotland	100 %

*Shares held by subsidiary companies.

13. Debtors: amounts falling due within one year

	2024 \$000	2023 \$000
Amounts owed by group undertakings	-	118
Other debtors	37	39
The Company's share of net assets in industry pension schemes (note 19)	44	-
Deferred taxation	-	8
Prepayments and accrued income	66	83
	147	248

STENA (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

14. Creditors: Amounts falling due within one year

	2024	2023
	\$000	\$000
Bank loans and overdrafts	345	1,198
Amounts owed to group undertakings	34,866	35,045
The Company's share of net liabilities in industry pension schemes (note 19)	-	279
Accruals and deferred income	193	337
	<u>35,404</u>	<u>36,859</u>

Included within amounts owed to group undertakings is a loan of \$34.0m (2023: \$34.0m) from a subsidiary. The loan is repayable on demand and interest is charged on a variable rate basis of SOFR plus 0.25% (2023: LIBOR plus 0.25%).

The Company (together with two other group companies) has a multicurrency revolving credit facility provided by a fellow group company, AB Stena Finans. As at 31 December 2024 the limit of the facility was \$140.0m (2023: \$170.0m), reducing by \$30.0m per annum. At year-end \$0.0m (2023: \$0.0m) was drawn on the facility leaving a further \$140.0m (2023: \$170.0m) undrawn.

The facility was extended on 6 February 2025 and will continue to reduce by \$30m per annum until 31 December 2028.

All other amounts owed to group undertakings are repayable on demand and are non interest bearing.

STENA (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

15. Deferred tax

	2024 \$000
At beginning of year	8
Charged to profit or loss	(68)
At end of year	(60)

The deferred taxation balance is made up as follows:

	2024 \$000	2023 \$000
Difference between accumulated depreciation and capital allowances	(49)	(62)
Short term timing differences on pension costs	(11)	70
	(60)	8

16. Called up share capital

	2024 \$000	2023 \$000
Allotted, called up and fully paid		
541,837,900 (2023 - 161,522,900) Ordinary shares of £1.00 each	725,148	242,148

There is a single class of ordinary shares. There are no restrictions on the distribution of dividends or the repayment of capital.

The Company issued 380,315,000 £1.00 Ordinary shares at par on 16 December 2024, equating to \$483,000,000 of further share capital.

17. Commitments under operating leases

At 31 December 2024 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2024 \$000	2023 \$000
Not later than 1 year	267	272
Later than 1 year and not later than 5 years	144	418
	411	690

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

18. Pension scheme

Northern Marine Management Limited, a company owned by Northern Marine Group Limited, a subsidiary of Stena (UK) Limited, operates a defined benefit pension scheme providing benefits based on a final salary scheme.

Under FRS 102 Section 28 the Company accounts for this defined benefit pension scheme as if it was a defined contribution scheme. This is because the Company is unable to identify its share of the underlying assets and liabilities of the scheme on a consistent and reliable basis. The expenditure charge for the Company therefore represents the contributions payable in the year. The total pension cost charged to the Profit and Loss Account in the year was \$154k (2023: \$59k).

19. Industry pension schemes

Merchant Navy Officers Pension Fund (MNOPF)

The Company is a participating employer in the Merchant Navy Officers Pension Fund (MNOPF) New Section, notwithstanding that the Company does not currently employ any members of the MNOPF. The MNOPF is a defined benefit pension scheme. The Company accounts for this scheme as required by FRS 102 Section 28.

MNOPF New Section

A court judgement in March 2005 established how the deficit in the MNOPF New Section will be allocated between the various employers. Following this judgement, the Company has been able to establish its current share of the net deficit in the New Section

The latest actuarial valuation was carried out at 31 March 2024 and updated to 31 December 2024 by a qualified independent actuary.

The Company's share of the net asset of the scheme is 0.21633%. Based on the unaudited asset values as at 30 September 2024 provided by the scheme, taking into account the actual returns on typical assets in each asset class and allowing for expected scheme cash flows over the period, the Company's share of net assets as of 31 December 2024 was equal to \$72 000 (2023: \$170 000 net liabilities).

Merchant Navy Ratings Pension Fund (MNRPF)

The MNRPF is a closed industry-wide multi-employer defined benefit pension scheme.

Amendments have been made to the pension scheme rules. The amended rules were given final approval by a ruling in the High Court in March 2015. Whilst not a participating employer under the old rules, since the Company does not currently employ any members of the MNRPF, the new rules mean that the Company is liable on a proportional basis for previous employees that were members of the MNRPF.

The latest actuarial valuation was carried out at 31 March 2023 and updated to 31 December 2024 by a qualified independent actuary.

The Company's share of the net assets of the scheme is 0.21141%. Based on the unaudited asset values as at 30 September 2024 provided by the scheme, taking into account the actual returns on typical assets in each asset class and allowing for expected scheme cash flows over the period, the Company's share of net liabilities as of 31 December 2024 was \$28 000 (2023: \$109 000).

Recognised through the Profit and Loss Account

No costs were recognised through the Profit and Loss Account for the two schemes.

Movements in the net assets/ liabilities as a result of revaluations of assets and liabilities in the two schemes are recognised through Comprehensive Income.

STENA (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

20. Related party transactions

Under paragraph 33.1A of FRS 102, the Company is exempt from the requirement to disclose related party transactions with other group companies as it is wholly owned subsidiary of a parent company which prepares and publishes consolidated financial statements. There are no further related party transactions, which, in the opinion of the Directors, require disclosure in these financial statements.

21. Parent Company and Ultimate Parent Company

The Company is incorporated in Great Britain and registered in England and Wales. The ultimate parent and controlling company is Stena AB (publ.), a company incorporated in Sweden.

The smallest and largest group in which the results of the Company are consolidated is that headed by Stena AB (publ.). The consolidated financial statements of Stena AB (publ.) are available at Masthuggskajen, 405 19 Gothenburg, Sweden.

The immediate parent company is Stena International SA.