Incorporated in England and Wales with
Registered Number 6275976

Annual Report

For the year ended
30 June 2013

Directors
Frank H Moxon
Russell P Hardwick

Company Secretary
Russell P Hardwick

Auditor
PKF Littlejohn LLP
Statutory Auditor
1 Westferry Circus
Canary Wharf
London E14 4HD

Corporate Adviser
Peterhouse Corporate Finance Ltd
31 Lombard Street
London EC3V 9BQ
United Kingdom

Solicitors & Corporate Secretary
Edwin Coe LLP
2 Stone Buildings
Lincoln's Inn
London WC2A 3TH

Registered Office
c/o Edwin Coe LLP
2 Stone Buildings
Lincoln's Inn
London WC2A 3TH

Registrar
Share Registrars Ltd
Suite E, First Floor
9 Lion and Lamb Yard
Farnham, Surrey GU9 7LL
United Kingdom

Bankers
HSBC Bank Plc
94 Kensington High Street
London W8 4SH

Dear Shareholder,

I am pleased to present the financial results of Imperial Minerals for the year ended 30 June 2013.

The Company remains an ISDX Growth Market investment vehicle seeking to identify and secure potential acquisition opportunities within the mining sector. With no operating business the Group made a pre-tax loss for the year of £57,933 (2012: £76,480). Cash at bank at the end of June 2013 was £806,663 (2012: £850,341).

During the year the Company's Directors, assisted by its advisory board, continued to review a wide range of acquisition opportunities. Nevertheless, the year end effectively marked the third anniversary of the Company's last significant cash call on shareholders. This coincided with the publication in early July 2013 of the much anticipated new "ISDX Growth Market – Rules for Issuers". Under these new rules Imperial is in danger of losing its ISDX quotation if it has not made a suitable acquisition or otherwise substantially implemented its investment strategy by January 2015.

Accordingly, a number of changes have been made internally. First, my role as Chairman was changed from a non-executive to a part-time executive one in July 2013 in order to intensify the Company's efforts and provide it with more focus. Since then, Imperial has implemented a strategic review and made changes to its working methodologies.

Imperial is now focussing its efforts on locating and securing mining and other mineral projects in Europe, Africa, Australasia or North America. It will not consider projects in Russia or the former Soviet Union. It is particularly interested in copper, iron ore, nickel, gold and silver projects and will also consider tin, coal, uranium and mineral sands projects that meet certain criteria. Projects will be considered at all stages of the development cycle from advanced exploration through to production and those with technical or other operational management expertise and in-country presence will be preferred. It is Imperial's intention following any such acquisition to remain UK registered and domiciled and to retain a London stock quotation.

Imperial's search and selection process is now more actively managed and we continue to seek opportunities to develop the Company in the interests of securing significant long-term value for shareholders.

Financial Review

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

The loss for the year was £57,933. Total expenditure during the year was £60,505 (2012: £79,035) which consisted mainly of travel & accommodation of £10,740 and salaries & wages of £14,000, with the balance comprising corporate and administration expenses.

Financial Position

The Group's Statement of Financial Position as at 30 June 2013 and comparatives at 30 June 2012 are summarised below:

	30 June 2013 £	30 June 2012 £
Current assets	816,019	855,460
Total assets	**816,019**	**855,460**
Current liabilities	22,146	3,654
Total liabilities	**22,146**	**3,654**
Net assets	**793,873**	**851,806**

On behalf of the Board, I would like to record our thanks to the Company's advisory board who have played a key role in sourcing and reviewing opportunities and to those others who have contributed in other ways throughout the year.

Frank Moxon
Chairman
Imperial Minerals Plc

Frank Moxon,
Chairman (aged 47)

Frank is a corporate financier with 29 years of industry experience. Initially an equities analyst at Capel Cure Myers he has subsequently worked in corporate finance roles at Beeson Gregory, Société Générale, Old Mutual, Williams de Broë, where he was head of corporate finance and head of natural resources, Evolution, where he headed up the mining team, and his own natural resources consultancy Hoyt Moxon Ltd.

He is also a non-executive director of the Chartered Institute for Securities & Investment of which he is a Chartered Fellow. He was Senior Independent Non-executive Director of Cove Energy plc until its £1.2 billion takeover in August 2012 and is a former non-executive director of Whetstone Minerals Ltd Silvermere Energy Plc and EastCoal Inc. He holds an economics degree from Loughborough University and is a Fellow of the Institute of Materials, Minerals and Mining and of the Energy Institute.

Russell Hardwick,
Director (aged 45)

Russell is an accountant with 20 years' experience in a variety of private and public companies including 8 years in the mining and exploration sector. Russell is a director and company secretary of emerging manganese explorer Spitfire Resources Limited which is listed on the Australian Securities Exchange ("ASX").

He is a Certified Practicing Accountant and a member of the Australian Institute of Chartered Secretaries and of the Institute of Company Directors. He has experience in capital raisings, corporate governance and compliance and has a strong background in international business and financial management.

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 2013.

1. PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of Imperial Minerals plc ("the Company") and its subsidiary (together "the Group") is to make investments and/or acquire projects in the mineral sector, which may include exploration, development or production projects in various minerals.

A review of the business of the Group during the year and an indication of likely future developments may be found in the Chairman's Statement on pages 4 and 5.

Risks and uncertainties are discussed below in this Directors' Report.

2. RESULTS AND DIVIDENDS

Loss on ordinary activities of the Group after taxation amounted to £57,933.

The Directors do not recommend the payment of a dividend.

3. KEY PERFORMANCE INDICATORS

The Board monitors the activities and performance of the Company on a regular basis. The primary performance indicator applicable to the Company is a return based on targeting a suitable investment in the minerals sector. This key performance indicator was not achieved during the year ended 30 June 2013 however it will be assessed again during the 2013/2014 year and reported on in the 2014 Directors' Report.

4. DIRECTORS

The following have been Directors of the Company during the financial year ended 30 June 2013:

Russell Hardwick

Frank Moxon

Directors' Interests in Shares and Options

The Directors who held office during the financial year had, at 30 June 2013, the following beneficial interests in shares of the Company:

Ordinary Shares	Date of subscriptions	Number of shares	Balance at 30 June 2013
Russell Hardwick	8 June 2010	1,000,000	1,000,000
Frank Moxon	8 June 2010	1,000,000	1,000,000
Total		**2,000,000**	**2,000,000**

Share Options	Options held at 30 June 2013	Grant date	Exercise price	Expiry date
Russell Hardwick	1,500,000	15 November 2011	12.5p	15 November 2016
Frank Moxon	1,500,000	15 November 2011	10p	15 November 2016
Total	**3,000,000**			

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.

5. FINANCIAL INSTRUMENTS & RISK MANAGEMENT

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 and changes in market sentiment towards the resource industry.

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.

Project availability risk:

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

Financial Risk Management

The Group's principal financial instruments comprise other receivables, other payables and cash on deposit. No bank loans or other financing arrangements have been made. No borrowings have been made to finance working capital. Therefore the Group's exposure to credit risk, liquidity risk and market risk is not material at the moment.

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. Whilst they are aware that no system can provide absolute assurance against material misstatement or loss, 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.

6. POLITICAL CONTRIBUTIONS AND CHARITABLE DONATIONS

There were no charitable or political donations paid during the period.

7. 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.

8. SUPPLIER PAYMENT POLICY

Whilst there is no formal code or standard, it is Company policy to settle terms of payment with creditors when agreeing the terms of each transaction and to abide by the creditors' terms of payment. There are no creditors subject to special arrangements outside of suppliers' terms and conditions. The amount of trade payables at 30 June 2013 was £4,121 (2012: £1,104). At 30 June 2013 the number of creditor days in respect of trade creditors was 7 days (2012: 7 days).

9. DIRECTORS' INDEMNITY PROVISIONS

All of the current Directors benefited from qualifying third party indemnity insurance in place during the year ended 30 June 2013 and as at the date of approval of the financial statements.

10. POST BALANCE SHEET EVENTS

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

11. 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 in the accounting policies.

12. DIRECTORS' STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

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.

13. AUDITORS

The auditor, PKF Littlejohn LLP (formerly 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 6 November 2013 and signed on its behalf.

Russell P Hardwick
Director
Imperial Minerals Plc

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 Company and of the profit or loss of the Group 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 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 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.

We have audited the Financial Statements of Imperial Minerals Plc for the year ended 30 June 2013 which comprise the Group and Parent Company Statements of Financial Position, the Group Statement of Comprehensive Income, the Group and Parent Company Cash Flow Statements, the Group and Parent Company Statements of Changes in Equity and the related notes. 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.

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.

Respective responsibilities of Directors and Auditor

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. Our responsibility is to audit and express an opinion on the Financial Statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the Financial Statements

An audit involves obtaining evidence about the amounts and disclosures in the Financial Statements sufficient to give reasonable assurance that the Financial Statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the Group's and the Parent Company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the Directors, and the overall presentation of the Financial Statements. In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited Financial Statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on Financial Statements

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 2013 and of the Group'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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the Financial Statements are prepared is consistent with the Financial Statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where 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.

Mark Ling (Senior statutory auditor)
For and on behalf of PKF Littlejohn LLP
Statutory auditor

1 Westferry Circus
Canary Wharf
London E14 4HD

6 November 2013

	Note	For the year ended 30 June 2013 £	For the year ended 30 June 2012 £
Continuing operations			
Revenue		-	-
Administrative expenses		(60,505)	(79,035)
Loss before taxation		**(60,505)**	**(79,035)**
Finance income – interest received		2,572	2,555
Income tax	4	-	-
Loss for the year attributable to the equity shareholders of the parent		**(57,933)**	**(76,480)**
Other comprehensive income		-	-
Total comprehensive income for the year attributable to the equity shareholders of the parent		**(57,933)**	**(76,480)**
Loss per share			
Basic and diluted loss per share attributable to the equity shareholders of the parent (pence)	5	(0.305p)	(0.403p)

The loss for the Company for the year was £45,883 (30 June 2012: £64,439).

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 Accounting Policies and Notes on pages 19 to 32 form an integral part of these Financial Statements.

Company number: 6275976		Group		Company	
	Note	**As at 30 June 2013 £**	**As at 30 June 2012 £**	**As at 30 June 2013 £**	**As at 30 June 2012 £**
ASSETS					
Non-current assets					
Investments in subsidiaries	7	-	-	10	10
Other receivables	8	-	-	43,040	28,640
Total non-current assets		**-**	**-**	**43,050**	**28,650**
Current assets					
Trade and other receivables	8	9,356	5,119	8,756	4,519
Cash and cash equivalents		806,663	850,341	800,304	846,332
Total current assets		**816,019**	**855,460**	**809,060**	**850,851**
TOTAL ASSETS		**816,019**	**855,460**	**852,110**	**879,501**
LIABILITIES					
Current Liabilities					
Trade and other payables	9	22,146	3,654	22,146	3,654
Total current liabilities		**22,146**	**3,654**	**22,146**	**3,654**
TOTAL LIABILITIES		**22,146**	**3,654**	**22,146**	**3,654**
NET ASSETS		**793,873**	**851,806**	**829,964**	**875,847**
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY					
Share capital	10	189,950	189,950	189,950	189,950
Share premium reserve	10	753,171	753,171	753,171	753,171
Other reserve		53,478	53,478	53,478	53,478
Retained deficit		(202,726)	(144,793)	(166,635)	(120,752)
TOTAL EQUITY		**793,873**	**851,806**	**829,964**	**875,847**

The financial statements were approved and authorised for issue by the Board of Directors on 6 November 2013 and were signed on its behalf by:

Russell P Hardwick
Director

The Accounting Policies and Notes on pages 19 to 32 form an integral part of these Financial Statements.

Group	Share capital £	Share premium £	Shares to be issued under options £	Retained losses £	Total Equity £
At 1 July 2011	**189,950**	**753,171**	**29,237**	**(68,313)**	**904,045**
Total comprehensive income for the year	-	-	-	(76,480)	(76,480)
Transactions with owners					
Issue of options	-	-	24,241	-	24,241
Total contributions by and distributions to owners of the Company	-	-	24,241	-	24,241
Balance at 30 June 2012	**189,950**	**753,171**	**53,478**	**(144,793)**	**851,806**
At 1 July 2012	**189,950**	**753,171**	**53,478**	**(144,793)**	**851,806**
Total comprehensive income for the year	-	-	-	(57,933)	(57,933)
Balance at 30 June 2013	**189,950**	**753,171**	**53,478**	**(202,726)**	**793,873**

The Accounting Policies and Notes on pages 19 to 32 form an integral part of these Financial Statements.

Company	**Share capital** £	**Share premium** £	**Shares to be issued under options** £	**Retained losses** £	**Total Equity** £
At 1 July 2011	**189,950**	**753,171**	**29,237**	**(56,313)**	**916,045**
Total comprehensive income for the year	-	-	-	(64,439)	(64,439)
Transactions with owners					
Issue of options	-	-	24,241	-	24,241
Total contributions by and distributions to owners of the Company	-	-	24,241	-	24,241
Balance at 30 June 2012	**189,950**	**753,171**	**53,478**	**(120,752)**	**875,847**
At 1 July 2012	**189,950**	**753,171**	**53,478**	**(120,752)**	**875,847**
Total comprehensive income for the year	-	-	-	(45,883)	(45,883)
Balance at 30 June 2013	**189,950**	**753,171**	**53,478**	**(166,635)**	**829,964**

The Accounting Policies and Notes on pages 19 to 32 form an integral part of these Financial Statements.

		Group		Company	
	Note	2013	2012	2013	2012
		£	£	£	£
Cash flows from operating activities	11	(46,096)	(56,276)	(48,446)	(58,629)
Net cash used in operating activities		**(46,096)**	**(56,276)**	**(48,446)**	**(58,629)**
Cash flows from investing activities					
Interest received		2,418	2,555	2,418	2,549
Cash flows from investing activities		**2,418**	**2,555**	**2,418**	**2,549**
Net decrease in cash and cash equivalents		(43,678)	(53,721)	(46,028)	(56,080)
Cash and cash equivalents at beginning of year		850,341	904,062	846,332	902,412
Cash and cash equivalents at end of year		**806,663**	**850,341**	**800,304**	**846,332**

The Accounting Policies and Notes on pages 19 to 32 form an integral part of these Financial Statements.

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 also been prepared under the historical cost convention.

Imperial Minerals plc, the legal Parent, is domiciled and incorporated in the United Kingdom. The functional currency of Imperial Minerals 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. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the Financial Statements, are disclosed in note 1 to these financial statements.

Basis of consolidation

The Group Financial Statements consolidate the Financial Statements of Imperial Minerals plc and the Financial Statements of its subsidiary undertaking made up to 30 June 2013.

Subsidiaries are entities over which the Group has control. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The Group obtains and exercises control through voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity.

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 Group

There are no IFRSs or IFRIC interpretations that are effective for the first time for the financial year beginning on 1 July 2012 that have a material impact on the Company or Group.

(b) New and amended standards, and interpretations mandatory for the first time for the financial year beginning 1 July 2012, but not currently relevant to the Group

A number of new standards and amendments to standards and interpretations are effective for annual periods beginning 1 July 2012, and have not been applied in preparing these financial statements. None of these is expected to have a significant effect on the financial statements of the Company or Group.

Amendments to IFRS 1, 'First time adoption' on fixed dates and hyperinflation. The first amendment replaces references to a fixed date of 1 January 2004 with ''the date of transition to IFRSs", thus eliminating the need for companies adopting IFRSs for the first time to restate derecognition transactions that occurred before the date of transition to IFRSs. The second amendment provides guidance on how an entity should resume presenting financial statements in accordance with IFRSs after a period when the entity was unable to comply with IFRSs because its functional currency was subject to severe hyperinflation.

IFRS 7, 'Financial instruments: Disclosures' was amended in October 2012 for the transfer of financial assets. These amendments are as part of the IASB's comprehensive review of off Statement of Financial Position activities. The amendments promote transparency in the reporting of transfer transactions and improve users' understanding of the risk exposures relating to transfers of financial assets and the effect of those risks on an entity's financial position, particularly those involving securitisation of financial asset.

Amendments to IAS 12, 'Income Taxes' on deferred tax. Currently IAS 12 requires an entity to measure the deferred tax relating to an asset depending on whether the entity expects to recover the carrying amount of the asset through use or sale. It can be difficult and subjective to assess whether recovery will be through use or through sale when the asset is measured using the fair value model in IAS 40 Investment Property. Hence this amendment introduces an exception to the existing principle for the measurement of deferred tax assets or liabilities arising on investment property measured at fair value. As a result of the amendments, SIC 21, 'income taxes – recovery of revalued non-depreciable assets', would no longer apply to investment properties carried at fair value. The amendments also incorporate into IAS 12 the remaining guidance previously contained in SIC 21, which is accordingly withdrawn.

Amendment to IAS 1, 'Financial statement presentation' regarding other comprehensive income. The main change resulting from these amendments is a requirement for entities to group items presented in 'other comprehensive income' (OCI) on the basis of whether they are potentially reclassifiable to profit or loss subsequently (reclassification adjustments). The amendments do not address which items are presented in OCI.

(c) New and amended standards and interpretations issued but not yet effective for the financial year beginning 1 July 2012 and not early adopted

The standards and interpretations that are issued, but not yet effective, up to the date of issuance of the financial statements are disclosed below. The Company and Group intend to adopt these standards, if applicable, when they become effective.

IAS 19, 'Employee benefits', was amended in June 2011. The amendments eliminate the option to defer the recognition of gains and losses, known as the 'corridor method'; streamline the presentation of changes in assets and liabilities arising from defined benefit plans, including requiring re-measurements to be presented in other comprehensive income; and enhance the disclosure requirements for defined benefit plans, providing better information about the characteristics of defined benefit plans and the risks that entities are exposed to through participation in those plans. The amendment becomes effective for annual periods beginning on or after 1 January 2013. The amendment has no impact on the Group.

Amendment to IFRS 1, 'First-time Adoption of International Financial Reporting Standards' on government loans. This amendment addresses how first-time adopters would account for a government loan with a below-market rate of interest when transitioning to IFRS. It also adds an exception to the retrospective application of IFRS, which provides the same relief to first time adopters granted to existing preparers of IFRS Financial Statements when the requirement was incorporated into IAS 20 'Accounting for Government Grants and Disclosure of Government Assistance' in 2008. The amendment is effective for the accounting period beginning on or after 1 January 2013. The amendment has no impact on the Group.

IFRS 7, 'Financial Instruments: Disclosures' was amended for asset and liability offsetting. This amendment requires disclosure of information that will enable users of financial statements to evaluate the effect or potential effect of netting arrangements, including rights of set-off associated with the entity's recognised financial assets and recognised financial liabilities, on the entity's financial position. The amendment is effective for the accounting period beginning on or after 1 January 2013.

IFRS 10, 'Consolidated financial statements', builds on existing principles by identifying the concept of control as the determining factor in whether an entity should be included within the consolidated financial statements of the parent company. The standard provides additional guidance to assist in the determination of control where this is difficult to assess. The Group is yet to assess IFRS 10's full impact and intends to adopt IFRS 10 no later than the accounting period beginning on or after 1 January 2014.

IFRS 11, 'Joint Arrangements' provides for a more realistic reflection of joint arrangements by focusing on the rights and obligations of the arrangement, rather than its legal form. There are two types of joint arrangement; joint operations and joint ventures. Joint operations arise where a joint operator has rights to the assets and obligations relating to the arrangement and therefore accounts for its share of assets, liabilities, revenue and expenses. Joint ventures arise where the joint venture has rights to the net assets of the arrangement and therefore equity accounts for its interest. Proportional consolidation of joint ventures is no longer allowed. The Group is yet to assess IFRS 11's full impact and intends to adopt IFRS 11 no later than the accounting period beginning on or after 1 January 2014.

IFRS 12, 'Disclosures of interests in other entities', includes the disclosure requirements for all forms of interests in entities, including joint arrangements, associates, special purpose vehicles and other off Statement of Financial Position vehicles. The Group is yet to assess IFRS 12's full impact and intends to adopt IFRS 12 no later than the accounting period beginning on or after 1 January 2014.

Amendments to IFRS 10, 'Consolidated Financial Statements', IFRS 11, 'Joint Arrangements and IFRS 12, 'Disclosure of Interests in Other Entities', provide additional transition relief to IFRSs 10,11 and 12 by limiting the requirement to provide adjusted comparative information to only the preceding comparative period. For disclosures related to unconsolidated structured entities, the amendments will remove the requirement to present comparative information for periods before IFRS 12 is first applied. The Group is yet to assess the full impact of these amendments and intends to adopt the amended standards no later than the accounting period beginning on or after 1 January 2014.

IFRS 13, 'Fair value measurement', aims to provide consistency and reduce complexity by providing a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across IFRSs. The requirements, which are largely aligned between IFRS and US GAAP, do not extend the use of fair value accounting but provide guidance on how it should be applied where its use is already required or permitted by other standards with IFRSs or US GAAP. The standard becomes effective for annual periods beginning on or after 1 January 2013.

IAS 27, 'Separate Financial Statements', replaces the current version of IAS 27, 'Consolidated and Separate Financial Statements' as a result of the issue of IFRS 10. The revised standard includes the requirements relating to separate financial statements. The revised standard becomes effective for annual periods beginning on or after 1 January 2014.

IAS 28, 'Investments in Associates and Joint Ventures', replaces the current version of IAS 28, 'Investments in Associates', as a result of the issue of IFRS 11. The revised standard includes the requirements for associates and joint ventures that have to be equity accounted following the issue of IFRS 1. The Group is yet to assess full impact of the revised standard and intends to adopt IAS 28 (revised) no later than the accounting period beginning on or after 1 January 2014.

IFRIC 20, 'Stripping Costs in the Production Phase of a Surface Mine', clarifies when production stripping should lead to the recognition of an asset and how that asset should be measured, both initially and in subsequent periods. The interpretation may require the Group to write off existing stripping assets to opening retained earnings if the assets cannot be attributed to an identifiable component of an ore body. The Group is yet to assess IFRIC 20's full impact and intends to adopt IFRIC 20 no later than the accounting period beginning on or after 1 January 2013.

IFRS 9, 'Financial Instruments', addresses the classification, measurement and recognition of financial assets and financial liabilities. IFRS 9 was issued in November 2009 and October 2010. It replaces parts of IAS 39 that relate to the classification and measurement of financial instruments. IFRS 9 requires financial assets to be classified into two measurement categories: those measured as at fair value and those measured at amortised cost. The determination is made at initial recognition. The classification depends on the entity's business model for managing its financial instruments and the contractual cash flow characteristics for the instrument. For financial liabilities, the standard retains most of the IAS 39 requirements. The main change is that, in cases where the fair value option is taken for financial liabilities, the part of a fair value change due to an entity's own credit risk is recorded in other comprehensive income rather than the income statement, unless this creates an accounting mismatch. The Group is yet to assess IFRS 9's full impact and intends to adopt IFRS 9 no later than the accounting period beginning on or after 1 January 2015, subject to endorsement by the EU. The Group will also consider the impact of the remaining phases of IFRS 9 when completed by the Board.

Amendments to IAS 32, 'Financial Instruments: Presentation', add application guidance to address inconsistencies identified in applying some of the criteria when offsetting financial assets and financial liabilities. This includes clarifying the meaning of ''currently has a legally enforceable right of set-off" and that some gross settlement systems may be considered equivalent to net settlement. The Group is yet to assess the full impact of the amendments to IAS 32 and intends to adopt the amended standard no later than the accounting period beginning on or after 1 January 2014.

'Annual Improvements 2009–2011 Cycle' sets out amendments to various IFRSs as follows:

> An amendment to IFRS 1, 'First-time Adoption' clarifies whether an entity may apply IFRS 1:

(a) if the entity meets the criteria for applying IFRS 1 and has applied IFRS 1 in a previous reporting period; or

(b) if the entity meets the criteria for applying IFRS 1 and has applied IFRSs in a previous reporting period when IFRS 1 did not exist.

> The amendment to IFRS 1 also addresses the transitional provisions for borrowing costs relating to qualifying assets for which the commencement date for capitalisation was before the date of transition to IFRSs.

> An amendment to IAS 1, 'Presentation of Financial Statements' clarifies the requirements for providing comparative information:

(a) for the opening Statement of Financial Position when an entity changes accounting policies, or makes retrospective restatements or reclassifications; and

(b) when an entity provides Financial Statements beyond the minimum comparative information requirements.

> An amendment to IAS 16, 'Property, Plant and Equipment' addresses a perceived inconsistency in the classification requirements for servicing equipment.

> An amendment to IAS 32, 'Financial Instruments: Presentation' addresses perceived inconsistencies between IAS 12, 'Income Taxes' and IAS 32 with regard to recognising the consequences of income tax relating to distributions to holders of an equity instrument and to transaction costs of an equity transaction.

> An amendment to IAS 34, 'Interim Financial Reporting' clarifies the requirements on segment information for total assets and liabilities for each reportable segment.

The Group intends to adopt the amended standards no later than the accounting period beginning on or after 1 January 2013. These improvements are not expected to have an impact on the Group.

Cash and Cash Equivalents

Cash and cash equivalents comprises 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 instruments are classified and accounted for according to the substance of the contractual agreement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Financial assets and financial liabilities

The financial assets and financial liabilities are recognised on the Group or Company's Statement of Financial Position when the Group or Company becomes a party to the contractual provisions of the instrument.

Financial assets and liabilities are initially recognised on the date at which the Group or Company becomes a party to the contractual provisions of the instrument.

The Group or Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Taxation
Current tax is the tax currently payable based on the taxable profit for the period.

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.

Changes in deferred tax assets or liabilities are recognised as a component of the tax expense in the Statement of Comprehensive Income, except where they relate to items that are charged or credited directly to equity, in which case the related deferred tax is also charged or credited directly to equity.

Share Based Payments

The Company has issued share options and warrants. The fair value of the services received in exchange for the grant of the options and warrants is recognised as an expense in the statement of comprehensive income or charged to equity depending on the nature of the service provided. The total amount to be expensed or charged is determined by reference to the fair value of the options and warrants granted:

- including any market performance conditions;
- excluding the impact of any service and non-market performance vesting conditions; and
- including the impact of any non-vesting conditions.

Non-market vesting conditions are included in assumptions about the number of options and warrants that are expected to vest. The total expense or charge is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each reporting period, the entity revises its estimates of the number of options and warrants that are expected to vest based on the non-market vesting conditions. It recognises the impact of the revision to original estimates, if any, in the statement of comprehensive income or equity as appropriate, with a corresponding adjustment to a separate reserve in equity.

When the share options and warrants are exercised, the Company issues new shares. The proceeds received, net of any directly attributable transaction costs, are credited to share capital (nominal value) and share premium.

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. Trade payables are recognised initially at fair value, and subsequently measured at amortised cost using the effective interest method.

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 Chairman's Statement on pages 4 and 5. 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.

The Financial Statements have been prepared on a going concern basis notwithstanding that the Group incurred a net loss of £57,933 during the year ended 30 June 2013. Although the Group and Company's assets are not generating revenues and an operating loss has been reported, the Directors believe that the

Group and Company have sufficient funds to undertake its operating activities for a period of at least 12 months from the date of signing these Financial Statements including any additional payments required in relation to any further investments. As projects and acquisition targets are identified additional funding may be required. The amount of funding is unforeseen at the point of approval of these Financial Statements and the Company may be required to raise additional funds either via an issue of equity or through the issuance of debt. The Directors are confident that funds will be forthcoming if needed when an appropriate investment is found.

NOTE 1: CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS

The preparation of the financial information 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.

There were no critical accounting estimates or assumptions during the year.

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 periods 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 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: LOSS FROM OPERATIONS

	Group	
Loss on ordinary activities before tax is stated after charging:	**For the year ended 30 June 2013 £**	**For the year ended 30 June 2012 £**
Fees payable to the Company's Auditor for the audit of the Group and Company's annual financial statements	2,450	1,750

NOTE 4: TAXATION ON LOSS FROM ORDINARY ACTIVITIES

	Group	
	For the year ended 30 June 2013 £	**For the year ended 30 June 2012 £**
Operating loss	(57,933)	(76,480)
Non deductible share option expenses	-	24,240
Loss before tax	(57,933)	(52,240)
Tax on loss for the year multiplied by the UK small companies corporation tax rate of 20% (2012: 20%)	(11,586)	(10,448)
Tax losses carried forward	11,586	10,448
Tax charge for the year	**-**	**-**

The Group has carried forward excess management expenses and trade losses of approximately £173,500 (2012: £120,550) available to carry forward against future taxable profits. A deferred tax asset of approximately £34,700 (2012: £24,100) has not been recognised because of uncertainty over the timing of future taxable profits against which the losses may be offset.

NOTE 5: LOSS PER SHARE

The calculation of the basic loss per share of 0.305 pence is based on the loss attributable to ordinary shareholders of £57,933 and on the weighted average number of ordinary shares of 18,995,000 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

There were no employees in the period other than the Directors. On 1 July 2013, the Company entered into a part-time employment agreement with Mr Frank Moxon with an effective commencement date of 1 April 2013. During the year ending 30 June 2013 Mr Moxon's total cash remuneration was £14,000 (2012: Nil).

The Company issued the following share options to Directors during the 2011/2012 financial year.

Share Options	Options held at 30 June 2013	Grant date	Exercise price	Expiry date
Russell Hardwick	1,500,000	15 November 2011	12.5p	15 November 2016
Frank Moxon	1,500,000	15 November 2011	10p	15 November 2016

NOTE 7: INVESTMENT IN SUBSIDIARIES

	Company	
	2013	2012
	£	£
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 2013 is as follows:

Name	Country of Incorporation	Proportion of ownership interest and voting rights
Imperial Minerals (UK) Limited	United Kingdom	100%

NOTE 8: TRADE AND OTHER RECEIVABLES

	Group		Company	
	2013	**2012**	**2013**	**2012**
	£		**£**	**£**
Non-current				
Amounts due from subsidiary undertaking	**-**	-	**43,040**	**28,640**
Current				
VAT receivable	3,963	1,931	3,363	1,331
Interest receivable	154	-	154	-
Prepayments	5,239	3,188	5,239	3,188
	9,356	**5,119**	**8,756**	**4,519**

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

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.

Trade and other receivables are all denominated in £ sterling.

NOTE 9: TRADE AND OTHER PAYABLES

	Group		Company	
	2013	**2012**	**2013**	**2012**
	£	**£**	**£**	**£**
Current				
Trade payables	4,121	1,104	4,121	1,104
Accruals and other payables	18,025	2,550	18,025	2,550
	22,146	**3,654**	**22,146**	**3,654**

NOTE 10: SHARE CAPITAL

	As at 30 June 2013		As at 30 June 2012	
	Number	**£**	**Number**	**£**
Allotted and called up:				
Ordinary Shares of £0.01 each	18,995,000	189,950	18,995,000	189,950

Issued	Number of shares	Ordinary shares £	Share premium £	Total £
		Group and Company		
At 30 June 2010	**15,000,000**	**150,000**	**475,000**	**625,000**
Issue of new shares – 4 November 2010	3,895,000	38,950	350,550	389,500
Issue of new shares – 29 November 2010	100,000	1,000	9,000	10,000
At 30 June 2011	**18,995,000**	**189,950**	**834,550**	**1,024,500**
At 30 June 2012	**18,995,000**	**189,950**	**834,550**	**1,024,500**
At 30 June 2013	**18,995,000**	**189,950**	**834,550**	**1,024,500**

2013
During the year there were no share options issued or exercised.

2012
On 15 November 2011, 1,500,000 options were granted with a strike price of £0.10 and 1,500,000 with a strike price of £0.125 per share exercisable until expiry at the close of business on 15 November 2016. The fair value of the options was determined using the Black Scholes valuation model. The parameters used are detailed below:

1,500,000 options granted on 15 November 2011:	
Share price at date of grant	£0.10
Exercise price	£0.10
Option life (years)	5 years
Risk free rate	2.41%
Expected volatility	10%
Expected dividend yield	Nil
Fair value of options granted	£0.0153
Total fair value of options granted	£18,360

1,500,000 options granted on 15 November 2011:	
Share price at date of grant	£0.10
Exercise price	£0.125
Option life (years)	5 years
Risk free rate	2.41%
Expected volatility	10%
Expected dividend yield	Nil
Fair value of options granted	£0.0049
Total fair value of options granted	£5,880

The expected volatility is based on historical volatility of comparable listed companies for the 6 months prior to the date of granting. The risk free rate return is based on zero yield government bonds for a term consistent with the life of the options.

A reconciliation of options and warrants during the year to 30 June 2013 is shown below:

	Number	**Weighted average exercise price (£)**
Opening balance at 1 July 2010	10,000,000	0.10
Granted on 10 November 2010	566,850	0.10
Exercised on 29 November 2010	(100,000)	0.10
Outstanding as at 30 June 2011	10,466,850	0.10
Granted on 15 November 2011	1,500,000	0.10
Granted on 15 November 2011	1,500,000	0.125
Exercisable as at 30 June 2012	13,466,850	0.103
Exercisable as at 30 June 2013	13,466,850	0.103

30 June 2013				
Range of exercise prices (£)	**Weighted average exercise price (£)**	**Number of options**	**Weighted average remaining life expected (years)**	**Weighted average remaining life contracted (years)**
0.10p - 0.125p	0.103	13,466,850	2.29	2.29

NOTE 11: NOTES TO THE CASH FLOW STATEMENT

	Group		Company	
	2013	**2012**	**2013**	**2012**
	£	**£**	**£**	**£**
Reconciliation of loss from operations to cash flows from operating activities				
Loss from operations	**(57,933)**	**(76,480)**	**(45,883)**	**(64,439)**
Share option expense	-	24,241	-	24,241
Interest revenue included in investing activities	(2,572)	(2,555)	(2,572)	(2,549)
Increase in trade and other receivables	(4,083)	(746)	(18,483)	(15,146)
Increase/(Decreease) in trade and other payables	18,492	(736)	18,492	(736)
Cash flow from operating activities	**(46,096)**	**(56,276)**	**(48,446)**	**(58,629)**

NOTE 12: POST BALANCE SHEET EVENTS

There has not been any matter or circumstance occurring subsequent to the end of the financial year, that has significantly affected or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial years.

NOTE 13: RELATED PARTIES

During the year the Company charged its subsidiary undertaking £12,000 (2012: £12,000) for the provision of advisory services. The amount receivable from the subsidiary undertaking as at 30 June 2013 was £43,040 (2012: £28,640).

During the year Mr Frank Moxon, a Director, entered into a part-time executive agreement with the Company. The total cash remuneration during the year was £14,000 (2012: Nil), all of which was outstanding as at 30 June 2013.

NOTE 14: ULTIMATE CONTROLLING PARTY

The Directors believe there to be no ultimate controlling party.