Mila Resources Plc

Financial Statements

For the year ended
30 June 2024

Registered number 09620350 (England and Wales)

CONTENTS

DIRECTORS AND ADVISORS

Directors	Mark Stephenson Lee Daniels Neil Hutchison Lindsay Mair
Company Secretary	Nick Foster
Registered Office	6th Floor 65 Gresham Street London EC2V 7NQ
Independent Auditor	PKF Littlejohn LLP Statutory Auditor 15 Westferry Circus London E14 4HD
Solicitors	Kepstorn LLP 7 St James Terrace Lochwinnoch Road Kilmacolm PA13 4HB
Bankers	HSBC 50 Church Road Burgess Hill RH15 9AE
Registrars and Transfer Office	Link Market Services (trading as Link Group) 6th Floor 65 Gresham Street London EC2V 7NQ
Financial Public Relations	St Brides Partners Limited 22 Bishopsgate London EC2N 4BQ
Registered Number	09620350
Website	www.milaresources.com

Dear Shareholder,

I am pleased to share that we have made significant progress in advancing our strategy of identifying and developing post-discovery exploration projects, laying a solid foundation for future growth.

In 2023 the Company raised £2m which has given us a strong platform to advance our portfolio whilst being mindful that preserving capital during these volatile periods is sensible. Given our capital position this leaves us in an enviable position as this has given us access to plenty of new opportunities to review post discovery projects. Clearly, there is no shortage of such projects, but we remain highly disciplined on what we progress and hope to have some exciting news in the near future.

We are fundamentally looking to unlock value across the gold and lithium commodities at our Kathleen Valley project.

In relation to gold, we are targeting new exploration in the northern section of the licence area subject to Environmental and Heritage surveys.

In relation to lithium, during the financial year we entered a Joint Venture ("JV") with Australia's largest lithium producer being ASX Listed Liontown Resources ("Liontown"). This JV has given us access to a team that has plenty of experience of operating in the region. We are now awaiting the conclusion of Environmental and Heritage surveys before Liontown proceeds with site exploration works. We are in this partnership for the long term and the JV has only just started. I look forward to updating you on progress.

We end the financial year with a well-capitalised balance sheet, an exciting JV with one of Australia's leading lithium companies in Liontown and plenty of new opportunities on the horizon. While we would like to see the capital markets cycle turn back in our favour, we believe, there are green shoots emerging from the London market.

I would like to thank you, our shareholders, for your ongoing support despite the well documented difficulties in the commodities and capital markets in the recent year. We look forward to unlocking value and building the Company one step at a time.

Corporate

We have ended the current financial year in a strong position with a robust balance sheet following a capital raise in November 2023 where we raised £2m from new investors. At the same time Alistair Goodship joined the team as our lead exploration geologist to assist with the current project and review of new opportunities. We regularly receive enquiries to invest in new projects and, where we see outstanding opportunities, we will progress only where we feel that our budget and the relative risk and rewards are in our favour. Following on from the financial year end of 30 June 2024 the company has remained in a strong financial position.

Results

The results for the year ending 30 June 2024 is a loss of £686,277 (2023: £549,487).

Fund Raises

In November 2023, the Company announced the placing of 200,000,000 new ordinary shares at a price of 1 pence per ordinary share raising £2m (before costs). The placing shares each have one warrant attached with an exercise price of 2 pence for a period of two years from the date of admission.

As part of the exploration agreement with Liontown, Liontown invested A$100,000 in Mila through a convertible loan, technically named a convertible loan. Following an amendment of the terms of the convertible loan in January 2024, Liontown agreed that Mila would convert the AS$100,000 into 5,147,475 fully paid Mila Ordinary Shares at a conversion price of 1 pence per share. In addition, Mila has also agreed to issue Liontown warrants to subscribe for up to a further 5,147,475 Ordinary Shares exercisable at a price of 2 pence per share at any time until 29 January 2027.

Cash Position

At 30 June 2024, cash and cash equivalents amounted to £1,417,710 (2023: £448,063).

Outlook

The Company has identified what we believe to be an exciting potential transaction, that would be an ideal fit for Mila. A non-disclosure agreement is currently in force; however, we can disclose that we are at the very final stages of negotiation having already completed all the due diligence.

The transaction is obviously subject to completion risk, hence, there is no certainty that the transaction will ultimately succeed.

This potential transaction has been considered as part of the going concern assessment and the Directors are satisfied that the Company will be able to meet its obligations for the next 12 months.

We will inform the market of developments in due course.

Mark Stephenson

M Stephenson

Executive Chairman
30 October 2024

The directors present the strategic report for the year ended 30 June 2024.

Understanding our business

The Company was incorporated on 3 June 2015, with the view of pursuing an initial public offering of its securities onto the London Stock Exchange through a Standard Listing to raise the necessary funds required for the execution of the business strategy, which is to buy asset(s) or business(es) acting as a post discovery accelerator. The Company identifies target(s) that have already had an early-stage geological discovery. To date one successful acquisition has been made, an initial 30% interest in the Kathleen Valley Gold Project in Western Australia. Whilst additional targets will be sought, the current priority is to develop and unlock the potential in the initial gold exploration project.

Review of the business and Key Performance Indicators (KPIs)

FY2024KPIs	Measurement	2024 Performance
Identify early-stage post discovery Projects, or similar, that meet the Company's selection criteria and are aligned with the Company's strategic objectives.	Successful initial identification of suitable early-stage Projects. A well-defined process for quick and efficient first pass project review; before more in-depth second stage review and analysis.	Many dozens of "seemingly" suitable projects have been reviewed this year; a good number have gone on to successfully pass the second stage review process with a few ultimately being identified as suitable for initial negotiations. However, for a variety of reasons until recently each potential prospect fell away. In recent months a suitable transaction has been identified and the Company has very recently (at the time of writing) completed the due diligence process. The Company is now in the very final stages of negotiations. The transaction is subject to completion risk (at the time of writing).
Ensure business adequately funded and in a suitable position to raise additional capital if required.	The Company's cash reserves.	The Company raised £2m (before costs) in November 2023. The capital markets for small cap companies were restricted during this time. However, despite the conditions of the capital markets the Company believes Its success demonstrates investor confidence in the Project and model.
Continued progress in the Kathleen Valley gold exploration project in Western Australia.	Advancing the ultimate understanding of the geology.	Current progress on the Northern Section is in the hands of Liontown. Per the Company's agreement with Liontown all exploration and evaluation costs will be borne by them. As a result Liontown has the lead and both Companies are eager to progress this as fast as permissions etc will allow. As part of the agreement all intercepts and assays will be shared with the Company, which should significantly improve our understanding of the geology as it relates to Gold.

Business review

For a review of developments in the year, please see page 4, the "Statement from the Board".

Principal risks and uncertainties

Exploration and development of a project can be adversely affected by environmental legislation and the unforeseen results of environmental studies carried out during that evaluation.

As the Company undertakes mineral exploration, any disturbance to the environment during this phase is required to be rehabilitated, with the prevailing regulations of the country in which we operate as well as to international best-practice.

Given the Company's size and scale it is not considered practical or cost effective to collect and report data on carbon emissions.

The principal risks currently faced by the Company relate to:

Loss of Key Personnel

The Company has three Executive Directors and one Non-Executive Directors, together with two retained part time consultants and a part time bookkeeper. It does not have any employees. The executive function of the Company is conducted by the three Executive Directors; hence due to the small number people performing the executive function there is a risk that the execution of this function could be affected should one or more of the directors resign from the board. The Company promotes a positive working environment and aims to pay market competitive remuneration.

Acquiring Less than Controlling Interests

Regarding future potential acquisition targets, the Company may acquire less than whole voting control of, or less than a controlling equity interest, which may limit the Company's operational strategies and reduce is ability to enhance Shareholder value.

The Company has acquired less than a controlling equity interest in the Kathleen Valley Project. The Company acquired an initial 30% interest, which was the first stage of a three-part earn in agreement. This does not limit the Company's operational strategies as the Company has full control over the operations and maintains the ability to earn a controlling stake.

Inability to Fund Operations Post-Acquisition

The Company may be unable to fund the operations at the Kathleen Valley Project or other projects in which it may invest, if it does not obtain additional funding, however, the Company will ensure that appropriate funding measures are taken to ensure minimum commitments are met. See the going concern assessment on page 25.

The Company's Relationship with the Directors and Conflicts of Interest

Regarding future potential acquisitions, the Company is dependent on the Directors to identify potential acquisition opportunities and to execute an acquisition.

The Directors and consultants are not obliged to commit their whole time to the Company's business; they may allocate a portion of their time to other businesses which may lead to the potential for conflicts of interest in their determination as to how much time to assign to the Company's affairs.

Risks Inherent in an Acquisition

Although the Company and the Directors will evaluate the risks inherent in a particular target, they cannot offer any further assurance that all of the significant risk factors can be identified or properly assessed. Furthermore, no assurance can be made that an investment in Ordinary Shares in the Company will ultimately prove to be more favourable to investors then a direct investment, if such an opportunity were available, in a target business.

Reliance on External Advisors

The Directors rely on external advisors to help identify and assess potential and future acquisitions and there is a risk that suitable advisors cannot be placed under contract or that such advisors that are contracted do not perform as required.

Reliance on Income from the Acquired Activities

Following an acquisition of an initial 30% interest in the Kathleen Valley Project, the Company may be dependent on the income generated by the acquired project or from the subsequent divestment of the acquired business to meet the Company's expenses. If the acquired business is unable to provide sufficient amounts to the Company, the Company may be unable to pay its expenses or make distributions and dividends on the Ordinary Shares. This risk can be mitigated by sourcing money through other means, e.g. capital raisings.

Political conditions and government regulations could change and have a material effect on the Company's results of operations

Political conditions in jurisdictions in which the Company currently operates its exploration and evaluation activities, currently Australia, are generally stable. However, changes may occur in their political, fiscal and/or legal systems, which might adversely affect the Company's operations.

Although the Company believes that its activities are currently carried out in accordance with all applicable rules and regulations, no assurance can be given that new rules, laws and regulations will not be enacted, or that existing or future rules and regulations will not be applied in a manner which could serve to limit or curtail exploration or development of the Company's business or have an otherwise negative impact on its activities.

Gender analysis

A split of our employees and directors by gender and average number during the year is shown below:

	Male	Female
Directors	4	nil

Corporate social responsibility

We aim to conduct our business with honesty, integrity and openness, respecting human rights and the interests of our shareholders and employees. We aim to provide timely, regular and reliable information on the business to all our shareholders and conduct our operations to the highest standards.

We strive to create a safe and healthy working environment for the wellbeing of our staff and create a trusting and respectful environment, where all members of staff are encouraged to feel responsible for the reputation and performance of the Company.

We aim to establish a diverse and dynamic workforce with team players who have the experience and knowledge of the business operations and markets in which we operate. Through maintaining good communications, members of staff are encouraged to realise the objectives of the Company and their own potential.

Section 172 Statement

Section 172 of the Companies Act 2006 requires Directors to take into consideration the interests of stakeholders and other matters in their decision making. The Directors continue to have regard to the interests of the Company's stakeholders, however it should be noted that Mila is a relatively small company; with the full complement of staff consisting of only three executive directors and one non-executive director; no employees and a couple of consultants, the impacts of its activities is currently limited to a single gold exploration project in Western Australia. This statement forms part of the strategic report.

When making decisions the Company takes into account the impact of its activities on the community, the environment and the Company's reputation for good business conduct. In this context, acting in good faith and fairly, the Directors consider what is most likely to promote the success of the Company for its members in the long term.

The Directors are fully aware of their responsibilities to promote the success of the Company in accordance with section 172 of the Companies Act 2006. The Board continuously reflects on how the Company engages with its stakeholders and opportunities for enhancement in the future. As required, the Company's external lawyers and the Company Secretary will provide support to the Board to help ensure that enough consideration is given to issues relating to the matters set out in s172(1)(a)-(f).

The Board regularly reviews the Company's principal stakeholders and how it engages with them. This is achieved through information provided by management via Regulatory News Service announcements, Corporate Presentations, and Shareholder Meetings and teleconferences and also by direct engagement with stakeholders themselves.

We aim to work responsibly with our stakeholders, including suppliers. The key Board decisions made in the year and post year end are set out below:

Significant events/decisions	Key s172 matter(s) affected	Actions and Consequences
During the year successfully concluded an additional Fund Raise of £2.0m (before costs) in Nov 2023.	Business Relationships and Shareholders.	This has enabled the Company to consider other projects whilst Liontown prepare to drill the Northern Section of our acreage at their expense, whilst still providing the Company with the intercepts and Assay results.
Advancement of geological understanding of the region of the Company's current acreage	Shareholders, staff and Business Relationships.	The future planned Liontown drilling campaign will produce Assay results which will further advance will advance our understanding of geological area.
Enhanced interaction with the Traditional Land Owners.	Local Community and Environment.	The Company has invested time and effort to engage with the Tjiwarl group to assist with ground clearance, operational standards and improvement drill contractor induction procedures.
During the year the company entered into a farm-in agreement with one of Australia's leading lithium company's, Liontown Resources	Shareholders, staff and Business Relationships.	Liontown are to explore for lithium on our project. In addition, they bring a lot of intangible value to project by sharing geological and technical information and their expertise in the region generally. Liontown will undertake preliminary social and environmental programmes before commencement of the exploration. The Company will have access to all assay information developed.
Enhanced environmental monitoring	Local Community and Environment.	The Company continued to engage the services of a local ecology company to assist with field audits, flora and fauna studies and monitoring and general advice to meet regulatory requirements.
Successfully identified a potential transaction that fits within the Company's selection criteria.	Business Relationships and Shareholders	A suitable transaction has been identified and the Company is in the final stages of negotiation having completed the due diligence. The transaction is subject to completion risk.

Finally, to you, our shareholders, thank you for your trust and support. I hope you stay safe and well and I look forward to meeting you face to face at the next Company event.

This report was approved by the board on 30 October 2024 and signed on its behalf.

Mark Stephenson
Executive Director

The only employees in the Company are the Directors, who are all considered to be key management personnel. Those employed by the Company during the year were as follow:

Mark Stephenson (Executive Chairman)

Mark has over 30 years of capital markets experience working for Panmure Gordon, WestLB, Blue Oar Securities and NCL Investments (now a Smith & Williamson group company dedicated to raising both equity and debt capital for small and mid-cap companies listed on the London Stock Exchange. In recent years, Mark has focused on the natural resources sector and in 2015 he formed the Company, to capitalise on opportunities in the sector through his network in the capital markets and mining sector. Mark has developed relationships with a plethora of investors dedicated to natural resources including hedge funds, dedicated mining funds, high net worth investors and private clientbrokers.

Neil Hutchison (Chief Technical Officer)

Neil has more than 30 years' experience in the mining industry and is currently the Managing Director of Geolithic Geological Services, working throughout Australia and overseas. He has 10 years' experience as a director on a number of listed and unlisted Australian companies due to his track record of mineral discovery, resource and reserve definition, project development, evaluations and acquisitions. Neil was Exploration Superintendent at the Cosmos Nickel Project with Jubilee Mines and was part of the team that discovered the Alec Mairs, Prospero and Tapinos deposits which led to the AUD$3.1 billion takeover of Jubilee Mines by Xstrata in 2007. Neil graduated with First Class Honours in Geology from the University of Southern Queensland and is a member of the Australian Institute of Geoscientists (AIG).

Lee Daniels (Chief Financial Officer)

Lee is an experienced qualified accountant (Australian Certified Practicing Accountant). He has worked in London over the last two decades and has held senior finance roles with HSBC (Global Markets), Credit Suisse, ABN AMRO (Wholesale Markets) and LTSB (Group) (Distressed Debt Division). He has an established track record in Finance and Accounting, Change Management, Project Evaluation & Financial Modelling. Most recently, in the last few years, he has been consulting in the Oil and Gas industry for a large public E&P company.

Lindsay Mair (Non-Executive Director)

Lindsay is an experienced investment banker with a 30-year career in the City. He qualified as a chartered accountant with Touche Ross (now Deloitte) in 1987. He then worked in the corporate finance departments of various City firms, including SP Angel (which has a broad range of clients in the mining sector). He and has been a director of a number of listed and unlisted businesses and is non-executive chairman of Macaulay Capital plc, which is listed on Aquis.

The Directors present their report and the audited financial statements for the year ended 30 June 2024. The Company was incorporated on 3 June 2015. For the subsequent events that occurred after the year end please refer to note 19.

Principal Activity

The principal activity of the Company during the year as continued exploration and developments of the Kathleen Valley acreage. In addition, the Company continues the search of identifying potential companies, businesses or asset(s) for acquisition acting as a post discovery accelerator.

Results

The Company made a loss for the financial year ended 30 June 2024 of £686,277 (2023: £549,487).

Dividends

No dividend has been paid during the year nor do the Directors recommend the payment of a final dividend (2023: £nil).

Directors

The Directors who served at any time during the year were:

- Mark Stephenson Executive Chairman
- Neil Hutchison Chief Technical Officer
- Lee Daniels Chief Financial Officer
- Lindsay Mair Non-Executive Director

Details of the Directors' holding of Ordinary Shares, Warrants and Options are set out in the Directors' Remuneration Report from page 22.

Capital Raises

In November 2023, the Company published a prospectus and announced the placing of 200,000,000 new ordinary shares at a price of 1 pence per ordinary share to raise £2m (before costs). The placing shares have one warrant attached with an exercise price of 2 pence for a period of two years from the date of admission, which was 9 November 2023. The Placing was approved by Shareholders at a General Meeting on 8 November 2023.

Share Capital

Details of the Company's issued share capital, together with details of the movements during the year, are shown in Note 12.

The Company has one class of Ordinary Share. All shares have equal voting rights and rank pari passu for the distribution of dividends and repayment of capital.

Substantial Shareholdings

At 27TH October 2024, the Company had been informed of the following substantial interests over 3% of the issued share capital of the Company.

	Holdings	Percentage
THE BANK OF NEW YORK (NOMINEES) LIMITED	145,392,882	26.83%
JIM NOMINEES LIMITED SHARD ACCOUNT	130,787,000	24.13%
JIM NOMINEES LIMITED SHARDISA ACCOUNT	25,380,144	4.68%
INTERACTIVE INVESTOR SERVICES	19,207,441	3.54%
HARGREAVES LANSDOWN (NOMINEES) LIMITED	17,924,047	3.31%
HARGREAVES LANSDOWN (NOMINEES) LIMITED VRA ACCT	17,895,249	3.30%
HARGREAVES LANSDOWN (NOMINEES) LIMITED HLNOM ACCT	17,350,308	3.20%

CORPORATE GOVERNANCE STATEMENT

The Company has chosen not to follow the UK Code of Corporate Governance due to the size of the Company and consider the "Quoted Companies Alliance (QCA)" code more appropriate for a Company of its size.

The Company has adopted the Quoted Companies Alliance Corporate Governance Code 2018 (the "QCA Code"). This statement sets out how the Company complies with the 10 principles of the QCA Code. The new 2023 code will be adopted for the 2025 financial statements.

The Board recognises the principles of the QCA Corporate Governance Code, which focus on the medium to long term value for shareholders, without stifling the entrepreneurial spirit in which small sized Companies such as Mila Resources have been created. The Company sets out below its annual update on its compliance with the QCA Code.

The QCA Code outlines 10 core principles that should be applied. These are listed below together with a short explanation of how the Company applies each of the principles. The Company has adopted a share dealing code for the Board and future employees that may join the Company.

MILA RESOURCES QCA CORPORATE GOVERNANCE COMPLIANCE

STRATEGY & BUSINESS MODEL

The Company's strategy is to identify, evaluate and acquire, asset(s) or business(s) acting as a post discovery accelerator. The Company identifies target(s) that have already had an early-stage geological discovery. To date one successful acquisition has been made, an initial 30% interest in the Kathleen Valley Gold Project in Western Australia. Whilst additional targets will be sought, the current priority is to develop and unlock the potential in the initial gold exploration project.

Since the IPO the Company has been engaged in searching for and evaluating specific targets (business or asset) that were compatible with the Company's Business Strategy. During this time suitable businesses and assets were initially identified, however, other than the transaction on Kathleen Valley, these other proposed transactions have fallen short of expectations, often during the due diligence process.

The Company has structured a lean organisation that is focused on maximising the potential returns to shareholders through carefully targeted acquisition(s), and future development with the aim of accelerated exploration and evaluation. The Company, as appropriate, uses a combination of in-house expertise and external consultants to manage operations.

Mila seeks to keep general and administrative overhead costs to a minimum, whilst balancing the need to hire and retain the most suitable personnel, advisors and contractors, to maximise the future potential returns to shareholders. Given the small size of the Company, corporate and operating costs are closely monitored by management to ensure appropriate levels of spending.

The Board of Directors participate in a formal board meeting at the end of each calendar month. In addition, and due to the small size of the Company and corresponding board (three executive directors plus one non-executive director), the Board often communicate daily or even semi-daily. During these formal and informal meetings, they discuss, amongst other items, the strategic direction and operational status of the Company. As a result, all significant deviations are highlighted to the Board promptly.

UNDERSTANDING AND MEETING SHAREHOLDER NEEDS AND EXPECTATIONS

Company progress on achieving its key targets is regularly communicated to investors through stock exchange announcements, i.e. Regulatory News Service ("RNS"). These can also be found under the 'News and Media' section of the Company's website. The Company retains the services of a professional corporate communications firm who actively engages with the press, investors, analysts, to ensure shareholders understand the Company's operations and activities.

The Company also uses professional advisors including its such as a Corporate Brokers, Corporate Advisor, Corporate Communications Firm, Company Secretarial services and General Legal Counsel to advise it.

As the directors remain in close contact with each other any shareholder considerations identified can be quickly identified, discussed and shared with the other professional advisors ensuring that all are responded to in an efficient and timely manner.

The Annual General Meeting is one of the most important events for the Company and its shareholders. The Company sees this occasion as an important opportunity to communicate directly with shareholders via detailed presentations and an open question and answer session.

TAKING INTO ACCOUNT WIDER STAKEHOLDER & SOCIAL RESPONSIBILITIES AND THEIR IMPLICATIONS FOR LONG-TERM SUCCESS

The Directors recognise their responsibilities to stakeholders including the State of Western Australia, Wiluna-Norseman gold belt, staff, partners, suppliers, vendors, residents and local traditional landowners within the areas it operates. Given the Company's modest size at present, stakeholders are easily able to communicate directly with executive management and the public relations company, allowing the Board to act quickly and appropriately on such communication.

The Company is very sensitive of its impact on the environment in its current and all future operating environments. Measures have been implemented to ensure that each person working on our projects - whether company staff, contractors or subcontractors - are informed of the environmental, social and cultural concerns that relate to that region / project, with the obvious aim of minimizing any adverse impact. Regarding the Kathleen Valley Project, the Company has engaged the services of a local ecology company to assist with field audits, flora and fauna studies and monitoring and general advice to meet regulatory requirements. In addition, the Company has established significant interaction with the traditional land owners (Tjiwarl Group) seeking their assistance with ground clearance, operational standards and improvement drill contractor induction procedures.

Stakeholders can contact the Company via the website or can contact the Company's retained corporate communications advisers when required.

EMBEDDING EFFECTIVE RISK MANAGEMENT

The Board has regular calls to discuss operational issues and key risks, amongst other relevant topics. Where applicable the Company's corporate advisor, general counsel and / or corporate communications adviser will attend. Regular operational and management conference calls are conducted (during periods of exploration and evaluation activity) to identify and discuss key business challenges and risk areas. The Board believes that this regular program of internal communications provides an effective opportunity for potential or real-time risks to be identified, considered and addressed in a timely manner.

The Company's exploration and evaluation activities are subject to a variety of risks, both financial and operational, more information on risk can be found on pages 7 to 9

Given the Company's current size and stage of its development, the Board considers that the executive management team, including oversight from the non-executive Director and the Company's professional advisers, are sufficient to identify risks applicable to the Company and its operations and to implement an appropriate system of controls. It should be noted that currently the Company contracts all of its exploration activities to an experienced operator in Western Australia. The directors are of the opinion that the established systems for internal control within the Company are appropriate for the size and cost structure of the business.

An internal audit function is not considered necessary or practical at present due to the size of the Company and the close day-to-day control exercised by the executive directors. However, the need for an internal audit function will continue to be considered as the Company grows.

The audit committee meets at least twice per year where the internal and financial controls are reviewed as required and assets are also assessed for impairment considerations.

MAINTAINING A BALANCED AND WELL-FUNCTIONING BOARD

The Directors acknowledge the importance of, and their collective responsibility for, implementing and maintaining high standards of corporate governance. The Board is responsible for establishing and maintaining the system of internal controls. The effectiveness of the Company's system of internal control is reviewed annually by the Audit Committee of the Board.

The Board

The Board is currently comprised of three executive directors and one non-executive Director. The independent Company Secretary is a partner in a law firm and who is a specialist in providing company secretarial services to listed companies. This composition is considered to be an appropriate balance given the Company's current size; however, the Board may look to appoint an additional independent director in due course if considered appropriate. The Board is responsible to the shareholders for the proper management of the Company. It meets regularly to set and monitor strategy, examine commercial opportunities, identify and consider key risks, consider capital expenditure projects and other significant financing matters and report to shareholders.

Biographical details of the directors can be found on the Company's website and on page 13

The QCA Code does not offer a definition of independence with respect to directors, so in forming a view on the independence of directors the Company has sought guidance by reference to the guidelines outlined in the UK Corporate Governance Code. In any event, the Board exercises discretion in making the determination of director independence which is kept under review on an annual basis. The non-executive director, Lindsay Mair, is currently considered to be independent.

The Board has a number of committees as explained below.

Audit Committee

A formal Audit Committee was established in the year ending 30 June 2022. The Committee consists of Lindsay Mair (Chairman) and Mark Stephenson. The Committee provides a forum through which the Company's finance functions and auditors report to the Directors. Meetings may be attended, by invitation, by the Company Secretary, other directors and the Company's auditors.

The Audit Committee meets at least twice a year. Its terms of reference include the review of the Annual and Interim Accounts, consideration of the Company's accounting policies, the review of internal control, risk management and compliance procedures, and consideration of all issues surrounding publication of interim and annual financial results and the annual audit. The Audit Committee will also interact with the auditors and review their reports relating to accounts and internal control systems.

Remuneration Committee

A formal Remuneration Committee has been established. The Committee consists of Mark Stephenson (Chairman) and Lindsay Mair. The Committee meets as required. Its role is to determine the remuneration of the Directors and any senior employees. In addition, the committee has the responsibility for performance review of the executive Directors and Senior Management, and for oversight of the Company's incentive schemes. No Director is involved in deciding their own remuneration.

Nominations Committee

A formal Nominations Committee has been established. The Committee consists of Mark Stephenson (Chairman) and Lee Daniels. The Committee meets as required. Its role is to consider the Company's potential board of directors and other key management roles and the appointment or re-appointment of Directors.

HAVING APPROPRIATE EXPERIENCE, SKILLS AND CAPABILITIES ON THE BOARD

The Board of directors has a mix of experience, skills—both technical and commercial—and personal qualities that seek to deliver the strategy of the Company. The Company will ensure that the directors have the necessary up-to-date experience, skills and capabilities to deliver the Company's strategy and targets. If the Company identifies an area where additional skills are required, the Company will often contract an appropriately qualified third party to advise as required. Each director is listed on the Company's website and in the annual report, along with a clear description of their role and experience. The Company recognises that it currently has a limited diversity, including a lack of gender balance, and this will be considered in future recruitment decisions if the board decides that additional directors are required.

EVALUATING BOARD PERFORMANCE

Given the Company's current size, the Board has not considered it necessary to undertake a formal assessment of the Board performance and effectiveness, however, any deficiencies in Board performance and effectiveness would be identified on an ad hoc basis.

ETHICAL VALUES & BEHAVIOURS

The Company has developed a corporate culture that is founded on ethical values and behaviours and treats stakeholders fairly and with respect. The Company does not yet have any employees apart from the Board, however, should such a circumstance arise the Board would be expected to communicate regularly with staff, through meetings, conference calls, presentations, etc. The Company strongly advocates a respectful, dialogue with employees, consultants and other stakeholders.

MAINTAINING GOVERNANCE STRUCTURES AND PROCESSES

Ultimate authority for all aspects of the Company's activities resides with the Board, with the respective responsibilities of the Chairman, the Executive Directors and the various committees arising as a result of delegation by the Board. Given the constraints of balancing a small, cost-conscious Board with a desire to maintain high standards of Corporate Governance, the Board has active, structured and regular internal communication, including regular conference calls where significant matters are tabled and discussed. All the executive directors have designated roles and areas of responsibility and engage with the Company's shareholders and stakeholders in accordance with relevant regulatory guidelines. There are a number of matters reserved for the Board's review and approval including, strategy, approval of major capital expenditure projects, approval of the annual and interim results, fundraising, dividend policy and Board structure. It monitors the exposure to key business and operational risks and reviews the strategic direction of the Company and its operations. The Board considers its current governance structures and processes as appropriate in the context of its current size, headcount and complexity. The audit committee meets at least twice per year where internal and financial controls are reviewed as required and assets are also assessed for impairment considerations.

COMMUNICATING WITH SHAREHOLDERS AND OTHER RELEVANT STAKEHOLDERS

Page 10 of the Financial Statements presents the section 172 statement which discusses how the Company considers the interests of shareholders and other relevant stakeholders in the decision-making process.

In addition, the Company publishes historical annual reports, notices of meetings and other publications, including regular operational updates, since the original IPO. These can be found on the Company's website.

The Board is committed to maintaining good communication and having dialogue with private and institutional shareholders, as well as analysts. In addition to the Annual General Meeting, the Company endeavours to arrange shareholder presentations (in person or via Webinar, Zoom or Microsoft Teams), allowing shareholders to discuss issues and provide feedback as appropriate. The Company also retains the services of a specialist corporate communications advisor to assist in promoting awareness of the Company's activities to its shareholders and wider audience.

The Board have not published an audit committee or remuneration committee report, which the Board considers to be appropriate given the size and stage of development of the Company.

Regarding a general meeting of the Company, upon the conclusion of that meeting the results of the meeting are released through a regulatory news service and a copy of the announcement is posted on the Company's website. In a situation such as where there is a significant proportion of votes cast against a resolution then, where relevant, an explanation would be provided.

Market Abuse (Amendment) (EU Exit) Regulations 2019

The EU Market Abuse Regulation came into effect in the UK on 3 July 2016 and the Company has implemented relevant policies and procedures to ensure compliance with the requirements of the regime. The Company administers compliance in-house, consulting with the company secretary and legal counsel regularly.

Statement of Directors' Responsibilities in respect of the Annual Report and the financial statements

The Directors are responsible for preparing this report and the financial statements in accordance with applicable United Kingdom law and regulations and the UK adopted International Accounts Standards ("UK-adopted IAS")

Company law requires the Directors to prepare financial statements for each financial period which present fairly the financial position of the Company and the financial performance and cash flows of the Company for that period.

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

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- state whether applicable UK adopted IAS have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business; and
- provide additional disclosures when compliance with the specific requirements in IFRSs is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance.

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 Company financial statements comply with the Companies Act 2006 and Article 4 of the IAS Regulation. 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.

Under applicable law and regulations, the directors are also responsible for preparing a Strategic Report, Directors' Report, Directors' Remuneration Report and Corporate Governance Statement that comply with that law and those regulations, and for ensuring that the Annual report includes information required by the Listing Rules of the Financial Conduct Authority.

The financial statements are published on the Company's website http://www.milaresources.com/ The work carried out by the Auditor does not involve consideration of the maintenance and integrity of this website and accordingly, the Auditor accepts no responsibility for any changes that have occurred to the financial statements since they were initially presented on the website. Visitors to the website need to be aware that legislation in the United Kingdom covering the preparation and dissemination of the financial statements may differ from legislation in their jurisdiction.

The Directors confirm that to the best of their knowledge:

- the Company financial statements, prepared in accordance with UK adopted IAS, give a true and fair view of the assets, liabilities, financial position and profit of the Company;
- this Annual report includes the fair review of the development and performance of the business and the position of the Company together with a description of the principal risks and uncertainties that it faces; and
- the Annual Report and financial statements, taken as a whole, are fair, balanced and understandable and provide information necessary for shareholders to assess the Company's performance, business and strategy.

Auditors and disclosure of information to auditors

The Directors who held office at the date of approval of the Directors' Report confirm that:

- so far as they are each aware, there is no relevant audit information of which the Company's Auditor is unaware; and
- each Director has taken all the steps that he ought to have taken as a Director to make himself aware of any relevant audit information and to establish that the Company's Auditor is aware of that information.

The auditors, PKF Littlejohn LLP, were appointed by the Directors of the Company on 22 November 2018. They have expressed their willingness to continue in office and a resolution to reappoint them will be proposed at the Annual General Meeting.

Directors' Remuneration Report

Remuneration Policies (unaudited)

Following the completion of the acquisition in November 2021, Remuneration and Nominations Committees were established. The purpose of the remuneration policy is to attract, retain and motivate Executive Directors and senior management of a high calibre with a view to encouraging commitment to the development of the Company and for long term enhancement of shareholder value.

Executive Directors also receive reimbursement for expenses incurred whilst performing services for the Company.

Service contracts (unaudited)

The Executive Directors have entered into Service Agreements with the Company and continue to be employed until terminated by the Company.

In the event of termination or loss of office the Director is entitled only to payment of his basic salary in respect of his notice period. In the event of termination or loss of office in the case of a material breach of contract the Director is not entitled to any further payment.

Executive Directors are allowed to accept external appointments with the consent of the Board, provided that these do not lead to conflicts of interest. Executive Directors are allowed to retain fees paid.

The contracts are available for inspection at the Company's registered office.

Implementation Report

Particulars of Directors' Remuneration (audited)

Particulars of directors' remuneration, including directors' warrants which, under the Companies Act 2006 are required to be audited, are given in Notes 5 and 12 and further referenced in the Directors' report.

Remuneration paid to the Directors during the year ended 30 June 2024 was:

Directors	Salary £	Bonus £	Total £
Mark Stephenson	103,333	20,000	123,333
Lee Daniels	103,333	20,000	123,333
Neil Hutchison	55,833	-	55,833
Lindsay Mair (Non-executive director)	45,833	-	45,833
	308,332	40,000	348,332

The Directors held the following warrants at the beginning and end of the year:

Director	**At 30 June 2023**	**Granted during the year** (1)	**At 30 June 2024**	**Exercise price**	**Earliest date of exercise**	**Last date of exercise**
M. Stephenson	7,500,000	-	7,500,000	£0.024	22 Nov 2021	31 Dec 2026
L. Daniels	7,500,000	-	7,500,000	£0.024	22 Nov 2021	31 Dec 2026
N. Hutchison	5,000,000	-	5,000,000	£0.024	22 Nov 2021	31 Dec 2026
L. Mair	2,000,000	-	2,000,000	£0.024	22 Nov 2021	31 Dec 2026
	22,000,000	-	22,000,000			

Bonus and incentive plans (audited)

The Company has established an EMI Option Scheme.

On the 10th of December 2021 the Company announced that it had established the EMI share option scheme (the "EMI Options") as outlined in the prospectus dated 29 October 2021 ("Prospectus").

The Directors held the following EMI Options at the beginning and end of the year:

Director	**At 30 June 2023**	**Granted during the year**	**At 30 June 2024**	**Exercise price**	**Earliest date of exercise**	**Last date of exercise**
M. Stephenson	3,500,000	-	3,500,000	£0.024	10 Dec 2021	10 Dec 2026
L. Daniels	2,500,000	-	2,500,000	£0.024	10 Dec 2021	10 Dec 2026
	6,000,000	-	6,000,000			

Percentage change in the remuneration of the Chief Executive (unaudited)

The Company does not have a Chief Executive and therefore no CEO disclosure has been presented.

Other matters (unaudited)

The Company does not have any pension plans for any of the Directors and does not pay contributions in relation to their remuneration. The Company has not paid out any excess retirement benefits to any Directors.

Directors' interests in shares (audited)

The Company has no Director shareholder requirements.

The beneficial interest of the Directors in the Ordinary Share Capital of the Company at 30 June 2024 was:

	Number	% of issued share capital
Mark Stephenson	7,216,761	1.33%
Lee Daniels	2,753,788	0.51%
Lindsay Mair	1,041,666	0.19%
	11,012,215	2.03%

The beneficial interest of the Directors in the Ordinary Share Capital of the Company at 30 June 2023 was:

	Number	% of issued share capital
Mark Stephenson	6,116,761	1.82%
Lee Daniels	1,541,667	0.46%
Lindsay Mair	1,041,666	0.31%
	8,700,094	2.59%

Disclosure and Transparency Rules

Details of the Company's share capital and warrants are given in Notes 12 and 13. There are no restrictions on transfer or limitations on the holding of the ordinary shares. None of the shares carry any special rights with regard to the control of the Company. There are no known arrangements under which the financial rights are held by a person other than the holder and no known agreements or restrictions on share transfers and voting rights.

As far as the Company is aware there are no persons with significant direct or indirect holdings other than the Directors and other significant shareholders as shown on page 15.

The provisions covering the appointment and replacement of directors are contained in the Company's articles, any changes to which require shareholder approval. There are no significant agreements to which the Company is party that take effect, alter or terminate upon a change of control following a takeover bid and no agreements for compensation for loss of office or employment that become effective as a result of such a bid.

Requirements of the Listing Rules

Listing Rule 9.8.4 requires the Company to include certain information in a single identifiable section of the Annual Report or a cross reference table indicating where the information is set out. The Directors confirm that there are no disclosures required in relation to Listing Rule 9.8.4.

Financial Instruments

The Company has exposure to credit risk, liquidity risk and market risk. Note 17 presents information about the Company's exposure to these risks, along with the Company's objectives, processes and policies for managing the risks.

Energy and carbon report

The company is aware that it is required to measure its operational carbon footprint in order to limit and control the impact on the environmental. During the year under review, the Company's operations were limited. Hence, given the very limited nature of these operations, it has not been practical to measure its carbon footprint.

Going forward in the future, the company will only measure the impact of its direct activities, as the full impact of the entire supply chain of its suppliers cannot be measured practically.

The company is exempt from the Streamlined Energy & Carbon Reporting (SECR) requirements since energy consumption is less than 40,000 kWh of energy in the reporting year.

The Task Force on Climate-related Financial Disclosures (TCFD) aim to provide investors, lenders, and other stakeholders with information necessary to assess climate-related risks and opportunities. The Company takes various actions throughout our local operations to mitigate the potential impacts of our activities. We recognise the benefits of disclosing climate-related financial information, but due to our small scale and early stage of development, have not yet fully implemented the TCFD recommendations. Mila has an established a cross functional team over the period since the acquisition of its initial asset at Kathleen Valley. The team is conscious of the environmental impact of Mining Operations including the initial Exploration and Evaluation work conducted prior to mining, should the prospect prove to be commercially viable. The Company plans to evaluate and implement the TCFD recommendations over the next few years.

Events after the reporting period

Details on events after the reporting period please see note 19 of the Notes to the Financial Statements.

Directors' Indemnity Provisions

The Company has implemented Directors and Officers Liability Indemnity insurance.

Going concern

The Financial Statements have been prepared under the going concern assumption, which presumes that the Company will be able to meet its obligations as they fall due for at least the next twelve months from the date of the signing of the Financial Statements.

The Company had a net cash inflow for the year of £969,647 (2023: outflow £648,021) and at 30 June 2024 had cash and cash equivalents balance of £1,417,710 (2023: £448,063).

An operating loss of £686,277 has been made although the Company was in a net current asset position at 30 June 2024 and has raised £2m (before expenses) in November 2023.

Notwithstanding the loss incurred during the year under review, the Directors consider that it is appropriate to prepare the accounts on a going basis due to the current cash balance, following the fund raise in the year and that the Company has low levels of minimum spend to maintain the licences in good standing. In effect, material exploration expenditure is discretionary.

This potential transaction outlined in the Chairman's Statement (Page 4) has been considered as part of the going concern assessment and the Directors are satisfied that should the proposed transaction complete within the next 12 months the Company will be able to meet its obligations for the next 12 months. Hence the accounts have been prepared on a going concern basis.

Donations

The Company made no political donations during the year (2023: £nil).

ON BEHALF OF THE BOARD

Lee Daniels
Chief Financial Officer
30 October 2024

Opinion

We have audited the financial statements of Mila Resources Plc (the 'company') for the year ended 30 June 2024 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Cash Flows, the Statement of Changes in Equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation 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 company's affairs as at 30 June 2024 and of its loss for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

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 company's ability to continue to adopt the going concern basis of accounting included reviewing and challenging cashflow forecasts prepared by management covering the 12 months from the approval of these financial statements and the related key inputs and assumptions, ascertaining the company's current financial position and cash reserves, and discussing their strategies regarding potential asset acquisitions which may be completed in the period.

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

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

Our application of materiality

The scope of our audit was influenced by our application of materiality. The quantitative and qualitative thresholds for materiality determine the scope of our audit and the nature, timing and extent of our audit procedures.

Materiality for the financial statements was set at £147,000 (2023: £122,000) based upon 2% (2023: 2%) of gross assets . Materiality has been based upon gross assets due to the significant asset balances in the Statement of Financial Position.

Performance materiality and the triviality threshold for the financial statements was set at £110,250 (2023: £91,500) and £7,350 (2023: £6,100) respectively due our accumulated knowledge of the company.

We also agreed to report to the audit committee any other differences below that threshold that we believe warranted reporting on qualitative grounds.

Our approach to the audit

In designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular we looked at areas involving significant accounting estimates and judgements by the directors and considered future events that are inherently uncertain, such as the potential impairment of exploration and evaluation assets. We also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

Key audit matters

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

Key Audit Matter	How our scope addressed this matter
Valuation of intangible assets (note 8)	
As at 30 June 2024, the company's capitalised exploration and evaluation costs which had a carrying value of £5,761,853 (Note 8). The associated costs capitalised in the year ended 30 June 2024 totalled £155,983. **Given the carrying value of intangible assets as at 30 June 2024 and the significant judgement required by the directors when assessing for impairment, there is a risk that intangible assets may be impaired and thus materially misstated.** **Additionally, due to the value of costs capitalised in the year and the judgement required in assessing whether those capitalised meet the recognition criteria per IFRS 6 – *Exploration for and Evaluation of Mineral Resources*, there is a risk that some costs**	Our work in this area included but was not limited to: • Testing a sample of additions; vouching to supporting documentation to ensure exploration and evaluation costs have been accurately capitalised in accordance with IFRS 6 and the company's accounting policies; • Confirming that the company has good title to the applicable exploration licences; and, • Reviewing and challenging the directors' assessment of impairment indicators, considering whether any of the impairment indicators as per IFRS 6 have been met and whether any impairment adjustments are necessary.

capitalised in the year do not meet the recognition criteria per IFRS 6 and therefore intangible assets are materially misstated.	*Key observations* The exploration and evaluation costs in the year has been appropriately capitalised in accordance with IFRS 6 and management's assessment of the lack of indicators of impairment of the intangible assets was deemed to be reasonable.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. 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 the part of the directors' remuneration report to be audited has been properly prepared in accordance with the Companies Act 2006.

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

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

Matters on which we are required to report by exception

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

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

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

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the 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 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 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.

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

- We obtained an understanding of the company and the sector in which it operates to identify laws and regulations that could reasonably be expected to have a direct effect on the financial statements. We obtained our understanding in this regard through discussions with management, industry research and our cumulative audit knowledge and experience of the sector.
- We determined the principal laws and regulations relevant to the company in this regard to be those arising from UK Company Law, rules applicable to issuers on the London Stock Exchange's Main Market, including the Financial Conduct Authority Listing Rules and the Disclosure Guidance and Transparency Rules.
- We designed our audit procedures to ensure the audit team considered whether there were any indications of non-compliance by the company with those laws and regulations. These procedures included, but were not limited to:
    - Discussing with management the company's compliance with laws and regulations;
    - Reviewing board minutes;
    - Reviewing legal expenditure; and,
    - Reviewing regulatory news announcements made throughout the reporting period and post year-end.
- We also identified the risks of material misstatement of the financial statements due to fraud. We considered, in addition to the non-rebuttable presumption of a risk of fraud arising from management override of controls, that there was potential for management bias in relation to the carrying value of the exploration and evaluation asset and whether any impairment indicators were present. We addressed these risks by challenging the assumptions and judgements made by management when auditing these significant accounting estimates (see the Key Audit Matters section of our report).

- As in all of our audits, we addressed the risk of fraud arising from management override of controls by performing audit procedures which included, but were not limited to the testing of journals; reviewing accounting estimates for evidence of bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities.[2] This description forms part of our auditor's report.

Other matters which we are required to address

We were appointed by the Board of Directors on 22 November 2018 to audit the financial statements for the period ending 30 June 2019 and subsequent financial periods. Our total uninterrupted period of engagement is 6 years, covering the periods ending 30 June 2019 to 30 June 2024.

The non-audit services prohibited by the FRC's Ethical Standard were not provided to the company and we remain independent of the company in conducting our audit.

Our audit opinion is consistent with the additional report to the audit committee.

Use of our report

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

Daniel Hutson (Senior Statutory Auditor)
For and on behalf of PKF Littlejohn LLP
Statutory Auditor

15 Westferry Circus
Canary Wharf
London E14 4HD

30 October 2024

MILA RESOURCES PLC
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2024

	Notes	Year ended 30 June 2024 £	Year ended 30 June 2023 £
Administrative expenses		(686,298)	(549,487)
Operating Loss	3	(686,298)	(549,487)
Interest receivable		21	-
Loss before taxation		(686,277)	(549,487)
Income tax expense	6	-	-
Loss and total comprehensive income for the year attributable to the owners of the company		(686,277)	(549,487)
Earnings per share (basic and diluted) attributable to the equity holders (pence)	7	(0.15)	(0.17)

The above results relate entirely to continuing activities.

The accompanying notes on pages 37 to 52 form part of these financial statements.

	Notes	Year ended 30 June 2024 £	Year ended 30 June 2023 £
NON-CURRENT ASSETS			
Exploration and evaluation assets	8	5,761,853	5,605,870
		5,761,853	5,605,870
CURRENT ASSETS			
Trade and other receivables	9	31,521	135,459
Cash and cash equivalents	10	1,417,710	448,063
		1,449,231	583,522
TOTAL ASSETS		**7,211,084**	**6,189,392**
CURRENT LIABILITIES			
Trade and other payables	11	259,277	312,938
TOTAL LIABILITIES		**259,277**	**312,938**
NET ASSETS		**6,951,807**	**5,876,454**
EQUITY			
Share capital	12	5,419,653	3,368,177
Share premium	12	4,494,522	4,784,603
Share based payment reserve	13	539,329	539,093
Retained loss		(3,501,697)	(2,815,420)
TOTAL EQUITY		**6,951,807**	**5,876,454**

The accompanying notes on pages 37 to 52 form part of these financial statements.

These financial statements were approved by the Board of Directors on 30 October 2024 and were signed on its behalf by:

____

Lee Daniels

Executive Director

Company number: 09620350

MILA RESOURCES PLC
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2024

	12 months to 30 June 2024 £	12 months to 30 June 2023 £
Cash flows from operating activities		
Loss for the year	(686,277)	(549,487)
Adjustments for:		
Less: Interest Received	(21)	-
Foreign exchange Gains/(Losses)	1,823	-
Operating cashflow before working capital movements	(684,475)	(549,487)
Decrease/(Increase) in trade and other receivables	17,183	(112,891)
(Decrease)/Increase in trade and other payables	(108,155)	102,178
Net cash outflow from operating activities	(775,447)	(560,200)
Cash flow from investing activities		
Funds used for drilling and exploration	(16,558)	(907,245)
Interest received	21	-
Net cash outflow from investing activities	(16,537)	(907,245)
Cash flow from financing activities		
Gross Proceeds from share issues	2,000,000	908,000
Proceeds from issue of Convertible Loan	51,475	-
Issue costs paid in cash / netted against proceeds	(289,844)	(88,576)
Net cash inflow from financing activities	1,761,631	819,424
Net Increase/(Decrease) in cash and cash equivalents	969,647	(648,021)
Cash and cash equivalents at beginning of the year	448,063	1,096,084
Cash and cash equivalents at end of the year	1,417,710	448,063

Major non-cash transactions

During the year the Company issued a convertible loan to Liontown on the as part of the agreement for Liontown to explore for Lithium on the Company's acreage. The par value of the Convertible Loan was $AUD 100,000 (£51,475).

Following the completion of the Company's £2m fundraise in November 2023, it was agreed with Liontown Resources to amend the terms of the Convertible Loan Note.

Following the amendment Liontown agreed that Mila will convert the AS$100,000 into 5,147,475 fully paid Mila Ordinary Shares at a conversion price of 1 pence per share. In addition, Mila has also agreed to issue Liontown warrants to subscribe for up to a further 5,147,475 Ordinary Shares exerciseable at a price of 2 pence per share at any time until 29 January 2027.

MILA RESOURCES PLC
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2024

	Share Capital	Share Premium	Share Based Payment Reserve	Retained Loss	Total
	£	£	£	£	£
Balance at 30 June 2022	**3,065,511**	**4,267,846**	**543,813**	**(2,270,653)**	**5,606,517**
Total comprehensive income for the year	-	-	-	(549,487)	(549,487)
Transactions with Shareholders					
Expired Warrants	-	-	(4,720)	4,720	-
Capital Raising - Issue of shares	302,667	605,333	-	-	908,000
Capital Raising - Issue costs	-	(88,576)	-	-	(88,576)
Balance at 30 June 2023	**3,368,178**	**4,784,603**	**539,093**	**(2,815,420)**	**5,876,454**
Total comprehensive income for the year	-	-	-	(686,277)	(686,277)
Transactions with Shareholders					
Capital Raising - Issue of shares	2,000,000	-	-	-	2,000,000
Capital Raising - Issue costs	-	(289,845)	-	-	(289,845)
Conversion of Convertible Loan	51,475	-	-	-	51,475
Share warrants expense	-	(236)	236	-	-
Balance at 30 June 2024	**5,419,653**	**4,494,522**	**539,329**	**(3,501,697)**	**6,951,807**

The accompanying notes on pages 37 to 52 form part of these financial statements.

1 GENERAL INFORMATION

Mila Resources Plc (the "Company") was listed on the London Stock Exchange in 2016 with a view to acquiring projects in the natural resources sector that have a significant innate value that could be unlocked without excessive capital. In November 2021, the Company acquired an interest in a gold exploration project in Western Australia.

The Company is domiciled in the United Kingdom and incorporated and registered in England and Wales, with registration number 09620350.

2 ACCOUNTING POLICIES

2.1 Basis of preparation

The financial statements have been prepared on a going concern basis using the historical cost convention and in accordance with the UK-Adopted International Accounting Standards, and in accordance with the provisions of the Companies Act 2006.

The Company's financial statements for the year ended 30 June 2024 were authorised for issue by the Board of Directors on 30 October 2024 and were signed on the Board's behalf by Mr L Daniels.

The Company's financial statements are presented in pounds Sterling and presented to the nearest pound.

2.2 Business Combinations

Acquisitions of business are accounted for using the acquisition method. At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognised at their fair value.

Consideration is also measured at fair value at the acquisition date. This is calculated as the sum of the fair values of assets transferred less the fair value of the liabilities incurred by the Company.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirers previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired, and the liabilities assumed. If, after reassessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirers previously held interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

Acquisition-related costs are recognised in profit or loss as incurred.

2.3 Going concern

The Financial Statements have been prepared under the going concern assumption, which presumes that the Company will be able to meet its obligations as they fall due for at least the next twelve months from the date of the signing of the Financial Statements.

The Company had a net cash inflow for the year of £969,647 (2023: outflow of (£648,021) and at 30 June 2024 had cash and cash equivalents balance of £1,417,710 (2022: £448,063).

An operating loss of £686,298 has been made and although the Company was in a net current asset position at 30 June 2024 and on November 2023 the Company raised £2m in new capital (before expenses) through a Placing of 200m New Ordinary Shares of GBP0.01 each.

Notwithstanding the loss incurred during the year under review, the Directors consider that it is appropriate to prepare the accounts on a going basis due to the current cash balance, following the fund raise in the year and that the Company has low levels of minimum spend to maintain the licences in good standing. In effect, material exploration expenditure is discretionary.

This potential transaction outlined in the Chairman's Statement (Page 4) has been considered as part of the going concern assessment and the Directors are satisfied that should the proposed transaction complete in the next 12 months the Company will be able to meet its obligations for the next 12 months. Hence the accounts have been prepared on a going concern basis.

2.4 Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the Company

New standards, amendments to standards and interpretations:

No new standards, amendments or interpretations, effective for the first time for the financial year beginning on or after 1 July 2023 have had a material impact on the Company.

Standards issued but not yet effective:

At the date of authorisation of these financial statements, the following standards and interpretations relevant to the Company and which have not been applied in these financial statements, were in issue but were not yet effective.

Standard	Impact on initial application	Effective date
IFRS 16	Lease liability in a sale and leaseback (amendment to IFRS 16)	1 January 2024
IAS 1	Amendments to IAS 1: Classification of Liabilities as Current or Non-current and Classification of Non-current Liabilities with covenants	1 January 2024
IFRS 7	Statement of Cash Flows (Supplier Finance Arrangements) Financial Instruments (Supplier Finance Arrangements)	1 January 2024
IAS21	The Effects of Changes in Foreign Exchange Rate (Lack of Exchangeability)	1 January 2024

The directors do not consider that these standards will impact the financial statements of the Company.

2.5 Asset acquisition

Where an acquisition transaction constitutes the acquisition of an asset and not a business, the consideration paid is allocated to assets and liabilities acquired based on their relative fair values, with transaction costs capitalised. No gain or loss is recognised.

Consideration paid in the form of equity instruments is measured by reference to the fair value of the asset acquired. The fair value of the assets acquired would be measured at the point control is obtained.

The Company recognises the fair value of contingent consideration in respect to an asset acquisition, where it is probable that a liability has been incurred, and the amount of that liability can be reasonably estimated. Such contingent consideration is recognized at the time control of the underlying asset is obtained, and such an amount is included in the initial measurement of the cost of the acquired assets.

2.6 Foreign currency translation

The financial information is presented in Sterling which is the Company's functional and presentational currency.

Transactions in currencies other than the functional currency are recognised at the rates of exchange on the dates of the transactions. At each balance sheet date, monetary assets and liabilities are retranslated at the rates prevailing at the balance sheet date with differences recognised in the Statement of comprehensive income in the period in which they arise.

2.7 Financial instruments

Initial recognition

A financial asset or financial liability is recognised in the statement of financial position of the Company when it arises or when the Company becomes part of the contractual terms of the financial instrument.

Classification

Financial assets at amortised cost

The Company measures financial assets at amortised cost if both of the following conditions are met:

(1) the asset is held within a business model whose objective is to collect contractual cash flows; and

(2) the contractual terms of the financial asset generating cash flows at specified dates only pertain to capital and interest payments on the balance of the initial capital.

Financial assets which are measured at amortised cost, are measured using the Effective Interest Rate Method (EIR) and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is de-recognised, modified or impaired.

Financial liabilities at amortised cost

Financial liabilities measured at amortised cost using the effective interest rate method include current borrowings and trade and other payables that are short term in nature. Financial liabilities are derecognised if the Company's obligations specified in the contract expire or are discharged or cancelled.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate ("EIR"). The EIR amortisation is included as finance costs in profit or loss. Trade payables other payables are non-interest bearing and are stated at amortised cost using the effective interest method.

The proceeds, received on issue of the Group's convertible debt, are allocated into their liability and equity components. The amount initially attributed to the debt component equals the discounted cash flows, using a market rate of interest that would be payable on a similar debt instrument that does not include an option to convert. Subsequently, the debt component is accounted for as a financial liability, measured at amortised cost until extinguished on conversion or maturity of the bond. The remainder of the proceeds is allocated to the conversion option and is recognised within shareholders' equity, net of income tax effects.

Derecognition

A financial asset is de-recognised when:

(1) the rights to receive cash flows from the asset have expired, or

(2) the Company has transferred its rights to receive cash flows from the asset or has undertaken the commitment to fully pay the cash flows received without significant delay to a third party under an arrangement and has either (a) transferred substantially all the risks and the assets of the asset or (b has neither transferred nor held substantially all the risks and estimates of the asset but has transferred the control of the asset.

Impairment

The Company recognises a provision for impairment for expected credit losses regarding all financial assets. Expected credit losses are based on the balance between all the payable contractual cash flows and all discounted cash flows that the Company expects to receive. Regarding trade receivables, the Company applies the IFRS 9 simplified approach in order to calculate expected credit losses. Therefore, at every reporting date, provision for losses regarding a financial instrument is measured at an amount equal to the expected credit losses over its lifetime without monitoring changes in credit risk. To measure expected credit losses, trade receivables and contract assets have been grouped based on shared risk characteristics.

Trade and other receivables

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method (except for short-term receivables where interest is immaterial) less provisions for impairment.

Provisions for impairment of trade receivables are recognised for expected lifetime credit losses using the simplified approach. Impairment reviews of other receivables, including those due from related parties, use the general approach whereby 12-month expected losses are provided for and lifetime credit losses are only recognised where there has been a significant increase in credit risk, by monitoring the creditworthiness of the other party.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and are subject to an insignificant risk of changes in value.

Trade payables

Trade and other payables are initially measured at their fair value and are subsequently measured at their amortised cost using the effective interest rate method. This method allocates interest expense over the relevant period by applying the effective interest rate to the carrying amount of the liability.

2.8 Equity

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

The Share premium account includes any premiums received on the initial issuing of the share capital. Any transaction costs associated with the issuing of shares are deducted from the Share premium account, net of any related income tax benefits.

Equity-settled share-based payments are credited to a share-based payment reserve as a component of equity until related options or warrants are exercised, lapsed or cancelled.

Retained losses includes all current and prior period results as disclosed in the statement of comprehensive income.

2.9 Share-based payments

The Company records charges for share-based payments where options, warrants or other similar instruments are issued in lieu of services provided to the Company

For warrant-based or option-based share-based payments, to determine the value of the warrants or options, management estimate certain factors used in the Black Scholes Pricing Model, including volatility, vesting date exercise date of the warrants or option and the number likely to vest. At each reporting date during the vesting period management estimate the number of shares that will vest after considering the vesting criteria. If these estimates vary from actual occurrence, this will impact on the value of the equity carried in reserves.

2.10 Taxation

Tax currently payable is based on taxable profit for the period. Taxable profit differs from profit as reported in the income statement because it excludes items of income and expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled, or the asset realised. Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

2.11 Intangible assets – Exploration and evaluation expenditures (E&E)

The Company applies the successful efforts method of accounting, having regard to the requirements of IFRS 6 'Exploration for and Evaluation of Mineral Resources'. Costs incurred prior to obtaining the legal rights to explore an area are expensed immediately to the Statement of Comprehensive Income.

Expenditure incurred on the acquisition of a licence interest is initially capitalised within intangible assets on a licence-by-licence basis. Costs are held, unamortised, until such time as the exploration phase of the field area is complete or commercial reserves have been discovered. The cost of the licence is subsequently transferred into property, plant and equipment and depreciated over its estimated useful economic life.

Exploration expenditure incurred in the process of determining exploration targets is capitalised initially within intangible assets as exploration assets. Drilling costs are initially capitalised on a licence-by-licence basis until the success or otherwise has been established. Should the prospect prove to be commercially viable, the intangible assets are re-classified to Property, Plant and Equipment and depreciated over the estimated useful economic life. Where it is ultimately determined that the prospect is not commercially viable the Intangible asset balance is taken as a charge to the Statement of Comprehensive Income.

2.12 Impairment of Exploration and Evaluation assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. This includes consideration of the IFRS 6 impairment indicators for any intangible exploration and evaluation expenditure capitalised as intangible assets. Examples of indicators of impairment include whether:

(a) the period for which the entity has the right to explore in the specific area has expired during the period or will expire in the near future and is not expected to be renewed.

(b) substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned.

(c) exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area.

(d) sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount, which is the higher of its fair value less costs to sell and its value in use. Any impairment identified is recorded in the statement of comprehensive income.

2.13 Critical accounting judgements and key sources of uncertainty

In the process of applying the entity's accounting policies, management makes estimates and assumptions that have an effect on the amounts recognised in the financial information. Although these estimates are based on management's best knowledge of current events and actions, actual results may ultimately differ from those estimates.

The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are as follows:

Impairment of intangible assets

For details on the accounting policy for the impairment of exploration and evaluation assets, see note 2.12 "Impairment of Exploration and Evaluation Assets" in the "Notes to the Financial Statements" on page 42.

The first stage of the impairment process is the identification of an indication of impairment. Such indications can include significant geological or geophysical information which may negatively impact the existing assessment of a project's potential for recoverability, significant reductions in estimates of resources, significant falls in commodity prices, a significant revision of the Company Strategy, operational issues which may require significant capital expenditure, political or regulatory impacts and others. This list is not exhaustive and management judgement is required to decide if an indicator of impairment exists.

The Company regularly assesses the intangible assets for indicators of impairment. For more information on impairment indicators see note 2.12 "Impairment of Exploration and Evaluation Assets" in the "Notes to the Financial Statements" on page 42. Also see IFRS 6 'Exploration for and Evaluation of Mineral Resources'

When an impairment indicator exists an impairment test is performed; the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the income statement.

2.14 Earnings per share

Basic earnings per share is calculated as profit or loss attributable to equity holders of the Company for the period, adjusted to exclude any costs of servicing equity (other than dividends), divided by the weighted average number of ordinary shares, adjusted for any bonus element. The diluted earnings per share is the same as the basic earnings per share for 2024 because; all warrants and options in issue were out of the money at the year end and the Company reported a loss, hence including the additional dilution would have resulted in a reduction of the loss per share.

2.15 Segmental reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker.

The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board as a whole.

All operations and information are reviewed together therefore at present there is only one reportable operating segment.

The Company's strategy is to act as a post discovery accelerator, where the Company identifies target(s) that have already had an early-stage geological discovery. To date the Company has identified and invested on one target, namely the Kathleen Valley Project. Hence at the moment there is only one reportable operating segment.

3. OPERATING LOSS

This is stated after charging:

	2024 £	2023 £
Auditor's remuneration		
Audit of the Company	42,500	40,000
Directors' remuneration	348,332	250,000
Stock exchange and regulatory expenses	34,069	10,536
Other expenses	261,397	248,951
Operating expenses	686,298	549,487

4. AUDITOR'S REMUNERATION

	2024 £	2023 £
Fees payable to the Company's current auditor:		
- audit of the Company's financial statements	42,500	40,000
	42,500	40,000

5. DIRECTORS AND STAFF COSTS

During the year the only employees of the Company were the Directors and as such key management personnel. Management remuneration, other benefits supplied and social security costs to the Directors during the year was as follows below. For Directors costs see the Directors remuneration report from page 23.

	2024 £	2023 £
Salaries	348,332	250,000
Social security costs	38,348	25,369
Share based payments	-	-
	386,680	275,369

6. TAXATION

	2024 £	2023 £
The charge/credit for the year is made up as follows:		
Current tax	-	-
Deferred tax	-	-
Taxation charge / credit for the year	-	-

A reconciliation of the tax charge / credit appearing in the income statement to the tax that would result from applying the standard rate of tax to the results for the year is:

	2024	2023
Loss per accounts	(686,277)	(549,487)
Tax credit at the standard rate of corporation tax in the UK of 19% (2023: 19%)	(130,393)	(104,403)
Impact of costs disallowed for tax purposes	579	2,809
Deferred tax in respect of temporary differences	-	-
Impact of unrelieved tax losses carried forward	129,814	101,594
	-	-

Estimated tax losses of £(3,334,575) (2023: £2,651,344) are available for relief against future profits and a deferred tax asset of £633,615 (2023: £503,756) has not been provided for in the accounts due to the uncertainty of future profits.

Factors affecting the future tax charge

The standard rate of corporation tax in the UK for Companies is 19%. Accordingly, the Company's effective tax rate for the period was 19% (2023: 19%).

Deferred taxation

No deferred tax asset has been recognised by the Company due to the uncertainty of generating sufficient future profits and tax liability against which to offset the tax losses. The estimated tax losses carried forward are as shown above.

7. EARNINGS PER SHARE

The calculation of the earnings per share is based on the loss for the financial period after taxation of £686,277 (2023: £549,487) and on the weighted average of 467,643,821 (2023: 327,554,881) ordinary shares in issue during the period.

The diluted profit per share is the same as the basic profit per share because the Company reported a loss, hence including the additional dilution would have resulted in a reduction of the loss per share.

	Earnings £	Weighted average number of shares unit	Per-share amount pence
30 June 2024: Loss per share attributed to ordinary shareholders	(686,277)	467,643,821	(0.15)
30 June 2023: Loss per share attributed to ordinary shareholders	(549,487)	327,554,881	(0.17)

8. EXPLORATION AND EVALUATION ASSETS

	At 30 June 2024 £	At 30 June 2023 £
Opening balance	5,605,870	4,698,625
Exploration costs capitalised in the year	155,983	1,092,201
Other movements	-	(184,956)
Net book value	5,761,853	5,605,870

In November 2021, the Company acquired a 30% interest in the Kathleen Valley (Gold) Project for £2,812,500. The consideration was £300,000 in cash and the balance in new Mila shares. Transaction costs of £478,017 have also been capitalised. The principal assets are leases with rights to exploration of those leases in Western Australia. At the year end the capitalised exploration and evaluation assets totalled £5.8m (2023: £5.6m). All Exploration costs capitalised in the year relate to the Kathleen Valley Project.

Exploration and evaluation assets are regularly reviewed for indicators of impairment. If an indicator of impairment is found an impairment test is required, where the carrying value of the asset is compared with its recoverable amount. The recoverable amount is the higher of the assets fair value less costs to sell and value in use. The Directors are satisfied that no impairments are required for the current year.

9. TRADE AND OTHER RECEIVABLES

	2024 £	2023 £
Other receivables	11,332	123,297
Prepayments	20,189	12,162
	31,521	135,459

The Directors consider that the carrying value amount of trade and other receivables approximates to their fair value.

10. CASH AND CASH EQUIVALENTS

	2024 £	2023 £
Cash at bank	1,417,710	448,063
	1,417,710	448,063

Cash at bank comprises balances held by the Company in current bank accounts. The carrying value of these approximates to their fair value.

11. TRADE AND OTHER PAYABLES

	2024 £	2023 £
Trade payables	12,106	55,457
Accruals and other payables	247,171	257,481
	259,277	312,938

12. SHARE CAPITAL / SHARE PREMIUM

	Number of shares on issue	Share capital £	Share premium £	Total £
Balance as at 30 June 2022	306,551,057	3,065,511	4,267,846	7,333,357
Capital Raising	30,266,651	302,667	516,757	819,424
Balance as at 30 June 2023	336,817,708	3,368,178	4,784,603	8,152,781
Capital Raising	200,000,000	2,000,000	-	2,000,000
Issue Costs	-	-	(289,845)	(289,845)
Conversion of Convertible Loan	5,147,475	51,475	-	51,475
Share warrants expense	-	-	(236)	(236)
Balance as at 30 June 2024	541,965,183	5,419,653	4,494,522	9,914,175

In November 2023, the Company completed a placing of 200m new fully paid ordinary shares with a nominal value of £0.01, raising gross proceeds of £2m before expenses.

The Directors held the following warrants at the beginning and end of the year:

Director	At 30 June 2023(1)	Granted during the year	At 30 June 2024	Exercise price	Earliest date of exercise	Last date of exercise
M. Stephenson	7,500,000	-	7,500,000	£0.024	22 Nov 2021	31 Dec 2026
L. Daniels	7,500,000	-	7,500,000	£0.024	22 Nov 2021	31 Dec 2026
N. Hutchison	5,000,000	-	5,000,000	£0.024	22 Nov 2021	31 Dec 2026
L. Mair	2,000,000	-	2,000,000	£0.024	22 Nov 2021	31 Dec 2026
	22,000,000	-	22,000,000			

(1) as outlined in the prospectus dated 29 October 2021.

The Directors held the following EMI Options at the beginning and end of the year:

Director	At 30 June 2023	Granted during the year	At 30 June 2024	Exercise price	Earliest date of exercise	Last date of exercise
M. Stephenson	3,500,000	-	3,500,000	£0.024	10 Dec 2021	10 Dec 2026
L. Daniels	2,500,000	-	2,500,000	£0.024	10 Dec 2021	10 Dec 2026
	6,000,000	-	6,000,000			

13. SHARE BASED PAYMENT RESERVE AND SHARE BASED PAYMENTS

SHARE BASED PAYMENT RESERVE

	2024 £	2023 £
At 1 July	539,093	543,813
Warrants expense	236	-
At 30 June	539,239	539,093

Warrants and Options in Issue	Number of Options in Issue	Number of Warrants in Issue	Weighted average exercise price	Expiry date
Balance at 30 June 2022	6,000,000	253,469,111	£0.0429	
Expired during the year	-	(11,425,000)	£0.048	31 Dec 2022
At 30 June 2023	6,000,000	242,044,111	£0.0432	
Investor Warrants – Delayed until Nov 2023 prospectus, relating to Oct/Nov 2022 capital raise.	-	30,266,650	£0.048	14 Nov 2025
Broker Warrants – Delayed until Nov 2023 prospectus, relating to Oct/Nov 2022 capital raise (1)	-	717,332	£0.03	14 Nov 2025
Investor Warrants – relating to £2m capital raise in Nov 2023.	-	200,000,000	£0.02	9 Nov 2025
Investor Warrants – relating to conversion of the Liontown Convertible Loan	-	5,147,475	£0.02	29 Jan 2027
At 30 June 2024	6,000,000	478,175,568	£0.034	

During the period the Company raised £2m (before expenses) through a Placing of 200m New Ordinary Shares of GBP0.01 each ("Placing Shares") at a price of 1 pence per Placing Share. Investors in the Placing also received one two-year warrant per Placing Share to subscribe for one new ordinary share at a cost of 2p per share.

(1) In October & November 2022 the Company raised £908,000 (before expenses) through a Placing of 30,266,651 New Ordinary Shares of GBP0.01 each at a price of 3 pence per Placing Share. Investors in this Placing also received one three-year warrant per Placing Share to subscribe for one new ordinary share at a cost of 4.8p per share. In addition, the Company also issued 717,332 broker warrants that are exercisable at

3p for a period of 3 years. Both the investor warrants and broker warrants were conditional on shareholder approval to increase the Company's share authorities. This approval was granted on 8 November 2023.
In July 2023 the Company announced that, together with the other owners of the Kathleen Valley licence, it had entered into an option agreement with a subsidiary of Liontown Resources Limited (ASX: LTR), granting Liontown the option to explore for lithium on the Kathleen Valley Licence Area in Western Australia. As part of that that arrangement Liontown invested A$100,000 in Mila through a Convertible Loan.

Following an amendment of the terms of the Convertible Loan in January 2024, Liontown agreed that Mila would convert the AS$100,000 into 5,147,475 fully paid Mila Ordinary Shares at a conversion price of 1 pence per share. In addition, Mila has also agreed to issue Liontown warrants to subscribe for up to a further 5,147,475 Ordinary Shares exercisable at a price of 2 pence per share at any time until 29 January 2027.

The market price of the shares at year end was 0.575 pence per share.

During the year, the minimum and maximum prices were 0.525 pence and 1.65 pence per share respectively.

SHARE BASED PAYMENTS – WARRANTS

There were no share based payments at 30 June 2024 and 30 June 2023.

14. CAPITAL COMMITMENTS

There were no capital commitments at 30 June 2024 and 30 June 2023.

15. CONTINGENT LIABILITIES

There were no contingent liabilities at 30 June 2024 and 30 June 2023.

16. COMMITMENTS UNDER LEASES

There were no commitments under operating leases at 30 June 2024 and 30 June 2023.

17. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company's financial instruments comprise primarily cash and various items such as trade debtors and trade payables which arise directly from operations. The main purpose of these financial instruments is to provide working capital for the Company's operations. The Company does not utilise complex financial instruments or hedging mechanisms.

Financial assets by category

	2024 £	2023 £
Current Assets:		
Cash and cash equivalents	1,417,710	448,063

Trade and other receivables	11,332	123,297
Categorised as financial assets at amortised cost	1,429,042	571,360

Financial liabilities by category

	2024 £	2023 £
Current Liabilities:		
Trade and other payables	259,277	312,938
Categorised as financial liabilities measured at amortised cost	259,277	312,938

All amounts are short term and payable in 0 to 6 months.

Credit risk

The maximum exposure to credit risk at the reporting date by class of financial asset was:

	2024 £	2023 £
Trade and other receivables	11,332	123,297
Cash and cash equivalents	1,417,710	448,063
	1,429,042	571,360

Capital management

The Company considers its capital to be equal to the sum of its total equity. The Company monitors its capital using a number of key performance indicators including cash flow projections, working capital ratios, the cost to achieve development milestones and potential revenue from partnerships and ongoing licensing activities.

The Company's objective when managing its capital is to ensure it obtains sufficient funding for continuing as a going concern. The Company funds its capital requirements through the issue of new shares to investors.

Interest rate risk

The maximum exposure to interest rate risk at the reporting date by class of financial asset was:

	2024 £	2023 £
Bank balances	1,417,710	448,063

The Company is not financially dependent on the income earned on these resources and therefore the risk of interest rate fluctuations is not significant to the business and the Directors have not performed a detailed sensitivity analysis.

All deposits are placed with main clearing banks, with 'A' ratings, to restrict both credit risk and liquidity risk. The deposits are placed for the short term, between one and three months, to provide flexibility and access to the funds.

Credit and liquidity risk

Credit risk is managed on a Company basis. Funds are deposited with financial institutions with a credit rating equivalent to, or above, the main UK clearing banks. The Company's liquid resources are invested having regard to the timing of payment to be made in the ordinary course of the Company's activities. All financial liabilities are payable in the short term (between 0 to 3 months) and the Company maintains adequate bank balances to meet those liabilities. A liquidity analysis is not therefore considered material to disclose.

Currency risk

The Company operates in a global market with income and costs possibly arising in a number of currencies. The Company's strategic aim of acquiring asset(s) or business(es) acting as a post discovery accelerator, is not limited to any specific geo-political area or jurisdiction. Currently the majority of the Company's overhead costs are incurred in £GBP. The Kathleen Valley Project is located in Western Australia, and hence the majority of the exploration and evaluation costs relating to this project are incurred in $AUD. The Company has not hedged against any currency depreciation but continues to keep the matter under review.

18. RELATED PARTY TRANSACTIONS

Key management personnel compensation

The Directors are considered to be key management personnel. Detailed remuneration disclosures are provided in the remuneration report on pages 23 – 24.

There were no other related party transactions.

19. EVENTS SUBESQUENT TO YEAR END

No subsequent events have occurred since the year end.

20. CONTROL

In the opinion of the Directors there is no single ultimate controlling party.