

Norge Mining PLC Annual Report // Årsrapport

FOR THE YEAR ENDED 31 DECEMBER 2020 // FOR ÅRET AVSLUTTET 31. DESEMBER 2020





Welcome

Welcome to the annual report of Norge Mining plc for the year ended 31 December 2020.

Norge Mining is an Anglo-Norwegian natural resources company focused on mineral exploration in Norway. Our ambition is to become a substantial, sustainable and strategically important exploration and mining business focused on EU Critical Raw Materials.

Norge Mining's Bjerkreim Exploration Project in southwest Norway is located in a globally important area of vanadium, titanium and phosphate mineralisation. The Company's initial exploration results have exceeded all expectations, confirming two world-class deposits at Øygrei and Storeknuten.

Founded in November 2018, Norge Mining is headquartered in London. Its Norwegian subsidiary, Norge Mineraler AS, is based in Egersund.



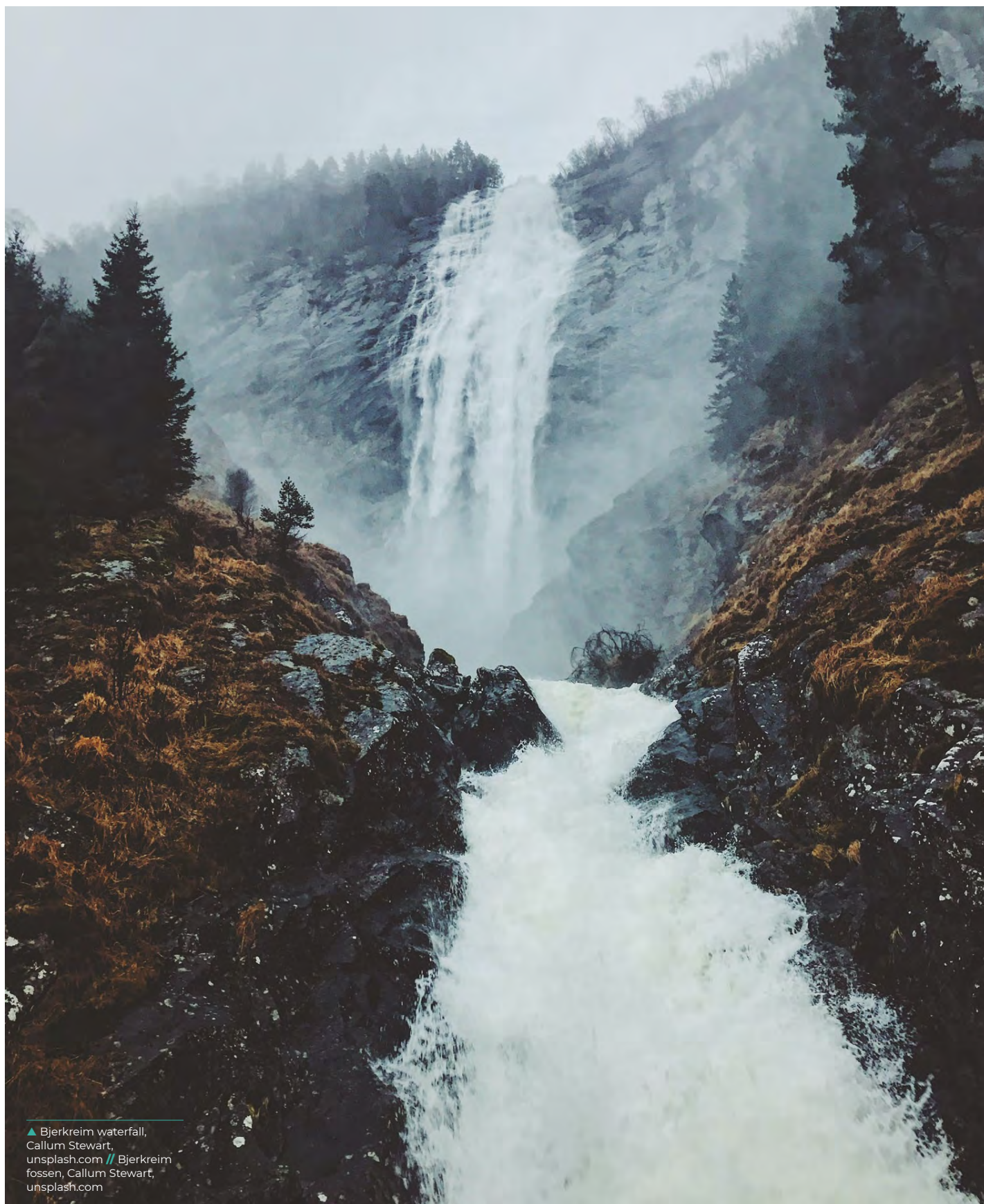
Velkommen

Dette er årsrapporten fra Norge Mining plc for regnskapsåret til 31. desember 2020.

Norge Mining er et norsk naturressursselskap som fokuserer på mineralutvinning i Norge. Vår ambisjon er å bli en betydelig, bærekraftig og strategisk viktig lete- og gruvevirksomhet med fokus på kritiske råvarer i EU.

Norge Minings Bjerkreim lete- og undersøkelsesprosjekt i Sørvest-Norge ligger i et globalt viktig område med vanadium, titan og fosfatmineralisering. Selskapets innledende leteresultater har overgått alle forventninger, og vi har fått bekreftet to forekomster i verdensklasse på Øygrei og Storeknuten.

Norge Mining ble grunnlagt i november 2018 og har hovedkontor i London. Det norske datterselskapet Norge Mineraler AS har base i Egersund.



▲ Bjerkreim waterfall,
Callum Stewart,
unsplash.com // Bjerkreim
fossen, Callum Stewart,
unsplash.com

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OUR MINERALS // VÅRE MINERALER



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CHAIRMAN'S STATEMENT
// STYRETS BERETNING



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STRATEGIC AND OPERATIONAL
REVIEW // STRATEGISKE OG
OPERASJONELLE GJENNOMGANG



22

POTTERY FROM THE DEEP
// LEIRE FRA DYPET





2020's drilling results exceed all expectations

Norge Mining carried out its first drilling programme during 2020 following initial exploration work in 2019

The drilling programme was focused on opportunities within the Bjerkreim Exploration Project

A total of 24,000m of drilling was completed during 2020 despite the constraints of Covid-19

The data generated was used in the publication in H1 2021 of two Mineral Resource Estimates

The Mineral Resource Estimates confirm the world-class status of the Bjerkreim Exploration Project

Boreresultatene i 2020 overgikk alle forventninger

Norge Mining gjennomførte sitt første boreprogram i løpet av 2020 etter det innledende utforsknings arbeidet i 2019

Boreprogrammet fokuserte på muligheter innenfor Bjerkreim lete- og undersøkelsesprosjekt

Totalt 24 000 m med boring ble fullført i løpet av 2020, til tross for begrensningene knyttet til Covid-19

Dataene som ble generert ble brukt i publikasjonene i H1 2021 av to mineralressursestimater

Mineralressursberegningene bekrefter statusen til Bjerkreim lete- og undersøkelsesprosjekt i verdensklasse

▲ Drill core from the Bjerkreim Exploration Project // Borekjerne fra Bjerkreim lete- og undersøkelsesprosjekt



24km

drilled during 2020 //
boret i løpet av 2020

46

exploration licences in
southwest Norway // letelisenser
i Sørvest-Norge

70bn

tonnes of mineralisation in the
Bjerkreim Exploration Project //
milliarder tonn mineralisering
i Bjerkreim lete- og
undersøkelsesprosjekt

3

EU Critical Raw Materials: vanadium,
titanium and phosphate // EU-kritiske
råvarer: vanadium, titan og fosfat



◀ Geologist Will Shackel
analysing and logging
drill core at Norge
Mining's core logging
facilities // Geolog Will
Shackel analyserer og
logger borekjerner
i Norge Minings
kjerneloggefasiliteter

Company overview // Bedriftsoversikt

Our Approach



The mining industry has at times come at a cost to the environment, to neighbouring communities and to wildlife. Norge Mining is seeking to create a different legacy, one that's centred around respect for people and the planet. Whilst we are currently at the exploration stage, we are planning a modern, innovative approach to mining to ensure that our operations have a positive and sustainable footprint.

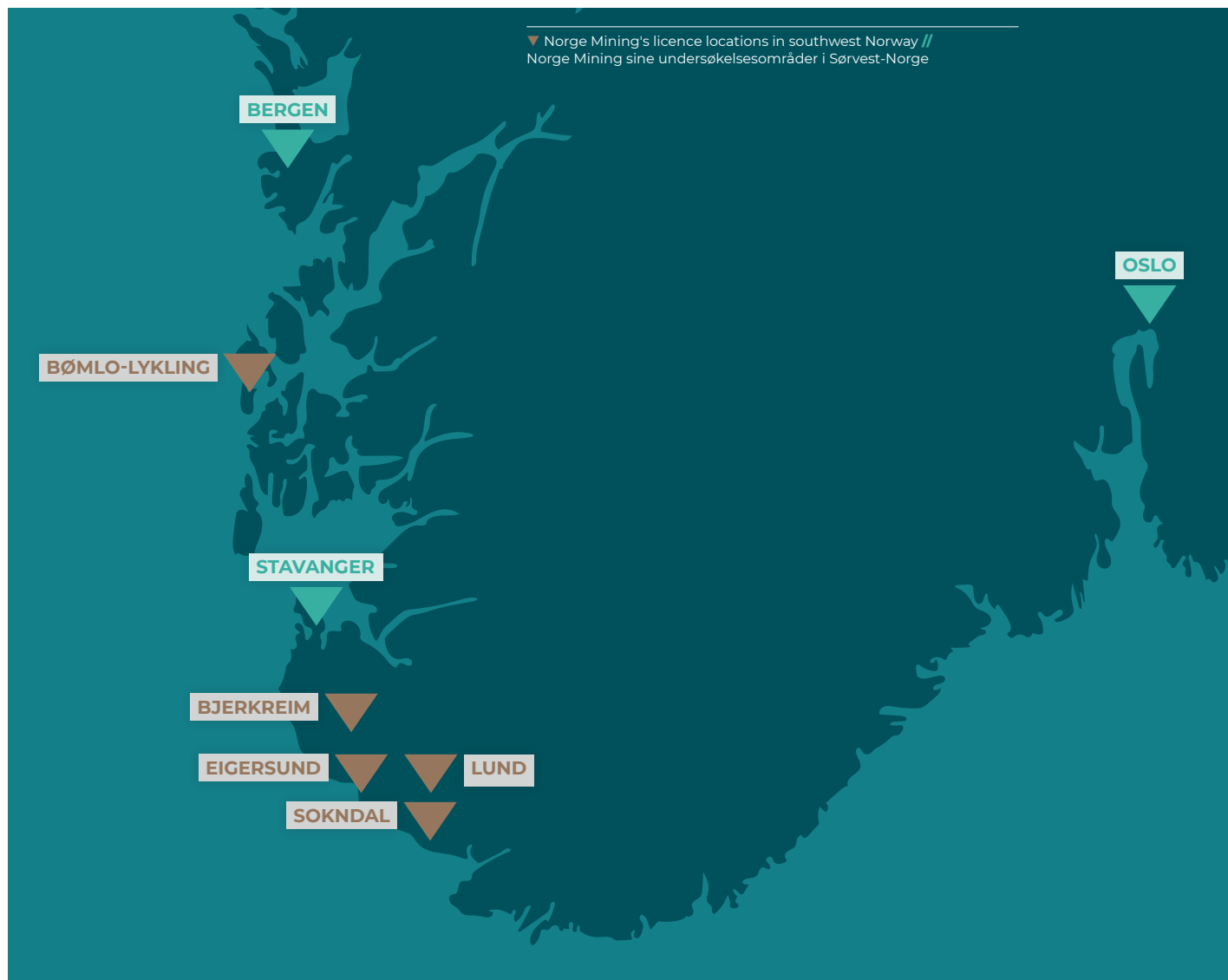
We are seeking to usher in a new era of considerate exploration and mining – in collaboration and communication with local people, landowners and farmers. We are also establishing close links with regional and national governments in Norway to ensure that our development work is in line with government thinking.

Vår Tilnærming



Gruveindustrien har til tider påført miljøet kostnader, for lokalsamfunn og for dyreliv. Norge Mining vil skape en annen tradisjon, en som er sentrert rundt respekt for mennesker og kloden. Selv om vi for tiden er på letestadiet, planlegger vi en moderne, innovativ tilnærming til gruvedrift for å sikre at driften vår har et positivt og bærekraftig fotavtrykk.

Vi vil bringe oss inn i en ny epoke med hensynsfull lete- og gruvedrift – i samarbeid med lokalbefolkningen, grunneiere og bønder. Vi er også i gang med å etablere tett samarbeid med regionale og nasjonale myndigheter i Norge for å sikre at vårt utviklingsarbeid er i tråd med myndighetenes tenkning.





Using innovation and technology we aim to minimise our impact on the environment. We have already used 3D geological modelling and aerial magnetic surveys to help pinpoint where our drilling work takes place. We will also use renewable energy wherever we can.

We will work hard to make sure as much as possible of the waste material from mining is backfilled or used, for example in the construction of roads. Other waste material will include tailings from the beneficiation process, which will be stored on site where we will strive to apply the best available technology.

We have a substantial amount of work to undertake before we reach the mining stage but our focus is on planning ahead to ensure the best possible outcome for the local community, for the environment and for other stakeholders.

Provided they are developed sustainably, we believe that Norway's vast mineral resources present a major opportunity for high quality local employment and prosperity and for Norway to emerge as a major European centre of innovative mineral extraction.



Ved å bruke innovasjon og teknologi tar vi sikte på å minimere vår innvirkning på miljøet. Vi har allerede brukt geologisk 3D-modellering og luftmagnetundersøkelser for å hjelpe oss å finne ut hvor vårt borearbeid skal finne sted. Vi vil også bruke fornybar energi der det er mulig.

Vi vil gjøre vårt aller beste for å sikre at så mye som mulig av avfallet fra gruvedriften tilbakeføres eller benyttes, for eksempel i konstruksjonen av veier. Andre avfallsmaterialer vil omfatte avganger fra prosessen, som bli oppbevart på stedet, og der vi vil forsøke å bruke den beste tilgjengelige teknologi.

Vi har en betydelig mengde arbeid som skal utføres før vi når gruvestadiet, men planlegger for å sikre best mulig utfall for lokalsamfunnet, for miljøet og for andre interessenter.

Forutsatt at de utvikles på en bærekraftig måte, mener vi at Norges enorme mineralressurser gir store muligheter for lokale arbeidsplasser og velstand av høy kvalitet, og for at Norge kan fremstå som et stort europeisk senter for innovativ mineralutvinning.



**NORWAY'S VAST
MINERAL RESOURCES
PRESENT A MAJOR
OPPORTUNITY FOR
HIGH QUALITY LOCAL
EMPLOYMENT AND
PROSPERITY //**
**NORGES ENORME
MINERALRESSURSER
GIR STORE MULIGHETER
FOR LOKALE
ARBEIDSPLASSE
OG VELSTAND
AV HØY KVALITET**



Exploration Licences

Norge Mining's assets include 46 exploration licences in five asset locations in southwest Norway: Bjerkreim, Eigersund, Lund, Sokndal and Bømlo-Lykling. The drilling programme to date has focused on the exciting Bjerkreim Exploration Project, which comprises licence areas in the Bjerkreim location. This world class project is focused on three high-demand minerals - vanadium, titanium and phosphate, all of which are on the EU list of Critical Raw Materials.

24,000m of drilling was conducted in the Bjerkreim licence areas in 2020, resulting in two Mineral Resource Estimates which were published in H1 2021, confirming the world-class credentials of the Bjerkreim Exploration Project.

Leteliser

Norge Minings aktiva inkluderer 46 leteliser på fem aktivalokasjoner i Sørvest-Norge: Bjerkreim, Eigersund, Lund, Sokndal og Bømlo-Lykling. Boreprogrammet til dags dato har fokusert på det spennende Bjerkreim lete- og undersøkelsesprosjekt, som består av lisensområder i Bjerkreim. Dette prosjektet er fokusert på tre mineraler som det er stor etterspørsel etter; vanadium, titan og fosfat, som alle tre er på EUs liste over kritiske råmaterialer.

24 000 meter med boring ble gjennomført i Bjerkreim i 2020, noe som resulterte i to mineralressursestimater som ble publisert i H1 2021, og som bekrefter at prosjektets potensiale er i verdensklasse.

Our minerals // Våre mineraler



Norge Mining's exploration programme is focused on the three minerals, vanadium, titanium and phosphate. These three minerals have great importance and varied uses in Europe and throughout the world.

Owing to their strategic significance in Europe, all three are included on the EU's list of Critical Raw Materials. This list, launched in 2011 and updated regularly, is part of an EU initiative to address the threat to the European economy from its reliance on the importation of certain key raw materials. During 2020, the Critical Raw Materials list was expanded to 30 materials with additions to the list including titanium, which was added for the first time.

Concentration of supply is a feature of many Critical Raw Materials. China's ilmenite production accounts for 20% of the global production of titanium dioxide. In 2019, China produced 61% of global vanadium feedstock. EU figures also show that 24% of the phosphate rock imported into the EU comes from Morocco.

Our strategy at Norge Mining is to develop a robust, locally sourced supply of vanadium, titanium and phosphate from Norway for consumption throughout the EU.

Norge Minings letesprogram fokuserer på de tre mineralene vanadium, titan og fosfat. Disse tre mineralene har stor betydning og varierte bruksområder i Europa og over hele verden.

På grunn av deres strategiske betydning i Europa, er alle tre inkludert på EUs liste over kritiske råvarer. Denne listen, som ble lansert i 2011 og oppdateres regelmessig, er en del av et EU-initiativ for å håndtere trusselen mot den europeiske økonomien fra avhengigheten av import av visse viktige råmaterialer. I løpet av 2020 ble listen over kritiske råvarer utvidet til 30 råvarer herunder titan, som ble lagt til for første gang.

Forsyningskonsentrasjonen er et viktig trekk for mange kritiske råmaterialer. Kinas ilmenittproduksjon utgjør 20 % av den globale produksjonen av titandioksid. I 2019 produserte Kina 61 % av det globale vanadiumråstoffet. EU-tallene viser også at 24 % av fosfatsteinen som importeres til EU kommer fra Marokko.

Vår strategi hos Norge Mining er å utvikle en robust lokal forsyning av vanadium, titan og fosfat fra Norge til forbruk i hele EU.



Vanadium

Excitement about this metal is gathering pace, as is anticipated demand, owing to its potential in both traditional and new industries. Vanadium's ability to strengthen steel currently accounts for the vast majority of vanadium consumption with the construction industry as a key customer. Vanadium compounds are also used extensively as catalysts.

The most exciting use of vanadium lies in its potential in efficient power storage for renewable energy, such as hydro, wind and solar. Already used in grid energy storage, vanadium redox flow batteries have a long life as they can be recharged thousands of times.

The vanadium market is currently small with a global volume of about 110,000 tons in 2020.

Vanadium

Begeistringen for dette metallet øker, og det gjør også forventet etterspørsel på grunn av potensialet både i tradisjonelle og nye industribransjer. Vanadiums evne til å styrke stål står for øyeblikket for hoveddelen av vanadiumforbruket, med byggebransjen som nøkkeltkunde. Vanadiumforbindelser anvendes også i stor grad som katalysatorer.

Den mest spennende bruken av vanadium ligger i potensialet for effektiv kraftlagring for fornybar energi, som vann, vind og sol. Vanadium redox-batterier er allerede brukt i energilagring for nett, og har lang levetid siden de kan lades opp tusenvis av ganger.

Vanadiummarkedet er for tiden lite, med et globalt volum på rundt 110 000 tonn i 2020.



Titanium

Titanium was added to the EU list of Critical Raw Materials for the first time in 2020, underlining its industrial and economic importance to the EU and elsewhere.

Whilst well known for being used to create light strong alloys, the vast majority of titanium use is in the form of the white pigment, titanium dioxide. Used widely in paints, plastics, enamels and paper, titanium dioxide is also used in sunscreens to protect the skin from UV light and in other applications.

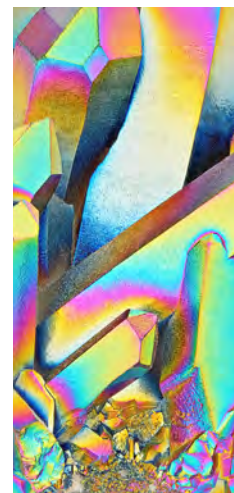
Ilmenite is the major feedstock for the production of titanium dioxide. Global production of titanium dioxide was about 8 million tons in 2020.

Titan

Titan ble lagt til EU-listen over kritiske råmaterialer for første gang i 2020. Dette understreket mineralets industrielle og økonomiske betydning for EU og andre steder.

Selv om det er velkjent at det brukes til å lage lette, sterke legeringer, er det store flertallet av titananvendelsene i form av det hvite pigmentet, titandioksid. Titandioksid brukes ofte i maling, plast, emalje og papir, og brukes også i solkremer for å beskytte huden mot UV-lys og i mange andre bruksområder.

Ilmenitt er det viktigste råmaterialet for produksjon av titandioksid. Den globale produksjonen av titandioksid var på omtrent 8 millioner tonn i 2020.



Phosphates

Phosphate is used in fertilisers to boost crop yields and thereby underpin food security. This pivotal role in guaranteeing food supply explains why phosphate is an EU Critical Raw Material.

The world's increasing population (and, therefore, increasing consumption), limited availability of land and drive for food diversity have been important drivers of demand for fertilisers generally.

The phosphate market is large, totalling more than 200 million tons of phosphate rock globally in 2020. Most phosphate rock is consumed where it's produced and recent history shows that only about 15% of global phosphate rock is traded. Norge Mining is planning to produce a phosphate rock concentrate, which can be sold as a feedstock to producers of phosphate fertilisers.

Fosfater

Fosfat brukes i gjødsel for å øke avlingen og dermed underbygge matsikkerheten. Denne sentrale rollen i å garantere matforsyning forklarer hvorfor fosfat er et kritisk råstoff i EU.

Verdens økende befolkning (og derfor økende forbruk), begrenset tilgjengelighet på landområder og økt fokus på mangfold i mat, har vært viktige drivere for etterspørselen etter gjødsel generelt.

Fosfatmarkedet er stort, og utgjorde mer enn 200 millioner tonn fosfatstein globalt i 2020. De fleste fosfatsteiner forbrukes der de produseres og nyere historie viser at bare ca. 15 % av den globalt utvunnede fosfatsteinen omsettes. Norge Mining planlegger å produsere et fosfatsteinkonsentrat som kan selges som råmateriale til produsenter av fosfatgjødsel.



Chairman's Statement // Styreleders beretning



2020 was a year during which we made major progress across all aspects of our business despite the constraints of Covid-19. I am immensely grateful to all at Norge Mining, the specialist firms with which we work and to all other stakeholders for their perseverance during this time. I also thank our shareholders for their support.

I will now provide a brief introduction to Norge Mining, a young company founded in November 2018. Our headquarters are in the UK but we are Anglo-Norwegian in character. All our exploration licences and operational activities are in Norway; our Board of seven directors includes three Norwegians; and we are committed to working in partnership with Norway to develop the nation's mineral resources industry based on a core commitment to environmental responsibility and sustainability.

Our exploration work is building on earlier studies by the Norway Geological Survey (NGU), which identified the scale of the country's untapped resources. The development of these resources brings the potential for high quality employment and local prosperity. It also enables Norway to play an important strategic role in the supply of key minerals to Europe for use in existing and emerging industries.

Our focus is on vanadium, titanium and phosphate, all three of which are on the EU list of Critical Raw Materials.

Major progress was made in advancing our strategy during 2020, particularly in terms of our drilling programme; the development of our Environmental, Social and Governance initiatives; and in the broader development of the Company. Whilst restrictions on travel and social contact owing to Covid-19 had an impact on exploration, community liaison and other activities, 2020 was a transformative year during which we completed 24,000m of drilling and generated the data for the Company's first Mineral Resource Estimate, which was published in February 2021.

This maiden Mineral Resource Estimate for the Øygrei Exploration Area confirmed the Bjerkreim Exploration Project's world-class credentials. The Øygrei estimate totalled 1.55 billion tonnes of mineralisation containing vanadium, titanium and phosphate. The exploration target was up to a further 2 billion tonnes.



2020 var et år med store fremskritt på tvers av alle aspekter av virksomheten vår, til tross for begrensningene knyttet til Covid-19. Jeg er utrolig takknemlig overfor alle i Norge Mining, spesialistfirmaene vi jobber med og overfor alle andre interessenter, for utholdenheten dere har vist i denne perioden. Jeg takker også aksjonærene våre for deres støtte.

Jeg vil nå gi en kort introduksjon av Norge Mining, et nyetablert selskap som ble stiftet i november 2018. Hovedkvarteret vårt er i Storbritannia, men vi er av anglo-norsk karakter. Alle letelisisenser og operasjonelle aktiviteter er i Norge. I styret er tre av syv medlemmer nordmenn. Vi er opptatt av å ha et tett samarbeid med Norge under utviklingen av landets mineralressursindustri, med kjerneprinsipper som miljøansvar og bærekraft som rettesnor.

Letearbeidet vårt bygger på tidligere studier av Norges geologiske undersøkelse (NGU), som har identifisert omfanget av landets uutnyttede ressurser. Utviklingen av disse ressursene bringer potensialet for spennende stillinger og vekstøkning lokalt. Det gjør det også mulig for Norge å spille en viktig strategisk rolle i forsyningen av viktige mineraler til Europa for bruk i eksisterende og kommende bransjer.

Vårt fokus er på vanadium, titan og fosfat, hvorav alle tre er på EU-listen over kritiske råmaterialer.

Det ble gjort store fremskritt i å fremme strategien vår i 2020, spesielt i forhold til vårt boreprogram, utviklingen av våre miljømessige, sosiale og styringsmessige initiativer og i den overordnede utviklingen av selskapet. Selv om restriksjoner på reise og sosial kontakt på grunn av Covid-19 hadde innvirkning på letearbeid, samfunnskontakt og andre aktiviteter, var 2020 et transformerende år der vi fullførte 24 000 meter med boring og genererte data for selskapets første mineralressursestimat, som ble publisert i februar 2021.

Estimatet for mineralressurser i Øygrei utforsningsområde bekreftet Bjerkreim lete- og undersøkelsesprosjekt førsteklasses potensiale. Øygrei estimatet utgjorde totalt 1,55 milliarder tonn mineralisering som inneholdt vanadium, titan og fosfat. Letemålet var opptil ytterligere 2 milliarder tonn.

1.55
BILLION
TONNES //
MILLIARDER
TONN

OYGREI EXPLORATION
AREA MAIDEN MINERAL
RESOURCE ESTIMATE //
OYGREI LETEOMRÅDE
MINERALRESSURS-
ESTIMAT



Chemical and mineralogical characterisation of drill core and channel samples from Øygrei has been carried out along with successful small-scale beneficiation work, which has shown that the minerals can be separated from the host material to deliver three concentrates: vanadium-containing magnetite, ilmenite (titanium dioxide) and apatite (phosphate rock).

Our market strategy work includes the commissioning of studies by world-class consultants to assess the marketability of the three concentrates and research on the conversion of the magnetite into vanadium compounds.

In May 2021, we announced another world-class deposit, at Storeknuten in the Høyland Exploration Area, where the maiden Mineral Resource Estimate was 240 million tonnes and the exploration target up to a further 2 billion tonnes.

Alongside our drilling work, we have continued to advance our ESG initiatives. Communication with local stakeholders is a central part of these initiatives.

Board

We were delighted that Ingvil Smine Tybring-Gjedde and Bente Hagem joined our Board as Non-Executive Directors on 1 March 2021 and 1 April 2021 respectively. We have already benefited from their input to the Board and we look forward to their counsel going forwards.

Outlook

The current year has started well. Our exploration results to date have surpassed all expectations and we now have a business with two world-class deposits of vanadium, titanium and phosphate; a robust programme of further exploration work; and a clear strategy to become an integrated mineral exploration and mining business.

Our current programme of drilling is focused on upgrading and extending the resources at Øygrei and Storeknuten. We are also continuing to drill in other smaller areas, particularly where high grades of mineralisation are identified. We have commenced a scoping study at Øygrei and Storeknuten, which will be completed in the first quarter of 2022.

Our work to date has confirmed that the Bjerkreim Exploration Project has global significance, giving Norway the potential to become the European centre of vanadium, titanium and phosphate production.

Oliver Baring

Chairman

16 June 2021

Kjemisk og mineralogisk karakterisering av borekjerne- og kanalprøver fra Øygrei er utført samtidig med vellykket arbeid med foredling i liten skala, noe som har vist at mineralene kan utskilles fra vertsmaterialet for å levere tre konsentrater: vanadiumholdig magnetitt, ilmenitt (titandioksid) og apatitt (fosfatstein).

Vårt arbeid med markedsstrategier inkluderer å bestille studier fra konsulenter i verdensklasse for å vurdere salgbarheten til de tre konsentratene og forske på konvertering av magnetitt til vanadiumforbindelser.

I mai 2021 annonserte vi en annen forekomst i verdensklasse, ved Storeknuten i Høyland utforskningsområdet, hvor mineralressursestimatet var 240 millioner tonn og letemålet opp til ytterligere 2 milliarder tonn.

I tillegg til borearbeidet, har vi fortsatt å fremme våre bærekraftsinitiativer. Kommunikasjon med lokale interessenter er en sentral del av disse initiativene.

Styre

Vi er glade for at Ingvil Smine Tybring-Gjedde og Bente Hagem sluttet seg til styret som ordinære styremedlemmer, henholdsvis 1. mars 2021 og 1. april 2021. Vi har allerede dratt nytte av deres innspill til styret og ser frem til perspektiver og råd fremover.

Utsikt

Det inneværende året har startet bra. Utvinnings resultatene til dags dato har overgått alle forventninger. Vi har nå en virksomhet med to forekomster i verdensklasse av vanadium, titan og fosfat, et robust program for ytterligere letearbeid og en klar strategi for å bli en integrert mineralutforsknings- og gruvevirksomhet.

Boreprogrammet vårt fokuserer på å oppgradere og utvide ressursene ved Øygrei og Storeknuten. Vi fortsetter også å bore i andre mindre områder, spesielt der det identifiseres høye grader av mineralisering. Vi har startet en omfangsstudie ved Øygrei og Storeknuten, som vil fullføres innen første kvartal av 2022.

Arbeidet vårt til dags dato har bekreftet at Bjerkreim lete- og undersøkelsesprosjekt har global betydning, noe som gir Norge muligheten til å bli det europeiske senteret for vanadium-, titan- og fosfatproduksjon.

Oliver Baring

Styreleder

16. juni 2021



THE BJERKREIM EXPLORATION PROJECT HAS GLOBAL SIGNIFICANCE, GIVING NORWAY THE POTENTIAL TO BECOME THE EUROPEAN CENTRE OF VANADIUM, TITANIUM AND PHOSPHATE PRODUCTION // AT BJERKREIM LETE- OG UNDERSØKELSES-PROSJEKT HAR GLOBAL BETYDNING, NOE SOM GIR NORGE MULIGHETEN TIL Å BLI DET EUROPEISKE SENTERET FOR VANADIUM-, TITAN- OG FOSFATPRODUKSJON



Chief Executive Officer's Strategic and Operational Review //

Administrerende direktørs strategiske og operasjonelle gjennomgang



Norge Mining is a natural resources company headquartered in London and focused on Norway, where the Company's assets include 46 exploration licences totalling more than 400 square kilometres. The Company's 100% owned subsidiary, Norge Mineraler AS, is based in Egersund, which is close to the Company's Bjerkreim Exploration Project in southwest Norway. This project is based on vanadium, titanium and phosphate, all three of which are on the EU's list of Critical Raw Materials.

Norge Mining is currently at the exploration stage and our strategy is to become an integrated exploration and production business focused on Critical Raw Materials. The Company recognises that this objective can only be delivered through a core commitment to sound Environmental, Social and Governance principles. We are embedding ESG into our business model, thereby preparing the Company for its current and future growth.

Norge Mining has a highly experienced in-house team who work closely with highly competent third parties for exploration consultancy, drilling, analysis, environmental and other work.

2020 marked the first drilling programme by the Company, building on the channel sampling and airborne magnetic surveying carried out during 2019. Approximately 24,000m of drilling was completed during the year, providing the data for the Mineral Resource Estimates for the Øygrei and Storeknuten Exploration Areas. These Mineral Resource Estimates were published earlier this year and exceeded all expectations. Both the Øygrei and Storeknuten deposits are categorised as world class, giving us a strong platform from which to further deliver on our strategy.

The Mineral Resource Estimates were prepared by SRK Exploration Services Ltd using the internationally recognised JORC Code reporting standard.



Norge Mining er et naturressursselskap med hovedkontor i London og som er fokusert på Norge, hvor selskapets eiendeler inkluderer 46 letelisenser på mer enn 400 kvadratkilometer. Selskapets 100 % eide datterselskap, Norge Mineraler AS, er basert i Egersund, som ligger nær selskapets Bjerkreim lete- og undersøkelsesprosjekt i Sørvest-Norge. Dette prosjektet er basert på vanadium, titan og fosfat, hvorav alle tre er på EU-listen over kritiske råmaterialer.

Norge Mining er i dag på lete- og undersøkelsestadiet og strategien vår er å bli en integrert lete- og produksjonsvirksomhet med fokus på kritiske råvarer. Selskapet erkjenner at dette målet kun kan leveres gjennom en sentral forpliktelse til sunne miljømessige, sosiale og styringsmessige prinsipper. Vi integrerer miljømessige, sosiale og styringsmessige prinsipper i vår forretningsmodell, og forbereder dermed selskapet for sin nåværende og fremtidige vekst.

Norge Mining har et svært erfarent internt team som arbeider tett med svært kompetente tredjeparter for leterådgivning, boring, analyse, miljø og annet arbeid.

2020 markerte det første boreprogrammet for selskapet, og bygget på kanalprøvetaking og magnetmåling som ble utført fra luften i løpet av 2019. Rundt 24 000 meter med boring ble fullført i løpet av året, som gav data for mineralressursestimatene for leteområdene Øygrei og Storeknuten. Disse mineralressursestimatene ble publisert tidligere i år og overgikk alle forventninger. Forekomstene ved Øygrei og Storeknuten er begge i kategorien verdensklasse, noe som gir oss en sterk plattform for å videreføre strategien vår.

Mineralressursestimatene ble utarbeidet av SRK Exploration Services Ltd ved hjelp av den internasjonalt anerkjente rapporteringsstandarden JORC Code.



OUR STRATEGY IS TO BECOME AN INTEGRATED EXPLORATION AND PRODUCTION BUSINESS FOCUSED ON CRITICAL RAW MATERIALS //
STRATEGIEN VÅR ER Å BLI EN INTEGRERT LETE- OG PRODUKSJONS- VIRKSOMHET MED FOKUS PÅ KRITISKE RÅVARER



Review of operations



Covid-19

Health, safety and well-being are a top priority for the Company at all times. During Covid-19, we have followed all relevant government requirements and advice in Norway and in the UK. Restrictions on travel and social contact had an impact on the speed of exploration work during the year. Restrictions on public gatherings and social contact meant that our community liaison work was primarily conducted electronically rather than in person. Our intention is to reinstate face to face meetings once conditions allow.

Exploration work

The Company's Bjerkreim Exploration Project is located in the large Bjerkreim-Sokndal Layered Intrusion, which has been widely studied by the Norway Geological Survey (NGU) and other researchers. Norge Mining is focusing on the Bjerkreim Lobe of this intrusion, which forms a large synclinal trough structure. This trough extends at outcrop for some 20km northwest-southeast and up to 10km northeast-southwest. It is known to extend for several kilometres in depth.

The mineralisation consists of primary magmatic mineral assemblages in which vanadium-bearing magnetite, ilmenite (titanium) and apatite (phosphate) represent the minerals of interest.

Geological modelling and volume estimation based on mapping, geophysics and drilling indicate that the Bjerkreim Exploration Project contains in excess of 70 billion tonnes of mineralised rock, which would take many hundreds of years to mine.

The drilling programme, which started in 2020, was focused on delivering the Company's first Mineral Resource Estimates in two exploration areas, Øygrei and Storeknuten. The maiden Mineral Resource Estimates for these two areas were published in February 2021 and May 2021 respectively, and both of these areas represent world-class deposits.

Gjennomgang av operasjoner



Covid-19

Helse, miljø og sikkerhet er selskapets førsteprioritet til enhver tid. I løpet av Covid-19 har vi fulgt alle relevante myndighetskrav og råd i Norge og Storbritannia. Restriksjoner på reise og sosial kontakt har hatt en innvirkning på framdriften av letearbeidet i løpet av året. Restriksjoner på offentlige samlinger og sosial kontakt innebar at vårt samfunnskontaktarbeid hovedsakelig ble utført elektronisk i stedet for personlig. Vår intensjon er å gjeninnføre møter når forholdene tillater det.

Letearbeid

Selskapets Bjerkreim lete- og undersøkelsesprosjekt befinner seg i den store Bjerkreim-Sokndal intrusjonen, som har blitt studert av Norges geologiske undersøkelse (NGU) og andre forskere. Norge Mining har fokus på Bjerkreim Lobe i dette bergområdet, som danner en stor synklinal bunnstruktur. Fordypningen strekker seg ca. 20 km nordvest-sørøst og opptil 10 km nordøst-sørvest. Den er kjent for å gå flere kilometer dypt.

Mineraliseringen består av primære magmatiske mineralsamlinger, der vanadiumbærende magnetitt, ilmenitt (titan) og apatitt (fosfat) representerer mineralene av interesse.

Geologisk modellering og volumestimering basert på kartlegging, geofysikk og boring tyder på at Bjerkreim området inneholder over 70 milliarder tonn mineralisert stein, noe det ville tatt mange hundre år å utvinne.

Boreprogrammet, som startet i 2020, var fokusert på å levere selskapets første mineralressursestimater i to leteområder, Øygrei og Storeknuten. Minerealressursestimatene for disse to områdene ble publisert i henholdsvis februar 2021 og mai 2021, og begge disse områdene representerer forekomster i verdensklasse.

OVER
70
BILLION
TONNES //
MILLIARDER
TONN

VOLUME OF
MINERALISED
ROCK CONTAINED
IN THE BJERKREIM
EXPLORATION
PROJECT AREA
// VOLUM AV
MINERALISERT STEIN
I BJERKREIM LETE-
OG UNDERSØKEL-
SESOMRÅDE

Review of operations

(continued)



Øygrei Exploration Area

The diamond drilling programme at Øygrei began in May 2020. SRK used data from 4,787 assay samples from 24 drill holes to calculate the Mineral Resource Estimate using the JORC Code reporting standard.

The Øygrei Mineral Resource Estimate is summarised below in Fig 01. The table shows that the total indicated and inferred mineral resource at Øygrei is 1.55 billion tonnes. In addition, SRK delineated an exploration target of between 1 and 2 billion tonnes of mineralisation with grades of between 1.5 and 2% P₂O₅, 4.5 and 5.5% TiO₂ and 0.05 and 0.09% V₂O₅.

Exploration work at Øygrei is ongoing with a programme of 14,000m of additional drilling to upgrade and extend the resource. A scoping study has also commenced to give an initial financial appraisal of an open-pit mine at Øygrei. The scoping study is expected to be completed in the first quarter of 2022.

Gjennomgang av operasjoner

(fortsettelse)



Leteområde Øygrei

Diamantboringsprogrammet ved Øygrei begynte i mai 2020. SRK brukte data fra 4,787 analyseprøver fra 24 borehull for å beregne mineralressursestimatet ved hjelp av rapporteringsstandarden JORC Code.

Mineralressursestimatet for Øygrei er oppsummert nedenfor:

Tabellen viser at den totale indikerte og infererte mineralressursen ved Øygrei er 1,55 milliarder tonn. I tillegg skisserte SRK et letemål på mellom 1 og 2 milliarder tonn mineralisering, med grader mellom 1,5 og 2 % P₂O₅, 4,5 og 5,5 % TiO₂ og 0,05 og 0,09 % V₂O₅.

Utforskningsarbeidet i Øygrei pågår med et program på ytterligere 14 000 meter boring for å oppgradere og utvide ressursen. En omfangsstudie har også begynt å gi en innledende økonomisk vurdering av en åpen gruve ved Øygrei. Det forventes at omfangsstudien fullføres i første kvartal av 2022.

Fig 01 Øygrei Mineral Resource Estimate // Øygrei Mineralressursestimat

Mineral Resource Classification // Mineralressursklassifisering	Tonnes (millions)	P ₂ O ₅ Grade (%)	TiO ₂ Grade (%)	V ₂ O ₅ Grade (%)
Indicated // Indikert	800	1.84	4.98	0.07
Inferred // Inferert	750	1.63	4.91	0.07
Total // Totalt	1,550	1.74	4.95	0.07



◀ The core logging facilities in Heskestad, summer of 2020 // Kjerneloggefasilitetene på Heskestad, sommeren 2020

Review of operations

(continued)



Storeknuten Exploration Area

The diamond drilling programme at Storeknuten began in September 2020. SRK used data from 1,437 assay samples from 9 drill holes to calculate the Mineral Resource Estimate, again using the JORC Code. Covid-19 had a greater effect on progress of the drilling programme at Storeknuten than at Øygrei, limiting the initial resource classification.

The Storeknuten Mineral Resource Estimate is summarised below in Fig 02. The table shows an inferred resource of 240 million tonnes and also shows that the phosphate grades are significantly higher than at the Øygrei deposit.

SRK has delineated an exploration target of between 1.4 and 2.0 billion tonnes of mineralisation with grades of between 1.6 and 2.4% P_2O_5 , 4.2 and 5.0% TiO_2 and 0.06 and 0.08% V_2O_5 .

Exploration work at Storeknuten is ongoing with a substantial, planned programme of additional drilling to upgrade and extend the resource. The drilling work is expected to be completed during 2021 and a scoping study is underway.

Gjennomgang av operasjoner

(fortsettelse)



Leteområde Storeknuten

Diamantboringsprogrammet ved Storeknuten begynte i september 2020. SRK brukte data fra 1 437 analyseprøver fra ni borehull for å beregne mineralressursestimatet ved hjelp av rapporteringsstandarden JORC Code. Covid-19 hadde større effekt på progresjonen av boreprogrammet ved Storeknuten enn ved Øygrei, og begrenser den opprinnelige ressursklassifiseringen.

Tabellen nedenfor viser en antydnet ressurs på 240 millioner tonn og viser også at fosfatgraden er betydelig høyere enn ved Øygreiforekomsten.

SRK har skissert et letemål på mellom 1,4 og 2,0 milliarder tonn mineralisering med grader mellom 1,6 og 2,4 % P_2O_5 , 4,2 og 5,0 % TiO_2 og 0,06 og 0,08 % V_2O_5 .

Utforskningsarbeidet ved Storeknuten pågår med et betydelig planlagt program på ytterligere boring for å oppgradere og utvide ressursen. Borearbeidet forventes fullført i løpet av 2021 og en omfangsstudie er i gang.

Fig 02 Storeknuten Mineral Resource Estimate // Storeknuten Mineralressursestimat

Mineral Resource Classification // Mineralressursklassifisering	Tonnes (millions)	P_2O_5 Grade (%)	TiO_2 Grade (%)	V_2O_5 Grade (%)
Inferred // Inferert	240.0	2.36	4.71	0.07
Total // Totalt	240.0	2.36	4.71	0.07



◀ After logging and photographing, the core is cut in half and sampled to do further geochemical and metallurgy analysis // Etter logging og fotografering, blir borekjernen delt i to og det tas prøver for videre geokjemiske og metallurgiske analyser

Review of operations

(continued)



Other areas

The Company is also carrying out exploration work in other areas of the Bjerkreim Exploration Project and, if merited by mineralisation grades, will produce further resource estimates.

Geological modelling and volume estimation based on mapping, geophysics and drilling indicate that the Bjerkreim Exploration Project contains in excess of 70 billion tonnes of mineralised rock. This huge amount of mineralisation, which would take many hundreds of years to mine, underlines the enormous potential of the Bjerkreim Exploration Project.

Beneficiation and other studies

Chemical and mineralogical analysis of geological samples from Øygrei, from 2019's channel sampling and 2020's drilling programme, has provided chemical and mineralogical characterisation. This information has been used by the internationally respected consultancies Wardell Armstrong and Metso Outotec to conduct small scale beneficiation test work, the object of which was to show that the three minerals can be physically separated from their host material.

This beneficiation work successfully delivered three concentrates: vanadium-containing magnetite, ilmenite (titanium dioxide) and apatite (phosphate rock).

Strategic market studies have been commissioned from world-class consultants (CRU, Roskill and TZMI) to assess the marketability of the three concentrates to help determine the Company's market strategy.

Research is also underway to study the conversion of the vanadium-containing magnetite to value-adding, marketable vanadium compounds.

Corporate developments

Following the start of the drilling programme in May 2020, the Company's operations in Norway have grown significantly. We have employed an increasing number of Norwegians, in exploration and managerial roles, including the appointment of a Chief Operating Officer and Chief Financial Officer at our Norge Mineraler AS office in Egersund. This office, which is located at the Egersund Energy Hub, opened in February 2021. Our other facilities in Norway include a core shed and warehousing to support our drilling work.

We currently have 11 employees at Norge Mineraler AS and expect that number to grow in the current year. We also typically have more than 20 exploration and drilling specialists on site.

Gjennomgang av operasjoner

(fortsettelse)



Andre områder

Selskapet utfører også utforskningsarbeid på andre områder av Bjerkreim lete- og undersøkelsesprosjekt og vil, hvis det basert på mineraliseringsgrader er grunn til det, gi ytterligere ressurstestimater.

Geologisk modellering og volumestimering basert på kartlegging, geofysikk og boring tyder på at Bjerkreim lete- og undersøkelsesprosjektet inneholder over 70 milliarder tonn mineralisert stein. Denne enorme mengden mineralisering, som det ville ta flere hundre år å utvinne, understreker det enorme potensialet til Bjerkreim lete- og undersøkelsesprosjektet.

Foredling og andre studier

Kjemisk og mineralogisk analyse av geologiske prøver fra Øygrei, fra kanalprøvetaking i 2019 og boreprogram i 2020, har gitt kjemisk og mineralogisk karakterisering. Denne informasjonen er blitt brukt av de internasjonalt respekterte konsulentfirmaene Wardell Armstrong og Metso Outotec til å utføre testarbeid med foredling i liten skala, der formålet var å vise at de tre mineralene fysisk kan utskilles fra sitt vertsmateriale.

Dette foredlingsarbeidet gav tre vellykkede konsentrater: vanadiumholdig magnetitt, ilmenitt (titandioksid) og apatitt (fosfatstein).

Strategiske markedsstudier er blitt bestilt fra konsulenter i verdensklasse (CRU, Roskill og TZMI) for å vurdere salgbarheten til de tre konsentratene for å bidra til å avgjøre selskapets markedsstrategi.

Forskning er også underveis for å studere konverteringen av den vanadiumholdige magnetitten til verdiskapende, salgbare vanadiumforbindelser.

Bedriftsutvikling

Etter starten på boreprogrammet i mai 2020 har selskapets virksomhet i Norge vokst betydelig. Vi har ansatt et økende antall nordmenn i lete- og lederstillinger, inkludert utnevnelsen av en operasjonssjef og finanssjef ved vårt Norge Mineraler AS-kontor i Egersund. Dette kontoret, som ligger i Egersund Energy Hub, åpnet i februar 2021. Våre andre fasiliteter i Norge inkluderer et kjerne-lokale og lager for å støtte borearbeidet vårt.

Vi har for tiden 11 ansatte i Norge Mineraler AS og forventer at antallet vil vokse i det inneværende året. Vi har vanligvis mer enn 20 utforsknings- og borespesialister på stedet.

Review of operations

(continued)



Key recent appointments at Norge Mining include a small, highly experienced team of full time personnel working on the Øygrei and Storeknuten scoping study. This team has a background in mine development at BHP Billiton and other major companies. The team is working on the scoping study with Bechtel Corporation, the global engineering, construction and project management company. Our management team has also been broadened with appointments including a Chief Sustainability Officer and a Chief Operating Advisor.

Norge Mining became a member of the European Raw Materials Alliance, the industry organisation focused on EU Critical Raw Materials, in October 2020. We also signed an important collaboration in December 2020 with Magma Geopark Norway to work together on initiatives such as best practice in sustainable mining.

In conclusion

We currently have a total Mineral Resource Estimate at the Bjerkreim Exploration Project of 1.79 billion tonnes and an Exploration Target of between 2.4 and 4.0 billion tonnes. Our focus now is on further drilling to upgrade and extend the resource and on progressing the scoping study at Øygrei and Storeknuten.

We remain confident of delivering further progress during 2021 and in the years ahead. I extend my sincere thanks to all at the Company, and to our strategic partners and suppliers, for their combined contribution to advancing the Bjerkreim Exploration Project.

John Vergopoulos
Chief Executive Officer
16 June 2021

Gjennomgang av operasjoner

(fortsettelse)



Viktige nylige avtaler hos Norge Mining inkluderer et lite, svært erfarent team med full-tidspersonell som jobber med omfangsstudien for Øygrei og Storeknuten. Dette teamet har bakgrunn i gruveutviklingen hos BHP Billiton og andre store selskaper. Teamet jobber med studien med Bechtel Corporation, det globale selskapet for ingeniørarbeid, bygg og prosjektledelse. Ledelsesteamet vårt har også blitt utvidet med utnevnelser, inkludert en Chief Sustainability Officer og en Chief Operating Advisor.

Norge Mining ble medlem av European Raw Materials Alliance, bransjeorganisasjonen som er fokusert på kritiske råvarer i EU, i oktober 2020. Vi signerte også et viktig samarbeid i desember 2020 med Magma Geopark Norway for å jobbe sammen om initiativer, som for eksempel beste praksis i bærekraftig gruvedrift.

Til slutt

Vi har for tiden et totalt mineralressursestimat i Bjerkreim lete- og undersøkelsesprosjektet på 1,79 milliarder tonn og et utforskningsmål på mellom 2,4 og 4,0 milliarder tonn. Fokuset vårt er nå på videre boring for å oppgradere og utvide ressursen og for å utvikle omfangsstudien ved Øygrei og Storeknuten.

Vi er sikre på ytterligere fremgang i 2021 og i årene som kommer. Tusen takk til alle i selskapet, og til våre strategiske partnere og leverandører, for deres kombinerte bidrag til å fremme Bjerkreim lete- og undersøkelsesprosjektet.

John Vergopoulos
Administrerende Direktør
16. juni 2021



◀ Drilling in Øygrei, exploring the mineralized zones // Boring på Øygrei, for å kartlegge de mineraliserte sonene

Sustainability Report // Bærekraftsrapport



As a natural resources company in the early stages of exploration work, we are at the start of an exciting journey towards the mining and processing of minerals.

We recognise the responsibility that this journey brings, particularly in terms of the environmental and social aspects of the mining industry. We are therefore determined to embed strong Environmental, Social and Governance principles into our business and to use innovation to reduce the impact of our activities.

We have made considerable progress to date. We continue to develop these principles, along with a reporting structure, and expect to publish our first ESG report later this year.

One of the first steps we took after gaining ownership of the Norwegian exploration licences was to commission SRK Consulting to prepare a thorough ESG risk assessment of the Bjerkreim Exploration Project. This assessment, published in July 2019, led to our creating our own Stakeholder Engagement Database System to underpin our community liaison activities. We are committed to being a good neighbour and recognise the importance of having a responsive, open-door policy with stakeholders in or close to our licence areas and planned operations.

Health, safety and well-being is a top priority at all times. We receive weekly progress reports from our drilling programme and have maintained a very good record of avoiding lost time accidents. Our focus on our people also includes diversity, inclusivity, learning and development so that we can all benefit from an empowering workplace.

We have aligned with seven of the UN's Sustainable Development Goals, underlining the Company's commitment to growing in a responsible and progressive manner and highlighting the positive impact that the Company seeks to make in society. For example, one of our target minerals, vanadium, is set to play a key role in the green shift owing to its potential in efficient, large-scale energy storage in redox flow batteries.

In December 2020, Norge Mining signed an important co-operation agreement with Magma Geopark, which is part of a network of more than 160 UNESCO Global Geoparks worldwide, many of which have experience of the impact of mining on the environment and local communities.



Som et naturressursselskap i en tidlig letefase, er vi i starten av en spennende reise mot gruvedrift og mineralbearbeiding.

Vi erkjenner ansvaret som denne reisen bringer med seg, spesielt når det gjelder miljømessige og sosiale aspekter i gruveindustrien. Vi er derfor fast bestemt på å innlemme sterke miljømessige, sosiale og styringsmessige prinsipper i virksomheten vår og bruke innovasjon for å redusere påvirkningen av aktivitetene våre.

Hittil har vi gjort betydelige fremskritt. Vi fortsetter å utvikle disse prinsippene og rapporteringsstrukturen vår, og forventer å publisere den første bærekraftsrapporten senere i år.

Ett av de første skrittene vi tok etter å ha overtatt de norske letelisensene var å gi SRK Consulting i oppdrag å utarbeide en grundig bærekraftvurdering av Bjerkreim lete- og undersøkelsesprosjekt. Denne vurderingen, som ble publisert i juli 2019, førte til at vi opprettet vårt eget datasystem for interessenthåndtering for å underbygge vårt samfunnsansvar. Vi er forpliktet til å være en god nabo og anerkjenner viktigheten av å ha en responsiv og åpen dør for interessenter i eller rundt lisensområdene våre og planlagt drift.

Helse, sikkerhet og velferd er alltid førsteprioritet. Vi mottar ukentlige fremdriftsrapporter fra boreprogrammet vårt og har opprettholdt svært gode resultater når det gjelder å unngå ulykker som fører til tidstap. Fokuset vi har på våre ansatte omfatter også mangfold, inkludering, læring og utvikling, slik at vi alle kan dra nytte av en styrkende arbeidsplass.

Vi har sammenfalt våre prinsipper med syv av FNs mål for bærekraftig utvikling. Disse prinsippene forankrer selskapets engasjement for å vokse på en ansvarlig og progressiv måte og fremheve den positive effekten selskapet ønsker å gjøre i samfunnet. Eksempelvis så er ett av våre målmineraler, vanadium, satt til å spille en nøkkelrolle i det grønne skiftet på grunn av potensialet med tanke på effektiv, storskala energilagring i redoks-strøm-batterier.

I desember 2020 signerte Norge Mining en viktig samarbeidsavtale med Magma Geopark, som er en del av et nettverk på mer enn 160 UNESCO Globale Geoparker over hele verden, hvorav mange har erfaring med innvirkningen gruvedrift har på miljøet og lokalsamfunnene.

**SUSTAINABLE
DEVELOPMENT
GOALS**

7 AFFORDABLE AND
CLEAN ENERGY



8 DECENT WORK AND
ECONOMIC GROWTH



9 INDUSTRY, INNOVATION
AND INFRASTRUCTURE



11 SUSTAINABLE CITIES
AND COMMUNITIES



12 RESPONSIBLE
CONSUMPTION
AND PRODUCTION



13 CLIMATE
ACTION



15 LIFE
ON LAND





Magma Geopark is working with Norge Mining to share best practice and together develop the best solutions for sustainable mining including how best to handle and treat waste in the most efficient and environmentally responsible way.

Information from the work with Magma Geopark will be exchanged through the ArcticHubs project, which was launched in August 2020 and is funded by the EU Horizon 2020 programme. We are excited to be able to participate in this project, which is focused on finding holistic and sustainable solutions to land-use and resource development.

We are putting sustainability at the heart of our business strategy. We believe this will enable us to successfully deliver our vision for the Bjerkreim Exploration Project of an environmentally and socially responsible mining operation, creating high quality employment and local prosperity whilst enabling Norway to play a key strategic role in the supply of Critical Raw Materials in Europe.



Magma Geopark jobber med Norge Mining for å dele beste praksis, og sammen utvikle de beste løsningene for bærekraftig gruvedrift, inkludert hvordan man best håndterer og behandler avfall på den mest effektive og miljøansvarlige måten.

Informasjon fra arbeidet med Magma Geopark utveksles gjennom ArcticHubs-prosjektet, som ble lansert i august 2020 og finansieres av EU Horizon 2020-programmet. Vi er glade for å kunne delta i dette prosjektet, som er fokusert på å finne helhetlige og bærekraftige løsninger på landbruk og ressursutvikling.

Vi setter bærekraft i sentrum av forretningsstrategien vår. Vi tror at bærekraft vil bidra til å oppnå visjonen vår for Bjerkreim lete- og undersøkelsesprosjekt om en miljømessig og sosialt ansvarlig gruvedrift. Samtidig skaper vi arbeidsplasser av høy kvalitet og lokal velstand, samtidig som vi gjør det mulig for Norge å spille en viktig strategisk rolle i leveringen av kritiske råvarer i Europa.

Case Study // Casestudie

Building relationships through authentic engagement

Monika Øksnes holds a master's degree in geological studies from the University of Bergen and is Chief Operating Officer at Norge Mining's Egersund office. A key part of Monika's role is engagement with the Bjerkreim Exploration Project's stakeholders – local landowners, farmers and cabin owners along with local and national politicians, administrative bodies and interest groups.

Monika says: "I find it important that landowners and the local community are well informed and content with our operations, and I am happy to be a part of a company who thinks the same.

"The reaction of the locals to Norge Mining's activities is mostly positive. The majority find this project very interesting and think it will be beneficial for the region. Landowners are happy with the way we operate and think we act honestly and respectfully. There is obviously some scepticism surrounding our operations, predominantly regarding people's reservations towards the mining industry in general. Therefore, we must continue to show that we operate openly, honestly, and respectfully to develop our good relations with the surrounding communities."

Å bygge relasjoner gjennom autentisk engasjement

Monika Øksnes har en mastergrad i geologi fra Universitetet i Bergen og er operasjonsdirektør ved Norge Minings kontor i Egersund. En viktig del av Monikas rolle er samhandling med Bjerkreim lete- og undersøkelsesprosjekt interessenter – lokale huseiere, bønder og hytteeiere sammen med lokale og nasjonale politikere, administrative organer og interessegrupper.

Monika sier: «Jeg synes det er viktig at huseiere og lokalsamfunnet er godt informert og fornøyd med driften vår, og jeg er glad for å være en del av et selskap som tenker det samme.»

«Reaksjonen til lokalbefolkningen på aktivitetene til Norge Mining er stort sett positiv. Flertallet synes dette prosjektet er veldig interessant og tror det vil være gunstig for regionen. Grunneiere er fornøyd med måten vi opererer på og synes at vi opptrer ærlig og respektfullt. Det er åpenbart noe skepsis rundt driften vår, hovedsakelig angående folks reservasjoner mot gruveindustrien generelt. Derfor må vi fortsette å vise at vi driver åpent, ærlig og respektfullt for å utvikle våre gode relasjoner med nærmiljøet.»



Monika Øksnes, Chief Operating Officer, Norge Mineraler AS

Case study // Casestudie

Pottery from the deep



Norge Mining began a very deep drilling programme in the Høyland area in August 2020 with the objective of gaining further geological insight into a magnetic anomaly identified during the Company's airborne magnetic survey carried out in 2019. The drill depth extended to 2,200m, which took three months of drilling and represents the deepest onshore drilling ever conducted in Norway.

Leire fra dypet



Norge Mining startet dyptboring i Høyland-området i august 2020 med mål om å oppnå ytterligere geologisk innsikt i et magnetisk avvik som ble påvist under selskapets luftbårne magnetiske undersøkelse, som ble utført i 2019. Boredybden ble forlenget til 2 200 m, som tok tre måneder med boring, og representerer den dypeste landbaserte boreoperasjonen som noen gang er utført i Norge.





Anne Marit Opstad, a local ceramic artist, was fascinated by working with the material found at this huge depth. She asked Norge Mining for some of this material and one of the Company's geologists promptly drove to her studio with a large quantity of sediment from the bottom of the drill hole so she could put it to use on her potter's wheel.

Once fired in the oven, the result was a small vase with an intense, deep brown colour and a particularly smooth finish. Anne Marit Opstad has gone on to use the material to create other vases, large and small, all with the deep brown colour originating from almost a mile and a half below ground – the deepest colour in Norway.

Anne Marit Opstad, en lokal keramikkprodusent, ble fascinert av å jobbe med materialet som er funnet på denne enorme dybden. Hun ba Norge Mining om noe av dette materialet, og en av selskapets geologer kjørte raskt til studioet hennes med en stor mengde avleiringer fra bunnen av borehullet slik at hun kunne bruke det på dreieskiven.

Etter at kreasjonen hadde tørket i ovnen, var sluttresultatet en liten vase med en intens, dyp brun farge og en spesielt glatt finish. Anne Marit Opstad har brukt materialet til å lage andre vaser, store og små, alle med en dyp brun farge fra nesten en og en halv kilometer under bakken – den dypeste fargen i Norge.



◀ Anne Marit Opstad in her ceramics studio // Anne Marit Opstad i sitt keramikkstudio

Photo: Arnt Olav Klippenberg

Financial Report // Årsrapport



Results and dividends

The loss for the year, before tax, amounted to £1,499,152 (2019: £494,456). The Directors have not recommended a dividend.

Financial key performance indicators

The financial key performance indicators for the Group and Company are the costs incurred on exploration, testing and sampling operations which are capitalised on the balance sheet as an intangible asset under IFRS 6 and overhead costs incurred for head office activities in the UK and exploration support activities in Norway. These can be found in the financial statements of the Group and its subsidiaries and are summarised below in Figure 03.

The aggregate Exploration and Evaluation expenditure of £6,558,936 capitalised as at the end of 2020 (2019: £891,969) may be analysed across expenditure types as set out in Figure 04.

Non-financial key performance indicators

The non-financial key performance indicators for the Group relate to metres of holes drilled, licences secured and quantities of minerals identified.

During 2020, the total depth of holes drilled amounted to 24,103m across 53 holes, of which one was a deep hole drilled to explore a specific electromagnetic anomaly which, at 2,201m, is the deepest onshore drill depth experienced in Norway. No drilling activities were undertaken during 2019.

The Group has secured 46 licences of which 44 are in Bjerkreim region of Norway and 2 are in Bømlø.



Resultat og utbytte

Årets underskudd før skatt, utgjorde GBP 1 499 152 (2019: GBP 494 456). Styret har ikke anbefalt utbytte.

Økonomiske nøkkelindikatorer

De økonomiske nøkkelresultatindikatorer for konsernet og selskapet er kostnadene som påløper i lete-, test- og prøvetakingsoperasjoner som er kapitalisert i balansen som en immateriell eiendel etter IFRS 6 og kostnader påløpt for hovedkontoraktiviteter i Storbritannia og letestøtteaktiviteter i Norge. Disse finnes i konsernregnskapet og er oppsummert nedenfor:

Den samlede utforsknings- og evalueringskostnaden på GBP 6 558 936 kapitalisert per utgangen av 2020 (2019: GBP 891 969) kan analyseres på tvers av utgiftstyper som beskrevet nedenfor:

Ikke-økonomiske nøkkelindikatorer

De ikke-økonomiske nøkkeltallene for gruppen er relatert til hull i meter, lisenser sikret og mengder mineraler identifisert.

I løpet av 2020 var den totale dybden av borehull 24 103 m fordelt på 53 hull, hvorav ett var et dypt hull boret for å utforske en spesifikk elektromagnetisk anomali som, ved 2201 m, er den dypeste boreddybden på land noensinne i Norge. Ingen boreaktiviteter ble gjennomført i løpet av 2019.

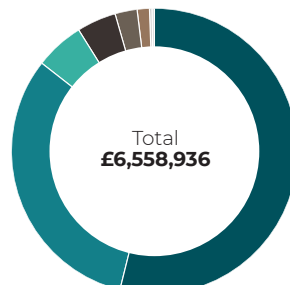
Konsernet har sikret seg 46 lisenser hvorav 44 i Bjerkreim-regionen og 2 er i Bømlø.

Fig 03 Summary financials

	2020 £	2019 £
Exploration and Evaluation of Mineral Resources		
Costs capitalised during the year	5,666,967	891,969
Overhead costs incurred		
Costs incurred in the UK	915,783	403,166
Costs incurred in Norway	583,369	91,290
	1,499,152	494,456

Fig 04 Capitalised Exploration and Evaluation Expenditure

■ Drilling // Boring	£3,539,742
■ Geology // Geologi	£2,077,705
■ Testing // Testing	£374,548
■ Infrastructure // Infrastruktur	£285,497
■ Sampling ancillaries // Prøvetakingstillegg	£166,760
■ Consultants/Labour // Konsulenter/arbeid	£86,295
■ Licence fees // Lisensavgifter	£25,111
■ Drilling ancillaries // Andre boringsaktiviteter	£3,278





Principal risks and uncertainties

The principal risk of the business is the ability to fund operations through to critical valuation points. Like the vast majority of exploration companies, the Group expects to be “pre-revenue” for some years. The commercial objective is to undertake exploration, drilling, sampling and metallurgical testing work to provide the evidence required to support a resource valuation which will underpin the value of the Group.

In such circumstances it is common for companies to embark on a series of equity fundraising exercises over a period of time to provide the required capital to continue exploration activities and the availability of funding is a core risk for such businesses. The Group is in the fortunate position that it has entered into a convertible loan agreement with key shareholder and founder, Michael Wurmser, under which Mr Wurmser has agreed to provide funding for the Group's activities. Some £10.67 million of funding was provided during the year (2019: £1.23 million) and a further £3.73 million has been provided up to 31 May 2021, a total of £15.63 million to date. Mr Wurmser has provided evidence of the availability of funds sufficient for the Group's needs for the foreseeable future and this forms the basis of the Board's assessment that it is appropriate to apply the “going concern” basis for the preparation of the Group's report and Accounts. At 31 December 2020 the Group had free cash resources of £4.1 million and at the date of preparing these accounts the Group's cash balances stand at £3.19 million.

The Group's operational overhead base amounts to approximately £1.5 million per year and so the option remains to the Board to manage its expenditure on exploration activities according to funding available. This provides a further level of comfort regarding the commercial viability of the Group.

Other than finance, the key uncertainties facing the business relate to the ability to deploy funding and the geological conditions. With regards to the deployment of funding, risks include weather and season related limitations and the impact of governmental restrictions on working such as those experienced throughout the world relating to the Covid-19 pandemic.



Hovedrisiko og usikkerhet

Hovedrisikoen for virksomheten er evnen til å finansiere operasjoner frem til kritiske verdimål. Som de aller fleste leteselskapene forventer konsernet å være «pre-inntekter» i noen år. Det kommersielle målet er å utføre lete-, bore- og prøvetakingsarbeid for å gi bevisene som kreves for å støtte en ressursverdivurdering som vil underbygge verdien av konsernet.

Under slike omstendigheter er det vanlig for selskaper å gjennomføre en rekke kapitalinnhentninger over en periode for å gi den nødvendige kapitalen til å fortsette leteaktiviteter, og tilgjengeligheten av finansiering er en kjerneis risiko for slike virksomheter. Konsernet er i den heldige posisjonen at det har inngått en konvertibel låneavtale med nøkkelaksjonær og grunnlegger, Michael Wurmser, hvor Hr. Wurmser har samtykket i å finansiere konsernets aktiviteter. GBP 10,67 millioner i finansiering ble gitt i løpet av året (2019: GBP 1,23 millioner) og ytterligere GBP 3,73 millioner er gitt frem til 31. mai 2021, totalt GBP 15,63 millioner til dags dato. Hr. Wurmser har gitt bevis på tilgjengeligheten av midler som er tilstrekkelige for konsernets behov i overskuelig fremtid, og dette danner grunnlaget for styrets vurdering om at det er hensiktsmessig å anvende «grunnlaget for fortsatt drift» for utarbeidelse av konsernets rapport og regnskap. Per 31. desember 2020 hadde gruppen frie midler på GBP 4,1 millioner, og på datoen for utarbeidelsen av disse kontoene står gruppens kontantsaldoer på GBP 3,19 millioner.

Konsernets driftsmessige kostnader utgjør ca. GBP 1,5 millioner per år, og derfor forblir opsjon til styret for å styre utgiftene sine på leteaktiviteter i henhold til tilgjengelige midler. Dette gir ytterligere trygghet når det gjelder konsernets kommersielle levedyktighet.

Bortsett fra økonomi, er de viktigste usikkerhetene som bedriften står overfor, knyttet til muligheten til fordeling av midler og de geologiske forholdene. Når det gjelder fordelingen, inkluderer risikoer vær- og sesongrelaterte begrensninger og virkningen av statlige arbeidsrestriksjoner som de som oppleves over hele verden knyttet til Covid-19-pandemien.



Uncertainties regarding geological conditions relate to both the ability to extract the minerals from the ground in an economic manner but also the ability to separate the minerals into commercially viable concentrations.

The geology and characteristics of mineralised zones around the project are relatively well-understood as demonstrated by the publication of Mineral Resource Statements. However, less work has historically been performed to establish the economic viability of future mining operations particularly with respect to the options and costs for items such as mining, mine waste management, water management, infrastructure and mineral processing.

The Group is undertaking analysis of mineralised rock samples to confirm a viable processing flowsheet that results in mineral concentrates of marketable quality and what the value of these concentrates may be. The results to date have been positive but there is a risk that marketable mineral concentrates cannot be extracted from the mineralised rock.

Other risks arise from permitting, social and environmental factors. The Group is undertaking detailed Environmental and Social Impact Assessments and is committed to ensuring that issues arising from these reports will be addressed in a sensitive and sustainable manner in order to retain the continued support of the local community and authorities. All of the above risks are currently being assessed in the Company's Identification Phase Study which commenced in May 2021.



Usikkerheter vedrørende geologiske tilstander vedrører både evnen til å ekstrahere mineralene fra grunnen på en økonomisk måte, men også evnen til å separere mineralene i kommersielt levedyktige konsentrasjoner.

Geologien og egenskapene til mineraliserte soner rundt i prosjektet er relativt godt forstått som vist i publikasjonen av mineralressursutsagn. Mindre arbeid har imidlertid historisk vært utført for å etablere den økonomiske levedyktigheten til fremtidige gruvedrifter, spesielt med hensyn til alternativer og kostnader for elementer som gruvedrift, gruveavfallsstyring, vannstyring, infrastruktur og mineralbehandling.

Konsernet gjennomfører analyse av mineraliserte steinprøver for å bekrefte en levedyktig prosessflyt som resulterer i mineralkonsentrater av salgbar kvalitet og hva verdien av disse konsentratene kan være. Resultatene til dags dato har vært positive, men det er en risiko for at mineralkonsentrater ikke kan utvinnes fra den mineraliserte steinen.

Andre risikoer oppstår fra tillatelser, sosiale og miljømessige faktorer. Konsernet gjennomfører detaljerte miljømessige og sosiale konsekvensvurderinger og er forpliktet til å sikre at problemer som oppstår fra disse rapportene vil bli håndtert på en sensitiv og bærekraftig måte for å beholde fortsatt støtte fra lokalsamfunnet og myndighetene. Alle ovennevnte risikoer vurderes for tiden i selskapets identifikasjonsfasestudie som startet i mai 2021.



Financial risk management objectives and policies

The Group's principal financial instruments comprise cash and the convertible loan. The main purpose of these financial instruments is to raise finance for the Group's operations. The Group has various other financial instruments such as trade and other receivables and trade payables, which arise directly from its operations. The Group has not historically entered into derivative transactions, but would consider buying forward foreign currencies to match contracted expenditure in those currencies if the Board thought that such action was merited by expected future foreign exchange volatility.

It is, and has been throughout the period under review, the Group's policy that no trading in financial instruments shall be undertaken. The main risk currently arising from the Group's financial instruments is liquidity risk. The Board reviews and agrees policies for managing this and other risks and these are summarised below.

Liquidity risk

The Group's cash flow has historically been constrained as the Group has developed its business proposition. As a consequence, the Board of Directors continually reviews the cash available to the Group and seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs.

Interest rate risk

The Group has not been exposed to significant interest rate risk. As the Group evolves, this exposure may increase, and the Directors will monitor the situation and introduce appropriate policies to deal with this risk at that point in time.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Group. The Group reviews the credit risk of the entities with whom it enters into contractual arrangements.

In accordance with section 236 of the Companies Act 2006, qualifying third-party indemnity provisions are in place for the Directors in respect of liabilities incurred as a result of their office, to the extent permitted by law.



Mål og retningslinjer for økonomisk risikostyring

Konsernets viktigste finansielle instrumenter omfatter kontanter og det konvertible lånet. Hovedformålet med disse finansielle instrumentene er å sikre økonomien for konsernets virksomhet. Konsernet har ulike andre finansielle instrumenter som handel og andre fordringer og leverandørgjeld, som oppstår direkte fra virksomheten. Konsernet har ikke historisk inngått derivattransaksjoner, men ville vurdere å kjøpe utenlandske valutaer for å matche avtalte utgifter i disse valutaene hvis styret mente at slik handling ble rettferdiggjort av forventet volatilitet i fremtidige valutaer.

Det er, og har vært i hele perioden under gjennomgang, konsernets policy at det ikke skal foretas noen handel med finansielle instrumenter. Hovedrisikoen som for tiden oppstår fra konsernets finansielle instrumenter er likviditetsrisiko. Styret gjennomgår og godtar retningslinjene for å håndtere denne og andre risikoer, og disse er oppsummert nedenfor.

Likviditetsrisiko

Konsernets kontantstrøm har historisk vært begrenset ettersom konsernet har utviklet sitt forretningsforslag. Som en konsekvens av dette gjennomgår styret kontantene som er tilgjengelige for konsernet kontinuerlig, og søker å styre den økonomiske risikoen ved å sikre at tilstrekkelig likviditet er tilgjengelig for å dekke overskuelige behov.

Renterisiko

Konsernet har ikke blitt eksponert for betydelig renterisiko. Etter hvert som konsernet utvikler seg, kan denne eksponeringen øke, og styret vil overvåke situasjonen og innføre hensiktsmessige retningslinjer for å håndtere denne risikoen på det tidspunktet.

Kredittrisiko

Kredittrisiko refererer til risikoen for at en motpart vil misligholde sine kontraktsforpliktelser og resultere i et økonomisk tap for konsernet. Konsernet gjennomgår kredittrisiko til enhetene som det inngår avtalefestede ordninger med.

I henhold til paragraf 236 i Selskapsloven av 2006, er kvalifiserte tredjeparts bestemmelser om skadesløsholdelse på plass for Styret når det gjelder forpliktelser som oppstår som følge av deres kontor, i den grad loven tillater det.



Going concern

The Group incurred a retained loss of £1,500,082 (2019: £494,456) for the year to 31 December 2020, resulting in accumulated losses of £1,994,538 (2019: £494,456).

The Group is dependent upon continuing investment and financial support from Mr Wurmser to implement its business plan and to provide financial support. Mr Wurmser has agreed to provide a convertible loan to the Company of up to €25 million of which €13 million had been drawn at 31 December 2020 leaving a balance of €12 million available to be drawn in the period ending 31 December 2022.

In accordance with their responsibilities, the Directors have considered the appropriateness of the going concern basis for the preparation of the financial statements. For this purpose, they have prepared projected cash flow information to the end of 2022. These forecasts show that the funding is adequate to cover forecast costs. Although most costs are discretionary and therefore any shortfall can be mitigated by curtailing expenditure.

On this basis, the Directors have a reasonable expectation that the Group and Company have adequate resources to continue in operational existence for the foreseeable future. For this reason, the Directors continue to adopt the going concern basis in preparing these financial statements.

John Vergopoulos

Chief Executive Officer

16 June 2021



Grunnlag for fortsatt drift

Konsernet pådro seg et underskudd på GBP 1 500 082 (2019: GBP 494 456) for året til 31. desember 2020, noe som resulterte i akkumulerte underskudd på GBP 1 994 538 (2019: GBP 494 456).

Konsernet er avhengig av fortsatt investering og økonomisk støtte fra Hr. Wurmser for å implementere sin forretningsplan og gi økonomisk støtte. Hr. Wurmser har sagt seg villig til å gi et konvertibelt lån til selskapet på opptil EUR 25 millioner, hvorav EUR 13 millioner ble trukket per 31. desember 2020, noe som gir en saldo på EUR 12 millioner som kan trekkes i perioden ut 31. desember 2022.

Styret har i samsvar med sine ansvarsområder vurdert egnetheten av det fremlagte grunnlaget for utarbeidelsen av årsregnskapet. For dette formålet har de forberedt informasjon om kontantstrøm til slutten av 2022. Disse prognosene viser at finansieringen er tilstrekkelig til å dekke prognosekostnadene. Selv om de fleste kostnader er skjønsmessige og dermed kan eventuelle mangler reduseres ved å kutte ned på kostnadene.

På dette grunnlaget har styret en rimelige forventning om at konsernet og selskapet har tilstrekkelige ressurser til å fortsette i operasjonell eksistens i overskuelig fremtid. Av denne grunn fortsetter styret å ta i bruk grunnlaget for fortsatt drift ved utarbeidelse av disse regnskapene.

John Vergopoulos

Chief Executive Officer

16. juni 2021

Investment in Scandinavia



Norge Mining is making a significant investment in Norway, and Scandinavia more widely, through its exploration work and related activities. This investment is centred on the Company's office in Egersund, where its subsidiary, Norge Mineraler AS, is based.

The Egersund office manages the Company's drilling, assaying, logistics and stakeholder engagement activities. In addition to the direct employment of office staff, geologists and other specialists, Norge Mineraler appoints multiple local suppliers on a temporary or longer term basis ranging from vehicle hire, hotels and caterers through to construction and consultancy firms. This investment extends to other countries in Scandinavia and to the local offices of international businesses. For example, analysis of core samples from the Bjerkreim Exploration Project is being conducted in Sweden by ASL, one of the world's largest assay testing firms. In addition the very deep drilling in the Høyland area was carried out using a drill rig supplied by Sweden's Protek Norr. Metallurgical testing work is being carried out in Finland by Metso Outotec.

Farmers and landowners in some of the drilling areas have directly benefited from Norge Mining's investment, particularly in road and track improvements. These infrastructure improvements were carried out to enable access for the Company's drilling rigs and other equipment but have left a lasting benefit for users.

Investering i Skandinavia



Norge Mining gjør en betydelig investering i Norge og Skandinavia gjennom letearbeid og relaterte aktiviteter. Investeringen sentraliseres via selskapets kontor i Egersund, der datterselskapet Norge Mineraler AS er basert.

Kontoret i Egersund leder selskapets aktiviteter innen boring, analysering, logistikk og interessenthåndtering. I tillegg til direkte ansettelse av kontoransatte, geologer og andre spesialister, benytter Norge Mineraler flere lokale leverandører på midlertidig eller lengre sikt, fra leie av kjøretøy, hoteller og cateringfirmaer til bygge- og konsulentfirmaer. Denne investeringen strekker seg til andre land i Skandinavia og til de lokale kontorene til internasjonale virksomheter. For eksempel utføres analyse av kjerneprøver fra Bjerkreim lete- og undersøkelsesprosjekt i Sverige av ASL, et av verdens største analysetestfirmaer. I tillegg ble det utført dypboring i Høylandområdet ved hjelp av en borerigg fra Protek Norr i Sverige. Metallurgisk uttesting blir utført i Finland av Metso Outotec.

Bønder og huseiere i noen av boreområdene har direkte hatt nytte av Norge Mining sine investeringer, spesielt når det gjelder utbedringer av infrastruktur som veier og spor. Disse infrastrukturforbedringene ble utført for å muliggjøre tilgang for selskapets borerigger og annet utstyr, men har etterlatt en varig fordel for brukerne.



◀ The Egersund Energy Hub, where Norge Mineraler AS has an office // Egersund Energy Hub, hvor Norge Mineraler AS har kontor

Directors' Report



The Directors present their annual report together with the audited financial statements of Norge Mining plc (the “Company”) and its subsidiaries (the “Group”) for the year ended 31 December 2020.

Principal activity

The principal activity of the Group is to explore for mineral resources in the Kingdom of Norway.

Domicile and principal place of business

The Company is domiciled in the UK. The Company has a wholly owned subsidiary, Norge Mineraler AS (formerly known as Teøk AS) which is domiciled in Norway where the Group has its mineral licence interests. The principal activities are conducted in Norway, but the control and management of all activities takes place in the UK. Accordingly, the Board believes that the place of business of the Group and Company is the UK.

Directors

The current membership of the Board and those directors who served during the year is set out below:

John Vergopoulos

Gunnar Holen

Oliver Baring

Bert Nacken

Christian Gübeli (resigned 1 March 2021)

Ingvil Smines Tybring-Gjedde (appointed 1 March 2021)

Bente Hagem (appointed 1 April 2021)

Mike Hirschfield (appointed 1 May 2021)

Directors' shareholdings

	Number of ordinary shares of £0.000125 each	Percentage of issued ordinary share capital
John Vergopoulos	43,800,000	5.42
Gunnar Holen*	50,000,008	6.19
Mike Hirschfield	6,750,000	0.84

*Includes 50,000,000 shares held by Megastar Holding AS

Matters covered in the Group's Strategic Report

The principal risks and uncertainties, future developments and going concern have been included in the Group's Strategic Report which comprises the Chief Executive Officer's Strategic and Operational Review, the Sustainability Report and the Financial Report.

Directors and key executives



Oliver Baring Chairman

Mr. Oliver A. G. Baring served as the Managing Director of UBS Warburg in the Corporate Finance Division and Founder of its International Mining Group and had special responsibility for Africa and mining divisions. Before the merger with SG Warburg, Mr. Baring was a Partner of Rowe & Pitman, having spent five years with the Anglo American/De Beers Group in the U.S., U.K., and South Africa. He served as the Non-Executive Chairman of Ridge Mining plc and Standard Chartered Securities (Africa) Holdings Ltd, formerly, First Africa Group Holdings.

Mr. Baring served as a Non-Executive Director of Blackrock World Mining Trust plc from November 2004 to May 2014. He has been an Independent Non-Executive Director of Ferrexpo Plc since December 2007. He served as Senior Independent Non-Executive Director of Ferrexpo Plc until November 2017. He served as a Non-Executive Chairman of Ridge Mining plc, Robert Fox Limited, Tilley International plc and Non-Executive Director of Tiedemann Trust Company. Oliver served as the Non-Executive Chairman of ASA Resource Group plc from October 2011 to September 2013 and served as its Executive Chairman until September 2011.

John Vergopoulos Chief Executive Officer

John is a Graduate from Birmingham University. He served several years in the London Audit department of Deloitte as a Chartered Accountant. Being not only experienced as SME Board Director, he has also served in various leading roles as CEO, and as a CFO on various publicly traded corporations in the Tech Industry as well as in the Mineral Resource industry. John has strong experience with an international focus where he worked for international corporations in leading functions brought him to four continents where he was in charge of dealing with Government institutions throughout Europe, Africa and Asia. John will provide detailed support to the Company in this early phase of its operation utilizing his strong fundraising track record in Capital markets, private equity markets and syndicated loan markets.

Michael Wurmser Co-Founder

Michael is a strategist and entrepreneur, with a background in Finance, Business and Economy. Prior to founding Norge Mining Plc, Michael has been an Advisor to various commodity and mining companies in the US, in Mongolia, the Russian Federation, has been successfully advising governments of natural resources rich states such as the Russian Federation, Vietnam and in the Middle East. He acted independent as the key advisor to EU-States in Eastern-Europe, the Russian Federation, Vietnam, Mongolia by advising these states to structure the settlement of the states sovereign debts in cooperation with Deutsche Bank London. Business Studies in Zurich, Switzerland and Finance Studies in Wharton, University of Pennsylvania. Michael has been providing the initial financing for Norge Mining Plc and will advise on the strategic direction of the company.

Mike Hirschfield Chief Financial Officer

Mike graduated from the London School of Economics and Political Science in 1985 and qualified as a chartered accountant with KPMG in 1988. Post-qualification, he specialised in corporate finance work and left KPMG in 1994 to join a former client listed on the main market of the London Stock Exchange as Group Finance Executive. In 1997 Mike incorporated his own private business, Kitwell, to provide advice and business support to both private and listed companies and Mike has served on the boards of a number of listed companies in various jurisdictions, principally as CFO.

Gunnar Holen Co-Founder and Non-Executive Director

Gunnar is an Economist, with a combined 31 years of professional Experience in Corporate Finance, Investment banking, Energy and Mining. He was previously top rated and high profiled Investment analyst both domestically and internationally. Gunnar has a history of high entrepreneurship demonstrated by his involvement in developing and growing a regular mid-sized company into a 2 billion USD corporation. He was a Founder and previous CEO of an independent investment research company and developed into a fast growing Investment bank which under his leadership succeeded strongly in Corporate Finance transactions. Gunnar acts as CEO of the wholly owned subsidiary, Norge Mineraler AS.



Oliver Baring
Chairman



John Vergopoulos
Chief Executive Officer



Michael Wurmser
Co-Founder



Mike Hirschfield
Chief Financial Officer



Gunnar Holen
Co-Founder and Non-Executive Director

Directors and key executives

(continued)



Bert Nacken

Non-Executive Director

Dr. L.J.G. (Bert) Nacken obtained a PhD in Natural Science at the RWTH Aachen University (Germany). He joined Billiton/Shell in the Netherlands as a research metallurgist. Between 1980 to 2011 he worked globally in various senior roles at Billiton and then BHP in a number of commodities such as Gold, Nickel, Copper, Titanium and Iron Ore. He was President of the Cerro Matoso Ferro-Nickel mining and smelting operation in Colombia (1997-2001), COO of Nickel Operations Americas, Country Manager Colombia (2002-2004), President of the Minera Escondida Copper mine in Chile (2004-2007), Vice President of Resource and Business Optimisation in the BHP corporate office in Melbourne (2007-2009) and Chief Operating Officer of BHP Western Australia Iron Ore (2009-2011). Subsequently he ran his own Mining Consultancy firm from 2012 till 2018.

Bert served as an Independent Non-Executive Director of Ferrexpo PLC from 2014 to 2019.

Ingvil Smines Tybring-Gjedde

Non-Executive Director

Ingvil brings an exceptional level of experience to Norge Mining's Board as a Non-Executive Director. A representative of the Norwegian Progress Party (FrP) and the former Deputy Minister in the Norwegian Ministry of Petroleum and Energy, she will be a guiding light as the country explores its exciting economic next steps. Ingvil was also the Minister of Public Security in the Ministry of Justice and Public Security from January 2019 until January 2020. And she previously worked as a Senior Adviser in the Norwegian Ministry of Foreign Affairs, and in oil and gas management positions at Innovation Norway.

Bente Hagem

Non-Executive Director

Bente has a broad experience from Nordic and European energy business. Her carrier includes leading positions in Nortura, Equinor and Statnett (the Norwegian transmission system operator for electricity) where she was executive vice president for 14 years. Bente has been a chair of the board of ENTSO-E (an EU organization for transmission system operators in Brussels), chair of the board of Nord Pool Spot and a member of several other boards. Following Statnett, Bente worked for the EU Commission in Brussels, advising on the transition to sustainable energy.

Directors' Indemnity Provisions

The Company is currently implementing third party indemnity provisions in respect of the directors who were in force during the period and at the date of the report.



Bert Nacken
Non-Executive Director



Ingvil Smines Tybring-Gjedde
Non-Executive Director



Bente Hagem
Non-Executive Director

Directors' Responsibilities



The Directors are responsible for preparing the Directors' Report, Strategic Report, Directors' Remuneration Report and financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under this law the Directors have to prepare the Consolidated and Company financial statements in accordance with applicable law and international accounting standards in conformity with the requirements of the Companies Act 2006. Under Company Law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs and profit or loss of the Group and the Company for that period.

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group and Company will continue in business.

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

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

The Directors confirm that:

- so far as each Director is aware, there is no relevant audit information of which the Group's auditor is unaware; and
- the Directors have taken all the steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

Auditor and Annual General Meeting

Grant Thornton UK LLP offer themselves for reappointment as auditors in accordance with section 489(4) of the Companies Act 2006. A resolution to reappoint Grant Thornton UK LLP will be proposed at the forthcoming Annual General Meeting.

Approval by and signed on behalf of the board

John Vergopoulos
Chief Executive Officer
16 June 2021

Corporate Governance



We are not required to comply with the UK Corporate Governance Code and at this time, given the current nature and scope of the Group's operations, do not comply with the UK Corporate Governance Code. However, we have reported on our Corporate Governance arrangements by drawing upon best practice available, including those aspects of the UK Corporate Governance Code we consider to be relevant to the Group and best practice.

Directors

The Group supports the concept of an effective board leading and controlling the Group. The Board is responsible for approving Group policy and strategy. It meets on a regular basis and has a schedule of matters specifically reserved to it for decision. Management supply the Board with appropriate and timely information and the Directors are free to seek any further information they consider necessary. All Directors have access to advice from the Company Secretary and independent professional advice at the Group's expense.

The Board consists of seven Directors, who bring a breadth of experience and knowledge and will be enhanced by additional appointments as the Group expands. The structure of the Board is intended to provide a balance whereby the Board's decision making cannot be dominated by any one individual.

Relations with shareholders

The Group values the views of its shareholders and recognises their interest in the Group's strategy and performance. The Annual General Meeting will be used to communicate with private investors and they are encouraged to participate. A number of the Directors will be available to answer questions. Separate resolutions will be proposed on each issue so that they can be given proper consideration and there will be a resolution to approve the annual report and accounts.

Internal control

The Board is responsible for maintaining a strong system of internal controls to safeguard shareholders' investment and the Group's assets and for reviewing its effectiveness. The system of internal financial control is designed to provide reasonable, but not absolute, assurance against material misstatement or loss. The Group has an Audit Committee which is chaired by Bente Hagem and a Remuneration Committee which is chaired by Bert Nacken. There is no Nominations Committee, the activities of which are carried out by the Board as a whole.

The Board has considered the need for an internal audit function but has decided that the size of the Group does not justify it at present. The Group will, however, keep this under annual review.

John Vergopoulos
Chief Executive Officer
 16 June 2021

Directors' Remuneration Report



Policy on Directors' remuneration

The policy of the Board is to provide executive remuneration packages designed to attract, motivate and retain Directors of the calibre necessary to maintain the Group's position and to reward Directors for enhancing shareholder value and return. The Board aims to provide sufficient levels of remuneration to do this, but to avoid paying more than is necessary. The remuneration will also reflect the Directors' responsibilities and contain incentives to deliver the Group's objectives.

The Company commenced payroll payments through a PAYE scheme to directors in 2020 as set out in Figs 05 and 06 below:

Pensions

During the period, the Group made pension contributions amounting to £5,400 in respect of John Vergopoulos and accrued £2,880 in respect of Mr Hirschfield. The Company makes pension contributions equivalent to 3% of gross basic pay to the CEO and CFO.

Warrants

On 20 December 2018, the Company granted warrants over 84,000,000 ordinary shares. Of these 4,000,000 at par were granted to Mike Hirschfield on incorporation. In addition, 40,000,000 were granted to Oliver Baring and 40,000,000 to Bert Nacken, in each case at an exercise price of £0.00025. These are exercisable between 20 June 2019 to the earlier of 19 December 2023 or the date the individual ceases to be a director.

Notice periods of the Directors

The Letters of Appointment for non-executive directors are terminable on three months' notice on either side. The Executive Service Contracts for John Vergopoulos and Mike Hirschfield are terminable on twelve months' notice on either side.

John Vergopoulos Chief Executive Officer

16 June 2021

Fig 05 Short-term employment benefits: Year to 31.12.2020

	John Vergopoulos £	Oliver Baring £	Bert Nacken £	Gunnar Holen £	Mike Hirschfield £	Total £
Salary and fees	180,000	25,000	25,000	33,013	101,400	364,413
Bonus	70,000	-	-	-	17,500	87,500
Benefits-in-kind	22,000	-	-	-	16,522	38,522
Pension contributions	5,400	-	-	-	2,880	8,280
Total	277,400	25,000	25,000	33,013	138,302	498,715
Employers' NI	34,856	2,426	2,426	1,766	16,550	58,024

Fig 06 Short-term employment benefits: Period to 31.12.2019

	John Vergopoulos £	Oliver Baring £	Bert Nacken £	Total £
Accrued salary and fees	-	25,000	25,000	50,000
Pension contributions	-	-	-	-
Total	-	25,000	25,000	50,000
Employers NI	-	3,450	3,450	6,900

Fig 07 Advances made in 2019

	John Vergopoulos £	Oliver Baring £	Bert Nacken £	Total £
Advances made (Repaid in March 2020)	-	18,000	18,000	36,000
Total	-	18,000	18,000	36,000

Independent Auditor's Report



Opinion

We have audited the financial statements of Norge Mining Plc (the 'parent company') and its subsidiaries (the 'Group') for the 31 December 2020, which comprise the consolidated statement of comprehensive income, consolidated and company statements of financial position, consolidated and company statements of cash flows, consolidated and company statements of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and international accounting standards in conformity with the requirements of the Companies Act 2006 and as regards the parent company financial statements, as applied in accordance with the provisions of the Companies Act 2006.

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and of the parent company's affairs as at 31 December 2020 and of the Group's loss for the year then ended;
- the Group financial statements have been properly prepared in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006;
- the parent company financial statements have been properly prepared in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006 and as applied in accordance with the provisions of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the 'Auditor's responsibilities for the audit of the financial statements' section of our report. We are independent of the Group and the parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are responsible for concluding 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 Group's and the parent 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 report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the Group or the parent company to cease to continue as a going concern.

In our evaluation of the directors' conclusions, we considered the inherent risks associated with the Group's and the parent company's business model including effects arising from macro-economic uncertainties such as Brexit and Covid-19, we assessed and challenged the reasonableness of estimates made by the directors and the related disclosures and analysed how those risks might affect the Group's and the parent company's financial resources or ability to continue operations over the going concern period.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group's and the parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

The responsibilities of the directors with respect to going concern are described in the 'Responsibilities of directors for the financial statements' section of this report.



Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matter on which we are required to report under the Companies Act 2006

In the light of the knowledge and understanding of the Group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Group's and the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or the parent company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.



Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. Owing to the inherent limitations of an audit, there is an unavoidable risk that material misstatements in the financial statements may not be detected, even though the audit is properly planned and performed in accordance with the ISAs (UK).

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We enquired of management whether they were aware of any instances of non-compliance with laws and regulations or whether they had any knowledge of actual, suspected or alleged fraud.
- We obtained an understanding of the legal and regulatory frameworks that are applicable to the Group and determined that the most significant which are directly relevant to specific assertions in the financial statements are those related to the reporting frameworks (IFRS and Companies Act 2006) and the relevant tax compliance regulations in the jurisdictions in which the Group operates. In addition, we concluded that there are certain significant laws and regulations that may have an effect on the determination of the amounts and disclosures in the financial statements and those laws and regulations relating to health and safety, employee matters, environmental, and bribery and corruption practices.
- We communicated relevant laws and regulations and potential fraud risks to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.
- We assessed the susceptibility of the Group's financial statements to material misstatement, including how fraud might occur, by evaluating management's incentives and opportunities for manipulation of the financial statements. This included the evaluation of the risk of management override of controls.

- Assessment of the appropriateness of the collective competence and capabilities of the engagement team included consideration of the engagement team's:
 - understanding of, and practical experience with audit engagements of a similar nature and complexity through appropriate training and participation
 - knowledge of the industry in which the client operates
 - understanding of the legal and regulatory requirements specific to the entity including the provisions of the applicable legislation, the regulators rules and related guidance and the applicable statutory provisions.
- Team communications in respect of potential non-compliance with laws and regulations and fraud included the potential for fraud in management override of controls.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misinterpretations, or through collusion.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

David White

Senior Statutory Auditor

for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Birmingham
16 June 2021



▼ Drilling in Øygrei //
Boring på Øygrei

Financial Statements

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Financial Statements

For the year ended 31 December 2020

Consolidated Statement of Total Comprehensive Income

	Notes	2020 £	2019 £
Administrative expenses		(1,499,152)	(494,456)
Loss from operations before taxation		(1,499,152)	(494,456)
Loss before taxation	2	(1,499,152)	(494,456)
Taxation	3	(930)	–
Loss for the year		(1,500,082)	(494,456)
Other Comprehensive Income			
Foreign exchange movement		(20,049)	–
Loss after taxation, and loss attributable to the equity holders of the Company		(1,520,131)	(494,456)
Loss per share			
Basic and diluted loss per share (pence)	4	(0.186)	(0.064)

All amounts relate to continuing operations.

The accompanying principal accounting policies and notes form an integral part of the financial statements.

Financial Statements

For the year ended 31 December 2020

Consolidated Statement of Financial Position

	Notes	2020 £	2019 £
Assets			
Non-current			
Intangible assets	6	6,558,936	891,969
Goodwill arising on consolidation	7	195,568	195,568
		6,754,504	1,087,537
Tangible fixed assets	9	6,539	–
Total non-current assets		6,761,043	1,087,537
Current			
Trade and other receivables	10	499,017	36,500
Cash and cash equivalents		4,078,320	12,476
Total current assets		4,577,337	48,976
Total assets		11,338,380	1,136,513
Liabilities			
Current			
Trade and other payables	11	1,242,836	202,310
Total current liabilities and total liabilities		1,242,836	202,310
Equity			
Issued share capital	13	101,000	100,500
Other reserve		100,000	100,000
Other capital – Convertible loan		11,896,951	1,227,179
Share based payment reserve		12,180	980
Foreign currency translation		(20,049)	–
Retained earnings		(1,994,538)	(494,456)
Total equity		10,095,544	934,203
Total equity and liabilities		11,338,380	1,136,513

The consolidated financial statements were approved by the Board and authorised for issue on 16 June 2021.

John Vergopoulos
Director
16 June 2021

The accompanying principal accounting policies and notes form an integral part of the financial statements.

Financial Statements

For the year ended 31 December 2020

Company Statement of Financial Position

	Notes	2020 £	2019 £
Assets			
Non-current			
Intangible assets	6	–	891,969
Investment in subsidiary	8	6,850,750	100,750
		6,850,750	992,719
Current			
Trade and other receivables	10	3,961,006	48,556
Cash and cash equivalents		–	–
Total current assets		3,961,006	48,556
Total assets		10,811,756	1,041,275
Liabilities			
Current			
Trade and other payables	11	343,016	382,603
Total current liabilities and total liabilities		343,016	382,603
Equity			
Issued share capital	13	101,000	100,500
Other capital – Convertible Loan		11,896,951	1,227,179
Share based payment reserve		12,180	980
Retained earnings		(1,541,391)	(669,987)
Total equity		10,468,740	658,672
Total equity and liabilities		10,811,756	1,041,275

The parent company has taken the exemption conferred by S.408 Companies Act 2006 not to publish the profit and loss account of the parent company with these consolidated accounts. The loss dealt with in the parent company's financial statements was a loss of £871,404 (2019: loss of £669,987).

The Company financial statements were approved by the Board and authorised for issue on 16 June 2021.

John Vergopoulos

Director

16 June 2021

Company number: 11703765

Financial Statements

Financial Statements

For the year ended 31 December 2020

Consolidated Statement of Changes in Equity

	Share capital £	Other reserve £	Other capital £	Share based payments £	Foreign currency translation £	Retained earnings £	Total equity £
Balance at 29 November 2018	500	–	–	–	–	–	500
Issue of share capital	100,000	100,000	–	–	–	–	200,000
Other capital	–	–	1,227,179	980	–	–	1,228,159
Transactions with owners	100,500	100,000	1,227,179	980	–	–	1,428,659
Loss for the period	–	–	–	–	–	(494,456)	(494,456)
Total comprehensive loss for the period	–	–	–	–	–	(494,456)	(494,456)
Balance at 31 December 2019	100,500	100,000	1,227,179	980	–	(494,456)	934,203
Issue of share capital	500	–	–	–	–	–	500
Other capital	–	–	10,669,772	11,200	–	–	10,680,972
Transactions with owners	500	–	10,669,772	11,200	–	–	10,681,472
Loss for the year	–	–	–	–	–	(1,500,082)	(1,500,082)
Exchange difference	–	–	–	–	(20,049)	–	(20,049)
Total comprehensive loss for the year	–	–	–	–	(20,049)	(1,500,082)	(1,520,131)
Balance at 31 December 2020	101,000	100,000	11,896,951	12,180	(20,049)	(1,994,538)	10,095,544

The accompanying principal accounting policies and notes form an integral part of the financial statements.

Financial Statements

For the year ended 31 December 2020

Company Statement of Changes in Equity

	Share capital £	Other capital £	Share based payments £	Retained earnings £	Total equity £
Balance at 29 November 2018	500	–	–	–	500
Issue of share capital	100,000	–	–	–	100,000
Other capital	–	1,227,179	980	–	1,228,159
Transactions with owners	100,500	1,227,179	980	–	1,328,659
Loss for the period	–	–	–	(669,987)	(669,987)
Total comprehensive loss for the period	–	–	–	(669,987)	(669,987)
Balance at 31 December 2019	100,500	1,227,179	980	(669,987)	658,672
Issue of share capital	500	–	–	–	500
Other capital	–	10,669,772	11,200	–	10,680,972
Transactions with owners	500	10,669,772	11,200	–	10,681,472
Loss for the year	–	–	–	(871,404)	(871,404)
Total comprehensive loss for the year	–	–	–	(871,404)	(871,404)
Balance at 31 December 2020	101,000	11,896,951	12,180	(1,541,391)	10,468,740

The accompanying principal accounting policies and notes form an integral part of the financial statements.

Financial Statements

For the year ended 31 December 2020

Consolidated Statement of Cash Flows

	2020 £	2019 £
Cash flow from operating activities		
Continuing operations		
Loss before taxation	(1,499,152)	(494,456)
Share based payments	11,200	980
Depreciation charge	1,186	–
Increase in trade and other receivables	(462,517)	(36,500)
Increase in trade and other payables	1,039,596	202,310
Net cash outflow from operating activities	(909,687)	(327,666)
Cash flows from investing activities		
Payments to acquire intangible assets	(5,666,967)	(891,969)
Payments to acquire tangible fixed assets	(7,725)	–
Net cash outflow from investing activities	(5,674,692)	(891,969)
Cash flows from financing activities		
Proceeds from issue of share capital	500	4,432
Proceeds from other capital	10,669,772	1,227,179
Net cash inflow from financing activities	10,670,272	1,231,611
Foreign exchange movement	(20,049)	–
Net change in cash and cash equivalents	4,065,844	11,976
Cash and cash equivalents at beginning of the year	12,476	500
Cash and cash equivalents at end of the year	4,078,320	12,476

The foreign exchange exposure on cash and cash equivalents is not material.

Financial Statements

For the year ended 31 December 2020

Company Statement of Cash Flows

	2020 £	2019 £
Cash flow from operating activities		
Continuing operations		
Loss after taxation	(871,404)	(669,987)
Share based payments	11,200	980
Increase in trade and other receivables	(3,912,450)	(48,556)
(Decrease)/increase in trade and other payables	(39,587)	382,603
Net cash outflow from operating activities	(4,812,241)	(334,960)
Cash flows from investing activities		
Payments to acquire intangible assets	–	(891,969)
Transfer of intangible asset to subsidiary	891,969	–
Investment in subsidiaries	(6,750,000)	(100,750)
Net cash outflow from investing activities	(5,858,031)	(992,719)
Cash flows from financing activities		
Proceeds from issue of share capital	500	100,500
Proceeds from other capital	10,669,772	1,227,179
Net cash inflow from financing activities	10,670,272	1,327,679
Net change in cash and cash equivalents	–	–
Cash and cash equivalents at beginning of the year	–	–
Cash and cash equivalents at end of the year	–	–

The accompanying principal accounting policies and notes form an integral part of the financial statements.

Principal Accounting Policies

Principal Accounting Policies

For the year ended 31 December 2020

Basis of preparation

The financial reporting framework that has been applied in the preparation of the group financial statements is applicable law and international accounting standards in conformity with the requirements of the Companies Act 2006. The Company accounts have also adopted the following disclosure exemptions as it meets the definition of a qualifying entity due to the disclosures being made in the consolidated financial statements:

- the requirement to disclose key management personnel compensation
- the requirement to disclose share based payment information
- the requirement to disclose financial instruments

The Company applies the Companies Act 2006 when preparing its annual financial statements.

Going concern

The group incurred a loss of £1,500,082 for the year to 31 December 2020 (2019: loss £494,456), resulting in accumulated losses of £1,994,538 (2019: £494,456).

The group is dependent upon continuing investment and financial support from Mr Wurmser to implement its business plan and to provide financial support. Mr Wurmser has agreed to provide a convertible loan to the Company of up to €25 million of which €13 million had been drawn at 31 December 2020 leaving a balance of €12 million available to be drawn in the period ending 31 December 2022.

In accordance with their responsibilities, the directors have considered the appropriateness of the going concern basis for the preparation of the financial statements. For this purpose, they have prepared projected cash flow information to the end of 2022. These forecasts show that the funding is adequate to cover forecast costs. Although most costs are discretionary and therefore any shortfall can be mitigated by curtailing expenditure.

On this basis, the directors have a reasonable expectation that the group and company have adequate resources to continue in operational existence for the foreseeable future. For this reason, the directors continue to adopt the going concern basis in preparing these financial statements.

Basis of consolidation

The Group financial statements consolidate those of the Company and all of its subsidiary undertakings drawn up to the statement of financial position date. Subsidiaries are entities which are controlled by the Group. Control is achieved when the Group has power over the investee, has the right to variable returns from the investee and has the power to affect its returns. The Group obtains and exercises control through voting rights and control is reassessed if there are indications that the status of any of the three elements have changed.

Unrealised gains on transactions between the Company and its subsidiaries are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Amounts reported in the financial statements of subsidiaries have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Group.

Investments

Investments in subsidiary in the Company accounts are recorded at cost less provision for impairment as described in the impairment policy below.

Principal Accounting Policies

For the year ended 31 December 2020

Taxation

Current income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, that are unpaid at the statement of financial position date. They are calculated according to the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable result for the period. All changes to current tax assets or liabilities are recognised as a component of tax expense in the consolidated statement of comprehensive income.

Deferred income taxes are calculated using the liability method on temporary differences. This involves the comparison of the carrying amounts of assets and liabilities in the consolidated financial statements with their respective tax bases. However, in accordance with IAS12 no deferred tax is recognised on the initial recognition of goodwill or the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit. This also applies to temporary differences associated with shares in subsidiaries if reversal of these temporary differences can be controlled by the Group and it is probable that reversal will not occur in the foreseeable future. In addition, tax losses available to be carried forward as well as other income tax credits to the Group are assessed for recognition as deferred tax assets.

Deferred tax liabilities are always provided for in full. Deferred tax assets are recognised to the extent that it is probable that they will be able to be offset against future taxable income. Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realisation, provided they are enacted or substantively enacted at the statement of financial position date.

Most changes in deferred tax assets or liabilities are recognised as a component of tax expense in the consolidated statement of comprehensive income. Only changes in deferred tax assets or liabilities that relate to a change in value of assets or liabilities that is charged directly to other comprehensive income or equity are charged or credited directly to other comprehensive income or equity.

Impairment testing of intangible assets

Once fair values in respect of business combinations have been finalised, for the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level.

Intangible assets with an indefinite useful life and those intangible assets not yet available for use are tested for impairment at least annually. All other individual assets or cash-generating units are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised in the statement of comprehensive income, for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of fair value, reflecting market conditions less costs to sell, and value in use based on an internal discounted cash flow evaluation. Impairment losses recognised for cash-generating units, to which goodwill has been allocated, are credited initially to the carrying amount of goodwill. Any remaining impairment loss is charged pro rata to the other assets in the cash generating unit. With the exception of goodwill, all assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist.

An impairment loss on other assets is reversed if there has been a favourable change in the estimates used to determine the asset's recoverable amount and only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation if no impairment loss had been recognised.

Principal Accounting Policies

For the year ended 31 December 2020

Intangible assets

Intangible assets comprise capitalised costs incurred in the exploration for and evaluation of mineral resources. Such costs include those incurred in the search for mineral resources as well as the determination of the technical feasibility and commercial viability of extracting those resources. Costs incurred in the search for mineral resources include the acquisition of rights to explore; topographical, geological, geochemical and geophysical studies; exploratory drilling, trenching and sampling. At first recognition, exploration and evaluation assets are measured at cost.

The intangible asset is reviewed for impairment on an annual basis for events or changes in circumstances that indicate that the carrying value might be impaired. A detailed impairment test will be conducted in two circumstances:

- when the technical feasibility and commercial viability of extracting a mineral resource becomes demonstrable; and
- when facts and circumstances suggest that the asset's carrying amount may exceed its recoverable amount.

The intangible asset is stated at cost less any impairment losses.

Financial assets

The Group's financial assets comprise cash and trade and other receivables.

All financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

Financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- loans and receivables at amortised cost
- fair value through profit or loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

In the periods presented the corporation does not have any financial assets categorised as FVOCI.

The classification is determined by both:

- the entity's business model for managing the financial asset
- the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets that are recognised in the Income Statement are presented within finance costs, finance income or other financial items, except for impairment of trade receivables which is presented within other expenses.

Subsequent measurement of financial assets

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows;
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Group's cash and cash equivalents, trade and most other receivables fall into this category of financial instruments.

Principal Accounting Policies

For the year ended 31 December 2020

Financial assets at fair value through profit or loss (FVTPL)

Financial assets that are held within a different business model other than 'hold to collect' or 'hold to collect and sell' are categorised at fair value through profit and loss. Further, irrespective of business model financial assets whose contractual cash flows are not solely payments of principal and interest are accounted for at FVTPL. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements would apply.

Assets in this category are measured at fair value with gains or losses recognised in profit or loss. The fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

Impairment of financial assets

The Group considers trade and other receivables individually in accounting for trade and other receivables as well as contract assets and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument. In calculating, the Group uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

Cash and cash equivalents

Cash and cash equivalents include cash at bank and in hand, bank deposits repayable on demand, and other short-term highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, less advances from banks repayable within three months from the date of advance if the advance forms part of the Group's cash management.

Equity

Share capital is determined using the nominal value of shares that have been issued.

The other reserve arises on the consolidation of Norge Administration Limited acquired in a share for share transaction.

Other capital – Convertible loan represents funds contributed under the convertible loan arrangement described in Note 14. The convertible loan cannot be repaid in cash only by conversion into ordinary shares under certain circumstances and therefore is classed as equity.

Retained earnings include all current and prior periods results as disclosed in the consolidated statement of comprehensive income.

Financial liabilities

The Group's financial liabilities comprise trade and other payables and loans payable.

Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. All interest related charges are recognised as an expense in finance costs in the statement of comprehensive income using the effective interest method.

Trade and other payables are recognised initially at fair value, net of direct issue costs, and are subsequently recorded at amortised cost using the effective interest method with interest related charges recognised as an expense in the statement of comprehensive income.

Loans payable are recognised initially at fair value, net of direct issue costs and subsequently measured at amortised cost using the effective interest method, with interest-related charges recognised as an expense in finance costs. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are recognised in the statement of comprehensive income on an accruals basis using the effective interest method and are added to the carrying amount of the instrument to the extent that they are not settled in the period in which they arise. There are currently no financial liabilities held at "fair value through profit or loss".

Financial liabilities are derecognised when the obligation specified in the relevant contract is discharged, cancelled or expires. The difference between the carrying amount of the financial liability derecognised and the consideration paid is recognised in the statement of comprehensive income.

Principal Accounting Policies

For the year ended 31 December 2020

Employee compensation

Short-term employee benefits are recognised as an expense in the period in which they are incurred.

Foreign currencies

These financial statements are presented in UK Pounds Sterling which is the functional currency of the Company. The group also carries out transactions in Norwegian Kroner, United States dollars and Euros.

Monetary assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the statement of financial position date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit or loss. The balance sheet of the company's Norwegian subsidiary, Norge Mineraler AS is converted into Sterling at rates of exchange ruling at the statement of financial position date and its income statement is converted into Sterling using the average rate during the year. The use of the average rate is a fair approximation to the actual rate and gives fair presentation.

Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The critical accounting judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the current and next accounting year are discussed below:

- (i) Recognition of intangible assets (note 6) – During the year management have capitalised £5,666,967 (2019: £891,969) of development costs associated with ongoing exploration projects. As defined in the accounting policy, management carefully consider the conditions set out in assessing whether to capitalise certain costs. Assessing the future revenues and the availability of resources to complete the project involves significant judgement by the management team who are experienced in delivering these types of projects.
- (ii) Impairment of goodwill and intangible assets (notes 6 and 7) – Determining whether goodwill is impaired requires an estimation of the value in use of those assets. The directors conducted a detailed review of the intangible assets (which underpins the value of Norge Mineraler AS and hence the goodwill arising on consolidation). This review included an assessment of the unexpired periods of the exploration licences, the likelihood of cessation of exploration and evaluation activities, the possibility that the mineral resources will prove not to be commercially viable and the possibility that the incurred costs will not be recovered in full from future revenues. In each of these considerations the directors found no evidence which would lead them to conclude that an impairment provision is required. In addition, the directors considered the possibility of a significant drop in mineral prices, a deterioration in the availability of equity funding, a material delay in exploration and evaluation activity and a substantial decline in the value of the Group's equity. Having conducted this detailed review the directors are confident that no impairment provision is required.
- (iii) Deferred tax (note 3) – The extent to which deferred tax assets can be recognised is based on an assessment of the probability of the Group's future taxable income against which the deferred tax assets can be utilised. The Group has significant tax losses but does not anticipate sufficient taxable profits to arise in the foreseeable future in order to utilise these losses, and as a result the directors' judgement is that no deferred tax asset should be recognised.

Adoption of new or amended IFRS

Certain new accounting standards and interpretations have been published that are not mandatory for 31 December 2020 reporting periods and have not been early adopted by the group. These standards are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

Due to the limited operations at present, the Company does not believe that the new standards will have a significant impact.

Notes to the Financial Statements



Notes to the Financial Statements

For the year ended 31 December 2020

1. Segmental Reporting

An operating segment is a distinguishable component of the Group that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Group's chief operating decision maker to make decisions about the allocation of resources and an assessment of performance and about which discrete financial information is available.

The Board considers that the Group comprises only one operating segment, that of mineral exploration activities.

The Group currently has two geographical segments being the UK and Norway.

	United Kingdom		Norway	
	2020 £	2019 £	2020 £	2019 £
Income statement				
Loss for the year before tax	915,783	403,166	583,369	91,290
Balance sheet				
Exploration and evaluation assets	–	891,969	6,558,936	–
Goodwill	195,568	195,568	–	–
Tangible fixed assets	–	–	6,539	–
Trade and other receivables	490	36,500	498,527	–
Cash and cash equivalents	3,964,754	12,340	113,566	136
Total assets	4,160,812	1,136,377	7,177,568	136
Shareholders' funds	4,017,621	1,022,911	6,077,923	(88,708)
Trade and other payables	143,191	113,466	1,099,645	88,844
Total liabilities	4,160,812	1,136,377	7,177,568	136

2. Loss Before Taxation

The loss before taxation is attributable to the principal activities of the Group.

The loss before taxation of the Group is stated after charging:

	2020 £	2019 £
Staff costs	739,562	56,900
Fees payable to the Company's auditor for the audit of the financial statements	82,300	35,000
Fees payable to the Company's auditor for other services:		
Taxation services	23,000	10,000

Notes to the Financial Statements

For the year ended 31 December 2020

3. Taxation

The group has an unrecognised deferred tax asset of £367,561 (2019: £93,270) in respect of unused tax losses.

The tax assessed for the year differs from the standard rate of corporation tax in the UK as follows:

	2020 £	2019 £
Loss before taxation	(1,499,152)	(494,456)
Loss multiplied by standard rate of corporation tax in the UK of 19% (2019: 19%)	(284,839)	(93,947)
Effect of:		
Expenses not deductible for tax purposes	8,420	491
Share based payments	2,128	186
Unrelieved tax losses	275,221	93,270
Total tax charge for year	930	–

Factors that may affect future tax charges

A reduction in the corporation tax rate to 17% from 1 April 2020, announced in 2016 but cancelled in the March 2020 Budget in order to preserve tax revenues to enhance expenditure on “National priorities” including the NHS. In March 2021, the Chancellor of the Exchequer announced that the UK rate of Corporation tax will increase to 25% with effect from 1 April 2023 on taxable profits exceeding £250,000, with the 19% rate continuing to apply to companies with profits of £50,000 or less. Marginal relief will operate for profits between £50,000 and £250,000. The aggregate unrecognised deferred tax asset of £367,561 reflects the expectation that the 19% Corporation Tax rate will apply to the Company for the foreseeable future.

4. Loss Per Share

The calculation of the consolidated basic loss per share is based on the loss attributable to ordinary shareholders divided by the weighted average number of ordinary shares in issue during the year.

	2020 £	2019 £
Loss attributable to owners of the Company after tax	(1,500,082)	(494,456)
	2020 Number	2019 Number
Weighted average number of ordinary shares for calculating basic loss per share	804,393,451	777,803,534
	2020 Pence	2019 Pence
Basic loss per share	(0.186)	(0.064)

There are 91,200,000 warrants outstanding as at 31 December 2020 (2019: 84,000,000), as detailed in note 12. Their effect is anti-dilutive, but is potentially dilutive against future profits. In addition, the convertible loan will provide further dilution, the impact of which cannot be determined at this point in time.

Notes to the Financial Statements

For the year ended 31 December 2020

5. Employee Benefit Expense

	2020 £	2019 £
Wages and salaries	655,469	50,000
Social security	84,093	6,900
Total emoluments	739,562	56,900

Average monthly number of employees

	2020 Number	2019 Number
Directors	7	5
Other	4	–
	11	5

The Directors are the key management personnel of the Group. Details of Directors' remuneration are included in the report on remuneration on page 35.

6. Intangible Assets

Group

	Exploration & Evaluation £
Cost	
As at 29 November 2018	–
Additions	891,969
As at 31 December 2019	891,969
Additions	5,666,967
As at 31 December 2020	6,558,936
Amortisation and impairment	
As at 29 November 2018, 31 December 2019 and 31 December 2020	–
As at 31 December 2019	891,969
As at 31 December 2020	6,558,936

The directors conducted a detailed review of the intangible assets. This review included an assessment of the unexpired periods of the exploration licences, the likelihood of cessation of exploration and evaluation activities, the possibility that the mineral resources will prove not to be commercially viable and the possibility that the incurred costs will not be recovered in full from future revenues. There are many years remaining before licences are due to expire, a substantial budget has been allocated to exploration works, a world class Resource Estimate has been declared by the Group's geological expert consultant and initial economic modelling supports a value significantly in excess of the carrying value of the intangible assets. In each of these considerations the directors found no evidence which would lead them to conclude that an impairment provision is required. In addition, the directors considered the possibility of a significant drop in mineral prices, a deterioration in the availability of equity funding, a material delay in exploration and evaluation activity and a substantial decline in the value of the Group's equity. Having conducted this detailed review the directors are confident that no impairment provision is required. As the assets are not yet in use, no amortisation is required.

Notes to the Financial Statements

For the year ended 31 December 2020

7. Goodwill

Goodwill arises on the consolidation of the subsidiaries. The Group is at an early exploration stage and at present the directors are confident that the future cash flows from the extraction of minerals will exceed the carrying value of goodwill.

	2020 £	2019 £
Goodwill arising on consolidation of subsidiaries	195,568	195,568
	195,568	195,568

8. Investments

Company

On 10 December 2018, the Company acquired the entire share capital of Norge Minerals Limited (subsequently re-named Norge Administration Limited), a company registered in England & Wales, in a share for share exchange. Norge Minerals Limited's principal activity was the holding company of Norge Mineraler AS (formerly known as Teøk AS), a company registered in Norway which holds mineral exploration licences.

On 20 December 2018, the Company acquired Norge Mineraler AS from Norge Minerals Limited for £200,000 against which a provision of £100,000 has been made. Subsequent to this transaction, Norge Minerals Limited changed its name to Norge Administration Limited but has not conducted any activities. A full provision against the carrying value of Norge Administration has been made during the period. Norge Mineraler AS incurred costs amounting to £583,369 during the year (2019: £91,290).

On 17 December 2019, the Company acquired Annexe IT Management Limited, a company registered in England & Wales from Kitwell Administration Limited, the Company Secretary, for £750. Annexe IT Management Limited provides business administration services to the Group. Fees amounting to £6,000 were paid during the year (2019: £nil).

At 31 December 2020 the Company held investments in subsidiaries of £6,850,750 comprising £6,850,000 in Norge Mineraler AS (including the capitalisation of £6,750,00 of the inter-company debt that had built up by that date) and £750 in Annexe IT Management Limited.

9. Tangible fixed assets

	Group £
Cost	
As at 29 November 2018 and 31 December 2019	–
Additions	7,725
AS at 31 December 2020	7,725
Depreciation	
As at 29 November 2018 and 31 December 2019	–
Charge for the year	1,186
	–
As at 31 December 2020	1,186
Net book value	
As at 31 December 2019	–
As at 31 December 2020	6,539

Notes to the Financial Statements

For the year ended 31 December 2020

10. Trade and Other Receivables

	Group		Company	
	2020	2019	2020	2019
Current				
Trade receivables	–	–	–	–
Other receivables	499,017	36,500	490	36,500
Due from subsidiaries	–	–	3,960,516	12,056
Trade and other receivables	499,017	36,500	3,961,006	48,556

The fair value of these short-term financial assets is not individually determined as the carrying amount is a reasonable approximation of fair value. The provision for impairment of trade and other receivables balance is not material.

11. Trade and Other Payables

	Group		Company	
	2020	2019	2020	2019
Current				
Trade payables	1,031,575	82,483	43,482	64,504
Due to subsidiaries	–	–	200,000	200,000
Other creditors	19,026	–	–	–
Corporation tax	930	–	–	–
Other taxes and social security	50,790	–	16,173	–
Accruals	140,515	119,827	83,361	118,099
	1,242,836	202,310	343,016	382,603

12. Warrants

On incorporation of the Company the Founder, Mike Hirschfield, was granted a warrant over 4,000,000 ordinary shares of £0.000125 each at par. These warrants were issued on 20 December 2018 and were exercised on 25 November 2020.

On 20 December 2018, on the appointment of Oliver Baring and Bert Nacken as directors of the Company, they were each granted warrants over 40,000,000 ordinary shares at an exercise price of £0.00025. These are exercisable between 20 June 2019 and the earlier of 19 December 2023 or the date the individual ceases to be a director.

On 14 July 2020, former director, Christian Gübeli, was granted warrants over 10,200,000 ordinary shares at an exercise price of £0.00025. These are exercisable with immediate effect for a period of five years from the date of grant.

On 2 September 2020, Savenco Holding AG was granted warrants over 1,000,000 ordinary shares at an exercise price of £0.00025. These are exercisable with immediate effect for a period of five years from the date of grant.

Notes to the Financial Statements

For the year ended 31 December 2020

13. Share Capital (Group and Company)

	2020 £	2019 £
Allotted, issued and fully paid		
808,000,008 (2019: 804,000,008) ordinary shares of £0.000125	101,000	100,500
	101,000	100,500

The Company was incorporated on 29 November 2018 with 500,000 ordinary shares of £0.001 (0.1 pence) each at par. On 12 December 2018, the Company issued 100,000,001 new ordinary shares of £0.001 each at a price of £0.002 per share, in settlement of the consideration for the acquisition of Norge Minerals Limited (see Note 8).

On 20 September 2019, the Company split each ordinary share of £0.001 each into eight ordinary shares of £0.000125 each (0.0125 pence). In these accounts, all references to share capital are stated using this new par value.

On 25 November 2020 the Company issued 4,000,000 on exercise of a warrant.

Nature and purpose of reserves

Other reserve

The other reserve reflects the balance arising on the acquisition of Norge Mineraler AS.

Share based payments

The share based payments reserve reflects the share based payments charge on warrants granted by the Company (see note 12).

Foreign exchange

The foreign exchange reserve reflects the differences arising on the translation of the balances of Norge Mineraler AS into Sterling as part of the consolidation of that company's results into the Group.

14. Other Capital – Convertible Loan

Other capital has been contributed to the Company through a convertible loan. Under the terms of the loan the Company may draw down up to €25 million. The Company has drawn down €13 million being the total amount available in the year ended 31 December 2020. The undrawn balance is available at any time during the period ending 31 December 2022, a further €4.1 million (£3.73 million) has been drawn since the year end. The loan does not attract interest and is not repayable other than by conversion into ordinary shares. Conversion is automatic on a conversion event which includes the event that the Company issues at least £5 million in equity in one transaction. In such circumstances, conversion takes place at the same price as the share issue. Conversion may also take place on an exit event which includes either a trade sale or a listing of the Company's shares on a recognised investment exchange. In these circumstances, the conversion price will be set at a 50% discount to the sale price or listing price as appropriate. As no cashflows are associated with the convertible loan, the debt element has been valued at £nil.

Notes to the Financial Statements

For the year ended 31 December 2020

15. Financial Risk Management Policies and Objectives

Financial assets by category

The IFRS 9 categories of financial asset included in the consolidated and company statements of financial position and the headings in which they are included are as follows:

Group

	Receivables held at amortised cost		Non financial assets		Statement of financial position total	
	2020 £	2019 £	2020 £	2019 £	2020 £	2019 £
Trade and other receivables	499,017	36,500	–	–	499,017	36,500
Cash and cash equivalents	4,078,320	12,476	–	–	4,078,320	12,476
Total	4,577,337	48,476	–	–	4,577,337	48,476

Company

	Receivables held at amortised cost		Non financial assets		Statement of financial position total	
	2020 £	2019 £	2020 £	2019 £	2020 £	2019 £
Trade and other receivables	490	36,500	–	–	490	36,500
Group receivables	3,960,516	12,056	–	–	3,960,516	12,056
Cash and cash equivalents	–	–	–	–	–	–
Total	3,961,006	48,556	–	–	3,961,006	48,556

Financial liabilities by category

The IFRS 9 categories of financial liability included in the consolidated and company statements of financial position and the headings in which they are included are as follows:

Group

	Other financial liabilities at amortised cost		Liabilities carried at fair value		Liabilities not within the scope of IFRS 9		Total	
	2020 £	2019 £	2020 £	2019 £	2020 £	2019 £	2020 £	2019 £
Trade and other payables	1,102,321	82,483	–	–	–	–	1,102,321	82,483
Accruals	140,515	119,827	–	–	–	–	140,515	119,827
Total	1,242,836	202,310	–	–	–	–	1,242,836	202,310

Company

	Other financial liabilities at amortised cost		Liabilities carried at fair value		Liabilities not within the scope of IAS 39		Total	
	2020 £	2019 £	2020 £	2019 £	2020 £	2019 £	2020 £	2019 £
Trade payables	59,655	64,504	–	–	–	–	59,655	64,504
Group payables	200,000	200,000	–	–	–	–	200,000	200,000
Accruals	83,361	118,099	–	–	–	–	83,361	118,099
Total	343,016	382,603	–	–	–	–	343,016	382,603

Notes to the Financial Statements

For the year ended 31 December 2020

15. Financial Risk Management Policies and Objectives (continued)

The financial statements include an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable. The categories are set out below.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Credit risk

The Group and Company's principal financial assets are cash balances and other receivables. The Group considers trade and other receivables individually in accounting for trade and other receivables as well as contract assets and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument. In calculating, the Group uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix. The Group and Company's exposure to credit risk is limited to the carrying amount of financial assets recognised at the consolidated and company statements of financial position date, as summarised below:

Group

	2020 £	2019 £
Trade and other receivables	499,017	36,500
Total	499,017	36,500

Company

	2020 £	2019 £
Trade and other receivables	490	36,500
Due from subsidiaries	3,960,516	12,056
Total	3,961,006	48,566

None of the amounts included in trade and other receivables are past due or considered to be impaired.

Liquidity risk

The Group and Company seek to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably.

Maturity of financial liabilities

The Group's financial liabilities are trade and other payables and accruals. All are due within one year.

Foreign exchange risk

The Group has foreign exchange risk relating to costs incurred in Euros, Swedish Kronor and Norwegian Kroner. The level of such costs is becoming increasingly material. Such costs have been settled at spot rates as the costs arise. The Group does not have a policy to hedge arrangements but will continue to keep this under review.

Notes to the Financial Statements

For the year ended 31 December 2020

15. Financial Risk Management Policies and Objectives (continued)

Capital risk management

The Group's objectives when managing capital are:

- to safeguard the Group's ability to continue as a going concern, so that it continues to provide returns and benefits for the shareholders and can continue to progress its exploration and mining strategy;
- to support the Group's stability and growth; and
- to provide capital for the purpose of strengthening the Group's risk management capability.

The Group monitors capital on the basis of the carrying amount of equity and cash and cash equivalents as presented on the face of the statement of the financial position.

The Group actively and regularly reviews and manages its capital structure to ensure an optimal capital structure and equity holder returns, taking into consideration the future capital requirements of the Group and capital efficiency, prevailing and projected profitability, projected operating cash flows, projected capital expenditures and projected strategic investment opportunities. The management regards total equity as capital and reserves, for capital management purposes.

16. Related Party Transactions

Details of remuneration paid to directors is set out in the report on remuneration on page 35.

At 31 December 2020 there was a £nil balance on the directors' loan account (2019: trade and other payables included an interest free director's loan account of £36,000 representing £18,000 advanced to each of Oliver Baring and Bert Nacken. These loans were repaid in full in March 2020). In addition to his fees as a director, Bert Nacken provides consultancy services to the group. During the year fees amounting to £38,060 (2019: £29,370) were paid to Mr Nacken and at 31 December 2020 £4,290 (2019: £4,270) was owed to Mr Nacken.

At 31 December 2020 Creditors falling due within one year included an amount of £1,105 (2019: £2,150) owed to John Vergopoulos in respect of expenses incurred.

During the year fees amounting to £2,000 plus VAT of £400 (2019: £63,000 plus VAT of £9,000) were paid to Kitwell Administration Limited for company secretarial and administrative services, a Company owned by Mike Hirschfield. CFO. At 31 December 2020 an amount of £Nil (2019: £2,485) was due from Kitwell Administration Limited and £297.15 (2019: £1,200) was accrued as owing to Kitwell Administration Limited.

The ultimate controlling party is Michael Wurmser through a 52.35% (2019: 50.03%) holding in the ordinary share capital of Norge Mining Plc. As at 31 December 2020, Mr Wurmser had advanced £11,896,951 (2019: £1,215,733) to the Company under the Convertible Loan Agreement (note 14).

Subsequent to the year end, 1,510,000 additional warrants have been issued to each of Oliver Baring and Bert Nacken, 1,330,000 warrants were issued to former director Christian Gubeli and 350,000 warrants were issued to each of Bente Hagem and Ingvil Tybring-Gjedde. Further details are set out in note 17.

Notes to the Financial Statements

For the year ended 31 December 2020

17. Non-Adjusting Post Balance Sheet Events

Subsequent to the year end, the following warrants were issued over ordinary shares of £0.000125 each in the Company:

Date of grant	Name of warrant holder	Number of warrants	Exercise price
4 January 2021	Peter Schmid	11,000,000	£0.00025
3 March 2021	Oliver Baring	1,510,000	£0.00025
3 March 2021	Bert Nacken	1,510,000	£0.00025
5 March 2021	Dr iur. Vincent Augustin	25,250,000	£0.00025
5 March 2021	Christian Gübeli	1,330,000	£0.00025
25 March 2021	Ingvil Tybring-Gjedde	350,000	£0.08
25 March 2021	Bente Hagem	350,000	£0.08
7 May 2021	Monika Øksnes	100,000	£0.08

Corporate information

Company registration number

11703765

Registered office

4th Floor
43 Berkeley Square
London, W1J 5FJ

Directors

Oliver Baring
John Vergopoulos
Mike Hirschfield
Bert Nacken
Gunnar Holen
Ingvil Smines Tybring-Gjedde
Bente Hagem

Secretary

Kitwell Administration Limited
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Auditor

Grant Thornton UK LLP
20 Colmore Circus
Birmingham, B4 6AT

Registered Office (UK)

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United Kingdom

Norway Office

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Egersund
Norway

FSC – Forest Stewardship Council.
This ensures there is an audited chain
of custody from the tree in the well-
managed forest through to the finished
document in the printing factory.



ISO 14001 – A pattern of control for
an environmental management system
against which an organisation can be
credited by a third party.

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