

# IMC EXPLORATION GROUP PLC

*(incorporated as a public limited company under the Companies Act 2014, of Ireland with registered number 500487)*

## **Prospectus relating to Admission of 255,014,285 Ordinary Shares of €0.001 each in the Company to the standard segment of the Official List and trading on the London Stock Exchange's regulated market for listed securities**

This document, which constitutes a prospectus for the purpose of the Prospectus Directive, has been prepared in connection with the Admission of 255,014,285 Ordinary Shares of €0.001 each ("Ordinary Shares") of IMC Exploration Group PLC (the "Company" or "IMC" or "Group") to the standard segment of the Official List (the "Official List") and to trading on the London Stock Exchange plc's (the "London Stock Exchange") market for listed securities.

This prospectus has been approved by the Central Bank of Ireland, as competent authority under Directive 2003/71/EC. The Central Bank of Ireland only approves this prospectus as meeting the requirements imposed under Irish and EU law pursuant to the Directive 2003/71/EC. Such approval relates only to the Admission of 255,014,285 Ordinary Shares of €0.001 each of IMC Exploration Group PLC which are to be admitted to trading on a regulated market for the purposes of Directive 2004/39/EC and/or which are to be offered to the public in any Member State of the European Economic Area.

Application will be made (1) to the Financial Conduct Authority of the UK (FCA), in its capacity as competent authority under The Financial Services and Markets Act 2000 of the UK (FSMA), for a listing of 255,014,285 Ordinary Shares to be admitted to the Official List of the FCA and (2) to the London Stock Exchange for such Ordinary Shares to be admitted to trading on the London Stock Exchange's regulated market for listed securities, which is a regulated market for the purposes of Directive 2014/65/EU (the Markets in Financial Instruments Directive II). Admission to the Official List and unconditional trading on the London Stock Exchange ("Admission") is expected to take place on or about 11 June 2019. The Ordinary Shares are expected to be traded under the symbol "IMC". The Ordinary Shares are currently admitted to trading on NEX Growth Market under the symbol "IMCP"; trading on NEX Growth Market will be cancelled simultaneously with Admission of the Ordinary Shares to the Official List.

A request has been made to the Central Bank for the prospectus to be passported to the FCA under Article 18 of the Prospectus Directive.

This prospectus is not an offer or invitation to the public to subscribe for Ordinary Shares and has been prepared in order to satisfy s85(2) of the FSMA. This prospectus is not, and should not be construed as an inducement or encouragement to buy or sell any Ordinary Shares. No investment decision relating to the Ordinary Shares should be made on the basis of the information contained in this prospectus. This prospectus is issued solely for the purposes of the Admission of the Ordinary Shares to the Official List and to trading on the London Stock Exchange's regulated market for listed securities.

This document (including, in particular, the factors described in the "Risk Factors" section of the document) should be read as a whole. The distribution of this document in certain jurisdictions other than the United Kingdom may be restricted by law. Accordingly, neither this document nor any advertisement may be distributed or published in any jurisdiction except under circumstances that will result in compliance with any applicable laws and regulations. Persons into whose possession this document comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. This document does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for, any securities or any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for, such securities by any person in any circumstances in which such offer or solicitation is unlawful. No person has been authorised to give any information or make any representations other than those contained in this document and, if given or made, such information or representations must not be relied upon as having been so authorised by the Company or the Directors. The Company will comply with its obligation to publish a supplementary prospectus containing further updated information if so required by law or by any regulatory authority but assumes no further obligation to publish additional information. No material changes have occurred since the date of the competent person's report the omission of which would make the Competent Person's Report, dated 23<sup>rd</sup> October 2018, misleading.

IMC's LEI number is 2138006RYVS4BRW33648, with an annual renewal date of 8 November 2019.

Prospectus dated 16 April 2019.

**CONTENTS**

1. Summary .....	3
2. Risk Factors.....	7
3. Responsibility .....	9
4. Statutory Auditors .....	10
5. Selected financial information.....	10
6. Information on IMC .....	10
6.1 History and development.....	10
6.2 Trove Agreement Outline and Reports Conducted.....	11
6.3 Principal investments .....	14
7. Business overview.....	16
8. Organisational structure .....	16
9. Property, plants and equipment.....	17
10. Operating and financial review .....	17
11. Capital resources.....	23
12. Administrative, management, and supervisory bodies and senior management.....	24
13. Directors' remuneration .....	26
14. Board practices.....	27
15. Employees.....	28
16. Major shareholders.....	28
17. Related party transactions .....	29
18. Financial information .....	29
18.1 Historical financial information.....	29
18.2 Dividend policy .....	30
18.3 Legal and arbitration proceedings .....	30
18.4 No significant change .....	31
19. Additional information .....	31
19.1 Share capital .....	31
19.2 Memorandum and Articles of Association .....	33
19.3 Material contracts .....	35
19.4. Experts' consents .....	36
19.5 Documents on display .....	36
20. Working capital.....	36
21. Capitalisation and indebtedness.....	37
22. Information concerning the securities to be admitted to trading.....	38
DEFINITIONS.....	44
EXPECTED TIMETABLE OF EVENTS .....	48
ADVISERS .....	48
SCHEDULE 1 INDEPENDENT COMPETENT PERSON'S REPORT.....	49
SCHEDULE 2 SOLICITORS' REPORT.....	50
SCHEDULE 3 HISTORICAL FINANCIAL INFORMATION.....	51

## 1. Summary

Summaries are made up of disclosure requirements known as "Elements". These Elements are numbered in Sections A-E (A.1 - E.7).

This summary contains all the Elements required to be included in a summary for this type of securities and issuer. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements.

Even though an Element might be required to be inserted in the summary because of the type of securities and issuer, it is possible that no relevant information can be given regarding the Element. In this case, a short description of the Element is included in the summary with the mention of the words "not applicable".

### Section A Introduction and Warnings

#### Element

A.1 Introduction and warning This summary should be read as an introduction to this prospectus. Any decision to invest in the securities should be based on consideration of this prospectus as a whole by the investor.

Where a claim relating to the information contained in the prospectus is brought before a court, the plaintiff investor might, under the national legislation of the Member States, have to bear the costs of translating this prospectus before the legal proceedings are initiated.

Civil liability attaches only to those persons who have tabled the summary, including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of the prospectus or if it does not provide, when read together with the other parts of the prospectus, key information in order to aid investors when considering whether to invest in such securities.

A.2 Subsequent resale of securities or final placement of securities through financial intermediaries Not applicable

### Section B Issuer

#### Element

B.1 Legal and commercial name IMC Exploration Group PLC

B.2 Domicile, legal form, legislation and country of incorporation The Company is a public limited company incorporated in Ireland. The Company operates under the Companies Act 2014, of Ireland with registered number 500487.

B.3 Current operations, principal activities and markets IMC's principal activity is prospecting for gold, silver, base metals and barytes in Ireland, in accordance with the terms of the Group's five exploration licences (PLs). The Group's main focus is on the discovery of gold, silver and base metals with a view to establishing the existence or otherwise of economically recoverable quantities of such metals.

IMC has concluded an Agreement on Prospecting Licence (PL) 3850 in Avoca, Co Wicklow with Trove Rehabilitation Nominees Limited, a company set up to manage the Agreement, subject to approval from the Minister for Communications, Climate Action and Environment (upon submission of the Agreement).

B.4a Recent trends In October 2017 drilling was carried out in Tulla, Co. Clare on PL 3729. In respect of PL 3850 IMC entered into an agreement in May 2018 with Trove Rehabilitation Nominees Limited to work together to process secondary mineral deposits at the site of the former Avoca Mine in Co. Wicklow. To date a comprehensive Mineral Resource Estimate (MRE), metallurgical study and economic study have been completed.

B.5 Group structure IMC Exploration Group PLC is the ultimate holding company of the Group. The Company has the following wholly owned subsidiary:  
IMC Exploration Limited

B.6 Notifiable interests, different voting rights and controlling interests The Company is aware of the following persons who, directly or indirectly, are interested in 3 per cent or more of the Ordinary Shares at the date of this document:

<i>Name of shareholder</i>	<i>Number of Ordinary Shares</i>	<i>Percentage of share capital</i>
SVS (Nominees) Limited	53,090,025	20.82%
Davycrest Nominees	34,118,570	13.38%
Trove Rehabilitation Nominees Limited	16,250,000	6.37%
Wilhan Limited	15,000,000	5.88%
Nial Ring	12,100,001	4.74%
Lisa McDonnell	11,870,000	4.65%
Damestar Trustee Limited	10,013,271	3.93%

None of these shareholders have different voting rights from the other holders of Ordinary Shares. As far as the Company is aware, it is not controlled by any person, either directly or indirectly.

B.7 Selected historical key financial The table below sets out the summary audited financial information of the Group for the years ended 30 June 2016, 2017 and 2018 The information has been prepared in accordance with International Financial Reporting Standards as adopted by the EU.

	<i>Year ended 30 June</i>		
	<i>2018</i>	<i>2017</i>	<i>2016</i>
	<i>€</i>	<i>€</i>	<i>€</i>
Revenue	-	-	-
Loss for the period	(1,194,854)	(267,507)	(410,007)
Loss per share	(0.5)	(0.2)	(0.4)
Equity attributable to the owners of the Company	488,733	570,285	565,369
Intangible assets	332,127	587,665	587,665

The table below sets out the summary unaudited financial information of the Group for the six month period ended 31 December 2018 and 2017. The information has been prepared in accordance with International Financial Reporting Standards as adopted by the EU.

	<i>Six months 31 December</i>	
	<i>2018</i>	<i>2017</i>
	<i>€</i>	<i>€</i>
Revenue	-	-
Loss for the period	(155,737)	(74,680)
Loss per share	(0.1)	(0.1)
Equity attributable to the owners of the Company	463,852	568,376
Intangible assets	364,139	587,665

B.8	Selected key pro forma financial information	Not applicable: This prospectus does not contain pro forma financial information.
B.9	Profit forecasts	Not applicable: This prospectus does not contain profit forecasts or estimates.
B.10	Qualifications in the audit report	Not applicable: there are no qualifications in the audit reports for the period under review.
B.11	Insufficient working capital	The Directors, taking into consideration the requirement to fund the exploration work currently being undertaken by the Group and the Group's spending obligations under the terms of its PLs (€55,200 in next twelve months), are of the opinion that the Group has sufficient working capital for its present requirements and obligations over the next twelve months from the date of this prospectus. Therefore, the Directors consider that the Group's minimum expenditure obligations in respect of the ongoing exploration work (€55,200), and its ongoing operational expenses (€85,000) until at least April 2020 can be financed from currently held funds.

### Section C Securities

#### Element

C.1	Description of type and class of securities being admitted to trading, including any security identification number	<p>This prospectus relates to the application for the Company's 255,014,285 Ordinary Shares to be admitted to the standard segment of the FCA Official List and trading on the London Stock Exchange's regulated market for listed securities.</p> <p>When admitted to trading, the Ordinary Shares will be registered with ISIN IE00B6WC2H62, and it is expected that the Ordinary Shares will be traded under the ticker "IMC".</p>
C.2	Currency of securities	The Ordinary Shares are denominated in euro.
C.3	Number of shares issued and par value	The nominal value of the total issued share capital of the Company immediately following Admission will be € 293,107.29 divided into 255,014,285 Ordinary Shares of €0.001 each which are issued fully paid and 38,093 'A' Ordinary Shares of €1 each, which are issued fully paid.
C.4	Rights attaching to the shares	<p>The Ordinary Shares rank equally for voting purposes. On a show of hands, each shareholder has one vote, and on a poll, each shareholder has one vote per Share held.</p> <p>Each Ordinary Share ranks equally for any dividend declared. Each Ordinary Share ranks equally for any distributions made on a winding up of the Company.</p> <p>As set out in the Company's Articles of Association, the calculation of dividends is at the discretion of the Directors in such amount as appears to the Directors to be justified by the profits of the Company. Periodicity is not relevant, as the payment of dividends is subject to the profits of the Company and the judgement of the Directors at the time. It is not in the nature of dividends declared on equity share capital to be cumulative.</p> <p>Each Ordinary Share ranks equally in the right to receive a relative proportion of shares on the event of a capitalisation of reserves.</p> <p>The 'A' Ordinary Shares shall entitle the holders thereof to receive notice of, attend but not vote at any general meeting of the Company.</p> <p>The 'A' Ordinary Shares shall not carry a right for the holders thereof to receive any dividend.</p> <p>On a distribution of assets arising out of the winding-up of the Company or otherwise the holders of the 'A' Ordinary Shares shall be entitled to a return of the capital paid up thereon but shall not be entitled to participate further in any distribution of surplus assets of the Company.</p>

C.5	Restrictions on free transferability of the Ordinary Shares	Not applicable: The Ordinary Shares are freely transferable.
C.6	Admission	<p>Application will be made for the Admission of 255,014,285 Ordinary Shares of €0.001 each to the standard segment of the Official List and trading on the London Stock Exchange's regulated market for listed securities. Application for Admission to the list maintained by the FCA in accordance with section 74 (1) of the United Kingdom Financial Services and Markets Act 2000 ("Act") for the purposes of Part VI of the Act ("Official List").</p> <p>No application has been made or is currently intended to be made for the Ordinary Shares to be admitted to listing or trading on any other exchange.</p>
C.7	Dividend policy	The Company has never declared or paid a dividend. Neither Irish company law nor the constitution of the Company obliges the Company to declare or pay a dividend to its shareholders. The Board anticipates that that the Company's cash resources will be retained for the development of the Company's business.

#### Section D Risks

##### Element

D.1	Information on the key risks that are specific to the Company or its industry	<p>Mineral exploration and mining are highly speculative in nature</p> <p>Limited operating history</p> <p>Requirement for substantial capital expenditure and further financing</p> <p>Operational risks and hazards associated with the mining industry</p> <p>Planning and environmental Issues</p> <p>Force majeure</p> <p>Volatility of mineral pricing and market fluctuations</p> <p>There can be no assurance that the Group's business model will be commercially viable</p> <p>Dependence on directors</p> <p>Brexit</p>
D.3	Information on the key risks that are specific to the Ordinary Shares	<p>Dividend payments</p> <p>Share price volatility and limited liquidity associated with the Ordinary Shares</p>

#### Section E Offer

##### Element

E.1	Net proceeds and expenses	Not applicable: This prospectus relates to the application for listing of the Ordinary Shares on the Official List and Admission to trading on the regulated market only. The expenses of Admission are expected to amount to a total of €153,000.
E.2a	Reasons for the Offer and estimated net amount of the proceeds	Not applicable: This prospectus relates to the application for listing of the Ordinary Shares on the Official List and Admission to trading on the regulated market only.
E.3	Terms and conditions of the Offer	Not applicable: This prospectus relates to the application for listing of the Ordinary Shares on the Official List and Admission to trading on the regulated market only.
E.4	Interests material to the Offer	Not applicable: This prospectus relates to the application for listing of the Ordinary Shares on the Official List and Admission to trading on the regulated market only.
E.5	Offerors and lock-up arrangements	Not applicable: This prospectus relates to the application for listing of the Ordinary Shares on the Official List and Admission to trading on the regulated market only.

E.6	Dilution	Not applicable: This prospectus relates to the application for listing of the Ordinary Shares on the Official List and Admission to trading on the regulated market only.
E.7	Expenses	Not applicable: This prospectus relates to the application for listing of the Ordinary Shares on the Official List and Admission to trading on the regulated market only.

## 2. Risk Factors

An investment in the Ordinary Shares involves a high degree of risk. Accordingly, investors should exercise particular care in evaluating the risks involved and must decide for themselves after proper consultation whether, in light of those risks, their investment is appropriate. The Ordinary Shares should be regarded as a highly speculative investment and an investment in Ordinary Shares should only be made by those with the necessary expertise to fully evaluate the investment. Prospective investors are advised to consult an independent adviser being, if you are in Ireland, a person who is authorised or exempt under the Investment Intermediaries Act 1995 of Ireland (as amended) or the Stock Exchange Act, 1995 of Ireland, or under the S.I.No. 60/2007 – European Communities (Markets in Financial Instruments) Regulations 2007, or being, if you are in the United Kingdom, a person who is authorised for the purposes of the FSMA. The information set out below does not purport to be an exhaustive list or summary of the risks which the Group may encounter and is not set out in any particular order of priority.

The Group's business, financial or operations could be materially and adversely affected by the occurrence of any of the risks described below. In such cases, the market price of the Ordinary Shares could decline and investors could lose all or part of their investment. Additional risks and uncertainties not presently known to the Directors, or that the Directors currently deem immaterial, may also have an adverse effect on the Group. The Directors consider the following risk factors to be significant for potential investors, but the list of risks is not intended to be exhaustive nor does it comprise all those risks associated with an investment in the Company. Accordingly, investors should exercise particular care in evaluating the risks involved and must decide for themselves after proper consultation whether, in light of those risks, their investment is appropriate.

### *(a) Risks relating to the Company and its industry*

#### *Mineral exploration and mining are speculative in nature*

The business of exploring for and mining minerals involves a degree of risk and only a small proportion of properties that are explored worldwide are ultimately developed into producing mines. No success in this respect can be guaranteed.

Where exploration has led to increased mineral resources or reserves, the economics of developing mineral properties is affected by many factors including the cost of operations, variations of the grade of ore mined, quality and availability of geological expertise and such other factors as government regulations.

Due to the speculative nature of exploration and production it may not always be possible for the Group to accurately forecast cash flow, operating costs and economic returns. Further, no assurances can be given that any minerals will be discovered in economically viable quantities in the geographical locations in which the Group is interested, nor that any such reserves can be brought into profitable production.

#### *Operating History*

The Group has been operating since 2011 and, to date, it has primarily engaged in drilling (30 holes of which 4 relate to PLs relinquished), mapping, geochemistry (soil sampling) and geophysics. Its future success will depend upon the Directors' ability to direct, develop and maximise the potential of the current projects and to identify and take advantage of further opportunities which may arise. The Group has no mining interests producing revenues or positive cash flow and its ultimate success will depend on its ability to generate cash flow from active mining operations in the future and its ability to access equity markets for its development requirements. The Group has not generated profits to date and there is no guarantee that it will do so in the future. All of the Group's activities will be directed to exploration and, if warranted, development of its existing properties, the granting of mining licences and to the search for and the development of new mineral deposits. Significant capital investment will be required to achieve commercial production.

Historical facts, information gained from historic experience, present facts, circumstances and information, and assumptions from all or any of these are not a guide to the future. Aims, targets, plans and intentions referred to herein are no more than that and do not imply forecasts. The Ordinary Shares should be regarded as a highly speculative

investment and an investment in Ordinary Shares should only be made by those with the necessary expertise to fully evaluate the investment.

*Requirement for Substantial Capital Expenditure and further financing*

The Company may be unable to obtain needed capital or financing on satisfactory terms or otherwise, which could materially adversely affect the business, prospects and financial condition of the Company. The successful extraction of mineral resources requires very significant capital investment. Delays in the development of any of the Group's mining projects or drilling projects or other technical difficulties may result in projected target dates for related production being delayed and/or further capital expenditure being required.

The Group's ability to raise further funds will depend on the success of existing and future operations. The Group may not be successful in procuring the requisite funds and, if such funding is unavailable, the Group may be required to reduce the scope of its operations or anticipated expansion and ultimately the Company may cease to be a going concern. In particular, the inability to finance expenditure requirements under the terms of the Group's PLs could result in the forfeiture of some, or all, of them. In the event that financing is successful it may mean that new Ordinary Shares need to be issued thus diluting the interests of investors at that time.

Significant capital investment will be required to achieve commercial production from the Group's existing exploration projects and from successful exploration effects. There is no assurance that the Company will be able to raise the required funds to continue these activities and there can be no guarantee that such funding will ultimately be available.

*Operational risks and hazards associated with the mining industry*

The Group's exploration activities are, and will be, subject to risks and hazards inherent in the mining industry, including but not limited to, variations in grade, deposit size, density, unusual or unexpected rock formations and other geological problems, structural cave-ins or slides, seismic activity, flooding, fires, explosions, periodic interruptions due to inclement or hazardous weather conditions, environmental hazards, hydrological conditions, delays in installing and commissioning plant and equipment, metallurgical and other processing problems, mechanical equipment performance problems and other technical problems, the unavailability of materials and equipment including fuel, labour force disruptions or shortage of skilled workers, unanticipated interruptions or significant changes in the costs of services and supplies including but not limited to water, transport, fuel and power, and unanticipated regulatory changes. Should any of these risks and hazards affect any of the Group's exploration activities, it may cause the cost of exploration to increase and may result in a requirement for greater capital or operating expenditure. The cost of exploration may also increase to a point where it would no longer be economic to carry out these activities which would have a material and adverse effect on the financial condition of the Group.

Problems may also arise due to the quality or failure of locally obtained equipment or interruptions to services (such as power, water, fuel or transport or processing capacity) or technical support which results in failure to achieve expected target dates for drilling or production activities and/or result in a requirement for greater expenditure.

*Planning and Environmental Issues*

Under different Acts there are separate but complementary procedures and agencies responsible for land use planning control and environmental issues. Whilst the Group has received all necessary environmental and planning permissions for its current operations, there can be no guarantee that permissions will be renewed or granted in the future.

*Force Majeure*

The Group's activities could be impacted by events outside of its control, including acts of God, forces of nature or other natural and unavoidable catastrophes that interrupt the expected course of events, the occurrence of which could prevent, restrict or delay the ability of the Group to fulfil its strategy.

*Volatility of Mineral Pricing and market fluctuations*

The Group's earnings or other companies that the Group may invest in from time to time may be derived from the mining and sale of metals and may, therefore, be related to the market price for those metals. The prices of metals can fluctuate significantly and are affected by numerous factors which the Group is unable to control or predict including world production levels, international economic trends, the availability of substitute minerals or metals for industrial uses, sales and purchases of a particular mineral, forward sales by producers and speculators, levels of mineral production and short term changes in international level of supply and demand because of speculative hedging activities.

In addition, the profitability of any future mining operations by the Group shall be directly related to the prevailing price of the minerals produced. If prices decline for a substantial period below the cost of production at any future mines of

the Group, it may not be economically feasible to continue production at such mines. A decline in the prevailing price of minerals may also require the Group to write-down any mineral resources or mineral reserves, which would have a material and adverse effect on future earnings and profitability.

*There can be no assurance that the Group's business model will be commercially viable*

The success or otherwise of the Group's business model can be affected by changes to the industry and/or general economic factors. The Board have a defined strategy and are optimistic about the Group's development prospects; however there is no guarantee that the Group's objectives will be achieved. In addition, actual results of operations may require significant modifications to all or part of such model.

*Dependence on Directors*

The Group is dependent on its current Directors. It has entered into contractual agreements with the aim of securing the services of these Directors, however retention cannot be guaranteed. The Group's business activity and ability to fulfil its strategy could be adversely affected by the loss of any Directors. The recent change of Directors will have no adverse effect on the running of the Company due to the high calibre, experience and qualifications of the two new Directors.

*Brexit*

The Group is subject to risk involving the uncertainty surrounding Brexit at this present time. Brexit has the potential to have a negative impact on economic conditions and financial markets in the UK and elsewhere including Ireland.

*(b) Risks relating to the Ordinary Shares*

*Dividend Payments*

No dividend has ever been paid by the Group and future profits may be retained for operations to the extent necessary to fulfil the Group's business plan. The Group may not be able to pay cash dividends to its shareholders for the foreseeable future, and any decision to pay dividends will depend on the Group's future profitability, cash availability and other factors. The Group has no plans to pay a dividend in the immediate future and no assurance can be given that there will ever be any such cash dividend or distribution in future. Any investors who anticipate a need for immediate income from their investment should therefore not, purchase any Ordinary Shares.

*Share price volatility and limited liquidity associated with the Ordinary Shares*

Investors should recognise that the price of securities and the income from them can go down as well as up. The price at which the Ordinary Shares may trade and the price which the shareholders may realise for their Ordinary Shares will be influenced by a large number of factors, some specific to the Company and some which may affect quoted companies generally. These factors could include the performance of the Group's operations, large purchases or sales of Ordinary Shares, liquidity (or absence of liquidity) in the Ordinary Shares, currency fluctuations, legislative or regulatory changes and general economic conditions. The value of the Ordinary Shares will therefore fluctuate and may not reflect their underlying asset value.

The nature of the Company may result in little or no trading in Ordinary Shares, which may result in shareholders being unable to dispose of their shareholdings.

There is also no guarantee that the market price of an Ordinary Share will accurately reflect its underlying value.

### **3. Responsibility**

The persons responsible for this document are the Directors of the Company, whose names and functions are set out below:

Eamon O'Brien MBA (Chairman)  
Kathryn Byrne ( Director)  
Dr Glenn Millar MBA (Director / Structural Geologist)  
Andrew (Laz) Fleming (Director / Geologist)

Such persons take responsibility for this document and, having taken all reasonable care to ensure that such is the case, declare that the information contained in this document is, to the best of their knowledge, in accordance with the facts and contains no omission likely to affect its import.

#### 4. Statutory Auditors

The auditors for the years ended 30 June 2016, and 2017 were O'Leary Chartered Accountants and Registered Auditors, Whitebeam, 9 Oakglade Crescent, Dublin 24. The auditors for the year ended 2018 were Clifford Desmond & Associates, Chartered Accountants & Statutory Auditors, 185 Rathmines Road Lower, Dublin 6. Both Auditing Firms are Chartered Accountants & Auditors approved by and under the regulation of Chartered Accountants Ireland (The Institute).

#### 5. Selected financial information

The following table sets the key audited financial information for the three years ended 30 June 2018 and the key unaudited financial information for the six month periods ended 31 December 2018 and 2017:

	Year ended 30 June Audited			Six months' ended 31 December Unaudited	
	2018 €	2017 €	2016 €	2018 €	2017 €
Revenue	-	-	-	-	-
Loss for the period	(1,194,854)	(267,507)	(410,007)	(155,737)	(74,680)
Loss per share	(0.5)	(0.2)	(0.4)	(0.1)	(0.1)
Equity attributable to the owners of the Company	488,733	570,285	565,369	463,852	568,376
Intangible assets	332,127	587,665	587,665	364,139	587,665

#### 6. Information on IMC

##### 6.1 History and development

IMC Exploration Group PLC was incorporated on 27 June 2011 in Ireland with registered number 500487 and operates under the Companies Act 2014. The Company is a public limited company domiciled in Ireland and is subject to the laws of Ireland. The Company's registered office is 70 Ballybough Road, Ballybough, Dublin 3, Ireland and may be contacted on the following telephone number: +353 87 281 9215.

On 10th August 2011 IMC Exploration Group PLC acquired 100% of the entire share capital of IMC Exploration Limited, a company incorporated in Ireland on 6th October 2010 with registered number 489863. IMC Exploration Limited, a wholly owned subsidiary of IMC Exploration Group PLC, acquired 13 PLs from the Irish government in 2011: ten PLs for base metal exploration in the Irish Base Metal Province and three PLs for gold exploration in Wicklow/Wexford.

In February 2012 and March 2012 the Group was awarded a further eight PLs, which it relinquished in January 2015.

On 14 February 2013 the Company announced that it had been awarded two additional PLs in Co. Wicklow.

On 9 September 2015 the Directors announced the completion of an earn-in agreement with Koza Limited, a subsidiary of Koza Altin Isletmeleri A.S., following the approval by the Minister for Communications, Minerals and Natural Resources. This agreement related to IMC's five precious metal exploration licences PL 2551 (Wexford) and PL 3849, PL 3850, PL 3857 and PL 2239 (Wicklow). This agreement has expired.

On 22 January 2018 a Heads of Agreement was concluded with Trove Metal Limited (see section 6.2), that has led to an Agreement on PL3850, subject to the approval by the Minister for Communications, Climate Action and Environment (upon submission of the Agreement). Subsequently, IMC engaged CSA Global Limited (UK) to carry out an MRE in accordance with the JORC Code (2012) to report on and detail the potential for a reprocessing project which would extract much of the remaining metal from the spoils and tailings heaps. The MRE has been completed.

In January and February 2018 IMC relinquished eight PLs; PL 3668, PL 3460, PL2103, PL3550, PL 3806, PL 3870, PL 3426 and PL 3677, leaving the Company in possession of five precious metal licences and two base metal licences.

In November 2018 IMC relinquished two PLs, PL 3644 and PL 2239 leaving the Company in possession of four precious metal licences and one base metal licence as detailed in section 6.2 below.

IMC currently holds valid PLs in two distinct geographic and geological jurisdictions in the Republic of Ireland. One of the PLs (PL 3729) is in the West Midlands and is a target for Irish- style base metal mineralisation. The remaining four PLs occur in the southeast of Ireland (County Wexford and County Wicklow) and include: PL 3850 and PL 3849 (that comprise the Avoca Project) targeting volcanogenic massive sulphide (VMS) mineralisation and various styles of gold mineralisation and the spoils heaps from historic mining activity; the adjacent PL 3857, targeting the same primary deposit types; and PL 2551, targeting orogenic gold mineralisation.

The Avoca Mine has operated since the early 18<sup>th</sup> century, with recent open pit mining during the 1970s and 1980s. The deposit is a VMS and mining extracted Cu, Pb and minor Zn, with Au and Ag present. The mining operations ceased in 1982 with little to no environmental remediation taking place. Mine spoils were deposited onto several spoils and tailings heaps near the mine and IMC requested CSA Global Limited (UK) (see report 4 Page 13) to prepare an MRE for several of the spoils heaps, specifically the Cronebane, Mount Platt and Tigroney East spoils heaps. Other spoils heaps have been delineated by IMC but are not part of our current investigations.

The Mineral Resource is classified as an "inferred" Mineral Resource and has been reported in accordance with the JORC Code (2012). Classification of the MRE was carried out considering the volumes of the spoils heaps, quality of the sampling and density data, and sample spacing.

#### *6.2 Trove Agreement Outline and Reports Conducted*

On 11 May 2018 an Agreement was concluded between IMC and Trove Rehabilitation Nominees Limited (Trove). IMC and Trove are committed to working together to process secondary mineral deposits at the site of the former Avoca Mine in Co. Wicklow. To this end, IMC and Trove have agreed that Trove will manage technical aspects of the project on behalf of IMC into the viability of secondary processing of the mine waste at Avoca. The Agreement relates to one of IMC's PL area, namely PL 3850.

IMC proceeded with a comprehensive sampling programme and has produced an MRE. A subsequent metallurgical study was followed by an economic study in line with the MRE.

The programme consisted of four main steps:

1. Trial Pitting and subsequent analysis of material
2. MRE
3. Metallurgical Study
4. Economic Study

Term:

This Agreement shall remain in force until such time as either:

1. The termination of this Agreement by mutual agreement between Trove and IMC
2. Trove may at any time resign as joint venture partner on at least 60 days' written notice to IMC

Trove shall be automatically removed from its appointment as joint venture partner if Trove breaches any of its obligations under this Agreement with negligence or in any way breaching good industry practices and fails to remedy that breach within 30 (thirty) days of having received notice to that affect from the other Party.

Upon Trove ceasing to be joint venture partner, Trove will deliver back to IMC custody of all the assets and property comprising the assignment and any and all books and records pertaining to such assets and property which is prepared or maintained in its capacity as joint venture partner. Trove will at all times post surrender honour all agreed confidentiality agreements and any agreed future assistance to ensure the smooth progress of the project.

Consideration:

The operation, management and control of the joint venture company shall be vested in IMC and Trove, to be facilitated by way of assignment of PL 3850, to a new joint venture company, subject to agreement of the Minister for

Communications, Climate Action and Environment. In return, Trove received 18,750,000 shares in IMC on 11<sup>th</sup> May 2018.

All parties will be awarded salaries commensurate with industry norms following the first significant fundraising round. Salaries may be accrued accordingly. Trove will be awarded a 2% commission on any investment made by investors introduced to the project by Trove Metal Limited, whether for a share in the joint venture or outright purchase of the joint venture. Trove is not contractually obliged to raise investment for the project.

The purpose of the Joint Venture Agreement is to definitively set out the Parties' respective rights and obligations.

#### Role of Agreement:

The role of this Agreement in relation to the strategic objectives for the short to medium term is to use the Trove expertise to manage the technical aspect of producing an MRE (per JORC standard) of the Spoils and Tailings Project in Avoca Co. Wicklow, Ireland and if required by IMC to pursue an economic study based on the MRE (see steps 1-4 above). Trove's technical expertise comes from its two principals; Jonathan Talbot P.Geol, Eur Geol, BSc, MSc, MEM, MBA and Paul Gordan P.Geol, Eur Geol, MSc. Both Jonathan Talbot and Paul Gordan have experience in the area of tailings and spoils specifically.

There are capital expenditures relating to this Agreement. The only expenditures relate to each of the four steps above and will be financed by IMC. We can confirm this expenditure does not in any way relate to government obligations.

#### Reports:

Since our engagement with Trove Metal Limited, five reports were completed. Four deal exclusively with PL 3850 and one report deals partly with it. Summary information regarding the scope of the reports is presented below.

#### Report 1

Title of Report: Proposal for completion of an Outline Study relating to the secondary processing of mine waste material from Avoca Mines, Wicklow, Ireland.

Date of Report: April 2017

Reason of Report: Trove Metal Limited and IMC formulated an outline plan and cost estimate for completing an internal outline study. The study is intended solely to inform discussions between Trove Metal Limited and IMC.

Scope/Works Carried Out: The Avoca Mine Site is located in the Avoca Valley in south Co. Wicklow. From a mine waste perspective the site is broken into three primary areas: East Avoca, West Avoca and the tailings dam. East Avoca and West Avoca are located across the valley from each other with the Avoca river and the R752 (regional road in County Wicklow) bisecting them. The tailings dam is approximately 4km downstream of the mine in an area known as Shelton Abbey. It was proposed that Trove Metal Limited conducted an investigation into the viability of secondary processing of the mine waste at Avoca, using technical analytical methods combined with operational, industry and cost analysis. The investigation was a high-level study and outlined whether it is worth proceeding with a preliminary economic assessment, pre-feasibility study or full feasibility study.

#### Report 2

Title of Report: Outline Report on Avoca Historic Mine Site, Environmental Clean-up Project Date of Report: July 2017

Reason of Report: IMC entered into an Agreement with Trove Metal Limited to undertake a study regarding the proposed clean-up of the legacy environmental issues at the Avoca Mine Site.

Scope/Works Carried Out: The study scoped (in summary) a range of technical issues including

- Estimates of tonnages in spoil heaps
- Estimates of grades in spoil heaps
- Potential processing methods
- Workflow and costs
- Markets

The conclusions to Report 2 were that a detailed liberation analysis be undertaken by Grinding Solutions Limited on the Avoca tailings project. It also concluded that IMC engage CSA Global Limited to prepare a JORC Code (2012) compliant MRE for the Avoca historic mine site project.

### Report 3

Title of Report: Avoca Tailings Mineralogical Analysis Date of Report: November 2018

Reason of Report: A detailed mineral liberation analysis was undertaken by Grinding Solutions Limited on Avoca tailings provided by IMC and Trove Metal Limited. The purpose of this analysis was to assess features of the mineralogical texture relevant to metallurgical processing, with a view to making recommendations for metallurgical testwork.

Scope/Works Carried Out: The grind size target for Pb is around 30µm, for Cu around 160µm and for Zn around 800µm but the latter may be skewed by coarse well-liberated particles. Given this wide range, the risk of overgrinding (especially Pb), and requirements for the recovery method it is recommended a range of 100 – 400µm may be a good starting point.

The distribution of mineral particles by specific gravity indicates a combined Cu-Pb-Zn pre-concentrate may be produced, but this is unlikely to be a viable route for producing final saleable concentrates due to similarities in specific gravity between target minerals and certain gangue minerals. A trade-off study is recommended looking at direct flotation, direct gravity separation and a gravity separation preconcentration step followed by flotation. As part of this study concentrates should be assayed for Au and Ag as well to determine whether these elements are present in economically interesting concentrations.

### Report 4

Title of Report: Mineral Resource Estimate, Avoca Historic Mine Site Project, Ireland Date of Report: October 2018

Reason of Report: CSA Global Limited (UK) was commissioned by IMC Exploration Group PLC to prepare an MRE for the Avoca Historic Mine Site Project.

Scope/Works Carried Out: The Mineral Resource is classified as “inferred” and has been reported on in accordance with the JORC Code (2012). Classification of the of the Mineral Resource was carried out taking into account the volumes of the spoil heaps, quality of the sampling and density data, and sample spacing. As the MRE for PL3850 is an inferred estimate no estimation of anticipated mine life has been projected.

### Report 5

Title of Report: Competent Person’s Report – IMC Exploration Group Irish Projects Date of Report: October 2018

Reason of Report: CSA Global Limited (UK) was commissioned by IMC Exploration Group PLC to prepare an independent Competent Person’s Report for the use in future development of the Company.

Background: IMC holds significant exploration tenure in Ireland with a total of five granted PLs covering 190.29km<sup>2</sup> in the west midlands and southeast Ireland. The midlands PL has potential for Irish style base metal mineralization whereas the south-eastern PLs have potential for volcanogenic massive sulphide mineralization and various styles of gold mineralization.

#### Future Work Programme

Going forward, the work programme will draw on the recommendations made in the range of reports and studies, including the 23<sup>rd</sup> October 2018 CPR, completed in the 2017-19 period.

Of the total financial statutory commitments of €220,000, set out on Table 19 Page 80 of the CPR, IMC has already expended €164,800 and the remaining total statutory spending commitment of €55,200 is to be met by existing available funds within the company. This will be spent to further investigate the potential of PL’s as referred to in the October 2018 CPR. An amount of €23,400 on PL 2551 and €23,400 on PL 3857 both prior to 11<sup>th</sup> May 2019 and an amount of €8,400 will be spent on PL 3729 prior to 19<sup>th</sup> April 2019. This leaves a balance of €91,200 of the total proposed expenditure of €312,200, set out on Table 19 Page 80 of the CPR which the competent person has recommended could be spent in future programmes on the PL’s.

The work programme will include

- Borehole drilling (percussion rig) to get a true three-dimensional picture and a large sample per metre interval. 50m drill spacing envisaged and all samples will be geologically logged.
- Collecting representative samples from each drill hole to provide additional bulk density data
- 3D modelling of the spoil heaps will be carried out in detail
- Recalculation of volumes based on the newly acquired drilling information
- Further analysis of the potential for the extraction of REEs and other metals on the EU critical raw materials list.

- Carry out assays for Au and Ag. Also worthwhile is determining the Sn, Se, Cd, H and Sb content
- Carry out a trade-off study between a gravity separation-based processing route and a flotation-based processing route

### 6.3 Principal investments

The following table sets out, for each of the three years ended 30 June 2018, the carrying value of IMC's principal investments, which comprise mineral prospecting licences in Ireland. It further discloses interim financial information as at December 2018 and December 2017:

	As at 30 June			As at 31 December	
	2018	2017	2016	2018	2017
	Audited	Audited	Audited	Unaudited	Unaudited
	€	€	€	€	€
Intangible assets	332,127	587,665	587,665	364,139	587,665

During the above mentioned periods, direct expenditure on the PLs have not been material. However, sufficient expenditure on the PL's has resulted in the successful renewal and review of the Company's PLs by the Minister of Communications, Climate Action and Environment.

The following table sets out the PLs held by IMC, through its wholly owned subsidiary IMC Exploration Limited, all of which are located in Ireland.

Prospecting licence ground	Licence no.	Location	Area (km <sup>2</sup> )	Minerals	Licence Start Date	Licence End Date
PL 3849	259753062	Wicklow	45.24	Base Metals Barytes Gold, Ores of. Silver, Ores of.	7 February 2013	6 February 2025*
PL 3850	259753103	Wicklow	27.63	Base Metals Barytes Gold, Ores of. Silver, Ores of.	7 February 2013	6 February 2025*
PL 2551	254847692	Wexford	36.81	Gold, Ores of. Silver, Ores of. Base Metals Barytes	12 May 2011	11 May 2023
PL 3857	254846581	Wicklow	49.84	Gold, Ores of. Silver, Ores of. Base Metals Barytes	12 May 2011	11 May 2023
PL 3729	254847414	Clare	30.77	Barytes Silver, Ores of. Base Metals	20 April 2011	19 April 2023

\* Renewal of PL 3849 and PL 3850 were processed by the Department of Communications, Climate Action and Environment on 10 April 2019. The licences were endorsed to extend their validity to 06 February 2025.

PLs are issued for an initial period of six years for specified minerals with a required minimum expenditure. A minimum work programme is required covering each two year phase of the PL, the details of which are agreed with the licensee. One month prior to the expiry of each two year phase of the PL, the licensee (if wishing the PL to continue in force) shall propose a work programme for the following two year phase for approval by the Minister for Communications, Climate Action and Environment. Work reports are required to be submitted to The Exploration and Mining Division of the

Department of Communications, Climate Action and Environment (EMD) every two years, and are held confidential for six years or until surrender of the PL (if earlier). Work Reports must include details of all exploration activity carried out in the PL area during the period covered by the report. If, on expiry of the six year period of the PL, the Minister for Communications, Climate Action and Environment is satisfied that the licensee has fulfilled all the obligations imposed by the PL and that the licensee continues to satisfy the financial, technical, environmental and other requirements of the Minister for Communications, Climate Action and Environment, the Minister for Communications, Climate Action and Environment undertakes to grant a renewal of the PL to the licensee for a further term as the Minister for Communications, Climate Action and Environment may consider appropriate.

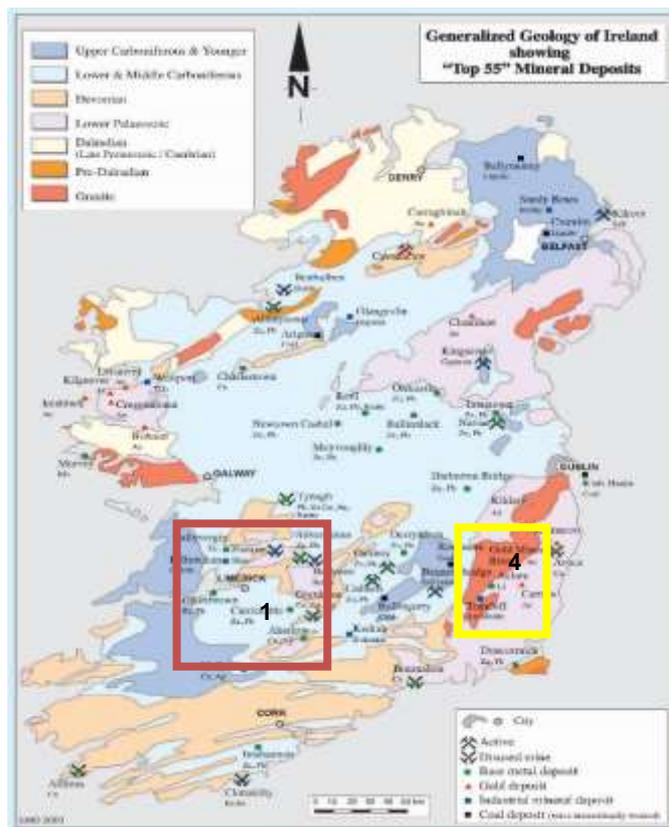
PL 3849 and PL 3850 have been reviewed by the EMD. *The EMD has renewed PL 3849 and PL 3850 and extended their validity to 6<sup>th</sup> February 2025.* The Group has reached its spending requirement of €60,000 on PL 3849 and has exceeded its spending requirement of €60,000 on PL 3850. PL 2551 and PL 3857 have been renewed for a second six year period. To maintain these precious metal licences in good standing, the Group is obliged to spend €30,000 on prospecting work on each of PL 2551 and PL 3857 by May 2019.

The Group's base metal licence, PL 3729, has been renewed for a second six year period. To maintain this PL in good standing, the Group is obliged to spend €40,000 on prospecting work prior to April 2019, €31,600 of which has already been spent. IMC will fund the remaining expenditure required from its own resources. In summary, the Group's minimum spending obligations on its five PLs amounts to € 55,200 in the next twelve months, of which €30,000 is required to be spent on PL 2551 of which €6,600 has already been spent, €30,000 on PL3857 of which €6,600 has already been spent and €40,000 is required to be spent on PL 3729, of which €31,600 has already been spent.

Further information on the Group's PLs is set out in the Independent Competent Person's Report from CSA Global Limited (UK), prepared in accordance with the JORC Code (2012), written in October 2018 (hereinafter referred to as "CPR, October 2018") which is included in Schedule 1 to this document.

A further two PLs in the south-eastern cluster are in the process of being applied for by the Group and would add a further 53.98 km<sup>2</sup> to the Group's prospecting footprint. The two additional licences are adjoining licences to PL2551. We have applied for these additional licences because of the positive results to date from PL2551. PL 2551 has returned some high gold grades and several moderate to low grades from the limited drilling undertaken to date, as well as one significant base metal intersection. In CSA Global's opinion, there is potential for orogenic-style gold mineralisation on the licence, particularly along a postulated mineralised zone/structure that may underlie both the Kilmichael and Boley prospects on the licence. Under the terms of the licences IMC would have 2 years to incur the required expenditure. It is expected that this expenditure would be incurred in the second year.

The following map shows the location of IMC's PLs; one base metal licence and four precious metal licences.



## 7. Business overview

IMC's principal activity is prospecting for gold, silver, base metals and barytes in Ireland, in accordance with the terms of the Group's PLs, which are its principal assets and on which its prospects are entirely dependent. The Group's main focus is on the discovery of gold, silver and base metals with a view to establishing the existence or otherwise of economically recoverable quantities of such metals.

The decision to acquire a PL is initially based on a number of factors, including known geological properties both in and adjacent to the PL area, as well as data available for previous exploration activity in the area. Other considerations include communications and accessibility, availability of suitable human resources and environmental and planning issues. Progress through the exploration phase relies on assessments by suitably experienced experts of the results of initial trenching and/or drilling followed by infill exploration to a point where a resource can be identified within the parameters of established and internationally accepted standards.

A key factor in establishing a value for such resources, once there is sufficient evidence for their existence, is the possible selling price for the metals in question. All of the metals for which IMC is exploring are traded on international commodities markets for which ample data exists to enable judgements to be formed on this matter. In some cases, it is possible to enter into offtake agreements with particular customers at a known price and for a specific duration, which would have the benefit of adding certainty of the amount of future cash flows for the Group if any of its projects go into production. Other factors which must be taken into account include likely levels of capital expenditure, projected ongoing operating costs and the expected life of the resource.

In view of its current stage of development, the markets that IMC is actively engaged with comprise geological, drilling and assay evaluation resources, which it has and will continue to outsource. IMC contracts with a range of service providers, comprising CSA Global Limited (UK), BRG Consultants, Priority Drilling, SLR Consultants, Pelican Mapping, ALS Laboratory and Aurum Global Exploration Limited.

Having been awarded 15 PLs in 2011 to 2013, IMC commenced a drilling programme on its various PL areas in Counties Wicklow, Wexford, Clare and Limerick, in Southeast and Southwest Ireland. The initial indications from the recovered core on the Tulla PL (PL 3729) were highly encouraging. The results from drilling on PL area PL 2551 were extremely positive. As a result of this IMC commissioned a technical report from Aurum Global Exploration Limited on this PL area. This report provided analysis of the results and recommended a future exploration programme. IMC then commissioned SLR Consulting (Ireland) Limited to prepare a Competent Person's Report (CPR) compiled in January 2016 (hereinafter referred to as "CPR, January 2016").

To date, IMC has drilled 26 holes on its currently held 5 PL areas (as well as a further 4 holes which relate to relinquished PLs (PL 3806, PL 3550 and PL 3644). The CPR, January 2016, concludes that "there remains significant potential for exploration success" on the Avoca Block (PL 3849 and PL 3850) and that IMC's work has "significantly upgraded the gold potential on the Kilmichael Licence" (PL 2551). The Tulla PL (PL 3729) contained according to the CPR, January 2016 "encouraging indications".

In 2017 IMC commissioned Trove Metal Limited to embark on a desktop study on PL3850 in Avoca, Co. Wicklow to investigate the viability of secondary processing of the mine waste at Avoca, using technical analytical methods combined with operational, industry and cost analysis. This was as follow up on indications from a Government commissioned report (CDM - Feasibility Study for Management and Remediation of the Avoca Mining Site -December 2008) that "the (Avoca) spoils contain significant concentrations of copper (56-11,344 milligrams per kilogram (mg/kg), zinc (44-7,404 mg/kg), lead (112-41,353 and arsenic (18-3,903 mg/kg)". The Mount Platt spoils (PL 3850) indicate "...very high concentration of copper, zinc, iron and aluminium".

Following the completion of the desktop study, IMC entered into an Agreement with Trove Metal Limited. IMC then commissioned Trove Metal Limited to commence an Outline Report on the Avoca Historic Mine site. Following the recommendations in the Outline Report, IMC engaged CSA Global Limited (UK) to carry out an MRE. This MRE is classified as "inferred" and has been reported in accordance with the JORC Code (2012).

In August 2018 IMC commissioned CSA Global Limited (UK) to prepare a Competent Person's Report in accordance with the JORC Code (2012) (hereinafter referred to as 'CPR, October 2018). When applying to the standard segment of the Official List and trading on the London Stock Exchange's regulated market for listed securities it is a requirement of the European Securities and Markets Authority (ESMA) to have this Competent Person's Report as part of this prospectus which forms part of the application.

## 8. Organisational structure

IMC is the holding company for its wholly owned exploration subsidiary, IMC Exploration Limited.

IMC Exploration Limited is incorporated in Ireland. The Company owns 100 per cent of its share capital and voting rights.

## 9. Property, plants and equipment

The Group's principal assets are described in paragraph 6.2 above.

While the economic benefits of mining are clearly recognised in Ireland, concern about the impact of mining on the natural environment has increased in recent years. Both the Irish government and the mining industry have recognised this concern and have acknowledged the importance of their environmental responsibilities by adopting a range of protective measures.

Towards this end the Irish government has implemented a suite of pragmatic environmental legislation, which aims to secure an expanding future for the mining industry in the context of sustainable development.

Under the provisions of the Minerals Development Acts, 1940-1999, the Minister for Communications, Climate Action and Environment is empowered to issue PLs and subsequently, when an economic deposit has been defined, a State Mining Facility. Under different Acts there are separate but complementary procedures and agencies responsible for land use planning control and environmental issues, namely the relevant Local Planning Authorities and the Environmental Protection Agency (EPA). Environment in this context means emissions to air and water, noise including vibration, waste storage and disposal. Planning Permission (from the Local Planning Authority) and an Integrated Pollution Control Licence (from the EPA) must be obtained before the commencement of commercial extraction.

## 10. Operating and financial review

### *Consolidated statement of comprehensive income*

The consolidated statement of comprehensive income for the three years ended 30 June 2018 and six months to 31 December 2018 and 2017 is as follows:

	Year ended 30 June			Six months ended 31	
	2018	2017	2016	2018	2017
	€	€	€	€	€
Revenue	-	-	-	-	-
Administrative expenses	(921,757)	(267,507)	(410,007)	(155,737)	(74,680)
Operating Loss for the period	(921,757)	(267,507)	(410,007)	(155,737)	(74,680)
Finance Income	-	-	-	-	-
Loss on sale of investment	-	-	-	-	-
Amount written off investment	(284,088)	-	-	-	-
Loss for period before tax	(1,205,845)	(267,007)	(410,007)	(155,737)	(74,680)
Income tax expenses	10,991	-	-	-	-
Total comprehensive loss for the period	<u>(1,194,854)</u>	<u>(267,507)</u>	<u>(410,007)</u>	<u>(155,737)</u>	<u>(74,680)</u>
Loss attributable to:					
Equity holders of the Company	<u>(1,194,854)</u>	<u>(267,507)</u>	<u>(410,007)</u>	<u>(155,737)</u>	<u>(74,680)</u>
Total Comprehensive Loss attributable to:					
Equity holders of the Company	<u>(1,194,854)</u>	<u>(267,507)</u>	<u>(410,007)</u>	<u>(155,737)</u>	<u>(74,680)</u>
Earnings per share					
From continuing operations					
Basic and Diluted loss per share (cent)	(0.5)	(0.2)	(0.4)	(0.1)	(0.1)

During the period covered by the financial information set out in the table above, the Directors have continued to evaluate the Company's PLs and carried out drilling on the most prospective targets, with a view to establishing increased value for the PLs, and producing sufficient data to add to the prospectivity of its PLs. Administrative expenses.

The following table shows, for the three years ended 30 June 2018, certain items comprised in the Group's administrative expenses, as disclosed in the financial statements for each of those years and the balance of other administrative expenses.

	2018 €	2017 €	2016 €
Depreciation of tangible assets	-	-	1,465
Auditors remuneration	14,000	15,000	14,500
Other administrative expenses*	907,757	252,507	394,042
	<u>921,757</u>	<u>267,507</u>	<u>410,007</u>

Administrative expenses rose in 2016 (over 2015) mainly as a result of increased commissions in connection with fundraising. Administrative expenses in 2017 were broadly in line with 2016 figures (excluding commissions). In 2018 there was an increase in legal and professional fees of €693,531 (from €178,303 for the year ended 30 June 2017 to €871,834 for the year ended 30 June 2018). This was largely due to professional services of €710,860 provided by directors and other third parties to the Company who were then compensated by the issuing of shares in lieu of cash payment. Included in the increase of €693,531 are payments to the directors of the Company (€264,081) and Lisa McDonnell (€97,892) in recognition of services provided over the past number of years. A further €213,428 relates to 18,750,000 Ordinary shares issued to Trove in respect of the Trove Agreement signed on 11<sup>th</sup> May 2018. A total of €74,480 was paid in cash for services during the financial year 2018. For the six month period to 31 December 2018 legal and professional fees amounted to €133,142 which were largely in relation to the commissioning of the CPR and application for listing costs.

Year end 2018 administrative expenses consists of legal, professional and consultancy (€871,834), travel, accommodation costs including rent and rates and other (€49,923), totalling €921,757.

Year end June 2017 administrative expenses consist of legal, professional and consultancy (€178,303), travel, accommodation costs including rent & rates (€60,320) and other (€28,884), totalling €267,507.

Year end June 2016 administrative expenses consist of legal, professional and consultancy (€179,264), travel, accommodation costs including rent & rates (€53,451), commissions (€137,420) and other (€39,872), totalling €410,007.

*Consolidated statement of financial position*

The consolidated statement of financial position for each of the three years ended 30th June 2018 and the two six month periods ended 31 December 2018 and 2017 are as follows:

	Year ended 30 June Audited			Six Months ended 31 December Unaudited	
	2018 €	2017 €	2016 €	2018 €	2017 €
<b>Assets</b>					
Intangible assets	332,127	587,665	587,665	364,139	587,666
Property, plant and equipment	-	-	-	-	-
Investments	-	-	-	-	-
<b>Total Non-Current Assets</b>	<b>332,127</b>	<b>587,665</b>	<b>587,665</b>	<b>364,139</b>	<b>587,666</b>
<b>Current Assets</b>					
Trade and other receivables	-	81,018	95,047	-	78,747
Cash and cash equivalents	212,410	(19,464)	61,742	116,425	(35,362)
<b>Total Current Assets</b>	<b>212,410</b>	<b>61,553</b>	<b>156,789</b>	<b>116,425</b>	<b>43,385</b>
<b>Total Assets</b>	<b>544,537</b>	<b>649,219</b>	<b>744,454</b>	<b>480,564</b>	<b>631,050</b>
<b>Equity</b>					
Share Capital	278,107	166,610	145,910	293,107	174,110
Share premium	3,490,942	2,489,137	2,237,415	3,606,798	2,554,409
Retained deficit	(3,280,316)	(2,085,462)	(1,817,956)	(3,436,053)	(2,160,143)
<b>Attributable to owners of the Company</b>	<b>488,733</b>	<b>570,285</b>	<b>565,369</b>	<b>463,852</b>	<b>568,376</b>
<b>Total Equity</b>	<b>488,733</b>	<b>570,285</b>	<b>565,369</b>	<b>463,852</b>	<b>568,376</b>
<b>Liabilities – Current</b>					
Trade and other payables	55,804	67,943	168,094	16,712	51,683
Current tax liabilities	-	10,991	10,991	-	10,991
<b>Total Liabilities</b>	<b>55,804</b>	<b>78,934</b>	<b>179,085</b>	<b>16,712</b>	<b>62,674</b>
<b>Total Equity and Liabilities</b>	<b>544,537</b>	<b>649,219</b>	<b>744,454</b>	<b>480,564</b>	<b>631,050</b>

*Intangible assets*

During the year ended 30 June 2018 there was an amortisation of the exploration and evaluation assets carrying amount of €284,088. At the beginning of the year the Group held 15 exploration PLs which covered areas in Co. Wicklow, Co. Wexford and Co. Clare. 8 of these PLs were returned to the Department of Communication, Climate Action and Environment and any associated carrying amounts in the Balance Sheet were written off to the Profit and Loss Account. A further 2 PLs were returned to the Department on 18<sup>th</sup> October 2018 and any associated carrying amounts relating to these PLs in the Balance Sheet were also written off to the Profit and Loss Account in the year ended 30<sup>th</sup> June 2018. Additional expenditure on existing PLs during the year amounted to €28,550. There are currently 5 exploration PLs held by the Group and further details can be found in Note 10 to the Financial Statements year ended 30 June 2018. For the six month period to 31 December 2018 there was further expenditure on existing PLs during the year amounting to €32,012.

*Trade and other receivables*

The following table analyses the component elements of the Group's trade and other receivables for the three years ended 30 June 2018.

	2018	2017	2016
	€	€	€
Other receivables	-	8,486	22,515
Directors Accounts	-	43,962	43,962
Called up share capital not paid	-	28,570	28,570
Prepayments and accrued income	-	-	-
	<u>-</u>	<u>81,018</u>	<u>95,047</u>
	<u>-</u>	<u>81,018</u>	<u>95,047</u>

Trade and other receivables mainly comprise sundry receivables. Prior year receivables consisted of reclaimable VAT on expenditure incurred by the Group in 2016 and expenditure to be reimbursed by Koza Limited under the terms of the joint venture agreement. There were no trade receivables at year end 30 June 2018 or at 31 December 2018.

*Cash and cash equivalents*

Cash and cash equivalents at the end of each of the three years ended 30 June 2018 and the two six month periods ended 31 December 2018 and 2017 were as follows:

	Audited year ended 30 June			Unaudited six months ended 31 December	
	2018	2017	2016	2018	2017
	€	€	€	€	€
Cash and cash equivalents	<u>212,410</u>	<u>(19,464)</u>	<u>61,742</u>	<u>116,425</u>	<u>(35,362)</u>

The net decrease in cash and cash equivalents between 30 June 2018 and 31 December 2018 of €95,985 is largely due to the payment of legal and professional fees.

The net increase in cash and cash equivalents between year ended 2018 and 2017 of €231,874 primarily arose from the €402,442 net proceeds of the share issues (in cash) during the year, being partly offset by payments in relation to administrative expenses, creditors etc.

The overdrawn balance at year end June 2017 of €19,464 represents a decrease in cash and cash equivalents of €81,206 between year end 2016 and 2017. Net proceeds (in cash) from the issue of 20,700,000 shares in the period was €167,179. However, Administrative expenses amounted to €267,507 and the negative net movement in trade receivables and payables of €86,122 resulted in the overall decrease in cash and cash equivalents of €81,206 in the year. The components of the year end figures, and explanation thereof, are included under consolidated statement of cash flows below.

*Retained deficit*

The retained deficit at the end of each of the three years ended 30 June 2018 and at the end of the two six month periods ended 31 December 2018 and 2017 was as follows:

	Audited at 30 June			Unaudited at 31 December	
	2018	2017	2016	2018	2017
	€	€	€	€	€
Balance at beginning of the period	(2,085,462)	(1,817,956)	(1,407,949)	(3,280,316)	(2,085,463)
Total loss for the period	<u>(1,194,854)</u>	<u>(267,506)</u>	<u>(410,007)</u>	<u>(155,737)</u>	<u>(74,680)</u>
Balance at the end of the period	<u>(3,280,316)</u>	<u>(2,085,462)</u>	<u>(1,817,956)</u>	<u>(3,436,053)</u>	<u>(2,160,143)</u>

The movements in the retained deficit are generated by the loss for each of the three years ended 30 June 2018 and six months to 31 December 2018, the components of which are discussed in detail above in this section under the heading "Consolidated statement of income".

*Share capital and share premium*

In the year ended 30 June 2016 the Company issued 33,500,000 new Ordinary Shares at an aggregate amount of €531,146 for cash consideration.

In the year ended 30 June 2017 the Company issued 20,700,000 new Ordinary Shares at an aggregate amount of €167,179 for cash consideration (15,000,000 shares) and €105,243 for non-cash consideration (5,700,000 shares).

In the year ended 30 June 2018 the Company issued 111,497,566 new Ordinary Shares at an aggregate amount of €402,442 for cash consideration (50,894,285 shares) and €710,860 for non-cash consideration (60,603,281 shares).

In the six months ended 31 December 2018 the Company issued 15,000,000 new Ordinary Shares at an aggregate amount of €130,856 for cash consideration.

*Current liabilities*

The following table analyses the component elements of the Group's trade and other payables for the three years ended 30 June 2018.

	2018	2017	2016
	€	€	€
Corporation tax	-	10,991	10,991
Other payables	-	3,008	107,958
Accruals	55,804	64,935	60,136
	<u>55,804</u>	<u>78,934</u>	<u>179,085</u>

Corporation tax charges in years ended 30 June 2016 and 30 June 2017 of €10,991 were in relation to a charge on outstanding directors' loan accounts during these years. For the year ended 30 June 2018 the directors' loans were repaid to the Company and the Corporation Tax charge reversed. As at 31 December 2018 the corporation tax charge was €nil.

The decrease in other payables from €107,958 at year ended 30 June 2016 to €3,008 at 30 June 2017 relates primarily to professional fee payments of amounts outstanding at 30 June 2016. There were no outstanding invoices at 30 June 2018 or at 31 December 2018.

Accrual amounts of €60,136 for the year ended 30 June 2016, €64,935 for the year ended 30 June 2017 and €55,804 for the year ended 30 June 2018 relates to accrued expenses for unbilled invoices at the year and period ends in relation to audit and other professional and legal fees. As at 31 December 2018 accruals amounted to €16,712.

*Consolidated statement of cash flows*

The consolidated statements of cash flows for each of the three years ended 30 June 2018 are as follows:

	2018	2017	2016
Cash flows from operating activities			
Loss for the year	(1,194,854)	(267,507)	(410,007)
Adjustments for:			
Income tax expense recognised in profit and loss	(10,991)	-	-
Depreciation	284,088	-	1,465
	<u>(921,757)</u>	<u>(267,507)</u>	<u>(408,542)</u>
Cash from operations before changes in working capital	(921,757)	(267,507)	(408,542)
Movement in trade and other receivables	81,017	14,029	16,624
Movement in trade and other payables	(12,138)	(100,151)	12,140
	<u>(852,878)</u>	<u>(353,629)</u>	<u>(379,778)</u>
Net cash flow from operating activities	(852,878)	(353,629)	(379,778)
Cash flows from investing activities			
Interest received	-	-	-
Proceeds from sale of investments	-	-	-
Taxation	-	-	-
Acquisitions and disposals	(28,550)	-	(62,941)
	<u>(28,550)</u>	<u>-</u>	<u>(62,941)</u>
Net cash (used in) investing activities	(28,550)	-	(62,941)
Cash flows from financing activities			
Proceeds from the issue of new shares	1,113,302	272,422	531,146
Finance income/(expense)	-	-	-
	<u>1,113,302</u>	<u>272,422</u>	<u>531,146</u>
Net cash generated by financing activities	1,113,302	272,422	531,146
Movement in cash and cash equivalents	231,874	(81,207)	(88,427)
Cash and cash equivalents at beginning of year	(19,464)	61,742	(26,685)
	<u>212,410</u>	<u>(19,464)</u>	<u>61,742</u>
Cash and cash equivalents at end of year	<u>212,410</u>	<u>(19,464)</u>	<u>61,742</u>

*Cash flows from operating activities*

Losses have been reduced by non-cash items included in the consolidated statement of comprehensive income for the years ended 30 June 2016 and 30 June 2018.

For the year ended 30 June 2016 there was a depreciation charge of €1,465 in relation to depreciation of fixtures and fittings.

For the year ended 30 June 2018 the loss was increased by €10,991 for the reversal of the corporation tax accrual of €10,991 in relation to a charge on overdrawn directors' loan accounts which were repaid during the year. However, losses were reduced by €284,088 which was a write down of intangible assets to reflect the previous costs associated with the exploration PLs which were not renewed and subsequently written off to the Profit and Loss account.

The following tables give a breakdown of the changes in working capital during the three years ended 30 June 2018.

Movement in trade and other receivables

	2018	2017	2016
	€	€	€
Other receivables	8,485	14,029	16,624
Directors' Accounts	43,962	-	-
Called up share capital not paid	28,570	-	-
Prepayments and accrued income	-	-	-
	<u>81,107</u>	<u>14,029</u>	<u>16,624</u>

The significant increase in movement in trade and other receivables from the year ended 30 June 2018 was for the repayments of directors' and related party loan accounts (€72,532) and VAT refund due collected (€8,485).

Movement in trade and other payables

	2018	2017	2016
	€	€	€
Other taxes and social welfare costs	-	-	-
Other payables	(12,138)	(104,950)	28,798
Accruals	-	4,799	(16,658)
	<u>(12,138)</u>	<u>(100,151)</u>	<u>12,140</u>

Movement in trade and other payables in 2018 over 2017 reflects payments made during the period for professional fees for one off corporate advisor fees and an increase in PR and communication fees.

*Cash flows from investing activities*

During the year ended 30 June 2016 the Group invested €62,941 in the acquisition and development of exploration PLs. During the year ended 30 June 2018 the Group invested a further €28,550 in the acquisition and development of exploration PLs.

*Cash flows from financing activities*

In the year ended 30 June 2016 €531,146 was raised from the issue of new Ordinary Shares. In the year ended 30 June 2017 €167,179 (cash) was raised and €105,243 (non-cash) for the issue of Ordinary Shares. In the year ended 30 June 2018 €402,442 (cash) was raised and €710,860 (non-cash) from the issue of new Ordinary Shares. Non-cash share issues relate to shares issued in lieu of services provided for shares.

**11. Capital resources**

At 30 June 2018 IMC's balance sheet showed shareholders' equity of €488,733. Its principal source of capital is share issue, which has historically been provided through the NEX Exchange Growth Market (formerly the ISDX Growth Market).<sup>\*</sup> During the three years to 30 June 2018, the Company has issued shares as follows: 30 June 2016, 33,500,000 shares issued with gross proceeds €531,146 (cash); 30 June 2017, 20,700,000 shares issued with net proceeds €272,422, €167,179 (cash), €105,243 (non-cash); and 2018, 111,497,566 shares issued with net proceeds €1,113,302, €402,442 (cash), €710,860 (non-cash).

<sup>\*</sup>ISDX changed its name to NEX Exchange on 31 October 2016

Net cash flows for the last three financial years are as follows:

	Year ended 30 June		
	2018	2017	2016
	€	€	€
Net cash flow from operating activities	(852,878)	(353,629)	(379,778)
Cash flow from investing activities	-	-	-
Acquisitions and disposals	(28,550)	-	(62,941)
Cash flow from financing activities	1,113,302	272,422	531,146
	<u>231,874</u>	<u>(81,207)</u>	<u>88,427</u>

Net cash flow from operating activities represents the cash consumed by the operations of the Group.

Cash flow from financing activities in the years ended 30 June 2016, 2017 and 2018 represents funds raised through the issue of new Ordinary Shares for cash and non-cash during those periods.

The Board objectives in respect of funding and treasury activities are to maximise returns on cash balances within the limits of acceptable risk parameters. Where applicable and when determined to be economically viable, the Board will mitigate risks arising in the ordinary course of business from foreign exchange rate and interest rate movements. The Board reviews the Group's exposure to foreign exchange rate and interest rate movements on at least a quarterly basis. To date, the Board is satisfied that the Group's interest rate exposure, being in euro and minimal and that the Group has no material foreign exchange exposure. Therefore the Board has determined that the materiality of the exposure does not warrant mitigation by way of risk limiting mechanisms at this stage. However, the policy is, as stated, reviewed on a regular basis. The Group's financial instruments and financial risk management are further described in Note 24 to the Financial Statements for the year ended 30 June 2016, Note 24 to the Financial Statements for the year ended 30 June 2017 and Note 24 to the Financial Statements for the year ended 30 June 2018 are included in this document.

The Directors, taking into consideration the requirement to fund the exploration work currently being undertaken by the Group and the Group's spending obligations under the terms of its PLs (€55,200 in next twelve months), are of the opinion that the Group has sufficient working capital for its present requirements and obligations over the next twelve months from the date of this prospectus. Therefore, the Directors consider that the Group's minimum expenditure obligations in respect of the ongoing exploration work (€55,200), and its ongoing operational expenses (€85,000) until at least April 2020 can be financed from currently held funds.

## **12. Administrative, management, and supervisory bodies and senior management**

The administration and management of the Company is carried out by the Board of Directors, whose names and functions are as follows:

Eamon O'Brien MBA (Chairman)  
Kathryn Byrne (Director)  
Dr. Glenn Millar MBA (Director / Geologist)  
Andrew (Laz) Fleming (Director / Geologist)

Dr. Glenn Millar and Andrew (Laz) Fleming have been on the Board of the Company since 28 June 2011. Eamon O'Brien and Kathryn Byrne joined the Board on 11 May 2018.

Former directors Nial Ring and Liam McGrattan resigned from the Board of the Company on 11 May 2018. Wilhan Limited, a company owned and controlled by former director Liam McGrattan ceased providing management / professional services on 11 May 2018.

The founders of the Company are as follows:

Glenn Millar  
Andrew (Laz) Fleming  
Liam McGrattan  
Nial Ring  
Hugh Gibney  
Thomas Davitt  
Gareth Jones

The business address of the persons named above is 70 Ballybough Road, Ballybough, Dublin 3, Ireland.

The relevant management expertise and experience of each of the Directors is as follows:

Eamon O'Brien B.Sc. H.D.E., MBA (63)

Eamon O'Brien, after graduating with an MBA, worked on Wall Street with Colin, Hochstin and Co. who were later acquired by Quick & Reilly, a specialised U. S. stockbroking firm. On returning to Ireland, he joined NCB Stockbrokers in Dublin before moving to Davy Stockbrokers. He has since served as a consultant on various projects, including retail management, software projects and property development.

He was a founding member and CFO of Eurocommerce, a payments processing company, now owned by Mastercard. Between 1999 and 2008 other positions of responsibility held at that company included Board Chairman, Acting CEO, and Company Secretary.

*Kathryn Byrne (52)*

Kathryn Byrne is a Director of a communications consultancy company based in Dublin. Taking a lead role in project management and event management, her expertise includes PR both corporate and consumer, media relations and public affairs. Kathryn takes an active role in the wider business and civic community. Kathryn served as a government appointed board member of An Bord Altranais and as a council member of Gaisce – the President's Award. She is involved in the Networks for Women in Business.

Kathryn is a Fellow of the Public Relations Institute of Ireland (PRII). She is former Honorary Secretary and board member of the PRII. She is also a Global Affiliate of the Chartered Institute of Public Relations. Kathryn holds an honours post-graduate diploma in public relations and is a member of the Institute of Chartered Secretaries & Administrators.

*Glenn Millar (55)*

Glenn Millar was awarded a PhD in Structural Geology from Queen's University in 1990 as well as an MBA from Open University UK in 2007. His research for his PhD focused on structures in the Irish Carboniferous terrain. He has eighteen years professional experience as a geological consultant to the mining and hydrocarbon exploration industries worldwide. He has managed geological projects in Europe, Middle East, Australia, North and South America.

Glenn formed Exploration Mapping Solutions (ExMap), was a business development manager of eSpatial Solutions Limited and was senior consultant at ERA-Maptec during a professional career which has given him expertise and proficiency in all aspects of geology and management. His research has been widely cited and he has contributed to several geological and mapping publications.

*Andrew (Laz) Fleming (68)*

Laz Fleming BSc, H.Dip. Ed., P. Geo, has 40 years' experience in various sectors of the minerals and mining industry, covering a wide spectrum, including 27 years' experience in Brazil. He has acted as country manager of Canadian companies (South Western Gold Corp and Hillsborough Resources Corp.) during the 90's and Irish company (Ovoca Resources plc) during the 80's and early 90's.

Laz has directed and supervised exploration programmes in Brazil, leading to the discovery of additional diamond and gold resources in Mato Grosso, Minas Gerais and Goias States. Laz has carried out, as an independent consultant, geological due diligence investigations on various mineral properties in Brazil, Bolivia, Angola, Guinea, Portugal and Turkey. Presently Laz is active in project generation identifying various mineral investment and exploration opportunities in Brazil, Portugal and Ireland.

Laz is a Euro Geologist (EurGeol) and a professional member of the Institute of Geologists of Ireland (IGI). He is also a founding member in 1973 of the Irish Association for Economic Geology (IAEG). Laz has been a competent person for the Canadian standard for reporting on mineral resources and reserves (National Instrument 43/101 – Standards of Disclosure for Mineral Projects), AIM, a market operated by London Stock Exchange plc, and NEX Exchange Growth Market. He is fluent in Portuguese and has a good working knowledge of Spanish.

The directorships and partnerships held or previously held by the Directors, in addition to that in the Company and its Subsidiary, within the five years prior to the date of this document are as follows:

<i>Name of Director</i>	<i>Current Directorships</i>	<i>Past Directorships held within five years of the date of this document</i>
Eamon O'Brien	National Handball and Croke Park Community Centre CLG. GAA Supporters Limited.	Croke Park Streets Committes Limited I Took Control Association Limited
Kathryn Byrne	Limelight Communications	None
Glenn Millar	None	None
Andrew (Laz) Fleming	None	None

None of the persons named above has in the five years preceding the date of this document:

- any convictions relating to fraudulent offences; or
- had any bankruptcy order made against him or entered into any individual voluntary arrangement;
- been a Director of a company which has been placed in receivership, compulsory liquidation, creditors' voluntary liquidation, administration, or which has entered into any company voluntary arrangement or any composition or arrangement with its creditors generally or any class of its creditors, whilst he was a Director of that company or within 12 months after he had ceased to be a Director of that company;
- been a partner in any partnership which has been placed in compulsory liquidation, administration or entered into a partnership voluntary arrangement, whilst he was a partner in that partnership or within 12 months after he ceased to be a partner in that partnership;
- been involved in receivership of any of his assets or of a partnership of which he was a partner at the time of or within 12 months preceding such events;
- been officially incriminated or sanctioned in public by statutory or regulatory authorities (including designated professional bodies); or
- been disqualified by a court from acting as a Director of a company or from acting in the management or conduct of the affairs of any company.

There are no potential conflicts of interests between any duties to the Company, of the persons referred to above, and their private interests and or other duties.

None of the persons named above hold any options/warrants in the Company.

### 13. Directors' remuneration

The amount of remuneration paid (including any contingent or deferred compensation), and benefits in kind granted to the persons referred to above by the Company and its subsidiaries for services in all capacities to the Company and its subsidiaries by any person in the three years ended 30 June 2018 was as follows:

Director	2018	2016	2017
Eamon O'Brien	€-	n/a	n/a
Kathryn Byrne	€-	n/a	n/a
Glenn Millar	€-	€-	€-
Andrew (Laz) Fleming	€-	€-	€-
Liam McGrattan	€-	€-	€-
Nial Ring	€-	€-	€-

During the year Wilhan Limited, a company owned by former director Liam McGrattan provided management services for the amount of €151,446. Wilhan Limited was issued 8,600,000 Ordinary Shares during the year with a value of €97,892 as part payment for the management services and the balance of €53,554 was settled in cash payment. Former director Liam McGrattan was paid further professional fees of €6,454 during the year.

During the year former director Nial Ring provided professional services for the amount of €108,772. Nial Ring was issued 8,600,000 Ordinary Shares during the year with a value of €97,892 in lieu of cash payment. The remaining €10,880 was offset against the director loan balance owing by Nial Ring.

During the year director Kathryn Byrne provided professional services for the amount of €11,383. Kathryn Byrne was issued 1,000,000 Ordinary Shares during the year with a value of €11,383 in lieu of cash payment.

During the year director Eamon O'Brien provided professional services for the amount of €11,383. Eamon O'Brien was issued 1,000,000 Ordinary Shares during the year with a value of €11,383 in lieu of cash payment.

During the year director Glenn Millar provided professional services for the amount of €29,723. Glenn Millar was issued 2,000,000 Ordinary Shares during the year with a value of €22,766 in lieu of cash payment. The remaining €6,957 was offset against the director loan balance owing by Glenn Millar.

During the year director Laz Fleming provided professional services for the amount of €26,890. Laz Fleming was issued 2,000,000 Ordinary Shares during the year with a value of €22,766 in lieu of cash payment. The remaining €4,124 was offset against the director loan balance owing by Laz Fleming.

The total amounts set aside or accrued by the Company or its subsidiaries to provide pension, retirement or similar benefits is €nil.

#### **14. Board practices**

The Group has established audit and remuneration committees with formally delegated duties and responsibilities as follows:

##### *Audit Committee*

The Audit Committee comprises Eamon O'Brien (Chairman) and Andrew Laz Fleming. It may examine any matters relating to the financial affairs of the Group and the Group's audits. This includes reviews of the annual financial statements and announcements, internal control procedures, accounting procedures, accounting policies, the appointment, independence, objectivity, terms of reference and fees of external auditors and such other related functions as the Board may require.

##### *Remuneration Committee*

The Remuneration Committee comprises Glenn Millar (Chairman) and Andrew Laz Fleming. It determines the terms and conditions of employment and annual remuneration of the Executive Directors. It consults with the Executive Chairman, takes into consideration external data and comparative third party remuneration and has access to professional advice outside the Company.

The key policy objectives of the Remuneration Committee in respect of the Company's Executive Directors are:

- To ensure that individuals are fairly rewarded for their personal contribution to the Company's overall performance; and
- To act as the independent committee ensuring that due regard is given to the interest of the Company's shareholders and to the financial and commercial health of the Company.

The Directors recognise the importance of sound corporate governance and the Group has since the Company's Admission to the NEX Exchange Growth Market, complied with the Quoted Companies Alliance guidelines insofar as they are appropriate given the Group's size and stage of development. The Company has not been required to comply with the corporate governance regime in Ireland but its corporate governance practices comply with such aspects of the regime as are appropriate to its size and stage of development. Following Admission, the Company will be required to comply with Listing Principle 1 of the Listing Rules, which, inter alia, requires compliance with DTR 7.2. The Directors intend to comply with the UK Corporate Governance Code published by the Financial Reporting Council insofar as they are appropriate to the Group's size and development.

The Board is responsible for the supervision and control of the Company and is accountable to the shareholders. The Board has reserved decision-making on a variety of matters, including determining strategy for the Group, reviewing and monitoring executive management performance and monitoring risks and controls. The Directors hold meetings at least every quarter and at other times as and when required. The Board met formally nine times during the year ended 30th June 2018. An agenda and supporting documentation were circulated in advance of each meeting.

At present, as the Board is small, no formal nomination committee has been established. The authority to nominate new Directors for appointment vests in the Board of Directors. All new Directors co-opted to the Board during any financial period are subject to election by shareholders at the immediate subsequent Annual General Meeting following their appointment. Consideration to setting up a nomination committee is under continuous review.

*Expiration of Current Office and Length of Service of Directors*

Under the terms of the Articles of Association one third of the directors must retire by rotation every year.

In accordance with the Articles of Association, Glenn Millar will retire from the Board at the Annual General Meeting in 2019 by rotation in accordance with Article 94 of the Articles of Association. Glenn Millar has been a director since 06<sup>th</sup> October 2010.

In accordance with the Articles of Association, Eamon O'Brien will retire from the Board at the Annual General Meeting in 2020 by rotation in accordance with Article 94 of the Articles of Association. Eamon O'Brien has been a director since 11<sup>th</sup> May 2018.

In accordance with the Articles of Association, Kathryn Byrne will retire from the Board at the Annual General Meeting in 2021 by rotation in accordance with Article 94 of the Articles of Association. Kathryn Byrne has been a director since 11<sup>th</sup> May 2018.

In accordance with the Articles of Association, Andrew Laz Fleming will retire from the Board at the Annual General Meeting in 2022 by rotation in accordance with Article 94 of the Articles of Association. Andrew Laz Fleming has been a director since 28<sup>th</sup> June 2011.

There are no benefits due to directors upon termination of their service contracts.

**15. Employees**

The average number of employees (including Directors) since 30 June 2018 is 4 Directors and nil employees  
The average number of employees (including Directors) in each of the last three financial years was as follows:

	<i>Year ended 30 June</i>		
	<i>2018 Number</i>	<i>2017 Number</i>	<i>2016 Number</i>
Directors	4	4	4
Employees	0	0	0

**Directors' Interests**

The interests of the Directors in the Ordinary Shares as at 15 April 2019, being the last practicable date prior to the date of this document, are as follows:

<i>Name</i>	<i>Number of Ordinary Shares</i>	<i>Per cent. of Ordinary Shares in issue</i>
Eamon O'Brien	6,240,000	2.45%
Kathryn Byrne	1,025,000	.40%
Glenn Millar	3,600,001	1.41%
Andrew (Laz) Fleming	3,515,001	1.38%

**16. Major shareholders**

The Company is aware of the following persons who, directly or indirectly, are interested in 3 per cent or more of the Ordinary Shares at the date of this document:

<i>Name</i>	<i>Number of Ordinary Shares</i>	<i>Per cent. of Ordinary Shares in issue</i>
SVS (Nominees) Limited	53,090,025	20.82%
Davycrest Nominees	34,118,570	13.38%
Trove Rehabilitation Nominees Limited	16,250,000	6.37%
Wilhan Limited	15,000,000	5.88%
Nial Ring	12,100,001	4.74%
Lisa McDonnell	11,870,000	4.65%
Damestar Trustee Limited	10,013,271	3.93%

All shareholders have the same voting rights. The Directors are not aware of any person who owns or controls the Company, directly or indirectly.

## 17. Related party transactions

In the three years and six months period ended 31 December 2018 the following related party transactions were entered into by the Company or its subsidiary:

During the year ended 30 June 2015 the Company drew down €76,160 pursuant to a convertible loan facility of €200,000 provided by Wilhan Limited, a company controlled by Mr. Liam McGrattan. The convertible loan was unsecured, carried a coupon of nil per cent and could have been converted at Wilhan Limited's election into Ordinary Shares of 2p per share at any time up to 5 March 2017. Wilhan Limited had indicated its intention to exercise its conversion rights in respect of this loan. The amount drawn under the facility was due to be repaid or converted into Ordinary Shares on or before 5 March 2016. On 1 March 2016 Wilhan Limited agreed to extend the duration of the facility by a further 12 months to 5 March 2017 because at the original expiry date the rules of the NEX Exchange Growth Market did not permit Wilhan Limited to exercise its conversion rights. On 24 February 2017 IMC issued 3.2m Ordinary Shares to Wilhan Limited, converting its loan note at the agreed conversion price 2p sterling.

During the year ended 30 June 2018 Wilhan Limited, a company owned by former director Liam McGrattan provided management services for the amount of €151,446. Wilhan Limited was issued 8,600,000 Ordinary Shares during the year with a value of €97,892 as part payment for the management services and the balance of €53,554 was settled in cash payment. Former director Liam McGrattan was paid further professional fees of €6,454 during the year.

During the year ended 30 June 2018 former director Nial Ring provided professional services for the amount of €108,772. Nial Ring was issued 8,600,000 Ordinary Shares during the year with a value of €97,892 in lieu of cash payment. The remaining €10,880 was offset against the director loan balance owing by Nial Ring.

During the year ended 30 June 2018 director Kathryn Byrne provided professional services for the amount of €11,383. Kathryn Byrne was issued 1,000,000 Ordinary Shares during the year with a value of €11,383 in lieu of cash payment.

During the year ended 30 June 2018 director Eamon O'Brien provided professional services for the amount of €11,383. Eamon O'Brien was issued 1,000,000 Ordinary Shares during the year with a value of €11,383 in lieu of cash payment.

During the year ended 30 June 2018 director Glenn Millar provided professional services for the amount of €29,723. Glenn Millar was issued 2,000,000 Ordinary Shares during the year with a value of €22,766 in lieu of cash payment. The remaining €6,957 was offset against the director loan balance owing by Glenn Millar.

During the year ended 30 June 2018 director Laz Fleming provided professional services for the amount of €26,890. Laz Fleming was issued 2,000,000 Ordinary Shares during the year with a value of €22,766 in lieu of cash payment. The remaining €4,124 was offset against the director loan balance owing by Laz Fleming.

Trove Rehabilitation Nominees Limited holds 7.35% of the shareholding in IMC. Please see section 6.2 which details all related party transactions with respect to Trove Rehabilitation Nominees Limited.

There were no further related party transactions in the interim period June to December 2018.

## 18. Financial information

### 18.1 Historical financial information

The Company has included the following financial information in Schedule 3 to this prospectus:

- the Company's audited consolidated Financial Statements for the year ended 30 June 2018 and Auditor's report thereon (the "2018 Audited Consolidated Financial Statements")

The opinion section on the financial statements of the Auditor's Report which is not modified contained an emphasis of matter regarding going concern and carrying value of exploration and evaluation assets. The Auditors considered:

(a) the adequacy of disclosures made in Note 10 to the financial statements in relation to the Directors' assessment of the carrying value of the Group's deferred exploration costs amounting to €311,491. There is a risk that the Group's exploration and evaluation assets will not be recovered due to the inherent uncertainties which exist with exploration activities. The valuation of these assets requires management to assess whether there are indicators of impairment

based on consideration of factors such as the status of PLs and the Group's intention to proceed with future work programmes for each PL area.

- (b) the adequacy of the disclosures made in Note 1 to the financial statements concerning the Group's ability to continue as a going concern. The Group incurred a net loss of €1,194,854 for the year ended 30 June 2018. These conditions indicate the existence of material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the Group was unable to continue as a going concern.
  - (c) there is a risk that the Company's subsidiary undertaking will not be able to repay the amounts due to the Company which has provided finance to this entity to fund its activities. This has no impact on the Group's financial position.
- the Company's audited consolidated Financial Statements for the year ended 30 June 2017 and Auditor's Report thereon (the "2017 Audited Consolidated Financial Statements");

The opinion section on the financial statements of the Auditor's Report which is not modified contained an emphasis of matter regarding the carrying value of exploration and evaluation assets and going concern. The Auditors considered:

- (a) the adequacy of disclosures made in Note 10 to the financial statements in relation to the Directors' assessment of the carrying value of the Group's deferred exploration costs amounting to €587,666.
- (b) the adequacy of the disclosures made in Note 1 to the financial statements concerning the Group's ability to continue as a going concern. The Group incurred a net loss of €267,507 for the year ended 30 June 2017.

- the Company's audited consolidated Financial Statements for the year ended 30 June 2016 and Auditor's Report thereon (the "2016 Audited Consolidated Financial Statements");

The opinion section on the financial statements of the Auditor's Report which is not modified contained an emphasis of matter regarding the carrying value of exploration and evaluation assets and going concern. The Auditors considered:

- (a) the adequacy of disclosures made in Note 10 to the financial statements in relation to the Directors' assessment of the carrying value of the Group's deferred exploration costs amounting to €587,665.
- (b) the adequacy of the disclosures made in Note 1 to the financial statements concerning the Group's ability to continue as a going concern. The Group incurred a net loss of €410,007 for the year ended 30 June 2016.

- The Audited Consolidated Financial Statements have been prepared in accordance with International Financial Reporting Standards as adopted by the EU ("IFRS"), as issued by the International Accounting Standards Board. The 2018 Audited Consolidated Financial Statements were audited by the Company's independent auditors Clifford Desmond and Associates, Chartered Accountants & Statutory Auditors. The 2017 and 2016 Audited Consolidated Financial Statements were audited by O'Leary Chartered Accountants & Registered Auditors. The change in auditor from O'Leary Chartered Accountants & Registered auditors to Clifford Desmond and Associates, Chartered Accountants & Statutory Auditors occurred in the normal course of business.

- the Company's unaudited interim financial results for the six months ended 31 December 2018 (which contain comparative data for the six months ended 31 December 2017).
- the Company's unaudited interim financial results for the six months ended 31 December 2017 (which contain comparative data for the six months ended 31 December 2016).

### *18.2 Dividend policy*

The Company has never declared or paid a dividend. Neither Irish company law nor the constitution of the Company obliges the Company to declare or pay a dividend to its shareholders. The Board anticipates that the Company's cash resources will be retained for the development of the Company's business.

### *18.3 Legal and arbitration proceedings*

There are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Company is aware), which may have, or have had, during the 12 months preceding the date of this document significant effects on the Group's financial position or profitability.

18.4 No significant change

There has been no significant change in the financial or trading position of the Company since 31 December 2018, being the end of the last financial period of the Company for which historical financial information is included in this document.

19. Additional information

19.1 Share capital

The authorised and issued share capital of the Company as at close of business on 30 June 2018 (being the date of the most recent balance sheet included in the historical financial information) and the changes in the issued share capital during the preceding three years are as follows:

	<i>Amount €</i>	<i>Number of shares</i>
Authorised (at 30 June 2018)		
Ordinary Shares of €0.001 each, fully paid	400,000	400,000,000
'A' Ordinary Shares of €1.00 each, paid up as to €0.25 per share	50,000	50,000
	<u>          </u>	<u>          </u>
Issued and fully paid		
<u>Ordinary Shares of €0.001 each</u>		
At 1 July 2015	74,317	74,316,719
Issued during the year ended 30 June 2016	33,500	33,500,000
As at 30 June 2016	107,817	107,816,719
Issued during the year ended 30 June 2017	20,700	20,700,000
As at 30 June 2017	128,517	128,516,719
Issued during the year ended 30 June 2018	111,497	111,497,566
As at 30 June 2018	240,014	240,014,285
Issued during the period ended 31 December 2018	15,000	15,000,000
As at 31 December 2018	<u>255,014</u>	<u>255,014,285</u>
<u>'A' Ordinary Shares of €1.00 each</u>	38,093	38,093
	-	-
Issued during the year ended 30 June 2016	-	-
Issued during the year ended 30 June 2017	-	-
Issued during the year ended 30 June 2018	-	-
Issued during the period ended 31 December 2018	<u>          </u>	<u>          </u>
As at 31 December 2018	<u>38,093</u>	<u>38,093</u>

No application is being made for the 'A' Ordinary Shares to be admitted to trading on any recognised investment exchange nor has any application for Admission been made nor are there intended to be any other arrangements for there to be dealings in the 'A' Ordinary Shares.

## SHARE PLACEMENT AND WARRANTS

Ordinary Shares in issue at 30th June 2015 amounted to 74,316,719 Shares.

On 22 July 2015 IMC raised £85,000 by way of a placing of 8,500,000 new Ordinary Shares of €0.001 each in the Company at 1p sterling per share.

On 15 September 2015 IMC raised £150,000 by way of a placing of 15,000,000 new Ordinary Shares of €0.001 each in the Company at 1p sterling per share.

On 10 May 2016 IMC raised £150,000 by way of a placing of 10,000,000 new Ordinary Shares of €0.001 each in the Company at 1.5p sterling per share.

On 4 January 2017 IMC raised £150,000 by way of a placing of 15,000,000 new Ordinary Shares of €0.001 each in the Company at 1p sterling per share.

On 24 February 2017 the Company issued 2,500,000 new Ordinary Shares of €0.001 each in the Company to a third party in consideration for producing a Research Note with a view to enhancing the Company's corporate profile with new investors.

On 24 February 2017 the Company issued 3,200,000 new Ordinary Shares of €0.001 each in the Company to Wilhan Limited in consideration for raising finance and providing consultancy services to the Company.

On 30 October 2017 IMC raised £75,000 by way of a placing of 7,500,000 new Ordinary Shares of €0.001 each in the Company at 1p sterling per share ('placing shares') ('the placing'). For each placing share subscribed for, the investors are also receiving one warrant to subscribe for an additional ordinary share at a price of 2p (sterling) exercisable for one year from 30 October 2017.

On 1 February 2018 IMC raised £75,000 by way of a placing of 7,500,000 new Ordinary Shares of €0.001 each in the Company at 1p sterling per share ('placing shares'). For each placing share subscribed for, the investors are also receiving one warrant to subscribe for an additional ordinary share at a price of 2p (sterling) exercisable for one year from 1 February 2018.

On 19 February 2018 the Company issued 3,775,000 new Ordinary Shares of €0.001 each in the Company to third parties in consideration for services provided to the Company.

On 11 May 2018 the Company issued 50,550,000 new Ordinary Shares of €0.001 each in the Company as follows: 18,750,000 new Ordinary Shares of €0.001 each in the Company as part of the Trove Agreement, 1,000,000 new Ordinary Shares of €0.001 each in the Company to each of the two new Directors, Kathryn Byrne and Eamon O'Brien, 2,000,000 new Ordinary Shares of €0.001 each in the Company to each of the two current Directors, Glenn Millar and Laz Fleming, 8,600,000 new Ordinary Shares of €0.001 each in the Company in consideration for services provided by former Director Nial Ring, 8,600,000 new Ordinary Shares of €0.001 each in the Company in consideration for services provided by former Director Liam McGrattan (held on Liam McGrattan's behalf in Wilhan Limited, a company wholly owned by Liam McGrattan) and 8,600,000 new Ordinary Shares of €0.001 each in the Company in consideration for services provided to the Company by Lisa McDonnell, Consultant.

On 11 May 2018 the Company issued 6,458,281 new Ordinary Shares of €0.001 each in the Company to third parties in consideration for assisting with raising finance and providing bookkeeping, PR and operational services.

On 14 June 2018 IMC raised £250,000 by way of a placing of 35,714,285 new Ordinary Shares to SVS (Nominees) Limited of €0.001 each in the Company at 0.7p sterling per share. A further 7,142,857 warrants at a price of 1p (sterling) will be exercisable by SVS (Nominees) Limited for one year from 14 June 2018 in lieu of professional fees.

On 3 October 2018 IMC raised £120,000 by way of a placing of 10,000,000 new Ordinary Shares of €0.001 each in the Company at 1.2p sterling per share.

On 18 December 2018 IMC raised £50,000 by way of a placing of 5,000,000 new Ordinary Shares of €0.001 each in the company at 1p sterling per share. Attached are one warrant for every 5 Ordinary shares at a price of 1p per share, exercisable for three years from the date of issue.

The Directors of IMC can state that all new issues of securities have been, and always will be, formally approved by resolution at a properly constituted meeting of the Board of Directors. Following Board approval, a signed extract from the Board meeting, showing the resolution and allottee details, is forwarded to our registrars (Neville Registrars Ltd.,

Neville House, Steelpark Road, Halesowen B62 8HD, UK), who then issue the share certificates, update the register and confirm same to the Company. This procedure is in line with Company policy as well as the registrar requirements. The announcement to the market takes place simultaneously.

## **19.2 Memorandum and Articles of Association**

### *Memorandum of Association*

The principal object of the Company as set out in clause 3 of its memorandum is: (1) (a) To explore for, obtain, produce, exploit, develop, refine, store, render suitable for market or trade, smelt, calcine, blend, handle, carry away, sell and otherwise distribute merchant petroleum and other mineral oils, natural gas, and hydrocarbons of all kinds and their products, geo-thermal energy, uranium, precious metals, ores, fuels and mineral and vegetable substances of every description in any part of the world.

In December 2016 in accordance with the requirements of the Companies Act 2014, the Company updated its Memorandum & Articles of Association to comprise the Constitution of the Company.

### *Articles of Association*

#### **Directors**

The number of Directors shall not be less than two. The Company may by Ordinary Resolution from time to time increase the minimum number and likewise may by Ordinary Resolution fix and from time to time vary the maximum number of Directors.

The remuneration of the Directors shall from time to time be determined by an Ordinary Resolution of the Company and shall (unless such resolution otherwise provides) be divisible among the Directors as they may agree or, failing agreement, equally, except that any Director who shall hold office for part only of the period in respect of which such remuneration is payable shall be entitled to rank in such division for a proportion of the remuneration related to the period during which he has held office. The Directors may also be paid all travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the Directors or any committee of the Directors or general meetings of the Company or in connection with the business of the Company.

If any Director shall be called upon to perform extra services which in the opinion of the Directors are outside the scope of the ordinary duties of a Director, the Company may remunerate such Director either by a fixed sum or by a percentage of profits or otherwise as may be determined by a resolution passed at a meeting of the Directors and such remuneration may be either in addition to or in substitution for any other remuneration to which he may be entitled as a Director.

A Director of the Company may be or become a Director or other officer of or otherwise interested in any company promoted by the Company or in which the Company may be interested as shareholder or otherwise, and no such Director shall be accountable to the Company for any remuneration or other benefits received by him as a Director or officer of, or from his interest in, such other company unless the Company otherwise directs.

A Director who is anyway, whether directly or indirectly, interested in a contract or proposed contract with the Company shall declare the nature of his interest at a meeting of the Directors in accordance with section 194 of the Act as amended.

Subject to certain exceptions, a Director shall not vote in respect of any contract or arrangement or any other proposal whatsoever in which he has any material interest otherwise than by virtue of his interests in shares or debentures or other securities of or otherwise in or through the Company.

At every Annual General Meeting of the Company one-third of the Directors (other than the Managing Director and any Director holding an executive office with the Company) or, if their number is not three or a multiple of three, then the number nearest one-third shall retire from office. A Director retiring at a meeting shall retain office until the close or adjournment of the meeting. A retiring Director shall be eligible for re-election.

#### **Share capital**

The Authorised Share Capital of the Company is €450,000.00 divided into 400,000,000 Ordinary Shares of 0.001 Euro each and 50,000 'A' Ordinary Shares of €1.00 each. Except as set out below the Ordinary Shares and the 'A' Ordinary Shares shall rank pari passu in all respects.

The Ordinary Shares rank equally for voting purposes. On a show of hands, each shareholder has one vote, and on a poll, each shareholder has one vote per Ordinary Share held.

Shareholders recorded on the register of members are entitled to receive notice of and attend general meetings convened by the Company.

Each Ordinary Share ranks equally for any dividend declared. Each Ordinary Share ranks equally for any distributions made on a winding up of the Company. The Ordinary Shares carry no rights to a fixed dividend. The Company in general meeting may declare dividends, but no dividends shall exceed the amount recommended by the Directors. The Directors may from time to time pay to the members such interim dividends as appear to the Directors to be justified by the profits of the Company.

As set out in the Company's Articles of Association, the calculation of dividends is at the discretion of the Directors in such amount as appears to the Directors to be justified by the profits of the Company. Periodicity is not relevant, as the payment of dividends is subject to the profits of the Company and the judgement of the Directors at the time. It is not in the nature of dividends declared on equity share capital to be cumulative.

A shareholder may not claim unclaimed dividends more than six years after the dividend is declared and the amount of any unclaimed dividends shall revert to the benefit of the Company.

Irish Dividend Withholding Tax (DWT) is deducted from dividends paid by the Group, unless a shareholder, either resident or non-resident, is entitled to an exemption. If the shareholder is to avail of the exemption for DWT a properly completed exemption form will need to be submitted to the Group's Registrars. The Group's auditors and taxation agents will verify the authenticity of exemption before payment is made.

The Directors are empowered pursuant to sections 23 and 24(l) of the Companies (Amendment) Act 1983 to allot equity securities within the meaning of the said section 23 for cash pursuant to the authority conferred by the Articles of Association as if section 23 (1) of the said Act did not apply to any such allotment. This power shall expire five years from the date of incorporation of the Company.

The 'A' Ordinary Shares shall entitle the holders thereof to receive notice of, attend but not vote at any general meeting of the Company. The 'A' Ordinary Shares shall not carry a right for the holders thereof to receive any dividend.

On a distribution of assets arising out of the winding-up of the Company or otherwise the holders of the 'A' Ordinary Shares shall be entitled to a return of the capital paid up thereon but shall not be entitled to participate further in any distribution of surplus assets of the Company.

The entitlement of the holders of Ordinary Shares to share in the profits of the Company is pro rata to the number of Ordinary Shares held out of the total number of Ordinary Shares in issue.

If the Company is wound up, the liquidator may, with the sanction of a Special Resolution of the Company and any other sanction required by the Act, divide among the members in specie or kind the whole or any part of the assets of the Company and may determine how such division shall be carried out as between the members.

The Company may, subject to the Companies Act 2014, redeem its shares.

The liability of the shareholders is limited to the fully paid up amount of the issued share capital.

The Company may by Ordinary Resolution convert any paid up shares into stock, and reconvert any stock into paid up shares of any denomination.

Such of the regulations of the Company as are applicable to paid up shares shall apply to stock, and the words "share" and "shareholder" therein shall include "stock" and "stockholder".

Alteration of capital

If at any time the share capital is divided into different classes of shares the rights attached to any class may, whether or not the Company is being wound up, be varied or abrogated with the consent in writing of the holders of three-fourths of the issued shares in that class, or with the sanction of a Special Resolution passed at a separate general meeting of the holders of the shares of that class. To every such separate general meeting the provisions of these regulations relating to general meetings shall apply but so that the necessary quorum shall be two persons at least holding or representing by proxy one-third of the issued shares of that class. If at any adjourned meeting of such holders a quorum as above defined is not present within thirty minutes of the time appointed for the adjournment meeting those members who are present in person or by proxy shall be a quorum. Any holders of shares of that class present in person or by proxy may demand a poll.

The Company may from time to time by Ordinary Resolution increase the share capital by such sum, to be divided into shares of such amount, as the resolution shall prescribe.

The Company may by Special Resolution reduce its share capital, any capital redemption reserve fund or any share premium account in any manner and with and subject to any incident authorised, and consent required, by law.

#### Meetings

The Company shall in each year hold a general meeting as its Annual General Meeting in addition to any other meeting in that year, and shall specify the meeting as such in the notices calling it: and not more than fifteen months shall elapse between the date of one Annual General Meeting of the Company and that of the next. The location of the Annual General Meeting shall be within the State unless agreed otherwise by shareholders at the previous Annual General Meeting.

The Directors may, whenever they think fit, convene an Extraordinary General Meeting, and Extraordinary General Meetings shall also be convened on such requisition, or in default, may be convened by such requisition, as provided in section 132 of the Act.

Subject to sections 133 and 141 of the Act, an Annual General Meeting and a meeting called for the passing of a Special Resolution shall be called by 21 days' notice in writing at the least and a meeting of the Company (other than an Annual General Meeting or a meeting for the passing of a Special Resolution) shall be called by 14 days' notice in writing at the least.

No business shall be transacted at any general meeting unless a quorum is present at the time when the meeting proceeds to business. Three members present in person or by proxy and entitled to vote shall be a quorum.

At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded.

Subject to any special rights or restrictions as to voting for the time being attached by or in accordance with the articles to any class of shares, on a show of hands every member present in person and every proxy shall have one vote, but so that no one member shall on a show of hands have more than one vote in respect of the aggregate number of shares of which he is the holder, and on a poll every member who is present in person or by proxy shall have one vote For each share of which he is the holder. Votes may be given either personally or by proxy. The instrument appointing a proxy shall be prepared in the manner and format set out in the articles.

#### **19.3 Material contracts**

The following contracts, not being contracts entered into in the ordinary course of business, have been entered into by members of the Group within the two years immediately preceding the date of this document and are, or may be, material:

In 2017 IMC engaged Trove Metal Limited to embark on a desktop study on PL 3850 in Avoca, Co. Wicklow. Trove Metal Limited conducted an investigation into the viability of secondary processing of the mine waste at Avoca, using technical analytical methods combined with operational, industry and cost analysis. Following the completion of the desktop study undertaken in 2017, and the positive indications of same, IMC commissioned Trove Metal Limited to conduct an Outline Report on the Avoca Historic Mine Site. This was completed on 27 July 2017.

On 22 January 2018 IMC concluded a Heads of Agreement with Trove Metal Limited, that has led to an Agreement on PL3850, subject to the approval by the Minister for Communications, Climate Action and Environment (upon submission of the Agreement).

On 11 May 2018 an Agreement was concluded between IMC and Trove Rehabilitation Nominees Limited in relation to our previously announced Trove Metal Limited desktop study on our mine waste rehabilitation project in Avoca (PL 3850). Following a review of the Agreement and following consultation with the EMD a revised Agreement has been prepared and signed, having regard to the Provisions relating to Joint Ventures and Assignments of the Minerals Act 2017, and will be submitted to the Minister for Communications, Climate Action and Environment for approval.

In May 2018 CSA Global Limited (UK) was commissioned to complete an MRE. This MRE is completed and is classified as "inferred" and has been reported in accordance with the JORC Code (2012).

On 23 October 2018 CSA Global Limited (UK) completed a JORC Code (2012) Competent Person's Report. The primary focus of this CPR, October 2018 was the tailings and spoils heaps at Avoca, Co. Wicklow.

On 9 November 2018 Grinding Solutions Mineral Processing Services completed a detailed mineral liberation analysis undertaken by Grinding Solutions Limited on IMC's Avoca tailings and spoils project. The purpose of this analysis is to assess features of the mineralogical texture relevant to metallurgical processing with a view to make recommendations for metallurgical test work. Test-work showed Pb (0.6% head grade) to be contained in cerussite and galena, Cu (0.3% head grade) in chalcopyrite and secondary Cu sulphides and Zn (0.25%) solely in sphalerite. Pyrite and iron oxides require careful consideration as key gangue minerals, and maucherite and Fe-sulpho-arsenates require consideration due to their As content.

#### **19.4. Experts' consents**

CSA Global Limited (UK) of First Floor, Suite 2, Springfield House, Springfield Road, Horsham, West Sussex, RH12 2RG, United Kingdom having taken all reasonable care to ensure that such is the case, confirms that its report, which is included in this document at Schedule 1, is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import. CSA Global Limited (UK) takes responsibility for its report and has given and not withdrawn its written consent to the references to its name and the inclusion of its report in this document in the form and context in which they appear. As set out in the report, it was prepared in October 2018 on behalf of CSA Global Limited (UK) by David Williams B. Sc. (Hons), MIAG, MAusIMM and by Dr Brendan Clarke, a Competent Person, who is a Registered Professional Natural Scientist (Geology) with the South African Council of Natural Scientific Professions (SACNASP) and a Fellow of the Geological Society of South Africa. *"For the purposes of Prospectus Rule 5.5.3R(2)(f), CSA Global Limited (UK) has accepted responsibility for the information contained in Schedule 1 of this document, 'Competent Person's Report'. CSA Global Limited (UK) declares that to the best of its knowledge and belief, having taken all reasonable care to ensure that such is the case, the information contained herein is in accordance with the facts and does not omit anything likely to affect the import of such information."*

#### **19.5 Documents on display**

The following documents are available for inspection, electronically, on the Company's website, <http://www.imcexploration.com> and, in physical format, at the Company's registered office, 70 Ballybough Road, Ballybough, Dublin 3, Ireland:

- (a) the Memorandum and Articles of Association;
- (b) the audited accounts for the years' ended 30 June 2016, 2017 and 2018
- (c) the CPR, October 2018 by CSA Global Limited (UK).
- (d) solicitors' report on licences held dated 16 October 2018

#### **20. Working capital**

##### **Directors**

The Directors, taking into consideration the requirement to fund the exploration work currently being undertaken by the Group and the Group's spending obligations under the terms of its PLs, are of the opinion that the Group has sufficient working capital for its present requirements and obligations over the next twelve months. Currently available cash resources amount to €152,878 as at the end of January 2019. When the statutory spending commitment of €55,200 on the PLs and €85,000 on administrative costs until April 2020 is deducted this will leave a projected surplus balance of €12,678 in April 2020.

Therefore, the Directors consider that the Group's minimum expenditure obligations in respect of the ongoing exploration work, the minimum expenditure requirements under the terms of the five PLs held and its ongoing operational expenses for at least the next twelve months can be financed from currently held funds.

For PL 3729 there is a requirement by the Department of Communications, Climate Action and Environment to incur expenditure on this PL of €40,000 by 19<sup>th</sup> April 2019. To date there has been expenditure of €31,600 and so the Group has committed to expenditure of a further €8,400 by 19<sup>th</sup> April 2019.

For PL 2551 there is a requirement by the Department of Communications, Climate Action and Environment to incur expenditure on this PL of €30,000 by 11<sup>th</sup> May 2019. To date there has been expenditure of €6,600 and so the Group has committed to expenditure of €23,400 by 11<sup>th</sup> May 2019.

For PL 3857 there is a requirement by the Department of Communications, Climate Action and Environment to incur expenditure on this PL of €30,000 by 11<sup>th</sup> May 2019. To date there has been expenditure of €6,600 and so the Group has committed to expenditure of €23,400 by 11<sup>th</sup> May 2019.

For PL 3849 there is a requirement by the Department of Communications, Climate Action and Environment to incur expenditure on this PL of €60,000 by 05<sup>th</sup> February 2019. To date expenditure on this PL has reached €60,000 and so the Board has no immediate plans for further expenditure. This PL has been renewed to extend its validity to 6<sup>th</sup> February 2025 by the Department of Communications, Climate Action and Environment.

For PL 3850 there is a requirement by the Department of Communications, Climate Action and Environment to incur expenditure on this PL of €60,000 by 05<sup>th</sup> February 2019. To date expenditure on this PL has reached €60,000 and so the Board has no immediate plans for further expenditure. This PL has been renewed to extend its validity to 6<sup>th</sup> February 2025 by the Department of Communications, Climate Action and Environment.

Up to now IMC has accessed funding primarily through the issue of shares through our London brokers, who specialise in promoting and raising capital on behalf of exploration companies. The Directors have continued to source funding through this source, as evidenced by the recent fundraising rounds in October 2017, February 2018, June 2018, October 2018 and most recently December 2018. This funding has given the Group sufficient cash for the expenditure commitments described heretofore.

The Directors can state that access to senior capital markets has facilitated implementation of a comprehensive works programme to date, up to and including the completion of the recent CPR, October 2018 and the Avoca Tailings Mineralogical Analysis on IMC's Avoca spoils/tailings.

## 21. Capitalisation and indebtedness

The following table sets the capitalisation and indebtedness of the Group as at 31 December 2018. Since 31 December 2018, there has been no material change in the information set out below. Following the cash funds raised as detailed heretofore the Group is now in the position to state that it has sufficient working capital for its present requirements and obligations over the next twelve months.

Total current debt	€ 16,712
Of which:	
- Guaranteed	nil
- Secured	nil
- Unguaranteed and unsecured	16,712
Shareholders' Equity	
Share capital at 31 December 2018	3,899,905
Retained deficit at 31 December 2018	(3,436,053)
Total capitalisation and indebtedness	<u>463,852</u>

Net indebtedness is as follows:

A. Cash	116,425
B. Cash equivalent (Detail)	Nil
C. Trading securities	Nil
D. Liquidity (A) + (B)+(C)	<u>116,425</u>
E. Current Financial Receivable	<u>Nil</u>
F. Current Bank debt	Nil
G. Current portion of non current debt	-

H. Other current financial debt	16,712
I. Current Financial Debt (F)+(G)+(H)	<u>16,712</u>
J. Net Current Financial Indebtedness (I)-(E)-(D)	<u>99,713</u>
K. Non current Bank loans	Nil
L. Bonds Issued	Nil
M. Other non current loans	Nil
N. Non current Financial Indebtedness (K)+(L)+(M).	<u>Nil</u>
O. Net Financial Indebtedness (J)+(N)	<u><u>99,713</u></u>

Disclosure of Indirect and Contingent Indebtedness.

The Group is aware of indirect and contingent indebtedness as follows:

PLs awarded by the Department of Communications, Climate Action and Environment are for a six year period. When being offered to the Group, the Department sets out various conditions under which the PLs may be awarded.

Acceptance of these conditions is necessary before the PL will issue. One of the conditions, which vary with each PL, is an agreed minimum expenditure for the first two year phase of each PL. The expenditure requirement under each of IMC's PLs is set out in the CPR, October 2018 and Section 20 of this prospectus. The review/renewal of IMC's current PLs is contingent on these amounts being spent and therefore we would consider that the Group has a contingent indebtedness in respect of these PLs of €220,000. However, €164,800 of this required spend has already been satisfied. Currently available cash resources amount to €152,878 as at the end of January 2019. When we deduct expenditure of €55,200 on the PLs and €85,000 on administrative costs until April 2020 this will leave a projected surplus balance of €12,678 in April 2020.

No material change has occurred regarding the capitalisation and indebtedness of the Group between 31 December 2018 and the date of this prospectus.

**22. Information concerning the securities to be admitted to trading**

22.1. Application for Admission to the standard segment of the FCA Official List and trading on the London Stock Exchange's regulated market for listed securities will be made in respect of the Ordinary Shares but not in respect of the 'A' Ordinary Shares, which is expected to take place on or about 11 June 2019. When admitted to trading, the Ordinary Shares will be registered with ISINIE00B6WC2H62, and it is expected that the Ordinary Shares will be traded under the ticker "IMC".

The Ordinary Shares were admitted to trading on NEX Exchange Growth Market on 12 October 2011. It is expected that the Ordinary Shares will be withdrawn from NEX Exchange Growth Market simultaneously with Admission of the Ordinary Shares to the Official List.

22.1.2. The Ordinary Shares have been created pursuant to the Companies Acts 2014, of Ireland.

22.1.3 The Ordinary Shares are issued in registered form and title is evidenced either by certificate or recorded on the register of members of the Company as being held in uncertificated form in CREST and title to which, by virtue of the CREST Regulations, may be transferred by means of an instruction issued in accordance with the rules of CREST. The Company's registrars act as CREST depositary and paying agent.

22.1.4. The Ordinary Shares are denominated in Euro

22.1.5. On 20th July 2011 an EGM was held whereby it was resolved that the authorised share capital of the Company be €250,000.00 divided into 200,000,000 Ordinary Shares of €0.001 each and 50,000 'A' Ordinary Shares of €1.00. At the AGM held on 22<sup>nd</sup> December 2016, it was approved that the Authorised Share Capital of the Company be and is hereby increased by the addition of 200,000,000 Ordinary Shares of €0.001 each.

The nominal value of the total issued share capital of the Company immediately following Admission will be €288,107.29 divided into 255,014,285 Ordinary Shares of €0.001 each which are issued fully paid and 38,093 'A' Ordinary Shares of €1 each, which are issued partly paid as to €0.25.

22.1.6 Mandatory bids, Squeeze-out and Buy-out Rules

(a) The Irish Takeover Rules applies, inter alia, to all public companies registered in Ireland which are admitted to trading on the Irish Stock Exchange and certain overseas markets, including the markets operated by London Stock Exchange and PLUS Stock Exchange plc and as such, from Admission, the Irish Takeover Rules will apply to the Company.

(b) Under the Irish Takeover Rules, where a person acquires Ordinary Shares which, if taken together with Ordinary Shares already held by that person and by concert parties, amount to 30 per cent. or more of the voting rights in the Company, that person and, depending on the circumstances, its concert parties, would be required (except with the consent of the Irish Takeover Panel) to make a general offer to acquire the shares of all other shareholders. This obligation to make a general offer is also imposed on a person (or persons acting in concert) who holds 30 per cent or more of the voting rights in the Company and who increases that stake by more than 0.05 per cent in any 12 month period. The offer must be in cash, or accompanied by a full cash alternative, at not less than the highest price paid by the offeror or any of its concert parties in the previous twelve months.

(c) Rule 9 of the Irish Takeover Rules further provides that, inter alia, where a single holder, who holds over 50 per cent. of the voting rights in the Company, acquires additional shares which carry voting rights, then they will not generally be required to make a general offer to the other shareholders to acquire the balance of the shares not held by that holder.

(d) Squeeze-out

Under the Act if an offeror were to acquire 80 percent of the Ordinary Shares in issue within four months of making its offer, it could then compulsorily acquire the remaining 20 percent. It would do so by sending a notice to outstanding shareholders telling them that it would compulsorily acquire their shares and then, unless the High Court of Ireland determined otherwise one month later, it would execute a transfer of the outstanding shares in its favour and pay the consideration to the Company, which would hold the consideration on trust for outstanding shareholders. Where the offeror already owns more than 20 percent of the Company at the time that the offeror makes an offer for the balance of the shares, then the compulsory acquisition rights only apply if the offeror acquires at least 80 per cent of the remaining shares which also represent at least 75 percent in number of the holders of the accepting shareholders.

(e) Buy-out

The Act also gives minority shareholders in the Company a right to be bought out in certain circumstances by an offeror who has made a takeover offer. If a takeover offer related to all the Ordinary Shares in the Company and at any time before the end of the period within which the offer could be accepted, the offeror held or had agreed to acquire not less than 80 percent of the Ordinary Shares, any holder of shares to which the offer related who had not accepted the offer could by a written communication to the offeror require it to acquire those shares. The offeror would be required to give any shareholder notice of his right to be bought out within one month of that right arising.

## 22.1.7 Taxation

### Irish taxation

The following paragraphs are intended as a general guide only for shareholders who are resident and ordinarily resident in Ireland for tax purposes, holding Ordinary Shares as investments and not as securities to be realised in the course of a trade, or by reason of their or another person's employment, or as collective investment schemes, or as insurance companies, and are based on current legislation and Irish Revenue Commissioners practice. Any prospective purchaser of Ordinary Shares who is in any doubt about his/her tax position or who is subject to taxation in a jurisdiction other than Ireland should consult his own professional adviser immediately.

### Withholding tax

Withholding tax at the standard rate of income tax (currently 20 per cent) applies to dividend payments and other profit distributions by an Irish resident company. Certain categories of Irish resident shareholder are exempt from withholding tax if they make an appropriate declaration of entitlement to exemption to the Company in advance of payment of any relevant distribution, including (but not limited to):

- An Irish resident company;
- An Irish pension fund or an exempt Irish charity approved by the Irish Revenue Commissioners;
- A qualifying fund manager in an approved retirement fund or an approved minimum retirement fund or qualifying savings manager in accordance with section 172C (2) (ba) of the Irish Taxes Consolidation Act 1997 ("TCA"), who is receiving the relevant distribution as income arising in respect of assets held;
- A Personal Retirement Savings Account ("PRSA") administrator who is receiving the relevant distribution as income arising in respect of PRSA assets;

- A qualifying employee share ownership trust;
- A collective investment undertaking;
- A designated broker receiving the distribution for a special portfolio account;
- A person who is entitled to exemption from income tax under Schedule F on dividends in respect of an investment in whole or in part of payments received in respect of a civil action or from the Personal Injuries Assessment Board for damages in respect of mental or physical infirmity;
- Certain qualifying trusts established for the benefit of an incapacitated individual and/or persons in receipt of income from such a qualifying trust;
- A person entitled to exemption to income tax under Schedule F by virtue of section 192 (2) of the TCA; and
- A unit trust to which section 731(5)(a) of the TCA applies.

Certain categories of non-resident shareholders are exempt from withholding tax if they make an appropriate declaration of entitlement to exemption to the Company in advance of payment of any dividend, including (but not limited to):

- Persons (other than a company) who (i) are neither resident or ordinarily resident in Ireland and (ii) are resident for tax purposes in (a) a country which has in force a tax treaty with Ireland (a "tax treaty country") or (b) an EU Member State other than Ireland;
- Companies not resident in Ireland which are resident in an EU Member State or a tax treaty country, by virtue of the law of a tax treaty country or an EU Member State, and are not controlled, directly or indirectly, by Irish residents;
- Companies not resident in Ireland which are directly or indirectly controlled by a person or persons who are, by virtue of the law of a tax treaty country or an EU Member State, resident for tax purposes in a tax treaty country or an EU Member State other than Ireland and who are not controlled, directly or indirectly, by persons who are not residents for tax purposes in a tax treaty country or an EU Member State;
- Companies not resident in Ireland the principal class of shares of which is substantially and regularly traded on a stock exchange in Ireland, on one or more than one recognised stock exchange in a tax treaty country or in another EU Member State or such other stock exchange as may be approved of by the Minister for Finance; or
- Companies not resident in Ireland that are 75 per cent subsidiaries of a single company, or are wholly-owned by two or more companies, in either case the principal class(es) of shares of which is/are substantially and regularly traded on a stock exchange in Ireland, on one or more than one recognised stock exchange in a tax treaty country or in another EU Member State or such other stock exchange as may be approved of by the Minister for Finance.

In the case of a non-resident shareholder resident in an EU Member State or tax treaty country, with the exception of corporate shareholders, the declaration must be accompanied by a current certificate of residence from the revenue authorities in the shareholder's country of residence.

The Company will assume responsibility for the withholding of taxes at source for UK and Irish shareholders who do not qualify for the exemptions set out above or fail to provide the relevant certification.

#### Taxation of dividends

Irish resident shareholders who are individuals will be subject to income tax, PRSI and Universal Social Charge (USC) on the aggregate of the net dividend received and the withholding tax deducted. The withholding tax deducted will be available for offset as a credit against the individual's income tax liability. A shareholder may claim to have the withholding tax refunded to him to the extent it exceeds his income tax liability.

An Irish resident shareholder which is a company will not be subject to Irish corporation tax on dividends received from the Company and tax will not be withheld at source by the Company provided the appropriate declaration is made. A company, which is a close company as defined under Irish legislation, may be subject to a corporation tax surcharge on dividend income to the extent that it is not distributed.

#### Capital gains tax

The Company's Ordinary Shares constitute chargeable assets for Irish capital gains tax purposes and accordingly shareholders who are resident or ordinarily resident in Ireland, depending on their circumstances, may be liable to Irish tax on capital gains on a disposal of Ordinary Shares. The Irish capital gains tax rate is currently 33 per cent.

Shareholders of the Company who are neither resident or ordinarily resident in Ireland and who do not hold the Ordinary Shares for the purposes of a trade carried on in Ireland should not be subject to Irish tax on capital gains arising on the disposal of the Ordinary Shares, on the basis that the shares will be quoted on a stock exchange. An Irish resident individual, who is a shareholder who ceases to be an Irish resident for a period of less than five years and who disposes of Ordinary Shares during that period, may be liable, on a return to Ireland, to capital gains tax on any gain realised.

#### Stamp duty

Irish stamp duty will be charged at the rate of 1 per cent on the amount or value of the consideration on any conveyance or transfer on sale or voluntary disposition of Ordinary Shares. In relation to a conveyance or transfer on sale or voluntary disposition of Ordinary Shares under the CREST System, Irish stamp duty at the rate of 1 per cent will be payable on the amount or value of the consideration.

The person accountable for the payment of stamp duty is generally the transferee. Stamp duty is normally payable within 30 days following the date of execution of the transfer. Late or inadequate payments of stamp duty will result in a liability for interest, penalties and surcharges.

No stamp duty or capital duty will generally be payable on the issue of new Ordinary Shares by the Company.

#### Irish Capital Acquisitions Tax

Irish Capital Acquisitions Tax ("CAT") applies to gifts and inheritances

(i) where either the person making or receiving the gift or inheritance is resident or ordinary resident in Ireland at the date of the gift or inheritance; or

(ii) to the extent that the property of which the gift or inheritance consists is situated in Ireland at the date of the gift or inheritance.

CAT is primarily payable by the person who receives the gift or inheritance. All taxable gifts in the same class relationship (see below) are aggregated and only the excess over a certain tax free threshold is taxed. The tax free threshold is dependent on the relationship between the donor and donee and the cumulative previous gifts and inheritances from the donors of the same class. The tax free threshold amounts currently in force are:

(i) €320,000 in the case of gifts and inheritances received from a parent and in the case of certain inheritances received by a parent from a child.

(ii) €32,500 in the case of gifts and inheritances received from a brother, sister or from a brother or sister of a parent or from a grandparent; and

(iii) €16,250 in the case of persons who are not related to one another.

CAT is charged at a rate of 33 per cent in the case of gifts and inheritances. Gifts and inheritances passing between spouses are exempt from CAT.

Ordinary Shares will be regarded as located in Ireland if the Company is required to maintain its ordinary share register in Ireland which is and will continue to be the case. Accordingly, a liability to CAT may arise on the gift or inheritance of an ordinary share notwithstanding the fact that the holder may be domiciled and/or resident outside of Ireland.

#### United Kingdom - taxation for UK investors

The following paragraphs are intended as a general guide only for shareholders who are resident and ordinarily resident in the UK for tax purposes, holding Ordinary Shares as portfolio investments and not as securities to be realised in the course of a trade. They do not purport to be comprehensive nor to describe all potential relevant considerations. They are based on current legislation and HM Revenue & Customs' practice relating to the taxation of foreign source dividends at the date of this Document.

Any shareholder who is any doubt about his tax position or who is subject to taxation in a jurisdiction other than the UK should consult his or her own professional adviser immediately.

#### UK tax on capital gains

If an individual shareholder disposes of all or some of his Ordinary Shares, a liability to tax on chargeable gains may arise, depending on the shareholder's circumstances and available exemptions and reliefs. In the absence of any

exemptions and reliefs the current rate of tax on gains made by individuals resident in the UK is 10 per cent for basic rate tax payers and 20 per cent for higher rate tax payers.

In general, gains of companies, as reduced by indexation relief (which increases the cost of the asset by reference to the movement in the RPI index over the period of ownership), are subject to corporation tax at the Company's relevant rate.

#### UK Stamp duty and stamp duty reserve tax

Other than in respect of arrangements for depositary receipts and clearance services (to which special rules apply) no UK stamp duty or stamp duty reserve tax ("SDRT") will generally be payable on the issue of new Ordinary Shares by the Company.

A charge to stamp duty will arise only on the transfer of Ordinary Shares where there is a matter or thing to be done in the UK or where the document or transfer is executed in the UK. Where the transfer is within the charge to stamp duty the rate of tax is 0.5 per cent. of the actual consideration paid (rounded up to the nearest multiple of £5). Where a stamp duty liability arises, this is payable within 30 days of the date on which the stampable transfer is executed. Interest and penalties are normally charged if stamp duty is paid after the due date.

On the basis that the Ordinary Shares are not registered in a register which is kept in the United Kingdom then no SDRT will be charged on the transfer of Ordinary Shares. (see section on Irish taxation for details of Irish stamp duty).

#### Dividend withholding taxes in Ireland

Dividends paid to investors resident for tax purposes in the UK may be subject to a reduced withholding tax of 15 per cent of the gross dividend in Ireland in accordance with the provisions of the UK and Ireland Double Taxation Treaty. For most UK individual investors this withholding tax should be creditable against their UK tax liability. For both individuals and companies having insufficient taxable income to give rise to a UK tax charge, investors should be able to elect to treat Irish withholding tax as an expense to be deducted from the gross dividend so that the taxable receipt is reduced to the amount of the dividend net of withholding tax.

It is possible for most non-Irish resident persons to claim exemption from Irish Dividend Withholding Tax on making an appropriate declaration to the Company (see section on Irish taxation).

#### Non UK domiciled individuals

Where the individual is resident but not domiciled in the UK it is recommended that such individuals should consult his or her own professional adviser in relation to the UK taxation of dividends received from the Company.

#### UK taxation of foreign dividend income

Dividends paid by a Company resident for tax purposes in Ireland will constitute "relevant foreign income" for UK income tax purposes when received by individuals or trustees of a discretionary trust who are tax resident in the UK. Dividends received by a UK tax resident corporate investor will form part of that Company's profits chargeable to corporation tax.

Individual shareholders who are resident in the UK for tax purposes will be taxed on the aggregate of the gross dividend received (net dividend plus any withholding tax deducted in Ireland) plus its associated tax credit. Such tax credit is 10 per cent of the combined amount of the gross dividend and the tax credit (i.e. the tax credit will be one-ninth of the gross dividend). This dividend income will be treated as the top slice of an individual's income and will be subject to tax at a rate of 32.5 per cent where the individual is liable at the higher rate or 10 per cent where liable at other rates (the lower or basic rate). The tax credit will discharge in full the income tax liability of any taxpayer other than a higher rate or additional rate taxpayer, who will have an additional liability. The special rate of tax for higher rate taxpayers who receive dividends is 32.5 per cent., this rate being applied to the combined amount of the gross dividend and the tax credit. Any withholding tax deducted on payment of the dividend will be credited against the resulting UK income tax liability. After taking into account the 10 per cent tax credit and Irish withholding tax deducted at 15 per cent of the gross dividend, such a taxpayer would have to account for an additional 10 per cent of the combined amount of the gross dividend and tax credit. Unutilised withholding tax is not repayable.

A new additional tax rate of 45 per cent will apply to dividend income for individuals with income in excess of £150,000.

Corporate shareholders will be liable to UK corporation tax on foreign dividends unless the dividends fall within an exempt class.

Subject to the rules applying to the first £1,000 of income, UK resident trustees of discretionary or accumulation trusts are liable to income tax on UK company dividends at 42.5 per cent. of the gross dividend. Any withholding tax deducted will be credited against this liability resulting in a net income tax liability equivalent to 27.5 per cent. of the gross dividend.

#### UK Inheritance Tax

UK domiciled individuals are chargeable to UK Inheritance Tax in respect of property situated anywhere in the world. Non-UK domiciled individuals are chargeable only to UK inheritance tax in respect of property situated in the UK.

The UK Inheritance Tax legislation contains no specific rules for determining where property is situated therefore the normal situs rules apply. As regards registered shares, they are generally situated where they are registered unless they are transferable to more than one jurisdiction and in such cases they are situated in the country in which they are likely to be dealt with in the normal course of affairs.

Where property is regarded as situated in the UK for UK Inheritance Tax purposes, a gift of such property by, or on the death of an individual holder of such property may (subject to certain exemptions and reliefs in particular, Business Property relief) give rise to a liability to UK Inheritance Tax. This is regardless of whether or not the individual holder is domiciled or deemed to be domiciled in the UK and whether or not the holder is resident and/or ordinarily resident in the UK for tax purposes. For Inheritance Tax purposes a transfer of assets at less than full market value may be treated as a gift and particular rules apply where the donor reserves or retains some interest or benefit in the property being transferred. Subject to any exemptions or reliefs, a gift of an asset is potentially exempt from UK Inheritance Tax and falls outside the individual's estate provided the donor lives for 7 years.

#### 22.1.8 General

The expenses of Admission are expected to amount to €153,000 of which €123,000 has been discharged.

Keith Bayley Rogers & Co. Limited has assisted IMC in the submission of this document to the Central Bank of Ireland for approval as a prospectus and in applying to the FCA for Admission to the Official List. Keith Bayley Rogers & Co. Limited is not responsible for the contents of this document and accepts no liability whatsoever for the accuracy of any information or opinions contained in this document, or for the omission of any material information, for which the Directors are solely responsible. Keith Bayley Rogers & Co. Limited is acting for the Company and no-one else in relation to the Admission and will not be responsible to anyone other than the Company for providing the protections afforded to clients of Keith Bayley Rogers & Co. Limited, or for advising any other person in connection with the Admission.

## DEFINITIONS

Please note that the definitions below relate to the terms used in the prospectus alone and those in the CPR apply to the CPR separately.

In this document, unless the context requires otherwise, the words and expressions set out below shall bear the following meanings:

“Act”	The Companies Act, 2014 of Ireland which replaced Companies Acts 1963-2013, consolidating the 1963-2013 Acts as well as introducing new provisions.
“Admission”	admission of the Ordinary Shares to the standard segment of the Official List and trading on the London Stock Exchange’s regulated market for listed securities
“Ag”	Silver
“Agreement”	The negotiated document between Trove Rehabilitation Nominees Limited, (a company set up to manage the Joint Venture Agreement) and IMC on PL 3850 in Avoca, Co Wicklow, which is subject to approval from the Minister for Communications, Climate Action and Environment (upon submission of the Joint Venture Agreement).
“Au”	Gold
“‘A’ Ordinary Shares”	‘A’ Ordinary Shares of €1 each in the capital of the Company
“Barytes”	A colourless or white mineral consisting of barium sulphate
“Base metals”	In the context of Irish minerals regulation: zinc, lead, copper, nickel, cobalt, manganese, cadmium, molybdenum, vanadium, chromium, tantalum, tin, tungsten, gallium, indium, thallium, bismuth, arsenic, antimony, tellurium and germanium.
“Central Bank”	Central Bank of Ireland
“Companies Act”	The Companies Act, 2014 of Ireland which replaced Companies Acts 1963-2013, consolidating the 1963-2013 Acts as well as introducing new provisions.
“Company” or “IMC” or “Group”	IMC Exploration Group PLC, a public company limited by shares and incorporated in Ireland
“CPR”	A Competent Person’s Report (CPR) is an independent technical report on the mineral assets of a company. The aim of a CPR is to provide a responsible, unbiased and independent opinion on the technical aspects of the Company, with the ultimate purpose of informing and protecting investors.
“CPR, January 2016”	Independent Competent Person’s Report (CPR) prepared on behalf of SLR Environmental Consulting (Ireland) Limited by EurGeol Professor Dr. Garth Earls PGeo in January 2016.

“CPR, October 2018”	Independent Competent Person’s Report (CPR) prepared by CSA Global Limited (UK) in October 2018.
“Constitution of the Company”	"Constitution" under the Companies Act 2014 replaces the term - "Memorandum and Articles of Association". A PLC will have a Memorandum and Articles of Association but these will together comprise its Constitution.
“CREST”	The computer based settlement system and procedures which enable title to securities to be evidenced and transferred without a written instrument and which is operated by Euroclear
“Cu”	Copper
“Directors” or “the Board”	The Directors of the Company at the date of this document, whose names are set out on page 10 of this document
“East Avoca”	Area in the Avoca Valley to the east of the Avoca river
“EMD”	The exploration and mining division of the Department of Communications, Climate Action and Environment
“EPA”	Environmental Protection Agency
“FCA”	Financial Conduct Authority of the UK
“FSMA”	The Financial Services and Markets Act 2000 of the UK, as amended
“Government Report”	A Government commissioned report (CDM - Feasibility Study for Management and Remediation of the Avoca Mining Site - December 2008)”.
“Group”	The Company and its Subsidiary, IMC Exploration Limited, at the date of Admission
“Hydrogen”	Hydrogen
“IMC Exploration Limited”	IMC Exploration Limited, a company incorporated in Ireland on 6th October 2010 with registered number 489863 and a wholly owned subsidiary of the Company
“Irish Base Metal Province”	The Irish Base Metal Province is an internationally-recognised, highly prospective area within the Irish midlands and mid-west, hosted in Lower Carboniferous limestones.
“Irish Takeover Rules”	The Irish Takeover Panel Act 1997, the Irish Takeover Rules 2007, the Substantial Acquisition Rules 2007 and the European Communities (Takeover Bids (Directive 2004/25/EC) Regulations 2006
“ISDX Growth Market”	The primary market segment operated by ICAP Securities & Derivatives Exchange Limited for dealings in unlisted securities. ISDX Growth Market

	changed its name from ISDX Growth Market to NEX Exchange Growth Market on 31 October 2016
“Joint Venture Agreement”	Agreement between the Parties signed on 11 <sup>th</sup> May 2018 to work together to process secondary mineral deposits at the site of the former Avoca Mine in Co. Wicklow
“JORC Code (2012)”	Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. The JORC Code, 2012 Edition. Prepared by: The Joint Ore Reserves Committee of The Australasian Institute of Mining and Metallurgy, Australian Institute of Geoscientists and Minerals Council of Australia (JORC).
“LEI”	Legal Entity Identifier
“London Stock Exchange”	London Stock Exchange plc
“NEX Exchange Growth Market”	The primary market segment operated by ICAP Securities & Derivatives Exchange Limited for dealings in unlisted securities. ISDX Growth Market changed its name from ISDX Growth Market to NEX Exchange Growth Market on 31 October 2016
“Official List”	The Official List of the UK Listing Authority
“MRE”	Mineral Resource Estimate
“Ordinary Resolution”	An ordinary resolution is a resolution passed by the shareholders of the Company by a simple or bare majority (for example more than 50% of the vote) at a properly convened meeting of the shareholders.
“Ordinary Shares”	Ordinary shares of €0.001 each in the capital of the Company
“Ore”	A naturally occurring solid material from which a metal or mineral can be extracted
“Pb”	Lead
“QCA”	The UK Quoted Companies Alliance, the independent membership organisation that champions the interests of small to mid-size quoted companies.
Quoted Companies Alliance	UK independent membership organisation that supports small to mid-size quoted companies
“Parties”	Companies: “IMC Exploration Group Public Limited Company”, “IMC Exploration Limited”, “Trove Metal Limited”, “Trove Rehabilitation Nominees Limited”.
“PL”	Prospecting Licences
“Prospectus Rules”	The rules issued pursuant to Section 73A of the FSMA
“REEs”	Rare Earth Elements
“Reverse Fault”	A reverse fault has the opposite movement to a normal fault, i.e. the hanging wall moves up rather than down. Reverse faults in the Carboniferous are

	believed to have occurred when older normal faults were subject to compression.
“R752”	
“Sb”	Regional road in County Wicklow
“Se”	Antimony
“Sn”	Selenium
	Tin
“UK”	The United Kingdom of Great Britain and Northern Ireland
“UKLA”	The UK Listing Authority which is the Financial Services Authority acting in its capacity as the competent authority for the purposes of Part VI of FSMA
“VMS”	Volcanogenic Massive Sphide
“West Avoca”	Area in the Avoca Valley to the west of the Avoca river
“Zn”	Zinc

**EXPECTED TIMETABLE OF EVENTS**

Prospectus Approval Date	16 April 2019
Admission to the Official List	11 June 2019

**ADVISERS**

Corporate adviser	Keith Bayley Rogers & Co. Limited 1 Royal Exchange Avenue London EC3V 3LT England
Auditors	Clifford Desmond & Associates Chartered Accountants & Statutory Auditors 185 Rathmines Road Lower Rathmines Dublin 6 Ireland
Independent Competent Person	CSA Global Limited (UK) First Floor Suite 2 Springfield House Springfield Road Horsham West Sussex RH12 2RG United Kingdom  SLR Environmental Consulting (Ireland) Limited 7 Dundrum Business Park Windy Arbour Dublin 14 Ireland
Registrars	Neville Registrars Limited Neville House Steelpark Road Halesowen B62 8HD England
Legal Advisers	Miley & Miley Solicitors * 35 Molesworth Street Dublin 2 Ireland

\* Business & Commercial Solicitors of Leeson Chambers, 28 Lower Leeson Street, Dublin 2 previously acted as Legal Advisers for IMC. In 2018 Business & Commercial Solicitors transferred their entire corporate division to Miley & Miley Solicitors. Miley & Miley Solicitors currently act as Legal Advisers for IMC.

**SCHEDULE 1  
INDEPENDENT COMPETENT PERSON'S REPORT, OCTOBER 2018**



**CSA Global**  
Mining Industry Consultants

## COMPETENT PERSON'S REPORT

# IMC Exploration Group plc Irish Projects – Competent Person's Report

CSA Global Report Nº R113.2019  
Date 17 January 2019  
Effective date: 23 October 2018

[www.csaglobal.com](http://www.csaglobal.com)

### Report prepared for

Client Name	IMC Exploration Group plc
Project Name/Job Code	IMCCPR01
Contact Name	Eamon O'Brien
Contact Title	Chairman
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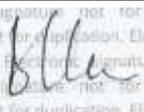
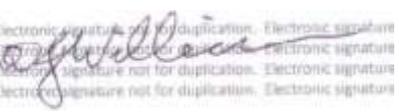
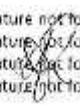
### Report issued by

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### Report information

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### Author and Reviewer Signatures

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CSA Global Authorisation	Galen White B.Sc. (Hons), FAusIMM, FGS	Signature:	 Electronic signature not for duplication. Electronic signature not for duplication.

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## Executive Summary

CSA Global (UK) Ltd (CSA Global) was engaged by IMC Exploration Group plc (IMC) to prepare a Mineral Resource estimate for the Avoca Historic Mine Site Project (“the Avoca Project”), located in County Wicklow, Ireland. IMC has entered into an agreement with Trove Metal Limited (Trove) to establish an environmental clean-up operation to remove metals from the existing mine waste at the Avoca Project site. The mandate from IMC was extended to complete a Competent Persons’ Report (CPR), prepared in accordance with the JORC Code (2012) to facilitate the future commercial development of the company. The document presented here includes coverage on IMC’s other assets throughout Ireland, that are considered early-stage exploration properties.

IMC currently holds valid Prospecting Licences (PLs) in two distinct geographic and geological jurisdictions in the Republic of Ireland. One of the licences (PL 3729) is in the West Midlands and is a target for Irish- style base metal mineralisation. The remaining four licences occur in the southeast of Ireland (County Wexford and County Wicklow) and include: PL 3850 and PL 3849 (that comprise the Avoca Project) targeting volcanogenic massive sulphide (VMS) mineralisation and various styles of gold mineralisation and the spoils heaps from historic mining activity; the adjacent PL 3857, targeting the same primary deposit types; and PL 2551, targeting orogenic gold mineralisation.

The primary focus of this CPR is the spoils heaps at Avoca. The Avoca Mine has operated since the early 18<sup>th</sup> century, with recent open pit mining during the 1970s and 1980s. The deposit is a VMS and mining extracted Cu, Pb and minor Zn, with Au and Ag present. The mining operations ceased in 1982 with little to no environmental remediation taking place. Mine spoils were deposited onto several spoils and tailings heaps near the mine and IMC requested CSA Global to prepare a Mineral Resource estimate for several of the spoils heaps, specifically the Cronebane, Mount Platt and Tigroney East spoils heaps. Other spoils heaps have been delineated by IMC but are not part of their current investigations.

The Mineral Resource is classified as an Inferred Mineral Resource and has been reported in accordance with the JORC Code (2012)<sup>1</sup>. Classification of the Mineral Resource estimate was carried out considering the volumes of the spoils heaps, quality of the sampling and density data, and sample spacing. The Mineral Resource is presented in Table 1.

Table 1: *Inferred Mineral Resource estimate (all tonnages reported with a zero cut-off grade applied)*

Spoils Heap	Tonnes (kt)	Cu (%)	Pb (%)	Zn (%)	Au (g/t)	Ag (ppm)
Forest of Gold	2	0.57	4.31	0.83	5.2	64
Tigroney Lower East	19	0.44	0.68	0.37	0.6	13
Tigroney North	158	0.18	0.12	0.04	0.1	3
<b>Subtotal (Tigroney East)</b>	<b>178</b>	<b>0.29</b>	<b>0.62</b>	<b>0.20</b>	<b>0.7</b>	<b>11</b>
Mount Platt	852	0.13	0.37	0.12	0.2	7
Cronebane	841	0.13	0.43	0.16	0.4	10
<b>TOTAL</b>	<b>1,871</b>	<b>0.14</b>	<b>0.42</b>	<b>0.14</b>	<b>0.3</b>	<b>9</b>

### Notes

- Forest of Gold, Tigroney Lower East and Tigroney North spoils heaps are collectively Tigroney East.
- Rounded volumes presented.
- Tonnes are rounded to reflect uncertainty in the spoils heap volumes.

<sup>1</sup> Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. The JORC Code, 2012 Edition. Prepared by: The Joint Ore Reserves Committee of The Australasian Institute of Mining and Metallurgy, Australian Institute of Geoscientists and Minerals Council of Australia (JORC).

IMC, Trove and CSA Global believe there are reasonable prospects for the eventual economic extraction of the Mineral Resources. The Project is located near centres with large populations, which can provide a suitable workforce for earthmoving and mineral processing. Power and water are connected to the site. The tailings and spoils material is free dig and therefore drill and blast activities are not required. The Exploration and Mining Division of the Department of Communications, Climate Action and Environment is of the view that the spoils heaps at the site need to be dealt with and consider the extraction of the contained metal as an incentive to progress further studies and eventual earthmoving works.

The Mineral Resource is based upon sample data obtained from 14 pits dug into the surface of the spoils heaps to a maximum depth of 4 m. Excavation of the pits and sampling took place in April 2018. The excavated material from each 1 m sample interval were deposited in separate piles adjacent to the pit and a representative sample taken from the pile. Samples were dispatched to ALS Laboratory (Loughrea, County Galway, Ireland) for chemical analyses, with field duplicates, certified reference materials and blanks used to monitor the quality control of the sampling and assaying.

Volumes were calculated for each heap using survey data provided by Trove. The basal topography of the spoils heaps is largely unknown, and the volumes were calculated based upon known surface areas and estimated depths, using the surrounding topography to guide the decision making.

Samples were taken from each sample pit sample stockpile and used to calculate in-situ bulk densities. An average bulk density of 1.59 t/m<sup>3</sup> is calculated from all the samples, and this is assumed to be a wet bulk density.

An average sample grade for Cu (%), Pb (%), Zn (%), Au (g/t) and Ag (ppm) was assigned to each heap based upon the sample grades from each pit.

Exploration targets are also provided for the West Avoca and Connary spoils heaps.

PL 3729 is considered prospective for Irish-style base metals mineralisation. Limited drilling carried out on this licence, has, however, produced geological results that are commonly seen in association with mineralisation at deposits throughout the Irish Midlands and this licence warrants further, systematic exploration.

The bedrock potential for VMS base metals, associated gold and other styles of gold mineralisation at the Avoca Project (PL 3850 and PL 3849) and on PL 3857 is variable. PL 3850 is highly prospective for further VMS discoveries down dip of known mineralisation and related gold mineralisation at Kilmacoo and Ballymoneen. IMC drilling at Kilmacoo has returned gold and base metal intersections of significance. PL 3857 has, to date, produced little to suggest the potential for mineralisation but interpretation of the voluminous legacy data is hampered by the lack of an integrated, levelled geochemical dataset. In CSA Global's opinion, there is untested potential for intrusion-related gold mineralisation in the western part of PL 3857. The northern part of PL 3849 is underlain by the VMS + gold prospective Avoca Formation and is prospective for mineralisation similar to that reported from PL 3850.

PL 2551 has returned some high gold grades and several moderate to low grades from the limited drilling undertaken to date, as well as one significant base metal intersection. In CSA Global's opinion, there is potential for orogenic-style gold mineralisation on the licence, particularly along a postulated mineralised zone/structure that may underlie both the Kilmichael and Boley prospects on the licence.

IMC is proposing to spend approximately €310,000 across their project portfolio in the next 18 months. The primary, and warranted, source of this expenditure is on metallurgical test-work, environmental studies and infill drilling on the Avoca spoils (around €130,000), with the balance of the budget being spent on generative exploration activities on the other licences. CSA Global believe the proposed work programs are appropriate and that the budgets are sufficient to complete the work as proposed and advance the projects.

# Contents

Report prepared for .....	I
Report issued by.....	I
Report information .....	I
Author and Reviewer Signatures.....	I
<b>EXECUTIVE SUMMARY .....</b>	<b>II</b>
<b>1 INTRODUCTION.....</b>	<b>1</b>
1.1 Context, Scope and Terms of Reference .....	1
1.2 Adherence to the JORC Code Guidelines.....	1
1.3 Principal Sources of Information and Reliance on Other Experts.....	1
1.4 Authors of the Report .....	2
1.5 Independence .....	3
1.6 Declarations.....	3
1.6.1 Purpose of this Document.....	3
1.6.2 Competent Person’s Statement .....	4
1.6.3 Site Inspection .....	4
1.7 About this Report .....	4
1.7.1 Conventions used in this Report .....	4
<b>2 PROJECT OVERVIEW.....</b>	<b>6</b>
2.1 Location and Tenure.....	6
2.2 Geography and Infrastructure .....	8
2.3 Legislative Framework .....	9
2.3.1 Prospecting Rights in Ireland.....	9
2.3.2 Prospecting Licence Terms.....	9
2.3.3 Licence Ownership and Joint Venture Agreements .....	10
2.3.4 Prospecting Licences and Risk Factors .....	10
2.3.5 Protected Areas.....	10
2.4 West Midlands (PL 3729, Tulla, Co. Clare).....	13
2.4.1 Regional and Local Geology.....	13
2.4.2 Mineralisation Styles .....	13
2.4.3 Mineral Deposits and Mining History .....	16
2.5 South-Eastern Cluster .....	18
2.5.1 Regional Geology.....	18
2.5.2 Mineralisation Styles .....	18
2.5.3 Mineral Deposits and Mining History.....	20
<b>3 WEST MIDLANDS.....</b>	<b>22</b>
3.1 Tulla, Co. Clare Licence – PL 3729.....	22
3.1.1 Local Geology .....	22
3.1.2 Exploration History.....	22
3.1.3 IMC Exploration (2011 to Current) .....	23
3.1.4 Interpretation of Exploration Results .....	25
3.1.5 Exploration Strategy and Use of Funds .....	26
<b>4 SOUTH-EASTERN CLUSTER.....</b>	<b>27</b>
4.1 Avoca Project (PL 3850 and PL 3849) and PL 3857.....	27

4.1.1	Local Geology .....	27
4.1.2	Mineralisation .....	27
4.1.3	Mining and Exploration History.....	30
4.1.4	IMC Exploration.....	39
4.1.5	Interpretation of Exploration Results.....	53
4.1.6	Exploration Strategy and Use of Funds .....	54
4.2	Kilmichael (PL 2551) .....	55
4.2.1	Local Geology .....	55
4.2.2	Exploration History.....	55
4.2.3	IMC Exploration.....	57
4.2.4	Interpretation of Exploration Results.....	66
4.2.5	Exploration Strategy and Use of Funds .....	66
<b>5</b>	<b>MINERAL RESOURCE ESTIMATES.....</b>	<b>67</b>
5.1	Specific Sources of Information.....	67
5.2	Location of the Avoca Spoils Heaps.....	67
5.3	Data .....	68
5.3.1	Spoils Heaps .....	68
5.3.2	Trial Pits.....	69
5.3.3	Sampling and Assays .....	71
5.3.4	Quality Assurance/Quality Control.....	73
5.3.5	Density.....	74
5.4	Tonnage and Grade Calculations.....	74
5.4.1	Heap Volumes .....	74
5.4.2	Grade Calculations .....	76
5.5	Classification and Reporting .....	76
5.6	Exploration Targets.....	76
5.7	Exploration Strategy and Use of Funds.....	77
<b>6</b>	<b>TECHNICAL RISKS .....</b>	<b>78</b>
<b>7</b>	<b>CONCLUSIONS, RECOMMENDATIONS AND USE OF FUNDS .....</b>	<b>79</b>
<b>8</b>	<b>REFERENCES .....</b>	<b>81</b>
<b>9</b>	<b>CONSENT FORMS .....</b>	<b>83</b>
9.1	Statement – Brendan Clarke .....	84
9.2	Consent – Brendan Clarke .....	84
9.3	Statement – David Williams .....	85
9.4	Consent – David Williams .....	85
<b>10</b>	<b>GLOSSARY AND ABBREVIATIONS .....</b>	<b>86</b>
10.1	Glossary .....	86
10.2	Abbreviations .....	92

## Figures

Figure 1:	Locality map of the IMC tenements shown in relation to major centres and county boundaries in south-central Ireland.....	6
Figure 2:	Simplified geological map of Ireland, showing major minerals deposits .....	7
Figure 3:	Distribution of protected areas on PL 3729 .....	11
Figure 4:	Distribution of protected areas on PL 3850, PL 3849, PL 3857 and PL 2551 .....	12
Figure 5:	Simplified stratigraphic section showing the distribution of deposits (pink bars) from north to south across the Irish Midlands.....	15
Figure 6:	Major mineralised trends that reflect underlying structural control on the Irish base metals deposits ....	15
Figure 7:	An overview of the genetic model presented by Wilkinson and Hitzman (2014) .....	16
Figure 8:	Schematic cross section through the Lisheen deposit .....	17
Figure 9:	Schematic section through an idealised Kuroko-type VMS deposit at the time of its formation.....	19
Figure 10:	Schematic section showing the key geological elements of major gold deposit types .....	20
Figure 11:	Geological map of PL 3729, showing IMC drill collars .....	23
Figure 12:	Brecciated Waulsortian from 77 m (black core block) in drillhole 17-3729-05 .....	25
Figure 13:	Geological map of the Avoca Project (PL 3850 and PL 3849) and PL 3857, showing the location of IMC drillholes	28
Figure 14:	Geological map of the Avoca mine area, showing nomenclature of individual prospects .....	29
Figure 15:	Distribution of all historical and IMC drillholes on PL 3849, 3850 and 3857 .....	32
Figure 16:	Significant historical regional exploration drilling .....	33
Figure 17:	Stream sediment and soil geochemical coverage .....	34
Figure 18:	Rock chip and deep overburden samples .....	35
Figure 19:	Location of historical holes referred to in text .....	38
Figure 20:	IMC soils and rock chip samples (Au) on PL 3857.....	40
Figure 21:	IMC soil and rock chip sampling results (Zn) from PL 3857 .....	41
Figure 22:	IMC soil sampling results (Au) on PL 3850 .....	42
Figure 23:	IMC soil sampling results (Zn) on PL 3850.....	43
Figure 24:	IMC rock chip sampling results (Au) on PL 3850 .....	44
Figure 25:	IMC rock chip sampling results (Zn) on PL 3850.....	45
Figure 26:	Geochemical clusters identified by Healy (2017) .....	47
Figure 27:	IMC geophysical coverage (blue lines and coloured image) shown in relation to historical geophysical coverages	48
Figure 28:	Vein-related pyrite (yellow) and galena (silver-grey) from drillhole 15-3850-01 at 31.50 m (12 g/t Au, 2,840 ppm Pb and 1,370 ppm Zn); field of view ~ 3 cm .....	50
Figure 29:	Chalcopyrite with large gold inclusion and minor galena from hole 15-3850-01 at 31.5 m, field of view is 0.6 mm (reflected light) .....	53
Figure 30:	Large sphalerite crystal surrounded by pyrite and quartz.....	53
Figure 31:	Geological map of PL 2551, showing the location of IMC drillholes.....	56
Figure 32:	Legacy and IMC rock chip sample results on PL 2551 .....	59
Figure 33:	Legacy and IMC stream sediment sampling results on PL 2551.....	60
Figure 34:	Angular gold grains from the Ballygarret stream, suggestive of a proximal, vein-hosted gold occurrence upstream (each division on the scale bar is 1 mm) .....	61
Figure 35:	Examples of typical lithology and mineralisation styles on PL 2551.....	64
Figure 36:	Main prospect areas defined by geochemical clusters produced by Healy (2017) .....	65
Figure 37:	Location and nomenclature of the Avoca Project spoils heaps.....	68
Figure 38:	Plan of Avoca Mineral Resource surface, showing contours, roads, buildings and trial pits (Mineral Resource heap limits shown in magenta, others in green) .....	70
Figure 39:	Excavation of trial pit TP006 (left), and full excavation depth of TP004, with 4 m measuring rod (right) .	71
Figure 40:	Histogram of sample weights, all pit samples .....	72
Figure 41:	Tigroney East spoils heaps (Forest of Gold – orange, Tigroney Lower East – cyan, Tigroney North – green) with 10 m contour strings and local roads (yellow); trial pits with green IDs shown.....	74
Figure 42:	Mount Platt spoils heap with 10 m contour strings; trial pits with green IDs shown.....	75
Figure 43:	Cronebane with 10 m contour strings and local roads (yellow); trial pits with green IDs shown .....	75

## Tables

Table 1:	Inferred Mineral Resource estimate (all tonnages reported with a zero cut-off grade applied) .....	II
Table 2:	Details of PLs currently held by IMC.....	8
Table 3:	Licence validity and expenditure requirements.....	10
Table 4:	Pb-Zn mines in Ireland .....	16
Table 5:	Summary of known historical exploration on PL 3729.....	24
Table 6:	IMC drillholes on PL 3729.....	24
Table 7:	Summary of historical exploration on the Avoca Project.....	30
Table 8:	Grade-tonnage estimate for the Avoca spoils, from Trove (2017).....	37
Table 9:	Assay results from waste pile grab sampling at Avoca.....	46
Table 10:	IMC drilling in the south-eastern cluster.....	49
Table 11:	Significant intersections from IMC drillholes on PL 3850 at Kilmacoo .....	51
Table 12:	Summary of historical exploration on PL 2551 .....	57
Table 13:	IMC drillholes on PL 2551.....	58
Table 14:	Significant intersections from IMC drilling on PL 2551. The relationship between the core orientation is slightly oblique (up to 30°) suggesting lengths may be slightly overstated .....	62
Table 15:	Certified reference materials .....	73
Table 16:	Heap volumes .....	75
Table 17:	The Avoca Spoils Inferred Mineral Resource (reported at a zero cut-off grade) .....	76
Table 18:	Exploration Targets .....	77
Table 19:	Expenditure commitments shown in relation to statutory spend requirements .....	80

## Appendices

Appendix 1:	JORC Code Table 1 for Exploration Results and Mineral Resources.....	94
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# 1 Introduction

## 1.1 Context, Scope and Terms of Reference

CSA Global (UK) Ltd (CSA Global) was commissioned by IMC Exploration Group plc (IMC) to prepare an independent Competent Persons' Report (CPR) for use in the future commercial development of the Company.

IMC holds significant exploration tenure in Ireland, with a total of five granted Prospecting Licences (PLs) covering 190.29 km<sup>2</sup> in the West Midlands and southeast Ireland (Counties Wicklow and Wexford). The Midlands licence has potential for Irish-style base metal mineralisation whereas the south-eastern licences (the south-eastern cluster) have potential for volcanogenic massive sulphide (VMS) (Cu, Pb, Zn) mineralisation and various styles of gold mineralisation. In the south-eastern cluster, PL 3850 has a history of mining that dates to the early 1700s (Avoca Mine) and PL 3857 is part of the Goldmines river block that historically produced significant amounts of alluvial gold and triggered a gold rush in the late 1700s.

In preparing this CPR, CSA Global:

- Relied on the accuracy and completeness of the data provided to it by IMC, and that IMC made CSA Global aware of all material information in relation to the projects. For the purposes of Prospectus Rule 5.5.3R(2)(f) from the Financial Conduct Authority (FCA), CSA Global accepts responsibility for the information contained in this Competent Persons' Report. CSA Global declares that to the best of its knowledge and belief, having taken all reasonable care to ensure that such is the case, the information contained herein is in accordance with the facts and does not omit anything likely to affect the import of such information.
- Relied on IMC's representation that it will hold adequate security of tenure for exploration and assessment of the projects to proceed; an Independent Solicitor's Report elsewhere in the prospectus provides a detailed discussion of IMC's tenements.
- Required that IMC provide an indemnity to the effect that IMC would compensate CSA Global in respect of preparing the report against any and all losses, claims, damages and liabilities to which CSA Global or its Associates may become subject under any applicable law or otherwise arising from the preparation of the report to the extent that such loss, claim, damage or liability is a direct result of IMC or any of its directors or officers knowingly providing CSA Global with any false or misleading information, or IMC, or its directors or officers knowingly withholding material information.
- Required an indemnity that IMC would compensate CSA Global for any liability relating to any consequential extension of workload through queries, questions, or public hearings arising from the reports.

## 1.2 Adherence to the JORC Code Guidelines

The report has been prepared in accordance with the JORC<sup>2</sup> Code and the rules and guidelines issued by the London Stock Exchange (LSE) for the requirements of a Competent Persons' Report and takes cognisance of the European Securities and Markets Authority (ESMA) requirements for technical reports accompanying prospectuses.

<sup>2</sup> Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. The JORC Code, 2012 Edition. Prepared by: The Joint Ore Reserves Committee of The Australasian Institute of Mining and Metallurgy, Australian Institute of Geoscientists and Minerals Council of Australia (JORC). < <http://www.jorc.org> >

## 1.3 Principal Sources of Information and Reliance on Other Experts



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CSA Global has based its review of the projects on information made available to the principal authors by IMC along with technical reports prepared by consultants, government agencies and previous tenement holders, and other relevant published and unpublished data. CSA Global has also relied upon discussions with IMC's management for information contained within this assessment and two site visits, the first to

the Avoca Project area and the second to the IMC core shed, by suitably qualified members of CSA Global staff. This report has been based upon information available up to and including 23 October 2018.

CSA Global has endeavoured, by making all reasonable enquiries, to confirm the authenticity, accuracy, and completeness of the technical data upon which this report is based. Unless otherwise stated, information and data contained in this technical report or used in its preparation has been provided by IMC in the form of documentation.

IMC was provided a final draft of this report and requested to identify any material errors or omissions prior to its lodgement.

Descriptions of the mineral tenure; tenure agreements, encumbrances and environmental liabilities were provided to CSA Global by IMC or its technical consultants. IMC has warranted to CSA Global that the information provided for preparation of this report correctly represents all material information relevant to the Project. Full details on the tenements is provided in the Independent Solicitor's Report elsewhere in the prospectus.

#### **1.4 Authors of the Report**

CSA Global is a privately owned, mining industry consulting company headquartered in Perth, Western Australia. CSA Global provides geological, resource, mining, management and corporate consulting services to the international resources sector and has done so for more than 30 years.

This CPR has been prepared by a team of consultants sourced principally from CSA Global's Johannesburg (South Africa) and Brisbane (Australia) offices. The individuals who have provided input to the CPR have extensive experience in the mining industry and are members in good standing of appropriate professional institutions. The Consultant preparing this CPR is a specialist in the field of exploration geology and has significant experience in the exploration for carbonate-hosted base metals, polymetallic epithermal deposits and VMS.

The following individuals, by virtue of their education, experience and professional association, are considered Competent Persons, as defined in the JORC Code (2012), for this report. The Competent Persons' individual areas of responsibility are presented below:

- Principal author – Dr Brendan Clarke (Manager – Africa with CSA Global in Johannesburg, South Africa) responsible for the entire report
- Contributing author – Mr David Williams (Principal Resource Consultant with CSA Global in Brisbane, Australia), responsible for the Mineral Resource estimate and Exploration Targets from the Avoca Spoils project
- Field review – Maria O'Connor (Principal Resource Consultant with CSA Global in Horsham, England – Avoca Project), Vaughan Williams (Associate Principal Consultant with CSA Global in Horsham, England – core from PL 2551)
- Peer reviewer – Mr Trivindren Naidoo (Principal Geologist – Valuation with CSA Global in Perth, Australia) responsible for the entire report.

Dr Brendan Clarke, PhD, BSc (Hons), Pr.Sci.Nat., FGSSA, has 19 years of mineral exploration experience. He is highly experienced in target generation, exploration program implementation and management. Dr Clarke has a strong understanding of many deposit styles and has experience in the exploration for the deposit styles discussed in this report, having gained this experience in Namibia, Turkey and Zambia for sediment-hosted Pb-Zn deposits; Saudi Arabia for VMS deposits and Sierra Leone, Zimbabwe, Yemen, Saudi Arabia, Ghana, Ivory Coast, Uganda and Ethiopia for orogenic gold deposits. He has been involved in the preparation of technical reports for use in prospectuses for initial public offerings on the LSE, AIM, TSX, TSX-V and the ASX.

David Williams, BSc (Hons), MAIG, has over 25 years' experience in mine geology and Mineral Resource estimation. He is a competent person for the JORC reporting of Mineral Resource estimates and is similarly a qualified person for Canadian NI 43-101 Mineral Resource estimate reports. David's commodity expertise is extensive, and it has been developed from working on mining and resource estimation projects in Australia, Africa, Asia and Europe. David is also a specialist on due diligence studies and he has provided professional opinion for Independent Geologist Reports.

Maria O'Connor, BSc (Hons), MAIG, MAusIMM, has 14 years of experience in the mining industry, in the fields of mineral exploration and resource estimation. She is an experienced resource geologist with skills in resource estimation, feasibility studies, project evaluations, resources auditing, due diligence studies, exploration geology, grade control, technical reporting and provision of training. Key areas of focus include geostatistical modelling, creating and maintaining geological and resource models, sensitivity analyses, quality assurance/quality control (QAQC) and coordinating transfer of skills emphasizing a high degree of collaboration and up-skilling with clients.

Trivindren Naidoo, MSc (Exploration Geology), Grad.Cert. (Mineral Economics), FGSSA, MAusIMM, Pr.Sci.Nat., is an exploration geologist with 20 years' experience in the minerals industry, including 14 years as a consultant, specialising in project evaluations and technical reviews as well as code-compliant reporting (JORC, VALMIN, NI 43-101 and CIMVAL) and valuation. His knowledge is broad-based, and he has wide-ranging experience in the field of mineral exploration and resource development, having managed or consulted on various projects ranging from first-pass grassroots exploration to brownfields exploration and evaluation, including the assessment of operating mines. Trivindren has completed independent evaluations and valuations of numerous mineral assets ranging from early stage exploration properties to multiple operating mines, across various commodities and jurisdictions. He has the relevant qualifications, experience, competence, and independence to be considered a "Specialist" under the definitions provided in the VALMIN Code and a "Competent Person" as defined in the JORC Code.

## **1.5 Independence**

Neither CSA Global, nor the authors of this report, has or has had previously, any interest in IMC or the mineral properties in which IMC has an interest. CSA Global's relationship with IMC is solely one of professional association between client and independent consultant.

CSA Global is an independent geological consultancy. Fees are being charged to IMC at a commercial rate for the preparation of this report, the payment of which is not contingent upon the conclusions of the report or the admission or value of IMC. CSA Global has no economic or beneficial interest (either present or contingent) in IMC or any of its assets nor is any employee of CSA Global a director (or is intended to be a director), officer or other direct employee of IMC. No member or employee of CSA Global has, or has had, any shareholding in IMC.

There is no formal agreement between CSA Global and IMC as to IMC providing further work for CSA Global.

## **1.6 Declarations**

### *1.6.1 Purpose of this Document*

This report has been prepared by CSA Global at the request of and for the benefit of IMC and potential investors. Its purpose is to provide an independent assessment on IMC's Irish permits.

The report is to be included in its entirety or in summary form within a prospectus to be prepared by IMC in connection with the future commercial development of IMC. It is not intended to serve any purpose beyond that stated and should not be relied upon for any other purpose.

The statements and opinions contained in this report are given in good faith and in the belief that they are not false or misleading. The conclusions are based on the reference date of 23 October 2018 and could alter over time depending on exploration results, mineral prices and other relevant market factors.

### *1.6.2 Competent Person's Statement*

The information in this report that relates to Technical Assessment of the Mineral Assets and Exploration Results is based on information compiled and conclusions derived by Dr Brendan Clarke, a Competent Person, who is a Registered Professional Natural Scientist (Geology) with the South African Council of Natural Scientific Professions (SACNASP) and a Fellow of the Geological Society of South Africa. The information in this report that relates to the Technical Assessment of Mineral Resources and Exploration Targets has been prepared by Mr David Williams, a Member of the Australian Institute of Geoscientists, and is a Competent Person for the reporting of Mineral Resources for the style of mineralisation under consideration.

Dr Clarke and Mr Williams are employed by CSA Global.

Dr Clarke has sufficient experience that is relevant to the Technical Assessment of the Mineral Assets under consideration, the style of mineralisation and types of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Dr Clarke consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Mr Williams has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Williams consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

### *1.6.3 Site Inspection*

Ms Maria O'Connor, an employee of CSA Global, visited IMC's Avoca Project (PL 3850 and 3849) on 9 August 2018. Mr Vaughan Williams, an associate of CSA Global, undertook an inspection of the drill core from PL 2551 on 12 October 2018. No site visit has been undertaken to PL 3729 in the West Midlands.

## **1.7 About this Report**

This report describes the geology, prospectivity, and, where applicable, the mineralisation associated with the IMC tenements, located in the southeast (Avoca Project, PL 3857 and PL 2551 – Kilmichael) and West Midlands of Ireland. The regional to local geology and metallogeny of these areas are reviewed with an emphasis on their prospectivity for various mineralisation styles and assessment, where possible, of the exploration work completed to date. In addition, Mineral Resources are reported in accordance with the JORC Code (2012) for the Avoca spoils heaps and Exploration Targets have been generated for the spoils heaps at West Avoca and Connary.

No valuation has been requested or completed for the Project.

### *1.7.1 Conventions used in this Report*

Unless otherwise indicated, the following conventions/units of measurement are used in this report:

- Coordinate system (all licences but excluding the Avoca spoils project data), Irish National Grid. For the Avoca Spoils project, the Irenet 95 Irish Transverse Mercator system has been used.
- Irish National Grid:

- Projection: Transverse Mercator
- False Easting: 200000.0
- False Northing: 250000.0
- Central Meridian: -8.0
- Scale Factor: 1.000035
- Latitude of Origin: 53.5
- Linear Unit: Meter (1.0)
- Geographic Coordinate System: GCS\_TM65
- Prime Meridian: Greenwich (0.0)
- Datum: D\_TM65
- Spheroid: Airy Modified.
- Irenet 95 Irish Transverse Mercator:
  - Projection: Transverse Mercator
  - False Easting: 600000.0
  - False Northing: 750000.0
  - Central Meridian: -8.0
  - Scale Factor: 0.99982
  - Latitude of Origin: 53.5
  - Linear Unit: Meter (1.0)
  - Geographic Coordinate System: GCS\_IRENET95
  - Prime Meridian: Greenwich (0.0)
  - Datum: D\_IRENET95
  - Spheroid: GRS\_1980.
- Gold assays are given in grams per tonne (g/t) and base metal assays in parts per million (ppm) or weight percent (%)
- North is to the top of the page on all maps.
- Financial information is reported in Euro (€).

## 2 Project Overview

### 2.1 Location and Tenure

IMC hold a total of five granted PLs, totalling 190.29 km<sup>2</sup>. These licences occur in two distinct geographical and geological areas, with the West Midlands licence targeting Irish-style base metal mineralisation in the underlying Carboniferous limestones (PL 3729) and the south-eastern cluster targeting VMS and associated precious metals in Ordovician volcanosedimentary rocks along the south-eastern coastline (Figure 1 and Figure 2). Tenement details are compiled in Table 2. A further two licences in the south-eastern cluster are in the process of being transferred to IMC and will add a further 53.98 km<sup>2</sup> to IMC’s prospecting footprint. These are not discussed any further in this report.

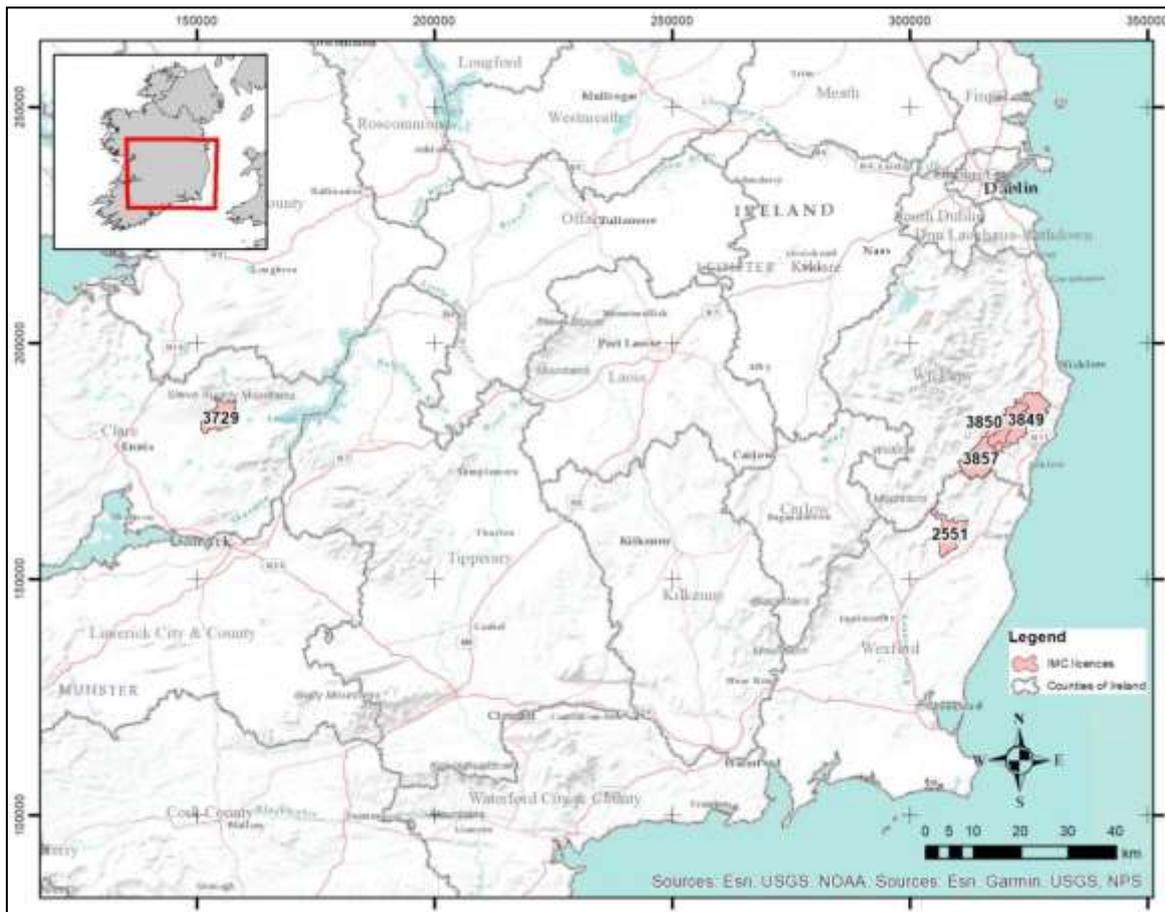


Figure 1: Locality map of the IMC tenements shown in relation to major centres and county boundaries in south-central Ireland

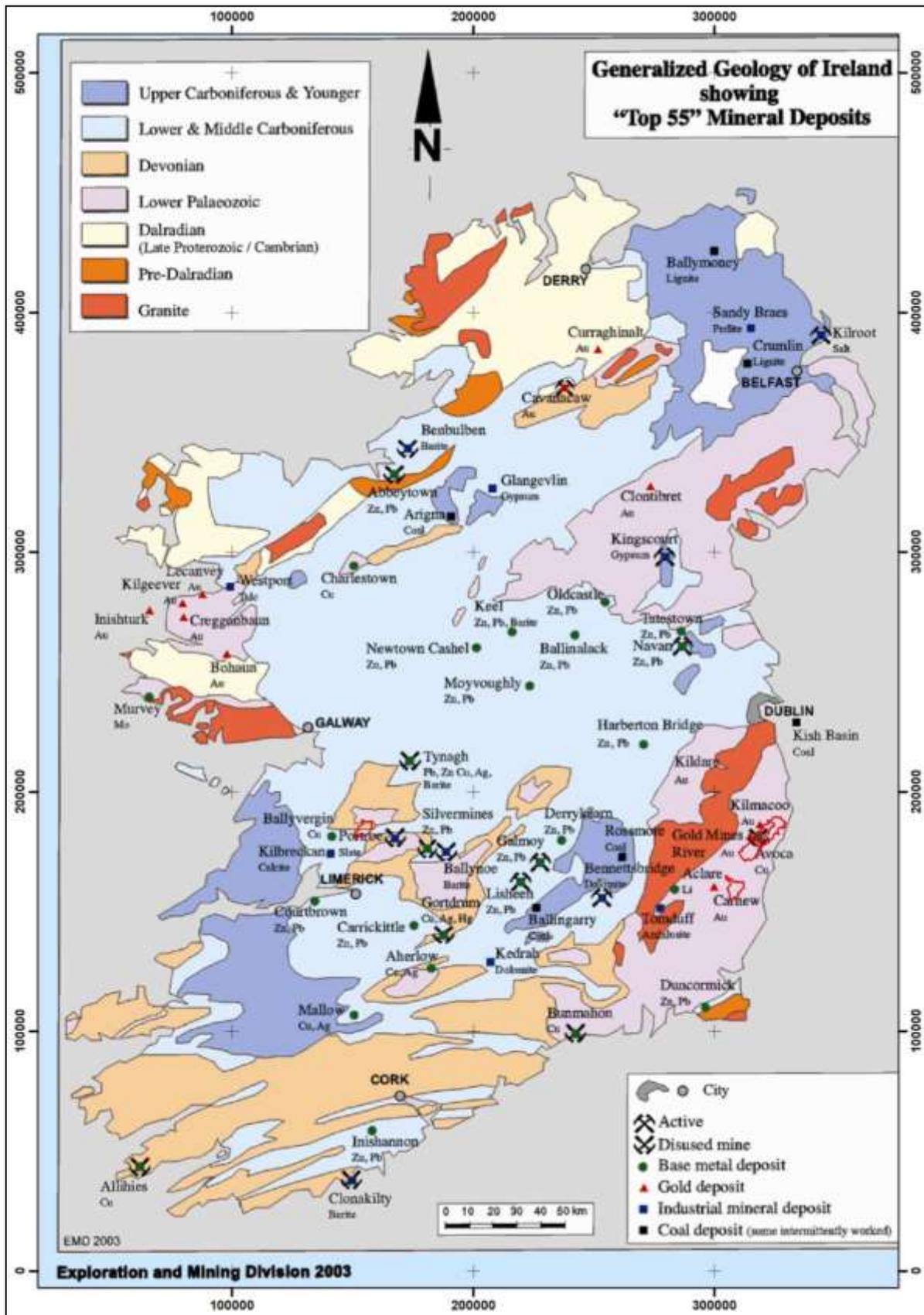


Figure 2: Simplified geological map of Ireland, showing major minerals deposits

Source: EMD (2003)

Table 2: Details of PLs currently held by IMC

PL	Status	County	Area (km <sup>2</sup> )	Initial issue date (to IMC)	Renewal cycle	Valid to (current cycle)	Additional renewal cycles allowed	Minerals
2551	Current	Wexford	36.81	2011-05-12	2	2023-05-11	yes	Bm, b, s, g
3850	Current	Wicklow	27.63	2013-02-07	1	2019-02-06	yes	Bm, b, s, g
3849	Current	Wicklow	45.24	2013-02-07	1	2019-02-06	yes	Bm, b, s, g
3729	Current	Clare	30.77	2011-04-20	2	2023-04-19	yes	Bm, b, s
3857	Current	Wicklow	49.84	2011-05-12	2	2023-05-11	yes	Bm, b, s, g

Note: Bm – base metals; b – baryte; s – silver; g – gold

## 2.2 Geography and Infrastructure

The Republic of Ireland is in Western Europe, occupying five-sixths of the island of Ireland in the North Atlantic Ocean. The total area of the country is 70,273 km<sup>2</sup>, comprising 68,883 km<sup>2</sup> of land and 1,390 km<sup>2</sup> of water within the national boundaries. Elevation ranges from Atlantic sea level to the summit of Carrauntoohil in the southwest at 1,041 m (above mean sea level).

The Irish Midlands are characterised by a gently rolling interior plain. This land is mostly used for agriculture and peat harvesting. This plain is surrounded by rugged hills and low mountains in which the Irish gold deposits are located. All areas are easily accessed by a well-developed road system.

Ireland's climate is classified as temperate maritime; modified by the North Atlantic Gulf Stream with mild winters and cool summers. The mean annual temperature is around 10°C. The temperature drops below freezing only intermittently during winter, and snow is scarce. The coldest months are January and February, when daily temperatures range from 4°C to 8°C, with 7°C the average. In summer, temperatures during the day are between 15° and 20°C. During the warmest months, July and August, the average is 16°C. A hot summer's day in Ireland is 22° to 24°C, although it can sometimes reach 30°C. There are about 18 hours of daylight daily during June and July. Ireland receives significant precipitation, some areas having as many as 270 days of rain during the year. The southeast is the driest, enjoying a more continental climate.

Ireland is on major air and sea routes between North America and northern Europe. It has 40 airports, of which 16 have paved runways. All the base metal licences areas in the west are easily accessible through Shannon airport, whereas the gold licences in the east can be easily accessed through Dublin airport.

Ireland has over 96,000 km of paved roadways and access to each of the licences is good. Furthermore, the country is served by approximately 3,000 km of railway lines. There are three major ports from where ore and infrastructure can be shipped; these are Cork in the south, Dublin in the east and Shannon Foynes in the west.

Ireland had a population of 4.7 million in 2016, which is estimated to have increased to 4.8 million in 2018. There is a very high degree of technology penetration and the Irish telephony systems is a modern digital system using cable and microwave radio relay. Ireland has 2.02 million main line telephones in use with 4.9 million mobile phones. An estimated 3.9 million users are connected to the internet with broadband connections. Ireland is the landing point for the Hibernia-Atlantic submarine cable with links to the US, Canada, and UK.

## 2.3 Legislative Framework

### 2.3.1 *Prospecting Rights in Ireland*

The right to explore and the associated access rights are inherent in the terms of a valid PL. In practice, access rights are negotiated with individual landowners without the need to invoke the terms of a PL. IMC management has extensive experience of exploring in Ireland.

To date, neither IMC nor previous licence holders, have had any difficulty in gaining access for the purposes of mineral exploration activities, nor are difficulties anticipated by IMC.

Mineral ownership in Ireland is, in most cases, vested in the State, although some landowners hold private mineral rights. Mineral exploration is carried out entirely by the private sector, using a permitting system governed by several Minerals Development Acts dating from 1940 to 1999. The Exploration and Mining Division (EMD) of the Department of Communications, Climate Action and Environment (DCCAE) is the agency responsible for the administration of regulatory aspects, including the issuing of PLs.

In Ireland, PLs average approximately 35 km<sup>2</sup> and are issued for a six-year period either on a “first come, first served” or competitive basis, subject to certain conditions. Under the regulations, a licence holder is committed to progressively increasing minimum exploration work programs and expenditures for each of the three two-year terms of the six-year period. In addition, the licence holder is required to provide written work reports every two years to the Minister of the Department, one calendar month before the end of period. These work reports are held confidential for six years after submission or until expiry or surrender of the relevant licence.

PLs can be renewed beyond the initial six-year period, for another six-year period, and thereafter for two-year periods, with increased minimum work program and expenditure commitments. Licences can be relinquished at any time. There is no statutory limit to the number of times a licence can be renewed.

In the event of a commercial discovery, award of a Mining Licence is normally granted exclusively to the PL holder, subject to the holder complying with certain terms and conditions. Land access for exploration and mining development is negotiated with landowners with payment of agreed compensation for access and land/mineral use where minerals are privately owned. The state takes no shareholding in mines but will require a royalty to be paid.

Mining Licence terms are currently on a project-specific basis and generally on a phased schedule.

### 2.3.2 *Prospecting Licence Terms*

The PLs allow IMC to explore for the specified metals/minerals for the dates of validity, and expenditure commitments associated with the licences are set out in Table 3.

Under the terms of the PLs, IMC is required to comply with Local Government (Planning and Development) Acts, 1963–1999; Local Government (Planning and Development) Regulations 1994–2004; Local Government (Water Pollution) Acts, 1977 and 1990; Wildlife Act, 1976 and 2000 and Ministerial Orders under these various Acts, Regulations; National Monuments Acts, 1930–2004; European Communities (Natural Habitats) Regulations, 1997; Planning and Development Act 2000 and 2002 and Planning and Development Regulations 2001 and 2004. Furthermore, under the Environment (Miscellaneous Provisions) Act of 2011, which implemented the provision of the Aarhus Convention, the Minister of the DCCAE must demonstrate that the explorations activities contemplated on a PL will have no significant environmental effect and the reasons for this determination must be made accessible to the public. Resultingly, a public advertisement will be made available ahead of the commencement of exploration activities on the DCCAE website, outlining a high-level summary of the proposed activities, for public scrutiny and comment. To the best of CSA Global’s knowledge, and as indicated by renewal letters for the licences. IMC is compliant with these requirements.

CSA Global has reviewed the PLs through the Minerals Ireland–EMD website to identify the detailed spatial locations of the PLs that are the subject of this report. The results are consistent with information provided by IMC to CSA Global.

Table 3: *Licence validity and expenditure requirements*

PL	Current licence validity*	Expenditure requirements and date constraints
3729	19 April 2023	€ 40,000 by 19 April 2019
3850	6 February 2019	€ 60,000 by 5 February 2019
3849	6 February 2019	€ 60,000 by 5 February 2019
2551	11 May 2023	€ 30,000 by 11 May 2019
3857	11 May 2023	€ 30,000 by 11 May 2019

\*All licences are renewable in two-year increments beyond this date provided the licence holder complies with statutory reporting, work program and expenditure requirements.

### 2.3.3 *Licence Ownership and Joint Venture Agreements West*

#### *Midlands licence*

PL 3729 (Tulla, Co. Clare) is held exclusively by IMC.

#### *South-Eastern Cluster*

IMC is the current holder of PLs 3849, 3850, 3857 and 2551. These licences, were, up until mid-2017, the subject of a joint venture earn-in agreement with Koza Gold. This joint venture has subsequently been set aside.

Trove Metal Limited (Trove) was invited by IMC in 2017 to provide the technical expertise necessary to advance the Avoca spoils and tailings project on PL 3850, and a Heads of Agreement was concluded between Trove and IMC on 22 January 2018 to this effect.

#### *Environmental Liabilities*

The authors are not aware of any environmental liabilities related to the PLs. No obvious environmental issues were observed during the site visits.

The authors are not aware of any significant risk factors that may affect access, title, or the right or ability to perform work on the Project.

### 2.3.4 *Prospecting Licences and Risk Factors*

The authors are not aware of nor has IMC communicated to the authors any material risks or issues that might impact title or the access or ability to undertake work on the Project Area. There are no permits on the properties nor is any required for the recommended work program. Appropriate assessments to establish that exploration work will not impact designated areas will be undertaken prior to invasive exploratory works.

### 2.3.5 *Protected Areas*

Protected sites within Ireland are designated by the National Parks and Wildlife Service (NPWS) and are categorised as Natural Heritage Areas (NHAs), Special Areas of Conservation (SACs) and Special Protection Areas (SPAs) (see maps below). NHA is a fundamental designation for wildlife. These are areas considered important for species of plants and animals whose habitats need protection. Proposed (pNHAs) were published on a non-statutory basis in 1995 but have not yet been statutorily proposed or designated.

SACs are the prime wildlife conservation areas in the country and considered to be important on a European, as well as, Irish level.

SPAs are protected areas for birds at their breeding, feeding, roosting and wintering areas. Protection is given to those species identified, which are rare, in danger of extinction (such as the Curlew) or vulnerable to changes in habitat. Screening for appropriate assessment is required before work can be carried out, and is carried out, with consideration given for SACs and SPAs, as sites of European importance. These environmentally-protected areas are not excluded from exploration and underground mining if impact to fauna, flora and hydrology is at an acceptable level and balanced with the economic benefits to the local community and national economy.

The distribution of these various prospecting areas is shown in Figure 3 and Figure 4 and listed below:

PL 3729:

- Slieve Aughty Mountains SPA covers the north-western half of the licence (record number 004168)
- Maghera Mountain Bogs NHA abuts the northern edge of the PL (record number 02442)
- The Ayle River Bog NHA is in the southern central part of the PL (record number 000993)
- The Loughhaniloon Bog straddles the south-eastern edge of the PL. PL

3857, PL 3850 and PL 3849:

- The Avoca River Valley Proposed NHA occurs along the junction of all three PLs (record number 001748).

PL 2551:

- The Slaney River Valley SAC runs through the south-eastern edge of the PL (record number 000781).

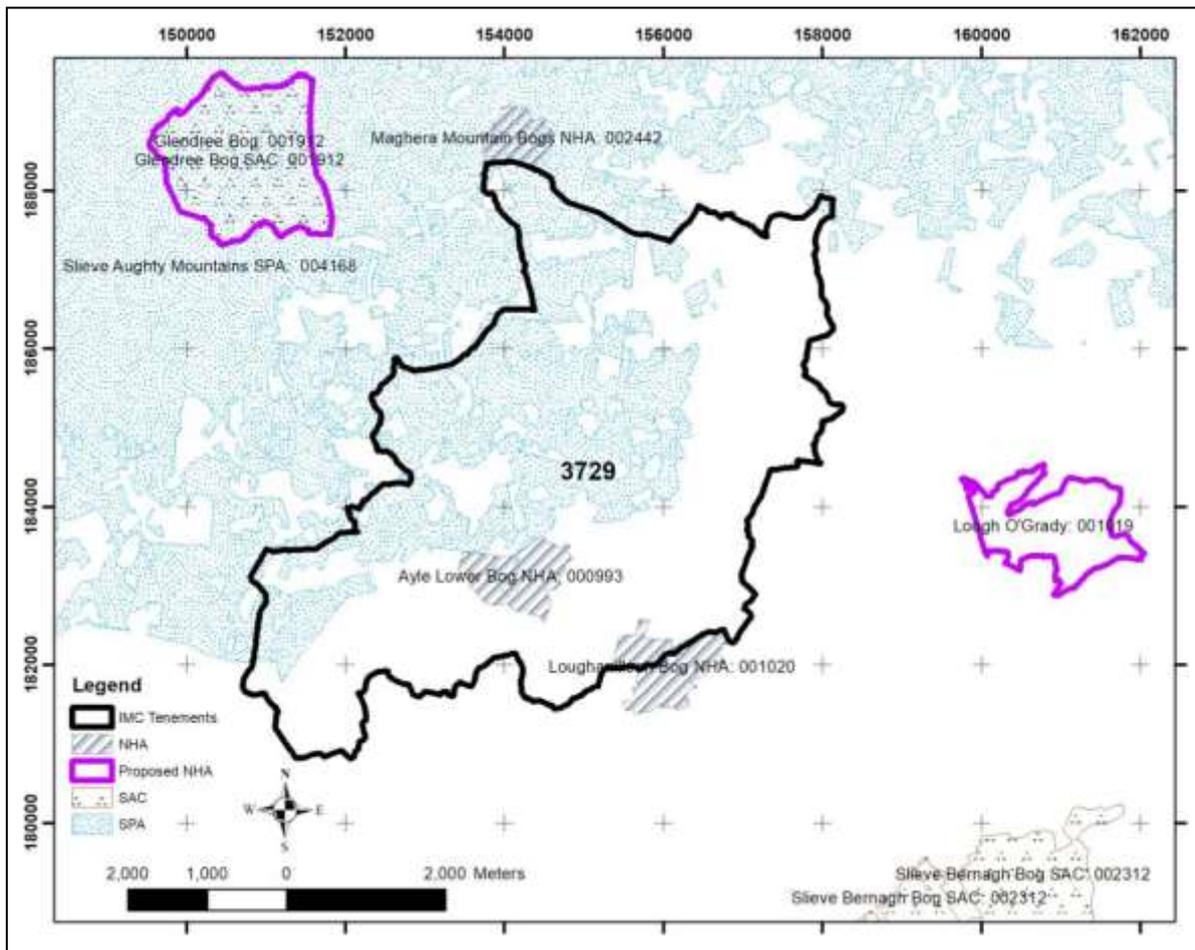


Figure 3:

Distribution of protected areas on PL 3729

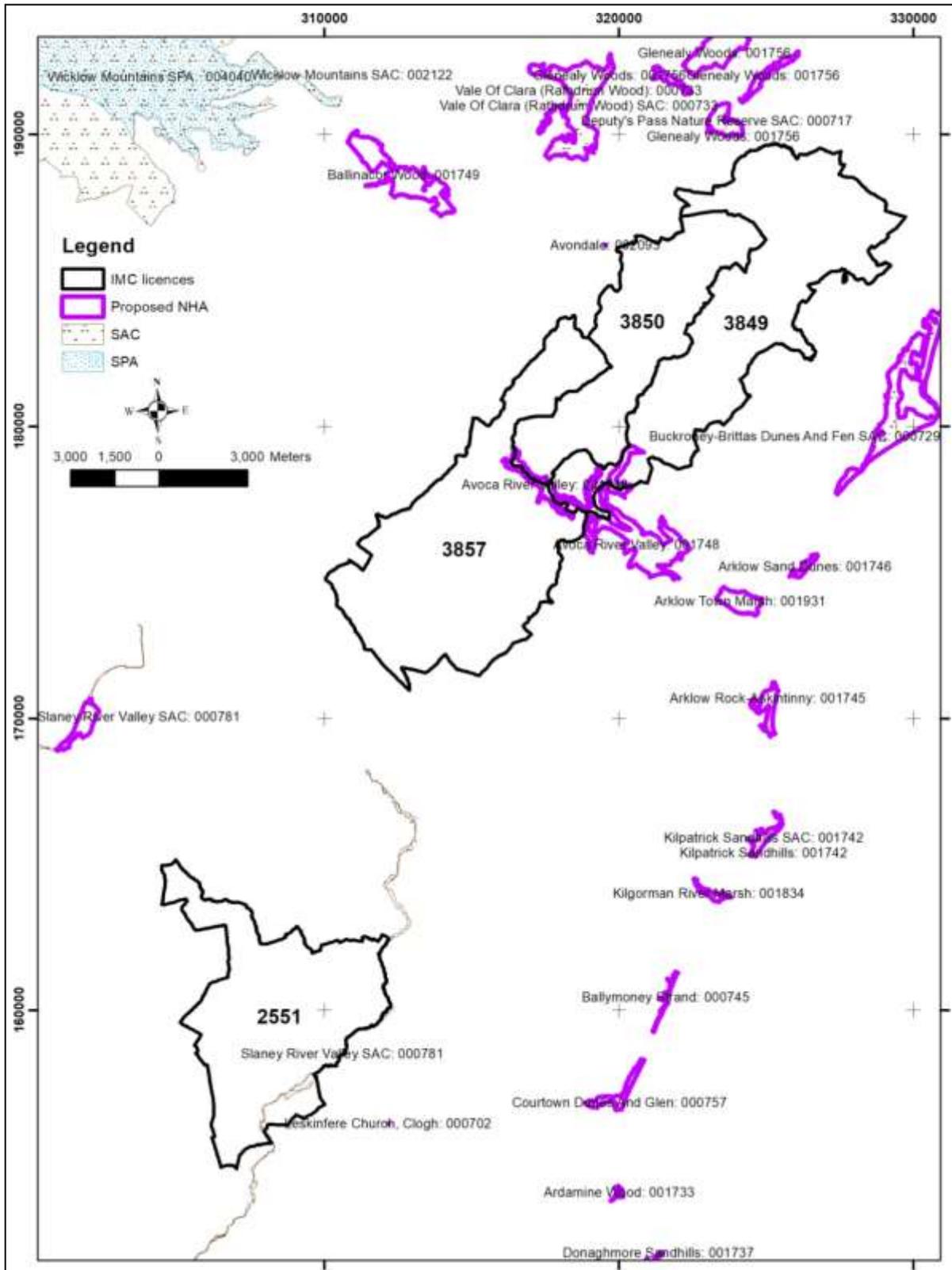


Figure 4: Distribution of protected areas on PL 3850, PL 3849, PL 3857 and PL 2551

## 2.4 West Midlands (PL 3729, Tulla, Co. Clare)

### 2.4.1 Regional and Local Geology

During the Tournaisian and Viséan (359–331 Ma) stages of the lower Carboniferous, Ireland was located within tropical latitudes. Through the late Palaeozoic, terranes that had splintered away from the northern margin of Gondwana drifted north and docked with the Laurentian, Avalonian and Baltic plates during the Variscan orogeny, opening the Palaeotethys Ocean, before forming the supercontinent of Pangea. Ireland lay on the outer part of the orogenic belt in a back arc setting north of the Ligerian arc, which runs through southern Brittany.

A marine transgression during the Tournaisian and Viséan inundated the land so that by the Serpukhovian (latest Mississippian) most of the island was submerged beneath the sea. By the Viséan, Ireland had become the location of a shallow water carbonate shelf, which enclosed localised deeper water basins (SLR, 2018a).

The marine transgression and associated deeper water basins resulted in the formation of a distinctive, carbonate-dominated stratigraphy in the Irish Midlands. Key elements of this stratigraphy that pertain to PL 3729 are described below.

The oldest rocks exposed in the PL are the greywackes, siltstones and shales of the Silurian Kilanena Formation. These are unconformably overlain by the terrigenous clastic upper-Silurian/lower Carboniferous rocks of the Old Red Sandstone, locally represented by the basal conglomeratic Scapnagown Formation and the sandy Ayle River Formation.

The Old Red sandstone is overlain by the Lower Limestone Shale Group, which represents the initial marine flooding at the start of the lower Carboniferous marine transgression over the Old Red sandstone. This is considered laterally equivalent to the Navan Group carbonates that host the Tara/Navan mine and reflect marine sedimentation in shallow to peritidal environments. The Lower Limestone Shale Group is overlain by the Ballysteen Formation in the central Midlands and the Malahide limestone in the north. The Ballysteen Limestone, informally termed the Argillaceous Bioclastic Limestone (ABL), comprises fossiliferous wackes and argillites and is overlain by the Waulsortian Limestone, which represents a phase of submarine bank development. Supra-Waulsortian lithologies include voluminous platform carbonates and deeper marine shales (Johnson *et al.*, 2009; Murray and Henry, 2018).

### 2.4.2 Mineralisation Styles

Much of the description below is taken from the recent comprehensive summary provided by Wilkinson and Hitzman (2014).

Irish base metal deposits are hosted by a Lower Carboniferous marine transgressive sequence of limestones, marls and shales (Philcox, 1983). These are considered to have been deposited during a period of basin formation associated with crustal extension (Andrew, 1992). The Midlands Basin, which hosts all the major Irish-type deposits is located above a major crustal structure, the Iapetus suture zone, which has been considered as a control on not only basin development but also fluid flow and related mineralisation (Wilkinson and Hitzman, 2014).

Almost six decades of mineral exploration has resulted in the sequential discovery of five economic zinc-lead deposits – Tynagh, Silvermines, Navan, Galmoy and Lisheen (refer to Figure 2), as well as one copper-silver deposit at Gortdrum. There are more than 20 other sub-economic deposits and prospects, and anomalous base metal concentrations are widespread throughout the Irish Orefield (>35,000 km<sup>2</sup>).

Irish style zinc-lead deposits are a distinct class of carbonate-hosted zinc-lead mineralisation. The following summary from Hitzman and Beaty (1996) provides a brief description of the main characteristics of this deposit type:

- The deposits occur preferentially in the stratigraphically lowest, non-argillaceous carbonate unit (i.e. the first permeable, reactive unit encountered by the ascending fluids).
- They occur along, or immediately adjacent to, steeply-dipping normal fault systems which provided conduits for ascending hydrothermal fluids, typically in the hangingwall of the faults.
- The deposits are stratabound and most display generally stratiform morphologies.
- Most deposits display pre-mineralisation, diagenetic or hydrothermal dolomite alteration of the carbonate host rocks (mineralisation post-dates the dolomite which post-dates lithification).
- Sphalerite and galena are the principal base-metal sulphides. Iron sulphides occur in variable amounts; some deposits are dominated by iron sulphides, while others contain very minor amounts. Barite is present in all the deposits, ranging from a dominant phase to a minor constituent. Many deposits contain minor tennantite, chalcopyrite, and/or Pb-Cu-Ag-As sulfosalt minerals.
- The deposits display a general textural zonation with massive sulphide adjacent to “feeder faults” grading outward to veinlet-controlled and/or disseminated sulphides on the periphery of wedge-shaped sulphide lenses. Metals are also laterally and horizontally zoned, typically Pb-rich closest to structures and the base of the orebody, then Zn rich, with high Fe/(Zn+Pb) ratios in the distal parts of the orebodies.

The major sulphide deposits are restricted to two stratigraphic units; the Waulsortian Limestone, which outcrops extensively in southern and central Ireland and the Navan Group, which occurs in north-central Ireland. These two units are favourable mineralisation hosts for several reasons (Wilkinson and Hitzman, 2014):

- They have a low proportion of argillaceous material
- They comprise predominantly fracture-prone and reactive micrites and permeable clastic units
- They occur towards the base of the Carboniferous marine succession and were therefore the first clean carbonates with which the upwelling fluids interacted.

The strong rheological contrast between the Waulsortian and the underlying argillaceous sequence is considered extremely important as a locus for deformation and focussing fluid flow along the contact zone between these units (Wilkinson and Hitzmann, 2014). Vein-hosted mineralisation is known to extend downwards below the carbonate succession into the underlying Ordovician-Silurian basement (Figure 5).

According to Wilkinson and Hitzmann (2014), all the major deposits exhibit strong structural control by syn-sedimentary fault zones that record predominantly transtensional, dextral fault movement. The Navan deposit differs somewhat, occurring within a horst-structure that was subject to extensive syn-depositional erosion in the form of debris slides and faulting-related talus deposits (Ashton *et al.*, 1992).

Localised palaeohighs are considered important factors contributing to seawater evaporation and the generation of dolomitizing brines, which increased the permeability of the rocks making them more receptive to fluid ingress and ultimately mineralisation (Wilkinson and Hitzman, 2014; Wilkinson, 2010). Most of the major structures within the basin trend east-northeast and are related to movement along the Iapetus suture zone. These structures are a significant control on mineralisation and Wilkinson and Hitzman (2014) consider that there is strong evidence for the inter-relationship between extensional/transtensional faulting, basin subsidence and extension, sediment deposition, fluid flow and the localisation of mineralisation. The significance of regional structural trends on the localisation of deposits is evident in the clustering of major deposits along well-established mineralised trends (Figure 6).

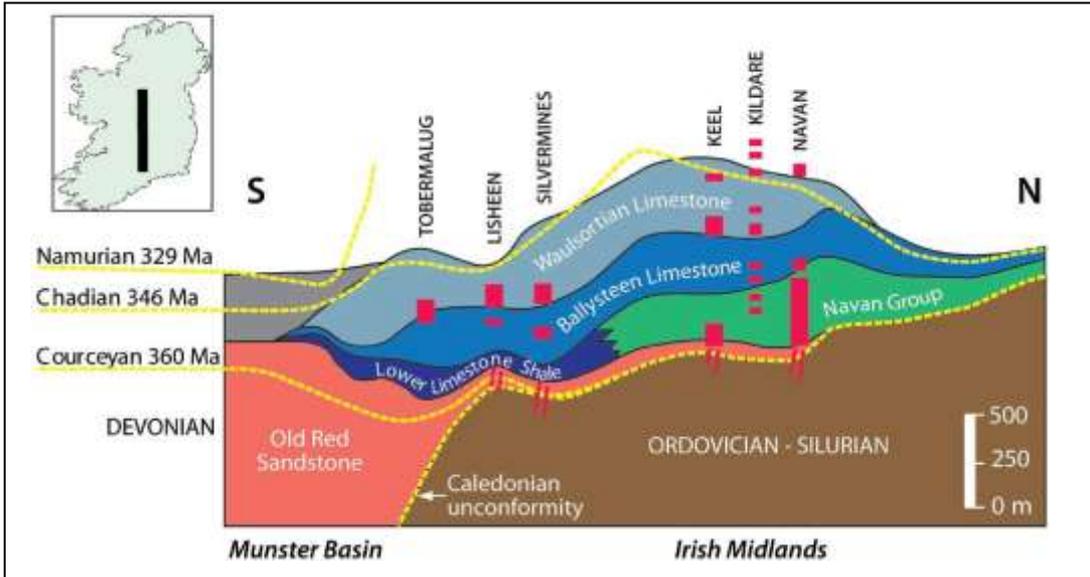


Figure 5: Simplified stratigraphic section showing the distribution of deposits (pink bars) from north to south across the Irish Midlands

Source: Wilkinson and Hitzman (2014), originally modified after Andrew (1993)

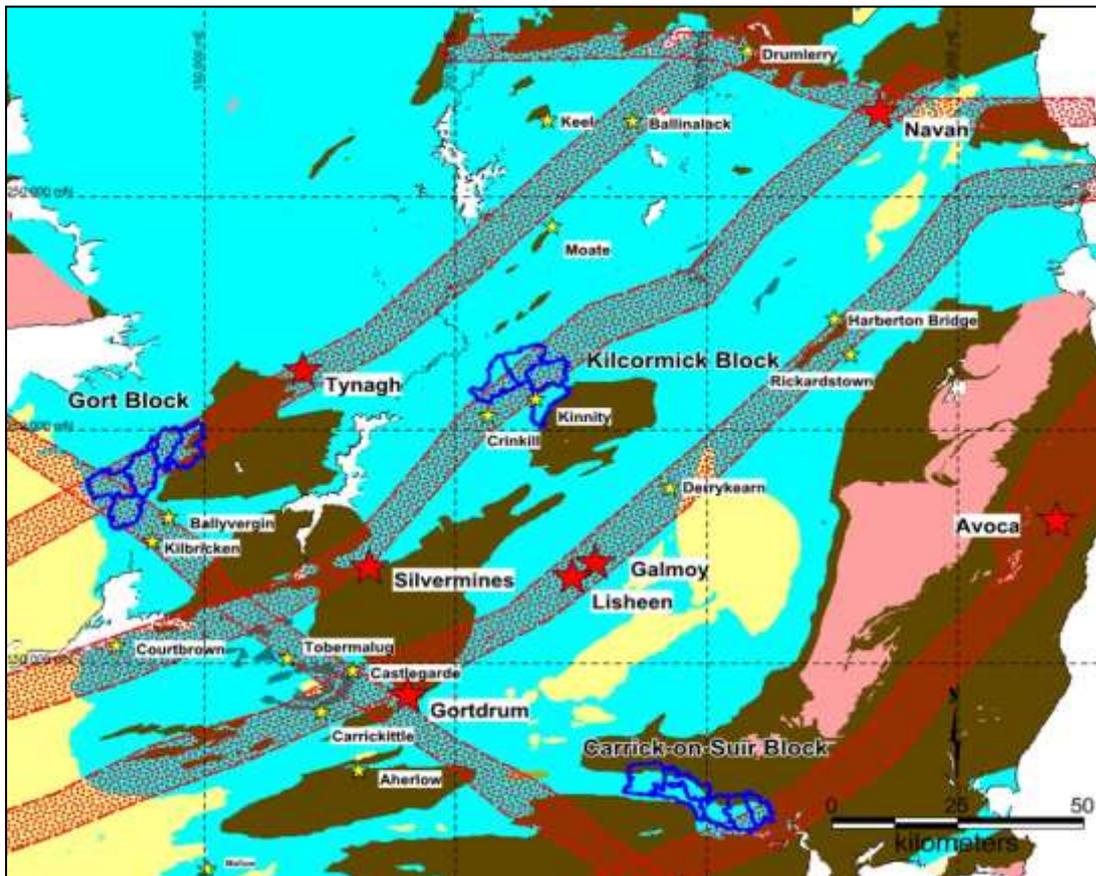


Figure 6: Major mineralised trends that reflect underlying structural control on the Irish base metals deposits

Source: [www.unicornmineralresources.com](http://www.unicornmineralresources.com)

*Genetic Model*

Wilkinson and Hitzman (2014) proposed an updated genetic model for the formation of the Irish Pb-Zn deposits which is summarised below:

- Subsidence and extension across the Midlands.
- Metals scavenged from the underlying Lower Palaeozoic (arc-derived shales and greywackes) were circulated in fluids through thermohaline convection, in which cool dense brines permeated downwards towards a hot reaction zone at the base of the Lower Palaeozoic where metals were acquired, and the heated metalliferous fluids were driven up active extensional faults by thermal buoyancy.
- Economic deposits are differentiated from sub-economic deposits based on much lower sulphur 34 isotope contents, indicative of an extensive source of bacteriogenic sulphide. Shallow marine conditions at the time of mineralisation are considered conducive to producing a near-surface sulphur trap.
- The heat source required to drive the circulation of fluids is considered to have been mid-crustal mafic intrusions, of which the Lower Carboniferous volcanic rocks in the Midlands are considered as the extrusive counterparts. This is consistent with the observations from the Maritimes basin in Nova Scotia, where four discrete magmatic events are recognised and are coeval with mineralisation.
- Mineralisation in the Waulsortian occurred by dissolution and replacement of micrite, sedimentary breccias of hydrothermal breccias in rocks that has previously undergone extensive dolomitization.

An overview of this genetic model is presented in Figure 7.

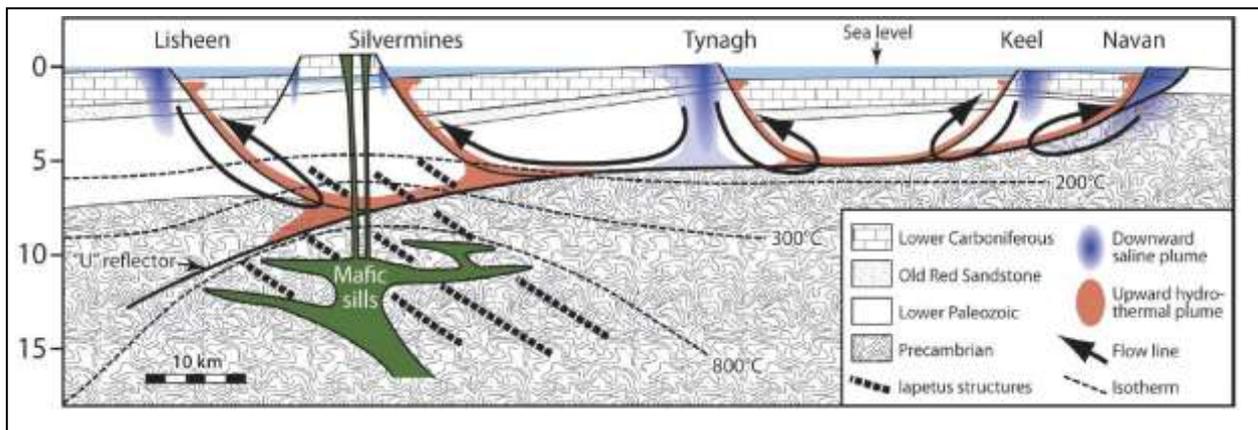


Figure 7: An overview of the genetic model presented by Wilkinson and Hitzman (2014)

**2.4.3 Mineral Deposits and Mining History**

In the modern era, five base metals deposits have been brought into production in Ireland. The data presented below is from DCCA (2016).

Table 4: Pb-Zn mines in Ireland

Deposit	Year of discovery	Tonnage (Mt)	Grade (Zn+Pb)	Status
Navan/Tara	1970	112.0	9.8%	Operating, underground
Lisheen	1990	22.8	14.1%	Closed, underground
Galmoy	1986	9.7	16.2%	Closed, underground
Tynagh	1961	9.2	11.2%	Closed, underground/open pit
Silvermines	1963	17.7	8.9%	Closed, underground

Source: DCCA (2016)

The **Galmoy** Zn-Pb deposit was discovered in 1986. Production commenced in early 1997 and the mine closed in 2012. Production from 1997 to end-March 2005 was 4.57 Mt grading 11.1% Zn and 2.1% Pb. Mineral Reserves (at end-March 2005) were 4.02 Mt grading 13.6% Zn and 4.0% Pb. The Galmoy Zn-Pb orebodies occur approximately 70 m below surface and are hosted in basal Waulsortian limestones. The host rock has been extensively dolomitized and brecciated. The mineralisation is regarded as being replacive and stratabound. There are several areas of high-grade mineralisation with the G-orebody being a classic “Irish type” deposit occurring in the hanging wall of a major northeast-trending fault.

The carbonate-hosted Zn-Pb deposit at **Lisheen** was discovered in 1990 and closed in 2015. Mining started in 1999, and 21.04 Mt grading 11.82% Zn and 1.98% Pb had been mined at Lisheen by the time the mine was closed. The last official Mineral Resource and Reserve Statement issued by Lisheen in March 2014 showed remaining Mineral Reserves amounting to 1.67 Mt at 10.46% Zn and 1.72% Pb, with additional Mineral Resources of 2.07 Mt grading 14.26% Zn and 2.40% Pb. Mineralisation occurs as massive stratiform sulphide lenses at the base of dolomitized Waulsortian in the hangingwall of an east-northeast trending fault zone (Figure 8).

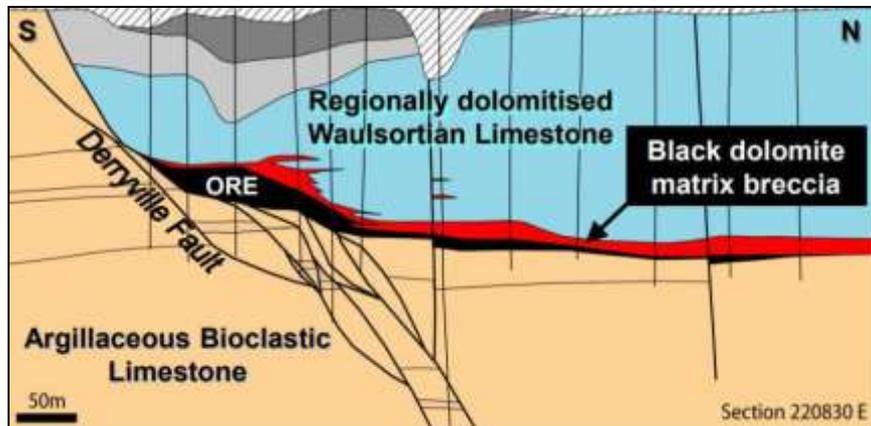


Figure 8:

*Schematic cross section through the Lisheen deposit.*

*Source: Wilkinson et al. (2005)*

The **Silvermines** deposit was discovered in 1963 when a drilling program intersected ore-grade Zn-Pb mineralisation in Lower Carboniferous carbonates in the hangingwall of a northerly-downthrown, east trending fault zone. The mine produced some 17.7 Mt grading 8.9% Zn+Pb until closure in 1982. Mineralisation occurs as both stratabound lenses and as cross cutting veins. The stratabound lenses typically occur at the base of the Waulsortian. There is also an underlying epigenetic zone (veins, breccias) representing a feeder to the upper mineralised zone. The upper zone contained 12.94 Mt grading 6.78% Zn and 2.55% Pb, while the lower zone contained 4.74 Mt grading 5.49% Zn and 2.44% Pb.

The **Tynagh** carbonate-hosted, stratiform lead-zinc-copper-silver-barite orebody was found in 1961 by conventional shallow soil geochemistry and geophysics (electromagnetic (EM) and induced polarisation (IP)). The mine commenced production in 1965 and the orebody was worked out by 1980. The deposit contained approximately 9.2 Mt grading 11.2% Pb+Zn.

The primary sulphide mineralisation (galena, sphalerite and chalcopyrite) was hosted mainly as lenticular bodies in Waulsortian limestone in the hangingwall of an east-trending fault. The higher grades of mineralisation were found adjacent to the fault and towards the base of the Waulsortian limestone.

The **Tara/Navan** deposit, the largest zinc mine in Europe and the eighth largest in the world, was discovered in 1970.

It is estimated that the total pre-mining mineralisation was more than 112 Mt grading 7.9% Zn and 1.9% Pb. At the end of 2013, JORC classified Reserves comprised 13.1 Mt grading 7.0% Zn and 1.6% Pb and an additional 13.3 Mt (6.5% Zn and 2.0% Pb) of Mineral Resources (Ashton *et al.*, 2016).

This deposit is hosted in basal Carboniferous shallow-water carbonates and comprises a stacked series of massive stratiform and stratabound sulphide lenses aligned approximately northeast and parallel with major faulting.

## 2.5 South-Eastern Cluster

### 2.5.1 Regional Geology

This account of the regional geology of south-eastern Ireland provided below is largely drawn from Aurum (2010).

The bedrock geology of southeast Ireland comprises predominantly Lower Palaeozoic rocks of the Caledonides that were deposited sub-aqueously and subjected to multiphase deformation from the Ordovician into the early Devonian (490–390 Ma).

The oldest rocks in the region are the para- and orthogneisses of the Rosslare Complex which have a peak metamorphic age of ~ 620 Ma. During the Cambrian, crustal thinning resulted in rifting and the formation of a deep marine basin in the area, which was the precursor to the Iapetus Ocean that existed in Ireland from 570 Ma to 450 Ma. The Iapetus filled with clastic sediments derived from the erosion of continental landmasses to the southeast and northwest and subsequent subduction of the ocean floor resulted in closure of the ocean and extensive mid-Ordovician volcanism above the subduction zone. These volcanic and volcanosedimentary rocks, termed the Duncannon Group, include the Avoca Formation which hosts the primary Avoca deposits. The volcanism was succeeded by the Caledonian orogeny and the emplacement of the Leinster Granite at 405 Ma (Aurum, 2010).

The Duncannon Group in the Avoca area comprises dacite-rhyolite tuffs, lapilli tuffs and rhyolitic breccia sills and domes which are overlain by carbonaceous shales, siltstones and post-mineralisation mafic volcanics.

Within the Duncannon Group, the Avoca Formation (455 Ma) is found for 15 km along strike. Intrusive rocks are volumetrically minor and comprise diorite and dolerite, feldspar porphyries in the mine area, and lamprophyres at West Avoca. Rhyolite dykes and sills are reported from Kilmacoo and are interpreted as feeders for the flows and domes.

Three main phases of deformation are recognised around Avoca. D<sub>1</sub> deformation resulted in the formation of northwest-verging and southwest plunging isoclinal folding and was followed by D<sub>2</sub> shearing subparallel to lithological contacts. Subsequent D<sub>3</sub> deformation comprised north-south striking faulting with apparent sinistral offsets.

### 2.5.2 Mineralisation Styles VMS

The lithologies at Avoca correspond to the classic Kuroko-type VMS host rocks (Aurum, 2010). Preserved VMS deposits are typically highly deformed but in their undeformed state are typically lensoid or sheet-like bodies of sulphide-rich rocks associated with volcanic rocks. They are a significant global source of Cu, Zn, Pb, Au and Ag ores and the interpretation of ancient, deformed land-based deposits has been heavily influenced by the discovery and study of seafloor hydrothermal vents. The idealised deposit geometry is mound-like and reflects the interpreted origin of the deposits as exhalative deposits at eruptive sites on the seafloor. VMS deposits, regardless of classification, are therefore characterised by an association with submarine volcanic activity

The Kuroko-type VMS deposits commonly exhibit well-developed chemical zonation, with progressive lead, zinc and silver enrichment vertically and laterally away from vent centres. Classic Kuroko deposits are typically located on the flanks of brecciated rhyolite domes. Strong alteration haloes are manifest in the country rocks and these include silicification, pervasive chloritization and quartz-sericite alteration in felsic rocks (Taylor *et al.*, 1995).

The Avoca stratigraphy suggests similarities with bimodal-felsic VMS type in the revised classification of Barrie and Hannington (1999). These deposits have an average size (globally) of ~ 5 Mt, are Zn-dominated (over Pb and Cu) and are enriched in Au relative to other VMS types, having a global average grade of ~ 2 g/t Au. Although bimodal-felsic deposits are found throughout the geological record, approximately 70% of known occurrences are from the Phanerozoic.

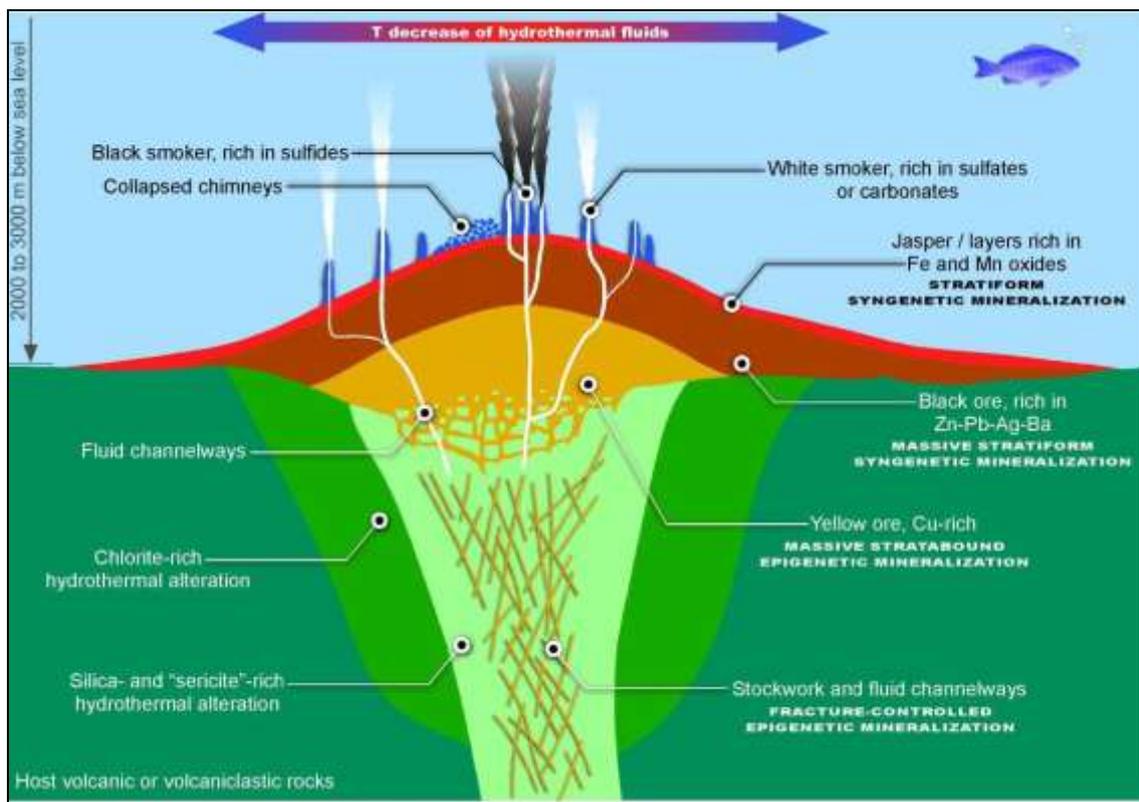


Figure 9: Schematic section through an idealised Kuroko-type VMS deposit at the time of its formation

Source: Colin-Garcia *et al.* (2016)

### Orogenic and Intrusion-Related Gold

Orogenic and intrusion-related gold mineralisation are other potential deposit styles, particularly on PL 2551 and PL 3857. The gold mineralisation reported at Kilmacoo is neither classically orogenic nor is it typical for VMS-related gold mineralisation.

Orogenic gold deposits occur in regionally metamorphosed terranes across geological history. They are typically associated with convergent/collisional tectonic regimes and comprise gold-bearing quartz veins with high ore formation temperatures, typically in the range of 250°C to 350°C. Geometrically, the veins and shear zones that host these deposits are typically discordant to country rock layering. Vein mineralogy is usually quartz-dominated with subsidiary carbonates and sulphides. Tourmaline is a common accessory mineral. Gold is commonly closely associated with sulphides, including pyrite, pyrrhotite, chalcopyrite, galena, sphalerite and arsenopyrite. Orogenic gold deposits tend to be quite high grade (>5 g/t Au) and deposits range from less than 0.05 Moz to up to 30 Moz contained Au. Many deposits are associated with zoned hydrothermal alteration haloes in the country rocks. Several genetic models have been proposed

for the source of gold and the ore forming fluids, including granulitization of the lower crust due to CO<sub>2</sub> enriched fluids from the mantle; magmatic fluids exsolved from deep crustal intrusions, fluids produced during metamorphic dehydration reactions and deep circulation of meteoric waters (see Groves *et al.*, 1998; Goldfarb *et al.*, 2001; Keays *et al.*, 1999).

Intrusion related gold deposits are significantly more variable, with gold occurring either in the contact aureole of felsic intrusions or within the intrusions themselves. They typically display metal zonation outwards from the intrusion, with intrusion proximal deposits being Au + As + W/Sn rich, deposits at moderate distances from intrusions being characterised by As + Sb + Au assemblages and distal assemblages characterised by Ag + Pb + Zn veins (Robert *et al.*, 2007). A visual representation of these various gold deposit types is shown in Figure 10.

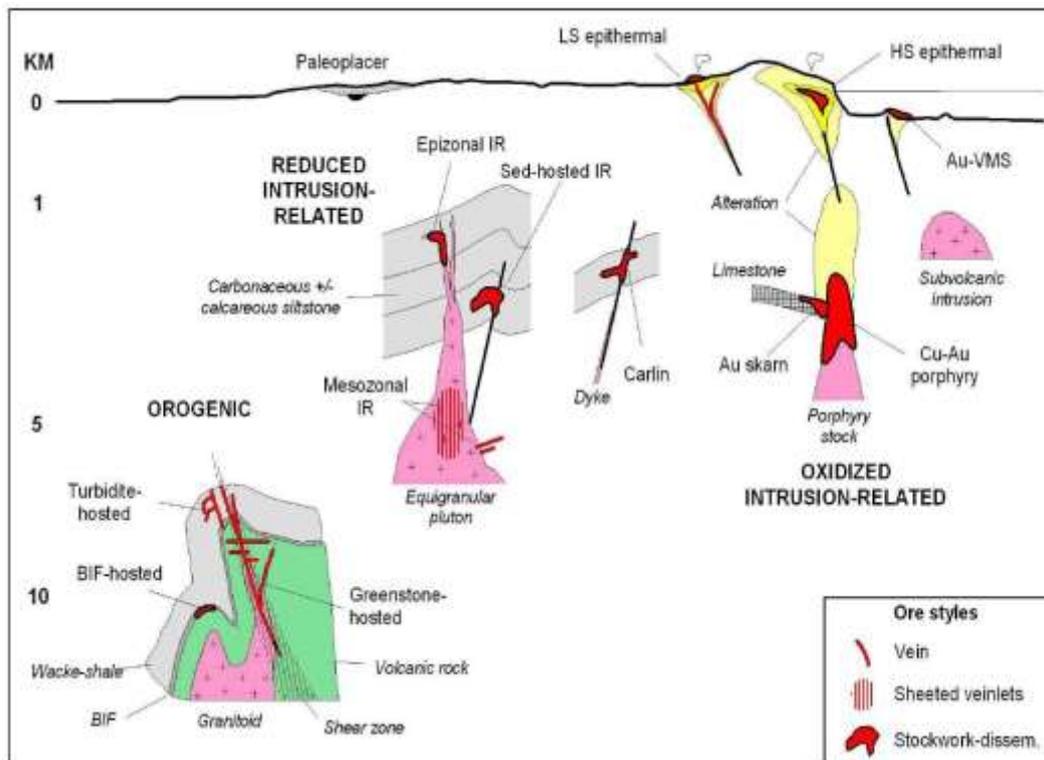


Figure 10: Schematic section showing the key geological elements of major gold deposit types

Source: Robert *et al.* (2007)

### 2.5.3 Mineral Deposits and Mining History

The following description is taken largely from Aurum (2010) and augmented with additional information where available.

The timing of the earliest mining at Avoca dates to the early eighteenth century, with evidence for much earlier iron production and placer gold recovery (Peatfield, 2000). Discussions in Cole (1922) and Cross (1975) suggest that the general area may have been known in Roman times. A comprehensive review of the mining history of the district can be found in Gallagher and O'Connor (1997). Between 1720 and 1949, it is estimated that about 4 million tons of high-grade copper ore (up to 8% copper) were extracted from the mine. Mines at Avoca also produced roughly 2.4 million short tons of pyrite from about 1840 until 1913, although production declined severely after about 1866 (Peatfield, 2000).

In 1949, the Irish Government, through Mianraí Teoranta (a state-owned exploration and development company), explored the property. They opened several old adits and shafts and completed an

underground and surface drill program at West Avoca. They proved (non-compliant) reserves in West Avoca and East Avoca.

With these reserves in hand, the Irish government asked for bids on the property. Mogul Mining, through its subsidiary, St. Patrick's Copper Mines Ltd, optioned the property and started production around 1958. Due to excess dilution and low copper prices the company was forced into bankruptcy in 1962. A total of 3.1 Mt was mined at an average grade of 0.75% Cu (McArdle, 1976). As noted by Wolfe (2001), during the period 1920 to 1966, the geological implications of the VMS model were not known.

In 1966, the Irish government accepted an option from another group of companies who spent CDN\$900,000 on exploration, preliminary development and metallurgical tests, and subsequently formed Avoca Mines Limited on 16 March 1969. Discovery Mines provided the necessary financing and from this gained a 47.7% interest in the operating company. Other owners included Superior Oil (8%), Patino and Subsidiary (11%), Tara Exploration and Development (5%), Gortdrum Mines Ltd (5%), Canadian Superior Oil (3%) and Public Distribution (20%). This group began production at the end of 1970, but by 1975 was CDN\$5–6 million in debt and suffering from low copper prices (Peatfield, 2000). Sporadic production continued from 1975 to 1982, mainly underground in West Avoca, but with lesser amounts of ore from open pits on both sides of the Avoca River (Cannuli, 2001; Gallagher and O'Connor, 1997). Wolfe (2001) characterised operations in the 1966 to 1981 period as “a money losing mining operation that failed to invest in a modern exploration program”.

In 1795, the discovery of gold nuggets near Woodenbridge in Co. Wicklow precipitated Ireland's only indigenous gold rush. The EMD of the DCCA records that some 9,600 ounces of gold were recovered from the gravels of what became known as the Gold Mines River (PL 3857 as covered in this report). The most prolific location was below Ballinagore Bridge at the “Red Hole”. Gold was recovered here from an ancient river channel exposed beneath a capping of glacially derived material. Prospectors failed to find a convincing bedrock source.

Exploration companies have found many gold occurrences throughout Ireland since the mid-1980s. Up to 300 gold occurrences are documented by the Geological Survey of Ireland (GSI)'s “Minlocs” database, which are associated with classic VMS-style mineralisation in Co. Wicklow. Bedrock gold mineralisation has been described from Kilmacoo, adjacent to Avoca.

## 3 West Midlands

### 3.1 Tulla, Co. Clare Licence – PL 3729

PL 3729 is in southeast Co. Clare, in the south-western part of the Slieve Aughty Mountains. It lies on the north-eastern margin of a block of licences that have produced significant exploration results by other operators. The Kilbricken deposit, approximately 15 km to the southwest and held by Hannan Metals, has a NI 43-101 compliant Mineral Resource comprising 1.4 Mt at 10.8% Zn equivalent in Indicated and 1.7 Mt 8.2% Zn equivalent in Inferred ([www.hannanmetals.com](http://www.hannanmetals.com)) (refer to Figure 2).

A regional structural and geophysical study by ERA Maptec utilised available gravity, aeromagnetic, electromagnetic and IP data. The study indicates that PL 3729 lies within a regional zone of east-northeast striking structures which commonly have showings of lead, baryte and silver.

Despite considerable historical work being completed on the licence, and IMC having completed five drillholes, the mineralisation target on this licence is largely conceptual in nature and based on the interplay between structural features and the prospective Waulsortian limestones.

#### 3.1.1 Local Geology

The local geology on PL 3729 (Figure 11) comprises a southward-younging sequence that dips gently to the south. The southernmost third of the licence is underlain by the regionally prospective Waulsortian limestones that overlie the Ballysteen Formation and the Lower Limestone Shale. Stratigraphic thicknesses are given as follows:

- Waulsortian Limestone: 250–300 m
- Ballysteen Limestone: 130 m
- Lower Limestone Shales: 85 m
- Ayle River formation/Old Red Sandstone: 250 m

An east-northeast striking fault is mapped in the south-central part of the licence, located at/near the contact of the Waulsortian and underlying Ballysteen formation. The East Clare syncline, indicated by the reversal of dip directions south of PL 3729, also strikes east-northeast.

#### 3.1.2 Exploration History

The Tulla licence, and areas adjacent to it, have been explored through a variety of methods in the past. Additionally, a regional structural and geophysical study commissioned by Allied Consulting Geologists Ltd (ACG) was completed by ERA-Maptec in 1999 and identified a prominent east-northeast striking structure in the southern portion of PL 3729 that remains untested at this point. PL-specific activities are tabulated below (Table 5). The information presented below is drawn from IMC PL renewal reports and it is understood that the data generated from the work programs below is available in hardcopy but has not yet been digitally collated.

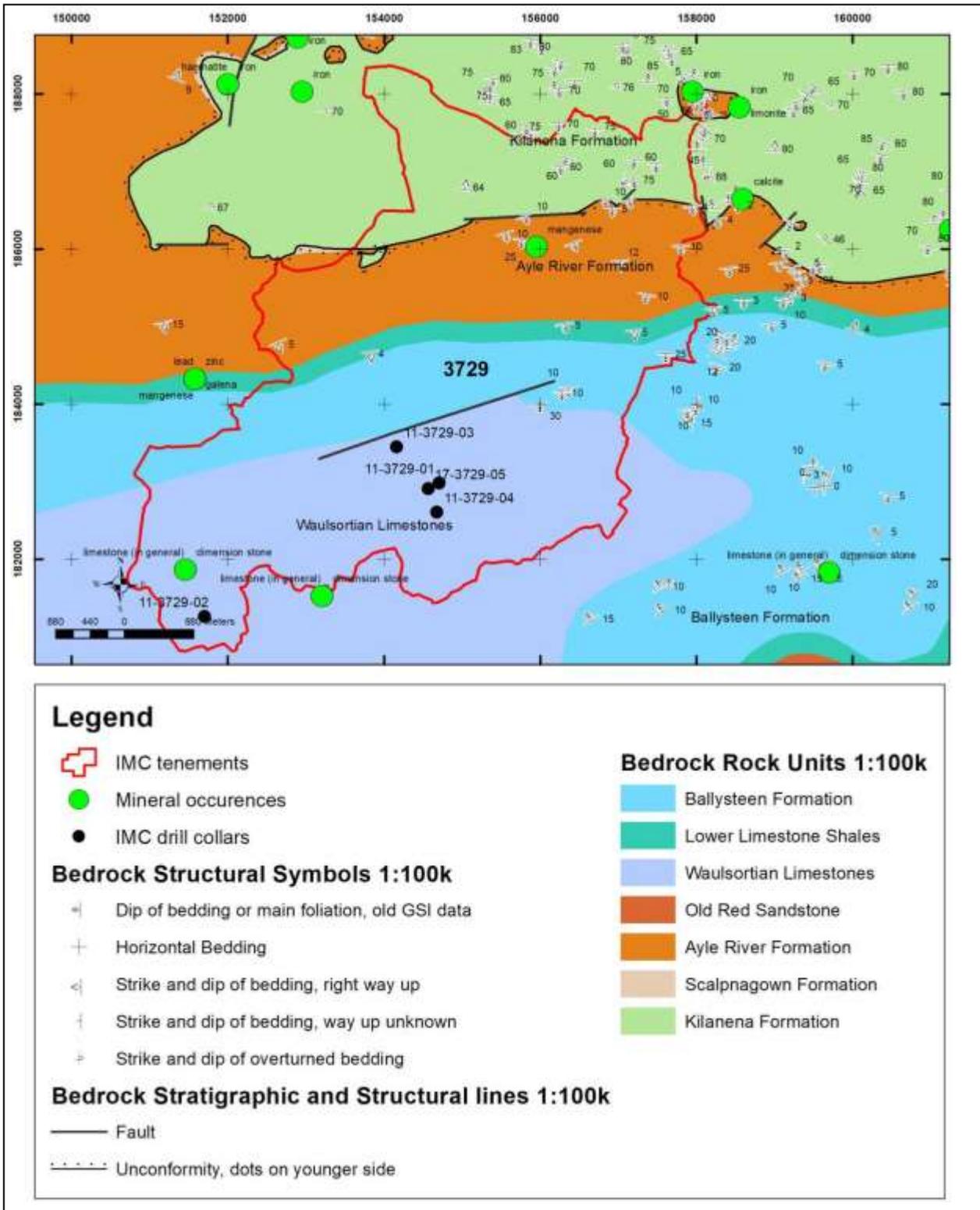


Figure 11: Geological map of PL 3729, showing IMC drill collars

### 3.1.3 IMC Exploration (2011 to Current)

IMC generated drilling targets from an appraisal of the data documented above, in conjunction with known mineral deposits and structural considerations. A total of five diamond core drillholes have been drilled on the property in the period 2012 to 2016, for a total of 1,071.00 m.

Table 5: Summary of known historical exploration on PL 3729

Entity	Dates	Work completed on PL	Key outcomes
Riofinex	1962–1964	Shallow soil geochemical surveys. Two diamond drillholes on the periphery of PL 3729.	No significant results.
Patino Mining Company	1965–1972	Regional soil geochemistry and glacial mapping. Geological mapping.	Limited vein-hosted mineralisation in sub Waulsortian strata to the east of PL 3729.
Charter Consolidated	1975–1977	Regional soil sampling on 240 m spaced grid lines. Deep overburden sampling.	Limited low-level anomalies peripheral to PL 3729.
Amax	1979–1981	Deep overburden sampling on the east of PL 3729.	No significant results.
Central Mining Finance (in joint venture with Billiton Ireland 1995– 1999, in joint venture with Belmore Resources 1993–2005)	1993–2005	Deep soil sampling and VLF-R survey over the Waulsortian on PL3729. Deep soil samples reanalysed for Mg to attempt to detect dolomitization. Joint venture between CMF and Billiton: reprocessing of geophysical datasets and GeoTEM survey which covered southwestern portion of PL3729.	Limited anomalous zones, limited drilling outside PL3729. Poor results from drillholes proximal to PL 3729.

Table 6: IMC drillholes on PL 3729

Hole ID	Easting	Northing	Dip	Depth (m)
11-3729-01	154753	182953	-90	145.00
11-3729-02	151749	181234	-90	259.00
11-3729-03	154212	183419	-90	263.50
11-3729-04	154727	182576	-90	242.50
17-3729-05	154615	182880	-90	161.00
<b>Total</b>				<b>1,071.00</b>

### Drilling, Logging and Sampling Practices

Drilling was carried out using an NQ-sized bit and core barrel and all holes were drilled vertically. Logging was captured into descriptive Microsoft (MS) Excel tables that included fields for lithology, alteration/brecciation, structure and mineralisation. No records or protocols have been provided on the physical core mark-up, refitting or depth reconciliation methods applied, and there are no records of core loss in the data files.

No core was sampled for assay, but several petrographic samples were generated from half-core split by a diamond saw. No further commentary is therefore required on sample preparation or analytical methodology.

### Drilling Results

Significant outcomes of the drilling completed on PL 3729 are listed below:

- The first drillhole, **11-3729-01**, intersected a well-developed Waulsortian sequence with the basal contact/transition with the underlying Ballysteen formation logged between 109.4 m and 120.7 m. The basal portion of the Waulsortian comprises greenish argillites. Significant replacement pyrite (up to 25% locally) is noted in the Waulsortian at ~ 86 m and hydrothermal brecciation is present in intervals between ~ 93 m and 99 m. Visible dolomitization of the Waulsortian was noted between 93.0 m and 99.1 m.

- Because of the encouraging indications from drillhole 11-3729-01, a further three holes were drilled (drillholes 11-3729-02, 11-3729-03 and 11-3729-04).
- Drillhole **11-3729-02** intersected Waulsortian from immediately below overburden to a depth of 228.4 m but no hydrothermal brecciation or dolomitization was logged.
- Drillhole **11-3729-03** intersected Waulsortian from immediately below overburden to an end-of-hole depth of 263.50 m. Limited brecciation was observed. Extensive haematisation is reported in this hole by SLR (2016) although this has not been recorded on the drill logs and is therefore unverified.
- Drillhole **11-3729-04** intersected Waulsortian from immediately below overburden to 230.20 m. As for drillhole 11-3729-03, extensive haematisation is reported in this hole by SLR (2016) although this has not been recorded on the drill logs and is therefore unverified.
- Drillhole **17-3729-05** was drilled as a step-out from drillhole 11-3729-01. It intersected Waulsortian from below overburden to 90 m. The drillhole did not intersect significant mineralisation but brecciation is observed (Figure 12). There is an unusually thick transition from the Waulsortian to the underlying shales. The drillhole also appears to have intersected a reverse fault just above the base of the hole.

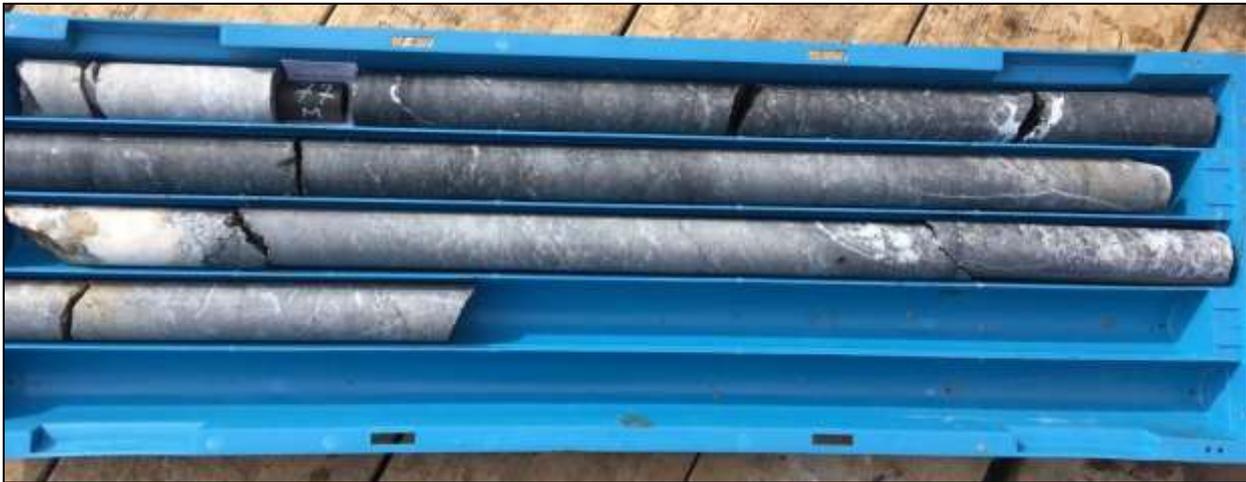


Figure 12: Brecciated Waulsortian from 77 m (black core block) in drillhole 17-3729-05

### Petrography

A petrographic study by Conodate was commissioned on behalf of IMC by SLR in 2012 and reported in SLR (2016). They undertook petrographic analysis of two brecciated, dolomitised samples from drillhole 11-3729-01, at 93.18 m and 94.82 m. This study confirmed the partial dolomitization of the samples and post-dolomitization reintroduction of calcite during a later phase of veining.

#### 3.1.4 Interpretation of Exploration Results

There are several features which are considered encouraging. These are detailed in SLR (2016) and SLR (2018b) and are listed below:

- The green alteration noted in the footwall to the Waulsortian is attributed to hydrothermal alteration, as is the haematisation of the limestones. Similar alteration patterns have been observed as being associated with base metal mineralisation at the Tynagh, Silvermines, Lisheen and Crinhill deposits.
- The presence of dolomitization, brecciation and replacement pyrite in drillhole 11-3729-01 is suggestive of a hydrothermal system and Irish-style base metals deposits are typically associated with these features.

**CSA Global considers PL 3729 to be prospective for Irish-style base metal mineralisation at a conceptual level. The base of the Waulsortian has only been partially tested and remains a strong target zone, particularly considering the, albeit limited, observations of brecciation, dolomitization and pyritization in the carbonate lithologies and the alteration of argillaceous lithologies, as well as the presence of significant, known deposits on strike from the PL. The following recommendations are given:**

- Drillhole targeting should be based on the generation of an integrated data set in conjunction with the observations of brecciation and dissolution in some of the drillholes
- Existing drill logs should be recoded into a lookup-driven database to enable a three-dimensional (3D) geological model to be readily generated from the data at hand
- Standard Operating Procedures for all aspects of fieldwork must be put in place to enable the reproducibility of results, particularly if exploration on the licence is to advance
- Detailed geophysical surveys should be considered to resolve structures at depth that may have focussed hydrothermal fluids
- High-resolution geochemical surveys, using ultra-low detection limits (e.g. ionic leach geochemistry) may provide more resolution on vectors toward mineralisation and should be considered if geophysical surveys do not provide enough resolution to plan drilling.

### *3.1.5 Exploration Strategy and Use of Funds*

IMC intends to undertake the following program of work to advance exploration activities on PL 3729:

- Collation of all historical data into a single data repository
- Detailed review, reinterpretation and remodelling of existing aeromagnetic data with the view to improving the structural interpretation of the licence and to generate structural targets
- Undertake an IP survey over priority areas on the licence
- Utilising the existing data, together with the reinterpreted aeromagnetics and IP survey results, to site and drill a single hole to target mineralisation and potentially build on the promising results from drillhole 11-3729-01.

**A total of €50,200 has been set aside for these activities, and it is CSA Global's opinion that these funds are sufficient to undertake these activities, and that the exploration strategy is appropriate, and the planned work is technically sound.**

## 4 South-Eastern Cluster

### 4.1 Avoca Project (PL 3850 and PL 3849) and PL 3857

#### 4.1.1 Local Geology

The description of the local geology of the south-eastern cluster is drawn largely from Sheppard (2013). The Lower Palaeozoic rocks that underlie the three PLs are locally strongly deformed but only exhibit low grades of regional metamorphism. The oldest rocks within the project area are the argillaceous sediments of the Ribband Group, that are unconformably overlain by the volcanic rocks of the Duncannon Group, which include the Avoca Formation that hosts the mineralisation at the Avoca Mine. The Avoca Formation comprises rhyolitic lavas, lithic volcanoclastics, fine-grained tuffs, agglomerates, black shales and intermediate volcanics (Figure 13 and Figure 14).

Early-Devonian tectonism related to the Caledonian orogeny produced a penetrative cleavage in the sequence and strike parallel shearing is commonly observed. At West Avoca, the predominant fold, lineation and orebody geometries all plunge at about 30° to the southwest although limited outcrop, structural complexity and a lack of definitive way up evidence makes it impossible to extrapolate this interpretation beyond the immediate surrounds of the mine. Folding is broadly upright. West Avoca preserves the south-western right-way-up limb of a major syncline, whereas the overturned north-eastern limb of this structure is preserved at East Avoca. It is uncertain whether this syncline is a regional structure or purely related to a major shear zone within the mine area. Later, northwest and northeast striking block faulting disrupts the sequence with apparent sinistral displacements.

#### 4.1.2 Mineralisation

As for Section 4.1.1, the description of mineralisation at Avoca and surrounds is drawn largely from Sheppard (2013). Two principal mineralisation styles are known at Avoca. The first mineralisation style comprises massive to banded cupriferous, pyritic sulphide hosted within a black chlorite schist. The second, “stringer” style of mineralisation comprises complex vein-hosted and disseminated mineralisation and occurs in both the hangingwall and footwall of the massive sulphide. It is locally auriferous and typically hosted within strongly silicified and chloritic tuffs.

According to Sheppard (2013), the average grade of the mined, massive ore type was about 1.2% Cu. Close to the hangingwall, many of the massive sulphide bodies showed a marked increase in the Pb and Zn content which is typically considered indicative of right-way-up. “Stringer” mineralisation typically contains 6–10% sulphides hosted in a quartz vein complex. Sulphide mineralogy is dominated by chalcopyrite with subordinate sphalerite and galena. Sheppard (2013) considers the stronger mineralisation most analogous to Archean orogenic gold deposits, a view which is supported by the high gold grades intersected in laminated quartz veins at Kilmacoo (Figure 14). At West Avoca, small tonnages of undeveloped zinc-lead resources reportedly remain accessible through existing flooded underground workings down to a depth of 250 m. Base metal and gold intersections are also reported from Kilmacoo from this historical drilling completed by Riofinex in the 1980s.

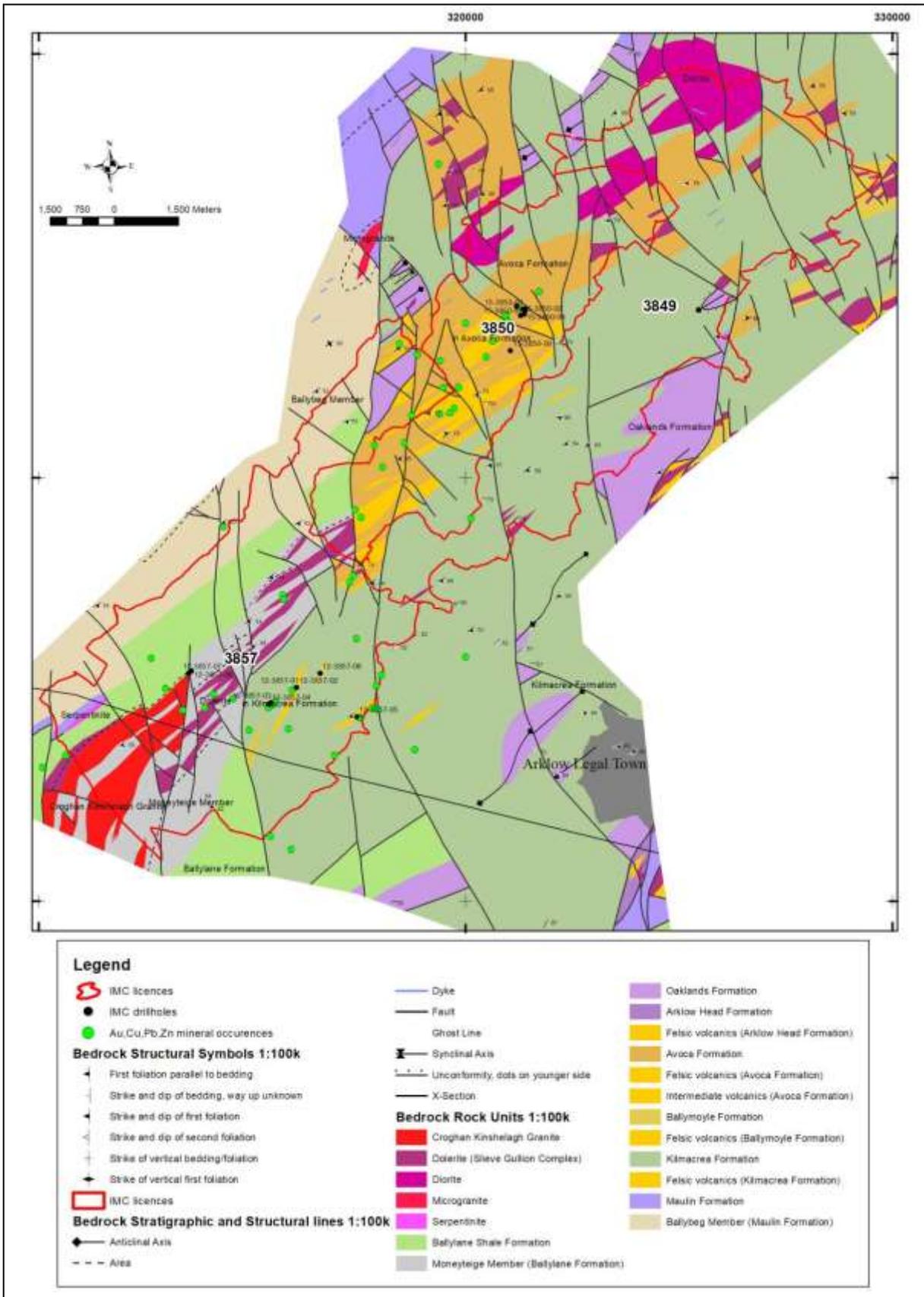


Figure 13: Geological map of the Avoca Project (PL 3850 and PL 3849) and PL 3857, showing the location of IMC drillholes

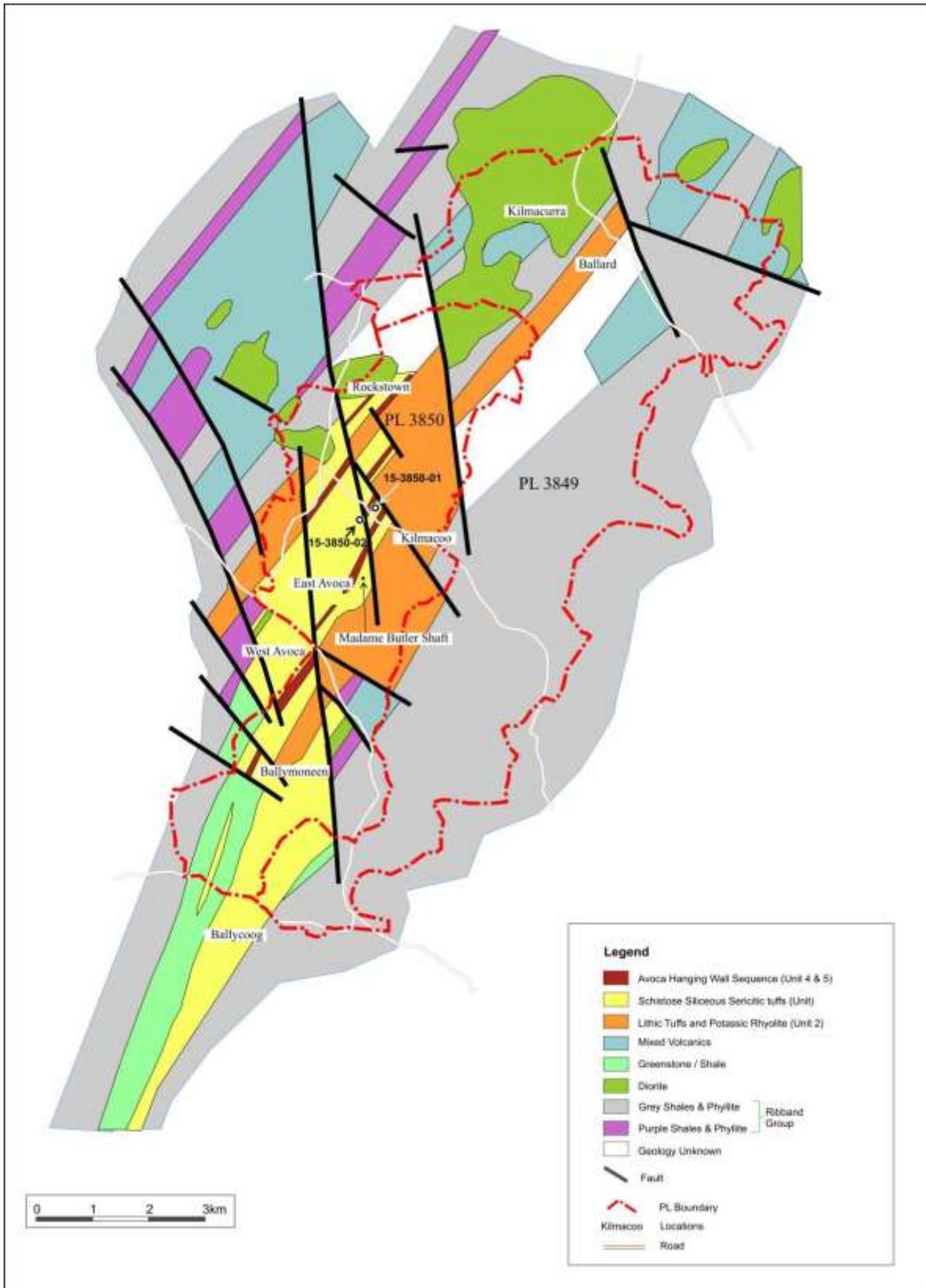


Figure 14: Geological map of the Avoca mine area, showing nomenclature of individual prospects

Source: SLR (2016)

#### 4.1.3 Mining and Exploration History

An account of the mining history at Avoca has been given in Section 2.5.3. While IMC and Trove’s primary focus is on the spoil’s heaps at Avoca (PL 3850), there has been significant bedrock exploration targeting VMS-style base metal and gold mineralisation in the Avoca Project area. Systematic exploration records on the three PLs comprising the Avoca Project exist from the 1960s onwards and are summarised below (Table 7).

Table 7: Summary of historical exploration on the Avoca Project

PL	Entity	Dates	Work completed on PL
3849	Riofinex	1981–1995	<ul style="list-style-type: none"> <li>• 11 diamond drillholes</li> <li>• Deep overburden geochemical sampling</li> <li>• Trenching</li> <li>• Ground magnetic surveys</li> <li>• Gravimetric surveys</li> <li>• IP and resistivity surveys</li> <li>• Satellite image interpretations</li> <li>• Stream sediment panning</li> </ul>
	Phelps Dodge	1996–1997	<ul style="list-style-type: none"> <li>• Three diamond drillholes</li> <li>• Ground EM survey</li> </ul>
	Jade Bay/Bayswater	1998–2012	<ul style="list-style-type: none"> <li>• IP survey (42.4 line km)</li> <li>• Ground magnetic surveys</li> <li>• Gravity surveys</li> <li>• Two deep diamond drillholes (for 1,193 m)</li> </ul>
3850	Mogul Mines of Ireland	1958–1962	<ul style="list-style-type: none"> <li>• Mining at West Avoca</li> </ul>
	Avoca Mines Limited/Vale Exploration	1969–1982	<ul style="list-style-type: none"> <li>• Mining at West and East Avoca</li> <li>• Drilling of five holes at Rockstown</li> </ul>
	Riofinex	1986–1991	<ul style="list-style-type: none"> <li>• 25 diamond drillholes</li> <li>• Deep overburden sampling</li> <li>• Trenching</li> <li>• Group magnetic and gravity surveys</li> <li>• IP and resistivity surveys</li> <li>• Satellite image interpretation</li> <li>• Stream sediment panning</li> </ul>
	Phelps Dodge	1996–1997	<ul style="list-style-type: none"> <li>• None</li> </ul>
	Jade Bay/Bayswater (including subsidiaries Nickelodeon, Strongbow)	1998–2012	<ul style="list-style-type: none"> <li>• Deep penetrating IP</li> </ul>
3857	Avoca Mines Limited	1970–1975	<ul style="list-style-type: none"> <li>• Shallow soil geochemistry</li> <li>• IP survey</li> <li>• Geological mapping</li> </ul>
	Riofinex	1981–1988	<ul style="list-style-type: none"> <li>• 11 diamond drillholes</li> <li>• Shallow soil geochemical sampling</li> <li>• Stream sediment sampling</li> <li>• Ground magnetic survey</li> <li>• Trenching</li> <li>• Satellite imagery interpretation</li> <li>• Lithochemical sampling</li> </ul>
	Otto Brozen	1997–2002	<ul style="list-style-type: none"> <li>• Shallow soil sampling</li> <li>• Stream sediment geochemistry</li> <li>• Ground EM</li> <li>• Two diamond drillholes</li> <li>• Trenching</li> </ul>
	Minco Ireland	2003–2009	<ul style="list-style-type: none"> <li>• Geological mapping</li> <li>• IP survey</li> <li>• Deep overburden sampling</li> </ul>

To date, IMC has partially compiled the available historical data into a digital format, with a specific focus on the soil, deep overburden, rock chip sampling and the extensive historical drilling. Over 590 historical drillholes have been captured by IMC, these are shown in Figure 15 and Figure 16. Many of the legacy datasets are incomplete but it is estimated that more than 50,000 m of drilling has been undertaken. A comprehensive review of all exploration data is beyond the scope of this document and will benefit from greater integration from the various data sources, including geophysics. A broad summary of the exploration history in the area is given below and is drawn largely from Sheppard (2013).

Plots of the coverage of the Avoca Project area by various geochemical methods are given in Figure 17 and Figure 18.

The most intensive period of regional exploration during active mining at Avoca in the 1970s was undertaken by the Vale Exploration consortium. They undertook airborne and ground geophysical surveys that identified several conductive units in the area and led to the discovery and drilling of the Rockstown mineralisation, which returned narrow (generally less than 3 m) Cu and Zn intersections.

During Riofinex's tenure, regional exploration was undertaken using mapping, stream sediment and surface geochemical sampling. On PL 3849 and PL 3850, target definition was achieved using deep soil Pionjar sampling and geophysical surveys (including IP). This resulted in drilling campaigns focused on base metals targets at Ballymoneen and Kilmacoo for gold.

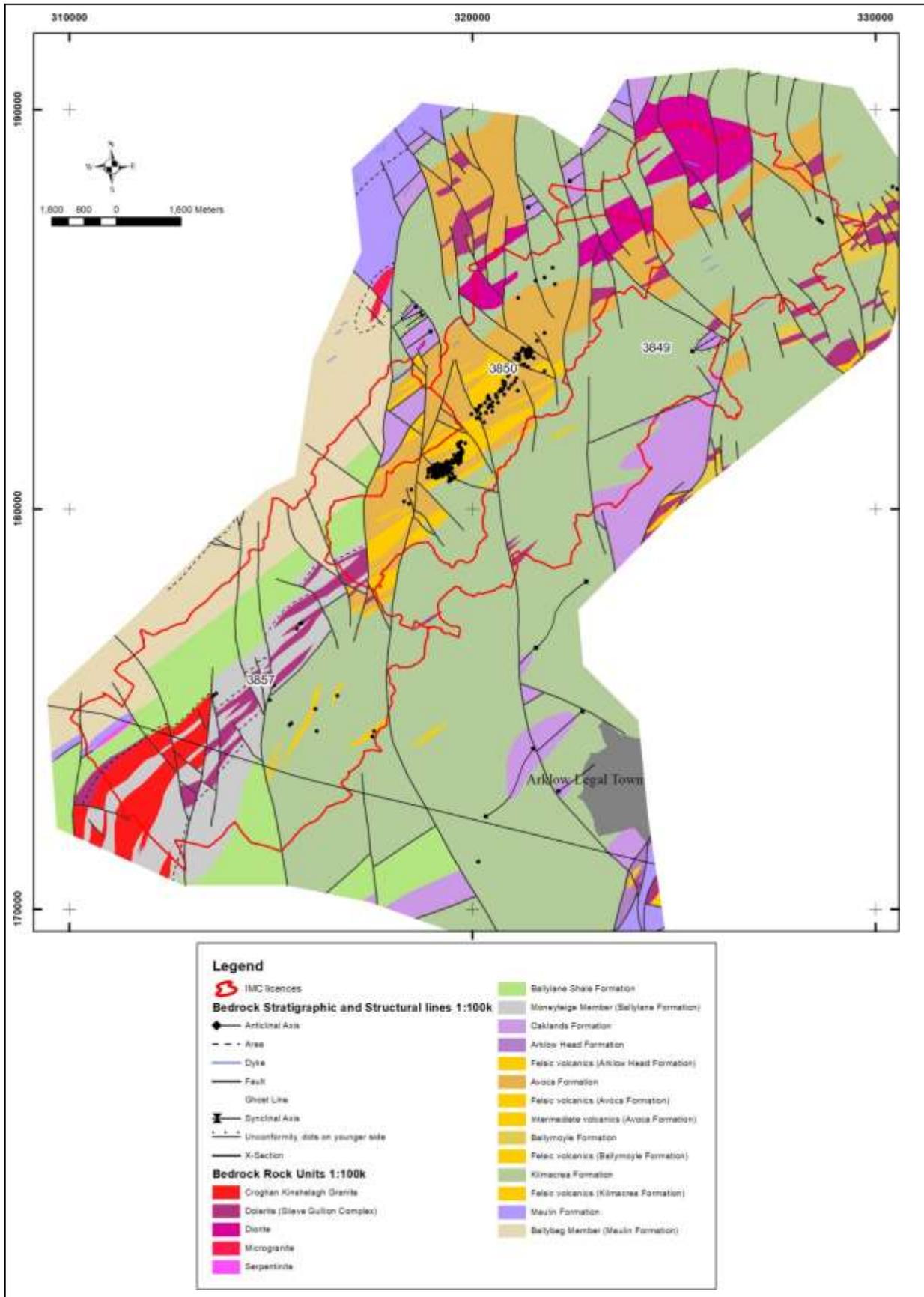


Figure 15: Distribution of all historical and IMC drillholes on PL 3849, 3850 and 3857

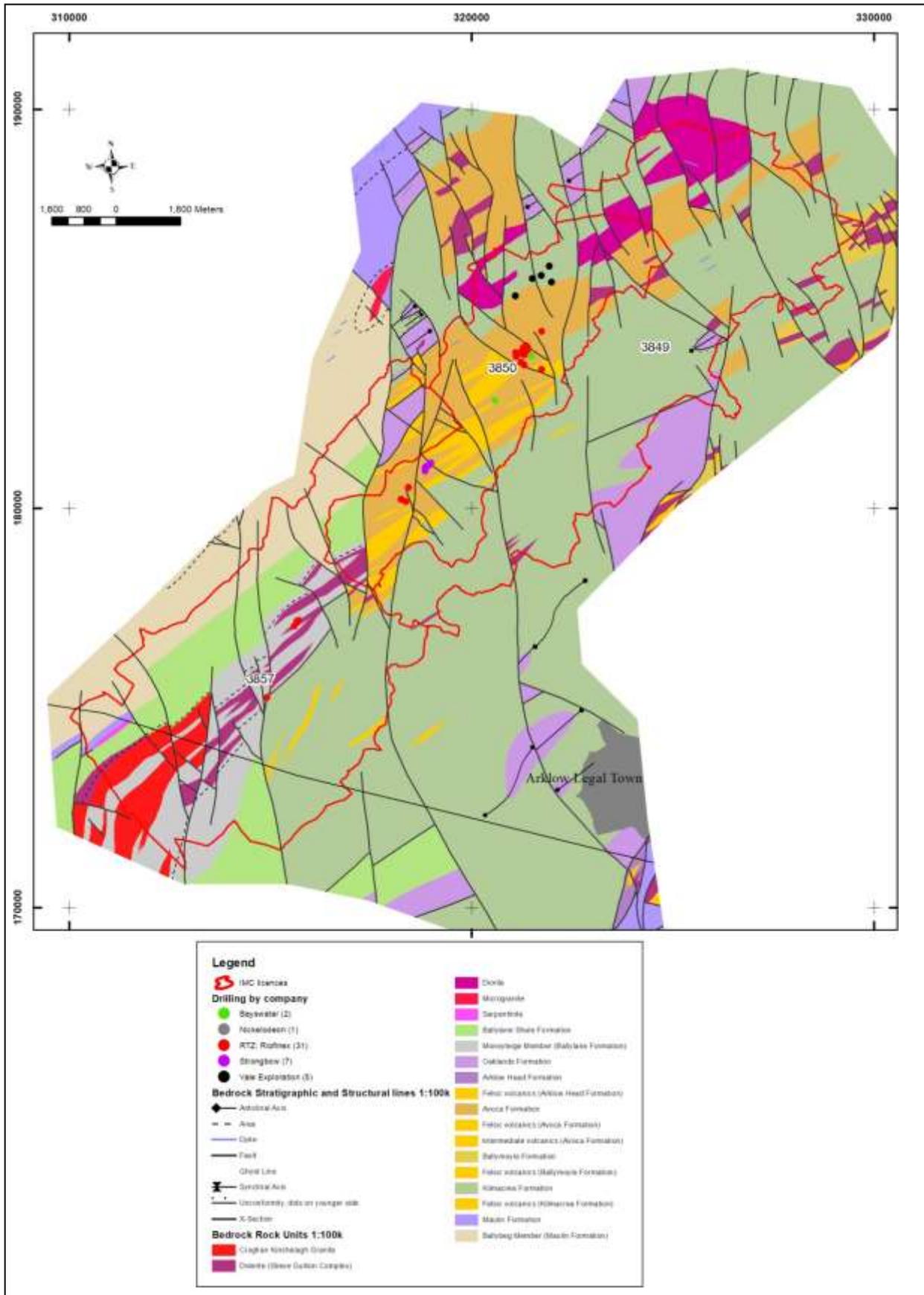


Figure 16: Significant historical regional exploration drilling

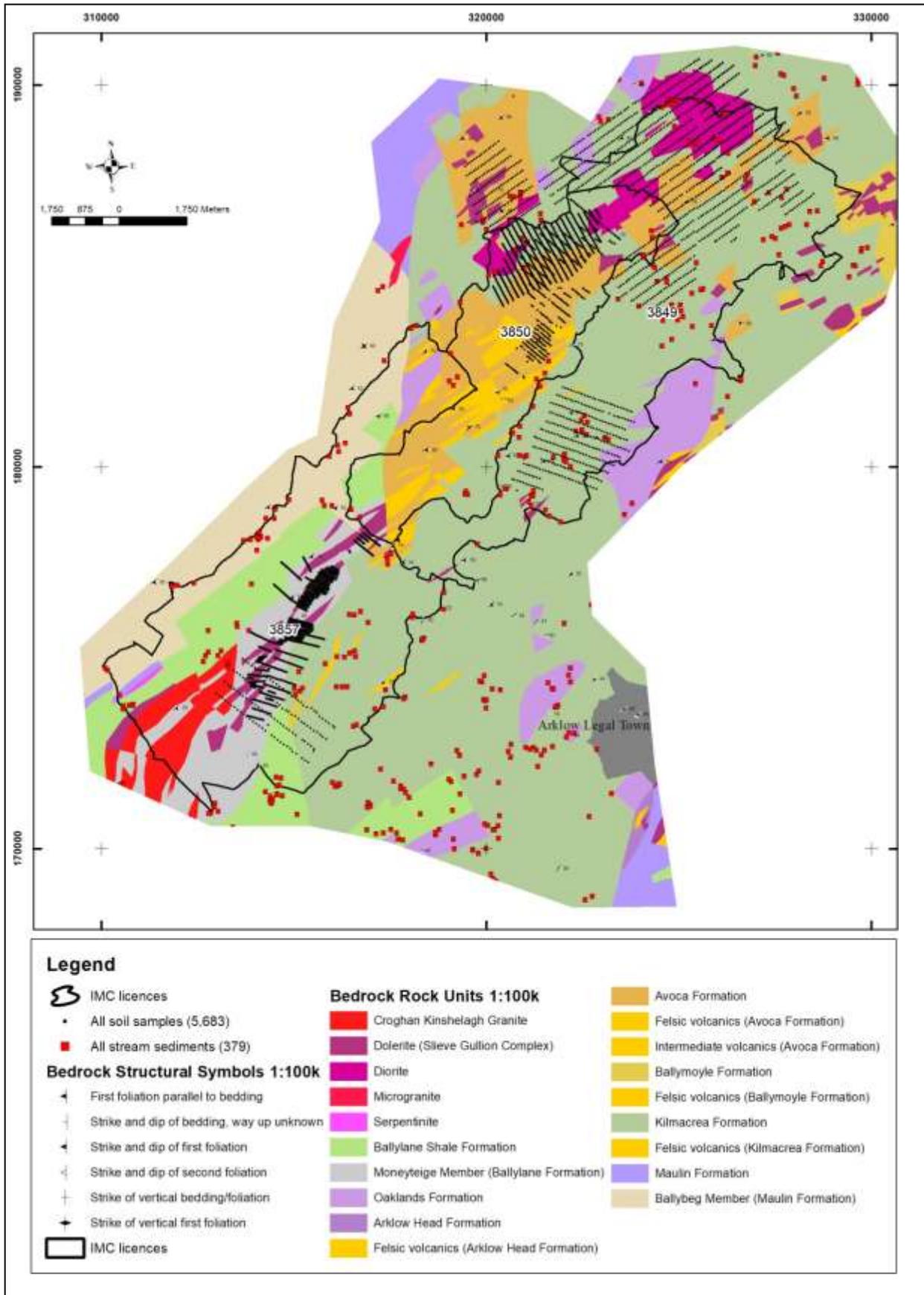


Figure 17:

Stream sediment and soil geochemical coverage

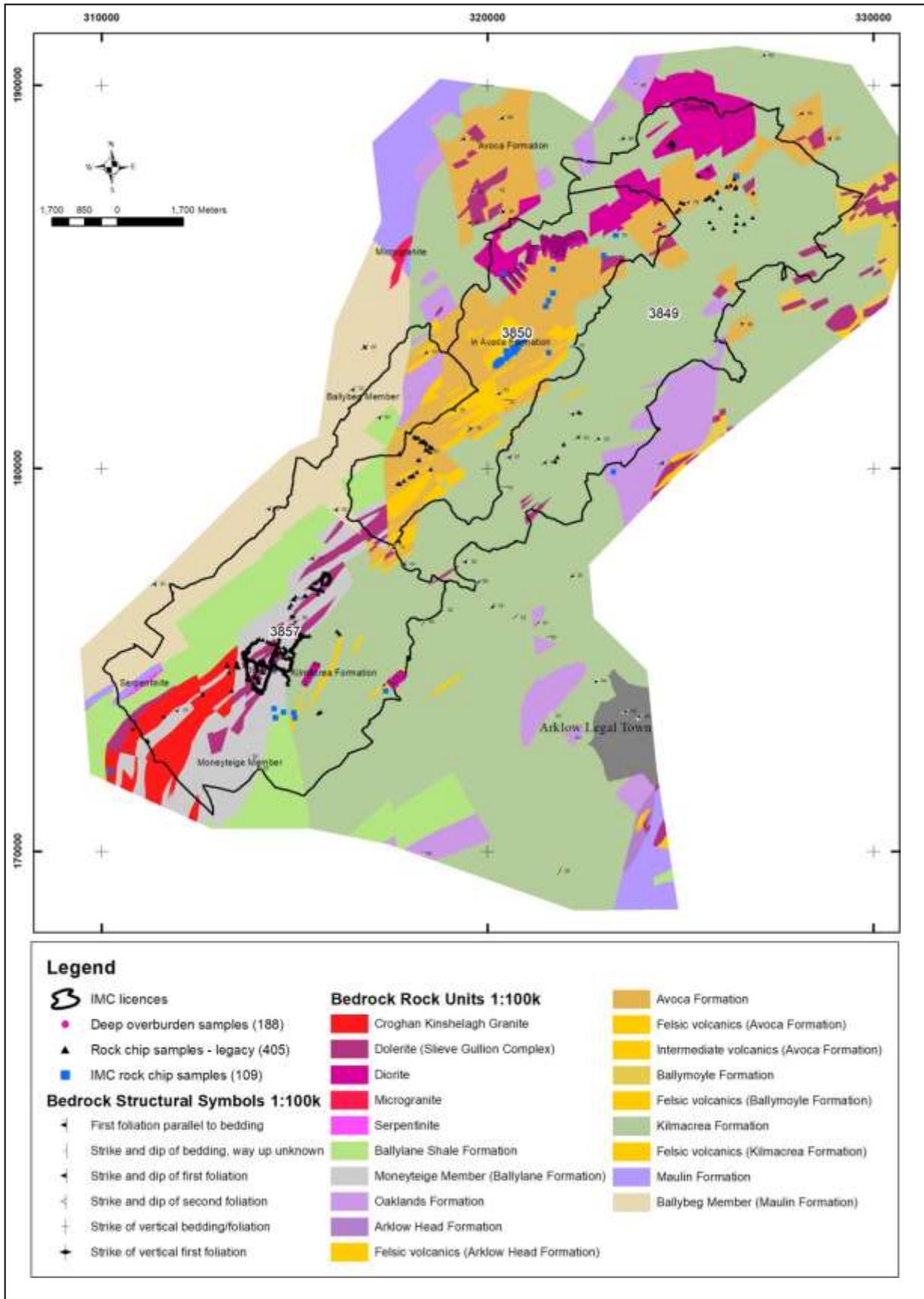


Figure 18:

Rock chip and deep overburden samples

At Kilmacoo, high-grade lead-zinc-gold mineralization was discovered through the follow up of a previous Au intersection drilled during mine exploration. Riofinex drilled a total of 22 holes at Kilmacoo, namely KG-1 to KG-20, KMD-1 and KMD-2. Drilling defined an auriferous zone on eight sections about 25 m apart with one to three drillholes on each section. The strike extent of the auriferous zone encompassing assay grades is currently more than 200 m at 0.2 g/t Au and is considered open to the southwest. The zone lies south of the main zone at Cronebane. The gold is associated with laminated vein quartz and with Zn-Pb mineralisation, but the controls on its distribution are not understood. Base metal intersections from Kilmacoo have been documented in Section 4.1.2. Sporadic gold intersections are recorded in the dataset but given it is, at the time of writing, incomplete, these results are not disclosed here to meet balanced reporting criteria.

Jadebay Limited conducted a complete re-evaluation of the Riofinex dataset, with a view to discovering a major extension of the Avoca VMS system. They undertook deep overburden sampling at Kilmacoo, Cronebane and Rockstown, as well as mobile metal ion (MMI™) sampling at Kilmacoo and Ballymurtagh. Limited drilling was carried out at Kilmacoo and reportedly intersected massive sulphide although no core was recovered due to poor drilling performance. Seven drillholes were completed in the Ballymurtagh area and returned apparently intersected Zn and Pb mineralisation. None of these holes were assayed for gold and it is thought that all the core was discarded.

In 2006, Jadebay Limited was taken over by Bayswater Ventures and they carried out work in the area until around 2011. A deep penetrating IP ground surveying program was carried out to test for on-strike and deep extensions of the Avoca mineralisation. A total of 42.4 line km was surveyed on five separate survey grid areas consisting of nine survey lines in the Tigroney to Kilmacoo area in East Avoca and eight lines within the Ballymurtagh to Ballymoneen area of West Avoca. The depth of penetration of these surveys was reported as 600 m to 800 m. Two follow-up diamond drillholes were completed in 2008 to test targets identified by the Bayswater IP survey. These were KIL-1 at Kilmacoo to 567.5 m and TG-1 close to the East Avoca Open Pit to 625.25 m, for a combined total of 1,192.75 m.

At Ballymurtagh, the Bayswater IP survey data indicated the continuation of several lodes to a depth of at least 800 m. At Ballymoneen, the IP survey tested for targets in the depth range of 600 m to 900 m and the survey indicated the potential extension of two chargeable zones in the area to depths of at least 800 m. No holes were drilled to test these IP anomalies.

At Kilmacoo, IP surveying tested for targets at depths of 200 m to 300 m in the northeast and of 500 m to 800 m in the southwest. It was concluded that the Kilmacoo Zn-Pb massive sulphide/Au stringer mineralisation extended at depth south-westwards to a depth of at least 800 m. The zone was interpreted to broaden or become multiple zones at depth. The presence of two other chargeable zones at depth was also reported.

KIL-1 was designed to test the strong chargeability anomaly that extended from 450 m to at least 850 m vertically and which was interpreted as the down-dip extension of the Kilmacoo mineralisation. The hole reportedly intersected rhyolite between 217.84 m and 275.05 m from 386.90 m to 398.59 m. A “mafic tuff” was logged below 440 m. Two distinct zones of mineralisation were intersected. The upper zone was intersected between 125.95 m and 130.05 m and comprised thin, massive pyrite bands with some sphalerite and trace galena. The second zone was intersected at approximately 330 m. The locations of the holes described above is shown in Figure 19.

### *Spoils Heaps*

It is relevant at this point to discuss the source of the spoils material at Avoca. Copper mining is reported to have begun in the Avoca River valley around 1720 and continued, with interruption, until 1982. Low grades and low metal prices during the latter part of the 20<sup>th</sup> century ensured that mining at Avoca was a

marginal proposition. Mining at Avoca was from both underground and open pit mining methods, with the open pits observed today mined in the latter part of the 20<sup>th</sup> century (Gallagher and O'Connor, 1999).

The Mount Platt and Cronebane spoils were predominantly sourced from the Cronebane open pit mined in the 1970s (Figure 38). Much of the mine spoils were built up to form the Cronebane Waste Pile, partly because of lack of space, but also as part of a policy by Avoca Mines Ltd to rehabilitate the site. The source of the smaller spoils heaps at Tigroney East is unclear, although the larger heap at Tigroney North is likely to have originated from material excavated from the adjacent East Avoca open pit. The Forest of Gold heap is comprised of fine-grained material and may have been sourced from milled ore (Trove, pers. comm.).

Following the Avoca Mine Site ceasing production in 1982, the mine site and spoil heaps have been largely undisturbed. There was an unsuccessful attempt to recover the gold in the spoil heaps in the early 1990s by Feltrim Mining/Connary Minerals. The main technical obstacle seems to have been that much of the gold was too fine to be processed by existing methods, including heap leach, which was the intended processing method (Trove, 2017).

Trove (2017) generated a grade-tonnage estimate for the spoil heaps on the Avoca Project as presented in Table 8. This was based upon assays of grab samples and was used as the basis for further sampling to be conducted in support of a Mineral Resource estimate, which is described in Section 5. Note that the shaded cells contain Au values estimated from an average of the weighted average of the spoil heaps, discounted by 10% to give a conservative estimate for the Au grades.

Preliminary metallurgical and processing test-work and mineralogical studies were conducted in 2017, with conclusions that a combination of dense media separation and micro gravity separation are considered appropriate to successfully process the material on site.

It is believed that no other attempts have been made to re-mine the spoils heaps since then. The EMD is carrying out a large-scale rehabilitation project, to deal with toxic and acidic runoff from the mine (both surface and groundwater), as well as landscaping the existing waste heaps, which are generally considered to be an eyesore to the local communities.

Table 8: Grade-tonnage estimate for the Avoca spoils, from Trove (2017)

Spoil heaps only							
Location	Volume (m <sup>3</sup> )	Tonnes (000s)	Pb (%)	Cu (%)	Zn (%)	Ag (g/t)	Au (g/t)
West Avoca	79,500	123	0.85	0.13	0.03	2.41	0.37
Connary	47,800	74	2.12	0.17	0.04	25.88	0.72
Cronebane	659,800	1,023	0.45	0.07	0.02	8.48	0.48
Tigroney East	104,800	162	1.01	0.34	0.07	15.77	1.57
Tigroney West	28,300	44	1.64	0.35	0.16	17.89	0.72
<b>TOTAL</b>	<b>920,200</b>	<b>1,426</b>	<b>0.66</b>	<b>0.11</b>	<b>0.03</b>	<b>8.65</b>	<b>0.61</b>

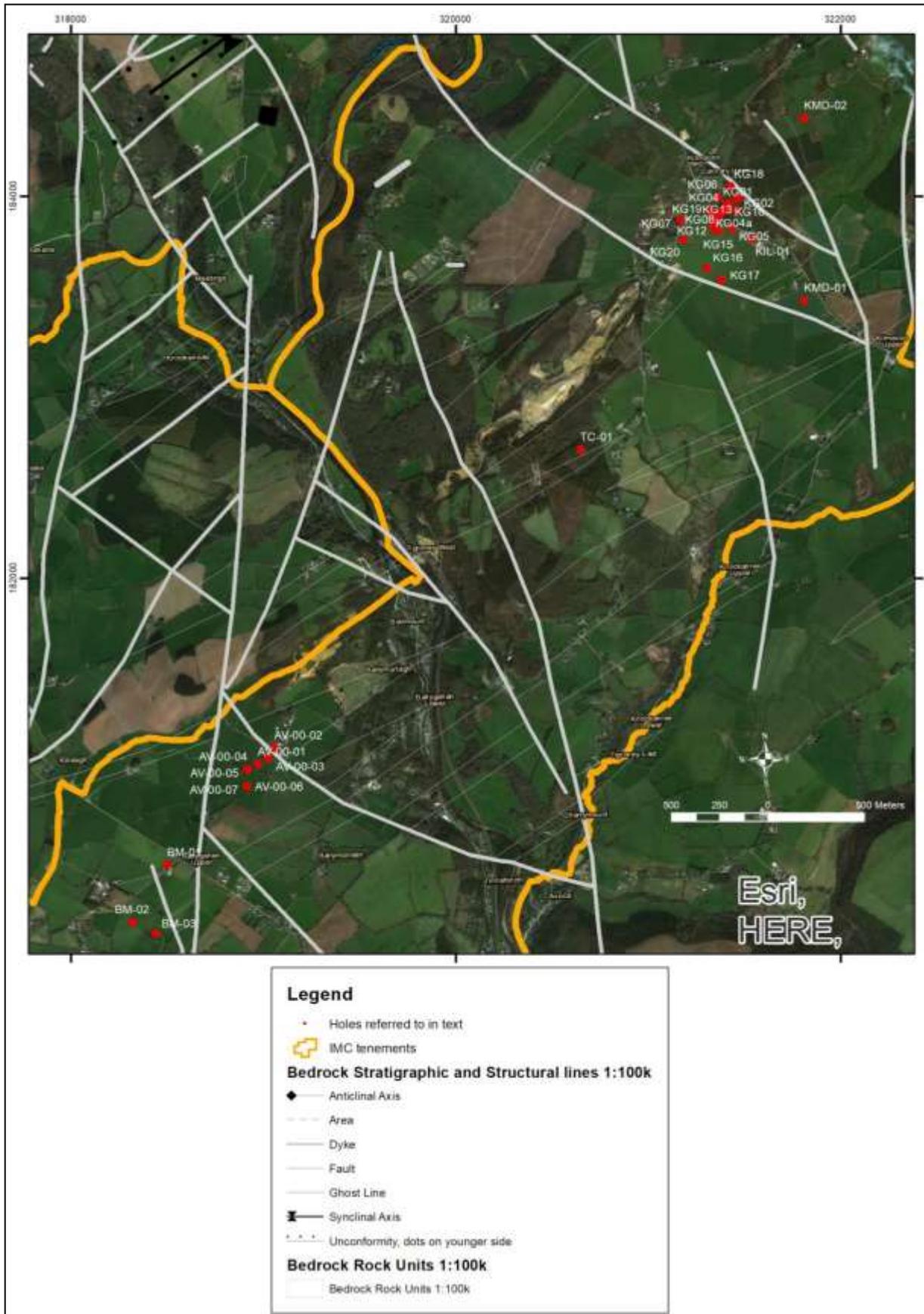


Figure 19: Location of historical holes referred to in text  
Backdrop source: ESRI and Here maps

#### 4.1.4 *IMC Exploration Grab and Soil Sampling*

IMC carried out a grab and soil sampling campaign across targeted areas of PL 3850 and PL 3857. On PL 3850, a total of 568 soil samples were collected and a further 94 rock chip samples were collected. Soil sampling focused on the Kilmacoo area, whereas rock chip sampling focussed in areas adjacent to the mine workings. On PL 3857, a total of 122 soil samples were collected, in addition to seven rock chip samples. Soil samples were collected on a 400 m x 100 m grid on PL 3857 and a 200 m x 50 m grid on PL 3850. The sampling undertaken by IMC/Koza is summarised in Figure 20 to Figure 25. A detailed analysis of the results has not been undertaken; CSA Global believes the area warrants a detailed geochemical assessment which would include the incorporation and geochemically levelling of all datasets, including the historically collected soils data. A general comment is that the sampling on PL 3857 failed to delineate any significant anomalous Au or base metals values in the soils, which largely corroborates the drilling results on strike with the geochemical grids, reported on below. On PL 3850, some elevated Au and base metals values in the soils appear to be largely strike-parallel and may reflect the Kilmacoo mineralised system.

No procedural information on how the samples were collected has been supplied. Samples were dispatched to Omac Laboratories Limited trading as ALS Loughrea (ALS). The following assay methodologies were employed:

- Au was determined using fire assay and atomic absorption spectrometry finish, using a 50 g charge (ALS method code Au-AA26). This has a documented range of 0.01 g/t to 100 g/t.
- Multi-element analyses were undertaken for all samples using method ME-ICP41 which is an aqua-regia digest with ICP-AES finish and reports 41 elements.

The ALS laboratory is accredited for all the methods employed above. IMC states that a QAQC protocol was in place for the soil and grab sampling campaigns but CSA Global has not been provided with the QAQC data to provide commentary on the QAQC protocols or the accuracy or precision of the assay results.

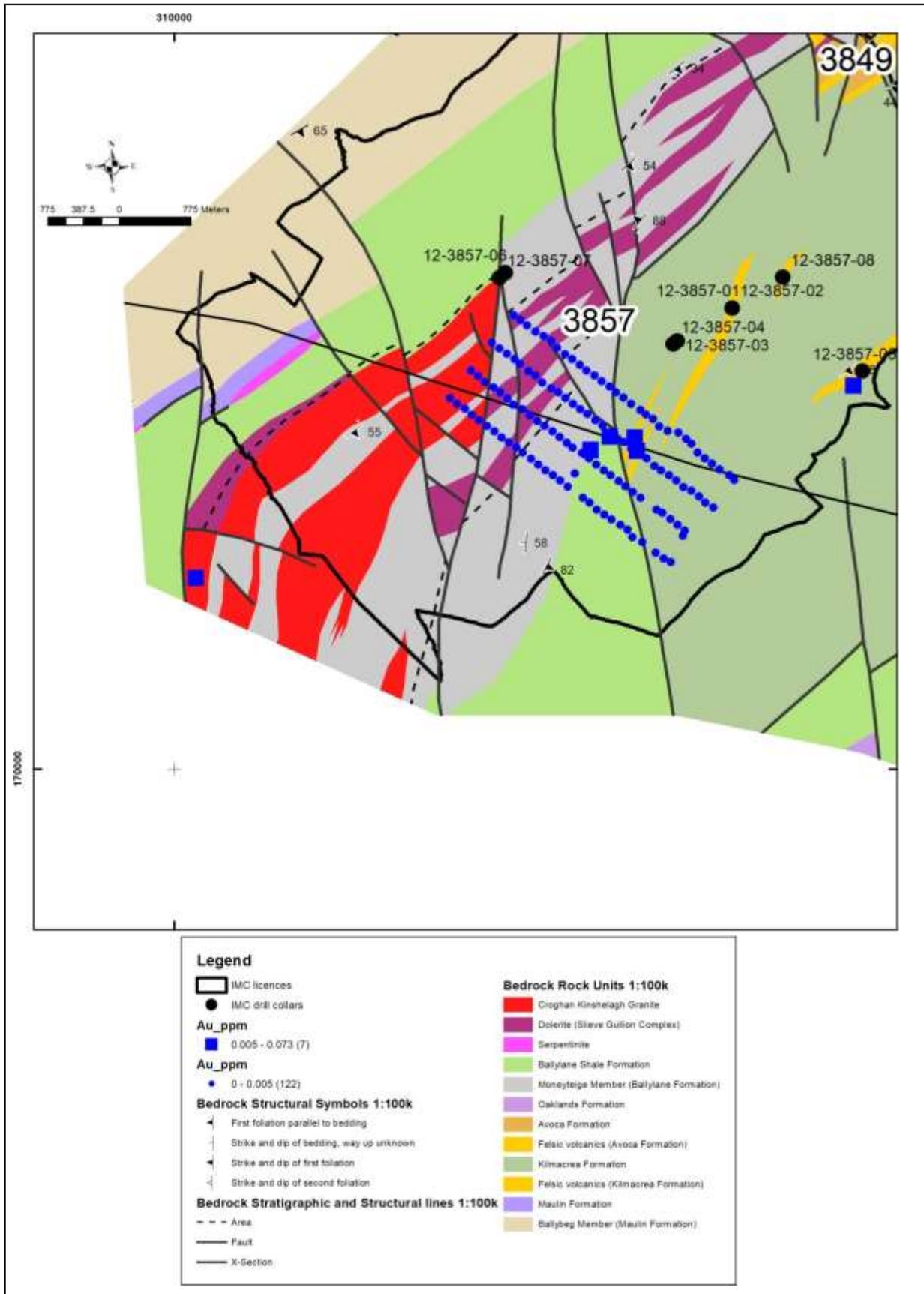


Figure 20:

IMC soils and rock chip samples (Au) on PL 3857

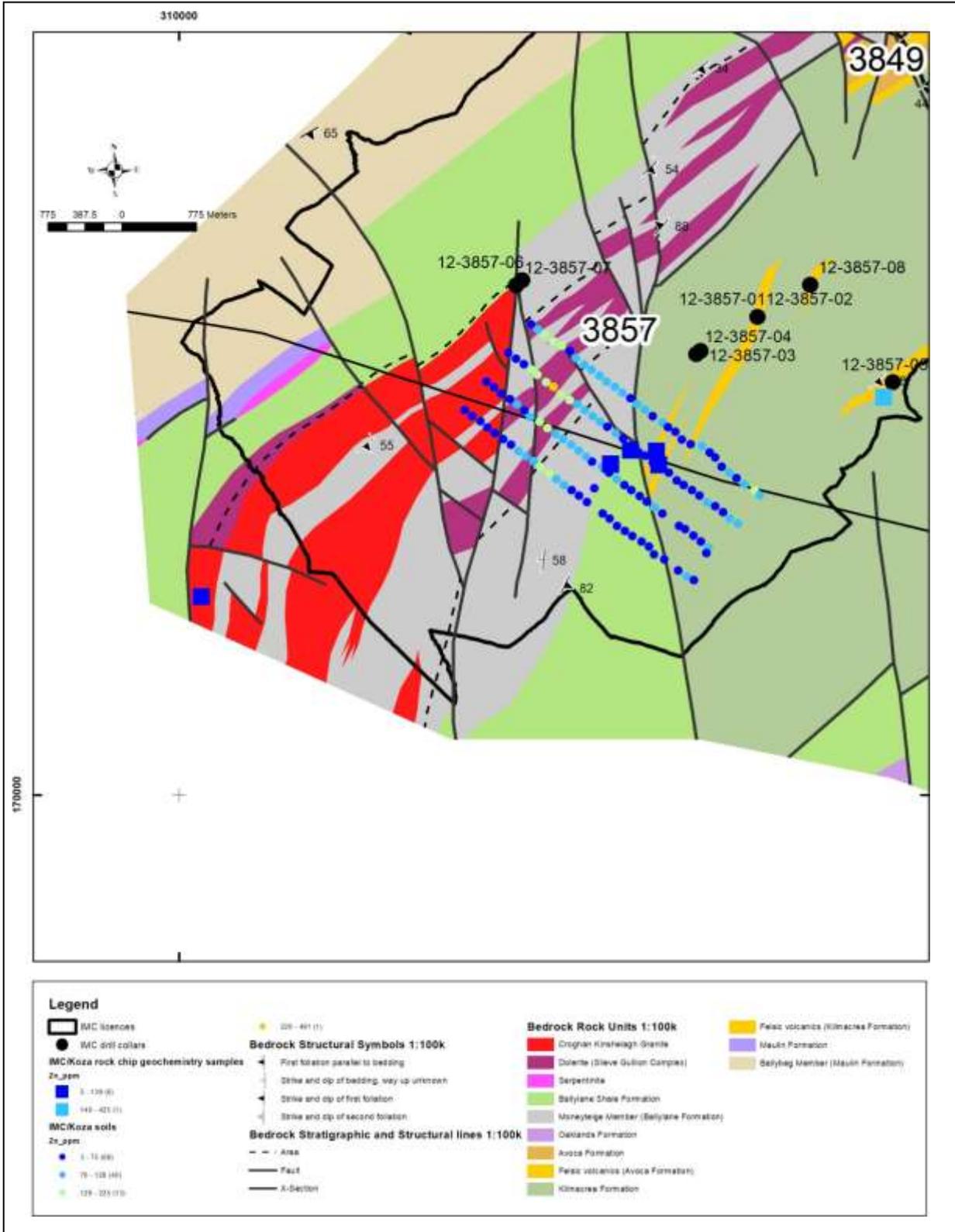


Figure 21: IMC soil and rock chip sampling results (Zn) from PL 3857

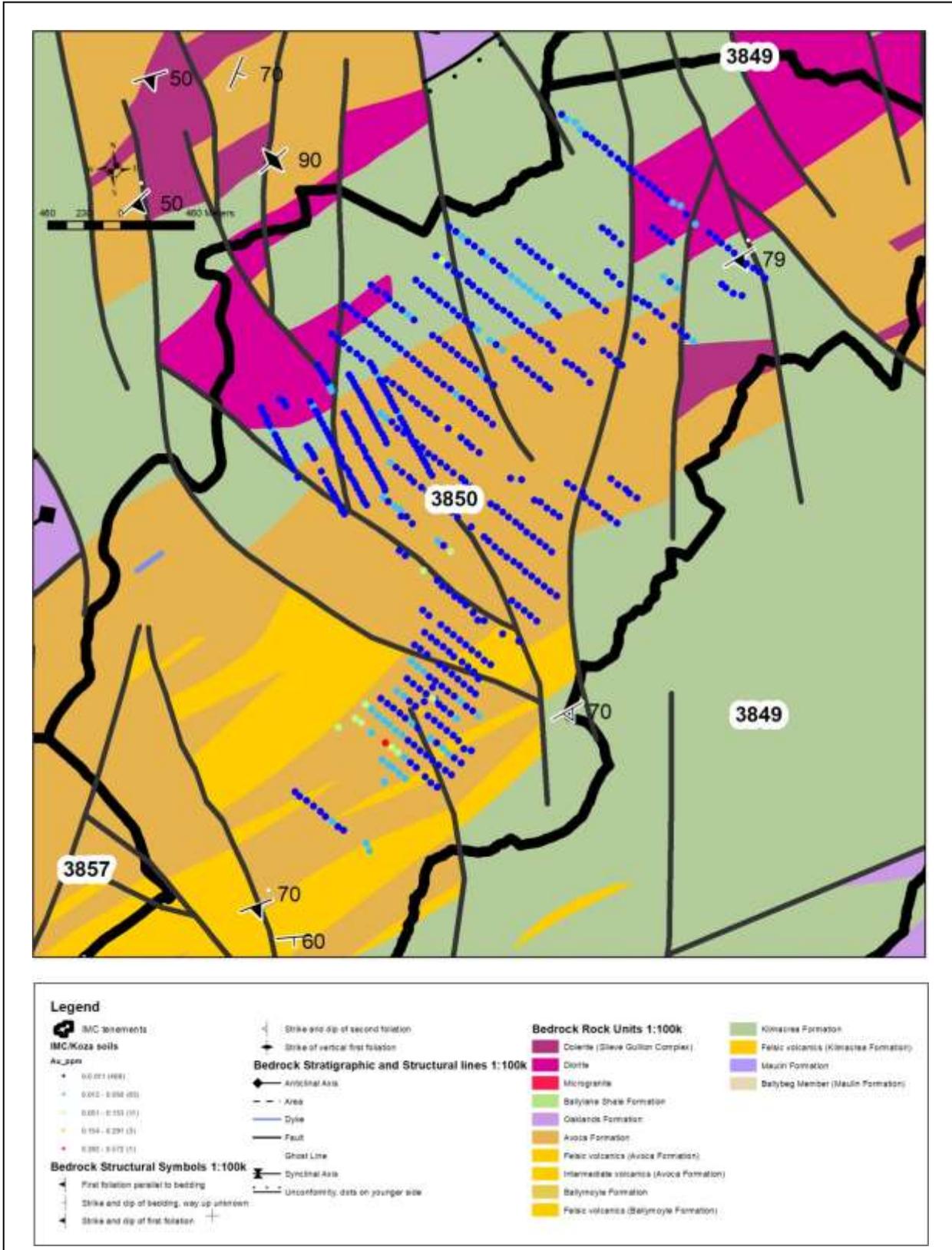


Figure 22:

IMC soil sampling results (Au) on PL 3850

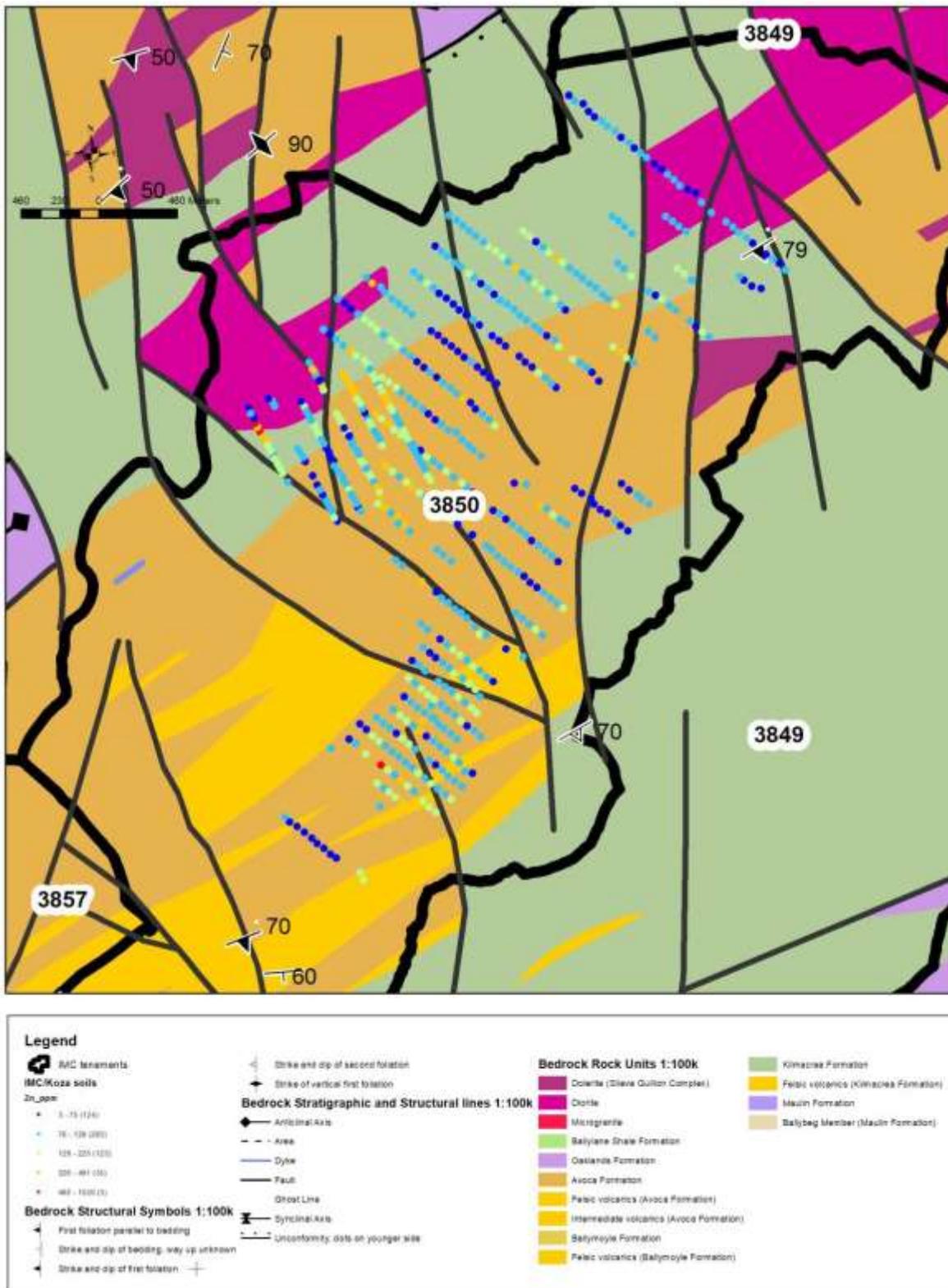


Figure 23:

IMC soil sampling results (Zn) on PL 3850

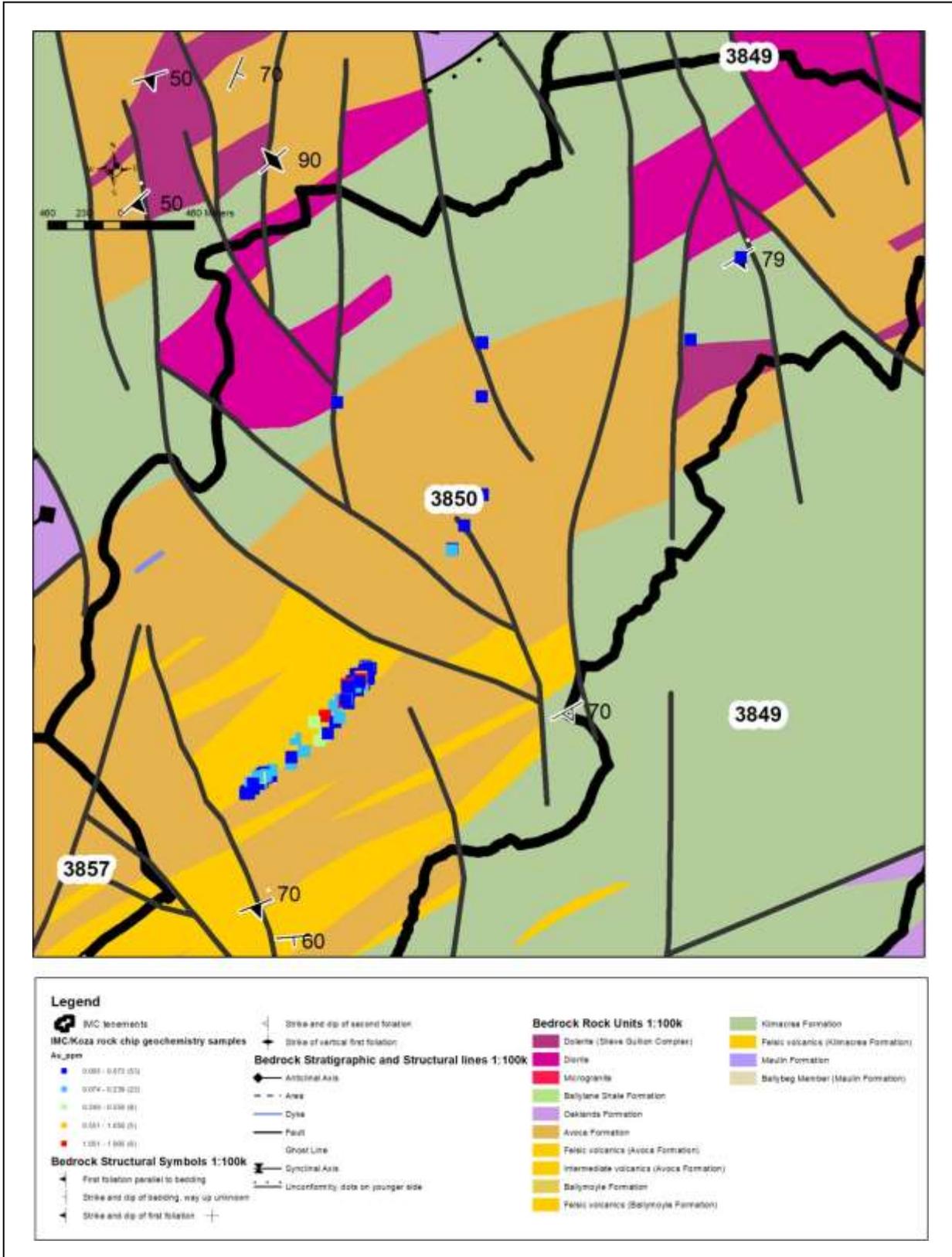


Figure 24:

IMC rock chip sampling results (Au) on PL 3850

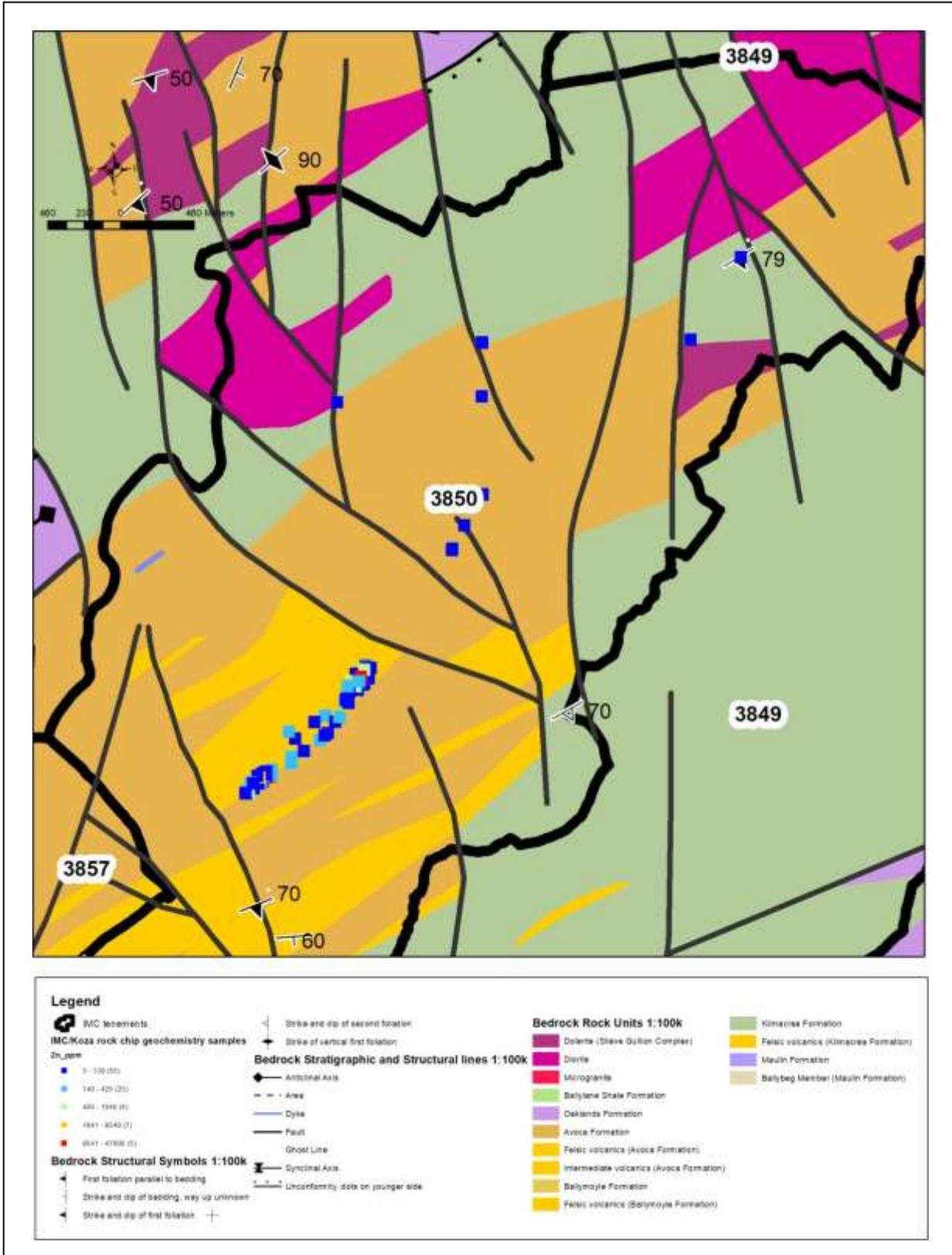


Figure 25: IMC rock chip sampling results (Zn) on PL 3850

### Waste Pile Grab Sampling

IMC collected 25 selective grab samples from waste piles around the Avoca Mining area, as a precursory activity to the systematic sampling that generated the Mineral Resource reported in Section 5. These samples were assayed for gold using Au AA26 and Cu and Pb by an ICP method (full details on analytical methodology not supplied). These results are presented in Table 9.

Table 9: Assay results from waste pile grab sampling at Avoca

Sample	Easting	Northing	Au g/t	Cu %	Pb %
EA01	320726	183069	0.2	0.1	0.2
EA02	320699	183017	1.7	0.1	0.6
EA03	320631	182962	0.2	0.0	1.0
EA04	320569	182899	0.1	0.0	0.2
EA05	320532	182867	0.1	0.0	0.2
EA06	320541	182857	0.1	0.0	0.1
EA07	320436	182894	0.2	0.0	0.2
EA08	320473	182938	0.2	0.0	0.2
EA09	320569	182986	0.2	0.0	0.2
EA10	320619	183022	0.1	0.0	0.6
EA11	320688	183056	1.0	0.1	0.5
EA12	320701	183076	0.5	0.2	0.2
EA13	320735	183045	1.8	0.3	0.7
EA14	320027	182500	4.2	0.3	3.6
EA15	320051	182511	5.1	0.2	3.8
EA16	320058	182520	1.8	0.1	0.9
EA17	320101	182510	0.4	0.2	0.5
EA18	320123	182548	0.3	3.8	0.2
EA19	320134	182588	0.2	0.1	0.3
EA20	320158	182596	0.4	0.1	0.1
EA21	320181	182593	0.1	0.0	0.1
WA01	319399	181649	0.3	0.1	0.1
WA02	319432	181696	0.5	0.1	0.1
WA3	319303	181466	0.3	0.1	0.3
WA4	319434	181357	0.4	0.1	0.4

### Waste Pile Trial Pits

A trial pitting program was undertaken on the waste piles/spoil heaps at Avoca by IMC in 2018. Full details of this exercise and its results are presented in Section 5.

### Bedrock Target Generation

Orr Geo Consulting (Healy, 2017) was engaged to undertake an integrated target generation exercise on the Avoca Project area, as well as PL 2551. They generated a cluster geochemical anomaly map from all legacy geochemical data, including deep overburden samples, soil samples, stream sediments and rock chip samples (Figure 26). Additionally, the use of IMC ground magnetic data was used to improve lithological and structural interpretations. On PL 3857, Orr Geo Consulting noted that the highest concentration of gold in exploration samples, were obtained from samples located on or at the contact of the Croaghan-Moneyteige ridge, which is interpreted to be underlain by greenstone-like lithologies of the Duncannon Group, in contact with the intrusive Croaghan granite. They interpreted this spatial association, together with observations of elevated alteration levels near the margins of the Duncannon Group, to indicate primary gold mineralisation within the Duncannon greenstones. In their view, evidence exists to support both orogenic and intrusion-related gold mineralisation styles in the area, with the low-grade alteration and lack of major hydrothermal

alteration favouring the intrusion-related mineralisation model. They consider there to be very limited potential for gold mineralisation within the turbiditic Ribband Group on PL 3857.

On PL 3850, Sheppard (2013) considered the Kilmacoo, Ballymurtagh and Ballymoneen target areas as being prospective for both gold and base metal mineralisation, with downdip extensions of known mineralisation being worthy of additional testing.

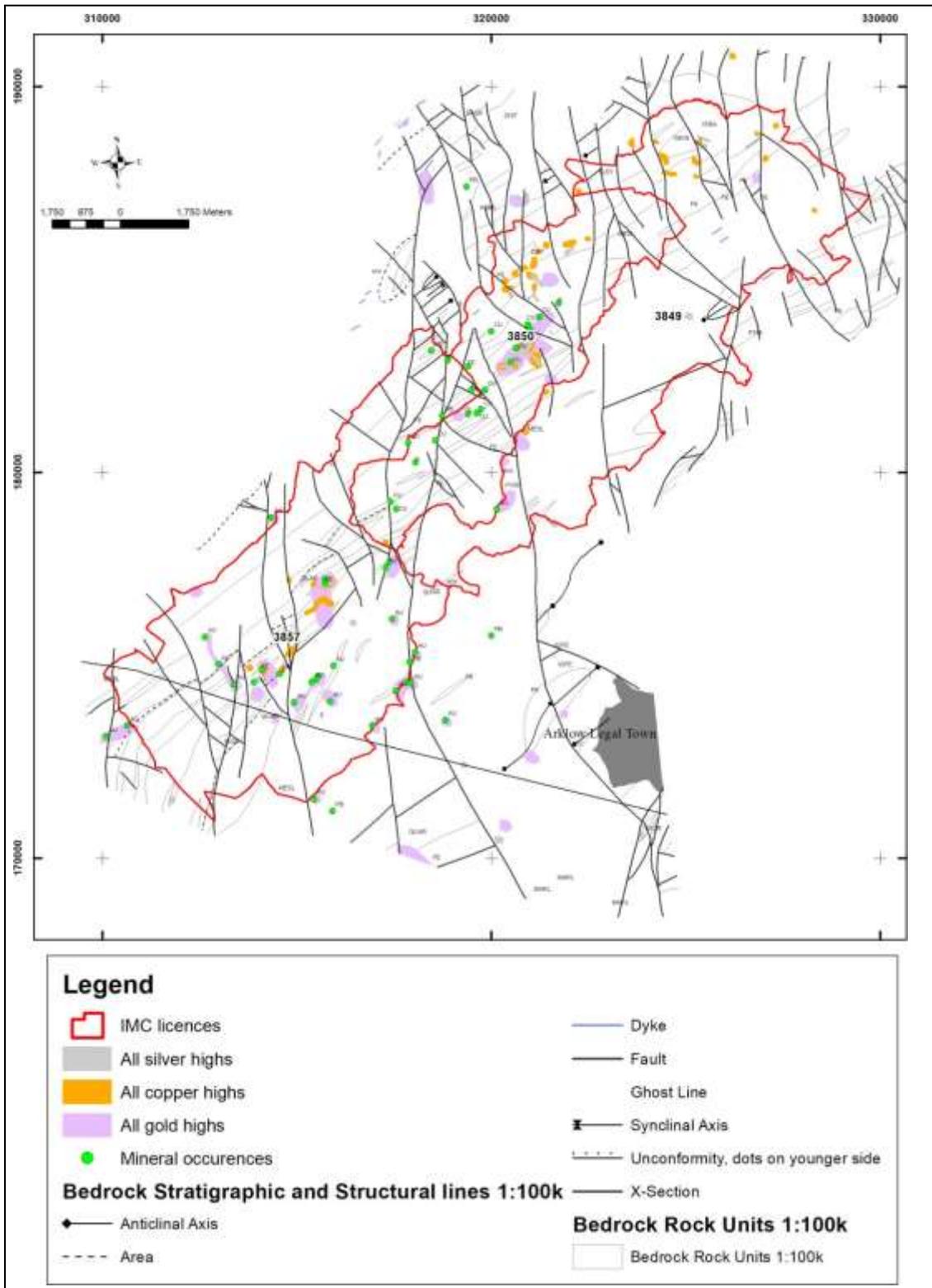


Figure 26:

Geochemical clusters identified by Healy (2017)

Geophysics

IMC has conducted two rounds of ground magnetic surveying on the Avoca Project. The extent of these surveys is shown in relation to historical geophysical coverage in Figure 27.

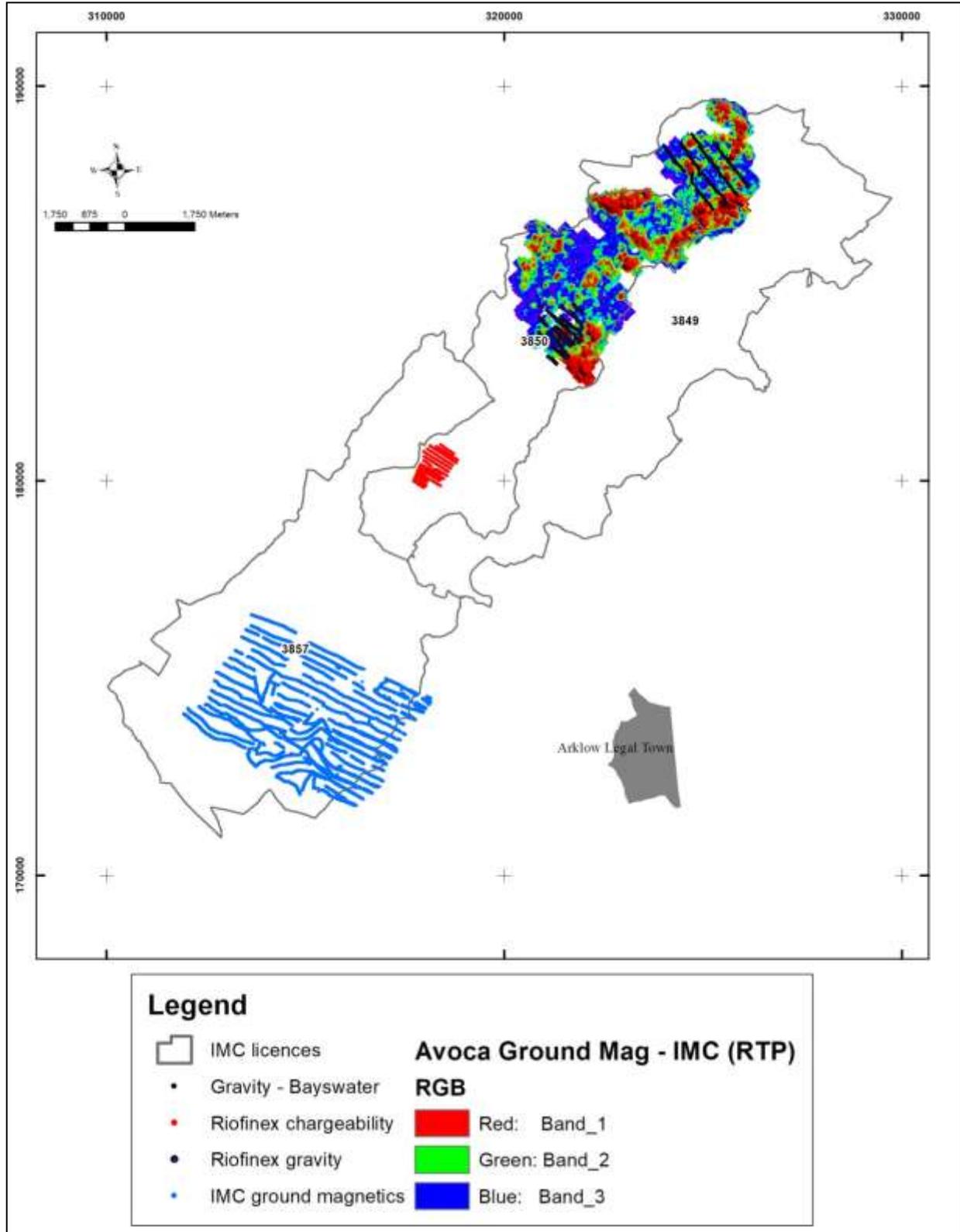


Figure 27: IMC geophysical coverage (blue lines and coloured image) shown in relation to historical geophysical coverages

## Drilling

IMC has drilled 15 holes in the south-eastern cluster, for a total of 2,076.30 m (Table 10). Drilling on PL 3850 has focused on Kilmacoo, where seven holes have been drilled for 1,239.90 m. A further eight holes have been drilled on PL 3857, for 836.40 m. The drilling campaign on PL 3857 focused on testing IP anomalies and existing geochemical anomalies, with holes 12-3857-06, 12-3857-07 and 12-3857-08 drilled into fault-related vein systems. Drillhole locations are shown in Figure 13.

Table 10: *IMC drilling in the south-eastern cluster*

Hole ID	PL	Easting	Northing	Azimuth	Dip (°)	Depth (m)
15-3850-01	3850	321420	183945	315	55	107.00
15-3850-02	3850	321373	183795	315	55	207.00
15-3850-03	3850	321477	183908	309	-55	217.95
15-3850-04	3850	321452	183821	309	-55	189.10
15-3850-05	3850	321271	184013	129	-50	201.00
15-3850-06	3850	321134	182969	309	-55	131.85
15-3850-07	3850	321478	183947	309	-55	186.00
12-3857-01	3857	316120	175010	290	-50	88.00
12-3857-02	3857	316120	175010		-90	94.00
12-3857-03	3857	315522	174650	150	-50	112.00
12-3857-04	3857	315479	174615	330	-50	88.00
12-3857-05	3857	317530	174320	285	-50	192.00
12-3857-06	3857	313656	175397	70	-50	105.50
12-3857-07	3857	313594	175340	70	-50	32.10
12-3857-08	3857	316669	175345	270	-50	124.80
<b>Total</b>						<b>2,076.30</b>

## Drilling, Logging and Sampling Practices

Drilling was carried out using an NQ-sized bit and core barrel. Drilling was generally angled at -50° or -55°, apart from a single vertical hole. Different logging standards were followed for holes drilled on PL 3850 and PL 3857.

On PL 3850, at Kilmacoo, logging was captured into standardised MS Excel worksheets that included tables for collar data, geology, assay and downhole survey. The “Geology” table includes fields for lithology type, grain size, structure and various mineralisation and alteration fields. No records or protocols have been provided on the physical core mark-up, refitting or depth reconciliation methods applied, but core recovery and rock quality designation (RQD) are captured in the digital records for each hole. Holes were surveyed using a Reflex™ multi-shot instrument at intervals ranging between 30 m and 70 m. Borehole deviation is considered acceptable, with most holes showing less than 5° of lift towards end of hole, and azimuth deviations typically less than 10°, although one instance of a 30° deviation is noted (drillhole 15- 3850-06).

On PL 3857, logging was captured into descriptive logging sheets without standardised lookup codes for lithological, structural or mineralisation features. Core recovery has been captured as a percentage value. There are no downhole survey records.

Sampling methodologies differed between PL 3850 and PL 3857. On PL 3850, samples were collected on a metre-by-metre basis, regardless of the geology. On PL 3857, sample lengths ranged from 2.50 m down to 0.25 m and have been guided by lithology and mineralisation intervals. On the PL 3850, drillholes, a total of 529 routine samples, covering 529.00 m (or 43% of the drilled metres) were collected; in comparison 89 routine samples were collected from PL 3857 for 94.70 m (or 2% of the drilled metres).

The extent to which holes were sampled was guided by visual sulphide mineralisation, quartz veining and, to an extent, alteration. Sampling was undertaken by generating a half-core sample.

### *Assay Methodology*

Samples were dispatched to ALS. The following assay methodologies were employed:

- Au was determined using fire assay and atomic absorption spectrometry (AAS) finish, using a 50 g charge (ALS method code Au-AA26). This has a documented range of 0.01 g/t to 100 g/t.
- Multi-element analyses were undertaken for all samples using method ME-ICP41 which is an aqua-regia digest with ICP-AES finish and reports 41 elements.

ALS is accredited for all the methods employed above.

### *Quality Assurance/Quality Control*

No QAQC reports have been provided to the author, nor have any QAQC protocols been reported. No certified reference materials (CRMs) are recorded in the database. No blanks or duplicates appear to have been used.

### *Drilling results*

PL 3850 (Kilmacoo):

- Drillhole **15-3850-01** intersected a variably silicified sedimentary and volcanoclastic package. The highest gold grade was returned from a mottled highly siliceous unit with intense veining and visible sulphide mineralisation. Quartz veining comprises up to 30% of the rock by volume locally and pyrite, chalcopyrite, galena and sphalerite are the dominant sulphides (Figure 28). This hole was the only hole to return significant Au grades.



Figure 28: Vein-related pyrite (yellow) and galena (silver-grey) from drillhole 15-3850-01 at 31.50 m (12 g/t Au, 2,840 ppm Pb and 1,370 ppm Zn); field of view ~ 3 cm

- Drillhole **15-3850-02** intersected tuffaceous rocks in its upper portion, an argillite-dominated package towards the middle of the hole and a basal rhyolitic sequence, comprising both rhyolites and rhyolitic volcanoclastic rocks. No visible mineralisation was logged, and no samples were assayed.
- Drillhole **15-3850-03** intersected an upper epiclastic unit and a basal epiclastic rhyolitic and rhyolite unit. Significant amounts of quartz-carbonate and quartz-sulphide veining were logged but these are not associated with elevated Au and exhibit only moderately elevated base metal assays.

- Drillhole **15-3850-04** intersected an upper deformed volcanoclastic sequence and a heterolithic basal assemblage of epiclastic sediments, phyllites and various rhyolitic lithologies – breccias, lavas and altered lavas. Significant quartz-sulphide veining and associated pyrite, chalcopyrite, sphalerite and galena mineralisation was logged in several zones down the hole.
- Drillhole **15-3850-05** intersected a mixed package comprising volcanoclastic and sericitic rhyolite lithologies. Zones of quartz-sulphide and quartz-carbonate veining were logged, together with associated pyrite, galena and chalcopyrite. A zone of significant base metal enrichment was logged from 81 m to 99 m.
- Drillhole **15-3850-06** intersected an upper rhyolitic package and a lower heterolithic package comprising argillites, various volcanoclastic rocks and rhyolite. A major quartz-carbonate and pyritic vein zone was intersected from 95 m to 106 m, although this is not associated with any significant gold or base metal mineralisation.
- Drillhole **15-3850-07** intersected upper epiclastic sediments and a lower rhyolite-dominated package. A significant amount of quartz-sulphide veining; dominated by sphalerite and pyrite, is logged, particularly in the interval 67 m to 75 m.

Significant intersections are presented in Table 11 below. Base metal intersections have been defined as one of Cu, Pb or Zn >2,500 ppm over a minimum of 2 m.

Table 11: Significant intersections from IMC drillholes on PL 3850 at Kilmacoo

Drillhole	From (m)	To (m)	Length (m)	Au (g/t)	Cu (ppm)	Pb (ppm)	Zn (ppm)		From (m)	To (m)	Length (m)	Au (g/t)
15-3850-01	21.00	55.00	34.00	1.69	n/a	n/a	n/a	Including	31.00	32.00	1.00	12.00
									33.00	34.00	1.00	4.24
									36.00	37.00	1.00	6.25
									40.00	41.00	1.00	4.07
15-3850-01	17.00	29.00	12.00	0.91	2,016	3,621	3,712					
	59.00	72.00	13.00	n/a	2,256	4,608	7,104					
15-3850-04	70.00	76.00	6.00	n/a	3,276	4,563	8,221					
	83.00	89.00	6.00	n/a	1,418	3,385	4,530					
	113.00	120.00	7.00	n/a	3,678	6,018	7,567					
	123.00	126.00	3.00	n/a	6,150	4,760	5,133					
15-3850-05	81.00	84.00	3.00	n/a	370	5,513	9,787					
	87.00	89.00	2.00	n/a	1,150	53,525	36,760					
	91.00	99.00	8.00	n/a	1,181	13,722	28,122					
15-3850-07	67.00	74.00	7.00	n/a	172	3,736	8,830					

Note: Intersection lengths are downhole lengths (i.e. apparent widths), and the orientation of mineralisation in relation to the core axis is not known.

PL 3857:

- Drillhole **12-3857-01** intersected a siltstone-dominated package from collar to end-of-hole. Locally carbonaceous layers were logged as well as zones of quartz veining, associated with pyrite as blebs, cubic crystals and disseminations. The carbonaceous zones tend to host a higher proportion of quartz veins and unfortunately are also associated with lower core recoveries – typically in the region of 50%.
- Drillhole **12-3857-02** intersected a siltstone sequence from collar to end-of-hole. Minor veining was logged throughout the hole with two of the vein zones (42.50 m and 81.10 m) associated with minor pyrite.

- Drillhole **12-3857-03** intersected a heavily quartz-veined siltstone sequence, with major veining zones noted at 6.60 m, 18.10 m, 20.40 m, 27.90 m, 50.80 m, 77.10 m, 88.90 m, 91.00 m, 95.90 m and 107.25 m. Pyrite is commonly associated with all these major vein zones.
  - Drillhole **12-3857-04** intersected a siltstone-dominated sequence from collar to end-of-hole. Minor vuggy quartz veins are logged at 28 m and thin, pyritic quartz veins are logged at 67.65 m, 71.90 m, 76.70 m, 80.00 m and 83.70 m.
  - Drillhole **12-3857-05** intersected a siltstone sequence with an igneous felsite unit at 39.30 m to 46.73 m. The siltstones commonly host quartz veins that are commonly associated with pyrite. Core recovery across the felsite zone was poor, with approximately 3 m of core loss noted over less than 10 m of drilling.
  - Drillhole **12-3857-06** was collared in fine-grained granite and intersected granite, with some minor siltstone intercalations, to end-of-hole. Of interest are some cryptocrystalline siliceous zones intersected towards the bottom of the hole, as well as a prominent quartz vein zone intersected from 44.60 m to 48.55 m.
  - Drillhole **12-3857-07** intersected medium-coarse grained granite from collar to end-of-hole. Only minor veins were intersected.
  - Drillhole **12-3857-08** was collared in fine-grained granite and passed into a siltstone unit at 8.50 m. At 79.40 m, the hole transitioned into a tuff-dominated sequence. Disseminated and blebby pyrite is noted within the siltstones but is not recorded in the tuffaceous material.

As noted previously, the drillholes were incompletely sampled, with sampling being guided by visible mineralisation. No Au or base metal results of significance were returned from the assayed samples.

### *Petrography*

IMC commissioned Panda Geoscience Limited (2015) (PGL) to conduct a petrographic, x-ray diffraction and fluid inclusion study on 11 samples from the Kilmacoo area. PGL examined samples from boreholes 15-3850-01, 15-3850-02 as well as the Riofinex hole, KG-10.

Of interest, is the observation that post-metamorphic hydrothermal metamorphism is quite limited. They described the widespread brecciation in many of the samples as comprising the development of numerous, closely spaced shear fractures, that comprise fine chlorite and opaque minerals. They identified pyrite as the most common sulphide, together with less common sphalerite, galena and chalcopyrite. Arsenopyrite was identified in one sample and native gold in two samples (Figure 29 and Figure 30). Fluid inclusion data suggests high temperatures of vein emplacement (more than 350°C). As such, they view the Kilmacoo mineralisation as being somewhat anomalous, i.e. exhibiting high temperatures of vein emplacement (like orogenic gold deposits) but having much higher base metal endowment than most orogenic gold deposits.

Additional petrographic work, currently being undertaken by Trinity College (Dublin) on samples from the IMC drillholes at Kilmacoo, is focussing on the paragenetic association of gold and the various sulphide phases. Preliminary results suggest that significant free gold is present, and that, for oxidised materials (i.e. the spoils at Avoca), free gold may be liberated during the oxidation of sulphides.

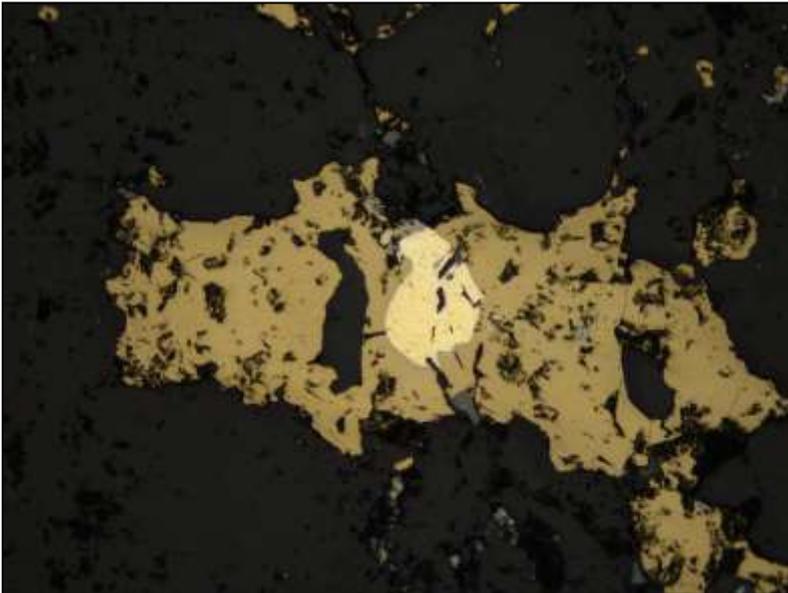


Figure 29: Chalcopyrite with large gold inclusion and minor galena from hole 15-3850-01 at 31.5 m, field of view is 0.6 mm (reflected light)

Source: PGL (2015)

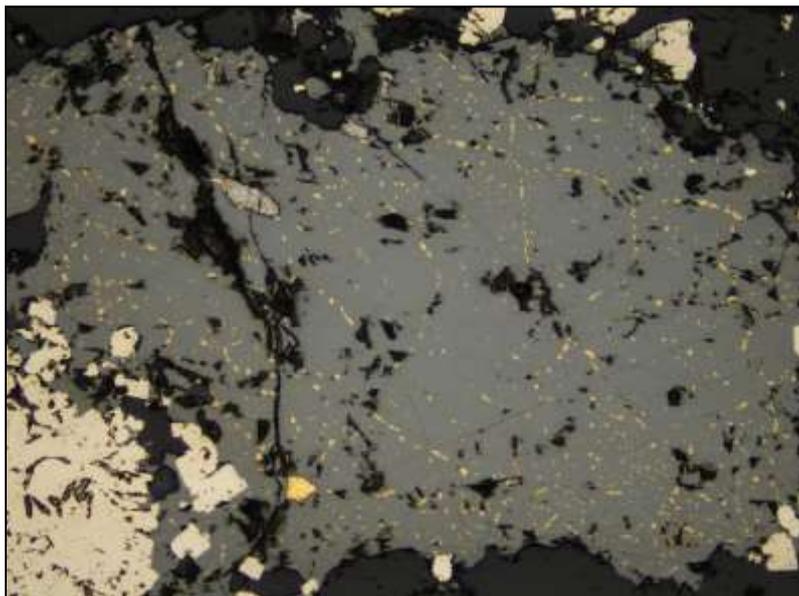


Figure 30: Large sphalerite crystal surrounded by pyrite and quartz

Note: The sphalerite contains fine inclusions of chalcopyrite, galena and gold (lower left). From hole 15-3850-01 at 31.5 m (reflected light). Field of view is 0.6 mm.

Source PGL (2015)

#### 4.1.5 Interpretation of Exploration Results

Exploration work by IMC has, to date, focused on PL 3850. Considerably less work has been done on the other licence within the Avoca Project area or on PL 3857. Detailed interpretation of the potential of the licences is hampered by the lack of a compiled, validated database including all the historical information.

**CSA Global considers the Avoca project, in particular PL 3850, prospective for base metal and related gold mineralisation, subject to varying degrees of exploration risk. PL 3849 is considered prospective**

for strike extensions of typical Avoca and Kilmacoo style mineralisation, particularly the northern part of the licence which is underlain by an extension of the Avoca Formation.

**Drilling results on PL 3857 are considered disappointing and failed to provide resolution of either geochemical or IP anomalies that were targeted.**

**CSA Global recommends that immediate future efforts focus on:**

- Collation of all historical and current exploration and mining information into a 3D workspace. This should include the results of the IP surveys, ground and airborne magnetic data and should also include a levelled geochemical database that allows for direct comparison of different vintages of geochemical data.
- Existing drill logs should be recoded into a lookup-driven database to enable a 3D geological model to be readily generated from the data at hand.
- Standard Operating Procedures (including industry standard QAQC) for all aspects of fieldwork must be put in place to enable the reproducibility of results, particularly if exploration on the licences is to advance.
- This will enable the construction of a working 3D geological and mineralisation model for Kilmacoo which should inform other workstreams which may include additional drilling, downhole geophysics and possibly MMI™ or Ionic leach geochemistry, particularly since the Au and base metal mineralisation appear to be displaced from each other at Kilmacoo. The soil geochemical work carried out to date by IMC/Koza has not been successful at resolving mineralised trends and the use of a different analytical technique, with lower detection limits, may prove beneficial. Furthermore, all future geochemical sampling should be generated from deep overburden.
- No drilling has been done by IMC at Ballymoneen and targets here remain untested at depth.
- A detailed geochemical assessment should be commissioned to evaluate the extent to which targets can be generated from the vast geochemical dataset. The Healy (2017) report is a credible attempt at this but did not use levelled geochemical data to generate background and anomalous values and relied on the visual identification of elevated analyte values.
- The recommendation from Healy (2017) that PL 3857 may represent an intrusion-related gold target is worth consideration and future exploration efforts on PL 3857 should focus on the area of the licence underlain by granite-sediment contact zones. A primary source of gold is considered likely given the history of alluvial gold mining in the area and the recording of many coarse gold grains in streams draining the Moneyteige Ridge. Healy (2017) proposed an electron microscope study on gold grains from the streams draining the licence which should provide clarity on the genesis of potential gold mineralisation there.

#### 4.1.6 Exploration Strategy and Use of Funds

IMC has committed to the following workstreams on each licence.

##### *PL 3850*

The primary focus is on the metallurgical testing of the Avoca spoils material in terms of recoverability, which will ultimately inform the feasibility of re-mining this material. Furthermore, additional environmental study work and permitting work is required to advance the licence, and (as per recommendations made in Section 5) a budgetary allowance has been made for infill testing of the spoils heaps through drilling, rather than pit sampling. A total budget of €128,000 has been set aside for this work.

#### *PL 3849*

IMC will set aside €60,000 towards preliminary drill testing, focussed over the strike extension of the Avoca Formation on the licence.

#### *PL 3857*

IMC have set aside a total of €30,000 to complete an SEM study on gold grains to determine the likely origin of the gold (i.e. orogenic versus intrusion-related versus supergene) to guide future exploration, reinterpretation of the existing ground magnetic coverage and undertake further structural mapping.

**CSA Global considers the programs proposed above to be technically sound and that sufficient funds have been set aside to execute the programs and advance the projects. CSA Global does, however, provide the following additional recommendations:**

- Additional funds be set aside to extend the ground magnetic coverage on PL 3857 to cover the entire western edge of the PL, particularly the contact zones of the Croghan granite and that a geochemical study is commissioned to attempt to level all the existing geochemical coverages of the area
- Additional funds be allocated to commissioning a geochemical study of the entire cluster of licences to produce a levelled geochemical dataset from which to generate additional exploration targets
- All existing data be captured into a 3D workspace to enable better interpretation of drillhole results and to improve target generation.

## **4.2 Kilmichael (PL 2551)**

### *4.2.1 Local Geology*

PL 2551 is underlain by the Lower Ordovician, fine grained sediments of the Ballylane and Oaklands Formations of the Ribband Group that are in turn overlain by the Campile Formation which is predominantly argillaceous with minor rhyolitic layers. The sedimentary rocks are considered to represent a distal turbidite succession. The rocks strike northeast-southwest, young to the southeast and display intense, small-scale folding parallel to strike. They have been displaced by north-northwest striking block faulting (Figure 31).

### *4.2.2 Exploration History*

The exploration history on PL 2551 is presented in Table 12. The extensive datasets generated from these exploration campaigns was subsequently provided by Koza/IMC to Orr Geo Consulting, who undertook a target generation exercise on PL 2551, as well as the licences that make up the Avoca Project. The results of this target generation study are presented in Section 4.2.3. The collar locations of the historical holes remain to be digitally captured within the IMC database.

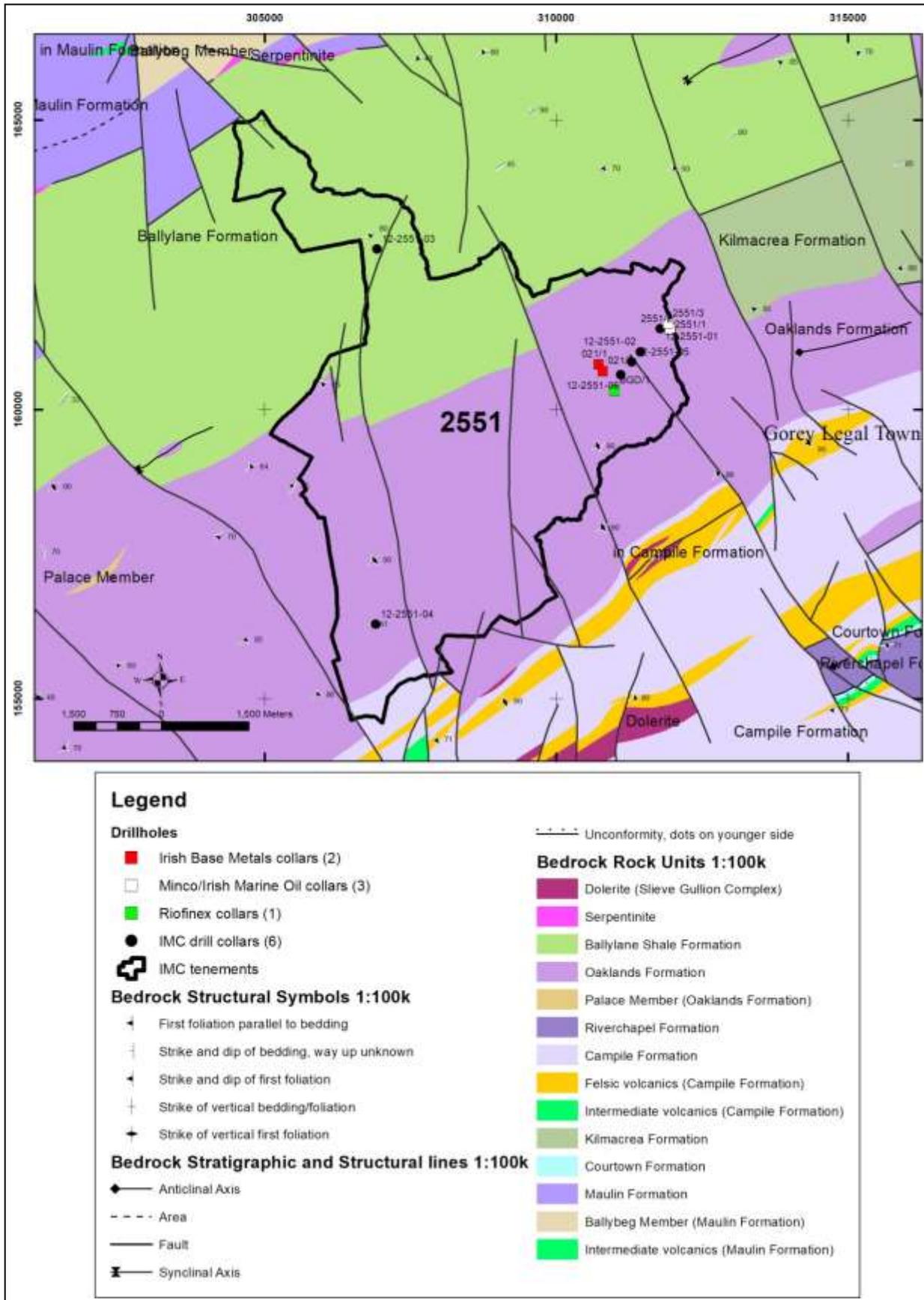


Figure 31: Geological map of PL 2551, showing the location of IMC drillholes

Table 12:

Summary of historical exploration on PL 2551

Entity	Dates	Work Completed on PL	Key outcomes
Irish Base Metals	1964–1966	<ul style="list-style-type: none"> <li>Soil geochemical surveys</li> <li>Two drillholes for 245.3 m</li> </ul>	<ul style="list-style-type: none"> <li>Numerous anomalous gold values</li> <li>Drilling intersected sulphides, brecciation and veining. No assays available</li> </ul>
Texasgulf Ireland Limited	1977–1979	<ul style="list-style-type: none"> <li>Aeromagnetic survey</li> </ul>	<ul style="list-style-type: none"> <li>No reported key outcomes</li> </ul>
Riofinex	1977–1992	<ul style="list-style-type: none"> <li>Geological mapping</li> <li>Stream sediment panning</li> <li>Stream sediment geochemical surveys</li> <li>Soil geochemical surveys</li> <li>Drilling of a single borehole (136 m)</li> </ul>	<ul style="list-style-type: none"> <li>Identification of numerous anomalous gold values in all the surveys; recognition of three key areas on the PL – Kilmichael, Boley and Knockbrandon</li> <li>Four shear zones intersected in hole BGD-1; gold noted in shales and silts associated with quartz veining; hole appears to have been drilled down dip</li> <li>Narrow mineralised intervals intersected</li> </ul>
Minco/Irish Marine Oil	1994–2006	<ul style="list-style-type: none"> <li>Grab sampling</li> <li>Deep overburden sampling</li> <li>Three diamond drillholes (for 275 m)</li> </ul>	<ul style="list-style-type: none"> <li>Positive gold results from some grab samples</li> <li>Anomalous gold results in the Knockbrandon area</li> <li>Free gold associated with disseminated pyrite and arsenopyrite in veined alteration zones; holes incompletely sampled but intersected narrow gold mineralisation in two of the Holes (1 and 2); Hole 3 un-mineralised.</li> </ul>

#### 4.2.3 IMC Exploration

The work carried out by IMC includes the following:

- Grab sampling, limited stream sediment sampling and associated geological mapping
- Gold morphology studies on alluvial panned concentrates (carried out by the University of Brighton)
- Drilling of six diamond drillholes (for 1,124.30 m)
- Completion of a target generation study, completed by Orr Geo Consulting (Healy, 2017) on behalf of IMC/Koza.

##### *Grab Sampling, Stream Sediment Sampling and Mapping*

Grab sampling and geological mapping was carried out around Boley and Kilmichael. Limited stream sediment sampling has been undertaken by IMC. Maps showing the coverage of rock chip and stream sediment sampling across the licences, inclusive of legacy data, are shown in Figure 32 and Figure 33.

##### *Gold Morphology Studies*

A study was undertaken by Brighton University to determine the range of sizes and angularity of abundant gold grains recovered in the lower reaches of the Ballygarret Stream. They noted significant angularity of gold grains in the lower reaches of the stream (Figure 34), suggesting a nearby upstream bedrock source of gold-bearing vein type rather than disseminated bedrock gold mineralisation. In contrast, grains from an upstream site have a similar size range, but are angular to sub-angular, indicating a longer transport distance. The gold grains recovered from the Ballygarrett Stream suggest a range of transport distances supporting interpretation that the Ballygarrett Stream appears to cut across multiple sources of gold.

### Drilling

IMC drilled six diamond boreholes in 2012, for a total of 1,124.30 m. Four of the drillholes are in the Kilmichael area and one each in the Knockbrandon and Boley areas (refer to Figure 31 and Figure 36). Drillhole collars are provided in Table 13.

Table 13:

IMC drillholes on PL 2551

Hole ID	PL	Easting	Northing	Azimuth	Dip (°)	Depth (m)
12-2551-01	2551	311854	161360	160	-50	236.00
12-2551-02	2551	311515	160958	160	-50	191.70
12-2551-03	2551	306994	162734	180	-50	198.60
12-2551-04	2551	306971	156244	350	-50	189.00
12-2551-05	2551	311362	160781	160	-50	165.50
12-2551-06	2551	311175	160561	160	-50	143.50

### Drilling, Logging and Sampling Practices

Drilling was carried out using an NQ-sized bit and core barrel and all holes were inclined at 50°. Logging was captured into descriptive MS Excel tables that included fields for lithology, alteration/brecciation, structure and mineralisation. No records or protocols have been provided on the physical core mark-up, refitting or depth reconciliation methods applied, and there are no records of core loss in the data files.

Zones of interest were sampled by taking a half-core sample. Sample lengths, as recorded in the database, vary from 0.25 m to 4 m. Samples were numbered sequentially. It is noted that all the holes were only partially sampled. A total of 241 routine samples were submitted for assay.

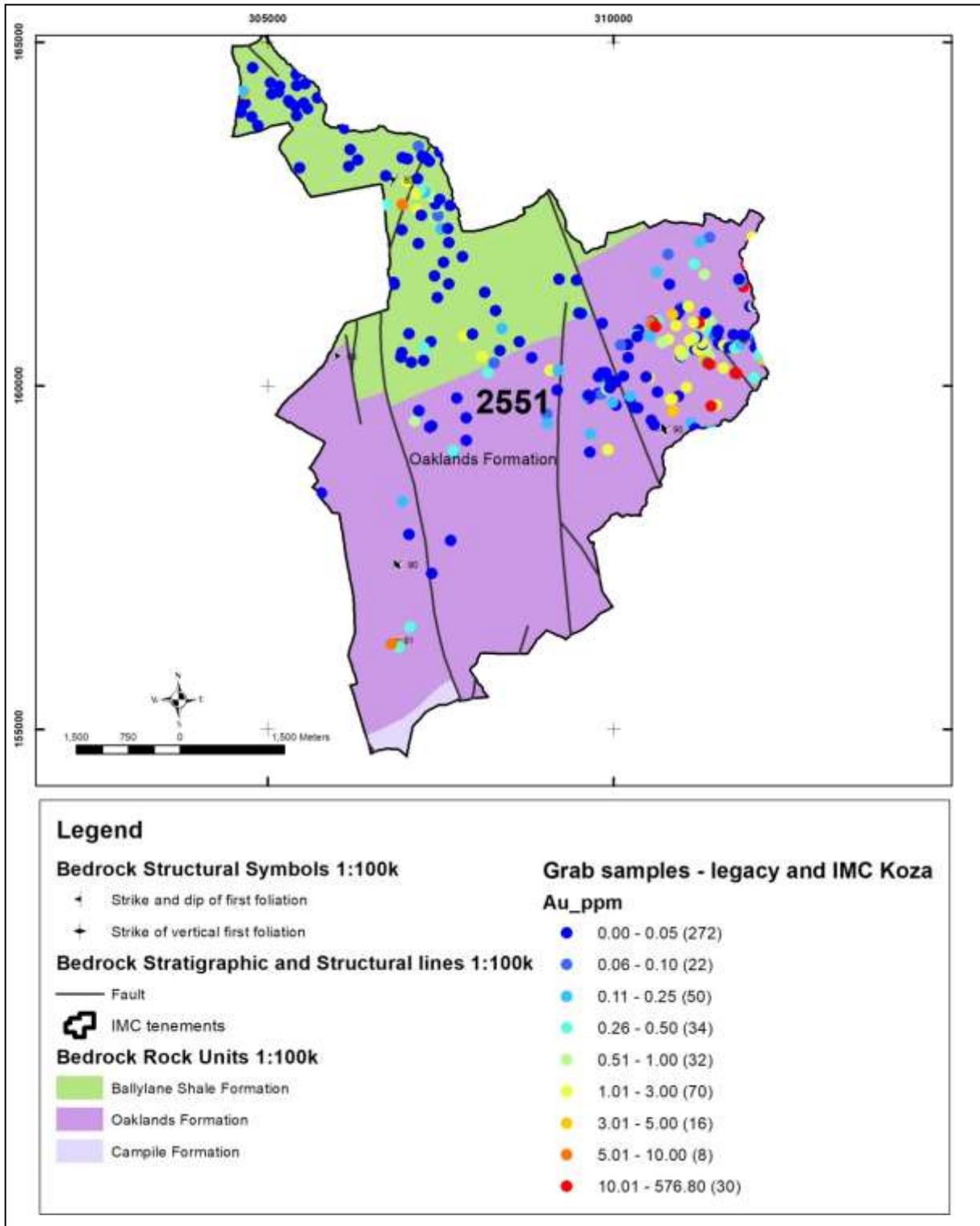


Figure 32:

Legacy and IMC rock chip sample results on PL 2551

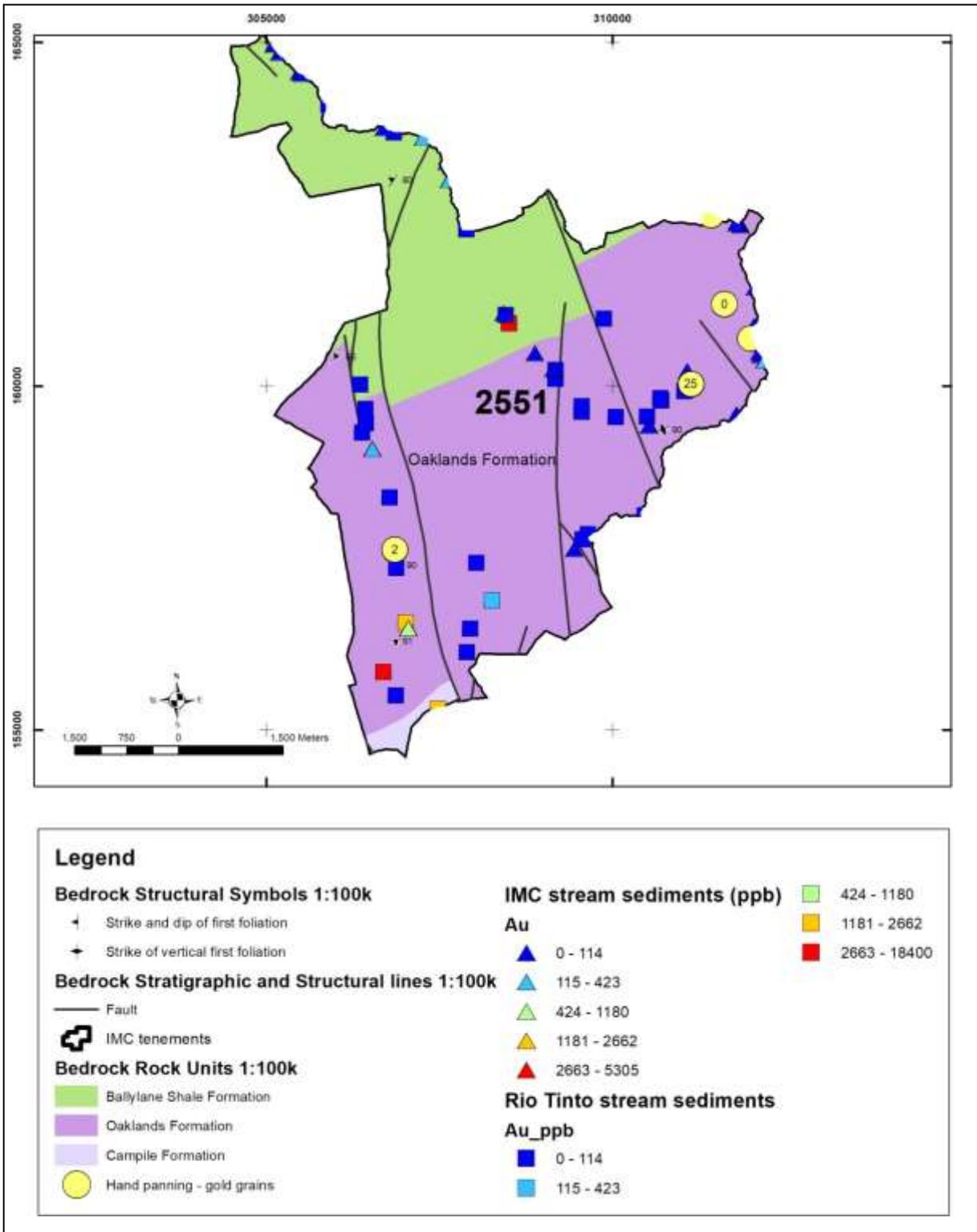


Figure 33:

Legacy and IMC stream sediment sampling results on PL 2551

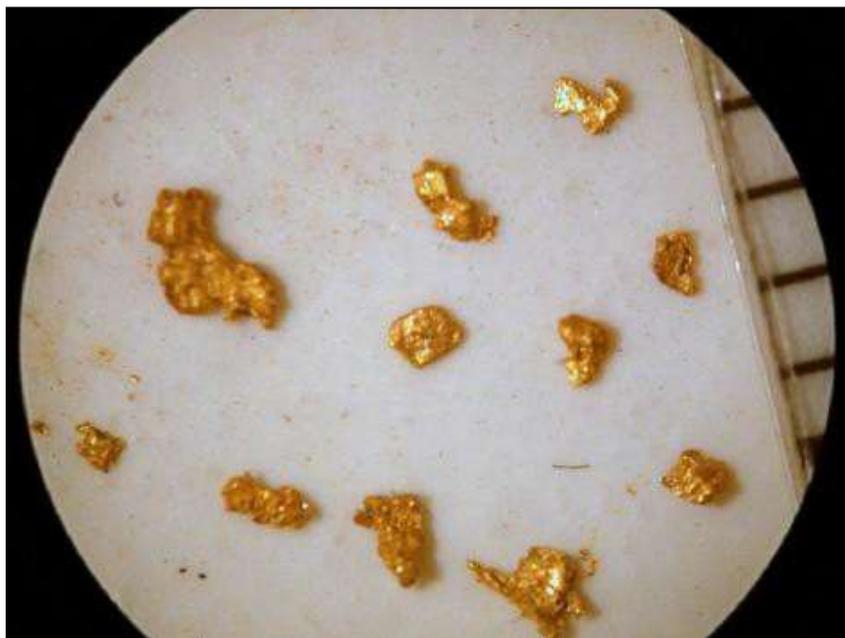


Figure 34: Angular gold grains from the Ballygarret stream, suggestive of a proximal, vein-hosted gold occurrence upstream (each division on the scale bar is 1 mm)

Source: untitled report, work completed by the University of Brighton

### Assay Methodology

Samples were dispatched to ALS. The following assay methodologies were employed:

- Au was determined using fire assay and AAS finish, using a 50 g charge (ALS method code Au-AA26). This has a documented range of 0.01 g/t to 100 g/t.
- Over-limit Au samples (i.e. >100 g/t) were assayed using fire assay with a gravimetric finish, also with a 50 g charge (ALS method code Au-GRA22). This method covers the grade range up to 10,000 g/t.
- Multi-element analyses were undertaken for all samples using method ME-ICP41 which is an aqua-regia digest with ICP-AES finish and reports 41 elements.

ALS is accredited for all the methods employed above.

### Quality Assurance/Quality Control

No QAQC reports have been provided to the author, nor have any QAQC protocols been reported. A review of the data supplied indicates the occasional use of CRMs. According to IMC geologists, a single CRM (CDN Resource Laboratories CDN ME-16) was used. This CRM has a certified reference value of 1.48 g/t Au  $\pm$  0.14 g/t Au. The two instances of assay results for this standard recorded in the database, returned values of 1.51 g/t Au (12-2551-01) and 1.71 g/t Au (12-2551-02). Given the low frequency of CRM insertion, it is not possible to comment on the accuracy and precision of the assay results.

### Drilling Results

All drillholes intersected a variably altered argillite to siltstone sequence with intercalated tuffaceous/volcanoclastic layers. Similarly, all the drilled holes intersected gold mineralisation of interest. In all cases, elevated gold mineralisation is associated with zones of shearing, quartz veining, sulphide mineralisation (pyrite >>arsenopyrite, occasional galena, sphalerite) and local brecciation, although it is noted that sampling was selective and didn't cover the entire length of the drillholes. The rocks are generally strongly folded, with early quartz veins displaying evidence of pygmatic folding, and folding has

resulted in incipient fabric development. Of the 241 samples submitted for assay, 36 returned assays more than 0.25 g/t Au. Selected core photographs, depicting lithologies, typical structure and mineralisation are shown in Figure 35.

Borehole **12-2551-01** intersected a deformed siltstone sequence with gold mineralisation occurring in pyritic, boxwork-type quartz veins with minor arsenopyrite.

Borehole **12-2551-02** (Kilmichael prospect) intersected a well-developed Pb + Zn mineralised zone from 98 m and includes several gold intersections in the hangingwall to the base metal zone.

Drillhole **12-2551-03** intersected gold mineralisation from 99 m to 105.30 m, hosted in dark-grey, arsenopyrite-bearing quartz vein material.

Drillhole **12-2551-04** returned a bonanza-grade assay of 354 g/t over 1.50 m from near surface. Inspection of the core from this intersection reveals very high core loss and some evidence of rounding in the intersected quartz vein material. The borehole was apparently also drilled near a quarry face and it is CSA Global's view that the upper portion of this hole (up to about 24 m) intersected transported scree material (boulders) possibly related to the quarry. Nonetheless, the provenance of the boulder material is likely to be local and from the licence area. Several in-situ gold intervals are noted in vein-rich intervals deeper in the hole.

Drillhole **12-2551-05** intersected several narrow zones of low-grade (<1 g/t) gold mineralisation, hosted predominantly in zones dominated by quartz veining. Similarly, drillhole **12-2551-06** intersected numerous narrow, low-grade gold intersections hosted within deformed siltstones.

Significant intersections are tabulated in Table 14. The criteria for the significant intersections are Au >0.5 g/t over 1 m or more, and base metals over 2,500 ppm over 1 m or more.

Most of the mineralised structures observed in the core intersect the core axis at low angles, suggesting steeply to moderately northerly dipping structures.

Table 14: *Significant intersections from IMC drilling on PL 2551. The relationship between the core orientation is slightly oblique (up to 30°) suggesting lengths may be slightly overstated.*

Drillhole	From (m)	To (m)	Length (m)	Au (g/t)	Cu (ppm)	Pb (ppm)	Zn (ppm)		From (m)	To (m)	Length (m)	Au (g/t)
12-2551-01	141.60	144.45	2.85	1.72								
	154.00	155.00	1.00	0.82								
	45.00	46.00	1.00	0.85								
12-2551-02	63.00	64.15	1.15	1.37								
	65.92	68.80	2.88	1.47								
	98.00	102.50	4.50	n/a	n/a	7,574	12,442					
12-2551-03	103.50	105.30	1.80	1.34				Including	104.50	104.75	0.25	9.64
12-2551-04	2.50	23.50	21.00	26.10				Including	10.00	11.50	1.50	2.32
									11.50	13.00	1.50	354.00
									18.50	19.00	0.50	6.16
									19.00	20.50	1.50	2.97
	149.60	154.10	4.50	0.81								
12-2551-05	83.60	84.60	1.00	0.69								
12-2551-06	52.20	54.75	2.55	1.45								
	63.00	64.00	1.00	0.84								

### *Target Generation Work (Healy, 2017)*

The target generation work carried out by Healy (2017) focused on the three prospective areas on PL 2551, namely Knockbrandon, Boley and Kilmichael (referred to as Area 2) and utilised all existing datasets, including a regional, high-resolution geophysical survey flown by Tara Mines in the 1990s. These areas are shown in relationship to the PL and major gold geochemical anomalies (combined rock chip, soils, deep overburden and stream sediments) from legacy and IMC/Koza work in Figure 36. The key findings are presented below:

- The **Kilmichael** area has a high tenor geochemical footprint with elevated Au, Sb and As. Extensive phyllic alteration is noted in the drill core from this area. Repeated episodes of veining, brecciation and silicification occurred. These rocks would have been more resistant and withstood glacial denudation during the last glaciation accounting for the well-preserved geochemical footprint. There is a coincident northeast-southwest striking mineralised trend that passes through the area and it is interpreted as an orogenic-style gold target.
- The **Boley** area is characterised by anomalous Au in rock chips and very high Au results from IMC drilling. Mineralisation is found in an area associated with significant chloritic and sericitic alteration, quartz veining and brecciation. It is associated with elevated K in the radiometric data and is underlain by a major northeast-southwest trending gold trend. This trend is intersected by a significant northwest-southeast trending fault.
- The **Knockbrandon** area has broadly coincident Au and As anomalies but does not benefit from the geophysics coverage the other areas have. As a result, there is less information available on likely structural controls on mineralisation.

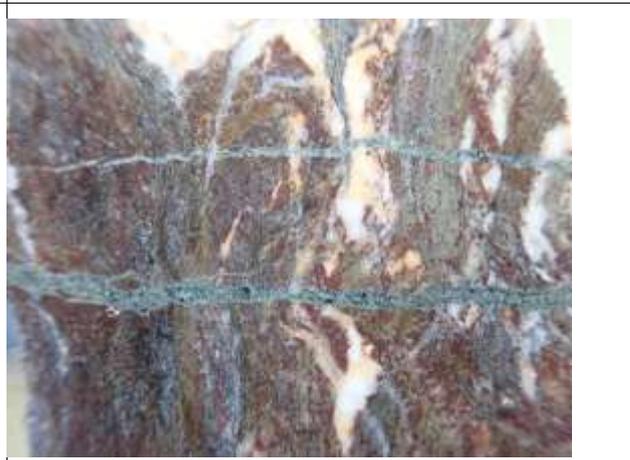
 <p>Quartz vein with marcasite (grey pyrite) at ~41.55 m in borehole 12-2551-02. This sample assayed 1.52 g/t Au. Field of view ~4 cm.</p>	 <p>Sheared siltstone containing disseminated sphalerite (brown crystals) crosscut by a quartz vein containing galena. Borehole 12-2551-02 at 100.25 m, sample contains 14,800 ppm Zn and 4,500 ppm Pb. Field of view ~5 cm.</p>
 <p>Dark grey arsenopyrite associated with quartz veining in siltstones, drillhole 12-2551-03 at 104.65 m. Sample assayed 9.64 g/t Au, &gt;10,000 pm As, 1,100 ppm Pb and 1,600 ppm Zn. Field of view ~6 cm.</p>	 <p>Visible gold in fine-grained vein material in drillhole 12-2551-04 at ~11.65 m. The sample is from a highly fractured interval characterised by significant core loss. The interval also includes the 354 g/t intersection reported in the text. Field of view ~1 cm.</p>
 <p>Contorted quartz-ankerite (orange) veining associated with pyrite mineralisation in the siltstones. Sample from drillhole 12-2551-04 at 151.40 m, 1.16 g/t Au. Field of view ~4 cm.</p>	 <p>Grey marcasite veins crosscutting folded layering which contains layer-parallel pyrite. Drillhole 12-2551-05 at ~147.40 m, 0.42 g/t Au.</p>

Figure 35: *Examples of typical lithology and mineralisation styles on PL 2551*

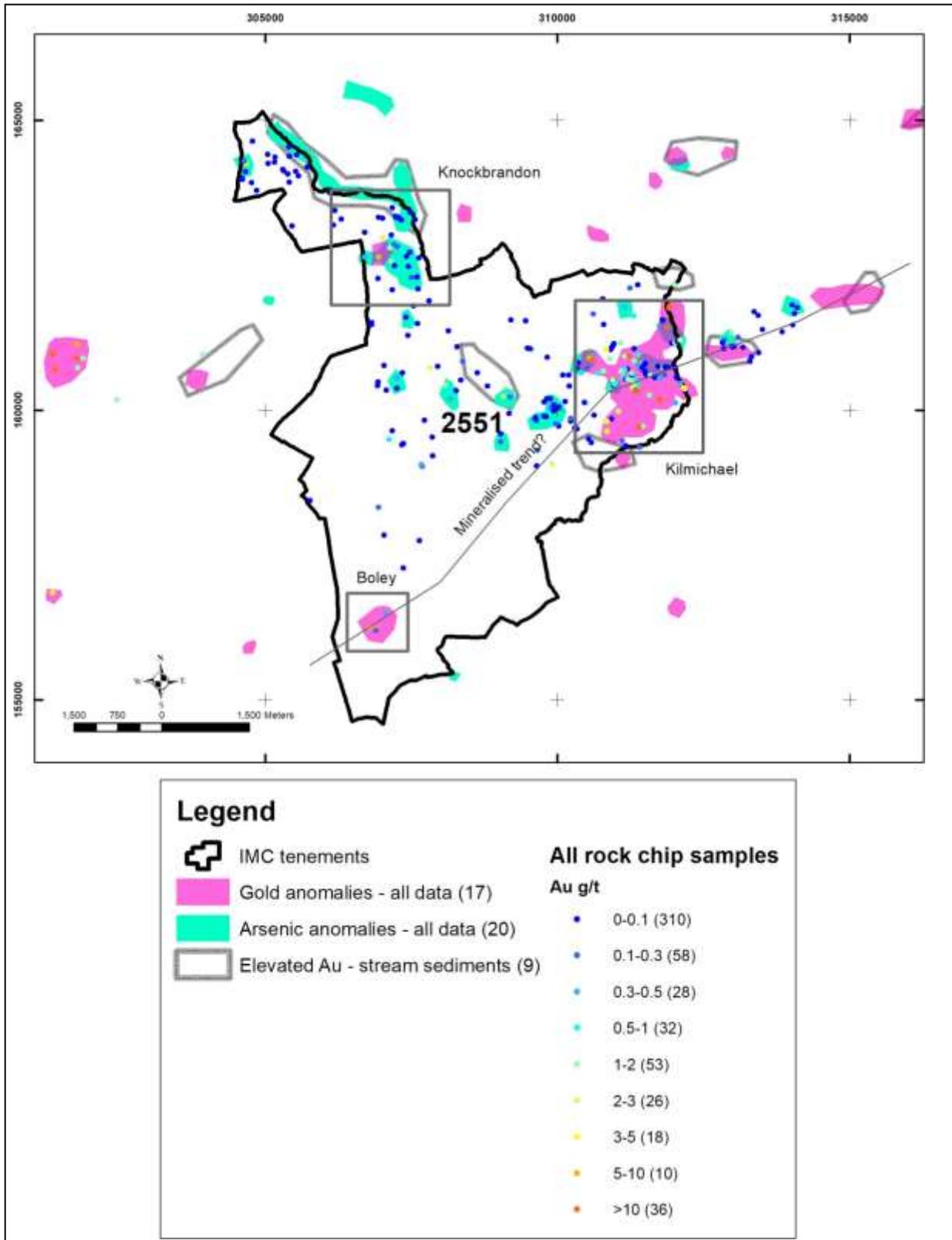


Figure 36: Main prospect areas defined by geochemical clusters produced by Healy (2017)

#### 4.2.4 Interpretation of Exploration Results

The results of legacy and IMC's exploration programs demonstrate the existence of both primary and bedrock gold mineralisation on PL 2551. To date, exploration programs have not been able to generate a coherent geometry for the mineralisation at any of the three main prospects on the PL.

**It is CSA Global's opinion that PL 2551 is prospective for potentially economic gold mineralisation.** The target mineralisation style is orogenic-type gold, with gold and associated sulphides being associated with dilational structures (i.e. veins and breccia zones and extensive hydrothermal alteration). As a result, resolution of structural controls on mineralisation becomes critical in resolving the geometry of any gold-bearing zones. It is noted that many of the historical holes drilled on the PL were most likely drilled downdip of the mineralised structures.

The recognition of a potential east-northeast trending zone that links up Boley and Kilmichael and appears to extend further to the east, off the PL, is an important exploration hypothesis to test. Given there is only weak geophysical resolution of the anomaly and that there is extensive, glacial-related contamination in the overburden, it is the author's view that the following workstreams should be carried out:

- Deep overburden or soil sampling using ionic leach analyses at widely spaced lines across the postulated structural trend. Ionic leach techniques analyse the metals content on soil grain coatings and are interpreted to reflect the mineralogy of concealed targets through groundwater migration, i.e. they can "see" through cover/overburden, even when this is recent, transported regolith. The high-precision analytical methodology (high precision ICP) returns ppb and in some cases ppt detection limits and there are numerous examples in the literature where ionic leach surveys have identified targets missed by conventional geochemistry.
- Based on the results of the geochemical survey, reverse circulation heel-toe drilling of anomalous zones should be undertaken to validate geometry.

Furthermore, all existing drillholes should be relogged and infill or remedial sampling should be undertaken to sample at a consistent sampling interval; 1 m is recommended in this case. It is noted that many zones of veining and brecciation have not been sampled in the IMC holes. The coarse gold noted in the panned samples suggests screen fire assays should be undertaken routinely for Au.

#### 4.2.5 Exploration Strategy and Use of Funds

IMC intend to undertake either deep overburden or partial leach geochemical sampling over the postulated trend between Boley and Kilmichael and have allowed a budget of €30,000 for these activities, which is enough for approximately 150 samples. An additional €2,000 has been set aside for ongoing geological mapping and prospecting, with a focus on resolving the origin of the high gold grade in the apparently exotic quartz vein material at the top of drillhole 12-2551-04. A further €12,000 will be allocated to infill sampling and screen fire assay work. **CSA Global considers the work program, and funds allocated towards it, to be technically and financially sound.**

## 5 Mineral Resource Estimates

No Mineral Resource estimates have been undertaken for PLs 3729, 3857 or 2551.

A Mineral Resource estimate has been completed for the spoils heaps on the Avoca Project, comprising PL 3850 and PL 3849, although the Mineral Resource declared for the Avoca Project is located entirely on PL 3850.

IMC entered into an agreement with Trove to establish an environmental clean-up operation to remove metals from the existing mine waste at the Avoca Historic Mine Site Project located in County Wicklow, Ireland. The Avoca Mine has operated since the early 18<sup>th</sup> century, with open pit mining during the 1970s and 1980s. Mining extracted Cu, Pb and minor Zn, with uneconomic levels of Au and Ag present. The mining operations were abandoned in 1982 with little to no environmental remediation taking place. Mine spoils were deposited onto several spoils heaps near the mine and town of Avoca, which are deemed to detract from the natural beauty of the area. Acid mine drainage is a current environmental problem.

Trove on behalf of IMC requested CSA Global to prepare a Mineral Resource estimate for the largest spoils heaps, specifically the Cronebane, Mount Platt and Tigroney East spoils heaps. Other spoils heaps have been delineated by Trove but are not part of their current investigations.

CSA Global estimated Mineral Resources for the spoils heaps based upon sample and survey data provided by Trove, and the Mineral Resources are classified and reported in accordance with the JORC Code (2012)<sup>3</sup>.

### 5.1 Specific Sources of Information

CSA Global was provided with the following data:

- A database (in the form of a MS Excel spreadsheet), containing collar locations for the sample pits, assay data for the pit samples and QAQC data.
- A MS Excel spreadsheet with density measurements.
- Survey data including:
  - Contours at 10 m intervals
  - Roads
  - Buildings
  - Geospatial limits to the spoils heaps
  - Documentation detailing areas and volumes for each spoils heap.
- Various reports discussing sampling efforts and environmental studies.

### 5.2 Location of the Avoca Spoils Heaps

The spoils heaps on which Mineral Resources and Exploration Targets have been estimated are located on PL 3850. Their location and nomenclature are shown in Figure 37.

<sup>3</sup> Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. The JORC Code, 2012 Edition. Prepared by: The Joint Ore Reserves Committee of The Australasian Institute of Mining and Metallurgy, Australian Institute of Geoscientists and Minerals Council of Australia (JORC).

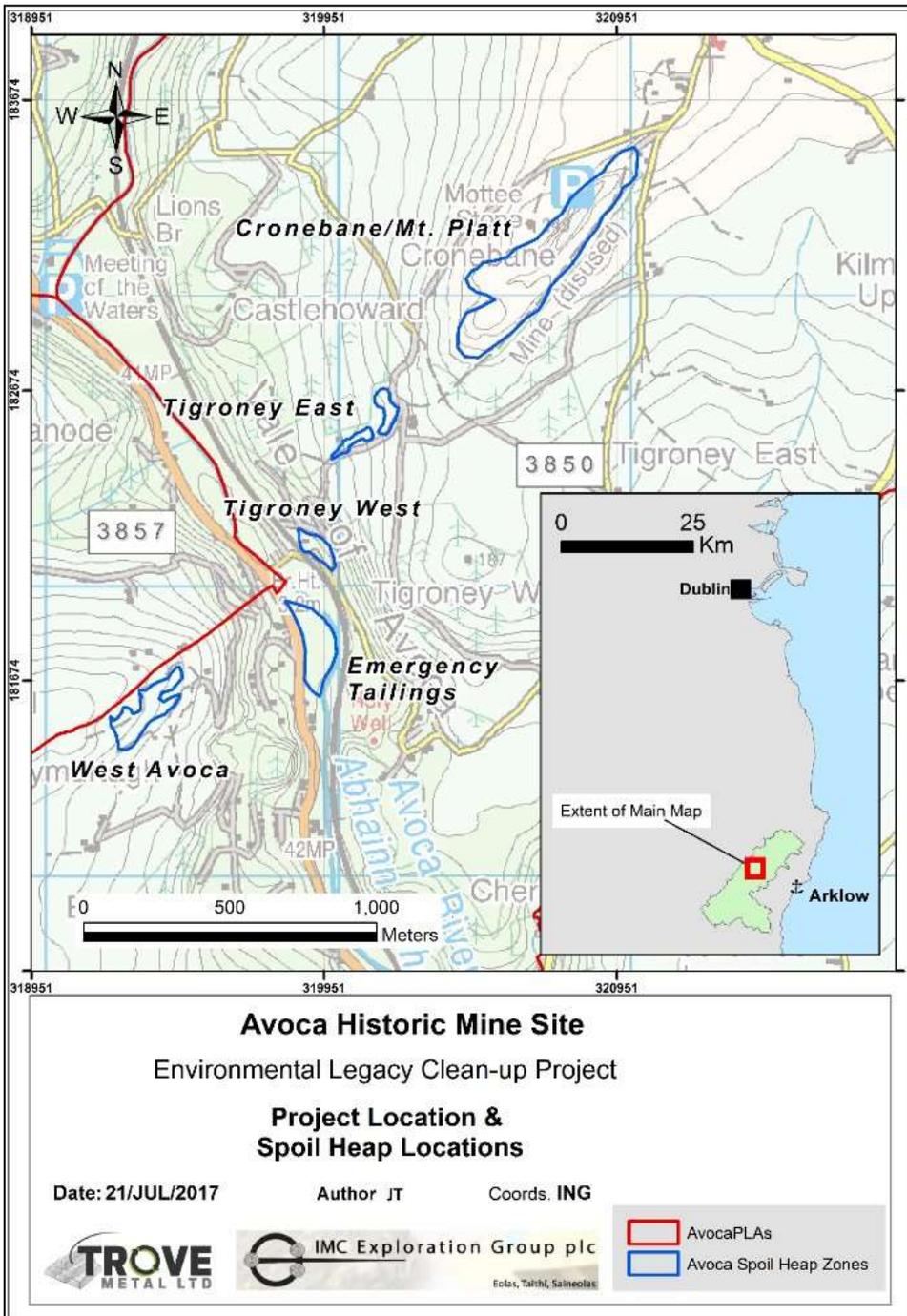


Figure 37: Location and nomenclature of the Avoca Project spoils heaps

Source: Trove (2017)

### 5.3 Data

#### 5.3.1 Spoils Heaps

Survey data for the Mineral Resource estimate was provided by Erkina Surveys, licensed surveyors based in County Tipperary. The following data was used by CSA Global:

- File “180198\_Avoca\_ISSUE.dwg” containing the following relevant layers:
  - Contours (10 m intervals)
  - Roads

- Buildings
- Heap limits
- Trial pit crests.
- File “Avoca.tiff”, a high-resolution aerial photo
- Survey certificates for each heap, dated 12 June 2018, detailing:
  - Surface area
  - Volume.

The layers were imported into Datamine. Figure 38 shows the layout of the Project, with sample pits and relevant spoils heaps.

### 5.3.2 Trial Pits

#### *Methodology*

IMC provided CSA Global with collar coordinates and 1 m sample assays for 14 pits excavated from the Cronebane, Mount Platt and Tigroney East tailings and spoils heaps. The pits were excavated and sampled according to the following procedure as provided by Trove. A long-arm excavator was used for the pitting program.

- The excavator was positioned adjacent to the pit location.
- A temporary fence, using site tape, was erected at a safe distance from the excavator. All personnel remained outside that fence while the excavator was operational.
- The excavator was used to dig out the pit and deposited the material at a safe distance from the pit forming a linear embankment no more than 1 m high. The material was banked at an angle no steeper than 45°, to ensure stability. Pits were excavated to approximately 3 m deep.
- Once the trial pit was excavated, the material was sampled along the embankment, to get a reasonably representative vertical profile.
- Samples ranged between 1 kg and 5 kg in weight.
- Once sampling was completed, the material was returned to the pit and shaped to restore the original profile.
- In the case that a waste pile was too high to be fully sampled with a pit from the top, the excavator also removed material from the side of the trench. The material was again placed in an embankment until it was sampled. The material was then returned to the waste pile and the original profile restored. In some cases, the profile was smoothed out to increase slope stability.
- The sampling program was supervised by Jonathan Talbot of Trove.
- Before and after photographs were taken at each site.

Figure 39 presents examples of two trial pits. Both pits show variability in the lithological composition of the spoils heaps in the upper elevations of the heap, although no geological logs were provided by Trove. The heap spoils are a mixture of grain sizes ranging from fine sands to cobbles, and sometimes boulders, which would present problems if attempting to sample using a drilling methodology which is not either a rotary percussion, or diamond coring. With the sampling procedure employed by Trove from the trial pit spoils, it is important that each sample captures all grain sizes without inadvertently excluding larger clasts.

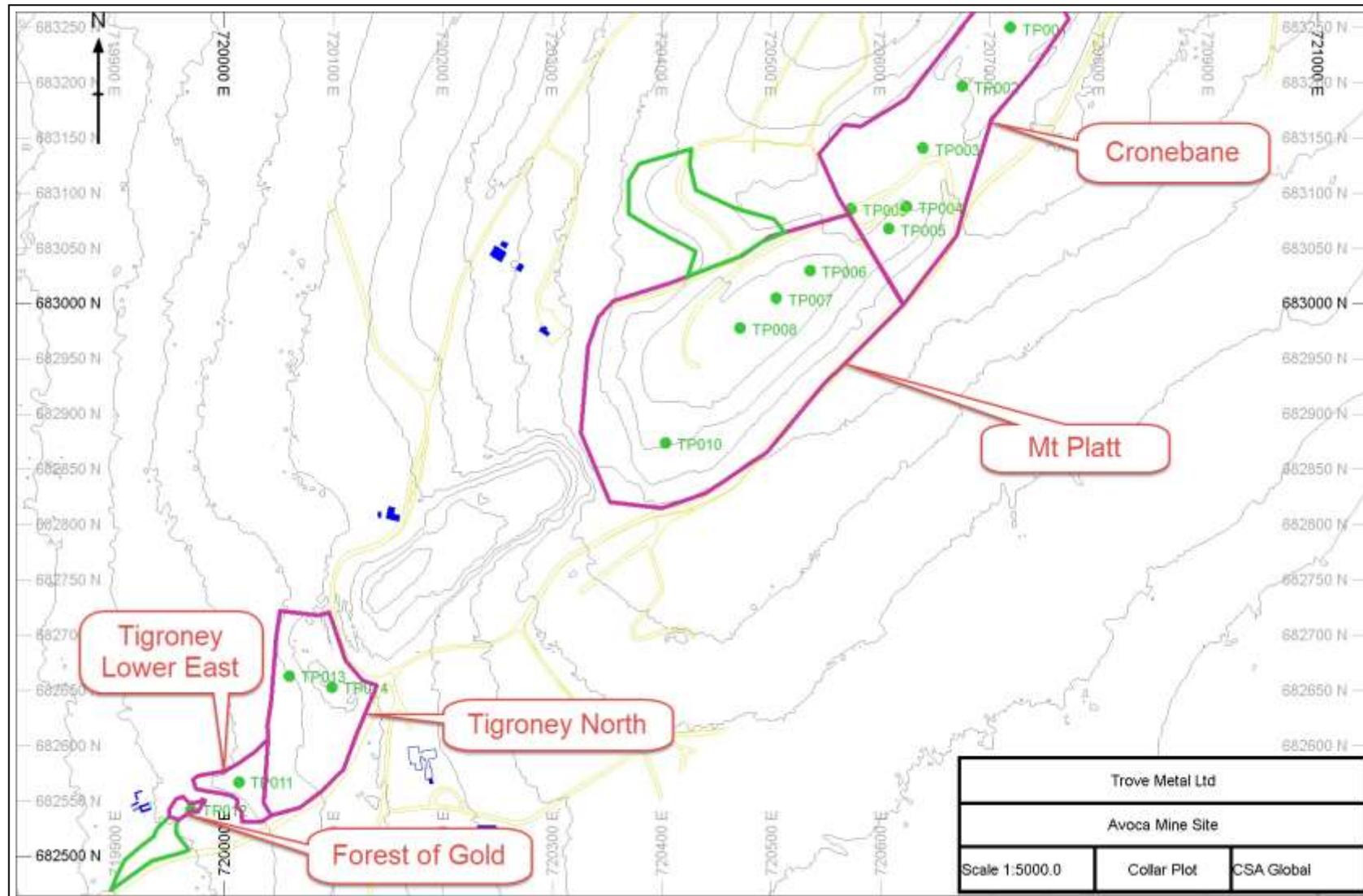


Figure 38: Plan of Avoca Mineral Resource surface, showing contours, roads, buildings and trial pits (Mineral Resource heap limits shown in magenta, others in green)



Figure 39: Excavation of trial pit TP006 (left), and full excavation depth of TP004, with 4 m measuring rod (right)

### Data Observations

CSA Global loaded the trial pit collars and surveyed layers (pit crests) into Datamine and noticed elevation discrepancies in some instances between the crest outlines, surveyed collar and the local contour. An example is trial pit TP007 (Mount Platt) with data for the trial pit collar at 233.484 m, the pit crest layer at approximately 238 m and the adjacent contour layer at 230 mRL. CSA Global reviewed the spoils heaps using Google Earth imagery and observed that the heap elevation was higher than the 230 mRL contour and therefore CSA Global decided to add the pit crest to the contour layers so that a digital terrain model (DTM) could be constructed.

It was also noted that four trial pit collars have no collar elevations (TP005, TP008, TP010 and TP011). CSA Global therefore registered all collars to the DTM and recommend Trove ensure future surveys match the local topographic surveys.

### 5.3.3 Sampling and Assays

#### Sampling

Within the limits of each heap, sample pits are spaced between 40 m and 120 m apart. Forest of Gold and Tigroney Lower East have one pit each, Tigroney North has two pits, Mount Platt has four pits and Cronebane has six pits. Samples were mostly taken at 1 m intervals, to a maximum pit depth of 4 m, apart from Forest of Gold, where the pit was excavated to a depth of 1 m and samples taken at 0.3 m and 0.7 m intervals. The samples were laid out by the excavator in individual piles around the pits and were manually sampled by the project geologist by cutting a line up the side of each pile, collecting samples with a small shovel into a numbered polythene bag. All samples were stored in Trove's Kilkenny office before being transported to the analytical laboratory.

Sampling information was recorded on trial pit reports in the field using pre-arranged templates. This information was entered into MS Excel spreadsheets. Digital files are securely backed up to Trove’s cloud storage account.

Figure 40 shows a histogram of sample weights from all samples and shows a significant range of weights. This implies that the process of sampling the stockpiles took inconsistent volumes from the stockpiles which increases the sampling error and decreases the quality assurance (QA) for the samples. The resultant QA from the sample analyses is also decreased. The Inferred classification applied to the Mineral Resource estimate (Section 6) has considered the quality of the sampling. CSA Global recommend conventional drilling (reverse circulation or diamond core) or sonic drilling for future sampling programs to ensure a more consistent sample size is achieved.

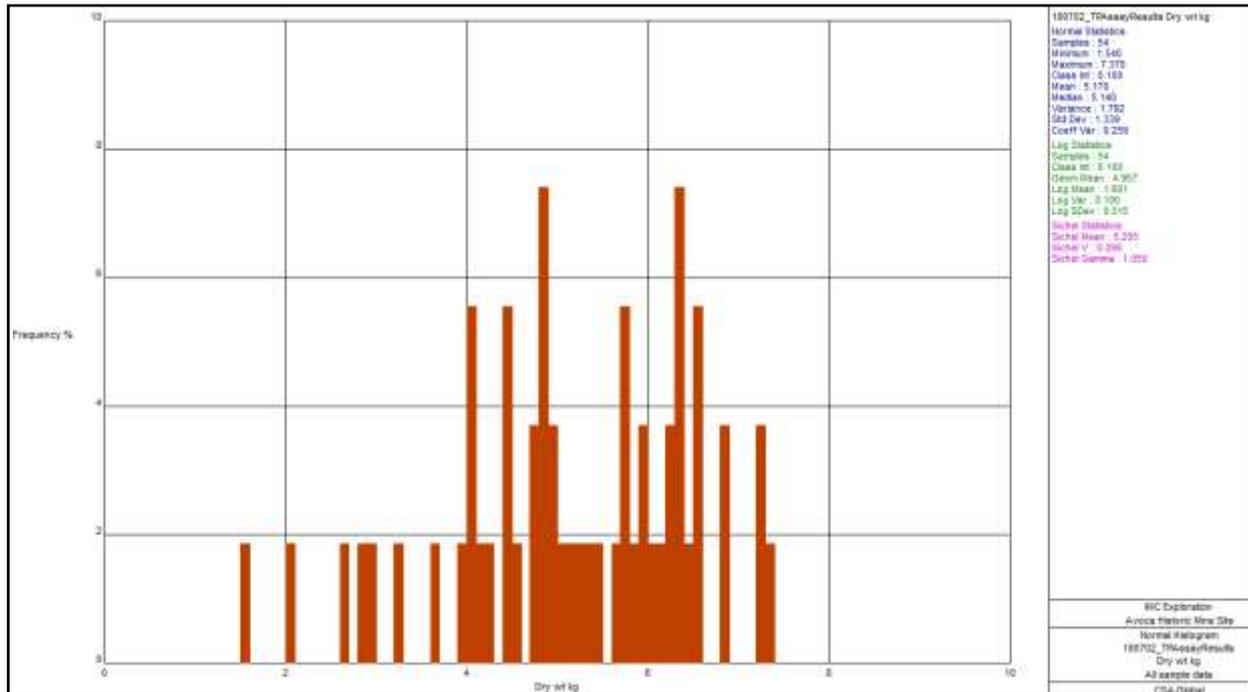


Figure 40: Histogram of sample weights, all pit samples

### Assaying

The samples were dispatched to ALS for chemical analyses. ALS weighed, crushed, rotary split and pulverised the samples using the following procedure:

- Crush sample to >70% passing <2 mm
- Pulverize to 85% passing <75 µm
- 33-element, four-acid digestion followed by Inductively Coupled Plasma Atomic Emission Spectroscopy (ICP-AES) analysis
- Fire assay (30 g charge) followed by atomic absorption for Au
- Ore grade analyses for Cu, Pb and Zn when maximum detection limit exceeded in ICP-AES.

Results were transmitted to Trove via email with data provided as a signed certificate of analysis (PDF) and a CSV format file.

Trove compiled the trial pit data in a MS Excel spreadsheet.

Two Ag assays were reported as “less than detection” with assays recorded as <0.5 ppm Ag. CSA Global adjusted these data to 0.5 ppm Ag prior to importing the data into Datamine. Additionally, two sulphur assays were reported as >10% and these were adjusted to 10% S by CSA Global.

CSA Global prepared a drillhole file in Datamine, treating each trial pit as a drillhole. The pit collars and 1 m sample intervals were used in the generation of the drillhole file. The Competent Person is satisfied as to the adequacy of the sample preparation, security and analytical procedures.

#### *Correlation of Sample Weights and Assays*

CSA Global has noted a slight correlation between the sample weights and assays, with higher assays for Cu and Pb associated with the lowest sample weights. CSA Global offer no explanation for this but do recommend Trove focus on achieving consistent sample weights with future sampling programs.

#### *5.3.4 Quality Assurance/Quality Control*

Field duplicates, CRMs and blanks were used to monitor the QAQC of the sampling and assaying.

CRMs were inserted at a rate of approximately one CRM per four primary sample analysis. Four CRMs were used, sourced from Geostats. Details of the CRMs are presented in Table 15. CSA Global reviewed the results as presented by Trove and found that all assayed results fell within a three standard deviation window and therefore the CRMs are considered to have passed.

Table 15:

*Certified reference materials*

CRM	Element	Expected mean	Standard deviation
G311-6	Au g/t	0.22	0.02
G911-10	Au (g/t)	1.30	0.05
GBM-311-3	Ag (ppm)	20.4	1.6
	Cu (ppm)	10,089	400
	Pb (ppm)	3,522	203
	Zn (ppm)	14,291	697
GBM-310-13	Ag (ppm)	30.7	1.7
	Cu (ppm)	353	37
	Pb (ppm)	21,439	944
	Zn (ppm)	111,000	4,558

Field duplicates were inserted at the rate of approximately 1:8, with only half of the trial pits producing a field duplicate sample. Trove advised CSA Global that the field duplicates were sampled in an identical manner to the primary samples (J. Talbot, pers. comm.); however, CSA Global note that the average weight of the field duplicate samples is approximately half that of the primary samples. This suggests that the field duplicates cannot be considered representative of the primary samples. The purpose of a field duplicate is to measure the quality of sampling at both the drilling (or excavation) stage as well as the sample preparation stages. If there is pronounced inconsistency in the original sample masses, then a significant sampling error is introduced at the first stage. Results of the primary samples show generally good correlation between the primary and field duplicate assays.

Blanks were sourced from rock from a nearby quarry and regarded by Trove and the quarry operators to be barren of base metals. Blanks were inserted at a rate of 1:20. Some of the grades are marginally higher than would be expected for blanks, although all are very low grade.

CSA Global consider the results from the CRMs, field duplicates and blanks to be acceptable and support the use of the sample assays in the Mineral Resource estimate.

### 5.3.5 Density

Trove calculated the wet bulk density (WBD) from 13 samples taken from various locations across the Project, mostly adjacent to the trial pits.

A container of known volume was weighed before and after being filled with each sample. The WBD was calculated by subtracting the weight of the empty box from the (sample + box) weight and then dividing by the volume of the container. No moisture content was included in the calculation, nor were the samples dried prior to weighing. The results are therefore WBD and likely to provide an overcall to the density of the Mineral Resource, possibly by up to 10%. The Competent Person is satisfied that this is within the margin of error allowed for in an Inferred Mineral Resource. CSA Global recommend future sampling should immediately seal the sample to reduce moisture loss and request the density measurements be carried out at an accredited laboratory, with a dry bulk density result to be provided.

A total of 13 density measurements were provided to CSA Global, ranging from 1.34 t/m<sup>3</sup> to 1.74 t/m<sup>3</sup>, with a mean WBD of 1.59 t/m<sup>3</sup>.

## 5.4 Tonnage and Grade Calculations

### 5.4.1 Heap Volumes

Erkina Surveys provided Trove with calculations of the volume of each heap at Avoca and these volumes were provided to CSA Global. No basal topographic DTM exists for the Project site and therefore the volumes are based upon an estimated depth of the spoils heaps, using the surrounding topography to guide the decision making. Figure 41 and Figure 43 show modelled representations of the spoils heaps and surrounding topography. Trove advised CSA Global that the pre-mining topography descends at a consistent slope from northeast to the southwest, through the profiles of the Mount Platt and Tigroney East spoils heaps (J. Talbot, pers. comm.)

Trove also advised CSA Global it believed most of the heap volumes are conservative and proposed additional volumes based upon their interpretation of the depth of the spoils heaps. Trove discussed these adjustments with CSA Global and the Competent Person believes the proposed volumes are reasonable. The uncertainty of the volumes is reflected in the Inferred classification category assigned to the Mineral Resource, for which geological (and volumetric) evidence is sufficient to imply but not verify geological continuity (volumes).

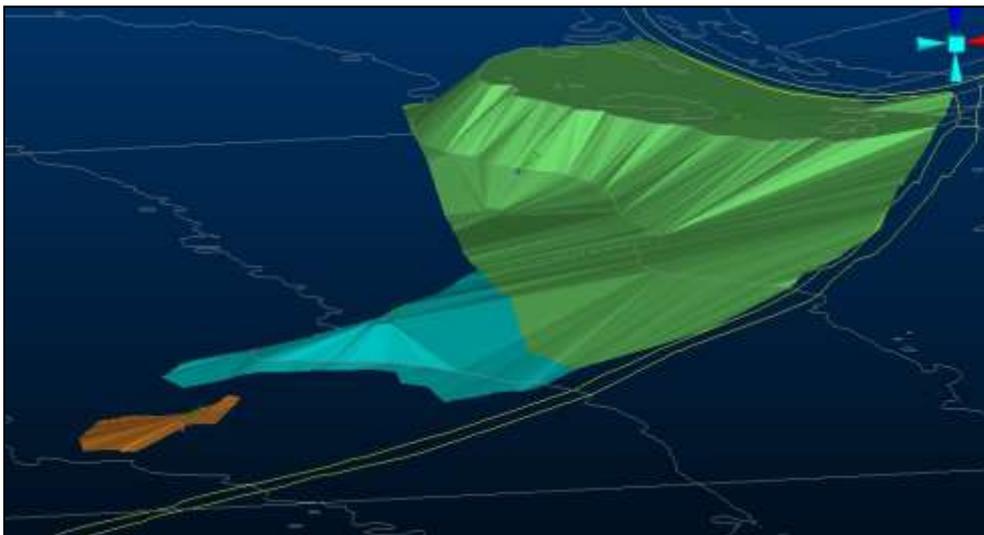


Figure 41: Tigroney East spoils heaps (Forest of Gold – orange, Tigroney Lower East – cyan, Tigroney North – green) with 10 m contour strings and local roads (yellow); trial pits with green IDs shown

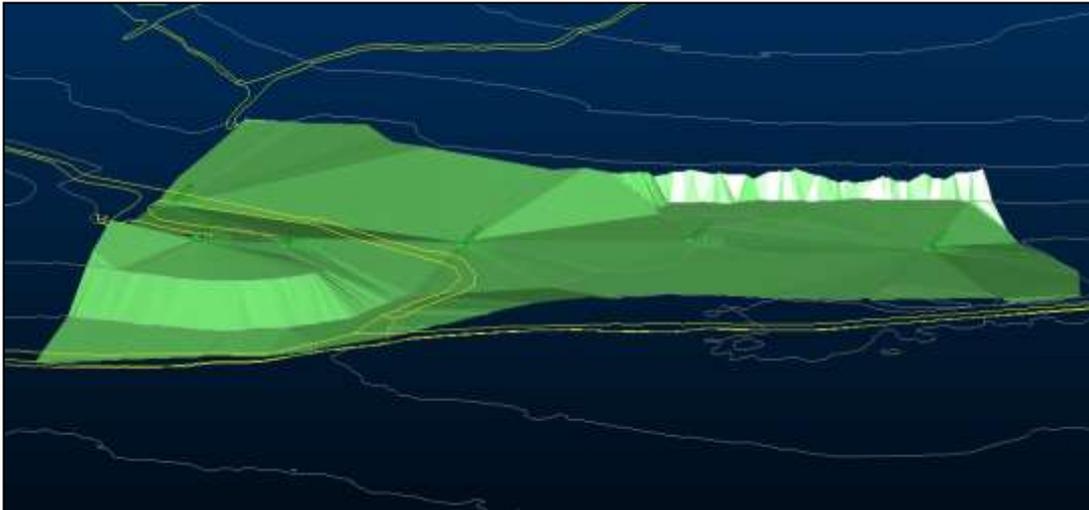


Figure 42: Mount Platt spoils heap with 10 m contour strings; trial pits with green IDs shown

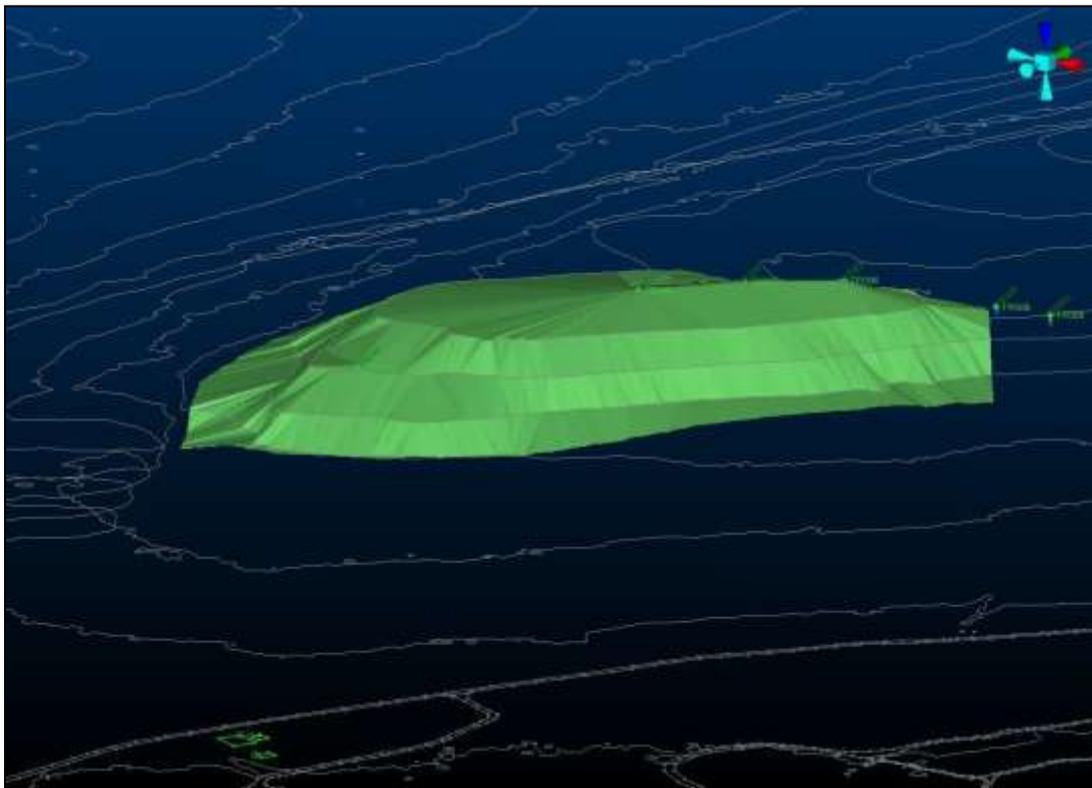


Figure 43: Cronebane with 10 m contour strings and local roads (yellow); trial pits with green IDs shown

Table 16 presents the volumes for each heap, with comments from Trove supporting volume adjustments.

Table 16: Heap volumes

Spoils Heap	Survey volume (m <sup>3</sup> )	Trove interpreted volume (m <sup>3</sup> ) (rounded)	Comment
Forest of Gold	368	1,100	Estimated depth of 3 m
Tigroney Lower East	3,500	11,700	Estimated depth of 5 m
Tigroney North	36,400	99,000	Estimated depth of 8 m
Mount Platt	536,000	536,000	-
Cronebane	67,000	529,000	Estimated depth of 20 m

#### 5.4.2 Grade Calculations

Grades were calculated for each heap using the sample analyses provided by Trove, for Cu (%), Pb (%), Zn (%), Au (g/t) and Ag (ppm).

The two samples from trial pit TP012 are of unequal length (0.3 m and 0.7 m respectively) and the total grade was based upon a length weighted calculation. The total grades for the three spoils heaps making up Tigroney East were based upon tonnage weighted averages, with the heap tonnages used. This was important to ensure the high-grade assays in the Forest of Gold spoils heap did not unduly bias the overall average results. Finally, the total grade from all the spoils heaps were calculated using a tonnage weighted average.

### 5.5 Classification and Reporting

The Tigroney East, Mount Platt and Cronebane spoils heaps are classified as Inferred and have been reported in accordance with the JORC Code (2012). Classification of the Mineral Resource estimates was carried out considering the volumes of the spoils heaps, quality of the sampling and density data, and sample spacing. The Mineral Resource is presented in Table 17.

Table 17: *The Avoca Spoils Inferred Mineral Resource (reported at a zero cut-off grade)*

Spoils Heap	Volume	Tonnes (kt)	Cu (%)	Pb (%)	Zn (%)	Au (g/t)	Ag (ppm)
Forest of Gold	1,100	2	0.57	4.31	0.83	5.2	64
Tigroney Lower East	11,700	19	0.44	0.68	0.37	0.6	13
Tigroney North	99,000	158	0.18	0.12	0.04	0.1	3
<b>Subtotal (Tigroney East)</b>	<b>111,800</b>	<b>178</b>	<b>0.29</b>	<b>0.62</b>	<b>0.20</b>	<b>0.7</b>	<b>11</b>
Mount Platt	536,000	852	0.13	0.37	0.12	0.2	7
Cronebane	528,900	841	0.13	0.43	0.16	0.4	10
<b>TOTAL</b>	<b>1,288,500</b>	<b>1,871</b>	<b>0.14</b>	<b>0.42</b>	<b>0.14</b>	<b>0.3</b>	<b>9</b>

Notes:

- Forest of Gold, Tigroney Lower East and Tigroney North spoils heaps are collectively Tigroney East.
- Rounded volumes presented.
- Tonnes are rounded to reflect uncertainty in the heap volumes.

Tonnages were calculated by multiplying the unrounded heap volume by the WBD value of 1.59 t/m<sup>3</sup>.

CSA Global believe there are reasonable prospects for the eventual economic extraction of the Mineral Resources. The Project is located near centres with large populations, which can provide a suitable workforce for earthmoving and mineral processing. Power and water are connected to the site. The heap material is free dig and therefore drill and blast activities are not required. The EMD of the DCCAIE is of the view that the spoils heaps at the Project site need to be dealt with and consider the extraction of the contained metal as an incentive to progress further studies and eventual earthmoving works.

### 5.6 Exploration Targets

CSA Global provide Exploration Targets for West Avoca and Connary in Table 18, with the locations depicted in Figure 37.

**The potential quantities and grade are conceptual in nature, and there has been insufficient exploration to estimate a Mineral Resource and it is uncertain if further exploration will result in the estimation of a Mineral Resource.**

The tonnage and grade ranges are estimated from data provided by Trove, namely surveyed volumes for all spoils heaps at the Avoca Historic Mine Site, and grades from grab samples at West Avoca (MS Excel file "170725\_GrabSamplesJun2017\_Results\_complete.xlsx") and from Trove (2017) for Connary. The

volumes are multiplied by a WBD of 1.59 t/m<sup>3</sup> (Section 5.3.5) to estimate a tonnage from which a range of tonnages is postulated.

IMC and Trove anticipate carrying out trial pit sampling at these spoils heaps after a Scoping Study has been carried out within the next 18 months on the Inferred Mineral Resources at East Avoca.

Table 18:

*Exploration Targets*

Reported variable	West Avoca	Connary
Tonnes	130,000 to 180,000	40,000 to 80,000
Au (g/t)	0.3 to 0.6	0.5 to 1.0
Ag (g/t)	3 to 8	15 to 40
Cu (ppm)	500 to 1,500	1,000 to 4,000
Pb (ppm)	1,000 to 3,000	10,000 to 30,000
Zn (ppm)	75 to 125	200 to 600

## 5.7 Exploration Strategy and Use of Funds

Future work programs will focus on the determination of metallurgical recoveries, environmental studies and permitting and the execution of an infill exploration drilling program to improve sampling coverage and depth penetration in the spoils material. The budget set aside for these activities is provided in Section 4.1.6.

## 6 Technical Risks

A key risk, common to all exploration companies, is that the targeted mineralisation may not be present or that it may not warrant commercial exploitation. For PL's 3729 and PL 3857, direct evidence of mineralisation is yet to be documented, whereas for PL's 3850, 3849 and 2551, mineralisation is present and the key risks pertain to the potential economic exploitation of this mineralisation.

The interpretations and conclusions reached in this report are based on current scientific understanding and the best evidence available to the authors at the time of writing. It is noted that, for PL 3729, limited exploration work has been carried out and the targets considered largely conceptual in nature, albeit in geologically prospective settings. It is the nature of all scientific conclusions that they are founded on an assessment of probabilities and, however high these probabilities might be, they make no claim for absolute certainty. There is no certainty that the exploration programs proposed for bedrock mineralisation on the Avoca Project or PL 2551, will yield results that support further project development, however the proposed programs have been designed to reduce the technical risk associated with these projects and to enable data-informed decisions to be made regarding each of the projects.

Future planned work at the Avoca Project will assess the metallurgical profile of the spoils heap materials to determine liberation and recovery characteristics which will underpin any economic assessment of the project. Environmental and permitting studies planned for the Avoca spoils project will identify, and should help to mitigate, environmental and social risks.

It is understood that IMC has sufficient working capital to undertake each of the proposed work programs, and, importantly, have access to sufficient resources to ensure that work programs are completed within the timeframes allowed.

The quality of handling of legacy and project data is a risk and IMC need to improve the quality of its data management; this will result in improved operational efficiency, enhance the ability to make technical decisions more rapidly, and reduce consultancy fees in terms of data interpretation. An integrated, relational data management system will also ensure that critical information (i.e. collar elevation, adherence to best-practice QAQC protocols, density) is captured and stored.

## 7 Conclusions, Recommendations and Use of Funds

IMC's principal focus is on the spoils heaps at Avoca. Future work programs will look to establish the metallurgical recovery of the metals contained within the spoils material to support an economic assessment of the feasibility of mining and processing this material. Specific recommendations are given in terms of future work to upgrade the confidence of the Mineral Resource on the project:

- Spoils heaps should be sampled using a percussion drilling rig, such as reverse circulation. This will provide a large sample per metre interval and break down the variably sized material.
- A drillhole spacing of 50 m is recommended, with tighter spacing for the smaller spoils heaps. Holes should be drilled to full depth of the spoils heaps.
- Holes should penetrate the pre-heap substrate and samples taken from the substrate.
- All samples to be geologically logged.
- Representative samples should be taken from each hole to provide additional bulk density data. Moisture content should be determined from the samples to allow a dry bulk density to be determined.
- Continue with the existing QA methodologies, monitoring the results in real time.

In CSA Global's opinion, significant potential exists for orogenic style gold mineralisation on PL 2551. Drilling to date has intersected many significant intersections and future work should focus on establishing the geometry of the potential mineralised zones and determining the controls on mineralisation. The potential east-northeast trending zone, extending through Boley and Kilmichael, should be studied in greater detail.

PL 3729 is considered prospective, at a conceptual level, for Irish style base metal mineralisation and there are several geological similarities with known deposits that indicate that further exploration is warranted.

The bedrock targets at the Avoca project (PL 3850 and PL 3849) are compelling and although IMC drilling to date has not yet established continuity of the mineralisation, CSA Global consider there to be significant potential for VMS and vein-hosted Au mineralisation on the licences. A critical impediment to the generation of drill ready targets however is the lack of a comprehensive data compilation that includes all historical drilling, geophysics and a levelled geochemical database. An integrated target generation exercise should be carried out; the work done by Healy (2017) goes a long way towards doing this but lacked a levelled geochemical data set and much of the historical data. Integration of historical and IMC drilling, together with the various vintages of IP data, may permit the construction of regional geological and mineralisation models and generate drill targets.

Drilling results of PL 3857 have been disappointing and future efforts should focus on an understanding of the type and nature of potential gold mineralisation on the licence, with consideration given to further testing in the contact zone of the intrusive granite.

It is recommended that IMC invest time, effort and expenditure into a centralised, relational database system for capturing and managing all their exploration data (which will include legacy data). Furthermore, missing collar elevation data from IMC drillholes must be remediated and a best-practice QAQC protocol put in place to allow for the monitoring of accuracy and precision of assay data. Density/specific-gravity determinations should be carried out routinely on all core samples submitted for assay.

A significant amount of work needs to be completed on the licences by the expenditure commitment dates attached to the licence conditions. A summary of the proposed exploration expenditure over the

next 18 months is shown in Table 19, in relation to the required minimum spend and associated time constraints set out in the licence conditions. CSA Global considers the proposed work programs and budgets appropriate to advance each of the projects.

Table 19: *Expenditure commitments shown in relation to statutory spend requirements*

PL	Total proposed expenditure (IMC)	Expenditure commitment date (as per licence conditions)	Statutory spend commitment by this date	Proposed IMC expenditure by this date
2551	€44,000	11 May 2019	€30,000	€32,000
3729	€50,200	19 April 2019	€40,000	€50,200
3849	€60,000	05 February 2019	€60,000	€60,000
3850	€128,000	05 February 2019	€60,000	€80,000
3857	€30,000	11 May 2019	€30,000	€30,000
<b>Totals</b>	<b>€312,200</b>		<b>€220,000</b>	<b>€252,200</b>

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## 9 Consent Forms

### Competent Person's Consent Form

Pursuant to the requirements of Australian Securities Exchange (ASX) Listing Rules 5.6, 5.22 and 5.24 and Clause 9 of the JORC Code 2012 Edition (Written Consent Statement)

#### Report name:

**R481.2018 Competent Persons' Report, Irish Projects ('Report')**, prepared for:

**IMC EXPLORATION GROUP Plc** covering:

**Prospecting licences PL 3729, 3850 (including the Avoca Spoils Project), 3849, 2551 and 3857** and dated **31 October 2018** with an effective date of **23 October 2018**

### 9.1 Statement – Brendan Clarke

I, **Brendan Clarke**, confirm that I am the Competent Person for the reporting of Exploration results in the Report and:

- I have read and understood the requirements of the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code, 2012 Edition).
- I am a Competent Person as defined by the JORC Code, 2012 Edition, having five years’ experience that is relevant to the style of mineralisation and type of deposit described in the Report, and to the activity for which I am accepting responsibility.
- I am a Member or Fellow of the Australasian Institute of Mining and Metallurgy or the Australian Institute of Geoscientists or a “Recognised Professional Organisation” (RPO) included in a list promulgated by the ASX from time to time.
- I have reviewed the Report to which this Consent Statement applies.

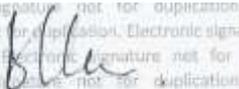
I am employed as an Associate working for **CSA Global (UK) Ltd** and have been engaged by **IMC EXPLORATION GROUP plc** to prepare the documentation for **PLs 3729, 3850 (including the Avoca Spoils Project), 3849, 2551 and 3857 (IMC’s Irish Exploration Assets)** on which the Report is based, for the period ended **23 October 2018**.

I have disclosed to the reporting company the full nature of the relationship between myself and the company, including any issue that could be perceived by investors as a conflict of interest.

I verify that the Report is based on and fairly and accurately reflects in the form and context in which it appears, the information in my supporting documentation relating to Exploration Targets and Exploration Results.

### 9.2 Consent – Brendan Clarke

I consent to the release of the Report and this Consent Statement by the directors of **IMC EXPLORATION GROUP plc**.

SIGNATURE OF COMPETENT PERSON: 	DATE: 22 NOVEMBER 2018
PROFESSIONAL MEMBERSHIP: PR.SCI.NAT. (SOUTH AFRICA)	MEMBERSHIP NUMBER: 400063/03
SIGNATURE OF WITNESS: 	PRINT WITNESS NAME AND RESIDENCE: Galen White, Horsham, UNITED KINGDOM

### 9.3 Statement – David Williams

I, **David Williams**, confirm that I am the Competent Person for the reporting of Exploration Targets and Mineral Resources in the Report and:

- I have read and understood the requirements of the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code, 2012 Edition).
- I am a Competent Person as defined by the JORC Code, 2012 Edition, having five years’ experience that is relevant to the style of mineralisation and type of deposit described in the Report, and to the activity for which I am accepting responsibility.
- I am a Member or Fellow of the Australasian Institute of Mining and Metallurgy or the Australian Institute of Geoscientists or a “Recognised Professional Organisation” (RPO) included in a list promulgated by ASX from time to time.
- I have reviewed the Report to which this Consent Statement applies.

I am a full-time employee of: **CSA Global Pty Ltd** and have been engaged by **IMC EXPLORATION GROUP plc** to prepare the documentation for **PLs 3729, 3850 (including the Avoca Spoils Project), 3849, 2551 and 3857 (IMC’s Irish Exploration Assets)** on which the Report is based, for the period ended **23 October 2018**.

I have disclosed to the reporting company the full nature of the relationship between myself and the company, including any issue that could be perceived by investors as a conflict of interest.

I verify that the Report is based on and fairly and accurately reflects in the form and context in which it appears, the information in my supporting documentation relating to Exploration Targets and Mineral Resources.

### 9.4 Consent – David Williams

I consent to the release of the Report and this Consent Statement by the directors of **IMC EXPLORATION GROUP plc**.

<p>SIGNATURE OF COMPETENT PERSON:</p>  <p><small>Electronic signature not for duplication. Electronic signature not for duplication.</small></p>	<p>DATE: 22 NOVEMBER 2018</p>
<p>PROFESSIONAL MEMBERSHIP: MAIG (AUSTRALIA)</p>	<p>MEMBERSHIP NUMBER: 4176</p>
<p>SIGNATURE OF WITNESS:</p>  <p><small>Electronic signature not for duplication. Electronic signature not for duplication.</small></p>	<p>PRINT WITNESS NAME AND RESIDENCE: Brendan Clarke, Johannesburg, SOUTH AFRICA</p>

## 10 Glossary and Abbreviations

### 10.1 Glossary

Term	Description
agglomerate	Agglomerate is a coarse accumulation of large blocks of volcanic material that contains at least 75% of large volcanic fragments, termed bombs.
antiform	An anticlinal fold (convex upwards) where the relative age of the rocks in the fold are unknown.
aqua regia	Aqua regia is an extremely corrosive mixture of nitric and hydrochloric acid, used as an etchant, for some analytical chemistry procedures, and to refine gold. Aqua regia dissolves gold, platinum, and palladium, but not the other noble metals.
Archaean	The Archaean Eon is one of the four geologic eons of Earth history, occurring 4,000 to 2,500 million years ago. During the Archaean, the Earth's crust had cooled enough to allow the formation of continents and life started to form.
argillaceous/argillite	A rock or sediment consisting predominantly of clay.
arsenopyrite	Arsenopyrite is an iron arsenic sulphide with a steel-grey to silver-white colour.
auriferous	Gold-bearing.
Avalonian	Avalonian terranes that constitute Avalonia are the modern-day countries Northern France and Ardennes of Belgium, England, Wales, south-eastern Ireland, eastern Newfoundland, Nova Scotia, southern New Brunswick and some coastal parts of New England. The basement consisted of Late Precambrian age arc rocks and is believed to come from the margin of Gondwana, sometime in the Early Ordovician. Avalonia rifted from Gondwana, during the onset of igneous activity in the Ardennes, Wales, and south-eastern Ireland that consumed the Tornquist Sea oceanic crust. It drifted in a northerly direction and probably collided with Baltica in the Late Ordovician, and then with Laurentia in the Late Devonian. Evidence for this is consistent with paleomagnetic data which place Avalonia at a temperate latitude during the Ordovician and in a subtropical latitude during the Late Ordovician through the Devonian.
Baltic	The Baltic Plate was an ancient tectonic plate that existed from the Cambrian Period to the Carboniferous Period. The Baltic Plate collided against Siberia, to form the Ural Mountains about 280 million years ago. The Baltic Plate, however, fused onto the Eurasian Plate when the Baltic Plate collided against Siberia when the Ural Mountains were completely formed. The Baltic Plate contained Baltica and the Baltic Shield which is now located in Norway, Sweden and Finland.
barite	Baryte or barite is a mineral consisting of barium sulphate. Baryte is generally white or colourless and is the main source of barium.
base metal	In mining and economics, the term base metals refers to industrial non-ferrous metals excluding precious metals. These include copper, lead, nickel and zinc.
bimodal	Bimodal volcanism is the eruption of both mafic and felsic lavas from a single volcanic centre with little or no lavas of intermediate composition.
bioclastic	A rock comprising fragments of organic skeletal materials.
black shale	Black shale, also called carbonaceous shale, variety of shale that contains abundant dark organic matter.
blank	A blank is a sample containing little to no analyte of interest. The primary purpose of blanks is to trace sources of artificially introduced contamination.
breccia	Breccia is a rock composed of broken fragments of minerals or rock cemented together by a fine-grained matrix that can be similar to, or different from the composition of the fragments.
calclutite	Calclutite is a type of limestone that is composed of predominantly, more than 50%, of either clay-size or both silt-size and clay-size detrital carbonate grains. These grains consist either of fossil fragments, ooids, intraclasts, pellets, other grains, or some combination of them.

Term	Description
Caledonides	The roots of ancient mountains formed during the Caledonian orogeny. The Caledonian orogeny was a mountain-building era recorded in the northern parts of Ireland and Britain, the Scandinavian Mountains, Svalbard, eastern Greenland and parts of north-central Europe. The Caledonian orogeny encompasses events that occurred from the Ordovician to Early Devonian, roughly 490–390 million years ago (Ma). It was caused by the closure of the Iapetus Ocean when the continents and terranes of Laurentia, Baltica and Avalonia collided.
carbonates	Carbonate rocks are a class of sedimentary rocks composed primarily of carbonate minerals. The two major types are limestone, which is composed of calcite or aragonite and dolostone, which is composed of the mineral dolomite.
Carboniferous	The Carboniferous is a geologic period and system that spans 60 million years from the end of the Devonian Period 358.9 million years ago (Ma), to the beginning of the Permian Period, 298.9 Ma.
certified reference material	Certified Reference Materials (CRMs) are “controls” or standards used to validate analytical measurement methods and results.
chalcopyrite	Chalcopyrite is a copper iron sulphide mineral with a brassy to golden yellow colour.
chert	Chert is a hard, fine-grained sedimentary rock composed of crystals of quartz that are very small.
chlorite	Dark green mineral consisting of a basic hydrated aluminosilicate of magnesium and iron. It occurs as a constituent of many rocks, typically forming flat crystals resembling mica.
clast	A clast is a fragment of geological detritus, chunks and smaller grains of rock broken off other rocks by physical weathering.
Cobra sampling	Sampling of deeper soils using a powered auger.
conglomerate	A coarse-grained sedimentary rock composed of rounded fragments embedded in a matrix of cementing material such as silica.
convergent tectonics	In plate tectonics, a convergent boundary, also known as a destructive plate boundary, is a region of active deformation where two or more tectonic plates or fragments of the lithosphere are near the end of their lifecycle.
dextral	In geology, the terms sinistral and dextral refer to the horizontal component of movement of blocks on either side of a fault or the sense of movement within a shear zone. These are terms of relative direction, as the movement of the blocks are described relative to each other when viewed from above. Dextral shear is when the uppermost block (as viewed) is displaced to the right relative to the lowermost block
diagenetic/diagenesis	Diagenesis is the change of sediments or existing sedimentary rocks into a different sedimentary rock during and after rock formation (lithification), at temperatures and pressures less than that required for the formation of metamorphic rocks.
diamond drilling	A drilling method using a hollow cylindrical bit that produces a core sample, rather than cuttings.
diorite	Diorite is an intrusive igneous rock composed principally of the silicate minerals plagioclase feldspar, biotite, hornblende, and/or pyroxene. The chemical composition of diorite is intermediate, between that of mafic gabbro and felsic granite
dolerite	A dark, medium-grained igneous rock, typically with ophitic texture, containing plagioclase, pyroxene, and olivine. It typically occurs in dykes and sills.
dolomite/dolomitization	Dolomite is an anhydrous carbonate mineral composed of calcium magnesium carbonate. The term is also used for a sedimentary carbonate rock composed mostly of the mineral dolomite. An alternative name sometimes used for the dolomitic rock type is dolostone.
Electromagnetic	EM conductivity surveys measure ground conductivity by the process of electromagnetic induction. These surveys typically generate a response from massive sulphide bearing rocks.
epigenetic	In mineral deposit terms, a deposit that formed later than the surrounding or host rock.
felsic	In geology, felsic refers to igneous rocks that are relatively rich in elements that form feldspar and quartz. It is contrasted with mafic rocks, which are relatively richer in magnesium and iron.
fire assay	Fire assaying is the quantitative determination in which a metal or metals are separated from impurities by fusion processes and weighed in order to determine the amount present in the original sample.

Term	Description
fold	A geological fold occurs when one or a stack of originally flat and planar surfaces, such as sedimentary strata, are bent or curved as a result of permanent deformation.
footwall	For a dipping fault, the hangingwall is the block positioned over the fault; the footwall is the block positioned under it.
g/t	Grams per tonne i.e. 1 g/t is one gram in a total mass of one tonne and is equivalent to ppm.
galena	Galena is the natural mineral form of lead(II) sulphide. It is the most important ore of lead and an important source of silver.
geophysics	Geophysics is a subject of natural science concerned with the physical processes and physical properties of the Earth and its surrounding space environment, and the use of quantitative methods for their analysis.
granite	Granite is a common type of felsic intrusive igneous rock that is granular and phaneritic in texture. Granites can be predominantly white, pink, or grey in colour, depending on their mineralogy.
granulitization	A metamorphic process involving the complete dehydration of hydrous minerals.
gravity survey	A gravity survey measures the gravity field of the earth, which varies based on the mass of materials beneath the surface at any given point. Measurement of the change in the gravity field provides an interpretation of the underlying geology, with denser units exhibiting a stronger gravity field than less dense units.
greenstone	Greenstone belts are zones of variably metamorphosed mafic to ultramafic volcanic sequences with associated sedimentary rocks that occur within Archaean and Proterozoic cratons between granite and gneiss bodies.
greywackes	Greywacke or graywacke is a variety of sandstone generally characterised by its hardness, dark colour, and poorly sorted angular grains of quartz, feldspar, and small rock fragments or lithic fragments set in a compact, fine-grained matrix.
haemitisation	Distinctive red-coloured alteration of a rock, caused by the precipitation of iron oxides.
hangingwall	For a dipping fault, the hangingwall is the block positioned over the fault; the footwall is the block positioned under it.
horst	A horst is a raised fault block bounded by normal faults. A horst is a raised block of the Earth's crust that has lifted, or has remained stationary, while the land on either side (graben) has subsided.
HQ	Drill core with a diameter of 63.5 mm.
Iapetus ocean	The Iapetus Ocean was an ocean that existed in the late Neoproterozoic and early Paleozoic eras of the geologic timescale (between 600 and 400 million years ago). The Iapetus Ocean was situated in the southern hemisphere, between the paleocontinents of Laurentia, Baltica and Avalonia. The ocean disappeared with the Acadian, Caledonian and Taconic orogenies, when these three continents joined to form one big landmass called Euramerica.
ICP-AES	Inductively coupled plasma atomic emission spectroscopy (ICP-AES), also referred to as inductively coupled plasma optical emission spectrometry (ICP-OES), is an analytical technique used for the detection of chemical elements.
Inferred Mineral Resource	An Inferred Mineral Resource is that part of a Mineral Resource for which quantity and grade or quality can be estimated on the basis of geological evidence and limited sampling and reasonably assumed, but not verified, geological and grade continuity. The estimate is based on limited information and sampling gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drillholes.
intermediate	In igneous petrology, an intermediate composition refers to the chemical composition of a rock that has 52–63 wt% SiO <sub>2</sub> being an intermediate between felsic and mafic compositions. Typical intermediate rocks include andesite, dacite and trachyandesite among volcanic rocks and diorite and granodiorite among plutonic rocks.
IP	Induced polarisation (IP) is a geophysical imaging technique used to identify the electrical chargeability of subsurface materials and targets disseminated sulphides.
isoclinal fold	Isoclinal fold are folds where the axial surface and limbs slope in the same direction and at approximately the same angle.

Term	Description
Laurentia	Laurentia is the North American paleocontinent, which also includes present day northwest Ireland, Scotland, Greenland, the North Slope of Alaska, and the Chukotsk peninsula of northeast Russia. During the Ordovician-Devonian time, Laurentia remained at the same paleolatitude, slightly south of the equator in the southern hemisphere, with relatively the same paleolongitude. Major defining tectonic events include the Neoproterozoic rift sequence from the breakup of Grenville basement rocks, thermal subsidence related to the Early Cambrian to Middle Ordovician drift sequence during the opening of the Iapetus ocean, the Appalachian accretionary events to the eastern continental margin, and the resulting foreland-basin and clastic wedge
limestone	Limestone is a sedimentary rock, composed mainly of skeletal fragments of marine organisms such as coral, forams and molluscs. Its major materials are the minerals calcite and aragonite, which are different crystal forms of calcium carbonate.
Ma	Million years.
magnetics	The magnetic method measures variations in the intensity of the Earth's magnetic field caused by the contrasting content of rock-forming magnetic minerals in the Earth's crust. The content of magnetic minerals ranges from negligible in most sedimentary rocks to appreciable amounts in igneous and metamorphic rocks. The magnetic method is a valuable technique for mapping the boundaries of extensive rock units which contain only a small percentage of magnetic minerals, but with enough contrast in magnetic mineral content to distinguish them from neighbouring rock units.
marcasite	The mineral marcasite, sometimes called white iron pyrite, is iron sulphide with orthorhombic crystal structure. It is physically and crystallographically distinct from pyrite, which is iron sulphide with cubic crystal structure.
marine transgression	A marine transgression is a geologic event during which sea level rises relative to the land and the shoreline moves toward higher ground, resulting in flooding. Transgressions can be caused either by the land sinking or the ocean basins filling with water (or decreasing in capacity). Transgressions and regressions may be caused by tectonic events such as orogenies, severe climate change such as ice ages or isostatic adjustments following removal of ice or sediment load.
massive ore	Refers to sulphide deposits in which sulphides typically comprise more than 50% of the rock mass, and the sulphides are interconnected.
metamorphism	Metamorphism is the change of minerals or geologic texture in pre-existing rocks, without the protolith melting into liquid magma. The change occurs primarily due to heat, pressure, and the introduction of chemically active fluids.
Mineral Resource	A Mineral Resource is a concentration or occurrence of material of intrinsic economic interest in or on the Earth's crust in such form, quality and quantity that there are reasonable prospects for eventual economic extraction. Mineral Resources are further subdivided, in order of increasing geological confidence, into Inferred, Indicated and Measured categories.
normal fault	A geologic fault in which the hanging wall has moved downward relative to the footwall. Normal faults occur where two blocks of rock are pulled apart in an extensional environment.
NQ	Drill core with a diameter of 47.6 mm.
Ordovician	The Ordovician is a geologic period and system, the second of six periods of the Paleozoic Era. The Ordovician spans 41.2 million years from the end of the Cambrian Period 485.4 Ma to the start of the Silurian Period 443.8 Ma.
Ore Reserve	Ore Reserves are resources known to be economically feasible for extraction. Reserves are either Probable Reserves or Proved Reserves. A Probable Ore Reserve is the part of Indicated, and in some circumstances, Measured Mineral Resources that can be mined in an economically viable fashion.
orogeny	An orogeny is an event that leads to both structural deformation and compositional differentiation of the Earth's lithosphere (crust and uppermost mantle) at convergent plate margins. An orogen or orogenic belt develops when a continental plate crumples and is pushed upwards to form one or more mountain ranges; this involves a series of geological processes collectively called orogenesis.
ounce	In geological terms, an ounce of a precious metal is a troy ounce, equivalent to 31.1034807 grams.

Term	Description
palaeohigh	An elevated geological feature, usually a bedrock high or dome, that existed as a substrate to subsequent deposition.
Palaeotethys	The Paleo-Tethys or Palaeo-Tethys Ocean was an ocean located along the northern margin of the paleocontinent Gondwana that started to open during the Middle Cambrian, grew throughout the Paleozoic, and finally closed during the Late Triassic; existing for about 400 million years.
Palaeozoic	The Paleozoic (or Palaeozoic) Era is the earliest of three geologic eras of the Phanerozoic Eon. It is the longest of the Phanerozoic eras, lasting from 541 Ma to 251.902 Ma, and is subdivided into six geologic periods (from oldest to youngest): the Cambrian, Ordovician, Silurian, Devonian, Carboniferous, and Permian. The Paleozoic comes after the Neoproterozoic Era of the Proterozoic Eon and is followed by the Mesozoic Era.
Pangea	Pangaea or Pangea was a supercontinent that existed during the late Paleozoic and early Mesozoic eras. It assembled from earlier continental units approximately 335 million years ago, and it began to break apart about 175 million years ago. In contrast to the present Earth and its distribution of continental mass, much of Pangea was in the southern hemisphere and surrounded by a superocean, Panthalassa. Pangaea was the most recent supercontinent to have existed and the first to be reconstructed by geologists.
partial/ionic leach/MMI geochemistry	MMI™ measures metal ions that travel upward from mineralisation to unconsolidated surface materials such soil, till, sand and so on. These mobile metal ions are released from mineralised material and travel upward toward the surface.
pathfinder element	In geochemical exploration, a relatively mobile element or gas that occurs in close association with an element or commodity being sought but can be more easily found because it forms a broader halo or can be detected more readily by analytical methods.
percussion drilling	A drilling method using a powered hammer bit that produces fine chips of rock, called cuttings.
Phanerozoic	The Phanerozoic Eon is the current geologic eon in the geologic time scale, and the one during which abundant animal and plant life has existed. It covers 541 million years to the present and began with the Cambrian Period when diverse hard-shelled animals first appeared.
Pionjar	A portable powered drill for sampling soils between 5 m and 10 m depth.
placer	In geology, a placer deposit or placer is an accumulation of valuable minerals formed by gravity separation from a specific source rock during sedimentary processes. The name is from the Spanish word placer, meaning “alluvial sand”.
platform carbonates	A platform-like accumulation of calcareous deposits.
ppm	One part per million. One tonne of rock has a mass of a million grams, therefore 1 ppm is 1 gram within 1 tonne of rock (equivalent to 1 g/t).
pyrite	The mineral pyrite, or iron pyrite, also known as fool’s gold, is an iron sulphide with the chemical formula FeS <sub>2</sub> . Pyrite is considered the most common of the sulphide minerals. Pyrite’s metallic lustre and pale brass-yellow hue give it a superficial resemblance to gold, hence the well-known nickname of fool’s gold.
pyrrhotite	Pyrrhotite is an iron sulphide mineral with the formula Fe <sub>(1-x)</sub> S. Pyrrhotite is also called magnetic pyrite, because the colour is similar to pyrite and it is weakly magnetic.
reverse circulation percussion drilling	A percussion drilling method whereby drill cuttings at the bit face are returned up to surface through the drill string, rather than up the inside of the drillhole.
reverse fault	A geologic fault in which the hangingwall has moved upward relative to the footwall. Reverse faults occur where two blocks of rock are pushed together in a compressional setting.
rheological	Rheology is a branch of physics which deals with the deformation and flow of materials. In geological terms, an understanding of a rock’s rheological properties tells us how it behaves when a force is applied to it.
rhyolite	Rhyolitf is a felsic extrusive rock. Due to the high silica content, rhyolite lava is very viscous. It flows slowly, like tooth paste squeezed out of a tube, and tends to pile up and form lava domes.
sandstone	Sandstone is a clastic sedimentary rock composed mainly of sand-sized mineral particles or rock fragments. Most sandstone is composed of quartz or feldspar because they are the most resistant minerals to weathering processes at the Earth’s surface.

Term	Description
Serpukhovian	The Serpukhovian is the uppermost stage or youngest age of the Mississippian, the lower subsystem of the Carboniferous. The Serpukhovian age lasted from 330.9 Ma to 323.2 Ma. It is preceded by the Visean and is followed by the Bashkirian.
shale	Shale is a fine-grained, clastic sedimentary rock composed of mud that is a mix of flakes of clay minerals and tiny fragments of other minerals, especially quartz and calcite. Shale is characterised by breaks along thin laminae or parallel layering or bedding less than one centimetre in thickness, called fissility.
shearing/shear zone	A shear zone is a tabular to sheet-like, planar or curvilinear zone composed of rocks that are more highly strained than rocks adjacent to the zone. Typically, this is a type of fault, but it may be difficult to place a distinct fault plane into the shear zone.
siltstone	Siltstone is a sedimentary rock which has a grain size in the silt range, finer than sandstone and coarser than shales.
Silurian	The Silurian is a geologic period and system spanning 24.6 million years from the end of the Ordovician Period, at 443.8 Ma, to the beginning of the Devonian Period, 419.2 Ma.
sinistral	In geology the terms sinistral and dextral refer to the horizontal component of movement of blocks on either side of a fault or the sense of movement within a shear zone. These are terms of relative direction, as the movement of the blocks are described relative to each other when viewed from above. Sinistral shear is when the uppermost block (as viewed) is displaced to the left relative to the lowermost block.
sphalerite	Sphalerite is a zinc sulphide mineral with a chemical composition of (Zn,Fe)S. It is the most commonly encountered zinc mineral and the world's most important ore of zinc.
spoils heaps	A spoil heap (also called a spoil bank, boney pile, gob pile, bing, batch, boney dump or pit heap) is a pile built of accumulated spoil – the overburden or other waste rock removed during coal and ore mining.
stratabound	Stratabound deposits are any type of deposits, concordant or discordant, which are restricted to a particular stratigraphic horizon.
stratigraphy	Stratigraphy is the layered mode of occurrence of sedimentary and volcanic rocks, and the study of their relative age relationships.
strike	The strike of a planar geological feature is the line representing the intersection of that feature with a horizontal plane and depicts the lateral trend of the feature.
stringer	A thin, discontinuous mineral vein or rock layer.
subduction zone	Subduction is a geological process that takes place at convergent boundaries of tectonic plates where one plate moves under another and is forced or sinks due to gravity into the mantle. Regions where this process occurs are known as subduction zones.
sulfosalt	Sulfosalt minerals are those complex sulphide minerals with the general formula: $A_mB_nS_p$ , where A represents a metal such as copper, lead, silver, iron, and rarely mercury, zinc, vanadium; B usually represents semi-metals such as arsenic, antimony, bismuth, and rarely germanium, or metals like tin and rarely vanadium; and S is sulphur or rarely selenium and/or tellurium
sulphide	Sulphide is an inorganic compound containing one or more S <sup>2-</sup> ions. Many important metal ores are sulphides. Significant examples include: argentite (silver sulphide), cinnabar (mercury), galena (lead sulphide), molybdenite (molybdenum sulphide), pentlandite (nickel sulphide), realgar (arsenic sulphide), and stibnite (antimony), sphalerite (zinc sulphide), and pyrite (iron disulphide), and chalcocopyrite (iron-copper sulphide).
syncline	In structural geology, a syncline is a fold with younger layers closer to the centre of the structure.
synform	A synclinal fold (convex downwards) where the relative age of the rocks in the fold are unknown.
talus	Geologists define talus as the pile of rocks that accumulates at the base of a cliff, chute, or slope.
tennantite	Tennantite is a copper arsenic sulfosalt mineral and is grey or black in colour.
Tournaisian	The Tournaisian is the lowest stage or oldest age of the Mississippian, the oldest subsystem of the Carboniferous. The Tournaisian age lasted from 358.9 Ma to 346.7 Ma. It is preceded by the Famennian (the uppermost stage of the Devonian) and is followed by the Viséan.

Term	Description
transtensional	A type of rock deformation where both lateral (pure shear) and extensional (pull-apart) forces are applied to a rock.
tuff	Tuff is a type of rock made of volcanic ash ejected from a vent during a volcanic eruption.
turbiditic/turbidite	A turbidite is the geologic deposit of a turbidity current, which is a type of sediment gravity flow responsible for distributing vast amounts of clastic sediment into the deep ocean.
Variscan	The Variscan or Hercynian orogeny is a geologic mountain-building event caused by Late Paleozoic continental collision between Euramerica (Laurussia) and Gondwana to form the supercontinent of Pangaea.
vein	In geology, a vein is a distinct sheetlike body of crystallized minerals within a rock. Veins form when mineral constituents carried by an aqueous solution within the rock mass are deposited through precipitation.
Viséan	The Visean, Viséan or Visian is the second stage of the Mississippian, the lower subsystem of the Carboniferous. The Visean lasted from 346.7 to 330.9 Ma. It follows the Tournaisian age/stage and is followed by the Serpukhovian age/stage.
VLF	VLF survey methods use very-low-frequency, radio communication signals to determine electrical properties of shallow bedrock and near-surface soils, primarily as a reconnaissance tool. VLF profiles can be run quickly and inexpensively to identify anomalous areas warranting further investigation by other surveys, drilling or sampling.
volcaniclastic	A sedimentary rock composed of volcanic material has been transported and reworked through mechanical action, such as by wind or water.
volcanogenic massive sulphides	Volcanogenic massive sulphide deposits, also known as VMS deposits, are a type of metal sulphide deposit, mainly copper-zinc which are associated with and created by volcanic-associated hydrothermal events in submarine environments.
volcanosedimentary	A sequence of rocks comprised volcanic and sedimentary rocks, or sedimentary rocks derived from volcanic material.
Waulsortian	In general terms, a carbonate mudmound formed during the Visean. Named after an area of limestone near Waulsort in Belgium.
way up evidence	A way up structure, way up evidence, or geopetal indicator is a characteristic relationship observed in a sedimentary or volcanic rock, or sequence of rocks, that makes it possible to determine whether they are the right way up (i.e. in the attitude in which they were originally deposited, also known as "stratigraphic up") or have been overturned by subsequent deformation.

## 10.2 Abbreviations

Abbreviation	Description
°	degrees
°C	degrees Celsius
3D	three-dimensional
AAS	atomic absorption spectrometry
ABL	Argillaceous Bioclastic Limestone
ACG	Allied Consulting Geologists Ltd
Ag	silver
ASX	Australian Securities Exchange
Au	gold
cm	centimetre(s)
CPR	Competent Persons Report
CRM	certified reference materials
CSA Global	CSA Global (UK) Ltd
Cu	copper
DCCAE	Department of Communications, Climate Action and Environment
DTM	digital terrain model

Abbreviation	Description
EM	electromagnetic(s)
EMD	Exploration and Mining Division
ESMA	European Securities and Markets Authority
g/t	grams per tonne
GSI	Geological Survey of Ireland
ICP-AES	inductively coupled plasma – atomic emission spectroscopy
IMC	IMC Exploration Group plc
IP	induced polarisation
LSE	London Stock Exchange
m	metre(s)
mm	millimetre(s)
MMI	mobile metal ion
Moz	Million ounces
MS	Microsoft
Mt	million tonnes
NHA	Natural Heritage Area
NPWS	National Parks and Wildlife Service
Pb	lead
PGL	Panda Geoscience Limited
PL	Prospecting Licence
pNHA	proposed Natural Heritage Area
QA	quality assurance
QAQC	quality assurance/quality control
QC	quality control
RPO	Recognised Professional Organisation
RQD	rock quality designation
SAC	Special Area of Concern
Trove	Trove Metal Ltd
VMS	volcanogenic massive sulphide
WBD	wet bulk density
Zn	zinc

# Appendix 1: JORC Code Table 1 for Exploration Results and Mineral Resources

## JORC Code, 2012 Edition – Table 1

### Section 1: Sampling Techniques and Data

Criteria	JORC Code explanation	Commentary
<b>Sampling techniques</b>	<p><i>Nature and quality of sampling (e.g. cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling.</i></p> <p><i>Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.</i></p> <p><i>Aspects of the determination of mineralisation that are Material to the Public Report.</i></p> <p><i>In cases where ‘industry standard’ work has been done this would be relatively simple (e.g. ‘reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay’). In other cases, more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (e.g. submarine nodules) may warrant disclosure of detailed information.</i></p>	<p>Prospecting Licence (PL) 3729: No sampling conducted.</p> <p>PL 3850, PL 3857 and PL 2551: Drill core sampled by splitting the core longitudinally into equal halves using a diamond core saw. Relative representivity ensured by sampling the same half of the core to avoid sampler’s bias. Samples were numbered using a pre-populated numbering scheme. Sample lengths range from 20 cm to 4 m and samples were pulverised to produce a 50 g charge for fire assay and a 1 g subsample for multi-element ICP analysis.</p> <p>Soil geochemical and deep overburden samples have been collected throughout the project area but details on collection methodology have not been provided.</p> <p>Avoca Project spoils heaps: pit samples were collected using an excavator. The excavator deposited the material at a safe distance from the pit, forming a linear embankment no more than 1 m high. The material was banked at an angle no steeper than 45° to ensure stability. The samples were deposited in piles representing 1 m of depth, spread around the four sides of the excavation. The sampler took a channel cut up the side of each sample pile, with samples taken from each side of each pile with a small shovel into a numbered polythene bag. Samples represented each 1 m depth of excavation. Each sample bag was numbered with a unique sample identification number. Sample bags were weighed at the Trove Metal Ltd (Trove) field office. Weights varied between 1.5 kg and 7.4 kg with most weights between 4 kg and 6.5 kg. The mean weight was 5.2 kg. The grain size of the samples varies from grit to cobbles, with every effort taken to ensure all material within the sample channel were collected.</p>
<b>Drilling techniques</b>	<p><i>Drill type (e.g. core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (e.g. core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc).</i></p>	<p>PL 3850, PL 3857, PL 3729 and PL 2551: Diamond core drilling with standard tube. Most holes collared in HQ, NQ and BQ core diameter. No core orientation undertaken.</p> <p>Avoca Project – spoils heaps: Samples were taken from material excavated from pits of depths between 1 m and 4 m. The pits were dug by a long arm excavator. The pit depths were measured using a rigid measuring staff.</p>
<b>Drill sample recovery</b>	<p><i>Method of recording and assessing core and chip sample recoveries and results assessed.</i></p> <p><i>Measures taken to maximise sample recovery and ensure representative nature of the samples.</i></p> <p><i>Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material.</i></p>	<p>For drilling on PL 3729 and PL 2551: Zones of notable core loss depicted in graphical logs but not captured as core loss zones in digital logs. Sample representivity maintained by consistently sampling the same half of the split core.</p> <p>For drilling on PL 3857: Core loss recorded on drill logs.</p> <p>For drilling on PL 3850: Core loss and backing data recorded in digital log sheets.</p> <p>Avoca Spoils: The nature of the sampling ensured high recoveries. It is noted that there is a slight correlation of sample grade to sample weight, with higher assays for Cu and Pb associated with the smallest sample weights. There</p>

Criteria	JORC Code explanation	Commentary
		is no evidence to suggest the sample weight is inversely correlated with sample grade.
<b>Logging</b>	<p><i>Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies.</i></p> <p><i>Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc.) photography.</i></p> <p><i>The total length and percentage of the relevant intersections logged.</i></p>	<p>PL 3729, PL 2551, PL 3850 and PL 3857: Geological logging undertaken, recording details of lithology, mineralisation, alteration and structure. Geotechnical (rock quality designation, RQD) data recorded for the bedrock drilling at Kilmacoo (PL 3850). For PL 3729, PL 2551 and PL 3857, logging was descriptive in nature and will need to be recoded/recaptured to allow for geological modelling. No density determination has been undertaken.</p> <p>Avoca Spoils: The primary samples were not geologically logged. Photographs were taken of many of the pits and show stratification of spoils material, especially with respect to colour. Samples taken for density test-work were logged for primary rock type, grain size distribution and colour.</p>
<b>Subsampling techniques and sample preparation</b>	<p><i>If core, whether cut or sawn and whether quarter, half or all core taken.</i></p> <p><i>If non-core, whether riffled, tube sampled, rotary split, etc. and whether sampled wet or dry.</i></p> <p><i>For all sample types, the nature, quality and appropriateness of the sample preparation technique.</i></p> <p><i>Quality control procedures adopted for all subsampling stages to maximise representivity of samples.</i></p> <p><i>Measures taken to ensure that the sampling is representative of the in-situ material collected, including for instance results for field duplicate/second-half sampling.</i></p> <p><i>Whether sample sizes are appropriate to the grain size of the material being sampled.</i></p>	<p>Bedrock drilling on PL 2551. 3850 and 3857:</p> <ul style="list-style-type: none"> <li>• Samples were dispatched to ALS where they were prepared for chemical analyses</li> <li>• Samples were weighed, crushed to 70% &lt;2 mm, riffle split, 1 kg sample pulverised to 85% &lt;75 µm</li> <li>• The sample preparation technique is considered appropriate</li> <li>• No systematic QAQC programme was used; sporadic use of unidentified certified reference materials (CRMs) only.</li> </ul> <p>Avoca Spoils Project:</p> <ul style="list-style-type: none"> <li>• Samples were dispatched to ALS where they were prepared for chemical analyses.</li> <li>• Samples were weighed, crushed to 70% &lt;2 mm, riffle split, 1 kg sample pulverised to 85% &lt;75 µm.</li> <li>• The sample preparation technique is considered appropriate.</li> <li>• Trove inserted CRMs and blanks into the sample stream at a rate of 1 QC: 4 primary samples.</li> <li>• Field duplicate samples were taken at the rate of 1 duplicate: 8 primary samples. Not all pits had field duplicates taken.</li> <li>• Sample sizes (weights) are considered appropriate for the grain size of the material being sampled.</li> </ul>
<b>Quality of assay data and laboratory tests</b>	<p><i>The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.</i></p> <p><i>For geophysical tools, spectrometers, handheld XRF instruments, etc., the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc.</i></p> <p><i>Nature of quality control procedures adopted (e.g. standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (i.e. lack of bias) and precision have been established.</i></p>	<p>Assays for Au and base metals on PL 3850, PL 3857 and PL 2551:</p> <ul style="list-style-type: none"> <li>• Au was determined using fire assay and atomic absorption spectrometry (AAS) finish, using a 50 g charge (ALS method code Au-AA26). This has a documented range of 0.01 g/t to 100 g/t.</li> <li>• Over-limit Au on PL 2551 (&gt;100 g/t) was determined gravimetrically.</li> <li>• Multi-element analyses were undertaken for all samples using method ME-ICP41 which is an aqua-regia digest with ICP-AES finish and reports 41 elements.</li> <li>• The assay methods are considered appropriate for the style of mineralisation being tested for.</li> <li>• No systematic QAQC procedures were used and it is not possible to provide commentary on accuracy and precision of assay data presented.</li> </ul>

Criteria	JORC Code explanation	Commentary
		<p>Avoca Spoils Project:</p> <ul style="list-style-type: none"> <li>• Samples were analysed by 33-element, four-acid digestion followed by Inductively coupled plasma atomic emission spectroscopy (ICP-AES) analysis.</li> <li>• Fire assay (30 g charge) followed by atomic absorption for Au.</li> <li>• The analytical technique is considered appropriate for the analyses of metals under investigation. The process is total.</li> <li>• Field duplicates, CRMs and blanks were used to monitor the QAQC of the sampling and assaying.</li> <li>• CRMs were inserted at a rate of approximately one CRM per four primary sample analysis. Four CRMs were used, sourced from Geostats. All assayed results fell within a 3 standard deviation window and therefore the CRMs are considered by Trove and the Competent Persons' to have passed.</li> <li>• Field duplicates were inserted at the rate of approximately 1:8 and show generally good correlation between the primary and field duplicate assays.</li> <li>• Blanks were sourced from rock from a nearby quarry and regarded by Trove and the quarry operators to be barren of base metals. Blanks were inserted at a rate of 1:20. Some of the grades are marginally higher than would be expected for blanks, although are very low grade.</li> <li>• Acceptable levels of accuracy and precision have been established.</li> </ul>
<p><b>Verification of sampling and assaying</b></p>	<p><i>The verification of significant intersections by either independent or alternative company personnel.</i></p> <p><i>The use of twinned holes.</i></p> <p><i>Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.</i></p> <p><i>Discuss any adjustment to assay data.</i></p>	<p>Bedrock intersections on PL 2551, PL 3850 and PL 3857:</p> <ul style="list-style-type: none"> <li>• No independent validation of the reported significant intersections has been carried out</li> <li>• No twinning of holes has been undertaken</li> <li>• Check logging of selected holes on PL 2551 and sample interval verification was undertaken during the site visit</li> <li>• Data was captured into Microsoft (MS) Excel based logging and assay sheets which are stored by IMC Exploration Group plc (IMC) on a company file-server</li> <li>• No adjustment has been made to assay data.</li> </ul> <p>Avoca Spoils Project:</p> <ul style="list-style-type: none"> <li>• The Forest of Gold spoils heap presented higher grade samples than the other spoils heaps and Trove advised CSA Global that the Forest of Gold material may have been sourced from an adjacent mill. The fine-grained nature of the spoils compared to the grain size distribution of the other spoils heaps supports this view. CSA Global confirmed the fine-grained nature of these spoils during the Competent Person's site inspection.</li> <li>• No sample twinning has occurred to date, although surface grab samples taken from the vicinity of the pits reconcile well (in terms of assays) with the pit sample assays.</li> <li>• Sampling information was recorded on sheets of paper in the field using pre-arranged templates. This information was entered into MS Excel spreadsheets. Digital files are securely backed up to Trove's cloud storage account.</li> <li>• No adjustments have been made to the data.</li> </ul>

Criteria	JORC Code explanation	Commentary
<b>Location of data points</b>	<p><i>Accuracy and quality of surveys used to locate drillholes (collar and downhole surveys), trenches, mine workings and other locations used in Mineral Resource estimation.</i></p> <p><i>Specification of the grid system used.</i></p> <p><i>Quality and adequacy of topographic control.</i></p>	<p>Bedrock drilling on PL 3729, PL 2551, PL 3850 and PL 3857:</p> <ul style="list-style-type: none"> <li>• Drillhole collars were surveyed by differential GPS and supplied in Irish National Grid</li> <li>• Drillhole collar elevations (RL) have not been supplied</li> <li>• Missing collar elevation data will seriously hamper future modelling and Mineral Resource estimation activities, should the projects progress to this stage.</li> <li>• Geochemical surveys, mapping and grab sampling</li> <li>• Sample locations were captured with a handheld GPS</li> <li>• This method is suitable for the nature of the work undertaken.</li> </ul> <p>Avoca Spoils Project:</p> <ul style="list-style-type: none"> <li>• The easting and northing locations of the sample pits were surveyed by a licensed surveyor.</li> <li>• The topography of the project was surveyed on 10 m contour intervals, and the drill collars were registered to this surface. The topographic digital terrain model has sufficient survey control detail to support the current Mineral Resource.</li> <li>• The grid used is the Irish Transverse Mercator (IRENET95) with Geoid Republic of Ireland 2015, datum Ordnance Survey.</li> </ul>
<b>Data spacing and distribution</b>	<p><i>Data spacing for reporting of Exploration Results.</i></p> <p><i>Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied.</i></p> <p><i>Whether sample compositing has been applied.</i></p>	<p>Bedrock drilling on PL 2551, PL 3850 and PL 3857:</p> <ul style="list-style-type: none"> <li>• Drillholes are reported individually and the spacing and distribution of the data is insufficient to support the estimation of Mineral Resources</li> <li>• Geochemical sampling conducted by IMC on PL 3850 and PL 3857 – soil samples collected at 200x50 and 400x100 m respectively.</li> </ul> <p>Avoca Spoils Project:</p> <ul style="list-style-type: none"> <li>• Sample pits within spoil heap limits are spaced between 40 m and 120 m</li> <li>• No sample compositing occurred</li> <li>• The data spacing is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource procedure and classifications applied.</li> </ul>
<b>Orientation of data in relation to geological structure</b>	<p><i>Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.</i></p> <p><i>If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material.</i></p>	<p>Bedrock intersections from PL 2551: Slightly oblique structures relative to core axis are suggestive of steep structures and that the inclined drilling has produced only slightly oblique intersections.</p> <p>On PL 3857 and PL 3850: The orientation of mineralisation to sampling is variable and it is likely that stated intersection widths exceed true widths.</p> <p>Avoca Spoils Project: The orientation of sampling is largely orthogonal to the layering of the heap material and is considered appropriate for the deposit type.</p> <p>No sampling bias is believed to have been introduced based upon the orientation of the sampling activities.</p>

Criteria	JORC Code explanation	Commentary
<b>Sample security</b>	<i>The measures taken to ensure sample security.</i>	Drillhole sampling on PL 3857, PL 3850 and PL 2551: sampling was carried out by an IMC employee and the samples were stored in IMC's offices prior to dispatch to the laboratory.  Avoca Spoils Project: All sampling was carried out by a Trove employee and were removed from site daily by Trove and stored in Trove's Kilkenny office prior to dispatch to the laboratory.
<b>Audits or reviews</b>	<i>The results of any audits or reviews of sampling techniques and data.</i>	Bedrock projects (PL 3729, PL 2551, PL 3857, PL 3849 and PL 3850): No audits have been undertaken.  Avoca Spoils Project: The sampling procedures were discussed with CSA Global prior to implementation and deemed to be sufficient for the current classification levels of the Mineral Resource estimate. Photographs of the sampling activities were supplied to the Competent Person for review. Trove discussed the sampling procedures with CSA Global during the site inspection. The Competent Person is satisfied the sampling procedures are of sufficient quality to support the Mineral Resource estimate.

## Section 2: Reporting of Exploration Results

Criteria	JORC Code explanation	Commentary
<b>Mineral tenement and land tenure status</b>	<i>Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings.</i>  <i>The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area.</i>	IMC is the current holder of PL 3849, PL 3850, PL 2551 and PL 3729. The Mineral Resource is contained within PL 3850. Summaries of licence renewal dates are provided in the text.  PL 3729: No prior/current joint venture considerations. Koza Gold, a joint venture partner of IMC, had to mid-2017 been earning into a 30% share of the Avoca Project licences; however, due to circumstances in Koza Gold's home country, that joint venture has since been set aside. On 22 January 2018 a Heads of Agreement was concluded with Trove Metal Limited, that will lead to an agreement on PL 3850, subject to the approval of the Minister for Communications, Climate Action and Environment. Under the Heads of Agreement terms, Trove Metal Limited are to provide the technical expertise necessary to advance the project through a joint venture subsidiary company into which PL 3850 is to be transferred. The Deed of Assignment regarding the transfer of the licence is subject to the approval of the Minister for Communications, Climate Action and Environment. There are no difficulties envisaged in having the deed approved.
<b>Exploration done by other parties</b>	<i>Acknowledgment and appraisal of exploration by other parties.</i>	Significant historical exploration has occurred on most of the PLs under consideration. These activities are detailed throughout the text  Two grade-tonnage estimates were completed (1992 and 2017) at the Avoca Spoils Project, with the latter being the basis for further sampling to be conducted in support of a Mineral Resource estimate.  Preliminary metallurgical and processing test-work and mineralogical studies were conducted at the Avoca Spoils Project in 2017, with conclusions that a combination of dense media separation and micro gravity separation are considered to successfully process the material on site.

Criteria	JORC Code explanation	Commentary																									
<b>Geology</b>	<i>Deposit type, geological setting and style of mineralisation.</i>	<p>PL 3729 is underlain by the Carboniferous Waulsortian limestone that hosts most significant Pb-Zn deposits in Ireland. Mineralisation in these deposits is closely associated with normal faults near the base of the Waulsortian and comprise sphalerite, galena and pyrite that occur in association with brecciated and dolomitised zones in the limestone. No mineralisation has been observed in the drill core from PL 3729 to date; however, brecciation and dolomitization have been.</p> <p>PL 2551 is underlain by the turbiditic Ribband Group and have the potential for orogenic gold mineralisation. Drilling on PL 2551 has revealed the presence of gold and base metal mineralisation associated with quartz veining.</p> <p>PL 3850 and PL 3849 are underlain by the Avoca Formation which hosts the Avoca VMS deposit which has been mined since the 1700s. The Avoca Formation comprises a predominantly rhyolitic and volcanoclastic sequence and mineralisation occurs as chalcopyrite, sphalerite and galena. Gold mineralisation of possible orogenic origin has been reported from Kilmacoo on PL 3850.</p> <p>PL 3857 is underlain by sediments associated with the footwall and hangingwall of the Avoca mineralisation, as well as intrusive granites. There is the potential for orogenic and intrusion related gold mineralisation on the licence.</p> <p>The Avoca Spoils Project comprises a group of mine spoils heaps, which were created during open cut mining during the 1970s. The Mount Platt and Cronebane spoils heaps were predominantly sourced from the Cronebane open pit mined in the 1970s. Much of the mine spoils were built up to form the Cronebane waste pile, partly because of lack of space, but also as part of a policy by Avoca Mines Ltd to rehabilitate the site. The source of the smaller spoils heaps at Tigroney East is unclear although the larger spoils heap at Tigroney North is likely to have originated from material excavated from the adjacent East Avoca open pit. The Forest of Gold heap is comprised of fine-grained material and is likely to have been sourced from milled ore. The source deposit is the Avoca VMS deposit.</p>																									
<b>Drillhole information</b>	<p><i>A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drillholes:</i></p> <ul style="list-style-type: none"> <li>• <i>easting and northing of the drillhole collar</i></li> <li>• <i>elevation or RL (Reduced Level – elevation above sea level in metres) of the drillhole collar</i></li> <li>• <i>dip and azimuth of the hole</i></li> <li>• <i>downhole length and interception depth</i></li> <li>• <i>hole length.</i></li> </ul> <p><i>If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case.</i></p>	<p>PL 3729: No significant intersections to date from a total of five drillholes on this licence.</p> <p>PL 3857: No significant intersections to date from a total of eight drillholes on this licence.</p> <p>PL 3850 and PL 2551: Tabulated significant intersections provided in the text.</p> <p>Avoca Spoils Project: 14 pits were excavated and spatial coordinates detailed below. Note that the elevations are registered to the topographic digital terrain model (DTM). All pits were excavated vertically. Grid used is the Irish Transverse Mercator.</p> <table border="1"> <thead> <tr> <th>BHID</th> <th>Easting</th> <th>Northing</th> <th>Elevation</th> <th>Pit depth (m)</th> </tr> </thead> <tbody> <tr> <td>TP001</td> <td>720719.003</td> <td>683249.598</td> <td>208.6</td> <td>4</td> </tr> <tr> <td>TP002</td> <td>720675.000</td> <td>683196.593</td> <td>210.2</td> <td>4</td> </tr> <tr> <td>TP003</td> <td>720639.001</td> <td>683140.597</td> <td>211.3</td> <td>4</td> </tr> <tr> <td>TP004</td> <td>720624.001</td> <td>683087.598</td> <td>220.3</td> <td>4</td> </tr> </tbody> </table>	BHID	Easting	Northing	Elevation	Pit depth (m)	TP001	720719.003	683249.598	208.6	4	TP002	720675.000	683196.593	210.2	4	TP003	720639.001	683140.597	211.3	4	TP004	720624.001	683087.598	220.3	4
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<b>Data aggregation methods</b>	<p><i>In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (e.g. cutting of high grades) and cut-off grades are usually Material and should be stated.</i></p> <p><i>Where aggregate intercepts incorporate short lengths of high-grade results and longer lengths of low-grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail.</i></p> <p><i>The assumptions used for any reporting of metal equivalent values should be clearly stated.</i></p>	No data aggregation has taken place during sampling.																																																		
<b>Relationship between mineralisation widths and intercept lengths</b>	<p><i>These relationships are particularly important in the reporting of Exploration Results.</i></p> <p><i>If the geometry of the mineralisation with respect to the drillhole angle is known, its nature should be reported.</i></p> <p><i>If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (e.g. 'downhole length, true width not known').</i></p>	<p>For PL 2551 – intersections are slightly oblique to mineralisation trends and mineralised widths are therefore only likely to be slightly overstated.</p> <p>For PL 3850 (bedrock intersections), the relationship between drillhole orientation and mineralised structure orientation varies and true widths are unknown</p> <p>For Avoca spoils project: The pits were excavated close to orthogonal to the repose of the heap material, which exhibits up to a 10° repose as observed in photographs of the walls of the excavations.</p>																																																		
<b>Diagrams</b>	<p><i>Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported These should include, but not be limited to a plan view of drillhole collar locations and appropriate sectional views.</i></p>	Maps and figures showing location of drillholes, pits, and the outlines of the spoils heaps, are presented in the body of this report.																																																		
<b>Balanced reporting</b>	<p><i>Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.</i></p>	<p>Bedrock intersections from PL 2551, PL 3857 and PL 3850: Disclosure of both low and high grades is provided in the text.</p> <p>Avoca Spoils Project: All sample assays are incorporated within the Mineral Resource estimate.</p>																																																		
<b>Other substantive exploration data</b>	<p><i>Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.</i></p>	<p>PL 3729, PL 3849, PL 3850, PL 3857 and PL 2551: Geochemical anomalies and observations resulting from these are reported in the text.</p> <p>No other test-work has been completed which materially impact upon this Mineral Resource estimate.</p>																																																		

Criteria	JORC Code explanation	Commentary
<b>Further work</b>	<p><i>The nature and scale of planned further work (e.g. tests for lateral extensions or depth extensions or large-scale step-out drilling).</i></p> <p><i>Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.</i></p>	<p>Programs on the exploration targets on PL 3729, PL 3849, PL 3850, PL 3857 and PL 2551 have been prepared and are summarised as follows:</p> <ul style="list-style-type: none"> <li>• PL 3729: Magnetic survey, reinterpretation, IP survey and drilling of a single drillhole</li> <li>• PL 3849: Deep overburden sampling to define bedrock targets</li> <li>• PL 3850: No program planned</li> <li>• PL 3857: SEM work to determine gold genesis, reinterpretation of the ground magnetic survey and detailed structural mapping</li> <li>• PL 2551: Deep overburden sampling, mapping and infill sampling of existing core.</li> </ul> <p>Avoca Spoils Project: Future programs of work are currently in planning stages, and will focus on the following:</p> <ul style="list-style-type: none"> <li>• Metallurgical and mineral liberation studies</li> <li>• High-level examination of most applicable processing technique(s)</li> <li>• Drilling to test at depth and to infill between trial pits.</li> </ul>

### Section 3: Estimation and Reporting of Mineral Resources

Criteria	JORC Code explanation	Commentary
<b>Database integrity</b>	<p><i>Measures taken to ensure that data has not been corrupted by, e.g. transcription or keying errors, between its initial collection and its use for Mineral Resource estimation purposes.</i></p> <p><i>Data validation procedures used.</i></p>	<p>10 pit locations were verified by CSA Global using a handheld global positioning system (GPS).</p> <p>Data is stored in MS Excel spreadsheets and backed up to Trove's cloud account.</p>
<b>Site visits</b>	<p><i>Comment on any site visits undertaken by the Competent Person and the outcome of those visits.</i></p> <p><i>If no site visits have been undertaken indicate why this is the case.</i></p>	<p>CSA Global visited the Project on 9 August 2018. A Trove representative accompanied CSA Global throughout the visit. No activities were taking place on the day.</p> <p>CSA Global inspected sampling sites (rehabilitated prior to CSA Global's visit), geometry of the spoils heaps, and location of the Project with respect to the local countryside. The Trove representative described the sampling and density measurement processes undertaken at the trial pits. There were no negative outcomes from any of the above inspections, and all samples and geological data were deemed fit for use in the Mineral Resource estimate.</p>
<b>Geological interpretation</b>	<p><i>Confidence in (or conversely, the uncertainty of) the geological interpretation of the mineral deposit.</i></p> <p><i>Nature of the data used and of any assumptions made.</i></p> <p><i>The effect, if any, of alternative interpretations on Mineral Resource estimation.</i></p> <p><i>The use of geology in guiding and controlling Mineral Resource estimation.</i></p> <p><i>The factors affecting continuity both of grade and geology.</i></p>	<p>The Mineral Resource is constrained within mine spoils heaps, and no internal geology is interpreted. The upper and outer surfaces of the spoils heaps are surveyed however there remains some conjecture as to the basal limits of the heaps.</p> <p>Assumptions are made concerning the depths of the spoils heaps, however these are based upon careful consideration of the morphology of the spoils heaps and an interpretation of the surrounding landscape (or open pit profiles).</p> <p>No alternative interpretations were prepared.</p> <p>Material types (including grain size) and grade (all elements) are interpreted to demonstrated continuity throughout the spoils heaps.</p>

Criteria	JORC Code explanation	Commentary
<b>Dimensions</b>	<i>The extent and variability of the Mineral Resource expressed as length (along strike or otherwise), plan width, and depth below surface to the upper and lower limits of the Mineral Resource.</i>	<p>Forest of Gold has a strike of extent of 35 m and maximum width of 15 m and depth of 3 m.</p> <p>Tigrone Lower East has a strike of extent of 65 m and maximum width of 70 m and depth of 5 m.</p> <p>Tigrone North has a strike of extent of 160 m and maximum width of 70 m and an average depth of 8 m.</p> <p>Mount Platt has a strike of extent of 310 m and maximum width of 190 m and an estimated depth of between 5 m and 11 m.</p> <p>Cronebane has a strike of extent of 270 m and width of between 70 m and 160 m, and a depth of 20 m.</p>
<b>Estimation and modelling techniques</b>	<p><i>The nature and appropriateness of the estimation technique(s) applied and key assumptions, including treatment of extreme grade values, domaining, interpolation parameters and maximum distance of extrapolation from data points. If a computer assisted estimation method was chosen include a description of computer software and parameters used.</i></p> <p><i>The availability of check estimates, previous estimates and/or mine production records and whether the Mineral Resource estimate takes appropriate account of such data.</i></p> <p><i>The assumptions made regarding recovery of by-products.</i></p> <p><i>Estimation of deleterious elements or other non-grade variables of economic significance (e.g. sulphur for acid mine drainage characterisation).</i></p> <p><i>In the case of block model interpolation, the block size in relation to the average sample spacing and the search employed.</i></p> <p><i>Any assumptions behind modelling of selective mining units.</i></p> <p><i>Any assumptions about correlation between variables.</i></p> <p><i>Description of how the geological interpretation was used to control the resource estimates.</i></p> <p><i>Discussion of basis for using or not using grade cutting or capping.</i></p> <p><i>The process of validation, the checking process used, the comparison of model data to drillhole data, and use of reconciliation data if available.</i></p>	<p>Drill (pit) data was imported into Datamine software, with the collars registered to the DTM. Pits were treated as drillholes and de-surveyed.</p> <p>The areas of the heap footprints were calculated, and cross checked against surveyor records. Volumes were calculated using assumed depths of spoils heaps. Five separate spoils heaps were estimated for tonnage and grade – Forest of Gold, Tigrone Lower East, Tigrone North (these three comprise Tigrone East spoils heaps); Mount Platt and Cronebane.</p> <p>Tonnages for the spoils heaps were calculated by multiplying the volumes by an assigned wet bulk density value.</p> <p>Grades were calculated for each heap using the sample analyses provided by IMC and Trove, for Cu (%), Pb (%), Zn (%), Au (g/t) and Ag (ppm). The two samples from trial pit TP012 (Forest of Gold) are of unequal length (0.3 m and 0.7 m respectively) and the total grade was based upon a length weighted calculation. The total grades for the three spoils heaps making up Tigrone East were based upon tonnage weighted averages.</p> <p>No block models were created in support of the Mineral Resource estimate. All tonnage calculations and grade weighting were carried out using MS Excel software.</p> <p>The volume of the spoils heaps was totally confined to surveyed and interpreted spatial limits to the spoils heaps.</p> <p>No top-cuts were used during averaging of the sample assays.</p> <p>No mine production records are available to reconcile the heap and mine production grades and tonnages.</p> <p>The pit samples reconcile reasonably well with the grab sample results.</p>
<b>Moisture</b>	<i>Whether the tonnages are estimated on a dry basis or with natural moisture, and the method of determination of the moisture content.</i>	No account was taken for moisture content during the density measurements and the density data are therefore regarded as wet bulk densities.
<b>Cut-off parameters</b>	<i>The basis of the adopted cut-off grade(s) or quality parameters applied.</i>	No cut-off grades were used for reporting of the Mineral Resource estimates. It is assumed any future mining will not selectively mine parts of the spoils heaps but instead the entire heap will be excavated, and material sent to the mill.

Criteria	JORC Code explanation	Commentary
<b>Mining factors or assumptions</b>	<i>Assumptions made regarding possible mining methods, minimum mining dimensions and internal (or, if applicable, external) mining dilution. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider potential mining methods, but the assumptions made regarding mining methods and parameters when estimating Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the mining assumptions made.</i>	The spoils heaps will be mined using surface mining methods. The heap material is free dig, therefore no drill and blast is required.
<b>Metallurgical factors or assumptions</b>	<i>The basis for assumptions or predictions regarding metallurgical amenability. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider potential metallurgical methods, but the assumptions regarding metallurgical treatment processes and parameters made when reporting Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the metallurgical assumptions made.</i>	IMC and Trove conducted a desktop study into potential processing methods and concluded that a combination of dense media separation and micro gravity separation are the most likely methods to successfully process the material on site.  Particle size distribution test-work on a sample from the Cronebane heap showed that almost 45% of the material was finer than 2.0 mm (from that location), making it amenable to immediate grinding, rather than requiring pre-crushing. These results are indicative and do not necessarily represent the Project as a whole.
<b>Environmental factors or assumptions</b>	<i>Assumptions made regarding possible waste and process residue disposal options. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider the potential environmental impacts of the mining and processing operation. While at this stage the determination of potential environmental impacts, particularly for a greenfields project, may not always be well advanced, the status of early consideration of these potential environmental impacts should be reported. Where these aspects have not been considered this should be reported with an explanation of the environmental assumptions made.</i>	The historical mining activities have left a legacy of acid mine drainage into the local groundwater and river systems, as well as an unsightly array of brown mine spoils. The mine closed in 1982, when it was effectively abandoned, with little or remediation. The poor environmental legacy of the mine site has been a source of much local controversy for many years.  Rehabilitation is currently being carried out by Irish government agencies, attempting to deal with toxic and acidic runoff from the mine (both surface and groundwater), as well as landscaping the existing waste heaps, which are generally considered to be an eyesore. The program is attempting to manage the water runoff, but Trove consider the best solution is to deal with the source of the problem, involving removal (mining) of the spoils and extracting the metals.
<b>Bulk density</b>	<i>Whether assumed or determined. If assumed, the basis for the assumptions. If determined, the method used, whether wet or dry, the frequency of the measurements, the nature, size and representativeness of the samples.  The bulk density for bulk material must have been measured by methods that adequately account for void spaces (vugs, porosity, etc), moisture and differences between rock and alteration zones within the deposit.  Discuss assumptions for bulk density estimates used in the evaluation process of the different materials.</i>	Trove calculated the wet bulk density from 13 samples taken from various locations across the Project, mostly adjacent to the trial pits.  A container of known volume was weighed before and after being filled with each sample. The wet bulk density was calculated by subtracting the weight of the empty box from the (sample + box) weight and then dividing by the volume of the container. No moisture content was included in the calculation, nor were the sample dried prior to weighing. The results are therefore wet bulk density and likely to provide an overcall to the density of the Mineral Resource, possibly by up to 10%. The Competent Person is satisfied that this is within the margin of error allowed for in an Inferred Mineral Resource. CSA Global recommend future sampling should immediately seal the sample to reduce moisture loss and request the density measurements be carried out at an

Criteria	JORC Code explanation	Commentary
		<p>accredited laboratory, with a dry bulk density result to be provided.</p> <p>A total of 13 density measurements were provided to CSA Global, ranging from 1.34 t/m<sup>3</sup> to 1.74 t/m<sup>3</sup>, with a mean wet bulk density of 1.59 t/m<sup>3</sup>.</p>
<b>Classification</b>	<p><i>The basis for the classification of the Mineral Resources into varying confidence categories.</i></p> <p><i>Whether appropriate account has been taken of all relevant factors (relative confidence in tonnage/grade estimations, reliability of input data, confidence in continuity of geology and metal values, quality, quantity and distribution of the data).</i></p> <p><i>Whether the result appropriately reflects the Competent Person’s view of the deposit.</i></p>	<p>The Tigrone East, Mount Platt and Cronebane spoils heaps are classified as Inferred and have been reported in accordance with the JORC Code (2012). Classification of the Mineral Resource estimates was carried out considering the volumes of the spoils heaps, quality of the sampling and density data, and sample spacing.</p> <p>The result appropriately reflects the Competent Person’s view of the deposit.</p>
<b>Audits or reviews</b>	<p><i>The results of any audits or reviews of Mineral Resource estimates.</i></p>	<p>No external reviews of the Mineral Resource estimate have been carried out. Results were communicated to IMC and Trove who considered the tonnage and grade estimates to reasonably reflect their understandings.</p> <p>CSA Global carried out internal reviews of the Mineral Resource estimate as part of their internal peer review protocols.</p>
<b>Discussion of relative accuracy/ confidence</b>	<p><i>Where appropriate a statement of the relative accuracy and confidence level in the Mineral Resource estimate using an approach or procedure deemed appropriate by the Competent Person. For example, the application of statistical or geostatistical procedures to quantify the relative accuracy of the resource within stated confidence limits, or, if such an approach is not deemed appropriate, a qualitative discussion of the factors that could affect the relative accuracy and confidence of the estimate.</i></p> <p><i>The statement should specify whether it relates to global or local estimates, and, if local, state the relevant tonnages, which should be relevant to technical and economic evaluation. Documentation should include assumptions made and the procedures used.</i></p> <p><i>These statements of relative accuracy and confidence of the estimate should be compared with production data, where available.</i></p>	<p>The estimated tonnages and grades are deemed by the Competent Person to be a fair representation based upon the quantity and quality of the input data.</p> <p>The estimates are considered global because the entire volume of the spoils heaps is included in the tonnage estimate, without exclusion of some volume due to grade control considerations.</p> <p>No production data from the historical mining activities is known to exist.</p>



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**SCHEDULE 2  
SOLICITOR'S REPORT**

**35 MOLESWORTH STREET  
DUBLIN 2  
D02 A023**

Tel: +353 1 678 5122

Fax: +353 1 661 9935

DX: 8 DUBLIN

The Board of Directors,  
The IMC Exploration Group Plc,  
70 Ballybough Road,  
Dublin 3 – D03 F9P7.

Stephen O'Connell Miley  
John G Walsh  
Ciaran O'Donohoe

Sharon Dunning  
Jamie Sherry

Our Ref *18/jd*  
Your Ref

16 October 2018.

**RE: REPORT ON LICENCES HELD**

---

*Dear Sirs,*

*Further to the above and as per your request we can report that the following Licences are held by IMC Exploration Limited a wholly owned subsidiary of IMC Exploration Group Plc:*

<b>Prospecting Licence Ground</b>	<b>Licence No.</b>	<b>Location</b>	<b>Area (km<sup>2</sup>)</b>	<b>Minerals</b>	<b>Licence Start Date</b>	<b>Licence End Date</b>
PL3849	259753062	Wicklow	45.24	Base Metals Barytes Gold, Ores of. Silver, Ores of.	07/02/13	06/02/19
PL3850	259753103	Wicklow	27.63	Base Metals Barytes Gold, Ores of. Silver, Ores of.	07/02/13	06/02/19

<b>Prospecting Licence Ground</b>	<b>Licence No.</b>	<b>Location</b>	<b>Area (km<sup>2</sup>)</b>	<b>Minerals</b>	<b>Licence Start Date</b>	<b>Licence End Date</b>
PL2551	254847692	Wexford	36.81	Gold, Ores of. Silver, Ores of. Base Metals Barytes	12/05/11	11/05/23
PL3857	254846581	Wicklow	49.84	Gold, Ores of. Silver, Ores of. Base Metals Barytes	12/05/11	11/05/23
PL3729	254847414	Clare	30.77	Barytes Silver, Ores of. Base Metals	20/04/11	19/04/23

Of the five Licences granted same cover approximately 190km<sup>2</sup>.

They are divided over the east and south-east of the country (four Licences) with the fifth being in the south-west of the country. Prospecting Licences (“PLs”) are issued for six years initially, specify the minerals for which the Licence is granted and also specify the minimum expenditure requirement. This minimum expenditure is reviewed every two years by the relevant office of the Minister for Communications, Climate Action and Environment.

Yours faithfully,

MILEY & MILEY

**SCHEDULE 3  
HISTORICAL FINANCIAL INFORMATION**

**IMC Exploration Group Public Limited Company**

**Directors' Report and Financial Statements**

*for the year ended 30 June 2016*

# IMC Exploration Group Public Limited Company

## Directors' Report and Financial Statements

### Contents

	Page
Directors and Other Information	1-2
Chairman's Statement and Review of Activities	3
Directors' Report	4 - 8
Independent Auditors' Report	9 - 10
Consolidated Statement of Comprehensive Income	11
Consolidated Statement of Changes in Equity	12
Company Statement of Changes in Equity	13
Consolidated Statement of Financial Position	14
Company Statement of Financial Position	15
Consolidated Statement of Cash Flows	16
Company Statement of Cash Flows	17
Notes to the Financial Statements	18 - 38

# IMC Exploration Group Public Limited Company

## *Directors and other information*

Directors	Liam McGrattan Andrew Laz Fleming Nial Ring Glenn Millar	(Executive Chairman) (Executive Director) (Non-Executive Director) (Executive Director)
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Secretary	Nial Ring
-----------	-----------

Registered Office & Business Address	70 Ballybough Road Ballybough Dublin 3
---	--

Auditors	O'Leary Chartered Accountants & Registered Auditors Whitebeam 9 Oakglade Crescent Ballycullen Dublin 24
----------	---

Bankers	Bank of Ireland O'Connell Street Dublin 1
---------	---

Solicitors	Business & Commercial Solicitors Leeson Chambers 28 Lower Leeson Street Dublin 2
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# IMC Exploration Group Public Limited Company

## *Directors and other information*

Corporate Advisors                      Keith Bayley Rogers & Co. Limited  
1 Royal Exchange Avenue  
London EC3V 3LT  
England

Registrars                                      Neville Registrars Limited  
Neville House  
18 Laurel Lane  
Halesowen  
B63 3DA  
England

Registered Number                      500487

Date of Incorporation                      27 June 2011

Website    [www.imcexploration.com](http://www.imcexploration.com)

# IMC Exploration Group Public Limited Company

## Chairman's Statement

*for the year ended 30 June 2016*

Dear Shareholders,

The directors of IMC Exploration Group plc (IMC) are pleased to present the Financial Results for IMC for twelve months to 30th June 2016.

World developments in recent times have had an encouraging effect on the mining sector and IMC is in a position to benefit from these developments. The rising price of gold and zinc since the beginning of the year is very reassuring but we are also very mindful of, and encouraged by, the results of an Irish Government sponsored Tellus geological survey.

Earlier this year, the Geological Survey of Ireland (GSI) released the Tellus Survey, revealing higher than expected values of gold and platinum in the streams and rivers of Counties Wicklow and Wexford in south east Ireland.

All five of IMC's precious metal prospecting licences in Wicklow and Wexford are sited centrally in the survey region, the very licence areas that we continue to explore with our joint venture partners, Koza Limited (a subsidiary of the gold mining major, Koza Altin Isletmeleri AS).

We are delighted to report that The Tellus Survey confirms high levels of gold in streams near the Gold Mine River an Avoca region of Wicklow. This justifies, confirms and validates the current geological exploration programme underway with Koza Limited.

IMC is currently evaluating a number of approaches from international mining companies in relation to its base metal licences. These advances have come as a result of a resurgence of interest in the base metal sector in Ireland, leaving IMC well positioned to take advantage of this via our 10 base metal licences, through the implementation of our base metal Work's Programme.

IMC continues to make excellent progress in its exploration and corporate activities. We look forward to the coming weeks and months with enthusiasm. This is a great time for gold and base metals and is an exciting time for IMC.

---

Liam McGrattan  
Chairman

# IMC Exploration Group Public Limited Company

## *Directors' Report*

*for the year ended 30<sup>th</sup> June 2016*

The Directors present their Annual Report and audited consolidated financial statements for the year ended 30 June 2016 for IMC Exploration Group Public Limited Company ("the Company") and its subsidiary (collectively "the Group").

### **Principal Activity**

The Group's main activity is the exploration for gold, zinc and other minerals in Ireland. The Directors have reviewed the financial position of the Group and are satisfied that the Group will continue to operate at its projected level of activity for the foreseeable future.

### **Review of Business and Future Developments**

A detailed review of activities for the year and future prospects of the Group is contained in the Chairman's Statement and Review of Activities.

On 31 July 2015 the Company completed a Joint Venture agreement with Koza Limited, a subsidiary of Koza Altin Isletmeleri A.S. which is a Turkish based exploration company. The Joint Venture agreement relates to the Company's metal exploration licences in Wicklow and Wexford whereby Koza Limited will fully fund the work's programme on these licence areas with investment of €3.4 million for a 75% interest in these licences.

### **Principal Risk and Uncertainties**

The Group's activities are carried out principally in the Republic of Ireland. Accordingly the principal risks and uncertainties are considered to be the following:

#### ***Exploration Risk***

Exploration and development activities may be delayed or adversely affected by factors outside the Group's control, in particular: climatic conditions, existence of commercial deposits of gold, zinc and other minerals, unknown geological conditions; remoteness of locations; actions of governments or other regulatory authorities (relating to, inter alia, the grant, maintenance or renewal of any required authorisations, environmental regulations or changes in law).

#### ***Commodity Price Risk***

The demand for, and price of gold, zinc and other minerals is dependent on global and local supply and demand, actions of governments or cartels and general global economic and political developments.

#### ***Financial Risk***

Financial risk is addressed in Note 24 to these financial statements.

### **Share Price**

The company shares are quoted on ISDX markets. Share price movement in the year ranged from a low of Stg£0.015 to a high of Stg£0.03. The share price at the year end was Stg£0.02.

### **Results and Dividends**

The loss for the year after providing for depreciation and taxation amounted to €410,007 (2015: €440,741). All exploration and development costs to date have been deferred, no transfers to distributable reserves or dividends are recommended.

### **Future Developments**

A review of future developments of the business is included in the Chairman's Statement and review of operations.

# IMC Exploration Group Public Limited Company

## *Directors' Report*

for the year ended 30<sup>th</sup> June 2016

..... continued

### **Directors and Secretary and their Interests**

In accordance with the Articles of Association, Nial Ring retires from the board by rotation in accordance with Article 94 of the Articles of Association.

The Directors and secretary who held office at the year end had no interest, either direct or beneficial, other than those shown below, in the shares of the Company.

	Ordinary Shares			A Ordinary Shares	
	16 Dec 2016	30 June 2016	30 June 2015	30 June 2016	30 June 2015
<b>Directors</b>					
Andrew Laz Fleming	1,615,001	1,615,001	1,615,001	-	-
Glenn Millar	1,600,001	1,600,001	1,600,001	-	-
Nial Ring	1,733,334	1,733,334	1,733,334	-	-
Liam McGrattan	2,252,985	2,252,985	2,252,985	38,093	38,093
<b>Secretary</b>					
Nial Ring	1,733,334	1,733,334	1,733,334		

### **Transactions Involving Directors**

There have been no contract or arrangements of significance during the year in which Directors of the Company were interested other than as disclosed in Notes 18, 20 and 21 to the financial statements.

### **Significant Shareholders**

The Company has been informed that, in addition to the interest of the Directors, at 30 June 2016 and the date of this report, the following shareholders own 3% or more of the issued share capital of the Company:

	Percentage of Issued share capital		
	16 Dec 2016	30 June 2016	30 June 2015
Lisa McDonnell	3.13%	3.13%	6.15%
Global Resources Investment Trust	14.84%	14.84%	21.53%
The Bank of New York (Nominees) Ltd.	4.64%	4.64%	0.00%
Pershing Nominees Ltd.	4.64%	4.64%	0.00%
Pershing International Nominees Ltd.	3.69%	3.69%	0.00%
Mosetta Nominees Ltd.	3.53%	3.53%	0.00%

The Directors are not aware of any other holding of 3% or more of the share capital of the Company.

### **Group undertakings**

Details of the Company's subsidiary are set out in Note 12 to the financial statements.

### **Political donations**

The Company did not make any political donations during the year (2015 : € Nil).

# IMC Exploration Group Public Limited Company

## ***Directors' Report***

*for the year ended 30<sup>th</sup> June 2016*

..... continued

### **Going Concern**

The future of the Group is dependent on the successful future outcome of its exploration interests. The Directors have carried out a review of budgets and cash flows for the twelve months after the date of this report and on the basis of that review, consider that the Group and the Company, based on current exploration activity, will have adequate financial resources to continue in operation for the foreseeable future. As exploration activity is expanded, further funding will be required.

The directors consider that in preparing the financial statements they have taken into account all information that could reasonably be expected to be available. On this basis, they consider that it is appropriate to prepare the financial statements on the going concern basis.

### **Important events after the reporting date**

There have been no important events after the reporting date other than as disclosed in Note 19 to the financial statements.

### **Corporate Governance**

The Directors are committed to maintaining the highest standards of corporate governance commensurate with the size, stage of development and financial status of the Group.

### **The Board**

The Board is responsible for the supervision and control of the Company and is accountable to the shareholders. The Board has reserved decision-making on a variety of matters, including determining strategy for the Group, reviewing and monitoring executive management performance and monitoring risks and controls.

The Board currently has four Directors, comprising three executive Directors and one non-executive Director. The Board met formally thirteen times during the year ended 30<sup>th</sup> June 2016. An agenda and supporting documentation was circulated in advance of each meeting. All the Directors bring independent judgement to bear on issues affecting the Group and all have full and timely access to information necessary to enable them to discharge their duties. The Directors have a wide and varying array of experiences in the industry.

# IMC Exploration Group Public Limited Company

## **Directors' Report**

for the year ended 30<sup>th</sup> June 2016

..... continued

### **Audit and Remuneration Committees**

The Audit Committee comprises Nial Ring (Chairman) and Andrew Laz Fleming. It may examine any matters relating to the financial affairs of the Group and the Group's audits. This includes reviews of the annual financial statements and announcements, internal control procedures, accounting procedures, accounting policies, the appointment, independence, objectivity, terms of reference and fees of external auditors and such other related functions as the Board may require.

The Remuneration Committee comprises Glenn Millar (Chairman) and Andrew Laz Fleming. It determines the terms and conditions of employment and annual remuneration of the executive directors. It consults with the Chief Executive Officer, takes into consideration external data and comparative third party remuneration and has access to professional advice outside the Company.

The key policy objectives of the Remuneration Committee in respect of the Company's executive directors are:

- To ensure that individuals are fairly rewarded for their personal contribution to the Company's overall performance; and
- To act as the independent committee ensuring that due regard is given to the interest of the Company's shareholders and to the financial and commercial health of the Company

Directors' Remuneration, including employer's PRSI, during the year ended 30 June 2016 was as follows:

	<b>2016</b>	<b>2015</b>
	<b>Total</b>	<b>Total</b>
	<b>€</b>	<b>€</b>
Remuneration and other emoluments – Executive Directors	-	-
Remuneration and other emoluments – Non-Executive Directors	-	-
	-----	-----
	-	-
	=====	=====

### **Nomination Committee**

At present, as the Board is small, no formal nomination committee has been established. The authority to nominate new Directors for appointment vests in the Board of Directors. All Directors co-opted to the Board during any financial period are subject to election by shareholders at the first opportunity following their appointment. Consideration to setting up a nomination committee is under continuous review.

### **Statement of Director's Responsibilities**

The Directors are responsible for preparing the Annual Report and the Group and Company financial statements in accordance with applicable Irish Law and regulations.

Company law requires the directors to prepare Group and parent Company financial statements for each financial year. As permitted by company law, the Directors have prepared the Group financial statements in accordance with International Financial Reporting Standards (IRFSs) as adopted by the EU (EU IFRS) and have elected to prepare the Company financial statements in accordance with EU IFRS, as applied in accordance with the provisions of Companies Act 2014.

The Group and Company financial statements are required by law and EU IFRS to present fairly the position and performance of the Group; the Companies Acts provide, in relation to such financial statements, that reference in the relevant part of the Acts to financial statements giving a true and fair view are references to their achieving a fair presentation.

# IMC Exploration Group Public Limited Company

## *Directors' Report*

*for the year ended 30<sup>th</sup> June 2016*

..... continued

In preparing each of the Group and Company financial statements, the Directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- disclose and explain any material departures from applicable accounting standards;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume the Company, and the Group as a whole, will continue in business.

The directors confirm that they have completed with the above requirements in preparing the financial statements.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and Group and which enable them to ensure that the financial statements are prepared in accordance with accounting standards generally accepted in Ireland, and comply with the Companies Act 2014, the European Communities (Companies; Group Accounts) Regulations 1992 and all regulations to be construed as one with those Acts.

They are responsible for safeguarding the assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the Republic of Ireland governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

### **Accounting records**

The measures taken by the Directors to ensure compliance with the requirements of Section 282, Companies Act 2014, regarding proper books of accounts are the implementation of necessary policies and procedures for recording transactions, the employment of competent accounting personnel with appropriate expertise and the provision of adequate resources to the finance function. The books of accounts of the Company are maintained at 70 Ballybough Road, Ballybough, Dublin 3.

### **Auditors**

The auditors, O'Leary Chartered Accountants & Registered Auditors, have indicated their willingness to continue in office in accordance with the provisions of Section 383(2) of the Companies Act 2014.

**On behalf of the board**

-----  
**Liam McGrattan**

Director

Date: 16<sup>th</sup> December 2016

-----  
**Nial Ring**

Director

# IMC Exploration Group Public Limited Company

## *Independent Auditors' Report to the Shareholders of IMC Explorations Public Limited Company*

*for the year ended 30<sup>th</sup> June 2016*

We have audited the Group and Company financial statements (the “financial statements”) of IMC Exploration Group Public Limited Company for the year ended 30<sup>th</sup> June 2016 which comprise of the Consolidated Statements of Comprehensive Income, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Statement of Financial Position, Company Statement of Financial Position, Consolidated Statement of Cash Flows, Company Statement of Cash Flows and notes thereon. These financial statements have been prepared under the accounting policies set out on pages 19-23.

This report is made solely to the Company’s members as a body in accordance with Section 336 of the Companies Act 2014. Our audit work has been undertaken so that we might state to the Company’s members those matters that we are required to state to them in the audit 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 or the Company’s members as a body for our audit work, for this report, or for the opinion we have formed.

### **Respective responsibilities of directors and auditors**

The Directors responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and International Financial Reporting Standards as adopted by the European Union (“IFRS”) are set out in the Statement of Directors’ Responsibilities on pages 7-8.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the Group financial statements give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and have been properly prepared in accordance with the Companies Act 2014. We also report to you whether, in our opinion; proper books of accounts have been kept by the Company; whether at the Statement of Financial Position date, there exists a financial situation requiring the convening of an extraordinary general meeting of the Company; and whether the information given in the Directors’ Report is consistent with the financial statements. In addition, we state whether we have obtained all the information and explanations necessary for the purposes of our audit and whether the Company’s financial position is in agreement with the books of account.

We report to the shareholders if, in our opinion, any information specified by law or the listing rules of the ISDX markets regarding Directors’ remuneration and Directors’ transactions is not given and, where practicable, include such information in our report.

We read the other information contained in the Annual Report and consider whether it is consistent with the audited financial statements. This other information comprises only the “Chairman’s Statement and Review of Activities”. We consider the implications for our audit report if we become aware of any apparent misstatement or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

### **Basis of opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and whether the accounting policies are appropriate to the Group’s and Company’s circumstances, consistently applied and adequately disclosed.

# IMC Exploration Group Public Limited Company

## *Independent Auditors' Report to the Shareholders of IMC Exploration Group Public Limited Company*

..... continued

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

### **Opinion**

In our opinion:

- the Group financial statements give a true and fair view, in accordance with IFRS's as adopted by the EU, of the state of the Group's affairs as at 30 June 2016 and of its loss for the year then ended;
- the Company financial statements give a true and fair view, in accordance with IFRSs as adopted by the EU and as applied in accordance with the provisions of the Companies Act 2014, of the state of the Company's affairs as at 30 June 2016; and
- the financial statements have been properly prepared in accordance with the Companies Act 2014.

We have obtained all the information and explanations we consider necessary for the purposes of our audit. In our opinion proper books of account have been kept by the Company. The Company Statement of Financial Position is in agreement with the books of account.

In our opinion the information given in the Directors' Report on pages 4 - 8 is consistent with the financial statements.

### **Emphasis of Matter - Going concern and carrying value of exploration and evaluation assets**

In forming our opinion on the financial statements, which is not modified, we considered:

- (a) the adequacy of disclosures made in Note 10 to the financial statements in relation to the Directors' assessment of the carrying value of the Group's deferred exploration costs amounting to €587,665.
- (b) the adequacy of the disclosures made in Note 1 to the financial statements concerning the Group's ability to continue as a going concern. The Group incurred a net loss of €410,007 for the year ended 30 June 2016.

These conditions indicate the existence of material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the Group was unable to continue as a going concern.

-----  
Patrick O'Leary  
For and on behalf of

### **O'Leary Chartered Accountants & Registered Auditors**

Whitebeam, 9 Oakglade Crescent, Ballycullen, Dublin 24  
Date: 16<sup>th</sup> December 2016

# IMC Exploration Group Public Limited Company

## *Consolidated Statement of Comprehensive Income* for the year ended 30<sup>th</sup> June 2016

### Continuing Operations

	Notes	2016	2015
Administrative expenses		(410,007)	(221,084)
<b>Operating Loss for the period</b>	4.	(410,007)	(221,084)
Finance Income		-	-
Loss on sale of investment		-	(135,164)
Amount written off investment	5.	-	(83,400)
<b>Loss for period before tax</b>		<b>(410,007)</b>	<b>(439,648)</b>
Income tax expenses	8.	-	(1,093)
<b>Total comprehensive loss for the period</b>		<b>(410,007)</b>	<b>(440,741)</b>
<b>Loss attributable to:</b>			
Equity holders of the Company		<b>(410,007)</b>	<b>(440,741)</b>
<b>Total Comprehensive Loss attributable to:</b>			
Equity holders of the Company		<b>(410,007)</b>	<b>(440,741)</b>
<b>Earnings per share</b>			
<b>From continuing operations</b>			
Basic and Diluted loss per share (cent)		0.01	0.01

All activities derived from continuing operations. All losses and total comprehensive losses for the period are attributable to the owners of the Company.

The Company has no recognised gains or losses other than those dealt with in the statement of comprehensive income.

The accompanying notes on pages 18-38 form an integral part of these financial statements.

The Financial statements were approved by the Board of Directors on 16<sup>th</sup> December 2016 and signed on its behalf by:

On behalf of the board

-----  
Liam McGrattan  
Director

-----  
Nial Ring  
Director

## IMC Exploration Group Public Limited Company

### *Consolidated Statement of Changes in Equity for the year ended 30<sup>th</sup> June 2016*

	Share Capital €	Share Premium €	Retained Losses €	Total €
Balance at 30 June 2014	107,402	1,676,777	(967,208)	816,971
<b>Total comprehensive income for the period</b>				
Loss for the period	-	-	(440,741)	(440,741)
Total comprehensive income for the period	-	-	(440,741)	(440,741)
<b>Transactions with owners, recorded directly in equity contributions by and distributions to owners</b>				
Shares issued	5,008	62,992	-	68,000
Share issue costs	-	-	-	-
<b>Total transactions with owners</b>	-	-	-	-
<b>Balance at 30 June 2015</b>	112,410	1,739,769	(1,407,949)	444,230
<b>Total comprehensive income for the period</b>				
Loss for the period	-	-	(410,007)	(410,007)
Total comprehensive income for the period	-	-	(410,007)	(410,007)
<b>Transactions with owners, recorded directly in equity contributions by and distributions to owners</b>				
Shares issued	33,500	497,646	-	531,146
Share issue costs	-	-	-	-
<b>Balance at 30 June 2016</b>	145,910	2,237,415	(1,817,956)	565,369

Net equity is attributable to the holder of the ordinary shares in the Group.

The accompanying notes on pages 18-38 form an integral part of these financial statements.

The financial statements were approved by the board of Directors on 16<sup>th</sup> December 2016 and signed on its behalf by:

On behalf of the board

-----  
Liam McGrattan  
Director

-----  
Nial Ring  
Director

## IMC Exploration Group Public Limited Company

### *Company Statement of Changes in equity for the year ended 30<sup>th</sup> June 2016*

	Share Capital €	Share Premium €	Retained Losses €	Total €
Balance at 30 June 2014	107,402	1,676,777	(611,980)	1,172,199
<b>Total comprehensive income for the year</b>				
Loss for the year	-	-	(423,829)	(423,829)
Total comprehensive income for the year	-	-	(423,829)	(423,829)
<b>Transactions with owners, recorded directly in equity</b>				
Shares issued	5,008	62,992	-	68,000
Shares issue costs	-	-	-	-
Total transactions with owners	5,008	62,992	-	68,000
Balance at 30 June 2015	112,410	1,739,769	(1,035,809)	816,370
<b>Total comprehensive income for the year</b>				
Loss for the year	-	-	(407,042)	(407,042)
Total comprehensive income for the year	-	-	(407,042)	(407,042)
<b>Transactions with owners, recorded directly in equity</b>				
Shares issued	33,500	497,646	-	531,146
Share issue costs	-	-	-	-
Total transactions with owners	33,500	497,646	-	531,146
<b>Balance at 30 June 2016</b>	<b>145,910</b>	<b>2,237,415</b>	<b>(1,442,851)</b>	<b>940,474</b>

Net equity is attributable to the holders of the ordinary shares in the Company.

The accompanying notes on pages 18 - 38 form an integral part of these financial statements.

The financial statements were approved by the board of directors on 16<sup>th</sup> December 2016 and signed on its behalf by:

**On behalf of the board**

-----  
Liam McGrattan  
Director

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Nial Ring  
Director

## IMC Exploration Group Public Limited Company

### *Consolidated Statement of Financial Position for the year ended 30<sup>th</sup> June 2016*

	Notes	2016	2015
<b>Assets</b>			
Intangible assets	10	587,665	524,724
Property, plant and equipment	11	-	1,465
Investments	12	-	-
Total Non-Current Assets		<u>587,665</u>	<u>526,189</u>
<b>Current Assets</b>			
Trade and other receivables	13	95,047	111,671
Cash and cash equivalents		61,742	(26,685)
Total Current Assets		<u>156,789</u>	<u>84,986</u>
<b>Total Assets</b>		<u><b>744,454</b></u>	<u><b>611,175</b></u>
<b>Equity</b>			
Share Capital	15	145,910	112,410
Share premium	15	2,237,415	1,739,769
Retained deficit	16	(1,817,956)	(1,407,949)
Attributable to owners of the Company	17	<u>565,369</u>	<u>444,230</u>
<b>Total Equity</b>		<u><b>565,369</b></u>	<u><b>444,230</b></u>
<b>Liabilities - Current</b>			
Trade and other payables		168,094	155,954
Current tax liabilities		10,991	10,991
Total Liabilities	14	<u>179,085</u>	<u>166,945</u>
<b>Total Equity and Liabilities</b>		<u><b>744,454</b></u>	<u><b>611,175</b></u>

The accompanying notes on pages 18-38 form and integral part of these financial statements.

The Financial statements were approved by the Board of Directors on 16<sup>th</sup> December 2016 and signed on its behalf by:

**On behalf of the board**

-----  
Liam McGrattan  
Director

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Nial Ring  
Director

# IMC Exploration Group Public Limited Company

## *Company Statement of Financial Position for the year ended 30<sup>th</sup> June 2016*

	Notes	2016	2015
<b>Assets</b>			
<b>Non- Current Assets</b>			
Financial Investments	12	30,365	30,365
Total Non-Current Assets		<u>30,365</u>	<u>30,365</u>
<b>Current Assets</b>			
Trade and other receivables	13	972,865	920,048
Cash and cash equivalents		97,329	8,902
Total Current Assets		<u>1,070,194</u>	<u>928,950</u>
<b>Total Assets</b>		<u><u>1,100,559</u></u>	<u><u>959,315</u></u>
<b>Equity</b>			
Share Capital	15	145,910	112,410
Share premium	15	2,237,415	1,739,769
Retained loss	16	(1,442,851)	(1,035,809)
<b>Equity Attributable to equity shareholders</b>		<u>940,474</u>	<u>816,370</u>
<b>Total Equity</b>		<u>940,474</u>	<u>816,370</u>
<b>Liabilities - Current</b>			
Trade and other payables	14	149,094	131,954
Current tax liabilities	14	10,991	10,991
<b>Total Liabilities</b>		<u>160,085</u>	<u>142,945</u>
<b>Total Equity and Liabilities</b>		<u><u>1,100,559</u></u>	<u><u>959,315</u></u>

The accompanying notes on pages 18-38 form and integral part of these financial statements.

The financial statements were approved by the Board of Directors on 16<sup>th</sup> December 2016 and signed on its behalf by:

On behalf of the board

-----  
Liam McGrattan  
Director

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Nial Ring  
Director

# IMC Exploration Group Public Limited Company

## *Consolidated Statement of Cash Flows* for the year ended 30<sup>th</sup> June 2016

	Notes	2016	2015
<b>Cash flows from operating activities</b>			
Loss for the year		(410,007)	(222,177)
Adjustments for:			
Income tax expense recognised in profit and loss		-	1,093
Depreciation		1,465	1,225
		-----	-----
<b>Cash from operations before changes in working capital</b>		<b>(408,542)</b>	<b>(219,859)</b>
Movement in trade and other receivables		16,624	(268)
Movement in trade and other payables		12,140	94,492
		-----	-----
<b>Net cash flow from operating activities</b>		<b>(379,778)</b>	<b>(125,635)</b>
<b>Cash flows from investing activities</b>			
Interest received	22	-	-
Proceeds from sale of investments	22	-	63,254
Taxation	22	-	-
Acquisitions and disposals	22	(62,941)	-
		-----	-----
<b>Net cash (used in) investing activities</b>		<b>(62,941)</b>	<b>63,254</b>
<b>Cash flows from financing activities</b>			
Proceeds from the issue of new shares	22	531,146	68,000
Finance income/(expense)		-	-
		-----	-----
<b>Net cash generated by financing activities</b>		<b>531,146</b>	<b>68,000</b>
		-----	-----
<b>Movement in cash and cash equivalents</b>	23	<b>88,427</b>	<b>5,619</b>
<b>Cash and cash equivalents at beginning of year</b>	23	<b>(26,685)</b>	<b>(32,304)</b>
		-----	-----
<b>Cash and cash equivalents at end of year 23</b>		<b>61,742</b>	<b>(26,685)</b>
		=====	=====

The accompanying notes on pages 18 - 38 form an integral part of these financial statements.

The financial statements were approved by the Board of Directors on 16<sup>th</sup> December 2016 and signed on its behalf by:

**On behalf of the board**

-----  
Liam McGrattan  
Director

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Nial Ring  
Director

# IMC Exploration Group Public Limited Company

## *Company Statement of Cash Flows* for the year ended 30<sup>th</sup> June 2016

	Notes	2016	2015
<b>Cash flows from operating activities</b>			
Loss for the year		(407,042)	(205,265)
Adjustments for:			
Income tax expenses recognised in profit and loss		-	1,093
		-----	-----
<b>Cash from operations before changes in working capital</b>		<b>(407,042)</b>	<b>(204,172)</b>
Movement in trade and other receivables		(52,817)	(11,520)
Movement in trade and other payables		17,140	92,992
		-----	-----
Cash generated from operations		(442,719)	(122,700)
Income tax received		-	-
		-----	-----
<b>Cash flows from operating activities</b>		<b>(442,719)</b>	<b>(122,700)</b>
		-----	-----
<b>Cash flows from investing activities</b>			
Proceeds from sale of investments		-	63,254
Interest received		-	-
Taxation		-	-
		-----	-----
		-	63,254
		-----	-----
<b>Cash flows from financing activities</b>			
Proceeds from the issue of new shares		531,146	68,000
		-----	-----
Net cash used in financing activities		531,146	68,000
		-----	-----
Movement in cash and cash equivalents in the year		88,427	8,554
Cash and cash equivalents at the beginning of year		8,902	348
		-----	-----
Cash and cash equivalents at the end of year		<b>97,329</b>	<b>8,902</b>
		=====	=====

The accompanying notes on pages 18 - 38 form an integral part of these financial statements.

The financial statements were approved by the Board of Directors on 16<sup>th</sup> December 2016 and signed on its behalf by:

**On behalf of the board**

-----  
Liam McGrattan  
Director

-----  
Nial Ring  
Director

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements

*for the year ended 30 June 2016*

### 1. Basis of Preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS's) as adopted by the EU.

The financial statements have been prepared on the historical cost basis. The accounting policies have been applied consistently by Group entities.

The financial statements have been prepared on the going concern basis, which assumes that IMC Exploration Group Public Limited Company will continue in operational existence for the foreseeable future.

The validity of this assumption depends on the continued funding by Koza Limited on the Company's exploration licences in Wicklow and Wexford.

The Directors are satisfied that they have adequate funding to cover the administrative expenses of the Company and Group for the next 12 months.

The Directors also intend to raise additional finance during 2016/2017 to fund further exploration programmes.

The financial statements do not include any adjustments that would result if the additional capital is not raised. Whilst taking into consideration the uncertainties described above, the Directors believe that it is appropriate for the financial statements to be prepared on a going concern basis.

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements for the year ended 30 June 2016

..... Continued

### 2. Statement of Accounting Policies

#### Accounting Convention

The financial statements are prepared under the historical cost convention.

IMC Exploration Group Public Limited Company (“the Company”) is a company incorporated in Ireland. The Group financial statements consolidate those of the Company and its subsidiary (together referred to as the “Group”).

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements and by all group entities.

#### Statement of Compliance

As permitted by the European Union, the Group financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS’s) and their interpretations issued by the International Accounting Standards Board (IASB) as adopted by the EU (IFRS). The individual financial statements of the Company (“Company financial statements”) have been prepared in accordance with the IFRS’s as adopted by the EU and as applied in accordance with the Companies Act 2014 which permits a company that publishes its Company and Group financial statements together, to take advantage of the exemption in Section 297 of the Companies Act 2014, from presenting to its members its Company Statement of Comprehensive Income and related notes that form part of the approved Company financial statements.

The IFRS’s adopted by the EU as applied by the Company and the Group in the preparation of these financial statements are those that were effective on or before 30 June 2016.

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements

*for the year ended 30 June 2016*

..... Continued

### **Functional and Presentation Currency**

The consolidated financial statements are presented in Euro (€), which is the Company's functional currency.

### **Use of Estimates and Judgements**

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, 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 judgements about carrying values of assets and liabilities that are not readily apparent from other sources.

In particular, significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are in the following areas

Note 10 – Intangible asset; measurement of impairment

Note 8 – Deferred Tax; utilisation of tax losses

### **Revenue Recognition – Interest revenue**

Interest revenue is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

### **Basis of Consolidation**

The consolidated financial statements comprise the financial statements of IMC Exploration Group Public Limited Company and its subsidiary undertaking for the year ended 30 June 2016.

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing the control, potential voting rights that are currently exercisable or convertible are taken into account. Subsidiaries are fully consolidated from the date that control commences until the date that control ceases. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Intragroup balances and any unrealised gains or losses or income or expenses arising from intragroup transactions are eliminated in preparing the Group financial statements.

In the Company's own balance sheet, investments in subsidiaries are stated at cost less provisions for any permanent diminution in value.

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements for the year ended 30 June 2016

..... continued

### **Intangible Assets**

#### **Exploration and Evaluation Assets**

In accordance with International Financial Reporting Standard 6 – Exploration for and Evaluation of Mineral Resources, the Group uses the cost method of recognition. Exploration costs include licence costs, survey, geophysical and geological analysis and evaluation costs, costs of drilling and project-related overheads.

Exploration expenditure in respect of properties and licences not in production is capitalised and is carried forward in the balance sheet under intangible assets in respect of each area of interest where:

- (i) the operations are ongoing in the area of interest and exploration or evaluation activities have not reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves; or
- (ii) such costs are expected to be recouped through successful development and exploration of the area of interest or alternatively by its realisation.

When the Directors decide that no further expenditure on an area of interest is worthwhile, the related expenditure is written off or down to an amount which it is considered represents the residual value of the Group's interest therein.

### **Impairment**

The carrying amounts of the Group's non-financial assets, other than deferred tax assets are reviewed at each year end reporting date to determine whether there is any indication of impairment. If any such indication exists then the assets' recoverable amount is estimated. For intangible assets that have indefinite lives or that are not yet available for use, recoverable amount is estimated at each year end reporting date.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. A cash-generating unit is the smallest identifiable asset group that is expected to generate cash flows that largely are independent from other assets and groups. Impairment losses are recognised in the Statement of Comprehensive Income. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

The recoverable amount of an asset or cash generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risk specific to the asset.

### **Property, Plant and Equipment**

Plant and Equipment are stated at cost or valuation, less accumulated depreciation. Subsequent costs are included in an asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group. Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Fixtures and Fittings - 20% Straight Line

The residual value of the useful lives of the property, plant and equipment are reviewed annually and adjusted if appropriate at each statement of financial position date.

On disposal of property, plant and equipment the cost and the related accumulated depreciation and impairments are removed from the financial statements and the net amount, less any proceeds, is taken to the Statement of Comprehensive Income.

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements

for the year ended 30 June 2016

..... continued

### **Income Tax Expense**

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit and loss except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or equity respectively.

Current corporation tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill, the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit, and differences relating to investments in subsidiaries to the extent that they probably will not reverse in the foreseeable future. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividends is recognised.

### **Foreign Currencies**

Monetary assets and liabilities dominated in a foreign currency are translated into Euro at the exchange rate ruling at the balance sheet date, unless specifically covered by foreign exchange contracts whereupon the contract rate is used. Revenues, costs and non monetary assets are translated at the exchange rates ruling at the dates of the transactions. All exchange differences are dealt with through the Statement of Comprehensive Income.

On consolidation, the assets and liabilities of overseas subsidiaries are translated into Euro at the rates of exchange prevailing at the balance sheet date. Exchange differences arising from the restatement of the opening balance sheets of these subsidiary Companies are dealt with through reserves. The operating results of overseas subsidiary Companies are translated into Euro at the average rates applicable during the year.

### **Share Capital**

Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a reduction in equity.

### **Earnings Per Share**

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements

for the year ended 30 June 2016

..... continued

### **Share based payments**

For such grants of share options, the fair value as at the date of grant is calculated, taking into account the terms and conditions upon which the options were granted. The amount recognised as an expense is adjusted to reflect the actual number of share options that are likely to vest, except where forfeiture is only due to market-based conditions not achieving the threshold for vesting. The corresponding credit is to a share based payment reserve.

### **Financial Instruments**

#### *Cash and Cash Equivalents*

Cash and cash equivalents in the Statement of Financial Position comprise cash at bank and in hand and short term deposits with an original maturity of three months or less. Bank overdrafts that are repayable on demand and form part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of Statement of Cash Flows.

#### *Trade and Other Receivables/Payables*

Trade and other receivables and payables are stated at cost less impairment, which approximates fair value given the short dated nature of these assets and liabilities.

### **Finance Income**

Finance income comprises interest income on funds invested and foreign currency gains. Interest income is recognised as the interest accrues (using the effective interest rate method) to the net carrying amount of the financial asset.

### **Segmental Information**

In accordance with IFRS 8: Operating Segments, the Group has one principle reportable segment, ie: Ireland, which represents the exploration for and the development of gold, zinc and other minerals in Ireland.

Other operations 'Corporate' includes cash resources held by the Group, interest income earned and other operational expenditure incurred by the Group. These areas are not within the definition of an operating segment.

### **Financial Assets - Investments in Subsidiaries**

Investments in subsidiaries are stated at cost and are reviewed for impairment if there are indications that the carrying value may not be recoverable.

# IMC Exploration Group Public Limited Company

## *Notes to the Financial Statements for the year ended 30 June 2016*

..... continued

### 3. Segment Information

The group is engaged in one business segment only – exploration of mineral resource projects. Therefore only an analysis by geographical segment has been presented. The group has geographic segments in Ireland.

The segment results for the periods are as follows:

#### Segment Revenues and Results

The following is an analysis of the Group's revenue and results from continuing operations by reportable segment.

	Segment Revenue		Segment Loss	
	2016	2015	2016	2015
	€	€	€	€
<b>Loss for period to 30 June 2016</b>	-	-	<b>(410,007)</b>	(219,481)
Total for continuing operations	-----	-----	<b>(410,007)</b>	(219,481)
	=====			
Investment Income			-	-
Amount written off investments			-	(83,400)
Loss on sale of investments			-	(135,164)
Finance costs			-	(1,603)
Loss before tax (continuing operations)			<b>(410,007)</b>	(439,648)
Income tax expense			-	(1,093)
Segment loss for period			<b>(410,007)</b>	(440,741)
			=====	=====

#### Segment assets and liabilities

	2016	2015
	€	€
<b>Segment Assets</b>		
Exploration - Ireland	<b>744,454</b>	611,175
	-----	-----
Consolidated assets	<b>744,454</b>	611,175
	=====	=====
<b>Segment Liabilities</b>		
Exploration - Ireland	<b>179,085</b>	166,945
	-----	-----
Consolidated Liabilities	<b>179,085</b>	166,945
	=====	=====

# IMC Exploration Group Public Limited Company

## *Notes to the Financial Statements* for the year ended 30 June 2016

..... continued

### Other segment information

	Depreciation and Amortisation		Additions to non-current assets	
	2016	2015	2016	2015
	€	€	€	€
Exploration	<u>1,465</u>	<u>1,225</u>	<u>62,941</u>	<u>-</u>

### Revenue from major products and services

The Group received revenue from the sale of shares in Global Resources Investment Trust (GRIT), an LSE quoted company.

### Geographical information

The Group operates in one geographical area - Republic of Ireland.

## 4. Loss on ordinary activities before taxation

<b>Group</b>	<b>2016</b>	<b>2015</b>
	€	€
<b>This is arrived at after charging:</b>		
Depreciation of tangible assets	1,465	1,225
Auditors' remuneration	14,500	14,500
Auditors' remuneration from non-audit work	-	-
	=====	=====
<b>Company</b>	<b>2016</b>	<b>2015</b>
	€	€
<b>This is arrived at after charging:</b>		
Auditors' remuneration	13,000	13,000
Auditors' remuneration from non-audit work	-	-
	=====	=====

As permitted by Section 297 of the Companies Act 2014, the company Statement of Comprehensive Income has not been separately disclosed in these financial statements.

<b>5. Amounts written off investments</b>	<b>2016</b>	<b>2015</b>
	€	€
Amounts written off fixed asset investments:		
-diminution in value (see Note 12)	-	83,400
	=====	=====

# IMC Exploration Group Public Limited Company

## *Notes to the Financial Statements* for the year ended 30 June 2016

..... continued

<b>6.</b>	<b>Interest receivable and similar income</b>	<b>2016</b>	<b>2015</b>
		<b>€</b>	<b>€</b>
	Bank Interest	-	-
		=====	=====

### **7. Employees**

#### *Number of employees*

The average monthly numbers of employees  
(Including the directors) during the year were:

	<b>2016</b>	<b>2015</b>
	<b>Number</b>	<b>Number</b>
Directors	0	0
Employee	0	0

#### *Employment costs (including directors)*

	<b>2016</b>	<b>2015</b>
	<b>€</b>	<b>€</b>
Wages and salaries	-	-
Social welfare costs	-	-
	-----	-----
	-	-
	=====	=====

### **7.1 Directors' emoluments**

	<b>2016</b>	<b>2015</b>
	<b>€</b>	<b>€</b>
Remuneration and other emoluments	-	-
	=====	=====

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30<sup>th</sup> June 2016*

.....continued

8. Income tax expense	2016 €	2015 €
Current year taxation		
Corporation tax expense in respect of the current year	-	-
Corporation tax expense in respect of underprovision in prior years	-	1,093
	-----	-----
Total expense	-	1,093
	=====	=====

The income tax expense for the year can be reconciled to the accounting loss as follows:

Loss on ordinary activities before tax	(410,007)	(211,084)
	-----	-----
Loss on ordinary activities multiplied by standard rate of corporation tax of 12.5% (2015 - 12.5%)	(51,251)	(27,636)
	=====	=====

The tax rate used for the year end reconciliations above is the corporate rate of 12.5% payable by corporate entities in Ireland on taxable profits under tax law in the jurisdiction of Ireland.

Income tax expense recognised relates to surcharges on directors loans.

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30 June 2016*

..... continued

#### 9. Loss per share

##### Basic earnings per share

The basic and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

	2016 €	2015 €
Loss for the period attributable to equity holders of The parent	(410,007)	(440,741)
	-----	-----
Number of ordinary shares in issue – start of year	74,316,719	69,308,507
Effect of shares issued during the year	33,500,000	5,008,212
	-----	-----
Weighted average number of ordinary shares for the purposes of basic earning per share	107,816,719	74,316,719
	=====	=====
Basic Loss per ordinary share (cent)	(0.01)	(0.01)

#### 10. Intangible assets – Group

	2016 €	2015 €
Cost	587,665	524,724
Accumulated amortisation and impairment	-	-
	-----	-----
	587,665	524,724
	=====	=====

	Exploration and Evaluation Assets €	Total €
Cost		
Opening cost	524,724	524,724
Additions	62,941	-
	-----	-----
	587,665	524,724
	=====	=====

The Directors have considered expenditure on exploration and evaluation activities which have been capitalised at cost. No amortisation has been charged in the period. The Directors have reviewed the carrying value of the exploration and evaluation assets and consider it to be fairly stated and not impaired at 30 June 2016. The recoverability of the intangible assets is dependent on the future realisation or disposal of the copper, silver, gold and other mineral, resources.

# IMC Exploration Group Public Limited Company

## *Notes to the Financial Statements* *for the year ended 30 June 2016*

..... continued

### 11. Tangible assets

	Fixtures & fittings	Total
	€	€
<b>Cost</b>		
At 1 July 2015	6,125	6,125
Additions	-	-
	-----	-----
	6,125	6,125
	-----	-----
<b>Depreciation</b>		
At 1 July 2015	4,660	4,660
Change for the year	1,465	1,465
	-----	-----
At 30 June 2016	6,125	6,125
	-----	-----
<b>Net book values</b>		
At 30 June 2016	-	-
	=====	=====
At 30 June 2015	1,465	1,465
	=====	=====

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30<sup>th</sup> June 2016*

.....continued

12. Financial assets - Company	Subsidiary Undertakings Shares €	Listed Investments €	Total €
<b>Group undertakings</b>			
Shares at cost			
At 1 July 2015	30,365	38,738	69,103
Shares disposals during year	-	-	-
At 30 June 2016	30,365	38,738	69,103
<b>Provisions for Diminution in value:</b>			
At 1 July 2015	-	38,738	38,738
Movement	-	-	-
Share Disposals	-	-	-
At 30 June 2016	-	38,738	38,738
<b>Net book values</b>			
At 30 June 2016	30,365	-	30,365
At 30 June 2015	30,365	-	30,365

At 30 June 2016 the Company had the following subsidiary undertaking:

Name	Incorporated in	% shares
IMC Exploration Limited	Ireland	100

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

	Capital and reserves €	Loss for Year €
IMC Exploration Limited	(365,376)	(2,965)

#### **Listed Investments**

On the 26<sup>th</sup> March 2012 the company acquired 1,000,000 in Gold World Resources Inc at a cost price of CAD\$0.05 per share. The market price at 30 June 2016 was CAD\$0.0000.

The directors have provided for any diminution in value.

In the opinion of the Directors' the carrying value of the investment is appropriate.

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30<sup>th</sup> June 2016*

.....continued

13. Trade and other receivables	Group 2016 €	Group 2015 €	Company 2016 €	Company 2015 €
Amounts owed by group undertaking	-	-	887,813	818,372
Other receivables	22,515	39,139	12,520	29,144
Directors Accounts	43,962	43,962	43,962	43,962
Called up share capital not paid	28,570	28,570	28,570	28,570
Prepayments and accrued income	-	-	-	-
	-----	-----	-----	-----
	<b>95,047</b>	111,671	<b>972,865</b>	920,048
	=====	=====	=====	=====

Amounts falling due after more than one year and included in debtors are:

	Group 2016 €	Group 2015 €	Company 2016 €	Company 2015 €
Amounts owed by group undertaking	-	-	887,813	818,372
Called up share capital not paid	28,570	28,570	28,570	28,570
	-----	-----	-----	-----
	<b>28,570</b>	28,570	<b>916,383</b>	846,942
	=====	=====	=====	=====

14. Trade and other payables	Group 2016 €	Group 2015 €	Company 2016 €	Company 2015 €
<i>Amounts falling due within one year</i>				
Corporation tax	10,991	10,991	10,991	10,991
Other taxes and social welfare costs	-	-	-	-
Other payables	107,958	79,160	107,958	79,160
Accruals and deferred income	60,136	76,794	41,136	52,794
	-----	-----	-----	-----
	<b>179,085</b>	166,945	<b>160,085</b>	142,945
	=====	=====	=====	=====
<i>Other taxes and social welfare costs:</i>				
	Group 2016 €	Group 2015 €	Company 2016 €	Company 2015 €
PAYE/PRSI	-	-	-	-
	=====	=====	=====	=====

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30<sup>th</sup> June 2016*

.....continued

15. Share capital		2016 €	2015 €
Authorised equity			
200,000,000 Ordinary shares of €0.001 each		200,000	200,000
50,000 "A" Ordinary shares of €1 each		50,000	50,000
		-----	-----
		<b>250,000</b>	<b>250,000</b>
		=====	=====
<b>Issued Capital</b>			
<b>Ordinary Shares fully paid up</b>	<b>Number of shares</b>	<b>Share Capital €</b>	<b>Share Premium €</b>
Balance at 1 July 2014	69,308,507	69,309	1,676,777
Shares Issued for Non-Cash	5,008,212	5,008	62,992
	-----	-----	-----
<b>Balance at 30 June 2015</b>	<b>74,316,719</b>	<b>74,317</b>	<b>1,739,769</b>
	=====	=====	=====
Balance at 1 July 2015	74,316,719	74,317	1,739,764
Shares Issued for Cash	33,500,000	33,500	497,646
	-----	-----	-----
<b>Balance at 30 June 2016</b>	<b>107,816,719</b>	<b>107,817</b>	<b>2,237,415</b>
	=====	=====	=====

Fully paid ordinary shares which have a par value of €0.001 carry one vote and carry a right to dividends.

A Ordinary Shares Partly Paid	Number of shares	Share Capital €	Share Premium €
Balance at 1 July 2015	38,093	38,093	-
	-----	-----	-----
<b>Balance 30 June 2016</b>	<b>38,093</b>	<b>38,093</b>	<b>-</b>
	=====	=====	=====

Partly paid "A" ordinary shares which have a par value of €1 carry no voting rights or rights to dividends.

Total Shares	Share Capital €	Share Premium €
Total at 1 July 2015	112,410	1,739,769
Shares Issued for Cash	33,500	497,646
	-----	-----
<b>Total at 30 June 2016</b>	<b>145,910</b>	<b>2,237,415</b>
	=====	=====

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30<sup>th</sup> June 2016*

.....continued

16. Retained Losses	Group 2016 €	Group 2015 €	Company 2016 €	Company 2015 €
Loss at beginning of year	(1,407,949)	(967,208)	(1,035,809)	(611,980)
Loss for the year	(410,007)	(440,741)	(407,042)	(423,829)
	-----	-----	-----	-----
Loss at end of year	(1,817,956)	(1,407,949)	(1,442,851)	(1,035,809)
	=====	=====	=====	=====

In accordance with the provisions of the Companies Act 2014, the Company has not presented an Income Statement. A Loss for the year of €415,112 (2015 - loss of €423,829) has been dealt with in the Statement of Comprehensive Income of the Company.

17. Reconciliation of movements in shareholders' funds	2016 €	2015 €
Loss for the year	(410,007)	(440,741)
Net proceeds of equity share issue	531,146	68,000
Other recognised gains or losses	-	-
	-----	-----
Net deductions from/additional to shareholders funds	121,139	(372,741)
Opening shareholders funds	444,230	816,971
	-----	-----
Equity shareholders' funds	565,369	444,230
	=====	=====

**IMC Exploration Group Public Limited Company**

*Notes to the Financial Statements  
for the year ended 30<sup>th</sup> June 2016*

.....continued

**18. Transactions with directors**

<b>Loans to directors</b>	<b>Opening Balance €</b>	<b>Movement €</b>	<b>Closing Balance €</b>	<b>Maximum Outstanding In Year €</b>
<b>Names of Director</b>				
Andrew Laz Fleming	4,124	-	4,124	4,124
Gareth V Jones (Resigned on 19 <sup>th</sup> December 2013)	8,952	-	8,952	8,952
Glenn Millar	6,957	-	6,957	6,957
Nial Ring	10,880	-	10,880	10,880
Liam McGrattan	6,454	-	6,454	6,454
Hugh Gibney (Resigned on 19 <sup>th</sup> December 2013)	6,595	-	6,595	6,595
	-----	-----	-----	-----
<b>Amounts due by directors as at 30 June 2016</b>	<b>43,962</b>	<b>-</b>	<b>43,962</b>	<b>43,962</b>
	=====	=====	=====	=====

The loans which are interest free are repayable on demand.

**19. Post Balance Sheet events.**

There were no significant post balance sheet events.

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements for the year ended 30 June 2016

..... Continued

### 20. Share-based payments

#### *Share Options*

On 27<sup>th</sup> March 2015 the directors approved the IMC Exploration Group Public Limited Company 2015 Share Option Scheme.

Under this Share Option Scheme all of the directors (past and present) have an option to purchase 200,000 shares at a weighted average price of GBP£0.10. The option expires on 26<sup>th</sup> March 2017.

### 21. Related Party Transactions

Details of subsidiary undertakings are shown in Note 12. In accordance with International Accounting Standard 24 - Related Party transactions between group entities have been eliminated on consolidation and are therefore not disclosed.

# IMC Exploration Group Public Limited Company

## *Notes to the Financial Statements* for the year ended 30<sup>th</sup> June 2016

.....continued

### 22. Gross Cash Flows

	2016 €	2015 €
<b>Returns on investment and servicing of finance</b>		
Interest received	-	-
Proceeds from sale of investments	-	63,254
	-----	-----
	-	63,254
	=====	=====
<b>Taxation</b>		
Corporation tax paid	-	-
	-----	-----
	-	-
	=====	=====
<b>Capital expenditure and financial investment</b>		
Payments to acquire intangible assets	62,941	-
Payments to acquire tangible assets	-	-
Payments to acquire investments	-	-
	-----	-----
	62,941	-
	=====	=====
<b>Financing</b>		
Issue of ordinary share capital	531,146	68,000
Issue costs	-	-
	-----	-----
	531,146	68,000
	=====	=====

### 23. Analysis of changes in net funds

	Opening Balance €	Cash flows €	Closing balance €
Cash at bank and in hand	(26,685)	88,427	61,742
	-----	-----	-----
	(26,685)	88,427	61,742
	-----	-----	-----
Net Funds	(26,685)	88,427	61,742
	=====	=====	=====

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements for the year ended 30 June 2016

..... Continued

### 24. Financial Instruments and Financial Risk Management

The Group and Company's principal financial instruments comprise cash and cash equivalents. The main purpose of these financial instruments is to provide finance for the Group and Company's operations. The Group has various other financial assets and liabilities such as receivables and trade payables, which arise directly from its operations.

It is, and has been throughout 2016 and 2015 the Group and Company's policy that no trading on derivatives be undertaken.

The main risks arising from the Group and Company's financial instruments are foreign currency risk, credit risk, liquidity risk, interest rate risk and capital risk. The board reviews and agrees policies for managing each of these risks which are summarised below.

#### Foreign currency risk

The Group undertakes certain transactions denominated in foreign countries. Hence, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilising forward exchange contracts where appropriate.

At the year ended 30 June 2016 and 30 June 2015, the Group had no outstanding forward exchange contracts.

#### Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. As the Group does not, as yet, have any sales to third parties, this risk is limited.

The Group and Company's financial assets comprise receivables and cash and cash equivalents. The credit risk on cash and cash equivalents is limited because the counterparties are banks with high credit-ratings assigned by international credit rating agencies. The Group and Company's exposure to credit risk arise from default of its counterparty, with a maximum exposure equal to the carrying amount of cash and cash equivalents in its consolidated balance sheet.

The Group does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. The Group defines counterparties as having similar characteristics if they are connected entities.

#### Liquidity risk management

Liquidity risk is the risk that the Group will not have sufficient funds to meet liabilities. Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has built an appropriate liquidity risk management framework for the management of the Group and Company's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity by maintaining adequate reserves and by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. Cash forecasts are regularly produced to identify the liquidity requirements of the Group. To date, the Group has relied on shareholder funding to finance its operations. The Group had no borrowing facilities at 30 June 2016.

The Group and Company's financial liabilities as at 30 June 2016 and 30 June 2015 were all payable on demand.

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements for the year ended 30 June 2016

..... Continued

The expected maturity of the Group and Company's financial assets (excluding prepayments) as at 30 June 2016 and 30 June 2015 was less than one month.

The Group expects to meet its other obligations from operating cash flows with an appropriate mix of funds and equity investments. The Group further mitigates liquidity risk by maintaining an insurance programme to minimise exposure to insurable losses.

The group had no derivative financial instruments as at 30 June 2016 and 30 June 2015.

### **Interest rate risk**

The Group and Company's exposure to the risk of changes in market interest rates relates primarily to the Group and Company's holdings of cash and short term deposits.

It is the Group and Company's policy as part of its disciplined management of the budgetary process to place surplus funds on short-term deposit in order to maximise interest earned.

### **Capital Risk Management**

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust its capital structure, the Group may adjust or issue new shares or raise debt. No changes were made in the objectives, policies or processes during the years ended 30 June 2016 and 30 June 2015. The capital structure of the Group consists of equity attributable to equity holders of the parent, comprising issued capital, reserves and retained losses as disclosed in the consolidated statement of changes in equity.

### **Fair values**

The carrying amount of the Group and Company's financial assets and financial liabilities is a reasonable approximation of the fair value.

### **Hedging**

At the year ended 30 June 2016 and 30 June 2015, the Group had no outstanding contracts designated as hedges.

## **25. Approval of financial statements**

The financial statements were approved by the board on 16<sup>th</sup> December 2016.

**IMC Exploration Group Public Limited Company**

**Directors' Report and Financial Statements**

*for the year ended 30 June 2017*

# IMC Exploration Group Public Limited Company

## Directors' Report and Financial Statements

### Contents

	Page
Directors and Other Information	1-2
Chairman's Statement and Review of Activities	3
Directors' Report	4 - 8
Independent Auditors' Report	9 - 10
Consolidated Statement of Comprehensive Income	11
Consolidated Statement of Changes in Equity	12
Company Statement of Changes in Equity	13
Consolidated Statement of Financial Position	14
Company Statement of Financial Position	15
Consolidated Statement of Cash Flows	16
Company Statement of Cash Flows	17
Notes to the Financial Statements	18 - 38

## IMC Exploration Group Public Limited Company

### *Directors and other information*

Directors	Liam McGrattan Andrew Laz Fleming Nial Ring Glenn Millar	(Executive Chairman) (Executive Director) (Non-Executive Director) (Executive Director)
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Secretary	Nial Ring
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Registered Office & Business Address	70 Ballybough Road Ballybough Dublin 3
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Auditors	O'Leary Chartered Accountants & Registered Auditors Whitebeam 9 Oakglade Crescent Ballycullen Dublin 24
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Bankers	Bank of Ireland O'Connell Street Dublin 1
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Solicitors	Business & Commercial Solicitors Leeson Chambers 28 Lower Leeson Street Dublin 2
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## IMC Exploration Group Public Limited Company

### *Directors and other information*

Corporate Advisors                      Keith Bayley Rogers & Co. Limited  
1 Royal Exchange Avenue  
London EC3V 3LT  
England

Registrars                                      Neville Registrars Limited  
Neville House  
18 Laurel Lane  
Halesowen  
B63 3DA  
England

Registered Number                      500487

Date of Incorporation                      27 June 2011

Website                                        [www.imcexploration.com](http://www.imcexploration.com)

## IMC Exploration Group Public Limited Company

### Chairman's Statement

*for the year ended 30 June 2017*

Dear Shareholders,

The directors of IMC are pleased to present the audited Financial Results for (IMC) for the twelve months to 30th June 2017.

The past twelve months have been remarkable for IMC. Highlights include:

- The completion of an outline study relating to the secondary processing of mine material from the Avoca Mine in Co. Wicklow
- The Koza report based on legacy data review and reconnaissance on exploration targets in Wicklow and Wexford
- The commencement of the drilling programme on zinc prospecting Licence 3729 in Tulla Co. Clare

Since March 2017, IMC has been engaged in exploration work in Avoca, Co Wicklow. Work has included assay testing and data collation, petrographic, mineralogical and metallurgical testing, along with analysis of potential material handling, processing setup, product sale and transport and high-level cost analysis. An Irish government commissioned report indicates the spoils from previous extractive activity contain significant concentrations of copper (56-11,344 milligrams per kilogram [mg/kg]), zinc (44-7,404 mg/kg), lead (112-41,353 mg/kg), and arsenic (18-3,903 mg/kg).

Earlier this year the Koza team completed an exploration targeting report within PL2551, PL3857 and PL 2239, based on the Koza legacy data review and reconnaissance mapping. This is a very important and valuable report and has prioritised detailed follow-up exploration work on these licences.

Post Balance Sheet events:

In recent months IMC has commenced a drilling programme on PL 3729, Tulla, Co. Clare. This licence area adjoins the Kilbricken zinc deposit. Hannan Metals Limited ('Hannan'), a Toronto listed company acquired the Kilbricken zinc deposit formerly held by Lunden Mining. In July 2017, Hannan announced their maiden mineral resource estimate which ranks it as one of the top ten base metal deposit discovered in Ireland. IMC's PL 3729 and PL 3644 (Shannon licence) is adjacent to the Hannan licence area.

IMC has made great strides in its numerous exploration activities. With the commencement of our feasibility study on PL 3850 in Avoca, Co. Wicklow, the implementation of the recommendations in the Koza report and further drilling on our licence area in Co Clare, it is hoped that significant value will be added to IMC over the coming weeks and months.

Liam McGrattan  
Chairman

# IMC Exploration Group Public Limited Company

## *Directors' Report*

*for the year ended 30<sup>th</sup> June 2017*

The Directors present their Annual Report and audited consolidated financial statements for the year ended 30 June 2017 for IMC Exploration Group Public Limited Company ("the Company") and its subsidiary (collectively "the Group").

### **Principal Activity**

The Group's main activity is the exploration for gold, zinc and other minerals in Ireland. The Directors have reviewed the financial position of the Group and are satisfied that the Group will continue to operate at its projected level of activity for the foreseeable future.

### **Review of Business and Future Developments**

A detailed review of activities for the year and future prospects of the Group is contained in the Chairman's Statement and Review of Activities.

IMC has made great strides in its numerous exploration activities. With the commencement of our feasibility study on in Avoca, Co. Wicklow, the implementation of the recommendations in the Koza report and further drilling on our licences areas in Co Clare, is hoped that significant value will be added to IMC over the coming period.

### **Principal Risk and Uncertainties**

The Group's activities are carried out principally in the Republic of Ireland. Accordingly the principal risks and uncertainties are considered to be the following:

#### ***Exploration Risk***

Exploration and development activities may be delayed or adversely affected by factors outside the Group's control, in particular: climatic conditions, existence of commercial deposits of gold, zinc and other minerals, unknown geological conditions; remoteness of locations; actions of governments or other regulatory authorities (relating to, inter alia, the grant, maintenance or renewal of any required authorisations, environmental regulations or changes in law).

#### ***Commodity Price Risk***

The demand for, and price of gold, zinc and other minerals is dependent on global and local supply and demand, actions of governments or cartels and general global economic and political developments.

#### ***Financial Risk***

Financial risk is addressed in Note 24 to these financial statements.

### **Share Price**

The company shares are quoted on ISDX markets. Share price movement in the year ranged from a low of Stg£0.015 to a high of Stg£0.03. The share price at the year end was Stg£0.02.

### **Results and Dividends**

The loss for the year after providing for depreciation and taxation amounted to €267,507 (2016: €410,007). All exploration and development costs to date have been deferred, no transfers to distributable reserves or dividends are recommended.

### **Future Developments**

A review of future developments of the business is included in the Chairman's Statement and review of operations.

**IMC Exploration Group Public Limited Company**

**Directors' Report**  
for the year ended 30<sup>th</sup> June 2017

..... continued

**Directors and Secretary and their Interests**

In accordance with the Articles of Association, Nial Ring retires from the board by rotation in accordance with Article 94 of the Articles of Association.

The Directors and secretary who held office at the year end had no interest, either direct or beneficial, other than those shown below, in the shares of the Company.

	Ordinary Shares			A Ordinary Shares	
	29 Nov 2017	30 June 2017	30 June 2016	30 June 2017	30 June 2016
<b>Directors</b>					
Andrew Laz Fleming	1,615,001	1,615,001	1,615,001	-	-
Glenn Millar	1,600,001	1,600,001	1,600,001	-	-
Nial Ring	4,233,334	4,233,334	1,733,334	-	-
Liam McGrattan	7,952,985	7,952,985	2,252,985	38,093	38,093
<b>Secretary</b>					
Nial Ring	4,233,334	4,233,334	1,733,334		

**Transactions Involving Directors**

There have been no contract or arrangements of significance during the year in which Directors of the Company were interested other than as disclosed in Notes 18, 20 and 21 to the financial statements.

**Significant Shareholders**

The Company has been informed that, in addition to the interest of the Directors, at 30 June 2017 and the date of this report, the following shareholders own 3% or more of the issued share capital of the Company:

	Percentage of Issued share capital		
	29 Nov 2017	30 June 2017	30 June 2016
Lisa McDonnell	2.64%	2.64%	3.13%
Global Resources Investment Trust	16.34%	16.34%	14.84%
The Bank of New York (Nominees) Ltd.	3.89%	3.89%	4.64%
Pershing Nominees Ltd.	3.89%	3.89%	4.64%
Pershing International Nominees Ltd.	3.10%	3.10%	3.69%
Mosetta Nominees Ltd.	2.96%	2.96%	3.53%

The Directors are not aware of any other holding of 3% or more of the share capital of the Company.

**Group undertakings**

Details of the Company's subsidiary are set out in Note 12 to the financial statements.

**Political donations**

The Company did not make any political donations during the year (2016 : € Nil).

***Directors' Report***  
*for the year ended 30<sup>th</sup> June 2017*

..... continued

**Going Concern**

The future of the Group is dependent on the successful future outcome of its exploration interests. The Directors have carried out a review of budgets and cash flows for the twelve months after the date of this report and on the basis of that review, consider that the Group and the Company, based on current exploration activity, will have adequate financial resources to continue in operation for the foreseeable future. As exploration activity is expanded, further funding will be required.

The directors consider that in preparing the financial statements they have taken into account all information that could reasonably be expected to be available. On this basis, they consider that it is appropriate to prepare the financial statements on the going concern basis.

**Important events after the reporting date**

There have been no important events after the reporting date other than as disclosed in Note 19 to the financial statements.

**Corporate Governance**

The Directors are committed to maintaining the highest standards of corporate governance commensurate with the size, stage of development and financial status of the Group.

**The Board**

The Board is responsible for the supervision and control of the Company and is accountable to the shareholders. The Board has reserved decision-making on a variety of matters, including determining strategy for the Group, reviewing and monitoring executive management performance and monitoring risks and controls.

The Board currently has four Directors, comprising three executive Directors and one non-executive Director. The Board met formally thirteen times during the year ended 30<sup>th</sup> June 2017. An agenda and supporting documentation was circulated in advance of each meeting. All the Directors bring independent judgement to bear on issues affecting the Group and all have full and timely access to information necessary to enable them to discharge their duties. The Directors have a wide and varying array of experiences in the industry.

## IMC Exploration Group Public Limited Company

### Directors' Report

for the year ended 30<sup>th</sup> June 2017..... continued

#### Audit and Remuneration Committees

The Audit Committee comprises Nial Ring (Chairman) and Andrew Laz Fleming. It may examine any matters relating to the financial affairs of the Group and the Group's audits. This includes reviews of the annual financial statements and announcements, internal control procedures, accounting procedures, accounting policies, the appointment, independence, objectivity, terms of reference and fees of external auditors and such other related functions as the Board may require.

The Remuneration Committee comprises Glenn Millar (Chairman) and Andrew Laz Fleming. It determines the terms and conditions of employment and annual remuneration of the executive directors. It consults with the Chief Executive Officer, takes into consideration external data and comparative third party remuneration and has access to professional advice outside the Company.

The key policy objectives of the Remuneration Committee in respect of the Company's executive directors are:

- To ensure that individuals are fairly rewarded for their personal contribution to the Company's overall performance; and
- To act as the independent committee ensuring that due regard is given to the interest of the Company's shareholders and to the financial and commercial health of the Company

Directors' Remuneration, including employer's PRSI, during the year ended 30 June 2017 was as follows:

	2017 Total €	2016 Total €
Remuneration and other emoluments – Executive Directors	-	-
Remuneration and other emoluments – Non-Executive Directors	-	-
	-----	-----
	-	-
	=====	=====

#### Nomination Committee

At present, as the Board is small, no formal nomination committee has been established. The authority to nominate new Directors for appointment vests in the Board of Directors. All Directors co-opted to the Board during any financial period are subject to election by shareholders at the first opportunity following their appointment. Consideration to setting up a nomination committee is under continuous review.

#### Statement of Director's Responsibilities

The Directors are responsible for preparing the Annual Report and the Group and Company financial statements in accordance with applicable Irish Law and regulations.

Company law requires the directors to prepare Group and parent Company financial statements for each financial year. As permitted by company law, the Directors have prepared the Group financial statements in accordance with International Financial Reporting Standards (IRFSs) as adopted by the EU (EU IFRS) and have elected to prepare the Company financial statements in accordance with EU IFRS, as applied in accordance with the provisions of Companies Act 2014.

The Group and Company financial statements are required by law and EU IFRS to present fairly the position and performance of the Group; the Companies Acts provide, in relation to such financial statements, that reference in the relevant part of the Acts to financial statements giving a true and fair view are references to their achieving a fair presentation.

# IMC Exploration Group Public Limited Company

## ***Directors' Report***

*for the year ended 30<sup>th</sup> June 2017*

..... continued

In preparing each of the Group and Company financial statements, the Directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- disclose and explain any material departures from applicable accounting standards;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume the Company, and the Group as a whole, will continue in business.

The directors confirm that they have completed with the above requirements in preparing the financial statements.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and Group and which enable them to ensure that the financial statements are prepared in accordance with accounting standards generally accepted in Ireland, and comply with the Companies Act 2014, the European Communities (Companies; Group Accounts) Regulations 1992 and all regulations to be construed as one with those Acts.

They are responsible for safeguarding the assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the Republic of Ireland governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

### **Accounting records**

The measures taken by the Directors to ensure compliance with the requirements of Section 282, Companies Act 2014, regarding proper books of accounts are the implementation of necessary policies and procedures for recording transactions, the employment of competent accounting personnel with appropriate expertise and the provision of adequate resources to the finance function. The books of accounts of the Company are maintained at 70 Ballybough Road, Ballybough, Dublin 3.

### **Auditors**

The auditors, O'Leary Chartered Accountants & Registered Auditors, have indicated their willingness to continue in office in accordance with the provisions of Section 383(2) of the Companies Act 2014.

### **On behalf of the board**

---

**Liam McGrattan**

Director

Date: 29<sup>th</sup> November 2017

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**Nial Ring**

Director

## **IMC Exploration Group Public Limited Company**

### ***Independent Auditors' Report to the Shareholders of IMC Explorations Public Limited Company***

*for the year ended 30<sup>th</sup> June 2017*

We have audited the Group and Company financial statements (the "financial statements") of IMC Exploration Group Public Limited Company for the year ended 30<sup>th</sup> June 2017 which comprise of the Consolidated Statements of Comprehensive Income, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Statement of Financial Position, Company Statement of Financial Position, Consolidated Statement of Cash Flows, Company Statement of Cash Flows and notes thereon. These financial statements have been prepared under the accounting policies set out on pages 19-23.

This report is made solely to the Company's members as a body in accordance with Section 336 of the Companies Act 2014. Our audit work has been undertaken so that we might state to the Company's members those matters that we are required to state to them in the audit 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 or the Company's members as a body for our audit work, for this report, or for the opinion we have formed.

#### **Respective responsibilities of directors and auditors**

The Directors responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and International Financial Reporting Standards as adopted by the European Union ("IFRS") are set out in the Statement of Directors' Responsibilities on pages 7-8.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the Group financial statements give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and have been properly prepared in accordance with the Companies Act 2014. We also report to you whether, in our opinion; proper books of accounts have been kept by the Company; whether at the Statement of Financial Position date, there exists a financial situation requiring the convening of an extraordinary general meeting of the Company; and whether the information given in the Directors' Report is consistent with the financial statements. In addition, we state whether we have obtained all the information and explanations necessary for the purposes of our audit and whether the Company's financial position is in agreement with the books of account.

We report to the shareholders if, in our opinion, any information specified by law or the listing rules of the ISDX markets regarding Directors' remuneration and Directors' transactions is not given and, where practicable, include such information in our report.

We read the other information contained in the Annual Report and consider whether it is consistent with the audited financial statements. This other information comprises only the "Chairman's Statement and Review of Activities". We consider the implications for our audit report if we become aware of any apparent misstatement or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

#### **Basis of opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and whether the accounting policies are appropriate to the Group's and Company's circumstances, consistently applied and adequately disclosed.

## **IMC Exploration Group Public Limited Company**

### *Independent Auditors' Report to the Shareholders of IMC Exploration Group Public Limited Company*

..... continued

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

#### **Opinion**

In our opinion:

- the Group financial statements give a true and fair view, in accordance with IFRS's as adopted by the EU, of the state of the Group's affairs as at 30 June 2017 and of its loss for the year then ended;
- the Company financial statements give a true and fair view, in accordance with IFRSs as adopted by the EU and as applied in accordance with the provisions of the Companies Act 2014, of the state of the Company's affairs as at 30 June 2017; and
- the financial statements have been properly prepared in accordance with the Companies Act 2014.

We have obtained all the information and explanations we consider necessary for the purposes of our audit. In our opinion proper books of account have been kept by the Company. The Company Statement of Financial Position is in agreement with the books of account.

In our opinion the information given in the Directors' Report on pages 4 - 8 is consistent with the financial statements.

#### **Emphasis of Matter – Going concern and carrying value of exploration and evaluation assets**

In forming our opinion on the financial statements, which is not modified, we considered:

- (a) the adequacy of disclosures made in Note 10 to the financial statements in relation to the Directors' assessment of the carrying value of the Group's deferred exploration costs amounting to €587,666.
- (b) the adequacy of the disclosures made in Note 1 to the financial statements concerning the Group's ability to continue as a going concern. The Group incurred a net loss of €267,507 for the year ended 30 June 2017.

These conditions indicate the existence of material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the Group was unable to continue as a going concern.

-----  
Patrick O'Leary  
For and on behalf of

#### **O'Leary Chartered Accountants & Registered Auditors**

Whitebeam, 9 Oakglade Crescent, Ballycullen, Dublin 24  
Date: 29<sup>th</sup> November 2017

## IMC Exploration Group Public Limited Company

### *Consolidated Statement of Comprehensive Income for the year ended 30<sup>th</sup> June 2017*

#### Continuing Operations

	Notes	2017	2016
Administrative expenses		(267,507)	(410,007)
<b>Operating Loss for the period</b>	4.	<b>(267,507)</b>	<b>(410,007)</b>
Finance Income		-	-
Loss on sale of investment		-	-
Amount written off investment	5.	-	-
<b>Loss for period before tax</b>		<b>(267,507)-</b>	<b>(410,007)</b>
Income tax expenses	8.	-	-
<b>Total comprehensive loss for the period</b>		<b>(267,507)</b>	<b>(410,007)</b>
<b>Loss attributable to:</b>			
Equity holders of the Company		<b>(267,507)</b>	<b>(410,007)</b>
<b>Total Comprehensive Loss attributable to:</b>			
Equity holders of the Company		<b>(267,507)</b>	<b>(410,007)</b>
<b>Earnings per share</b>			
<b>From continuing operations</b>			
Basic and Diluted loss per share (cent)		<b>0.002</b>	<b>0.004</b>

All activities derived from continuing operations. All losses and total comprehensive losses for the period are attributable to the owners of the Company.

The Company has no recognised gains or losses other than those dealt with in the statement of comprehensive income.

The accompanying notes on pages 18-38 form an integral part of these financial statements.

The Financial statements were approved by the Board of Directors on 29<sup>th</sup> November 2017 and signed on its behalf by:

On behalf of the board

-----  
Liam McGrattan  
Director

-----  
Nial Ring  
Director

## IMC Exploration Group Public Limited Company

### *Consolidated Statement of Changes in Equity for the year ended 30<sup>th</sup> June 2017*

	Share Capital €	Share Premium €	Retained Losses €	Total €
Balance at 30 June 2015	112,410	1,739,769	(1,407,949)	444,230
<b>Total comprehensive income for the period</b>				
Loss for the period	-	-	(410,007)	(410,007)
Total comprehensive income for the period	-	-	(410,007)	(410,007)
<b>Transactions with owners, recorded directly in equity contributions by and distributions to owners</b>				
Shares issued	33,500	497,646	-	531,146
Share issue costs	-	-	-	-
<b>Total transactions with owners</b>	-	-	-	-
<b>Balance at 30 June 2016</b>	<b>145,910</b>	<b>2,237,415</b>	<b>(1,817,956)</b>	<b>565,369</b>
<b>Total comprehensive income for the period</b>				
Loss for the period	-	-	(267,507)	(267,507)
Total comprehensive income for the period	-	-	(267,507)	(267,507)
<b>Transactions with owners, recorded directly in equity contributions by and distributions to owners</b>				
Shares issued	20,700	251,722	-	272,422
Share issue costs	-	-	-	-
<b>Balance at 30 June 2017</b>	<b>166,610</b>	<b>2,489,137</b>	<b>(2,085,462)</b>	<b>570,285</b>

Net equity is attributable to the holder of the ordinary shares in the Group.

The accompanying notes on pages 18-38 form an integral part of these financial statements.

The financial statements were approved by the board of Directors on 29<sup>th</sup> November 2017 and signed on its behalf by:

On behalf of the board

-----  
Liam McGrattan  
Director

-----  
Nial Ring  
Director

## IMC Exploration Group Public Limited Company

### *Company Statement of Changes in equity for the year ended 30<sup>th</sup> June 2017*

	Share Capital €	Share Premium €	Retained Losses €	Total €
Balance at 30 June 2015	112,410	1,739,769	(1,035,809)	816,370
<b>Total comprehensive income for the year</b>				
Loss for the year	-	-	(407,042)	(407,042)
Total comprehensive income for the year	-	-	(407,042)	(407,042)
<b>Transactions with owners, recorded directly in equity</b>				
Shares issued	33,500	497,646	-	531,146
Shares issue costs	-	-	-	-
Total transactions with owners	33,500	497,646	-	531,146
Balance at 30 June 2016	145,910	2,237,415	(1,442,851)	940,474
<b>Total comprehensive income for the year</b>				
Loss for the year	-	-	(277,529)	(277,529)
Total comprehensive income for the year	-	-	-	-
<b>Transactions with owners, recorded directly in equity</b>				
Shares issued	20,700	251,722	-	272,422
Share issue costs	-	-	-	-
Total transactions with owners	20,700	251,722	-	272,422
<b>Balance at 30 June 2017</b>	<b>166,610</b>	<b>2,489,137</b>	<b>(1,720,381)</b>	<b>935,366</b>

Net equity is attributable to the holders of the ordinary shares in the Company.

The accompanying notes on pages 18 - 38 form an integral part of these financial statements.

The financial statements were approved by the board of directors on 29<sup>th</sup> November 2017 and signed on its behalf by:

**On behalf of the board**

-----  
Liam McGrattan  
Director

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Nial Ring  
Director

## IMC Exploration Group Public Limited Company

### *Consolidated Statement of Financial Position for the year ended 30<sup>th</sup> June 2017*

	Notes	2017	2016
<b>Assets</b>			
Intangible assets	10	587,665	587,665
Property, plant and equipment	11	-	-
Investments	12	-	-
Total Non-Current Assets		<u>587,665</u>	<u>587,665</u>
<b>Current Assets</b>			
Trade and other receivables	13	81,018	95,047
Cash and cash equivalents		(19,464)	61,742
Total Current Assets		<u>61,553</u>	<u>156,789</u>
<b>Total Assets</b>		<u><u>649,219</u></u>	<u><u>744,454</u></u>
<b>Equity</b>			
Share Capital	15	166,610	145,910
Share premium	15	2,489,137	2,237,415
Retained deficit	16	(2,085,462)	(1,817,956)
Attributable to owners of the Company	17	<u>570,285</u>	<u>565,369</u>
<b>Total Equity</b>		<u><u>570,285</u></u>	<u><u>565,369</u></u>
<b>Liabilities - Current</b>			
Trade and other payables		67,943	168,094
Current tax liabilities		10,991	10,991
Total Liabilities	14	<u>78,934</u>	<u>179,085</u>
<b>Total Equity and Liabilities</b>		<u><u>649,219</u></u>	<u><u>744,454</u></u>

The accompanying notes on pages 18-38 form and integral part of these financial statements.

The Financial statements were approved by the Board of Directors on 29<sup>th</sup> November 2017 and signed on its behalf by:

On behalf of the board

-----  
Liam McGrattan  
Director

-----  
Nial Ring  
Director

# IMC Exploration Group Public Limited Company

## *Company Statement of Financial Position for the year ended 30<sup>th</sup> June 2017*

	Notes	2017	2016
<b>Assets</b>			
<b>Non- Current Assets</b>			
Financial Investments	12	30,365	30,365
Total Non-Current Assets		<u>30,365</u>	<u>30,365</u>
<b>Current Assets</b>			
Trade and other receivables	13	958,836	972,865
Cash and cash equivalents		16,100	97,329
Total Current Assets		<u>974,935</u>	<u>1,070,194</u>
<b>Total Assets</b>		<u><u>1,005,300</u></u>	<u><u>1,100,559</u></u>
<b>Equity</b>			
Share Capital	15	166,610	145,910
Share premium	15	2,489,137	2,237,415
Retained loss	16	(1,720,381)	(1,442,851)
<b>Equity Attributable to equity shareholders</b>		<u>935,366</u>	<u>940,474</u>
<b>Total Equity</b>		<u><u>935,366</u></u>	<u><u>940,474</u></u>
<b>Liabilities - Current</b>			
Trade and other payables	14	58,943	149,094
Current tax liabilities	14	10,991	10,991
<b>Total Liabilities</b>		<u>69,934</u>	<u>160,085</u>
<b>Total Equity and Liabilities</b>		<u><u>1,005,300</u></u>	<u><u>1,100,559</u></u>

The accompanying notes on pages 18-38 form and integral part of these financial statements.

The financial statements were approved by the Board of Directors on 29<sup>th</sup> November 2017 and signed on its behalf by:

On behalf of the board

-----  
Liam McGrattan  
Director

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Nial Ring  
Director

# IMC Exploration Group Public Limited Company

## *Consolidated Statement of Cash Flows* for the year ended 30<sup>th</sup> June 2017

	Notes	2017	2016
<b>Cash flows from operating activities</b>			
Loss for the year		(267,507)	(410,007)
Adjustments for:			
Income tax expense recognised in profit and loss		-	-
Depreciation		-	1,465
		-----	-----
<b>Cash from operations before changes in working capital</b>		<b>(267,507)</b>	<b>(408,542)</b>
Movement in trade and other receivables		14,029	16,624
Movement in trade and other payables		(100,151)	12,140
		-----	-----
Net cash flow from operating activities		<b>(353,629)</b>	<b>(379,778)</b>
<b>Cash flows from investing activities</b>			
Interest received	22	-	-
Proceeds from sale of investments	22	-	-
Taxation	22	-	-
Acquisitions and disposals	22	-	(62,941)
		-----	-----
Net cash (used in) investing activities		-	(62,941)
<b>Cash flows from financing activities</b>			
Proceeds from the issue of new shares	22	272,422	531,146
Finance income/(expense)		-	-
		-----	-----
Net cash generated by financing activities		<b>272,422</b>	<b>531,146</b>
		-----	-----
Movement in cash and cash equivalents	23	(81,207)	88,427
Cash and cash equivalents at beginning of year	23	61,742	(26,685)
		-----	-----
Cash and cash equivalents at end of year 23		<b>(19,464)</b>	<b>61,742</b>
		=====	=====

The accompanying notes on pages 18 - 38 form an integral part of these financial statements.

The financial statements were approved by the Board of Directors on 29<sup>th</sup> November 2017 and signed on its behalf by:

**On behalf of the board**

-----  
Liam McGrattan  
Director

-----  
Nial Ring  
Director

# IMC Exploration Group Public Limited Company

## *Company Statement of Cash Flows* for the year ended 30<sup>th</sup> June 2017

	Notes	2017	2016
<b>Cash flows from operating activities</b>			
Loss for the year		(277,529)	(407,042)
Adjustments for:			
Income tax expenses recognised in profit and loss		-	-
		-----	-----
<b>Cash from operations before changes in working capital</b>		<b>(277,529)</b>	<b>(407,042)</b>
Movement in trade and other receivables		14,029	(52,817)
Movement in trade and other payables		(90,151)	17,140
		-----	-----
Cash generated from operations		(353,651)	(442,719)
Income tax received		-	-
		-----	-----
<b>Cash flows from operating activities</b>		<b>(353,651)</b>	<b>(442,719)</b>
		-----	-----
<b>Cash flows from investing activities</b>			
Proceeds from sale of investments		-	-
Interest received		-	-
Taxation		-	-
		-----	-----
		-	-
		-----	-----
<b>Cash flows from financing activities</b>			
Proceeds from the issue of new shares		272,422	531,146
		-----	-----
Net cash used in financing activities		272,422	531,146
		-----	-----
Movement in cash and cash equivalents in the year		(81,229)	88,427
Cash and cash equivalents at the beginning of year		97,329	8,902
		-----	-----
Cash and cash equivalents at the end of year		16,100	97,329
		=====	=====

The accompanying notes on pages 18 - 38 form an integral part of these financial statements.

The financial statements were approved by the Board of Directors on 29<sup>th</sup> November 2017 and signed on its behalf by:

**On behalf of the board**

-----  
Liam McGrattan  
Director

-----  
Nial Ring  
Director

## **IMC Exploration Group Public Limited Company**

### **Notes to the Financial Statements**

*for the year ended 30 June 2017*

#### **3. Basis of Preparation**

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS's) as adopted by the EU.

The financial statements have been prepared on the historical cost basis. The accounting policies have been applied consistently by Group entities.

The financial statements have been prepared on the going concern basis, which assumes that IMC Exploration Group Public Limited Company will continue in operational existence for the foreseeable future.

The Directors are satisfied that they have adequate funding to cover the administrative expenses of the Company and Group for the next 12 months.

The Directors also intend to raise additional finance during 2017/2018 to fund further exploration programmes.

The financial statements do not include any adjustments that would result if the additional capital is not raised. Whilst taking into consideration the uncertainties described above, the Directors believe that it is appropriate for the financial statements to be prepared on a going concern basis.

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements

*for the year ended 30 June 2017*

..... Continued

### 4. Statement of Accounting Policies

#### **Accounting Convention**

The financial statements are prepared under the historical cost convention.

IMC Exploration Group Public Limited Company (“the Company”) is a company incorporated in Ireland. The Group financial statements consolidate those of the Company and its subsidiary (together referred to as the “Group”).

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements and by all group entities.

#### **Statement of Compliance**

As permitted by the European Union, the Group financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS’s) and their interpretations issued by the International Accounting Standards Board (IASB) as adopted by the EU (IFRS). The individual financial statements of the Company (“Company financial statements”) have been prepared in accordance with the IFRS’s as adopted by the EU and as applied in accordance with the Companies Act 2014 which permits a company that publishes its Company and Group financial statements together, to take advantage of the exemption in Section 297 of the Companies Act 2014, from presenting to its members its Company Statement of Comprehensive Income and related notes that form part of the approved Company financial statements.

The IFRS’s adopted by the EU as applied by the Company and the Group in the preparation of these financial statements are those that were effective on or before 30 June 2017.

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements

*for the year ended 30 June 2017*

..... Continued

### **Functional and Presentation Currency**

The consolidated financial statements are presented in Euro (€), which is the Company's functional currency.

### **Use of Estimates and Judgements**

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, 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 judgements about carrying values of assets and liabilities that are not readily apparent from other sources.

In particular, significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are in the following areas

Note 10 – Intangible asset; measurement of impairment

Note 8 – Deferred Tax; utilisation of tax losses

### **Revenue Recognition – Interest revenue**

Interest revenue is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

### **Basis of Consolidation**

The consolidated financial statements comprise the financial statements of IMC Exploration Group Public Limited Company and its subsidiary undertaking for the year ended 30 June 2017.

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing the control, potential voting rights that are currently exercisable or convertible are taken into account. Subsidiaries are fully consolidated from the date that control commences until the date that control ceases. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Intragroup balances and any unrealised gains or losses or income or expenses arising from intragroup transactions are eliminated in preparing the Group financial statements.

In the Company's own balance sheet, investments in subsidiaries are stated at cost less provisions for any permanent diminution in value.

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements

for the year ended 30 June 2017

..... continued

### **Intangible Assets**

#### **Exploration and Evaluation Assets**

In accordance with International Financial Reporting Standard 6 – Exploration for and Evaluation of Mineral Resources, the Group uses the cost method of recognition. Exploration costs include licence costs, survey, geophysical and geological analysis and evaluation costs, costs of drilling and project-related overheads.

Exploration expenditure in respect of properties and licences not in production is capitalised and is carried forward in the balance sheet under intangible assets in respect of each area of interest where:

- (iii) the operations are ongoing in the area of interest and exploration or evaluation activities have not reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves; or
- (iv) such costs are expected to be recouped through successful development and exploration of the area of interest or alternatively by its realisation.

When the Directors decide that no further expenditure on an area of interest is worthwhile, the related expenditure is written off or down to an amount which it is considered represents the residual value of the Group's interest therein.

### **Impairment**

The carrying amounts of the Group's non-financial assets, other than deferred tax assets are reviewed at each year end reporting date to determine whether there is any indication of impairment. If any such indication exists then the assets' recoverable amount is estimated. For intangible assets that have indefinite lives or that are not yet available for use, recoverable amount is estimated at each year end reporting date.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. A cash-generating unit is the smallest identifiable asset group that is expected to generate cash flows that largely are independent from other assets and groups. Impairment losses are recognised in the Statement of Comprehensive Income. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

The recoverable amount of an asset or cash generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risk specific to the asset.

### **Property, Plant and Equipment**

Plant and Equipment are stated at cost or valuation, less accumulated depreciation. Subsequent costs are included in an asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group. Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Fixtures and Fittings - 20% Straight Line

The residual value of the useful lives of the property, plant and equipment are reviewed annually and adjusted if appropriate at each statement of financial position date.

On disposal of property, plant and equipment the cost and the related accumulated depreciation and impairments are removed from the financial statements and the net amount, less any proceeds, is taken to the Statement of Comprehensive Income.

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements

for the year ended 30 June 2017

..... continued

### **Income Tax Expense**

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit and loss except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or equity respectively.

Current corporation tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill, the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit, and differences relating to investments in subsidiaries to the extent that they probably will not reverse in the foreseeable future. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividends is recognised.

### **Foreign Currencies**

Monetary assets and liabilities dominated in a foreign currency are translated into Euro at the exchange rate ruling at the balance sheet date, unless specifically covered by foreign exchange contracts whereupon the contract rate is used. Revenues, costs and non monetary assets are translated at the exchange rates ruling at the dates of the transactions. All exchange differences are dealt with through the Statement of Comprehensive Income.

On consolidation, the assets and liabilities of overseas subsidiaries are translated into Euro at the rates of exchange prevailing at the balance sheet date. Exchange differences arising from the restatement of the opening balance sheets of these subsidiary Companies are dealt with through reserves. The operating results of overseas subsidiary Companies are translated into Euro at the average rates applicable during the year.

### **Share Capital**

Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a reduction in equity.

### **Earnings Per Share**

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements

*for the year ended 30 June 2017*

..... continued

### **Share based payments**

For such grants of share options, the fair value as at the date of grant is calculated, taking into account the terms and conditions upon which the options were granted. The amount recognised as an expense is adjusted to reflect the actual number of share options that are likely to vest, except where forfeiture is only due to market-based conditions not achieving the threshold for vesting. The corresponding credit is to a share based payment reserve.

### **Financial Instruments**

#### *Cash and Cash Equivalents*

Cash and cash equivalents in the Statement of Financial Position comprise cash at bank and in hand and short term deposits with an original maturity of three months or less. Bank overdrafts that are repayable on demand and form part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of Statement of Cash Flows.

#### *Trade and Other Receivables/Payables*

Trade and other receivables and payables are stated at cost less impairment, which approximates fair value given the short dated nature of these assets and liabilities.

### **Finance Income**

Finance income comprises interest income on funds invested and foreign currency gains. Interest income is recognised as the interest accrues (using the effective interest rate method) to the net carrying amount of the financial asset.

### **Segmental Information**

In accordance with IFRS 8: Operating Segments, the Group has one principle reportable segment, ie: Ireland, which represents the exploration for and the development of gold, zinc and other minerals in Ireland.

Other operations 'Corporate' includes cash resources held by the Group, interest income earned and other operational expenditure incurred by the Group. These areas are not within the definition of an operating segment.

### **Financial Assets - Investments in Subsidiaries**

Investments in subsidiaries are stated at cost and are reviewed for impairment if there are indications that the carrying value may not be recoverable.

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements* for the year ended 30 June 2017

..... continued

### 3. Segment Information

The group is engaged in one business segment only - exploration of mineral resource projects. Therefore only an analysis by geographical segment has been presented. The group has geographic segments in Ireland.

The segment results for the periods are as follows:

#### Segment Revenues and Results

The following is an analysis of the Group's revenue and results from continuing operations by reportable segment.

	Segment Revenue		Segment Loss	
	2017	2016	2017	2016
	€	€	€	€
<b>Loss for period to 30 June 2017</b>	-	-	<b>(267,507)</b>	<b>(410,007)</b>
Total for continuing operations	-	-	<b>(267,507)</b>	<b>(410,007)</b>
Investment Income			-	-
Amount written off investments			-	-
Loss on sale of investments			-	-
Finance costs			-	-
Loss before tax (continuing operations)			<b>(267,507)</b>	<b>(410,007)</b>
Income tax expense			-	-
Segment loss for period			<b>(267,507)</b>	<b>(410,007)</b>

#### Segment assets and liabilities

	2017	2016
	€	€
<b>Segment Assets</b>		
Exploration - Ireland	<b>649,219</b>	744,454
Consolidated assets	<b>649,219</b>	744,454
<b>Segment Liabilities</b>		
Exploration - Ireland	<b>78,934</b>	179,085
Consolidated Liabilities	<b>78,934</b>	179,085

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30 June 2017*

..... continued

#### Other segment information

	Depreciation and Amortisation		Additions to non-current assets	
	2017	2016	2017	2016
	€	€	€	€
Exploration	-	1,465	-	62,941
	=====	=====	=====	=====

#### Revenue from major products and services

The Group received revenue from the sale of shares in Global Resources Investment Trust (GRIT), an LSE quoted company.

#### Geographical information

The Group operates in one geographical area - Republic of Ireland.

#### 4. Loss on ordinary activities before taxation

<b>Group</b>	<b>2017</b>	<b>2016</b>
	€	€
<b>This is arrived at after charging:</b>		
Depreciation of tangible assets	-	1,465
Auditors' remuneration	15,000	15,500
Auditors' remuneration from non-audit work	-	-
	=====	=====
<b>Company</b>	<b>2017</b>	<b>2016</b>
	€	€
<b>This is arrived at after charging:</b>		
Auditors' remuneration	15,000	14,000
Auditors' remuneration from non-audit work	-	-
	=====	=====

As permitted by Section 297 of the Companies Act 2014, the company Statement of Comprehensive Income has not been separately disclosed in these financial statements.

<b>5. Amounts written off investments</b>	<b>2017</b>	<b>2016</b>
	€	€
Amounts written off fixed asset investments:		
-diminution in value (see Note 12)	-	-
	=====	=====

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30 June 2017*

..... continued

<b>6. Interest receivable and similar income</b>	<b>2017</b>	<b>2016</b>
	<b>€</b>	<b>€</b>
Bank Interest	-	-
	=====	=====
<b>7. Employees</b>		
<i>Number of employees</i>		
The average monthly numbers of employees (Including the directors) during the year were:	<b>2017</b>	<b>2016</b>
	<b>Number</b>	<b>Number</b>
Directors	0	0
Employee	0	0
<i>Employment costs (including directors)</i>	<b>2017</b>	<b>2016</b>
	<b>€</b>	<b>€</b>
Wages and salaries	-	-
Social welfare costs	-	-
	-----	-----
	-	-
	=====	=====
<b>7.1 Directors' emoluments</b>		
	<b>2017</b>	<b>2016</b>
	<b>€</b>	<b>€</b>
Remuneration and other emoluments	-	-
	=====	=====

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30<sup>th</sup> June 2017*

.....continued

8. Income tax expense	2017 €	2016 €
Current year taxation		
Corporation tax expense in respect of the current year	-	-
Corporation tax expense in respect of underprovision in prior years	-	-
	-----	-----
Total expense	-	-
	=====	=====

The income tax expense for the year can be reconciled to the accounting loss as follows:

Loss on ordinary activities before tax	<b>(267,507)</b>	(410,007)
	-----	-----
Loss on ordinary activities multiplied by standard rate of corporation tax of 12.5% (2016 - 12.5%)	<b>(33,438)</b>	(51,251)
	=====	=====

The tax rate used for the year end reconciliations above is the corporate rate of 12.5% payable by corporate entities in Ireland on taxable profits under tax law in the jurisdiction of Ireland. Income tax expense recognised relates to surcharges on directors loans.

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30 June 2017*

..... continued

#### 9. Loss per share

##### Basic earnings per share

The basic and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

	2017 €	2016 €
Loss for the period attributable to equity holders of The parent	(267,507)	(410,007)
	=====	=====
Number of ordinary shares in issue – start of year	107,816,719	74,316,719
Effect of shares issued during the year	20,700,000	33,500,000
	-----	-----
Weighted average number of ordinary shares for the purposes of basic earning per share	128,516,719	107,816,719
	=====	=====
Basic Loss per ordinary share (cent)	-	(0.01)

#### 10. Intangible assets – Group

	2017 €	2016 €
Cost	587,665	587,665
Accumulated amortisation and impairment	-	-
	-----	-----
	587,665	587,665
	=====	=====

	Exploration and Evaluation Assets €	Total €
<b>Cost</b>		
Opening cost	587,665	587,665
Additions	-	
	-----	-----
	587,665	587,665
	=====	=====

The Directors have considered expenditure on exploration and evaluation activities which have been capitalised at cost. No amortisation has been charged in the period. The Directors have reviewed the carrying value of the exploration and evaluation assets and consider it to be fairly stated and not impaired at 30 June 2017. The recoverability of the intangible assets is dependent on the future realisation or disposal of the copper, silver, gold and other mineral, resources.

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30 June 2017*

..... continued

#### 11. Tangible assets

	Fixtures & fittings	Total
	€	€
<b>Cost</b>		
At 1 July 2016	6,125	6,125
Additions	-	-
	-----	-----
	6,125	6,125
	-----	-----
<b>Depreciation</b>		
At 1 July 2016	6,125	6,125
Change for the year	-	-
	-----	-----
At 30 June 2017	6,125	6,125
	-----	-----
<b>Net book values</b>		
<b>At 30 June 2016</b>	-	-
	=====	=====
At 30 June 2017	-	-
	=====	=====

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30<sup>th</sup> June 2017*

.....continued

12. Financial assets - Company	Subsidiary Undertakings Shares €	Listed Investments €	Total €
<b>Group undertakings</b>			
Shares at cost			
At 1 July 2016	30,365	38,738	69,103
Shares disposals during year	-	-	-
At 30 June 2017	30,365	38,738	69,103
<b>Provisions for Diminution in value:</b>			
At 1 July 2016	-	38,738	38,738
Movement	-	-	-
Share Disposals	-	-	-
At 30 June 2017	-	38,738	38,738
<b>Net book values</b>			
At 30 June 2017	30,365	-	30,365
At 30 June 2016	30,365	-	30,365

At 30 June 2017 the Company had the following subsidiary undertaking:

Name	Incorporated in	% shares
IMC Exploration Limited	Ireland	100

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

	Capital and reserves €	Profit for Year €
IMC Exploration Limited	(355,353)	10,023
	-----	-----

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30<sup>th</sup> June 2017*

.....continued

13. Trade and other receivables	Group 2017 €	Group 2016 €	Company 2017 €	Company 2016 €
Amounts owed by group undertaking	-	-	881,878	887,813
Other receivables	8,485	22,515	4,425	12,520
Directors Accounts	43,962	43,962	43,962	43,962
Called up share capital not paid	28,570	28,570	28,570	28,570
Prepayments and accrued income	-	-	-	-
	-----	-----	-----	-----
	81,018	95,047	958,836	972,865
	=====	=====	=====	=====

Amounts falling due after more than one year and included in debtors are:

	Group 2017 €	Group 2016 €	Company 2017 €	Company 2016 €
Amounts owed by group undertaking	-	-	881,878	887,813
Called up share capital not paid	28,570	28,570	28,570	28,570
	-----	-----	-----	-----
	28,570	28,570	910,448	916,383
	=====	=====	=====	=====

14. Trade and other payables	Group 2017 €	Group 2016 €	Company 2017 €	Company 2016 €
<i>Amounts falling due within one year</i>				
Corporation tax	10,991	10,991	10,991	10,991
Other taxes and social welfare costs	-	-	-	-
Other payables	3,008	107,958	3,008	107,958
Accruals and deferred income	64,935	60,136	55,935	41,136
	-----	-----	-----	-----
	78,934	179,085	69,934	179,088
	=====	=====	=====	=====
<i>Other taxes and social welfare costs:</i>				
	Group 2017 €	Group 2016 €	Company 2017 €	Company 2016 €
PAYE/PRSI	-	-	-	-
	=====	=====	=====	=====

## IMC Exploration Group Public Limited Company

### Notes to the Financial Statements for the year ended 30<sup>th</sup> June 2017

.....continued

15. Share capital		2017 €	2016 €
Authorised equity			
400,000,000 Ordinary shares of €0.001 each		400,000	200,000
50,000 "A" Ordinary shares of €1 each		50,000	50,000
		-----	-----
		450,000	250,000
		=====	=====
<b>Issued Capital</b>			
<b>Ordinary Shares fully paid up</b>	<b>Number of shares</b>	<b>Share Capital €</b>	<b>Share Premium €</b>
Balance at 1 July 2015	74,316,719	74,317	1,739,764
Shares Issued for-Cash	33,500,000	33,500	497,646
	-----	-----	-----
<b>Balance at 30 June 2016</b>	<b>107,816,719</b>	<b>107,817</b>	<b>2,237,415</b>
	=====	=====	=====
Balance at 1 July 2016	107,816,719	107,817	2,237,415
Shares Issued for Cash	15,000,000	15,000	152,179
Shares Issued for Non Cash	5,700,000	5,700	99,953
	-----	-----	-----
<b>Balance at 30 June 2017</b>	<b>128,516,719</b>	<b>128,517</b>	<b>2,489,137</b>
	=====	=====	=====

Fully paid ordinary shares which have a par value of €0.001 carry one vote and carry a right to dividends.

A Ordinary Shares Partly Paid	Number of shares	Share Capital €	Share Premium €
Balance at 1 July 2016	38,093	38,093	-
	-----	-----	-----
<b>Balance 30 June 2017</b>	<b>38,093</b>	<b>38,093</b>	<b>-</b>
	=====	=====	=====

Partly paid "A" ordinary shares which have a par value of €1 carry no voting rights or rights to dividends.

Total Shares	Share Capital €	Share Premium €
Total at 1 July 2016	145,910	2,237,415
Shares Issued	20,700	152,179
	-----	-----
<b>Total at 30 June 2017</b>	<b>166,610</b>	<b>2,489,137</b>
	=====	=====

## IMC Exploration Group Public Limited Company

### Notes to the Financial Statements for the year ended 30<sup>th</sup> June 2017

.....continued

16. Retained Losses	Group 2017 €	Group 2016 €	Company 2017 €	Company 2016 €
Loss at beginning of year	(1,817,956)	(1,817,956)	(1,442,851)	(1,035,809)
Loss for the year	(267,507)	(410,007)	(277,529)	(407,042)
	-----	-----	-----	-----
Loss at end of year	(2,085,462)	(1,817,956)	(1,720,381)	(1,442,851)
	=====	=====	=====	=====

In accordance with the provisions of the Companies Act 2014, the Company has not presented an Income Statement. A Loss for the year of €277,529 (2016 - loss of €407,042) has been dealt with in the Statement of Comprehensive Income of the Company.

17. Reconciliation of movements in shareholders' funds	2017	2016	€	€
Loss for the year		(267,507)		(410,007)
Net proceeds of equity share issue		272,422		531,146
Other recognised gains or losses		-		-
		-----		-----
Net deductions from/additional to shareholders funds.		4,915		121,139
Opening shareholders funds		565,369		444,230
		-----		-----
Equity shareholders' funds		570,285		565,369
		=====		=====

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30<sup>th</sup> June 2017*

.....continued

#### 18. Transactions with Directors

##### Loans to Directors

	Opening Balance €	Movement €	Closing Balance €	Maximum Outstanding In Year €
<b>Names of Director</b>				
Andrew Laz Fleming	4,124	-	4,124	4,124
Gareth V Jones (Resigned on 19 <sup>th</sup> December 2013)	8,952	-	8,952	8,952
Glenn Millar	6,957	-	6,957	6,957
Nial Ring	10,880	-	10,880	10,880
Liam McGrattan	6,454	-	6,454	6,454
Hugh Gibney (Resigned on 19 <sup>th</sup> December 2013)	6,595	-	6,595	6,595
	-----	-----	-----	-----
<b>Amounts due by Directors as at 30 June 2017</b>	<b>43,962</b>	<b>-</b>	<b>43,962</b>	<b>43,962</b>
	=====	=====	=====	=====

The loans which are interest free are repayable on demand.

#### 19. Post Balance Sheet events.

There were no significant post balance sheet events.

# IMC Exploration Group Public Limited Company

## Notes to the Financial Statements for the year ended 30 June 2017

..... Continued

### 20. Share-based payments

#### *Share Options*

On 27<sup>th</sup> March 2015 the Directors approved the IMC Exploration Group Public Limited Company 2015 Share Option Scheme.

Under this Share Option Scheme all of the Directors (past and present) have an option to purchase 200,000 shares at a weighted average price of GBP£0.10. The option expired on 26<sup>th</sup> March 2017.

### 21. Related Party Transactions

Details of subsidiary undertakings are shown in Note 12. In accordance with International Accounting Standard 24 - Related Party transactions between group entities have been eliminated on consolidation and are therefore not disclosed.

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements* for the year ended 30<sup>th</sup> June 2017

.....continued

#### 22. Gross Cash Flows

	2017	2016
	€	€
<b>Returns on investment and servicing of finance</b>		
Interest received	-	-
Proceeds from sale of investments	-	-
	-----	-----
	-	-
	=====	=====
<b>Taxation</b>		
Corporation tax paid	-	-
	-----	-----
	-	-
	=====	=====
<b>Capital expenditure and financial investment</b>		
Payments to acquire intangible assets	-	62,941
Payments to acquire tangible assets	-	-
Payments to acquire investments	-	-
	-----	-----
	-	62,941
	=====	=====
<b>Financing</b>		
Issue of ordinary share capital	272,422	531,146
Issue costs	-	-
	-----	-----
	272,422	531,146
	=====	=====

#### 23. Analysis of changes in net funds

	Opening Balance	Cash flows	Closing balance
	€	€	€
Cash at bank and in hand	61,742	(81,206)	(19,464)
	-----	-----	-----
	61,742	(81,206)	(19,464)
	-----	-----	-----
Net Funds	61,742	(81,206)	(19,464)
	=====	=====	=====

## **IMC Exploration Group Public Limited Company**

### **Notes to the Financial Statements**

*for the year ended 30 June 2017*

..... Continued

#### **24. Financial Instruments and Financial Risk Management**

The Group and Company's principal financial instruments comprise cash and cash equivalents. The main purpose of these financial instruments is to provide finance for the Group and Company's operations. The Group has various other financial assets and liabilities such as receivables and trade payables, which arise directly from its operations.

It is, and has been throughout 2017 and 2016 the Group and Company's policy that no trading on derivatives be undertaken.

The main risks arising from the Group and Company's financial instruments are foreign currency risk, credit risk, liquidity risk, interest rate risk and capital risk. The board reviews and agrees policies for managing each of these risks which are summarised below.

##### **Foreign currency risk**

The Group undertakes certain transactions denominated in foreign countries. Hence, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilising forward exchange contracts where appropriate.

At the year ended 30 June 2017 and 30 June 2016, the Group had no outstanding forward exchange contracts.

##### **Credit Risk**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. As the Group does not, as yet, have any sales to third parties, this risk is limited.

The Group and Company's financial assets comprise receivables and cash and cash equivalents. The credit risk on cash and cash equivalents is limited because the counterparties are banks with high credit-ratings assigned by international credit rating agencies. The Group and Company's exposure to credit risk arise from default of its counterparty, with a maximum exposure equal to the carrying amount of cash and cash equivalents in its consolidated balance sheet.

The Group does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. The Group defines counterparties as having similar characteristics if they are connected entities.

##### **Liquidity risk management**

Liquidity risk is the risk that the Group will not have sufficient funds to meet liabilities. Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has built an appropriate liquidity risk management framework for the management of the Group and Company's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity by maintaining adequate reserves and by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. Cash forecasts are regularly produced to identify the liquidity requirements of the Group. To date, the Group has relied on shareholder funding to finance its operations. The Group had no borrowing facilities at 30 June 2017.

The Group and Company's financial liabilities as at 30 June 2017 and 30 June 2016 were all payable on demand.

## IMC Exploration Group Public Limited Company

### Notes to the Financial Statements for the year ended 30 June 2017

..... Continued

The expected maturity of the Group and Company's financial assets (excluding prepayments) as at 30 June 2017 and 30 June 2016 was less than one month.

The Group expects to meet its other obligations from operating cash flows with an appropriate mix of funds and equity investments. The Group further mitigates liquidity risk by maintaining an insurance programme to minimise exposure to insurable losses.

The group had no derivative financial instruments as at 30 June 2017 and 30 June 2016.

#### **Interest rate risk**

The Group and Company's exposure to the risk of changes in market interest rates relates primarily to the Group and Company's holdings of cash and short term deposits.

It is the Group and Company's policy as part of its disciplined management of the budgetary process to place surplus funds on short-term deposit in order to maximise interest earned.

#### **Capital Risk Management**

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust its capital structure, the Group may adjust or issue new shares or raise debt. No changes were made in the objectives, policies or processes during the years ended 30 June 2017 and 30 June 2016. The capital structure of the Group consists of equity attributable to equity holders of the parent, comprising issued capital, reserves and retained losses as disclosed in the consolidated statement of changes in equity.

#### **Fair values**

The carrying amount of the Group and Company's financial assets and financial liabilities is a reasonable approximation of the fair value.

#### **Hedging**

At the year ended 30 June 2017 and 30 June 2016, the Group had no outstanding contracts designated as hedges.

### **25. Approval of financial statements**

The financial statements were approved by the board on 29<sup>th</sup> November 2017.

**IMC Exploration Group Public Limited Company**

**Directors' Report and Financial Statements**

*for the year ended 30 June 2018*

# IMC Exploration Group Public Limited Company

## Directors' Report and Financial Statements

### Contents

	Page
Directors and Other Information	1-2
Chairman's Statement and Review of Activities	3
Directors' Report	4 - 11
Independent Auditors' Report	12 - 14
Consolidated Statement of Comprehensive Income	15
Consolidated Statement of Financial Position	16
Company Statement of Financial Position	17
Consolidated Statement of Changes in Equity	18
Company Statement of Changes in Equity	19
Consolidated Statement of Cash Flows	20
Company Statement of Cash Flows	21
Notes to the Financial Statements	22 - 42

**IMC Exploration Group Public Limited Company**

*Directors and other information*

Directors	Eamon O'Brien Andrew Laz Fleming Glenn Millar Kathryn Byrne Liam McGrattan	(Executive Chairman) (Appointed 11 <sup>th</sup> May 2018) (Executive Director) (Executive Director) (Non-Executive Director) (Executive Chairman) (Resigned on 11 <sup>th</sup> May 2018)
	Nial Ring	(Non-Executive Director) (Resigned on 11 <sup>th</sup> May 2018)
Secretary 2018)	McClure Corporate Services Limited Nial Ring	(Appointed on 10 <sup>th</sup> May (Resigned on 11 <sup>th</sup> May 2018)
Registered Office & Business Address	70 Ballybough Road Ballybough Dublin 3	
Auditors	Clifford Desmond & Associates Chartered Accountants & Statutory Auditors 185 Rathmines Road Lower Rathmines Dublin 6 Auditor Number: AI3001157	
Bankers	Bank of Ireland O'Connell Street Dublin 1	
Solicitors	Business & Commercial Solicitors Leeson Chambers 28 Lower Leeson Street Dublin 2	

IMC EXPLORATION GROUP PLC

**IMC Exploration Group Public Limited Company**

*Directors and other information*

Corporate Advisors	Keith Bayley Rogers & Co. Limited 1 Royal Exchange Avenue London EC3V 3LT England
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Registrars	Neville Registrars Limited Neville House 18 Laurel Lane Halesowen B63 3DA England
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Registered Number	500487
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Date of Incorporation	27 June 2011
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Website	<a href="http://www.imcexploration.com">www.imcexploration.com</a>
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## **IMC Exploration Group Public Limited Company**

### **Chairman's Statement**

*for the year ended 30 June 2018*

Dear Shareholders,

The Directors of IMC Exploration Group plc are pleased to present the audited financial results for IMC for the twelve months to 30<sup>th</sup> June 2018.

During this period, IMC undertook a strategic review of all its projects. The directors of IMC are now focused on its three main projects in Ireland - tailings and spoils project in Avoca, Co. Wicklow, the north Wexford gold project and our zinc project located close to the Kilbricken deposit in Tulla, Co. Clare. Concentrating on these three main projects will accelerate progress to realising the potential of IMC's valuable assets for the benefit of all shareholders.

IMC has been engaged in exploration work on its spoils and tailings project in Avoca, Co. Wicklow with Trove Metals Limited, culminating in the engagement of CSA Global to prepare a Mineral Resource Estimate (MRE) for the Avoca tailings and spoils project. This Mineral Resource will be classified as inferred and will be reported in accordance with the JORC Code (2012). Classification of this MRE is being carried out, taking into account the volumes of the spoils, quality of the sampling and density data and sample spacing. Furthermore, IMC have engaged CSA Global to carry out a JORC Code (2012) compliant Competent Person's Report.

IMC continues with its work on its highly prospective north Wexford gold project. Drilling and float sampling indicates that the Kilmichael area contains significant gold grades in a structurally complex setting. IMC intends to continue with its exploration programme on this licence area.

During this financial year IMC carried out drilling on PL 2739, Tulla, Co Clare. The presence of haematisation in Waulsortian limestones, in conjunction with the hydrothermal breccias intersected, confirms the presence of a potential base-metal bearing hydrothermal system and enhances the prospectivity of licences in the Tulla area.

IMC has made positive progress on all fronts; with our JORC Code (2012) compliant CSA Global Mineral Resource Estimate pending, our JORC Code (2012) compliant CSA Global Competent Person's Report pending, the implementation of the Koza Report on our north Wexford project and further exploration work on our zinc project in Co Clare it is expected that significant value will be added to IMC in the coming years. I would like to thank our shareholders for their continued support and trust.

Eamon O'Brien  
Chairman

## **IMC Exploration Group Public Limited Company**

### ***Directors' Report***

*for the year ended 30<sup>th</sup> June 2018*

The Directors present their Annual Report and audited financial statements for the year ended 30 June 2018 for IMC Exploration Group Public Limited Company (“the Company”) and its subsidiary (collectively “the Group”) prepared in euro for the year ended 30<sup>th</sup> June 2018.

### **Principal Activity**

The Group’s main activity is the exploration for gold, zinc and other minerals in Ireland. The Directors have reviewed the financial position of the Group and are satisfied that the Group will continue to operate at its projected level of activity for the foreseeable future. The group holds the licences in its 100% owned subsidiary “IMC Exploration Limited”. Details of the licences are set out in Note 10 to the Financial Statements.

### **Review of Business**

The Group incurred a loss after taxation of €1,194,854 during the year (2017: €267,507). There was no revenue generated from trading and the Group financed operations through the issuing of share capital. Share capital and Share Premium were increased by €1,113,302 in the year. Further details of shares issued can be found in Notes 20 and 21 to the Financial Statements.

Cash reserves have improved in the year also from (€19,464) at 30<sup>th</sup> June 2017 to €212,410 at 30<sup>th</sup> June 2018. Cashflow projections have been prepared by the directors and they are satisfied that the company has the resources to meet their expenditure over the next 12 months.

Included in the loss for the year is an amortisation of the Exploration and Evaluation Assets carrying amount of €284,088. At the beginning of the year the Group held 15 exploration licences which covered areas in Co. Wicklow, Co. Wexford and Co. Clare. 8 of these licences were returned to the Department of Communication, Climate Action and Environment and any associated carrying amounts in the Balance Sheet were written off to the Profit and Loss Account. A further 2 licences were returned to the Department on 18<sup>th</sup> October 2018 and any associated carrying amounts relating to these licences in the Balance Sheet were also written off to the Profit and Loss Account in the year ended 30<sup>th</sup> June 2018. Additional expenditure on existing licences during the year amounted to €28,550. There are currently 5 exploration licences held by the Group and further details can be found in Note 10 to the Financial Statements.

### **Operations Report**

A review of exploration and production activities during the year and outlook for 2018/2019 are set out in the Chairman’s Statement on Page 3.

### **Financial Review**

A review of current year financial activities is set out in the Review of Business and Future Developments.

### **Payment of Suppliers**

The Company’s policy is to agree payment terms with individual suppliers and to abide by such terms.

### **Share Price**

The company shares are quoted on NEX Exchange. Share price movement in the year ranged from a low of Stg€0.01 to a high of Stg€0.02. The share price at the year end was Stg€0.01.

### **Results and Dividends**

The loss for the year after providing for depreciation and taxation amounted to €1,194,854 (2017: €267,507). All exploration and development costs to date have been deferred, no transfers to distributable reserves or dividends are recommended.

**Directors' Report**

for the year ended 30<sup>th</sup> June 2018

..... continued

**Future Developments**

A review of future developments of the business is included in the Chairman's Statement and review of operations.

**Directors and Secretary and their Interests**

In accordance with the Articles of Association, Andrew Laz Fleming retires from the board by rotation in accordance with Article 94 of the Articles of Association.

The Directors and secretary who held office during the year had no interest, either direct or beneficial, other than those shown below, in the shares of the Company.

	29 Nov 2018	Ordinary Shares 30 June 2018	30 June 2017	A Ordinary Shares 30 June 2018	30 June
<b>2017</b>					
<b>Directors</b>					
Andrew Laz Fleming	3,515,001	3,515,001	1,615,001	-	-
Glenn Millar	3,600,001	3,600,001	1,600,001	-	-
Eamon O'Brien	6,240,000	1,900,000	-	-	-
Kathryn Byrne	1,000,000	1,000,000	-	-	-
Liam McGrattan (Resigned)	15,300,001	15,300,001	7,952,985	38,093	38,093
Nial Ring (Resigned)	12,100,001	12,100,001	4,233,334	-	-
<b>Secretary</b>					
McClure Corporate Services Ltd	-	-	-	-	-
Nial Ring (Resigned)	12,100,001	12,100,001	4,233,334	-	-

**Transactions Involving Directors**

There have been no contract or arrangements of significance during the year in which Directors of the Company were interested other than as disclosed in Notes 18 and 21 to the financial statements.

**Significant Shareholders**

The Company has been informed that, in addition to the interest of the Directors, at 30 June 2018 and the date of this report, the following shareholders own 3% or more of the issued share capital of the Company:

	Percentage of Issued share capital	
	29 Nov 2018	30 June 2018
SVS (Nominees) Ltd.	20.28%	21.12%
Harewood Nominees Ltd.	10.39%	10.83%
Trove Rehabilitation Nominees Ltd.	7.49%	7.81%
Wilhan Ltd.	6.00%	6.24%
Nial Ring	5.13%	5.34%
Lisa McDonnell	4.73%	4.93%

The Directors are not aware of any other holding of 3% or more of the share capital of the Company

***Directors' Report***  
*for the year ended 30<sup>th</sup> June 2018*

..... continued

**Group undertakings**

Details of the Company's subsidiary are set out in Note 12 to the financial statements.

**Electoral Act 1997**

The Company did not make any political donations during the year (2017 : € Nil).

**Going Concern**

The future of the Group is dependent on the successful future outcome of its exploration interests. The Directors have carried out a review of budgets and cash flows for the twelve months after the date of this report and on the basis of that review, consider that the Group and the Company, based on current exploration activity, will have adequate financial resources to continue in operation for the foreseeable future. As exploration activity is expanded, further funding will be required.

The directors consider that in preparing the financial statements they have taken into account all information that could reasonably be expected to be available. On this basis, they consider that it is appropriate to prepare the financial statements on the going concern basis.

**Compliance Statement**

The directors are responsible for securing the company's compliance with its relevant obligations (compliance with both company and tax law) and with respect to each of the following three items, we confirm that it has been done.

We confirm:

- the existence of a compliance policy statement;
- appropriate arrangements or structures put in place to secure material compliance with the company's relevant obligations;
- a review of such arrangements and structures has taken place during the year

**Important events after the reporting date**

There have been no important events after the reporting date other than as disclosed in Note 19 to the financial statements.

*Directors' Report – Corporate Governance  
for the year ended 30<sup>th</sup> June 2018*

**Corporate Governance**

The Directors are committed to maintaining the highest standards of corporate governance commensurate with the size, stage of development and financial status of the Group.

**The Board**

The Board is responsible for the supervision and control of the Company and is accountable to the shareholders. The Board has reserved decision-making on a variety of matters, including determining strategy for the Group, reviewing and monitoring executive management performance and monitoring risks and controls.

The Board currently has four Directors, comprising three executive Directors and one non-executive Director. The Board met formally nine times during the year ended 30<sup>th</sup> June 2018. An agenda and supporting documentation was circulated in advance of each meeting. All the Directors bring independent judgement to bear on issues affecting the Group and all have full and timely access to information necessary to enable them to discharge their duties. The Directors have a wide and varying array of experiences in the industry.

Under the terms of the Company's Articles, one third of the Board must seek re-election to the Board at the Annual General Meeting each year. All new Directors appointed since the previous Annual General Meeting are required to seek election at the next Annual General Meeting.

**Directors Biographies**

**Eamon O'Brien** (Executive Chairman) after graduating with an MBA, worked in Wall Street with Quick & Reilly, a specialised stockbroking firm on Wall Street. On returning to Ireland he joined NCB Stockbrokers in Dublin before moving to Davy Stockbrokers. He has since worked as a consultant on various projects including retail management, software projects and property development. He was a founding member and CFO of Eurocommerce, a payments processing company, now owned by Mastercard. Eamon graduated from University College Dublin with a B.Sc. which included Chemistry and Geology. He later completed an MBA.

**Kathryn Byrne** (Non-Executive Director) is a Director of a communications consultancy company based in Dublin. Taking a lead role in project management and event management, her expertise includes PR both corporate and consumer, media relations and public affairs. Kathryn takes an active role in the wider business and civic community. Kathryn served as a government appointed board member of An Bord Altranais and as a council member of Gaisce the President's Award. She is involved in the Networks for Women in Business. Kathryn is a Fellow of the Public Relations Institute of Ireland (PRII). She is former Honorary Secretary and board member of the PRII. She is also a Global Affiliate of the Chartered Institute of Public Relations. Kathryn holds an honours post-graduate diploma in public relations and is a member of the Institute of Chartered Secretaries & Administrators.

**Glenn Millar** (Executive Director) holds both a PhD in Structural Geology and an MBA; his PhD research focused on structures in the Irish Carboniferous terrain. Glenn accumulated eighteen years professional experience as a geological consultant to the mining and hydrocarbon exploration industries worldwide. He has advised both major and junior mining companies in geological projects within Europe, the Middle East, Australia, and North and South America.

**Andrew Laz Fleming** (Executive Director) has 40 years experience in various sectors of the Minerals and Mining Industry, including 27 years in Brazil. During the 90's he acted as Country Manager of Canadian Companies (South Western Gold Corp. and Hillsborough Resources Corp.) and an Irish Company (Ovoca Resources plc). His direction and supervision of exploration programmes in Brazil led to the discoveries of additional diamond and gold resources in Mato Grosso, Minas Gerais and Goias States.

**Directors' Report – Corporate Governance**  
for the year ended 30<sup>th</sup> June 2018

..... continued

**Audit and Remuneration Committees**

The Audit Committee comprises Kathryn Byrne (Chairman) and Andrew Laz Fleming. It may examine any matters relating to the financial affairs of the Group and the Group's audits. This includes reviews of the annual financial statements and announcements, internal control procedures, accounting procedures, accounting policies, the appointment, independence, objectivity, terms of reference and fees of external auditors and such other related functions as the Board may require.

The Remuneration Committee comprises Glenn Millar (Chairman) and Andrew Laz Fleming. It determines the terms and conditions of employment and annual remuneration of the executive directors. It consults with the Chief Executive Officer, takes into consideration external data and comparative third party remuneration and has access to professional advice outside the Company.

The key policy objectives of the Remuneration Committee in respect of the Company's executive directors are:

- To ensure that individuals are fairly rewarded for their personal contribution to the Company's overall performance; and
- To act as the independent committee ensuring that due regard is given to the interest of the Company's shareholders and to the financial and commercial health of the Company

Directors' Remuneration, including employer's PRSI, during the year ended 30 June 2018 was as follows:

	2018 Total €	2017 Total €
Remuneration and other emoluments – Executive Directors	-	-
Remuneration and other emoluments – Non-Executive Directors	-	-
	-----	-----
	-	-
	=====	=====

**Nomination Committee**

At present, as the Board is small, no formal nomination committee has been established. The authority to nominate new Directors for appointment vests in the Board of Directors. All Directors co-opted to the Board during any financial period are subject to election by shareholders at the first opportunity following their appointment. Consideration to setting up a nomination committee is under continuous review.

**Risk Committee**

A Risk Committee, which during the year comprised the Chairman, Eamon O'Brien and Executive Director Laz Fleming is charged with the review of the key risks inherent in the business and the system of control necessary to manage such risks and presents its findings to the Board. Exploration risk, the main corporate risk to which the Group is exposed, is monitored and reviewed regularly by the Board. The Board considers exploration risk to be acceptable for the Group taking into account the industry in which it operates.

**Relations with Shareholders**

The Group communicates regularly with shareholders including the release of the interim and annual results and following significant developments. The Annual General Meeting is normally attended by all Directors. Shareholders, including private investors, are invited to ask questions on matters including the Group's operations and performance and to meet with the Directors after the formal proceedings have ended. The Group maintains a website ([www.imcexploration.com](http://www.imcexploration.com)) on which all announcements, financial statements and other corporate information is published. The Directors are available to meet institutional shareholders for ad hoc discussions.

*Directors' Report – Corporate Governance  
for the year ended 30<sup>th</sup> June 2018*

..... continued

**Internal control**

The Directors are responsible for the Group's system of internal controls, the setting of appropriate policies on those controls, the regular assurance that the system is functioning effectively and that it is effective in managing business risk. The Audit Committee monitors the Group's internal control procedures, reviews the internal controls processes and risk management procedures.

**Principal Risk and Uncertainties**

The Group's activities are carried out principally in the Republic of Ireland. Accordingly the principal risks and uncertainties are considered to be the following:

***Exploration Risk***

Exploration and development activities may be delayed or adversely affected by factors outside the Group's control, in particular: climatic conditions, existence of commercial deposits of gold, zinc and other minerals, unknown geological conditions; remoteness of locations; actions of governments or other regulatory authorities (relating to, inter alia, the grant, maintenance or renewal of any required authorisations, environmental regulations or changes in law).

***Commodity Price Risk***

The demand for, and price of gold, zinc and other minerals is dependent on global and local supply and demand, actions of governments or cartels and general global economic and political developments.

***Financial Risk***

Financial risk is addressed in Note 24 to these financial statements.

**Accounting records**

The measures taken by the Directors to ensure compliance with the requirements of Sections 281 to 285, Companies Act 2014, regarding proper books of accounts are the implementation of necessary policies and procedures for recording transactions, the employment of competent accounting personnel with appropriate expertise and the provision of adequate resources to the finance function. The books of accounts of the Company are maintained at 70 Ballybough Road, Ballybough, Dublin 3.

**Auditors**

The auditors, Clifford Desmond & Associates Chartered Accountants & Statutory Auditors, have indicated their willingness to continue in office in accordance with the provisions of Section 383(2) of the Companies Act 2014.

**Statement on Relevant Audit Information**

So far as the directors are aware, there is no relevant audit information of which the statutory auditors are unaware. The directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and they have established that the statutory auditors are aware of that information.

***Directors' Report***

*for the year ended 30<sup>th</sup> June 2018*

**Statement of Director's Responsibilities**

The Directors are responsible for preparing the Annual Report and the Group and Company Financial Statements, in accordance with applicable law and regulations.

Company law requires the Directors to prepare Group and Company Financial Statements for each financial year. Under that law, the Directors are required to prepare the Group Financial Statements in accordance with IFRS as adopted by the European Union and applicable laws including Article 4 of the IAS Regulation. The Directors have elected to prepare the Company Financial Statements in accordance with IFRS as adopted by the European Union as applied in accordance with the Companies Acts 2014.

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 assets, liabilities and financial position of the Group and Company and of the Group and Company's profit or loss for that year. In preparing each of the Group and Company financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRS as adopted by the European Union, and as regards the Company, as applied in accordance with the Companies Act 2014; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group and the Company will continue in business

The Directors are also required by the Transparency (Directive 2004/109/EC) Regulations 2007 and the Transparency Rules of the Central Bank of Ireland to include a management report containing a fair review of the business and a description of the principal risks and uncertainties facing the Group.

The Directors are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the assets, liabilities, financial position and profit or loss of the Company, and which enable them to ensure that the Financial Statements of the Company comply with the provisions of the Companies Act 2014. The Directors are also responsible for taking all reasonable steps to ensure such records are kept by the subsidiary companies which enable them to ensure that the financial statements of the Group comply with the provisions of the Companies Act 2014. They are also responsible for safeguarding the assets of the Company and the Group, and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities. The Directors are also responsible for preparing a Directors' Report which complies with the requirements of the Companies Act 2014.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Group's and Company's website [www.imcexploration.com](http://www.imcexploration.com). Legislation in Ireland concerning the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

**Responsibility statement as required by the Transparency Directive and the UK Corporate Governance Codes**

Each of the Directors confirm that, to the best of each person's knowledge and belief:

- The Group Financial Statements, prepared in accordance with IFRS as adopted by the European Union, and the Company financial Statements, prepared in accordance with the IFRS as adopted by the European Union as applied in accordance with the provisions of the Companies Act 2014, give a true and fair view of the assets, liabilities, financial position of the Group and Company at 30 June 2018 and of the profit or loss of the Group for the year then ended;
- The Directors' Report contained in the Annual Report includes a fair review of the development and performance of the business and the position of the Group and Company, together with a description of the principal risks and uncertainties that they face; and
- The Annual Report and financial statements, taken as a whole, provides the information necessary to assess the Group's performance, business model and strategy and is fair, balanced and understandable and provides the

***Directors' Report***

*for the year ended 30<sup>th</sup> June 2018*

..... continued

information necessary for the shareholders to assess the Company's position and performance, business model and strategy.

**Relevant audit information**

The Directors believe that they have taken all steps necessary to make themselves aware of the relevant audit information and have established that the Group's statutory auditors are aware of that information. In so far as the Directors are aware, there is no relevant audit information of which the Group's statutory auditors are unaware.

**On behalf of the board**

-----  
**Eamon O'Brien**

Director

Date: 29th November 2018

-----  
**Andrew Laz Fleming**

Director

***Independent Auditors' Report to the Shareholders of IMC Explorations Public Limited Company***

*for the year ended 30<sup>th</sup> June 2018*

**Opinion**

We have audited the Group and Company financial statements (the "financial statements") of IMC Exploration Group Public Limited Company for the year ended 30<sup>th</sup> June 2018 which comprise of the Consolidated Statements of Comprehensive Income, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Statement of Financial Position, Company Statement of Financial Position, Consolidated Statement of Cash Flows, Company Statement of Cash Flows and notes thereon. These financial statements have been prepared under the accounting policies set out on pages 22-27.

This report is made solely to the Company's members as a body in accordance with Section 336 of the Companies Act 2014. Our audit work has been undertaken so that we might state to the Company's members those matters that we are required to state to them in the audit 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 or the Company's members as a body for our audit work, for this report, or for the opinion we have formed.

In our opinion:

- the Group financial statements give a true and fair view, in accordance with IFRS's as adopted by the EU, of the state of the Group's affairs as at 30 June 2018 and of its loss for the year then ended;
- the Company financial statements give a true and fair view, in accordance with IFRSs as adopted by the EU and as applied in accordance with the provisions of the Companies Act 2014, of the state of the Company's affairs as at 30 June 2018; and
- the financial statements have been properly prepared in accordance with the Companies Act 2014.

We have obtained all the information and explanations we consider necessary for the purposes of our audit. In our opinion proper books of account have been kept by the Company. The Company Statement of Financial Position is in agreement with the books of account.

In our opinion the information given in the Directors' Report on pages 4 - 11 is consistent with the financial statements.

**Basis of opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and whether the accounting policies are appropriate to the Group's and Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

*Independent Auditors' Report to the Shareholders of IMC Exploration Group Public Limited Company*

..... continued

**3 Emphasis of Matter – Going concern and carrying value of exploration and evaluation assets**

In forming our opinion on the financial statements, which is not modified, we considered:

(a) the adequacy of disclosures made in Note 10 to the financial statements in relation to the Directors' assessment of the carrying value of the Group's deferred exploration costs amounting to €311,491. There is a risk that the Group's exploration and evaluation assets will not be recovered due to the inherent uncertainties which exist with exploration activities. The valuation of these assets requires management to assess whether there are indicators of impairment based on consideration of factors such as the status of licences and the Group's intention to proceed with future work programmes for each licence area.

(b) the adequacy of the disclosures made in Note 1 to the financial statements concerning the Group's ability to continue as a going concern. The Group incurred a net loss of €1,194,854 for the year ended 30 June 2018. These conditions indicate the existence of material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the Group was unable to continue as a going concern.

(c) there is a risk that the Company's subsidiary undertaking will not be able to repay the amounts due to the Company which has provided finance to this entity to fund its activities. This has no impact on the Group's financial position.

**Respective responsibilities of directors and auditors**

The Directors responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and International Financial Reporting Standards as adopted by the European Union ("IFRS") are set out in the Statement of Directors' Responsibilities on pages 10-11.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the Group financial statements give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and have been properly prepared in accordance with the Companies Act 2014. We also report to you whether, in our opinion; proper books of accounts have been kept by the Company; whether at the Statement of Financial Position date, there exists a financial situation requiring the convening of an extraordinary general meeting of the Company; and whether the information given in the Directors' Report is consistent with the financial statements. In addition, we state whether we have obtained all the information and explanations necessary for the purposes of our audit and whether the Company's financial position is in agreement with the books of account.

We report to the shareholders if, in our opinion, any information specified by law or the listing rules of the NEX Exchange regarding Directors' remuneration and Directors' transactions is not given and, where practicable, include such information in our report.

We read the other information contained in the Annual Report and consider whether it is consistent with the audited financial statements. This other information comprises only the "Chairman's Statement and Review of Activities". We consider the implications for our audit report if we become aware of any apparent misstatement or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

-----  
Kieran Desmond  
For and on behalf of

**Clifford Desmond & Associates Chartered Accountants & Statutory Auditors**

185 Rathmines Road Lower, Rathmines, Dublin 6

Date: 29<sup>th</sup> November 2018

**IMC Exploration Group Public Limited Company**

## **APPENDIX TO THE INDEPENDENT AUDITOR'S REPORT**

### **Further information regarding the scope of our responsibilities as auditor**

As part of an audit in accordance with ISAs (Ireland), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's Report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's Report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

***Consolidated Statement of Comprehensive Income***  
*for the year ended 30<sup>th</sup> June 2018*

**Continuing Operations**

	Notes	2018	2017
Administrative expenses		(921,757)	(267,507)
<b>Operating Loss for the period</b>	4.	(921,757)	(267,507)
Finance Income		-	-
Amount written off Intangible Assets	10.	(284,088)	-
Amount written off investment	5.	-	-
		-----	-----
<b>Loss for period before tax</b>		(1,205,845)	(267,507)
Income tax expenses	8.	10,991	-
<b>Total comprehensive loss for the period</b>		<u>(1,194,854)</u>	<u>(267,507)</u>
<b>Loss attributable to:</b>			
Equity holders of the Company		<u>(1,194,854)</u>	<u>(267,507)</u>
<b>Total Comprehensive Loss attributable to:</b>			
Equity holders of the Company		<u>(1,194,854)</u>	<u>(267,507)</u>
<b>Earnings per share</b>			
<b>From continuing operations</b>			
Basic and Diluted loss per share (cent)		<u>0.5</u>	<u>0.2</u>

All activities derived from continuing operations. All losses and total comprehensive losses for the period are attributable to the owners of the Company.

The Company has no recognised gains or losses other than those dealt with in the statement of comprehensive income.

The accompanying notes on pages 22-42 form an integral part of these financial statements.

The Financial statements were approved by the Board of Directors on 29<sup>th</sup> November 2018 and signed on its behalf by:

On behalf of the board

-----  
 Eamon O'Brien  
 Director

-----  
 Andrew Laz Fleming  
 Director

***Consolidated Statement of Financial Position***  
*for the year ended 30<sup>th</sup> June 2018*

	Notes	2018	2017
<b>Assets</b>			
Intangible assets	10	332,127	587,665
Property, plant and equipment	11	-	-
Investments	12	-	-
Total Non-Current Assets		<u>332,127</u>	<u>587,665</u>
<b>Current Assets</b>			
Trade and other receivables	13	-	81,018
Cash and cash equivalents		212,410	(19,464)
Total Current Assets		<u>212,410</u>	<u>61,553</u>
<b>Total Assets</b>		<u><u>544,537</u></u>	<u><u>649,219</u></u>
<b>Equity</b>			
Share Capital	15	278,107	166,610
Share premium	15	3,490,942	2,489,137
Retained deficit	16	(3,280,316)	(2,085,462)
Attributable to owners of the Company	17	<u>488,733</u>	<u>570,285</u>
<b>Total Equity</b>		<u><u>488,733</u></u>	<u><u>570,285</u></u>
<b>Liabilities - Current</b>			
Trade and other payables		55,804	67,943
Current tax liabilities		-	10,991
Total Liabilities	14	<u>55,804</u>	<u>78,934</u>
<b>Total Equity and Liabilities</b>		<u><u>544,537</u></u>	<u><u>649,219</u></u>

The accompanying notes on pages 22-42 form and integral part of these financial statements.

The Financial statements were approved by the Board of Directors on 29<sup>th</sup> November 2018 and signed on its behalf by:

**On behalf of the board**

-----  
Eamon O'Brien  
Director

-----  
Andrew Laz Fleming  
Director

*Company Statement of Financial Position  
for the year ended 30<sup>th</sup> June 2018*

	Notes	2018	2017
<b>Assets</b>			
<b>Non- Current Assets</b>			
Financial Investments	12	30,365	30,365
Total Non-Current Assets		<u>30,365</u>	<u>30,365</u>
<b>Current Assets</b>			
Trade and other receivables	13	910,808	958,836
Cash and cash equivalents		247,974	16,100
Total Current Assets		<u>1,158,782</u>	<u>974,935</u>
<b>Total Assets</b>		<u><b>1,189,147</b></u>	<u><b>1,005,300</b></u>
<b>Equity</b>			
Share Capital	15	278,107	166,610
Share premium	15	3,490,942	2,489,137
Retained loss	16	(2,626,707)	(1,720,381)
<b>Equity Attributable to equity shareholders</b>		<u><b>1,142,342</b></u>	<u><b>935,366</b></u>
<b>Total Equity</b>		<u><b>1,142,342</b></u>	<u><b>935,366</b></u>
<b>Liabilities - Current</b>			
Trade and other payables	14	46,805	58,943
Current tax liabilities	14	-	10,991
<b>Total Liabilities</b>		<u><b>46,805</b></u>	<u><b>69,934</b></u>
<b>Total Equity and Liabilities</b>		<u><b>1,189,147</b></u>	<u><b>1,005,300</b></u>

The accompanying notes on pages 22-42 form and integral part of these financial statements.

The financial statements were approved by the Board of Directors on 29<sup>th</sup> November 2018 and signed on its behalf by:

On behalf of the board

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Eamon O'Brien  
Director

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Andrew Laz Fleming  
Director

**IMC Exploration Group Public Limited Company***Consolidated Statement of Changes in Equity  
for the year ended 30<sup>th</sup> June 2018*

	Share Capital €	Share Premium €	Retained Losses €	Total €
Balance at 30 June 2016	145,910	2,237,415	(1,817,956)	565,369
<b>Total comprehensive income for the period</b>				
Loss for the period	-	-	(267,507)	(267,507)
Total comprehensive income for the period	-	-	(267,507)	(267,507)
<b>Transactions with owners, recorded directly in equity contributions by and distributions to owners</b>				
Shares issued	20,700	251,722	-	272,422
Share issue costs	-	-	-	-
<b>Total transactions with owners</b>	-	-	-	-
<b>Balance at 30 June 2017</b>	<b>166,610</b>	<b>2,489,137</b>	<b>(2,085,462)</b>	<b>570,285</b>
<b>Total comprehensive income for the period</b>				
Loss for the period	-	-	(1,194,854)	(1,194,854)
Total comprehensive income for the period-	-		<b>(1,194,854)</b>	<b>(1,194,854)</b>
<b>Transactions with owners, recorded directly in equity contributions by and distributions to owners</b>				
Shares issued	111,497	1,058,515	-	1,170,012
Share issue costs	-	(56,710)	-	(56,710)
<b>Balance at 30 June 2018</b>	<b>278,107</b>	<b>3,490,942</b>	<b>(3,280,316)</b>	<b>488,733</b>

Net equity is attributable to the holder of the ordinary shares in the Group.

The accompanying notes on pages 22-42 form an integral part of these financial statements.

The financial statements were approved by the board of Directors on 29<sup>th</sup> November 2018 and signed on its behalf by:

On behalf of the board

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Eamon O'Brien  
Director

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Andrew Laz Fleming  
Director

**IMC Exploration Group Public Limited Company***Company Statement of Changes in equity  
for the year ended 30<sup>th</sup> June 2018*

	Share Capital €	Share Premium €	Retained Losses €	Total €
Balance at 30 June 2016	145,910	2,237,415	(1,442,851)	940,474
<b>Total comprehensive income for the year</b>				
Loss for the year	-	-	(277,529)	(277,529)
Total comprehensive income for the year	-	-	(277,529)	(277,529)
<b>Transactions with owners, recorded directly in equity</b>				
Shares issued	20,700	251,722	-	272,422
Shares issue costs	-	-	-	-
Total transactions with owners	20,700	251,722	-	272,422
Balance at 30 June 2017	<b>166,610</b>	<b>2,489,137</b>	<b>(1,720,381)</b>	<b>935,366</b>
<b>Total comprehensive income for the year</b>				
Loss for the year	-	-	(906,326)	(906,326)
Total comprehensive income for the year	-	-	(906,326)	(906,326)
<b>Transactions with owners, recorded directly in equity</b>				
Shares issued	111,497	1,058,515	-	1,170,012
Share issue costs	-	(56,710)	-	(56,710)
Total transactions with owners	111,497	1,001,805	-	1,113,302
<b>Balance at 30 June 2017</b>	<b>278,107</b>	<b>3,490,942</b>	<b>(2,626,707)</b>	<b>1,142,342</b>

Net equity is attributable to the holders of the ordinary shares in the Company.

The accompanying notes on pages 22 - 42 form an integral part of these financial statements.

The financial statements were approved by the board of directors on 29<sup>th</sup> November 2018 and signed on its behalf by:

**On behalf of the board**

-----  
Eamon O'Brien  
Director

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Andrew Laz Fleming  
Director

## IMC Exploration Group Public Limited Company

### *Consolidated Statement of Cash Flows* for the year ended 30<sup>th</sup> June 2018

	Notes	2018	2017
<b>Cash flows from operating activities</b>			
Loss for the year		(1,194,854)	(267,507)
Adjustments for:			
Intangible Assets Write Off		284,088	-
Income Tax recognised in profit and loss		(10,991)	-
		-----	-----
<b>Cash from operations before changes in working capital</b>		<b>(921,757)</b>	<b>(267,507)</b>
Movement in trade and other receivables		81,017	14,029
Movement in trade and other payables		(12,138)	(100,151)
		-----	-----
Net cash flow from operating activities		<b>(852,878)</b>	<b>(353,629)</b>
<b>Cash flows from investing activities</b>			
Interest received	22	-	-
Proceeds from sale of investments	22	-	-
Taxation	22	-	-
Acquisitions and disposals	22	(28,550)	-
		-----	-----
<b>Net cash (used in) investing activities</b>		<b>-</b>	<b>-</b>
<b>Cash flows from financing activities</b>			
Proceeds from the issue of new shares	22	1,113,302	272,422
Finance income/(expense)		-	-
		-----	-----
<b>Net cash generated by financing activities</b>		<b>1,113,302</b>	<b>272,422</b>
<b>Movement in cash and cash equivalents</b>			
	23	<b>231,874</b>	<b>(81,207)</b>
<b>Cash and cash equivalents at beginning of year</b>	23	<b>(19,464)</b>	<b>61,742</b>
		-----	-----
<b>Cash and cash equivalents at end of year</b> <sup>23</sup>		<b>212,410</b>	<b>(19,464)</b>
		=====	=====

The accompanying notes on pages 22 - 42 form an integral part of these financial statements.

The financial statements were approved by the Board of Directors on 29<sup>th</sup> November 2018 and signed on its behalf by:

On behalf of the board

-----  
Eamon O'Brien  
Director

**IMC Exploration Group Public Limited Company**

-----  
Andrew Laz Fleming  
Director

*Company Statement of Cash Flows  
for the year ended 30<sup>th</sup> June 2018*

	Notes	2018	2017
<b>Cash flows from operating activities</b>			
Loss for the year		(906,326)	(277,529)
Adjustments for:			
Income tax expenses recognised in profit and loss		(10,991)	
		-----	-----
<b>Cash from operations before changes in working capital</b>		(917,317)	(277,529)
Movement in trade and other receivables		48,027	14,029
Movement in trade and other payables		(12,138)	(90,151)
		-----	-----
Cash generated from operations		(881,428)	(353,651)
Income tax received		-	-
		-----	-----
<b>Cash flows from operating activities</b>		(881,428)	(353,651)
		-----	-----
<b>Cash flows from investing activities</b>			
Proceeds from sale of investments		-	-
Interest received		-	-
Taxation		-	-
		-----	-----
		-	-
		-----	-----
<b>Cash flows from financing activities</b>			
Proceeds from the issue of new shares		1,113,302	272,422
		-----	-----
Net cash used in financing activities		1,113,302	272,422
		-----	-----
Movement in cash and cash equivalents in the year		231,874	(81,299)
Cash and cash equivalents at the beginning of year		16,100	97,329
		-----	-----
Cash and cash equivalents at the end of year		247,974	16,100
		=====	=====

The accompanying notes on pages 22 - 42 form an integral part of these financial statements.  
The financial statements were approved by the Board of Directors on 29<sup>th</sup> November 2018 and signed on its behalf by:

**On behalf of the board**

-----  
Eamon O'Brien  
Director

-----  
Andrew Laz Fleming  
Director

## **IMC Exploration Group Public Limited Company**

### **Notes to the Financial Statements**

*for the year ended 30 June 2018*

#### **General Information**

IMC Exploration Group Public Limited Company is a company domiciled and incorporated in Ireland. The Group financial statements for the year ended 30 June 2018 consolidate the individual financial statements of the Company and its subsidiaries (together referred to as “the Group”). The Group has consistently applied the following policies to all periods presented in these financial statements.

#### **5. Basis of Preparation**

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS’s) as adopted by the EU in accordance with the Companies Act 2014.

The financial statements have been prepared on the historical cost basis. The accounting policies have been applied consistently by Group entities.

The financial statements have been prepared on the going concern basis, which assumes that IMC Exploration Group Public Limited Company will continue in operational existence for the foreseeable future.

The Directors are satisfied that they have adequate funding to cover the administrative expenses of the Company and Group for the next 12 months.

The Directors also intend to raise additional finance during 2018/2019 to fund further exploration programmes.

The financial statements do not include any adjustments that would result if the additional capital is not raised. Whilst taking into consideration the uncertainties described above, the Directors believe that it is appropriate for the financial statements to be prepared on a going concern basis.

## **IMC Exploration Group Public Limited Company**

### **Notes to the Financial Statements**

*for the year ended 30 June 2018*

..... Continued

#### **6. Statement of Accounting Policies**

##### **Accounting Convention**

The financial statements are prepared under the historical cost convention.

IMC Exploration Group Public Limited Company (“the Company”) is a company incorporated in Ireland. The Group financial statements consolidate those of the Company and its subsidiary (together referred to as the “Group”).

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements and by all group entities.

##### **Statement of Compliance**

As permitted by the European Union, the Group financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS’s) and their interpretations issued by the International Accounting Standards Board (IASB) as adopted by the EU (IFRS). The individual financial statements of the Company (“Company financial statements”) have been prepared in accordance with the IFRS’s as adopted by the EU and as applied in accordance with the Companies Act 2014 which permits a company that publishes its Company and Group financial statements together, to take advantage of the exemption in Section 297 of the Companies Act 2014, from presenting to its members its Company Statement of Comprehensive Income and related notes that form part of the approved Company financial statements.

The IFRS’s adopted by the EU as applied by the Company and the Group in the preparation of these financial statements are those that were effective on or before 30 June 2018.

## **IMC Exploration Group Public Limited Company**

### **Notes to the Financial Statements**

*for the year ended 30 June 2018*

..... Continued

#### **Functional and Presentation Currency**

The consolidated financial statements are presented in Euro (€), which is the Company's functional currency.

#### **Use of Estimates and Judgements**

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, 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 judgements about carrying values of assets and liabilities that are not readily apparent from other sources.

In particular, significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are in the following areas

Note 10 - Intangible asset; measurement of impairment

Note 8 - Deferred Tax; utilisation of tax losses

#### **Revenue Recognition - Interest revenue**

Interest revenue is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

#### **Basis of Consolidation**

The consolidated financial statements comprise the financial statements of IMC Exploration Group Public Limited Company and its subsidiary undertaking for the year ended 30 June 2018.

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing the control, potential voting rights that are currently exercisable or convertible are taken into account. Subsidiaries are fully consolidated from the date that control commences until the date that control ceases. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Intragroup balances and any unrealised gains or losses or income or expenses arising from intragroup transactions are eliminated in preparing the Group financial statements.

In the Company's own balance sheet, investments in subsidiaries are stated at cost less provisions for any permanent diminution in value.

## IMC Exploration Group Public Limited Company

### Notes to the Financial Statements

for the year ended 30 June 2018

..... continued

#### **Intangible Assets**

##### **Exploration and Evaluation Assets**

Expenditure incurred prior to obtaining the legal rights to explore an area is written off to the income statement. Expenditures incurred on the acquisition of a licence interest are initially capitalised on a licence by licence basis. Exploration and evaluation expenditure incurred in the process of determining exploration targets on each licence is also capitalised. These expenditures are held undepleted within the exploration licence asset until such time as the exploration phase on the licence area is complete or commercial reserves have been discovered.

Exploration and evaluation drilling costs are capitalised within each licence until the success or otherwise of the licence has been established. Unless further evaluation expenditures in the areas have been planned and agreed or unless the drilling results indicate that there is a reasonable prospect that these reserves are commercial, drilling costs are written off on completion.

#### **Impairment**

The carrying amounts of the Group's non-financial assets, other than deferred tax assets are reviewed at each year end reporting date to determine whether there is any indication of impairment. If any such indication exists then the assets' recoverable amount is estimated. For intangible assets that have indefinite lives or that are not yet available for use, recoverable amount is estimated at each year end reporting date.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. A cash-generating unit is the smallest identifiable asset group that is expected to generate cash flows that largely are independent from other assets and groups. Impairment losses are recognised in the Statement of Comprehensive Income. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

The recoverable amount of an asset or cash generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risk specific to the asset.

#### **Property, Plant and Equipment**

Plant and Equipment are stated at cost or valuation, less accumulated depreciation. Subsequent costs are included in an asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group.

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Fixtures and Fittings - 20% Straight Line

The residual value of the useful lives of the property, plant and equipment are reviewed annually and adjusted if appropriate at each statement of financial position date.

On disposal of property, plant and equipment the cost and the related accumulated depreciation and impairments are removed from the financial statements and the net amount, less any proceeds, is taken to the Statement of Comprehensive Income.

## IMC Exploration Group Public Limited Company

### Notes to the Financial Statements

for the year ended 30 June 2018

..... continued

#### **Income Tax Expense**

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit and loss except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or equity respectively.

Current corporation tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill, the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit, and differences relating to investments in subsidiaries to the extent that they probably will not reverse in the foreseeable future. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividends is recognised.

#### **Foreign Currencies**

Monetary assets and liabilities dominated in a foreign currency are translated into Euro at the exchange rate ruling at the balance sheet date, unless specifically covered by foreign exchange contracts whereupon the contract rate is used. Revenues, costs and non monetary assets are translated at the exchange rates ruling at the dates of the transactions. All exchange differences are dealt with through the Statement of Comprehensive Income.

On consolidation, the assets and liabilities of overseas subsidiaries are translated into Euro at the rates of exchange prevailing at the balance sheet date. Exchange differences arising from the restatement of the opening balance sheets of these subsidiary Companies are dealt with through reserves. The operating results of overseas subsidiary Companies are translated into Euro at the average rates applicable during the year.

#### **Share Capital**

Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a reduction in equity.

#### **Earnings Per Share**

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

## IMC Exploration Group Public Limited Company

### Notes to the Financial Statements

*for the year ended 30 June 2018*

..... continued

#### **Share based payments**

For such grants of share options, the fair value as at the date of grant is calculated, taking into account the terms and conditions upon which the options were granted. The amount recognised as an expense is adjusted to reflect the actual number of share options that are likely to vest, except where forfeiture is only due to market-based conditions not achieving the threshold for vesting. The corresponding credit is to a share based payment reserve.

#### **Financial Instruments**

##### *Cash and Cash Equivalents*

Cash and cash equivalents in the Statement of Financial Position comprise cash at bank and in hand and short term deposits with an original maturity of three months or less. Bank overdrafts that are repayable on demand and form part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of Statement of Cash Flows.

##### *Trade and Other Receivables/Payables*

Trade and other receivables and payables are stated at cost less impairment, which approximates fair value given the short dated nature of these assets and liabilities.

#### **Finance Income**

Finance income comprises interest income on funds invested and foreign currency gains. Interest income is recognised as the interest accrues (using the effective interest rate method) to the net carrying amount of the financial asset.

#### **Segmental Information**

In accordance with IFRS 8: Operating Segments, the Group has one principle reportable segment, ie: Ireland, which represents the exploration for and the development of gold, zinc and other minerals in Ireland.

Other operations 'Corporate' includes cash resources held by the Group, interest income earned and other operational expenditure incurred by the Group. These areas are not within the definition of an operating segment.

#### **Financial Assets - Investments in Subsidiaries**

Investments in subsidiaries are stated at cost and are reviewed for impairment if there are indications that the carrying value may not be recoverable.

*Notes to the Financial Statements  
for the year ended 30 June 2018*

..... continued

**3. Segment Information**

The group is engaged in one business segment only – exploration of mineral resource projects. Therefore only an analysis by geographical segment has been presented. The group has geographic segments in Ireland.

The segment results for the periods are as follows:

**Segment Revenues and Results**

The following is an analysis of the Group's revenue and results from continuing operations by reportable segment.

Loss	Segment Revenue		Segment	
	2018	2017	2018	2017
	€	€	€	€
<b>Loss for period to 30 June 2018</b>	-	-	<b>(921,757)</b>	(267,507)
Total for continuing operations	-----	-----	<b>(921,757)</b>	(267,507)
Investment Income			-	-
Amount written off investments			-	-
Amount written of intangible assets			<b>(284,088)</b>	-
Finance costs			-	-
Loss before tax (continuing operations)			<b>(1,205,845)</b>	(267,507)
Income tax expense			<b>10,991</b>	-
Segment loss for period			<b>(1,194,854)</b>	(267,507)
			=====	=====

**Segment assets and liabilities**

	2018	2017
Segment Assets	€	€
Exploration – Ireland	<b>544,538</b>	649,219
Consolidated assets	<b>544,538</b>	649,219
Segment Liabilities		
Exploration – Ireland	<b>55,804</b>	78,934
-----		
Consolidated Liabilities	<b>55,804</b>	78,934
	=====	=====

*Notes to the Financial Statements  
for the year ended 30 June 2018*

..... continued

**Other segment information**

	Intangible Assets Amortisation		Additions to Intangible Assets	
	2018	2017	2018	2017
	€	€	€	€
Exploration	284,088	-	28,550	-
	=====	=====	=====	=====

**Geographical information**

The Group operates in one geographical area - Republic of Ireland.

**4. Loss on ordinary activities before taxation**

<b>Group</b>	<b>2018</b>	<b>2017</b>
	€	€
<b>This is arrived at after charging:</b>		
Depreciation of tangible assets	-	-
Auditors' remuneration	14,000	15,000
Auditors' remuneration from non-audit work	-	-
	=====	=====
<b>Company</b>	<b>2018</b>	<b>2017</b>
	€	€
<b>This is arrived at after charging:</b>		
Auditors' remuneration	14,000	15,000
Auditors' remuneration from non-audit work	-	-
	=====	=====

As permitted by Section 297 of the Companies Act 2014, the company Statement of Comprehensive Income has not been separately disclosed in these financial statements.

<b>5. Amounts written off investments</b>	<b>2018</b>	<b>2017</b>
	€	€
Amounts written off fixed asset investments:		
-diminution in value (see Note 12)	-	-
	=====	=====

*Notes to the Financial Statements  
for the year ended 30 June 2018*

..... continued

<b>6.</b>	<b>Interest receivable and similar income</b>	<b>2018</b>	2017
		€	€
	Bank Interest	-	-
		=====	=====

**7. Employees**

*Number of employees*

The average monthly numbers of employees  
(Including the directors) during the year were:

	<b>2018</b>	2017
	<b>Number</b>	Number
Directors	0	0
Employee	0	0

*Employment costs (including directors)*

	<b>2018</b>	2017
	€	€
Wages and salaries	-	-
Social welfare costs	-	-
	-----	-----
	-	-
	=====	=====

**7.1 Directors' emoluments**

	<b>2018</b>	2017
	€	€
Remuneration and other emoluments	-	-
	=====	=====

**IMC Exploration Group Public Limited Company**

*Notes to the Financial Statements  
for the year ended 30<sup>th</sup> June 2018*

.....continued

8. Income tax expense	2018 €	2017 €
Current year taxation		
Corporation tax expense in respect of the current year	-	-
Corporation tax expense in respect of underprovision in prior years	-	-
Reverse of surcharge on directors loan accounts	(10,991)	-
	-----	-----
Total expense	(10,991)	-
	=====	=====

The income tax expense for the year can be reconciled to the accounting loss as follows:

Loss on ordinary activities before tax	(1,205,845)	(267,507)
	-----	-----
Loss on ordinary activities multiplied by standard rate of corporation tax of 12.5% (2017 - 12.5%)	(150,731)	(33,438)
	=====	=====

The tax rate used for the year end reconciliations above is the corporate rate of 12.5% payable by corporate entities in Ireland on taxable profits under tax law in the jurisdiction of Ireland.

Income tax expense recognised relates to reversal of surcharges on directors loans.

**IMC Exploration Group Public Limited Company****Notes to the Financial Statements**  
for the year ended 30 June 2018

..... continued

**9. Loss per share****Basic earnings per share**

The basic and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

	2018	2017
	€	€
Loss for the period attributable to equity holders of The parent	(1,194,854)	(267,507)
	-----	-----
Number of ordinary shares in issue – start of year	128,516,719	107,816,719
Effect of shares issued during the year	111,497,566	20,700,000
	-----	-----
–		
Weighted average number of ordinary shares for the purposes of basic earning per share	240,014,285	128,516,719
	=====	=====
Basic Loss per ordinary share (cent)	-	-

**10. Intangible assets – Group**

	2018	2017
	€	€
Cost	616,215	587,665
Accumulated amortisation and impairment	(284,088)	-
	-----	-----
	332,127	587,665
	=====	=====

	Exploration and Evaluation Assets	Total
	€	€
<b>Cost</b>		
Opening cost	567,029	567,029
Additions	28,550	-
<b>Amortisation</b>	(284,088)	-
	-----	-----
	311,491	567,029
	=====	=====

The Directors have considered expenditure on exploration and evaluation activities which have been capitalised at cost. Amortisation has been charged in the period to reflect 8 of the exploration licences which were not renewed by the Group by 30<sup>th</sup> June 2018 and 2 of the licences which have subsequently been returned to the Department of Communication, Climate Action and Environment. 4 of the licences are in the exploration phase of the licence. The Group is also the current holder of prospecting licence 3850 for which a mineral resource estimate has been

**IMC Exploration Group Public Limited Company**

**Notes to the Financial Statements**  
for the year ended 30 June 2018

..... continued

established. The Mineral Resource has been classified as inferred and has been reported in accordance with JORC Code (2012). An agreement was concluded with Trove Rehabilitation Nominees Ltd on 11<sup>th</sup> May 2018, that has led to a Joint Venture agreement on Licence 3850, subject to the approval of the Minister for Communication, Climate Action and Environment.

The Directors have reviewed the carrying value of the exploration and evaluation assets and consider it to be fairly stated at 30 June 2018. The recoverability of the intangible assets is dependent on the future realisation of the base and precious metal licences.

**11. Tangible assets**

	<b>Fixtures &amp; fittings</b>	<b>Total</b>
	<b>€</b>	<b>€</b>
<b>Cost</b>		
At 1 July 2017	6,125	6,125
Additions	-	-
	-----	-----
	6,125	6,125
	-----	-----
<b>Depreciation</b>		
At 1 July 2017	6,125	6,125
Change for the year	-	-
	-----	-----
At 30 June 2018	6,125	6,125
	-----	-----
<b>Net book values</b>		
At 30 June 2017	-	-
	=====	=====
At 30 June 2018	-	-
	=====	=====

**IMC Exploration Group Public Limited Company**

*Notes to the Financial Statements  
for the year ended 30<sup>th</sup> June 2018*

.....continued

12. Financial assets - Company	Subsidiary Undertakings Shares €	Listed Investments €	Total €
<b>Group undertakings</b>			
Shares at cost			
At 1 July 2017	30,365	-	30,365
Shares disposals during year	-	-	-
At 30 June 2018	<u>30,365</u>	<u>-</u>	<u>30,365</u>
<b>Provisions for Diminution in value:</b>			
At 1 July 2017	-	-	-
Movement	-	-	-
Share Disposals	-	-	-
At 30 June 2018	<u>-</u>	<u>-</u>	<u>-</u>
<b>Net book values</b>			
At 30 June 2018	<u>30,365</u>	<u>-</u>	<u>30,365</u>
At 30 June 2017	<u>30,365</u>	<u>-</u>	<u>30,365</u>

At 30 June 2018 the Company had the following subsidiary undertaking:

Name	Incorporated in	% shares
IMC Exploration Limited	Ireland	100

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

	Capital and reserves €	Loss for Year €
IMC Exploration Limited	(643,881)	(288,528)
	<u>-----</u>	<u>-----</u>

**IMC Exploration Group Public Limited Company**

*Notes to the Financial Statements  
for the year ended 30<sup>th</sup> June 2018*

.....continued

13. Trade and other receivables	Group 2018 €	Group 2017 €	Company 2018 €	Company 2017 €
Amounts owed by group undertaking	-	-	910,808	881,878
Other receivables	-	8,485	-	4,425
Directors Accounts	-	43,962	-	43,962
Related Party	-	28,570	-	28,570
Prepayments and accrued income	-	-	-	-
	-----	-----	-----	-----
	-	81,018	910,808	958,836
	=====	=====	=====	=====

Amounts falling due after more than one year and included in debtors are:

	Group 2018 €	Group 2017 €	Company 2018 €	Company 2017 €
Amounts owed by group undertaking	-	-	910,808	881,878
	-----	-----	-----	-----
	-	-	910,808	881,878
	=====	=====	=====	=====

14. Trade and other payables	Group 2018 €	Group 2017 €	Company 2018 €	Company 2017 €
<i>Amounts falling due within one year</i>				
Corporation tax	-	10,991	-	10,991
Other taxes and social welfare costs	-	-	-	-
Other payables	-	3,008	-	3,008
Accruals and deferred income	55,804	64,935	46,805	55,935
	-----	-----	-----	-----
	55,804	78,934	46,805	69,934
	=====	=====	=====	=====
<i>Other taxes and social welfare costs:</i>				
	Group 2018 €	Group 2017 €	Company 2018 €	Company 2017 €
PAYE/PRSI	-	-	-	-
	=====	=====	=====	=====

*Notes to the Financial Statements  
for the year ended 30<sup>th</sup> June 2018*

.....continued

<b>15. Share capital</b>		<b>2018</b>	<b>2017</b>
		€	€
Authorised equity			
400,000,000 Ordinary shares of €0.001 each		<b>400,000</b>	200,000
50,000 "A" Ordinary shares of €1 each		<b>50,000</b>	50,000
		-----	-----
		<b>450,000</b>	250,000
		=====	=====

<b>Issued Capital</b>			
<b>Ordinary Shares fully paid up</b>	<b>Number of shares</b>	<b>Share Capital</b>	<b>Share</b>
<b>Premium</b>		€	€
Balance at 1 July 2016	107,816,719	107,817	2,237,415
Shares Issued for-Cash	15,000,000	15,000	152,179
Shares Issued for Non Cash	5,700,000	5,700	99,953
	-----	-----	-----
<b>Balance at 30 June 2017</b>	<b>128,516,719</b>	<b>128,517</b>	<b>2,489,137</b>
	=====	=====	=====
Balance at 1 July 2017	128,516,719	128,517	2,489,137
Shares Issued for Cash	50,894,285	50,894	351,548
Shares Issued for Non Cash	60,603,281	60,603	650,257
	-----	-----	-----
<b>Balance at 30 June 2018</b>	<b>240,014,285</b>	<b>240,014</b>	<b>3,490,942</b>
	=====	=====	=====

Fully paid ordinary shares which have a par value of €0.001 carry one vote and carry a right to dividends.

<b>A Ordinary Shares Partly Paid</b>	<b>Number of shares</b>	<b>Share Capital</b>	<b>Premium</b>
		€	€
Balance at 1 July 2017	38,093	38,093	-
	-----	-----	-----
<b>Balance 30 June 2018</b>	<b>38,093</b>	<b>38,093</b>	<b>-</b>
	=====	=====	=====

Partly paid "A" ordinary shares which have a par value of €1 carry no voting rights or rights to dividends.

<b>Total Shares</b>	<b>Share Capital</b>	<b>Premium</b>
	€	€
Total at 1 July 2017	166,610	2,489,137
Shares Issued	111,497	1,001,805
	-----	-----
<b>Total at 30 June 2018</b>	<b>278,107</b>	<b>3,490,942</b>
	=====	=====

## IMC Exploration Group Public Limited Company

### *Notes to the Financial Statements for the year ended 30<sup>th</sup> June 2017*

.....continued

16. Retained Losses	Group 2018 €	Group 2017 €	Company 2018 €	Company 2017 €
Loss at beginning of year	(2,085,462)	(1,817,956)	(1,720,381)	(1,442,851)
Loss for the year	(1,194,854)	(267,507)	(906,326)	(277,529)
	-----	-----	-----	-----
<b>Loss at end of year</b>	<b>(3,280,316)</b>	<b>(2,085,462)</b>	<b>(2,626,707)</b>	<b>(1,720,381)</b>
	=====	=====	=====	=====

In accordance with the provisions of the Companies Act 2014, the Company has not presented an Income Statement. A Loss for the year of €906,326 (2017 - loss of €277,529) has been dealt with in the Statement of Comprehensive Income of the Company.

17. Reconciliation of movements in shareholders' funds	2018 €	2017 €
Loss for the year	(1,194,854)	(267,507)
Net proceeds of equity share issue	1,113,302	272,422
Other recognised gains or losses	-	-
	-----	-----
Net deductions from/additional to shareholders funds	(81,552)	4,915
Opening shareholders funds	570,285	565,369
	-----	-----
<b>Equity shareholders' funds</b>	<b>488,733</b>	<b>570,285</b>
	=====	=====

*Notes to the Financial Statements  
for the year ended 30<sup>th</sup> June 2018*

.....continued

**18. Transactions with directors**

**Loans to directors**

**Maximum**

**Outstanding**

**Names of Director**

	Opening		Closing	
	Balance	Movement	Balance	In Year
	€	€	€	€
Andrew Laz Fleming	4,124	(4,124)	-	4,124
Gareth V Jones (Resigned on 19 <sup>th</sup> December 2013)	8,952	(8,952)	-	8,952
Glenn Millar	6,957	(6,957)	-	6,957
Nial Ring (Resigned on 11 <sup>th</sup> May 2018)	10,880	(10,880)	-	10,880
Liam McGrattan (Resigned on 11 <sup>th</sup> May 2018)	6,454	(6,454)	-	6,454
Hugh Gibney (Resigned on 19 <sup>th</sup> December 2013)	6,595	(6,595)	-	6,595
	-----	-----	-----	-----
<b>Amounts due by directors as at 30 June 2018</b>	<b>43,962</b>	<b>(43,962)</b>	<b>-</b>	<b>43,962</b>
	=====	=====	=====	=====

The loans which are interest free are repayable on demand.

**19. Post Balance Sheet events.**

There were no significant post balance sheet events with the exception of the surrender of 2 exploration licences as detailed in Note 10 and the issuing of 10,000,000 Ordinary Shares on 03<sup>rd</sup> October 2018 as detailed in Note 20.

## IMC Exploration Group Public Limited Company

### Notes to the Financial Statements for the year ended 30 June 2018

..... Continued

#### 20. Share-based payments and Share Options

On 30 October 2017 the Group raised £75,000 by way of a placing of 7,500,000 new ordinary shares of €0.001 each in the company ('Ordinary Shares') at 1p sterling per share ('placing shares'). For each placing share subscribed for, the investors are also receiving one warrant to subscribe for an additional ordinary share at a price of 2p (sterling) exercisable for one year from 30 October 2017.

On 1 February 2018 the Group raised £75,000 by way of a placing of 7,500,000 new ordinary shares of €0.001 each in the company ('Ordinary Shares') at 1p sterling per share ('placing shares'). For each placing share subscribed for, the investors are also receiving one warrant to subscribe for an additional ordinary share at a price of 2p (sterling) exercisable for one year from 1 February 2018.

On 14 June 2018 IMC raised £250,000 by way of a placing of 35,714,285 new ordinary shares of €0.001 each in the company ('Ordinary Shares') at 0.7p sterling per share. A further 7,142,857 warrants at a price of 1p (sterling) will be exercisable for one year from 14 June 2018 in lieu of professional fees.

On 03 October 2018 IMC raised £120,000 by way of a placing of 10,000,000 new ordinary shares of €0.001 each in the company ('Ordinary Shares') at 1.2p sterling per share. The Executive Chairman Eamon O'Brien purchased 4,340,000 of these shares.

#### 21. Related Party Transactions

Details of subsidiary undertakings are shown in Note 12. In accordance with International Accounting Standard 24 - Related Party transactions between group entities have been eliminated on consolidation and are therefore not disclosed.

During the year Wilhan Limited, a company owned by former director Liam McGrattan provided management services for the amount of €151,446. Wilhan Limited was issued 8,600,000 ordinary shares during the year with a value of €97,892 as part payment for the management services. Former director Liam McGrattan was paid further professional fees of €6,454 during the year.

During the year former former director Nial Ring provided professional services for the amount of €97,892. Nial Ring was issued 8,600,000 ordinary shares during the year with a value of €108,772 in lieu of cash payment.

During the year director Kathryn Byrne provided professional services for the amount of €11,383. Kathryn Byrne was issued 1,000,000 ordinary shares during the year with a value of €11,383 in lieu of cash payment.

During the year director Eamon O'Brien provided professional services for the amount of €11,383. Eamon O'Brien was issued 1,000,000 ordinary shares during the year with a value of €11,383 in lieu of cash payment.

During the year director Glenn Millar provided professional services for the amount of €29,723. Glenn Millar was issued 2,000,000 ordinary shares during the year with a value of €22,766 in lieu of cash payment.

During the year director Laz Fleming provided professional services for the amount of €26,890. Laz Fleming was issued 2,000,000 ordinary shares during the year with a value of €22,766 in lieu of cash payment.

## IMC Exploration Group Public Limited Company

*Notes to the Financial Statements  
for the year ended 30<sup>th</sup> June 2018*

.....continued

**22. Gross Cash Flows**

	2018 €	2017 €
<b>Returns on investment and servicing of finance</b>		
Interest received	-	-
Proceeds from sale of investments	-	-
	-----	-----
	-	-
	=====	=====
<b>Taxation</b>		
Corporation tax paid	-	-
	-----	-----
	-	-
	=====	=====
<b>Capital expenditure and financial investment</b>		
Payments to acquire intangible assets	28,550	-
Payments to acquire tangible assets	-	-
Payments to acquire investments	-	-
	-----	-----
	28,550	-
	=====	=====
<b>Financing</b>		
Issue of ordinary share capital	1,113,302	272,422
	-----	-----
	1,113,302	272,422
	=====	=====

**23. Analysis of changes in net funds**

	Opening Balance €	Cash flows €	Closing balance €
Cash at bank and in hand	(19,465)	231,875	212,410
	-----	-----	-----
	(19,465)	231,875	212,410
	-----	-----	-----
Net Funds	(19,465)	231,875	212,410
	=====	=====	=====

**IMC Exploration Group Public Limited Company**

**Notes to the Financial Statements**

*for the year ended 30 June 2018*

..... Continued

**24. Financial Instruments and Financial Risk Management**

The Group and Company's principal financial instruments comprise cash and cash equivalents. The main purpose of these financial instruments is to provide finance for the Group and Company's operations. The Group has various other financial assets and liabilities such as receivables and trade payables, which arise directly from its operations.

It is, and has been throughout 2018 and 2017 the Group and Company's policy that no trading on derivatives be undertaken.

The main risks arising from the Group and Company's financial instruments are foreign currency risk, credit risk, liquidity risk, interest rate risk and capital risk. The board reviews and agrees policies for managing each of these risks which are summarised below.

**Foreign currency risk**

The Group undertakes certain transactions denominated in foreign countries. Hence, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilising forward exchange contracts where appropriate.

At the year ended 30 June 2018 and 30 June 2017, the Group had no outstanding forward exchange contracts.

**Credit Risk**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. As the Group does not, as yet, have any sales to third parties, this risk is limited.

The Group and Company's financial assets comprise receivables and cash and cash equivalents. The credit risk on cash and cash equivalents is limited because the counterparties are banks with high credit-ratings assigned by international credit rating agencies. The Group and Company's exposure to credit risk arise from default of its counterparty, with a maximum exposure equal to the carrying amount of cash and cash equivalents in its consolidated balance sheet.

The Group does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. The Group defines counterparties as having similar characteristics if they are connected entities.

**Liquidity risk management**

Liquidity risk is the risk that the Group will not have sufficient funds to meet liabilities. Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has built an appropriate liquidity risk management framework for the management of the Group and Company's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity by maintaining adequate reserves and by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. Cash forecasts are regularly produced to identify the liquidity requirements of the Group. To date, the Group has relied on shareholder funding to finance its operations. The Group had no borrowing facilities at 30 June 2017.

The Group and Company's financial liabilities as at 30 June 2018 and 30 June 2017 were all payable on demand.

**Notes to the Financial Statements**  
*for the year ended 30 June 2018*

..... Continued

The expected maturity of the Group and Company's financial assets (excluding prepayments) as at 30 June 2018 and 30 June 2017 was less than one month.

The Group expects to meet its other obligations from operating cash flows with an appropriate mix of funds and equity investments. The Group further mitigates liquidity risk by maintaining an insurance programme to minimise exposure to insurable losses.

The group had no derivative financial instruments as at 30 June 2018 and 30 June 2017.

**Interest rate risk**

The Group and Company's exposure to the risk of changes in market interest rates relates primarily to the Group and Company's holdings of cash and short term deposits.

It is the Group and Company's policy as part of its disciplined management of the budgetary process to place surplus funds on short-term deposit in order to maximise interest earned.

**Capital Risk Management**

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust its capital structure, the Group may adjust or issue new shares or raise debt. No changes were made in the objectives, policies or processes during the years ended 30 June 2018 and 30 June 2017. The capital structure of the Group consists of equity attributable to equity holders of the parent, comprising issued capital, reserves and retained losses as disclosed in the consolidated statement of changes in equity.

**Fair values**

The carrying amount of the Group and Company's financial assets and financial liabilities is a reasonable approximation of the fair value.

**Hedging**

At the year ended 30 June 2018 and 30 June 2017, the Group had no outstanding contracts designated as hedges.

**25. Approval of financial statements**

The financial statements were approved by the board on 29<sup>th</sup> November 2018.

**INTERIM FINANCIAL RESULTS FOR YEAR ENDED 31 DECEMBER 2017**

**Chairman's Statement.**

Financial Results for IMC Exploration Group PLC ('IMC' or 'the Company') for the year ended 31st December 2017

Dear Shareholder,

The Directors of IMC Exploration Group plc are pleased to present the Interim Financial Results for ('IMC') for the six months to 31st December 2017.

Over the past number of months IMC has been engaged in a strategic review of all its projects. It was decided IMC would concentrate on its three main projects: Tailings and Spoils project in Avoca, Co. Wicklow, North Wexford Gold Project and IMC's Zinc Project in Tulla, Co. Clare.

IMC's feasibility study on its flagship project in Avoca, Co. Wicklow is continuing and to that end the Company has signed a Heads of Agreement with Trove Metals Limited which is expected to lead to a joint venture agreement, subject to the approval of the Minister for Communications, Climate Action and Environment.

Following an assessment of IMC's highly prospective north Wexford gold project, it is apparent to IMC that the licence clearly has untested potential for primary gold mineralisation. Drilling and float sampling indicates that the Kilmichael area contains significant gold grades in a structurally complex setting (CPR 2018). To date, IMC has completed six drillholes with highly positive results.

IMC's Zinc Project lies adjacent to the Kilbricken zinc deposit in Tulla, Co. Clare and Shannon, Co. Clare. It is on the north-eastern margin of a block of licences that have produced significant exploration results by other operators. The Kilbricken deposit, c. 15 km to the southwest and held by Hannon Metals, has an NI 43-101-compliant resource of 2.7Mt at 8.8% zinc equivalent (indicated) and 1.7Mt at 8.2% zinc equivalent<sup>7</sup> (inferred). IMC recently has drilled on the licence area.

We are in on-going positive discussions regarding Koza's role in IMC. IMC has enjoyed a good working relationship with Koza over several years and, by mutual agreement, the current IMC/Koza Joint Venture has been set aside. We are assured of, and look forward to, their contribution to the future of IMC.

Following our indepth this strategic review it was decided IMC has requested permission from the Exploration and Mining Division ("EMD") of the Department of Communications, Climate Action and Environment to relinquish a number of base metal licences, so that we could concentrate on the three main projects described above.

Your Directors believe the conclusions of this review to be positive and constructive. Concentrating on completion of our works' programme on our main projects will, in the opinion of your Board, accelerate progress to realising the potential of IMC's projects to the benefit of all shareholders.

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LIAM MCGRATTAN  
CHAIRMAN

## Unaudited Consolidated Statement of Comprehensive Income for the period ended 31 December 2017

	Notes	Six Months 31-Dec-17	Six Months 31-Dec-16	Year Ended 30-Jun-17
			Euro	Euro
<u>Continuing Operations</u>				
Revenue		-	-	-
Other Income / (Expense)		0	0	0
Administrative Expenses		(74,680)	(98,919)	(267,507)
(Loss) before tax		<u>(74,680)</u>	<u>(98,919)</u>	<u>(267,507)</u>
Income tax expense		0	0	0
(Loss) for period from continuing operations		<u>(74,680)</u>	<u>(98,919)</u>	<u>(267,507)</u>
Other Comprehensive income			-	-
Loss for the period and total comprehensive loss for the period		<u><u>(74,680)</u></u>	<u><u>(98,919)</u></u>	<u><u>(267,507)</u></u>
Earning per share (all continuing)				
Loss per ordinary share - basic & diluted	1	(0.001)	(0.001)	(0.002)

IMC EXPLORATION GROUP PLC

**Unaudited Consolidated Statement of Financial Position As at 31  
December 2017**

	Notes	Six Months 31-Dec-17	Six Months 31-Dec-16	Year Ended 30-Jun-17
Non Current Assets	2	587,666	587,666	587,666
<u>Current assets</u>				
Debtors		78,747	88,688	81,018
Cash and cash equivalents		(35,362)	300	(19,464)
Total assets		631,050	676,654	649,219
<u>Equity and liabilities</u>				
Equity				
"A" Ordinary Share Capital		38,093	38,093	38,093
Ordinary Share Capital		136,017	107,817	128,517
Share Premium - Ord Shares		2,554,409	2,237,415	2,489,137
Retained Earnings		(2,160,143)	(1,916,874)	(2,085,462)
Equity attributable to the owners of the Company		568,376	466,451	570,285
Current Liabilities				
Trade & Other Payables		62,674	210,203	78,934
Total liabilities		62,674	210,203	78,934
Total equity and liabilities		631,050	676,654	649,219

## Unaudited Consolidated Statement of Changes in Equity for the period ended 31 December 2017

	"A" Ordinary Share Capital Euro	Ordinary Share Capital Euro	Share Premium Ordinary Shares Euro	Retained Losses Euro	Total Euro
Balance at 30 June 2016	38,093	107,817	2,237,415	(1,817,956)	565,369
Loss for the Period				(267,507)	(267,507)
Other Comprehensive loss for the period					-
Issue of share capital		20,700	251,722		272,422
Share Issue Costs					-
Balance at 30 June 2017	38,093	128,517	2,489,137	(2,085,462)	570,285
Loss for the Period				(74,680)	(74,680)
Other Comprehensive loss for the period					-
Issue of share capital		7,500	65,272		72,772
Share Issue Costs					-
Balance at 31 December 2017	38,093	136,017	2,554,409	(2,160,143)	568,376

Basis of Preparation

The financial statements have been prepared on a historical cost basis.

The financial statements are presented in Euro.

**1. Statement of Compliance**

The consolidated year end financial statements of IMC Exploration Group PLC and its subsidiary have been not reviewed by the auditor and have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU). In addition to complying with its legal obligation to comply with IFRS as adopted for use in the EU, the Group has also complied with IFRS as issued by the International Accounting Standards Board (IASB).

**Notes to and forming part of the annual financial statements**

**1. Loss per Share**

Basic loss per Ordinary Share amounts are calculated by dividing net loss for the period attributable to ordinary equity holders of the parent by the weighted average number of Ordinary Shares outstanding during the period.

Basic earnings per share

The weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share is as follows:

	<b>Six Months 31-Dec-17</b>	<b>Six Months 31-Dec-16</b>	<b>Year Ended 30-Jun-17</b>
Loss for the period attributable to equity holders of the parent	74,680	98,919	267,507
Weighted average number of ordinary shares for the purposes of basic earning per share	136,016,719	128,516,719	128,516,719
Basic (loss) per ordinary share	(0.001)	(0.001)	(0.002)

**2. Non Current Assets**

	<b>Exploration Expenditure Euro</b>	<b>Plant and Equipment Euro</b>	<b>Financial Assets Euro</b>	<b>Total Euro</b>
<u>Cost</u>				
At 30 June 2016	587,665	6,125	38,738	632,528
Additions/Disposals	-	-	-	0
At 30 June 2017	587,665	6,125	38,738	632,528
Additions/Disposals	-	-	0	0
At 31 December 2017	587,665	6,125	38,738	632,528
<u>Provision for diminution in value</u>				
At 30 June 2016	-	(6,125)	(38,738)	(44,863)
Charge for period	-	0	-	0
Disposal	-	0	-	0
At 30 June 2017	-	(6,125)	(38,738)	(44,863)
Charge for period	-	-	0	0
At 31 December 2017	-	(6,125)	(38,738)	(44,863)
<u>Net book value</u>				
At 31 December 2017	587,665	0	0	587,665

Expenditure on exploration activities is deferred on areas of interest until a reasonable assessment can be determined of the existence or otherwise of economically recoverable reserves. No amortisation has been charged in the period. The Directors have reviewed the carrying value of the exploration and evaluation assets and consider it to be fairly stated and not impaired at 31 December 2017. The recoverability of the exploration and evaluation assets is dependent on the successful development of the group's licence areas.

**3. Share capital - Group and Company**

	<b>31-Dec-17</b>	<b>31-Dec-16</b>	<b>30-Jun-17</b>
	<b>Euro</b>	<b>Euro</b>	<b>Euro</b>
200,000,000 Ordinary shares of Euro 0.001 each	400,000	200,000	400,000
50,000 "A" Ordinary shares of One Euro each	50,000	50,000	50,000
	<u>450,000</u>	<u>250,000</u>	<u>450,000</u>

Issued, called up and fully paid

	<b>Number of shares</b>	<b>Share Capital Euro</b>	<b>Share Premium Euro</b>
Euro 0.001 Ordinary Shares			
At 30 June 2016	107,816,719	107,817	2,237,415
Issued in period	20,700,000	20,700	251,722
At 30 June 2017	<u>128,516,719</u>	<u>128,517</u>	<u>2,489,137</u>
Issued in period	7,500,000	7,500	65,272
At 31 December 2017	<u>136,016,719</u>	<u>136,017</u>	<u>2,554,409</u>

Issued, called up and partly paid

	<b>Number of shares</b>	<b>Share Capital Euro</b>	<b>Share Premium Euro</b>
One Euro A Ordinary Shares			
At 30 June 2016	38,093	38,093	-
Issued in period	-	-	-
At 30 June 2017	<u>38,093</u>	<u>38,093</u>	-
Issued in period	-	-	-
At 31 December 2017	<u>38,093</u>	<u>38,093</u>	-

"A" Ordinary Shares have the right to receive notice of and attend but not to vote at general meetings, no right to a dividend, right to return of capital but no further right to participate in a distribution of assets of the company.

## IMC EXPLORATION GROUP PLC

The Directors of the issuer accept responsibility for this announcement.

### Contact Details:

IMC Exploration Group PLC

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This announcement is distributed by PR Newswire on behalf of the company.

The issuer of this announcement warrants that they are solely responsible for the content, accuracy and originality of the information contained therein.

**INTERIM FINANCIAL RESULTS FOR YEAR ENDED 31 DECEMBER 2018**

**Chairman's Statement.**

Financial Results for IMC Exploration Group PLC ('IMC' or 'the Company') for the year ended 31st December 2018

Dear Shareholder,

The Directors of IMC Exploration Group plc are pleased to present the interim financial results for IMC for the six months to 31st December 2018. The consolidated, unaudited financial statements presented below have been reviewed by the Company's auditors.

IMC continues with its exploration work on its spoils and tailings project in Avoca, Co. Wicklow in association with Trove Metals Limited. Over this period IMC has been engaged in extensive sampling, petrographic, mineralogical and metallurgical testing.

In the fourth quarter of 2018, IMC carried out drilling on its highly prospective Avoca property PL 3849 in Co Wicklow, Ireland. The drill hole encountered a sequence of flow-banded rhyolites, locally brecciated with a dark siliceous matrix and minor pyrite mineralisation (maximum 1% pyrite). Several zones (1-2m wide) of intense quartz veining with pyrite occur within the rhyolite sequence. During this period, IMC also engaged CSA Global Limited to carry out a JORC Code (2012) compliant Competent Person's Report.

IMC has commenced drilling on its north Wexford licence PL 2551. This is a highly prospective licence for gold mineralisation. There are many occurrences of gold in panned concentrates, gold in soils, gold in deep overburden, gold in mineralised float and gold in bedrock.

This has been a significant six months for IMC. The progress made on our Avoca spoils and tailings project has been remarkable. IMC is embarking on a very exciting drilling programme on a number of our licences in the coming weeks and months. In the opinion of your Board, IMC is well positioned to realise its potential to the benefit of all shareholders. IMC is well positioned to realise its potential to the benefit of all shareholders.

Yours sincerely,

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EAMON O'BRIEN  
CHAIRMAN

## Unaudited Consolidated Statement of Comprehensive Income for the period ended 31 December 2018

	Notes	Six Months 31-Dec-18	Six Months 31-Dec-17	Year Ended 30-Jun-17
			Euro	Euro
<u>Continuing Operations</u>				
Revenue		-	-	-
Other Income / (Expense)		0	0	0
Administrative Expenses		(155,737)	(74,680)	(921,757)
Amount written off Intangible Assets		-	-	(284,088)
(Loss) before tax		<u>(155,737)</u>	<u>(74,680)</u>	<u>(1,205,845)</u>
Income tax expense		0	0	10,991
(Loss) for period from continuing operations		<u>(155,737)</u>	<u>(74,680)</u>	<u>(1,194,854)</u>
Other Comprehensive income		-	-	-
Loss for the period and total comprehensive loss for the period		<u><u>(155,737)</u></u>	<u><u>(74,680)</u></u>	<u><u>(1,194,854)</u></u>
Earning per share (all continuing)				
Loss per ordinary share - basic & diluted	1	(0.001)	(0.001)	(0.005)

**Unaudited Consolidated Statement of Financial Position As at 31  
December 2018**

	Notes	Six Months 31-Dec-18	Six Months 31-Dec-17	Year Ended 30-Jun-18
Non Current Assets	2	364,139	587,666	332,127
<u>Current assets</u>				
Debtors		0	78,747	(0)
Cash and cash equivalents		116,425	(35,362)	212,410
Total assets		<u>480,564</u>	<u>631,050</u>	<u>544,537</u>
<u>Equity and liabilities</u>				
Equity				
"A" Ordinary Share Capital		38,093	38,093	38,093
Ordinary Share Capital		255,014	136,017	240,014
Share Premium - Ord Shares		3,606,798	2,554,409	3,490,942
Retained Earnings		(3,436,053)	(2,160,143)	(3,280,316)
Equity attributable to the owners of the Company		<u>463,852</u>	<u>568,376</u>	<u>488,733</u>
Current Liabilities				
Trade & Other Payables		16,712	62,674	55,804
Total liabilities		<u>16,712</u>	<u>62,674</u>	<u>55,804</u>
Total equity and liabilities		<u>480,564</u>	<u>631,050</u>	<u>544,537</u>

**Unaudited Consolidated Statement of Changes in Equity for the period ended 31 December 2018**

	<b>"A"</b>		<b>Share</b>		
	<b>Ordinary</b>	<b>Ordinary</b>	<b>Premium</b>	<b>Retained</b>	<b>Total</b>
	<b>Share</b>	<b>Share</b>	<b>Ordinary</b>	<b>Losses</b>	<b>Euro</b>
	<b>Capital</b>	<b>Capital</b>	<b>Shares</b>	<b>Euro</b>	<b>Euro</b>
	<b>Euro</b>	<b>Euro</b>	<b>Euro</b>	<b>Euro</b>	<b>Euro</b>
Balance at 30 June 2017	38,093	128,517	2,489,137	(2,085,462)	570,285
Loss for the Period				(1,194,854)	(1,194,854)
Other Comprehensive loss for the period					-
Issue of share capital		111,497	1,001,805		1,113,302
Balance at 30 June 2018	38,093	240,014	3,490,942	(3,280,316)	488,733
Loss for the Period				(155,737)	(155,737)
Other Comprehensive loss for the period					-
Issue of share capital		15,000	115,856		130,856
Balance at 31 December 2018	38,093	255,014	3,606,798	(3,436,053)	463,852

**Accounting Policies**

Basis of Preparation

The financial statements have been prepared on a historical cost basis.

The financial statements are presented in Euro.

**1. Statement of Compliance**

The consolidated year end financial statements of IMC Exploration Group PLC and its subsidiary have not been reviewed by the auditor and have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU). In addition to complying with its legal obligation to comply with IFRS as adopted for use in the EU, the Group has also complied with IFRS as issued by the International Accounting Standards Board (IASB).

**Notes to and forming part of the annual financial statements**

**1. Loss per Share**

Basic loss per Ordinary Share amounts are calculated by dividing net loss for the period attributable to ordinary equity holders of the parent by the weighted average number of Ordinary Shares outstanding during the period.

Basic earnings per share

The weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share is as follows:

	<b>Six Months 31-Dec-18</b>	<b>Six Months 31-Dec-17</b>	<b>Year Ended 30-Jun-18</b>
Loss for the period attributable to equity holders of the parent	155,737	74,680	267,507
Weighted average number of ordinary shares for the purposes of basic earning per share	255,014,285	136,016,719	128,516,719
Basic (loss) per ordinary share	(0.001)	(0.001)	(0.005)

**2. Non Current Assets**

	<b>Exploration Expenditure</b>	<b>Plant and Equipment</b>	<b>Financial Assets</b>	<b>Total</b>
	<b>Euro</b>	<b>Euro</b>	<b>Euro</b>	<b>Euro</b>
<u>Cost</u>				
At 30 June 2017	587,665	6,125	0	593,790
Additions/Disposals	28,550-	-	-	28,550
At 30 June 2018	616,215	6,125	0	622,340
Additions/Disposals	32,012-	-	0	32,012
At 31 December 2018	648,227	6,125	0	654,352
<u>Provision for diminution in value</u>				
At 30 June 2017	-	(6,125)	0	(6,125)
Charge for period	(284,088-)	0	-	(284,088)
Disposal	-	0	-	0
At 30 June 2018	(284,088-)	(6,125)	0	(290,213)
Charge for period	-	-	0	0
At 31 December 2018	(284,088-)	(6,125)	0	(290,213)
<u>Net book value</u>				
At 31 December 2018	364,139	0	0	364,139

Expenditure on exploration activities is deferred on areas of interest until a reasonable assessment can be determined of the existence or otherwise of economically recoverable reserves. No amortisation has been charged in the period. The directors have reviewed the carrying value of the exploration and evaluation assets and consider it to be fairly stated and not impaired at 31 December 2018. The recoverability of the exploration and evaluation assets is dependent on the successful development of the group's licence areas.

**3. Share capital - Group and Company**

	<b>31-Dec-18</b>	<b>31-Dec-17</b>	<b>30-Jun-18</b>
	<b>Euro</b>	<b>Euro</b>	<b>Euro</b>
400,000,000 Ordinary shares of Euro 0.001 each	400,000	400,000	400,000
50,000 "A" Ordinary shares of One Euro each	50,000	50,000	50,000
	<u>450,000</u>	<u>450,000</u>	<u>450,000</u>

Issued, called up and fully paid

	<b>Number of shares</b>	<b>Share Capital Euro</b>	<b>Share Premium Euro</b>
<b>Euro 0.001 Ordinary Shares</b>			
At 30 June 2017	128,516,719	128,517	2,489,137
Issued in period	111,497,566	111,497	1,001,805
At 30 June 2018	<u>240,014,285</u>	<u>240,014</u>	<u>3,490,942</u>
Issued in period	15,000,000	15,000	115,856
At 31 December 2018	<u>255,014,285</u>	<u>255,014</u>	<u>3,606,798</u>

Issued, called up and partly paid

	<b>Number of shares</b>	<b>Share Capital Euro</b>	<b>Share Premium Euro</b>
<b>One Euro A Ordinary Shares</b>			
At 30 June 2017	-	-	-
Issued in period	38,093	38,093	-
At 30 June 2018	-	-	-
Issued in period	38,093	38,093	-

"A" Ordinary Shares have the right to receive notice of and attend but not to vote at general meetings, no right to a dividend, right to return of capital but no further right to participate in a distribution of assets of the company.

## IMC EXPLORATION GROUP PLC

The Directors of the issuer accept responsibility for this announcement.

### Contact Details:

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