

# ENSCO PLC

## FORM 11-K (Annual Report of Employee Stock Plans)

Filed 03/21/14 for the Period Ending 12/31/13

Telephone	4402076594660
CIK	0000314808
Symbol	ESV
SIC Code	1381 - Drilling Oil and Gas Wells
Industry	Oil Well Services & Equipment
Sector	Energy
Fiscal Year	12/31

---

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 11-K**

(Mark One)

- ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
**For the fiscal year ended December 31, 2013**

OR

- TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number 1-8097

---

- A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

**Enesco Multinational Savings Plan**

- B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

**Enesco plc  
6 Chesterfield Gardens  
London, England W1J 5BQ**

---



**ENSCO MULTINATIONAL SAVINGS PLAN  
TABLE OF CONTENTS TO FINANCIAL STATEMENTS  
AND SUPPLEMENTAL INFORMATION**

Financial Statements:

<a href="#"><u>Report of Independent Registered Public Accounting Firm</u></a>	1
<a href="#"><u>Statement of Net Assets Available for Benefits as of December 31, 201 3</u></a>	2
<a href="#"><u>Statement of Net Assets Available for Benefits as of December 31, 201 2</u></a>	3
<a href="#"><u>Statement of Changes in Net Assets Available for Benefits as of December 31, 201 3</u></a>	4
<a href="#"><u>Statement of Changes in Net Assets Available for Benefits as of December 31, 201 2</u></a>	5
<a href="#"><u>Statement of Changes in Net Assets Available for Benefits as of December 31, 201 1</u></a>	6
<a href="#"><u>Notes to Financial Statements</u></a>	7

Supplemental Information:

<a href="#"><u>Schedule I - Investments as of December 31, 201 3</u></a>	12
<a href="#"><u>Signature</u></a>	13

Exhibits:

<a href="#"><u>Consent of Independent Registered Public Accounting Firm</u></a>	
---	--

## **Report of Independent Registered Public Accounting Firm**

To the Trustees of and Plan Administrator of the  
EnSCO Multinational Savings Plan

We have audited the accompanying statements of net assets available for benefits of the EnSCO Multinational Savings Plan as of December 31, 2013 and 2012 and the related statements of changes in net assets available for benefits for each of the years in the three-year period ended December 31, 2013. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the EnSCO Multinational Savings Plan as of December 31, 2013 and 2012, and the changes in its net assets available for benefits for each of the years in the three-year period ended December 31, 2013 in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the financial statements referred to above. The supplemental schedule of Schedule I - Investments as of December 31, 2013, is presented for the purpose of additional analysis and is not a required part of the financial statements. Such information has been subjected to the auditing procedures applied in the audit of the financial statements and, in our opinion, is fairly stated in all material respects in relation to the financial statements referred to above taken as a whole.

/s/ Whitley Penn LLP

Houston, Texas  
March 21, 2014

**ENSCO MULTINATIONAL SAVINGS PLAN  
STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS  
AS OF DECEMBER 31, 2013**

	<b>Total</b>	<b>Enscopl Class A Ordinary Shares</b>	<b>Invesco AIM US Dollar Liquidity Portfolio</b>	<b>MFS Meridian Global Equity Fund</b>	<b>Pioneer Funds- North American Basic Value</b>	<b>Templeton Global Bond Fund</b>	<b>Old Mutual Total Return USD Bond Fund</b>	<b>MFS Meridian Global Total Return Fund</b>	<b>Other Mutual Funds</b>	<b>Cash</b>
<b>ASSETS:</b>										
Investments at fair value:										
Other investments (cost \$27,103,481)	\$29,389,167	\$ —	\$11,124,394	\$4,313,457	\$2,530,833	\$2,515,616	\$2,282,981	\$1,915,309	\$4,706,577	\$ —
Enscopl Class A ordinary shares (cost \$4,228,512)	4,400,973	4,400,973	—	—	—	—	—	—	—	—
<b>Total investments</b>	<b>33,790,140</b>	<b>4,400,973</b>	<b>11,124,394</b>	<b>4,313,457</b>	<b>2,530,833</b>	<b>2,515,616</b>	<b>2,282,981</b>	<b>1,915,309</b>	<b>4,706,577</b>	<b>—</b>
Cash	841,672	—	—	—	—	—	—	—	—	841,672
<b>Receivables:</b>										
Employee contributions	686,771	89,683	207,493	83,631	48,770	46,528	51,408	34,784	124,356	118
Employer contributions	11,790,611	1,174,536	5,671,998	1,015,151	614,577	547,621	641,996	432,873	1,623,080	68,779
<b>Total receivables</b>	<b>12,477,382</b>	<b>1,264,219</b>	<b>5,879,491</b>	<b>1,098,782</b>	<b>663,347</b>	<b>594,149</b>	<b>693,404</b>	<b>467,657</b>	<b>1,747,436</b>	<b>68,897</b>
<b>Total assets</b>	<b>47,109,194</b>	<b>5,665,192</b>	<b>17,003,885</b>	<b>5,412,239</b>	<b>3,194,180</b>	<b>3,109,765</b>	<b>2,976,385</b>	<b>2,382,966</b>	<b>6,454,013</b>	<b>910,569</b>
<b>LIABILITIES:</b>										
Payables	(65,784)	—	—	—	—	—	—	—	—	(65,784)
<b>Total liabilities</b>	<b>(65,784)</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>(65,784)</b>
<b>NET ASSETS AVAILABLE FOR BENEFITS</b>	<b>\$47,043,410</b>	<b>\$5,665,192</b>	<b>\$17,003,885</b>	<b>\$5,412,239</b>	<b>\$3,194,180</b>	<b>\$3,109,765</b>	<b>\$2,976,385</b>	<b>\$2,382,966</b>	<b>\$6,454,013</b>	<b>\$ 844,785</b>

The accompanying notes are an integral part of these financial statements.

**ENSCO MULTINATIONAL SAVINGS PLAN  
STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS  
AS OF DECEMBER 31, 2012**

	<u>Total</u>	<u>Enesco plc Class A Ordinary Shares</u>	<u>Invesco AIM US Dollar Liquidity Portfolio</u>	<u>MFS Meridian Global Equity Fund</u>	<u>Pioneer Funds- North American Basic Value</u>	<u>Templeton Global Bond Fund</u>	<u>Old Mutual Total Return USD Bond Fund</u>	<u>MFS Meridian Global Total Return Fund</u>	<u>Other Mutual Funds</u>	<u>Cash</u>
<b>ASSETS:</b>										
Investments at fair value:										
Other investments (cost \$12,017,273)	\$12,677,294	\$ —	\$4,588,684	\$1,804,735	\$1,148,079	\$1,389,532	\$1,246,845	\$ 995,382	\$1,504,037	\$ —
Enesco plc Class A ordinary shares (cost \$2,269,199)	2,689,593	2,689,593	—	—	—	—	—	—	—	—
<b>Total investments</b>	<b>15,366,887</b>	<b>2,689,593</b>	<b>4,588,684</b>	<b>1,804,735</b>	<b>1,148,079</b>	<b>1,389,532</b>	<b>1,246,845</b>	<b>995,382</b>	<b>1,504,037</b>	<b>—</b>
Cash	317,039	—	—	—	—	—	—	—	—	317,039
Receivables:										
Employee contributions	439,396	57,437	139,542	47,310	30,152	37,183	32,370	19,516	75,886	—
Employer contributions	6,478,204	780,840	2,519,237	632,099	358,885	487,001	436,658	283,485	943,818	36,181
<b>Total receivables</b>	<b>6,917,600</b>	<b>838,277</b>	<b>2,658,779</b>	<b>679,409</b>	<b>389,037</b>	<b>524,184</b>	<b>469,028</b>	<b>303,001</b>	<b>1,019,704</b>	<b>36,181</b>
<b>Total assets</b>	<b>22,601,526</b>	<b>3,527,870</b>	<b>7,247,463</b>	<b>2,484,144</b>	<b>1,537,116</b>	<b>1,913,716</b>	<b>1,715,873</b>	<b>1,298,383</b>	<b>2,523,741</b>	<b>353,220</b>
<b>NET ASSETS AVAILABLE FOR BENEFITS</b>	<b>\$22,601,526</b>	<b>\$3,527,870</b>	<b>\$7,247,463</b>	<b>\$2,484,144</b>	<b>\$1,537,116</b>	<b>\$1,913,716</b>	<b>\$1,715,873</b>	<b>\$1,298,383</b>	<b>\$2,523,741</b>	<b>\$ 353,220</b>

The accompanying notes are an integral part of these financial statements.

**ENSCO MULTINATIONAL SAVINGS PLAN**  
**STATEMENT OF CHANGES IN NET ASSETS AVAILABLE**  
**FOR BENEFITS**  
**YEAR ENDED DECEMBER 31, 2013**

	Total	Enesco plc Class A Ordinary Shares	Invesco AIM US Dollar Liquidity Portfolio	MFS Meridian Global Equity Fund	Pioneer Funds- North American Basic Value	Templeton Global Bond Fund	Old Mutual Total Return USD Bond Fund	MFS Meridian Global Total Return Fund	Other Mutual Funds	Cash
<b>ADDITIONS TO NET ASSETS ATTRIBUTED TO:</b>										
Investment income:										
Interest and dividends	\$ 149,358	\$ 147,671	\$ 1,317	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 370
Realized gains	414,060	123,800	—	91,203	43,927	44,188	30,955	30,314	49,673	—
Unrealized appreciation (depreciation)	1,331,320	(255,214)	1,084	633,461	375,811	(20,195)	(65,086)	178,999	482,460	—
Total investment income (loss)	1,894,738	16,257	2,401	724,664	419,738	23,993	(34,131)	209,313	532,133	370
Contributions:										
Participant	6,949,267	934,296	2,048,096	821,406	478,220	539,081	527,710	329,923	1,268,250	2,285
Employer	17,571,107	1,711,662	8,865,537	1,411,530	855,265	834,355	952,510	601,752	2,268,320	70,176
Total contributions	24,520,374	2,645,958	10,913,633	2,232,936	1,333,485	1,373,436	1,480,220	931,675	3,536,570	72,461
<b>DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:</b>										
Distributions to participants	(1,972,953)	(233,259)	(948,006)	(76,072)	(35,757)	(107,499)	(169,732)	(32,301)	(256,189)	(114,138)
Administrative expenses	(275)	—	—	—	—	—	—	—	—	(275)
Total deductions	(1,973,228)	(233,259)	(948,006)	(76,072)	(35,757)	(107,499)	(169,732)	(32,301)	(256,189)	(114,413)
TRANSFERS, NET	—	(291,634)	(211,606)	46,567	(60,402)	(93,881)	(15,845)	(24,104)	117,758	533,147
NET INCREASE	24,441,884	2,137,322	9,756,422	2,928,095	1,657,064	1,196,049	1,260,512	1,084,583	3,930,272	491,565
<b>NET ASSETS AVAILABLE FOR BENEFITS:</b>										
Beginning of year	22,601,526	3,527,870	7,247,463	2,484,144	1,537,116	1,913,716	1,715,873	1,298,383	2,523,741	353,220
End of year	\$47,043,410	\$5,665,192	\$17,003,885	\$5,412,239	\$3,194,180	\$3,109,765	\$2,976,385	\$2,382,966	\$6,454,013	\$ 844,785

The accompanying notes are an integral part of these financial statements.



**ENSCO MULTINATIONAL SAVINGS PLAN**  
**STATEMENT OF CHANGES IN NET ASSETS AVAILABLE**  
**FOR BENEFITS**  
**YEAR ENDED DECEMBER 31, 2012**

	<u>Total</u>	<u>EnSCO plc Class A Ordinary Shares</u>	<u>Invesco AIM US Dollar Liquidity Portfolio</u>	<u>MFS Meridian Global Equity Fund</u>	<u>Pioneer Funds- North American Basic Value</u>	<u>Templeton Global Bond Fund</u>	<u>Old Mutual Total Return USD Bond Fund</u>	<u>MFS Meridian Global Total Return Fund</u>	<u>Other Mutual Funds</u>	<u>Cash</u>
<b>ADDITIONS TO NET ASSETS ATTRIBUTED TO:</b>										
Investment income:										
Interest and dividends	\$ 61,036	\$ 59,883	\$ 828	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 325
Realized gains	250,888	61,686	—	9,914	57,069	37,558	21,810	28,399	34,452	—
Unrealized appreciation	909,019	460,664	—	199,602	16,952	102,516	60,801	33,433	35,051	—
<b>Total investment income</b>	<b>1,220,943</b>	<b>582,233</b>	<b>828</b>	<b>209,516</b>	<b>74,021</b>	<b>140,074</b>	<b>82,611</b>	<b>61,832</b>	<b>69,503</b>	<b>325</b>
Contributions:										
Participant	4,671,171	592,437	1,568,287	512,954	309,453	383,171	344,594	216,747	743,528	—
Employer	8,958,766	1,081,495	3,524,778	876,029	493,305	678,327	597,732	388,713	1,280,702	37,685
<b>Total contributions</b>	<b>13,629,937</b>	<b>1,673,932</b>	<b>5,093,065</b>	<b>1,388,983</b>	<b>802,758</b>	<b>1,061,498</b>	<b>942,326</b>	<b>605,460</b>	<b>2,024,230</b>	<b>37,685</b>
<b>DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:</b>										
Distributions to participants	(1,736,057)	(366,740)	(737,721)	(148,162)	(124,535)	(110,523)	(57,821)	(74,883)	(92,919)	(22,753)
Administrative expenses	(375)	—	—	—	—	—	—	—	—	(375)
<b>Total deductions</b>	<b>(1,736,432)</b>	<b>(366,740)</b>	<b>(737,721)</b>	<b>(148,162)</b>	<b>(124,535)</b>	<b>(110,523)</b>	<b>(57,821)</b>	<b>(74,883)</b>	<b>(92,919)</b>	<b>(23,128)</b>
<b>TRANSFERS, NET</b>	<b>—</b>	<b>(49,293)</b>	<b>(58,462)</b>	<b>6,294</b>	<b>(4,931)</b>	<b>(33,237)</b>	<b>(26,454)</b>	<b>(260)</b>	<b>1,732</b>	<b>164,611</b>
<b>NET INCREASE</b>	<b>13,114,448</b>	<b>1,840,132</b>	<b>4,297,710</b>	<b>1,456,631</b>	<b>747,313</b>	<b>1,057,812</b>	<b>940,662</b>	<b>592,149</b>	<b>2,002,546</b>	<b>179,493</b>
<b>NET ASSETS AVAILABLE FOR BENEFITS:</b>										
Beginning of year	9,487,078	1,687,738	2,949,753	1,027,513	789,803	855,904	775,211	706,234	521,195	173,727
<b>End of year</b>	<b>\$22,601,526</b>	<b>\$3,527,870</b>	<b>\$7,247,463</b>	<b>\$2,484,144</b>	<b>\$1,537,116</b>	<b>\$1,913,716</b>	<b>\$1,715,873</b>	<b>\$1,298,383</b>	<b>\$2,523,741</b>	<b>\$ 353,220</b>

The accompanying notes are an integral part of these financial statements.

**ENSCO MULTINATIONAL SAVINGS PLAN**  
**STATEMENT OF CHANGES IN NET ASSETS AVAILABLE**  
**FOR BENEFITS**  
**YEAR ENDED DECEMBER 31, 2011**

	<u>Total</u>	<u>Enesco plc Class A Ordinary Shares</u>	<u>Invesco AIM US Dollar Liquidity Portfolio</u>	<u>MFS Meridian Global Equity Fund</u>	<u>Pioneer Funds- North American Basic Value</u>	<u>Templeton Global Bond Fund</u>	<u>Skandia Total Return USD Bond Fund</u>	<u>MFS Meridian Global Total Return Fund</u>	<u>Other Mutual Funds</u>	<u>Cash</u>
<b>ADDITIONS TO NET ASSETS ATTRIBUTED TO:</b>										
Investment income:										
Interest and dividends	\$ 43,526	\$ 42,706	\$ 627	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 193
Realized gains	102,799	23,616	—	31,458	13,476	6,424	10,131	5,244	12,450	—
Unrealized depreciation	(480,148)	(241,380)	—	(86,905)	(67,981)	(32,825)	(1,378)	(3,700)	(45,979)	—
Total investment (loss) income	(333,823)	(175,058)	627	(55,447)	(54,505)	(26,401)	8,753	1,544	(33,529)	193
Contributions:										
Participant	1,108,935	162,776	322,863	128,461	114,214	117,185	107,298	83,374	72,764	—
Employer	2,008,910	286,242	743,262	222,837	157,072	172,140	146,072	142,803	128,797	9,685
Total contributions	3,117,845	449,018	1,066,125	351,298	271,286	289,325	253,370	226,177	201,561	9,685
<b>DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:</b>										
Distributions to participants	(504,298)	(102,600)	(242,492)	(32,910)	(31,727)	(18,817)	(29,531)	(16,490)	(27,207)	(2,524)
Administrative expenses	(475)	—	—	—	—	—	—	—	—	(475)
Total deductions	(504,773)	(102,600)	(242,492)	(32,910)	(31,727)	(18,817)	(29,531)	(16,490)	(27,207)	(2,999)
TRANSFERS, NET	—	(117,039)	124,408	(36,056)	(4,740)	(3,244)	(10,799)	132	14,308	33,030
<b>NET INCREASE</b>	<b>2,279,249</b>	<b>54,321</b>	<b>948,668</b>	<b>226,885</b>	<b>180,314</b>	<b>240,863</b>	<b>221,793</b>	<b>211,363</b>	<b>155,133</b>	<b>39,909</b>
<b>NET ASSETS AVAILABLE FOR BENEFITS:</b>										
Beginning of year	7,207,829	1,633,417	2,001,085	800,628	609,489	615,041	553,418	494,871	366,062	133,818
End of year	<u>\$9,487,078</u>	<u>\$1,687,738</u>	<u>\$2,949,753</u>	<u>\$1,027,513</u>	<u>\$ 789,803</u>	<u>\$ 855,904</u>	<u>\$ 775,211</u>	<u>\$ 706,234</u>	<u>\$ 521,195</u>	<u>\$ 173,727</u>

The accompanying notes are an integral part of these financial statements.

**ENSCO MULTINATIONAL SAVINGS PLAN  
NOTES TO FINANCIAL STATEMENTS**

**1. PLAN ORGANIZATION AND DESCRIPTION**

The Ensco Multinational Savings Plan (the “Plan”) is a defined contribution plan available to international expatriate employees (“Eligible Employees”) of Ensco plc and subsidiaries (the “Company” or “Ensco”). The Plan was established on January 1, 2009 to provide a retirement benefit for Eligible Employees through Company profit sharing contributions and matching contributions based on Eligible Employee contributions and to promote and encourage Eligible Employees to provide additional security and income for their retirement through a systematic savings program. Based upon current law and published interpretations, the Company does not believe that the Plan is subject to any of the provisions of the U.S. Employee Retirement Income Security Act of 1974, as amended. The following description of the Plan provides only general information. Participants in the Plan (“Plan Participants”) should refer to the Plan document for a more complete description of the Plan’s provisions.

*Participation*

Eligible Employees of the Company may participate in the Plan upon meeting certain citizenship or residency requirements if they are not employed in their own country of tax residency and are not contributing to, or receiving benefits from, any other employer-sponsored savings plan. Eligible Employees may elect to participate in the employee savings feature of the Plan immediately following employment with the Company.

Eligible Employees participate in the profit sharing feature of the Plan after completing at least 90 days of continuous full-time employment if they are employed at calendar year-end or reach the normal retirement age during the calendar year. The profit sharing contributions of the Company are at the discretion of the Board of Directors as disclosed below.

*Contributions*

Plan Participants may elect to make contributions to the Plan through salary and cash incentive award deferrals (“Savings Contributions”), which may or may not qualify for tax deferral based on each Plan Participant’s local tax requirements. Under the Plan, Savings Contributions are limited to 50% of the participant’s compensation, and Plan Participants may elect to increase, decrease or suspend their Savings Contributions within certain limits, as defined in the Plan.

At the discretion of its Board of Directors, the Company may make contributions to the Plan (“Matching Contributions”). Matching Contributions may be made by the Company in the form of a stated dollar amount or in the form of a matching percentage of Savings Contributions. The Company made Matching Contributions to active participant Eligible Employee accounts as follows:

	<b>Matching Percentage</b>		
	<b><u>2013</u></b>	<b><u>2012</u></b>	<b><u>2011</u></b>
First 5% of eligible compensation	100%	100%	100%

Total Matching Contributions for the years ended December 31, 2013, 2012 and 2011 were \$3,979,343 , \$2,734,892 and \$602,820, respectively, and are included in employer contributions in the statements of changes in net assets available for benefits.

At the discretion of its Board of Directors following the close of a fiscal year, the Company may also make annual profit sharing contributions to the Plan for the benefit of all Plan Participants (“Profit Sharing Contributions”). Annual Profit Sharing Contributions are allocated to Plan Participants based on their proportionate compensation. The Profit Sharing contributions totaled \$13,591,764 , \$6,223,874 and \$1,406,090 for the years ended December 31, 2013, 2012 and 2011 , respectively, and were included in employer contributions in the statements of changes in net assets available for benefits.

*Plan Administration*

Assets in the Plan are held in trust by Citco Trustees (Cayman) Limited as original trustee on behalf of, and for the benefit of, Plan Participants. The Board of Directors selected the trustee upon the recommendation of Company management. The trustee has the authority to manage or dispose of Plan assets as if it were the beneficial owner thereof. However, the trustee and the Company have delegated the management of day-to-day investment elections and administration of the Plan to Global Group Services Incorporated, the administrator, and UBS Financial, Inc., the custodian. Global Group Services Incorporated performs all recordkeeping services.

### *Vesting*

A Plan Participant's Matching Contribution account balance and Profit Sharing Contribution account balance become vested and nonforfeitable upon the completion of years of service with the Company, as follows:

<u>Completed years of service</u>	<u>Vested percentage</u>
Less than one year	—%
One year	33%
Two years	67%
Three or more years	100%

A Plan Participant may also become fully vested in his or her Matching Contribution account balance and Profit Sharing Contribution account balance upon certain events, including death or disability, attaining the age of 65 or a period of service with the Company of at least three years or a full termination of the Plan. A Plan Participant's Savings Contribution account balance is fully vested at all times.

The unvested portion of Matching Contribution account balances and Profit Sharing Contribution account balances of terminated Plan Participants are forfeited to the Plan and may be used to pay certain administrative expenses of the Plan or to reduce the amount of future employer contributions. The Plan held forfeiture balances totaling \$478,921 and \$253,856 included in net assets available for benefits as of December 31, 2013 and 2012, respectively. The Plan did not use its forfeiture balance to pay for certain administrative expenses or reduce any portion of the Company's Matching or Profit Sharing Contributions during the years ended December 31, 2013 and 2012.

### *Distributions*

Distributions of a Plan Participant's Savings Contribution account and the vested portion of a participant's Matching Contribution account and Profit Sharing Contribution account generally are made within 60 days of an employee request due to termination of employment. As of December 31, 2013, there was \$43,455 allocated to accounts of Plan Participants who had elected to withdraw from the Plan but had not been paid. As of December 31, 2012, all Plan Participants who had elected to withdraw from the Plan had been paid.

### *Hardship Withdrawals*

Should a Plan Participant experience a hardship, he or she may elect to withdraw all or part of his or her vested account balance from the Plan. All cases of hardship must be presented in writing to, and approved by, the Company. The Company may request additional supporting documentation from Plan Participants to substantiate any case of hardship. The Company may, at its discretion, approve all or part of the withdrawal request. Hardship withdrawals are recorded as distributions in the period in which they are paid. Hardship withdrawals totaling \$235,942 and \$26,003 were paid during the years ended December 31, 2013 and 2012, respectively. No hardship withdrawals were paid during the year ended December 31, 2011.

### *Investments*

The Plan allows participants to direct all contributions among a number of different investment funds held by UBS Financial, Inc., including Ensco plc Class A Ordinary Shares of the Company (the "Ensco Class A Fund"). On May 22, 2012, the Company terminated its American depository shares ("ADS") facility and its outstanding ADSs were converted into Class A ordinary shares on a one-for-one basis. In connection with the termination of the ADS facility and the conversion to Class A ordinary shares, the Plan was amended by the Company, effective January 1, 2012, to convert outstanding Ensco ADSs to Class A ordinary shares of the Company.

Additionally, the Plan limits the portion of a participant's aggregate account balance that may be invested in the Ensco Class A Fund to 25 percent. The daily value of each investment unit is determined by dividing the total fair market value of all assets in each fund by the total number of units in that fund. Investment income, including certain administrative fees and net appreciation (depreciation) of the fair value of investments, is allocated to each Plan Participant's account based on the change in unit value for each investment fund in which the participant has an account balance.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### *Method of Accounting*

The Plan's financial statements are prepared on the accrual basis of accounting.

The Plan's investments are stated at fair value using quoted market prices. Shares of mutual funds are valued at the net asset value of shares held by the Plan at year-end and there are no redemption restrictions associated with those investments. Purchases and sales of shares in mutual funds and the EnSCO Class A Fund are recorded on a trade-date basis. Interest is recorded on the accrual basis and dividends are recorded on the ex-dividend date. See "Note 4 - Fair Value Measurements" for additional information on the fair value measurement of the Plan's net assets.

The Plan presents in the statement of changes in net assets available for benefits the realized gains and/or losses and the unrealized appreciation (depreciation) on investments, which are calculated based on beginning of the year market values of investments to the date of sale and the purchase price, if purchased during the year, to the end of the year market value.

### *Estimates*

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires the Plan Sponsor, EnSCO, to make estimates and assumptions that affect the reported amounts of assets and liabilities and related changes in net assets available for benefits, as well as disclosures of gain and loss contingencies at the date of the financial statements. Actual results could differ from those estimates.

### *Distributions*

Distributions of benefits to Plan Participants are recorded when paid.

## 3. PLAN INVESTMENTS

As of December 31, 2013 and 2012, the Plan's investment options included the following:

*EnSCO Class A Fund:* This fund is invested in EnSCO Class A ordinary shares. As of December 31, 2013 and 2012, the fund represented greater than 5% of total net assets available for benefits under the Plan and had 1,345 and 393 participants, respectively.

*Invesco AIM US Dollar Liquidity Portfolio:* This money market fund seeks to provide investors with a high level of current income, while preserving capital and maintaining liquidity by investing in a portfolio of high quality US dollar denominated short-term money market instruments. As of December 31, 2013 and 2012, the fund represented greater than 5% of total net assets available for benefits under the Plan and had 1,877 and 515 participants, respectively.

*MFS Meridian Global Equity Fund:* This mutual fund seeks to provide investors capital appreciation by investing in a portfolio of equity securities of global issuers. As of December 31, 2013 and 2012, the fund represented greater than 5% of total net assets available for benefits under the Plan and had 1,023 and 319 participants, respectively.

*Pioneer Funds-North American Basic Value:* This mutual fund seeks to provide investors capital appreciation over the medium to long-term by investing in a portfolio of equities and equity-linked instruments issued by companies that have their registered office in North America or that exercise the preponderant part of their economic activity in North America. As of December 31, 2013 and 2012, the fund represented greater than 5% of total net assets available for benefits under the Plan and had 815 and 264 participants, respectively.

*Templeton Global Bond Fund:* This mutual fund seeks to provide investors a maximum total return, consisting of a combination of interest income, capital appreciation and currency gains by investing in a portfolio of fixed income securities worldwide. As of December 31, 2013 and 2012, the fund represented greater than 5% of total net assets available for benefits under the Plan and had 955 and 314 participants, respectively.

*Old Mutual Total Return USD Bond Fund:* This mutual fund seeks to provide investors both current income and capital appreciation by investing in a portfolio of intermediate-term investment grade securities. The fund had 953 and 304 participants as of December 31, 2013 and 2012, respectively. This fund represented greater than 5% of total net assets available for benefits under the Plan as of December 31, 2012.

*MFS Meridian Global Total Return Fund:* This mutual fund seeks to provide investors total return by investing in a portfolio of large-cap equity securities and investment grade government bonds. The fund had 632 and 208 participants as of December 31, 2013 and 2012, respectively.

*Legg Mason Global Funds-Royce Smaller Companies:* This mutual fund seeks to provide investors long-term capital appreciation by investing in a portfolio of equity securities issued by mid-cap and small-cap companies with stock market capitalizations of less than US \$5 billion. The fund had 473 and 146 participants as of December 31, 2013 and 2012 , respectively.

*Morgan Stanley Global Property Fund:* This mutual fund seeks to provide investors long-term capital appreciation by investing in a portfolio of companies in the real estate industry based around the world. The fund had 637 and 182 participants as of December 31, 2013 and 2012 , respectively.

*Franklin U.S. Opportunities Fund:* This mutual fund seeks to provide investors long-term capital appreciation by investing in equity securities of small, medium and large U.S. companies that have strong growth potential. The fund had 659 and 184 participants as of December 31, 2013 and 2012 , respectively.

*Templeton Emerging Markets Fund:* This mutual fund seeks to provide investors long-term capital appreciation by investing equity securities of emerging market companies which derive a significant proportion of their revenues or profits from emerging economies. The fund had 660 and 196 participants as of December 31, 2013 and 2012 , respectively.

During 2013 , 2012 and 2011 , the Plan’s investments, including gains and losses on investments bought and sold, as well as held during the year, appreciated (depreciated) in value as follows:

	<u>2013</u>	<u>2012</u>	<u>2011</u>
Proceeds	\$ 3,029,010	\$ 1,937,421	\$ 673,605
Aggregate cost	2,614,950	1,686,533	570,806
Realized gains	414,060	250,888	102,799
Unrealized appreciation/(depreciation)	1,331,320	909,019	(480,148)
Net appreciation/(depreciation) in fair value of investments	<u>\$ 1,745,380</u>	<u>\$ 1,159,907</u>	<u>\$ (377,349)</u>

#### 4. FAIR VALUE MEASUREMENTS

Certain provisions of FASB ASC 820-10 establish a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy assigns the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (“Level 1”) and the lowest priority to unobservable inputs (“Level 3”). Level 2 measurements are inputs that are observable for assets or liabilities, either directly or indirectly, other than quoted prices included within Level 1. The following fair value hierarchy table categorizes information regarding the Plan’s net assets measured at fair value on a recurring basis as of December 31, 2013 and 2012 :

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
<b><u>As of December 31, 2013</u></b>				
Other investments	\$ 29,389,167	\$ —	\$ —	\$ 29,389,167
Ensco Class A Fund	4,400,973	—	—	4,400,973
Total investments	<u>\$ 33,790,140</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 33,790,140</u>
<b><u>As of December 31, 2012</u></b>				
Other investments	\$ 12,677,294	\$ —	\$ —	\$ 12,677,294
Ensco Class A Fund	2,689,593	—	—	2,689,593
Total investments	<u>\$ 15,366,887</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 15,366,887</u>

#### 5. ADMINISTRATIVE FEES

The Plan has no employees. All administrative expenses of the Plan have been paid by the Company. Fees paid by the participants and the Plan for investment management and other related services amounted to approximately \$275 , \$375 and \$475 for the years ended December 31, 2013, 2012 and 2011 , respectively.

## **6. PLAN TERMINATION**

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan. In the event of Plan termination, participants will become 100% vested in their accounts.

## **7. TAX STATUS**

The Plan is not qualified under Section 401(a) of the United States Internal Revenue Code of 1986, as amended.

In consideration that Plan Participants are not U.S. citizens, permanent residents or otherwise U.S. tax residents at any time they are participating, Plan Participants will not be directly subject to U.S. federal income tax on any dividends paid on stock of a U.S. corporation. However, the Cayman Islands trust that holds the Plan's assets will be subject to U.S. federal income tax on such dividends at a rate of 30%, withheld at source. The trust will not be entitled to any lower tax treaty rates even if a Plan Participant would have been eligible for such lower treaty rates if he or she held the stock directly. Depending on a Plan Participant's country of residence, he or she may be entitled to a credit against his or her local income tax (if applicable) for the U.S. federal income tax on dividends received by the trust.

Accounting principles generally accepted in the United States of America require plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more-likely-than-not, based on the technical merits, to be sustained upon examination by the relevant tax authority. The plan administrator has analyzed the tax positions taken by the Plan and has concluded that, as of December 31, 2013, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Company believes it is no longer subject to income tax examinations for years prior to 2009.

## **8. RELATED PARTY TRANSACTIONS**

Class A ordinary shares of the Company held by the Plan in the Ensco Class A Fund as an investment qualify as party-in-interest transactions. As of December 31, 2013 and 2012, the Plan's investment in the Ensco Class A Fund (previously Ensco ADS fund prior to the termination of the Company's ADS facility and conversion to Class A ordinary shares during 2012) was based on the closing price on such dates of \$57.18 per share and \$59.28 per share, respectively. Like any investment in publicly traded securities, the Company's Class A shares are subject to price changes. The high and low prices for the Company's Class A Fund shares were \$65.82 and \$51.01 for 2013 and \$61.48 and \$41.63 for 2012. The Company's Class A shares totaled approximately 9% and 12% of the Plan's net assets as of December 31, 2013 and 2012, respectively.

## **9. RISKS AND UNCERTAINTIES**

The Plan invests in various investment options that are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in the value of the investments will occur in the near term and that such changes could materially affect Plan Participants' account balances and the amounts reported in the statement of net assets available for benefits.

**ENSCO MULTINATIONAL SAVINGS PLAN  
SCHEDULE I - INVESTMENTS  
AS OF DECEMBER 31, 2013**

Description	Number of shares/units	Market Value	Percentage of Net Assets
Invesco AIM US Dollar Liquidity Portfolio	11,124,394	\$ 11,124,394	23.6%
MFS Meridian Global Equity Fund	97,435	4,313,457	9.2%
Pioneer Funds-North American Basic Value	31,826	2,530,833	5.4%
Templeton Global Bond Fund	87,652	2,515,616	5.3%
Old Mutual Total Return USD Bond Fund	126,383	2,282,981	4.9%
MFS Meridian Global Total Return Fund	68,015	1,915,309	4.1%
Legg Mason Global Funds-Royce Smaller Companies	10,341	1,469,102	3.1%
Franklin U.S. Opportunities Fund	111,372	1,211,731	2.6%
Templeton Emerging Markets Fund	28,271	1,039,800	2.2%
Morgan Stanley Global Property Fund	38,423	985,944	2.1%
Employer securities:			
*Enesco Class A Fund	76,967	4,400,973	9.4%
<b>Total Investments</b>		<b>\$ 33,790,140</b>	

\* Party-in-interest



**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Administrator of the Plan has duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

EnSCO Multinational Savings Plan

Date: March 21, 2014

/s/ ROBERT W. EDWARDS, III

By: Robert W. Edwards, III

Controller of EnSCO plc

## EXHIBIT INDEX

<b>Exhibit No.</b>	<b>Description</b>
23.1	Consent of Independent Registered Public Accounting Firm

**CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

We consent to the incorporation by reference in Registration Statement No. 333-156530 on Form S-8 of Enesco Multinational Savings Plan dated December 31, 2008, as amended by post-effective amendment No. 1 dated December 23, 2009 and post-effective amendment No. 2 dated May 22, 2012, of our report dated March 21, 2014, with respect to the statements of net assets available for benefits of the Enesco Multinational Savings Plan as of December 31, 2013 and 2012, the related statements of changes in net assets available for benefits for each of the years in the three-year period ended December 31, 2013, and the related supplemental schedule of schedule I as of December 31, 2013, which report appears in the December 31, 2013 annual report on Form 11-K of the Enesco Multinational Savings Plan.

/s/ Whitley Penn LLP

Houston, Texas  
March 21, 2014