Company number: 11043077

CAERUS MINERAL RESOURCES PLC

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 NOVEMBER 2019

Contents

Company Information

Directors	Martyn John Churchouse Professor Michael Stephen Johnson Harold Andrew Daniels
Company Secretary	Dominic Traynor
Registered Office	Salisbury House London Wall London EC2M 5PS
Company Number	11043077
Independent Auditors	PKF Littlejohn LLP Chartered Accountants and Registered Auditor 15 Westferry Circus Canary Wharf London E14 4HD

Strategic Report of the Directors

The directors present their Strategic Report on the Company for the year ended 30 November 2019. Comparative figures are for the period from incorporation on 1 November 2017 to 30 November 2018.

Operational Review and Principal Activity

Caerus Mineral Resources ("Caerus" or "CMR" or the "Company" was incorporated for the purpose of acquiring a company, business or asset that has operations in the mining or industrial sectors with the intention of developing and expanding the operations. On 23 October 2018, the Company conditionally agreed to acquire New Cyprus Copper P.A. Limited (NCC). NCC's principal activity is the exploration for, and development of, mineral resources in Cyprus. The Share Purchase Agreement for this acquisition was signed on the 23rd July 2020.

Funding, sufficient to maintain the Company and its exploration programme for a period of not less than 18 months will come from an Initial Public Offering with a target fundraise of minimum £1,125,000 to be completed by the Company simultaneously with admission to a recognised stock exchange. In addition to this funding, the Company has also secured the financial backing of a cornerstone investor, EV Metals Group plc (EVM), a company focussed on the production of high purity chemicals containing nickel, cobalt, manganese and other metals (including copper) required for rechargeable batteries for electric vehicles and energy storage facilities in high growth markets. As the cornerstone investor, EVM has committed to an investment of not less than £1,000,000.

The Company has commissioned an independent technical report from Rocklore Exploration Services Limited, produced in accordance with the accepted principles of the NI 43-101 code.

Cyprus is an island located in the eastern part of the Mediterranean Sea with closest neighbours Turkey. The portfolio of permits held by NCC in Cyprus is divided into four project areas: Kalavasos, Vrechia, Kambia, and Black Pine. All Project areas have evidence of historical exploration and mining. All permits have good access via surfaced and unsurfaced routes. The Kalavasos Project area includes several abandoned mines, associated waste dumps and exposed gossans. Widespread ancient mine workings and slag dumps remain from the pre-Roman era of exploitation. In many cases, strong gossanous alternation at surface was targeted for gold and silver.

The Vrechia Project area includes the historic Mala pyrite mine and several known prospects. The area is characterised by the contact between the volcanic and sedimentary units along the southern flank of the Troodos Ophiolite Complex. Numerous volcanic vents have been mapped in the area and are considered to be prospective for Volcanic-Hosted Massive Sulphide systems ("VHMS"). The area is cut by numerous northwest-southeast-trending faults, which may be important for hydrothermal fluid flow and resultant deposition of potentially metal-rich fluids.

The Kambia Prospect area comprises two Prospecting Permits in the north eastern part of the Troodos Ophiolite. There has been extensive mining in the area, with five abandoned mines within the general project area. Granted Licence EA4649 covers the North Mathiatas mine where 2.1 Mt of pyrite ore at 0.2 % Cu was reportedly mined. There are also reports that between 1936 and 1938, 26,691 oz of Au and 154,719 oz of Ag were recovered from near-surface mining at North Mathiatas and nearby South Mathiatas mines. There are significant dumps at North Mathiatas and other sites of prospectivity.

The Black Pine Project comprises five Prospecting Permits across a geological setting that CMR considers prospective for massive sulphide and Cu+Ni+Co mineralisation. Evidence of ancient mining is present in the form of workings, dumps and slags. Slags have been dated to the Bronze Age (2400-1200 BC) and a number of archaeological sites around the island have been linked with the unique arsenic signature of the Black Pine ores present at Pevkos and Laxia tou Mavrou. Several phases of historical work have led to recent drilling at two sites.

The Company and NCC propose an exploration work programme for the NCC Portfolio targeting low-cost and de-risked redevelopment and Cu-Au production from former mines hosting significant residual mineralisation prematurely shutdown, together with multiple extensions to mineralisation and new targets to develop a Mineral Resource of between 30Mt and 50Mt at cut off grades of 1.5% Cu and 1g/t Au.

The Company has identified a number of different target types within the Kalavasos Project:

- **Remnant Resources:** A review of historic production data indicates that remnant resources may exist at a number of the former mine sites. The Company will undertake a detailed data review and digitisation programme culminating in the generation of a permit-wide 3D model of the deposits known to exist within the Kalavasos Project.
- **Oxide Mineralisation:** There is evidence of oxide mineralisation that was either ignored or stockpiled as waste by former operators on the basis that oxide ore was not conducive to good recoveries in the flotation plants that were operated for the high-grade underground ore. Oxide mineralisation will be assessed for its suitability to heap, dump or tank leaching to recover copper.
- **Extensions to Mineralisation:** The Company will test for extensions to known mineralisation both along strike and down-dip. This process will be aided by airborne geophysical survey results and the 3D modelling which is expected to provide evidence or indications of strike and dip extensions to the known ore bodies.
- **New Generated Targets:** Exploration techniques have improved since the last detailed exploration took place at Kalavasos over 40 years ago. The Company plans to use the large volume of historic data to generate a 3D model of mineralisation within the project to underpin airborne VTEM surveys. Detailed geological mapping and sampling will then be employed to identify new targets for follow-up.
- **Dump Assessment and Reclamation:** Mineral processing efficiencies and techniques, operating costs and metal prices are some of the inputs that have changed to influence the economics of reprocessing low-grade ore. Mineralisation that did not meet the required run of mine grade for flotation was either stockpiled or placed on waste dumps. The Company will re-evaluate this waste material to determine tonnage and grade and thereafter undertake economic assessment to determine the viability of reprocessing material.

Proposed exploration for the Vrechia Project includes:

- **Mine -** Airborne geophysics will underpin a sampling programme to test the strike extension defined by a geobotanical anomaly. Evidence of mineralisation will be tested by a drill programme with a view to establishing an expanded resource that will include the tonnage provisionally defined by the 2014 drill programme.
- **Dump -** A systematic sampling and short hole drill programme will test both pyrite and tailings dumps for both residual copper and gold mineralisation. Metallurgical test work in conjunction with a preliminary resource estimate (based on the drill results) will determine whether a preliminary economic assessment is warranted.

Proposed exploration for the Kambia Project includes:

- A detailed review of historic data including the building of a 3D model of the former high-grade massive pyrite lens to determine the balance of high-grade ore remaining in the ground together with the low-grade stockwork-type Cu-Au mineralisation evident in a review of the database. If a mineralised stockwork body can be broadly delineated it will be subject to assessment including infill drilling to establish a Mineral Resource for development subject to feasibility.
- There is scope for the recovery of copper from dumps resulting from previous mining activity which are located around the eastern side of the open pit. Exploration will comprise detailed sampling and drilling of the dumps in parallel with metallurgical test work to generate an initial resource estimate prior to commencing a PEA.

The massive pyrite deposits in Cyprus are hosted in the volcanic part of the Troodos Ophiolite and are classified as volcanic-hosted massive sulphide (VHMS) deposits. The majority of these VHMS deposits are hosted either at the base of, or within, the Upper Pillowed Lavas, a specific volcanic unit erupting towards the end of each volcanic cycle. The grade and size of the Cyprus deposits are variable, but in general, they have low to moderate abundances of copper (<2.5 % Cu). Nevertheless, some deposits report much higher grades, such as at Mavrovouni, where >16 Mt was mined at ca. 4.5 % Cu. Cyprus VHMS deposits also contain appreciable amounts of zinc.

The largest known deposit in Cyprus is Mavrovouni where 16.5 Mt at approximately 4.5% Cu was extracted between 1929 and 1974.

Copper mining in Cyprus was significantly disrupted and essentially curtailed in the 1970s after Cyprus was partitioned following the Turkish invasion. This was further compounded by adverse changes to global supply and demand in the copper market. However, for an area that has been so productive and that offers such prospectivity the paucity of modern exploration and investment is startling.

In addition to copper, many of the deposits host appreciable primary gold. Indeed, the weathered zones above many deposits are enriched in gold and silver.

The primary pyrite ores now offer economic viability with the addition of widespread gold. Additionally, zinc, whilst not considered historically, may today make a reasonable addition to resources.

The Directors believe that the Company should be well placed to compete against other market participants in the mining exploration, production and industrial sectors on the basis of the following competitive advantages:

a) the Directors have wide-ranging experience working for and/or advising businesses operating within the natural resources sector;

b) Cyprus is a politically stable and legally sophisticated member of the European Union with a well-established mining code and a very long history of mining copper;

c) a well-established infrastructure exists within the close proximity to the Licence Areas.

The Board, which comprises individuals who have a number of years of experience in a range of various fields of expertise that will provide a sound foundation for the future development of the Company, is responsible for the Company’s business strategy and its overall supervision, including the identification and assessment of acquisition opportunities, the approval, structuring and execution of acquisitions and determination and execution of strategy for the acquired companies, businesses or assets. The Board has considerable experience in identifying acquisition targets and in executing such transactions.

Financial review

Loss for the year

The loss for the year before taxation amounted to £390,041 (prior period loss of £192,716).

This loss arose from administrative, audit and legal costs associated with the proposed Initial Public Offering and the execution of documentation and agreements to secure the rights to mineral properties in the Republic of Cyprus together with the costs associated with high-level due diligence and geological reconnaissance in Cyprus over the specific assets and licences targeted by the Company.

Key Performance Indicators

With the recent acquisition of NCC, has the Company introduced appropriate financial, operational, health, safety, and environmental KPIs that will be reported upon as a matter of course. These KPI’s will also assist with the evaluation of any future investment opportunities.

Cash used in operations totalled £177,836 (prior period £116,330).

Future developments and Position of the Company's Business at the Year End

See above in the operational review for details of the current and future fundraising and acquistions.

Environmental matters

The Board contains personnel with a good history of running businesses that have been compliant with all relevant laws and regulations and there have been no instances of non- compliance in respect environmental matters. More detail will be disclosed in the future annual reports once the Company completes an acquisition.

Employee information

Apart from the Directors there are currently no employees of the Company.

Principal Risks and Uncertainties

The principle risks and uncertainties lie in the recent investment in NCC and future investment opportunities being available to the Company. The nature of the natural resource sector means that returns are uncertain as resources many be unviable to extract. The Directors also consider the key risk for the Company to be the maintenance of its reserves of cash and cash equivalents to continue to fund this recent acquistion.

The Company operates in an uncertain environment and is subject to a number of risk factors. The Directors consider the following risk factors are of particular relevance to the Company's activities and to any investment in the Company. It should be noted that the list is not exhaustive and that other risk factors not presently known or currently deemed immaterial may apply.

The risk factors are summarised below:
Risks relating to the purchase of NCC and its' assets
Whilst the Directors are of the opinion that following lengthy due diligence and the subsequent purchase of NCC and its licences that the assets represent a suitable first acquisition for the Company, it is recognised that there is no assurance that the Company's purchase will result in the successful development of mineral resources and value to shareholders.

Environmental and other regulatory requirements
The event of a breach with any environmental or regulatory requirements may give rise to reputational, financial or other sanctions against the Company, and therefore the Board considers these risks seriously and designs, maintains and reviews its policies and processes so as to mitigate or avoid these risks. Whilst the Board has a good record of compliance, there is no assurance that the Company's activities will always be compliant.

Financing
The Board acknowledges that financing could depend upon the Company's ability to obtain financing primarily through a further raising of new equity capital. The Company's ability to raise further funds may be affected by the success of its acquired investments. The Company may not be successful in procuring the requisite funds on terms which are acceptable to it (or at all) and, if such funding is unavailable, the Company may be required to reduce the scope of its intended work program in its subsidiary. Further, Shareholders' holdings of Ordinary Shares may be materially diluted if debt financing is not available.

Brexit
The Company does not foresee any material issues with Brexit at this stage and indeed would not look to conclude any transaction where the possibility of a detrimental effect caused by Brexit would be likely. There may be issues raising funds from investors in the short term now that Article 50 has been triggered by the UK Government however investor markets in the UK have continued to be strong and it is too early to say if there will be any direct impact. The Directors continue to monitor events and as the Directors receive more information from the Government and the EU they will assess the impact to the Company and take appropriate steps as required.

Market Conditions
Market conditions, including general economic conditions and their effect on exchange rates, interest rates and inflations rates, may impact the ultimate value of the Company regardless of its operating performance. The Company also faces competition from other organisations, some of which may have greater resources

or be more established in a particular territory. The Board considers and reviews all market conditions to try and mitigate any risks that may arise from these.

Covid 19

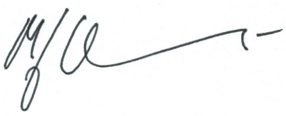
The recent outbreak of COVID-19 (commonly referred to as coronavirus) which first occurred in Wuhan City, China and has subsequently spread to many countries throughout the world, including the UK, the USA, mainland Europe and the Asia-Pacific region, has begun to negatively impact economic conditions globally and there are concerns for a prolonged tightening of global financial conditions. The COVID-19 outbreak could result in a more widespread public health crisis than that observed during the SARS epidemic of 2002-2003. This may in turn, result in protracted volatility in international markets and/or result in a global recession as a consequence of disruptions to travel and retail segments, tourism, and manufacturing supply chains. In particular, in March 2020 the COVID-19 outbreak caused stock markets worldwide to lose significant value and impacted economic activity worldwide. Although the Company is taking measures to mitigate the broader public health risks associated with COVID-19 to its business and employees, including through self-isolation of employees where possible in line with the recommendations of relevant health authorities, the full extent of the COVID-19 outbreak and the adverse impact this may have on the Company is unknown.

In addition, COVID-19 may impact the Company’s ability to identify potential acquisition targets or if such targets are identified may impact the Company’s ability to raise funding or negotiate satisfactory acquisition terms.

Financial Risk Management

Details of the Company’s financial risk management policies are set out in Note 16 to the financial statements.

This report was approved by the Board on 18 November 2020 and signed on its behalf by:



M J Churchouse
Director

Report of the Directors

The Directors present their report, together with audited financial statements for the year ended 30 November 2019 (with comparative figures for the thirteen month period ended 30 November 2018).

Caerus Mineral Resources plc ("the Company") is incorporated and domiciled in England and Wales, with Registered Number 11043077, under the Companies Act 2006. The Company was incorporated on 1 November 2017 under the name Leopard Mineral Investments Limited as a private limited company and subsequently re-registered as a public limited company on 9 January 2018; and changed its name to Caerus Mineral Resources plc on 18 September 2018.

The Company's registered office is at Salisbury House, London Wall, London, England, EC2M 5PS.

Principal Activities

The Company's principal activity at the year end was that of a 'cash shell' actively seeking an investment. As discussed in the Strategic Report, the Company has subsequently completed the acquisition of NCC and now acts as a holding company for NCC.

The Company was formed for the purpose of acquiring a company, business or asset in the mineral exploration sector.

Results and Dividends

The loss for the year before taxation amounted to £390,041 (prior period loss of £192,716).

The Directors do not recommend the payment of a dividend (2018: £Nil).

Directors

The Directors during the period under review, and as at the date of this report, were as follows:

Professor Michael Johnson
Martyn Churchouse
Harold Daniels (appointed 13 November 2020)

Future Developments

For future developments of the Company see the Strategic Report.

Events after the reporting date

Events after the reporting date are as described in Note 19.

Statement of the Directors in performance of their statutory duties in accordance with s172(1) Companies Act 2006

The Board consider that they have acted in a way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole (having regard to the stakeholders and matters set out in s172(1)(a-f) of the Act) in decisions taken during the year ended 30 November 2019.

Going concern

To date, the Company has met its day to day working capital requirements through equity finance. The Company is currently in the process of admitting its shares to trading on the London Stock Exchange Standard Segment. As part of this process the Company is expecting to raise capital to fund its working capital requirements for the going concern period. The ability of the Company to meet its projected expenditure is dependent on these future equity injections. As referred to in note 19 of these financial statements, the Company has had a cash injection of £500,000 to date from EV Metals Group plc and an undertaking from them to continue to fund the Company until futher capital has been raised through the admission to the LSE. The Board considers that this funding will be available in due course and as a result continues to adopt the going concern assumption in preparing the financial statements.

The Board have also considered the consequences of Covid-19 and other events and conditions, and it has determined that they do not create a material uncertainty that casts significant doubt upon the entity's ability to continue as a going concern as a result of the commited future funding from EV Metals Group plc.

Provision of Information to Auditors

The Directors who held office at the date of approval of this Report of the Directors confirm that, so far as they are individually aware, there is no relevant audit information of which the Company's auditor is unaware; and each Director has taken all the steps that they ought to have taken as Director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Statement of Directors Responsibilities

The Directors are responsible for preparing the Report of the Directors and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss for that period.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- 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 are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of the financial statements may differ from legislation in other jurisdictions.

This report was approved and authorised for issue by the board on 18th November 2020 and signed on its behalf by:

M J Churchouse
Director

Independent Auditors Report to the Members of Caerus Mineral Resources plc

Opinion
We have audited the financial statements of Caerus Mineral Resources Plc (the 'company') for the year ended 30 November 2019 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flow and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 November 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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 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 have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the 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 authorised for issue.

Other information
The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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 this regard.

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.

Matters on which we are required to report by exception
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 material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you 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.

Responsibilities of directors
As explained more fully in the directors' responsibilities statement, 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 Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

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.

Alistair Roberts (Senior Statutory Auditor)
For and on behalf of PKF Littlejohn LLP
Statutory Auditor

15 Westferry Circus
Canary Wharf
London E14 4HD

18th November 2020

Statement of Financial Position
Company number: 11043077

	Note	As at 30 November 2019 £	As at 30 November 2018 £
Assets			
Current assets			
Cash and cash equivalents		3,492	116,328
Other Receivables	5	-	9,733
Financial assets at fair value through profit and loss	6	42,618	44,478
Total assets		**46,110**	**170,539**
Equity and liabilities			
Capital and reserves			
Share capital	7	94,000	82,500
Share premium	7	322,665	269,165
Retained earnings		(582,757)	(192,716)
Total equity attributable to equity holders		**(166,092)**	**158,949**
Current liabilities			
Trade and other payables	9	212,202	11,590
Total liabilities		**212,202**	**11,590**
Total equity and liabilities		**46,110**	**170,539**

The Financial Statements were approved and authorised for issue by the Board on 18th November 2020 and were signed on its behalf by:

M J Churchouse
Director

The accounting policies and notes on pages 17 to 29 form part of these financial statements.

Statement of Comprehensive Income

	Note	Year ended 30 November 2019 £	Period ended 30 November 2018 £
Administrative expenses	10	(390,041)	(192,716)
Operating loss and loss before taxation		(390,041)	(192,716)
Income tax expense	12	-	-
Loss after taxation		(390,041)	(192,716)
Loss for the period		(390,041)	(192,716)
Other comprehensive income		-	-
Total comprehensive loss attributable to owners of the parent		(390,041)	(192,716)
Earnings per share:			
Basic and diluted (£)	13	(0.04)	(0.40)

All activities relate to continuing operations.

The accounting policies and notes on pages 17 to 29 form part of these financial statements.

Statement of Changes in Equity

	Share capital £	Share Premium £	Retained earnings £	Total £
On incorporation 1 November 2017	**-**	**-**	**-**	**-**
Comprehensive income				
Loss for the period	-	-	(192,716)	(192,716)
Total comprehensive income for the period	**-**	**-**	**(192,716)**	**(192,716)**
Transactions with owners recognised directly in equity				
Issue of shares	9,300	267,965	-	277,265
Issue of bonus shares	73,200	(73,200)	-	-
Capital contribution	-	74,400	-	74,400
As at 30 November 2018	**82,500**	**269,165**	**(192,716)**	**158,949**
Comprehensive income	-	-	-	-
Loss for the year	-	-	(390,041)	(390,041)
Total comprehensive income for the year	**-**	**-**	**(390,041)**	**(390,041)**
Transactions with owners recognised directly in equity				
Issue of shares	11,500	53,500	-	65,000
As at 30 November 2019	**94,000**	**322,665**	**(582,757)**	**(166,092)**

The accounting policies and notes on pages 17 to 29 form part of these financial statements.

Statement of Cash Flows

	Notes	Year ended 30 November 2019 £	Period ended 30 November 2018 £
Cash flow from operating activities			
Loss for the period before taxation		(390,041)	(192,716)
Adjustments			
Expenses settled by capital contribution		-	74,400
Foreign exchange loss on financial assets	2	1,860	129
Operating cash flows before movements in working capital		**(388,181)**	**(118,187)**
Decrease/ (increase) in receivables		9,733	(9,733)
Increase in accounts payable and accrued liabilities		200,612	11,590
Net cash used in operating activities		**(177,836)**	**(116,330)**
Cash flow from investing activities			
Purchase of assets at fair value through profit and loss		-	(44,607)
Net cash used in from investing activities		**-**	**(44,607)**
Cash flow from financing activities			
Proceeds from the issue of equity		65,000	277,265
Net cash inflow from financing activities		**65,000**	**277,265**
Net (decrease)/ increase in cash and cash equivalents		**(112,836)**	**116,328**
Cash and cash equivalent at beginning of period		116,328	-
Cash and cash equivalent at end of period		**3,492**	**116,328**

Significant non-cash transactions

There were no significant non-cash transactions during the year.

During the prior period, £74,400 of directors and consultancy fees were settled by way of capital contribution to the Company. The fees were payable to existing shareholders who agreed to a premium of 2.4p to be applied to their existing 3,100,000 shares. Notices of capital contribution were received and letters confirming that the capital contribution was to be applied against their fees.

The accounting policies and notes on pages 17 to 29 form part of these financial statements.

Notes to the Financial Statements

1. GENERAL INFORMATION

Caerus Mineral Resources plc ("the Company") is incorporated and domiciled in England and Wales with Registered Number 11043077 under the Companies Act 2006. The Company was incorporated on 1 November 2017 under the name Leopard Mineral Investments Limited as a private limited company and subsequently re-registered as a public limited company on 9 January 2018; and changed its name to Caerus Mineral Resources plc on 18 September 2018.

The principal activity of the Company is in mineral exploration and the development of appropriate exploration projects. The Company's registered office is at Salisbury House, London Wall, London, England, EC2M 5PS.

2. SIGNIFICANT ACCOUNTING POLICIES

Summary of significant accounting policies

The principal Accounting Policies applied in the preparation of the financial statements are set out below. These polices have been consistently applied to all the periods presented, unless otherwise stated.

Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards ('IFRS') and IFRIC Interpretations Committee ('IFRS IC') as adopted by the European Union. The Financial Statements have also been prepared under the historical cost convention, as modified by the revaluation of financial assets at fair value through profit or loss.

The financial statements are presented in Pounds Sterling (£), which is the Company's functional and presentation currency.

The preparation of financial statements in conformity with IFRS's requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the Financial Information are disclosed in Note 3.

Going concern

The financial statements has been prepared on the assumption that the Company will continue as a going concern. Under the going concern assumption, an entity is ordinarily viewed as continuing in business for the foreseeable future with neither the intention nor the necessity of liquidation, ceasing trading or seeking protection from creditors pursuant to laws or regulations. In assessing whether the going concern assumption is appropriate, the Directors take into account all available information for the foreseeable future, in particular for the twelve months from the date of approval of the financial statements.

Following the review of ongoing performance and cash flows, the Directors have a reasonable expectation that the Company has adequate resources to continue operational existence for the foreseeable future. The Directors have based the going concern assumption on the fact that the Company has recently raised funding of £500,000 from EV Metals Group plc and will be able to raise further capital resources to meet the working capital requirements of the Company.

The Board have also considered the consequences of Covid-19 and other event and conditions, and it has determined that they do not create a material uncertainty that casts significant doubt upon the entity's ability to continue as a going concern as a result of the commited future funding from EV Metals Group plc.

Comparative figures

Comparative figures presented in the financial statements cover the period from incorporation on 1 November 2017 to 30 November 2018 (a thirteen month period).

Changes in accounting policies and disclosures

(a) New standards, amendments and interpretations adopted by the Company

As of 1 December 2018 The Company has adopted IFRS 9 and IFRS 15.

The transition to IFRS 15 did not impact the Company as it is not yet revenue generating.

IFRS 9 became effective for all periods beginning on or after 1 January 2018 and as such is relevant for the year ended 31 November 2019. IFRS 9 impacts the recognition, classification, measurement and disclosures of financial instruments. The Company reviewed the financial assets and liabilities reported on its Statement of Financial Position and completed an assessment between IAS 39 and IFRS 9 to identify any accounting changes. The significant financial instruments held in the Company are Financial assets held at fair value through profit or loss and trade and other payables.

Financial assets at fair value through profit or loss
The Company's relevant financial assets are the current Loan Notes receivable. Under IFRS 9, current financial assets are held at fair value through profit or loss which is unchanged from the previous accounting treatment adopted by the Company.

Under IFRS 9 Financial assets measured at fair value through profit or loss are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through the profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

The loan notes receivable are convertible at the option of the Company at any time prior to the repayment date. Under IFRS 9, as the contract is not a contract to buy or sell a non-financial item outside the scope of IFRS 9, the entire contract is considered to be a derivative and fair valued through profit or loss. This is in line with the treatment of prior financial periods.

Trade and other payables
Under IFRS 9 trade payables should continue to be measured at amortised cost using the effective interest rate method.

There are no other new IFRS's or IFRIC interpretations that are effective that would be expected to have a material impact on the Company.

(b) New standards, amendments and interpretations not yet adopted by the Company

The standards and interpretations that are relevant to the Company, issued, but not yet effective, up to the date of the Financial Statements are listed below. The Company intends to adopt these standards, if applicable, when they become effective.

Standard	Impact on initial application	Effective date
IFRS 16	Leases	1 January 2019
IAS 28 (Amendments)	Long term interests in assoicates and joint ventures	1 January 2019
Annual Improvements	2015 – 2017 Cycle	1 January 2019
IFRIC 23	Uncertainty over Income Tax treatments	1 January 2019
IFRS 3 (Amendments)	Business Combinations	1 January 2020

* Subject to EU endorsement

The Company has evaluated the impact of transition to the above standards and does not consider that there will be a material impact of transition on the financial statements. The Company does not have any leases and as such there is not expected to be an impact on the transition to IFRS 16 Leases.

Foreign currency translation

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the Statement of Financial Position date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Financial assets

The Company classifies its financial assets in the following categories: at fair value through profit or loss and amortised cost. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

The financial assets held comprise cash and cash equivalents and other receivables. The other receivables are convertible in nature and the Company has designated these on inception as financial assets at fair value through profit and loss as a result of the conversion element and difficulty in separating this from the host contract.

Financial assets at fair value through profit and loss are recognised initially at fair value. Subsequent to initial recognition they are measured at fair value at each reporting period.

Fair Value Estimation

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

The fair values for the Company's assets and liabilities are not materially different from their carrying values in the financial statements.

The following table presents the Company's financial assets that are measured at fair value:

30 November 2019:	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets at fair value through profit or loss				
Loan Notes	-	-	42,618	42,618

The Company does not have any liabilities measured at fair value. There have been no transfers in to or transfers out of fair value hierarchy levels in the period.

(i) Financial instruments in level 1

The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. No investments are valued using level 1 quoted prices in the period.

(ii) Financial instruments in level 2

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. No investments are valued using level 2 inputs in the period.

(iii) Financial instruments in level 3

If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3. As permitted under IFRS 13 the cost model has been used to fair value the investments if cost is considered to represent fair value. This is because there is a lack of sufficient appropriate information on which to base an alternative valuation technique for the investments. The income and market valuation models are not thought to be appropriate due to the type of investments. There is no evidence of impairment of any of the investments.

The following table presents the changes in level 3 instruments for the period ended 30 November 2019:

	2019
	£
Opening balance	44,478
Additions in to level 3	-
Impairment losses recognised in profit and loss	-
Foreign currency loss recognised in profit and loss	(1,860)
Closing balance	42,618

Impairment of financial assets

The Company assesses at the end of each reporting year whether there is objective evidence that a financial asset, or a group of financial assets, is impaired. A Financial asset, or a group of financial assets, is impaired, and impairment losses are incurred, only if there is objective evidence of impairment as a result of one of more events that occurred after the initial recognition of the asset (a "loss event"), and that loss event (or events) has an impact on the estimated future cash flows of the financial asset, or group of financial assets, that can be reliably estimated.

The criteria that the Company uses to determine that there is objective evidence of an impairment loss include:

• Significant financial difficulty of the issuer or obligator;
• A breach of contract, such as a default or delinquency in interest or principal repayments.

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 credit losses that have not been incurred), discounted at the financial asset's original effective interest rate. The asset's carrying amount is reduced, and the loss is recognised in the Income Statement.

If, in a subsequent year, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the trade and other receivables credit rating), the reversal of the previously recognised impairment loss is recognised in the Statement of Comprehensive Income.

The Directors have considered the net present value of the future cash flows expected from the subsidiary NCC and expect them to be in excess of the value of this financial asset. They have also considered the impact of the Covid-19 pandemic on the operations in Cyprus and do not consider an impairment necessary as a result of being in this geographic region.

Financial liabilities

The Directors determine the classification of the Company's financial liabilities at initial recognition. The financial liabilities held comprise trade payables and accrued liabilities and these are classified as other financial liabilities.

Other financial liabilities

Other non-derivative financial liabilities are initially measured at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these liabilities are measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability to the net carrying amount on initial recognition.

Derecognition of other financial liabilities

Financial liabilities are derecognised when the Company's contractual obligations expire or are discharged or cancelled.

Cash and cash equivalents

The Company considers any cash on short-term deposits and other short term investments to be cash equivalents.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of a Company after deducting all of its liabilities. Equity instruments issued are recorded at the proceeds received net of direct issue costs.

Share capital represents the amount subscribed for shares at nominal value.

The share premium account represents premiums received on the initial issuing of the share capital. Any transaction costs associated with the issuing of shares are deducted from share premium, net of any related income tax benefits. Any bonus issues are also deducted from share premium.

Retained earnings include all current and prior period results as disclosed in the Statement of Comprehensive Income, less dividends paid to the owners of the Company.

Warrants issued are for ordinary shares in the Company. The warrants issued during the period have not been separately valued as they were associated with the issue of new ordinary shares. The fair value of the warrant is considered to be inherent in the amount paid for the shares.

Current and deferred income tax

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in profit or loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity. Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the consolidated statement of financial position date, and any adjustment to tax in respect of previous years.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the company intends to settle its current tax assets and liabilities on a net basis.

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

(a) Critical accounting estimates and assumptions

The Company makes estimates and assumptions concerning the future. The resulting estimates will by definition, seldom equal the actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

Fair value of financial assets – level 3

The Company reviews the fair value of its loan notes (see note 6) at each Statement of Financial Position date. This requires management to make an estimate of the value of the unquoted Loan Notes in the absence of an active market. See note 2 for detail on the Level 3 valuation process. Management's significant judgement in this regard is that the fair value of the investments is their cost (as permitted by IFRS 13), as a result of a lack of other inputs or evidence to suggest an uplift or impairment of the value.

4. BUSINESS SEGMENTS

For the purpose of IFRS 8, the Chief Operating Decision Maker "CODM" takes the form of the board of directors. The Directors are of the opinion that the business of the Company comprises a single activity, being the identification and acquisition of target companies or businesses in Europe. As such the financial statements of the segment is the same as that set out in the statement of comprehensive income, the statement of financial position, the statement of changes in equity and the statement of cash flows.

5. RECEIVABLES

	As at 30 November 2019 £	**As at 30 November 2018 £**
Other receivables	-	9,733
Total receivables	**-**	**9,733**

Other receivables in the prior year consists of VAT receivable. This was written off in the current year, as it was not considered recoverable in the forseeable future by the Directors. The Company is not currently registered for VAT.

6. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT AND LOSS

	As at 30 November 2019 £	**As at 30 November 2018 £**
Balance brought forward	44,478	-
Additions	-	44,607
Foreign Currency Revaluation	(1,860)	(129)
Balance carried forward	**42,618**	**44,478**

On 23 October 2018, the Company subscribed for Loan Notes totalling €50,000 (£44,607) issued by a private company on an interest free basis. The loan notes are repayable on the sooner of 10 business days from Admission to trading on the Official List of the UK Listing Authority (with a deadline of no later than 30 September 2019), or 23 October 2020. The Company has the right to convert the Loan Notes in to ordinary shares of the loan note issuer at any time prior to the repayment date. No adjustment has been made for the equity conversion element as it is considered to be immaterial.

7. SHARE CAPITAL AND SHARE PREMIUM

	Number of shares - Ordinary	**Share Capital**	**Share Premium**	**Total**
		£	**£**	**£**
At incorporation	1	-	-	-
Issued 25 January 2018	5,500,000	5,500	98,000	103,500
Issued 14 September 2018	2,633,332	2,633	162,367	165,000
Bonus share issue 30 November 2018	73,199,997	73,200	(73,200)	-
Share consolidation	(73,199,997)	-	-	-
Issued 30 November 2018	116,667	1,167	7,598	8,765
Capital contribution by the equity holders	-	-	74,400	74,400
As at 30 November 2018	**8,250,000**	**82,500**	**269,165**	**351,665**
Issued 18 May 2019	150,000	1,500	13,500	15,000
Issued 29 July 2019	1,000000	10,000	40,000	50,000
As at 30 November 2019	**9,400,000**	**94,000**	**322,665**	**416,665**

On 18 May 2019, the Company issued 150,000 ordinary shares of £0.01 at £0.10 each.

On 29 July 2019, the Company issued 1,000,000 ordinary shares of £0.01 at £0.05 each.

8. WARRANTS

	Number of warrants	Exercise price £	Expiry date
At incorporation	-	-	-
Issued 25 January 2018	4,200,000	0.05	3 years from the date of Admission
Issued 25 January 2018	3,300,000	0.05	2 years from the date of Admission
Issued 14 September 2018	1,333,332	0.10	2 years from the date of Admission
As at 30 November 2018	**8,833,332**		
Reduction 16 February 2019	(2,100,000)		
Issued 29 July 2019	1,000,000	0.05	2 years from the date of Admission
As at 30 November 2019	**7,733,332**		

On 16 February 2019 the Company reduced the Founder Warrants by 50%. This reduced the total of Founder Warrants from 4,200,000 to 2,100,000.

On 29 July 2019 the Company issued 1,000,000 Subscription Warrants with an exercise price of £0.05, expiring 2 years from the date that the Company's shares admitted to trading on the Official List of the UK Listing Authority.

No warrants expired or were exercised in the period. The weighted average exercise price of the warrants issued in the year is £0.0586 (£0.0572).

On the 6 June 2020, the Company cancelled 2,333,332 Subscription Warrants issued to Wentworth Limited. This resulted in outstanding Warrants in issue of 5,400,000.

9. Trade and other payables

	As at 30 November 2019 £	As at 30 November 2018 £
Trade Payables	138,829	-
Directors Loans (note 14)	54,173	-
Accruals	19,200	11,590
Trade and other payables	**212,202**	**11,590**

10. EXPENSES BY NATURE

	Year ended 30 November 2019 £	Period ended 30 November 2018 £
Directors' remuneration (see note 11)	35,000	60,200
Legal and professional fees	349,510	86,881
Travel	7,197	22,049
Office Expenditure	4,230	2,973
Sundry expenditure	954	3,484
Foreign exchange movements	(10,895)	129
Regulatory fees	4,045	17,000
	390,041	**192,716**

During the year the Company obtained the following services from the auditor:

	Year ended 30 November 2019 £	Period ended 30 November 2018 £
Fees payable to the Company's auditor in relation to the audit of the Company	12,000	10,000
Fees payable to the Company's auditor for other assurance services	-	2,400
	12,000	**12,400**

11. DIRECTOR'S EMOLUMENTS

	Year ended 30 November 2019 £	Period ended 30 November 2018 £
Director's remuneration	**35,000**	**60,200**

There were no post-employment benefits or other long term benefits paid to directors during the period under review.

The Directors were the key management personnel. There were no other employees of the Company. The average number of employees of the Company for the year was 2 (prior period 3).

12. INCOME TAX

The Company is subject to income tax at a rate of nineteen per cent., as at 30 November 2019.

Tax charged:

	As at 30 November 2019 £	As at 30 November 2018 £
Current taxation	-	-
Deferred taxation	-	-
	-	-

	As at 30 November 2019 £	As at 30 November 2018 £
Loss before tax	(390,041)	(192,716)
Corporation tax at 19% (2018: 19%)	(74,108)	(36,616)
Disallowed expenses	24,623	14,040
Losses for which no deferred tax is recognised	49,485	22,576
Total tax charge	-	-

The Company has total tax losses of £379,272 to carry forward against future profits (2018: £118,823). No deferred tax asset has been recognised on the grounds of uncertainty as to when profits will be generated against which to relieve said amount.

13. EARNINGS PER SHARE

The calculation for earnings per Ordinary Share (basic and diluted) is based on the profit after income tax attributable to equity Shareholder for the year and is as follows:

	As at 30 November 2019	As at 30 November 2018
Loss attributable to equity Shareholders (£)	(390,041)	(192,716)
Weighted average number of Ordinary shares	8,670,274	482,809
Loss per Ordinary share (£)	(0.04)	(0.40)

Earnings and diluted earnings per Ordinary share are calculated using the weighted average number of Ordinary shares in issue during the period. There were no dilutive potential Ordinary shares outstanding during the period.

14. RELATED PARTY TRANSACTIONS

The only related party transactions in the year were the remuneration to Directors as disclosed in note 11 above and the following loans made to the Company by the Directors. These loans are interest free with no fixed repayment terms.

	As at 30 November 2019 £	As at 30 November 2018 £
Loans from Martyn Churchouse	1,000	-
Loans from Michael Johnson	53,173	-

15. COMMITMENTS

The Company had not entered into any material capital commitments as at 30 November 2019.

On 23 October 2018 the Company signed a sale and purchase agreement to purchase their entire share of New Cyprus Copper PA Limited for consideration of £1,000,000, (£150,000 in cash with the remainder in shares). This acquistion was completed on the 29th September 2020.

16. FINANCIAL INSTRUMENTS – RISK MANAGEMENT

The Company is exposed through its operations to credit risk and liquidity risk. In common with all other businesses, the Company is exposed to risks that arise from its use of financial instruments. This note describes the Company's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout this financial statements.

Financial instruments

The financial instruments used by the Company, from which financial instrument risk arises, are cash and cash equivalents of £3,492, loans receivable of £42,618 and other payables of £212,202.

The risk associated with the cash and cash equivalents is that the Company's bank will enter financial distress and be unable to repay the Company its cash on deposit. To mitigate this risk, cash and cash equivalents are only lodged with independent financial institutions designated with minimum rating "A".

The risk associated with the other payables is that the Company will not have sufficient funds to settle the liability when it falls due.

General objectives, policies and processes

The Directors have overall responsibility for the determination of the Company's risk management objectives and policies. Further details regarding these policies are set out below:

Credit risk

The Company's credit risk arises from cash and cash equivalents with banks and financial institutions. For banks and financial institutions, only independently rated parties with minimum rating "A" are accepted.

Liquidity risk

Liquidity risk arises from the Directors' management of working capital. It is the risk that the Company will encounter difficulty in meeting its financial obligations as they fall due.

Funding, sufficient to maintain the Company and its exploration programme for a period of not less than 18 months will come from an Initial Public Offering with a target fundraise of minimum £1,125,000 to be completed by the Company simultaneously with admission to a recognised stock exchange. In addition to this funding, the Company has also secured the financial backing of a cornerstone investor, EV Metals Group plc (EVM), a company focussed on the production of high purity chemicals containing nickel, cobalt, manganese and other metals (including copper) required for rechargeable batteries for electric vehicles and energy storage facilities in high growth markets. As the cornerstone investor, EVM has committed to an investment of not less than £1,000,000.

17. CAPITAL RISK MANAGEMENT

The Directors' objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for Shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. At the date of these financial statements, the Company had been financed from equity. In the future, the capital structure of the Company is expected to consist of borrowings and equity attributable to equity holders of the Company, comprising issued share capital and reserves.

18. ULTIMATE CONTROLLING PARTY

The Directors consider that there is no ultimate controlling party.

19. SUBSEQUENT EVENTS

On the 6 June 2020, the Company cancelled 2,333,332 Subscription Warrants issued to Wentworth Limited. This resulted in outstanding Warrants in issue of 5,400,000.

On 23rd July 2020, the Company signed a Share Purchase Agrement to acquire New Cyprus Copper P.A. Limited for a Purchase price of £1,000,000 which was satisfied by the payment of £150,000 in cash and the remainder in Consideration Shares. This was completed on the 29th September 2020 and NCC became a 100% owned subsidiary of the Company.

Since the end of the financial year, £500,000 has been received from EV Metals to continue to fund the operations of New Cyprus Copper P.A. Limited.

The Covid-19 pandemic has developed rapidly in 2020, with a significant number of cases. Measures taken by various governments to contain the virus have affected economic activity. We have taken a number of measures to monitor and mitigate the effects of Covid-19, such as social distancing and working from home. At this stage, the impact on our business and results has not been significant and based on our experience to date we expect this to remain the case. We will continue to follow the various government policies and advice and, in parallel, we will do our utmost to continue our operations in the best and safest way possible without jeopardising the health of our people.