

Company Registration Number 05212852

NEOS RESOURCES PLC

ANNUAL REPORT & ACCOUNTS

30 JUNE 2015



NEOS RESOURCES PLC

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FOR THE YEAR ENDED 30 JUNE 2015

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NEOS RESOURCES PLC

CORPORATE DIRECTORY

FOR THE YEAR ENDED 30 JUNE 2015

Directors	Michael Moquette Gordon Tainton Russell Thomson
Company Secretary	Dominic Traynor
Company registration number	5212852
Registered office	55 Gower Street London England WC1E 6HQ
Auditor	KSI (WA) Level 2 35 Outram Street West Perth WA 6005 Australia
Bankers	Barclays Bank PLC PO Box 378 71 Grey Street Newcastle upon Tyne NE99 1JP
Solicitors	Ronaldsons LLP 55 Gower Street London England WC1E 6HQ
Registrars	Capita IRG PLC The Registry 35 Beckenham Road Kent BR3 4TU
Domicile of the company	United Kingdom
Country of incorporation	England and Wales
Legal form of entity	Public Limited Company

NEOS RESOURCES PLC

STRATEGIC REPORT

FOR THE YEAR ENDED 30 JUNE 2015

Introduction

On behalf of your Board of Directors, I present the final results for NEOS Resources plc (the "Company") and its Subsidiaries (together, the "Group") for the year ended 30 June 2015.

Financial results

The Group recorded a consolidated loss on continuing operations before taxation of £0.079 million in the year ended 30 June 2015 (2014: £0.468 million) representing a loss per ordinary share of 0.04 pence (2014: 0.25 pence).

Administration expenses were £0.079 million for the year compared with £0.451 million for the 12 month period to June 2014 primarily as a result primarily of reduced staff numbers in the UK and India and significantly reduced London head office costs.

The financial results reflect the outcome of decisions taken by your Board to pause trading activities in biofuels while conducting a strategic review of the business' core operations to identify strategies to resume profitable trading and to close and dispose of non-core or unprofitable business, entities and assets.

Solvency, funding uncertainty and impact on going concern status

The board considers the Group a going concern as at the date of signature of these financial statements and the going concern basis has been applied in their compilation.

The Group under new management and with a new strategic outlook, the directors believe will give the Group and its companies new purpose into the future.

Cancellation of admission to AIM

The admission of the ordinary shares in the Company was suspended from trading on AIM in December 2013.

In the 6 months that followed your Board progressed discussions and negotiations with third parties to recapitalise and redevelop the Company in the absence funding support from major shareholders.

The Company signed agreements for those purposes in June 2014. However, the unexpected withdrawal of the Nominated Adviser of the Company shortly after the signing the agreements resulted in the Company being unable to complete the transactions before the expiry of the period required for the lifting of the suspension.

As a consequence, the admission of the ordinary shares of the Company to AIM was cancelled by the AIM Regulator on 18 July 2014.

Management of the Group

Your Board has terminated and settled agreements with a party associated with the major shareholder of the Company for the provision of financial and administrative services and premises.

The management and administration, including accounting, and other financial functions, are now undertaken directly by your Board with the assistance and advice of independent professional advisers. Directors suspended the payment of directors' fees in July 2014.

The former Chief Executive Officer, Mr Nicholas Myerson resigned from the Company and the Group in August 2014. There are presently no employees, aside from the directors, within the Group.

NEOS RESOURCES PLC

STRATEGIC REPORT

FOR THE YEAR ENDED 30 JUNE 2015

Company outlook

Since incorporation, the principal activity of the Company has been to operate as the holding company of a Group of companies engaged in the procurement, production and trading of biofuels.

Over the last 12 months your Board has evaluated and developed strategies for the recapitalisation and redevelopment of the Group. The core entities of the Group comprises D1 Oils Trading Ltd and Middlesbrough Oils UK Ltd, the holding company of the operating entities of the Group in India.

The first priority of the Company is to acquire an operating business in the natural resources sector as a platform for the recapitalisation and redevelopment of the Company and its re-admission to AIM.

The Company intends to resume trading in biofuels through D1 Trading Oils Ltd to participate in profitable opportunities in an alliance with a strategic partner.

Middlesbrough Oils UK Ltd, the holding company of the operating subsidiaries in India, will be sold to entities with operating businesses in India.

Your Board remains resolute in its objectives to restore and grow shareholder value. We look forward to your support for the initiatives we will present to you for the future of the Company.

By Order of the Board



Russell Thomson

Director

14 March 2016

NEOS RESOURCES PLC

DIRECTORS' REPORT

FOR THE YEAR ENDED 30 JUNE 2015

The Directors present their report and the audited financial statements for NEOS Resources plc for the year ended 30 June 2015.

Michael Moquette

Non-executive Chairman, 61

Michael Moquette has over 20 years of experience in commercial and investment banking in Europe and North America, including, most recently, CIBC. He is currently Trustee and Chairman of the Investment Committee of two major family trusts and Managing Partner for Equinox Investments SA, a family office active in private wealth management and real-estate development. He is a director of Equinox Real Estate Partners SA, Trois Perles S.A., CSTS Sarl, GC Chart Ltd and Domaine d'Orsay S.A. In addition, he has acted as a specialist investment advisor to IRR Capital, Universal Management Services and Dombes S.A.

Gordon Tainton

Non-executive Director, 59

Gordon has more than 30 years of natural resources sector experience at senior management levels with organisations including SGS Group, Inspectorate S.A., Sumitomo Corporation and European Nickel plc. Since 2009 he has been VP for Bulk Products at Aslchem International Inc. where he has focussed on sourcing ferrous metals and petrochemical products for industrial key accounts.

Russell Thomson (appointed 30th September 2014)

Finance Director, 57

Russell, certified practicing accountant has over 30 years' experience in finance and administration roles in the mineral resource, construction and engineering sectors in Australia and internationally including South Africa, Thailand, Taiwan, Malaysia, Philippines, India and United States of America. He currently holds a number of board positions with private companies

Nicholas Myerson (resigned 4 August 2014)

Principal activity

The Company's principal activity is that of a holding company. The Company is the parent company of a group of companies that was, until January 2014, engaged in the procurement, production and trading of non-edible oilseed grains and oils. The board is presently evaluating the strategic direction for the Group going forward.

Review of business

A review of the year's activities, financial performance and future prospects are contained in the Non-Executive Chairman's Statement on pages 2 to 3 which forms part of this Directors' Report.

NEOS RESOURCES PLC

DIRECTORS' REPORT

FOR THE YEAR ENDED 30 JUNE 2015

Going concern

In accordance with their responsibilities, the Directors have considered the appropriateness of the going concern basis for the preparation of the financial statements. Although the prior year financial statements were prepared on the break-up basis, the Group now has new management and a new strategic direction, hence the old plans to close down have been abandoned.

The directors have decided to prepare these financial statements on the going concern basis.

Directors

The current Directors are listed on page 4 of this report.

Dividends and transfers to reserves

No dividend has been paid or proposed for the year (2014 - £nil).

Corporate governance

There is no requirement to comply with the revised UK Corporate Governance Code, issued by the Financial Reporting Council in 2010 (the "Code"). However, the Directors recognise the value of the provisions set out in the Code and have decided to provide limited corporate governance disclosures based on certain of the disclosures required of a fully listed company.

The Board has established an Audit Committee, a Remuneration Committee, and a Nominations Committee, each with formally delegated duties and responsibilities. Each committee comprises Michael Moquette and Gordon Tainton.

The Audit Committee receives and reviews reports from management and the Group's auditors relating to the interim and annual financial statements and the accounting and internal control systems in use throughout the Group. The Audit Committee has unrestricted access to the Group's auditors.

The Remuneration Committee reviews the scale and structure of the Executive Directors' remuneration and the terms of their service contracts. The remuneration and terms and conditions of appointment of the Non-Executive Directors are set by the Board. The Remuneration Committee also administers the Group's share option scheme.

Political and charitable donations

During the period the Group has made no political or charitable donations (2014: £nil)

Serious loss of capital requirement

Under the Companies Act 2006, where the Group's net assets are half or less of its called-up share capital, the Directors are required to convene a general meeting to consider whether any, and if so what, steps should be taken to deal with the situation. On 30 January of 2014, the board announced that it had concluded that it would not be possible to reach sustainable/profitable volumes within the foreseeable future. This was the primary motivator behind the decision to wind down the Group's existing activities and the director's search for a new strategic direction. The Board has prepared this year's financial statements on the going concern basis, as a number of opportunities have been identified but none have been finalised as at the date of this report.

NEOS RESOURCES PLC

DIRECTORS' REPORT

FOR THE YEAR ENDED 30 JUNE 2015

Statement of Directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs and profit or loss of the company and group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable IFRSs have been followed, subject to any material departures disclosed and explained in the financial statements;

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

Directors' statement as to disclosure of information to the auditor

The directors confirm that:

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

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

NEOS RESOURCES PLC

DIRECTORS' REPORT

FOR THE YEAR ENDED 30 JUNE 2015

Cautionary statement regarding forward-looking statements

This Annual Report has been prepared for the members of the Company and no one else. The Company, its Directors, employees or agents do not accept or assume responsibility to any other person in connection with this document and any such responsibility or liability is expressly disclaimed.

This Annual Report contains certain forward-looking statements with respect to the principal risks and uncertainties facing NEOS Resources plc. By their nature, these statements and forecasts involve risk and uncertainty because they relate to events and depend on circumstances that may or may not occur in the future. There are a number of factors that could cause actual results or developments to differ materially from those expressed or implied by these forward-looking statements and forecasts. The forward-looking statements reflect the knowledge and information available at the date of preparation of this Annual Report, and will not be updated during the year. Nothing in this Annual Report should be construed as a profit forecast.

Auditors

KSI (WA) will be proposed for reappointment at the forthcoming Annual General Meeting in accordance with Section 489(4) of the Companies Act 2006.

Approved by the Board of Directors and signed on behalf of the Board.

On behalf of the Board



Russell Thomson

Director

14 March 2016

Company number 05212852

NEOS RESOURCES PLC

INDEPENDENT AUDITORS' REPORT

FOR THE YEAR ENDED 30 JUNE 2015

To the members of NEOS Resources plc

We have audited the consolidated financial statements of Neos Resources PLC for the year ended 30 June 2015. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union and, as regards the parent company financial statements, as applied in accordance with the provisions of the Companies Act 2006.

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

Respective responsibilities of the directors and auditors

As explained more fully in the Director's Responsibilities Statement on pages 6 to 7, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion:

- the financial statements give a true and fair view of the state of the group's and the parent company's affairs as at 30 June 2015 and of the group's loss for the year then ended;
- the group's financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- the parent company's financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union and as applied in accordance with provisions of the Companies Act 2006; and the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

NEOS RESOURCES PLC

INDEPENDENT AUDITORS' REPORT FOR THE YEAR ENDED 30 JUNE 2015

Emphasis of matter – Inherent uncertainty regarding continuation as a going concern

In forming our opinion, which is not modified, we have considered the adequacy of the disclosure made in note 1.2 to the financial statements considering the group's ability to continue as a going concern.

The consolidated financial statements for the year ended 30 June 2015 show a net liability position of £0.126m.

We draw attention to Note 2 in the financial statements, which indicates that the group had a net liability position of £0.126m as at 30 June 2015. Given this noted finding, we believe that both the parent company's and the group's ability to continue as a going concern is dependent on the group securing additional funding through shareholder loans or raising capital via issue of equity instruments.

As a result, there is a material uncertainty related to events or conditions that may cast significant doubt on the parent company's and the group's ability to continue as a going concern, and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report. The financial statements do not include the adjustments that would result if the parent company and the group were unable to continue as a going concern.

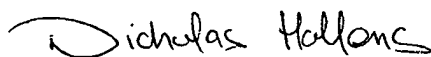
Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

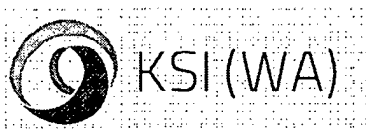
Matters on which we are required to report by exception

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

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



Nicholas Hollens – Senior Statutory Auditor
For and on behalf of KSI (WA) – Statutory Auditors
35 Outram Street
West Perth WA 6005
Australia
Date: 14 March 2016



NEOS RESOURCES PLC

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2015

		30 June 2015	30 June 2014
	Note	£000	£000
Revenue	3, 4	-	191.6
Cost of sales		-	(172.3)
Gross profit/ (loss)		-	19.3
Administrative expenses	4	(82.1)	(476.3)
Operating loss		(82.1)	(457.0)
Finance income	4, 7	3.5	7.2
Finance costs	7	-	(18.2)
Loss before taxation		(78.6)	(468.0)
Tax credit/(expense)	8	-	-
Loss after taxation		(78.6)	(468.0)
Total loss for the year and loss attributable to the equity holders		(78.6)	(468.0)
Loss per ordinary share			
Basic and diluted loss per ordinary share (pence)	9	(0.04)	(0.25)
No profit and loss account is presented by the Company as permitted by Section 408 of the Companies Act 2006.			
Loss for the year/period		(78.6)	(468.0)
Exchange difference on retranslation of foreign operations		1.7	(16.3)
Total comprehensive income for the year attributable to the equity holders of the parent		(76.9)	(484.3)

The accompanying notes form an integral part of these financial statements.

NEOS RESOURCES PLC

CONSOLIDATED STATEMENT FINANCIAL POSITION AS AT 30 JUNE 2015

	Note	30 June 2015 £000	30 June 2014 £000
Assets			
Current Assets			
Trade and other receivables	11	43.6	49.9
Cash and short-term deposits	12	63.5	188.8
		107.1	238.7
Total Assets		107.1	238.7
Liabilities			
Current Liabilities			
Trade and other payables	13	(149.7)	(93.7)
Accruals and deferred income		(13.6)	(38.3)
Provisions	14	(70.3)	(156.3)
		(233.6)	(288.3)
Total Liabilities		(233.6)	(288.3)
Net Liabilities		(126.5)	(49.6)
Capital and Reserves			
Equity share capital	16	1,783.2	1,783.2
Share premium		99,956.5	99,956.5
Other reserves		437.7	437.7
Revenue reserves		(103,327.0)	(103,248.4)
Share option reserve		1,077.6	1,077.6
Currency translation reserve		(54.5)	(56.2)
Deficit in shareholders' funds		(126.5)	(49.6)

These financial statements were approved by the Board of Directors on 14 March 2016.



Russell Thomson
Director

The accompanying notes form an integral part of these financial statements.

Company Registration Number 05212852

NEOS RESOURCES PLC

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2015

	Share Capital	Share Premium	Own shares held	Merger reserve	Revenue reserve	Share option reserve	Currency translation reserve	Total
Group	£000	£000	£000	£000	£000	£000	£000	£000
Balance as at 1 July 2013	1,783.2	99,956.2	-	437.7	(102,780.4)	1,077.9	(39.9)	434.7
Loss for the year	-	-	-	-	(468.0)	-	-	(468.0)
Other comprehensive income	-	-	-	-	-	-	(16.3)	(16.3)
Balance as at 30 June 2014	1,783.2	99,956.2	-	437.7	(103,248.4)	1,077.9	(56.2)	(49.6)
Loss for the year	-	-	-	-	(78.6)	-	-	(78.6)
Other comprehensive income	-	-	-	-	-	-	1.7	136.4
Balance as at 30 June 2015	1,783.2	99,956.2	-	437.7	(103,327.0)	1,077.9	(54.5)	(126.5)

The accompanying notes form an integral part of these financial statements.

NEOS RESOURCES PLC

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2015

	30 June 2015	30 June 2014
	£000	£000
Operating activities		
Loss for the year	(78.6)	(468.0)
<i>Adjustments to reconcile loss for the period to net cash flow from operating activities:</i>		
Depreciation of property, plant and equipment, and amortisation of intangible assets	-	15.8
Decrease in inventories	-	99.8
Decrease in trade and other receivables	6.3	46.0
Decrease in trade and other payables	31.3	(10.4)
Decrease in provisions	(86.0)	(47.7)
Retranslation of revenue reserves	1.7	(16.3)
Net cash flow from operating activities	125.3	360.0
Investing activities		
Interest received	-	-
Net cash flow from investing activities	-	-
Financing activities		
Proceeds from borrowings	-	6.0
Net cash flow from financing activities	-	6.0
Net decrease in cash and cash equivalents	(125.3)	(354.0)
Cash and cash equivalents at the start of the year	188.8	542.8
Effects of exchange rate on cash at the start of the year	-	-
Exchange effects on operating costs	-	-
Cash and cash equivalents at the end of the year	63.5	188.8

The accompanying notes form an integral part of these financial statements.

NEOS RESOURCES PLC

COMPANY STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2015

	Note	30 June 2015 £000	30 June 2014 £000
Assets			
Current Assets			
Trade and other receivables	11	29.8	37.4
Cash and short-term deposits	12	0.8	105.0
		30.6	142.4
Total Assets		30.6	142.4
Liabilities			
Current Liabilities			
Trade and other payables	13	(145.0)	(92.9)
Accruals and deferred income		(6.0)	(30.9)
Provisions	14	(69.7)	(152.9)
		(220.7)	(276.7)
Net Liabilities		(190.1)	(134.3)
Capital and Reserves			
Equity share capital	16	1,783.2	1,783.2
Share premium		99,956.5	99,956.5
Revenue reserves		(103,007.4)	(102,951.6)
Share option reserve		1,077.6	1,077.6
Deficit in shareholders' funds		(190.1)	(134.3)

These financial statements were approved by the Board of Directors on 14 March 2016.



Russell Thomson
Director

Company number: 05212852

NEOS RESOURCES PLC

PARENT COMPANY STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2015

	Share Capital	Share Premium	Revenue reserve	Share option reserve	Total
Group	£000	£000	£000	£000	£000
Balance as at 1 July 2013	1,783.2	99,956.2	(102,758.4)	1,077.6	58.9
Loss for the year	-	-	(193.2)	-	(193.2)
Balance as at 30 June 2014	1,783.2	99,956.2	(102,951.6)	1,077.6	(134.3)
Loss for the year	-	-	(55.8)	-	(55.8)
Other comprehensive income	-	-	-	-	-
Balance as at 30 June 2015	1,783.2	99,956.2	(103,007.4)	1,077.6	(190.1)

The accompanying notes form an integral part of these financial statements.

NEOS RESOURCES PLC

PARENT COMPANY STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2015

	30 June 2015	30 June 2014
	£000	£000
Operating activities		
Loss for the year	(55.8)	(193.2)
<i>Adjustments to reconcile loss for the period to net cash flow from operating activities:</i>	-	-
Decrease in trade and other receivables	7.6	24.5
Increase in trade and other payables	27.2	25.7
Decrease in provisions	(83.2)	(51.1)
Net cash flow from operating activities	(104.2)	(194.1)
Investing activities		
Interest received	-	-
Net cash flow from investing activities	-	-
Financing activities		
Proceeds from borrowings	-	6.0
Net cash flow from financing activities	-	6.0
Net (decrease) in cash and cash equivalents	(104.2)	(188.1)
Cash and cash equivalents at the start of the year/period	105.0	293.1
Cash and cash equivalents at the end of the year/period	0.8	105.0

The accompanying notes form an integral part of these financial statements.

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

1. Authorisation of financial statements

The financial statements of the Company and its subsidiaries for the year ending 30 June 2015 were authorised by the Board of Directors on 14 March 2016 and the balance sheet was signed on the Board's behalf by Russell Thomson, Director. The Company is a public limited company registered in England and Wales.

2. Summary of significant accounting policies

Basis of preparation

The Group's financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union as they apply to the financial statements of the Group for the year ended 30 June 2015 and applied in accordance with the Companies Act 2006.

The Group financial statements are presented in Sterling and all values are rounded to the nearest thousand pounds (£000) except where otherwise indicated.

Going Concern

This report has been prepared on the going concern basis, which contemplates the continuation of normal business activity and the realisation of assets and the settlement of liabilities in the normal course of business.

The consolidated financial statements for the year ended 30 June 2015 show a net liability position of £126,500. The Directors of the Group remain confident that there will be sufficient funds to meet the Group's financial working capital requirements for the coming year.

However, the Directors recognise that the ability of the Company and the Group to continue as a going concern and to pay its debts as and when they fall due may be dependent on the ability of the Company and the Group to secure additional funding through shareholder loans, or issue of equity instruments to raise capital.

Given the current cash position, there is significant uncertainty about whether the Group can continue as a going concern. Should the Group be unable to continue as a going concern, it may be required to realise its assets and extinguish its liabilities other than in the normal course of business and at amounts different from those stated in the financial report.

The financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts nor to the amounts and classification of liabilities that may be necessary should the Company be unable to continue as a going concern.

In the year to 30 June 2013, the financial report was prepared on the break-up basis, as it was the intention of the directors to close the Group down at that time. Following the change in management, this is no longer the case; hence the financial report for each year subsequent has been prepared on the going concern basis. No alteration has been made to the comparatives, as they accurately reflected the intention of the directors at that time.

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

Key sources of estimation uncertainty

The preparation of financial statements requires management to make estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. The nature of estimation means that actual outcomes could differ from those estimates. The key sources of estimation uncertainty that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Impairment of non-financial assets

The Group assesses whether there are any indicators of impairment for all non-financial assets at each reporting date. Goodwill and other indefinite life tangible and intangible assets are tested for impairment annually and at other times when there are indicators that the carrying amounts may not be recoverable. When value in use calculations are undertaken, management must estimate the expected future cash flows from the asset or cash-generating unit and choose a suitable discount rate in order to calculate the present value of those cash flows. Where realisable value is used as the basis of valuation, management must estimate the net income realisable from the sale of the asset and apply an appropriate discount rate to the cash flows arising.

Basis of consolidation

The Group financial statements consolidate the financial statements the Company and the entities it controls drawn up to 30 June each year.

Subsidiaries are consolidated from the date of their acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases. Control comprises the power to govern the financial and operating policies of the investee so as to obtain benefit from its activities and is achieved through direct or indirect ownership of voting rights, currently exercisable or convertible voting rights, or by way of contractual agreement.

The financial statements of subsidiaries are prepared for the same reporting date as the parent company and are based on consistent accounting policies. All inter-company balances and transactions, including unrealised profits arising from intra-group transactions, are eliminated. Non-controlling interests represent the portion of profit or loss and net assets in subsidiaries that is not held by the Group and is presented within equity in the consolidated balance sheet, separately from the parent company's shareholders' equity. When a subsidiary is not wholly owned by the Group and it incurs losses, amounts allocated to the minority are recognised even if this results in the non-controlling interests having a deficit balance.

Financial assets

Financial assets are recognised when the Group becomes party to the contracts that give rise to them and are classified as loans and receivables, held-to-maturity investments or fair value through the income statement as appropriate. Financial assets also include cash and cash equivalents, trade and other receivables, other investments and derivative financial instruments. The Group determines the classification of its financial assets at initial recognition. When financial assets are recognised initially, they are measured at fair value, being the transaction price plus, in the case of financial assets not at fair value through profit or loss, directly attributable transaction costs.

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AS AT 30 JUNE 2015

Financial assets (continued)

The subsequent measurement of financial assets classified as fair value financial assets is as follows:

The fair value of quoted investments is determined by reference to bid prices at the close of business on the balance sheet date. When there is no active market, fair value is determined using valuation techniques. These include using recent arm's length market transactions, reference to the current market value of another instrument which is substantially the same discounted cash flow analysis and pricing models. Where fair value cannot be reliably estimated, assets are carried at cost.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, do not qualify as trading assets and have not been designated as either fair value through profit and loss or available for sale. Such assets are carried at amortised cost using the effective interest method if the time value of money is significant. Gains and losses are recognised in income when the loans and receivables are derecognised or impaired, as well as through the amortisation process.

Derecognition of financial assets and liabilities

A financial asset or liability is generally derecognised when the contract that gives rise to it is settled, sold, cancelled or expires.

Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, such that the difference in the respective carrying amounts together with any costs or fees incurred are recognised in profit or loss.

Impairment of financial assets

The Group assesses at each balance sheet date whether a financial asset or group of assets is impaired.

Assets carried at amortised cost

If there is objective evidence that an impairment loss on loans and receivables carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate (i.e. the effective interest rate computed at initial recognition). The carrying amount of the asset is reduced with the amount of the loss recognised in administration costs.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed. Any subsequent reversal of an impairment loss is recognised in the income statement, to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date.

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Leases

Assets held under finance leases, which transfer to the Group substantially all of the risks and benefits incidental of ownership of the leased item, are capitalised at the inception of the lease, with a corresponding liability being recognised for the lower of the fair value of the leased asset and the present value of minimum lease payments. Lease payments are apportioned between reduction of the lease liability and finance charges in the income statement so as to achieve a constant rate of interest on the remaining balance of the liability. Assets held under finance leases are depreciated over the shorter of the estimated useful life of the asset and the lease term.

Leases where the lessor retains a significant portion of the risks and benefits of ownership of the asset are classified as operating leases and rentals payable are charged in the income statement on a straight-line basis over the lease term.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less. Restricted deposits held as security are classified as financial assets rather than cash where the terms of the deposit mean that the balance cannot be readily converted to finance the day-to-day operations of the Group.

For the purpose of the consolidated cash flow statement, cash and cash equivalents are as defined above, net of outstanding bank overdrafts.

The Group endeavors to maintain sufficient cash at bank and in hand to fund operations in the short-term and invests surplus funds in term deposits to maximise interest revenue.

Employee benefits

Defined contribution plans

The Group's funding of the defined contribution plans is charged to the income statement in the same year as the related service is provided.

Leave benefits

Annual leave is provided for over the period that the leave accrues.

Foreign currency translation

The individual financial statements of each Group company are presented in the currency of the primary economic environment in which it operates (its functional currency). For the purpose of the consolidated financial statements, the results and financial position of each Group company are expressed in Pounds Sterling, which is the functional currency of the Company, and the presentation currency for the Group consolidated financial statements.

In preparing the financial statements of the individual companies, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing on the dates of the transactions. At each balance sheet date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

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Exchange differences are recognised in profit or loss in the period in which they arise except for:

- exchange differences on transactions entered into to hedge certain foreign currency risks; and
- exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in the foreign operation), which are recognised initially in other comprehensive income and reclassified from equity to profit or loss on discontinuation of activities in the foreign operation or partial disposal of the net investment.

For the purposes of presenting consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated at exchange rates prevailing on the balance sheet date. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the date of transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity.

Business combinations and goodwill

Business combinations on or after 1 January 2006 are accounted for under IFRS 3 using the purchase method. Any excess of the cost of the business combination over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities is recognised in the balance sheet as goodwill and is not amortised. To the extent that the net fair value of the acquired entity's identifiable assets, liabilities and contingent liabilities is greater than the cost of the investment, a gain is recognised immediately in the income statement.

After initial recognition, goodwill is stated at cost less any accumulated impairment losses, with the carrying value being reviewed for impairment, at least annually and whenever events or changes in circumstances indicate that the carrying value may be impaired.

For the purpose of impairment testing, goodwill is allocated to the related cash-generating units expected to benefit from the combination's synergies and monitored by management. Where the recoverable amount of the cash-generating unit is less than its carrying amount, including goodwill, an impairment loss is recognised in the income statement. On disposal of a cash-generating unit, the allocated goodwill is taken into account when determining the gain or loss on disposal to be recognised in the income statement.

Trade and other receivables

Trade receivables, which generally have 30 day terms, are recognised and carried at the lower of their original invoiced value and recoverable amount. Provision is made where there is objective evidence that the Group will not be able to recover balances in full. Balances are written off when the probability of recovery is assessed as being remote.

Interest bearing loans and borrowings

Loans and borrowings are recognised when the Group becomes party to the related contracts and are measured initially at fair value, being the proceeds received less directly attributable transaction costs.

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method and taking into account any issue costs and any discount or premium on settlement. Gains and losses arising on the repurchase, settlement or other cancellation of liabilities are recognised respectively in finance revenue and finance cost.

Provisions

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. Provisions are discounted to their present values, where the time value of money is material.

Any reimbursement that the Group can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision.

In those cases where the possible outflow of economic resources as a result of present obligations is considered improbable or remote, no liability is recognised.

Income taxes

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

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

- where the temporary difference arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination that at the time of the transaction affects neither the accounting nor taxable profit or loss;
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future; and
- deferred income tax assets are recognised only to the extent that it is probable that taxable profits will be available against which the deductible temporary differences, carried forward tax credits or tax losses can be utilised.

Deferred income tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply when the related asset is realised or liability is settled, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Tax is charged or credited directly to equity if it relates to items that are credited or charged to equity. Otherwise tax is recognised in the income statement.

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, VAT and other sales taxes or duty. The following criteria must also be met before revenue is recognised:

Sale of goods

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on dispatch of the goods.

Interest income

Finance revenue is recognised as interest accrued using the effective interest method that is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instruments to its net carrying amount.

Share-based payments

Equity-settled transactions

The cost of equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted and is recognised as an expense over the vesting period, which ends on the date on which the relevant employees become entitled to the award. Fair value is determined by an external valuer using the Black-Scholes Option Pricing model. In valuing equity-settled transactions, no account is taken of any vesting conditions, other than conditions linked to the price of the shares of the Company (market conditions).

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition, which are treated as vesting irrespective of whether or not the market condition is satisfied, provided that all other performance conditions are satisfied.

At each balance sheet date before vesting, the cumulative expense is calculated, representing the extent to which the vesting period has expired and management's best estimate of the achievement or otherwise of non-market conditions and of the number of equity instruments that will ultimately vest or, in the case of an instrument subject to a market condition, be treated as vesting as described above. The movement in cumulative expense since the previous balance sheet date is recognised in the income statement, with a corresponding entry in equity.

Where the terms of an equity-settled award are modified or a new award is designated as replacing a cancelled or settled award, the cost based on the original award terms continues to be recognised over the original vesting period. In addition, an expense is recognised over the remainder of the new vesting period for the incremental fair value of any modification, based on the difference between the fair value of the original award and the fair value of the modified award, both as measured on the date of the modification. No reduction is recognised if this difference is negative.

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any cost not yet recognised in the income statement for the award is expensed immediately. Any compensation paid up to the fair value of the award at the cancellation is deducted from equity, with any excess over fair value being treated as an expense in the income statement.

Where the Group reacquires its own equity instruments, those instruments ('treasury shares') are deducted from equity. Consideration paid or received is recognised directly in equity.

Assets held for sale

When an asset or disposal group's carrying value will be recovered principally through a sale transaction rather than through continuing use, it is classified as held for sale and stated at the lower of carrying value and fair value less costs to sell. No depreciation is charged in respect of non-current assets classified as held for sale.

New standards and interpretations

The accounting policies adopted in the preparation of the Group's annual financial statements are consistent with those followed in the preparation of the annual financial statements for the year ended 30 June 2015.

The IASB and IFRIC have issued the following standards and interpretations with an effective date after the date of these financial statements that have not yet been endorsed by the European Union:

- IFRS 9 Financial Instruments (effective 1 January 2015)
- Deferred Tax: Recovery of Underlying Assets - Amendments to IAS 12 Income Taxes (IASB effective date 1 January 2012, not yet adopted by the EU)
- Mandatory Effective Date and Transition Disclosures - Amendments to IFRS 9 and IFRS 7 (effective 1 January 2015)
- Offsetting Financial Assets and Financial Liabilities - Amendments to IAS 32 (effective 1 January 2014)

The Directors do not anticipate that the adoption of amendments or revisions to the above standards will have a material impact on the Group's financial statements in the period of initial application.

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

3. Segmental information

For management purposes, the Group is organised into business units according to the nature of the products and services and has the following operating segments:

- The Operations segment refers to managing the outgrower network, collecting grain and selling crude castor, Jatropha and other non-edible oilseeds in India.
- The Used Cooking Oil ("UCO") segment refers to the sourcing and supplying of used cooking oil from a South African supplier to an EU customer. This soft commodity trade commenced in Q2-13 but was abandoned in Q1-14. For this purposes of this report, we consider that it was part of continuing operations.

No operating segments have been aggregated to form the above reportable operating segments.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss which in certain respects, as explained in the table below, is measured differently from profit or loss in the consolidated financial statements. Group financing (including finance costs and finance revenue), taxation and central administration are managed on a group basis and are not allocated to operating segments.

The following table presents revenue and profit and certain asset and liability information regarding the Group's business segments for the year ended 30 June 2015 and the year ended 30 June 2014.

NEOS RESOURCES PLC
NOTES TO THE FINANCIAL STATEMENTS
AS AT 30 JUNE 2015

3. Segment information (continued)

Segment revenue and results

	Operations	UCO	Total Continuing Operations	Group
	£000	£000	£000	£000
Year ended 30 June 2015				
Revenue				
Sales to external customers	-	-	-	-
Segment revenue	-	-	-	-
Results				
Depreciation and amortisation	-	-	-	-
Other income	-	-	-	-
Other costs	-	-	-	-
Segment profit/ (loss) before central	-	-	-	-
Central administration costs	(82.1)	-	(82.1)	(82.1)
Unallocated finance revenue	3.5	-	3.5	3.5
Unallocated finance costs	-	-	-	-
Taxation	-	-	-	-
Total loss for the year	(78.6)	-	(78.6)	(78.6)

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

3. Segment information (continued)

Segment revenue and results (continued)

	Operations	UCO	Total Continuing Operations	Group
	£000	£000	£000	£000
Year ended 30 June 2014				
Revenue				
Sales to external customers	163.3	28.3	191.6	191.6
Segment revenue	163.3	28.3	191.6	191.6
Results				
Depreciation and amortisation	(1.1)	-	(1.1)	(1.1)
Other costs	(142.2)	(29.0)	(171.2)	(171.2)
Segment profit/ (loss) before central	20.0	(0.7)	19.3	19.3
Central administration costs	(494.5)	-	(494.5)	(494.5)
Unallocated finance revenue	7.2	-	7.2	7.2
Unallocated finance costs	-	-	-	-
Taxation	-	-	-	-
Total loss for the year	(467.3)	(0.7)	(468.0)	(468.0)

The accounting policies of the reportable segments are the same as the Group's accounting policies described in note 2. Segment profit represents the profit earned by each segment without allocation of central administration costs, investment gains or losses, unallocated finance revenue, unallocated finance costs and taxation. This is the measure used for reporting to the Group's chief operating decision makers for the purpose of allocation and assessment of segment performance.

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

3. Segmental information (continued)

Loss before tax on continuing operations

	Year Ended 30 June 2015	Year Ended 30 June 2014
	£000	£000
Operations	-	18.9
UCO	-	(0.7)
Central Administration Costs	(78.6)	(486.2)
Total loss before tax on continuing operations	(78.6)	(468.0)

Segment Assets

	Operations	UCO	Total Continuing Operations	Group
			£000	£000
At 30 June 2015				
Assets				
Operating Assets	-	-	-	-
Segment Assets	-	-	-	-
	Operations	UCO	Total Continuing Operations	Group
			£000	£000
At 30 June 2014				
Assets				
Operating Assets	238.7	-	238.7	238.7
Segment Assets	238.7	-	238.7	238.7

For the purposes of monitoring segment performance and allocating resources between segments, the Group's chief operating decision makers monitor the tangible, intangible and financial assets attributable to each segment. All assets are allocated to reportable segments except assets relating to central administration.

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

3. Segmental Information (continued)

Segment Liabilities

	Operations	UCO	Total Continuing Operations £000	Group £000
At 30 June 2015				
Liabilities				
Operating Liabilities	-	-	-	-
Segment Assets	-	-	-	-
	Operations	UCO	Total Continuing Operations £000	Group £000
At 30 June 2014				
Liabilities				
Operating Liabilities	(288.3)	-	(288.3)	(288.3)
Segment Assets	(288.3)	-	(288.3)	(288.3)

For the purposes of monitoring segment performance and allocating resources between segments, the Group's chief operating decision makers monitor the operating and financial liabilities attributable to each segment. All liabilities are allocated to reportable segments except liabilities relating to central administration.

Capital Expenditure

	Total Continuing Operations £000	Total Continuing Operations £000	Science & Technology (Discontinued) £000	Total Discontinued Operations £000	Group £000
Year ended 30 June 2015					
Capital Expenditure	-	-	-	-	-
	Total Continuing Operations £000	Total Continuing Operations £000	Science & Technology (Discontinued) £000	Total Discontinued Operations £000	Group £000
Year ended 30 June 2014					
Capital Expenditure	-	-	-	-	-

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

3. Segment information (continued)

Geographical information

The Group's revenue from external customers and information (including discontinued operations) about its segment assets (non-current assets excluding financial instruments, deferred tax assets, post-employment benefit assets, and rights arising under insurance contracts) by geographical location are detailed below:

	Year Ended 30 June 2015 £000	Year Ended 30 June 2014 £000
Revenue from External Customers		
United Kingdom		-
India	-	163.3
Switzerland	-	28.3
Other	-	-
Total Revenue from external customers	-	191.6
Non-Current Assets		-
United Kingdom	-	-
India	-	-
Total Non-Current Assets	-	-

4. Revenue and Administrative Costs

Revenue recognised in the income statement is analysed as follows:

	Year Ended 30 June 2015 £000	Year Ended 30 June 2014 £000
Continuing Operations		
Sales of Goods	-	191.6
Finance Revenue	-	7.2
	-	198.8

Group operating loss is stated after charging/ (crediting):

	Year Ended 30 June 2015 £000	Year Ended 30 June 2014 £000
Depreciation of Plant, Property and Equipment	-	1.0
Current Auditor's Remuneration		
-Audit Fees in respect of the Company	25.0	10.5
-Interim audit	-	-
-Audit Fees in respect of Subsidiaries	5.0	8.0
-Taxation Services		5.0
Previous Auditor's Remuneration		
-Taxation Services	0	5.8
-Consulting Services	-	-
Total Auditor's Remuneration	30.0	30.3

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

5. Staff Numbers & Costs

The average number of persons employed by the Group (including Directors) during the year, analysed by category was as follows:

	Year Ended 30 June 2015 £000	Year Ended 30 June 2014 £000
Executive Directors	3	3
Technical	-	-
Administration and Operational Staff	-	-
Total	3	3

The costs incurred in respect of these employees (including Directors) were:

	Year Ended 30 June 2015 £000	Year Ended 30 June 2014 £000
Wages and Salaries	-	91.1
Social Security Costs	-	0.7
Other Pension Costs	-	1.0
Total	-	92.8

Other pension costs consist of contributions to defined contribution pension plans.

6. Key Management Remuneration:

	Short term employee benefits £000	Employers National Insurance £000	Post- Employment Benefits £000	Termination Benefits £000	Fees Paid Third Parties for Services £000	Year Ended 30 June 2015 £000	Year Ended 30 June 2014 £000
Non-Executive Directors							
Russell Thomson	-	-	-	-	-	-	-
Gordon Tainton	-	-	-	-	-	-	-
Michael Moquette	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-

The people identified as key management in the table above were also the Directors of the Company.

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

7. Finance Revenue & Costs

	Year Ended 30 June 2015 £000	Year Ended 30 June 2014 £000
Continuing Operations		
Interest Received on bank deposits	3.5	2.4
Finance Revenue	3.5	2.4
Interest Accretion on Deferred Consideration Payable	-	-
Net Foreign Exchange Movements	-	-
Other Finance Charges	-	(18.2)
Finance Costs	-	(18.2)

8. Taxation

Tax recognised in the income statement

	Continuing Operations		Total	
	Year Ended 30 June 2015 £000	Year Ended 30 June 2014 £000	Year Ended 30 June 2015 £000	Year Ended 30 June 2014 £000
Current Tax Expense/ (Credit) Overseas	-	-	-	-
Tax reported in consolidated income statement	-	-	-	-

Reconciliation

A reconciliation of total tax applicable to accounting profit before tax at the Group's effective tax rate for the year ended 30 June 2015 and the year ended 30 June 2014 is as follows:

	Year Ended 30 June 2015 £000	Year Ended 30 June 2014 £000
Loss on continuing activities before taxation	(78.6)	(468.0)
Profit/ (loss) on discontinued activities before taxation	-	-
Total loss on ordinary activities before taxation	(78.6)	(468.0)
At United Kingdom Tax Rate of 23%	(18.1)	(107.6)
Expenditure not allowable for tax purposes	-	-
Share option charge	-	-
Effect of different tax rates of subsidiaries in other jurisdictions	-	-
Unrecognised tax losses	18.1	107.6
Total tax expense/ (income) reported in consolidated income statement	-	-

The Group has trading tax losses of £53.2 million (2014: £53.1 million) that are available indefinitely for offset against future taxable profits of the same trade in the companies in which they arose. The value of the unrecognised trading tax losses at the current tax rate of 23 per cent. is £12.2 million (2014: £12.2 million). Deferred tax assets have not been recognised in respect of these trading losses as the companies with losses are not forecast to generate taxable profits for several years and the losses are not transferrable. In addition, the Group has capital tax losses of £0.6 million (2014: £0.6 million) available for offset against future capital gains. Deferred tax assets have not been recognised in respect of these capital losses as they are not expected to be utilised in the foreseeable future.

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

9. Loss per ordinary share

	Year Ended 30 June 2015	Year Ended 30 June 2014
For Group	Number	Number
Weighted average number of shares in issue	178,315,219	178,314,219
	Pence	Pence
Loss per ordinary share- basic diluted	(0.04)	(0.25)
	Year Ended 30 June 2015	Year Ended 30 June 2014
For Group from Continuing Operations	Number	Number
Weighted average number of shares in issue	178,315,219	178,315,219
	Pence	Pence
Loss per ordinary share-basic and diluted	(0.04)	(0.25)

The number of shares in issue at 30 June 2015 was 178,315,219 (30 June 2014: 178,315,219). No diluted loss per share has been disclosed as the share options are anti-dilutive. For the purposes of calculating earnings per share, the following profit figures were used:

	Year Ended 30 June 2015	Year Ended 30 June 2014
	£000	£000
Loss for the year attributable to equity holders of the parent from continuing operations	(55.7)	(468.0)
Profit/ (loss) for the year attributable to equity holders of the parent from discontinued operations		-
Total loss for the year attributable to equity holders of the parent	(55.7)	(468.0)

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

10. Investments in subsidiaries and jointly controlled entities

The Company ultimately owns more than 10% of the share capital of the following companies:

	Nature of business	Country of Incorporation	Share holder Class	Holdings by NEOS Resources PLC	Percent age %
D1 (UK) Ltd (a)	Dormant	UK	Ordinary	Indirect	100
NEOS Resources Subsidiary Ltd (b)	Dormant	UK	Ordinary	Direct	100
D1 Oils Africa (Pty) Ltd	Dormant	Swaziland	Ordinary	Indirect	100
D1 Oils India Private Ltd	Dormant	India	Ordinary	Indirect	100
D1 Oils Plant Science (Zambia) Ltd	Dormant	Zambia	Ordinary	Indirect	100
D1 Oils South Africa (Pty Ltd)	Dormant	South Africa	Ordinary	Indirect	95
D1 Oils Trading Ltd	Non-edible oils trading	UK	Ordinary	Direct	100
D1 Oils Fuel Crops Ltd	Non-edible oils trading	UK	Ordinary	Indirect	100
Middlesbrough Oils UK Ltd	Dormant	UK	Ordinary	Indirect	100
D1 Mohan Bio Oils Ltd	Dormant	India	Ordinary	Indirect	50
D1 Williamson Magor Bio Fuel Ltd	Dormant	India	Ordinary	Indirect	50
D1-BP Fuel Crops South Africa Pty Ltd	Dormant	South Africa	Ordinary	Indirect	95
D1- BP Guel Crops Zambia Ltd	-Dormant	Zambia	Ordinary	Indirect	100
D1 Oils Fuel Crops India Pty Ltd	Non-edible oils trading	India	Ordinary	Indirect	100
D1- BP Fuel Crops Asia Pacific Pty Ltd	Dormant	Singapore	Ordinary	Indirect	100
PT D1 Oils Indonesia	Dormant	Indonesia	Ordinary	Indirect	100
D1-BP Fuel Crops Philippines Inc	Dormant	Philippines	Ordinary	Indirect	100

(a) Dissolved 03 September 2013

(b) Dissolved 08 October 2013

Investments in the Group comprise interests in joint ventures and trade investments. Investments in the Company comprise interests in subsidiary undertakings and trade investments.

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

11. Trade and Other Receivables

	Group 2015 £000	Group 2014 £000	Company 2015 £000	Company 2014 £000
Current				
Trade Receivables		-		-
Other Receivables	30.5	35.6	29.8	35.6
Prepayments and accrued income	1.8	3.3	-	1.8
Taxation and Social Security	11.3	11.0	-	-
	43.6	49.9	29.8	37.4

As at 30 June 2015, the ageing of receivables is as follows:

Company at 30 June 2015

	Not Yet Due £000	Overdue <30 Days £000	Overdue 31- 60 Days £000	Overdue >60 Days £000	Total £000
Gross Trade Receivables as at 30 June 2015					
Other Receivables	-	-	-	29.8	29.8
Net Trade Receivables as at 30 June 2015	-	-	-	29.8	29.8

Company at 30 June 2014

	Not Yet Due £000	Overdue <30 Days £000	Overdue 31- 60 Days £000	Overdue >60 Days £000	Total £000
Gross Trade Receivables as at 30 June 2014	-	-	-	-	-
Other Receivables	35.6	-	-	-	35.6
Net Trade Receivables as at 30 June 2014	35.6	-	-	-	35.6

NEOS RESOURCES PLC

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AS AT 30 JUNE 2015

11. Trade and Other Receivables (continued)

Group at 30 June 2015

	Not Yet Due	Overdue <30 Days	Overdue 31-60 Days	Overdue >60 Days	Total
	£000	£000	£000	£000	£000
Gross Trade Receivables as at 30 June 2015					
Other Receivables	-	-	-	43.6	43.6
Net Trade Receivables as at 30 June 2015	-	-	-	43.6	43.6

Group at 30 June 2014

	Not Yet Due	Overdue <30 Days	Overdue 31-60 Days	Overdue >60 Days	Total
	£000	£000	£000	£000	£000
Gross Trade Receivables as at 30 June 2014					
Other Receivables	-	-	-	49.9	49.9
Net Trade Receivables as at 30 June 2014	-	-	-	49.9	49.9

The Company advanced funds to subsidiary companies to meet their working capital and capital expenditure funding requirements. Amounts owed by Group companies have no fixed repayment date but are repayable on demand. The Directors believe that until the business plan is proven it is prudent to impair amounts to the Company from subsidiary companies, to £nil. At such time the business plan shows a flow of economic benefit, appropriate reversals of previous impairments will be made.

The Group has no concerns over the credit quality of amounts which are overdue and not impaired. No receivables have been impaired. Trade receivables are non-interest bearing and on 30 day terms. The Group does not hold any collateral or other credit enhancements over these balances nor does it have a legal right to offset against any amounts owed by the Group to the counterparty. Given the small number of debtors, the Group assesses the credit risk from each debtor through scrutiny of the debtor's finances in a manner commensurate with the level of credit exposure.

12. Cash and Cash Equivalents

	Group 2015 £000	Group 2014 £000	Company 2015 £000	Company 2014 £000
Cash at Bank	63.5	188.8	0.8	105.0

Cash at bank earns interest at floating rates based on daily bank deposit rates.

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AS AT 30 JUNE 2015

13. Trade and Other Payables

	Group 2015 £000	Group 2014 £000	Company 2015 £000	Company 2014 £000
Current				
Trade Payables	149.7	93.7	145.0	92.9
Other Payables	13.6	-	6.0	-
Trade and Social Security	-	-	-	-
	163.3	93.7	151.0	92.9

Trade Payables are non-interest bearing and the average creditor days is 7.

14. Provisions

Group

	Contract Settlement Provision (a) £000	Group Contractual Commitments £000
Current		
At 1 July 2014	156.3	156.3
Adjustment in the period	(86.0)	(86.0)
At 30 June 2015	70.3	70.3

(a) The contract settlement provision established in respect of enquiries initiated by HM Revenue & Customs in relation to the Income Tax and National Insurance contributions paid by NEOS on certain employment contracts that were terminated in the 2008-9 and 2010-11 tax years. In February 2014 the Company reached an agreement with HM Revenue & Customs and subsequently offered to settle the liability in twelve instalments.

Company

	Contract Settlement Provision (a) £000	Group Contractual Commitments £000
Current		
At 1 July 2014	152.9	152.9
Adjustment in the period	(83.2)	(83.2)
At 30 June 2015	69.7	69.7

(a) As per the Group Provision above.

15. Operating Lease Commitments

The Group is not currently subject to any commitments under operating leases.

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AS AT 30 JUNE 2015

16. Issued Share Capital

	Group and Company 2015 No. of shares	Group and Company 2014 No. of shares	Group and Company 2015 £000	Group and Company 2014 £000
Called up, Allotted and Fully Paid				
At 1 July 2014	178,315,219	178,315,219	1,783.2	1,783.2
Issued on Placing of New Shares	-	-	-	-
At 30 June 2015	178,315,219	178,315,219	1,783.2	1,783.2

The Company has one class of ordinary shares which carry no rights to fixed income.

17. Equity

Share capital

Share capital represents the nominal value of shares issued by the Company.

Share premium

Share premium represents the premium over the nominal value raised on the issue of shares by the Company.

Other reserve

The merger reserve arose when the Company acquired 100% of the issued share capital of D1 Oils Trading Limited in consideration for ordinary shares in the Company. The acquisition was accounted for under the rules of merger accounting as a group reorganisation with the share premium being adjusted through the merger reserve.

Share option reserve

The share option reserve arose on the Group's acquisition of BP International Limited's 50% of the D1-BP Joint Venture in July 2009. Existing share options were replaced with 24,119,088 share options with exercise prices of between 13p and 18.5p as part of the consideration for the acquisition.

Currency translation reserve

The currency translation reserve captures currency movements between the presentation currency of the Group; the pound sterling, and the functional currencies used by the Group.

NEOS RESOURCES PLC

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AS AT 30 JUNE 2015

18. Related party disclosures and principal subsidiary undertakings

Intra-group loans with subsidiary companies

During the year, the Company provided net funding to subsidiary companies or received net funding from subsidiary companies within the Group as follows:

	2015 £000	2014 £000
D1 Oils Trading Ltd	-	-
D1 Oil Subsidiary Ltd	-	-
Middlesbrough Oils UK Ltd	-	-
PT D1 Oils Indonesia	-	-
D1 Oils Plant Science (Zambia) Ltd	-	-
Fuel Crops Limited	-	-
Total	-	-

At 30 June, at the year end, the net funding balances due to the Company from subsidiary undertakings or by the Company to subsidiary undertakings were as follows:

	2015 £000	2014 £000
D1 Oils Trading Ltd	-	-
D1 (UK) Ltd	-	-
D1 Oil Subsidiary Ltd	-	-
Middlesbrough Oils UK Ltd	-	-
PT D1 Oils Indonesia	-	-
D1 Oils Plant Science (Zambia) Ltd	-	-
Fuel Crops Limited	-	-
Impairment of Receivables	-	-
Total	-	-

Intra-group loans with subsidiary companies (continued)

The Company does not anticipate any repayments being made within one year. Balances in excess of expected repayments have been impaired. The funding is not subject to any interest charge. The impairment charge in 2015 was £nil (2011-14: £nil).

Director remuneration

Any other related party transaction involving Directors related to remuneration and is shown in note 7.

Other Related Party Transactions

Included in trade and other payables at 30 June 2015 is a balance of £6,000 advanced by Mining Finance and Investment Corporation Pty Ltd, an Australian company associated with finance director, Mr Thomson.

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

19. Share-based payments – Group and Company

All employees share option plan

Awards are made to staff at the discretion of the Board of Directors either on appointment, at salary review time, or any other time that the Directors deem appropriate. There are specific performance criteria attached to some of the options. The criteria is defined as no part of the option shall first become exercisable until the Group's reported consolidated results for a six month period demonstrate that a pre-tax profit in excess of £250,000 for such six months has been achieved.

Options vest in one of two ways:

1. Options granted vest 1/3 after 12 months, 1/3 after 24 months and the remaining 1/3 after 36 months.
2. Options granted vest 1/3 after 12 months with the remaining 2/3 vesting in equal monthly instalments over the next 24 months.

Equity settlement is applied to all options, there is no cash alternative.

All employees share option plan

The expected life of the options has been assessed at 2.5 years for options which vest 1 year from grant and 4 years for options which vest after 1 year. The contractual life of the options is 10 years.

The fair value of the awards are calculated using the Black-Scholes model and subsequently adjusted for gain dependency, assessed at 15%, and forfeitures, assessed at 10% over the life of the award. A volatility adjustment considered appropriate for the sector and the age of the Group is included in the calculation. In forming the volatility assumption, the Directors have considered the volatility of the share price since the date of listing. The volatility of companies operating in the same sector has also been reviewed. Based on these factors, volatility has been assessed at 65% for awards granted before 1 March 2007, 60% for awards granted after 1 March 2007 but before 1 January 2008, 70% for awards granted after 1 January 2008 but before 1 January 2009 and 95% for awards granted after 1 January 2009. Appropriate risk free rates (as defined by the Bank of England) between 2.1% and 5.6% have been applied to individual awards. A zero dividend yield has been assumed.

The expenditure recognised in the income statement of the Group and the Company for share-based payments in respect of employee services received during the year is £0 (June 2014: £0). This expense all relates to equity-settled, share-based payment transactions.

The following table illustrates the number and weighted average exercise price (WAEP) of, and movements in, share options during the period.

	2015 Number	2015 WAEP	2014 Number	2014 WAEP
Outstanding at 1 July	5,620,000	0.01	5,620,000	0.01
Granted during the period	-	-	-	-
Forfeited during the period	2,500,000	-	-	-
Outstanding at 30 June 2015		0.01	5,620,000	0.01
Exercisable at 30 June 2015		0.01	1,791,610	0.01

The range of exercise prices for options outstanding at the end of the year was 1p – 2p. The weighted average remaining contractual life of the options in issue at 30 June 2015 is 4.7 years.

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AS AT 30 JUNE 2015

20. Financial risk management objectives and policies

The main risks arising from the Group's 2014-15 operations were interest rate risk, liquidity risk, foreign currency translation risk and certain commodity price risks. The main risk arising from the Company's 2014-15 operations is interest rate risk.

Interest rate risk

'At call' cash

The Group and Company retain cash in 'at call' bank accounts to cover working capital requirements. Funds held 'at call' on floating interest rates at 30 June 2015 totalled £63,500 (30 June 2014: £105,000) in the Group and £800 (30 June 2014: £188,800) in the Company.

The following table demonstrates the sensitivity of the Group and Company's profit before tax and equity to a potential change in floating interest rates, with all other variables held constant, that may impact interest 'at call' cash.

	Increase/ Decrease in floating interest rate	Group Effect on loss before Tax £000	Group Effect on Equity £000	Company Effect on loss before Tax £000	Company Effect on Equity £000
2015	+0.5%	-	-	-	-
	-0.5%	-	-	-	-
2014	+0.5%	-	-	-	-
	-0.5%	-	-	-	-

Foreign exchange risk

The Group seeks to manage foreign exchange risk by obtaining the most favorable rates at the time sums are converted to a foreign currency.

Liquidity risk

The Group seeks to manage financial risk to ensure sufficient liquid funds are available to meet foreseeable needs while investing cash assets safely and profitably.

The Group is almost solely financed by equity. The Group manages liquidity risk by maintaining adequate reserves to meet short-term funding requirements while investing excess funds in bank term deposits. If required, these deposits can be recalled immediately.

The table below summarises the maturity profile of the Group's financial liabilities at 30 June 2015 and 30 June 2014 based on contractual undiscounted payments. Interest rates on variable rate loans are based on the rate prevailing at the balance sheet date.

	On Demand	Less than 3 Months	3 to 12 Months	1 to 5 Years	>5 Years	Total
Year Ended 30 June 2015	£000	£000	£000	£000	£000	£000
Trade and other payables	-	145.0	-	-	-	145.0
Payments due to vendors	-	-	-	-	-	-
Year Ended 30 June 2014	£000	£000	£000	£000	£000	£000
Trade and other payables	-	93.7	-	-	-	93.7
Payments due to vendors	-	-	-	-	-	-

NEOS RESOURCES PLC

NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2015

20. Financial risk management objectives and policies (continued)

Managing capital

The Group aims to optimise its capital structure by holding an appropriate level of debt relative to equity in order to maximise shareholder value. The appropriate level of debt is set with reference to a number of factors and financial ratios including expected operating and capital expenditure cash flows, contingent liabilities and the level of restricted cash as well as the general economic environment. The Group aims to control its capital structure by issuing new shares and raising debt finance to the extent that it is possible on commercially acceptable terms. The economic conditions currently prevailing and the Groups relatively recent entry into the non-edible vegetable oils industry have restricted the Group's ability to raise debt finance and exert any significant degree of control over its gearing ratio. As a consequence, the Group is currently financed primarily from equity.

	Year ended 30 June 2015 £000	Year ended 30 June 2014 £000
Loans and Borrowings		
Obligations under finance leases	-	-
Instalments due on mortgage	-	-
Total Loans and Borrowings	-	-
Equity	(6.0)	(49.6)
Total Equity and Loans and Borrowings	(6.0)	(49.6)

Equity includes all capital and reserves of the Group attributable to the equity holders of the parent. The Group is primarily financed through equity and it should be noted that the equity component in the gearing ratio calculation includes the impact of retained losses.

21. Contingent Liabilities

At 30 June 2015, the Group had the following contingent liabilities:

As part of the sale of the Bromborough site, the lease obligations for two parcels of land adjacent to the Bromborough site were passed to the buyers. The two leases are first cancellable in 2021. If the buyer defaults on these lease obligations, the obligation may fall to the Company. The maximum exposure is £1.7m but various mitigations, such as sub-lets, are available. This obligation remains contingent on the buyer defaulting and the Board does not consider the risk sufficiently likely to recognise a liability.

In March 2014, the Company sent a letter of offer to HM Revenue & Customs which was linked to the contract settlement provision disclosed in note 18. Under the terms agreed to within the offer, the Company will be committed to settling the total amount provided for in twelve monthly instalments, the first of which was made on 28 April 2014. If the Company is unable to keep up with the agreed payment plan, a suspended penalty in the amount of £26,428 will be added to the total amount due.

NEOS RESOURCES PLC

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22. Disposal of intellectual property relating to the Animal Feed business, and Cumulative Redeemable Preference Share to Quinvita

In April 2012, the Group entered into a conditional agreement to sell to Quinvita N.V. ("Quinvita") the germplasm and intellectual property relating to the animal feed programme previously retained by the Company for a cash consideration of £300,000 and the Preference Shares in return for a secured loan of £372,000, accruing interest at 10 per cent. per annum (the "Agreement"). The loan was secured over the germplasm and the animal feed programme intellectual property and is repayable within 5 years.

The Group received a letter from Quinvita dated 8 November 2013 indicating that due to economic circumstances it had obtained protection from its creditors under Belgian Law with effect from 25 October 2013 and that a judicial reorganisation procedure was underway.

Quinvita was subsequently declared bankrupt in Belgium in December 2013 and whilst the Group retains a legal charge over the Assigned Rights and the Germplasm, it was resolved that a nil value should be ascribed to this asset and consequently, a full impairment in respect of the £417,831 carrying value of the loan (capital plus interest) as at 30 June 2013 was appropriate.

	2015 £000	2014 £000
Other Receivable		-
