CHALLENGER ACQUISITIONS LIMITED

Annual Report and financial statements for the Year Ended 31 December 2020

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Company Information

Directors
Jorgen Andersson (Non-Executive *Chairman)*
Lars Guldstrand *(Chief Executive Officer)*
Mustaq Patel *(Executive Director)*
Dag Andresen *(Independent Director)*
Jordan Oxley (Independent Director)
Simon Fawcett (Chief Financial Officer)

Company Secretary
Mark Taylor
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London
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GY1 4HP

Registered Number
Incorporated in Guernsey with Registered No. 59383

Auditors
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HA1 2EY

Solicitors
McCarthy Denning Limited
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London
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Company's Guernsey Law Advisors
Mourant Ozannes
PO Box 186, Royal Chambers
St Julian's Avenue, St. Peter Port
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Principal Bankers
HSBC Bank plc
8 Canada Square
London
E14 5HQ

Registrars
Neville Registrars Limited
Neville House
18 Laurel Lane
Halesowen
B63 3DA

CEO's Statement

For Challenger, the year 2020 was a year where the company entered into a Letter of Intent to acquire Cindrigo Limited, a company incorporated in the United Kingdom. In March 2021, the company entered into an agreement to acquire Cindrigo Energy Limited, the parent company of Cindrigo Limited, as a reverse takeover. Cindrigo Energy Limited, a company incorporated in British Columbia Canada, is part of a group of companies pursuing renewable energy projects in the Ukraine built on broad Swedish expertise and experience in the waste to energy and biomass energy sector.

The company's new Board of Directors reflects the industry expertise necessary to pursue this opportunity.

Proposed acquisition of Cindrigo Energy Limited

On the 19 August 2020, the company entered into a Letter of Intent of Intent with Cindrigo Limited and Cindrigo Energy Limited, which are part of a group of companies pursuing renewable energy projects in the Ukraine.

The Company has since entered into an agreement with Cindrigo Energy Limited in respect of a proposal involving the acquisition of Cindrigo Energy Limited and its wholly owned subsidiary Cindrigo Limited. The Acquisition will proceed pursuant to a new Plan of Arrangement under the British Columbia Business Corporations Act. Under the proposed arrangement the company will acquire each share in the issued share capital of Cindrigo Energy Limited in exchange for new shares issued by the Company. As a result of the proposed exchange the current shareholders of Cindrigo Energy Limited would hold some 96.5% of the enlarged issued share capital of the company.

The Acquisition constitutes a reverse takeover for the Company.

It is anticipated that in due course the shares of Cindrigo Limited will be distributed to the Company following completion of the acquisition and Cindrigo Energy Limited will then be liquidated.

The Company intends to make an application for its enlarged ordinary share capital to be readmitted to the standard segment of the Official List of the FCA and to trading on the Main Market of the London Stock Exchange. Upon readmission it is proposed that the company will be renamed Cindrigo Holdings Limited.

Board of director changes

To pursue the proposed acquisition of Cindrigo Energy Limited as a reverse takeover several directors of Cindrigo have joined the Board of Challenger. Lars Guldstrand joined as CEO and Mustaq Patel as an Executive Director in September 2020, Jorgen Andersson as Chairman in October 2020, Dag Andresen as an Independent Director in November 2020

Jordan Oxley joined the Board as an Independent Director and Simon Fawcett as Chief Financial Officer in January 2021.

George Lucan and Rupert Baring resigned voluntarily as Non-Executive directors in September 2020 and Mark Gustafson as CEO in October 2020.

Jonathan Tidswell-Pretorius and Lars Frithiof were appointed during 2020 and both resigned voluntarily prior to 31 December 2020.

Investments

The company still holds 2 investments from previous ventures on the statement of financial position.

Dallas, Texas investment
In January 2019, the company agreed to sell its US$300,000 investment in the Odyssey of Texas back to the original developers in tranches over the course of 2019. To date, the Company has received US$275,000 of the principal sum and US$7,625 of the interest. The remaining balance of US$25,000 is still outstanding and being pursued by the Company. Until the remaining balance has been received, the original convertible promissory note and securities purchase agreement stays in place.

New York Wheel equity units
The Company retains two equity units in this project. Since the value of these units relates directly to the stalled project on Staten Island, there is no carrying value on the balance sheet for this investment.

Note holders
The two remaining convertible note holders have been informed of the search process for a potential new project and we are seeking their cooperation in this process. Subsequent to the year end the note holders have agreed, conditional upon the acquisition of Cindrigo Energy Limited completing, that the existing, interest bearing loan notes, principal and accrued but unpaid interest, will be settled by the issue of new 10-year, zero coupon, convertible loan notes which the Company will be able to convert as soon as it is readmitted to listing.

On behalf of the new Challenger Board, we would like to take this opportunity to thank our shareholders and note holders for their patience and support during another challenging year.

Lars Guldstrand
Chief Executive Officer
15 June 2021

Strategic and Operational Review

Challenger was formed in November 2014 to undertake one or more acquisitions in the entertainment and leisure sectors with a particular focus on the attractions sector.

The Company was admitted to the Official List by way of a Standard Listing and commenced trading on the London Stock Exchange's main market for listed securities on 19 February 2015. The US$3 million investment in the New York Wheel was announced on 26 May 2015. The lack of funding for completing this project by the New York Wheel developer was announced on 24 October 2018. The acquisition of the Starneth companies was closed on 15 July 2015 and the disposition of the Starneth companies was announced on 30 January 2017. Challenger announced the £100k loan to the London-based Star Sanctum on 7 November 2017 and an agreement to recover the Star Sanctum loan was announced on 31 July 2018. The principal has been fully recovered in 2018 and 2019. The US$300k investment in the Dallas-based wheel project was announced on 18 January 2018 and the restructuring of the repayment terms of the investment in this project was announced on 16 January 2019. To date US$275k of the principal has been recovered along with accumulated interest.

The Company has been looking for a suitable project after the termination of its previous projects, and believe the Energy sector, in particular renewable Energy, is an attractive segment upon which to focus its continued development. The company has entered into an agreement with Cindrigo Energy Limited in respect of a proposal involving the acquisition of Cindrigo Energy Limited and its wholly owned subsidiary Cindrigo Limited. The company to be acquired is part of a group of companies pursuing renewable energy projects, initially in the Ukraine, built on broad Swedish expertise and experience in the waste to energy and biomass energy sector.

Lars Guldstrand
Chief Executive Officer
15 June 2021

Financial Review

Overview

The Company posted a loss in the year under review as a result of administrative expenses and cost of interest on the convertible loan notes. The company's historic investments had no transactions during the year. There was no revenue for the year ended 31 December 2020.

Profit for the year

For the year, the Company recorded a loss of £303k (2019 profit: £936k). The biggest cost driver was the £173k (2019: £194k) in accrued interest and finance costs for the two outstanding convertible notes and administrative expenses of £107k (2019: £170k). The Company reports a total comprehensive loss of £303k (2019 loss: profit: £936k).

Balance Sheet

The total amount of assets on the balance sheet as per the balance sheet date is £34k (2019: £44k). The assets consist mainly of the investment in the Dallas Wheel project of £22k. In addition the Company shows cash and cash equivalents of £5k (2019: £16k) and trade and other receivables of £7k (2019: £6k).

A mix of equity and convertible notes has financed these assets. The equity at the balance sheet date amounted to (£2,387k) (2019: (£2,220k)) and the liabilities were £2,421k (2019: £2,264k).

Cash flow

During the year the company issued new convertible loan note for £89k and additionally received funds from Cindrigo Limited to cover costs associated with the reverse takeover and settle the company's current payables.

Cash used in operations totalled £155k (2019: £266k).

Closing cash

As at 31 December 2020, the Company held £5k (2019: £16k) in the bank account.

Simon Fawcett
Chief Financial Officer
15 June 2021

Board of Directors and Senior Management

The present Board consists of Jorgen Andersson (Chairman), Lars Guldstrand (Chief Executive Officer), Dag Andresen (Independent Director), Mustaq Patel (Executive Director),Jordan Oxley (Independent Director) and Simon Fawcett (Chief Financial Officer). Mark Gustafson voluntarily resigned as Chairman and Chief Executive Office in October 2020. George Lucan and Rupert Baring resigned voluntarily as non-executive directors in September 2020. Jonathan Tidswell-Pretorius and Lars Frithiof were appointed during 2020 and resigned voluntarily prior to 31 December 2020. Details of the current Board are set out below.

Lars Guldstrand
Chief Executive Officer
Appointed 7 September 2020

Mr. Guldstrand has more than 35 years of executive and international investing experience in the energy, technology, telecom and media sector. During his career, Mr. Guldstrand has held executive positions in a number of private and public companies in Europe, the United States, the Middle East and Africa, including CEO of Eniro AB (publ), Chairman of Monetar Pensionsförvaltning AB (Sweden) and CEO of KMW Renewable AB (Sweden). Mr. Guldstrand is an executive director of Cindrigo Energy Ltd and also currently serves as the Chairman of Ellge Kapital I Stockholm AB and Bergasols Stiftelse.

Jorgen Andersson
Chairman
Appointed 1 October 2020

Mr. Andersson has a broad background in, and a strategic knowledge of, the energy sector from a business and a governmental policy perspective. As a former Minister of Interior, Minister of Energy (Sweden) and Mayor of the City of Halmstad and, as member of Swedish Central Bank, Chairman of Vattenfall and as a Director of Sydkraft (today owned by E.ON, the world's largest private energy group), he has extensive experience and expertise in the energy sector. He has been the Chairman of Cindrigo Energy Ltd since its inception and is the Chairman of the Board at Tergo Power AS (Norway).

Dag Andresen
Independent Director
Appointed 3 November 2020

Mr. Andresen has an extensive banking background as previous Head of Nordea Bank Business Area Transaction and Finance Banking and Group Chief Audit Executive. He has since built a solid career in the energy sector, serving as a director of Cindrigo Energy Ltd since the company was established. He was previously Group CFO & Deputy CEO of Vattenfall (Sweden) and Group CFO at Vestas Wind Systems A/S (Denmark) and is currently CEO of Loxystem Container Technology AB (Sweden)

Mustaq Patel
Executive Director
Appointed 7 September 2020

Mr. Patel has a background in mergers and acquisitions for clients such as Hewlett Packard, Compaq, Ford Motor Company, Hutchinson Whampoa, Rank Organization, Airbus and the Royal Bank of Scotland. He spent two years working for the Government of Brunei in the recovery and restructuring of assets for the Government of Brunei and the Brunei Investment Agency and was previously the Head of Legal & Corporate Affairs for Jumar Holdings and Petromir, one of the world's largest gas fields (Angaro-Lenskoye field) in the East Siberian region of Russia. He has served as the group Managing Director of Cindrigo Energy Lrd since the company's inception and has been the President since January 2018.

Jordan Oxley
Independent Director
Appointed 1 January 2021

Mr. Jordan Oxley is an experienced financier with a robust background in energy and finance. Jordan is currently Managing Director of Energy Co-Invest, an energy developer with projects principally in renewable power generation and cleantech. Jordan began his career in central banking with the Governor of the Bank of Canada. He continued to progressively senior positions with financial, fintech, mining and energy companies. Jordan has held executive management over a billion dollars in transaction and enterprise value. With a focus on efficient outsourcing models and smaller teams of high-quality experts, Jordan has managed companies and divisions ranging from eight to 120 people.

Simon Fawcett
Chief Financial Officer
Appointed 1 January 2021

Mr. Simon Fawcett has an extensive background in finance having trained as an accountant with KPMG where he received his qualification as a Qualified Chartered Accountant. Simon has held numerous positions as Financial Director, Chief Investment Officer and Chief Executive at a range of entrepreneurial companies such as Pathe Entertainment Ltd, Atlantic Screen Music, Empyre Media Capital as well as funds and corporate finance firms such as Aramid Capital Partners and City and Westminster Financial Plc.

Directors' Report

The Directors present their report with the financial statements of the Company for the year ended 31 December 2020.

The Company's Ordinary Shares were originally admitted to listing on the London Stock Exchange, on the Official List pursuant to Chapters 14 of the Listing Rules, which sets out the requirements for Standard Listings, on 19 February 2015.

Principal Activities

The Company was formed originally to undertake acquisitions in the entertainment and leisure sectors with a particular focus on the attractions sector.

The company's planned acquisition of Cindrigo Energy Limited will involve renewable energy projects in the Ukraine built on broad Swedish expertise and experience in the waste to energy and biomass energy sector.

Review of Business in the Year

Further details of the Company's business and expected future development are also set out in the CEO's Statement, the Strategic and Operational Review and the Financial Reviews on pages 4 to 7.

Principal Risks and Uncertainties

The primary business risk is that there might not be a new project found, which brings cash flow and financing to the Company.

Directors

The Directors of the Company during the year and their beneficial interest in the Ordinary shares of the Company at 31 December 2020 were as follows:

Director	Position	Appointed	Resigned	Ordinary Shares	Options*
Mark Gustafson	CEO	24/12/2014	01/10/2020	10,150,000	280,000
George Lucan	Non-Exec	28/03/2019	07/09/2020	-	-
Rupert Baring	Non-Exec	21/09/2019	07/09/2020	-	-
Jonathan Tidswell-Pretorius	Non-Exec	27/05/2020	30/12/2020	-	-
Lars Guldstrand	CEO	07/09/2020	-	-	-
Mustaq Patel	Exec Director	07/09/2020	-	-	-
Jorgen Andersson	Chairman	01/10/2020	-	-	-
Lars Frithiof	Director	01/10/2020	03/11/2020	-	-
Dag Andresen	Director	03/11/2020	-	-	-

* *Options issued to Directors were issued under individual agreements with each Director on 8 September 2015.*

Substantial shareholders

As at 31 December 2020, the total number of issued Ordinary Shares with voting rights in the Company was 1,557,744.

The company undertook a share consolidation on 28th September 2020. Every 266.7609 of Existing Ordinary Shares of £0.01 were consolidated into one New Ordinary Share of £2.667609 each.

Save for the interests of the Directors, as at 12 April 2021, being the latest practicable date prior to publication of this Document, the Company has been informed of the following holdings of Ordinary Shares which represent more than 5 per cent of its issued share capital:

- Jarvis – 463,417 shares (29.8%)
- Vidacos Nominees 363,294 shares (23.3%)
- Interactive Investor Services Nominees Limited 120,979 shares (7.8%)
- HSBC Global Custody Nominee (UK) Limited 101,215 shares (6.5%)

Financial instruments

Details of the use of financial instruments by the Company are contained in notes 7 and 10 of these financial statements.

Dividends

The Directors do not propose a dividend in respect of the year ended 31 December 2020.

Going Concern

The financial information has been prepared on the assumption that the Company will continue as a going concern. Under the going concern assumption, an entity is ordinarily viewed as continuing in business for the foreseeable future with neither the intention nor the necessity of liquidation, ceasing trading or seeking protection from creditors pursuant to laws or regulations. In assessing whether the going concern assumption is appropriate, the Directors take into account all available information for the foreseeable future, in particular for the twelve months from the date of approval of the financial information.

At date of the issue of the financial statements the company remains in the process of agreeing the acquisition of Cindrigo Energy Limited. Cindrigo have provided funds to Challenger's solicitors to finance the acquisition and readmission of the company's shares to the London Stock Exchange.

Given this funding from Cindrigo the directors consider that the Company has adequate working capital available to meet its obligations to creditors as they fall due.

The Directors' objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders. At the date of this financial information, the Company had been financed from equity and convertible notes. In the future, the capital structure of the Company is expected to consist of convertible notes and equity attributable to equity holders of the Company, comprising issued share capital and reserves.

Auditors

The auditors, Macalvins Limited, have expressed their willingness to continue in office and a resolution to reappoint them will be proposed at the Annual General Meeting.

Statement of Directors' responsibilities

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

The Companies (Guernsey) Law, 2008 (as amended) requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs') as adopted by the EU and applicable law.

Under Companies (Guernsey) Law, 2008 (as amended), 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 for that period. In preparing these financial statements, the directors are required to:

- Select suitable accounting policies and apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- Prepare the financial statements on a 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 (Guernsey) Law, 2008 (as amended). 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.

They are further responsible for ensuring that the Directors' Report and other information included in the Annual Report and Financial Statements is prepared in accordance with applicable law in Guernsey.

The maintenance and integrity of the Challenger Acquisitions Limited website is the responsibility of the Directors

The CEO's statement, Strategic and Operational Review, and Financial Review, all of which are incorporated into this report, include a true and fair view of the development and performance of the business and the position of the Company and the undertakings included in the consolidation taken as a whole, together with a description of the principal risks and uncertainties that they face and provides information necessary for shareholders to assess the Company's performance, business model and strategies.

The financial statements, prepared in accordance with the applicable set of accounting standards, give a true and fair view of the assets, liabilities, financial position and profit or loss of the issuer and the undertakings included in the consolidation taken as a whole

Statement as to Disclosure of Information to Auditors
So far as each of the Directors is aware, there is no relevant audit information of which the Company's auditor is unaware and each has taken all the steps he ought to have taken as a Director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Corporate Governance Report

Introduction

The Board is committed to good corporate governance and because it is a Company listed on the Standard Segment of the Official List of the UK Listing Authority, the Company is not required to comply with the provisions of the UK Corporate Governance Code. However the Board sets out below its practices to ensure good corporate governance having due regard for the principles of the UK Corporate Governance Code to the extent appropriate for a company of this size and nature.

The Board meets regularly and is responsible for formulating, reviewing and approving the Company’s strategy, budgets, performance, major capital expenditure and corporate actions.

Set out below are Challenger's corporate governance practices for the year ended 31 December 2020 and, where applicable, its position for the current financial year.

Leadership

The Company is headed by an effective Board which is collectively responsible for the long-term success of the Company.

The role of the Board

The Board sets the Company's strategy, ensuring that the necessary resources are in place to achieve the agreed strategic priorities, and reviews management and financial performance. It is accountable to shareholders for the creation and delivery of strong, sustainable financial performance and monitoring the Company's affairs within a framework of controls which enable risk to be assessed and managed effectively. The Board also has responsibility for setting the Company's core values and standards of business conduct and for ensuring that these, together with the Company's obligations to its stakeholders, are widely understood throughout the Company. The Board has a formal schedule of matters reserved which is detailed later in this report.

Board Meetings

The core activities of the Board are carried out in scheduled meetings of the Board and its Committees. These meetings are timed to link to key events in the Company's corporate calendar and regular reviews of the business are conducted. Additional meetings and conference calls are arranged to consider matters, which require decisions outside the scheduled meetings. During 2020, the Board met on 8 occasions related to the proposed reverse takeover of Cindrigo Energy Limited, board changes, project reviews, an equity funding, a note conversion, and other corporate matters.

Outside the scheduled meetings of the Board, the Directors maintain frequent contact with each other to discuss any issues of concern they may have relating to the Company or their areas of responsibility, and to keep them fully briefed on the Company's operations.

Matters reserved specifically for the Board

The Board has a formal schedule of matters reserved that can only be decided by the Board. The key matters reserved are the consideration and approval of:

- The Company's overall strategy;
- Financial statements and dividend policy;
- Management structure including succession planning, appointments and remuneration;
- Material acquisitions and disposal, material contracts, major capital expenditure projects and budgets;
- Capital structure, debt and equity financing and other matters;
- Risk management and internal controls;
- The Company's corporate governance and compliance arrangements;
- Corporate policies.

Summary of the Board's work in the year

During 2020, the Board considered all relevant matters within its remit, but focused in particular on financing, board changes and the search for new potential projects.

Attendance at meetings:

Member	***Meetings held***	***Meetings attended***	***Attendance***
Mark Gustafson	3	3	100%
George Lucan	2	1	50%
Rupert Baring	2	2	100%
Jonathan Tidswell-Pretorius	5	5	100%
Jorgen Andersson	4	4	100%
Lars Guldstrand	5	5	100%
Mustaq Patel	5	4	80%
Dag Andresen	2	2	100%
Lars Frithiof	-	-	-

The Board is pleased with the high level of attendance and participation of Directors at Board meetings. Due to the early stage of the Company, no meetings of the Audit & Risk Committee or Remuneration Committee were held during the year, with all relevant business instead conducted at Board meetings.

The Chairman sets the Board Agenda and ensures adequate time for discussion.

Non-executive Directors

The non-executive Directors bring a broad range of business and commercial experience to the Company and have a particular responsibility to challenge independently and constructively the performance of the Executive management and to monitor the performance of the management team in the delivery of the agreed objectives and targets.

Non-executive Directors are initially appointed for a term of one year, which may, subject to satisfactory performance and re-election by shareholders, be extended by mutual agreement.

Delegations of authority

Board Committees

Once the Company grows beyond its early stages and expands its number of directors, the Board intends to delegate matters to two committees, namely an Audit & Risk Committee, and a Remuneration Committee. The memberships, roles and expected activities of these committees are detailed in separate reports: the Audit & Risk Committee from page 24 onwards, and the Remuneration Committee from page 20 onwards. Each committee will report to the Board and the issues considered at meetings of the committees are provided by the respective committee chairmen. The terms of reference of each committee are to be reviewed by the Board every other year.

Other governance matters

All of the Directors are aware that independent professional advice is available to each Director in order to properly discharge their duties as a Director. In addition, each Director and Board committee has access to the advice of the Company Secretary.

The Company Secretary

The Company Secretary is Mark Taylor who is retained on a consultancy basis. He is available to Directors and responsible for the Board complying with UK procedures.

Effectiveness

For the year under review the Board comprised of two Executive Directors and three Non-Executive Directors. Biographical details of the Board members are set out on pages 8 and 9 and the following pages of this report.

The Directors are of the view that the Board consists of Directors with an appropriate balance of skills, experience, independence and diverse backgrounds to enable them to discharge their duties and responsibilities effectively.

Independence

The Non-Executive Directors bring a broad range of business and commercial experience to the Company. The Board considers Jordan Oxley and Dag Andresen to be independent in character and judgement.

Appointments

The Remuneration Committee is responsible for reviewing the structure, size and composition of the Board and making recommendations to the Board with regards to any required changes.

Commitments
All Directors have disclosed any significant commitments to the Board and confirmed that they have sufficient time to discharge their duties.

Induction
All new Directors received an induction as soon as practical on joining the Board.

Conflict Of interest
A Director has a duty to avoid a situation in which he or she has, or can have, a direct or indirect interest that conflicts, or possibly may conflict with the interests of the Company. The Board has satisfied itself that there is no compromise to the independence of those Directors who have appointments on the Boards of, or relationships with, companies outside the Company. The Board requires Directors to declare all appointments and other situations which could result in a possible conflict of interest.

Board performance and evaluation
Challenger has a policy of appraising Board performance annually. Challenger has concluded that for a company of its current scale, an internal process administered by the Board is most appropriate at this stage.

Diversity and inclusion

The Company does not discriminate on the grounds of age, gender, nationality, ethnic or racial origin, non-job-related-disability, sexual orientation or marital status. The Company gives due consideration to all applications and provides training and the opportunity for career development wherever possible. The Board does not support discrimination of any form, positive or negative, and all appointments are based solely on merit.

Accountability
The Board is committed to providing shareholders with a clear assessment of the Company's position and prospects. This is achieved through this report and as required other periodic financial and trading statements. The Board has made appropriate arrangements for the application of risk management and internal control principles and these are detailed on page 18. Given the size of the company the Board as a whole has performed the duties of the audit and nomination committee as detailed on page 24 and the remuneration committee as detailed on page 20.

Going concern
The Company's business activities, together with factors likely to affect its future operations, financial position, and liquidity position are set out in the Strategic and Operational Review and the Financial Review sections of the Annual Report. In addition, note 4 to the financial statements discloses the Company's financial risk management practices with respect to its capital structure, liquidity risk, interest rate risk, credit risk, and other related matters. The directors consider the uncertainties below, to be applicable over the medium term

At date of the issue of the financial statements the company remains in the process of agreeing the acquisition of Cindrigo Energy Limited. Cindrigo have provided funds to Challenger's solicitors to finance the acquisition and readmission of the company's shares to the London Stock Exchange.

Given this funding from Cindrigo the director's consider that the company has adequate working capital available to meet its obligations to creditors as they fall due. The company has significant liabilities in respect of convertible loans note of £1,949k (of which £1,899k are past maturity date) and £445k in accrued interest. As at date of issue of the financial statements the company and the noteholders have agreed, conditional upon the acquisition of Cindrigo Energy Limited completing, that the existing, interest bearing loan notes, principal and accrued but unpaid interest, will be settled by the issue of new 10-year, zero coupon, convertible loan notes which the Company will be able to convert as soon as it is readmitted to listing. Therefore on admission, the liability causing the material uncertainty as to Challenger Acquisition Limited's ability to continue as a going concern, will be converted to equity. The financial statements do not include any adjustments that would be required if the going concern basis was not appropriate. Further details can be found in note 2 to the financial statements.

Internal controls

The Board of Directors reviews the effectiveness of the Company's system of internal controls in line with the requirements of the Code. The internal control system is designed to manage the risk of failure to achieve its business objectives. This covers internal financial and operational controls, compliances and risk management. The Company had necessary procedures in place during the year under review and up to the date of approval of the Annual Financial Report. The Directors acknowledge their responsibility for the Company's system of internal controls and for reviewing its effectiveness. The Board confirms the need for an ongoing process for identification, evaluation and management of significant risks faced by the Company. A risk assessment for each project is carried out by the Directors before making any commitments.

The Directors are responsible for taking such steps as are reasonably available to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Nomination

Currently due to the size of the Company there is no Nomination Committee. Nominations are considered by the whole Board. The Directors anticipate that a Nomination Committee will be established in the future when the size of the Company justifies it.

The Nomination Committee will review the composition and balance of the Board and senior management on a regular basis to ensure that the Board and senior management have the right structure, skills and experience in place for the effective management of the Company's business and are expected to meet twice a year.

Shareholder relations

Communication and dialogue

Open and transparent communication with shareholders is given high priority. The Directors are available to meet with institutional shareholders to discuss any issues and gain an understanding of the Company's business, its strategies and governance.

All Directors are kept aware of changes in major shareholders in the Company and are available to meet with shareholders who have specific interests or concerns. The Company issues its results promptly to individual shareholders and also publishes them on the Company's website: www.challengeracquisitions.com. Regular updates to record news in relation to the Company and the status of its projects are included on the Company's website.

Annual General Meeting

At every AGM individual shareholders are given the opportunity to put questions to the Chairman and to other members of the Board that may be present. Notice of the AGM is sent to shareholders at least 10 working days before the meeting. Details of proxy votes for and against each resolution, together with the votes withheld are announced to the London Stock Exchange and are published on the Company's website as soon as practical after the meeting.

Directors' Remuneration Report

The Remuneration Committee

During the year ended 31 December 2020, the full Board of the Company met to consider matters relating to remuneration and performed the duties as set out in the report. The Remuneration Committee now comprises Jorgen Andersson, Dag Andresen, Jordan Oxley and Lars Guldstrand.

Challenger's Remuneration Committee operate within the terms of reference approved by the Board.

Committee's main responsibilities

- The Remuneration Committee considers the remuneration policy, employment terms and remuneration of the Directors and reviews the remuneration of senior management;
- The Remuneration Committee's role is advisory in nature and it makes recommendations to the Board on the overall remuneration packages for Directors and senior management in order to attract, retains and motivates high quality executives capable of achieving the Company's objectives;
- The Remuneration Committee also reviews proposals for any share option plans and other incentive plans, makes recommendations for the grant of awards under such plans as well as approving the terms of any performance-related pay schemes.

Committee advisors

The Company consults with the Company's major investors and investor representative companies as appropriate. No Director takes part in any decision directly affecting his remuneration. No remuneration advisors were retained by the Remuneration Committee during the year.

Statement of Challenger's policy on Directors' remuneration

The Company's policy is to maintain levels of remuneration so as to attract, motivate, and retain Directors and senior executives of the highest calibre who can contribute their experience to deliver industry leading performance with the Company's operations. The remuneration package for Executive Directors comprises base fees and share incentive arrangements. The remuneration package for non-executive Directors comprises base fees and share incentive arrangements.

A meaningful proportion of executive and senior managements' remuneration is structured so as to link rewards to corporate and individual performance, align their interests with those of shareholders and to incentivise them to perform at the highest levels. The Remuneration Committee considers remuneration policy and the employment terms and remuneration of the Directors and makes recommendations to the Board of Directors on the overall remuneration packages for the Directors.

Service Agreements and Letters of Appointment

All of the service contracts with Directors are on an evergreen basis, subject to termination provisions. The appointment of Directors is subject to termination upon three or six months' notice.

No Directors who held office at 31 December 2020 had beneficial interests in the Ordinary Shares of the Company.

Terms of appointment

The services of the Directors, provided under the terms of agreement with the Company dated as follows:

Director	Year of appointment	Number of years completed	Date of current engagement letter
Lars Guldstrand	2020	0	07/09/2020
Mustaq Patel	2020	0	07/09/2020
Jorgen Andersson	2020	0	01/10/2020
Dag Andresen	2020	0	03/11/2020

Consideration of shareholder views

The Remuneration committee will consider shareholder feedback received and guidance from shareholder bodies. This feedback, plus any additional feedback received from time to time, is considered as part of the Company's annual policy on remuneration.

Policy for new appointments

Base salary levels will take into account market data for the relevant role, internal relativities, their individual's experience and their current base salary. Where an individual is recruited at below market norms, they may be re-aligned over time (e.g. two to three years), subject to performance in the role. Benefits will generally be in accordance with the approved policy.

For external and internal appointments, the Committee may agree that the Company will meet certain relocation and/or incidental expenses as appropriate.

Directors' emoluments and compensation (audited)

Set out below are the emoluments of the Directors for the year ended 31 December 2020 (GBP):

Name of Director	Short term employee benefits	Post-employment benefits	Other long term benefits	Termination benefits	Management fee	Total
Mark Gustafson	7,500	-	-	-	9,000	16,500
George Lucan	6,793	-	-	-	-	6,793
Rupert Baring	6,793	-	-	-	-	6,793
Lars Guldstrand	-	-	-	-	-	-
Mustaq Patel	-	-	-	-	-	-
Jorgen Andersson	-	-	-	-	-	-
Dag Andresen	-	-	-	-	-	-
Lars Frithiof	-	-	-	-	-	-
Jonathan Tidswell-Pretorius	-	-	-	-	-	-

Set out below are the emoluments of the Directors for the year ended 31 December 2019 (GBP):

Name of Director	Short term employee benefits	Post-employment benefits	Other long term benefits	Termination benefits	Management fee	Total
Mark Gustafson	10,000	-	-	-	12,000	22,000
Richard Marin	5,000	-	-	-	-	5,000
Gene Stice	5,000	-	-	-	-	5,000
George Lucan	8,389	-	-	-	-	8,389
Rupert Baring	5,000	-	-	-	-	5,000

The compensation for Directors who were remunerated is £10,000 per year. There were no accruals or payables as at 31 December 2020 in respect of outstanding fees for director services.

The former company secretary and Chief Financial Officer Mr. Kameisis billed Challenger a total of GBP 7,494 for their services in 2020. The services provided by Mr. Kameisis and other employees and are shown within administrative expenses.

None of the remuneration paid was subject to performance conditions.

Other matters

The Company does not currently have any annual or long-term incentive schemes in place for any of the Directors and as such there are no disclosures in this respect.

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

Report from the Audit & Risk Committee

The responsibilities of the Audit & Risk Committee were performed by the full Board during the year. The committee oversees the Company's financial reporting and internal controls, and provides a formal reporting link with the external auditors. The ultimate responsibility for reviewing and approving the Annual Report and Accounts and the half-yearly reports remains with the Board.

Main Responsibilities

The Audit Committee acts as a preparatory body for discharging the Board's responsibilities in a wide range of financial matters by:

- Monitoring the integrity of the financial statements and formal announcements relating to the Company's financial performance;
- Reviewing significant financial reporting issues and accounting policies and disclosures in financial reports;
- Overseeing that an effective system of internal control and risk management systems are maintained;
- Ensuring that effective whistle-blowing, anti-fraud and bribery procedures are in place;
- Considering the Company's internal audit requirements and making recommendations to the Board;
- Overseeing the Board's relationship with the external auditors and, where appropriate, the selection of new external auditors;
- Approving non-audit services provided by the external auditors, or any other accounting firm, ensuring the independence and objectivity of the external auditors is safeguarded when appointing them to conduct non-audit services;
- Ensuring compliance with legal requirements, accounting standards and the Listing Rules and the Disclosure and Transparency Rules.

The Audit and Risk Committee shall meet at least twice a year at appropriate intervals in the financial reporting and audit cycle and otherwise as required.

Governance

The Board requires that at least one member of the Audit Committee has recent and relevant financial experience. Mr Simon Fawcett, a member of the Audit Committee, has significant senior management experience covering all business areas, including finance. As a result the Board is satisfied that the Audit Committee has recent and relevant financial experience.

The current Chairman of the Audit Committee is Jorgen Andersson, the other members of the Audit Committee are Dag Andresen, Jordan Oxley and Simon Fawcett.

The Company's external auditors are Macalvins Limited and the Audit Committee will closely monitor the level of audit and non-audit services they provide to the Company. In the year ended 31 December 2020 Macalvins Limited performed non-audit services totalling £7,000.

External auditor

The Company's external auditors are Macalvins Limited. The external auditors have unrestricted access to the Audit Committee Chairman. The Committee is satisfied that Macalvins Limited has adequate policies and safeguards in place to ensure that auditor objectivity and independence are maintained. The external auditors report to the Audit Committee annually on their independence from the Company.

The current auditors, Macalvins Limited were first appointed by the Company in 2020. Having assessed the performance objectivity and independence of the Auditors, the Committee will be recommending the reappointment of Macalvins Limited as auditors to the Company at the next annual general meeting.

Independent Auditor's Report to the Members of Challenger Acquisitions Ltd

Opinion

We have audited the financial statements of Challenger Acquisitions Limited (company) for the year ended 31 December 2020 which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity and the statement of cash flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards as adopted by the European Union;
- have been prepared in accordance with the requirements of the Companies (Guernsey) Law 2008.

Basis for opinion

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

Material uncertainty related to going concern

We draw attention to note 2 to the financial statements, which details the factors the company has considered when assessing the going concern position. As detailed in note 2, the company has significant liabilities in respect of convertible loan notes that are past maturity date. The settlement of these loan notes are contingent on the Company's acquisition of Cindrigo which indicates there is a material uncertainty that exists that may cast significant doubt on the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Overview of our audit approach

Materiality

In planning and performing our audit we applied the concept of materiality. An item is considered material if it could reasonably be expected to change the economic decisions of a user of the financial statements. We used the concept of materiality to both focus our testing and to evaluate the impact of misstatements identified.

Based on our professional judgement, we determined overall materiality for the financial statements as a whole to be £14,200, based on 5% of the loss for the year from continuing operations.

We use a different level of materiality ('performance materiality') to determine the extent of our testing for the audit of the financial statements. Performance materiality is set based on the audit materiality as adjusted for the judgements made as to the entity risk and our evaluation of the specific risk of each audit area having regard to the internal control environment.

Where considered appropriate performance materiality may be reduced to a lower level, such as, for related party transactions and directors' remuneration.

We agreed with the Audit Committee to report to it all identified errors in excess of £710. Errors below that threshold would also be reported to it if, in our opinion as auditor, disclosure was required on qualitative grounds.

Overview of the scope of our audit

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we focussed on where the directors made subjective judgements, for example in respect of estimating the recoverability of the amounts receivable.

The company was subject to a full scope audit.

Key Audit Matters

Except for the matter described in the material uncertainty related to going concern, we have determined that there are no key audit matters to communicate in our report.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Companies (Guernsey) Law 2008 requires us to report to you if, in our opinion:

- proper accounting records have not been kept by the Company; or
- the Financial Statements are not in agreement with the accounting records and returns; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of the directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 12, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, we considered the following:

- the nature of the industry and sector, control environment and business performance including the design of the company's remuneration policies, key drivers for directors' remuneration, bonus levels and performance targets;

- results of our enquiries of management about their own identification and assessment of the risks of irregularities;

- identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of noncompliance;

- detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud;

- the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations;

These matters were discussed among the audit engagement team regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud. In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override.

We also obtained an understanding of the legal and regulatory frameworks that the company operates in, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. The key laws and regulations we considered in this context included the Companies (Guernsey) Law 2008 and local tax legislation.

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

Use of our report

This report is made solely to the company's members, as a body, in accordance with Companies (Guernsey) Law 2008. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Pankaj Rajani
Senior Statutory Auditor
For and on behalf of
Macalvins Limited
Statutory Auditor
7 St John’s Road
Harrow
Middlesex
HA1 2EY

Date: 15 June 2021

Statement of Comprehensive Income

The statement of comprehensive income is set out below.

	Note	Year ended 31 December 2020 £'000	Year ended 31 December 2019 £'000
Administrative expenses		(107)	(170)
Receipt of Star Sanctum monies		-	40
Operating profit / (loss)		(107)	(130)
Release of liabilities against a share of the New York Wheel	9	-	1,269
Finance costs	11	(196)	(203)
Profit / (Loss) before income taxes		(303)	936
Income tax expense	15	-	-
Profit / (Loss) after taxation		(303)	936
Profit / (Loss) for the year		(303)	936
Total comprehensive profit / (loss) attributable to owners of the parent		(303)	936
Earnings / (Loss) per share:			
Basic from continuing operations	16	(0.001)	0.003
Diluted from continuing operations	16	(0.001)	0.003

Statement of Financial Position

The statement of financial position as at 31 December 2020 is set out below:

	Note	As at 31 December 2020 £'000	As at 31 December 2019 £'000
Assets			
Current assets			
Cash and cash equivalents	7	5	16
Trade and other receivables	8	7	6
Short-term investments	9	22	22
Total current assets		**34**	**44**
Total assets		**34**	**44**
Equity and liabilities			
Capital and reserves			
Share capital account	6	8,394	8,364
Equity component of convertible instruments		106	106
Retained earnings		(10,887)	(10,690)
Total equity attributable to equity holders		**(2,387)**	**(2,220)**
Current liabilities			
Borrowings	10	1,949	1,923
Trade and other payables	12	472	341
Total current liabilities		**2,421**	**2,264**
Total equity and liabilities		**34**	**44**

Statement of Changes in Equity

The statement of changes in equity is set out below:

	Share Capital account £'000	**Equity component of convertible instruments £'000**	**Retained earnings £'000**	**Total £'000**
As at 1 January 2019	**8,324**	**106**	**(11,626)**	**(3,196)**
Profit for the year	-	-	936	936
Total comprehensive profit for the year	**-**	**-**	**936**	**936**
Transaction with owners				
Issue of shares	40	-	-	40
Equity component convertible notes: Release on settlement of convertible loans	-	-	-	-
Total	**40**	**-**	**-**	**40**
As at 31 December 2019	**8,364**	**106**	**(10,690)**	**(2,220)**

	Share Capital account £'000	Equity component of convertible instruments £'000	Retained earnings £'000	Total £'000
As at 1 January 2020	**8,364**	**106**	**(10,690)**	**(2,220)**
Profit for the year	-	-		
Total comprehensive loss for the year	**-**	**-**	**(303)**	**(303)**
Transaction with owners				
Issue of shares	30	-	-	**30**
Equity component convertible notes: Release on settlement of convertible loans	-	-	-	-
Capital contribution of funding by Cindrigo Limited	-	-	106	**106**
Total	**30**	**-**	**106**	**136**
As at 31 December 2020	**8,394**	**106**	**(10,887)**	**(2,387)**

Share capital comprises the Ordinary Shares issued by the Company.

Retained earnings represent the aggregate retained losses of the Company since incorporation.

Equity component of convertible instruments represents the equity element of instruments with a convertible element.

Statement of Cash Flows

The cash flow statement is set out below:

	Year ended 31 December 2020 £'000	Year ended 31 December 2019 £'000
Cash flow from operating activities		
Loss for the period before taxation	(303)	936
Non-cash profit Starneth agreement w/o interest	-	(1,269)
Premium paid on convertible loan note repayment	10	-
Net unrealised FX effect	(2)	25
Interest	186	194
Operating cash flows before movements in working capital	**(-109)**	**(114)**
(Increase)/Decrease in receivables	(1)	8
Decrease in accounts payable and accrued liabilities	(45)	(160)
Net cash used in operating activities	**(155)**	**(266)**
Investment		-
Payback from investments	-	213
Net cash outflow from investing activities	**-**	**213**
Issue of convertible instruments net of issue costs	89	-
Issue of share capital	-	40
Repayment of convertible instruments issued	(51)	-
Funding received from Cindrigo Limited	106	-
Net cash inflow from financing activities	**144**	**40**
Net decrease in cash and cash equivalents	**(11)**	**(13)**
Cash and cash equivalent at beginning of period	16	29
Cash and cash equivalent at end of period	**5**	**16**

There were significant non-cash transactions being the issue of share capital to settle convertible debt and interest. These are detailed in Note 10.

Notes to the financial statements

1. **GENERAL INFORMATION**

The Company was incorporated under section II of the Companies (Guernsey) Law 2008 on 24 November 2014, it is limited by shares and has registration number 59383.

The Company had an investment of US$3m in New York Wheel Investor LLC, a company that was set up to fund the equity component for the project to build a New York Wheel which includes an approximate 630 foot high observation wheel with 36 capsules, a 68,000 square foot terminal and retail building, and a 950 space parking garage. This investment was fully impaired as a result of the termination of the project and litigation between New York Wheel Investor LLC and one of the primary contractors. One share with a nominal value of US$1m was given to the former Starneth owners to pay the debt resulting from the second tranche of the purchase contract. The Company entered into an investment into the Dallas Wheel project. This investment was largely recovered during 2019 and the remaining amount should be paid back in the first half of 2021.

On the 19 August 2020, the company entered into a Letter of Intent of Intent with Cindrigo Limited and Cindrigo Energy Limited, which are part of a group of companies pursuing renewable energy projects in the Ukraine.

The company has since entered into an agreement with Cindrigo Energy Limited in respect of a proposal involving the acquisition of Cindrigo Energy Limited and its wholly owned subsidiary Cindrigo Limited. The Acquisition will proceed pursuant to a new Plan of Arrangement under the British Columbia Business Corporations Act. Under the proposed arrangement the company will acquire each share in the issued share capital of Cindrigo Energy Limited in exchange for one new share issued by the company. As a result of the proposed exchange the current shareholders of Cindrigo Energy Limited would hold some 96.5% of the enlarged issued share capital of the company.

The Acquisition constitutes a reverse takeover for the Company.

It is anticipated that in due course the shares of Cindrigo Limited will be distributed to the company following completion of the acquisition and Cindrigo Energy Limited will then be liquidated.

The Company intends to make an application for its enlarged ordinary share capital to be readmitted to the standard segment of the Official List of the FCA and to trading on the Main Market of the London Stock Exchange.

The Company’s registered office is located at PO Box 186, Royal Chambers, St Julian’s Avenue, St. Peter Port, Guernsey GY1 4HP, Channel Islands.

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation

The financial statements of Challenger Acquisitions Limited for the year ended 31 December 2020 have been prepared in accordance with International Financial Reporting Standards as adopted by the EU (IFRS's as adopted by the EU), issued by the International Accounting Standards Board (IASB), including interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC) applicable to the companies reporting under IFRS.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

The financial information has been presented in British Pound (£), being the functional currency of the Company.

Going concern

At 31 December 2020 the company had net current liabilities of £2,387k. The financial statements have been prepared on the assumption that the Company will continue as a going concern. Under the going concern assumption, an entity is ordinarily viewed as continuing in business for the foreseeable future with neither the intention nor the necessity of liquidation, ceasing trading or seeking protection from creditors pursuant to laws or regulations. In assessing whether the going concern assumption is appropriate, the Directors take into account all available information for the foreseeable future, in particular for the twelve months from the date of approval of the financial information.

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future due the financing provided by Cindrigo Limited to complete the reverse takeover and readmission to the Main Market of the London Stock Exchange. The company has significant liabilities in respect of convertible loans note of £1,949k (of which £1,899k are past maturity date) and £445k in accrued interest. As at date of issue of the financial statements the company and the noteholders have agreed, conditional upon the acquisition of Cindrigo Energy Limited completing, that the existing, interest bearing loan notes, principal and accrued but unpaid interest, will be settled by the issue of new 10-year, zero coupon, convertible loan notes which the Company will be able to convert as soon as it is readmitted to listing. Therefore on admission, the liability causing the material uncertainty as to Challenger Acquisition Limited's ability to continue as a going concern, will be converted to equity.

The Directors' objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders. At the date of this financial information, the Company had been financed from equity and convertible notes. In the future, the capital structure of the Company is expected to consist of convertible notes and equity attributable to equity holders of the Company, comprising issued share capital and reserves.

New standards, interpretations and amendments effective from 1 January 2020

There were no new standards or interpretations effective for the first time for periods beginning on or after 1 January 2020 that had a significant effect on the company's financial statements.

Standards and interpretations issued but not yet applied

A number of new standards and amendments to standards and interpretations have been issued but are not yet effective.

The directors do not expect that any of these standards and interpretations will have a material impact on the financial statements of the company.

Segment Reporting

For the purpose of IFRS 8, the Chief Operating Decision Maker "CODM" takes the form of the board of directors. The Directors are of the opinion that after the sale of the Starneth entities the business of the Company comprised a single activity, being the identification and acquisition of target companies or businesses in the energy sector.

Foreign Currency Translation

Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in British Pounds (GBP), which is Challenger Acquisitions functional and presentation currency.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. Foreign exchange gains and losses are presented in the statement of profit or loss, within finance income or finance costs.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities such as equities held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equities classified as available-for-sale financial assets are recognised in other comprehensive income.

Fair value of assets

Assets are tested for fair value whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. A reduction in fair value is recognised 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 of disposal and value in use. For the purposes of assessing fair value, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered a significant reduction in fair value are reviewed for possible reversal of the significant reduction in fair value at the end of each reporting period.

Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

Investments and other financial assets

Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the company commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the company has transferred substantially all the risks and rewards of ownership.

Measurement

At initial recognition, the company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

The Company's investments in corporate debt securities which are held within a business model whose objective is achieved both by collecting contractual cash flows and by selling securities are classified as held at fair value through profit or loss (FVTPL).

Investments in equity securities have been classified as measured at FVTPL.

Interest income from financial assets at fair value through profit or loss is included in the net gains/(losses). Interest on financial assets held at amortised cost, calculated using the effective interest method is recognised in the statement of profit or loss as part of revenue from continuing operations.

Impairment of financial assets

Financial assets are assessed for indicators of decline in fair value at the end of the reporting period. The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate.

For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in profit or loss.

Income recognition

Interest income

Interest income is recognised using the effective interest method. When a receivable is impaired, the company reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loans is recognised using the original effective interest rate.

Trade and other payables

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

The fair value of the liability portion of a convertible bond is determined using a market interest rate for an equivalent non-convertible bond. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or maturity of the bonds. The remainder of the proceeds is allocated to the conversion option. This is recognised and included in shareholders' equity, net of income tax effects.

Employee benefits

Short term obligations

Liabilities for wages and salaries, including non-monetary benefits and accumulating sick leave that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

Share based payments

Employee options

The fair value of options granted is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (eg the entity's share price)
- excluding the impact of any service and non-market performance vesting conditions (eg profitability, sales growth targets and remaining an employee of the entity over a specified time period), and

- including the impact of any non-vesting conditions (eg the requirement for employees to save or holdings shares for a specific period of time).

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

Social security contributions payable in connection with an option grant are considered an integral part of the grant itself and the charges are treated as cash-settled transactions.

The options are administered by Challenger Acquisitions Limited. When the options are exercised, Challenger Acquisitions Limited transfers the appropriate amount of shares to the employee. The proceeds received net of any directly attributable transaction costs are credited directly to equity.

Contributed equity

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity under share capital as a deduction, net of tax, from the proceeds.

Earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the company, excluding any costs of servicing equity other than ordinary shares
- by the weighted average number of ordinary shares outstanding during the financial year.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares, and
- the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

3. CRITICAL ESTIMATES, JUDGEMENTS AND ERRORS

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the company’s accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be wrong. Detailed information about each of these estimates and judgements is included together with information about the basis of calculation for each affected line item in the financial statements. In addition, this note also explains where there have been actual adjustments this year as a result of an error and of changes to previous estimates.

Significant estimates and judgements

The areas involving significant estimates or judgements are:

- Going concern
  See accounting policies (note 2) for details of the assessment made.
- Fair value of the Investments
  The equity units in New York Wheel Investor LLC are not quoted. Based on the developments of the New York Wheel, mainly in regard to the full stop of the construction works and the communication in regard to the failure to secure additional funds, the Directors do not believe that the project will be completed. Hence the directors took the decision to fully impair the asset.

  The loan given to the Dallas Wheel project has been almost fully paid back until the balance sheet date. From the initial 300k USD outstanding there were 25k USD outstanding at the end of 2020. Although the project is suffering liquidity shortfalls at the moment, the directors believe that the remaining 25k USD will be collected over the course of 2021.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

4. FINANCIAL RISK MANAGEMENT

This note explains the Company's exposure to financial risks and how these risks could affect the Company's future financial performance. Current year profit and loss information has been included where relevant to add further context.

Risk	Exposure arising from	Measurement	Management
Market risk – foreign exchange	Future commercial cash flows not denominated in GBP	Cash flow forecasting Sensitivity analysis	No hedging
	Recognised financial assets and liabilities not denominated in GBP		No hedging

Credit risk	Cash and cash equivalents, trade receivables, other receivables	Aging analysis Credit ratings	Diversification of bank deposits. Follow-ups to loan investment
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities

Foreign exchange risk

The Company is especially focused on the currency pairs USD/GBP. The Company's only active investment is denominated in USD.

The company's exposure to foreign currency risk at the end of the reporting period, expressed in £'000 was as follows:

Currency	Assets in CCY	Assets in GBP	10% change	Liabilities in CCY	Liabilities in GBP	10% change
USD	26	22	(2)	-	-	-
EUR	-	-	-	-	-	-
CHF	-	-	-	-	-	-

The company's exposure to foreign currency risk at the end of the prior period, expressed in £'000 was as follows:

Currency	Assets in CCY	Assets in GBP	10% change	Liabilities in CCY	Liabilities in GBP	10% change
USD	27	23	(2)	-	-	-
EUR	1	1	-	-	-	-
CHF	-	-	-	-	-	-

During the year, £6k foreign-exchange related losses were recognised in profit or loss.

As described above the company is primarily exposed to changes in the USD/GBP exchange rate. The sensitivity of profit or loss to changes in the exchange rates as summarized in the above table arises mainly from the company's USD denominated asset.

Interest rate risk

The company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in IFRS 7, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Credit risk

Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables. To limit the risk the company's main cash resources are held with banks with a minimum external rating of A.

Liquidity Risk

The Company currently holds cash balances to provide funding for normal trading activity. Trade and other payables are monitored as part of normal management routine.

As at 31 December 2020 all financial assets were classified at fair value. A maturity analysis of the Company's financial assets is as follows:

	As at 31 December 2020 £'000	**As at 31 December 2019 £'000**
0 to 3 months	12	22
3 to 6 months	-	22
6 months +	22	-
Total	34	44

As at 31 December 2020 all financial liabilities were classified at amortised cost. A maturity analysis of the Company's financial liabilities based on contractual undiscounted payments is as follows:

	As at 31 December 2020 £'000	**As at 31 December 2019 £'000**
0 to 3 months	2,421	2,264
3 to 6 months	-	-
6 months +	-	-
Total	2,421	2,264

5. BUSINESS SEGMENTS

For the purpose of IFRS 8, the Chief Operating Decision Maker "CODM" takes the form of the board of Directors. The Directors are of the opinion that after the sale of the Starneth entities the business of the Company comprised a single activity, being the identification and acquisition of target companies or businesses in the energy sector.

6. SHARE CAPITAL

Issued and fully paid	Number of shares	Share capital account £'000
At 31 December 2019	296,001,572	8,364
Issue of shares	119,535,676	30
Capital consolidation	(413,979,504)	-
At 31 December 2020	1,557,774	8,394

On the 6 January 2020 the company allotted 19,535,676 new ordinary shares of £0.01 each to holders of the Unsecured Convertible Note issued 8 June 2017, comprising 16,479,895 for the conversion of £25k of notes and a further 3,055,781 New Ordinary Shares for accumulated interest.

On the 7 September 2020 the company has allotted 100,000,000 new ordinary shares of £0.01 each to holders of the Unsecured Convertible Note issued 8 June 2017 for the conversion of £100,000 of the principal value of the Notes.

The company undertook a share consolidation on 28th September 2020. Every 266.7609 of Existing Ordinary Shares of £0.01 were consolidated into one New Ordinary Share of £2.667609 each.

7. CASH AND CASH EQUIVALENTS

	2020 £'000	2019 £'000
Cash at bank and in hand	5	16
Total cash and cash equivalents	5	16

8. TRADE AND OTHER RECEIVABLES

	2020 £'000	2019 £'000
Prepayments	7	6
Total trade and other receivables	7	6

9. INVESTMENTS

	Short-term Investments £'000
Fair value	
At 31 December 2018	234
Repayments Dallas Wheel	(212)
At 31 December 2019	22
At 31 December 2020	22

The company holds investments in the New York Wheel Investor LLC, which is fully written off and the Dallas Wheel Project, which is shown under short-term investments.

In the 2018 the Company invested USD 300k into the Dallas Wheel project. This financing was in the form of a convertible loan. On 31 December 2018 the Company signed a contract to change the repayment terms for its investment in the Dallas wheel. The Company received in 2019 USD 275k and should receive the outstanding USD 25k plus interest during 2021. As the majority has already been paid back, the Directors do not see any indications that the small remaining amount should be impaired. The fair value of the Dallas wheel investment was £22k as at year end.

The equity units in New York Wheel Investor LLC are not quoted, in the prior year the Directors had regard to recent transactions in equity units of the New York Wheel and therefore assessed the value as a level 3 valuation. As the project has been stopped and the probability of the project restarting is very low, the investment in the New York Wheel was written off in full.

A further unit of the New York Wheel investment is held as security over the 29 January 2016 convertible loan.

10. Borrowings

Current	2020 £'000	2019 £'000
Convertible notes	1,949	1,923
Deferred cash consideration	-	-
	1,949	1,923

	Note 1 £'000	Note 2 £'000	Note 3 £'000	Note 4 £'000	Total £'000
Balance at 31 December 2018 (liability)	1,089	821	-	-	1,910
Balance at 31 December 2018 (equity)	106	-	-	-	106
Finance Charge	102	79	-	-	173
(Increase)/decrease in accrued interest	(101)	(66)	-	-	(167)
Balance at 31 December 2019 (liability)	1,090	833	-	-	1,923
Balance at 31 December 2019 (equity)	106	-	-	-	106
Issue of Note 3	-	-	40	-	40
Issue of Note 4	-	-	-	49	
Finance Charge	102	66	1	1	170
Increase/decrease in accrued interest	(101)	(66)	-	-	(167)
Premium on Note 3	-	-	10	-	10
Repayment of Note 3	-	-	(51)	-	(51)
Partial conversion of Note 2	-	(25)	-	-	(25)
Balance at 31 December 2020 (liability)	1,091	808	-	50	1,949
Balance at 31 December 2020 (equity)	106	-	-	-	106

*notes issued during the year are presented net of conversion costs

Note 1

On 29 January 2016, the Company issued further £1 million of secured convertible notes. The notes are unlisted, secured, transferable and convertible. Maturity date is 30 June 2019. The Secured Convertible Notes are secured by one common unit of New York Wheel Investor LLC, representing a total value US$1 million. Interest is accrued at 8% per annum and payable quarterly. One eighth of the interest can be settled in cash or shares at the Company's discretion. Seven eighths of the interest is settled in new convertible notes with the same terms. The notes are convertible in cash or shares at the option of the holder and can be converted into Ordinary Shares at a fixed conversion price of £0.80 per Ordinary Share. The Company can redeem the notes at a 10% premium anytime. As per the nature of this convertible instrument, £106k has been recognised as an equity component in of convertible instruments in statement of changes of equity, using a discount rate of 12%. Despite reaching maturity, this note is still outstanding and continues to accrue interest in accordance with the interest terms stated.

Note 2

The last tranche of £400,000 of the £1 million funding facility announced by the Company on 13 June 2017, has been drawn on 18 January 2018 and subsequently the Company has issued convertible note for £400,000. The notes are unlisted, unsecured, transferable and convertible. Maturity date is 8 June 2019. No conversions can happen in the first 120 days. The maximum amount that can be converted in any 30 day period is 20% of the principal amount. The conversion price is the lowest volume weighted average price over 10 days prior to the conversion. Interest rate is 8% per annum and payable upon conversion at the Company's option in cash or ordinary shares at the conversion price. The Company can redeem in cash all or any part of the outstanding convertible note with a 25% premium to the principal amount. Despite reaching maturity this note is still outstanding and continues to accrue interest in accordance with the interest terms stated

On the 6 January 2020 the company allotted 19,535,676 new ordinary shares of £0.01 each to holders of the Unsecured Convertible Note, comprising 16,479,895 for the conversion of £25,000 of notes and a further 3,055,781 New Ordinary Shares for accumulated interest.

Note 3

The company received £40,800 (US $50,000) pursuant to the issue of an unsecured convertible on 27 May 2020. The noteholder may convert all or part of the principal amount of its notes into ordinary shares of the Company ('Ordinary Shares') at any time at a fixed conversion price of 0.1p per Ordinary Share. The notes are unlisted, unsecured, transferable and must be redeemed by the Company on 19 May 2021, at the Company's option in cash or in Ordinary Shares at 0.1p per Ordinary Share. Interest is accrued at 5% per annum and payable quarterly, or upon conversion, at the Company's option in cash or by issuing Ordinary Shares. At any time the Company can redeem in cash all or any part of the outstanding notes from the holder at a 25% premium to the principal amount of such notes. The notes were redeemed in cash in September 2020.

Note 4

The company issued £52,000 in unsecured convertible notes on 21 September 2020. The noteholder may convert all or part of the principal amount of its notes into ordinary shares of the Company ('Ordinary Shares') at any time at a fixed conversion price of 0.1p per Ordinary Share. The notes are unlisted, unsecured, transferable and may be redeemed by the Company on 19 May 2021, at the Company's option in cash or in Ordinary Shares at 0.1p per Ordinary Share. Interest is accrued at 5% per annum and payable quarterly, or upon conversion, at the Company's option in cash or by issuing Ordinary Shares. At any time the Company can redeem in cash all or any part of the outstanding notes from the holder at a 25% premium to the principal amount of such notes.

11. FINANCE INCOME AND COSTS

	2020 £'000	2019 £'000
Interest Income	-	(7)
Bank charges	10	10
Interest on convertible loan notes	173	194
Interest on deferred consideration and other interest payables		-
Net foreign exchange costs	3	6
Premium to settle convertible loan	10	-
Finance costs	196	203

12. TRADE AND OTHER PAYABLES

	2020 £'000	2019 £'000
Trade payables	-	15
Accrued expenses	472	326
Total trade and other payables	472	341

13. EMPLOYEE BENEFIT EXPENSE

	2020 £'000	2019 £'000
Wages and salaries	19	33
Share options granted to directors, employees and key advisers	-	-
	19	33

14. DIRECTORS' EMOLUMENTS

The Directors were paid emoluments of £19k as directors' fees during the period under review (£33k in 2019). Of the £19k, £7.5k were the director's fees for Mark Gustafson. Mr. Gustafson billed an additional £9k (2019: £12k) as management fees, booked under administrative expenses. At 31 December 2020 a total amount of £nil (2019: £11k) was unpaid and due to Mr. Gustafson for management services and director fees. The total compensation for Mr. Gustafson in the year under review was £7.5k (2019: £22k).

These details and the details for the other Directors can be found within the Director's remuneration report on page 22.

The Directors were the key management personnel of the Company.

15. TAXATION

Challenger Acquisitions Limited is a Guernsey Corporation subject to a corporate tax rate of nil, as at 31 December 2020. There are no unrecognised tax losses.

16. EARNINGS PER SHARE

The calculation for earnings per share (basic and diluted) for the relevant period is based on the profit / loss after income tax attributable to equity holder for the period ending 31 December 2020 and is as follows:

31 December 2020

Loss from continued operations attributable to equity holders (£)	(303,000)
Weighted average number of shares	238,106,119
Loss per share basic (£)	(0.001)
Weighted average number of shares for dilutive calculation	238,106,119
Loss per share diluted (£)	(0.001)

31 December 2019

Profit from continued operations attributable to equity holders (£)	936,000
Weighted average number of shares	276,250,887
Profit per share basic (£)	0.003
Weighted average number of shares for dilutive calculation	276,250,887
Profit per share diluted (£)	0.003

Basic earnings per share is calculated by dividing the loss after tax attributable to the equity holders of the company by the weighted average number of shares in issue during the year.

Diluted loss per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all potential dilutive ordinary shares namely the conversion of the convertible loan note in issue. The effect of these potential dilutive shares would be anti-dilutive and therefore are not included in the above calculation of diluted earnings per share.

17. RELATED PARTY TRANSACTIONS

There were no related party transactions except for the transactions disclosed in Note 14 to the accounts.

18. COMMITMENTS

The Company had not entered into any material commitments as at 31 December 2020.

19. SHARE BASED PAYMENTS

On 29 July 2015, options to acquire 615,000 Ordinary Shares ("Options 2015") were granted to employees and consultants. On 8 September 2015, options to acquire 730,000 Ordinary Shares ("Options 2015") were granted to the directors of the company. These Options 2015 have a fixed exercise price of 40 pence, and are exercisable in the following tranches; 25% as from the date of grant and 25% every twelve months thereafter (and are therefore fully vested after three years). They cannot be exercised after the 5th anniversary of the grant. The Company has no legal or constructive obligation to repurchase or settle the options in cash.
On 7 January 2016, options to acquire 160,000 Ordinary Shares ("Options 2016") were granted to consultants. These options have a fixed exercise price of 45 pence, and are exercisable in the following tranches:

Movements in the number of share options outstanding and their related weighted average exercise prices are as follows: 25% as from the date of grant and 25% every twelve months thereafter (and are therefore fully vested after three years). They cannot be exercised after the 5th anniversary of the grant. The Company has no legal or constructive obligation to repurchase or settle the options in cash.

	2020		2019	
	Average exercise price in £ per share option	Options (thousands)	Average exercise price in £ per share option	Options (thousands)
0.41	0.41	1,093	0.41	1,093
Granted	0.00	-	0.00	-
Forfeited	0.00	-	0.00	-
Exercised	0.00	-	0.00	-
Expired	0.00	(933)	0.00	-
End of period	0.00	160	0.41	1,093

Out of the outstanding 160,000 (2019: 1,092,500) share options 160,000 (2019: 1,092,500) were exercisable. No options were exercised in 2019 and 2020.

Share options outstanding at the end of the year have the following expiry date and exercise prices:

Grant-vest	Expiry date	Exercise price in £	Share options (thousands)
			2020
2016-01	2021-01	0.45	160
			160

303,000 share options granted in January 2015 expired in July 2020.

630,000 share options granted in February 2015 expired in September 2020.

The weighted average fair value of the Options 2015 determined using the Black-Scholes valuation model was 1.4 pence per option. The significant inputs to the model were share price of 38 pence at the grant date, exercise price of £0.40, volatility of 14%, dividend yield of 0% an expected option life (to expiry) of 5 years with 25% vesting each year and an annual risk free interest rate of 0.5%. The volatility measured at the standard deviation of continuously compounded share returns is based on the statistical analysis of daily share prices from listing of the Company until the grant date.

The weighted average fair value of the Options 2016 determined using the Black-Scholes valuation model was 2.49 pence per option. The significant inputs to the model were share price of 37.5 pence at the grant date, exercise price of £0.45, volatility of 14%, dividend yield of 0% an expected option life (to expiry) of 5 years with 25% vesting each year and an annual risk free interest rate of 0.5%. The volatility measured at the standard deviation of continuously compounded share returns is based on the statistical analysis of daily share prices from listing of the company until the grant date.

20. SUBSEQUENT EVENTS

There are no subsequent events requiring disclosure in the financial statements.

21. ULTIMATE CONTROLLING PARTY

As at 31 December 2020, no one entity owns greater than 50% of the issued share capital. Therefore the Company does not have an ultimate controlling party.