Company registration number: 14409193

Fulcrum Metals PLC

Annual Report and Financial Statements

for the financial year ended 31 December 2023

Fulcrum Metals PLC

Contents

Fulcrum Metals PLC

Directors and other information

Directors	Ryan Mee	Chief Executive Officer
	Aidan O'Hara	Corporate Development Director
	John Hamilton	Chief Financial Officer
	Clive Garston	Independent Non-Executive Chairman
	Mitchell Smith	Non-Executive Director
	Alan Mooney	Non-Executive Director
Secretary	John Hamilton	
Company number	14409193	
Registered office and business address	Unit 58, Basepoint Business Centre, Isidore Road Bromsgrove Enterprise park Bromsgrove Worcestershire B60 3ET U.K.	
Auditor	Adler Shine LLP Chartered Accountants and Statutory Auditor Aston House Cornwall Avenue London N3 1LF U.K.	
Accountants	Evelyn Partners (Ireland) Ltd Paramount Court Corrig Road Sandyford Business Park Dublin 18 D18 R9C7 Ireland	

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	BMO 595 Burrard Street Vancouver B.C. V7X 1L7 Canada
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Solicitors	Fladgate LLP 16 Great Queen Street London WC2B5DG U.K.
Nominated Adviser	Allenby Capital Limited 5 St Helen's Place London EC3A 6AB U.K.
Brokers	Clear Capital Markets Limited 20 Primrose Street, London, EC2A 2EW U.K.

Chairman's Statement

I am delighted to report on both the operational successes and bold key strategic repositioning of Fulcrum since its Initial Public Offering ("IPO") on AIM in February 2023. The Directors of Fulcrum believe, that during this time, Fulcrum has been transformed from a pure exploration company to one that now heralds advanced drill ready gold projects, low exploration risk gold tailings projects with the potential for near term cash flow and the crystallisation of its uranium portfolio into a carried interest.

2023 was a difficult year for exploration companies and equity capital markets as a whole. It was against that backdrop that the Board was delighted to be able to bring Fulcrum to market for its shareholders. This was only achieved through a great deal of hard work by the Company and its advisers. It was a fantastic effort and an excellent outcome.

When Fulcrum was admitted to trading on AIM in February 2023, it had a portfolio of early-stage exploration projects primarily focussed on gold in Ontario and uranium in Saskatchewan. The Company purposely targeted these two metals because of global financial instability and the expectation that nuclear power will become a significant factor in the global focus on clean energy. This focus has, so far, been validated with both gold and uranium being amongst the best performing commodities in terms of spot price rises over the past 12 months.

Since Fulcrum's first day of dealings, the Company has diligently deployed the funds it raised at IPO into exploration activities and expansion across its project portfolio whilst remaining true to its strategy of focusing on exploring, discovering, and scaling its properties to deliver results and value for shareholders.

As such, our exploration efforts have delivered great progress in both Ontario and Saskatchewan.

At the Big Bear property in Ontario, over the course of several exploration programmes we have developed an exciting high grade gold corridor, with a strike length of more than 3km and several rock samples in excess of 10g/t up to 45g/t Au. The results exceeded our expectations at this stage, with multiple drill targets generated, and this trend remaining open for further discovery potential. The original drill permits in place did not cover all of the drill targets, so the Company applied for additional drill permits to cover all of the planned drill targets, and a geophysical survey also identified five additional high priority exploration targets which add to the discovery potential in this emerging area.

In Saskatchewan, historical and hyperspectral data compilation, along with helicopter supported field exploration programmes at the Charlot-Neely and Fontaine Lake uranium projects, delivered exciting high grade uranium samples and new radioactive uranium trends which increased the prospectivity of these projects. The success of the programmes and the anticipated trend of increasing uranium demand and pricing encouraged the Company to strategically expand its uranium portfolio to maximise the likelihood of outside investment.

Through committed rigorous data collection, the Company expanded its uranium footprint through cost effective staking and acquisition which increased its portfolio from two to four projects and a substantial 220% increase in combined hectares. This strategic move proved to be successful and has culminated in the Company entered into a non-binding agreement to divest its uranium assets to Terra Balcanica Resources Corp., which was announced post the period end. The divestment, which is subject to successful due diligence and both parties entering into a definitive agreement, will provide Fulcrum with potentially up to CA$3.3 million which is payable in cash and Terra Balcanica shares over a four-year period and includes a commitment by Terra Balcanica to spend CA$3.25 million on exploration subject to certain criteria being met. This transaction maintains Fulcrum's interest in the uranium sector without further dilution and, importantly, will allow the Company to retain ongoing exposure to the uranium market via a 1% net smelter return royalty agreement which could prove increasingly valuable as these projects are advanced.

In August 2023, Fulcrum bolstered its Ontario gold project portfolio when it announced the acquisition of the Tully Gold project in Timmins, Ontario. Tully includes a NI 43-101 compliant (in accordance with the Canadian Institute of Mining, Metallurgy and Petroleum definitions) resource of 107,000 ounces of gold. It is located within 30km of several multimillion ounce deposits in one of the best producing gold camps globally and the Timmins-Porcupine gold camp has produced over 70 million ounces of gold. The acquisition was funded via a £520,000 fundraise through the issue of convertible loan notes which included a subscription of £195,000 from certain directors of the Company. As a result, Tully became the most advanced project in Fulcrum's portfolio.

The Company has subsequently completed a detailed core and data review at Tully which has identified multiple drill targets to expand its understanding of the project and a potential resource expansion. With drill permits now in hand, Tully becomes Fulcrum's second drill permitted gold project in Ontario. The timing of the drill permit approval, combined with poor weather, has resulted in the Company postponing its drill programme, but potential new opportunities [for drilling] have presented themselves and are under review.

Fulcrum remained true to its strategy by focusing on exploring, discovering, and scaling its properties across Canada, with the intention of delivering results and value for shareholders. This overarching goal expanded beyond the Company's existing portfolio and saw Fulcrum enter into option agreements to acquire two projects; the Teck-Hughes Gold Tailings Project in November 2023 and, post period, the Sylvanite Gold Tailings Project; both of which are in the Kirkland Lake Gold Camp, one of the most productive gold camps in Canada.

Alongside this, the Company also announced in November 2023 that it was in advanced discussions to partner with Extrakt Process Solutions ("Extrakt"), a company that is using innovative, proven, environmentally friendly, technology to extract metals from tailings.

Gold tailings are a by-product of the gold mining process which do have an economic value because of their gold content that is usually well documented and based on sampling and historic production, but in most instances never realised. From an environmental perspective, tailings also need to be managed and ultimately addressed, as they can present environmental issues through the leaching of heavy metal elements into surrounding areas and instability issues in dams constructed with tailings caused by water ingress. As a result, the Ontario government monitors and supervises over 400 privately owned tailing dams and the Canadian Government's liability for cleaning up active and historic mine waste is estimated to exceed CA$10 billion.

However, a Natural Resources Canada report in 2019 estimated that in excess of CA$10 billion of gold is present in Canadian tailings and Fulcrum believe that its collaboration with Extrakt will enable it to convert its low discovery-risk tailings opportunities into near term cash generating assets. This will provide shareholders a faster route to revenue generation and also enable Fulcrum to help start to address the harmful impact that tailings can have on the environment.

By divesting its uranium portfolio and leveraging opportunities for its drill ready gold projects, Fulcrum is able to direct its focus and resources on the exciting tailings opportunity that Teck-Hughes and Sylvanite projects offer and, potentially, more widely through the development of its relationship with Extrakt and its partner Bechtel Energy Technologies & Solutions, Inc.

It has given me great pleasure in writing this Chairmans statement and overseeing Fulcrum's very successful and exciting evolution over the last 15 months.

I am confident in the potential that Fulcrum offers as it continues to pursue a sustainable growth strategy and innovative opportunities in the Canadian mining sector.

Clive Garston
Independent Non-Executive Chairman

30 April 2024

Operational and Corporate Review

The Company remained committed to its strategy of Explore, Discover and Scale. Throughout the reporting period, Fulcrum has made significant headway in advancing its portfolio projects, through the exploration and development of assets in particular with now drill ready gold projects in Tully and Big Bear at Schreiber-Hemlo, the uranium assets which are set for divestment and the scaling of the gold tailings opportunity at Kirkland Lake.

Ontario

Operationally, 2023 was a success for Fulcrum as it advanced exploration programmes and airborne surveys across a number of its projects.

Schreiber-Hemlo

In March 2023 the Company announced a successful prospecting programme at Big Bear where 45 rock samples were collected for assay aimed at identifying mineralised areas and structural trends, with rock sample results including 45g/t, 37.4g/t and 33.6g/t gold.

This was followed by the appointment of Prospectair Geosurveys in March 2023 to undertake airborne geophysics exploration in which 250 new geophysical anomalies were highlighted, and the results were incorporated with previous magnetic and electromagnetic data over the full Big Bear claim block. The results of this work identified five additional high priority exploration targets for investigation, significantly enhancing the prospectivity of the property.

During the summer of 2023, Fulcrum undertook a Phase 2 exploration programme consisting of rock sampling and detailed geological mapping across the Schreiber-Pyramid area of the Big Bear property, followed by an extended Phase 2 programme focussed on infill soil sampling of areas with limited or no bedrock exposure. The results exceeded our expectations having identified a 3km gold mineralised corridor with four drill ready targets and five drill prospect targets which require further development, and is open for further discovery to the North, East and South. The Company is now planning an exploration programme to progress the drill prospects to drill ready, followed by a drilling campaign across multiple drill targets to discover the potential of this newly identified gold corridor, in addition to investigating the five high priority exploration targets. The Company has commenced preparation for this larger programme which includes a recent submission of additional drill permits whilst reviewing funding options which may include equity level financing.

Winston Lake

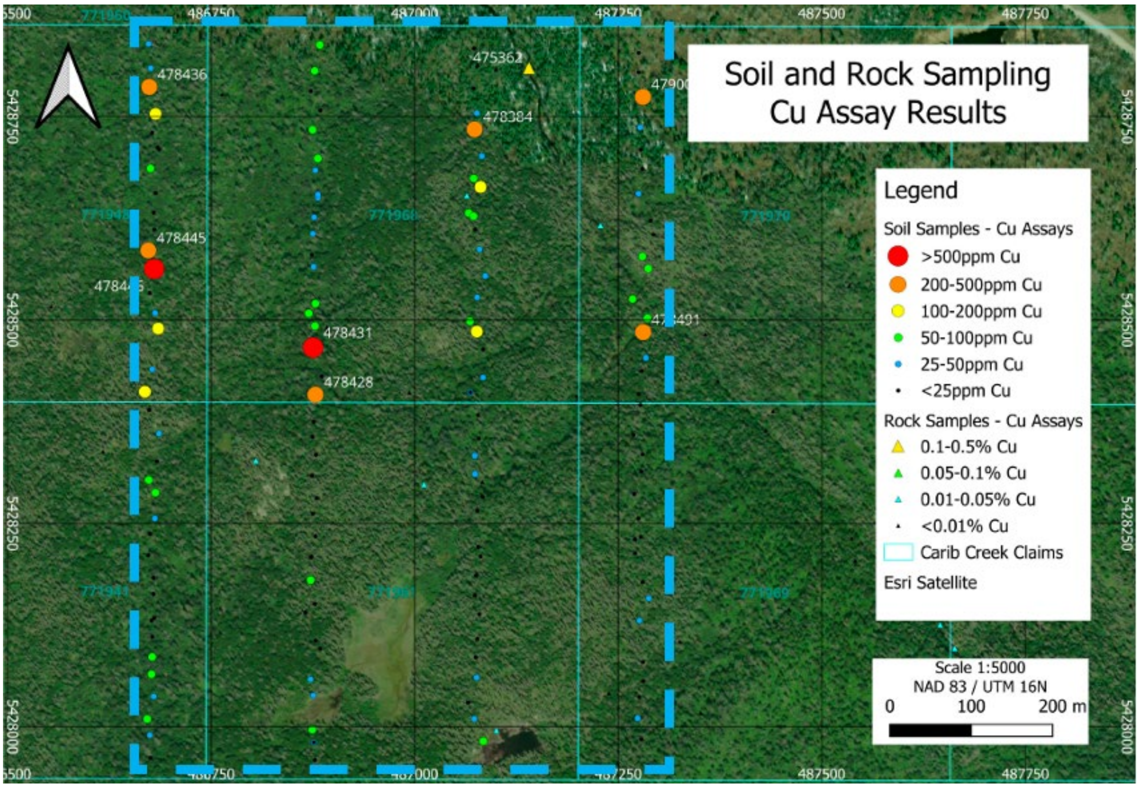
Carib Creek

Summer exploration consisted of a soil sampling programme with 155 reconnaissance horizon B soil samples collected returning strongly anomalous copper samples outlining an exploration target for further investigation. Best results included values up to 747ppm Cu, with 39 samples (25%) reporting more than 50ppm Cu and anomalous zinc soil samples of up to 236ppm Zn with 64 (41%) reporting more than 50ppm Zn.

Table of selected anomalous samples

Sample Number	Cobalt (Co) ppm	Nickel (Ni) ppm	Copper (Cu) ppm	Zinc (Zn) ppm
478373	6.00	10.10	114.00	32.20
478381	8.40	12.30	182.00	24.20
478384	12.30	19.50	**294.00**	26.30
478428	46.60	82.50	**390.00**	156.00
478431	89.80	70.50	**747.00**	117.00
478436	16.90	30.30	**242.00**	93.60
478437	25.10	37.80	191.00	**236.00**
478445	25.70	30.30	**313.00**	66.60
478446	80.20	57.50	**554.00**	104.00
478449	6.40	15.40	106.00	42.90
478452	1.90	6.70	107.00	14.20
478491	19.80	28.60	**226.00**	**137.00**
479003	19.90	25.90	**224.00**	47.50

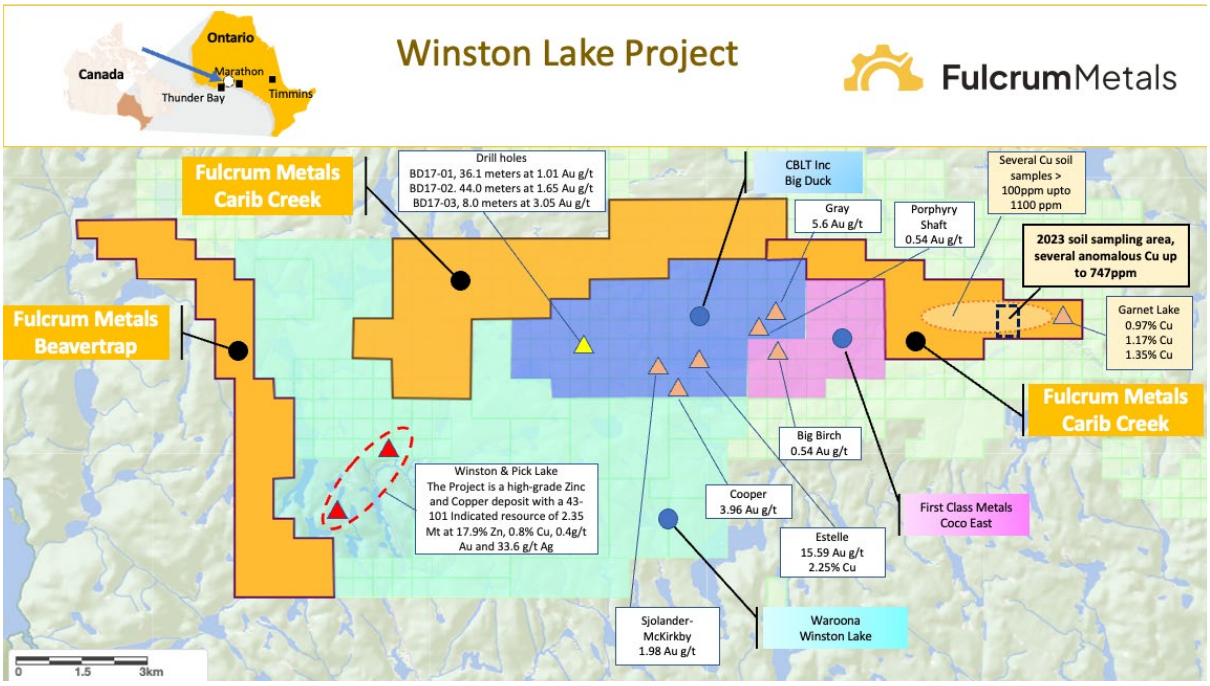
Figure 1: Carib Creek – soil and rock sampling Cu assay results map



Beavertrap

Although only minor exploration work has been conducted at Beavertrap, the soil sampling results at Carib Creek direct the Company to focus on the stronger, more immediate, exploration potential in this project area. The Company will, therefore, rationalise exploration expenditures and concentrate on Carib Creek, whilst letting the Beavertrap project area expire over the next 12 months. With the exploration expenditure committed to date, this means that Fulcrum retains a strong copper exploration target that requires no further expenditure into 2026.

Figure 2: Winston Lake project layout map



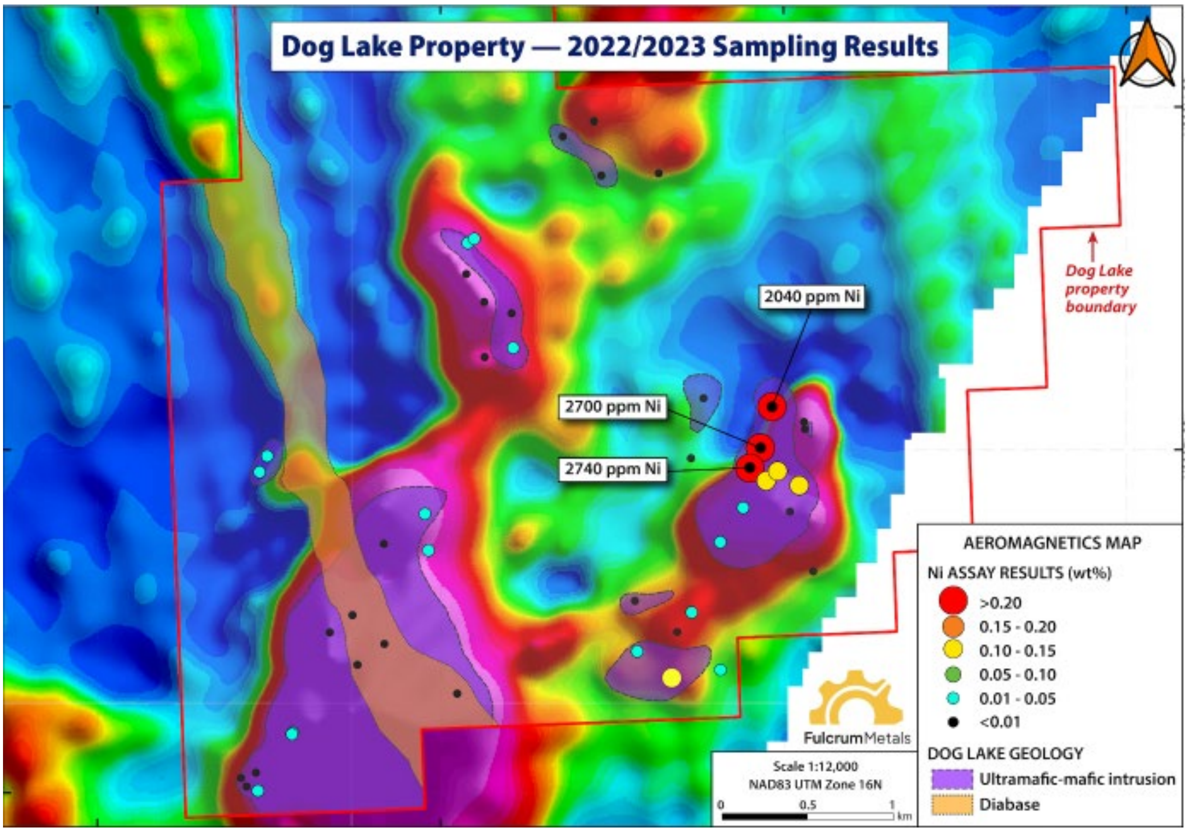
Dog Lake – Wawa

In the northern section of the property, rock and soil sampling was undertaken to locate the historical Anglehart and Gilbert gold occurrences, whilst rock sampling was undertaken in the southern section of the property targeting a magnetic anomaly for nickel.

The nickel exploration target in the south of the property is related to mafic/ultramafic intrusive rocks. Limited rock sampling programmes across 2022/23 returned several strongly anomalous samples of up to 2,740ppm nickel (0.27%) confirming mineralisation of the intrusive rocks (Figure 3) with those over 1,000ppm nickel (0.1%) listed in the table below:

Programme Year	Sample No.	Nickel PPM
2022	1101602	1,360
2022	1101603	1,480
2022	1101604	2,700
2022	1101605	2,040
2023	484944	2,740
2023	484945	1,400
2023	484756	1,350

Figure 3 - Nickel rock sample assay results in the southern section of Dog Lake



Gold exploration in the north has not yielded results similar to the historical results reported for the Anglehart and Gilbert occurrences. The company will, therefore, rationalise exploration expenditures and let the northern project area expire over the next 12 months. Exploration expenditures committed to date means that Fulcrum retains a potentially significant nickel exploration target that requires no further expenditure into 2026.

Tocheri Lake - Dayohessarah

A Versatile Time Domain Electromagnetics (VTEM) airborne geophysical survey conducted over the Southwest corner of the property in March 2023 identified a weak electromagnetic conductor which may indicate buried mineralisation in addition to several magnetic targets. Subsequent prospecting for rock samples has proven to be sporadic and difficult due to significant overburden cover. The Company will remain interested in the southwestern portion of the property which adjoins to GT Resources (formerly Palladium One) Tyco project and allow the remaining portion of the property to expire. This allows the Company to focus on the more prospective area and reduces required exploration expenditures into 2026 whilst retaining our interest over the most prospective part of the property along the borders of Tocheri Lake.

Transactions

The Group undertook a number of transactions during the period and post the period end, which brought more advanced projects into its portfolio with nearer term revenue generation potential.

The Tully Gold Project

The acquisition of the Tully Gold Project (“Tully” or “Tully Gold”) was announced in August 2023 and marked a significant milestone for the Company as Tully became its most advanced gold exploration project with a 43-101 compliant estimated resource of 107,000 ounces of gold capped at 70g/t Au. The acquisition cost of CA$800,000 represents a cost of less than US$6 per ounce.

Tully is located within the world-class Timmins-Porcupine Gold Camp, with an established gold resource, local infrastructure, and expansion opportunities through drilling/infill drilling and re-interpretation of historical data to confirm grade and continuity of mineralisation.

A drill core review programme identified an immediate 7 drill locations to test and expand the gold resource outside of the 600m long, 200-400-metre-deep deposit defined to date. Contracting estimates suggests that the all-in drill cost per metre to be highly cost effective in the range of CA$270-290 per metre.

The company received drill permit PR-23-000301 which was formally issued 30 January 2024 effective for 3 years which included:-

- Mechanised drilling off 11-15 pads
- Creating any trails that may be required for exploration
- 13 drill locations covering the ore body strike length

As part of the Fulcrum due diligence process at Tully a resampling program located 116 selected reject samples from previous drilling which were sent for gold determination by photon assay and, of those, 23 samples were sent for further metallic screen assay. The results of these assays were then also compared to the historic fire assay sample results, which confirmed that all three assay methods yielded broadly similar results. The photon and fire assays are of similar costs whilst metallic assays are substantially more expensive. The photon assay method had significant time saving on producing assay results, taking just 3 days compared to 6-8 weeks for fire assays. An additional benefit of photon assays is that unlike fire assays, the samples remain intact and are not destroyed so that they can be re-used at a later date for further geological testing.

The timing of the drill permit issuance and unusually warm weather on site resulted in less than ideal ground conditions to conduct the planned winter drilling campaign. The drilling programme will now be aimed for commencement in late 2024.

Kirkland Lake Gold Tailings Projects

Fulcrum wholly owned subsidiary Fulcrum Metals (Canada) Ltd ("FMCL") entered into an option agreement in November 2023 to acquire a 100% interest in the Teck Hughes Gold Tailings project ("Teck-Hughes"), located in Kirkland Lake, Ontario, Canada. Teck-Hughes historically milled 9.5 million tonnes of ore to produce 3.7million ounces of gold and created 6.5 million tonnes of tailings estimated to contain up to 138,460 ounces of gold.

Post period, the Company entered into a second option agreement to acquire 100% of Sylvanite Gold Tailings, (“Sylvanite” or “Sylvanite Gold”) an ex-producing mine which is strategically located 3km from the Teck-Hughes Gold Tailings project. Sylvanite was the fourth largest gold producing mine in the Kirkland Lake Gold Camp having milled 4.58 million tonnes of ore and produced 1.67 million ounces of gold between 1927 and 1961. Sylvanite has an estimated 67,051 ounces of gold contained within its tailings.

The estimated ounces of gold in the tailings for both projects are not 43-101 compliant and therefore are subject to verification by Fulcrum.

These acquisitions are part of a shift by the Company to prioritise and invest in projects that can be brought into production more quickly with minimal investment.

Extrakt Process Solutions LLC

The success of most tailings projects is dependent on the technology used to extract the remaining resource. The Board of Fulcrum is in advanced discussions with Extrakt Process Solutions LLC (“Extrakt”) regarding the licensing of its proprietary tailings technology. The technology is currently being used in the first phase of testing at Teck-Hughes.

Saskatchewan Uranium Projects

During the year, Fulcrum conducted a historical data compilation exercise on its properties just north of the Athabasca Basin, which is the world's leading source of high-grade uranium and currently supplies about 20% of the world's uranium. This exercise confirmed high grade historical uranium samples of up to 6.2% U3O8 including the commissioning of a hyperspectral data analysis on the Charlot-Neely and Fontaine Lake uranium projects to further assist exploration target generation. This was followed by a Phase 1 field exploration campaign which identified high grade uranium mineralisation of up to 0.8% U3O8 along with the discovery of new uranium and radioactive trends. Based on bullish investor sentiment around uranium and the exploration success, the Charlot-Neely project was substantially increased in area, and the Snowbird and South Pendleton projects were acquired and increased in size through cost effective staking and an option agreement. This strategic move increased the company’s uranium footprint by approximately 221% from 18,468 hectares (184.5km2) to 59,310 hectares (593.1km2) since listing.

On 3 April 2024, post the period end, the Company announced the conditional sale of its uranium projects to Terra Balcanica Resources Corp. (“Tera”) (CNSX: TERA), a mining explorer with projects in Bosnia and Herzegovina, and Serbia. The divestment, once completed, will provide Fulcrum with a potential up to CA$3.3 million in cash and equity, a significant uplift on its original investment, and a 1% royalty on all claims ensuring that the Company can continue to benefit from any future upside. Importantly, and as part of the letter of intent announced on 3 April 2024, Terra is committed to investing a minimum of CA$3.25 million on the ground prior to the fourth anniversary of the option agreement.

Despite challenging market conditions in 2023, value to shareholders through the exploration and scaling of our assets remains paramount. Fulcrum expects 2024 to bring further operational successes as it scales its assets and develops its existing resources.

Principal Risks and Uncertainties

The principal risks and uncertainties of the Group are outlined below.

A majority of the Group's operating costs will be incurred in Canadian dollars, whilst the Group has raised capital in £ Sterling

The Group will incur exploration costs in Canadian Dollars but it has raised capital in £ Sterling. Fluctuations in exchange rates of the Canadian Dollar against £ Sterling may materially affect the Group's translated results of operations. In addition, given the relatively small size of the Group, it may not be able to effectively hedge against risks associated with currency exchange rates at commercially realistic rates. Accordingly, any significant adverse fluctuations in currency rates could have a material adverse effect on the Group's business, financial condition and prospects to a much greater extent than might be expected for a larger enterprise.

The Group will need additional financial resources if it moves into commercial exploitation of any mineral resource that it discovers

The Group will require further financial resources to conduct its planned exploration activities, meet its committed licence obligations and cover its general operating costs over the next 12 months. The quantum of the financial resources required is dependant on planned disposals of some projects that are under discussion complete in addition to discovering and exploiting any mineral resource through its activities.

The Group has budgets for all near and short-term activities and plans, however in the longer term the potential for further exploration, development and production plans and additional initiatives may arise, which have not currently been identified and which may require additional financing which may not be available to the Group when needed, on acceptable terms, or at all. If the Group is unable to raise additional capital when needed or on suitable terms, the Group could be forced to delay, reduce, or eliminate its exploration, development, and production efforts.

Even if the Group makes a commercially viable discovery in the future there are significant risks associated with the ability of such a discovery generating any operational cashflows

The economics of developing mineral properties are affected by many factors including the cost of operations, variations of the grade of ore mined, fluctuations in the price of the minerals being mined, fluctuations in exchange rates, costs of development, infrastructure and processing equipment and such other factors as government regulations, including regulations relating to royalties, allowable production, importing and exporting of minerals and environmental protection. Given that the Group is at the early exploration stage of its business many of these factors cannot be accurately assessed, costed, planned for or mitigated at the current time. As a result of these uncertainties, there can be no guarantee that mineral exploration and subsequent development of any of the Group's assets will result in profitable commercial operations.

The Group is not currently generating revenue and will not do so for in the near term

The Group is an exploration and development company and therefore it will remain involved in the process of exploring and assessing its asset base for some time. The Group is unlikely to generate revenues until such time as it has made a commercially viable discovery . Given the early stage of the

Group's exploration business and even if a potentially commercially recoverable reserve were to be discovered, there is a risk that the grade of mineralisation ultimately mined may differ from that indicated by drilling results and such differences could be material. Accordingly given the very preliminary stages of the Group's exploration activity it is not possible to give any assurance that the Group will ever be capable of generating revenue at the current time.

Key Performance Indicators

The key performance indicators are set out below:

	31 Dec '23	31 Dec '22
	£	£
Net Asset Value	3,680,971	520,904
Share Price	0.1575	n/a
Market Capitalisation	7,868,848	n/a

Since the Company's listing on the AIM market of the London Stock Exchange the share price market capitalisation of the Company has come into focus and has formed part of the key indicators monitored by management.

S172 Statement

The Directors of the Company, as those of all UK Companies must act in accordance with a set of general duties.

Set out below is the director's approach in complying with section 172 (1) (a) to (f) of the Companies Act 2006 when performing their duties.

Section 172 of the Companies Act requires the Directors' to promote the success of the Company. The Directors of the Company ensure that they act in good faith in the promotion of the success of the business and for the benefit of it's members as a whole. In undertaking this duty the directors of the Company have considered the following and endeavour to maintain a culture where these principles are upheld.

(a) Likely consequences of any long-term decisions

(b) The interests of the Company's employees

(c) The need to foster the Company's business relationships

(d) The impact of the Company's operations on the community and environment

(e) The maintenance of high standards of business conduct

(f) Act with integrity and fairness

In discharging the section 172 duties the Directors have regard to the factors set out above and give consideration to those factors when discharging those duties. The Directors also have regard to other factors which are considered relevant to the decision being made. The Directors acknowledge that every decision made will not necessarily result in a positive outcome for all of our stakeholders, however, the aim is to make sure that any decisions are consistent and predictable. The Board recognises that building strong relationships with our stakeholders will help to deliver the Group's strategy in line with our long-term values and operate the business in a sustainable way.

As is normal for large companies, the Board delegates authority for day-to-day management of the Group to executives and then engage management in setting, approving and overseeing execution of the business strategy and related policies. The Board reviews the financial and operational performance and legal and regulatory compliance at every Board meeting.

The Directors also review other areas over the course of the financial year including the Group's business strategy; key risks) the Group's risk appetite, operational resilience and workforce matters (including culture, wellbeing, ESG). This is done through the consideration and discussion of reports which are sent in advance of each Board meeting and through presentations to the Board.

The Group's key stakeholders are its investors, regulators and government and the workforce. Our suppliers are also important stakeholders of the Group. The views of and the impact of the Group's activities on those stakeholders are an important consideration for the directors when making relevant decisions. While there are cases where the Board itself judges that it should engage directly with certain stakeholder groups or on certain issues, the size and spread of both our stakeholders and the Group means that sometimes our stakeholder engagement will take place at an operational or Group level.

Monthly and Annual review of the Group's budget and business plan

The Board carries out a review of the Group's budget on both a monthly and annual basis. This includes approving budgets and business plans for the following year/years ahead and reviewing the cashflow forecasts.

In making its decision to approve the budgets, cashflows, business plans and future strategy of the Company, the Board also considered amongst other things, its impact on the long-term position of the Group and Company and its reputation as well as feedback from engagement exercises with the workforce and dialogue with all stakeholders and regulators.

The directors of the Company endeavour to continue to uphold the principles as required by S172 of the Companies act in their ongoing discharge of duties.

Ryan Mee
Director

30 April 2024

Chairman's Overview

The AIM Rules require AIM companies to apply a recognised corporate governance code. The Company has chosen to adopt the Quoted Company Alliance's Corporate Governance Code for Small and Mid-Size Quoted Companies to meet the requirements of the AIM Rules.

Board of Directors

The Directors are responsible for overall corporate governance, with respect to the management of the business and its strategic direction, establishing policies and in the evaluation of material investments of the Group. It is the responsibility of the Directors to oversee the financial position of the Group and to monitor its business and affairs on behalf of the shareholders, to whom the Directors are accountable. The primary duty of the Board is to always act in the best interests of the Group.

The Directors have responsibility for the overall corporate governance of the Group and recognise the need for the highest standards of behaviour and accountability. The Board has a wide range of experience directly related to the Group and its activities and its structure ensures that no one individual or group dominates the decision-making process. The Board will also ensure that internal controls and the Group's approach to risk management are assessed periodically.

Board of Directors

The Group will hold Board meetings periodically as issues arise which require the attention of the Board and the Board will be responsible for the following matters:

- the management of the business of the Group;
- setting the strategic direction of the Group;
- establishing the policies and strategies of the Group;
- appraising the making of all material investments, acquisitions and disposals;
- oversee the financial position of the Group including approval of budgets and financial plans, changes to the Group's capital structure,
- approval of financial statements and significant changes to accounting practices;
- Stock Exchange related issues including the approval of the Group's announcements and communications with shareholders;
- monitor internal control and manage risk assessment; and
- The Company has also established an AIM rules and UK market compliance committee, an audit and risk committee, and a nomination committee of the Board with formally delegated duties and responsibilities. The makeup of the committees are shown below:
  - The Remuneration Committee is chaired by Alan Mooney, with its other members being Clive Garston and Mitchell Smith.
  - The Audit and Risk Committee is chaired by Alan Mooney, with its other members being Clive Garston and Mitchell Smith.
  - The AIM Rules and UK MAR Compliance Committee is chaired by Clive Garston, with its other members being Aidan O'Hara and Ryan Mee.

Director Biographies

Ryan Mee - Chief Executive Officer

Ryan co-founded Fulcrum Metals and is an experienced serial private investor in the natural resources space turned entrepreneur with extensive knowledge of exploration companies. Ryan has a wealth of knowledge in business and commercial acumen, raising funds, investment, strategic and business planning. Ryan earned a BA (Hons) degree in Economics and has over 16 years in senior positions for an industry leading audit and consultancy company.

Aidan O'Hara - Corporate Development Director

Aidan is an experienced investor within the stock market and highly experienced and successful in private business leadership and enterprise having founded a number of companies including successful property businesses and a private mining company in West Africa. He is also a co-founder of Fulcrum.

John Hamilton - Chief Financial Officer

John has extensive accounting and wider business services experience, in SME and international companies, including natural resources. He was Partner, Shareholder and Director of accountancy practice LHM Casey McGrath and investment property companies for over 30 years, acting as Managing Partner during key reorganisations.

John is a fellow of the Association of Chartered Certified Accountants (FCCA) and member of the Institute of Directors in Ireland. He has a wealth of regulatory knowledge, having previously been an Independent Panel Member on a committee of the Association of Chartered Certified Accountants (ACCA) London.

Clive Garston - Independent Non-Executive Chairman

Clive has been a corporate lawyer for over 40 years, specialising in corporate finance and mergers and acquisitions and is currently the chairman of Warpaint London plc. He has been on the boards of a number of public and private companies and has been the deputy chairman of a main securities market listed company and chairman of a number of AIM companies. He has significant experience in small and medium quoted companies. He is a fellow of the Chartered Institute for Securities and Investment (CISI) and former chairman of its corporate finance forum.

Mitchell Smith - Non-Executive Director

Mitchell has over 15 years of executive leadership, entrepreneurship, and capital markets experience at all stages of the junior mining lifecycle and is experienced with companies in diverse industries both private and public. Mitchell currently serves as President & CEO of Global Energy Metals Corporation, Director of Battery Metals Association of Canada (BMAC).

Alan Mooney - Non-Executive Director

Alan has an extensive experience of over 30 years of accounting and auditing. Previously, Alan was CFO of Cove Energy plc and Orogen Gold plc, both of which were exploration companies listed on the AIM market during his tenure. Alan is a Chartered Accountant and has an MBA from University College Dublin.

QCA Corporate Governance Code
Year ended 31 December 2023

All members of the Board believe strongly in the value and importance of good corporate governance and in its accountability to all its stakeholders, including shareholders, advisers, regulators and other suppliers. Robust corporate governance improves performance and mitigates risk and therefore is an important factor in achieving the medium to long term success of the Group.

The AIM Rules require AIM companies to apply a recognised corporate governance code. The Company has chosen to adhere to the Quoted Company Alliance's Corporate Governance Code for Small and Mid-Size Quoted Companies (revised in April 2018) to meet the requirements of the AIM Rules. The QCA Code is constructed around ten broad principles and a set of disclosures. The Board publishes its annual QCA Statement on Corporate Governance on its website each year and will also include a Corporate Governance report in the Company's annual report and accounts.

The Board has considered how it applies each principle to the extent that it judges these to be appropriate in the circumstances. Set out below is an explanation of the approach taken by the Board in relation to each principle and how the Company will comply with each principle from Admission.

Like all aspects of the QCA Code, addressing the disclosure requirements is not approached as a compliance exercise; rather it is approached with the mindset of explaining and demonstrating the Company's good governance to external stakeholders.

The role of the Chairman is to lead the Board and to oversee its function and direction. The Chair has the overall responsibility for implementing an appropriate corporate governance regime at the Company.

The 10 Principals are as follows:

1. Establish a strategy and business model which promote long-term value for Shareholders.

The Group's strategy is to focus on discovery and commercialisation of its Projects through targeted exploration programmes. The primary focus is to make an economic discovery on the flagship Schreiber-Hemlo Properties and to establish the prospectivity of its wider Ontario and Saskatchewan portfolio with a view to securing potential joint venture and/or acquisition interest.

The Group aims to create viable sustainable exploration opportunities, as well as building strong links and opportunities with local communities. The Company also aims to deliver material upside for all stakeholders through further discovery and opportunities to crystalise value and to provide value drivers both short and medium term from its own project advancement and the success of neighbouring projects and acquisitions. The Group is targeting growth and establishing the Group as a significant exploration group.

2. Seek to understand and meet Shareholder needs and expectations

The Board recognises the importance of communication with its stakeholders and is committed to establishing constructive relationships with investors and potential investors in order to assist it in developing an understanding of the views of its Shareholders. The Company will also maintain a dialogue with Shareholders through formal meetings such as the annual general meeting, which will provide an opportunity to meet, listen and present to Shareholders. Shareholders are encouraged to attend the Annual General Meeting in order to express their views on the Company's business activities and performance.

The Board welcomes feedback from key stakeholders and will take action where appropriate. The CEO is the Shareholder liaison and will meet with Shareholders regularly. The views of the Shareholders expressed during these meetings will be reported to the Board, ensuring that all members of the Board are fully aware of the thoughts and opinions of Shareholders.

Information on the Investor Relations section of the Company's website is kept updated and contains details of relevant developments, Annual and Interim Results, Regulatory News Service announcements, presentation and other key information.

The Company will look to develop relationships with analysts as appropriate. The Company has also appointed an external investor relations firm which will provide a further point of contact for investors. The Board will from time to time review options for additional and more regular channels of communication with Shareholders.

3. Take into account wider stakeholder and social responsibilities and their implications for long-term success:

The Board recognises that the long-term success of the Company is reliant upon the efforts of employees, regulators and many other stakeholders. The Board has put in place a range of processes and systems to ensure that there is close oversight and contact with its key resources and relationships. The Company prepares and updates its strategic plan regularly together with a detailed rolling budget and financial projections which onsider a wide range of key resources including staffing, consultants and utility providers. All employees within the Group are valued members of the team, and the Board seeks to implement provisions to retain and incentivise all its employees. The Company offers equal opportunities regardless of race, gender, gender identity or reassignment, age, disability, religion or sexual orientation. The Company's directors are in constant contact and seek to provide continual opportunities in which issues can be raised allowing for the provision of feedback. This feedback process helps to ensure that new issues and opportunities that arise may be used to further the success of the Company. Equity incentives are offered to employees.

The Company aims to have close ongoing relationships with a broad range of its stakeholders and provides them with the opportunity to raise issues and provide feedback to the Company.

4. Embed effective risk management, considering both opportunities and threats, throughout the organisation.

The Board recognises the need for an effective and well-defined risk management process and it oversees and regularly reviews the current risk management and internal control mechanisms. The Board regularly reviews the risks facing the Company and seeks to exploit, avoid or mitigate those risks as appropriate. The Board is responsible for the monitoring of financial performance against budget and forecast and the formulation of the Company's risk appetite including the identification, assessment and monitoring of Fulcrum's principal risks. The Audit and Risk Committee has the primary responsibility of monitoring the quality of internal controls and ensuring that the financial performance of the Company is properly measured and reported on. Risk management is regularly on the agenda of the Board, Audit and Risk Committee and other senior management meetings. Additionally, the Board reviews the mechanisms of internal control and risk management it has implemented on an annual basis and assesses both for effectiveness.

The Board considers that in light of the control environment described above, an internal audit function is not considered necessary or practical due to the size of the Company and the day- to-day control exercised by the Executive Directors. However, the Board will monitor the need for an internal audit function. The Board has established appropriate reporting and control mechanisms to ensure the effectiveness of its control systems.

5. Maintain the board as a well-functioning, balanced team led by the chair

From Admission the Board has comprised of Clive Garston, Ryan Mee, John Hamilton, Aidan O'Hara, Mitchell Smith and Alan Mooney. The Board is satisfied that all Directors have adequate time to fulfil their roles.

Clive Garston and Alan Mooney are considered to be independent.

The Board recognises the QCA recommendation for a balance between Executive and Non-Executive Directors and the recommendation that there be at least two Independent Non-Executives. The Board will take this into account when considering future appointments. However, all Directors are encouraged to use their judgement and to challenge matters, whether strategic or operational, enabling the Board to discharge its duties and responsibilities effectively.

The Board meets regularly and is responsible for formulating, reviewing and approving the Company's strategy, budgets, performance, major capital expenditure and corporate actions. In order to be efficient, the Directors meet formally and informally either in person, by telephone or by video.

The Board aims to meet at least 6 times in the year and at least twice in person. Board Document authors are made aware of proposed deadlines prior to meetings.

The Company has in place an Audit and Risk Committee, a Remuneration Committee and an AIM Rules and UK MAR Compliance Committee with formally delegated rules and responsibilities. Fulcrum follows the QCA guidance that the Non-Executive Chairman is not the Chair of the committees, save for the AIM Rules and UK MAR Compliance Committee.

The Directors are committed to sound governance of the business and each devotes sufficient time to ensure this happens.

Directors' conflict of interests
The Board is aware of the other commitments and interests of its Directors, and changes to these commitments and interests are reported to and, where appropriate, agreed with the rest of the Board.

The number of meetings of the Board and attendance for the year ended 31 December 2023 are set out below:

	Meetings held	Meetings attended
Ryan Mee	23	22
Aidan O'Hara	23	18
John Hamilton	23	17
Clive Garston	23	22
Mitchell Smith	23	10
Alan Mooney	23	18

6. Ensure that between them the directors have the necessary up-to-date experience, skills and capabilities

The Company believes that the current balance of skills in the Board as a whole reflects a very broad range of personal, commercial and professional skills, and notes the range of financial and managerial skills. The Non-Executive Directors maintains ongoing communications with Executives between formal Board meetings.

John Hamilton is the Company Secretary and helps the Company comply with all applicable rules, regulations and obligations governing its operation. The Company's nominated adviser assists with AIM matters and ensures that all Directors are aware of their responsibilities.

In addition to their general Board responsibilities, Non-Executive Directors are encouraged to be involved in specific workshops or meetings, in line with their individual areas of expertise. The Board is kept abreast of developments of governance and AIM regulations. The Company's nominated adviser provides the Board with AIM Rules refresher training as well as the initial training as part of a new Director's on boarding.

All Directors develop their skills and capabilities through their continuing experiences. The Directors endeavour to ensure that their knowledge of best practices and regulatory developments is up to date by technical reading and attending relevant seminars and conferences as considered necessary.

The Directors have access to the Company's nominated adviser, company secretary, lawyers, and auditors as and when required and are able to obtain advice from other external bodies when necessary. If required, the Directors are entitled to take independent legal advice and if the Board is informed in advance, the cost of the advice will be reimbursed by the Company.

Neither the Board nor its committees have sought external advice on a significant matter during this period.

7. Evaluate board performance based on clear and relevant objectives, seeking continuous improvement

The Directors consider that the Company and Board are not yet of a sufficient size for a full Board evaluation to make commercial and practical sense. In the frequent Board meetings/calls, the Directors can discuss any areas where they feel a change would benefit the Company. As the Company grows, the Board, will re-consider the need for formal Board evaluation.

8. Promote a corporate culture that is based on ethical values and behaviours

The Board recognises that its decisions regarding strategy and risk will impact the corporate culture of the Company as a whole and that this will impact the performance of the Company. The Board is aware that the tone and culture set by the Board will greatly impact all aspects of the Company as a whole and the way that employees behave. The corporate governance arrangements that the Board has adopted are designed to ensure that the Company delivers long term value to its Shareholders, and that Shareholders have the opportunity to express their views and expectations for the Company in a manner that encourages open dialogue with the Board. Therefore, the importance of sound ethical values and behaviours is crucial to the ability of the Company to successfully achieve its corporate

The Board places great importance on the responsibility of accurate financial statements and auditing standards comply with Auditing Practice Board's and ethical standards for Auditors. The Board places great importance on accuracy and honesty and seeks to ensure that this aspect of corporate life flows through all that the Company does.

A large part of the Company's activities is centred upon an open and respectful dialogue with all stakeholders. Therefore, the importance of sound ethical values and behaviours is crucial to the ability of the Company to successfully achieve its corporate objectives. The Directors consider that the Company has an open culture facilitating comprehensive dialogue and feedback and enabling positive and constructive challenge. The Board maintains that as the Company grows it intends to maintain and develop strong processes which promote ethical values and behaviours across all hierarchies.

The Board has adopted an anti-corruption and bribery policy. The bribery policy applies to all Directors and employees of the Group and sets out their responsibilities in observing and upholding a zero-tolerance position on bribery and corruption, as well as providing guidance to those working for the Company on how to recognise and deal with bribery and corruption issues and the potential consequences.

The Board complies with Rule 21 of the AIM Rules relating to dealings in the Company's securities by the Directors, PDMRs and other applicable employees. To this end, the Company has adopted a Share Dealing Policy for Directors, PDMRs and other applicable employees appropriate for a company whose shares are admitted to trading on AIM and takes all reasonable steps to ensure compliance by the Directors and any relevant employees.

9. Maintain governance structures and processes that are fit for purpose and support good decision-making by the board

The Board is committed to, and ultimately responsible for, high standards of corporate governance. The Board reviews the Company's corporate governance arrangements regularly and expect to evolve this over time, in line with the Company's growth. The Board delegates responsibilities to Committees and individuals as it sees fit.

The Chairman's principal responsibilities are to ensure that the Company and its Board are acting in the best interests of shareholders. His leadership of the Board is undertaken in a manner which ensures that the Board retains integrity and effectiveness and includes creating the right Board dynamic and ensuring that all important matters, in particular strategic decisions, receive adequate time and attention at Board meetings. The CEO of the Company is the key contact for shareholder liaison and all other stakeholders. Executive Directors are responsible for the general day-to-day running of the business and developing corporate strategy.

The CEO has, through powers delegated by the Board, the responsibility for leadership of the management team in the execution of the Group's strategies and policies and for the day-to- day management of the business. He is responsible for the general day-to-day running of the Group and developing corporate strategy while the Independent Non-Executive Directors are tasked with constructively challenging the decisions of executive management and satisfying themselves that the systems of business risk management and internal financial controls are robust.

All Directors participate in the key areas of decision-making, including the following matters:
+ Strategy
+ Budgets
+ Performance
+ Major Capital Expenditure
+ Corporate Actions

The Board delegates authority to three Committees to assist in meeting its business objectives, and the Committees meet independently of Board meetings.

The Company has a Remuneration Committee, an Audit and Risk Committee, and an AIM Rules and UK MAR Compliance Committee. Details of the responsibilities of each such committee are detailed below.

Remuneration Committee
The Remuneration Committee will determine and agree with the Board the scale and structure of the remuneration of the executive Directors and approve the granting of options to Directors and employees and the performance related conditions thereof. The Remuneration Committee will also recommend to the Board a framework for rewarding senior management, including executive directors, bearing in mind the need to attract and retain individuals of the highest calibre and with the appropriate experience to make a significant contribution to the Group's development and ensure that the elements of remuneration packages are competitive and help in underpinning the performance-driven culture of the Company. The Remuneration Committee will be chaired by Alan Mooney, with its other members being Clive Garston and Mitchell Smith.

Audit and Risk Committee
The Audit and Risk Committee will receive reports from management and the external auditors relating to the interim report and the annual report and financial statements, review reporting requirements and ensure that the maintenance of accounting systems and controls is effective. The Audit and Risk Committee has and will continue to have unrestricted access to the Company's auditors. The Audit and Risk Committee will also monitor the controls which are in force for the Company and any perceived gaps in the control environment. The Board believes that the size of the Company will not justify the establishment of an independent internal audit department. The Audit and Risk Committee will be chaired by Alan Mooney, with its other members being Clive Garston and Mitchell Smith.

AIM Rules and UK MAR Compliance Committee
The AIM Rules and UK MAR Compliance Committee will monitor the Company's compliance with the AIM Rules and UK MAR and seek to ensure that the Company's Nominated Adviser is maintaining contact with the Company on a regular basis and vice versa. The committee will ensure that procedures, resources and controls are in place with a view to ensuring the Company's compliance with the AIM Rules and UK MAR including the Share Dealing Policy which the Company has adopted for the directors of the Company, certain employees and their associates to comply with UK MAR. The committee will also ensure that each meeting of the Board includes a discussion of AIM matters and assesses (with the assistance of the Company's Nominated Adviser and other advisers, as appropriate) whether the Directors are aware of their AIM responsibilities from time to time and, if not, will ensure that they are appropriately updated on their AIM responsibilities and obligations. The AIM Rules and UK MAR Compliance Committee will be chaired by Clive Garston and its other members will be Aidan O'Hara and Ryan Mee.

Nominations Committee
The Board has reviewed the need for a nominations committee and concluded that such committee is not necessary at this time due to the size and activities of the Company. The establishment of a nominations committee will remain under annual review by the board.

10. Communicate how the Company is governed and is performing by maintaining a dialogue with Shareholders and other relevant stakeholders

The Board is committed to maintaining effective communication and having constructive dialogue with its stakeholders. The Company intends to have ongoing relationships with both its private and institutional Shareholders through meetings and presentations, and for them to have the opportunity to discuss issues and provide feedback at meetings with the Company. In addition, all Shareholders are encouraged to attend the Company's Annual General Meeting. The Board will disclose the result of General Meetings by way of announcement and discloses the proxy voting numbers to those attending the meetings. In order to improve transparency, the Board has committed to publishing proxy voting results on its website in the future. The Company maintains that, if there is a resolution passed at a General Meeting with over 20 per cent. votes against, the Company will seek to understand the reason for the result and where appropriate, take suitable action.

To date committee matters have been discussed in full Board meetings. As such no formal committee reports have been required.

Information on the Investor Relations section of the Group's website is kept updated and contains details of relevant developments, regulatory announcements, financial reports and Shareholder circulars.

Shareholders with a specific enquiry can contact the Company on the website contact page. The Company uses electronic communications with shareholders in order to maximise efficiency.

Directors' report
Year ended 31 December 2023

The Directors present their report and the financial statements of the company for the year ended 31 December 2023.

A review of the business and principal risks and uncertainties has been included in the Strategic Report.

Directors
The Directors who served the company during the year were as follows:

Ryan Mee	(Appointed 10 October 2022)
Aidan O'Hara	(Appointed 16 October 2022)
John Hamilton	(Appointed 16 October 2022)
Clive Garston	(Appointed 10 October 2022)
Mitchell Smith	(Appointed 3 January 2023)
Alan Mooney	(Appointed 3 January 2023)

Dividends
The Directors do not recommend the payment of a dividend.

Future developments
The future developments of the business are set out in the Strategic Report under post year end updates and are incorporated into this report by reference.

Financial instruments
Details of the Group’s financial instruments are given in note 20.

Events after the end of the reporting period
Particulars of events after the reporting period have been addressed in the Strategic Report and in note 24.

Directors’ remuneration
The remuneration of the Directors has been fixed by the Board as a whole. The Board seeks to provide appropriate reward for the skill and time commitment required to retain the right Directors. Directors' remuneration is analysed in note 26.

Directors' Interests

Interests in Ordinary Shares

The beneficial interests of the Directors who held office at 31 December 2023 in the ordinary shares of the Group and Company are as follows:

	Fulcrum Metals Plc		Company
	31 Dec 2023 Ordinary Shares at £0.01 each	31 Dec 2022 Ordinary Shares at £0.01 each	31 Dec 2023 Ordinary Shares at £0.01 each
Ryan Mee	**6,899,786**	6,191,313	**6,899,786**
Aidan O'Hara	**6,875,485**	6,167,012	**6,875,485**
John Hamilton	-	-	-
Clive Garston	**600,000**	600,000	**600,000**
Mitchell Smith	**468,823**	468,823	**468,823**
Alan Mooney	-	-	-
	14,844,094	13,427,148	**14,844,094**

Interests in convertible loan notes

	At 31 Dec 2023	Issued during the year Number of CLNs	At 31 Dec 2022
Ryan Mee	**£ 75,000**	**405,405**	£ 53,216
Aidan O'Hara	**£ 75,000**	**405,405**	£ 53,216
John Hamilton	**£ 12,500**	**67,568**	£ 0
Clive Garston	**£ 17,500**	**94,595**	£ 0
Alan Mooney	**£ 15,000**	**81,081**	£ 0
	£195,000	**1,054,054**	£106,432

On 8 February 2023, the 2022 CLNs issued by Fulcrum Metals Limited to investors were cancelled and reissued in the name of Fulcrum Metals Plc, under a deed of surrender and cancellation agreement which was entered into on 24 November 2022.

The excercise price of the Convertible loan notes is £0.185.

Interests in share warrants	**At 31 Dec 2023 Number of Warrants**	**At 31 Dec 2022 Number of Warrants***
Ryan Mee	**125,000**	125,000
Aidan O'Hara	**125,000**	125,000
	250,000	250,000

In addition to the shareholdings set out in the table above, OnGold Invest Corp. ("OnGold"), a company owned equally by Ryan Mee, Aidan O'Hara and Mitchell Smith, owns 312,500 Ordinary Shares in the Company.

The Loan Notes subscribed for by Clive Garston were subscribed for by St James Friendly Society and held in a fund in which Clive Garston is the sole beneficiary.

*These warrants were issued in the name of Fulcrum Metals Ltd and were cancelled and replaced on 8 February 2023 with warrants in the name of Fulcrum Metals Plc.

Political and Charitable Donations
The Company made no political and charitable donations (2022: £nil) during the reporting period.

Going Concern
As a junior exploration company, the Directors are aware that the Company must seek funds from the market in the next 12 months to meet its investment and exploration plans and to maintain its listing status.

The ability to continue as a going concern is dependent on the ability to secure additional funding and the Directors consider they have various options to do so, including the issue of equity and asset disposals.

The Company successfully raised £3m in the year ended 31 December 2023 through a combination of issuing new shares and Director loan conversions. As at the year-end date the Group had total cash reserves of £620,924 (2022: £96,985).

The Directors are aware of the reliance on fundraising within the next 12 months and the material uncertainty this presents but having reviewed the Group's working capital forecasts they believe the Group is well placed to manage its business risks successfully providing the fundraising is successful. The financial statements have been prepared on a going concern basis and do not include adjustments that would result if the Group were unable to continue in operation.

Warrants and fundraising
The Group has made awards of warrants issued to shareholders as part of their subscription for shares and to suppliers for various services received. Particulars of the warrants granted are set out in Note 19.

Internal Controls

The Directors acknowledge they are responsible for the Group's system of internal control and for reviewing the effectiveness of these systems. The risk management process and systems of internal control are designed to manage rather than eliminate the risk of the Group failing to achieve its strategic objectives. It should be recognised that such systems can only provide reasonable and not absolute assurance against material misstatement or loss.

The Company and its subsidiaries have well established procedures which are considered adequate given the size of the individual businesses.

Significant Shareholdings

So far as the Directors are aware, the parties (other than the interests held by the Directors) who are directly or indirectly interested in 3% or more of the nominal value of the Company's share capital at 1 May 2024 is as follows:

	Number of Ordinary Shares	Percentage of Issued share capital
Panther Metals Plc	**7,625,122**	**15.26%**

Disclosure of Information to the Auditor

Each of the persons who is a director at the date of approval of this Annual Report confirms that:

- so far as the directors are aware, there is no relevant audit information of which the Company's auditors are unaware; and

- the director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

Adler Shine LLP have been appointed as auditor and has expressed their willingness to continue in office.

This report was approved by the board of directors on 30 April 2024 and signed on behalf of the board by:

Ryan Mee
Director

John Hamilton
Director

Directors' Responsibilities Statement
Year ended 31 December 2023

The directors are responsible for preparing the strategic report, directors report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with UK adpoted International Accounting Standards. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the profit or loss of 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 judgments and accounting estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRS; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

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

The directors, after making enquiries, have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. They therefore continue to adopt the going concern basis in preparing the accounts.

Independent Auditor's Report to the members of Fulcrum Metals PLC Year ended 31 December 2023

Opinion on the financial statements

We have audited the financial statements of Fulcrum Metals Plc (the ‘Parent Company’) and its subsidiaries (the ‘Group’) for the year ended 31 December 2023 which comprise the consolidated statement of comprehensive income, the consolidated and company statements of changes in equity, the consolidated and company statements of financial position, the consolidated and Company statement of cash flows and notes to the financial statements, including a summary of significant accounting policies.

The financial reporting framework that has been applied in the preparation of the Group and Parent Company financial statements is applicable law and UK adopted international accounting standards.

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 2023 and of the Group’s loss for the year then ended;
- the Group and Parent Company financial statements have been properly prepared in accordance with UK adopted international accounting standards; 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 as applied to listed entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Material uncertainty relating to going concern

We draw your attention to the policy on Going Concern within Note 1 to the financial statements which indicates the Group and Parent Company financial statements are prepared on a going concern basis. The Board has referred to the fact that the Parent Company will need to raise further funds to meet its planned exploration and evaluation activities as budgeted. As stated in note 1, this event or condition, indicates that a material uncertainty exists that may cast significant doubt on the company’s ability to continue as a going concern. The financial statements do not include the adjustments (such as impairment of assets) that would result if the Group and the Parent Company were unable to continue as a going concern. Our opinion is not modified in respect of this matter.

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. Our evaluation of the Directors’ assessment of the Group and the Parent Company’s ability to continue to adopt the going concern basis of accounting included:

- A critical evaluation of the Directors’ assessment of the entity's ability to continue as a going concern, covering the period of at least 12 months from the date of approval of the financial statements by;

- Evaluating the process the Directors followed to make their assessment, including confirming the assessment and underlying projections were prepared by appropriate individuals with sufficient knowledge of the detailed figures as well as an understanding of the entities markets, strategies and risks.

- Understanding, challenging and corroborating the key assumptions included in their cash flow forecasts against prior year, our knowledge of the business and industry, and other areas of the audit.

- Searching through enquiry with the Directors, review of board minutes and review of external resources for any key future events that may have been omitted from cash flow forecasts and assessing the impact these could have on future cash flows and cash reserves.

- Assessing stress test scenarios and challenging whether other reasonably possible scenarios could occur and including these where appropriate.

- Considering the adequacy of the disclosures relating to going concern included within the annual report against the requirements of the accounting standards and consistency of the disclosures against the forecasts and going concern assessment.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

The directors' assessment of going concern involves a number of highly subjective judgements, therefore, this was accordingly identified as a Key Audit Matter.

Overview of our audit approach

Materiality

In planning and performing our audit we applied the concept of materiality. An item is considered material if it could reasonably be expected to change the economic decisions of a user of the financial statements. We used the concept of materiality to both focus our testing and to evaluate the impact of misstatements identified.

Based on our professional judgement, we determined overall materiality for the Group financial statements as a whole to be £45,000 based on 1% of the Group's gross assets per pre-year end management accounts. Materiality was subsequently reviewed based on final results with no amendments being required.

We use a different level of materiality ('performance materiality') to determine the extent of our testing for the audit of the financial statements. Performance materiality is set based on the audit materiality as adjusted for the judgements made as to the entity risk and our evaluation of the specific risk of each audit area having regard to the internal control environment. Our level of performance materiality was £34,000.

Where considered appropriate performance materiality may be reduced to a lower level, such as, for related party transactions and Directors' remuneration.

We agreed with the Audit Committee to report to it all identified errors in excess of £4,500. Errors below that threshold would also be reported to it if, in our opinion as auditor, disclosure was required on qualitative grounds.

We set materiality for each component of the Group based on a percentage of between 40% and 70% of Group materiality dependent on the size and our assessment of the risk of material misstatement of that component. Component materiality ranged from £14,000 to £23,000. In the audit of each component, we further applied performance materiality levels of 75% of the component materiality to our testing to ensure that the risk of errors exceeding component materiality was appropriately mitigated.

An overview of the scope of our audit

Our assessment of audit risk, our evaluation of materiality and our allocation of performance materiality determine our audit scope for the Group and the Parent Company. This enabled us to form an opinion on the consolidated financial statements.

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we looked at where the directors made subjective judgements, for example in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain.

We tailored the scope of our audit to ensure that we performed sufficient work to be able to give an opinion on the financial statements as a whole, taking into account an understanding of the structure of the Parent Company, its activities, the accounting processes and controls, and the industry in which they operate. Our planned audit testing was directed accordingly and was focused on areas where we assessed there to be the highest risk of material misstatement. During the audit we reassessed and re-evaluated audit risks and tailored our approach accordingly.

The audit testing includes substantive testing on significant transactions, balances and disclosures, the extent of which was based on various factors such as overall assessment of the control environment, the effectiveness of controls and the management of specific risk.

We communicated with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant findings, including any significant deficiencies in internal control that we identify during the audit.

Key audit matters

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

Aside from the going concern key audit matter identified above, we identified the following areas as the key audit matters relevant to our audit of the financial statements.

<table>
<tr><th colspan="2">Key audit matter</th><th>How the scope of our audit addressed the key audit matter</th></tr>
<tr><td>Valuation and impairment of exploration and evaluation assets</td><td>The carrying value of exploration and evaluation assets as at 31 December 2023 was £3,883,651 which comprised of expenditure on the Canadian licence areas, as disclosed in Note 10. There is a risk that the carrying value of these projects is impaired and that exploration and evaluation (E&E) costs capitalised during the year have not been capitalised in accordance with IFRS 6.

Due to the complexity and estimation uncertainty, the audit team raised this as a key audit matter</td><td>Our work in this area included:

• Reviewing and considering the impairment indicators in IFRS 6 in relation to the asset held;
• Obtaining support for ownership of licences;
• Reviewing Management's basis for impairment or non-impairment and challenging assumptions made;
• Performing substantive testing on capitalised expenditure during the year to ensure it met the capitalisation criteria of IFRS 6;
• Considering the adequacy of the disclosures made in the financial statements over this as a significant area of judgement.

Based on our review, we have verified a sample of capitalised expenditure and have sufficient appropriate audit evidence to conclude that it has been capitalised appropriately in accordance with IFRS 6.

No indicators of impairment were identified and, therefore, the facts and circumstances do not suggest that the carrying value amount of the E&E assets exceeds the recoverable amount. Therefore, we are satisfied that no impairment is required other than as stated in the financial statements.</td></tr>
</table>

Key audit matter		How the scope of our audit addressed the key audit matter
Valuation and impairment of inter-company balances	The company has a highly material inter-company debtor balance with its subsidiaries, Fulcrum Metals Ltd, Fulcrum Metals (Canada) Limited and Fulcrum Metals No. 2 (Canada) Limited amounting to £4,111,933 as disclosed in Note 13. There is a risk that, if the exploration and evaluation assets have been inappropriately capitalised or require impairment, then the recoverable amount of the inter-company balance may be below its carrying value.	Through our audit work on the exploration and evaluation assets, we did not identify any inappropriate capitalisation or potential indicators of impairment. Therefore, no indicators of impairment relating to the inter-company balance built up to fund the exploration activities have been identified. Consequently, we agree with the directors' assessment that the carrying amount of the inter-company debtor does not exceed its recoverable amount.
Valuation and classification of Convertible Loan Notes and Warrant	The Group and Company issued convertible loan notes amounting to £520,000 and 4,361,079 Warrants at various times during the year which were valued at £288,122. There is a risk that warrants and convertible loan notes may not have been valued using appropriate assumptions and valuation methodologies. There is also a risk that the resulting valuation may not haven been correctly classified within the financial statements.	We obtained valuations of convertible loan notes and warrants. We obtained and reviewed convertible loan notes and warrant agreements and confirmed that the assumptions used in the valuations were in line with these agreements. We reviewed and challenged management's assumptions and obtained further information and explanations as required. We also reviewed the classification of the convertible loan notes and ensured they had been classified correctly within the income statement, non-current liabilities and equity. We concluded that convertible loan notes and warrants had been valued appropriately and had been classified correctly.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report and Financial Statements 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.

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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Group and the Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Report of the Directors. We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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

Responsibilities of Directors

As explained more fully in the 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.

Extent to which the audit was 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. We are not responsible for preventing irregularities. The primary responsibility for the prevention and detection of fraud rests with both those charge with governance of the entity and management. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the group and the industry in which it operates. We determined that the most significant laws and regulations which are directly relevant to specific assertions in the financial statements are those related to the reporting framework, including UK adopted international accounting standards, and significant regulations relating to the sector in which the group operates are employment and taxation laws and regulations in the jurisdictions in which the Group operates.
- We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be the override of controls by management. Our audit procedures to respond to these risks included enquiries of management about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals and reviewing accounting estimates for biases.
- We designed our audit procedures to detect irregularities, including fraud. Our procedures included journal entry testing, with a focus on large or unusual transactions based on our knowledge of the business; enquiries with Group management and review of Board minutes; and focussed testing as referred to in the Key Audit Matters section above.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

These inherent limitations are particularly significant in the case of misstatement resulting from fraud as this may involve sophisticated schemes designed to avoid detection, including deliberate failure to record transactions, collusion or the provision of intentional misrepresentations.

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

Use of our report

This report is made solely to the Parent 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 Parent 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 Parent Company and the Parent Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Adler Shine

Christopher Taylor FCA (Senior Statutory Auditor)
For and on behalf of
Adler Shine LLP, Statutory Auditor
Aston House
Cornwall Avenue
London
30 April 2024

Fulcrum Metals PLC

Consolidated Statement of Comprehensive Income
Year ended 31 December 2023

	Note	2023 £	2022 £
Turnover		**-**	-
Administrative expenses	**2**	**(985,684)**	(254,339)
Exceptional Item	**5**	**(646,708)**	(268,056)
Operating loss	**2**	**(1,632,392)**	(522,395)
Finance income	**6**	**56,131**	-
Finance costs	**7**	**(138,162)**	(97,202)
Loss before taxation		**(1,714,423)**	(619,597)
Tax on loss	**8**	**-**	-
Loss for the financial year		**(1,714,423)**	(619,597)
Foreign currency translation of foreign subsidiaries		**(7,514)**	(9,169)
Total comprehensive loss for the year		**(1,721,937)**	(628,766)
Loss attributable to:			
Continuing operations		**(1,721,937)**	(628,766)
		(1,721,937)	(628,766)
Earnings per share	**9**		
Basic and diluted loss per share (pence per share)		**(0.037)**	(0.072)

All the activities of the company are from continuing operations.

The company has no other recognised items of income and expenses other than the results for the year as set out above.

The notes on pages 45 to 74 form part of these financial statements.

Fulcrum Metals PLC

Consolidated Statement of Financial Position
As at 31 December 2023

	Note	2023 £	2023 £	2022 £	2022 £
Assets					
Non-current assets					
Exploration & evaluation assets	**10**	**3,883,651**		651,489	
Property, plant and equipment	**11**	**1,040**		1,592	
Total Non-Current Assets			**3,884,691**		653,081
Current assets					
Trade and other receivables	**13**	**42,948**		530,643	
Cash and cash equivalents	**14**	**620,924**		96,985	
		663,872		627,628	
Current liabilities					
Trade and other payables	**15**	**(134,941)**		(659,805)	
Net current assets/(liabilities)			**528,931**		(32,177)
Total assets less current liabilities			**4,413,622**		620,904
Non-current liabilities	**16**		**(732,651)**		(100,000)
Net assets			**3,680,971**		520,904
Capital and reserves					
Called up share capital	**22**		**499,609**		190,992
Share premium account	**22**		**5,367,516**		710,200
Share option reserve	**23**		**288,122**		448,357
Other reserve			**(134,678)**		(161,445)
Foreign exchange translation reserve			**(16,683)**		(9,169)
Retained earnings			**(2,322,915)**		(658,031)
Total equity			**3,680,971**		520,904

The financial statements of Fulcrum Metals PLC, registered number 14409193 were approved by the board and authorised for issue on 30 April 2024. They were signed on its behalf by:

Ryan Mee
Director

John Hamilton
Director

The notes on pages 45 to 74 form part of these financial statements.

Fulcrum Metals PLC

Company Statement of Financial Position
As at 31 December 2023

	Note	2023 £	£
Assets			
Non-current assets			
Investments	12	901,193	
			901,193
Current assets			
Trade and other receivables	13	4,141,377	
Cash and cash equivalents	14	81,733	
		4,223,110	
Current liabilities			
Trade and other payables	15	(51,357)	
Net current assets			4,171,753
Total assets less current liabilities			5,072,946
Non-current liabilities	18		(519,380)
Net assets			4,553,566
Capital and reserves			
Share capital	22		499,609
Share premium account	22		5,367,516
Share option reserve	23		288,122
Other reserves	18		26,767
Retained earnings			(1,628,448)
Shareholders' funds			4,553,566

The financial statements of Fulcrum Metals PLC, registered number 14409193 were approved by the board and authorised for issue on 30 April 2024. They were signed on its behalf by:

Ryan Mee
Director

John Hamilton
Director

The notes on pages 45 to 74 form part of these financial statements.

Fulcrum Metals PLC

Consolidated Statement of Changes in Equity
Year ended 31 December 2023

	Share capital	Share premium account	Share option reserve	Other reserve	Foreign exchange translation reserve	Retained earnings	Total
	£	£	£	£	£	£	£
At 1 January 2022	-	-	133,420	-	-	(38,434)	94,986
Loss for the year	-	-	-	-	-	(619,597)	(619,597)
Foreign currency retranslation	-	-	-	-	(9,169)	-	(9,169)
Total comprehensive loss for the year	-	-	-	-	(9,169)	(619,597)	(628,766)
Issue of shares	190,992	710,200	-	-	-	-	901,192
Issue of options and warrants	-	-	314,937	-	-	-	314,937
Merger reserve	-	-	-	(161,445)	-	-	(161,445)
At 31 December 2022 and 1 January 2023	**190,992**	**710,200**	**448,357**	**(161,445)**	**(9,169)**	**(658,031)**	**520,904**
Loss for the year	-	-	-	-	-	(1,714,423)	(1,714,423)
Foreign currency retranslation	-	-	-	-	(7,514)	-	(7,514)
Total comprehensive loss for the year	**-**	**-**	**-**	**-**	**(7,514)**	**(1,714,423)**	**(1,721,937)**
Issue of shares	308,617	4,904,074	-	-	-	-	5,212,691
Equity component of convertible debt	-	-	-	26,767	-	-	26,767
Issue of options and warrants	-	-	288,122	-	-	-	288,122
Cancellation of options and warrants	-	-	(448,357)	-	-	49,539	(398,818)
Cost of shares issued	-	(246,758)	-	-	-	-	(246,758)
At 31 December 2023	**499,609**	**5,367,516**	**288,122**	**(134,678)**	**(16,683)**	**(2,322,915)**	**3,680,971**

Share premium
Share premium is the amount subscribed for share capital in excess of nominal value.

Share option reserve
Share option reserve represents the valuation of warrants granted by the Group that have not yet been exercised.

Other reserve

Other reserve represents all other reserve balances, including the equity component of the Convertible loan notes issued by the Group, and the Merger Reserve which represents the difference between the nominal value of consideration paid for shares acquired in entities under common control and the nominal value of those shares.

Translation reserve

The translation reserve represents foreign exchange differences arising from the translation of the net assets of the Group's foreign operations from their functional currency into the Company's functional currency, being Sterling, including the translation of the profits and losses of such operations from the average rate for the year to the closing rate at the Balance Sheet date.

Retained earnings

Retained earnings are all other net gains and losses and transactions with owners (e.g. dividends) not recognised elsewhere.

Company Statement of Changes in Equity
Period from incorporation 10 October 2022 to 31 December 2023

	Share capital	Share premium account	Share option reserve	Other reserves	Retained earnings	Total
	£	£	£	£	£	£
At 10 October 2022	-	-	-	-	-	-
Loss for the period					(1,628,448)	(1,628,448)
Total comprehensive loss for the period	-	**-**	-	-	**(1,628,448)**	**(1,628,448)**
Issue of shares	499,609	5,614,274	-	-	-	6,113,883
Issue of convertible debt	-	-	-	26,767	-	26,767
Issue of options, rights and warrants	-	-	288,122	-	-	288,122
Cost of shares issued	-	(246,758)	-	-	-	(246,758)
At 31 December 2023	**499,609**	**5,367,516**	**288,122**	**26,767**	**(1,628,448)**	**4,553,566**

Share premium
Share premium is the amount subscribed for share capital in excess of nominal value.

Share option reserve
Share option reserve represents the valuation of warrants granted by the Group that have not yet been excercised.

Other reserves
Other reserves represents the equity component of the Convertible loan notes issued by the Group.

Retained earnings
Retained earnings are all other net gains and losses and transactions with owners (e.g. dividends) not recognised elsewhere.

Fulcrum Metals PLC

Consolidated Statement of Cash Flows
Year ended 31 December 2023

	Note	2023 £	2022 £
Cash flows from operating activities			
Loss for the financial year		**(1,714,423)**	(619,597)
Adjustments for:			
Depreciation of property, plant & equipment		**520**	530
Impairment of exploration and evaluation assets		**153,732**	23,007
Finance income	**6**	**(56,131)**	-
Finance costs	**7**	**138,162**	97,202
Share option expense		**45,594**	-
Loss on exchange		**7,605**	-
Changes in:			
Trade and other receivables		**487,695**	(527,017)
Trade and other payables		**(447,110)**	507,415
Movement on Directors' loan		-	100,000
Net cash used in operating activities		**(1,384,356)**	(418,460)
Cash flows from investing activities			
Purchase of property, plant & equipment		-	(2,122)
Purchase of exploration and evaluation assets		**(1,321,053)**	(424,679)
Net cash used in investing activities		**(1,321,053)**	(426,801)
Cash flows from financing activities			
Proceeds from an equity share issue		**2,900,000**	338,010
Proceeds from issue of new debt		**520,000**	453,463
Share issue costs		**(174,000)**	-
Interest paid	**7**	**(16,250)**	-
Net cash from financing activities		**3,229,750**	791,473
Net increase/(decrease) in cash and cash equivalents		**524,341**	(53,788)
Cash and cash equivalents at beginning of year	**14**	**96,985**	155,613
Exchange losses on cash and cash equivalents		**(402)**	(4,840)
Cash and cash equivalents at end of year	**14**	**620,924**	96,985

Fulcrum Metals PLC

Company Statement of Cash Flows
Year ended 31 December 2023

	Note	*From 10 October 2022 to* **31 December 2023** £
Cash flows from operating activities		
Loss for the financial period		**(1,628,448)**
Adjustments for:		
Finance Costs	**7**	**138,162**
Share option expense		**45,594**
Changes in:		
Trade and other receivables		**(29,444)**
Trade and other payables		**51,357**
Movement on inter-company		**(1,725,238)**
Cash generated from operations		**(3,148,017)**
Net cash used in operating activities		**(3,148,017)**
Cash flows from financing activities		
Proceeds from an equity share issue after costs		**2,900,000**
Transaction costs		**(174,000)**
Proceeds from issue of new debt		**520,000**
Finance costs		**(16,250)**
Net cash from financing activities		**3,229,750**
Net increase in cash and cash equivalents		**81,733**
Cash and cash equivalents at beginning of year	**14**	**-**
Cash and cash equivalents at end of year	**14**	**81,733**

1. General information

The Company is a public limited company, incorporated, domiciled, and registered in England and Wales. The registered number is 14409193. The Company's registered office and principal place of business is Unit 58, Basepoint Business Centre Isidore Road, Bromsgrove Enterprise Park, Bromsgrove, Worcestershire, B60 3ET, England.

Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis. Where the carrying value of assets and liabilities are calculated on a different basis, this is disclosed in the relevant accounting policy. The accounting policies have been applied consistently to all financial periods presented in the Consolidated Financial Statements.

The Group and Parent Company financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and their interpretations issued by the International Accounting Standards Board ("IASB") as adopted by the United Kingdom ("UK adopted IFRS") insofar as these apply to the financial statements.

The UK adopted IFRS as applied by the Group in the preparation of these financial statements are those that were effective on or before 1 January 2023.

Basis of consolidation

The consolidated financial statements include the results of Fulcrum Metals plc and its subsidiary undertakings. The financial statements of all group companies are adjusted, where necessary, to ensure the use of consistent accounting policies.

The Group was formed after the Company - prior to its IPO and listing on AIM - completed a share for share transaction with Fulcrum Metals Limited. The Board has taken the view that the most appropriate way to account for this in line with IFRS is to deem the share for share exchange as a group reconstruction. This has been accounted for under the basis of merger accounting given that the ultimate ownership before and after the transaction remained the same. There is currently no specific guidance on accounting for group reconstructions such as this transaction under IFRSs. In the absence of specific guidance, entities should select an appropriate accounting policy and IFRS permits the consideration of pronouncements of other standard-setting bodies. This group reconstruction as scoped out of IFRS 3 has therefore been accounted for using predecessor accounting principles resulting in the following practical effects;

i) The net assets of the Company and the predecessor group, Fulcrum Metals Limited and its subsidiary undertakings (the "Predecessor Group"), are combined using existing book values, with adjustments made as necessary to ensure that the same accounting policies are applied to the calculation of the net assets of both entities;

(ii) No amount is recognised as consideration for goodwill or negative goodwill;

(iii) The consolidated profit and loss account includes the profits or losses of the company and the Predecessor Group for the entire period, regardless of the date of the reconstruction, and the comparative amounts in the consolidated financial statements are restated to the figures presented by the Predecessor Group;

(iv) The retained earnings reserve includes the cumulative results of the Company and the Predecessor Group, regardless of the date of the reconstruction, and the comparative amounts in the statement of financial position are restated to those presented by the Predecessor Group.

Going concern

The Directors have prepared the financial statements on the going concern basis which assumes that the Group and Company will continue in operational existence for at least twelve months from the date of the approval of these financial statements as described below.

The Group generated a loss for the financial year of £1,714,423 (2022: £619,597), net assets of £3,680,971 (2022: £520,904) and a cash balance of £620,924 (2022: £96,985) at the statement of financial position date.

In February 2023, Fulcrum Metals PLC completed the process of an IPO onto the AIM market of the London Stock Exchange and raised £3.0 million in connection with the admission of the company to fund the new Group. Fulcrum Metals Limited will be funded by the Parent Company Fulcrum Metals PLC from the IPO fundraise.

The company met its financial costs in the financial year ended 31st December 2023 by raising additional finance via Convertible Loan Notes amounting to £520,000 at 31 July 2023 and the issue of shares amounting to £2,900,000 over the year. For a breakdown of issues of shares less transaction costs and Warrants issued see note 22.

Funds are depleted as of April 2024 to a cash balance of £406,734 at 31 March 2024. The Directors are actively considering the next steps in relation to securing further funds to finance the Group and its projects moving forward.

Having considered the risks and uncertainties of the business, their projections for the future performance of the Company, and the current uncertain economic environment, the Directors have referred to that fact the Group will require further financial resources to conduct its planned exploration activities, meet its committed licence obligations and cover its general operating costs over the next 12 months. This represents a material uncertainty over going concern but as the group conducted successful exploration programmes in different projects and has confidence in securing further financial resources , the Directors have a reasonable expectation that the Company will continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Functional and presentation currency

The consolidated financial statements are presented in Pounds Sterling, which is the Group's presentation currency. Items included in the financial statements of the subsidiaries are measured using the currency of the primary economic environment in which the entity operates (the 'functional currency'). The functional currency of the group is Pound Sterling and the functional currency of the Subsidiaries are Canadian Dollar (CAD) and Euro (€).

Foreign Currency transactions are translated into the functional currency using the exchange rate prevailing at the dates of the transactions or valuation where such items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.

Exploration and evaluation assets

Exploration and evaluation assets represent the cost of acquisitions by the Group of rights and licenses. All costs associated with the exploration and investment are capitalised on a project by project basis, pending determination of the feasibility of the project. Costs incurred include appropriate technical and administrative expenses, but not general overheads and these assets are not amortised until technical feasibility and commercial viability is established.

Any deferred contingent consideration payable in relation to acquisitions of licenses or options under the exploration projects is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration, which is deemed to be an asset or liability, are recognised either in the profit and loss account or in other comprehensive income, in accordance with IAS 39. Deferred and contingent consideration amounts payable in the next or subsequent financial years are discounted to present value with year-on-year changes reflected in the profit and loss account. Amounts payable based on the ultimate success of an exploration project are only recognised when there is a legal obligation in relation to the acquisition agreement, the amount can be reliably estimated and there is a strong likelihood of the amount being payable.

If an exploration project is successful, the related expenditures will be transferred to mining assets and amortised over the estimated life of the reserve. Where a license is relinquished or a project abandoned, the related costs are written off. The recoverability of all exploration and development costs is dependent upon the discovery of economically recoverable reserves, the ability of the Group to obtain necessary financing to complete the development of reserves and future profitable production or proceeds from the disposition thereof.

Exploration and evaluation assets are assessed for impairment annually or when facts and circumstances suggest that the carrying amount of an asset may exceed its recoverable amount. The assessment is carried out by allocating exploration and evaluation assets to cash generating units, which are based on specific projects or geographical areas. IFRS 6 permits impairments of exploration and evaluation expenditure to be reversed should the conditions which led to the impairment improve. The Group continually monitors the position of the projects capitalised and impaired.

Whenever the exploration for and evaluation of mineral resources in cash generating units does not lead to the discovery of commercially viable quantities of mineral resources and the group has decided to discontinue such activities of that unit, the associated expenditures are written off to the income statement.

Trade and other receivables

Trade and other receivables are carried at original invoice amount less provision made for impairment of these receivables. A provision for impairment of trade and other receivables is established when there is objective evidence that the Group or Company will not be able to collect all amounts due according to the original terms of the receivables. The amount of the provision is the difference between the assets' carrying amount and the recoverable amount. Provisions for impairment of receivables are included in the income statement.

Trade and other payables

Trade and other payables represent liabilities for goods and services provided to the Group or Company prior to the financial year, which are unpaid. Current liabilities represent those amounts falling due within one year.

Equity instrument

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all its liabilities. Equity instruments issued by the Group are recognised as the proceeds received, net of direct issue costs.

The costs of an equity transaction are accounted for as a deduction from equity to the extent they are incremental costs directly attributable to the equity transaction that would otherwise have been avoided.

The Company's Ordinary Shares are classified as equity instruments and are shown within the share capital and the share premium reserves.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful life of that asset as follows:

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new estimates.

Expenditure that does not meet the above criteria is expensed as incurred.

Property, Plant & Equipment

Property, plant & equipment are initially recorded at cost, and are subsequently stated at cost less any accumulated depreciation and impairment losses.

Any property, plant & equipment carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in capital and reserves, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in capital and reserves in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in capital and reserves in respect of that asset, the excess shall be recognised in profit or loss.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Fittings fixtures and equipment	-	25%	straight line

If there is an indication that there has been a significant change in depreciation rate, useful life or residual value of tangible assets, the depreciation is revised prospectively to reflect the new estimates.

Investments

Shares in Group undertakings are held at cost less impairment provisions. Impairments occur where the recoverable value of the investment is less than its carrying value. The recoverable value of the investment is the higher of its fair value less costs to sell and value in use. Value In Use is based on the discounted future net cash flows of the investee.

Impairment

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

When it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

Exploration and evaluation assets are reviewed regularly for indicators of impairment and costs are written off where circumstances indicate that the carrying value might not be recoverable. In such circumstances, the exploration and evaluation asset is allocated to development and production assets within the same cash generating unit and tested for impairment. Any such impairment arising is recognised in the income statement for the period. Where there are no development and production assets, the impaired costs of exploration and evaluation are charged immediately to the income statement.

Financial instruments
Financial Assets

(i) Classification
The Group classifies its financial assets in the following categories: at amortised cost including trade receivables and other financial assets at amortised cost, at fair value through other comprehensive income and at fair value through profit or loss, loans and receivables, and available-for-sale. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

(ii) Recognition and measurement
Trade and other receivables are recognised initially at the amount of consideration that is unconditional, unless they contain significant financing components, in which case they are recognised at fair value. The group holds the trade and other receivables with the objective of collecting the contractual cash flows, and so it measures them subsequently at amortised cost using the effective interest method.

The group classifies its financial assets as at amortised cost only if both of the following criteria are met:
• the asset is held within a business model whose objective is to collect the contractual cash flows; and
• the contractual terms give rise to cash flows that are solely payments of principal and interest.

(iii) Impairment of financial assets
The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate (EIR). The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms. ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables (not subject to provisional pricing) and other receivables due in less than 12 months, the Group applies the simplified approach in calculating ECLs, as permitted by IFRS 9. Therefore, the Group does not track changes in credit risk, but instead, recognises a loss allowance based on the financial asset's lifetime ECL at each reporting date. The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows and usually occurs when past due for more than one year and not subject to enforcement activity.

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

(iv) Derecognition
The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. This is the same treatment for a financial asset measured at FVTPL.

Financial liabilities
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Group's financial liabilities include trade and other payables.

Subsequent measurement
The measurement of financial liabilities depends on their classification, as described below:

Trade and other payables
After initial recognition, trade and other payables are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the statement of profit or loss and other comprehensive income when the liabilities are derecognised, as well as through the EIR amortisation process.

Amortised cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss and other comprehensive income.

Derecognition
A financial liability is derecognised when the associated obligation is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss and other comprehensive income.

Cash and Cash Equivalents
Cash and cash equivalents comprise cash at bank and in hand.

Share Capital, share premium and share option reserves
Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity, as a deduction, net of tax, from the proceeds provided there is sufficient premium available. Should sufficient premium not be available placing costs are recognised in the Income Statement.

Share option reserve consist of the proceeds on issue of the convertible loan note allocated to the equity component and warrant options awarded by the group.

Warrants
The Group classifies instruments issued as financial liabilities or equity instruments in accordance with the substance of the contractual terms of the instruments.

Taxation

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the reporting date.

Deferred tax is recognised on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, with the following exceptions:

- In respect of taxable temporary differences associated with investments in subsidiaries, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future; and
- Deferred tax assets are recognised only to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carried forward tax credits or tax losses can be utilised.
- Deferred tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply when the related asset is realised or liability is settled, based on tax rates or laws enacted or substantively enacted at the reporting date.
- The carrying amount of deferred tax assets is reviewed at each reporting date. Deferred tax assets and liabilities are offset only if certain criteria are met. Income tax is charged or credited to other comprehensive income if it relates to items that are charged or credited to other comprehensive income. Similarly, income tax is charged or credited directly to equity if it relates to items that are credited or charged directly to equity. Otherwise, income tax is recognised in the income statement.

Changes in accounting policies

New standards, interpretations and amendments that are effective for the first time for the financial year beginning 1 January 2023:

IFRS 4	Amendments regarding the expiry date of the deferral approach
IFRS 17	Insurance contracts
IFRS 17	Amendments regarding comparative information for initial application of IFRS 17 and IFRS 9
IAS 1	Amendments regarding disclosure of accounting policies
IAS 8	Amendments regarding the definition of accounting estimates
IAS 12	Amendments resulting from deferred tax assets and liabilities arising from a simple transaction

New standards, interpretations and amendments effective from 1 January 2024:

At the date of authorisation of these financial statements, certain new standards, amendments and interpretations to existing standards have been published by the IASB and adopted by the EU but are not yet effective and have not been adopted early by the Group. Management anticipates that all of the relevant pronouncements will be adopted in the Group's accounting policies for the first period beginning after the effective date of the pronouncement. Information on new standards, amendments and interpretations that are expected to be relevant to the Group's financial statements is provided below. Certain other new standards and interpretations have been issued but are not expected to have a material impact on the Group's financial statements.

IFRS 16	Amendments to clarify seller-lessee subsequently measured sale and leaseback transactions
IFRS S1	General Requirements for Disclosure of Sustainability-related Financial Information
IFRS S2	Climate-related Disclosures
IFRS 7	Amendments regarding supplier finance arrangements
IAS 1	Amendments regarding to the classification of liabilities with covenants as either current or non-current
IAS 7	Amendments regarding supplier finance arrangements

Judgements and key sources of estimation uncertainty

The preparation of the Group Financial Statements in conformity with IFRSs requires Management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of expenses during the year. Actual results may vary from the estimates used to produce these Financial Statements.

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.

Significant items subject to such estimates and assumptions include, but are not limited to:

Impairment of exploration and evaluation costs

Exploration and evaluation costs have a carrying value at 31 December 2023 of £3,883,651 (31 December 2022 : £651,489): refer to Note 10 for more information. The Group has a right to renew exploration permits and the asset is only depreciated once extraction of the resource commences. Management tests annually whether exploration projects have future economic value in accordance with the accounting policy stated in the exploration and evaluation assets accounting policy.

Each exploration project is subject to an annual review by either a consultant or senior company geologist to determine if the exploration results returned during the year warrant further exploration expenditure and have the potential to result in an economic discovery. This review takes into consideration the expected costs of extraction, long term metal prices, anticipated resource volumes and supply and demand outlook. In the event that a project does not represent an economic exploration target and results indicate there is no additional upside, a decision will be made to discontinue exploration.

The directors concluded that an impairment charge of £153,732 (2022: £23,930) was required as at 31 December 2023. See Note 10 for the directors' assessment.

Valuation of convertible loan notes

The Group's convertible loan notes are classified as compound financial instruments as at 31 December 2023. Compound financial instruments require the company to assess the fair value of their debt component with reference to open market interest rates for comparable debt excluding any equity components. This requires judgment as to the applicable open market interest rates.

Valuation of warrants

The Group has made awards of warrants issued to shareholders as part of their subscription for shares and to suppliers for various services received.

The valuation of these options and warrants involves making a number of critical estimates relating to price volatility, future dividend yields, expected life of of the options and forfeiture rates. These assumptions have been described in more detail in Note 19.

2. Operating loss

Operating loss is stated after charging/(crediting):

	2023	2022
	£	£
Depreciation of property, plant & equipment	**520**	510
Impairment of exploration and evaluation assets	**153,732**	23,930
Foreign exchange differences	**66,673**	12,031
Auditors' remuneration (note 3)	**112,018**	54,330
Staff Costs (note 4)	**200,868**	23,020

3. Auditors remuneration

	2023	2022
	£	£
Fees payable to the Company's auditor for the audit of the Group and Company accounts	**35,000**	-
Fees payable to the auditor of the component Company's accounts	**12,018**	54,330
Total audit fees	**47,018**	54,330
Fees payable to the Company's auditor for acting as reporting accountant	**65,000**	-
Total non-audit fees	**65,000**	-

4. Employees

The average number of persons employed by the company during the year, including the directors was 5 (2022: 4)

See Note 26 for directors' remuneration and key management compensation.

The aggregate payroll costs incurred during the year were:

	2023	2022
	£	£
Wages and salaries	**191,037**	20,816
Social security costs	**9,831**	2,204
	200,868	23,020

5. Exceptional items

	2023	2022
	£	£
Exceptional items	**646,708**	268,056

These are legal and professional costs incurred relating to the Company's admission to AIM.

6. Finance income

	2023	2022
	£	£
Other interest receivable and similar income	**56,131**	-

The finance income is related to the fair value movement on Convertible Loan Notes.

7. Finance costs

	2023	2022
	£	£
Warrants granted	**95,785**	35,204
Convertible loan note related costs	**42,377**	61,998
	138,162	97,202

8. Tax on loss

	2023	2022
	£	£
Tax on loss	-	-

Reconciliation of tax expense

The tax assessed on the loss for the year is higher than (2022: higher than) the effective rate of corporation tax in the UK of 23.50% (2022: 19.00% Standard Rate).

	2023	2022
	£	£
Loss before taxation	**(1,714,423)**	(619,597)
Loss multiplied by rate of tax (23.50% (2022: 19%))	**(402,889)**	(117,723)
Unrelieved tax losses	**188,457**	62,873
Exceptional items	**141,262**	-
Share based payments	**33,224**	-
Impairment Provision	**36,127**	-
Effect of expenses not deductible for tax purposes	**3,819**	54,850
Tax on loss	**-**	-

The standard rate of UK Corporation tax increased from 19% to 25% on 1 April 2023.

The Group has incurred tax losses for the year. The amount of the unutilised tax losses has not been recognised in the financial statements as the recovery of this benefit is dependent on future profitability, the timing of which cannot be reasonably forseen. The estimated unrecognised defered tax asset at year end is £178,000 (2022: NIL)

9. Earnings per share

Group basic loss per share

	2023	2022
Basic loss per share from continuing operations (pence per share)	**(0.037)**	(0.072)

The loss and weighted average number of shares used in the calculation of basic loss per share are as follows:

	2023 £	2022 £
Loss for the year attributable to the Group	**(1,714,423)**	(619,597)

	2023 No	2022 No
Weighted average number of ordinary shares in issue	**46,104,782**	8,617,944

Group diluted loss per share

	2023	2022
Diluted loss per share from continuing operations (pence per share)	**(0.037)**	(0.072)

The loss and weighted average number of shares used in the calculation of diluted loss per share are as follows:

	2023 £	2022 £
Loss used in calculation of basic loss per share	**(1,714,423)**	(619,597)

	2023 No	2022 No
Weighted average number of ordinary shares in issue (basic)	**46,104,782**	8,617,944

There is no difference between diluted loss per share and basic loss per share due to the loss position of the Group. Convertible loan notes and Warrants could potentially dilute basic earnings per share in the future, but were not included in the calculations of diluted earnings per share as they are anti-dilutive for the year presented.

10. Exploration and evaluation assets (Group)

Exploration and evaluation assets include both internally generated and acquired assets. These are measured at cost and have an indefinite asset life, for so long as the underlying exploration licences are held and maintained. Once the pre-production phase has been entered into, the exploration and evaluation assets will commence to be amortised.

	Exploration & evaluation assets £
Cost	
At 1 January 2022	250,740
Addtions	424,679
At 31 December 2022	**675,419**
Amortisation	
At 1 January 2022	-
Impairment losses	23,930
At 31 December 2022	**23,930**
Carrying amount at 31 December 2022	**651,489**
Cost	
At 1 January 2023	675,419
Additions	3,407,835
FX on opening asset balances	(22,746)
At 31 December 2023	**4,060,508**
Amortisation	
At 1 January 2023	23,930
Impairment losses	153,732
FX on opening impairment balances	(805)
At 31 December 2023	**176,857**
Carrying amount	
At 31 December 2023	**3,883,651**
At 31 December 2022	651,489

The impairment amounts noted above relate to the following three properties:

BeaverTrap	100% Impaired
Tocheri Lake	100% Impaired
Dog Lake	50% Impaired

The Directors have indicated that all future project expenditure will be focused on projects with developed exploration targets. In noting this, the Directors have advised that the above three projects will be impaired. Beaver Trap and Tocheri Lake fully impaired and Dog Lake impaired by 50%. This impairment has been recorded in the accounts of the group for the year ended 31 December 2023.

Initial early exploration results at the Beaver Trap project did not yield sufficient encouragement and therefore the mining claims will be allowed to expire. On this basis the directors have indicated that this asset should be fully impaired. This has been recorded in the year-end Financial Statements 31 December 2023.

The directors note that the work carried out at the Dog Lake project yielded poor results across the northern claims and therefore the directors will allow the northern mining claims to expire. Exploration work across the Southern claims identified a potentially significant nickel target and will therefore retain these for further exploration. On this basis the directors have determined that the Dog Lake project should be impaired by 50%.

Initial exploration at Tocheri Lake has produced sporadic results due significant overburden cover, whilst a Versatile Time Domain Electromagnetics (VTEM) airborne geophysical survey conducted over the Southwest corner of the property in March 2023 identified a weak electromagnetic conductor which may indicate buried mineralisation in addition to several magnetic targets. The Southwest area of Tocheri Lake will be retained with the rest of the mining claims allowed to expire. Given the difficult conditions a prudent decision has been made to fully impair the Tocheri Lake project by 100%.

Regarding the rest of projects, the Directors have received no indication, from Geological tests that would require them to consider an impairment charge to any of the remaining mining claims. The carrying amount of each project is shown below:

	Cost b/fwd	Additions	FX movement on cost b/fwd	Total impairment	Carrying amount
	£	£	£	£	£
Jackfish Lake (Ontario)	183,539	133,014	(6,181)	-	**310,372**
Dog Lake (Ontario)	63,717	29,417	(2,146)	(45,494)	**45,494**
Syenite Lake (Ontario)	31,777	36,686	(1,070)	-	**67,393**
Beavertrap (Ontario)	42,685	885	(1,437)	(42,133)	**-**
Carib Creek (Ontario)	45,211	26,455	(1,523)	-	**70,143**
Tocheri Lake (Ontario)	49,538	41,360	(1,668)	(89,230)	**-**
Fontaine & Charlot Lake (Saskatchewan)	70,633	70,928	(2,379)	-	**139,182**
Rongie Lake & Lost Lake (Ontario)	82,363	701	(2,774)	-	**80,290**
South & North Neely Lake (Saskatchewan)	105,956	79,325	(3,568)	-	**181,713**
Tully Gold Project (Ontario)	-	557,053	-	-	**557,053**
Charlot-Neely West (Saskatchewan)	-	3,868	-	-	**3,868**
South Pendleton (Saskatchewan)	-	5,945	-	-	**5,945**
Snowbird (Saskatchewan)	-	28,945	-	-	**28,945**
Teck-Hughes (Ontario)	-	222,158	-	-	**222,158**
Big Bear (Ontario)	-	2,171,095	-	-	**2,171,095**
	675,419	**3,407,835**	**(22,746)**	**(176,857)**	**3,883,651**

Some of the licenses held by the Group were due for renewal after the year end. Renewal applications have been submitted and are presently pending. The Directors expect that the renewals will be approved.

11. Property, Plant & Equipment (Group)

	Fixtures, fittings and equipment	Total
	£	**£**
Cost		
At 1 January 2022	-	-
Additions	2,122	2,122
At 31 December 2022	**2,122**	**2,122**
Depreciation		
At 1 January 2022	-	-
Charge for the financial year	530	530
At 31 December 2022	**530**	**530**
Carrying amount at 31 December 2022	1,592	1,592
Cost		
At 1 January 2023	2,122	2,122
Other movements	(32)	(32)
At 31 December 2023	**2,090**	**2,090**
Depreciation		
At 1 January 2023	530	530
Charge for the year	520	520
At 31 December 2023	**1,050**	**1,050**
Carrying amount		
At 31 December 2023	**1,040**	**1,040**
At 31 December 2022	1,592	1,592

12. Investments in subsidiaries

	Company 2023 £	Company 2022 £
Carrying amount of investments in subsidiaries	**901,193**	901,192

The movement within the year relate to the addition of the £1 investment in Fulcrum Metals No.2 (Canada) Limited

Investment in group undertakings is stated at cost, which is the fair value of the consideration price, less any impairment provision.

The interests in Group undertakings of the Company are listed below:

Name of undertaking	Country of registration	Class of Share	Ownership	Nature of business
Fulcrum Metals Limited	Ireland	Ordinary	100%	Group administration
Fulcrum Metals No.2 (Canada) Limited	Canada	Ordinary	100%	Mineral exploration
Fulcrum Metals (Canada) Limited	Canada	Canada	100%*	Mineral exploration

* Indirectly held by Fulcrum Metals Limited

13. Trade and other receivables

	Group 2023 £	2022 £	Company 2023 £
Amounts owed by group undertakings	-	-	**4,111,933**
Prepayments and accrued income	**21,612**	512,737	**19,431**
Other receivables	**21,336**	17,906	**10,013**
	42,948	530,643	**4,141,377**

14. Cash and cash equivalents

Cash and cash equivalents comprise cash held at bank.

	Group 2023 £	Group 2022 £	Company 2023 £
Cash at bank and in hand	**620,924**	96,985	**81,733**

15. Trade and other payables: Current

		Group		Company
		2023	**2022**	**2023**
	Note	**£**	**£**	**£**
Convertible loan notes	**18**	**-**	113,366	-
Trade payables		**48,237**	139,501	**14,602**
Accruals		**44,339**	356,539	**30,002**
Social security and other taxes		**6,753**	50,399	**6,753**
Deferred consideration	**17**	**35,612**	-	-
		134,941	659,805	**51,357**

16. Trade and other payables: Non-current

		Group		Company
		2023	**2022**	**2023**
	Note	**£**	**£**	**£**
Deferred consideration	**17**	**213,271**	-	-
Director loan accounts		-	100,000	-
Convertible Loan Notes	**18**	**519,380**	-	**519,380**
		732,651	100,000	**519,380**

17. Deferred consideration

	Group 2023	2022	Company 2023
	£	£	£
Current liabilities payable within 1 year			
Amount due to Dunn Mining	**35,612**	-	-
	35,612	**-**	-
Non-current liabilities			
Amount due to Dunn Mining	-	-	-
Amount due in relation to Teck-Hughes	**213,271**	**-**	-
	213,271	**-**	**-**

On 24th November 2023 Fulcrum Metals (Canada) Ltd agreed a deal with both Gary and Jonathan Dunn of Dunn Mining to take an option on three further properties in the Saskatchewan region to supplement its landholding in the area. Consideration was CAD$5,000 upfront, with a further final payment of CAD$60,000 on or before 30th June 2024.

On 24th November 2023 Fulcrum Metals (Canada) Ltd agreed a deal with Teck-Hughes to take an option on a property in the Ontario region to supplement its landholding in the area. Consideration was CAD$15,000 upfront, future payment of CAD$25,000 is contingent on receipt of the recovery permit, with payments of CAD$250,000 per year for two consecutive years on the anniversary of the receipt of this recovery permit.

The amounts payable over time have been discounted to present value. Each year the liability is increased by the interest rate used in the discounting calculation with subsequent increases expensed to finance costs.

During the year ended 31 December 2023, payments of CAD$5,000 and CAD$15,000 were made to the optionors Dunn Mining and Teck-Hughes.

18. Convertible loan notes

The convertible loan notes (the “2021 CLNs”) were issued by Fulcrum Metals Limited (“FML”) on 19 November 2021 at an issue price of £ 0.10 per note. The notes were convertible into ordinary shares of FML at any time between the date of issue of the notes and their settlement date. On 24 November 2022, the 2021 CLNs were converted into 2,339,829 shares at £0.10 per share.

On 5 July 2022, 28 September 2022, and 17 October 2022 FML issued CLNs to investors to raise funds of £453,463 at a conversion price of 70% of the IPO share price (the “2022 CLNs”).

On 8 February 2023, the 2022 CLNs issued by Fulcrum Metals Limited to investors were cancelled and reissued in the name of Fulcrum Metals Plc, under a deed of surrender and cancellation agreement which was entered into on 24 November 2022. Under this agreement the 2022 Loan notes were cancelled and, in their place (and in consideration of the creation of an inter-company debt of £453,463 owed by FML to Fulcrum Metals plc), Fulcrum Metals plc issued £453,463 of new loan notes. Subsequently, following the IPO onto the AIM market in London, the CLN holders exercised their right to convert the loan notes to share capital under the loan note agreement.

On 31 July 2023, Fulcrum Metals PLC issued convertible loan notes (the “2023 CLNs) to investors to raise funds of £520,000 at an issue price of £ 1.00 per note. The notes are convertible into ordinary shares of the Company if the trigger event conditions are met prior to the expiry date of 31 July 2025. The trigger event conditions will be met if the volume-weighted average price (VWAP) is at or above 24p for five consecutive Dealing Days. On the Conversion Date, the principal amount of the Notes and all accrued but unpaid interest on such principal amount up to the Conversion Date will convert into such number of new fully paid Ordinary Shares, with the conversion price of 18.5p.

Under the terms of these CLNs, the notes accrue interest at 12% per annum compounded semi-annually on 30 June and 31 December, calculated on the basis of a 365-day year. Interest shall accrue and be paid in arrears to the registered noteholders on the Redemption Date or otherwise, prior to the Redemption Date, shall be included as part of the balance to be converted.

There are two scenarios where the CLNs are converted. First at the discretion of the CLN holder at any time prior to the Redemption Date, and secondly in the case of the Trigger event occurring.

The net proceeds received from the issue of the convertible loan notes have been split between the financial liability element and an equity component, representing the fair value of the embedded option to convert the financial liability into equity of the Company, as follows:

Convertible loan notes

	Group & Company 2023 £	Company 2022 £
Opening Balance	-	235,933
Convertible loan notes exercised	-	(235,933)
Proceeds of issue of convertible loan notes	**520,000**	453,463
Net proceeds from issue of convertible loan notes	**520,000**	453,463
Equity component	**(26,767)**	(398,817)
Amount classified as equity	**(26,767)**	(398,817)
Accrued Interest to 31 December 2023	**26,157**	**-**
Liability component due within one year	**-**	113,366
Liability component due over one year (including accrued interest)	**519,380**	-
Carrying amount of liability component at 31 December 2023	**519,380**	**113,366**

The table below reflects the reconcilliation of the £520,000 present value if the 15% discount rate was applied, and we have presented a sensitivity analysis showing the effect if there was a 2% variation on the discount rate assumption.

Interest rate (%)	**Present Value (£)**
12%	520,000
13%	510,837
14%	501,914
15%	493,223
16%	484,756
17%	476,505

19. Share-based payments

On 8 February 2023, 1,169,915 Investor Warrants and 119,649 Vendor Warrants which were originally issued by Fulcrum Metals Limited were agreed to be reissued as warrants in Fulcrum Metals Plc. The stock price at this date was 18.25p. These warrants have a two year exercise window from the Admission Date (14 February 2023) and allow the holder to subscribe for ordinary shares in the Company at an exercise price of £0.175 and £0.2625 respectively.

Warrants were issued to Panther Metals Plc (Panther A & Panther B Warrants) as part consideration for the purchase of Big Bear.

Panther A warrants were issued with a maximum subscription price of £125,000 and exercise price at the placing price of £0.175. On this basis this calculates a total of 714,286 warrants available. These are exercisable during the period commencing on the date of Admission and ending on the second anniversary of the date of submission.

Panther B warrants were also issued with a maximum subscription price of £125,000 but with the exercise price set at 150% of the Placing Pricing £0.2625. Accordingly, this second tranche constitutes a total of 476,190 warrants available, which are exercisable for a longer period up to the third anniversary of the date of Admission.

In addition, on 8 February 2023, Allenby Capital and Clear Capital were issued 623,240 and 994,286 warrants respectively, both with an exercise price at the placing price of £0.175. These warrants have a 3 year excercise window from the date of admission

On 6 August 2023, Fulcrum Metals plc agreed to grant to Clear Capital a number of warrants over new ordinary shares in the company 263,513 Ordinary Shares (being 15% of £325,000), with a value of £48,750, exercisable at the warrant holders option at any time in the 3 years following completion of the placing.

Warrants	**Exercise Price (£)**	**Number of Warrants**	**Expiry Date**	**Value per Warrant (£)**	**Fair Value (£)**
Investor Warrants	0.1750	1,169,915	14/02/2025	0.065	**76,577**
Vendor Warrants	0.2625	119,649	14/02/2025	0.045	**5,430**
Panther A - Vendor Warrants	0.1750	714,286	14/02/2025	0.065	**46,754**
Panther B - Vendor Warrants	0.2625	476,190	14/02/2026	0.057	**27,250**
Clear Capital Warrants	0.1750	994,286	14/02/2026	0.073	**72,738**
Allenby Capital Warrants	0.1750	623,240	14/02/2026	0.073	**45,595**
Clear Capital Warrants	0.1850	263,513	06/08/2026	0.052	**13,778**
Total Warrants		**4,361,079**			**288,122**

	Number of Warrants	Weighted Average excercise price (£)	Weighted average remaining life
Brought forward 1 January 2022	-	-	-
Granted	1,289,564	-	-
Brought forward 1 January 2023	**1,289,564**	**0.2062**	**1 year**
Granted	4,361,079	-	-
Cancelled	(1,289,564)	-	-
Carried Forward 31 December 2023	**4,361,079**	**0.1876**	**1.70 years**

The Warrants were independently valued at grant date, and subsequently audited. The Warrant values have been estimated using a Binomial option model. This is an appropriate model as the Warrants are exercisable at any point within the prescribed 2-3 year period (i.e. not on a single specific date) and are not subject to market conditions. The inputs to the model included an expected volatility of 65% and a 0% dividend yield. The risk-free interest rate was 3.67% for all warrants except for Clear Capital warrants granted on the 6 August 2023, which incurred a 4.89% risk free interest rate.

20. Financial instruments

Group

Financial assets per Statement of Financial Position

	31 December 2023			31 December 2022		
	Amortised cost	FVTPL	Total	Amortised cost	FVTPL	Total
	£	£	£	£	£	£
Other receivables	**2,286**	**-**	**2,286**	-	-	-
Cash at bank and in hand	**620,924**	**-**	**620,924**	96,985	-	96,985
	623,210	**-**	**623,210**	96,985	-	96,985

Financial liabilities per Statement of Financial Position

	31 December 2023			31 December 2022		
	Amortised cost	FVTPL	Total	Amortised cost	FVTPL	Total
	£	£	£	£	£	£
Trade payables	**48,237**	**-**	**48,237**	139,501	-	139,501
Convertible loan notes	**-**	**-**	**-**	113,366	-	113,366
Accruals	**44,339**	-	**44,339**	336,539	-	336,539
	92,576	**-**	**92,576**	589,406	-	589,406

Company

Financial assets per Statement of Financial Position

	31 December 2023		
	Amortised cost	FVTPL	Total
	£	£	£
Amounts owed by group undertakings	4,111,933	-	4,111,933
Other receivables	2,286	-	2,286
Cash at bank and in hand	81,733	-	81,733
	4,195,952	-	4,195,952

Financial liabilities per Statement of Financial Position

	31 December 2023		
	Amortised cost	FVTPL	Total
	£	£	£
Trade payables	14,602	-	14,602
Accruals	30,000	-	30,000
	44,602	-	44,602

21. Financial risk management

The Group's operations expose it to a variety of financial risks: market risk (including the effects of changes in foreign currency exchange rates, interest rates and commodity prices), credit risk and liquidity risk. The Board approves the use of financial products to manage the Group's exposure to fluctuations in foreign currency exchange rates and interest rates.

(a) Market risk

Foreign exchange risk

It is Group policy to ensure that foreign currency risk is managed wherever possible by matching foreign currency income and expenditure.

Interest rate risk

The Group's interest rate risk arises from cash deposits and interest-bearing liabilities.
Given the level of average cash balances held by the Group during the year, a 10 per cent increase or decrease in average interest rates would have had an immaterial effect on the loss for the year.

(b) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group’s principal credit risk arises on cash and cash equivalents, including deposits with banks. The cash and cash equivalents are held with bank and financial institution counterparties, which are rated BBB+ to AA- by Fitch Ratings.

The carrying amount of financial assets represents the maximum credit exposure. An assessment of whether an asset is impaired is made at least at each reporting date.

(c) Liquidity risk

The Board regularly reviews rolling cash flow forecasts for the Group. Work programme obligations related to the Group's licences will be financed by the raising of new capital.
Based on current forecasts, the Group plans to raise further capital to meet its future obligations post year end.

There is no difference between the carrying value and the contractually undiscounted cash flows for financial liabilities. At 31 December 2023, all trade and other payables were due within one year, with the exception of Convertible Loan Notes.

Fair value of non-derivative financial assets and financial liabilities

The Group's financial instruments comprise cash, trade receivables and trade payables and therefore, management believes that the carrying values of those financial instruments approximate fair value.

The Group has categorised financial instruments as being Level 2, that is, valued using inputs other than quoted prices, that are observable either directly or indirectly.

Capital management

The Group defines capital as equity. The Group's objective when managing capital is to safeguard its ability to continue as a going concern in order to provide returns for the shareholders and to maintain an optimal capital structure to reduce the cost of capital.

The Group regularly reviews its capital structure on the basis of its expected capital requirements in order to achieve the defined strategic objectives and manages its capital accordingly.

22. Share capital

Issued, called up and fully paid

	Number of Ordinary shares	Share Capital £	Share Premium £	Total £
On incorporation	2	0		-
Share for share exchange 24 November 2022	19,099,230	190,992	710,200	901,192
Share issue on AIM listing 14 February 2023	16,571,429	165,714	2,734,286	2,900,000
Share issue upon exercise of CLNs 14 February 2023	3,602,411	36,024	405,271	441,295
Share issue as consideration for AIM listing fees 14 February 2023	42,857	429	7,072	7,501
Share issue as consideration for Aquisition 14 February 2023	9,971,839	99,719	1,645,353	1,745,072
Issue of shares as repayment of Director's Loans 14 February 2023	571,428	5,714	94,286	100,000
Issue of shares as finders fee 17 August 2023	101,749	1,017	17,806	18,823
Share Issue costs	-		(174,000)	(174,000)
Broker and Nomad Warrants	-		(72,758)	(72,758)
At 31 December 2023	**49,960,943**	**499,609**	**5,367,516**	**5,867,125**

On 10 October 2022, the Company was incorporated with two ordinary shares of £0.01 each being issued.

On 24 November 2022, the owners of the entire issued share capital of FML (the "Transferors") each entered into a Share Exchange Agreement with Fulcrum Metals plc and FML, pursuant to which the Transferors transferred the FML Shares held by each of them to Fulcrum Metals plc in return for consideration of £901,191.83, which was satisfied by the issue and allotment of 19,099,228 Ordinary Shares in the capital in Fulcrum Metals plc to the Transferors (credited as fully paid).

On 8 February 2023, the Company entered into an agreement with Clear Capital, on an equity settlement basis, for the exchange of services. Per this agreement the Company granted Clear Capital 994,286 warrants to subscribe for 994,286 Ordinary Shares at £0.175 per share.

On 8 February 2023, the Company entered into an agreement with Allenby Capital, on an equity settlement basis, for the exchange of services. Per this agreement the Company granted Allenby Capital 623,240 warrants to subscribe for 623,240 Ordinary Shares at £0.175 per share .

On 14 February 2023, the Company completed a placing of 16,571,429 ordinary shares at a price of £0.175 per ordinary share raising a total of £2,900,000.

On 14 February 2023, the Company exercised the convertible loan notes by completing a placing of 3,602,411 ordinary shares at a price of £0.125 per ordinary share.

On 14 February 2023, the Company announced it had issued 42,857 ordinary shares at a price of £0.175, credited as fully paid, as consideration for legal fees incurred in the AIM listing process.

On 14 February 2023, the Company announced it had issued 9,971,839 ordinary shares at a price of £0.175, credited as fully paid, as consideration for 100% interest in and to the mineral claims located in Ontario known as the Big Bear project and the license pertaining to such claims.

On 14 February 2023, the Company announced it had issued 571,428 ordinary shares at a price of £0.175, credited as fully paid, as repayment of Director's Loans.

On 17 August 2023, the Company announced it had issued 101,749 ordinary shares at a price of £0.185, credited as fully paid, as consideration for finders fees.

23. Share option reserve

Group

	Share Option reserve £
At 1 January 2023	**448,357**
Issued in the year	**288,122**
Interest accrued	**-**
Cancellation of options and warrants	**(448,357)**
At 31 December 2023	**288,122**

Issue of options, rights and warrants	**Total £**
Warrant £125,000 to Panther Metals Canada Ltd	46,754
Warrant £125,000 to Panther Metals Canada Ltd - Exercisable 150% at Fair value	27,250
New Vendor Warrants 119,649	5,430
New Investor Warrants 1,169,915	76,577
Allenby Capital Warrants 623,240	45,595
Clear Capital IPO Warrants 994,286	72,738
Clear Capital CLN Warrants 263,513	13,778
Total Warrants issued	**288,122**

24. Events after the end of the reporting period

On 15 January 2024 the Company announced a further update on its Saskatchewan based exploration assets. Dahrouge Geological Consulting Limited ("Dahrouge"), an Alberta-based group with wide experience in uranium project exploration and evaluation, has completed 2023 year-end reports on Fulcrum's Charlot-Neely and Fontaine Lake uranium properties which detail results of the positive 2023 prospecting and sampling programs carried out on both properties.

On 24 January 2024 the Company announced the start of a strategic sampling programme at the Teck-Hughes gold tailings project ("Teck-Hughes"), Canada. This milestone marks a significant step forward as the Company enters the first phase of a testing and study agreement with Extrakt Process Solutions LLC ("Extrakt"), which moves the Company closer to agreeing a licencing agreement with Extract. Extrakt is a sustainable technology company using separation technology to extract metals from tailings without the use of cyanide.

On 30 January 2024 the Company announced that Fulcrum Metals (Canada) Ltd, has signed a non-binding Letter of Intent (the "LOI") with TSX Venture Exchange listed Global Energy Metals Corporation ("GEMC") for an option and royalty agreement over the Company's Saskatchewan uranium properties. Under the terms of the LOI, Fulcrum will receive, upon the entering into of a definitive agreement, 5 million common shares in GEMC. In addition, a further CAD$1million in cash and shares in GEMC would become payable to Fulcrum should the option agreement be exercised by GEMC in the two-year option period. In return, GEMC would receive, upon exercise of the Option, a 19.9% equity interest in both Fulcrum's owned uranium properties and the uranium properties for which Fulcrum has options over (if and when the options are exercised), consisting of the Charlot-Neely, Fontaine Lake, Snowbird and South Pendleton projects.

On 3 April 2024 the Company announced that it has entered into a non-binding Letter of Intent ("LOI") with Terra Balcanica Resources Corp. (CNSX: TERA) , a mining explorer with projects in Bosnia and Herzegovina and Serbia. Pursuant to the LOI, Terra, through an Option Agreement, will be granted the option to acquire a 100% interest in Fulcrum's uranium projects located in Saskatchewan, Canada.

On 10 April 2024 the Company announced that Fulcrum Metals (Canada) Ltd has entered into an option agreement to acquire a 100% interest in the Sylvanite Gold Tailings project (Sylvanite), located in Kirkland Lake, Ontario, Canada. Sylvanite, an ex-producing mine, is strategically located 3km from Fulcrum's Teck-Hughes Gold Tailings project, the Company's first tailings investment (see announcement released on 30 November 2023) and significantly expands its footprint in the Kirkland Lake Gold Camp, one of the most productive gold camps in Canada.

The Directors are not aware of any events or circumstances arising which had not been dealt with in this Report which may have a significant impact on the Company.

25. Related party transactions

Transactions between the Company and its subsidiaries, which are related parties, have been eliminated on consolidation. The Group has therefore elected not to disclose transactions between the Company and its subsidiaries, as permitted by IAS 24.

Directors' remuneration details are contained within Note 26. During the year ended 31 December 2023 the following fees were paid to Directors' service companies:

		Year ended 31 December 2023	Year ended 31 December 2022
Company Name	**Director**	**£**	**£**
CoMo Investment Solutions	Mitchell Smith	**20,319**	**-**

Clive Garston, a director and shareholder of the company, provided consultancy services in the amount of £Nil (2022: £5,322) to Fulcrum Metals (Ireland) Limited.

The director loan accounts of both Aidan O'Hara £NIL (2022: £50,000) and Ryan Mee £NIL (2022: £50,000) were converted to Ordinary Shares on the date of IPO.

26. Key management personnel

Key management includes the directors of the company, all members of the company management and the company secretary. The compensation paid or payable to key management for employee services is shown below:

	Number	2023	2022
		£	**£**
Ryan Mee		**59,582**	-
Aidan O'Hara		**27,902**	-
John Hamilton		**26,690**	20,816
Clive Garston		**36,666**	-
Mitchell Smith *		**-**	-
Alan Mooney		**19,878**	-
Salaries and other short-term employee benefits		**191,037**	20,816
Number of key management		**5**	5

The compensation above relates wholly to the salaries of the Directors.

Directors hold an interest in the Company's ordinary shares, convertible loan notes and share warrants.

* Mitchell Smith is not paid through a salary, but is paid via consultancy fees, see note 25.