ANNUAL REPORT

FY 2014

Report of the Directors and Consolidated Financial Statements for the Year Ended June 30, 2014 for InCoR Holdings Plc.

TABLE OF CONTENTS

Contents

Chairman’s Statement

InCoR's first year of business and listing has been a success as we have achieved our goal of building a diversified resource company whose main focus is to minimise risk to shareholders by taking small shareholdings across a wide range of businesses and technologies .

Our management focus has been concentrated on minimising the margin of error through careful planning and in depth analysis of our target investments. This has presented opportunities and we see that our existing portfolio is well placed to take advantage of the growing global economy, the key driver of which is resources and technology.

Our SALT acquisition, late last year, that is now part of our subsidiary INCOR TECHNOLOGIES is probably, for the time being, the most appropriate example of a relatively modest investment that could bring, in conjunction with the hard work of our teams and the right timing , asymmetrically high rewards to our shareholders as the global economy continues to recover.

During the course of the year we evaluated numerous projects and rejected almost all of them as we are aware of our current financial and human resources limitations. We decided to focus and invest selectively only in blue sky opportunities and maintain a defensive stance with existing assets, such as our sawmill in The Republic of Georgia.

We have also participated in an opportunistic way in four minority stake investments some of which could bring cash flows and others blue sky potential. One of these, Kodal minerals, we had to dispose of with a minor loss as we believe it did not fit any longer with our passive investments strategy.

One of the key points in our model is to maintain low costs and align the interests of the shareholders and management. For this first year we have managed to keep cash demands on corporate overheads to a minimum: A mere €45,000 for company public charges, of which €30,000 were costs incurred specifically with the listing process. General and administration cash expenses were kept to € 55,585.

Of course our key asset will always be the people, both in the managements and on the boards of our various companies, who share the same vision for InCoR's business model and have a similar perception of today’s realities and opportunities.

I am looking forward to a most interesting and challenging 2015 and taking INCOR to the next level.

George Molyviatis
Executive Chairman
November 27, 2014

Report of the Directors

The Directors present their report with the financial statements of the Company and the Group for the year ended June 30, 2014.

PRINCIPAL ACTIVITY

InCoR Holdings is a venture capital and holding company in the natural resource and technology sectors. InCoR acquires and develops projects and distressed assets identified by management, focusing primarily in the natural resource sector.

BUSINESS STRATEGY

Prior to incorporation, management identified what it considers to be a hole in the equity investment markets brought about by worldwide changes to market regulation and exacerbated by the 2008 economic crisis.

Before the crisis, publicly traded companies could operate in the venture capital environment with budgets below €1 million per annum whilst maintaining corporate overheads sufficiently low for retention of shareholder value. Post 2008, corporate overheads would dominate and in many cases be in excess of "useful" expenditure. This situation has resulted in the opportunity for investment in tradable equity by the general public to be limited to projects that can usefully absorb expenditure in excess of several million Euros.

As a result of this change, a large number of investment opportunities have been identified, particularly assets in the natural resource sector, whereby smaller levels of capital investment undertaken pre-IPO can acquire existing assets at a distressed level and turn around projects for value creation. Nevertheless a mechanism to maintain corporate overheads is required to benefit from this situation.

InCoR has adapted the conglomerate, project-generator approach whereby a holding company is used to finance investments in multiple projects, thereby distributing the costs of corporate overheads across multiple investments. The principal drawback of adopting this approach, namely the incentive of management to see each project succeed, has been solved by putting in place incentive mechanisms at the subsidiary level to ensure management of each of the businesses within InCoR has an entrepreneurial attitude of reward with success.

InCoR also uses the holding corporate structure to implement synergies between industry sectors. In doing so the efficiency of our investment strategy is maximised. InCoR has a "barbell" approach to investing whereby projects that are either near-term cash flow positive or with world class blue sky potential are targeted.

REPORT OF THE DIRECTORS

REVIEW OF BUSINESS

The results for the year ended June 30, 2014 and the financial position of the Group and the Company at the year-end are as shown in the annexed financial statements.

Kormos Holdings Limited and Kormos Limited ("Kormos")

The Company's primary and 100% owned asset is in the Republic of Georgia and was acquired on August 30, 2013 for consideration of 5.5 million shares of the Company. The asset is a hardwood sawmill in the town of Senaki, equipped with modern technology and with potential capacity to produce 18,000 m^3 of sawn and kiln dried timber annually. The factory was in operation from 2002 until November 2012 when it was put on care and maintenance pending the establishment of a secure and continuous supply of raw materials.

Figure 1: Kormos Sawmill

During 2014, the Company commissioned a technical report on the cost to refurbish the sawmill; the report estimated costs (not including working capital requirements) of restarting the sawmill at € 480,000. Efforts to secure a source of supply of raw materials for the sawmill are ongoing with management also investigating the possibility of securing concessions outside the Republic of Georgia.

InCoR Technologies Limited ("ICRT")

The Starved Acid Leach Technology ("SALT") was acquired from Search Minerals Inc. by InCoR on November 13, 2013 and is held through a 76% owned subsidiary, InCoR Technologies Limited ("ICRT"). The remaining 24% is held by management and the Directors of ICRT.

The SALT technology is applied to the recovery of nickel and cobalt and other metals from nickel laterite ores including saprolite ores that are below current cut-off grade for conventional processes.

Nickel production worldwide is generally divided between primary sulphidic ores and lateritic ores. Nickel sulphide reserves worldwide are being depleted with average mined grades dropping annually. While the majority of nickel production is still from sulphidic ores, economically discovering, mining and processing these deposits is becoming increasingly challenging.

By comparison, the costs of discovery and mining for nickel laterites which are near surface are low and with 73% of the world's know continental resources of nickel being contained in laterites, the opportunity to supply a significant market from existing but un-exploited resources is high. Worldwide, nearly 1.3 million tonnes of nickel is extracted from primary (non-recycled) sources every year which represents, at current prices of $ 15,000 per tonne Ni ($6.80/lb Ni), an industry producing approximately $20 billion of product annually.

However, the economics of processing ores from laterites represents a hurdle that has prevented many deposits being exploited to date. State-of-the-art technologies for processing nickel laterites carry significant drawbacks:

SALT in world context.

- High Pressure Acid Leaching ("HPAL") processing plants have capital costs generally greater than $100,000 per annual tonne of nickel production and relatively high operating costs. The technical complexity of HPAL plants mean economies of scale need to be accessed and typically operations require a large capital outlay and can only be built to process ore from the largest of deposits. (For example, the Goro mine in New Caledonia had a CAPEX in excess of $6 billion).
- Ferronickel plants carry capital costs comparable to HPAL (for example, the Koniambo mine in New Caledonia also had a CAPEX in the region of $6 billion). The plants are energy intensive and similar economies of scale are required for economic viability. Both HPAL and ferronickel plants suffer a reputational risk whereby few of the projects have been completed on-time or within budget.
- Nickel Pig Iron Smelters ("NPI") are a recent development in processing plant technology whereby a low grade ferronickel product with 4% to 15% contained nickel that is suitable for use in certain of stainless steel plants is produced using blast furnaces. Energy is supplied by feeding the blast furnaces with coal. The technology is criticised and labelled as "dirty nickel" due to the environmental impact from airborne pollution and CO_2 emissions. While the capital costs of NPI plants are lower than for HPAL or Ferronickel the technology, which has seen massive growth in China in the past 8 years, has relatively high operating costs and ICRT management estimates a "break-even" cost of production for this technology to be in the region of $15,000 per tonne of contained Ni ($6.80/lb Ni). Most NPI plants are supplied by direct shipping ore ("DSO") in bulk carriers and in January 2014, the country of Indonesia which is one of the main sources of DSO ore for the Chinese NPI plants banned such direct shipping operations.
- Atmospheric leaching of laterites on heap leach pads using sulphuric acid is economically viable in dry climates where the pregnant solution is not diluted by excessive rainfall. With the majority of nickel laterite deposits being in high rainfall regions, this technology is limited in scope.
- Atmospheric leaching of laterites using nitric acid which is then recycled is a technology in development by Direct Nickel Ltd. ("DNi") in Australia. In February 2014, DNi released results of the one tonne per day test plant built and operated during 2012 and 2013 at a cost of approximately A$ 3.7 million. While the results state economically viable capital and operating cost compared to an HPAL plant; from an environmental, health and safety perspective, working with nitric acid presented challenges. The loss of nitrate to leach residues, waste solutions, products (mixed hydroxides) and the atmosphere were significant and costly. Furthermore, the energy requirement for the regeneration of nitric acid was a significant portion of operating costs.

SALT explained

The SALT technology uses atmospheric leaching of nickel laterites using sulphuric acid in stirred tanks. All the components of the technology have been applied elsewhere in the mining industry and the engineering, infrastructure, control processes and materials are tried and tested. The unique and patented aspect of the process is to restrict the addition of acid such that, while not all nickel or cobalt is extracted, acceptable recoveries are achieved.

The technology takes advantage of the fact that nickel and cobalt dissolve in sulphuric acid ahead of magnesium and iron as is demonstrated by the extraction curves in Figure 2. By stopping the addition of acid early and accepting that not all of the nickel or cobalt is extracted, the technology achieves an economic balance between reagent consumption and recovery.

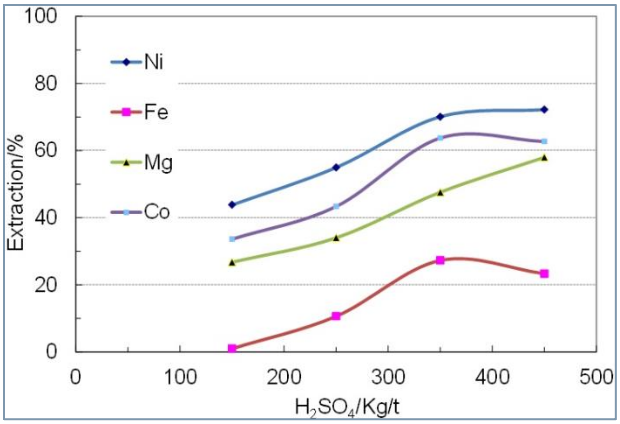


Figure 2: SALT extraction curves: recovery vs. sulphuric acid addition.

The SALT technology presents several competitive advantages over existing technologies including potential for capital costs to be significantly less than those of High Pressure Acid Leaching (HPAL) which is presently an industry benchmark for extraction of nickel from laterites.

SALT environmental

The SALT technology is expected to have a low environmental impact as, with it being a hydro-metallurgical process, there will be no atmospheric discharge. All residues from the process will be chemically inert with any excess acid being naturally neutralised by magnesium in the ore resulting in magnesium sulphate being produced which can be disposed of safely. The Company will be engaging early in the process of assessing the environmental impact of the technology as it believes the low impact could make SALT plants competitive not only from a social and environmental perspective but also economically.

SALT development

In April 2014, InCoR Technologies received positive results of an economic conceptual study from SNC Lavalin Inc. reviewing the SALT technology. Capital costs for the SALT plant are estimated to be less than \$20,000 per annual tonne of nickel production capacity (\$8.66 per annual pound of nickel production capacity) or approximately 1/5th the cost of a typical HPAL plant. Processing costs were estimated to be less than \$8,000 per tonne of Ni produced (\$3.60/lb Ni). The grade of saprolite ore contemplated by this conceptual study was 1.33% Ni and from these results ICRT's management estimates that an economic cut-off grade of as low as 1% Ni could be achieved. State-of-the-art nickel saprolite processing technologies are generally unable to economically treat ores with head grades under 1.8% Ni.

ICRT received an offer from SGS Lakefield, Ontario, Canada to build and operate, at a cost of Cdn$ 516,000, a 0.25 tonne per day pilot plant. The results would be sufficient for a feasibility study on the economic viability of SALT specifically for the deposits from which ore is processed through the pilot plant.

During the year, ICRT management engaged with several operators and developers of nickel laterite deposits, including some of the largest mining companies in the world, to market the technology. Samples were received from three different parties for ore-amenability test work at the University of British Columbia, Canada with encouraging results from this test work.

Management of ICRT continues to engage with these and other parties with the objective of demonstrating during the coming year, from ore processed in the SGS pilot plant, the viability of the technology on one or more deposits.

Strategic Investments

Strategic investments are undertaken under the same "barbell" approach as with controlled subsidiaries; shares can either be held for trading purposes, for investment in projects with cash flow or for early exposure to blue-sky potential projects in a non-controlling interest.

Kodal Minerals Plc. ("Kodal")

On December 16, 2013, the company invested £200,000 in the Initial Public Offering of Kodal Minerals thereby acquiring 4.8% of this London-AIM listed Company. Kodal Minerals is in the process of developing the Kodal deposit in Norway for the production of high grade phosphate which would be suitable for blending into other sources unable to meet environmental regulations on impurities. Following early impressive performance of the stock, in September 2014 the Company liquidated its position. Management continues to monitor progress of the Kodal project.

Global Resource Investment Trust

The Global Resource Investment Trust ("GRIT") was established in March 2014 with an initial portfolio comprising 41 companies with an aggregate Net Asset Value of £39.5 million. The fund was established to target a cyclical low in the natural resource sector whereby undervalued junior resource companies could finance operations through sale of shares to the fund. GRIT offers investors a single access point to multiple global resource projects and the opportunity for investors to spread exposure.

InCoR participated in the fund through the purchase of 494,641 shares of GRIT valued at € 600,000, for consideration of sale of 750,000 shares of the Company valued at €0.80 per share.

Tin Shield Production Inc.

In January, 2014, the Company made a strategic investment of €19,029 in Tin Shield Production Inc., a private company with a development project at the South Crofty mine in Cornwall, England. The mine has seen production intermittently for an extended period of time but was closed in 1998 as a result of low tin prices and high costs. Management believes that a significant potential resource can be developed. Tin

Shield management commissioned a technical 43-101 report to define the resource the results of which are pending. InCoR management continues to monitor the progress of this project.

Diaplous SA

On May 23, 2014, Kormos Holdings Ltd. signed a Letter of Intent ("LOI") for the acquisition of Diaplous SA, a company with downstream wood processing facilities in Greece that are on care and maintenance and which could provide synergies with the Kormos sawmill in the Republic of Georgia. An initial payment of €20,037 was made pursuant to the LOI; management of Diaplous SA is required to fulfil certain performance criteria before the Company commits to finance the re-start of operations.

Morand Racing Sàrl

On June 10, 2014, the Company made an initial investment by way of an advance of € 250,000 to Morand Racing Sàrl. The advance is secured by a pledge of readily realisable assets of Morand. The advances are a preliminary investment in partnership with shareholders of the Company with a view to developing an entertainment product based around motorsports.

DIVIDENDS

No dividend has been declared for the year.

THE BOARD OF DIRECTORS

The Board of Directors is currently composed of four members

- Mr. George P. Molyviatis – Executive Chairman
- Mr. Andrew J. Forrest – Managing Director
- Mr. J. Anthony Hoskinson – Non-Executive Director
- Mr. Avner M. Kreimer – Non-Executive Director

The Directors have significant experience in the natural resource, finance and other relevant industries. The structure of the Board ensures that no one individual or group dominates the decision-making process.

SENIOR MANAGEMENT

Mr. George P. Molyviatis

Executive Chairman

Mr. Molyviatis is a Greek/Swiss entrepreneur and investor. He was head of the Greek desk with Paribas in Geneva and subsequently founded Pegasus Securities to manage inward investment in Greece in the mid- to late-1990s.

In 2001-2, Mr. Molyviatis financed and oversaw the construction of what continues to be the largest sawmill in the Republic of Georgia and is now owned by the Company. In 2003 he assembled a new management team to re-launch PolyMet Mining Corp., which at that time owned a pre-feasibility stage copper-nickel project in north-eastern Minnesota and was valued in the market at less than $2 million. The new management team, with Mr. Molyviatis as a key director and major shareholder, acquired an existing mill facility indirectly out of the LTV Steel bankruptcy and completed a final feasibility study in 2006. Mr. Molyviatis was instrumental in bringing Glencore into the project as a marketing partner and direct investor – since when Glencore has invested $140 million. Prior to some permitting setbacks, the market value of PolyMet had increased to more than $500 million and the share price increased to more than 100 times the 2003 level.

In 2006, Mr. Molyviatis helped finance Western Goldfields, which subsequently became the cornerstone of New Gold, a significant mid-tier gold producing company. Investors in the 2006 financing have enjoyed a 20-fold increase in the value of their shares, even after recent declines in the share price of mining companies.

Mr. Molyviatis arranged the construction finance that enabled Monument Mining to commence operations at its Selinsing Gold Mine in Malaysia, and subsequently arranged financing to expand that project and take on additional development-stage projects in Malaysia.

Mr. Andrew J. Forrest

Managing Director

Andrew Forrest is a mechanical and mining engineer with 20 years' experience in the resource and technology sectors including as a director of publicly traded companies. He has managed development and exploration projects in the natural resource industry throughout the world including in places such as Guyana, Peru, Zimbabwe, Liberia, Germany and Canada.

He started his career as a project engineer at the Sanyati copper mine in Zimbabwe and was a market analyst for a rubber company in Liberia before undertaking several technical services roles culminating in managing Nokia's "Y2K compliance" for the group's financial systems in Geneva.

From 2004 he has provided technical, engineering, management and analysis services to the mining industry, including exploration programs in eastern Canada, feasibility study support for PolyMet Mining in Minnesota and due diligence of mine acquisition targets in Europe and the western United States.

CORPORATE GOVERNANCE

The Company is continually developing appropriate corporate governance procedures relevant to the size and stage of its development. All Directors have access to the advice and services of 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 his duties.

INTERNAL CONTROLS

The Directors acknowledge their responsibility for the Company's system of internal controls and for reviewing their effectiveness. These internal controls are designed to safeguard the assets of the Company and to ensure the reliability of financial information for external publication. Since the Company was formed, the Directors have been satisfied that, given the current size and activities of the Company, adequate internal controls have been established. The Directors are aware that no system can provide absolute assurance against material misstatement or loss; in anticipation of increased activity and further development of the Company, continuing reviews of internal controls will be undertaken to ensure that they are adequate and effective.

BOARD MEETINGS

The Board meets on a regular basis, providing effective leadership and overall management of the Company's affairs through the schedule of matters reserved for its decision. This includes the approval of the Company's forecast and budget, major capital expenditure, risk management policies and the approval of the financial statements. Formal agendas, papers and reports are sent to the Directors in a timely manner, prior to Board meetings.

DISCLOSURE PROCEDURE

The Company has established disclosure procedures for the timely publishing of material facts and events. Considering the diverse activities and the size of the Company no formal disclosure committee has been established and dissemination of any material facts requires full Board approval. Management draws on the experience and expertise of the Company Secretary for adequacy of disclosure and seeks external advice from legal counsel or the Company's network of advisors when required.

THE AUDIT COMMITTEE

The Audit Committee consists of the two non-executive Directors, Messrs. Hoskinson and Kreimer and is advised by Mr. Forrest. The Audit Committee is responsible for ensuring that the financial performance of the Group is properly monitored and reported on. The Committee receives reports from management and the external auditors as required.

THE REMUNERATION COMMITTEE

Upon company formation in June 2013, the Board and executive management waived their right to management fees or salaries. A Remuneration Committee was created comprising Messrs. Kreimer, Hoskinson and Molyviatis; the committee meets when required to determine and make recommendations to the Board regarding executive and Director Remuneration.

A key component of the Company's business model is a holding structure whereby remuneration and incentive for management of subsidiaries can be provided through a combination of cash or share based incentive in both the parent company and/or the subsidiary. The Board meets regularly to consider the performance of, and determine appropriate remuneration and incentive packages for, management and Directors of subsidiaries.

REPORT OF THE DIRECTORS

DIRECTORS SERVICE CONTRACTS

There are no service contracts in place for management or director's remuneration. During the year under review, €62,150 was paid to Directors of the Company, for services other than services as Directors (Audited financial statements - Note 20).

ENVIRONMENTAL RESPONSIBILITY

The Company recognises its role as a company active in the natural resources sector and is aware of the potential impact that its activities may have on the environment. The Company ensures that it complies with all regulatory requirements with regard to the environment.

RELATIONS WITH SHAREHOLDERS

The Board attaches great importance to maintaining good relationships with its shareholders. The Board ensures that all material information is disseminated by way of press release and that market sensitive information is regularly released to all shareholders in accordance with the GXG rules. Extensive information about the Company's activities is included in the Annual Report which includes the audited financial statements. This information is available on the Company's website and is supplied in printed format upon request. The AGM 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 www.incorholdings.com where information on the Company is regularly updated and all announcements are posted. The Company welcomes communication from both its private and institutional shareholders.

Notice of the Company's AGM will be distributed to shareholders together with the Annual Report in due course. Full details of resolutions proposed at the meeting will be found within the Notice.

SIGNIFICANT SHAREHOLDERS

As at the date of the approval of the accounts the company had been notified of the following interests of 3% or more held in the Company's issued share capital:

- Mr. G. P. Molyviatis: 5,335,000 shares, 50.5%
- Mr. A. J. Forrest: 350,000 shares, 3.3%
- Mr. C. Magnin: 600,000 shares, 5.7%
- Mr. D. Gervalla: 400,000 shares, 3.8%

SUPPLIER PAYMENT POLICY

It is the Company's policy to settle the terms of payment with suppliers when agreeing terms of the transaction, to ensure that suppliers are aware of these terms and to abide by them.

FINANCIAL RISK, MANAGEMENT OBJECTIVES AND POLICIES

The Group uses various financial instruments. These include cash and share based investments. The main purpose of these financial instruments is to raise finance for the Company's operations and to acquire assets and/or projects for development:

Liquidity Risk

The Company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably.

Currency Risk

The Company’s operations require a number of currencies with the principal currency being Euros. The Company has multi-currency bank accounts in order to match forecast currency expenditure requirements with cash held in the required currency. The Directors do not currently consider it necessary to enter into forward exchange contracts. This situation is monitored on a regular basis and the Directors do not consider the risk of exposure to be material.

GOING CONCERN

The Directors are satisfied that the Company has sufficient resources to continue its operation and to meet its commitments in the foreseeable future. The financial statements have therefore been prepared on the going concern basis.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations. Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards as adopted for use in 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 Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

REPORT OF THE DIRECTORS

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the Directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the Company's auditors are unaware, and each Director has taken all the steps that he ought to have taken as a Director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

AUDITORS

The auditors, Chapman Davis LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

Andrew Forrest, Managing Director

Financial Summary

INVESTMENT STRATEGY

From an operational and accounting perspective, the Company separates its cash expenditure into four main categories; Overheads, business development, strategic investments and controlled subsidiaries. For the year under review, cash expenditure in the two main subsidiaries, Kormos Holdings Limited ("Kormos") and InCoR Technologies Limited ("ICRT") has been further analysed:

INVESTMENT TYPE	OPERATIONAL	ACCOUNTING	FY 2014 CASH EXPENDITURE
Holding Company Overheads	Operational overheads of the holding company including public company cost, administrative and management expenses and fees	Costs are expensed in the consolidated accounts.	€ 138,210
Business Development	Business and/or technical analysis undertaken either internally by management of the holding company or outsourced to experts	Costs are expensed in the consolidated accounts.	€9,037
Strategic Investments and Tradable Securities	Investment into projects or companies that are undertaken to gain an initial non-controlling stake for exposure to future upside or for cash flow purposes through trading liquidity.	Strategic investments are defined as investments that can be capitalised as assets in the consolidated accounts. Review of the asset value assessed is undertaken annually by management according to IAS 39.	€ 458,714
Subsidiaries	Investment whereby InCoR takes a controlling stake in a subsidiary company or has effective control through contractual arrangements	Separate company accounts consolidated into the group accounts.	Kormos: € 198,944 ICRT: € 144,801 Total: € 343,744
Total			€ 949,748

HOLDING COMPANY ADMINISTRATIVE COSTS

The cash cost of the holding company administration for the year under review was € 138,210 and includes public company costs of € 44,631 (listing and transfer agent of which € 30,276 is attributable to the one-time cost of listing), costs of financing of € 38,994 and general and administrative ("G&A") costs of € 55,585. G&A includes management, Company secretarial, bank charges, forex loss, investor relations, accounting & audit, travel and communications.

FINANCIAL SUMMARY

OVERHEAD RATIO

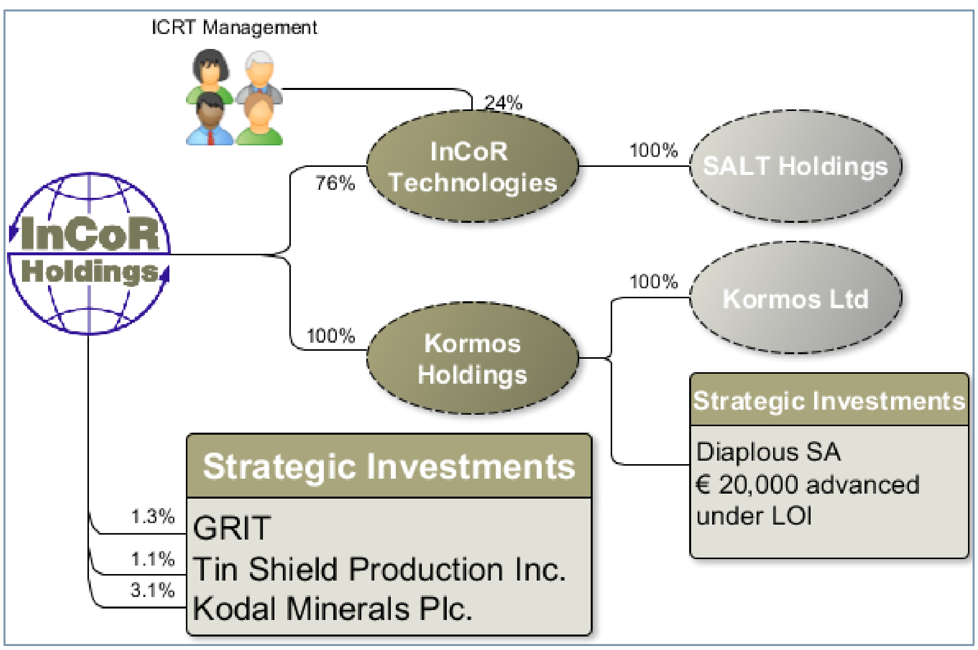
Management believes that maintaining a reasonable ratio of overhead expenditure to other investments is a key component of the business strategy and is an effective measure of the financial performance of the Company and selected business segments. The following table sets out the performance of each division and investment type:

INVESTMENT	NON-OVERHEAD EXPENDITURE [1]	ENTITY OVERHEAD [2]	ALLOCATION OF PARENT COMPANY OVERHEAD [3]	TOTAL OVERHEAD: TOTAL EXPENSE RATIO
Kormos	€ 105,229	€ 93,714	€ 33,883	55%
ICRT	€ 144,747	€ 50,235	€ 24,662	34%
Strategic Investments	€ 458,714	-	€ 78,126	15%
Business Development	€ 9,073	-	€ 1,545	15%

1. Acquisition costs are included in non-overhead expenditure.
2. Entity overhead includes non-cash items such as share or warrant based remuneration.
3. Parent Company overhead is allocated pro-rata to the total cash expenditure by each of the entities.

HOLDING STRUCTURE

The holding structure of subsidiaries and strategic investments at June 30, 2014 is outlined below:



Financial Statements

InCoR Holdings Plc (Group)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
EXPRESSED IN EUROS - (AUDITED)

As at:	Notes	June 30, 2014
ASSETS		
Non-current assets		
Fixed assets, net of depreciation	4	€ 1,064,969
SALT technology	5	138,423
		1,203,392
Current assets		
Shares held for trading and other	6	340,314
Inventory	7	5,417
Prepaid expenses and receivables	4	79,999
Short-term advances	8	270,037
Cash and cash equivalents		214,971
		910,738
		€ 2,114,130
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Short-term debt	9	245,620
Accounts payable and accrued liabilities	10	409,408
SALT note	5	68,450
		723,478
Minority interest	11	(32,522)
Commitments and contingent liabilities	12	
Shareholders' equity		
Nominal share capital	14	924,400
Share premium net of issue costs	14	853,894
Warrant reserve	15	30,181
		1,808,475
Reserve for available for sale securities	6	(467,538)
Retained earnings		82,237
		1,423,174
		€ 2,114,130

Approved on behalf of the Board of Directors on November 27, 2014

Andrew J. Forrest - Director   J. Anthony Hoskinson - Director

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

InCoR Holdings Plc (Group)

CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
EXPRESSED IN EUROS - (AUDITED)

	Notes	Year Ended June 30, 2014
Operations		
Revenue		€ -
Cost of Sales		-
Gross Loss		-
Expenses		
Consulting fees and technical services	10, 12	(163,073)
Property taxes	4	(26,345)
Patent holding costs		(5,817)
General and administrative expenses		(192,218)
Depreciation	4	(33,687)
Operating Loss		(421,140)
Other income (expense)		
Negative goodwill on acquisition of subsidiary	4	554,079
Interest expense	9	(48,994)
Provision of non-recovery of minority interest	11	(32,522)
Gain on sale of shares		2,673
Foreign exchange loss		(4,381)
Total other income (expense)		470,855
Minority interest	3	32,522
Profit before tax		82,237
Income tax	16	-
Profit for the year		82,237
Unrealised loss on shares held for trading	6	(467,538)
Total comprehensive loss		€ (385,301)
Total comprehensive loss attributable to:		
Owners of the parent		€ (352,779)
Non-controlling interest	11	(32,522)
Earnings per share - basic and diluted		
Weighted average number of common shares outstanding - basic	17	6,961,403
Weighted average number of common shares outstanding - diluted	17	6,988,800
Earnings per share - basic and diluted	17	€ 0.01

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

InCoR Holdings Plc (Group)

CONSOLIDATED STATEMENT OF CASH FLOWS

EXPRESSED IN EUROS - (AUDITED)

	Notes	Year Ended June 30, 2013
Cash was provided by (used in) the following activities:		
Operations		
Net profit for the period		€ 82,237
Add: items not requiring an outlay of cash:		
Depreciation	4	33,687
Shares issued in respect of consulting fees	20	25,000
Warrants issued in respect of consulting fees	15	30,183
Shares issuable in respect of consulting fees	10	20,000
Shares issuable in respect of interest on short-term loan	10	10,000
Negative goodwill on acquisition of subsidiary	4	(554,079)
Net change in non-cash working capital items	18	(337,921)
Net cash provided by (used for) operations		(690,893)
Investing		
SALT technology	5	(69,973)
Shares held for trading	6	(188,823)
Other investments	6	(19,029)
Cash used for investing activities		(277,825)
Financing		
Short-term debt	9	245,620
Issuance of common shares	13	603,294
Funds received in respect of issuable shares	10	315,000
Liability of subsidiary acquired settled by vendor	4	19,775
Cash provided by financing activities		1,183,689
Net change in cash and cash equivalents for the period		214,971
Cash and cash equivalents, beginning of period		-
Cash and cash equivalents, end of period		€ 214,971

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

InCoR Holdings Plc (Group)

CONSOLIDATED STATEMENT OF SHAREHOLDERS' EQUITY
EXPRESSED IN EUROS - (AUDITED)

	Ordinary Shares								
	Issued	Nominal Value	Share Premium	Expenses of Issue	Warrants		AFS Reserve	Retained Earnings	Total
Acquisition of subsidiary at €0.10 per share - August 2013	5,500,000	550,000	-	-	-	-	-	-	550,000
Private placement at €0.10 per share - September 2013	2,000,000	200,000	-	(35,047)	-	-	-	-	164,953
Private placement at €0.50 per share -January and May 2014	994,000	99,400	397,600	(33,659)	1,024,000	-	-	-	463,341
Share exchange - General Resource Investment Trust - at €0.80 per share - January 2014	750,000	75,000	525,000	-	-	-	-	-	600,000
Warrents issued in respect of consulting services relating to SALT Transaction - May 2014	-	-	-	-	200,000	30,181	-	-	30,181
Provision for period	-	-	-	-	-	-	(467,538)	-	(467,538)
Profit for the year	-	-	-	-	-	-	-	82,237	82,237
Balance as at June 30, 2014	9,244,000	924,400	922,600	(68,706)	1,224,000	30,181	(467,538)	82,237	1,423,174

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

InCoR Holdings Plc (Company)

STATEMENT OF FINANCIAL POSITION
EXPRESSED IN EUROS - (AUDITED)

As at:	Notes	June 30, 2014
ASSETS		
Non-current assets		
Investment in subsidiary	3, 4	€ 550,000
Current assets		
Shares held for trading and other	6	340,314
Receivables from subsidiaries	13	406,647
Short-term advances	8	250,000
Cash and cash equivalents		214,166
		1,211,127
		€ 1,761,127
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Short-term debt	9	245,620
Accounts payable and accrued liabilities	10	376,885
		622,505
Other liabilities		
Provision in respect of minority interest	11	32,522
Shareholders' equity		
Nominal share capital	14	924,400
Share premium net of issue costs	14	853,894
Warrant reserve	15	30,181
		1,808,475
Reserve for available for sale securities	6	(467,538)
Retained earnings		(234,837)
		1,106,100
		€ 1,761,127

Approved on behalf of the Board of Directors on November 27, 2014

Andrew J. Forrest - Director   J. Anthony Hoskinson - Director

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

InCoR Holdings Plc (Company)

STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
EXPRESSED IN EUROS - (AUDITED)

	Notes	Year Ended June 30, 2014
Operations		
Revenue		€ -
Cost of Sales		-
Gross Loss		-
Expenses		
Consulting fees and technical services	10, 12	(33,483)
General and administrative expenses	11	(152,663)
Operating Loss		(186,146)
Other income (expense)		
Interest expense	9	(48,994)
Gain on sale of shares		2,673
Foreign exchange loss		(2,370)
Total other income (expense)		(48,691)
Loss before tax		(234,837)
Income tax	16	-
Loss for the year		(234,837)
Unrealised loss on shares held for trading	6	(467,538)
Total comprehensive loss		€ (702,375)

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

InCoR Holdings Plc (Company)

STATEMENT OF CASH FLOWS
EXPRESSED IN EUROS - (AUDITED)

	Notes	Year Ended June 30, 2013
Cash was provided by (used in) the following activities:		
Operations		
Net profit for the period		€ (234,837)
Add: items not requiring an outlay of cash:		
Shares issued in respect of consulting fees	20	25,000
Warrants issued in respect of consulting fees	15	30,181
Shares issuable in respect of consulting fees	10	20,000
Shares issuable in respect of interest on short-term loan	10	10,000
Net change in non-cash working capital items	18	(592,240)
Net cash provided by (used for) operations		(741,896)
Investing		
Shares held for trading	6	(188,823)
Other investments	6	(19,029)
Cash used for investing activities		(207,852)
Financing		
Short-term debt	9	245,620
Issuance of common shares	14	603,294
Funds received in respect of issuable shares	10	315,000
Cash provided by financing activities		1,163,914
Net change in cash and cash equivalents for the period		214,166
Cash and cash equivalents, beginning of period		-
Cash and cash equivalents, end of period		€ 214,166

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

InCoR Holdings Plc (Company)

CONSOLIDATED STATEMENT OF SHAREHOLDERS' EQUITY
EXPRESSED IN EUROS - (AUDITED)

	Ordinary Shares								
	Issued	Nominal Value	Share Premium	Expenses of Issue	Warrants		AFS Reserve	Retained Earnings	Total
	#	€	€	€	#	€	€	€	€
Acquisition of subsidiary at €0.10 per share - August 2013	5,500,000	550,000	-	-	-	-	-	-	550,000
Private placement at €0.10 per share - September 2013	2,000,000	200,000	-	(35,047)	-	-	-	-	164,953
Private placement at €0.50 per share -January and May 2014	994,000	99,400	397,600	(33,659)	1,024,000	-	-	-	463,341
Share exchange - General Resource Investment Trust - at €0.80 per share - January 2014	750,000	75,000	525,000	-	-	-	-	-	600,000
Warrents issued in respect of consulting services relating to SALT Transaction - May 2014	-	-	-	-	200,000	30,181	-	-	30,181
Provision for period	-	-	-	-	-	-	(467,538)	-	(467,538)
Loss for the year	-	-	-	-	-	-	-	(234,837)	(234,837)
Balance as at June 30, 2014	9,244,000	924,400	922,600	(68,706)	1,224,000	30,181	(467,538)	(234,837)	1,106,100

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

Notes to Financial Statements

1. Reporting Entity

InCoR Holdings plc ("InCoR" or "the Company") is a UK registered restructuring and venture capital company with its registered address in London and correspondence address Geneva, listed on the First Quote of the GXG markets. Trading on the GXG First Quote takes place under GXG Markets' MTF licence (Multilateral Trading Facility). InCoR actively sources and invests in the natural resources industries, acquiring and developing projects and distressed assets, taking an opportunistic approach to business opportunities in markets undergoing change while focusing on the natural resources and technology sectors.

2. Basis of Preparation

(a) Statement of compliance

The Group financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as adopted by the EU. The Group has adopted all of the standards and interpretations issued by the International Accounting Standards Board and the IFRS Interpretations Committee that are relevant to its operations. The consolidated financial statements were authorised for issue by the Board of Directors on November 27, 2014.

(b) Changes in accounting policies and disclosures

No material changes to accounting policies arose as a result of new and amended standards adopted by the Group. The following are the new standards and interpretations currently in issue which have been adopted by the Company for its fiscal year commencing on July 1, 2014:

IAS 32, Financial instruments presentation ("IAS 32") was amended by the IASB in December 2011. The amendment clarifies that an entity has a legally enforceable right to offset financial assets and financial liabilities if that right is not contingent on a future event and it is enforceable both in the normal course of business and in the event of default, insolvency or bankruptcy of the entity and all counterparties. The amendment to IAS 32 is effective for annual periods beginning on or after January 1, 2014.

IAS 36, Impairment of assets ("IAS 36") was amended by the IASB in May 2013. The amendments require the disclosure of the recoverable amount of impaired assets when an impairment loss has been recognized or reversed during the period and additional disclosures about the measurement of the recoverable amount of impaired assets when the recoverable amount is based on fair value less costs of disposal, including the discount rate when a present value technique is used to measure the recoverable amount. The amendments to IAS 36 are effective for annual periods beginning on or after January 1, 2014.

IAS 39, Financial instruments: recognition and measurement ("IAS 39") was amended by the IASB in June 2013. The amendments clarify that novation of a hedging derivative to a clearing counterparty as a consequence of laws or regulations or the introduction of laws or regulations does not terminate hedge accounting. The amendments to IAS 39 are effective for annual period beginning on or after January 1, 2014.

IFRIC 21 Levies ("IFRIC 21") was issued in May 2013 and is an interpretation of IAS 37, Provisions, Contingent Liabilities and Contingent Assets. The interpretation clarifies the obligating event that gives rise to a liability to pay a levy. IFRIC 21 is effective for accounting periods commencing on or after January 1, 2014.

IFRS 2, Share-based payments ("IFRS 2") was amended by the IASB in the second quarter of 2014. The amendments change the definition of "vesting condition" and "market condition" in the Standard and add definitions for "performance condition" and "service condition". They also clarify that any failure to complete a specified service period, even due to the termination of an employee's employment or a voluntary departure, would result in a failure to satisfy a service condition. This would result in the reversal in the current period of compensation expense previously recorded, reflecting the fact that the employee failed to complete a specified service condition. These amendments are effective for transactions with a grant date on or after July 1, 2014.

IFRS 3 Business combinations ("IFRS 3") was amended by the IASB in the second quarter of 2014. The amendments classify the guidance in respect of the initial classification requirements and subsequent measurement of contingent consideration. This will result in the need to measure the contingent consideration at fair value at each reporting date, irrespective of whether it is a financial instrument or a non-financial asset or liability. Changes in fair value will need to be recognised in profit and loss. These amendments are effective for transactions with acquisition dates on or after July 1, 2014.

As far as can be determined at this stage, the Company believes that the adoption of these standards will not have a material impact on its financial results.

(c) Future changes in accounting policies
The following new standards have been issued by the IASB and will be effective in accounting periods of the Company:

IAS 16, Property, Plant and Equipment, and IAS 38, Intangible Assets: Clarification of acceptable methods of depreciation and amortisation.

On May 12, 2104, the IASB issued amendment to IAS 16, Property, Plant and Equipment, and IAS 38, Intangible Assets. In issuing the amendments, the IASB has clarified that the use of revenue-based methods to calculate the depreciation of a tangible asset is not appropriate because revenue generated by an activity that includes the use of the tangible asset generally reflects factors other than the consumption of the economic benefits embodied in the asset. The IASB has also clarified that the revenue is generally presumed to be an inappropriate basis for measuring the consumption of the economic benefits embodied in an intangible asset. The presumption for an intangible asset, however, can be rebutted in certain limited circumstances. The standard is to be applied prospectively for fiscal years beginning on or after January 1, 2016, with early adoption permitted.

IFRS 15, Revenues from Contracts and Customers ("IFRS 15") was issued by the IASB on May 28, 2014, and will replace IAS 18, Revenue, IAS 11, Construction Contracts, and related interpretations on revenue. IFRS 15 sets out the requirements for recognising revenue that apply to all contracts with customers, except for contracts that are within the scope of the Standards on leases, insurance contracts and financial instruments. IFRS 15 uses a control based approach to recognise revenue, which is a change from the risk and reward approach under the current standard. Companies can elect to use either a full or a modified retrospective approach when adopting the standard and it is effective for annual periods beginning on or after January 1, 2017.

IFRS 9, Financial instruments ("IFRS") was issued by the IASB on July 24, 2014 as a complete standard. This standard replaces the guidance in IAS 39, Financial Instruments: Recognition and Measurement on the classification and measurement of financial assets and liabilities. The IASB has tentatively decided to require adoption of IFRS 9 for annual periods beginning on or after January 1, 2013.

The Company is currently evaluating the potential impact of these amendments and new standards on its consolidated financial statements.

(d) Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis except for the following material items in the statement of financial position:

Property, plant and equipment, represented by assets held by Kormos Limited, is measured at fair value, based on an allocation of the value of shares issued by the Company at the date of acquisition of Kormos Holdings Limited (Note 6). Additions subsequent to the acquisition are carried at cost less depreciation.

Equity-settled share-based payments are measured at fair value at grant date

(e) Functional and presentation currency

These consolidated financial statements are presented in Euros which is the Company's functional currency.

(f) Use of estimates and judgements

The preparation of the consolidated financial statements in conformity with IFRS required Management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future period affected.

Information about estimates and assumptions relating to assets of the Company that have a significant risk of resulting in a material adjustment within the next financial year is included in the following notes:

Note 4 – Property, plant and equipment
Note 5 – SALT technology
Note 6 – Shares held for trading and strategic investments

3. Significant Accounting Policies

(a) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities controlled by InCoR. InCoR controls an entity when it is exposed to, or has rights to, variable returns from its investment in the entity and has the ability to affect those returns through its power over the entity. The financial statements of the subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which it ceases.

The subsidiaries of the Company at June 30, 2014 (with ownership interest percentage and primary business activity in parenthesis) are as follows:

- InCoR Technologies Limited ("ICRT"). (a Nevis and St. Kitts company – 76% held by InCoR plc - holds shares in SALT Technology Holdings Inc.), The remaining 24% is held by Directors and Officers of ICRT.
- SALT Technology Holdings Inc. (a British Columbia, Canada, corporation – 100% held by InCoR Technologies Limited – holds SALT patents and proprietary technology)
- Kormos Holdings Limited (a Nevis and St. Kitts company – 100% held by InCoR plc – holds shares in Kormos Limited)
- Kormos Limited (a Republic of Georgia company – 100% held by Kormos Holdings Limited – holds sawmill property in Senaki, Republic of Georgia)

(ii) Transactions eliminated on consolidation

Inter-company balances arising from inter-company transactions are eliminated.

(b) Business segments (Note 21)

A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and uncertainties that are different from those of other business segments. The company has three business segments:

- Sawmill operations
- Technology development
- Other venture capital activities

A geographical segment is engaged in providing products and services within a particular economic environment and that is subject to risks and returns that are different from those of segments operating in other economic environments. All the Company's property plant and equipment are located in the Republic of Georgia. Substantially all the Company's technology assets are held in Canada. The Company's other venture capital activities are in Europe.

(c) Foreign currency translation

The presentation currency and the functional currency of the Company is the Euro. The functional currencies of the Company's most significant subsidiaries are as follows:

- Kormos Limited – Georgian Lari
- SALT Technology Holdings Inc. – Canadian Dollar

The functional currency determinations were made by management based on an analysis of factors identified in IAS 21 – The Effects of Changes in Foreign Currency Rates.

These consolidated financial statements have been translated into Euros in accordance with IAS 21. This standard requires that assets and liabilities be translated using exchange rates at the period end and that income and expenses and cash flow items be translated using the rate that approximates the exchange rate at the date of the transactions (i.e. average exchange rate for the period).

Transactions in currencies other than the functional currency are recorded at rates of exchange prevailing at the dates of the transactions. At each financial reporting date, monetary assets and liabilities denominated in foreign currencies are translated at the rates prevailing at the date of statement of financial position. Non-monetary items that are recorded at historic cost are not re-translated.

(d) Share-based payments

The values of ordinary shares and warrants to purchase ordinary shares issued by the Company in exchange for services provided to the Company and its subsidiaries are based on the fair value of the shares or warrants at the time of issue, which equates to the value of the services provided. Fair value of warrants is determined using the Black Scholes valuation model.

(e) Comprehensive income

The Company includes in comprehensive income certain gains and losses arising from the changes in fair value. Comprehensive income would include the following unrealised gains and losses which are potentially relevant to the Company: changes in the currency translation adjustment arising from the translating the financial results of foreign operations to the Company's reporting currency, and gain and losses on available-for-sale securities.

(f) Property, plant and equipment

Property, plant and equipment represent the sawmill assets of Kormos Limited. These items are measured at the cost attributed to such assets at the date of acquisition by the Company of the share of Kormos Limited on August 30, 2013, adjusted for subsequent additions, measured at cost, depreciation and impairment losses, if applicable.

Depreciation is calculated using the straight line method and is recognised in net income over the estimated useful life of each component of an item of property, plant and equipment. Land is not depreciated.

(g) Financial instruments – recognition and measurement

All financial assets are classified by management at date of acquisition into one of the following categories: fair value through profit and loss ("FVTPL"), held to maturity ("HTM"), available for sale ("AFS"), and short-term advances and receivables.

Financial assets are classified FVTPL when the financial asset is held for trading or it is designated as FVTPL. Such assets are stated at fair value and changes are recognised in profit and loss. HTM financial assets are recognised on a trade date basis and are initially measured at fair value, including transaction costs. AFS financial assets subsequent to initial recognition are measured at fair value and changes therein, other than impairment losses and foreign currency differences on AFS monetary items, are recognised in other comprehensive income or loss. When an investment is derecognised, the cumulative gain or loss in the investment revaluation reserve is transferred to profit and loss. Short-term advances and receivables are financial assets with determinable repayments that are not quoted on an active market. Such assets are initially recognised at fair value plus any directly attributable transaction costs.

The Company's cash, short-term advances and certain marketable securities have been classified as FVTPL financial assets. The carrying value of the Company's cash and short-term advances approximates their fair value due to their short-term nature. FVTPL-designated marketable securities are marked to market at the date of the financial statements.

The Company's holdings of shares of Global Resources Investment Trust plc ("GRIT") and Kodal Minerals Plc ("Kodal") have been classified as AFS financial assets. The shares of GRIT and Kodal have been marked to market at June 30, 2014 and the resultant loss has been recognised as a separate component of shareholders' equity.

The Company has the following non-derivative financial liabilities: amounts received in respect of shares to be issued, short-term loans, and accounts payable. The carrying value of financial liabilities approximates their fair value due to their short-term nature.

Financial instruments disclosure requires a statement of the inputs to fair value measurements, including their classification within a hierarchy that prioritises the inputs to fair value measurement. The three levels of fair value are:

- Level 1 Unadjusted quoted prices in active markets for identical assets and liabilities
- Level 2 Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly, and;
- Level 3 Inputs that are not based on observable market data

The Company has classified its financial instruments as follows:

- Marketable securities – Level 1
- Strategic investment – Level 2
- Cash, short-term advances, amounts received in respect of shares to be issued, short term loans, and accounts payable – Level 3

Financial assets are impaired when there is objective evidence that, as a result of one or more events that have occurred after the initial recognition of the financial assets, the estimated future cash flows of the investments have been impacted. For marketable securities classified as AFS, a significant or prolonged decline in the fair value of the securities below their cost is considered to be objective evidence of impairment.

For all other financial assets, objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial reorganisation

(h) Intangible assets

Intangible assets are identifiable non-monetary assets without physical substance and include patents and related technologies held by the Company and from which the Company expects to derive economic benefits by way of future cash flows or other assets.

Intangible assets are recognised at their original cost. Development costs are expensed until such time as the technical or commercial feasibility of the intangible asset for sale or use has been established. Under IAS 38, intangible assets with indefinite useful life are not amortised but are assessed for impairment in accordance with IAS 36.

(i) Impairment of non-financial assets

Assets that are subject to depreciation or amortisation are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised in net income for the period for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped into cash generating units ("CGU") which are the lowest levels for which there are separately identifiable cash flows.

Impairment losses recognised in prior periods are assessed at each reporting date for any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the assets' adjusted carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognised.

(j) Inventories

Inventories are carried at the lower of cost and net realisable value ("NRV"). Cost includes expenditures incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location or condition.

NRV is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

(k) Earnings / (Loss) per share

Earnings / (loss) per share is calculated using the weighted average number of ordinary shares outstanding during the year.

(l) Income taxes

The Company follows the liability method of accounting for income taxes. Under the liability method deferred tax assets and liabilities are determined based on the differences between the financial reporting and tax base of assets and liabilities and are measured using the substantively enacted tax rates and laws that will be in effect when the differences are expected to reverse.

4. Property, Plant and Equipment

	Land	Buildings and Structures	Machinery and equipment	Vehicles	Total
Attributed value at date of acquisition	€76,275	€851,022	€157,508	€13,852	€ 1,098,656
Amortisation during the period	-	21,276	11,026	1,385	33,687
Balance at June 30, 2014	€76,275	€829,746	€146,482	€12,466	€ 1,064,969

The Kormos Transaction

On September 3, 2013, the Company issued 5,500,000 ordinary shares of €0.10 each by way of share exchange and loan agreement (the "Kormos Agreement"), for an aggregate value of €550,000. 5,335,000 of the shares were issued to Agapi Holdings Limited ("Agapi"), a private company beneficially owned by Mr. G. Molyviatis, a director and officer of the Company, in exchange for the sale on August 30, 2013, by Agapi to the Company, of Agapi's 100% interest in Kormos Holdings Limited ("Kormos Holdings"). Kormos Holdings limited owns 100% of Kormos Limited, a company registered under the laws of the Republic of Georgia which in turn holds sawmill property assets in the Republic of Georgia. 165,000 of the shares were issued to Mr. N. Beruchashvili by way of finder's fee relating to the transaction.

Under the terms of the Kormos Agreement, on September 17, 2013, € 69,750 was advanced by the Company, on behalf of Kormos Holdings, to enable Agapi to settle the transfer tax obligation in The Republic of Georgia arising out of the transaction. This obligation was assumed by Mr. Molyviatis and accordingly € 69,750 is treated in these financial statements as receivable from Mr. Molyviatis.

Prior to the above transaction, management of Kormos commissioned an independent valuation of the Kormos sawmill assets by Business Legal Services and Auditor Companies of Tbilisi, Republic of Georgia. Their evaluation report dated June 17, 2013, using a combination of the depreciated cost and income capitalisation methods, established a market value of the assets of approximately €6.5 million. Taking into account various factors, notably uncertainty relating to the acquisition of a forestry concession as a source of raw materials and the extended period of being on a care and maintenance basis, resulting in loss of manufacturing and management personnel and skills, management determined that book value of approximately €1.1 million equates to the fair value for the assets acquired. This amount has been allocated over the asset classes acquired. The excess of this value over the value of the 5,500,000 shares issued in the transaction, or €550,000, has been recorded in the income statement as negative goodwill of €534,304 and in the statement of cash flows as a non-cash item.

During the course of the year, the vendor assumed liabilities of € 19,775 existing at the date of acquisition.

Under IFRS, property, plant and equipment is recorded at cost less depreciation, adjusted for impairment, if any. Management has reviewed the carrying value of fixed assets as at June 30, 2014 and has determined that no impairment has occurred subsequent to the acquisition of Kormos Limited.

Kormos Limited is subject to property tax in The Republic of Georgia on fixed assets, non-assembled equipment, construction in progress and intangible assets listed on their balance sheet, as well as on property leased out under finance lease. The Company has paid all required property taxes for the calendar year 2014.

5. SALT Technology

Payments 1 and 2 under SALT Patent Purchase Agreement		€69,973
Provision for instalment payment due May 13, 2015		68,450
		€138,423

The SALT Assets Transaction

Starved Acid Leach Technology ("SALT") refers to patented technology invented by Dr. David Dreisinger and Mr. James Clucas for the recovery of nickel and cobalt and other metals from nickel laterite ores including saprolite ores that are below current cut-off grade for the conventional process. Residues from the Caron process treatment of limonite/saprolite ores can also be processed. The SALT technology presents several competitive advantages over existing technologies including significant potential for capital costs to be an order of magnitude less than those of High Pressure Acid Leaching (HPAL) which is presently an industry benchmark for extraction of Nickel from Laterites.

Prior to the SALT Assets Transaction, the patents and other proprietary technical information relating to SALT ("the SALT Assets") were held by Search Minerals Inc. ("Search"). Under a patent purchase agreement dated November 13, 2013 ("the Patent Purchase Agreement"), Search transferred the SALT Assets to SALT Technology Holdings Inc. ("STHI"), a wholly owned subsidiary of Search. Under the Patent Purchase Agreement, InCoR Holdings Plc, through its subsidiary, InCoR Technologies Limited ("ICRT), acquired all of the issued shares of STHI and the SALT Assets from Search for total consideration of Cdn. $2,200,000, comprising a cash payment of Cdn. $50,000 and the a note of Cdn. $2,150,000 (the "SALT Note"). By way of a Share Pledge Agreement attached to the SALT Note, ICRT pledged all of the issued shares of STHI to Search as security for the repayment of its obligations under the Patent Purchase Agreement and the SALT Note.

Under the terms of the Patent Purchase Agreement, a second payment of Cdn. $50,000 was made against the SALT Note on April 14, 2014, upon completion by SNC Lavalin Inc. of a conceptual study to determine the viability of the SALT technology from a capital and processing cost perspective, the final results of such study being received on April 28, 2014. The study concludes that capital costs for the SALT plant are estimated to be less than $20,000 per annual tonne of Ni production capacity ($8.66 per annual pound of nickel production capacity with processing costs of less than $8,000 per tonne of Ni produced ($3.60/lb Ni).

In addition, at June 30, 2014, ICRT has made an accounting provision for a further payment of Cdn. $100,000 under the SALT Note. This amount will be payable within 30 days of completion of a bankable feasibility study for a commercial application of SALT prior to a third-party licence or sale, and in any event not more than 18 months from November 13, 2013. Further payments against the SALT Note are contingent upon ICRT attaining milestones based on the earlier of a) the commercial licencing or sale of SALT by ICRT, or b) the commencement of commercial production from an application of SALT. (Note 12 - Contingent Liability)

Unless and until the final payment under the SALT Note has been made, ICRT is required to incur aggregate expenditures of not less that Cdn.$1,000,000 in respect of the funding of a SALT Pilot Plant for the further development of SALT, within 24 months of the completion of the Conceptual Study on April 28, 2014. As at June 30, 2014, ICRT had incurred expenditures of Cdn.$ 106,000 in this connection.

Concurrently, the company and ICRT entered into consulting services agreement with the inventors of SALT. (Notes 10, 12 and 20)

6. Shares Held for Trading and Strategic Investments

Shares held for trading:	At June 30, 2014
Kodal Minerals Limited	€ 113,818
Global Resource Investment Trust	207,467
Strategic investment - Tin Shield Production Inc.	19,029
	€ 340,314

Kodal Minerals Limited

In January and February, 2014, the Company purchased an aggregate of 30,571,429 ordinary shares in Kodal Minerals Limited for an aggregate cost of €267,856. Subsequently, an aggregate of 9,250,000 ordinary shares were sold at a realised gain of €8,721. Adjustment to fair value at June 30, 2014 resulted in an unrealised loss of €75,005 which was recognised through other comprehensive loss.

Global Resource Investment Trust

On January 31, 2014, the Company acquired 494,641 ordinary shares in Global Resources Investment Trust plc in exchange for the issue of 750,000 ordinary shares of the Company at an attributed value of €600,000. Adjustment to fair value at June 30, 2014, resulted in an unrealised loss of €392,533 which was recognised through other comprehensive loss.

Tin Shield Production Inc.

In January, 2014, the Company made a strategic investment of 166,666 common shares in Tin Shield Production Inc., a private British Columbia, Canada, corporation at a cost of €19,029 (US$25,000) which approximates fair value at June 30, 2014.

7. Inventory

The sawmill facilities of Kormos Limited were not operational during the period under review. Accordingly, inventories are comprised solely of raw products and materials, valued at €5,417.

8. Short-term Advances

Morand Racing Sarl	€ 250,000
Diaplous SA	20,037
	€ 270,037

Morand Racing Sàrl

On June 10, 2014, the Company entered into an agreement ("the Morand Agreement") with Morand Racing Sàrl ("Morand") and an investor group (the "Other Investors") to develop a pilot product as part of an innovative entertainment and advertising concept based on the LeMans motorsport racing series ("the Entertainment Product"). Under the Morand Agreement, the Company advanced €50,000 and Other Investors advanced €200,000 to Morand on June 10, 2014. At the same time, the Other Investors assigned their advance of €200,000 to InCoR in exchange for 300,000 ordinary shares in the Company and accordingly is accounted for as a current liability. The advances are secured by a pledge of readily realisable assets of Morand. On October 10, 2014 the number of ordinary shares issuable under the agreement was reduced to 200,000; the shares were issued on October 14, 2014 (Note 22).

Diaplous SA

On May 23rd, 2014, Kormos Holdings signed a Letter of Intent for the acquisition of Diaplous SA a company with downstream wood processing facilities in Greece and undertook an initial payment of €20,037 pursuant to this LOI. Under the terms of the LOI, the vendors and future management of Diaplous SA were required to fulfil certain performance criteria before the Company committed to finance re-start of operations.

9. Demand Notes

Oberal International Inc.

On January 7, 2014, the Company entered into a credit agreement with Oberal International Inc. ("Oberal") under which Oberal agreed to make available to the Company a revocable line of credit to a maximum of GBP 200,000. The Company drew down on the full amount of the facility on January 9, 2014. Interest and consideration of GBP 20,000 and 20,000 ordinary shares was paid in respect of the credit facility. The facility was fully repaid on February 28, 2014.

Avner Kreimer Credit Agreement

On February 21, 2014, the Company entered into a credit agreement with Avner Kreimer ("Kreimer") under which a revocable line of credit to a maximum of CHF 300,000 (€ 245,620), was made available to the Company, subject to termination by either party upon written notice. On February 27, 2014, the Company drew down on the full amount of the facility. The rate of interest on fixed advances is 1.5% per month. To secure the obligation, all securities of the Company deposited in the Company's account at Hinduja Bank, Geneva and any other assets of third parties were pledged as collateral. As at June 30, 2014, the Company's holding of 21,321,429 ordinary shares in Kodal Minerals Limited was pledged to Kreimer. On September 9, 2014, CHF 200,000 (€ 163,747) of the credit facility was repaid to Kreimer (Note 20 and 22).

10. Accounts Payable and Accrued Liabilities

	At June 30, 2014
Accounts payable	€ 19,386
Accrued liabilities	12,500
Provision for non-recovery of minority interest	32,522
Payable in respect of shares issuable	345,000
	€ 409,408

Shares issuable

On November 13, 2013, the Company and ICRT entered into Consulting Services Agreements with Dreisinger Consulting Inc.("Dreisinger"), a corporation controlled by Dr. D. Dreisinger, whereby Dreisinger agreed to provide the Company with non-exclusive services as President of ICRT and technical expertise in connection with the development of the SALT technology. Dreisinger is being compensated by way of receipt of 2,500 new shares of the Company for every month of service. Accordingly, at June 30, 2014, 20,000 ordinary shares were issuable by the Company with an ascribed value of €10,000.

On November 13, 2013, the Company and ICRT entered into a Consulting Services Agreements with Mr. James Clucas whereby Clucas agreed to provide the Company with consulting services and technical expertise in connection with the development of the SALT technology. Clucas is being compensated by way of receipt of 2,500 new shares of the Company for every month of service. Accordingly, at June 30, 2014, 20,000 ordinary shares were issuable by the Company with an ascribed value of €10,000.

On January 9, 2014, the Company issued 394,000 ordinary shares of €0.10 each, with a further 30,000 shares issuable at June 30, 2014 in respect of €15,000 received in Tranche 1 of a private placement for cash proceeds of €212,000.

On January 7, 2014, the Company entered into a credit agreement with Oberal International Inc. for a revocable line of credit with interest and consideration of GBP 20,000 and 20,000 shares to be paid. As at June 30, 2014 the 20,000 shares were still to be issued.

On June 30, 2014 the Company opened a private placement at €0.50 and received funds of €100,000. At June 30, 2014, the shares were still to be issued.

On June 10, the Company entered into the Morand Agreement under which 300,000 shares were to be issued to investors in respect of a €200,000 advanced to Morand with rights to the advance assigned to InCoR (Note 8). On October 10, 2014, the Company entered into an amendment to the Morand Agreement with the Other Investors whereby the number of shares to be issued in exchange for the June 10, 2014, assignment of the €200,000 advance was reduced from 300,000 shares to 200,000 shares. The 200,000 shares were issued on October 14, 2014, at a price of €1.00 each (Note 22).

11. Minority Interest

The share of the loss incurred by ICRT attributable to the 24% minority interest (Note 3) for the year ended June 30, 2013 was € 32,522. Such amount will not be recoverable by the company until such time as:
a) ICRT receives revenue from any transactions or agreements that it undertakes with third parties, or
b) ICRT enters into a material transaction involving any of its assets.
In view of the uncertainty as to this recovery, a provision of € 32,522 has been made in the consolidated financial statements.

12. Contingent Liabilities

SALT Note

Under the Patent Purchase Agreement as described in Note 7 above, in order to maintain the SALT Note in good standing ICRT is required to make further payments to Search as follows:

Cdn.$100,000 – within 30 days of completion of a bankable feasibility study for a commercial application of SALT prior to a third-party licence or sale, and in any event not more than 18 months from November 13, 2013. As at June 30, 2014, an accounting provision of Cdn.$100,000 was made in respect of this liability.

Cdn.$2,000,000 – upon the earlier of a) the commercial licencing or sale of SALT by ICRT, or b) the commencement of commercial production from an application of SALT (in whole or in part), such amount to be paid from the proceeds realised by ICRT upon such commercial licencing or sale of SALT or in quarterly instalments representing 25% of the cash flow (net of reasonable operating expenses) realised by ICRT from a commercial application of SALT.

In view of the uncertainty relating to the occurrence of the future events upon which payments under the SALT Note are dependent, the possible financial obligation has been accounted for as a contingent liability subject to the Cdn.$100,000 provision noted above.

SALT Development Milestone Payments

On November 13, 2013, the Company and ICRT entered into Consulting Services Agreements with Dreisinger Consulting Inc. (“Dreisinger”), a corporation controlled by Dr. D. Dreisinger, and Mr. James Clucas (“Clucas”) whereby Dreisinger and Clucas agreed to provide the Company with non-exclusive services as in connection with the development of the SALT technology. Dreisinger and Clucas respectively are being remunerated by way of payment of 2,500 new shares of the Company for every month of service (Note 9). Under the agreement, ICRT is required to pay Dreisinger and Clucas milestone bonus payments in relation to the development of SALT as follows:

(i) upon completion of an economically positive feasibility study, Cdn.$500,000 each.
(ii) upon the earlier of (a) the commercial licencing or sale of SALT by the ICRT or (b) the commencement of commercial production from an application of SALT (in whole or in part),

Cdn.$1,000,000 each, such amount to be paid: (x) from the proceeds realised by ICRT upon such commercial licencing or sale of SALT; or (y) in quarterly instalments representing 12.5% of the cash flow (net of reasonable expenses) realised by the purchaser from a commercial application of SALT.

Notwithstanding the foregoing, if the Company still has a controlling interest in ICRT upon completion of the feasibility study, either ICRT or Dreisinger or Clucas respectively can elect to have 50% of the feasibility milestone bonus replaced by 180,000 new shares of the Company in lieu of cash.

13. Inter-Company Loan Agreements

Kormos Holdings and Kormos Limited.

On September 1, 2013, following acquisition of Kormos Holdings by the Company, an inter-company loan agreement was entered into whereby the Company advances funds to Kormos Holdings and Kormos Holdings advances funds to Kormos Limited on an as-required basis. Such inter-company advances bear interest at market rates in the Republic of Georgia and are accrued until such time as the loan is repaid.

InCoR Technologies Limited

On October 14, the Company entered into an inter-company loan agreement with ICRT whereby the Company advances funds to ICRT on an as-required basis. The loans are non-recourse by the Company except under the following conditions:

- ICRT receives revenue from any transactions or agreements that it undertakes with third parties, or
- ICRT enters into a material transaction involving any of its assets.

Such inter-company advances bear interest of 10% per annum and are accrued until such time as the loan is repaid.

14. Capital Stock

Capital stock is made up as follows:

	June 30, 2014
Issued:	
Ordinary shares	€ 924,400
Ordinary share premium	€ 922,600
Authorised:	
Ordinary shares	Unlimited

Issued:	June 30, 2014
Ordinary shares	9,244,000
Warrants	1,224,000
	10,468,000

Issuance of ordinary shares – 2014

Private placement at €0.10

On August 16, 2013, the Company issued 2,000,000 ordinary shares of €0.10 each by way of private placement. 1,650,000 of the shares were issued for cash proceeds of €165,000 and 350,000 shares were issued in respect of services provided to the Company. On September 3, 2013, the Company issued a further 5,500,000 ordinary shares of €0.10 each by way of share exchange and loan agreement. 5,335,000 of the shares were issued to Agapi Holdings Limited ("Agapi"), a private company controlled by Mr. G. Molyviatis, a director and officer of the Company, in exchange for the sale by Agapi to the Company of its 100% interest in Kormos Holdings Limited which owns 100% of Kormos Limited which holds sawmill property in the Republic of Georgia. 165,000 of the shares were issued to Mr. N. Beruchashvili by way of finder's fee relating to the transaction.

Private placement at €0.50 with warrant at €1.50

On January 9, 2014, the Company issued 394,000 ordinary shares of €0.10 each, with a further 30,000 shares issuable at June 30, 2014, in Tranche 1 of a private placement for cash proceeds of €212,000. On May 11, 2014, the Company issued 600,000 ordinary shares of €0.10 each in Tranche 2 of a private placement for proceeds of €300,000. 550,000 of the shares were issued for cash proceeds of €275,000 and 50,000 shares were issued in respect of services valued at €25,000 provided to the Company. On May 11, 2014, 1,024,000 warrants were issued by the Company in respect of the private placement (Note 15).

Private placement and share exchange at €0.80

On January 31, 2014, the Company issued 750,000 ordinary shares of €0.10 each to Global Resources Investment Ltd. for consideration of €600,000, by way of private placement and share exchange. The Company received 494,641 New Shares of £0.01each at a subscription price of £1 each in Global Resources Investment Trust Plc as consideration.

Shares issuable at €0.50 – Private placement (Note 10)

Shares issuable at €1.00 – Morand Agreement (Note 10 and 22)

15. Warrants

On May 11, 2014, the Company issued 1,024,000 warrants to purchase ordinary shares of the Company at a price of €1.50 per share until April 30, 2016. The warrants were issued to subscribers for Units of the Company, comprising one ordinary share and one warrant, under the private placement at €0.50 dated January 9, 2014 and May 11, 2014. The warrants were free/attaching with no assigned value.

On May 11, 2014, the Company issued 200,000 warrants to purchase ordinary shares of the Company at a price of €1.00 per share until April 30, 2016. The warrants were issued to a director of the Company in recognition of services rendered in concluding the SALT Asset transaction. The warrants were assigned a fair value of €30,181 using the Black-Scholes pricing model with the following assumptions: dividend yield – 0%; expected volatility – 150%; risk free interest rate – 0.134%, and an expected life of 2 years.

No warrants were exercised in the period ending June 30, 2014.

16. Income Tax

Profit before tax	€	82,237
Adjustment for non-taxable items:		
Depreciation		33,687
Negative goodwill on acquisition of subsidiary		(554,079)
Loss for income tax purposes	€	(438,155)

The estimated future relief for tax losses carried forward at the current UK Corporation Tax rate of 22.5% is € 98,585. In view of the uncertainty as to future taxable income of the group, this future tax relief has not been recorded in the statement of financial position.

17. Earnings Per Share

The calculation of the basic earnings per share is based on the earnings attributable to ordinary shareholders of € 82,237 divided by the weighted average number of shares in issue during the year of 6,961,403.

The calculation of fully diluted earnings per share assumes the exercise of 200,000 warrants at € 1.0 per share effective May 11, 2014. The calculation of the fully diluted earnings per share is based on adjusted earnings attributable to ordinary shareholders of € 88,237 divided by the weighted average number of shares in issue during the year of 6,988,800.

18. Supplemental Cash Flow Information

		Year ended June 30 , 2014
Net change in non-cash working capital items:		
Inventory	€	-
Prepaid expenses and receivables		(79,999)
Short-term advances		(270,037)
Accounts payable and accrued liabilities		12,115
SALT note		-
	€	(337,921)
Adjustments to working capital cash flow items noted above:		
Inventory of subsidiary acquired for non-cash consideration	€	5,417
Liability of subsidiary acquired settled by vendor		(19,775)
SALT note accrued liability		(68,450)
	€	(82,808)
Investing activities not involving use of cash:		
Purchase of shares held for trading		600,000
SALT technology		68,450
Unrealised loss on shares held for trading		(467,538)
	€	200,912
Financing activities not involving cash proceeds:		
Common shares issued in respect of:		
Purchase of shares held for trading	€	(600,000)
Acquisition of net assets of subsidiary		(550,000)
Consulting fee		(25,000)
Shares issuable in respect of:		
Consulting fees		(20,000)
Interest on short-term loan		(10,000)
Warrants issues in respect of consulting fee		(30,181)
	€	(833,357)

19. Statutory Disclosure

The Directors waived their fees for the year under review (Note 20). A provision of € 12,500 has been made in respect of auditor's remuneration for the year. Depreciation of € 33,687 was incurred on the Company's assets (Note 4)

20. Related Parties

On September 3, 2013, the Company issued 5,500,000 ordinary shares of €0.10 each by way of share exchange and loan agreement (the "Kormos Agreement"), for an aggregate value of €550,000. 5,335,000 of the shares were issued to Agapi Holdings Limited ("Agapi"), a private company beneficially owned by Mr. G. Molyviatis, a director and officer of the Company, in exchange for the sale on August 30, 2013, by Agapi to the Company, of Agapi's 100% interest in Kormos Holdings Limited ("Kormos Holdings").

Under the terms of the Kormos Agreement, on September 17, 2013, € 69,750 was advanced by the Company, on behalf of Kormos Holdings. This obligation of € 69,750 is treated in these financial statements as receivable from Mr. Molyviatis who is a Director of the Company (Note 4).

On November 13, 2013, InCoR Holdings Plc, through its subsidiary, ICRT, acquired the SALT Assets from Search Minerals Inc. ("Search") for total consideration of Cdn. $2,200,000. Dr. David Dreisinger ("Dreisinger") and Mr. James Clucas ("Clucas") are Directors of ICRT and are also Directors of Search. The Company and ICRT have consulting agreements in place with Dreisinger and Clucas (Notes 5 and 12 above). Dreisinger and Clucas are being compensated by way of receipt of 2,500 new shares of the Company for every month of service. Accordingly, at June 30, 2014, 40,000 ordinary shares were issuable by the Company with an ascribed value of €20,000.

In January, 2014, the Company made a strategic investment of 166,666 common shares in Tin Shield Production Inc., a private British Columbia, Canada, corporation at a cost of €19,029 (US$25,000) which approximates fair value at June 30, 2014. Mr. Douglas Newby is a Director of Tin Shield Production Inc. and also a Director of InCoR Technologies Limited.

On February 21, 2014, the Company entered into a credit agreement with Avner Kreimer ("Kreimer") under which a revocable line of credit to a maximum of CHF 300,000 (€ 245,620), was made available to the Company, subject to termination by either party upon written notice. On February 27, 2014, the Company drew down on the full amount of the facility by way of an advance from a company controlled by Kreimer ("Kreimer Co."). On September 9, 2014, CHF 200,000 (€ 163,747) of the credit facility was repaid to Kreimer Co. (Note 22).

During the year under review, fees were paid to Directors of the Company, for services other than services as Directors, as follows:

- Mr. George Molyviatis: € 8,975 for management services.
- Mr. Andrew Forrest: € 8,000 for technical services.
- Mr. J. Anthony Hoskinson: € 20,175 for Company secretarial services
- Mr. Avner Kreimer: € 25,000 for consulting services provided in respect of financing activities. On May 11, 2014, a company beneficially owned by Mr. Kreimer received 50,000 shares and warrants as settlement for the services of Mr. Kreimer.

On September 4, 2014, the Company subscribed to a private placement in Search Minerals Inc. (Note 22). Dr. Dreisinger and Mr. Clucas are Directors of Search and Directors of InCoR Technologies Limited, a subsidiary of the Company. Mr Molyviatis is beneficial owner of 3% of the shares of Search and is a Director of the Company.

21. Segmented Information

	Fixed assets, net of depreciation	SALT technology	Shares held for trading and other	Inventory	Prepaid expenses and receivables	Short-tem advances	Cash and cash equivalents	Total	Comprehensive Income (Loss)
	€	€	€	€	€	€	€	€	€
Business segments									
Sawmill	1,064,969			5,417	79,999		805	1,151,190	420,058
Technology		138,423						138,423	(102,985)
Other			340,314			270,037	214,166	824,517	(702,374)
Total	**1,064,969**	**138,423**	**340,314**	**5,417**	**79,999**	**270,037**	**214,971**	**2,114,130**	**(385,301)**
Geographical segments									
Republic of Georgia	1,064,969			5,417	79,999		805	1,151,190	420,058
Canada		138,423						138,423	(102,985)
Europe			340,314			270,037	214,166	824,517	(702,374)
Total	**1,064,969**	**138,423**	**340,314**	**5,417**	**79,999**	**270,037**	**214,971**	**2,114,130**	**(385,301)**

22. Subsequent Events

Morand Racing Sarl and Investment in New Corporation.

On October 10, 2014, the Company entered into an amendment to the Morand Agreement with the Other Investors whereby the number of shares to be issued in exchange for the June 10, 2014, assignment of the €200,000 advance was reduced from 300,000 shares to 200,000 shares. The 200,000 shares were issued on October 14, 2014, at a price of €1.00 each. Subsequent to June 30, 2014, the Company advanced a further €62,000 to Morand. The advances were secured by a pledge of readily realisable assets of Morand. On September 05, 2014, the Company paid €75,000 to a consultant for the preparation of a preliminary business plan for the Entertainment Product. In addition, under the terms of the October 10, 2014, agreement, the Company and the Other Investors committed to incorporate a new entity to hold the assets of and to further develop the Entertainment Product.

Issuance of ordinary shares

On June 30, 2014, the Company announced an offering of up to 1,400,000 new ordinary shares at a purchase price of €0.50 per share and on October 14, 2014, the Company issued 1,000,000 ordinary shares of €0.10 each in Tranche 1 of this private placement for gross proceeds of €500,000.

In addition, on October 14, 2014, 86,000 ordinary shares were issued to consultants in respect of accounting and financial services provided to the Company.

Subscription to Search Minerals Inc. Private Placement

On September 4, 2014, the company subscribed Cdn$ 100,000 (€ 69,759) to a private placement in Search Minerals Inc. (“Search”) for 2,000,000 units. Each unit comprises one common share and one common share purchase warrant of Search, each Warrant entitling the holder to purchase one common share of Search for a period of 24 months at an exercise price of $0.10 per share.

Sale of Kodal Minerals Shares

On September 8, 2014, 20 million shares of Kodal were sold in an off-market transaction at GBP 0.03 per share for proceeds of GBP 60,000 (€ 74,790).

Repayment of demand note

On September 9, 2014, CHF 200,000 (€ 165,741) of the demand note extended by Kreimer was repaid (Notes 9 and 20).

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF INCOR HOLDINGS PLC

Independent Auditor's Report to the Members of InCoR Holdings Plc

We have audited the financial statements of InCoR Holdings plc for the period ended 30 June 2014 which comprise the Group and Parent Statement of Comprehensive Income, the Group and Parent Company Statements of Financial Position, the Group and Parent Company Cash Flow Statements, the Group and Parent Statements of Changes in Equity, and the related notes 1 to 22. 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.

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 auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of Directors and auditors

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

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Group's and the Parent Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the Directors; and the overall presentation of the financial statements.

Opinion on financial statements

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 30 June 2014 and of the Group's and the Parent Company's results for the period then ended;
- the financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union; and

- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006 and, as regards the Group financial statements, Article 4 of the IAS Regulation.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following:

Under the Companies Act 2006 we are required 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.

Rowan J. Palmer (Senior Statutory Auditor)
for and on behalf of Chapman Davis LLP
Chartered Accountants and Statutory Auditors
London, United Kingdom
November 27, 2014

DIRECTORS

Directors

INCOR HOLDINGS PLC.

ANDREW FORREST *MANAGING DIRECTOR*	GEORGE MOLYVIATIS *EXECUTIVE CHAIRMAN*	TONY HOSKINSON *DIRECTOR AND COMPANY SECRETARY*	AVNER KREIMER *DIRECTOR*
			

INCOR TECHNOLOGIES LIMITED

DAVID DREISINGER *PRESIDENT*	DOUGLAS NEWBY DIRECTOR	GASTON REYMENANTS *DIRECTOR*	JAMES CLUCAS *DIRECTOR*
			

KORMOS LIMITED

KONSTANTINOS KATSIAS GENERAL DIRECTOR	NIKOLOZ BERUCHASHVILI DIRECTOR
	

Company Information

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ISIN NUMBER:	GB00BBVJ5S54
EXCHANGE and TRADING SYMBOL:	GXG First Quote, GXGF: ICR
BANKERS:	Barclays Bank, 80 High Street, Sevenoaks, Kent, TN13 1LR, United Kingdom Hinduja Bank (Switzerland) Ltd Place de la Fusterie 3bis P.O. Box 1011, 1211 Geneva 1, Switzerland
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