

Imperial X Plc

Incorporated in England and Wales with
Registered Number 06275976

Annual Report

For the year ended 30 June 2020

IMPERIAL XPLC
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Melissa Sturgess
Samuel “Kyler” Hardy
Kyle Hookey
Emma Priestley

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IMPERIAL X PLC
CHIEF EXECUTIVE OFFICER'S STATEMENT

Dear Shareholder,

Enclosed are the financial results of Imperial X Plc ("Imperial" or the "Company") and its subsidiary (together "the Group") for the year ended 30 June 2020.

During the year, the Company investigated a number of investment opportunities in the medical cannabis sector. These due diligence activities did not produce an opportunity the directors believed was suitable of pursuing. Part way through the year the Board, with the support of a majority of the Company's shareholders, changed its investing strategy to focus on the Energy sector. As part of the new strategy the Company also reviewed the listing of the Company's ordinary shares on the AQSE Growth Market and subsequent to the year suspended its listing in order to seek a re-listing on the Standard List of the London Stock Exchange.

Financial Review

The Group currently only has interest revenue and its cash reserves will be used in the short term to cover compliance costs, initial due diligence and other costs incidental to the identification and development of acquisition opportunities.

Subsequent to the year end, the Company has entered into a number of heads of agreement to acquire a platform of mineral assets, equity positions and royalty positions. The acquisitions will initiate the establishment of the Company as a new, growth-focused diversified project generator and natural resource royalty business.

In addition, the Company announced a non-brokered private placement of up to 30,000,000 new shares at a price of 2.5p per share in order to raise up to £750,000, net of expenses and which shares are to be admitted to trading on the Aquis Exchange PLC's AQSE Growth Market together with the issuance of unsecured convertible loan notes of £500,000 principal.

The loss for the year was £369,953 (2019: £309,189). The result for the year ended 30 June 2020 consisted mainly of legal and professional fees associated with the proposed investment activities.

Financial Position

The Group's Statement of Financial Position as at 30 June 2020 and comparatives at 30 June 2019 are summarised below:

	30 June 2020	30 June 2019
	£	£
Current assets	74,448	7,667
Non-current assets	-	-
Total assets	74,448	7,667
Current liabilities	110,024	134,272
Total liabilities	110,024	134,272
Net (liabilities)/assets	(35,576)	(126,605)

On behalf of the Board, I would like to record our thanks to those who have helped the Company throughout the year.



Kyler Hardy
Chief Executive Officer
Imperial X Plc

**Samuel “Kyler” Hardy,
Chief Executive Officer (aged 37)**

is the Chief Executive Officer and majority shareholder of Cronin Capital Corp ("Cronin"), a merchant banking group based in Vancouver, Canada. Kyler has over 15 years' experience in the global resource sector where he has operated, advised and raised funds via venture capital and private equity. Kyler's experience includes founding and growing a number of companies, including Cronin, CSM Corp, Equitas and UTM Exploration.

**Kyle Hookey
Non-executive director (aged 30)**

is an Associate at Cronin and has over 8 years' experience in the international capital markets, consulting on equity and debt portfolios, corporate transactions and broad investment mandates. Kyle specialises in providing corporate advisory in M&A, financing and corporate restructuring and has advised across both private and public companies, primarily in Canada and Australia.

**Emma Priestley
Non-executive director (aged 47)**

is the Chief Executive Officer at AIM-listed Goldstone Resources Limited and has a background in mining and financial services, having worked with mining companies and consultants, IMC Mackay & Schnellmann, investment bank CSFB, advisers VSA Resources and Ambrian Partners, where she worked as corporate broker and adviser. Emma is a graduate of Camborne School of Mines, is a chartered Mining Engineer and Chartered Mineral Surveyor.

**Melissa Sturgess,
Non-executive director (aged 54)**

Melissa holds a BSc and an MBA and has many years of experience as a director of AIM and ASX quoted companies, mainly involved in the acquisition, structuring and financing of natural resources deals across Africa. She was most recently a key driver in the successful recapitalisation of Messaging International plc which subsequently changed its name to SigmaRoc Plc, acquired a building materials business via a reverse takeover and raised £50 million from a range of investors in the Channel Islands and the UK. She has an extensive background in corporate management, development and financing. She is one of the founders of Ananda Developments Plc, a medicinal cannabis company that commenced trading on the AQSE Growth Market on 4 July 2019 and is a director of Richland Resources Limited.

The Directors present their Strategic Report of the Group for the year ended 30 June 2020.

REVIEW OF OPERATIONS

A review of the business of the Group during the year and an indication of likely future developments may be found in the Chief Executive Officer's Statement.

KEY PERFORMANCE INDICATORS

The Board monitors the activities and performance of the Group on a regular basis. The primary performance indicator applicable to the Group is a return based on targeting a suitable investment in the Energy sector and management of its cash reserves.

PRINCIPAL RISKS AND UNCERTAINTIES

The management of the business and the execution of the Group's strategy are subject to a number of risks. The key business risks affecting the Group are set out below.

Risks are reviewed by the Board, and appropriate processes are put in place to monitor and mitigate them. If more than one event occurs, it is possible that the overall effect of such events would compound the possible adverse effects on the Group.

General and economic risks:

- Contractions in the world economy or increases in the rate of inflation resulting from international conditions.
- Movements in global equity and share markets.
- The situation and guidance being given in respect of COVID-19 is an evolving one, which the Board will continue to actively monitor. In this unprecedented time, it is our priority and responsibility to ensure the safety of our team. Accordingly, we are taking measures to ensure we limit travel and movement and are following the guidance of the authorities in the areas we operate. We are all working remotely to progress investments and discussions to ensure that we protect and advance the long-term value of our Company and the interests of our shareholders.

Funding risk:

- The Group may not be able to raise, either by debt or further equity, sufficient funds to enable it to finance its future acquisitions or investments and working capital requirements.

Project availability risk:

- The Group may not be able to identify or acquire a suitable project for its investment target.

Financial Risk Management

The Group's principal financial instruments comprise other receivables, other payables, convertible loan notes and cash on deposit.

Internal Controls

The Board recognises the importance of both financial and non-financial controls and has reviewed the Group's control environment and any related shortfalls during the year. Since the Group was established, the Directors are satisfied that, given the current size and activities of the Group, adequate internal controls have been implemented. The Directors are aware that no system can provide absolute assurance against material misstatement or loss, however, in light of the current activity and proposed future development of the Group, continuing reviews of internal controls will be undertaken to ensure that they are adequate and effective.

This Strategic Report was approved by the Board of Directors on 23 November 2020.



Kyler Hardy
Chief Executive Officer
Imperial X Plc

The Directors are pleased to present their Report and the audited consolidated Financial Statements of the Company and its subsidiary for the year ended 30 June 2020.

1. PRINCIPAL ACTIVITY

The principal activity of Imperial X plc (“the Company”) and its subsidiary (together “the Group”) during the year was to locate investments and/or acquire projects in the medical cannabis sector and, following a new mandate as announced on 14 January 2020, assess suitable transactions in the energy sector.

2. RESULTS AND DIVIDENDS

Loss on ordinary activities of the Group after taxation amounted to £369,953 (2019: £309,189).

The Directors do not recommend the payment of a dividend (2019: £Nil).

3. DIRECTORS

The following have been Directors of the Company during the financial year ended 30 June 2020 and to the date of this report:

Melissa Sturgess (appointed 11 July 2018)

Samuel “Kyler” Hardy (appointed 10 September 2019)

Kyle Hookey (appointed 10 September 2019)

Emma Priestley (appointed 10 September 2019)

Michael Langoulant (resigned 10 September 2019)

Fezile Mzazi (resigned 10 September 2019)

Directors’ Interests in Shares, Options and Warrants

The Directors who held office at 30 June 2020 had the following beneficial interests in shares of the Company:

Ordinary Shares	Number of shares at 30 June 2020	Number of shares at 30 June 2019
Melissa Sturgess (appointed 11 July 2018)	5,078,482	-
Samuel “Kyler” Hardy (appointed 10 September 2019)	4,965,000	-
Kyle Hookey (appointed 10 September 2019)	300,000	-
Emma Priestley (appointed 10 September 2019)	2,000,000	-
Michael Langoulant (resigned 10 September 2019)	-	-
Fezile Mzazi (resigned 10 September 2019)	358,102	-
Total	12,701,584	-

Share Options	Options held at 30 June 2020	Grant date	Exercise price	Expiry date
Melissa Sturgess	500,000	1 June 2020	2.5p	1 June 2030
Samuel "Kyler" Hardy	1,500,000	1 June 2020	2.5p	1 June 2030
Kyle Hookey	500,000	1 June 2020	2.5p	1 June 2030
Emma Priestley	500,000	1 June 2020	2.5p	1 June 2030
Total	3,000,000			

The options issued to the directors in the year were issued as part of their remuneration. The options vest monthly in equal proportions for 24 months. Details of the amounts paid to the Director's for remuneration during the year are set out in Note 6.

Share warrants	Options held at 30 June 2020	Options held at 30 June 2019	Grant date	Exercise price	Expiry date
Melissa Sturgess	-	1,193,671	8 January 2019	1p	1 January 2024
Total	-	1,193,671			

Re-election of Directors

The Articles of Association require one third of the Directors who are subject to retirement by rotation to retire and submit themselves for re-election each year. In addition, all directors who are appointed to fill a casual vacancy are required to retire and submit themselves for re-election at the next forthcoming AGM.

4. ANNUAL GENERAL MEETING

Details of the Company's forthcoming Annual General Meeting are set out in a separate circular that will be sent to all Shareholders with the Annual Report and Accounts.

5. DIRECTORS' INDEMNITY PROVISIONS

All of the previous and current Directors benefited from qualifying third-party indemnity insurance in place during the year ended 30 June 2020 and as at the date of approval of the Financial Statements.

6. SECTION 172 DISCLOSURES

Under section 172 (1) (a)-(f) of the Companies Act 2006 the directors act in the 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, and in doing so have regard (amongst other matters) to:

- (a) the likely consequences of any decision in the long term
- (b) the interests of the Company's employees
- (c) the need to foster the Company's business relationships with suppliers, customers and others
- (d) the impact of the Company's operations on the community and the environment
- (e) the desirability of the Company maintaining a reputation for high standards of business conduct, and
- (f) the need to act fairly as between members of the Company

The Directors believe that the Board have due regard to the above requirements in their decision making and have acted in the best interest of all its members during the period and subsequent to the period end.

7. POST YEAR END EVENTS

Details of any post year end events are set out in Note 12 to the Financial Statements.

8. GOING CONCERN

The Directors have a reasonable expectation that the Group and Company have adequate resources to continue in operational existence for the foreseeable future and, therefore, continue to adopt the going concern basis in preparing the Annual Report and Financial Statements. Further details on their assumptions and their conclusion thereon are included in the statement on going concern within accounting policies.

The spread of COVID-19 will continue to have a material impact on many economies globally both through the effects of the virus itself and the measures taken by government to restrict its spread. The situation and guidance being given in respect of COVID-19 is an evolving one, which the Board will continue to actively monitor. We are all working remotely to progress investments and discussions to ensure that we protect and advance the long-term value of our Company and the interests of our shareholders.

9. FUTURE DEVELOPMENTS

For further details on the future developments of the Group and Company, see the Chief Executive Officer's Statement.

10. DIRECTORS' STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITOR

So far as each of the Directors is aware at the time this report is approved:

- there is no relevant audit information of which the Company's auditors are unaware; and
- the Directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

11. DIRECTORS RESPONSIBILITY STATEMENT

The Directors are responsible for preparing the annual report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare Financial Statements for each financial year. Under that law the Directors have prepared the Group and Parent Company 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 Group and Parent Company and of the profit or loss of the Group and Parent Company for that year.

In preparing these Financial Statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRSs as adopted by the European Union, subject to any material departures disclosed and explained in the Financial Statements;
- prepare the Financial Statements on the going concern basis unless it is inappropriate to presume that the Group and Parent Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Group's and Parent Company's transactions and disclose with reasonable accuracy at any time the financial position of the Group and Company and enable them to ensure that the Financial Statements comply with the requirements of the Companies Act 2006. They are also responsible for safeguarding the assets of the Group and Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Website publication

The Directors are responsible for ensuring the annual report and the Financial Statements are made available on a website. Financial Statements are published on the Company's website in accordance with legislation in the United Kingdom governing the preparation and dissemination of Financial Statements, which may vary from legislation in other jurisdictions. The maintenance and integrity of the Company's website is the responsibility of the Directors. The Directors' responsibility also extends to the ongoing integrity of the Financial Statements contained therein.

12. AUDITOR

The auditor, PKF Littlejohn LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006. PKF Littlejohn LLP has indicated its willingness to continue in office.

This report was approved by the Board on 23 November 2020 and signed on its behalf.



Kyler Hardy
Chief Executive Officer
Imperial X Plc

Opinion

We have audited the Financial Statements of Imperial X Plc (the 'Parent Company') and its subsidiaries (the 'Group') for the year ended 30 June 2020 which comprise the Consolidated Statement of Comprehensive Income, the Group and Parent Company Statements of Financial Position, the Group and Parent Company Statements of Changes in Equity, the Group and Parent Company Statements of Cash Flows 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 and as regards the parent company Financial Statements, as applied in accordance with the provisions of the Companies Act 2006.

In our opinion:

- the Financial Statements give a true and fair view of the state of the Group's and of the Parent Company's affairs as at 30 June 2020 and of the Group's and Parent Company's loss for the year then ended;
- the Group Financial Statements have been properly prepared in accordance with IFRSs as adopted by the European Union;
- the Parent Company Financial Statements have been properly prepared in accordance with IFRSs as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006; and
- the Financial Statements 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 Group and Parent 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 as applied to listed entities, 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.

Material uncertainty relating to going concern

We draw your attention to the 'Going concern' section of the accounting policies on page 22. The Group incurred losses of £369,953 during the year and as at 30 June 2020 has net current liabilities. The Group is reliant on additional capital funding through the issue of new ordinary shares. Furthermore, the ongoing economic uncertainty of the Covid-19 pandemic could impact the ability of the Group to raise new funds in a timely manner. These events or conditions indicate that a material uncertainty exists that may cast doubt on the Group's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

Our application of materiality

The scope of our audit was influenced by our application of materiality, which determines the scope of our audit and the nature, timing and extent of our procedures. The materiality applied to the Group Financial Statements was £19,500 (2019: £15,000) and £19,000 (2019: £14,999) for the Parent Company Financial Statements, based on the benchmark of the total expenditure in the year. The performance materiality for the Group and Parent Company Financial Statements was £15,600 and £15,200 respectively (2019: £12,000 and £11,999). Triviality was calculated at 5% of overall materiality.

Scope of our audit

A full scope audit was performed on the Parent Company and its subsidiary undertaking.

In designing our audit, we determined materiality, and assessed the risk of material misstatement in the Financial Statements. In particular, we looked at where the directors made subjective judgements, for example in respect of significant accounting estimates in calculating the share option charge and the assessment of the going concern assumption. We also addressed the risk of management override of internal controls, including evaluating whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) we identified, including those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Except for the matter described in the 'Material uncertainty relating to going concern' section, we have determined that there are no other key audit matters to communicate in our report.

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 Group and Parent Company 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 Group and the Parent 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 by the Parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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 statement of directors' responsibilities, the directors are responsible for the preparation of the Group and Parent Company 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 Group and Parent Company Financial Statements, the directors are responsible for assessing the Group and Parent 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 Group or the Parent 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: <http://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.



David Thompson (Senior Statutory Auditor)
For and on behalf of PKF Littlejohn LLP
Statutory Auditor

15 Westferry Circus
Canary Wharf
London E14 4HD

23 November 2020

IMPERIAL X PLC
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
For the year ended 30 June 2020

		For the year ended 30 June 2020 £	For the year ended 30 June 2019 £
Continuing operations			
Administrative expenses		(370,963)	(309,248)
Finance income – interest receivable		1,010	59
Loss before taxation		(369,953)	(309,189)
Income tax	4	-	-
Loss for the year attributable to the equity shareholders of the parent		(369,953)	(309,189)
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year attributable to the equity shareholders of the parent		(369,953)	(309,189)
Earnings per share			
Basic and diluted loss per share attributable to the equity shareholders of the parent (pence)	5	(0.81p)	(0.97p)

The Notes on pages 20 to 30 form an integral part of these Financial Statements.

IMPERIAL X PLC
GROUP AND COMPANY STATEMENT OF FINANCIAL POSITION
As at 30 June 2020

<i>Company number: 06275976</i>		Group		Company	
	Note	As at 30 June 2020 £	As at 30 June 2019 £	As at 30 June 2020 £	As at 30 June 2019 £
ASSETS					
Non-current assets					
Investments in subsidiaries	7	-	-	10	10
Total non-current assets		-	-	10	10
Current assets					
Trade and other receivables	8	40,018	6,335	40,018	6,335
Cash and cash equivalents		34,430	1,332	34,430	1,299
Total current assets		74,448	7,667	74,448	7,634
TOTAL ASSETS		74,448	7,667	74,458	7,644
LIABILITIES					
Current Liabilities					
Trade and other payables	9	110,024	134,272	111,374	135,621
Total current liabilities		110,024	134,272	111,374	135,621
TOTAL LIABILITIES		110,024	134,272	111,374	135,621
NET ASSETS		(35,576)	(126,605)	(36,916)	(127,977)
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY					
Share capital	10	227,586	202,786	227,586	202,786
Share premium	10	1,328,494	876,297	1,328,494	876,297
Equity to be issued	10	15,200	31,215	15,200	31,215
Other reserve		112,406	161,753	112,406	161,753
Retained losses		(1,719,262)	(1,398,656)	(1,720,602)	(1,400,028)
TOTAL EQUITY		(35,576)	(126,605)	(36,916)	(127,977)

The loss for the Company for the year was £369,920 (30 June 2019: loss of £309,093). The Company has elected to take the exemption under Section 408 of the Companies Act 2006 from presenting the Parent Company Statement of Comprehensive Income.

The Financial Statements were approved and authorised for issue by the Board of Directors on 23 November 2020 and were signed on its behalf by:


Kyler Hardy
Chief Executive Officer
Imperial X Plc

The Notes on pages 20 to 30 form an integral part of these Financial Statements.

IMPERIAL X PLC
STATEMENT OF CHANGES IN EQUITY
For the year ended 30 June 2020

Group	Share capital £	Share premium £	Equity to be issued £	Shares to be issued under options £	Retained losses £	Total Equity £
At 1 July 2018	202,786	876,297	27,265	1,600	(1,089,467)	18,481
Loss for the year	-	-	-	-	(309,189)	(309,189)
Other comprehensive income for the year	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	(309,189)	(309,189)
Issue of ordinary shares	-	-	-	-	-	-
Equity to be issued - movement	-	-	3,950	-	-	3,950
Share based payments	-	-	-	160,153	-	160,153
Balance at 30 June 2019	202,786	876,297	31,215	161,753	(1,398,656)	(126,605)
At 1 July 2019	202,786	876,297	31,215	161,753	(1,398,656)	(126,605)
Loss for the year	-	-	-	-	(369,953)	(369,953)
Other comprehensive income for the year	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	(369,953)	(369,953)
Issue of ordinary shares	24,800	452,197	-	-	-	476,997
Equity to be issued - movement	-	-	(16,015)	-	-	(16,015)
Exercise of warrants	-	-	-	(49,347)	49,347	-
Balance at 30 June 2020	227,586	1,328,494	15,200	112,406	(1,719,262)	(35,576)

IMPERIAL X PLC
STATEMENT OF CHANGES IN EQUITY
For the year ended 30 June 2020

Company	Share capital £	Share premium £	Equity to be issued £	Shares to be issued under options £	Retained losses £	Total Equity £
At 1 July 2018	202,786	876,297	27,265	1,600	(1,090,936)	17,012
Loss for the year	-	-	-	-	(309,093)	(309,093)
Other comprehensive income for the year	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	(309,093)	(309,093)
Issue of ordinary shares	-	-	-	-	-	-
Equity to be issued - movement	-	-	3,950	-	-	3,950
Share based payments	-	-	-	160,153	-	160,153
Balance at 30 June 2019	202,786	876,297	31,215	161,753	(1,400,029)	(127,978)
At 1 July 2019	202,786	876,297	31,215	161,753	(1,400,029)	(127,978)
Loss for the year	-	-	-	-	(369,920)	(369,920)
Other comprehensive income for the year	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	(369,920)	(369,920)
Issue of ordinary shares	24,800	452,197	-	-	-	476,997
Equity to be issued - movement	-	-	(16,015)	-	-	(16,015)
Exercise of warrants	-	-	-	(49,347)	49,347	-
Balance at 30 June 2020	227,586	1,328,494	15,200	112,406	(1,720,602)	(36,916)

The Notes on pages 20 to 30 form an integral part of these Financial Statements.

IMPERIAL X PLC
GROUP AND COMPANY STATEMENT OF CASHFLOWS
For the year ended 30 June 2020

	Note	Group		Company	
		2020	2019	2020	2019
		£	£	£	£
Cash flows from operating activities	11	(283,716)	(68,925)	(283,683)	(68,079)
Net cash used in operating activities		(283,716)	(68,925)	(283,683)	(68,079)
Cash flows from investing activities					
Interest received		1,010	51	1,010	51
Interest paid		(1,122)	-	(1,122)	-
Net cash (used in)/generated from investing activities		(112)	51	(112)	51
Cash Flows from financing activities					
Proceeds from loan notes issued		-	50,000	-	50,000
Repayment of loans		446	-	446	-
Proceeds from issue of shares		316,480	-	316,480	-
Net cash generated from financing activities		316,926	50,000	316,926	50,000
Net increase/(decrease) in cash and cash equivalents		33,098	(18,874)	33,131	(18,028)
Cash and cash equivalents at beginning of year		1,332	20,206	1,299	19,327
Cash and cash equivalents at end of year		34,430	1,332	34,430	1,299

Non-cash transactions

During the year, the Company issued 3,261,776 shares in settlement of consultancy fees incurred in the year and in prior years totalling £86,701.

The Notes on pages 20 to 30 form an integral part of these Financial Statements.

General Information

The Company is a public limited company incorporated and domiciled in England (registered number: 06275976), which is listed on the AQSE Growth Market. The registered office of the Company is 6th Floor, 60 Gracechurch Street, London, EC3V 0HR.

Summary of significant accounting policies

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

Basis of Preparation of Financial Statements

The Financial Statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) and IFRIC interpretations as adopted by the European Union and those parts of the Companies Act 2006 applicable to companies reporting under IFRS. The Financial Statements have been prepared under the historical cost convention, as modified by the revaluation of available for sale financial assets at fair value through other comprehensive income.

Imperial X plc, the legal Parent, is domiciled and incorporated in the United Kingdom. The functional currency of Imperial X plc and its subsidiary undertaking is £ sterling.

The Financial Statements are presented in sterling (£), rounded to the nearest pound.

The preparation of Financial Statements in conformity with IFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group and Company's accounting policies.

Basis of consolidation

The Group Financial Statements consolidate the Financial Statements of Imperial X plc and the Financial Statements of its subsidiary undertaking made up to 30 June 2020.

Subsidiaries are entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The cost of acquisition is measured as the fair value of the assets acquired, equity instruments issued, and liabilities acquired or assumed at the date of exchange. Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated.

Changes in accounting policy and disclosures

(a) New and amended standards adopted by the Company:

Of the IFRSs and IFRICs adopted in 2020, none have had a material effect on the Group or Company's Financial Statements. IFRS 16 *Leases* was adopted during the period, however the Group and Company have no leases and as such there has been no impact on the financial statements.

(b) New and amended standards issued but not yet effective and not early adopted:

Standards, amendments and interpretations that are not yet effective and have not been early adopted are as follows:

Standard	Impact on initial application	Effective date
2018-2020 Cycle	Annual improvements to IFRS Standards	*1 January 2020
IFRS 3 (Amendments)	Business combinations	*1 January 2022
IAS 37 (Amendments)	Provisions, Contingent Assets and Contingent Liabilities	*1 January 2022
IAS 1 (Amendments)	Presentation of Financial Statements	*1 January 2022

**subject to EU endorsement*

Of these IFRSs and IFRICs, none are expected to have a material effect on future Group financial statements.

Cash and Cash Equivalents

Cash and cash equivalents comprise cash at hand and current and deposit balances with banks and similar institutions, which are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value. This definition is also used for the Statement of Cash Flows.

Financial instruments

Financial assets and financial liabilities are recognised when the Group and Company become party to the contractual provisions of the instrument. Financial assets are derecognised when the contractual right to the cash flow expires or when all the risks and rewards of ownership are substantially transferred. Financial liabilities are derecognised when the obligations specified in the contract are either discharged or cancelled.

Financial assets

The Group and Company classify their financial assets into one of the following categories, depending on the purpose for which the asset was acquired. The classification depends on the purpose for which the financial assets were acquired. Financial assets are either held at amortised cost, fair value through profit or loss; or fair value through other comprehensive income. Management determines the classification of its financial assets at initial recognition. The Group's and Company's accounting policy for each category is as follows:

(i) Loans and receivables

These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They incorporate various types of contractual monetary assets, such as advances made to affiliated entities which give rise to other receivables and cash and cash equivalents includes cash in hand and deposits held at call with banks. Other receivables are carried at amortised cost less any provision for impairment, as the contracted cashflows solely relate to the payment of principal and interest. Impairment provisions are recognised when there is objective evidence (such as significant financial difficulties on the part of the counterparty) that the Group and Company will be unable to collect all of the amounts due under the terms of the receivable, the amount of such a provision being the difference between the net carrying amount and the present value of the future expected cash flows associated with the impaired receivable.

Financial liabilities

The Group's financial liabilities, which consist of trade and other payables are initially stated at fair value and subsequently at their amortised cost using the effective interest method.

Compound financial instruments issued by the Group comprise convertible notes that can be converted to share capital at the option of the holder. The number of shares to be issued does not vary with changes in their fair value.

The liability component of a compound financial instrument is recognised initially at the fair value of a similar liability that does not have an equity conversion option. The equity component is recognised initially at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

Subsequent to their initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest method.

Taxation

Current tax is the tax currently payable or receivable based on the taxable loss for the year.

Deferred tax is provided in full, using the liability method, on temporary differences between the carrying amounts of assets and liabilities and their tax bases, except when, at the initial recognition of the asset or liability, there is no effect on accounting or taxable profit or loss. Deferred tax is determined using tax rates and laws that have been substantially enacted by the Statement of Financial Position date, and that are expected to apply when the temporary difference reverses.

Tax losses available to be carried forward are recognised as deferred tax assets, to the extent that it is probable that there will be future taxable profits against which the temporary differences can be utilised.

Trade Payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Going Concern

The Group and Company's business activities together with the factors likely to affect their future development, performance and position are set out in the Chief Executive Officer's Statement. In addition, Note 2 to the financial statements include the Company's objectives, policies and processes for managing its capital; its financial risk management objectives; details of its financial instruments and its exposure to credit and liquidity risk. As part of their assessment, the Directors have also taken into account the ability to raise additional funding whilst maintaining sufficient cash resources to meet all commitments.

The Financial Statements have been prepared on a going concern basis notwithstanding that the Group incurred a net loss of £369,953 and has net current liabilities as at 30 June 2020. The Group is reliant on additional future capital funding through the issue of new ordinary shares to fund the working capital requirements of the Group. The Directors have concluded that the going concern assumption is appropriate as it is expected that the Group will have access to the required capital and to date the Group has been successful in securing funding when required.

The spread of COVID-19 will continue to have a material impact on many economies globally both through the effects of the virus itself and the measures taken by government to restrict its spread. The situation and guidance being given in respect of COVID-19 is an evolving one, which the Board will continue to actively monitor. The Directors acknowledge that the market volatility may impact the ability of the Company to raise funds in the near future. The auditors have included a 'material uncertainty' paragraph in their audit report as a result of the uncertainty. The Directors, in light of all of the above circumstances, have a reasonable expectation that the Group and Company will have access to adequate resources to continue in operational existence for the foreseeable future. For these reasons, they continue to adopt the going concern basis of accounting in preparing the Financial Statements.

NOTE 1: CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS

The preparation of the Financial Statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources.

Estimated impairment of loan receivable

The Group and Company has assessed whether the loan receivable from Symerton Holdings S.A. continues to be fully impaired based upon all available information, which includes assumptions and judgments regarding circumstances in the future, which could have an impact upon recoverability (see Note 8).

Estimate of Share Option Valuation

The Group has made awards of options and warrants over its unissued share capital to certain Directors and consultants as part of their remuneration package and service performed.

The valuation of these options and warrants involves making a number of critical estimates relating to price volatility, future dividend yields, expected life of the options and forfeiture rates. These assumptions have been described in more detail in Note 10.

NOTE 2: FINANCIAL RISK MANAGEMENT

Capital Management

The Group's objectives when managing capital are to safeguard the Group and 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.

Treasury policy and financial instruments

During the years under review, the only financial instruments were cash and cash equivalents and other receivables which were or will be required for the normal operations of the Group.

The Group operates informal treasury policies which include ongoing assessments of interest rate management and borrowing policy. The Board approves all decisions on treasury policy.

The Company has raised funds to finance future activities through the placing of shares, together with share options and warrants. There are no differences between the book value and fair value of the above financial assets. The risks arising from the Group's financial instruments are liquidity and interest rate risk. The Directors review and agree policies for managing these risks and they are summarised below:

Liquidity and interest rate risk

The Group seeks to manage financial risk, to ensure sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably. This is achieved by the close control by the Directors of the Company in the day to day management of liquid resources. Cash is invested in deposit accounts which provide a modest return on the Group's resources whilst ensuring there is limited risk of loss to the Group.

Credit Risk

Credit risk arises from cash and cash equivalents. The Group considers the credit ratings of banks in which it holds funds in order to reduce exposure to credit risk. The long-term Moody's credit rating of HSBC Bank Plc is Aa3.

NOTE 3: EXPENSES BY NATURE

Loss on ordinary activities before tax is stated after charging:	Group	
	For the year ended 30 June 2020	For the year ended 30 June 2019
	£	£
Fees payable to the Company's auditor for the audit of the Group and Company's annual financial statements	8,000	7,000
Fees payable to the Company's auditor for tax compliance services	1,250	1,200

NOTE 4: TAXATION ON LOSS FROM ORDINARY ACTIVITIES

	Group	
	For the year ended 30 June 2020	For the year ended 30 June 2019
	£	£
Loss before tax	(369,953)	(309,189)
Tax on loss for the year multiplied by the UK corporation tax rate of 19% (2019: 19%)	(70,291)	(58,746)
Tax losses carried forward on which no deferred tax asset has been recognised	54,209	26,395
Expenses not deducted for tax purposes	16,082	32,351
Tax charge for the year	-	-

The Group has carried forward excess management expenses and trade losses of approximately £709,000 (2019: £591,000) available to carry forward against future taxable profits. A deferred tax asset of approximately £152,000 (2019: £101,000) has not been recognised because of uncertainty over the timing of future taxable profits against which the losses may be offset.

NOTE 5: EARNINGS PER SHARE

The calculation of the basic loss per share of 0.81 pence is based on the loss attributable to ordinary shareholders of £369,953 and on the weighted average number of ordinary and deferred shares of 45,928,947 in issue during the year.

In accordance with IAS 33, no diluted earnings per share is presented as the effect on the exercise of share options or warrants would be to decrease the loss per share.

Details of share options and warrants that could potentially dilute earnings per share in future periods are set out in Note 10.

NOTE 6: DIRECTORS AND EMPLOYEES

The total number of Directors who served in the year was 4 (2019: 5). There are no other employees of the Group.

The following amounts were paid during the year to Directors:

	Group	
	2020	2019
	£	£
Directors Fees and Salaries	12,000	93,395
	12,000	93,395

Amounts included in Directors fees and salaries include £Nil (2019: £76,895) in relation to share option charges. 3,000,000 options were issued to directors on 1 June 2020 for their services. These options vest in equal proportions over 24 months, with 125,000 vesting in the year to 30 June 2020. The charge for these options has not been included in the financial statements as it is trivial. Details of the Share Option charges can be found in Note 10.

NOTE 7: INVESTMENT IN SUBSIDIARIES

	Company	
	2020	2019
	£	£
Cost at the start and end of the year	10	10

Investments in group undertakings are stated at cost which is the fair value of the consideration paid.

Details of subsidiary undertaking

Details of the subsidiary undertaking at 30 June 2020 are as follows:

Name	Registered Office	Proportion of ownership interest and voting rights
Imperial Minerals (UK) Limited – the nature of business is to make investments in the Group’s chosen business sector.	6 th Floor, 60 Gracechurch Street, London, EC3V 0HR	100%

NOTE 8: TRADE AND OTHER RECEIVABLES

	Group		Company	
	2020	2019	2020	2019
	£	£	£	£
Non-current				
Amounts due from subsidiary undertaking	-	-	97,818	97,818
Provision for impairment	-	-	(97,818)	(97,818)
	-	-	-	-
Current				
Loan receivable	119,468	119,468	119,468	119,468
Provision for impairment to loan	(119,468)	(119,468)	(119,468)	(119,468)
Sundry Debtors	27,700	-	27,700	-
Prepayments	12,318	6,335	12,318	6,335
	40,018	6,335	40,018	6,335

The fair value of all current receivables is as stated above.

On 20 December 2014 the Company entered into a loan agreement with Symerton Holdings S.A (“Symerton”) in which the Company lent Symerton US\$150,000 (equivalent to £119,468). The loan is unsecured and bears an interest rate of 12% per annum. The Directors have fully impaired the loan.

The Company entered into a Promissory Note with Anglo African Minerals Plc (“AAM”) for USD \$40,000 in February 2020. The loan was subsequently assigned to and repaid by Cronin Capital Corp. Further details of Cronin Capital Corp can be found in Note 13. The loan was unsecured and yielded interest of 10% which was fully repaid in June 2020. The Company received 200,000 warrants in AAM whose value are deemed to be insignificant.

The maximum exposure to credit risk at the year-end date is the carrying value of each class of receivable mentioned above. The Group does not hold any collateral as security. Except for the above-mentioned loan, trade and other receivables are all denominated in £ sterling.

NOTE 9: TRADE AND OTHER PAYABLES

	Group		Company	
	2020	2019	2020	2019
	£	£	£	£
Current				
Trade payables	69,721	55,124	69,721	55,124
Accruals and other payables	32,019	25,836	33,369	27,185
Convertible loan notes payable	8,284	53,312	8,284	53,312
	110,024	134,272	111,374	135,621

Of the initial £50,000 Convertible Loan Notes which were subscribed to in October 2018, £46,150 was converted into 4,615,000 ordinary shares on 9 August 2019.

NOTE 10: SHARE CAPITAL

	As at 30 June 2020	£	As at 30 June 2019	£
	Number		Number	
Allotted and called up:				
Ordinary Shares of £0.001 each	56,631,212	56,631	31,831,250	31,831
Deferred Shares of £0.009 each	18,995,000	170,955	18,995,000	170,955
		<u>227,586</u>		<u>202,786</u>

The holders of the deferred shares have no right to attend or vote at any general meeting and the shares carry no right to receive any dividend or distribution on winding up.

Share capital and share premium

Issued	Number of shares	Group and Company		
		Ordinary shares £	Share premium £	Total £
At 30 June 2019	31,831,250	202,786	876,297	1,079,083
Issued for cash	11,855,986	11,856	284,544	296,400
Settlement of convertible loans	4,615,000	4,615	41,535	46,150
Issued for services	3,554,290	3,554	83,146	86,700
Exercise of warrants	4,774,686	4,775	42,972	47,747
At 30 June 2020	56,631,212	227,586	1,328,494	1,556,080

Other reserves

Other reserves consist of:

Equity to be issued

As at 30 June 2020 various creditors to the Company, to the value of £15,200 (2019: £31,215), have agreed to have their obligations satisfied by a future issue of share equity. These shares were not issued as at 30 June 2020. The number of shares to be issued will be determined by reference to the fair value of the share at the time of issue.

Share option and warrant reserve

As at 30 June 2020 £112,406 (2019: £161,753) is included in a share option reserve in relation to the below options and warrants in issue as at the year end.

Options and warrants in issue

The outstanding share options and warrants as at 30 June 2020 are shown below:

	Number	Weighted average exercise price (£)
As at 1 July 2019	5,875,000	0.04
Issued 7 January 2019	636,625	0.02
Issued 8 January 2019	4,774,686	0.01
Exercisable at 30 June 2019	11,286,311	0.03
Surrendered 1 June 2020	(5,000,000)	0.04
Expired 1 December 2019	(875,000)	0.025
Exercised 18 June 2020	(4,774,686)	0.01
Issued 1 June 2020	5,050,000	0.025
At 30 June 2020	5,686,625	0.023
Exercisable at 30 June 2020	761,625	0.013

30 June 2020				
Range of exercise prices (£)	Weighted average exercise price (£)	Number of options/warrants	Weighted average remaining life expected (years)	Weighted average remaining life contracted (years)
0.01	0.01	636,625	1.5	2.5
0.025	0.025	5,050,000	10	10

30 June 2019				
Range of exercise prices (£)	Weighted average exercise price (£)	Number of options/warrants	Weighted average remaining life expected (years)	Weighted average remaining life contracted (years)
0.01p	0.01 p	4,774,868	4.5	4.5
0.02p	0.02 p	636,625	2.5	2.5
0.04p	0.04p	5,000,000	2.54	2.54
0.04p	0.04p	875,000	0.5	0.5

The valuation of the options issued on 1 June 2020 was carried out using the Black Scholes model. Key assumptions used in the valuation included; volatility of 40%, continuous growth rate of 0.53%, dividend yield 0% and time to maturity of 10 years. The options vest over 24 months and as a result the total fair value of these options will be recognised over this period. The fair value attributed to the year ended 30 June 2020 was immaterial and has not been recognised in the financial statements.

NOTE 11: NOTES TO THE CASH FLOW STATEMENT

	Group		Company	
	2020	2019	2020	2019
	£	£	£	£
Reconciliation of loss from operations to cash flows from operating activities				
Loss from operations	(369,953)	(309,189)	(369,920)	(309,093)
Interest receivable	(1,010)	(51)	(1,010)	(51)
Interest payable	1,122	-	1,122	-
Share based payments	97,905	160,153	97,905	160,153
Share options expense	-	3,950	-	3,950
(Increase) in trade and other receivables	(33,683)	(1,549)	(33,683)	(799)
Increase in trade and other payables	21,903	77,761	21,903	77,761
Cash flow from operating activities	(283,716)	(68,925)	(283,683)	(68,079)

NOTE 12: SUBSEQUENT EVENTS

Subsequent to the year end the Company has entered into a number of heads of agreement to acquire a platform of mineral assets, equity positions and royalty positions. The acquisitions will initiate the establishment of the Company as a new, growth-focused diversified project generator and natural resource royalty business. These heads of terms were as announced by the Company on 28 August 2020.

In addition, the Company announced a non-brokered private placement of up to 30,000,000 new shares at a price of 2.5p per share in order to raise up to £750,000, net of expenses and which shares are to be admitted to trading on the Aquis Exchange PLC's AQSE Growth Market together with the issuance of unsecured convertible loan notes of £500,000 principal.

NOTE 13: RELATED PARTIES

During the year the Company charged its subsidiary undertaking £Nil (2019: £Nil) for the provision of advisory services. The amount receivable from the subsidiary undertaking as at 30 June 2012 of £97,818 has been fully impaired.

During the year, the Company received amounts totalling £Nil (2019: £1,350) from its subsidiary undertakings in order to fund working capital requirements. The full amount remained payable at the year end.

Details of the directors' remuneration can be found in Note 6. Key Management Personnel are considered to be the directors.

Amounts totalling £Nil (2019: £4,800) were paid to Jeremy Sturgess-Smith, related party by way of family relation to M Sturgess, for company secretarial and administrative work during the year. The amount outstanding owing to Jeremy at the year-end was £Nil (2019: £2,400).

An amount was paid to Fezile Mzazi for professional fees totalling £Nil (2019: £1,200).

During the year, the Company paid amounts totalling £57,757 (2019: £Nil) to Cronin Capital Corp. through Cronin Services Limited, which is a related party by way of Kyler Hardy being the CEO and majority shareholder in Cronin Capital Corp. These were in relation to consultancy fees and reimbursement of travelling expenses under a management service agreement dated 1 February 2020. The amount outstanding owing to Cronin Capital at the year-end was £7,859 (2019: £Nil).

Cronin Capital Corp. also settled the Company's Promissory Note with Anglo African Minerals Plc for USD \$40,000 in June 2020. The loan was unsecured and yielded interest of 10%. The Company received 200,000 warrants in Anglo African Minerals Plc as part of the transaction.

NOTE 14: ULTIMATE CONTROLLING PARTY

The Directors believe there to be no ultimate controlling party.

