ANNUAL REPORT AND FINANCIAL STATEMENTS 2019

Board of Directors: D R MacLeod
                   P J Reed
                   S M Roche
                   M E Stageman
                   A J Walker

The directors present the strategic report, their report and the audited financial statements for the year ended 31 December 2019.

STRATEGIC REPORT

Results

The profit for the year after taxation was £317,804 which, when added to the retained profit brought forward at 1 January 2019 of £2,561,456, gives a total retained profit carried forward at 31 December 2019 of £2,879,260.

Principal activity and review of the business

The company is Financial Conduct Authority (FCA) authorized as an Occupational Pension Scheme firm in order that it can provide investment advice to, and perform investment management for, BP Pension Trustees Limited, the Trustee of the BP Pension Fund. These services are provided under the Investment Management Agreement dated 11 May 2018 (replacing one dated 11 May 2015), and numerous BP Pension Fund Benchmark Investment Strategy Memorandums the most recent of which was dated 26 February 2020.

The company does not hold cash or hold any investments in its own right. All services performed by the company are provided by staff seconded from BP p.l.c.

The key financial and other performance indicators during the year were as follows:

<table>
<thead>
<tr>
<th></th>
<th>2019</th>
<th>2018</th>
<th>Variance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Profit for the year</td>
<td>£317,804</td>
<td>£262,546</td>
<td>21%</td>
</tr>
<tr>
<td>Total equity</td>
<td>£52,889,260</td>
<td>£52,571,456</td>
<td>1%</td>
</tr>
</tbody>
</table>

All expenses incurred by the company are recharged to the BP Pension Fund without mark up.

Profit for the year primarily consists of interest receivable and the increase is primarily due to higher interest rates throughout 2019 as compared to 2018.
Section 172 (1) statement

In governing the company on behalf of its shareholders and discharging their duties under section 172, the board has had regard to the factors set out in section 172 (see below) and other factors which the board considers appropriate.

Section 172 factors

Section 172 requires directors to have regard to the following in performing their duties, and as part of the process are required to consider, where relevant:

a. The likely long-term consequences of the decision.
b. The interests of the company’s employees.
c. The need to foster the company’s business relationships with suppliers, customers and others.
d. The impact of the company’s operations on the community and the environment.
e. The desire to maintain the company’s reputation for high standards of business conduct.
f. The need to act fairly between members of the company.

To support the directors in the discharge of their duties, and whilst making a decision on behalf of the company, the directors have access to functional assurance support to identify matters which may have an impact on the proposed decision including, where relevant, section 172 factors as outlined above.

The principal decisions taken by the directors during the year included the approval of corporate strategies that are intended to build sustainable long-term values for the company. The relevant factors taken into account during the decision making process, in furtherance of the company's purpose, were the interests of all of the company’s constituencies, including stakeholders such as the BP Pension Fund (“The Fund”) and the Financial Conduct Authority.

Principal risks and uncertainties

The company aims to deliver sustainable value by identifying and responding successfully to risks. Risk management is integrated into the process of planning and performance management for the BP group.

The risks listed below, separately or in combination, could have a material adverse effect on the implementation of the company’s strategy, business, financial performance, results of operations, cash flows, liquidity, prospects, shareholder value and returns and reputation. Unless stated otherwise, further details on these risks are included within the risk factors in the strategic report of the BP group Annual Report and Form 20-F for the year ended 31 December 2019.

Strategic and commercial risks

Geopolitical
The company is exposed to a range of political developments and consequent changes to the operating and regulatory environment may disrupt or curtail the company's operations or development activities. These may in turn cause production to decline, limit the company's ability to pursue new opportunities, affect the recoverability of our assets or cause us to incur additional costs. Political developments may include international sanctions, expropriation or nationalization of property, civil strife, strikes, insurrections, acts of terrorism or war and public health situations (including an outbreak of an epidemic or pandemic).

The impact of the UK's exit from the EU
BP have been assessing the potential impact on the group of Brexit and the UK’s future global relationships. BP have been considering different outcomes but do not believe any of these outcomes pose a significant risk to the business. The BP board’s geopolitical committee continues to monitor these developments.
STRAEGIC REPORT

Strategic and commercial risks (continued)

Insurance
The BP group’s insurance strategy could expose the BP group to material uninsured losses which in turn could adversely affect the company.

Compliance and control risks

Ethical misconduct and non-compliance
Ethical misconduct or breaches of applicable laws by the company’s businesses or its employees could be damaging to its reputation, and could result in litigation, regulatory action and penalties.

Regulation
Changes in the regulatory and legislative environment could increase the cost of compliance and limit the company's access to new growth opportunities.

Reporting
Failure to accurately report the company’s data could lead to regulatory action, legal liability and reputational damage.

Financial risk management

The company is exposed to a number of different financial risks arising from natural business exposures as well as its use of financial instruments including market risks relating to foreign currency exchange rates and interest rates. BP Investment Management Limited is an active investment manager and seeks to anticipate such developments in global economies in the investment strategy adopted for the BP Pension Fund. The company’s primary risk could be that its only client, BP Pension Trustees Limited, terminates its contract with BP Investment Management Limited. Further details on these financial risks are included within Note 29 of the BP group Annual Report and Form 20-F for the year ended 31 December 2019.

Authorized for issue by Order of the Board

Diana Legge
D P Legge
Company Secretary
1 May 2020

Registered Office:
Chertsey Road
Sunbury on Thames
Middlesex
TW16 7BP
United Kingdom

Authorized for issue by Order of the Board

Diana Legge
D P Legge
Company Secretary
1 May 2020

Registered Office:
Chertsey Road
Sunbury on Thames
Middlesex
TW16 7BP
United Kingdom
DIRECTORS' REPORT

BP INVESTMENT MANAGEMENT LIMITED

Directors

The present directors are listed on page 1.

D R MacLeod, P J Reed, S M Roche and M E Stageman served as directors throughout the financial year. Changes since 1 January 2019 are as follows:

<table>
<thead>
<tr>
<th>Name</th>
<th>Appointed</th>
<th>Resigned</th>
</tr>
</thead>
<tbody>
<tr>
<td>A J Walker</td>
<td>17 October 2019</td>
<td>—</td>
</tr>
</tbody>
</table>

Directors' indemnity

The company indemnifies the directors in its Articles of Association to the extent allowed under section 232 of the Companies Act 2006. Such qualifying third party indemnity provisions for the benefit of the company’s directors remain in force at the date of this report.

Dividends

The company has not declared any dividends during the year (2018 £Nil). The directors do not propose the payment of a dividend.

Financial instruments

In accordance with section 414C of the Companies Act 2006 the directors have included information regarding financial instruments as required by Schedule 7 (Part 1.6) of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 in the strategic report under Financial risk management.

Post balance sheet event

Since 31 December 2019, the oil price has fallen sharply in large part due to the impact of the international spread of COVID-19 (Coronavirus) and geopolitical factors. The impact of COVID-19 and the current economic environment on the basis of preparation of these financial statements has been considered. The directors continue to consider it appropriate to adopt the going concern basis of accounting in preparing the financial statements.

Future developments

The directors aim to maintain the management policies which have resulted in the company’s stability in recent years. They believe that the company is in a good position to take advantage of any opportunities which may arise in the future.

The directors have assessed the prospects of the company over a period of at least 12 months. The directors have considered expectations of the position and performance of the company over this period, taking account of its short-term and longer-range plans. Taking into account the company’s current position and its principal risks on pages 2-3, the directors have a reasonable expectation that the company will be able to continue in operation and meet its liabilities as they fall due over at least the next 12 months.

Since 31 December 2019, the oil price has fallen sharply in large part due to the impact of the international spread of COVID-19 (Coronavirus) and geopolitical factors. The impact of COVID-19 and the current economic environment on the basis of preparation of these financial statements has been considered.
DIRECTORS' REPORT

Future developments (continued)

Under the terms of the Investment Management Agreement with BP Pension Trustees Ltd (‘the Trustee’) dated 11 May 2018, the Trustee reimburses the company for all its costs and expenses incurred in providing its services to the Trustee. The Trustee is the corporate trustee of the BP Pension Fund (‘the Fund’). The Fund is established under trust law and its assets are legally separate from the BP group. Under the terms of the Trust Deed between the Trustee and BP p.l.c. dated 31 July 2017, the Trustee is entitled to pay its expenses, including those of the company, out of the assets of the Fund under its control. The directors’ assessment has taken into account the ability of both the Fund and BP p.l.c. as the principal company supporting the Fund to ensure the recovery of these costs.

As part of assuring the going concern basis of preparation for the company, the ability of the BP group to support the company has been taken into consideration. The BP group financial statements continue to be prepared on a going concern basis. Forecast liquidity extending at least twelve months from the date of approval of these financial statements has been assessed at a group level under a number of stressed scenarios and a reverse stress test performed to support the group’s going concern assertion. Price assumptions used in the group’s review reflect management’s best estimates for a going concern assessment as at the time of approval of these financial statements and include scenarios where those assumptions have been stress tested.

In assessing the prospects of BP Investment Management Ltd, the directors noted that such assessment is subject to a degree of uncertainty that can be expected to increase looking out over time and, accordingly, that future outcomes cannot be guaranteed or predicted with certainty.

Having a reasonable expectation that the company has adequate resources to continue in operational existence for at least the next 12 months from the date these financial statements were approved, the directors consider it appropriate to continue to adopt the going concern basis of accounting in preparing the financial statements.

It is the intention of the directors that the business of the company will continue for the foreseeable future.

Stakeholder statement

Engagement with other stakeholders

The company aims to build enduring relationships with governments, customers, partners, suppliers and communities in the countries where it operates. The company works with its business partners in an honest, respectful and responsible way and seeks to work with others who share the company’s commitments to safety and ethics and compliance.

The company’s activities affect a wide variety of individuals and organisations. The company engages with these stakeholders and listens to their differing needs and priorities as an everyday part of its business and uses the input and feedback to inform its decision making process.

On behalf of the company, the BP group participates in industry associations that offer opportunities to share good practices and collaborate on issues of importance. Additionally, the BP group works with governments on a range of issues that are relevant to its business, from regulatory compliance, to understanding tax liabilities, to collaborating on community initiatives.

During the year the directors continued with the implementation of the company’s strategy, as highlighted in the strategic report in respect of the principal activities of the company, and decisions made by the directors were in respect of operational matters, in furtherance of the company’s purpose, were the interests of all of the company’s constituencies, including stakeholders such as the BP Pension Fund (“The Fund”) and the Financial Conduct Authority.
DIRECTORS’ REPORT

Directors’ statement as to the disclosure of information to the auditor

The directors who were members of the board at the time of approving the directors’ report are listed on page 1. Having made enquiries of fellow directors and of the company’s auditor, each of these directors confirms that:

• To the best of each director’s knowledge and belief, there is no information relevant to the preparation of the auditor’s report of which the company’s auditor is unaware; and

• Each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the company’s auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with s418 of the Companies Act 2006.

Authorized for issue by Order of the Board

D P Legge
Company Secretary
1 May 2020

Registered Office:

Chertsey Road
Sunbury on Thames
Middlesex
TW16 7BP
United Kingdom
STATEMENT OF DIRECTORS’ RESPONSIBILITIES IN RESPECT
OF THE FINANCIAL STATEMENTS

BP INVESTMENT MANAGEMENT LIMITED

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable UK law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including Financial Reporting Standard 101 ‘Reduced Disclosure Framework’. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the profit or loss for that period. In preparing these financial statements, the directors are required to:

• select suitable accounting policies and then apply them consistently;

• make judgements and estimates that are reasonable and prudent;

• state whether applicable United Kingdom accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and

• prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company’s transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors confirm that they have complied with these requirements.
INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BP INVESTMENT MANAGEMENT LIMITED

Report on the audit of the financial statements

Opinion
In our opinion the financial statements of BP Investment Management Limited (the company):
• give a true and fair view of the state of the company’s affairs as at 31 December 2019 and of its profit for the year then ended;
• have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 “Reduced Disclosure Framework”; and
• have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:
• the profit and loss account;
• the statement of comprehensive income;
• the balance sheet;
• the statement of changes in equity; and
• the related notes 1 to 15.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 “Reduced Disclosure Framework” (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion
We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor’s responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council’s (the ‘FRC’s’) Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern
We are required by ISAs (UK) to report in respect of the following matters where:
• the directors’ use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
• the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company’s ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorized for issue.

We have nothing to report in respect of these matters.

Other information
The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor’s report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.
INDEPENDENT AUDITOR'S REPORT

Responsibilities of directors
As explained more fully in the statement of directors’ responsibilities, the directors are responsible for the preparation of
the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the
directors determine is necessary to enable the preparation of financial statements that are free from material misstatement,
whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company’s ability to continue as a
going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting
unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do
so.

Auditor's responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material
misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance
is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect
a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if,
individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on
the basis of these financial statements.

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

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006
In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors’ report for the financial year for which the financial
  statements are prepared is consistent with the financial statements; and
- the strategic report and the directors’ report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit,
we have not identified any material misstatements in the strategic report or the directors’ report.

Matters on which we are required to report by exception
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from
  branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors’ remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare
  a strategic report.

We have nothing to report in respect of these matters.

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

Tom Millar

Tom Millar (Senior Statutory Auditor)
for and on behalf of Deloitte LLP, Statutory Auditor
London, United Kingdom
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2019
BP INVESTMENT MANAGEMENT LIMITED

<table>
<thead>
<tr>
<th>Note</th>
<th>2019</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>£</td>
<td>£</td>
</tr>
<tr>
<td>Turnover</td>
<td>13,537,949</td>
<td>13,554,604</td>
</tr>
<tr>
<td>Administrative expenses</td>
<td>(13,544,668)</td>
<td>(13,554,604)</td>
</tr>
<tr>
<td>Operating (loss) / result</td>
<td>(6,719)</td>
<td>—</td>
</tr>
<tr>
<td>Interest receivable and similar income</td>
<td>319,572</td>
<td>262,546</td>
</tr>
<tr>
<td>Profit before taxation</td>
<td>312,853</td>
<td>262,546</td>
</tr>
<tr>
<td>Tax on profit</td>
<td>4,951</td>
<td>—</td>
</tr>
<tr>
<td>Profit for the year</td>
<td>317,804</td>
<td>262,546</td>
</tr>
</tbody>
</table>

The profit of £317,804 for the year ended 31 December 2019 was derived in its entirety from continuing operations.

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2019

There is no comprehensive income attributable to the shareholders of the company other than the profit for the year.
## BALANCE SHEET

### AS AT 31 DECEMBER 2019

**BP INVESTMENT MANAGEMENT LIMITED**  
(Registered No.00321630)

<table>
<thead>
<tr>
<th>Note</th>
<th>2019</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>£</td>
<td>£</td>
</tr>
<tr>
<td><strong>Current assets</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Debtors: amounts falling due within one year</td>
<td>9</td>
<td>55,840,544</td>
</tr>
<tr>
<td><strong>Creditors: amounts falling due within one year</strong></td>
<td>10</td>
<td>(2,951,284)</td>
</tr>
<tr>
<td><strong>Net current assets</strong></td>
<td></td>
<td>52,889,260</td>
</tr>
<tr>
<td><strong>NET ASSETS</strong></td>
<td></td>
<td>52,889,260</td>
</tr>
<tr>
<td><strong>Capital and reserves</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Called up share capital</td>
<td>11</td>
<td>50,010,000</td>
</tr>
<tr>
<td>Profit and loss account</td>
<td>12</td>
<td>2,879,260</td>
</tr>
<tr>
<td><strong>TOTAL EQUITY</strong></td>
<td></td>
<td>52,889,260</td>
</tr>
</tbody>
</table>

Authorized for issue on behalf of the Board

D R MacLeod  
Director  
1 May 2020
## Statement of Changes in Equity

**For the Year Ended 31 December 2019**

**BP Investment Management Limited**

<table>
<thead>
<tr>
<th></th>
<th>Called up share capital (Note 11)</th>
<th>Profit and loss account (Note 12)</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Balance at 1 January 2018</strong></td>
<td>50,010,000</td>
<td>2,298,910</td>
<td>52,308,910</td>
</tr>
<tr>
<td>Profit for the year, representing total comprehensive income</td>
<td>—</td>
<td>262,546</td>
<td>262,546</td>
</tr>
<tr>
<td><strong>Balance at 31 December 2018</strong></td>
<td>50,010,000</td>
<td>2,561,456</td>
<td>52,571,456</td>
</tr>
<tr>
<td>Profit for the year, representing total comprehensive income</td>
<td>—</td>
<td>317,804</td>
<td>317,804</td>
</tr>
<tr>
<td><strong>Balance at 31 December 2019</strong></td>
<td>50,010,000</td>
<td>2,879,260</td>
<td>52,889,260</td>
</tr>
</tbody>
</table>
NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2019

BP INVESTMENT MANAGEMENT LIMITED


The financial statements of BP Investment Management Limited for the year ended 31 December 2019 were approved by the board of directors on 1 May 2020 and the balance sheet was signed on the board’s behalf by D R MacLeod. BP Investment Management Limited is a private company, limited by shares incorporated, domiciled and registered in England and Wales (registered number 00321630). The company's registered office is at Chertsey Road, Sunbury on Thames, Middlesex, TW16 7BP. These financial statements were prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101) and the provisions of the Companies Act 2006.

2. Significant accounting policies, judgements, estimates and assumptions

The significant accounting policies and critical accounting judgements, estimates and assumptions of the company are set out below:

Basis of preparation

These financial statements have been prepared in accordance with FRS 101. The financial statements have been prepared under the historical cost convention. Historical cost is generally based on the fair value of the consideration given in exchange for the assets.

The accounting policies that follow have been consistently applied to all years presented, except where otherwise indicated.

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to:

(a) the requirements of IFRS 7 Financial Instruments: Disclosures
(b) the requirements of paragraphs 91 – 99 of IFRS 13 Fair Value Measurement
(c) the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134 to 136 of IAS 1 Presentation of Financial Statements
(d) the requirement in paragraph 38 of IAS 1 Presentation of Financial Statements to present comparative information in respect of paragraph 79(a)(iv) of IAS 1
(e) the requirements of IAS 7 Statement of Cash Flows
(f) the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors in relation to standards not yet effective
(g) the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
(h) the requirements of IAS 24 Related Party Disclosures to disclose related party transactions entered into during the year by more than one subsidiary which is a party to the transaction which is wholly owned by such a member
(i) the requirement of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers

Where required, equivalent disclosures are given in the group financial statements of BP p.l.c. The group financial statements of BP p.l.c. are available to the public and can be obtained as set out in Note 15.

The financial statements are presented in GBP Sterling and all values are rounded to the nearest whole number in pounds (£).
2. Significant accounting policies, judgements, estimates and assumptions (continued)

Significant accounting policies: use of judgements, estimates and assumptions

Inherent in the application of many of the accounting policies used in preparing the financial statements is the need for management to make judgements, estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. Actual outcomes could differ from the estimates and assumptions used.

There were no critical accounting judgements or estimates identified that would have a significant impact on the amounts recognized in the financial statements, or create a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Significant accounting policies

Going concern

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for at least the next 12 months from the date these financial statements were approved and the financial statements have therefore been prepared under the going concern basis.

For further detail on the directors' going concern assessment please refer to the Directors' Report.

Foreign currency

The functional and presentation currency of the financial statements is GBP Sterling. The functional currency is the currency of the primary economic environment in which an entity operates and is normally the currency in which the entity primarily generates and expends cash.

Transactions in foreign currencies are initially recorded in the functional currency by applying the rate of exchange ruling at the date of the transaction. Where this is not practical and exchange rates do not fluctuate materially the average rate has been used. Monetary assets and liabilities denominated in foreign currencies are retranslated into the functional currency at the spot exchange on the balance sheet date. Any resulting exchange differences are included in the profit and loss account. Non-monetary assets and liabilities, other than those measured at fair value, are not retranslated subsequent to initial recognition.

Financial assets

Financial assets are recognized initially at fair value, normally being the transaction price. In the case of financial assets not at fair value through profit or loss, directly attributable transaction costs are also included. The subsequent measurement of financial assets depends on their classification, as set out below. The company derecognizes financial assets when the contractual rights to the cash flows expire or the rights to receive cash flows have been transferred to a third party along with either substantially all of the risks and rewards or control of the asset. This includes the derecognition of receivables for which discounting arrangements are entered into.

The company classifies its financial assets as measured at amortized cost. The classification depends on the business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.
2. Significant accounting policies, judgements, estimates and assumptions (continued)

Financial assets (continued)

Financial assets measured at amortized cost
Financial assets are classified as measured at amortized cost when they are held in a business model the objective of which is to collect contractual cash flows and the contractual cash flows represent solely payments of principal and interest. Such assets are carried at amortized cost. This category of financial assets includes trade and other receivables.

Impairment of financial assets measured at amortized cost

The company assesses on a forward-looking basis the expected credit losses associated with financial assets classified as measured at amortized cost at each balance sheet date. Expected credit losses are measured based on the maximum contractual period over which the company is exposed to credit risk. As lifetime expected credit losses are recognized for trade receivables and the tenor of substantially all of other in-scope financial assets is less than 12 months there is no significant difference between the measurement of 12-month and lifetime expected credit losses for the company. The measurement of expected credit losses is a function of the probability of default, loss given default and exposure at default. The expected credit loss is estimated as the difference between the asset's carrying amount and the present value of the future cash flows the company expects to receive, discounted at the financial asset's original effective interest rate. The carrying amount of the asset is adjusted, with the amount of the impairment gain or loss recognized in the profit and loss account.

A financial asset or group of financial assets classified as measured at amortized cost is considered to be credit-impaired if there is reasonable and supportable evidence that one or more events that have a detrimental impact on the estimated future cash flows of the financial asset (or group of financial assets) have occurred. Financial assets are written off where the company has no reasonable expectation of recovering amounts due.

Financial liabilities

The measurement of financial liabilities is as follows:

Financial liabilities measured at amortized cost
Financial liabilities are initially recognized at fair value, net of directly attributable transaction costs.

After initial recognition, these financial liabilities are subsequently measured at amortized cost. This category of financial liabilities includes trade and other payables.

Offsetting of financial assets and liabilities

Financial assets and liabilities are presented gross in the balance sheet unless both of the following criteria are met: the company currently has a legally enforceable right to set off the recognized amounts; and the company intends to either settle on a net basis or realize the asset and settle the liability simultaneously. If both of the criteria are met, the amounts are set off and presented net. A right of set off is the company’s legal right to settle an amount payable to a creditor by applying against it an amount receivable from the same counterparty. The relevant legal jurisdiction and laws applicable to the relationships between the parties are considered when assessing whether a current legally enforceable right to set off exists.
2. Significant accounting policies, judgements, estimates and assumptions (continued)

Taxation

Income tax expense represents the sum of current tax and deferred tax.

Income tax is recognized in the profit and loss account, except to the extent that it relates to items recognized in other comprehensive income or directly in equity, in which case the related tax is recognized in other comprehensive income or directly in equity.

Current tax is based on the taxable profit for the period. Taxable profit differs from net profit as reported in the profit and loss account because it is determined in accordance with the rules established by the applicable taxation authorities. It therefore excludes items of income or expense that are taxable or deductible in other periods as well as items that are never taxable or deductible. The company’s liability for current tax is calculated using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is provided, using the balance sheet method, on temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are recognized for all taxable temporary differences except:

- Where the deferred tax liability arises on the initial recognition of goodwill.
- Where the deferred tax liability arises on the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries and associates and interests in joint arrangements, where the company is able to control the timing of the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for deductible temporary differences, carry-forward of unused tax credits and 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 credits and unused tax losses can be utilized. An exception is where the deferred tax asset relates to the deductible temporary difference arising from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable or increased to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date. Deferred tax assets and liabilities are not discounted.

Deferred tax assets and liabilities are offset only when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the current tax assets and liabilities on a net basis or to realize the assets and settle the liabilities simultaneously.

Where tax treatments are uncertain, if it is considered probable that a taxation authority will accept the company's proposed tax treatment, income taxes are recognized consistent with the company's income tax filings. If it is not considered probable, the uncertainty is reflected within the carrying amount of the applicable tax asset or liability using either the most likely amount or an expected value, depending on which method better predicts the resolution of the uncertainty.
2. Significant accounting policies, judgements, estimates and assumptions (continued)

Sales taxes
Sales taxes that are passed on or charged to customers are excluded from turnover and expenses. Assets and liabilities are recognized net of the amount of sales tax except:

- Sales taxes incurred on the purchase of goods and services which are not recoverable from the taxation authority are recognized as part of the cost of acquisition of the asset.
- Receivables and payables are stated with the amount of sales tax included.

The net amount of sales tax recoverable from, or payable to, the taxation authority is included within receivables or payables in the balance sheet.

Turnover

Turnover represents expenses incurred by the company which are recharged to the BP Pension Fund without mark-up.

Interest income

Interest income is recognized as the interest accrues.

Investment management fees

Investment management fees payable to fund managers and custodians, and recoverable from the BP Pension Fund are recognised on an accruals basis.

Impact of new International Financial Reporting Standards

The company adopted IFRS 16 ‘Leases’, which replaced IAS 17 ‘Leases’ and IFRIC 4 ‘Determining whether an arrangement contains a lease’, with effect from 1 January 2019. There are no other new or amended standards or interpretations adopted during the year that have a significant impact on the financial statements.

The adoption of IFRS 16 has had no material impact on the company’s financial statements.

3. Turnover

Turnover, which is stated net of value added tax, represents expenses incurred by the company which are recharged to BP Pension Fund without mark-up, all of which falls within the UK geographical area. An analysis of the company’s turnover is as follows:

<table>
<thead>
<tr>
<th></th>
<th>2019</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rendering of services</td>
<td>13,537,949</td>
<td>13,554,604</td>
</tr>
<tr>
<td>Interest receivable and similar income (Note 6)</td>
<td>319,572</td>
<td>262,546</td>
</tr>
<tr>
<td></td>
<td><strong>13,857,521</strong></td>
<td><strong>13,817,150</strong></td>
</tr>
</tbody>
</table>

4. Operating (loss) / result

This is stated after (crediting) / charging:

<table>
<thead>
<tr>
<th></th>
<th>2019</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net foreign exchange (gains) / losses</td>
<td><strong>(14,030)</strong></td>
<td><strong>13,031</strong></td>
</tr>
</tbody>
</table>
NOTES TO THE FINANCIAL STATEMENTS

5. Auditor’s remuneration

<table>
<thead>
<tr>
<th></th>
<th>2019</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Fees for the audit of the company</td>
<td>£38,232</td>
<td>£34,748</td>
</tr>
</tbody>
</table>

Fees paid to the company's auditor, Deloitte LLP and its associates for services other than the statutory audit of the company are not disclosed in these financial statements since the consolidated financial statements of BP Investment Management Limited’s ultimate parent, BP p.l.c., are required to disclose non-audit fees on a consolidated basis.

The fees were borne by another group company.

6. Interest receivable and similar income

<table>
<thead>
<tr>
<th></th>
<th>2019</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Interest income from amounts owed by group undertakings</td>
<td>£319,572</td>
<td>£262,546</td>
</tr>
</tbody>
</table>

7. Taxation

The company is a member of a group for the purposes of relief within Part 5, Corporation Tax Act 2010.

The taxation credit in the profit and loss account is made up as follows:

<table>
<thead>
<tr>
<th></th>
<th>2019</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred tax</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Origination and reversal of temporary differences</td>
<td>(4,951)</td>
<td>—</td>
</tr>
<tr>
<td>Total deferred tax credited</td>
<td>(4,951)</td>
<td>—</td>
</tr>
<tr>
<td>Tax credited on profit</td>
<td>(4,951)</td>
<td>—</td>
</tr>
</tbody>
</table>

(a) Reconciliation of the effective tax rate

The tax assessed on the profit for the year is lower than the standard rate of corporation tax in the UK of 19% for the year ended 31 December 2019 (2018 19%). The differences are reconciled below:

<table>
<thead>
<tr>
<th></th>
<th>2019</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Profit before taxation</td>
<td>£312,853</td>
<td>£262,546</td>
</tr>
<tr>
<td>Tax credit</td>
<td>(4,951)</td>
<td>—</td>
</tr>
<tr>
<td>Effective tax rate</td>
<td>(2)%</td>
<td>—%</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>2019</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>UK statutory corporation tax rate:</td>
<td>%</td>
<td>%</td>
</tr>
<tr>
<td>Decrease resulting from:</td>
<td>19</td>
<td>19</td>
</tr>
<tr>
<td>Free group relief</td>
<td>(21)</td>
<td>(19)</td>
</tr>
<tr>
<td>Effective tax rate</td>
<td>(2)%</td>
<td>—%</td>
</tr>
</tbody>
</table>
7. Taxation (continued)

Change in corporation tax rate
A reduction in the UK corporation tax rate from 19% to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016, and the UK deferred tax asset/(liability) as at 31 December 2019 has been calculated based on this rate. The March 2020 Budget announced that a rate of 19% would continue to apply with effect from 1 April 2020, and this change was substantively enacted on 17 March 2020.

(b) Provision for deferred tax

The deferred tax included in the profit and loss account and balance sheet is as follows:

<table>
<thead>
<tr>
<th>Deferred tax asset</th>
<th>Profit and loss account</th>
<th>Balance sheet</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2019</td>
<td>2018</td>
</tr>
<tr>
<td>Other deductible temporary differences</td>
<td>£4,951</td>
<td>—</td>
</tr>
</tbody>
</table>

Analysis of movements during the year

<table>
<thead>
<tr>
<th></th>
<th>2019</th>
</tr>
</thead>
<tbody>
<tr>
<td>At 1 January</td>
<td>£224</td>
</tr>
<tr>
<td>Deferred tax credit in the profit and loss account</td>
<td>£4,951</td>
</tr>
<tr>
<td>At 31 December</td>
<td>£5,175</td>
</tr>
</tbody>
</table>

8. Directors and employees

(a) Remuneration of directors

The following details relate to the directors who received remuneration for their qualifying services to the company and so are in scope for this disclosure.

The total remuneration for these qualifying directors for their period of directorship to the company amounted to £509,192 (2018 £537,860). None of these directors received non-cash benefits in relation to qualifying services.

Four of these qualifying directors were members of the defined benefit section of the BP Pension Fund at 31 December 2019 (2018 Four).

Of these qualifying directors, the highest paid director received £263,124 (2018 £322,468). The accrued pension of the highest paid director at 31 December 2019 was £106,197 (2018 £106,197). The highest paid director received no contributions to a money purchase pension scheme during the year.

One of the qualifying directors exercised share options over BP p.l.c. shares during the year (2018 None).

(b) Employee costs

The company had no employees during the year (2018 None).

(c) As a Financial Conduct Authority (FCA) regulated entity, BP Investment Management Limited is subject to the provisions of the IFPRU Remuneration Code rules in the FCA Handbook. While the entity does not employ individuals directly, the directors and other senior management employed by BP p.l.c. are registered as Approved Persons for BP Investment Management Limited under the FCA Approved Person regime and are therefore subject to the Remuneration Code rules, including disclosure requirements. For further information on how BP Investment Management Limited complies with the Remuneration Code please review the disclosures on the BP website: https://www.bp.com/en/global/trading/regulatory-disclosures/crd.html.
NOTES TO THE FINANCIAL STATEMENTS

9. Debtors

Amounts falling due within one year:

<table>
<thead>
<tr>
<th></th>
<th>2019</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Trade debtors</td>
<td>3,414,714</td>
<td>3,479,939</td>
</tr>
<tr>
<td>Amounts owed from fellow subsidiaries</td>
<td>51,990,430</td>
<td>51,854,514</td>
</tr>
<tr>
<td>Other debtors</td>
<td>180,210</td>
<td>—</td>
</tr>
<tr>
<td>Prepayments</td>
<td>250,015</td>
<td>549,811</td>
</tr>
<tr>
<td>Deferred tax (Note 7)</td>
<td>5,175</td>
<td>224</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>55,840,544</strong></td>
<td><strong>55,884,488</strong></td>
</tr>
</tbody>
</table>

The amounts owed from fellow subsidiaries comprise a funding account of £51,990,430 (2018 £51,854,514).
Interest is accrued on a monthly basis based on IBOR. The interest rate at year end was 0.59% (2018 0.62%).

10. Creditors

Amounts falling due within one year:

<table>
<thead>
<tr>
<th></th>
<th>2019</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Trade creditors</td>
<td>45,194</td>
<td>271,604</td>
</tr>
<tr>
<td>Amounts owed to fellow subsidiaries</td>
<td>89,206</td>
<td>—</td>
</tr>
<tr>
<td>Other creditors</td>
<td>126,263</td>
<td>18,988</td>
</tr>
<tr>
<td>Accruals</td>
<td>2,510,415</td>
<td>3,022,440</td>
</tr>
<tr>
<td>Deferred income</td>
<td>180,210</td>
<td>—</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>2,951,284</strong></td>
<td><strong>3,313,032</strong></td>
</tr>
</tbody>
</table>

11. Called up share capital

<table>
<thead>
<tr>
<th></th>
<th>2019</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Issued and fully paid:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>50,010,000 ordinary shares of £1 each for a total nominal value of £50,010,000</td>
<td>50,010,000</td>
<td>50,010,000</td>
</tr>
</tbody>
</table>

12. Reserves

**Called up share capital**

The balance on the called up share capital account represents the aggregate nominal value of all ordinary shares in issue.

**Profit and loss account**

The balance held on this reserve is the retained profits of the company.

13. Related party transactions

The company has taken advantage of the exemption contained within paragraphs 8(k) and (j) of FRS 101, and has not disclosed transactions entered into with wholly-owned group companies or key management personnel. There were no other related party transactions in the year.
14. Post balance sheet event

Since 31 December 2019, the oil price has fallen sharply in large part due to the impact of the international spread of COVID-19 (Coronavirus) and geopolitical factors. The impact of COVID-19 and the current economic environment on the basis of preparation of these financial statements has been considered. The directors continue to consider it appropriate to adopt the going concern basis of accounting in preparing the financial statements.

15. Immediate and ultimate controlling parent undertaking

The immediate parent undertaking is BP Pension Trustees Limited, a company registered in England and Wales. The ultimate controlling parent undertaking is BP p.l.c., a company registered in England and Wales, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the consolidated financial statements of BP p.l.c. can be obtained from its registered address: 1 St James’s Square, London, SW1Y 4PD.