eEnergy Group plc (formerly Alexander Mining plc)

ANNUAL REPORT & FINANCIAL STATEMENTS 2019

Contents

About Us

eEnergy Group plc (AIM: EAAS) was formed following the reverse takeover of eLight Group Holdings Limited ("eLight") by Alexander Mining plc which completed following shareholder approval on 08 January 2020.

On 25 September 2019 the Board of Alexander Mining plc announced that it had completed a review of its operations and concluded that it was no longer in the Shareholders' interests for the Company to continue to provide financial support indefinitely for its mineral processing technology activities, which was carried out by the Company's wholly owned subsidiary, MetaLeach Limited ("MetaLeach"). The Board proposed disposing of MetaLeach and changing the Company's strategy to become an AIM Rule 15 cash shell and to complete a suitable reverse takeover in accordance with the AIM Rules.

On 20 December 2019 the Board announced the proposed acquisition of eLight and the simultaneous disposal of Metaleach as well as the change of name to eEnergy Group plc, which were approved by shareholders at a general meeting on 08 January 2020. The acquisition of eLight represents the first step in creating a broader-based Energy Efficiency Services provider that can supply multiple complementary energy-related services to both existing and new customers and use the currency of its AIM-listed securities to participate in the consolidation and integration of other service providers in what is a highly fragmented market.

The Group is now a leading "Energy Efficiency-as-a-Service" (EEaaS) business in the UK and Ireland. Through its principal operating subsidiary, eLight, the Group helps businesses and schools switch to LED lighting for a fixed monthly service fee, avoiding any upfront payments (known as Light-as-a-Service or" LaaS").

Directors

Non-Executive Chairman	David Nicholl
Chief Executive	Harvey Sinclair
Chief Financial Officer	Ric Williams
Independent Non-Executive Director	Dr Nigel Burton
Independent Non-Executive Director	Andrew Lawley
Company Secretary	Ric Williams
Business Address	32 Threadneedle St London EC2R 8AY
Registered Office	Salisbury House, London Wall, London, EC2M 5PS

Independent Auditor	PKF Littlejohn LLP Statutory Auditor 15 Westferry Circus Canary Wharf London E14 4HD
Nominated Advisor	Cairn Financial Advisers LLP Cheyne House, Crown Court 62-63 Cheapside London EC2V 6AX
Company Number	05357433

Strategic report

The Directors present their strategic report on the group for the year ended 31 December 2019.

On 20 December 2019 the Company announced that it had agreed to dispose of its existing trading subsidiary and to complete the Reverse Takeover of eLight, subject to Shareholder approval. Therefore this strategic report does not address the operations of Metaleach which as at 31 December 2019 was considered to be an asset held for sale nor does it address all of the details relating to eLight which were included in the Admission Document published by the Company on 20 December 2019.

Report on the business

The Group was originally engaged in developing mineral processing technologies, which was carried out by its wholly owned subsidiary, Metaleach Limited ("Metaleach"). On 25 September 2019 the Board announced the findings of a strategic review that concluded it was no longer in Shareholders' interests for the Company to continue to provide financial support indefinitely to MetaLeach as although it had proprietary minerals and metals processing technologies, it had yet to commercialise these, generate turnover and realise their full potential, in spite of a number of years of seeking to do so. Accordingly, the Group's strategy changed to become an AIM Rule 15 cash shell and to complete a suitable reverse takeover in accordance with the AIM Rules.

After careful review the Board identified eLight as a suitable candidate for a reverse takeover and following a robust diligence process announced the intention to dispose of Metaleach and acquire all of the share capital of eLight on 20 December 2019. These transactions were subject to shareholder approval.

Whilst there was a possibility at the year end that the disposal of Metaleach and the acquisition of eLight may not have completed these transactions, together with a placing of new ordinary shares, were completed on 09 January 2020.

Disposal of Metaleach

Following the announcement of the intention to dispose of Metaleach the Group ran a formal process and solicited interest from a number of parties in the mining sector. The £150,000 consideration received post-year end represented the fair value of that business.

Financial review

During the year the Company made a comprehensive loss for the year of £615,000 (2018 - £513,000). There is a weighted loss per share from continuing operations of 0.03p (2018 – 0.02p).

Cash and cash equivalents at 31 December 2019 were £101,000 (2018 - £441,000).

Events after the year end are set out in Note 23.

Key performance indicators

The Board monitors the activities and performance of the Company on a regular basis. Given the intention of the Company at the year end to dispose of its only trading subsidiary and complete a reverse takeover there are no relevant KPIs to report.

Risks and uncertainties

The principal risks facing the Company are set out below. Risk assessment and evaluation are an essential part of the Company's planning and in important part of the Company's internal control system.

Financial risk
The risks facing the Company include interest rate, credit risk and liquidity risk. Directors have in a place a process of regularly reviewing risks to the business and monitoring associated controls, actions and contingency plans. The Company's financial risk management policies are set out in Note 16.

Business risk
The Board regularly evaluates and reviews all business risks when reviewing project timelines and implementation plans. The types of risks reviewed include:

- Regulatory and compliance risk
- Legal risks relating to contracts, licences and other agreements
- Insurance risks

Following the decision to become an AIM Rule 15 cash shell the key business risk in 2019 was the ability of the Company to complete its strategy to dispose of Metaleach at a fair value and identify a suitable reverse takeover target, as described above.

The principal risks and uncertainties relating to the ongoing activities of the Group after the reverse takeover are described in the Admission Document and will be disclosed in the eEnergy Group plc 30 June 2020 financial statements.

Covid-19
The health and safety of eEnergy's employees and customers is of paramount importance. Throughout the lockdown all our employees and installation partners have observed all recommended precautions when it was and is appropriate to work.

While the tragic impact of the Coronavirus in the UK and Ireland cannot be underestimated, the Group's experience is that organisations are already planning for life after COVID-19. The decision by the UK and Irish Governments to close schools for the foreseeable future has led to a spike in interest in eLight's LaaS proposition. Many schools are looking to complete maintenance and upgrade projects, including switching to LED lighting, taking advantage of a longer than normal period with either no or reduced numbers of pupils on site.

The Directors believe that the education sector represents a huge opportunity for eEnergy. As it stands, around 80% of schools have not transitioned to energy-efficient lighting. In Ireland, the sales strategy is being rebalanced away from the Commercial SME sector, which has been hit hardest by COVID-19, towards public sector schools in Ireland and Northern Ireland.

s172 statement

We describe our values and who we consider to be our key stakeholders in the Corporate Governance & Social Responsibility report. The Board is committed to engaging with all of our key stakeholders as we believe that this is the best way to build sustainable value for the business.

In the current circumstances, where we made the decision to fundamentally change the strategy and direction of the Company, we have endeavored to keep all of our stakeholders informed on a timely basis as described above.

The Group's strategy

eEnergy is now the leading "Energy Efficiency-as-a-Service" (EEaaS) business in the UK and Ireland. It is currently focused on "Light as a Service" (LaaS) to schools and businesses through its eLight subsidiary. eLight is a proven operating platform with over 900 client projects completed by its management team and eLight has recently started operating in Northern Ireland.

eEnergy's strategy is to develop as a broader Energy Services business through the acquisition of adjacent businesses in the energy management sector which offer strategic and synergistic growth opportunities. There is considerable market opportunity as demands for greater energy efficiency grow as organisations need to reduce costs and governments need to meet strict carbon targets.

There are three legs to the growth strategy:

Sales Growth	Rapid growth of existing LaaS business through enhanced lead generation and sector focus on education and key account strategy.
New Revenue Channel (services)	Developing an app-based tool to open up subcontractor channel to address the SME market.
Consolidation	Buy and build in a fragmented sector. Significant opportunities for consolidation within the Energy Management sector which offer strategic synergies.

Further details of the Group's current strategy are included in the Admission Document published on 20 December 2019 and on the Company's website.

Gender of senior management

At the year end all 4 directors were male. There were no other senior managers.

This strategic report was approved by the Board of Directors on 29 June 2020 and signed on behalf of the Board.

David Nicholl, Chairman

Directors' Report

The Directors present their report and the audited financial statements for the year ended 31 December 2019.

eEnergy Group plc is incorporated in the United Kingdom and is the ultimate parent company of the eEnergy Group.

On 08 January 2020 the shareholders approved the disposal of Metaleach and the acquisition of the entire share capital of eLight Group Holdings Limited.

A summary of key future developments for the Company and Group and the changes that were approved in the shareholders meeting on 08 January 2020 are included, together with an overview of the business model, in the Strategic Report.

Going concern

The directors evaluate the application of the going concern basis having considered a sensitised trading and cash flow forecast for the Group for a period of not less than 12 months from the date that these financial statements are approved by the Board. The sensitivities applied to the forecast include factors relating to the ongoing uncertainties arising from the COVID-19 pandemic.

The directors have concluded that it is appropriate to prepare these financial statements on the going concern basis.

Dividends

The directors do not recommend the payment of a dividend in respect of 2019 (2018 – nil).

Events since the balance sheet date

Material events since the balance sheet date are described in Note 23 of the financial statements.

Directors

The Directors of the Company during the year ended 31 December 2019 were:

Mr Alan Clegg (Chairman) – resigned 09 January 2020
Mr Martin Rosser (CEO) - resigned 09 January 2020
Mr James Bunyan (Non executive director) – resigned 09 January 2020
Dr Nigel Burton (Non executive director) – appointed 16 September 2019

On 09 January 2020 the following were appointed as Directors:

Mr David Nicholl (Chairman)
Mr Harvey Sinclair (Chief Executive)
Mr Ric Williams (Chief Financial Officer)
Mr Andrew Lawley (Non executive director)

Directors' Indemnity

The Company has provided qualifying third-party indemnities for the benefit of its Directors. These were provided during the year and remain in force at the date of this report.

Directors interests

The directors of the Company who held office during the year had the following beneficial interests in the shares of the Company at the year end:

	31 December 2019 Number (thousands)	31 December 2018 Number (thousands)
Martin Rosser	925	925
Alan Clegg	-	-
James Bunyan	-	-
Nigel Burton	137,500	-
	138,425	925

The following directors had also been granted options to acquire the shares of the Company:

As at 31 December 2019 and 2018

Number of options (thousands)	Martin Rosser	James Bunyan	Alan Clegg
Exercisable at 4.92p until 22/12/20	2,700	800	800
Exercisable at 0.22p until 28/07/26	13,000	6,500	6,500
Exercisable at 0.15p until 28/07/26	24,000	20,000	24,000
	39,700	27,300	31,300

The total number of share options held by the directors at 31 December 2019 and 2018 was 98,300,000.

Provision of Information to Auditor

So far as each of the Directors is aware at the time this report is approved:

- there is no relevant audit information of which the Company's auditor is unaware; and
- the Directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditor

PKF Littlejohn LLP has signified its willingness to continue in office as auditor and a resolution to re-appoint them will be put to the Annual General Meeting.

This report was approved by the Board on 29 June 2020 and signed on its behalf.

RM Williams
Company Secretary

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 Group and Parent Company 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 of the Group and Company and of the profit or loss of the 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

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

The Company is compliant with AIM Rule 26 regarding the Company's website.

Corporate Governance and Social Responsibility

Corporate Governance

The Directors recognise the importance of good corporate governance and have chosen to comply with the principles set out in the Quoted Companies Alliance Corporate Governance Code (the "QCA Code"). For further information on how eEnergy applies the QCA code please see –

https://eenergyplc.com/investors/

The Board has established appropriately constituted Audit & Risk, Remuneration and Nomination Committees with formally delegated responsibilities.

The Board of Directors

The Board of Directors currently comprises five members, including two executive directors and three non-executive directors. The Board has a wealth of experience in both the energy efficiency markets and corporate finance. The structure of the Board ensures that no one individual or group dominates the decision making process. Board meetings are held regularly, typically monthly and as required, to provide effective leadership and overall management of the Group's affairs through the schedule of matters reserved for Board decisions. This includes the approval of the budget and business plan, major capital expenditure, acquisitions and disposals, risk management policies and the approval of financial statements. All directors have access to the advice and services of the Company's solicitors and the Company Secretary, who is responsible for ensuring that all Board procedures are followed. Any director may take independent professional advice at the Company's expense in the furtherance of their duties.

The Company held 14 board meetings throughout the year, of which Martin Rosser attending all, Alan Clegg attending 11, James Bunyan attending 11 and Nigel Burton attended 8 following his appointment.

The Audit & Risk Committee (ARC)

The ARC, comprises Nigel Burton (as chairman) and Andrew Lawley, and meets not less than twice a year. The committee is responsible for making recommendations to the Board on the appointment of auditors and the audit fee and for ensuring that the financial performance of the Company is properly monitored and reported. In addition, the ARC receives and reviews reports from management and the auditors relating to the interim report, the annual report and accounts and the internal control systems of the Company. The ARC considers, manages and reports on the risks associated with the Company as well as ensuring the Company's compliance with the AIM Rules and the Market Abuse Regulations concerning disclosure of inside information.

The Remuneration Committee

The Remuneration Committee comprises Nigel Burton (as chairman), Andrew Lawley and David Nicholl and meets at least once each year. The committee is responsible for the review and recommendation of the scale and structure of remuneration for senior management, including any bonus arrangements or the award of share options with due regard to the interests of the Shareholders and the performance of the Company.

The Nomination Committee

The Nomination Committee, comprises David Nicholl (as chairman) and Nigel Burton, meets at least once each year. This committee is responsible for reviewing the structure, size and composition of the Board based upon the skills, knowledge and experience required to ensure the Board operates effectively as well as being responsible for the annual evaluation of the performance of the Board and of individual directors. The Nomination Committee is expected to meet when necessary to do so. The Nomination Committee also identifies and nominates suitable candidates to join the Board when vacancies arise and makes recommendations to the Board for the re-appointment of any Non-Executive Directors.

Internal Controls
The directors acknowledge their responsibility for the Group's systems of internal controls and for reviewing their effectiveness. These internal controls are designed to safeguard the assets of the Group and to ensure the reliability of financial information for both internal use and external publication. Whilst the directors acknowledge that no internal control system can provide absolute assurance against material misstatement or loss, they have reviewed the controls that are in place and are taking the appropriate action to ensure that the systems continue to develop in accordance with the growth of the Group.

Relations with Shareholders
The Board attaches great importance to maintaining good relations with its shareholders. Extensive information about the Group's activities is included in the Annual Report and Accounts and Interim Reports, which are sent to all shareholders. Market sensitive information is regularly released to all shareholders concurrently in accordance with stock exchange rules. The Annual General Meeting provides an opportunity for all shareholders to communicate with and to question the Board on any aspect of the Group's activities. The Company maintains a corporate website where information on the Group is regularly updated and all announcements are posted as they are released. The Company welcomes communication from both its private and institutional shareholders.

MAR Dealing Code and Policy Document
The Company has in place a share dealing code for the Existing Directors which is appropriate for a company whose shares are admitted to trading on AIM and subject to the Market Abuse Regulations. Following Admission of the Enlarged Ordinary Share Capital, the Company will continue to implement its share dealing code and take all reasonable steps to ensure compliance by the Directors, related parties and any relevant employees.

The Group's core values are:

- To be a good corporate citizen, demonstrating integrity in each business and community in which we operate
- To be open and honest in all our dealings, while respecting commercial and personal confidentiality
- To be objective, consistent, and fair with all our stakeholders
- To respect the dignity and wellbeing of all our stakeholders and all those with whom we are involved
- To operate professionally in a performance-orientated culture and be committed to continuous improvement

Our Stakeholders
We are committed to developing mutually beneficial partnerships with our stakeholders throughout the life cycle of our activities and operations.

Our principal stakeholders include our shareholders; employees, their families, and employee representatives; the communities in which we operate; our business partners and local and national governments.

Environmental Policy
The Group is aware of the potential impact that its operations may have on the environment. It will ensure that all of its activities and operations have the minimum environmental impact possible.

The Group intends to meet or exceed international standards of excellence with regard to environmental matters. Our operations and activities will be in compliance with applicable laws and regulations. We will adopt and adhere to standards that are protective of both human health and the environment. For our operations we will develop and implement closure and reclamation plans that provide for long-term environmental stability and suitable post-mining beneficial land-uses at all relevant sites.

Each employee (including contractors) will be held accountable for ensuring that those employees, equipment, facilities and resources within their area of responsibility are managed to comply with this policy and to minimise environmental risk.

Ethical Policy
The Group is committed to comply with all laws, regulations, standards and international conventions which apply to our businesses and to our relationships with our stakeholders. Where laws and regulations are non-existent or inadequate, we will maintain the highest reasonable standards appropriate. We will in an accurate, timely and verifiable manner, consistently disclose material information about the Group and its performance. This will be readily understandable by appropriate regulators, our stakeholders and the public.

The Group complies and will continue to comply to the fullest extent with current and future anti-bribery legislation.

We will endeavour to ensure that no employee acts in a manner that would in any way contravene these principles. The Group will take the appropriate disciplinary action concerning any contravention.

Community Policy
The Group's aim is to have a positive impact on the people, cultures and communities in which it operates. It will be respectful of local people, their values, traditions, culture and the environment. The Group will also strive to ensure that surrounding communities are informed of, and where possible, involved in, developments which affect them, throughout the life cycle of our operations. It will undertake social investment initiatives in the areas of need where we can make a practical and meaningful contribution.

Labour Policy
The Group is committed to upholding fundamental human rights and, accordingly, we seek to ensure the implementation of fair employment practices. The Group will also commit to creating workplaces free of harassment and unfair discrimination.

Health and Safety Policy
The Group is committed to complying with all relevant occupational health and safety laws, regulations and standards. In the absence thereof, standards reflecting best practice will be adopted.

Directors

On 09 January 2020 Alan Clegg, Martin Rosser and James Bunyan all resigned as directors of the Company and a new Board was constituted. Other than Dr Nigel Burton, who was appointed on 16 September 2019, all of the Board were appointed with effect from 09 January 2020.

DAVID NICHOLL. **Non-Executive Chairman**

David is an internationally experienced and proven technology leader in Industrial Internet of Things ("IIoT") energy management and connected lighting, who has led significant international businesses as President and CEO for Philips Lighting (UK and Ireland), Rockwell Automation (UK and Ireland) and Schneider Electric (Sweden and Romania). He is currently Executive Vice President, Northern Europe, of ABB's Electrification Business division. David has an MBA and a degree in electronic engineering and physics.

HARVEY SINCLAIR. **Chief Executive Officer**

Harvey co-founded eLight and is a proven technology entrepreneur, who has achieved a number of successful exits of business over the last 15 years across a variety of different sectors; Software, Internet, ecommerce and in the Hospitality sector. In 2000, Harvey founded The Hot Group Plc (THG), which listed on AIM in 2002 and which he led on a successful consolidation of the online recruitment market, through a buy and build strategy, before leading the sale to Trinity Mirror in 2006. Harvey was investment director for Scottish Enterprise at Design LED between 2015 and 2019.

RIC WILLIAMS. **Chief Financial Officer**

Ric was an audit and corporate finance partner with Deloitte from 2002 – 2009 and led their London Capital Markets practice helping international companies to list on AIM and the Main Market. He was CFO and then CEO of EQPaymaster, the Pension Administration, payroll and software division of Equiniti Group plc, from 2013-2019 and the Deputy Group CFO at Waterlogic, having joined them to list on AIM, from 2011-2012. Prior to joining Deloitte, Ric had joined Arthur Andersen after leaving university in 1988, trained as a chartered accountant and made partner in 1999.

DR NIGEL BURTON. **Independent Non-Executive Director**

Following over 14 years as an investment banker at leading City institutions including UBS Warburg and Deutsche Bank, including as the Managing Director responsible for the energy and utilities industries, Nigel spent 15 years as Chief Financial Officer or Chief Executive Officer of a number of private and public companies. In addition to the Company, Nigel is currently a Non-Executive Director of several AIM listed companies including Remote Monitored Systems plc, Digitalbox plc and Regency Mines plc.

ANDREW LAWLEY. **Independent Non-Executive Director**

Andrew is an experienced private equity investor and senior strategy leader specialising in supporting businesses through periods of significant scaling, transformation and M&A. Andrew is a qualified accountant and, after several roles in corporate finance and corporate recovery with PwC and Grant Thornton, focussed on private equity as a Managing Director of the RBS Special Opportunities Fund LLP, an off balance sheet fund. In 2012 Andrew joined Dixons Retail Group plc as Group Strategy Director to lead strategy and M&A. Andrew played a leading role in the merger with Carphone Warehouse plc, subsequently becoming integration director and interim CEO.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EENERGY GROUP PLC

Opinion

We have audited the financial statements of eEnergy Group Plc (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2019 which comprise: the Consolidated Statement of Comprehensive Income, the Consolidated and Company Balance Sheets, the Consolidated and Company Statements of Cash Flows, the Consolidated and Company Statements of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International 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.

In our opinion:

- the financial statements give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2019 and of the group's and parent company's loss for the year then ended;
- the group financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union;
- the parent company financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Emphasis of matter

We draw attention to note 2.4 of the financial statements, as well as the disclosures made in the 'Risks and uncertainties' section within the Strategic Report, which describe the group's assessment of the COVID-19 impact on its ability to continue as a going concern. The group has explained that the events arising from the COVID-19 outbreak do not impact its use of the going concern basis of preparation nor do they cast significant doubt about the group's ability to continue as a going concern for a period of at least twelve months from the date when the financial statements are authorised for issue.

Our opinion is not modified in this respect.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Our application of materiality

Materiality 2019	Basis for materiality
Group £44,000	*5% of loss before tax*
Parent company £39,000	*5% of loss before tax*

The group and company do not hold significant asset balances and remain loss making therefore loss before tax is considered to be the key driver and most significant determinant of the group's and company's performance by shareholders.

Whilst materiality for the group financial statements as a whole was set at £44,000, materiality for the significant components was set between £39,000 and £5,500 with performance materiality set at 75%. We applied the concept of materiality both in planning and performing our audit, and in evaluating the effect of misstatements.

We agreed with the audit committee that we would report to the committee all audit differences identified during the course of our audit in excess of £2,200 for the group.

An overview of the scope of our audit

In designing our audit, we determined materiality and assessed the risk of material misstatement in the financial statements. In particular, we considered areas requiring the directors to make subjective judgements, for example in the consideration of future events that are inherently uncertain. We also addressed the risk of management override of internal controls, including evaluating whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

An audit was performed on the financial information of the group's significant operating components which, for the year ended 31 December 2019, were located in the United Kingdom only.

Key audit matters

We have determined that there are no key audit matters to communicate in our report.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the group and parent company financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

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

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

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

Responsibilities of directors

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

Use of our report

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

David Thompson (Senior Statutory Auditor)
For and on behalf of PKF Littlejohn LLP
Statutory Auditor
29 June 2020

15 Westferry Circus
Canary Wharf
London E14 4HD

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
As at 31 December 2019

	Note	2019 £'000	2018 £'000
Continuing operations			
Revenue		-	-
Gross profit		-	-
Administrative expenses		**(474)**	(358)
Costs associated with reverse takeover		**(332)**	-
Research and development expenses		-	-
Operating loss	4	**(806)**	(358)
Finance income		-	1
Finance costs		-	-
Loss before taxation		**(806)**	(357)
Income tax	8	-	-
Loss for the year from continuing operations		**(806)**	(357)
Discontinued operation			
Profit / (loss) from discontinued operation	9	**191**	(156)
Total loss for the year attributable to equity holders of the parent		**(615)**	(513)
Other comprehensive income		-	-
Total comprehensive loss for the year attributable to equity holders of the parent		**(615)**	(513)
Basic and diluted loss per share from continuing operations (p)	10	(0.03)p	(0.02)p
Basic and diluted gain / (loss) per share from discontinued operations (p)	10	0.01p	(0.01)p

The accompanying notes on pages 27 to 48 form part of these financial statements.

CONSOLIDATED BALANCE SHEET

As at 31 December 2019

	Note	2019 £'000	2018 £'000
Assets			
Trade and other receivables	12	106	33
Cash and cash equivalents	13	101	441
Total current assets		207	474
Total assets		**207**	**474**
Equity attributable to owners of the parent			
Issued share capital	14	15,376	15,352
Share premium	14	14,468	14,044
Accumulated losses		(29,926)	(29,323)
Total equity		(82)	73
Liabilities			
Trade and other payables	15	289	401
Total current liabilities		289	401
Total liabilities		289	401
Total equity and liabilities		**207**	**474**

The accompanying notes on pages 27 to 48 form part of these financial statements.

These financial statements were approved by the Board of Directors and authorised for issue on 29 June 2020 and were signed on their behalf:

____

RM Williams

Director

COMPANY BALANCE SHEET

Company number 5357433 in England and Wales

As at 31 December 2019

	Note	2019 £'000	2018 £'000
Assets			
Trade and other receivables	12	106	32
Cash and cash equivalents	13	101	441
Total current assets		207	473
Total assets		**207**	**473**
Equity attributable to owners of the parent			
Issued share capital	14	15,376	15,352
Share premium	14	14,468	14,044
Accumulated losses		(29,926)	(29,023)
Total equity		(82)	373
Liabilities			
Trade and other payables	15	289	100
Total current liabilities		289	100
Total liabilities		289	100
Total equity and liabilities		**207**	**473**

A separate income statement for the parent company has not been presented, as permitted by section 408 of the Companies Act 2006. The Company's loss for the year was £914,994 (2018: £551,609).

The accompanying notes on pages 27 to 48 form part of these financial statements.

These financial statements were approved by the Board of Directors and authorised for issue on xx June 2020 and were signed on their behalf:

____

RM Williams

Director

STATEMENTS OF CASHFLOWS

For the year ended 31 December 2019

	Note	Group 2019 £'000	Group 2018 £'000	Company 2019 £'000	Company 2018 £'000
Cash flow from operating activities					
Operating loss – continuing operations		(615)	(513)	(915)	(553)
(Increase)/decrease in trade and other receivables		(73)	4	(74)	5
(Decrease)/increase in trade and other payables		(113)	(102)	187	(63)
Increase in provisions		-	-	-	194
Share option charge		2	56	2	56
Inter-company recharge		-	-	121	(10)
Net cash outflow from operating activities		(800)	(555)	(679)	(371)
Cash flow from investing activities					
Amounts remitted to subsidiaries		-	-	(121)	(184)
Interest received		-	1	-	1
Net cash inflow / (outflow) from investing activities		-	1	(121)	(183)
Cash flows from financing activities					
Proceeds from the issue of share capital, net of issue costs		460	-	460	-
Net cash inflow from financing activities		460	-	460	-
Net decrease in cash and cash equivalents		(340)	(554)	(340)	(554)
Cash and cash equivalents at the beginning of the period		441	995	441	995
Cash and cash equivalents at the end of the period	13	101	441	101	441

The accompanying notes on pages 27 to 48 form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the year ended 31 December 2019

	Share Capital £'000	Share Premium £'000	Accumulated Losses £'000	Total Equity £'000
At 1 January 2018	**15,352**	**14,044**	**(28,866)**	**530**
Loss for the year	-	-	(513)	(513)
Total comprehensive loss for the year attributable to equity holders of the parent	-	-	(513)	(513)
Share option and warrant costs	-	-	56	56
Total transaction with owners	-	-	56	56
At 31 December 2018	**15,352**	**14,044**	**(29,323)**	**73**
At 1 January 2019	**15,352**	**14,044**	**(29,323)**	**73**
Loss for the year	-	-	(615)	(615)
Total comprehensive loss for the year attributable to equity holders of the parent	-	-	(615)	(615)
Share option and warrant costs	-	-	12	12
Shares issued during the year	24	475	-	499
Cost of share issue	-	(51)	-	(51)
Total transaction with owners	24	424	12	460
Balance at 31 December 2019	**15,376**	**14,468**	**(29,926)**	**(82)**

The accompanying notes on pages 27 to 48 form part of these financial statements.

COMPANY STATEMENT OF CHANGES IN EQUITY
For the year ended 31 December 2019

	Share Capital £'000	Share Premium £'000	Accumulated Losses £'000	Total Equity £'000
At 1 January 2018	**15,352**	**14,044**	**(28,527)**	**373**
Loss for the year	-	-	(552)	(552)
Total comprehensive loss for the year attributable to equity holders of the parent	-	-	(552)	(552)
Share option and warrant costs	-	-	56	56
Total transaction with owners	-	-	56	56
At 31 December 2018	**15,352**	**14,044**	**(29,023)**	**373**
At 1 January 2019	**15,352**	**14,044**	**(29,023)**	**373**
Loss for the year	-	-	(915)	(915)
Total comprehensive loss for the year attributable to equity holders of the parent	-	-	(915)	(915)
Share option and warrant costs	-	-	12	12
Shares issued during the year	24	475	-	499
Cost of share issue	-	(51)	-	(51)
Total transaction with owners	24	24	12	460
Balance at 31 December 2019	**15,376**	**14,468**	**(29,926)**	**(82)**

The accompanying notes on pages 27 to 48 form part of these financial information.

1 GENERAL INFORMATION

eEnergy Group plc ("the Company" or "EEG plc") (formerly Alexander Mining plc) is a public limited company with its shares traded on the AIM Market of the London Stock Exchange. eEnergy Group plc is a holding company of a group of companies (the "Group"), the principal activities of which are the provision of energy efficient LED lighting solutions to commercial clients in both Ireland and the United Kingdom, following the acquisition of the eLight group of companies ("eLight") on 9 January 2020. Prior to the acquisition of eLight the Company had announced on 25 September 2019 that it was planning to dispose of it mineral processing technology activities and become an AIM Rule 15 cash shell. Its mineral processing technology subsidiary, Metaleach Limited, was disposed of simultaneously with the acquisition of eLight on 9 January 2020.

These financial statements do not reflect any of the activities of eLight.

The Company is incorporated and domiciled in England and Wales with its registered office at Salisbury House, London Wall, London, England, EC2M 5PS. The Company's registered number is 05357433.

These consolidated financial statements were approved for issue by the Board of Directors on 29 June 2020.

2 ACCOUNTING POLICIES

IAS 8 requires that management shall use its judgement in developing and applying accounting policies that result in information which is relevant to the economic decision-making needs of users, that are reliable, free from bias, prudent, complete and represent faithfully the financial position, financial performance and cash flows of the entity.

2.1 Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and IFRS Interpretations Committee ("IFRS IC") as adopted by the European Union and the Companies Act 2006 applicable to companies reporting under IFRS.

The financial statements have been prepared under the historical cost convention.

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts in the financial statements. The areas involving a higher degree of judgment or complexity, or areas where assumptions or estimates are significant to the financial statements, are disclosed in note 2.14.

The principal accounting policies are set out below and have, unless otherwise stated, been applied consistently in the financial statements. The consolidated financial statements are prepared in Pounds Sterling, which is the Group's functional and presentation currency, and presented to the nearest £'000.

2.2 New standards, amendments and interpretations

The Group and parent Company have adopted all of the new and amended standards and interpretations issued by the International Accounting Standards Board that are relevant to its operations and effective for accounting periods commencing on or after 1 January 2019.

2.3 New standards and interpretations not yet adopted

The following new standards and amendments to standards and interpretations are effective for annual periods beginning after 1 January 2019 and have been applied in preparing these financial statements. None have had a significant effect on the financial statements of the Group and Company.

IFRS 16 "Leases"

Annual improvements to IFRS 2015-2017 Cycle

IFRIC 23 "Uncertainty over income tax treatments"

2.4 Going concern

The financial information has been prepared on a going concern basis, which assumes that the Group and Company will continue in operational existence for the foreseeable future. In assessing whether the going concern assumption is appropriate, the Directors have taken into account all relevant information about the current and future position of the Group and Company, including the current level of resources and the ability to trade within the terms and covenants of its loan facility over the going concern period of at least 12 months from the date of approval of the financial statements. Subsequent to year end, the Company completed the acquisition of eLight and in conjunction with the acquisition, raised net proceeds of £1.34m. The eEnergy group meets its working capital requirements from its cash and cash equivalents and its loan facility, which is secured by a debenture over the trading subsidiaries and assets of eLight.

The directors note that COVID-19 has had a significant negative impact on the global economy and has resulted in the Group's clients and prospects delaying orders. Since the lockdown restrictions started to be lifted the Group has seen a strong rebound of orders and the directors expect the Group to trade strongly over the foreseeable future. Having prepared budgets and cash flow forecasts covering the going concern period which have been stress tested for the negative impact of possible scenarios from COVID-19, the Directors believe the Group has sufficient resources to meet its obligations for a period of at least 12 months from the date of approval of these financial statements. Discretionary expenditure will be curtailed, if necessary, in order to preserve cash for working capital purposes and ensure compliance with covenants.

Taking these matters into consideration, the Directors consider that the continued adoption of the going concern basis is appropriate having prepared cash flow forecasts for the coming 18 months. The financial statements do not reflect any adjustments that would be required if they were to be prepared on a non going concern basis.

2.5 Basis of consolidation

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated.

2.6 Foreign currency translation

(i) Functional and presentation currency

Items included in the individual financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in £ Sterling, which is the Company's presentation and functional currency. The individual financial statements of each of the Company's wholly owned subsidiaries are prepared in the currency of the primary economic environment in which it operates (its functional currency). IAS 21 The Effects of Changes in Foreign Exchange Rates requires that assets and liabilities be translated using the exchange rate at period end, and income, expenses and cash flow items are translated using the rate that approximates the exchange rates at the dates of the transactions (i.e. the average rate for the period). The foreign exchange differences on translation is recognised in other comprehensive income (loss).

(ii) Transactions and balances

Transactions denominated in a foreign currency are translated into the functional currency at the exchange rate at the date of the transaction. Assets and liabilities in foreign currencies are translated to the functional currency at rates of exchange ruling at balance date. Gains or losses arising from settlement of transactions and from translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement for the period.

(iii) Group companies

The results and financial position of all the Group entities that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each balance sheet presented are translated at the closing rate at the date of the balance sheet;
- income and expenses for each income statement are translated at the average exchange rate; and
- all resulting exchange differences are recognised as a separate component of equity.

On consolidation, exchange differences arising from the translation of the net investment in foreign operations are taken to shareholders' equity. When a foreign operation is partially disposed or sold, exchange differences that were recorded in equity are recognised in the income statement as part of the gain or loss on sale.

2.7 Discontinued operations

A discontinued operation is a component of the Group that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately on the face of the statement of profit or loss and other comprehensive income.

2.8 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision makers. The chief operating decision maker, who are responsible for allocating resources and assessing performance of the operating segments, has been identified as the executive Board of Directors.

2.9 Impairment of non-financial assets

Non-financial assets and intangible assets not subject to amortisation are tested annually for impairment at each reporting date and whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment review is based on discounted future cash flows. If the expected discounted future cash flow from the use of the assets and their eventual disposal is less than the carrying amount of the assets, an impairment loss is recognised in profit or loss and not subsequently reversed.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash flows (cash generating units or 'CGUs').

2.10 Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand, and demand deposits with banks and other financial institutions and bank overdrafts.

2.11 Financial instruments

IFRS 9 requires an entity to address the classification, measurement and recognition of financial assets and liabilities.

a) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured at amortised cost.

The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows.

The Group classifies financial assets as at amortised cost only if both of the following criteria are met:

- the asset is held within a business model whose objective is to collect contractual cash flows; and
- the contractual terms give rise to cash flows that are solely payment of principal and interest.

b) Recognition

Purchases and sales of financial assets are recognised on trade date (that is, the date on which the Group commits to purchase or sell the asset). Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

c) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset.

Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Debt instruments

Amortised cost: Assets that are held for collection of contractual cash flows, where those cash flows represent solely payments of principal and interest, are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as a separate line item in the statement of profit or loss.

d) Impairment

The Group assesses, on a forward looking basis, the expected credit losses associated with any debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

2.12 Equity

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

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

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

2.13 Taxation

Taxation comprises current and deferred tax.

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

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

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

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

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

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

2.14 Critical accounting judgements and key sources of estimation uncertainty

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

There are no critical accounting judgements or key sources of estimation uncertainty applicable to these financial statements.

3. SEGMENT REPORTING

The following information is given about the Group's reportable segments:

The Chief Operating Decision Maker is the Board of Directors. The Board reviews the Group's internal reporting in order to assess performance of the Group. Management has determined the operating segment based on the reports reviewed by the Board.

The Board considers that there is only one operating segment. This incorporates similar activities and services, namely the Head Office, including the development and management of intellectual property rights. The analysis has been prepared on the basis that prevailed and was reported to the Board until 31 December 2019.

This segment is not sub-divided to different geographical regions due to its knowledge and services were being offered to a broad geographical spread of clients, often indirectly through multinational groups.

As the Group has only a single activity and there is also only one geographical segment, the disclosure for this segment has already been given in these financial statements.

4. OPERATING LOSS

Operating loss from continued operations is stated after charging / crediting:

	2019	**2018**
	£'000	**£'000**
Exchange (gain) / loss on foreign currency	1	1
Operating lease expense	-	14
Share option charge	2	40
Costs associated with reverse takeover	332	-
Research and development expenses	-	141
Reclassification of research and development expenses to discontinued operations	-	(141)

5. AUDITORS REMUNERATION

	2019 £'000	2018 £'000
Fees payable to the Company's auditor for the audit of parent company and consolidated financial statements	15	23
Tax compliance services	-	3
Corporate finance fees	60	-
	75	26

6. STAFF COSTS AND DIRECTORS' EMOLUMENTS

Directors' remuneration for the Group and the Company is the same and is set out below:

	Short term benefits – salary & fees £'000	IFRS 2 options charge £'000	Termination Payment £'000	Total £'000
2019				
M L Rosser	110	-	30	140
J S Bunyan	13	-	-	13
A M Clegg	11	-	-	11
Dr N J Burton – appointed 16 September 2019	4	-	-	4
	138	-	30	168
2018				
M L Rosser	10	12	-	22
J S Bunyan	10	8	-	18
A M Clegg	10	9	-	19
	30	29	-	59

The aggregate staff costs for the year were as follows:

	Group		Company	
	2019 £'000	2018 £'000	2019 £'000	2018 £'000
Directors remuneration	168	30	168	30
Other staff wages and salaries	40	40	40	28
Social security costs	4	4	4	4
IFRS 2 charges for share options granted	-	35	-	30
	212	109	212	92

On average, excluding non-executive directors, the Group and Company employed 1 technical staff members (2018: 2) and 5 administration staff member (2018: 1).

7. FINANCE INCOME

	2019 £'000	2018 £'000
Interest on short term bank deposits	-	1
	-	1

8. TAXATION

No liability to incomes taxes arise in the year.

The current tax for the year differs from the loss before tax at a standard rate of corporation tax in the UK.

The differences are explained below:

	2019 £'000	2018 £'000
Loss per financial statements	(615)	(513)
Reclassification of expenses to discontinued operations	-	156
	(615)	(357)
Current tax at 19% (2018: 19%)	(117)	(68)
Effects of:		
Expenses not deductible for tax purposes	63	29
Unrelieved tax losses arising in the year	54	39
Income tax (charge) / credit for the year	-	-

Deferred tax assets carried forward have not been recognised in the accounts because there is currently insufficient evidence of the timing of suitable future taxable profits against which they can be recovered. The tax losses amount to £8.7m (2018: £8.5m).

9. DISCONTINUED OPERATIONS

During the year, the Company entered into a disposal agreement with Qora Capital Limited, whereby Qora agreed to pay £150,000 for the entire share capital of MetaLeach Limited upon receipt of approval from the Company's shareholders, which was received on 08 January 2020. Accordingly the disposal completed on 13 January 2020.

The results of the discontinued operations, which have been included in the profit and loss for the year including the reclassification of the results from 2018 into discontinued operations were as follows:

	2019 £'000	**2018 £'000**
Revenue	-	-
Expenses	(94)	(156)
Other income	285	-
Profit / (loss) before tax	191	(156)
Income tax expense	-	-
Profit / (loss) attributable to discontinued operations	191	(156)

During the year, Metaleach Limited contributed a net cashflow outflow of nil for the Group.

As at 31 December 2019, Metaleach Limited held no assets or liabilities.

10. EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share is calculated by dividing the profit or loss for the year by the weighted average number of ordinary shares in issue during the period.

	2019	**2018**
Loss for the year from continuing operations – £	(806,000)	(357,000)
Weighted number of ordinary shares in issue	3,039,691,687	1,888,730,149
Basic earnings per share from continuing operations – pence	(0.03)p	(0.02)p
Gain / (loss) for the year from discontinued operations – £	191,000	(156,000)
Weighted number of ordinary shares in issue	3,039,691,687	1,888,730,149
Basic earnings per share from discontinuing operations – pence	0.01p	(0.01)p

There is no difference between the diluted loss per share and the basic loss per share presented. Share options and warrants could potentially dilute basic earnings per share in the future, but were not included in the calculation of diluted earnings per share as they are anti-dilutive for the year presented. See note 18 for further details.

11. INVESTMENT

	Group		Company	
	2019 £'000	**2018 £'000**	**2019 £'000**	**2018 £'000**
Subsidiary undertakings – fully impaired	-	-	-	-

Company subsidiary undertakings

As at 31 December 2019, the Group owned interests in the following subsidiary undertakings, which are included in the consolidated financial statements:

Name	**Holding**	**Business Activity**	**Country of Incorporation**	**Registered Address**
MetaLeach Limited	100%	Leaching technology development	British Virgin Islands	Akara Building 24 De Castro Street, Wickhams Cay, Road Town Tortola, BVI
Molinetes (BVI) Limited	100%	Dormant	British Virgin Islands	Akara Building 24 De Castro Street, Wickhams Cay, Road Town Tortola, BVI
Alexander Mining Katanga s.p.r.l.	100%	Dormant	Democratic Republic of Congo	No 12 Avenue Urundi, Lubumbashi, Democratic Republic of Congo

12. TRADE AND OTHER RECEIVABLES

	Group		Company	
	2019 £'000	**2018 £'000**	**2019 £'000**	**2018 £'000**
Current assets				
Other receivables	8	9	8	9
Other taxes and social security	-	4	-	4
Prepayments and accrued income	98	20	98	19
	106	33	106	32

Amounts due to the Company from its subsidiary undertakings have been fully provided for as detailed in note 22.

13. CASH AND CASH EQUIVALENTS

Cash and cash equivalents consist of cash on hand and short term deposits held with banks with a A-1+ rating. The carrying value of these approximates to their fair value. Cash and cash equivalents included in the cash flow statement comprise the following balance sheet amounts.

	Group		Company	
	2019 £'000	2018 £'000	2019 £'000	2018 £'000
Cash and cash equivalents	101	441	101	441

14. SHARE CAPITAL

	2019	2018
Issued and fully paid ordinary shares with a nominal value of 0.001p (2018: 0.1p)		
Number of shares	4,382,480,149	1,888,730,149
Nominal value (£)	43,825	1,888,730
Issued and fully paid deferred shares with a nominal value of 0.001p (2018: 9.9p)		
Number of shares	1,533,251,050,551	135,986,542
Nominal value (£)	15,332,510	13,462,667
Total nominal value (£)	15,376,335	15,351,397

Details of share options and warrants issued during the year and outstanding at 31 December 2019 are set out in note 18.

Change in issued Share Capital and Share Premium:

For the year ended 31 December 2019

Ordinary shares	**Number of shares**	**Share capital £'000**	**Share premium £'000**	**Total £'000**
Balance at 1 January 2019	1,888,730,149	1,889	14,044	15,933
Subdivision of shares following special resolution *	-	(1,870)		
Shares issued for cash at 0.02p	2,375,000,000	23	452	475
Shares issued in lieu of fees at 0.02p	118,750,000	1	23	24
Cost of share issue			(51)	(51)
Balance at 31 December 2019	4,382,480,149	43	14,468	16,381

Deferred shares	**Number of shares**	**Deferred share capital £'000**
Balance at 1 January 2019	135,986,542	13,463
Subdivision of shares following special resolution *	1,533,115,064,009	1,870
Balance at 31 December 2019	1,533,251,050,551	15,333

* On 28 June 2019, special resolutions were passed whereby:

- each of the issued ordinary shares of 0.1p each in the capital of the Company were subdivided into 1 ordinary share of 0.001p each and 99 deferred shares of 0.001p each; and
- each of the issued deferred shares of 9.9p each in the capital of the Company be subdivided into 9,900 new deferred shares.

For the year ended 31 December 2018

Ordinary shares	**Number of shares**	**Share capital £'000**	**Share premium £'000**	**Total £'000**
Balance at 1 January 2018	1,888,730,149	1,889	14,044	15,933
Balance at 31 December 2018	1,888,730,149	1,889	14,044	15,933

Deferred shares	**Number of shares**	**Deferred share capital £'000**
Balance at 1 January 2018	135,986,542	13,463
Balance at 31 December 2018	135,986,542	13,463

The deferred shares have no voting, dividend, or capital distribution (except on winding up) rights. They are redeemable at the option of the Company alone.

The share premium represents the difference between the nominal value of the shares issued and the actual amount subscribed less; the cost of issue of the shares, the value of the bonus share issue, or any bonus warrant issue.

Capital and reserves

The Group and Company statements of changes in equity are set out on pages 25 and 26 of this report.

15. TRADE AND OTHER PAYABLES

	Group		Company	
	2019 £'000	2018 £'000	2019 £'000	2018 £'000
Current liabilities				
Trade payables	38	48	38	48
Other taxes and social security	-	1	-	1
Accruals and deferred income	251	352	251	51
	289	401	289	100

Accruals and deferred income included £90,568 (2018: £300,728) owed to directors and former directors of the Company (see Note 22) and £808 (2018: £16,192) owed to senior staff members, in respect of directors' fees or remuneration. In terms of subordination agreements signed in August 2014 between the Company and the individuals concerned, these and similarly remaining future balances may not be claimed for payment at any time when the Group's third party creditor liabilities exceed its cash or liquid assets.

Fee deferral agreements signed between the Company and the directors on 14 March 2018 deferred amounts owed to directors totalling £304,593, which may not be claimed for payment before 1 July 2019. A fee deferral agreement signed between the Company and a former director of the Company on 1 March 2019 deferred amounts owed to the former director totalling £284,064, which may not be claimed for payment before 1 July 2020. Subsequently, the fees owing referred to above were waived during the year.

16. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Capital Risk Management

The Company manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders. The overall strategy of the Company and the Group is to minimise costs and liquidity risk.

The capital structure of the Group consists of equity attributable to equity holders of the parent, comprising issued share capital, foreign exchange reserves and retained earnings as disclosed in the Consolidated Statement of Changes of Equity.

The Group is exposed to a number of risks through its normal operations, the most significant of which are interest, credit, foreign exchange, commodity and liquidity risks. The management of these risks is vested to the Board of Directors.

The sensitivity has been prepared assuming the liability outstanding was outstanding for the whole period. In all cases presented, a negative number in profit and loss represents an increase in finance expense / decrease in interest income.

Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group's receivables from customers. Indicators that there is no reasonable expectation of recovery include, amongst others, failure to make contractual payments for a period of greater than 120 days past due.

The carrying amount of financial assets represents the maximum credit exposure.

The principal financial assets of the Company and Group are bank balances and trade receivables. The Group deposits surplus liquid funds with counterparty banks that have high credit ratings and the Directors consider the credit risk to be minimal.

The Group's maximum exposure to credit by class of individual financial instrument is shown in the table below:

	2019	2019	2018	2018
	Carrying Value	Maximum Exposure	Carrying Value	Maximum Exposure
Group	£'000	£'000	£'000	£'000
Cash and cash equivalents	101	101	441	441
Trade receivables	-	-	-	-
	101	101	441	441

	2019	2019	2018	2018
	Carrying Value	Maximum Exposure	Carrying Value	Maximum Exposure
Company	£'000	£'000	£'000	£'000
Cash and cash equivalents	101	101	441	441
Trade receivables	-	-	-	-
	101	101	441	441

Currency Risk

The Group operates in a global market with income and costs possibly arising in a number of currencies and is exposed to foreign currency risk arising from commercial transactions, translation of assets and liabilities and net investment in foreign subsidiaries. Exposure to commercial transactions arise from sales or purchases by operating companies in currencies other than the Companies' functional currency. Currency exposures are reviewed regularly.

The Group has a limited level of exposure to foreign exchange risk through their foreign currency denominated cash balances and a portion of the Group's costs being incurred in US Dollars, Australian Dollars and New Zealand Dollars. Accordingly, movements in the Sterling exchange rate against these currencies could have a detrimental effect on the Group's results and financial condition. Such changes are not considered likely to have a material effect on the Group's financial position at 31 December 2019.

Currency risk is managed by maintaining some cash deposits in currencies other than Sterling. The table below shows the currency profiles of cash and cash equivalents:

	2019 £'000	**2018 £'000**
Cash and cash equivalents		
Sterling	100	439
US Dollars	1	2
Australian Dollars	-	-
	101	441

The table below shows an analysis of the currency of the net monetary asset and liabilities in the Sterling functional currency of the Group:

	2019 £'000	**2018 £'000**
Balance denominated in		
Sterling	(181)	387
US dollars	1	2
Australian dollars	-	(52)
New Zealand dollars	-	(284)
	(180)	53

Liquidity Risk

Liquidity risk is the risk that the group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the group's reputation.

The Group seeks to manage liquidity risk by regularly reviewing cash flow budgets and forecasts to ensure that sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably. The Group deems there is sufficient liquidity for the foreseeable future.

The Group had cash and cash equivalents at period end as below:

	2019 £'000	**2018 £'000**
Cash and cash equivalents	101	441

The table below sets out the maturity profile of the financial liabilities at 31 December:

	Group		Company	
	2019	**2018**	**2019**	**2018**
	£'000	**£'000**	**£'000**	**£'000**
Due in less than one month	289	54	289	53
Due between one and three months	-	6	-	6
Due between three months and one year	-	341	-	41
	289	401	289	100

Interest Rate Risk

The Group is exposed to interest rate risk whereby the risk can be a reduction of interest received on cash surpluses held and an increase in interest on borrowings the Group may have. The maximum exposure to interest rate risk at the reporting date by class of financial asset was:

	2019	**2018**
	£'000	**£'000**
Bank balances	101	441

Given the extremely low interest rate environment on bank balances, any probable movement in interest rates would have an immaterial effect.

17. FINANCIAL ASSETS AND FINANCIAL LIABILITIES

2019 - GROUP	**Financial assets at amortised cost**	**Financial liabilities at amortised cost**	**Total**
Financial assets / liabilities	**£'000**	**£'000**	**£'000**
	-	-	-
Trade and other receivables	8	-	8
Cash and cash equivalents	101	-	101
Trade and other payables	-	(289)	(289)
	109	(289)	(180)

2018 - GROUP	**Financial assets at amortised cost**	**Financial liabilities at amortised cost**	**Total**
Financial assets / liabilities	**£'000**	**£'000**	**£'000**
Fair value assets through profit or loss	-	-	-
Trade and other receivables	13	-	13
Cash and cash equivalents	441	-	441
Trade and other payables	-	(401)	(401)
	454	(401)	53

2019 - COMPANY	**Financial assets at amortised cost**	**Financial liabilities at amortised cost**	**Total**
Financial assets / liabilities	**£'000**	**£'000**	**£'000**
	-	-	-
Trade and other receivables	8	-	8
Cash and cash equivalents	101	-	101
Trade and other payables	-	(289)	(289)
	109	(289)	(180)

2018 - COMPANY	**Financial assets at amortised cost**	**Financial liabilities at amortised cost**	**Total**
Financial assets / liabilities	**£'000**	**£'000**	**£'000**
Fair value assets through profit or loss	-	-	-
Trade and other receivables	13	-	13
Cash and cash equivalents	441	-	441
Trade and other payables	-	(101)	(101)
	454	(101)	353

18. SHARE BASED PAYMENTS AND SHARE OPTIONS

(i) Executive Share Option Plan

The Group operates an Executive Share Option Plan, under which directors, senior executives and consultants have been granted options to subscribe for ordinary shares. All options are share settled.

The fair value of services received in return for share options granted is measured by reference to the fair value of the share options granted. This estimate is based on the Black-Scholes model which is considered most appropriate considering the effects of vesting conditions, expected exercise period and the payment of dividends by the Company.

On 22 December 2010, 12,900,000 share options were granted exercisable at 4.92 pence with an expiry date of 10 years from grant.

On 29 July 2016 43,300,000 share options were granted. One third of the options granted vest on each of the 1st, 2nd and 3rd anniversary and do not have any other vesting conditions.

On 23 May 2018 94,000,000 share options were granted. All options granted vested immediately.

On 1 July 2018, 4,000,000 share options were granted. All the options granted vested immediately.

(ii) Other share options or warrants

On 2 October 2015 the Company granted 34,999,998 warrants to subscribers to a 105,000,000 share placing as a 1 to 3 warrant to placing share issue, exercisable at 0.45 pence until 8 October 2019 – the subscriber warrants. These warrants lapsed during the year with no warrant being exercised in the same period.

On 2 October 2015 the Company granted 7,359,375 warrants to JIM Nominees Ltd exercisable at 0.4 pence until 8 October 2019, for broker services. These warrants lapsed during the year with no warrant being exercised in the same period.

On 22 November 2017, the Company issued 400,000,000 new shares of 0.01p each for cash at 0.15p each to raise £600,000 (gross). In connection with that placing, the Company issued 200,000,000 warrants to the placees on the basis of one warrant for every two Ordinary shares subscribed pursuant to the placing, valid for 2 years to subscribe for ordinary shares at 0.225p per share – the subscriber warrants. This is not a share based payment and therefore this is recorded directly in equity. In addition the Company also issued 40,000,000 warrants, for broker services, to JIM Nominees Limited as nominee for Turner Pope Investments (TPI) Ltd as part of its remuneration for effecting the Placing, valid for 3 years from the date of admission of the new placing shares at 0.15p per share.

On 16 August 2019, the Company issued 2,375,000,000 new shares of 0.01p each for cash at 0.02p each to raise £475,000 (gross). In connection with that placing, the Company issued 142,500,000 warrants, for broker services, to JIM Nominees Limited as nominee for Turner Pope Investments (TPI) Ltd as part of its remuneration for effecting the Placing, valid for 2 years from the date of admission of the new placing shares at 0.02p per share. The fair value of the broker warrants amounted to £12,000 which equates to the fair value of services received.

Total contingently issuable shares

	2019	**2018**
Executive share Option Plan	154,200,000	154,200,000
Other share options and warrants	182,500,000	282,359,373
	336,700,000	436,559,373

The number and weighted average exercise price of share options and warrants are as follows:

	2019		**2018**	
	Weighted average exercise price	**Number of options**	**Weighted average exercise price**	**Number of options**
Outstanding at the beginning of the year	0.361p	436,559,373	0.421p	338,559,373
Granted during the year (Warrants for broker services)	0.02p	142,500,000	-	-
Granted during the year (Share options)	-	-	0.15p	98,000,000
Lapsed during the year (Subscriber warrants)	0.45p	(34,999,998)	-	-

Lapsed during the year (Warrants for broker services)	0.4p	(7,359,375)	-	-
Lapsed during the year (Subscriber warrants)	0.225p	(200,000,000)	-	-
Outstanding at the end of the year	0.287p	336,700,000	0.361p	436,559,373
Exercisable at the end of the year	0.287p	336,700,000	0.361p	422,126,040

Share options and warrants outstanding at 31 December 2019 had a weighted average exercise price of 0.307 pence (2018: 0.287 pence) and a weighted average contractual life of 3.55 years (2018: 3.48 years). To date no share options have been exercised. There are no market based vesting conditions attaching to any share options outstanding at 31 December 2019.

12,900,000 options outstanding at the end of the year have a final exercise date of 22 December 2020. 141,300,000 options outstanding at the end of the year have a final exercise date of 28 July 2026.

40,000,000 warrants issued for broker services outstanding at the end of the year have a final exercise date of 22 November 2020. 142,500,000 warrants issued for broker services outstanding at the end of the year have a final exercise date of 22 August 2021.

19. CAPITAL COMMITMENTS

There were no capital commitments at 31 December 2019 or 31 December 2018.

20. CONTINGENT LIABILITIES

There were no contingent liabilities at 31 December 2019 or 31 December 2018.

21. COMMITMENTS UNDER OPERATING LEASES

There were no commitments under operating leases at 31 December 2019 or 31 December 2018.

22. RELATED PARTY TRANSACTIONS

The Group's investments in subsidiaries have been disclosed in note 11.

During the year the Company entered into the following transactions with other Group companies:

	Sale of goods and services	Amounts owed by group companies			
		At 1 January	Increase in year	Provisions in year	At 31 December
	£'000	£'000	£'000	£'000	£'000
Metaleach Limited – 2019	10	-	121	(121)	-
Metaleach Limited – 2018	10	-	194	(194)	-

At 31 December 2019 the Company had an outstanding amount receivable from Metaleach Limited of £3,468,938 (2018: £3,347,504). The Company has recognised a provision of £3,468,938 (2018: £3,347,504) against that balance, which has been assessed as impaired due to the uncertainty of success, over extended timeframes, surrounding the subsidiary's operations. The Company has applied the expected credit loss model as required under IFRS 9 and the balance remained fully impaired. The amount owed is unsecured, interest free, and has no fixed terms of repayment. The balance will be settled in cash. No guarantees have been given or received.

Details of directors' emoluments are set out in note 6.

At 31 December 2019, the following amounts were owed to directors and former directors of the Company in respect of deferred payments of directors' fees. These amounts, totalling £90,568 (2018: £300,728), are in Trade and Other Payables (note 15):

	2019	**2018**
Mr M Rosser	89,760	-
Mr M L Sutcliffe	-	284,064
Mr J S Bunyan	404-	1,250
Mr R O Davey	-	6,845
Mr E M Morfett	-	8,569
Mr A M Clegg	404	

The movement in the amounts owing from 2018 represent amounts waived during 2019 and released to profit or loss.

23. EVENTS SUBSEQUENT TO PERIOD END

On 09 January 2020 the Company completed the acquisition of eLight Group Holdings Ltd; a Share Capital Consolidation and Share Sub-division; the disposal of MetaLeach; a change of name to eEnergy Group plc; a Placing of 26,666,667 new Ordinary Shares each at a price of 7.5p per share and Admission of the Enlarged Ordinary Share Capital to trading on AIM.

The Company announced on 29 November 2019 that it was in advanced negotiations to acquire the entire issued share capital of eLight. As the acquisition would be treated as a reverse takeover under the AIM Rules, trading in the Company's Existing Ordinary Shares was suspended pending publication of an admission document. The Company entered into the Acquisition Agreement to acquire the entire issued share capital of eLight for an aggregate purchase price of £6.6m satisfied by the issue of Consideration Shares. The acquisition was approved by shareholders in General Meeting on 08 January 2020.

The shareholders also approved a share consolidation of every 75,000 Existing Ordinary Share into one Consolidated Ordinary Share and then sub divided each Consolidated Ordinary Share into 250 New Ordinary Shares.

Simultaneously the Company completed a Placing of 26,666,667 Placing Shares which raised net proceeds of £1,340,000.

Metaleach was disposed of to Qora Capital Limited for cash consideration of £150,000 following shareholder approval on 09 January 2020.

The Company also adopted New Articles of Association and changed its name from Alexander Mining plc to eEnergy Group plc on 9 January 2020.

The enlarged Ordinary Share Capital was admitted to AIM on 9 January 2020 and at that time all of the existing officers of the Company with the exception of Dr Nigel Burton resigned and the new Board was appointed.

Following the year end the COVID-19 pandemic has had a global impact. The situation is continually developing and as at the date of this report the situation will need continual attention and will continue to evolve over time. In our view, consistent with others, COVID-19 is considered to be a non-adjusting post balance sheet event and no adjustment is made in the financial statements as a result.

24. CONTROL

In the opinion of the Directors as at the period end and the date of these financial statements there is no single ultimate controlling party.