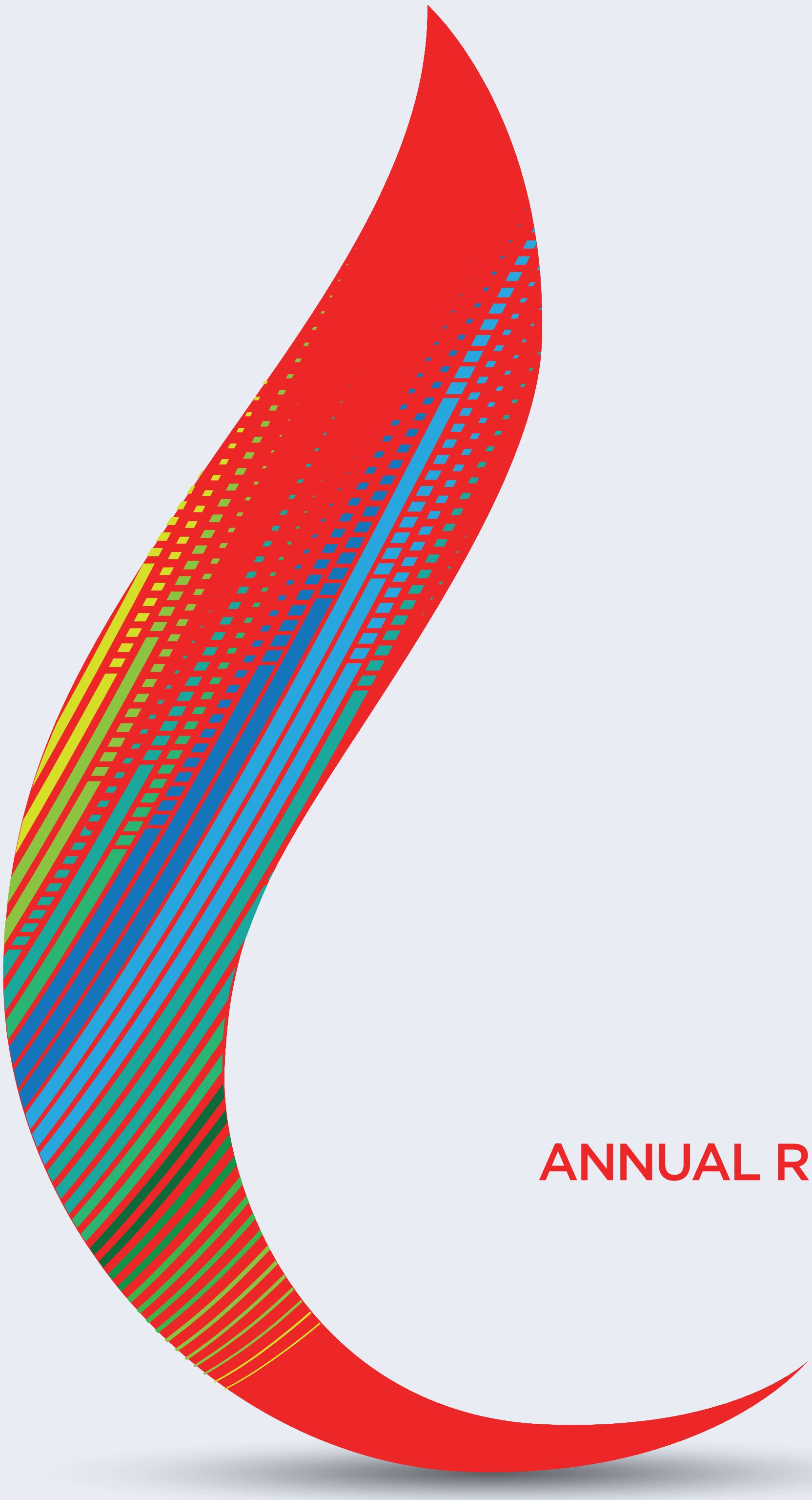
Trinidad and Tobago NGL Limited

A subsidiary of THE NATIONAL GAS COMPANY OF TRINIDAD AND TOBAGO LIMITED



ANNUAL REPORT 2015

Trinidad and Tobago NGL Limited

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ANNUAL REPORT 2015

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ANNUAL REPORT 2015

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CORPORATE OVERVIEW

In August 2013, The National Gas Company of Trinidad and Tobago Limited (NGC) acquired an additional 39% of Phoenix Park Gas Processors Limited's (PPGPL) equity from ConocoPhillips. PPGPL is an operating company in the natural gas sector that processes Natural Gas and markets the Natural Gas Liquids (NGLs) that result from this processing.

In February 2014, NGC transferred the 39% shareholding into a newly formed entity – Trinidad and Tobago NGL Limited (TTNGL).

TTNGL was incorporated on September 13, 2013 by NGC to enable the public to participate in an Initial Public Offering (IPO) and own an equity interest in PPGPL. TTNGL would distribute dividends in accordance with its dividend policy to the holders of its Class A and Class B shares.

While TTNGL is a newly formed corporate entity, its underlying investment, PPGPL, is a company with 25 years of operating history in Trinidad and Tobago's natural gas-based energy sector. NGC has not only had a long term commercial relationship with PPGPL, but has also held a significant ownership stake in the company since its incorporation.

PPGPL operates Trinidad and Tobago's only natural gas processing and Natural Gas Liquids (NGLs) fractionation plant and is the largest producer and marketer of propane, mixed butane, isobutane and natural gasoline in Trinidad and Tobago.


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Chairman's Report

MR. GERRY C. BROOKS
Chairman

"As Chairman of the Board of TTNGL, I am pleased to note that since the listing, the confidence of the shareholders has been rewarded with the payment in December 2015 of a special interim dividend of TT$0.50 per share representing a dividend yield of 2.5%."

October 19, 2015 marked a momentous milestone for our country's equity markets as Trinidad and Tobago NGL Limited (TTNGL and the Company) was officially listed on the Trinidad and Tobago Stock Exchange (TTSE) and became a publicly traded company. The historic listing followed the Company's resoundingly successful Initial Public Offering (IPO), in which The National Gas Company of Trinidad and Tobago Limited (NGC) offered for purchase 75,852,000 of its Class B shares in TTNGL. Investor confidence in the strong financial and operating performance of the underlying asset – Phoenix Park Gas Processors Limited (PPGPL) – led to an oversubscription of 1.77 times the shares offered for sale and generated more than TT$1.5 billion in cash for NGC.

With the Company's listing, every citizen and corporate entity now has the unprecedented opportunity to purchase an ownership stake in our nation's energy sector. Moreover, the volume and value of the TTNGL shares that have been traded since the Company's listing have invigorated the local stock exchange. Our Board is committed to ensuring that this healthy market reaction will be sustained well into the future.

As Chairman of the Board of TTNGL, I am pleased to note that since the listing, the confidence of the shareholders has been rewarded with the payment in December 2015 of a special interim dividend of TT$0.50 per share representing a dividend yield of 2.5%. Coupled with this, a final dividend of TT$1.00 per share is projected in March 2016, generating a total dividend per share for 2015 of TT$1.50 and a robust dividend yield of approximately 7.5%. This is one of the most attractive dividend yields available on the TTSE. It is also a reflection of TTNGL's healthy cash position and the resilient performance of the underlying asset, PPGPL during 2015. The final dividend of TT$1.00 per share will be paid on May 6, 2016 to shareholders on the Register as at April 21, 2016.

Financial Results

I am pleased to report for the year ended December 31, 2015, TTNGL's financial performance reflected after tax earnings of TT$402.8 million, a significant improvement when compared to a loss of TT$804.2 million over the period ended December 31, 2014. TTNGL's earnings are derived from its 39% shareholding in PPGPL. While TTNGL's share of profit from its investment in PPGPL declined by 60.5% from TT$345.3 million in 2014 to TT$136.3 million in 2015 primarily due to lower Natural Gas Liquids (NGLs) product prices, the results were enhanced by:

1. A partial reversal of TT$235.2 million of the impairment loss of TT$1.1 billion that was recognised in 2014. Management engaged an independent valuation expert to conduct an impairment assessment of the Company's 39% shareholding investment in PPGPL as at December 31, 2015. The partial reversal was due to an increase in the recoverable amount, which was largely driven by a 27% increase in the terminal value based on revised internal forecasts;

2. Higher comprehensive income arising from exchange translation differences to the presentation currency. This contributed TT$31.9 million to total comprehensive income when compared to a loss of TT$51.1 million in the prior year. This improvement was due to a lower valued Trinidad and Tobago dollar versus the United States Dollar at the end of 2015.

Chairman's Report (continued)

Phoenix Park Gas Processors Limited (PPGPL)

PPGPL is categorised as a midstream business. Its earnings are derived from the sale of NGLs extracted from the natural gas stream consumed at Point Lisas and Atlantic LNG. The prices of NGLs are strongly correlated with the crude oil price and therefore PPGPL's earnings in 2015 were adversely impacted by the decline in crude oil prices and consequently NGL prices. NGL prices were 50% lower in 2015 when compared to 2014.

PPGPL reported after tax earnings of US$55.0 million (TT$349.5 million) for 2015 compared to US$166.6 million (TT$1,058.5 million) in 2014. Consequently, dividends paid by PPGPL to its shareholders in 2015 were US$121.7 million (TT$773.2 million) compared to US$175 million (TT$1,111.9 million) in the prior year. Notwithstanding this effect of lower NGL prices, the management of PPGPL have pursued various value adding initiatives that have positioned the Company to moderate the effect of the decline in NGL prices while simultaneously supporting a growth agenda.

In 2015, and continuing in 2016, the Company pursued a number of growth projects, the objective of which is to grow its asset base, leverage and maximise the use of existing installed assets and

On site at the PPGPL plant

Chairman's Report (continued)

increase earnings and shareholder value. These initiatives willl continue in 2016 and include:

- **Product Trading Project** – Investing in infrastructure to facilitate the procurement from the United States Gulf Coast of propane and butane in large cargoes, the importation of these cargoes to PPGPL, storing these products at PPGPL and further selling of these products regionally in smaller cargoes to PPGPL's existing export markets.

- **Propane to Downstream Project** – Investing in infrastructure to facilitate the procurement, importation and distribution of propane locally to targeted companies on the Point Lisas Industrial Estate for use as fuel gas.

- **Gas Processing at Union Industrial Estate** – Working together with NGC to evaluate the options to enable the processing by PPGPL of the natural gas that will be supplied to the consumers at Union Industrial Estate at La Brea.

Debt Management: In Quarter 1, 2015, PPGPL completed the process of refinancing its US-based debt on the local capital market. As a result of this, the Company's cost of debt was reduced from 5.52% per annum to 2.04% per annum. In addition, the refinancing was done as an unsecured facility with minimal financial covenants. This has positioned PPGPL to secure competitively priced debt financing to fund its growth projects over the next five years.

Cost Management: In 2015, PPGPL embarked on various initiatives aimed at reducing its operating costs. These initiatives included the pursuit of different contracting strategies for large maintenance projects, the minimisation of the use of external consultants through the utilisation of internal resources, renegotiating the costs of service contracts and reducing discretionary costs.

These initiatives resulted in an 11% cost reduction versus the 2015 budgeted spend. This approach will continue in 2016, coupled with group cost saving initiatives, with a target of a 10% minimum reduction when compared to 2015 actual spend.

> "The reality of the energy market today is that the availability of crude oil is far more elastic than demand and consequently, the predictions are that commodity prices will remain 'low' when compared to historical levels."

Industry Overview

2015 was a difficult year for the global and local energy sector. Crude oil prices fell from a high of US$133.88 (West Texas Intermediate) per barrel in 2008, to a low of US$37.19 per barrel in December 2015. This trend started at the beginning of 2014 as the shale revolution in North America (and the United States in particular,) reached its peak. At that time, analysts forecasted that the United States would become the world's largest exporter of crude oil and natural gas by the year 2017. As 2015 progressed, the world experienced an unprecedented increase in crude oil production in the Middle East and Russia as OPEC producers competed for lost market share. This resulted in a precipitous decline in crude oil prices to below $40 per barrel currently. The reality of the energy market today is that the availability of crude oil is far more elastic than demand and consequently, the predictions are that commodity prices will remain 'low' when compared to historical levels.

As an energy-based economy, Trinidad and Tobago was adversely impacted by the decline in commodity prices. All stakeholders in the energy sector reported a decline in projected earnings for 2015 which has subsequently been confirmed by actual results. Industry players particularly in the upstream sector have been adversely impacted and towards the end of 2015, there was a domino effect throughout the midstream and downstream sectors. The financial impact was compounded locally by the continued shortage of natural gas produced by the upstream participants, which averaged between 15%-20% and which is projected to continue into 2016 and 2017. This shortage is expected to be alleviated by a number

Chairman's Report (continued)

of short, medium and long-term measures, including the commissioning of production from bpTT's Juniper platform in 2018.

Future Prospects and Strategic Outlook

The existing industrial climate and tripartite arrangements, among government, the labour force and business, will have to be realigned and reengineered to create a platform for sustainable growth and national development into the future. It is important that the window of opportunity is embraced for meaningful dialogue and visionary change in the context of a new Gas Master Plan and profound structural changes to the industry.

As Chairman of TTNGL, and also as Chairman of the NGC Group of Companies, it is indeed an honour to be given the responsibility to lead the NGC Group through this period and to navigate new exciting possibilities that are pathways to greater economic heights. In 2016, the NGC Group, of which TTNGL is a part, will be completing, rolling out and executing its five-year strategic plan for the period 2016 to 2020. This plan is based on four strategic pillars:

1. Securing the current business;
2. Growing the Group locally and internationally;
3. Developing the organisational capacity within the NGC Group;
4. Strengthening national contribution.

In executing these strategic initiatives, we will be realigning our efforts to optimise Group synergies whilst advancing the Group's strategic plan. This will involve realigning our systems, policies and people as we build on the foundations that have been laid to enable us to navigate the challenges posed by the industry, and more importantly, seek out and secure the opportunities that grow our business.

I wish therefore to thank all agencies, public and private, for their support in making the IPO a success. I also thank the citizens of Trinidad and Tobago and our corporate investors for the confidence shown in the IPO. Our Board has faith in the resilience of management and employees across the Group to weather the prevailing adverse conditions. We are certain that our foundation has been built on a solid business strategy and core values for a bright future, fueling prosperity for our shareholders, and by extension, the citizens of Trinidad and Tobago.

Gerry C. Brooks
Chairman

Notice of Meeting

Notice is hereby given that the 1st Annual Meeting of the Shareholders of Trinidad and Tobago NGL Limited (the "Company") will be held at the Grand Ballroom, Hilton Trinidad & Conference Centre, Lady Young Road, Port of Spain, Trinidad on Thursday, 5 May, 2016 commencing at 9:30 am for the transaction of the following business:

Special Business

1 To amend and restate the existing By-Law of the Company as By-Law No. 1.

Ordinary Business

1 To receive the Annual Report and Audited Financial Statements of the Company for the year ended 31 December, 2015.

2 To re-elect Directors.

3 To re-appoint Deloitte and Touche as auditors of the Company from the conclusion of the meeting until the conclusion of the next annual meeting before which accounts are laid and to authorise the Directors to fix the auditors' remuneration.

4 To transact any other business which may be properly brought before the meeting.

By order of the Board

AEGIS BUSINESS SOLUTIONS LIMITED
Secretary

Aegis Business Solutions Limited
Company Secretary
18 Scott Bushe Street
Port of Spain
April 13, 2016

NOTES:

1. Only shareholders on record at the close of business on 15 April, 2016, the date fixed by the Directors as the record date, are entitled to receive notice of the annual meeting.

2. A shareholder entitled to attend and vote at the meeting may appoint one or more proxies to attend and, in the case of a poll, vote instead for him. A proxy need not be a shareholder of the Company.

Board of Directors

MR. ASHMEER MOHAMED
DIRECTOR

MR. GERRY C. BROOKS
CHAIRMAN

MR. VIVEK CHARRAN
DIRECTOR

PROFESSOR ANDREW JUPITER
DIRECTOR

MR. ANAND RAGBIR
DIRECTOR

Corporate Information

PRINCIPAL OFFICER
Mr. Sheldon K. Sylvester – Chief Financial Officer

BOARD OF DIRECTORS
Mr. Gerry C. Brooks – Chairman
Mr. Ashmeer Mohamed – Director
Mr. Vivek Charran – Director
Professor Andrew Jupiter – Director
Mr. Anand Ragbir – Director

CORPORATE SECRETARY
Aegis Business Solutions Limited

REGISTERED OFFICE
Trinidad and Tobago NGL Limited
Orinoco Drive
Point Lisas Industrial Estate
Couva
Tel: (868) 636-1098
Fax: (868) 636-1099
Website: www.ngl.co.tt
Email: ttngl@ngc.co.tt

BANKERS
First Citizens Bank Limited
9, Queen's Park East
Port of Spain
Tel: (868) 624-3178
Fax: (868) 624-5981
Website: www.firstcitizenstt.com

ATTORNEYS-AT-LAW
M. Hamel-Smith & Co.
Eleven Albion
Corner Dere & Albion Streets
Port of Spain
Tel: (868) 821-5500
Fax: (868) 821-5501
Website: www.trinidadlaw.com

AUDITORS
Deloitte & Touche
54 Ariapita Avenue
Port of Spain
Tel: (868) 628-1256
Fax: (868) 628-6566
Website: www.deloitte.com/tt

REGISTRAR
Trinidad and Tobago Central Depository Limited
10th Floor Nicholas Tower
63-65 Independence Square
Port of Spain
Tel: (868) 625-5107-9
Fax: (868) 623-0089

Investee Company

Phoenix Park Gas Processors Limited

The PPGPL facility at Savonetta

Phoenix Park Gas Processors Limited (PPGPL) is a Trinidad and Tobago company, which was formed in May 1989. It is 39% owned by Trinidad and Tobago NGL Limited. PPGPL operates Trinidad and Tobago's only natural gas processing and Natural Gas Liquids (NGLs) fractionation facilities, and is the largest producer and marketer of propane, butane and natural gasoline in the Caribbean. The company's cryogenic gas processing plants and associated infrastructure (including its own loading terminal) are located on the Point Lisas Industrial Estate, Trinidad, which is on the west coast of the island, where the majority of major natural gas consumers are located.

The company's facility is designed to process raw natural gas, received via the existing natural gas pipeline system, and to extract the NGLs contained in the gas stream. This allows PPGPL to deliver natural gas which is free of heavy hydrocarbons, which could negatively affect equipment on downstream petrochemical plants. NGLs are fractionated into three components – propane, butane (together referred to as LPG) and natural gasoline. PPGPL's LPGs are marketed to the Caribbean and Central America, and natural gasoline is marketed further afield.

PPGPL focuses on improving its people and its business

PPGPL seeks to maximise the value of its NGLs production by pursuing specific product differentiation strategies, including delivering competitively priced, high quality products and services, and operating its physical assets in a safe, reliable, flexible and efficient manner that preserves the environment. PPGPL continues to aggressively pursue its growth strategy and is currently evaluating growth opportunities both locally and regionally.

PPGPL is an excellence-driven company, focused on continuously improving its people and its business. It places a high priority on safety as is demonstrated by its record of operating safely for over 23 years. The Company embraces its social responsibility by ensuring that its operations bring social, economic and environmental benefits to its internal and external stakeholders.

Directors' Report

(Amounts expressed in Trinidad & Tobago dollars)

The Directors are pleased to present their report to the members together with the audited financial statements for the year ended 31 December, 2015.

	$'000
Total comprehensive income for the year	402,763
Interim dividend paid	77,402
Final dividend declared	154,800
Total dividend for the year	232,202
Retained earnings as at 31 December, 2015	495,161

Dividend

A special interim dividend of 50 cents per share was paid to shareholders on 15 December, 2015. A final dividend of $1.00 per share will be paid to shareholders on the Register of Members as at 21 April, 2016. The dividend will be paid on 6 May, 2016.

Auditors

Auditors, Deloitte and Touche, retire at the end of the First Annual Meeting of the Company on 6 May, 2016 and have indicated that they willing to continue as the Auditors of Trinidad and Tobago NGL Limited.

By order of the Board.

AEGIS
BUSINESS SOLUTIONS LIMITED
Secretary

Aegis Business Solutions Limited
Company Secretary
18 Scott Bushe Street
Port of Spain
13 April, 2016

Directors' and Substantial Interests

Shareholding of Directors and Connected Parties

Director	Ordinary Shareholding – Class B Ordinary Shares	Connected Parties – Class B Ordinary Shares
Gerry Brooks	3,000	7,694
Andrew Jupiter	4,770	4,308
Anand Ragbir	5,000	23,238
Ashmeer Mohamed	4,711	4,770
Vivek Charran	NIL	NIL

Shareholding of those parties holding the ten (10) largest block of shares

Name	Class A Ordinary Shares	Class B Ordinary Shares	Percentage (%)
The National Gas Company of Trinidad and Tobago Limited	38,700,000	40,248,000	51.00
National Insurance Board	–	15,003,542	9.69
T&T Unit Trust Corporation – FUS	–	3,788,602	2.45
Tatil Life Assurance Limited A/C C	–	1,645,673	1.06
National Enterprises Limited	–	1,525,673	0.99
Republic Bank Limited – 1162	–	1,220,538	0.79
Anthony N. Sabga	–	1,154,344	0.75
Tatil Life Assurance Limited	–	1,129,338	0.73
Deposit Insurance Corporation	–	1,020,000	0.66
Michael Derick Moses & Helen Marie Moses	–	1,000,000	0.65

Trinidad and Tobago NGL Limited

FINANCIAL REPORT

Statement of Management's Responsibilities

It is the responsibility of management to prepare financial statements for each financial year which present fairly, in all material respects, the state of affairs of the Company as at the end of the financial year and the operating results of the Company for the year. It is also management's responsibility to ensure that the Company keeps proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company. They are also responsible for safeguarding the assets of the Company.

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards ('IFRSs'). This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies, and making accounting estimates that are reasonable in the circumstances.

Management accepts responsibility for the annual financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgements and estimates, in conformity with the IFRS. Management is of the opinion that the financial statements present fairly, in all material respects, the state of the financial affairs of the Company and its operating results. Management further accepts responsibility for the maintenance of accounting records which are relied upon in the preparation of financial statements, as well as adequate systems of internal control.

Nothing has come to the attention of management to indicate that the Company will not remain a going concern for at least the next 12 months from the date of this statement.

Director
7 March 2016

Chief Financial Officer
7 March 2016

Independent Auditor's Report

To the shareholder of
Trinidad and Tobago NGL Limited

Report on the financial statements

We have audited the accompanying financial statements of Trinidad and Tobago NGL Limited, which comprise the statement of financial position as at December 31 2015, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's responsibility for the financial statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards ('IFRS'), and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatements of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion of the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Trinidad and Tobago NGL Limited as at December 31 2015 and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

Deloitte & Touche
Port of Spain
Trinidad

7 March 2016 Deloitte & Touche

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Statement of Financial Position

as at 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

Assets	**Notes**	**2015 $'000**	**2014 $'000**
Non-current assets			
Investment in joint venture	5 (b)	2,827,778	2,730,904
Total non-current assets		2,827,778	2,730,904
Current assets			
Due from parent company	8	415,836	167,586
Dividends receivable	8	25,036	24,798
Deferred tax asset	9 (b)	–	–
Cash and cash equivalents		–	–
Total current assets		440,872	192,384
Total assets		**3,268,650**	**2,923,288**
Shareholder's equity and liabilities			
Equity			
Share capital	7	2,772,120	3,870,000
Translation reserve		(19,194)	(51,125)
Retained earnings/(accumulated deficit)		495,161	(896,149)
Total shareholder's equity		3,248,087	2,922,726
Current liabilities			
Due to parent company	8	1,104	502
Dividends payable		19,350	–
Trade and other payables	6	58	35
Income tax payable		51	25
Total liabilities		20,563	562
Total equity and liabilities		**3,268,650**	**2,923,288**

The accompanying notes on pages 29 to 58 form an integral part of these financial statements.

The financial statements of Trinidad and Tobago NGL Limited were authorised for issue by the Board of Directors on 7 March 2016.

Chairman

Director

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Statement of Profit or Loss and Other Comprehensive Income

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

	Notes	2015 $'000	2014 $'000
Income			
Share of profit from investment in joint venture	5 (d)	136,279	345,288
Total income		136,279	345,288
Expenses			
Impairment reversal/(loss)	10	235,195	(1,097,880)
Legal and professional fees		(55)	(35)
Other expenses	8	(282)	(144)
Profit/(loss) before tax		371,137	(752,771)
Income tax expense	9 (a)	(305)	(348)
Profit/(loss) for the year after tax		370,832	(753,119)
Other comprehensive income:			
Items that will not be reclassified subsequently to profit or loss			
Exchange translation differences, net of tax		31,931	(51,125)
Other comprehensive profit/(loss) for the year		31,931	(51,125)
Total comprehensive profit/(loss) for the year		**402,763**	**(804,244)**
Profit/(loss) per share			
Basic (dollars per share)	11	**2.40**	**(4.87)**
Diluted (dollars per share)	11	**2.40**	**(4.87)**

The accompanying notes on pages 29 to 58 form an integral part of these financial statements.

Statement of Changes in Equity

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

	Notes	Share capital $'000	Translation reserve $'000	Accumulated profit/(deficit) $'000	Total equity $'000
Year ended 31 December 2014					
Balance at 1 January 2014		–	–	(37)	(37)
Issue of share capital	7	3,870,000	–	–	3,870,000
Loss for the year		–	–	(753,119)	(753,119)
Other comprehensive loss		–	(51,125)	–	(51,125)
Dividends	12	–	–	(142,993)	(142,993)
Balance at 31 December 2014		**3,870,000**	**(51,125)**	**(896,149)**	**2,922,726**
Year ended 31 December 2015					
Balance at 1 January 2015		3,870,000	(51,125)	(896,149)	2,922,726
Capital reduction	7	(1,097,880)	–	1,097,880	–
Profit for the year		–	–	370,832	370,832
Other comprehensive profit		–	31,931	–	31,931
Dividends	12	–	–	(77,402)	(77,402)
Balance at 31 December 2015		**2,772,120**	**(19,194)**	**495,161**	**3,248,087**

The accompanying notes on pages 29 to 58 form an integral part of these financial statements.

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Statement of Cash Flows

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

	Notes	2015 $'000	2014 $'000
Cash flows from operating activities			
Profit/(loss) for the year before taxation		371,137	(752,771)
Adjustments to reconcile net loss for the year to net cash used in operating activities:			
Impairment (reversal)/loss		(235,195)	1,097,880
Share of profit from investment in joint venture		(136,279)	(345,288)
		(337)	(179)
Increase in amount due to related party		602	502
Increase/(decrease) in trade and other payables		23	(14)
Cash flows from operating activities		288	309
Taxation paid		(276)	(310)
Net cash flow provided by/(used in) operating activities		12	(1)
Net increase/(decrease) in cash and cash equivalents		12	(1)
Net foreign exchange differences		(12)	1
Cash and cash equivalents at 1 January		–	–
Cash and cash equivalents at 31 December		–	–

The accompanying notes on pages 29 to 58 form an integral part of these financial statements.

Notes to the Financial Statements

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

1. Corporate information

Trinidad and Tobago NGL Limited (the 'Company' or 'TTNGL') was incorporated in Trinidad and Tobago on 13 September 2013 under The Companies Act, 1995. The Company's registered office is Orinoco Drive, Point Lisas Industrial Estate, Point Lisas. The Company acts as an investment holding company following its acquisition of 39% of the share capital of Phoenix Park Gas Processors Limited ('PPGPL'), in the form of Class B shares of PPGPL. These PPGPL shares were previously held by Trinidad and Tobago Holdings LLC ('TT Holdings LLC'), the sole shareholder of which was The National Gas Company of Trinidad and Tobago Limited ('NGC' or 'parent'). NGC is owned by the Government of the Republic of Trinidad and Tobago ('GORTT').

Following an Initial Public Offering ('IPO') in August 2015, 49% of the Company is now owned by the public of Trinidad & Tobago in the form of Class B shares. TTNGL began trading on the Trinidad & Tobago Stock Exchange on 19 October 2015. NGC's ownership in TTNGL now stands at 51% in the form of Class A and Class B shares.

2. Summary of significant accounting policies

2.1 Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards ('IFRSs').

2.2 Basis of preparation

These financial statements have been prepared under the historical cost basis as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of IFRS 2, leasing transactions that are within the scope of IAS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in IAS 2 or value in use in IAS 36.

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

2. Summary of significant accounting policies (continued)

2.2 Basis of preparation (continued)

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The principal accounting policies are set out below.

a) Investment in joint venture

The Company has a 39% investment in Phoenix Park Gas Processors Limited, which is a jointly controlled entity involved in the extraction of propane, butanes and natural gasoline from the natural gas stream. A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about relevant activities require unanimous consent of the parties sharing control.

The Company does not exercise unilateral control over PPGPL's significant operating and financial decisions and, therefore, accounts for PPGPL under the equity method of accounting. Under the equity method, the investment in a joint venture is initially recognised in the statement of financial position at cost and adjusted thereafter to recognise the Company's share of the profit or loss and other comprehensive income of the joint venture. When the Company's share of losses of a joint venture exceeds the Company's interest in that joint venture (which includes any long-term interests that, in substance, form part of the Company's net investment in the joint venture), the Company discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Company has incurred legal or constructive obligations or made payments on behalf of the joint venture.

The investment in a joint venture is accounted for using the equity method from the date of acquisition. On acquisition of the investment in the joint venture, any excess of the cost of the investment over the Company's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Company's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in profit or loss in the period in which the investment is acquired.

Notes to the Financial Statements

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

2. Summary of significant accounting policies (continued)

2.2 Basis of preparation (continued)

a) Investment in joint venture (continued)

Impairment of the investment in the joint venture

The requirements of IAS 39 are applied to determine whether it is necessary to recognise any impairment loss with respect to the Company's investment in the joint venture. When necessary, the entire carrying amount of the investment is tested for impairment in accordance with IAS 36 *Impairment of Assets* as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs of disposal) with its carrying amount, any impairment loss recognised forms part of the carrying amount of the investment and is recognised in the statement of profit or loss and other comprehensive.

Any reversal of that impairment loss is recognised in accordance with IAS 36 to the extent that the recoverable amount of the investment subsequently increases.

b) Cash and cash equivalents

Cash and cash equivalents are carried at cost. Cash and cash equivalents consist of cash at bank and short-term deposits readily convertible to a known amount of cash with an original maturity of three months or less.

c) Receivables and payables

Amounts receivable and payable are recognised and carried at cost including amounts with related parties.

d) Taxes

Current tax

Current income tax assets and liabilities for the current and prior periods 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 reporting date.

Deferred tax

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax assets are recognised for all deductible temporary differences and carry-forward of unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry-forward of unused tax losses can be utilised.

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

2. Summary of significant accounting policies (continued)

2.2 Basis of preparation (continued)

d) Taxes (continued)

Deferred tax (continued)

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Deferred tax assets arising from tax losses not yet recognised are only carried forward if it is probable that future taxable profit will be sufficient to allow the benefit of the tax losses to be realised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit or loss.

e) Earnings per share

Earnings per share are calculated using the weighted average number of shares outstanding during the period.

f) Foreign currencies

The presentation currency of the Company's financial statements is Trinidad and Tobago dollars ('TT$'). The Company has determined that its functional currency is the United States dollar ('US$'). The US$ is the currency of the primary economic environment in which the Company's joint venture operates. See note 4.1(b).

Transactions in foreign currencies are initially recorded in the functional currency by applying exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the reporting date exchange rate.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the translation. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are re-translated to the functional currency at the exchange rate at the date that the fair value was determined. Foreign currency differences arising on re-translation are recognised in the statement of profit or loss and other comprehensive income.

For the purpose of presenting the financial statements, assets and liabilities are translated into TT$ using the period-end exchange rate and the operations and cash flows are translated using the average rates of exchange over the period.

Notes to the Financial Statements

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

2. Summary of significant accounting policies (continued)

2.2 Basis of preparation (continued)

f) Foreign currencies (continued)

Exchange differences arising from the translation into the presentation currency are recognised in other comprehensive income and recorded in the Company's translation reserve as a component of equity.

g) Financial assets

Financial assets within the scope of IAS 39 are classified as financial assets at fair value through the profit or loss, loans and receivables, held-to-maturity investments, or available-for-sale financial assets, as appropriate. When financial assets are recognised initially, they are measured at fair value, plus, in the case of investments not at fair value through the statement of profit or loss and other comprehensive income, directly attributable transaction costs.

The Company determines the classification of its financial assets on initial recognition and where allowed and appropriate, reevaluates this designation at each financial year end.

Fair value

The fair value of investments that are actively traded in organised financial markets is determined by reference to quoted market bid prices at the close of business on the reporting date. For investments where there is no active market, fair value is determined using valuation techniques. Such techniques include using recent arm's length market transactions; reference to the current market value of another instrument which is substantially the same; discounted cash flow analysis or other valuation models.

h) Impairment of financial assets

The Company assesses at each reporting date whether a financial asset or group of financial assets may be impaired.

Assets carried at amortised cost

If there is objective evidence that an impairment loss on assets carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future expected credit losses that have not been incurred) discounted at the financial asset's original effective interest rate (i.e. the effective interest rate computed at initial recognition). The carrying amount of the asset is reduced through use of an allowance account. The amount of the loss shall be recognised in the statement of profit or loss and other comprehensive income.

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

2. Summary of significant accounting policies (continued)

2.2 Basis of preparation (continued)

h) Impairment of financial assets (continued)

Assets carried at amortised cost (continued)

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed, to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date. Any subsequent reversal of an impairment loss is recognised in the statement of profit or loss and other comprehensive income.

i) Revenue recognition

Interest

Interest income is accounted for on the accruals basis.

Dividends

Revenue is recognised when dividends are declared by the investee company.

j) Derecognition of financial assets and liabilities

Financial assets

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognised when:

- The rights to receive cash flows from the asset have expired;
- The Company retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a 'pass through' arrangement; or
- The Company has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Company's continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

2. Summary of significant accounting policies (continued)

2.2 Basis of preparation (continued)

j) Derecognition of financial assets and liabilities (continued)

Financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the statement of profit or loss and other comprehensive income.

k) Provisions

The Company recognises a provision when, as a result of a past event, it has a present legal or constructive obligation, it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

l) Comparatives

Where necessary, comparative figures have been adjusted to conform to changes in presentation in the current year.

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3. Application of new and revised International Financial Reporting Standards ('IFRSs')

3.1 Amendments to IFRSs and new interpretations that are mandatorily effective for the current year

In the current year, the Company has applied a number of amendments to IFRSs and new interpretations issued by the International Accounting Standards Board ('IASB') that are mandatorily effective for an accounting period that begins on or after 1 January 2015.

- **Amendments to IAS 19 *Defined Benefit Plans: Employee Contributions***

  The amendments to IAS 19 clarify how an entity should account for contributions made by employees or third parties to define benefit plans, based on whether those contributions are dependent on the number of years of service provided by the employee.

  For contributions that are independent of the number of years of service, the entity may either recognise the contributions as a reduction in the service cost in the period in which the related service is rendered, or to attribute them to the employees' periods of service using the projected unit credit method; whereas for contributions that are dependent on the number of years of service, the entity is required to attribute them to the employees' periods of service.

  The application of these amendments to IAS 19 does not impact on the Company's financial statements.

- **Annual Improvement to IFRSs 2010 – 2012 Cycle**

  The following improvements were made to IFRSs in the 2010-2012 Cycle:
  IFRS 2 — Amends the definitions of 'vesting condition' and 'market condition' and adds definitions for 'performance condition' and 'service condition'.
  IFRS 3 — Require contingent consideration that is classified as an asset or a liability to be measured at fair value at each reporting date.
  IFRS 8 — Requires disclosure of the judgements made by management in applying the aggregation criteria to operating segments, clarify reconciliations of segment assets only required if segment assets are reported regularly.
  IFRS 13 — Clarify that issuing IFRS 13 and amending IFRS 9 and IAS 39 did not remove the ability to measure certain short-term receivables and payables on an undiscounted basis (amends basis for conclusions only).
  IAS 16 and IAS 38 — Clarify that the gross amount of property, plant and equipment is adjusted in a manner consistent with a revaluation of the carrying amount.
  IAS 24 — Clarify how payments to entities providing management services are to be disclosed.

  The application of these amendments has had no impact on the Company's financial statements.

Notes to the Financial Statements

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

3. Application of new and revised International Financial Reporting Standards ('IFRSs') (continued)

3.1 Amendments to IFRSs and new interpretations that are mandatorily effective for the current year (continued)

- **Annual Improvement to IFRSs 2011 – 2013 Cycle**

  The following improvements were made to IFRSs in the 2011-2013 Cycle:
  IFRS 1 — Clarify which versions of IFRSs can be used on initial adoption (amends basis for conclusions only)
  IFRS 3 — Clarify that IFRS 3 excludes from its scope the accounting for the formation of a joint arrangement in the financial statements of the joint arrangement itself
  IFRS 13 — Clarify the scope of the portfolio exception in paragraph 52
  IAS 40 — Clarifying the interrelationship of IFRS 3 and IAS 40 when classifying property as investment property or owner-occupied property

The application of these amendments has had no impact on the Company's financial statements.

3.2 New and revised IFRSs in issue but not yet effective

The Company has not applied the following new and revised IFRSs that have been issued but are not yet effective:

• IFRS 9	Financial instruments[3]
• IFRS 15	Revenue from Contracts with Customers[3]
• IFRS 16	Leases[4]
• Amendments to IFRS 11	Accounting for Acquisitions of Interest in Joint Operations[1]
• Amendments to IAS 16 and IAS 38	Clarification of Acceptable Methods of Depreciation and Amortisation[1]
• Amendments to IFRSs	Annual Improvements to IFRSs 2012-2014[1]
• Amendments to IFRS 10 and IAS 28	Sale of Contribution of Assets between an Investor and its Associate or Joint Venture[1]
• Amendments to IAS 1	Disclosure Initiative[1]
• Amendments to IAS 27	Equity Method in Separate Financial Statements[1]
• Amendments to IFRS 10, IFRS 12 and IAS 28	Investment Entities: Applying the Consolidation Exception Cycle[1]
• Amendments to IAS 12	Recognition of Deferred Tax Assets for Unrealised Losses[2]
• Amendments to IAS 7	Disclosure Initiative[2]

[1] Effective for annual periods beginning on or after 1 January 2016, with earlier application permitted.
[2] Effective for annual periods beginning on or after 1 January 2017, with earlier application permitted.
[3] Effective for annual periods beginning on or after 1 January 2018, with earlier application permitted.
[4] Effective for annual periods beginning on or after 1 January 2019, with earlier application permitted.

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3. Application of new and revised International Financial Reporting Standards ('IFRSs') (continued)

3.2 New and revised IFRSs in issue but not yet effective (continued)

- **IFRS 9 *Financial Instruments***

IFRS 9 issued in November 2009 introduced new requirements for the classification and measurement of financial assets. IFRS 9 was subsequently amended in October 2010 to include requirements for the classification and measurement of financial liabilities and for derecognition, and in November 2014 to include the new requirements for general hedge accounting. Another revised version of IFRS was issued in July 2015 mainly to include a) impairment requirements for financial assets and b) limited amendments to the classification and measurement requirements by introducing 'fair value through other comprehensive income' ('FVTOCI') measurement category for certain simple debt instruments.

Key requirements of IFRS 9:

— all recognised financial assets that are within the scope of IAS 39 *Financial Instruments: Recognition and Measurement* are required to be subsequently measured at amortised cost or fair value. Specifically, debt investments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortised cost at the end of subsequent accounting periods. Debt instruments that are held for within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets, and that have contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are measured at FVTOCI. All other debt investments and equity investments are measured at their fair value at the end of the subsequent accounting periods. In addition, under IFRS 9, entities may make an irrevocable election to present subsequent changes in the fair value of an equity investment (that is not held for trading) in other comprehensive income, with only dividend income generally recognised in profit or loss.

— with regard to the measurement of financial liabilities designated as at fair value through profit or loss, IFRS 9 requires that the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is presented in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. Changes in fair value attributable to a financial liability's credit risk are not subsequently reclassified to profit or loss. Under IAS 39, the entire amount of the change in the fair value of the financial liability designated as fair value through profit or loss is presented in profit or loss.

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

3. Application of new and revised International Financial Reporting Standards ('IFRSs') (continued)

3.2 New and revised IFRSs in issue but not yet effective (continued)

- **IFRS 9 *Financial Instruments (continued)***

  — in relation to the impairment of financial assets, IFRS 9 requires an expected loss model, as opposed to an incurred loss model under IAS 39. The expected loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in credit risk since initial recognition. In other words, it is no longer necessary for a credit event to have occurred before credit losses are recognised.

  — the new general hedge accounting requirements retain three types of hedge accounting mechanisms currently available in IAS 39. Under IFRS 9, greater flexibility has been introduced to the types of transactions eligible for hedge accounting, specifically broadening the types of instruments that qualify for hedging instruments and the types of risk components of non-financial items that are eligible for hedge accounting. In addition, the effectiveness test has been overhauled and replaced with the principle of an 'economic relationship'. Retrospective assessment of hedge effectiveness is also no longer required. Enhanced disclosure requirements about an entity's risk management activities have also been introduced.

The directors of the Company anticipate that the application of IFRS 9 in the future may have an impact on the amounts reported in respect of the Company's financial assets and liabilities. However, it is not practicable to provide a reasonable estimate of the effect of IFRS 9 until the Company undertakes a detailed review.

- **IFRS 15 *Revenue from Contracts with Customers***

  In May 2015, IFRS 15 was issued which establishes a single comprehensive model for entities to use in accounting for revenue from contracts with customers. IFRS 15 will supersede the current revenue recognition guidance including IAS 18 *Revenue*, IAS 11 *Construction Contracts* and the related Interpretations when it becomes effective.

  The core principle of IFRS 15 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

  Specifically, the Standard introduces a five-step approach to revenue recognition:

  — Step 1: Identify the contract(s) with a customer
  — Step 2: Identify the performance obligations in the contract
  — Step 3: Determine the transaction price
  — Step 4: Allocate the transaction price to the performance obligations in the contract
  — Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

3. Application of new and revised International Financial Reporting Standards ('IFRSs') (continued)

3.2 New and revised IFRSs in issue but not yet effective (continued)

- **IFRS 15 *Revenue from Contracts with Customers* (continued)**

Under IFRS 15, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer. Far more prescriptive guidance has been added in IFRS 15 to deal with specific scenarios. Furthermore, extensive disclosures are required by IFRS 15.

The directors of the Company are of the opinion that the application of IFRS 15 in the future will have no impact on the amounts reported and disclosures made in the Company's financial statements.

- **Amendments to IFRS 11 *Accounting for Acquisitions of Interest in Joint Operations***

The amendments to IFRS 11 provide guidance on how to account for the acquisition of a joint operation that constitutes a business as defined in IFRS 3 *Business Combinations*. Specifically, the amendments state that the relevant principles on accounting for business combinations in IFRS 3 and other standards (e.g. IAS 36 *Impairment of Assets* regarding impairment testing of a cash-generating unit to which goodwill on acquisition of a joint operation has been allocated) should be applied. The same requirements should be applied to the formation of a joint operation if and only if an existing business is contributed to the joint operation by one of the parties that participate in the joint operation.

A joint operator is also required to disclose the relevant information required by IFRS 3 and other standards for business combinations.

The amendments to IFRS 11 apply prospectively for annual periods beginning on or after 1 January 2016. The directors of the Company do not anticipate that the application of these amendments to IFRS 11 will have a material impact on the Company's financial statements.

- **IFRS 16 *Leases***

IFRS 16 specifies how an IFRS reporter will recognise, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring lessees to recognise assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Lessors continue to classify leases as operating or finance, with IFRS 16's approach to lessor accounting substantially unchanged from its predecessor, IAS 17.

The directors of the Company are of the opinion that the application of IFRS 16 will have no impact on the Company's financial statements.

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(Amounts expressed in Trinidad & Tobago dollars)

3. Application of new and revised International Financial Reporting Standards ('IFRSs') (continued)

3.2 New and revised IFRSs in issue but not yet effective (continued)

- **Amendments to IAS 16 and IAS 38 *Clarification of Acceptable Methods of Depreciation and Amortisation***

  The amendments to IAS 16 prohibit entities from using a revenue-based depreciation method for items of property, plant and equipment. The amendments to IAS 38 introduce a rebuttable presumption that revenue is not an appropriate basis for amortisation of an intangible asset. This presumption can only be rebutted in the following two limited circumstances;

  a) when the intangible asset is expensed as a measure of revenue; or

  b) when it can be demonstrated that revenue and consumption of the economic benefits of the intangible asset are highly correlated.

  The amendments apply prospectively for annual periods beginning on or after 1 January 2016.

  The directors of the Company are of the opinion that the application of the amendments to IAS 16 and IAS 38 will have no impact on the Company's financial statements.

- ***Annual Improvements to IFRSs 2011-2014 Cycle***

  The *Annual Improvements to IFRSs 2011-2014 Cycle* include a number of amendments to various IFRSs, which are summarised below.

  The amendments to **IFRS 3** clarify that the standard does not apply to the accounting for the formation of all types of joint arrangement in the financial statements of the joint arrangement itself.

  The amendments to **IFRS 13** clarify the scope of the portfolio exception for measuring the fair value of a Group of financial assets and financial liabilities on a net basis includes all contracts that are within the scope of, and accounted for in accordance with, IAS 39 or IFRS 9, even of those contracts which do not meet the definitions of financial assets or financial liabilities within IAS 32.

  The amendments to IAS 40 clarify that IAS 40 and IFRS 3 are not mutually exclusive and application of both standards may be required. Consequently, an entity acquiring investment property must determine whether:

  a) the property meets the definition of investment property in terms of IAS 40; and

  b) the transaction meets the definition of a business combination under IFRS 3.

  The directors of the Company do not anticipate that the application of these amendments will have a significant impact on the Company's financial statements.

for the year ended 31 December 2015
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3. Application of new and revised International Financial Reporting Standards ('IFRSs') (continued)

3.2 New and revised IFRSs in issue but not yet effective (continued)

- **Amendments to IFRS 10 and IAS 28 *Sale or Contribution of Assets between and Investor and its Associate or Joint Venture***

  Amendments were made to IFRS 10 *Consolidated Financial Statements* and IAS 28 *Investments in Associates and Joint Ventures (2011)* to clarify the treatment of the sale or contribution of assets from an investor to its associate or joint venture, as follows:

  a) require full recognition in the investor's financial statements of gains and losses arising on the sale or contribution of assets that constitute a business (as defined in IFRS 3 *Business Combinations*).

  b) require the partial recognition of gains and losses where the assets do not constitute a business, i.e. a gain or loss is recognised only to the extent of the unrelated investors' interests in that associate or joint venture.

  These requirements apply regardless of the legal form of the transaction, e.g. whether the sale or contribution of assets occurs by an investor transferring shares in a subsidiary that holds the assets (resulting in loss of control of the subsidiary), or by the direct sale of the assets themselves.

  The directors of the Company are of the opinion that the application of these amendments will have no impact on the Company's financial statements.

- ***Annual Improvements 2012 – 2015 Cycle***

  The *Annual Improvements to IFRSs 2012-2015 Cycle* include a number of amendments to various IFRSs, which are summarised below.

  IFRS 5 — Adds specific guidance in IFRS 5 for cases in which an entity reclassifies an asset from held for sale to held for distribution or vice versa and cases in which held-for-distribution accounting is discontinued.

  IFRS 7 — Additional guidance to clarify whether a servicing contract is continuing involvement in a transferred asset, and clarification on offsetting disclosures in condensed interim financial statements.

  IAS 19 — Clarify that the high-quality corporate bonds used in estimating the discount rate for post-employment benefits should be denominated in the same currency as the benefits to be paid.

  IAS 34 — Clarify the meaning of 'elsewhere in the interim report' and require a cross-reference.

  The directors of the Company are of the opinion that the application of these improvements will have no impact on the Company's financial statements.

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3. Application of new and revised International Financial Reporting Standards ('IFRSs') (continued)

3.2 New and revised IFRSs in issue but not yet effective (continued)

- **Amendment to IAS 1 Disclosure Initiative**

  Amendments were made to IAS 1 *Presentation of Financial Statements* to address perceived impediments to preparers exercising their judgement in presenting their financial reports by making the following changes:

  a) clarification that information should not be obscured by aggregating or by providing immaterial information, materiality considerations apply to all parts of the financial statements, and even when a standard requires a specific disclosure, materiality considerations do apply;

  b) clarification that the list of line items to be presented in these statements can be disaggregated and aggregated as relevant and additional guidance on subtotals in these statements and clarification that an entity's share of OCI of equity-accounted associates and joint ventures should be presented in aggregate as single line items based on whether or not it will subsequently be reclassified to profit or loss;

  c) additional examples of possible ways of ordering the notes to clarify that understandability and comparability should be considered when determining the order of the notes and to demonstrate that the notes need not be presented in the order so far listed in paragraph 114 of IAS 1.

  The directors are of the opinion that the application of these amendments will have no impact on the Company's financial statements.

- **Amendments to IAS 27 *Equity Method in Separate Financial Statements***

  Amendments were made to IAS 27 *Separate Financial Statements* to permit investments in subsidiaries, joint ventures and associates to be optionally accounted for using the equity method in separate financial statements. Consequently, an entity is permitted to account for these investments either:

  (i) at cost; or

  (ii) in accordance with IFRS 9 (or IAS 39); or

  (iii) using the equity method.

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3. Application of new and revised International Financial Reporting Standards ('IFRSs') (continued)

3.2 New and revised IFRSs in issue but not yet effective (continued)

- **Amendments to IFRS 10, IFRS 12 and IAS 28 *Investment Entities: Applying the Consolidation Exception***

Amendments were made to IFRS 10 *Consolidated Financial Statements,* IFRS 12 *Disclosure of Interests in Other Entities* and IAS 28 *Investments in Associates and Joint Ventures (2011)* to address issues that have arisen in the context of applying the consolidation exception for investment entities by clarifying the following points:

a) The exemption from preparing consolidated financial statements for an intermediate parent entity is available to a parent entity that is a subsidiary of an investment entity, even if the investment entity measures all of its subsidiaries at fair value.

b) A subsidiary that provides services related to the parent's investment activities should not be consolidated if the subsidiary itself is an investment entity.

c) When applying the equity method to an associate or a joint venture, a non-investment entity investor in an investment entity may retain the fair value measurement applied by the associate or joint venture to its interests in subsidiaries.

d) An investment entity measuring all of its subsidiaries at fair value provides the disclosures relating to investment entities required by IFRS 12.

The directors of the Company are of the opinion that the application of these amendments would have no impact on the Company's financial statements.

- **Amendments to IAS 12 *Recognition of Deferred Tax Assets for Unrealised Losses***

Amends IAS 12 *Income Taxes* to clarify the following aspects:

Unrealised losses on debt instruments measured at fair value and measured at cost for tax purposes give rise to a deductible temporary difference regardless of whether the debt instrument's holder expects to recover the carrying amount of the debt instrument by sale or by use.

The carrying amount of an asset does not limit the estimation of probable future taxable profits.

Estimates for future taxable profits exclude tax deductions resulting from the reversal of deductible temporary differences.

An entity assesses a deferred tax asset in combination with other deferred tax assets.

Where tax law restricts the utilisation of tax losses, an entity would assess a deferred tax asset in combination with other deferred tax assets of the same type.

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3. Application of new and revised International Financial Reporting Standards ('IFRSs') (continued)

3.2 New and revised IFRSs in issue but not yet effective (continued)

- **Amendments to IAS 12 *Recognition of Deferred Tax Assets for Unrealised Losses* (continued)**

  The directors of the Company anticipate that the application of the amendments to IAS 12 in the future may have an impact on the amounts reported in respect of the Company's financial assets and liabilities. However, it is not practicable to provide a reasonable estimate of the effect of amendments to IAS 12 until the Company undertakes a detailed review.

- **Amendments to IAS 7 Disclosure Initiative**

  Amends IAS 7 *Statement of Cash Flows* to clarify that entities shall provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities.

  The directors of the Company anticipate that the application of the amendments to IAS 7 in the future may have an impact on the amounts reported in respect of the Company's financial assets and liabilities. However, it is not practicable to provide a reasonable estimate of the effect of amendments to IAS 7 until the Company undertakes a detailed review.

4. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, the directors of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

4.1 Critical judgements in applying accounting policies

The following are the critical judgements, apart from those involving estimations (see note 4.2 below), that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

4. Critical accounting judgements and key sources of estimation uncertainty (continued)

4.1 Critical judgements in applying accounting policies (continued)

a) Functional currency of the Company

The Company is an investment holding company and is not engaged in any other activities. Management has analysed primary and secondary factors as guided by IAS 21 *The Effects of Changes in Foreign Exchange Rates* and has determined that the functional currency of the Company is the US$. This judgement is made on the basis that all of the Company's income is denominated in US$ which is consistent with the functional currency of PPGPL.

b) Classification of investment held in PPGPL as a joint venture

PPGPL is a limited liability company whose legal form confers separation between parties to the joint arrangement and the Company itself, see note 2.2(a) above for details of management's assessments.

4.2 Key sources of estimation uncertainty

The following is the key assumption concerning the future and other key sources of estimation and uncertainty at the reporting period date, that have a significant risk of causing material adjustments to the carrying amounts of assets and liabilities within the next financial year.

Impairment of investment in joint venture

Management assessed whether the Company's investment in joint venture was recoverable due to market conditions relating to falling oil and gas prices.

The carrying amount of investment in joint venture was $2,827.8 million after an impairment reversal of $235.2 million, which was recognised in the statement of profit or loss for the year ended 2015. Details of the impairment calculation are set out in Note 10.

5. Investment in joint venture

a) Acquisition of TT Holdings LLC and investment in Phoenix Park Gas Processors Limited (collectively, the 'Acquisition')

On 27 February 2014, the Company authorised and issued 38,700,000 Class A shares and 116,100,000 Class B shares for $25 per share in each class of shares.

The Company's Class A shares and Class B shares carry the same voting rights and are generally subject to the same rights, privileges, restrictions and conditions, except for the right to appoint directors of the Company and conversion rights. Class A shares may be converted into an equal number of Class B shares at any time.

Notes to the Financial Statements

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

5. Investment in joint venture (continued)

a) Acquisition of TT Holdings LLC and investment in Phoenix Park Gas Processors Limited (collectively, the 'Acquisition') (continued)

Share for share exchange

On 27 February 2014, NGC exchanged its 100% shareholding in TT Holdings LLC with the Company in exchange for 38,700,000 Class A shares and 116,100,000 Class B shares of the Company, representing 100% of the Company's issued share capital valued at $3,870,000,000. At the close of this transaction, the Company became the 100% shareholder of TT Holdings LLC, and NGC became the holder of 100% of the Company's issued Class A and Class B shares.

Distribution of investment in specie and dissolution of TT Holdings LLC

As at 24 March 2014, TT Holdings LLC made a distribution in specie whereby all of its net assets, including shares held in PPGPL were transferred to the Company. Accordingly, the 39.0% effective ownership interest in PPGPL previously held by TT Holdings LLC was distributed in specie to the Company in the amount of $3,870,000,000 and the Company became the direct holder of the 39% effective ownership interest in PPGPL.

Initial Public Offering of Class B Shares of the Company

In August 2015, NGC offered 49% of the Company to the public of Trinidad and Tobago through an Initial Public Offering ('IPO'). The Offer comprised 75,852,000 of NGC's Class B Shares in the Company at an offer price of $20.00. The IPO was successful and TTNGL began trading on the Trinidad & Tobago Stock Exchange on 19 October 2015. As at the end of the reporting period, TTNGL was trading at a share price of $21.50.

b) Details of the Company's joint venture at the end of the reporting period is as follows:

Name of joint venture	Principal activity	Place of incorporation and principal place of business	Proportion of ownership interest and voting rights held by the Company	
			2015	2014
Phoenix Park Gas Processors Limited	Extraction of propane, butane and natural gasoline from the natural gas stream	Rio Grande Drive, Point Lisas Industrial Estate, Point Lisas	39%	39%

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for the year ended 31 December 2015
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5. Investment in joint venture (continued)

b) Details of the Company's joint venture at the end of the reporting period is as follows (continued):

The movement in the carrying value of the Company's 39% share of the assets, liabilities and income and expenses of Phoenix Park Gas Processors Limited as at 31 December 2015 is included below.

	2015 $'000	2014 $'000
Share of PPGPL's assets/liabilities:		
Movement in investment in joint venture during the reporting period		
Carrying value of investment transferred by TT Holdings LLC in specie on 24 March 2014	–	3,870,000
Investment in joint venture as at 1 January 2015	2,730,904	–
Share of profit in joint venture (Note 5 (d))	136,279	345,288
Dividends received	(301,566)	(336,191)
Impairment reversal/(loss) on investment	235,195	(1,097,880)
Exchange rate adjustment	26,966	(50,313)
Investment in joint venture	**2,827,778**	**2,730,904**

The above joint venture is accounted for using the equity method in the Company's financial statements.

Notes to the Financial Statements

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

5. Investment in joint venture (continued)

c) Summarised financial information in respect of the Company's joint venture is set out below. The summarised financial information below represents amounts shown in the PPGPL's financial statements prepared in accordance with IFRSs. The information was extracted from PPGPL's audited financial statements for the year ended 31 December 2015 which have been presented in United States dollars, PPGPL'S functional currency.

	2015 US$'000	2014 US$'000
Statement of financial position of PPGPL		
Cash and cash equivalents	72,815	109,077
Other current assets	76,571	94,946
Total current assets	149,386	204,023
Non-current assets, excluding goodwill	299,111	317,281
Total assets	448,497	521,304
Current financial liabilities	(23,450)	(27,933)
Other current liabilities	(43,852)	(48,194)
Total current liabilities	(67,302)	(76,127)
Non-current financial liabilities	(141,300)	(138,579)
Total liabilities	(208,602)	(214,706)
Net assets	239,895	306,598
Statement of profit or loss and other comprehensive income of PPGPL		
Revenue	383,810	696,813
Cost of sales	(218,240)	(385,193)
Interest income	169	358
Other operating expenses (net)	(41,868)	(27,756)
Depreciation and amortisation	(21,886)	(21,026)
Interest expense	(11,536)	(5,853)
Profit before tax	90,449	257,343
Income tax expense	(35,452)	(90,731)
Profit after tax	54,997	166,612
Other comprehensive income	–	–
Total comprehensive income	54,997	166,612

Notes to the financial statements

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

5. Investment in joint venture (continued)

d) Reconciliation of the above summarised financial information to the carrying amount of the investment in the joint venture recognised in the Company's financial statements:

	2015 $'000	**2014 $'000**
Net assets of PPGPL denominated in US$	239,895	306,598
Exchange rate at reporting date	6.4196	6.3585
Net assets of PPGPL denominated in TT$	1,540,030	1,949,503
Proportion of the Company's ownership interest in the joint venture	39%	39%
39% of net assets of PPGPL	600,612	760,306
Excess of cost of investment over carrying amount of PPGPL's net assets acquired	1,991,971	3,068,478
Impairment reversal(loss) on investment in joint venture	235,195	(1,097,880)
Carrying amount of the Company's investment in the joint venture	**2,827,778**	**2,730,904**

Reconciliation of the above summarised financial information to the share of profit in the joint venture recognised in the Company's financial statements:

	2015 $'000	**2014 $'000**
PPGPL's total profit for the year denominated in US$	54,997	166,612
Average exchange rate for the year ended 31 December 2015	6.3537	6.3854
PPGPL's total profit for the year denominated in TT$	349,434	1,063,884
Proportion of the Company's ownership investment in joint venture	39%	39%
Share of profit in the joint venture	136,279	414,915
39% share of profit for January and February 2015 accounted for by TT Holdings LLC before the in specie transfer	–	(69,627)
Share of profit from the investment in joint venture	**136,279**	**345,288**

e) On 26 March 2015, PPGPL's secured debt was refinanced discharging the guarantee of the Company. The refinanced debt was replaced by an unsecured loan facility. At 31 December 2015, the carrying amount of PPGPL's debt was US$74.0 million which matures in March 2021.

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for the year ended 31 December 2015
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6. Trade and other payables

Trade and other payables are non-interest bearing and have an average term of three months. The following table presents the details of accounts payable and accrued liabilities:

	2015 $'000	2014 $'000
Audit fees	58	35
Directors' fees and allowances	–	–
	58	**35**

7. Share capital

Authorised:
An unlimited number of ordinary 'A' shares of no par value
An unlimited number of ordinary 'B' shares of no par value

	2015 $'000	2014 $'000
Issued and fully paid:		
38,700,000 ordinary 'A' shares of no par value	967,500	967,500
116,100,000 ordinary 'B' shares of no par value	2,902,500	2,902,500
Capital Reduction	(1,097,880)	–
	2,772,120	**3,870,000**

Subsequent to the approval of the financial statements for the quarter ended 31 March 2015, the Company, pursuant to and in accordance with Section 48(1) (c) of the Companies Act, passed a special resolution (which was effected by a unanimous written resolution of the Shareholder) approving a reduction in the stated capital of the Company by the amount of $1,097,880 as the amount of the stated capital which is not represented by realisable assets of the Company. The resolution provided that such amount, which represents the impairment loss recorded in the financial statements for 2014, will be deducted from the stated capital of the Company.

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

8. Related party transactions

The following table provides the total amount of material transactions, which have been entered into with related parties and the balances outstanding for the years ended 31 December 2015 and 31 December 2014.

		Amount from/ (due to) related parties $'000	Income/ (expenses) from related parties $'000
The National Gas Company of Trinidad and Tobago Limited			
Reimbursement for expenses paid on behalf of the Company	2015	(1,104)	–
	2014	(502)	–
Dividends received on behalf of the Company	2015	415,836	–
	2014	167,586	–
Interim dividends	2015	–	(77,402)
	2014	–	(142,993)
Phoenix Park Gas Processors Limited			
Dividends	2015	25,036	301,566
	2014	24,798	336,191
Directors' fees and allowances	2015	–	(282)
	2014	–	(144)

Notes to the Financial Statements

for the year ended 31 December 2015
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9. Taxation

a) The taxation charge consists of the following:

	2015 $'000	2014 $'000
Green fund levy	305	336
Deferred tax expense	–	12
Total tax expense	**305**	**348**

Reconciliation between tax expense and the product of accounting profit multiplied by the applicable tax rate:

	2015 $'000	2014 $'000
Profit/(loss) before taxation	**371,137**	**(752,771)**
Income taxes thereon at the rate of 25%	92,784	(188,193)
Tax effect of items not allowable for tax:	(92,784)	188,193
Non-deductible expense:		
Prior years' tax	–	12
Green fund levy	305	336
	305	**348**

	2015 $'000	2014 $'000
b) Deferred tax asset	–	–
Movement in net deferred tax asset balance:		
Balance at 1 January	–	12
Tax charge recognised in profit and loss	–	(12)
Balance at 31 December	–	–

The deferred tax asset is derived from tax losses.

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for the year ended 31 December 2015
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10. Impairment

	2015 $'000	2014 $'000
Impairment reversal/(loss)	**235,195**	**(1,097,880)**

Management engaged an independent valuation expert to conduct an impairment assessment of the Company's 39% shareholding investment in PPGPL as at 31 December 2015.

For 2014, a similar impairment assessment led to the recognition of an impairment loss of $1,097.9 million, which has been recognised and separately disclosed on the statement of profit or loss. As with the 2014 exercise, the primary drivers for the impairment assessment continue to be the following factors:

- Accessibility of available and more economical sources of energy (particularly North American shale resources) continue to compress both demand and prices for natural gas products. Alternate energy sources have been more economical in certain countries which have access to energy sources and processing infrastructure at closer proximity, industrial and commercial applications are able to tap energy sources at cost levels that are not inhibiting. Overall global supply remains above demand resulting in record inventory levels and depressed energy commodity prices.
- Issues of local gas supply in the short term and natural gas liquids ('NGLs') content in the gas stream over the longer term.

The impairment assessment for 2015 led to a partial reversal of $235.2 million, of the impairment loss that was recognised in 2014. The partial reversal was due to an increase in the recoverable amount which was largely driven by a 27% increase in the terminal value. Projected cash flows for 2033 were used to determine the terminal value and the increase was attributable to higher estimates for production volumes for gas supplies from the parent company and selling prices.

- Forecasted production volumes for 2033:

  Production curtailments are expected every five years due to anticipated turnaround by upstream providers. The turnaround five-year cycle landed in year 2031 in the forecast for 2015 but year 2033 in the 2014 forecast. As a result production for year 2033 will be higher in the 2015 forecast than the 2014 forecast.

Notes to the Financial Statements

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

10. Impairment (continued)

- Forecasted prices for 2033:

  Prices are based on forecasted market prices which are provided by a highly reputable company. Forecasted prices for 2033 were higher in 2015 than 2014.

  The recoverable amount of the Company's investment in joint venture is based on a value in use calculation which uses cash flow projections which was determined from financial information approved by the Board of Directors of the Company covering an 18-year period from 2016 to 2033, and a discount rate of 12.11% per annum which was based on a market estimate of the weighted average cost of capital. Cash flows beyond the 18-year period have been extrapolated assuming no growth rate after year 2033. The key assumptions used in the value in use calculations are as follows:

- Discount rate of 12.11%

- Selling prices of NGLs are expected to stabilise in 2016 and begin recovery from the depression in the current market conditions in year 2017 and steadily increase year on year. Selling prices of NGLs included in the cash flow projections are based on management's best estimate taking into consideration current market conditions.

A change in the key assumptions has been analysed and presented below.

- Discount rate

  A 1% decrease in the discount rate while holding all other variables will increase the impairment reversal to $568.9 million while a 1% increase in the discount rate results in an impairment loss of $42.9 million.

- Selling prices of NGLs

  - A 5% increase/decrease in the selling prices of NGLs while holding all other variables will increase/decrease the impairment reversal by $223.8 million.

  - A 10% increase/decrease in the selling prices of NGLs while holding all other variables will increase/decrease the impairment reversal by $447.5 million.

Notes to the Financial Statements

for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

11. Profit/(loss) per share

	2015 $	2014 $
Basic profit/(loss) per share	**2.40**	**(4.87)**

The profit/(loss) and weighted average number of ordinary shares used in the calculation of basic loss per share are as follows.

	2015 $'000	2014 $'000
Profit/(loss) used in the calculation of basic loss per share	**370,832**	**(753,119)**

	2015 '000 (Shares)	2014 '000 (Shares)
Weighted average number of ordinary shares for the purposes of basic loss per share	**154,800**	**154,800**

12. Dividends

	2015 $'000	2014 $'000
Interim dividends for current year	**77,402**	**142,993**

The Board of Directors has declared a final dividend of $1.00 per share. Cumulatively, shareholders would receive a total dividend of $1.50 per share for 2015. The final dividend of $1.00 per share is to be paid to shareholders on the Register as at 21 April 2016. Dividends will be paid on 6 May 2016.

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for the year ended 31 December 2015
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13. Capital management

The Company manages its shares as capital. The Company's objectives when managing capital are to safeguard the Company's ability to continue and to maintain a flexible capital structure which optimises the costs of capital at an acceptable risk.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash.

In order to facilitate the management of its capital requirements, the Company may prepare expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions.

The Company's investment policy is to invest its short-term excess cash in highly liquid short-term interest-bearing investments with maturities of 365 days or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations.

The Company expects its current capital resources will be sufficient to carry its operations through its current operating period.

14. Financial risk management objectives and policies

Risk management

In the normal course of business, the Company is exposed to financial risk and manages that risk, as follows:

Liquidity risk

Liquidity risk is the risk that the Company cannot meet its financial obligations associated with financial liabilities in full. The primary source of liquidity is expected to be dividend income, which is used to finance working capital and to meet the Company's financial obligations associated with financial liabilities.

Credit risk

Credit risk rises from the possibility that debtors may be unable to fulfill their commitments. For a financial asset, this is typically the gross carrying amount, net of any amounts offset and any impairment losses. The Company is not currently exposed to significant credit risk.

Market risk

Market risk is the risk that changes in market prices will have an effect on future cash flows associated with financial instruments. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk.

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for the year ended 31 December 2015
(Amounts expressed in Trinidad & Tobago dollars)

14. Financial risk management objectives and policies (continued)

Interest rate risk

Interest rate risk is the risk that changes in market interest rates may have an effect on the cash flows associated with some financial instruments, known as interest rate cash flow risk, or on the fair value of other financial instruments, known as interest rate price risk. The Company is not currently exposed to significant interest rate risk as it does not have any interest bearing financial assets or financial liabilities.

Currency risk

Currency risk is the risk that changes in foreign exchange rates may have an effect on future cash flows associated with financial instruments. The Company does not have any material transactions denominated in foreign currency and is not exposed to foreign currency risk.

Other price risk

Other price risk is the risk that changes in market prices, including commodity or equity prices, will have an effect on future cash flows associated with financial instruments. The cash flows associated with financial instruments of the Company are not exposed to other price risk.

Fair values

Financial instruments include accounts payable and accrued liabilities. The carrying values of these financial instruments are approximate to their fair value due to their short-term nature.

15. Events after the reporting date

There were no subsequent events occurring after the reporting date that significantly impacted the financial performance, position or cash flows which require disclosure.

Management Proxy Circular

(Pursuant to Section 144 of the Companies Act, Chapter 81:01)

1	Name of Reporting Issuer	Trinidad and Tobago NGL Limited
2	Particulars of Meeting	Annual Meeting of the Company to be held at the Trinidad Hilton, Lady Young Road, Port of Spain, Trinidad on Thursday May 5, 2016 at 9:30 a.m.
3	Solicitation	The Management of the Company is required by the Companies Act, 1995 of the laws of Trinidad and Tobago ("the Act") to send, together with the Notice convening the Meeting, Forms of Proxy. By complying with the Act, Management is deemed to be soliciting proxies with the meaning of the Act. This Management Proxy Circular accompanies the Notice of the Annual Meeting and is submitted in connection with the solicitation, by the Management of the Company, of proxies for use at the meeting or any adjournment thereof.
4	Director's statement, if any	No statement has been received from any Director pursuant to Section 76(2) of the Companies Act, Chapter 81:01.
5	Auditor's statement submitted pursuant to Section 171(1), if any	Not applicable
6	Shareholder's proposal and or statement submitted pursuant to sections 116(a) and 117(2), if any	No proposals have been submitted
7	Date, Certification and Signature	Aegis Business Solutions Limited Corporate Secretary April 15, 2016 AEGIS BUSINESS SOLUTIONS LIMITED Secretary

Notes

Form of Proxy

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Trinidad and Tobago NGL Limited **Company No: 2013091805765**

First Annual Meeting of the Company to be held at the Trinidad Hilton, Lady Young Road, Port of Spain, Trinidad on Thursday 5 May, 2016 at 9:30 a.m.

Please complete the form of proxy in block letters

I / We, ____

of____

being a shareholder/s of Trinidad and Tobago NGL Limited,

hereby appoint ____

of____

or failing him / her____

of ____

as my/our proxy to vote for me/us and on my/our behalf at the above meeting and any adjournment thereof in the same manner, to the same extent and with the same powers as if I/we were present at the said meeting or such adjournment or adjournments thereof.

....	....	....
Print Name	Signature	Date
....	....	....
Print Name	Signature	Date

Please indicate, with an "X" in the spaces below, how you wish your proxy to vote on the Resolutions listed below. If no such indication is given, the proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains.

	Be it Resolved:	**For**	**Against**
Resolution 1	That By-Law No 1, relating generally to the conduct of the affairs of the Company, having been approved by the Directors, be confirmed.		
Resolution 2	That the Audited Financial Statements of the Company for the year ended 31 December, 2015 and the reports of the Directors and Auditors be received and adopted.		
Resolution 3	That the following person be appointed a Director to the Board of Trinidad and Tobago NGL Limited for a period of one year with the effect from the conclusion of the Annual Meeting: MR. GERRY C. BROOKS		

Form of Proxy

	Be it Resolved:	For	Against
Resolution 4	That the following person be appointed a Director to the Board of Trinidad and Tobago NGL Limited for a period of one year with the effect from the conclusion of the Annual Meeting: PROFESSOR ANDREW JUPITER		
Resolution 5	That the following person be appointed a Director to the Board of Trinidad and Tobago NGL Limited for a period of one year with the effect from the conclusion of the Annual Meeting: MR. KENNETH ALLUM		
Resolution 6	That the following person be appointed a Director to the Board of Trinidad and Tobago NGL Limited for a period of one year with the effect from the conclusion of the Annual Meeting: MR. VIVEK CHARRAN		
Resolution 7	That the following person be appointed a Director to the Board of Trinidad and Tobago NGL Limited for a period of one year with the effect from the conclusion of the Annual Meeting: MR. ASHMEER MOHAMED		
Resolution 8	That Deloitte and Touche be re-appointed as auditors of the Company from the conclusion of the meeting until the conclusion of the next annual meeting before which accounts are laid and that the Directors are authorised to fix the Auditors' remuneration		

Signature(s) .... Witness(es) ....

....

Date ....

Notes:

1. In the case of a joint holding, the signature of any holder is sufficient, but the names of all joint holders should be stated.
2. If the appointer is a Corporation, this form must be under its Common Seal or under the hand of an officer or attorney duly authorised by the Corporation.
3. To be valid, this form must be completed and deposited at the Registrar at the address below not less than 48 hours before the time fixed for the holding of the meeting or adjourned meeting.

The Registrar
The Trinidad and Tobago Central Depository Limited
10th Floor, Nicholas Towers
63-65 Independence Square, Port of Spain, Trinidad

Design: Lonsdale Saatchi and Saatchi Advertising Limited
8 & 10 Herbert Street, St Clair, Port of Spain

Printing: The Office Authority Limited
225 Southern Main Road, Marabella

Trinidad and Tobago NGL Limited

A subsidiary of THE NATIONAL GAS COMPANY OF TRINIDAD AND TOBAGO LIMITED

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