

Gunsynd plc

("Gunsynd" or the "Company")

Final Results for the Year Ended 31 July 2024

Gunsynd (AIM: GUN) is pleased to announce that its Final Results for the year ended 31 July 2024 will shortly be posted to shareholders and are available on the Company's website: <http://www.gunsynd.com/>.

This announcement contains inside information for the purposes of the UK Market Abuse Regulation.

The Directors of the Company are responsible for the release of this announcement.

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CHAIRMAN'S REPORT (INCORPORATING THE STRATEGIC REVIEW)

I present the annual report and financial statements for the year ended 31 July 2024. The Company made a loss for the year to 31 July 2024 of £845,000 (2023: loss £1,706,000) after taxation. The loss was a result of unrealised losses on the value of investments held. The Company had net assets of £1,557,000 (2023: £2,145,000) at 31 July 2024, and cash balances of £148,000 (2023: £164,000).

Introduction

The cyclical downturn in the mineral resource exploration sector continued throughout the year under review, however, there are signs that this pressure may now be easing, not least with increases in the prices of gold, copper and uranium, the commodities of focus within the Company's portfolio. Stock market conditions remain depressed, but the board believes this has created a situation of vast disconnect between commodity prices and the valuation of junior exploration companies.

The year saw the Company shift its focus towards investing in North American natural resources, particularly in Canada and with respect to buying majority stakes in non-operated exploration licenses. Fortunately the board was able to pivot away to future commitments in a nickel project towards better performing commodities. Whilst yet to be reflected in the share price as at the date of this report, this change of strategy has already yielded positive results, not least with the exceptional assay results at Falcon and the impressive share price performance of 1911 Gold Corporation.

Review of Investments

1. NATURAL RESOURCES INVESTMENTS

Falcon, Merlin and Bear Twit

Gunsynd has acquired a 100% legal and beneficial interest in the Falcon Lake and Merlin U-Cu projects and Bear-Twit VMS

projects in Canada (together the "Projects"). These Projects are early stage exploration projects which are prospective for uranium, copper and other resources.

Rock Chip samples at Falcon averaged over 15% Cu and three of four samples at Merlin were over 1,000 ppm U. The exceptional results from the field work has meant that these projects will be a key focus for the Company moving forward with more field work anticipated once conditions allow in 2025.

1911 Gold Corporation ("1911")

Gunsynd holds 2,770,000 shares in 1911 representing approximately 2% of its issued share capital.

1911 owns a mill and mining complex, 1m ounces at an attractive grade of 6.4g/t and a vast portfolio of exploration tenure along strike in a first world mining jurisdiction all for a very modest market cap of CAD 5m. Gunsynd was pleased to be investing alongside well renowned gold investor Eric Sprott who cornerstoned a CAD3.9m fundraise in December 2023. This only strengthens our confidence of the potential upside and value creation amongst a backdrop of record Gold prices.

Metals One investment

Gunsynd holds 6.25% of the issued share capital of Metals One Finland Oy, a subsidiary of Metals One which holds the Black Schist Project.

Metals One Plc ("Metals One") announced a maiden JORC Inferred Mineral Resource ("Resource") for the P5 area of the Finland - Black Schist Project of 29 Mt. This brings the total Black Schist Project resource to 57.1 Mt, more than double the previous estimate. 3.6 Mt (6.25%) of the 57.1 MT Black Schist Project resource is attributable to project partner, Gunsynd Plc. Metals One has the option to acquire this 6.25% from Gunsynd for £250,000 wholly or partly in cash or ordinary shares in Metals One.

Aberdeen Minerals Limited ("Aberdeen")

Gunsynd holds 2,000,000 shares in Aberdeen representing approximately 2% of its issued share capital.

Drilling program is currently underway at Arthrath Central within the Arthrath Project. Following the completion of the equity fundraise, Aberdeen commenced its next round of drilling at Arthrath as part of its mineral exploration programmes for deposits of nickel, copper and cobalt in North East Scotland. Two rigs were mobilised to the site on 10 July 2024. This campaign consisted of 2,685 metres of core drilling over six holes between July and September 2024, as the first stage of an overall 6,300 metre program.

The aim of the current six hole program is to explore deeper within the large Arthrath conduit-related sulphide system and test the potential for massive sulphide deposits in a geological setting which appears to be comparable to several global nickel sulphide orebody analogues.

Drilling has been positive so far with good levels of sulphide and net sulphide textures intersected in the two shallower holes, which have tested the southern part of the deposit in areas where there was no / limited historical drilling.

Rincon Resources Pty Ltd ("Rincon")

Gunsynd holds 3,000,000 shares representing approximately 1% of Rincon's issued share capital.

In October 2024, Rincon announced some highly significant copper and TREO1 drilling results from recent RC drilling programs at its West Arunta Project, located in Western Australia. Copper mineralisation at Pokali East, which also includes credits for gold, silver, bismuth and cobalt among others, indicates the potential for a substantial multi-million tonne copper resource with mineralisation starting from surface.

Pokali East - Five (5) RC holes were drilled to validate historical drill intersections and assist in confirming the current IOCG model, the vertical orientation of high-grade copper lodes, and to collect essential assay data for IOCG alteration mapping and targeting at depth. All 5 drill holes returned significant copper results over extended widths and depths with 24WARC026.

Eagle Mountain Mining Limited ("Eagle Mountain")

Gunsynd holds 2,500,000 shares in Eagle Mountain representing approximately 1% of its issued share capital.

Eagle Mountain announced in October 2024 that detailed drill planning is currently underway to test the highly prospective targets identified from recent geophysical modelling that has significantly enhanced the potential of their porphyry-style targets at Silver Mountain. These promising areas are characterised by elevated velocity and lowered magnetic response, similar to those found at other world-class porphyry deposits. These geophysical indicators, combined with mapped and sampled surface high-grade copper, silver and gold mineralisation, suggest the possibility of a large-scale porphyry-hydrothermal system at Silver Mountain.

Omega Oil & Gas Limited ("Omega")

Gunsynd holds 450,000 shares in Omega representing less than 1% of its issued share capital.

Omega the 100% holder of Potential Commercial Area (PCA) 342 and PCA 343 (Omega's Canyon Gas Field project), announced that the Canyon-1H horizontal well was spudded on 21 September 2024. The well program consists of re-entering the Canyon-1 vertical well and drilling a new horizontal section up to a maximum length of 1,100m long. The drilling program is expected to take 4 weeks to complete. The Canyon-1H horizontal well aims to test whether a potentially economic flow rate can be achieved from the highly prospective Canyon Sandstone at the base of the Permian Kianga Formation. Omega plans to complete a multi-stage hydraulic fracture stimulation, flowback and well testing program after analysing and integrating the results of the well.

2. OTHER INVESTMENTS

Rogue Baron PLC ("Rogue Baron")

Rogue Baron PLC (AQSE: SHNJ) is a leading company in the premium spirit sector listed on the Access segment of the AQSE Growth Market. Gunsynd currently holds 3,590,594 ordinary shares in Rogue Baron, representing approximately 15.06% of its issued share capital. Gunsynd also retains a balance of £111,464 of Convertible Loan Notes consisting of accrued interest.

During the year, Rogue Baron undertook a share consolidation in which every 6 Ordinary shares of £0.001 were consolidated into 1 New Ordinary Share of £0.006.

Low 6 Limited ("Low6")

The Company has invested approximately £265,000 (2023: £265,000) in Low6 of which nil (2023: £152,000) was impaired during the year to reflect the most recent valuation of Low6 share price for a current value of £113,000 (2023: £113,000). Gunsynd holds approx. 0.66% of Low6's issued share capital.

Amongst a backdrop of incredibly challenging trading conditions, the company has continued to build the revenues and has now begun to trade profitability. The management of Low6 have repositioned the business to focus on licensing its software offering to clients and have developed a varied customer base and have maintained an excellent customer retention rate. Gunsynd remains encouraged with the businesses ability to adapt and grow in difficult market conditions and look forward to the company's ongoing growth and profitability.

Charger Metals NL ("Charger")

During the financial year ended 31 July 2024, the Company disposed of 2,537,060 ordinary shares in Charger for AUD 658,000 (approximately £343,000). Following the disposals the Company holds nil ordinary shares in Charger.

Other investments

The Company has various other minor stakes in unlisted and listed company investments totalling £170,000. These have been impaired by £95,000 during the year to reflect the downturn in economic markets.

Finance Review

As noted above, the Company made a loss for the year of £845,000 (2023: loss £1,706,000) after taxation. Most of the loss generated was from the decrease in value of the Company's investment portfolio. The Company had net assets of £1,557,000 (2023: £2,145,000) as at 31 July 2024, and cash balances of £148,000 (2023: £164,000).

Outlook

Whilst good progress was made by numerous companies in our portfolio this unfortunately has yet to be reflected in their share price performance. Our Canadian investments have performed strongly not least Falcon and 1911 Gold Corporation. The board is optimistic that market conditions and commodity prices will both improve and are confident that our pivot towards copper, uranium and gold is one that could provide considerable potential near to medium term upside to shareholders.

The Board continues to look at investments in line with its investment policy as highlighted on the Company's website. This could potentially include increasing a stake(s) in investments already held. Such investment(s) may or may not lead to a reverse takeover.

The Board would also like to take this opportunity to thank shareholders for their continued support.

Chairman

3 December 2024

FINANCIAL STATEMENTS**STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 JULY 2024**

	2024	2023
	£000	£000
Continuing operations		
Income		
Unrealised (loss) on financial investments	(95)	(1,043)
Realised (loss)/gain on financial investments	(94)	(35)
	(189)	(1,078)
Administrative expenses		
Salaries and other staff costs	(283)	(284)
Foreign exchange	(3)	(3)
Other administrative expenses	(306)	(281)
Total administrative expenses	(592)	(568)
Operating loss	(781)	(1,646)
Impairment of financial investments	(95)	(212)
Other income	28	149
Finance income	3	3
(Loss) before taxation	(845)	(1,706)
Taxation	-	-
(Loss) for the period attributable to equity shareholders of the Company	(845)	(1,706)
Other comprehensive income / (expenditure) for the period net of tax	-	-
Total comprehensive earnings for the period attributable to shareholders	(845)	(1,706)
Earnings per ordinary share		*restated
Basic (pence)	(0.171)	(0.406)
Diluted (pence)	(0.171)	(0.406)

The notes form an integral part of these financial statements.

STATEMENT OF FINANCIAL POSITION AS AT 31 JULY 2024

	2024	2023
	£000	£000
ASSETS		
Non-current assets		
Financial investments at fair value through profit or loss	1,295	1,891
Total non-current assets	1,295	1,891
Current assets		
Trade and other receivables	259	194
Cash and cash equivalents	148	164
Total current assets	407	358
Total assets	1,702	2,249
Current liabilities		
Trade and other payables	(145)	(104)
Total current liabilities	(145)	(104)
Total liabilities	(145)	(104)

Net assets	1,557	2,145
Equity attributable to equity holders of the company		
Ordinary share capital	519	382
Deferred share capital	2,299	2,299
Share premium reserve	13,596	13,459
Investment in own shares	(43)	(26)
Share based payments reserve	-	24
Retained earnings	(14,814)	(13,993)
Total equity	1,557	2,145

The notes form an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 JULY 2024

	Share capital £000	Deferred Share capital £ 000	Share premium reserve £000	Investment in own shares £000	Share-based payments reserve £000	Retained earnings £000	Total £000
At 31 July 2022	382	2,299	13,459	(26)	39	(12,302)	3,851
Loss for the year	-	-	-	-	-	(1,706)	(1,706)
Total comprehensive						(1,706)	(1,706)
Loss for the period							
<i>Transactions with owners:</i>							
Transfer within Equity on lapse of share options	-	-	-	-	(15)	15	-
At 31 July 2023	382	2,299	13,459	(26)	24	(13,993)	2,145
Loss for the year	-	-	-	-	-	(845)	(845)
Total comprehensive						(845)	(845)
Loss for the period							
<i>Transactions with owners:</i>							
Issue of Share Capital	137	-	144	-	-	-	281
Share Issue Costs	-	-	(7)	-	-	-	(7)
Adjustment for shares held in Trust	-	-	-	(17)	-	-	(17)
Transfer within Equity on lapse of share options	-	-	-	-	(24)	24	-
At 31 July 2024	519	2,299	13,596	(43)	-	(14,814)	1,557

The notes form an integral part of these financial statements.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 JULY 2024

	2024 £000	2023 £000
Cash flow from operating activities		
(Loss) after tax	(845)	(1,706)
Tax on losses	-	-
Finance income net of finance costs	(3)	(3)
Unrealised loss on revaluation of financial investments	95	1,043
Realised loss/(gain) on sale of financial investments	94	35
Other income	-	(124)
Impairment provision	95	212
Shares issued in lieu of payment	54	-
Foreign exchange movements	-	1
Changes in working capital:		
(Increase)/decrease in trade and other receivables	(62)	4
Increase in trade and other payables	41	24
Cash outflow from operations	(531)	(514)
Taxation received	-	-
Net cash outflow from operating activities	(531)	(514)

<u>Net cash outflow from operating activities</u>	1,000,000	1,000,000
Cash flow from investing activities		
Payments for financial investments	(475)	(405)
Disposal proceeds from sale of financial investments	787	294
Unsecured loans to investee company	-	(35)
Net cash inflow/(outflow) from investing activities	312	(146)
Cash flows from financing activities		
Proceeds on issuing of ordinary shares	210	-
Cost of issue of ordinary shares	(7)	-
Net cash inflow from financing activities	203	-
Net decrease in cash and cash equivalents	(16)	(660)
Cash and cash equivalents at the beginning of the year	164	824
Cash and cash equivalents at the end of the year	148	164

During the year, the Company issued shares to settle certain liabilities and other obligations. On 28 March 2024, 17,000,000 ordinary shares were issued to settle a liability valued at £24,000. On 11 July 2024, the Company issued 20,000,000 ordinary shares to the Gunsynd Employee Benefit Trust at par value, resulting in an aggregate cost to the Company of £17,000. On the same date, 19,230,769 ordinary shares were issued to settle liabilities of £25,000.

During the previous year, there were share for share exchanges involving Pacific Nickel Limited that resulted in additional non cash investment of £124,154.

The notes form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

1 Presentation of the financial statements

Description of business & Investing Policy

Gunsynd plc is a public limited company domiciled in the United Kingdom. The Company's registered office is 78 Pall Mall, London SW1Y 5ES.

The Company's Investing Policy is to invest in and/or acquire companies and/or projects within the natural resources sector, life sciences sector (concentrating on but not being limited to, plant-based nutrition and environmentally friendly alternatives to food sources) and the alcohol beverage sector, (concentrating on but not being limited to, ingredients used within the production of such beverages including sugar cane, agave, and molasses) which the Board considers, in its opinion, have potential for growth. The Company will consider opportunities in all sectors as they arise if the Board considers there is an opportunity to generate potential value for Shareholders. The geographic focus will primarily be Europe, Australia, the US and the Caribbean, however investments may also be considered in other regions to the extent the Board considers that potential value can be achieved.

Where appropriate, the Board may seek to invest in businesses where it may influence the business at a board level, add their expertise to the management of the business, and utilise their industry relationships and access to finance.

The Company's interests in an investment and/or acquisition may range from a minority position to full ownership and may comprise one investment or multiple investments. The investments may be in either quoted or unquoted companies; be made by direct acquisitions or farm-ins; and may be in companies, partnerships, earn-in joint ventures, debt or other loan structures, joint ventures or direct or indirect interests in assets or projects. The Board may focus on investments where intrinsic value may be achieved from the restructuring of investments or merger of complementary businesses.

The Board expects that investments will typically be held for the medium to long term, although short term disposal of assets cannot be ruled out if there is an opportunity to generate a return for Shareholders. The Board will place no minimum or maximum limit on the length of time that any investment may be held. The Company may be both an active and a passive investor depending on the nature of the individual investment. There is no limit on the number of projects into which the Company may invest, and the Company's financial resources may be invested in a number of propositions or in just one investment, which may be deemed to be a reverse takeover under the AIM Rules. The Board intends to mitigate risk by appropriate due diligence and transaction analysis. Any transaction constituting a reverse takeover under the AIM Rules will also require Shareholder approval. The Board considers that, as investments are made and new investment opportunities arise, further funding of the Company may also be required.

Where the Company builds a portfolio of related assets, it is possible that there may be cross holdings between such assets. The Company does not currently intend to fund any investments with debt or other borrowings but may do so if appropriate. Investments in early stage assets are expected to be mainly in the form of equity, with debt potentially being raised later to fund the development of such assets. Investments in later stage assets are more likely to include an element of debt to equity gearing. The Board may also offer New Ordinary Shares by way of consideration as well as cash, thereby helping to preserve the Company's cash for working capital and as a reserve against unforeseen contingencies including, for example, delays in collecting accounts receivable, unexpected changes in the economic environment and operational problems.

Investments may be made in all types of assets and there will be no investment restrictions on the type of investment that the Company might make or the type of opportunity that may be considered. The Company may consider possible opportunities anywhere in the world.

The Board will conduct initial due diligence appraisals of potential business or projects and, where they believe further investigation is warranted, intend to appoint appropriately qualified persons to assist. The Board believes its expertise will enable it to determine quickly which opportunities could be viable and so progress quickly to formal due diligence. The Company will not have a separate investment manager.

Basis of preparation - Going concern

The financial statements have been prepared on a going concern basis. This basis assumes that the company will have sufficient funding to enable it to continue to operate for the foreseeable future and the Directors have taken steps to ensure that they believe that the going concern basis of preparation remains appropriate.

The Company made a loss for the year of £845,000 (2023: loss £1,706,000) after taxation. The Company had net assets of £1,557,000 (2023: £2,145,000) and cash balances of £148,000 (2023: £164,000) at 31 July 2024. The Directors have prepared financial forecasts which cover a period of at least 12 months from the date that these financial statements are approved to 31 December 2025. These forecasts show that the Company expects to have sufficient financial resources to continue to operate as a going concern.

In forming the conclusion that it is appropriate to prepare the financial statements on a going concern basis the Directors have made the following assumptions that are relevant to the next twelve months:

- In the event that the Company's investments require further funding, sufficient funding can be obtained by the various investee companies; and
- In the event that operating expenditure increases significantly as a result of successful progress with regards to the Company's investments, sufficient funding can be obtained by selling level 1 investments.

The cost structure of the Company comprises a high proportion of discretionary spend and therefore in the event that cash flows become constrained, costs can be quickly reduced to enable the Company to operate within its available funding. As a junior investment company, the Directors are aware that the Company must go to the marketplace to raise cash to meet its investment plans, and/or consider liquidation of its investments and/or assets as is deemed appropriate. The Company has previously constantly demonstrated its ability to raise further cash by way of completing placings during the prior years, and are confident of further equity fund raising should the company require such cash injection. Therefore, they are confident that existing cash balances, along with the any new funding would be adequate to ensure that costs can be covered.

Consequently, the Directors have a reasonable expectation that the Company has adequate resources to continue to operate for the foreseeable future and that it remains appropriate for the financial statements to be prepared on a going concern basis.

Financial period

These financial statements cover the financial year from 1 August 2023 to 31 July 2024, with comparative figures for the financial year from 1 August 2022 to 31 July 2023.

Accounting principles and policies

The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

and signed on their behalf by Hamish Harris and Donald Strang,

2 Earnings per share

(Loss) attributable to ordinary shareholders	2024	2023
The calculation of (loss) per share is based on the loss after taxation divided by the weighted average number of shares in issue during the period:		*restated
(Loss) from operations (£000)	(845)	(1,706)
Total (£000)	(845)	(1,706)
Number of shares		
Weighted average number of ordinary shares in issue (millions)	526.31	449.80
Less: weighted average shares held by the Employee Benefit Trust (millions)	(31.09)	(30.00)
Weighted average number of ordinary shares for the purposes of basic (loss) per share (millions)	494.13	419.80
Weighted average number of ordinary shares for the purposes of diluted (loss) per share (millions)	495.48	445.30
Basic (loss) per share (expressed in pence)	(0.171)	(0.406)
Diluted (loss) per share (expressed in pence)	(0.171)	(0.406)

Basic earnings per share are calculated by dividing the loss attributable to ordinary shareholders by the weighted average number of ordinary shares in issue during the period. The weighted average number of shares excludes shares held by an Employee Benefit Trust and has been adjusted for the issue of shares during the period.

3 Events after the end of the reporting period

On 3 September 2024, the Company raised gross proceeds of £250,000 through the issue of 200 million shares at 0.125 each.

Between 1 July and 18 November 2024 the Company disposed of 3,063,333 shares in 1911 gold for proceeds of CAD 443,461 approximately £247,000.

On 21 November 2024, the Company acquired a 100% interest in the Greylark uranium project in Nunavut, Canada, for £50,000. The payment included the issuance of 37.5 million new ordinary shares at a price of 0.12 pence per share, totalling £45,000, and £5,000 in cash. Pinwheel Resources Ltd has been appointed as the initial operator and granted a 1.5% net smelter royalty. Additionally, Gunsynd issued 40 million shares to its Employee Benefit Trust, which now holds approximately 8.85% of the company's enlarged issued share capital.

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