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HeLIX EXPLORATION

HELIX EXPLORATION PLC

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 30 SEPTEMBER 2024

COMPANY INFORMATION

Directors or Board	Mr Wheeler "Bo" Moore Sears JR – Chief Executive Officer
	Mr David James Minchin – Executive Chairman
	Mr Ryan Paul Neates – Chief Financial Officer
	Mr Keith Dean Spickelmier – Non-Executive Director
	Mr Gregg Peters – Non-Executive Director
Company number	15160134
Company Secretary	Orana Corporate LLP
Registered office & place of operations	Eccleston Yards 25 Eccleston Place London, SW1W 9NF
Independent Auditors	Kreston Reeves LLP 2nd Floor 168 Shoreditch High St London, E1 6RA
Nominated Advisor	Cairn Financial Advisers LLP 107 Cheapside 9th Floor London, EC2V 6DN
Brokers	H & P Advisory Limited, 3rd Floor, 7-10 Chandos Street, London, WIG 6YD
	Oak Securities 90 Jermyn Street, London, SW1Y 6JD
	SI Capital Limited, 67 Grosvenor Street, London, W1K 3JN

Brokers	Tavira Securities Limited 13, 88 Wood St, London EC2V 7DA
Registrars	Share Registrars Limited 27/28 Endcastle Street London, W1W 8DH
Financial Public Relations	Camarco 40 Strand London, WC2N 5RW
Website	https://www.helixexploration.com/

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HELIX EXPLORATION PLC – COMPANY NUMBER 15160134
CHAIRMAN'S STATEMENT
FOR THE PERIOD ENDED 30 SEPTEMBER 2024

Introduction

I am pleased to present the consolidated annual financial results for Helix Exploration Plc (the "Company" or "Helix ") and all of its subsidiaries collectively referred to as (the "Group") for the period ended 30 September 2024.

The period under review has been a transformational period for the Group. On a corporate level, Helix was successfully admitted to the AIM segment of the London Stock Exchange successfully completing an oversubscribed placing to raise £7.5 million on IPO in April 2024. Since then, the share price has performed extremely well in a difficult economic environment, and the team has continued to deliver value to shareholders through hitting a number of key milestones.

On the M&A front the Group completed the acquisition of the Rudyard Project in June 2024, paying $250,000 for 5,600 acres within a previously tested and identified helium structure in the Rudyard area of Hill County, Montana, which has previously tested helium at significant flow rates.

On the operational front, Helix has delivered an aggressive exploration programme with two wells drilled and tested in the 8 months since listing. These wells have delivered exceptional results, with Clink #1 identifying both high-grade helium and hydrogen within the Ingomar Dome while Darwin #1 proved an economic helium discovery on the Rudyard Project.

Post period, the Group is now focused on fast-tracking the development of the Rudyard Project, targeting first production in Q2 2025. Rudyard offers excellent economics, taking advantage of existing infrastructure to generate net revenue of $115 - $220m over a 12.5-14 year life of field. The project has potential to generate peak sustained post-tax profit of $15 - $25m per year, giving Helix the freedom to pursue exploration and further M&A targets within the resource rich Montana and beyond, while self-financing development and growing Helix into a strategic helium producer for the USA market.

Rudyard continues to exceed expectations with the calculation of a reserve 355 million cubic feet of recoverable helium, representing economically recoverable helium in place. Rudyard has a further 280 million cubic feet of recoverable helium remaining as contingent resources in the southern end of the Rudyard domal anticline, representing global reserves plus resources of 635 million cubic feet of helium and demonstrating potential upside that could be achieved by a successful extended well test in the southern end of the dome.

Helix has already begun executing the development plan, with the acquisition of a Xebec PSA processing plant for only $500,000 – or roughly 10% the cost of a new plant – saving capital while also allowing the Group to accelerate timeline to production. The Group continues to be well funded through the recent completion of a £5m placement providing sufficient capital to bring Rudyard into production.

I would like to take this opportunity to thank the Board, the CEO and consultants for all their efforts and continued dedication in what has been an incredibly busy period for the Group. I would also like to thank the State of Montana and landowners for their continued support which has enabled the Group to advance its operations at such a dramatic pace. We look forward to continuing our work with them in the year ahead, as we continue to grow a disruptive helium and hydrogen company to supply the US market and beyond while creating significant value for long-term shareholders.

David Minchin
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David Minchin
Executive Chairman
14 February 2025

Introduction

Since our IPO in April 2024, Helix has made tremendous strides in executing our vision and delivering value to our shareholders. In just ten months, we have demonstrated our ability to overcome challenges, capitalize on opportunities, and establish ourselves as a leader in helium exploration.

Our journey began with the drilling of the Clink #1 well in Rosebud County, where we encountered sloughing shales that tested our resolve. Thanks to the expertise and perseverance of our drilling team and consulting engineers at Petroleum Consultants LLC, we successfully completed the well. Now, we eagerly anticipate re-entering Clink #1 in the coming weeks to test the Charles formation, which showed the highest helium readings in our mud system during drilling.

Following Clink #1, we drilled the Darwin #1 well in Hill County, Montana—a turning point for Helix. Darwin #1 proved to be a commercial success, far exceeding our expectations in both flow rates and the scale of the structure. This discovery significantly expanded our helium play, enabling us to develop a project capable of feeding multiple wells into a helium processing plant. The Rudyard Field is emerging as a world-class primary helium exploration play, and we are excited about its potential, particularly following the positive results from Darwin #1. As a result, we are planning to drill at least two additional wells in the field as part of our wider 2025 drilling programme.

Simultaneously, we are making significant progress on the infrastructure necessary to support our production. We acquired a helium processing plant at a tremendous value and are currently undergoing refurbishment work led by Wikota Design, whose engineering expertise has been instrumental in bringing the facility back to full functionality. We anticipate moving the plant to Rudyard by the end of summer 2025, a critical step toward establishing Helix as a leading helium producer within the US.

Looking ahead, we remain laser-focused on value creation. We are not an organisation that chases marginal assets, we will only pursue projects that have tremendous merit and the potential to create long-term value. Our strategic approach and disciplined execution will make Helix the first helium producer in the State of Montana, a milestone we are extremely proud of.

Montana offers incredible potential, its business-friendly environment, hardworking people, and commitment to innovation align perfectly with our mission. We are grateful to our vendors, engineers, and partners who help drive our success every day.

As we move into 2025 and beyond, we are not slowing down. Helix Exploration is committed to pushing boundaries, seizing opportunities, and delivering results. We encourage our shareholders to stay tuned as there are exciting times ahead.

...Bo Sears..............

Bo Sears
Chief Executive Officer
14 February 2025

KEY PERSONNEL

FOR THE PERIOD ENDED 30 SEPTEMBER 2024

Key personnel of the Group are comprised of the Directors:

Wheeler ("Bo") Moore Sears Jr (aged 54) – Chief Executive Officer

Mr Sears currently serves as the President of H2Helium LLC since 2020 and Oklahoma Oil Company since 2019, the latter merged with Inter-American Corporation, both established by his father, Wheeler M Sears. Previously he was Chief Technical Officer at The Edelgas Group from 2022-2023, and President of Weil Helium LLC from 2012-2019. Mr Sears graduated from the University of Mississippi in 1994 with a BSc in Political Science and Government, followed by an MBA from the University of Dallas in 2002. He published 'Helium: The Disappearing Element' in 2015.

David James Minchin (aged 43) – Executive Chairman

Mr Minchin has significant experience in the exploration space and was previously the Chief Executive Officer at Helium One Ltd from 2020-2023 and ScandiVanadium from 2018-2020. Prior to this Mr Minchin was Director Geology at African Minerals Exploration & Development (AMED) from 2013-2018 and Senior Geologist at Cleveland Potash from 2006-2013. Mr Minchin's early career was as a geologist with Rio Tinto and the British Geological Survey. He graduated from the University of Southampton in 2004 with an MSc in Geology.

Ryan Paul Neates (aged 33) – Chief Financial Officer

Mr Neates holds a Bachelor of Commerce from the University of Western Australia and is a member of Chartered Accountants Australia & New Zealand with 10 years plus experience in finance across public and private sectors. Mr Neates has extensive experience in the public small cap space through his role as Director of Operations at the Corporate Advisory firm, Orana Corporate LLP and also acts as the finance director (non-board) on a number of other publicly listed companies.

Keith Dean Spickelmier (aged 63) – Independent Non-Executive Director

Mr Spickelmier graduated from the University of Nebraska at Kearney in 1983 and subsequently gained a law degree, JD (Juris Doctor) in 1986 from the University of Houston. He became a Partner at the law firm Verner, Liipfert, Bernhard, McPherson and Hand prior to establishing Westside Energy. Mr Spickelmier currently serves as Chairman of Sintana Energy Inc, previously Northbrook Energy since 2008, co-Founder and Director of BlockMetrix LLC since 2021 and co-Founder and Chairman of Discovery Energy Corp since 2012. Previously, he was co-Founder and Chairman of Westside Energy Corp from 2004-2012, co-Founder and Chairman of JK Acquisition from 2005-2010 and co-Founder and Chairman of Willow Park Cable, LLC from 1998-2007.

Gregg Peters – Non-Executive Director (aged 60) – Independent Non-Executive Director

Mr Peters currently serves as a Non-Executive Director at Blue Star Helium Ltd since 2023 and Chief Operating Officer at Edelgas Group since 2022. Additionally, he is a Director at Disruptive Resources LLC, his consultancy vehicle, since 2021. Previously he was employed at Praxair Inc (subsequently Linde PLC following a merger in 2018) from 2001-2019; he commenced as North American Marketing Manager and culminated as Director of North American Helium. Mr Peters' early career was spent working in a family-owned industrial gas distributor. He graduated from Valparaiso University in 1986 with a BSc Marketing, followed by an MBA Operations from Loyola University in 1992.

The Directors are pleased to present their annual report and financial statements for the period ended 30 September 2024.

Principal activities

Helix Exploration Plc was incorporated on 23 September 2023 and was admitted to the AIM stock exchange on 9th April 2024. The principal activity of the Group in the period was the development and exploitation of small-scale gas leases which are held via its 100 per cent. interest in Hereford Resources, LLC ("Hereford") in the United States of America state of Montana.

Results

The results of the consolidated Group for the period and its financial position at period end are presented in the following consolidated financial statements ("financial statements").

The Group recorded a loss on ordinary activities for the period ended 30 September 2024 of £2,165,567 (2023: na) and at period end had net assets of £8,684,342.

Key performance indicators ("KPI's)

The Board has chosen to highlight the below KPI's which are of critical importance when assessing the financial performance of the Group. These indicators assist the Board with their future decision making specifically when deciding how to allocate resources amongst the Group:

Financial

	30 September 2024
	£'000
Cash and cash equivalents	4,960
Exploration assets capitalised as Intangibles Assets	4,087

Cash and cash equivalents

Cash balance is of critical importance to any Company but is magnified in an entity that is "pre-revenue" as Helix and most exploration companies are. It allows the key decision makers of the Group to make capital allocation decisions. The cash balance of the Group also confirms the effectiveness of the management team and in the period the cash level has been boosted by management's ability to leverage relationships to deliver cost savings as well as negotiate acquisitions through share consideration.

Exploration assets capitalised as Intangibles

The value of intangibles assets indicates the investment the Group has made into exploration activities. The larger the number the greater allocation of capital towards activities that increase the value of the Group and also reinforces whether the Group is effectively managing its overheads.

Non-Financial

The Board also relies on non-financial KPI's to assist decision making. Specifically in the period the Board has utilised flow testing and natural resource reports prepared by external experts to assess the viability of projects within its portfolio. These non-financial KPI's can be evidence in the RNS announcements of the Company available on its website.

Directors

The following directors have held office during the period and to the date of these financial statements:

David James Minchin	appointed on 23 September 2023
Ryan Paul Neates	appointed on 3 April 2024
Bo Moore Sears Jr	appointed on 9 April 2024
Keith Dean Spickelmier	appointed on 9 April 2024
Gregg Peters	appointed on 9 April 2024
Christian Boletta*	appointed on 23 September 2023
	**resigned 3 April 2024*

Details of the Directors' holding of shares and options are set out in the Director's Remuneration Report below.

Financial Risk & Management

The overall objective of the Board is to set policies that seek to reduce risk as far as practical without unduly affecting the Group's competitiveness and flexibility. Further details regarding these policies can be referenced in Note 19.

Share Capital

Details of the Company's issued share capital, together with details of the movements since incorporation, are shown in Note 16. The Company has one class of Ordinary Share, and all shares have equal voting rights and rank pari passu for the distribution of dividends and repayment of capital.

Substantial Shareholdings

At 11 February 2025, the Company had been informed of the following substantial interests over 3% of the issued share capital of the Company:

	Number of Shares	Percentage Holding
Oberon Investments Limited	10,306,385	6.57%
Bo Moore Sears Jr*	10,000,000	6.37%

**CEO and director*

Directors' Remuneration Report

Remuneration Policies

The remuneration structure of the Group states that each Director shall be entitled to a salary from the effective date that they become a member of the Board. The Board comprises both executive and non-executives and the individual remuneration of each member of the Board varies based on their specific responsibilities and time commitments.

The remuneration committee has been appointed to assess an appropriate level of Directors' remuneration and the remuneration policy assists to attract, retain and motivate Executive Directors and senior management of a high calibre with a view to encouraging commitment to the development of the Group and for long term enhancement of shareholder value. The Board believes that share ownership by Directors strengthens the link between their personal interests and those of shareholders. There is no formal shareholding policy in place and therefore the Executive Directors are incentivised via a share option plan with performance vesting conditions. The Non-Executive Directors have also been granted options with time vesting conditions to encourage them to remain with the Company.

The current Directors' remuneration comprises an annual fee and share option plan that is detailed further below.

Service contracts

The Directors entered into service agreements with the Group and continue to be employed until terminated. In the event of termination or loss of office the Directors are entitled only to payment of their basic salary in respect of his notice period. In the event of termination or loss of office in the case of a material breach of contract the Directors are not entitled to any further payment.

During the period each Director was paid at a rate per annum as follows:

David James Minchin	£160,000
Bo Moore Sears* Jr	£160,000
Ryan Paul Neates	£36,000
Keith Dean Spickelmier	£24,000
Gregg Peters	£24,000

**Majority of CEO salary paid through US subsidiary. Amount quoted is £GBP equivalent*

Particulars of Directors' Remuneration

Particulars of Directors' remuneration, including Directors' options and share based payments which, under the Companies Act 2006 are required to be audited, are given below:

	Salary (UK) £'000	Salary (US) £'000	Shares £'000	Total £'000
David James Minchin	160	-	91	251
Bo Moore Sears Jr	12	68	-	80
Ryan Paul Neates	18	-	-	18
Keith Dean Spickelmier	12	-	-	12
Gregg Peters	12	-	-	12
Christian Boletta*	18	-	8	26
	232	**68**	**99**	**399**

**Resigned 3 April 2024*

The highest paid director received total remuneration of approximately £251,000 including share payments but excluding options/warrants.

All directors apart from David Minchin were appointed in April 2024 and therefore have not yet accrued a full year of salary.

Payments to past Directors

Christian Boletta resigned as a Director on 3 April 2024. As of admission on 9 April 2024 he entered into a separate contract with the Company to assist with business development. In the period from 9 April 2024 to 30 September 2024, Mr Boletta accrued £126,500 of fees of which £100,000 was settled through shares at IPO to recognise his efforts in constructing the deal to acquire Hereford and the successful listing of Helix onto AIM.

Directors' interests in shares

The beneficial interest of the Directors in the Ordinary Share Capital of the Company at 11 February 2025 was:

	Ordinary shares	Percentage of issued share capital 11 February 2025 %
Bo Moore Sears Jr	10,000,000	6.37
David James Minchin	4,600,000	2.93
	14,600,000	**9.30**

The Directors held the following options as at 11 February 2025:

Director	23 September 2023	Granted during the period	Vested during the period	Exercisable at 11 February 2025
David James Minchin	-	4,612,000	1,537,333	1,537,333
Bo Moore Sears Jr	-	4,612,000	1,537,333	1,537,333
Ryan Paul Neates	-	1,000,000	333,334	333,334
Keith Dean Spickelmier	-	1,000,000	-	-
Gregg Peters	-	1,000,000	-	-
	-	**12,224,000**	**3,408,000**	**3,408,000**

**See note 18 for full details on shared based payments*

IFRS S2 – Climate-related Disclosures

IFRS S2 requires an entity to disclose information about its climate-related risks and opportunities that are useful to primary users of general-purpose financial reports in making decisions relating to providing resources to the entity. These are climate-related risks and opportunities that could reasonably be expected to affect the entity's cash flows, its access to finance or cost of capital over the short, medium or long term.

In particular an entity is required to report on the 3 specific risk areas detailed below:

i) Climate-related physical risks*
ii) Climate-related transition risks*
iii) Climate-related opportunities available to the entity
   a. U.S. Inflation Reduction Act (IRA): In August 2022 in IRA was introduced with the aim of addressing climate change, healthcare, and tax reform to reduce inflationary pressures in the United States. It allocates substantial federal funding to clean energy, environmental sustainability with approximately $369 billion being allocated to support renewable energy projects. The Group's potential as a Hydrogen producer could allow it to access significant

funding as a result. As of 6 February 2025 newly elected US President Donald Trump issued an executive order freezing disbursements from the IRA which will limit its effectiveness so the Board will monitor developments here to assess the impact on the Group.

**Climate-related risks and opportunities that could not reasonably be expected to affect an entity's prospects are outside the scope of IFRS S2.*

Energy Usage

Energy consumption within the Group is directly linked to its exploration activities within Montana, specifically energy required to power the drilling rig. Per reports from the on-site technical team in the period ended 30 September 2024 the Group consumed approximately 225MWH of power. The Board is aware that exploration activities can be energy intensive and will look to take steps to minimise consumption where possible without impacting the effectiveness of the Group.

Ultimately the Board is comfortable that the climate-related risks to the Group are currently being properly mitigated and do not foresee any immediate indicators that this will change in the next 12 months. They will continue to review at regular intervals.

Going concern

The Directors have prepared financial forecasts to estimate the likely cash requirements of the Group over the 12 months from sign off of the annual report. Given its stage of development in preparing these financial forecasts, the Directors have made certain assumptions with regards to the timing and amount of future expenditure over which they have control. The Directors have considered the sensitivity of the financial forecasts to changes in key assumptions, including, among others, exchange rate fluctuations and unforeseen circumstances relating to exploration activities.

Due to the Group announcing a commercial discovery at its Rudyard project it fully intends to transition into the production phase on this project and the Gorup has recently closed a fundraising round to support associated capital outlays. With the planned transition to production the Group has reasonable assurance that they will be revenue generative in the 2025 calendar period supporting the liquidity of the Group further however due to contracts not yet being entered into any revenue has been excluded when modelling for going concern purposes.

The Directors note that within their audit report the Auditors have included a material uncertainty relating to going concern which is common for exploration companies. The Directors are comfortable with the inclusion of this statement in the annual report.

As alluded to above subsequent to period end in January 2025 the Group closed a fundraising round raising £5 million through the issue of equity in Helix Exploration Plc. This factor combined with an assessment of forecasts, current cash resources, including the sensitivity of key inputs, the Directors consider that the Group will have adequate financial resources to continue in operational existence for the foreseeable future (being a period of at least 12 months from the date of this report) and, for this reason, the financial statements have been prepared on a going concern basis.

Statement of directors' responsibilities

The Directors are responsible for preparing the annual report and financial statements in accordance with applicable laws and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with UK-adopted international accounting standards for the group and, as regards to the Parent Company Financial Statements, as applied in accordance with the Companies Act 2006. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and the profit and loss of the Group for that period.

In preparing the financial statements the Directors are required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and accounting estimates that are reasonable and prudent;
- Ensure statements comply with UK adopted International Accounting Standards in conformity with the Companies Act 2006 for the period; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

The financial statements are published on the Company's website (www.helixexploration.com). The work carried out by the Auditors does not involve consideration of the maintenance and integrity of this website and accordingly, the Auditor accepts no responsibility for any changes that have occurred to the financial statements since they were initially presented on the website. Visitors to the website need to be aware that legislation in the United Kingdom covering the preparation and dissemination of the financial statements may differ from legislation in their jurisdiction.

Events subsequent to period end
Events occurring post period end are covered in the Chairmans Statement, Chief Executive Officers statement as well as Note 24.

David Minchin
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David Minchin
Executive Chairman
14 February 2025

The Directors present their strategic report for the Group for the period ended 30 September 2024.

Principal risks and uncertainties

There are numerous risks associated with entities focused on natural resources exploration. The Board regularly reviews the risks to which the Group is exposed and endeavours to minimise them as far as possible. They consider the following risks are of relevance to the Group's activities. It should be noted that the list is not exhaustive and that other risk factors not presently known or currently deemed immaterial may apply.

Exploration and development risks

There are inherent risks associated with exploration activities specifically that there is no guarantee that any gas discovered will be developed into profitable production, or that gas will be discovered in commercial quantities. The business of exploration, development and exploitation of helium deposits is speculative and involves a high degree of risk, which even a combination of careful evaluation, experience and knowledge may not eliminate. In general gas deposits assessed by the Group may not ultimately contain economically recoverable volumes of resources and even if they do, delays in the construction and commissioning of production projects or other technical difficulties may result in any projected target dates for production being delayed or further capital expenditure being required.

Operational risk

The operations and planned drilling activities of the Group may be disrupted, curtailed, delayed or cancelled by a variety of risks and hazards which are beyond the control of the Group, including unusual or unexpected geological formations, formation pressures, geotechnical and seismic factors, environmental hazards such as accidental spills or leakage of petroleum liquids, gas leaks, ruptures or discharge of toxic gases, industrial 40 accidents, occupational and health hazards, technical failures, mechanical difficulties, equipment shortages, labour disputes, fires, power outages, compliance with governmental requirements and extended interruptions due to inclement or hazardous weather and ocean conditions, explosions, blow-outs, pipe failure and other acts of God.

Any one of these risks and hazards could result in work stoppages, damage to, or destruction of, the Group's facilities, personal injury or loss of life, severe damage to or destruction of property, environmental damage or pollution, clean-up responsibilities, regulatory investigation and penalties, business interruption, monetary losses and possible legal liability which could have a material adverse impact on the business, operations and financial performance of the Group. Although precautions to minimise risk are taken, even a combination of careful evaluation, experience and knowledge may not eliminate all of the hazards and risks.

Political and country risk

The Group's underlying business interests are located and carried out in USA. As a result, the Group may be subject to political and other uncertainties, including but not limited to, changes in governments or the personnel administering them, nationalisation or expropriation of property, cancellation or modification of contractual rights, foreign exchange restrictions, currency fluctuations, royalty and tax increases and other risks arising out of foreign governmental sovereignty over the areas in which the Group's operations are conducted.

Changes in exchange rates, control of fiscal regulations and regulatory regimes, labour unrest, inflation or economic recession could affect the Group's business. The management of the Group will closely monitor events and take advice, if necessary, from experts to prepare for any eventualities.

The Board of Directors are managing the result of the recent US elections and currently do not envision a material impact on the performance of the Group. However as President Trump reveals policy changes there may be an adverse impact on the Group. The Board will continue to monitor the US political environment and take mitigating action where possible to protect the interests of the Group.

Foreign exchange risk

Foreign exchange risk is the financial risk that arises from fluctuations in the exchange rate between two currencies. This risk impacts companies that engage in transactions or operations across different currencies, as changes in exchange rates can affect the actual value of cash flows, expenses, and revenue. The functional currency of the operational subsidiary (Hereford Resources, LLC) is United States Dollars ($USD) whereas the presentational currency and the currency in which fundraising has taken place in the parent company is British Pounds Sterling (£GBP). A strengthening of the $USD against the £GBP will increase operating costs on an absolute basis increasing the overall costs of exploration. The Board of Directors regularly monitors foreign currency fluctuations and does not deem it necessary to implement a formal foreign currency trading policy at this stage but will continue to monitor the situation and act accordingly.

Financing risk

The development of the Group's leases and its ability to earn into projects will require substantial additional financing. Failure to obtain sufficient financing may result in delaying or indefinite postponement of exploration, development or production on any or all of the Group's leases from time to time. There can be no assurance that additional capital or other types of financing will be available if needed or that, if available, the terms of such financing will be favourable to the Group. The Group has recently closed an equity fundraise round allowing the funding of further exploration activities into the 2025 calendar year on its Rudyard Project.

Key personnel risk

The Company has a small management team and the loss of a key individual or the inability to attract suitably qualified personnel in the future could materially and adversely affect the Group's business. The Company has proactively developed more depth of expertise to build redundancy.

Future Developments

Future developments are detailed in the Executive Chairman's and Chief Executive Officers statements.

Gender analysis

A split of our employees and directors by gender during the period is shown below:

	Male	Female
Directors	5	-
Employees	-	-
	5	-

The Group is aware that currently the entire executive team consists of males and is actively looking to improve its gender diversity going forward.

Section 172 Statement

Section 172 of the Companies Act 2006 requires Directors to take into consideration the interests of stakeholders and other matters in their decision making. The Directors continue to have regard to the interests of the Group's employees and other stakeholders, the impact of its activities on the community, the environment and the Group 's reputation for good business conduct, when making decisions and they are addressed in detail below:

Stakeholders	Impact	Strategy & decision making
Employees	Helix recognises that an organisation in its early life cycle relies heavily on a few key employees to determine the success of the Group. As the Group currently only employees Directors it aims to ensure that they are engaged and motivated.	The Company has implemented an Employee Share Option plan to align the interests of the Group with those of its key management personnel. It has put in place a remuneration committee that reviews the performance and salary of Directors annually to ensure they are properly remunerated. The Board believes that these processes will keep the current management engaged and attract high end talent to join the Group when/if opportunities arise.
Shareholders	Helix is committed to maintaining regular dialogue with shareholders and implementing apparatus that allows two-way communication. Through these communication channels it aims to deliver information on how the Directors are working towards the ultimate goal of delivering value to the shareholders	Helix maintains communications through formal channels such as RNS announcements and will hold its first AGM in March 2025. Helix also maintains communications through informal channels being the Company website, its brokers, PR firm and other business development channels.
Governance	The Board is committed to maintaining the highest standard of governance within the Group including but not limited to: - Transparent decision-making processes - Strong internal controls to mitigate risk - Regular review of policies/processes to uphold best practices	The Board has processes in place specifically to oversee Governance being the audit Committee and remuneration committee that meet regularly throughout the year to oversee their designated portfolios. These committees are chaired by the Group's Independent Non-Executive Director, Keith Spickelmier who has extensive experience in this area. The Group CFO - Ryan Neates is a qualified Chartered Accountant who sits on the audit committee and manages the audit in conjunction with the Independent Non-Executive Directors to ensure compliance across the Group.
Environmental	The Board is aware of the changing landscape in which the Group operates and must look to regularly assess and mitigate its environmental impact	The Group's main environmental footprint occurs in the United States where operations occur. Operations are overseen by State Authorities and the Group complies with all necessary operational requirements. As the Group looks to expand it will monitor its environmental impact and take reasonable steps to mitigate any adverse impact where possible

We aim to work responsibly with our stakeholders, including suppliers. The key Board decisions made during the period and post period end are set out in the Chairman's and Chief Executive's Statement.

David Minchin..........

David Minchin
Executive Chairman
14 February 2025

The Board of Directors are committed to ensuring that appropriate standards of corporate governance are maintained, so far as is appropriate given the Group's current stage of development, the size and composition of the Board and available resources. As a result the board of Directors have chosen to adopt the Quoted Companies Alliance ("QCA") Code which provides guidelines to ensure appropriate governance of companies who are in the growth stage of their life cycle.

The Board will aim to comply with the QCA Guidelines on Corporate Governance ("QCA Guidelines") to the best of their ability specifically detailing any diversions from the code.

The QCA Code has ten principles of corporate governance that the Group applies to establish the governance foundations of the business. These principles are:

1. Establish a purpose, strategy and business model which promote long term value for shareholders;
2. Promote a corporate culture that is based on ethical values and behaviours;
3. Seek to understand and meet shareholder needs and expectations;
4. Take into account wider stakeholder interests, including social and environmental responsibilities, and their implications for long term success;
5. Embed effective risk management, considering both internal controls and assurance activities, considering both opportunities and threats, throughout the organisation;
6. Establish and maintain the board as a well-functioning balanced team led by the Chair;
7. Maintain appropriate governance structures and ensure that individually and collectively the directors have the necessary up-to-date experience, skills and capabilities;
8. Evaluate board performance based on clear and relevant objectives, seeking continuous improvement;
9. Establish a remuneration policy which is supportive of long-term value creation and the Company's purpose strategy and culture; and
10. Communicate how the Group is governed and is performing by maintaining a dialogue with shareholders and other key stakeholders.

Here follows a short explanation of how the Group applies each of the principles, including where applicable an explanation of why there is a deviation from those principles.

Principle One

Business Model and Strategy

The Group has a clear business model which is centred around the exploration and exploitation of oil and gas leases held within its wholly owned, US based subsidiary. To date the Group has completed explorative drilling campaigns on multiple sites and is looking to progress to the next stage of development being the extraction of gas from the Rudyard project. The Group also has a clear strategy of looking to acquire projects and diversify its portfolio of investments and hence is actively looking at opportunities for growth.

Principle Two

Corporate Culture

The Board recognises that their decisions regarding strategy and risk will impact the corporate culture of the Group as a whole which in turn will impact the Group's performance. The Directors are very aware that the tone and culture set by the Board will greatly impact all aspects of the Group and the way that consultants or other representatives behave. The corporate governance arrangements that the Board has adopted are designed to instil a firm ethical code to be followed by Directors, consultants and representatives alike throughout the entire organisation. The Group strives to achieve and maintain an open and respectful dialogue with representatives, regulators, suppliers and other stakeholders. Therefore, the importance of sound ethical values and behaviours is crucial to the ability of the Group to successfully achieve its corporate objectives. The Board places great importance on this aspect of corporate life and seeks to ensure that this flows through everything that the Group does. The Directors are focused on ensuring that the Group maintains an open culture facilitating comprehensive dialogue and feedback and enabling positive and constructive challenge.

The Group has adopted, a code for Directors' dealings in securities which is appropriate for a company whose securities are traded on AIM and is in accordance with the requirements of the Market Abuse Regulation which came into effect in 2016. Issues of bribery and corruption are taken seriously. The Group has a zero-tolerance approach to bribery and corruption and has an anti-bribery and corruption policy in place to protect the Group, its employees and those third parties to which the business engages with.

Principle Three

Understanding Shareholder Needs and Expectations

The Board is committed to maintaining good communication and having constructive dialogue with its shareholders. They will be encouraged to attend the AGM and participate in hearing the CEO & Chairman who provide regular updates through the registered news services, website and on social media platforms.

Principle Four

Considering wider stakeholder and social responsibilities

The Board recognises that the long-term success of the Group is reliant upon open communication with its internal and external stakeholders: investee companies, shareholders, contractors, suppliers, regulators and other stakeholders. The Group has created close ongoing relationships with a broad range of its stakeholders and will ensure that it provides them with regular opportunities to raise issues and provide feedback to the Group. As the Group evolves, we anticipate that this aspect of community engagement will evolve further.

Principle Five

Risk Management

The Board is responsible for ensuring that procedures are in place and are being implemented effectively to identify, evaluate and manage the significant risks faced by the Group. The Group has a framework of internal financial controls to address financial risk and regularly reviews the non-financial risks to ensure all exposures are adequately managed. The Group maintains appropriate insurance cover in respect of legal actions against the Directors as well as against material loss or claims against the Group. The principal risks and uncertainties are as set out in the Strategic Report.

Principle Six

A Well-Functioning Board of Directors

The Board will maintain a balance of executives and non-executive Directors. Currently there are 3 executive Directors and 2 independent non-executive Directors. The executives mandatory work commitments are defined in their executive service agreements and the CEO & Chairman are required to work in the Group on a full time basis. The non-executive Directors are available for any Group business when it may arise and each bring with them their own specialties which will be of great service to the performance of the Group.

Further information about the Directors can be found in the Key Personnel report as well as the Company website at (www.helixexploration.com). Since admission the Directors have met 5 times to discuss key issues and to monitor the overall performance of the Group. All Directors attended all meetings during the period.

Principle Seven

Appropriate governance structures

The Group's governance structures are appropriate for a Group of its size. The Board also meets regularly and the Directors continuously maintain an informal dialogue between themselves. The Chairman is responsible for the effectiveness of the Board as well as primary contact with shareholders, while the execution of the Group's investment strategy is a matter reserved for the Chief Executive Officer. The current governance structure is outlined below:

Audit Committee

The Group audit committee comprises 3 members, Ryan Neates, Gregg Peters and Keith Spickelmier who acts as Chairman. The audit committee maintains primary responsibility for monitoring the quality of internal control and ensuring that the financial performance of the Group is properly measured and reported on and for reviewing reports from the Group's auditors relating to the Group's accounting and internal controls.

The committee is also responsible for making recommendations to the Board on the appointment of auditors and the audit fee and for ensuring that the financial performance of the Group is properly monitored and reported.

The audit committee has met once during the period and has met to approve these financial statements.

Remuneration Committee

The Group remuneration committee comprises 2 members, Gregg Peters and Keith Spickelmier who acts as Chairman. The remuneration committee is responsible for both the review and recommendation of the scale and structure of remuneration for senior management. In reviewing the remuneration policy of the Group, this will include any bonus arrangements or the award of share options with due regard to the interests of the Shareholders and the performance of the Group.

The remuneration committee has met twice during the period.

Nominations Committee

No nominations committee has been established with all matters to be considered by the Board as a whole.

The Group believes that the Directors have wide ranging experience working for/and/or advising businesses operating within the oil and gas sector. They also have an extensive network of relationships to reach key decision-makers to help achieve their strategy. The Board recognises that it currently does not have any female Directors however as it grows, it will look to recruit and develop a diverse and more gender-balanced executive team.

Principle Eight

Evaluation of Board Performance

Internal evaluation of the Board, the Committees and individual Directors will be undertaken on an annual basis in the form of peer appraisal and discussions to determine the effectiveness and performance against targets and objectives. As a part of the appraisal the appropriateness and opportunity for continuing professional development whether formal or informal is discussed and assessed.

Principle Nine

Remuneration policies

The Board is committed to ensuring that the creation of value for shareholders aligns with the interests of executives and employees of the Group. The remuneration of the Board was implemented at admission and will be reviewed on or around 1 January each year to ensure that it remains appropriate for the level of time and responsibilities that each director is committing to their roles. The Board remuneration currently comprises a mixture of salary and equity-based compensation so the Board feels as though the all members of the Board are currently remunerated appropriately.

Principle Ten

Shareholder Communication

The Board is committed to maintaining good communication and having constructive dialogue with its shareholders in compliance with regulations applicable to companies quoted on AIM. All shareholders are encouraged to attend the Company's Annual General Meeting where they will be given the opportunity to interact with the Directors. Investors also have access to current information on the Group through its website, (www.helixexploration.com).

The Board takes feedback from a wide range of shareholders (large and small) and endeavours at every opportunity to pro-actively engage with all shareholders (via regular news reporting-RNS) and engage with any specific shareholders in response to particular queries they may have from time to time. The Board considers that its key decisions during the period have impacted equally on all members of the Group.

External Auditor

During the period the audit committee decided to appoint Kreston Reeves LLP as auditor to the Group. The audit committee has met with the auditor to consider the results, internal procedures and controls and matters raised by the auditor. The Board considers auditor independence and objectivity of the audit process as a high priority in the functioning of the Group. It also considers the nature and extent of the non-audit services supplied by the auditor when reviewing the ratio of audit to non-audit fees and ensures that an appropriate relationship is maintained between the Group and its external auditor.

As part of the decision to recommend the appointment of the external auditor, the Board considers the tenure of the auditor in addition to the results of its review of the effectiveness of the external auditor. There are no contractual obligations restricting the Board's choice of external auditor. The Group has a policy of controlling the provision of non-audit services by the external auditor in order that their objectivity and independence are safeguarded.

Auditor Information

The Directors who held office at the date of approval of the Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the Group's Auditor is unaware; and each Director has taken all the steps that he ought to have taken as a Director to make himself aware of any relevant audit information and to establish that the Group's Auditor is aware of that information.

Internal financial control

Financial controls have been established so as to provide safeguards against unauthorised use or disposition of the assets, to maintain proper accounting records and to provide reliable financial information for internal use.

Key financial controls include:

- a schedule of matters reserved for the approval of the Board;
- evaluation, approval procedures and risk assessment for acquisitions; and
- close involvement of the Directors in the day-to-day operational matters of the Group.

Shareholder Communications

The Group uses a regulatory news service and its corporate website (www.helixexploration.com) to ensure that the latest announcements, press releases and published financial information are available to all shareholders and other interested parties.

The annual general meeting is used to communicate with both institutional shareholders and private investors and all shareholders are encouraged to participate. Separate resolutions are proposed on each issue so that they can be given proper consideration and there is a resolution to approve the annual report and financial statements. The Company counts all proxy votes and will indicate the level of proxies lodged on each resolution after it has been dealt with by a show of hands.

Disclosure and Transparency Rules

Details of the Company's share capital, warrants and options are given in the notes to the financial statements. There are no restrictions on transfer or limitations on the holding of the ordinary shares. None of the shares carry any special rights with regard to the control of the Company. There are no known arrangements under which the financial rights are held by a person other than the holder and no known agreements or restrictions on share transfers and voting rights. As far as the Group is aware there are no persons with significant direct or indirect holdings other than the Directors and other significant shareholders as shown in the Directors Report. The provisions covering the appointment and replacement of directors are contained in the Company's articles, any changes to which require shareholder approval. There are no significant agreements to which the Company is party that take effect, alter or terminate upon a change of control following a takeover bid and no agreements for compensation for loss of office or employment that become effective as a result of such a bid.

Political Donations

The Group did not make any donations to political parties in the period.

Directors' Indemnity Provisions

The Group has implemented Directors and Officers Liability Indemnity insurance.

On behalf of the board

David Minchin ....

David Minchin
Executive Chairman
14 February 2025

Opinion

We have audited the financial statements of Helix Exploration PLC (the 'parent company') and its subsidiary (the 'Group') for the year ended 30 September 2024 which comprise the group income statement and statement of comprehensive income, group and company statements of financial position, group and company statements of changes in equity, group and company statements of cashflows 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 UK adopted international accounting standards.

In our opinion, the financial statements:

- give a true and fair view of the state of the Group's and of the parent company's affairs as at 30 September 2024 and of the Group's loss for the year then ended;
- have been properly prepared in accordance with UK adopted international accounting standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Material uncertainty relating to going concern

We draw attention to note 2 in the financial statements, which discloses that the Group and Company are considered to be a going concern by management. We note that due to the Group announcing a commercial discovery at its Rudyard project, it fully intends to transition into the production phase on this project and the Company has recently closed a fundraising round to support capital outlays. With the planned transition to production the Group has reasonable assurance that they will be revenue generative in the 2025 calendar period supporting the liquidity of the Group further however due to contracts not yet being entered, any revenue has been excluded when modelling for going concern purposes.

The completed fundraising round resulted to raising £5 million through the issue of 33,333,333 ordinary shares ("placing shares") at a placing price of £0.15. The placing shares were issued on 29 January 2025. Hence, this means there is surplus cash within the group for operational needs. However, we noted that the Group will be heavily reliant on additional funding to meet its exploration and drilling liabilities as they fall due as evidenced in the cashflow forecasts prepared by management and audited using sensitivity analysis. Moreso, it is not known at this stage if or when this asset will become income generating. Due to the inherent uncertainty involved with the timings and amounts of obtaining such funding – added to the inherent uncertainty with respect to the timings and amounts of income generated from the production assets – these events or conditions along with the other matters set out in note 2 indicate that a material uncertainty exists that may cast significant doubt on the Group and Parent company's ability to continue as a going concern.

Should sufficient funding not be available to fund the capital expenditures required, doubt will also exist over the recoverability of the intercompany debtor £2,418,000 and the valuation of investment in subsidiary of £2,000,000.

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Our evaluation of the Directors' assessment of the Group and Parent company's ability to continue to adopt the going concern basis of accounting included the following:

- Gained an understanding of the systems and controls around managements' going concern assessment, including for the preparation and review process for forecasts and budgets.
- Evidence was obtained that management have undertaken a going concern assessment, including sensitivity analysis on cash flow forecasts.
- Analysed the financial strength of the business at the year-end date.
- Testing the mechanical integrity of cash burn model by checking the accuracy and completeness of the model, including challenging the appropriateness of estimates and assumptions with reference to external evidence.
- Based on our above assessment we performed our own sensitivity analysis in respect of the key assumptions underpinning the forecasts.
- We performed stress-testing analysis on the core cash expenditure of the business to confirm the liquidity required over the next 12 months.
- We considered post year end performance of the business and the availability of funds in accordance with the entity's plans for continuing operational activities and future growth ambitions.
- We reviewed the adequacy and completeness of the disclosure included within the financial statements in respect of going concern.

In relation to the Group and Parent Company's reporting on how they have applied the UK Corporate Governance Code, we have nothing material to add or draw attention to in relation to the directors' statement in the financial statements about whether the directors considered it appropriate to adopt the going concern basis of accounting and the directors' identification in the financial statements of the material uncertainty related to the entity's ability to continue as a going concern over a period of at least twelve months from the date of approval of the financial statements.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Group and Parent company's ability to continue as a going concern.

Corporate Governance Statement

The Listing Rules require us to review the directors' statement in relation to going concern, longer-term viability and that part of the Corporate Governance Statement relating to the Group and Parent company's compliance with the provisions of the UK Corporate Governance Code specified for our review.

Based on the work undertaken as part of our audit, we have concluded that each of the following elements of the Corporate Governance Statement is materially consistent with the financial statements or our knowledge obtained during the audit:

- Directors' statement with regards to the appropriateness of adopting the going concern basis of accounting and any material uncertainties identified set out on page 12;
- Directors' explanation as to its assessment of the Group and Parent company's prospects, the period this assessment covers and why the period is appropriate set out on page 12;
- Board's confirmation that it has carried out a robust assessment of the emerging and principal risks set out on pages 58 to 59;
- The section of the Annual Report that describes the review of effectiveness of risk management and internal control systems set out on page 19 and
- The section describing the work of the Audit Committee set out on page 20.

An overview of the scope of our audit

We tailored the scope of our audit to ensure that we performed sufficient work to be able to give an opinion on the financial statements as a whole, taking into account the structure of the Group and the parent company, the accounting processes and controls, and the industry in which they operate.

Our scoping considerations for the Group audit were based both on financial information and risk. The below table summarises for the parent company, and its subsidiaries, in terms of the level of assurance gained:

Group component	Level of assurance
Helix Exploration PLC	Full statutory audit
Hereford Resources LLC	Limited assurance audit

Coverage overview

	Group gross assets	Group net assets
Consolidated as at 30 September 2024:	**£9,150,000 (100%)**	**£9,072,000 (100%)***

Full statutory audit (net of eliminations)	£8,903,000 (74.5%)*	£8,840,000 (97.4%)
Limited assurance audit	£3,052,000 (25.5%)*	232,000 (2.6%)*

*The balances and the percentage coverage refer to group gross assets and net assets prior to the impact of consolidation adjustments.

Our application of materiality

	Group financial statements	Parent company financial statements
Materiality	£182,000	£177,100
Basis for determining materiality	Capped at 2% of gross assets	Capped at 2% of gross assets
Rationale for benchmark applied	The Group's parent company is AIM listed and therefore the number of users and the level of interest in the financial statements is expected to be higher than average. Gross assets have been considered the key determinate for the entity as there is no revenue generated yet.	PLC is AIM listed and the holds investments in US subsidiaries. Therefore, the gross assets have been used to derive the materiality, 2% was considered the appropriate percentage to ensure due to its higher risk nature as a listed entity and a new client for Kreston Reeves.
Performance materiality	£127,000	£124,000
Basis for determining performance materiality	70% of materiality	70% of materiality
Rationale for performance materiality applied	The group's parent company is AIM listed and the group's risk has been assessed as high. Therefore, this % is deemed appropriate and is in line with Kreston Reeves policy.	The entity is AIM listed and the group's risk has been assessed as high. Therefore, this % is deemed appropriate and is in line with Kreston Reeves policy.
Triviality threshold	£9,100	£8,800
Basis for determining triviality threshold	5% of materiality	5% of materiality

We reported all audit differences found in excess of our triviality threshold of £9,100 to the directors and the management board.

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we looked at where the directors made subjective judgements, for example in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. We also addressed the risk of management override of internal controls, including evaluating whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified, including those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit, and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Please refer to the Material uncertainty relating to going concern paragraph of this report to understand the key audit risk identified with respect to the Group's going concern. This is not a complete list of all risks identified by our audit.

Going concern	
Significance and nature of key risk	**How our audit addressed the key risk**
The group is currently in the development stage of its life cycle, which involves mining for helium for gas production, which will be sole revenue generator. The group has not finished test drilling and as a result, the group has not yet generated any *significant income, creating a* foreseeable going concern risk for the entity.	The Group has a significant bank balance as at the balance sheet date of £4,959,913 and in a net assets position of £8,684,000. We reviewed the post balance sheet financial information associated with the entity to ensure that there are sufficient plans in place to secure the future operational activity. We assessed and stress tested the Group's cash flow forecasts to ensure that there were sufficient cash balances available to meet its liabilities as they fall due for a period of at least 12 months from approval of the financial statements. However, we have included a material uncertainty in relation to going concern as seen in page 24.
Key observations communicated to the Audit Committee	
We have no concerns over the material accuracy of going concern disclosures recognised in the financial statements.	

Valuation of Intangible assets – (exploration assets): £4,087,000	
Significance and nature of key risk	**How our audit addressed the key risk**

Intangible assets comprise exploration and evaluation costs capitalised as at 30 September 2024. Intangible assets typically consist of exploration assets. Exploration and evaluation costs are costs incurred with respect to the acquisition and exploration of oil and gas leases in the US state of Montana. As per IFRS 6, Exploration and evaluation assets are carried at cost and are subject to an annual impairment review in accordance with IAS 36.	The accounting requirements of IFRS were considered to ensure the valuation of the exploration assets under IFRS 6 was appropriate and also considered the requirements of IAS 38 to ensure the classification of these costs as intangible assets. We have examined relevant supporting evidence to gain comfort over the balance recognised, this included agreement to purchase agreement. We obtained and reviewed the competent person report for the Hereford resources acquisition and performed an assessment of the competence and capability of this expert. We also obtained and reviewed management impairment assessment on their intangible assets and considered their conclusion that there is no evidence which suggests an impairment reasonable and appropriate. The accuracy and appropriateness of intangible assets in the accounts were confirmed to be consistent with the accounting records audited.
Key observations communicated to the Audit Committee We have no concerns over the material accuracy of intangible assets recognised in the financial statements.	
Valuation of Share-based payments: £887,263	
Significance and nature of key risk	**How our audit addressed the key risk**
The Group has a number of share warrants which are yet to be exercised. The share warrants are valued using the Black-Scholes and Parisian barrier model which are dependent on a number of inputs where the directors are required to exercise their judgement. This is a key audit matter due to the potential for management bias within these judgements.	The accounting requirements of IFRS were considered to ensure the valuation of the Share based payments under IFRS 2 was appropriate. We reviewed the supporting documentation associated with the share warrants to ascertain the key judgements within the calculations which included the risk-free rate, the volatility rate and the company discount rate. By utilising the use of a valuation expert and following extensive discussion with management, we considered each component and re-performed the calculations. From the work we carried out we are of the opinion that the valuation included within the financial statements is free from material misstatement.

Key observations communicated to the Audit Committee

We have no concerns over the material accuracy of the share-based payments recognised in the financial statements.

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.

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 this gives rise to a material misstatement in the financial statements themselves. 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.

Our consideration of climate change related risks

The financial impacts on the Group of climate change and the transition to a low carbon economy ("climate change") were considered in our audit where they have the potential to directly or indirectly impact key judgements and estimates within the financial statements.

The Group continues to develop its assessment of the potential impacts of climate change. Climate risks have the potential to materially impact the key judgements and estimates within the financial report. Our audit considered those risks that could be material to the key judgement and estimates in the assessment of the carrying value of non-current assets.

The key judgements and estimates included in the financial statements incorporate actions and strategies, to the extent they have been approved and can be reliably estimated in accordance with the Group's accounting policies.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

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

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

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

Responsibilities of directors

As explained more fully in the directors' responsibilities statement (set out on page 13), 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 Group's and parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or parent company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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:

Capability of the audit in detecting irregularities, including fraud

Based on our understanding of the group and industry, and through discussion with the directors and other management (as required by auditing standards), we identified that the principal risks of non-compliance with laws and regulations related to health and safety, anti-bribery and employment law. We considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006. We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls),and determined that the principal risks were related to posting inappropriate journal entries to increase revenue or reduce expenditure, management bias in accounting estimates and judgemental areas of the financial statements such as the valuation of intangible assets. Audit procedures performed by the group engagement team included:

- Detailed discussions were held with management to identify any known or suspected instances of non-compliance with laws and regulations.
- Assessment of identified fraud risk factors.
- Challenging assumptions and judgements made by management in its significant accounting estimates, including assessing the capabilities of management to consider sufficient impairment criteria in making their assessment over the value of intangible assets.
- Checking and reperforming the reconciliation of key control accounts.
- Identifying and assessing the design effectiveness of controls that management has in place to prevent and detect fraud.
- Performing analytical procedures to identify any unusual or unexpected relationships, including related party transactions, that may indicate risks of material misstatement due to fraud.
- Confirmation of related parties with management, and review of transactions throughout the period to identify any previously undisclosed transactions with related parties outside the normal course of business.
- Reading minutes of meetings of those charged with governance and reviewing correspondence with relevant tax and regulatory authorities.
- Reviewing and recalculating the value of intangible assets, whilst considering the development potential of the product.
- Review of significant and unusual transactions and evaluation of the underlying financial rationale supporting the transactions.
- Identifying and testing journal entries using our data analytical tool, in particular any manual entries made at the year-end for financial statement preparation.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the parent company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group or the parent company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Use of our Report

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

Anne Dwyer BSc(Hons) FCA (Senior Statutory Auditor)
For and on behalf of
Kreston Reeves LLP
Chartered Accountants
Statutory Auditor
London
Date: 14 February 2025

HELIX EXPLORATION PLC – COMPANY NUMBER 15160134
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 30 SEPTEMBER 2024

	Note	Audited Period ended 30 September 2024 £'000
Continuing Operations		
Revenue from continuing operations		-
Costs associated with listing		(428)
Foreign exchange / (loss)		(186)
Administrative expenses	4	(1,551)
Operating loss		**(2,165)**
Loss before taxation		**(2,165)**
Taxation on loss or ordinary activities	7	-
Loss for the period from continuing operations		**(2,165)**
Items that may be reclassified to profit or loss		
Exchange differences on translation of foreign operations	8	(7)
Total comprehensive loss for the period attributable to shareholders from continuing operations		**(2,172)**
Basic & dilutive earnings per share - pence	9	(3.30)

The statement of comprehensive income has been prepared on the basis that all operations are continuing operations.

The notes form an integral part of these consolidated financial statements

HELIX EXPLORATION PLC – COMPANY NUMBER 15160134
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 SEPTEMBER 2024

	Note	Audited As at 30 September 2024 £'000
NON-CURRENT ASSETS		
Intangible assets	10	4,087
TOTAL NON-CURRENT ASSETS		**4,087**
CURRENT ASSETS		
Cash and cash equivalents	13	4,960
Trade and other receivables	14	103
TOTAL CURRENT ASSETS		5,063
TOTAL ASSETS		**9,150**
CURRENT LIABILITIES		
Trade and other payables	15	465
TOTAL CURRENT LIABILITIES		**465**
TOTAL LIABILITIES		**465**
NET ASSETS		**8,685**
EQUITY		
Share capital	16	1,236
Share premium	16	8,734
Share based payments reserve	18	887
Foreign exchange reserve		(7)
Retained earnings		(2,165)
TOTAL EQUITY		**8,685**

The Company has taken advantage of section 408 of the Companies Act 2006 and consequently a profit and loss account has not been presented for the Company. The Company's total comprehensive loss for the financial period was £2,016,928.

The financial statements were approved and authorised for issue by the board on 14 February 2025 and were signed on its behalf by:

David Minchin................

David Minchin – Executive Chairman

The notes form an integral part of these consolidated financial statements

HELIX EXPLORATION PLC – COMPANY NUMBER 15160134
COMPANY STATEMENT OF FINANCIAL POSITION
AS AT 30 SEPTEMBER 2024

	Note	Audited As at 30 September 2024 £'000
NON-CURRENT ASSETS		
Intercompany receivables	12	2,418
Investments	11	2,000
TOTAL NON-CURRENT ASSETS		**4,418**
CURRENT ASSETS		
Cash and cash equivalents	13	4,445
Trade and other receivables	14	40
TOTAL CURRENT ASSETS		4,485
TOTAL ASSETS		**8,903**
CURRENT LIABILITIES		
Trade and other payables	15	63
TOTAL CURRENT LIABILITIES		63
TOTAL LIABILITIES		**63**
NET ASSETS		**8,840**
EQUITY		
Share capital	16	1,236
Share premium	16	8,734
Share based payments reserve	18	887
Retained earnings		(2,017)
TOTAL EQUITY		**8,840**

The financial statements were approved and authorised for issue by the board 14 February 2025 and were signed on its behalf by:

David Minchin ....

David Minchin – Executive Chairman

The notes form an integral part of these consolidated financial statement

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
AS AT 30 SEPTEMBER 2024

	Share capital	Share premium	Share based payments reserve	Foreign exchange reserve	Retained earnings	Total equity
	£'000	**£'000**	**£'000**	**£'000**	**£'000**	**£'000**
Loss for period	-	-	-	-	(2,165)	(2,165)
Other comprehensive income	-	-	-	(7)	-	(7)
Total comprehensive loss for period	**-**	**-**	**-**	**(7)**	**(2,165)**	**(2,172)**
Transactions with owners in own capacity						
Shares issued on incorporation	55	-	-	-	-	55
Ordinary Shares issued in the year	1,179	9,806	-	-	-	10,985
Exercise of warrants	2	20	-	-	-	22
Share issue costs	-	(1,092)	-	-	-	(1,092)
Advisor warrants issued	-	-	254	-	-	254
Employee options issued	-	-	633	-	-	633
Transactions with owners in own capacity	1,236	8,734	887	-	-	10,857
Balance at 30 September 2024	**1,236**	**8,734**	**887**	**(7)**	**(2,165)**	**8,685**

HELIX EXPLORATION PLC – COMPANY NUMBER 15160134
COMPANY STATEMENT OF CHANGES IN EQUITY
AS AT 30 SEPTEMBER 2024

	Share capital	Share premium	Share based payments reserve	Retained earnings	Total equity
	£'000	£'000	£'000	£'000	£'000
Loss for period	-	-	-	(2,017)	(2,017)
Total comprehensive loss for period	-	-	-	**(2,017)**	**(2,017)**
Transactions with owners in own capacity					
Shares issued on incorporation	55	-	-	-	55
Ordinary Shares issued in the year	1,179	9,806	-	-	10,985
Exercise of warrants	2	20	-	-	22
Share issue costs	-	(1,092)	-	-	(1,092)
Advisor warrants issued	-	-	254	-	254
Employee options issued	-	-	633	-	633
Transactions with owners in own capacity	1,236	8,734	887	-	10,857
Balance at 30 September 2024	**1,236**	**8,734**	**887**	**(2,017)**	**8,840**

HELIX EXPLORATION PLC – COMPANY NUMBER 15160134
CONSOLIDATED STATEMENT OF CASHFLOWS
FOR THE PERIOD ENDED 30 SEPTEMBER 2024

	Note	Period ended 30 September 2024 £'000
Cash flow from operating activities		
Loss for the financial year		(2,165)
Adjustments for:		
Share based payments	18	887
Settlement of fees through issue of equity		432
Foreign exchange movements		83
Changes in working capital:		
(Increase) in trade and other receivables	14	(103)
Increase in trade and other payables	15	465
Net cash outflow from operating activities		**(401)**
Cash flows from investing activities		
Investment in intangible assets (exploration assets)		(1,933)
Net cash flow from investing activities		**(1,933)**
Cash flows from financing activities		
Proceeds from Issue of Shares	16	8,383
Share Issue Costs		(262)
Capitalised indirect share issue costs		(755)
Net cash flow from financing activities		**7,366**
Net increase in cash and cash equivalents		**5,032**
Cash and cash equivalents at beginning of the period		-
Foreign exchange effect on cash balance		(72)
Cash and cash equivalents at end of the period	13	**4,960**

During the period there were the following material Non-Cash transactions:

- Helix acquired Hereford Resources, LLC through the issue of 20 million ordinary shares
- Helix acquired the Rudyard Leases through the issue of 1.11 million shares

The notes form an integral part of these consolidated financial statements

HELIX EXPLORATION PLC – COMPANY NUMBER 15160134
COMPANY STATEMENT OF CASHFLOWS
FOR THE PERIOD ENDED 30 SEPTEMBER 2024

	Note	Period ended 30 September 2024 £'000
Cash flow from operating activities		
Loss for the financial year		(2,017)
Adjustments for:		
Share based payments	18	887
Settlement of fees through issue of equity		432
Interest accrued		(42)
Foreign exchange movements		183
Changes in working capital:		
(Increase) in trade and other receivables	14	(40)
Increase in trade and other payables	15	63
Net cash outflow from operating activities		**(534)**
Cash flows from investing activities		
Loans to subsidiaries		(2,309)
Net cash flow from investing activities		**(2,309)**
Cash flows from financing activities		
Proceeds from Issue of Shares	16	8,383
Share Issue Costs		(262)
Capitalised indirect share issue costs		(755)
Net cash flow from financing activities		**7,366**
Net increase in cash and cash equivalents		**4,523**
Cash and cash equivalents at beginning of the period		-
Foreign exchange effect on cash balance		(78)
Cash and cash equivalents at end of the period	13	**4,445**

During the period there were the following material Non-Cash transactions:

- Helix acquired Hereford Resources, LLC through the issue of 20 million ordinary shares
- Helix acquired the Rudyard Leases through the issue of 1.11 million shares

The notes form an integral part of these consolidated financial statements

1. General Information

Helix Exploration Plc ("the Company") was incorporated on 23 September 2023 in England and Wales with Registered Number 15160134 under the Companies Act 2006.

The address of its registered office and principal place of business is Eccleston Yards, 25 Eccleston Place, London SW1W 9NF, United Kingdom.

The principal activity of the Company and its subsidiaries collectively referred to as "the Group" is the development and exploitation of small-scale gas leases which are held via its 100 per cent. interest in Hereford Resources, LLC ("Hereford") in the United States of America state of Montana. The acquisition of Hereford was completed alongside the admission to AIM on 9 April 2024.

The Group financial statements have been prepared and approved by the Directors in accordance with International Financial Reporting Standards (IFRS), International standards and Interpretations (collectively IFRSs) issued by the International Accounting Standards Boards (IASB) and with those parts of the Companies Act 2006 applicable to those companies reporting under IFRS.

2. Accounting policies

The principal accounting policies applied in preparation of these financial statements are set out below. These policies have been consistently applied unless otherwise stated.

2.1 Basis of preparation

The consolidated financial statements ("financial statements") for the period ended 30 September 2024 have been prepared by Helix Exploration Plc in accordance with UK-adopted International Accounting Standards ("IAS UK"). The financial statements have also been prepared under the historical cost convention, as modified by the revaluation of financial assets at fair value through profit or loss.

The functional currency for each entity in the Group is determined as the currency of the primary economic environment in which it operates. The functional currency of the Company is Pounds Sterling (£).

The functional currency of its subsidiary is the United States Dollar ($). For all subsidiaries these are the currencies that mainly influence labour, material and other costs of providing services.

The Group has chosen to present its consolidated financial statements in Pounds Sterling (£), as this is the currency in which finance was raised. Foreign operations are included in accordance with the policies set out at Note 2.6.

The accounting period for the Group covers the period from incorporation to 30 September 2024 and hence no comparatives are presented. The financial statements are presented in Pounds Sterling and rounded to the nearest thousand (£'000).

Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following items (refer to individual accounting policies for details):

- Financial instruments – fair value through profit or loss
- Financial instruments – fair value through other comprehensive income
- Cash settled share-based payment liabilities

2.2 Going concern

The Directors have prepared financial forecasts to estimate the likely cash requirements of the Group over the 12 months from sign off of the annual report. Given its stage of development in preparing these financial forecasts, the Directors have made certain assumptions with regards to the timing and amount of future expenditure over which they have control. The Directors have considered the sensitivity of the financial forecasts to changes in key assumptions, including, among others, exchange rate fluctuations and unforeseen circumstances relating to exploration activities.

Due to the Group announcing a commercial discovery at its Rudyard project it fully intends to transition into the production phase on this project and the Company has recently closed a fundraising round to support capital outlays. With the planned transition to production the Group has reasonable assurance that they will be revenue generative in the 2025 calendar period supporting the liquidity of the Group further however due to contracts not yet being entered into any revenue has been excluded when modelling for going concern purposes.

The Directors note that within their audit report the Auditors have included a material uncertainty relating to going concern which is common for exploration companies. The Directors are comfortable with the inclusion of this statement in the annual report.

As alluded to above subsequent to period end in January 2025 the Group closed a fundraising round raising £5 million through the issue of equity in Helix Exploration Plc. This factor combined with an assessment of forecasts, current cash resources, including the sensitivity of key inputs, the Directors consider that the Group will have adequate financial resources to continue in operational existence for the foreseeable future (being a period of at least 12 months from the date of this report) and, for this reason, the financial statements have been prepared on a going concern basis.

2.3 Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries) made up to 30 September each year. Per IFRS 10, control is achieved when the Company:

- has the power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affects its returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above. When the Company has less than a majority of the voting rights of an investee, it considers that it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally.

The Company considers all relevant facts and circumstances in assessing whether or not the Company's voting rights in an investee are sufficient to give it power, including:

- the size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;

- potential voting rights held by the Company, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, the results of subsidiaries acquired or disposed of during the period are included in profit or loss from the date the Company gains control until the date when the Company ceases to control the subsidiary. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between the members of the Group are eliminated on consolidation.

Investments in subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls and entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries acquired during the year are consolidated using the acquisition method. Their results are incorporated from the date that control passes.

2.4 Cash and cash equivalents

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

2.5 Equity

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

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

Equity-settled share-based payments are credited to a share-based payment reserve as a component of equity until related options or warrants are exercised or lapse.

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

Foreign currency differences are recognised in other comprehensive income and accumulated in the foreign exchange reserve except to the extent that the translation difference is allocated to non-controlling interests.

2.6 Foreign currency translation

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

i) assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement;

ii) income and expenses for each income statement are translated at spot exchange rates (unless the spot is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and

iii) all resulting exchange differences are recognised in the Statement of Comprehensive Income *and accumulated in the foreign exchange reserve in equity.*

When a foreign operation is disposed of in its entirety or partially such that control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in a foreign exchange reserve (attributed to non-controlling interests as appropriate).

2.7 Financial instruments

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

a) Classification

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

- those to be measured subsequently at fair value (either through Other comprehensive income or through profit or loss);
- those to be measured at amortised cost; and
- those to be measured subsequently at fair value through profit or loss.

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

For assets measured at fair value, gains and losses will be recorded either in profit or loss or in OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI).

b) Recognition

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

c) Measurement

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

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

Debt instruments

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

Equity instruments

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the Group's right to receive payments is established. Changes in the fair value of financial assets at FVPL are recognised in other gains/(losses) in the statement of profit or loss as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

d) Impairment

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

2.8 Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

2.9 Trade and other payables

These amounts represent liabilities for goods and services provided to the consolidated Group prior to the end of the financial year and which are unpaid. Due to their short-term nature, they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

2.10 Intangible assets - Exploration and evaluation assets

The Group applies the full cost method of accounting for Exploration & Evaluation ('E&E') costs, having regard to the requirements of IFRS 6 Exploration for and Evaluation of Mineral Resources. Under the full cost method of accounting, costs of exploring for and evaluating natural resources are accumulated by reference to appropriate cost centres being the appropriate lease and /or lease areas held under the lease. A lease grants the right to explore and evaluate natural resources. Exploration and evaluation assets are tested for impairment as described further below.

All costs associated with E&E are initially capitalised as E&E assets, including payments to acquire the legal right to explore, costs of technical services and studies, seismic acquisition, exploratory drilling, and testing.

Exploration and evaluation costs include directly attributable overheads together with the cost of materials consumed during the exploration and evaluation phases. Costs incurred prior to having obtained the legal right to explore an area are expensed directly to profit and loss as they are incurred.

E&E Costs are not amortised prior to the conclusion of appraisal activities.

E&E costs assets related to each lease are carried forward until the existence (or otherwise) of commercial reserves has been determined. Once the technical feasibility and commercial viability of extracting a natural resource is demonstrable, the related E&E assets are assessed for impairment on an individual lease basis, as appropriate, as set out below and any impairment loss is recognised in profit and loss. The carrying value, after, any impairment loss, of the relevant E&E assets is then reclassified as a development asset.

E&E assets are assessed for impairment when facts and circumstances suggest that the carrying amount may exceed its recoverable amount. Such indicators include, but are not limited to, those situations outlined in paragraph 20 of IFRS 6 Exploration for and Evaluation of Mineral resources and include the criteria for which a determination is made as to whether commercial reserves exist.

The aggregate carrying value is compared against the expected recoverable amount, by reference to the present value of future cash flows expected to be derived from production of commercial reserves.

When a lease is abandoned or there is no planned future work, the costs associated with the respective leases are written off in full.

Impairment

All capitalised exploration and evaluation assets are monitored for indications of impairment. Where a potential impairment is indicated, assessment is made for the group of assets representing a cash generating unit.

In accordance with IFRS 6, the Group firstly considers the following facts and circumstances in their assessment of whether the Group's exploration and evaluation assets may be impaired:

i) the period for which the Group has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed.

ii) substantive expenditure on further exploration for and evaluation of resources in the specific area is neither budgeted nor planned.

iii) exploration for and evaluation of resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the Group has decided to discontinue such activities in the specific area.

iv) sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

In addition to the above, the Group gives due consideration to the following criteria:

- unexpected geological occurrences render the resource uneconomic;
- a significant fall in realised or estimated prices render the project uneconomic; or

- an increase in operating costs occurs. If any such facts or circumstances are noted, the Group perform an impairment test in accordance with the provisions of IAS 36.

The aggregate carrying value is compared against the expected recoverable amount of the cash generating unit. The recoverable amount is the higher of value in use and the fair value less costs to sell. An impairment loss is reversed if the assets or cash-generating unit's recoverable amount exceeds its carrying amount. A reversal of impairment loss is recognised in the profit or loss immediately.

2.11 Provisions

A provision is recognised in the Statement of Financial Position when the Group or Company has a present legal or constructive obligation because of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre–tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

2.12 Investments and other financial assets

Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless an accounting mismatch is being avoided.

2.13 Business combinations

The acquisition method of accounting is used to account for business combinations regardless of whether equity instruments or other assets are acquired.

The consideration transferred is the sum of the acquisition-date fair values of the assets transferred, equity instruments issued or liabilities incurred by the acquirer to former owners of the acquiree and the amount of any non-controlling interest in the acquiree. For each business combination, the non-controlling interest in the acquiree is measured at either fair value or at the proportionate share of the acquiree's identifiable net assets. All acquisition costs are expensed as incurred to profit or loss.

On the acquisition of a business, the consolidated entity assesses the financial assets acquired and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the consolidated entity's operating or accounting policies and other pertinent conditions in existence at the acquisition-date.

Where the business combination is achieved in stages, the consolidated entity remeasures its previously held equity interest in the acquiree at the acquisition-date fair value and the difference between the fair value and the previous carrying amount is recognised in profit or loss.

Contingent consideration to be transferred by the acquirer is recognised at the acquisition-date fair value. Subsequent changes in the fair value of the contingent consideration classified as an asset or liability is recognised in profit or loss. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity.

The difference between the acquisition-date fair value of assets acquired, liabilities assumed and any non-controlling interest in the acquiree and the fair value of the consideration transferred and the fair value of any pre-existing investment in the acquiree is recognised as goodwill. If the consideration transferred and the pre-existing fair value is less than the fair value of the identifiable net assets acquired, being a bargain purchase to the acquirer, the difference is recognised as a gain directly in profit or loss by the acquirer on the acquisition-date, but only after a reassessment of the identification and measurement of the net assets acquired, the non-controlling interest in the acquiree, if any, the consideration transferred and the acquirer's previously held equity interest in the acquirer.

If an asset is acquired and is deemed to not possess the necessary components to constitute a business then it is treated as an asset acquisition.

In this event the difference between the acquisition-date fair value of assets acquired, liabilities assumed and any non-controlling interest in the acquiree and the fair value of the consideration transferred and the fair value of any pre-existing investment in the acquiree is recognised as an intangible asset.

2.14 Share based payments

The Group has made awards of warrants and options on its unissued share capital to advisors, employees and consultants in return for services provided to the Group. The valuation of these warrants involves making a number of critical estimates relating to price volatility, future dividend yields, expected life of the options and interest rates. These assumptions have been integrated into the models used to value the share based payments primarily being Black Scholes Option Pricing and the Parisian Barrier models. These assumptions are described in more detail in the notes.

2.15 Taxation

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

Deferred tax is the tax expected to be payable or recoverable on temporary differences between the carrying amounts of assets and liabilities in the group or parent company financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method. As there is no reasonable expectation of future revenues to which tax losses could be applied no deferred tax asset has been recognised.

2.16 Other comprehensive income

Gains or losses on the translation of currencies into the presentational currency are recognised as other comprehensive income in the Statement of Profit and Loss and Other Comprehensive Income and transferred to a separate foreign exchange reserve under equity.

2.17 Critical accounting judgements, key sources of estimation uncertainty and going concern

The preparation of these financial statements in conformity with IFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed below:

Recoverable value of Intangible assets (exploration assets) – Note 10

Costs capitalised in respect of the Group's exploration assets are required to be assessed for impairment under the provisions of IFRS 6. The Group capitalised an amount of £4,086,754 to the statement of financial position at period end (2023: n/a). Such an estimate requires the Directors to exercise judgement in respect of the indicators of impairment and also in respect of inputs used in the models which are used to support the carrying value of the assets. Such inputs include estimates of commercial reserves, production profiles, commodity prices, capital expenditure, inflation rates, and pre-tax discount rates that reflect current market assessments of (a) the time value of money; and (b) the risks specific to the asset for which the future cash flow estimates have not been adjusted. Management have concluded that it is not appropriate to process an impairment charge in the period in relation to exploration assets.

Impairment of investments and loans to subsidiaries – Note 11 & 12

The Group and the Company assess at each reporting date whether there is any objective evidence that investments in and loans to subsidiaries are impaired. The value of the Company's investment in Hereford Resources, LLC amounts to £2 million (2023: n/a) and intercompany loans amount to approximately £2.418 million (2023: n/a). To determine whether there is objective evidence of impairment, a considerable amount of estimation is required in assessing the ultimate realisation of these investments/receivables, including valuation, creditworthiness and future cashflows. Investment in Hereford resources LLC was purchased in the period. As at the period end the Directors do not believe that any indicators of impairment exist and therefore have chosen not to impair any of these assets.

Share based payments – Note 18

The Group issues options and warrants to its employees, directors, investors and advisors. These are valued in accordance with IFRS 2 "Share-based payments". The charge processed in relation to the current period was £887,263 (2023: n/a). In calculating the related charge on options and warrants the Group will use a variety of estimates and judgements in respect of inputs used including share price volatility, risk free rate, and expected life. Changes to these inputs may impact the related charge.

2.18 New standards, amendments and interpretations adopted by the Group.

The parent company was incorporated on 23 September 2023. There were no new or amended accounting standards that required the Group to change its accounting policies for the period ended 30 September 2024 and no new standards, amendments or interpretations were adopted by the Group.

2.19 New standards, amendments and interpretations not yet adopted by the Group.

The standards and interpretations that are relevant to the Group, issued, but not yet effective, up to the date of the financial statements are listed below. The Group intends to adopt these standards, if applicable, when they become effective.

Standard	Impact on initial application	Effective date
Amendments to IAS 1 - *Classification of Liabilities as current or non- current*	Clarifies that the classification of liabilities as current or noncurrent should be based on rights that exist at the end of the reporting period.	Annual periods beginning on or after 1 January 2024
Amendments to IAS 1 – *Noncurrent Liabilities with Covenants*	Clarifies that only those covenants with which an entity must comply on or before the end of the reporting period affect the classification of a liability as current or non-current.	Annual periods beginning on or after 1 January 2024
Amendments to IFRS 16 – *Lease Liability in a Sale and Leaseback 4*	Specifies requirements relating to measuring the lease liability in a sale and leaseback transaction after the date of the transaction.	Annual periods beginning on or after 1 January 2024
Amendments to IAS 7 and IFRS 7 –*Supplier Finance Arrangements 4 5*	Requires an entity to provide additional disclosures about its supplier finance arrangements.	Annual periods beginning on or after 1 January 2024
IAS 8 Accounting Policies - *Changes in Accounting Estimates and Errors*	Requires disclosure of any new standards and interpretations that have been issued but are not yet effective and have not yet been applied in the financial statements, together with information relevant to assessing the possible impact when implemented for the first time.	Unknown

The Directors have evaluated the impact of transition to the above standards and do not consider that there will be a material impact of transition on the financial statements.

3. Segmental analysis

The Group manages its operations in two segments, being exploration activities in North America and corporate functions in the United Kingdom. The results of these segments are regularly reviewed by the Board as a basis for the allocation of resources to assess their performance.

The Group generated no revenue during the period ended 30 September 2024.

	United Kingdom £'000	North America £'000	Total £'000
Operating loss	(2,058)	(107)	(2,165)
Operating loss from continued operations per reportable segment	**(2,058)**	**(107)**	**(2,165)**
Interest income / (expense)	42	(42)	-
Loss for the period on continuing operations	**(2,016)**	**(149)**	**(2,165)**
Reportable segment assets	4,704	4,446	9,150
Reportable segment liabilities	(282)	(184)	(466)
Total	**4,422**	**4,262**	**8,684**

Segment assets and liabilities are allocated based on geographical location.

4. Administrative expenses

Administrative expenses for the Group can further be broken down as per below:

	Period ended 30 September 2024 £'000
Directors fees*	(275)
Professional fees	(121)
Consultants	(42)
Share based payments	(887)
Other administrative expenses	(226)
Operating loss	**(1,551)**

*In line with the accounting polices listed at note 2.10 "Exploration and evaluation assets" & 2.5 "Equity" a portion of amounts paid to Directors' in the period have been capitalised. A reconciliation of the amounts from the profit and loss to the amounts reported in the Directors' Report are detailed below:

	Total £'000	Capitalised to Exploration expense	Capitalised to Share premium	Total £'000
David James Minchin	251	-	(74)	177
Bo Sears	80	(44)	-	36
Ryan Paul Neates	18	-	-	18
Keith Dean Spickelmier	12	-	-	12
Gregg Peters	12	-	-	12
Christian Boletta	26	-	(6)	20
	399	**(44)**	**(80)**	**275**

5. Employees

The average number of persons employed by the Group (including directors) during the period ended 30 September 2024:

	2024
Management	4
Non-management	-
	4

6. Auditor's Remuneration

	Period ended 30 September 2024 £'000
Fees payable for the audit of the Group's financial statements	(25)
	(25)

7. Taxation

A reconciliation of the tax charge appearing in the income statement to the tax that would result from applying the standard rate of tax to the results for the period is:

	Period ended 30 September 2024 £'000
Loss per accounts	(2,165)
Tax credit at the weighted standard average rate of corporation tax in the UK of 25% and combined North America rate of 27.75% (State tax: 21%, US Federal tax: 6.75%)	(601)
Adjustment for items disallowable for tax	235
Tax losses for which no deferred tax is recognised	366
Tax expense recognised in accounts	-

The Group has estimated tax losses carried forward of £600,787. The taxed value of the unrecognised deferred tax asset is £366,307 and these losses do not expire.

Despite the Group targeting production and extraction of Helium in Q2, 2025, there still remains a high degree of uncertainty as to when it will record its first profits. As a result no deferred tax assets in respect of tax losses has been recognised in the accounts.

8. Other comprehensive income

Items credited to the other comprehensive income line in the statement of comprehensive income relate to the impact of foreign exchange movements when translating the statement of financial position from functional to presentational currencies on consolidation. The corresponding movement is offset against the foreign exchange reserve in the statement of financial position.

	Period ended 30 September 2024 £'000
Foreign currency movements	(7)
	(7)

9. Earnings per share

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

	Period ended 30 September 2024
Loss attributable to shareholders of Helix Exploration Plc - £'000	(2,165)
Weighted number of ordinary shares in issue	65,669,651
Basic & dilutive earnings per share from continuing operations – pence	**(3.30)**

As the Group is in a loss making position there is no difference between the diluted loss per share and the basic loss per share presented. Share options and warrants could potentially dilute basic earnings per share in the future but were not included in the calculation of diluted earnings per share as they are anti-dilutive for the period presented.

10. Intangible assets - Exploration & evaluation

Group

	Note	£'000
Cost and carrying value – 23 September 2023		-
Acquisition of Hereford Resources, LLC	17	1,612
Leases acquired as result of acquisition	17	413
Additions		2,195
Foreign exchange movements		(133)
At 30 September 2024		**4,087**

Exploration assets relate to the acquisition and exploration of oil and gas leases in the US state of Montana and are recognised as Intangible assets in accordance with the accounting policies at Note 2.10.

Exploration expenditure is capitalised whilst there is a reasonable expectation that economic benefits will flow to the Group as a result of controlling these assets.

In line with the accounting policy on impairment the Directors review the assets at period end for indicators of impairment and have concluded that no such indicators exist.

11. Investment in subsidiaries

Company

	£'000
Cost and carrying value – 23 September 2023	-
Acquisition of Hereford[1]	2,000
At 30 September 2024	**2,000**

[1]On 9 April 2024, Helix completed the acquisition of Hereford Resources, LLC. As consideration Helix issued 20,000,000 shares in the Company at the IPO price of £0.10. See Note 17.

List of Subsidiaries

Name	Business Activity	Country of Incorporation	Registered Address	Percentage Holding
Hereford Resources, LLC	Natural gas exploration	USA	PO Box 683, Chester, MT 59522	100%

12. Inter-company receivable

Company

	As at 30 September 2024 £'000
Inter-company loan – Hereford Resources LLC	2,418
	2,418

The inter-company loan between Helix and its wholly owned subsidiary Hereford Resources, LLC has an annual interest rate of 8% and is repayable on demand by Helix after the first anniversary of the inception of the loan. The first anniversary of the loan is 10 April 2025. The receivable has been classified as non-current as the Board has confirmed that it will not demand repayment within 12 months from the end of the period.

13. Cash and cash equivalents

	Group As at 30 September 2024 £'000	Company As at 30 September 2024 £'000
Cash at bank	**4,960**	**4,445**

14. Trade and other receivables

	Group As at 30 September 2024 £'000	Company As at 30 September 2024 £'000
VAT receivable	20	20
Prepayments	60	20
Other debtors	23	-
	103	**40**

15. Trade and other payables

	Group As at 30 September 2024 £'000	Company As at 30 September 2024 £'000
Trade payables	427	25
Accruals	25	25
Other payables	13	13
	465	**63**

16. *Share capital and share premium*

Group

	Ordinary Shares #	Share Capital £'000	Share Premium £'000	Total £'000
Share capital issued on incorporation[1]	5,500,000	55	-	55
Issue of ordinary shares (seed round)[2]	17,220,000	172	689	861
Issue of shares on IPO[3]	99,520,000	996	8,956	9,952
Issue of share capital on acquisition of Rudyard leases[4]	600,000	6	54	60
Issue of share capital on acquisition of Rudyard leases[5]	510,000	5	107	112
Exercise of warrants[6]	220,000	2	20	22
Share issue costs[7]	-	-	(337)	(337)
Share issue costs[8]	-	-	(755)	(755)
At 30 September 2024	**123,570,000**	**1,236**	**8,734**	**9,970**

[1]On incorporation on 23 September 2023, the Company issued 5,550,000 ordinary shares of £0.01 at their nominal value of £0.01.

[2]On 14 December 2023, the Company issued 17,220,000 ordinary shares of £0.01 at a subscription price of £0.05 as seed capital for the Company.

[3]On IPO on 9 April 2024, the Company issued 99,520,000 ordinary shares of £0.01 at a subscription price of £0.10 to accompany listing on AIM.

[4]On 28 June 2024, the Company issued 600,000 ordinary shares of £0.01 at a subscription price of £0.10 as consideration to consultants on introduction of the Rudyard leases deal.

[5]On 28 June 2024, the Company issued an additional 510,000 ordinary shares of £0.01 at a subscription price of £0.22 as consideration for the acquisition of oil and gas leases in the Rudyard region of Montana.

[6]On 9 August 2024, the Company issued 220,000 ordinary shares of £0.01 at a subscription price of £0.10 as a result of the exercise of 220,000 warrants.

[7]Share issue costs relate to commission on fundraising

[8]Share issue costs relate to a reasonable percentage of professional fees directly related to the issue of shares at IPO.

The share premium account represents the difference between the nominal value of the shares issued and the actual amount subscribed less; the cost of issue of the shares.

The Company has only one class of share. All ordinary shares have equal voting rights and rank pari passu for the distribution of dividends and repayment of capital.

17. *Acquisition of Hereford Resources, LLC*

On 10 March 2024, Helix acquired a 100% interest in Hereford Resources, LLC a company based in Montana, USA. To determine the accounting treatment the Directors, need to consider whether Hereford constitutes a business.

Under IFRS 3 a business is an "integrated set of activities and assets that is capable of being conducted and managed for the purpose of providing goods or services to customers or generating income from ordinary activities."

To determine this a business must have 3 elements listed below:

i) Inputs: economic resources that create outputs
ii) Processes: systems, standards or protocols that when applied to an input can create outputs
iii) Outputs: the result of inputs and processes

On analysis of Hereford, the Directors have concluded that it does not have the 3 elements listed above and subsequently does not have a substantive process to suggest the existence of a business. As a result, the acquisition of Hereford is treated as an asset acquisition and in line with IFRS is accounted for as an intangible assets in the financial statements.

The details of the acquisition of Hereford are as follows:

Fair value of consideration transferred	**£'000**
Consideration (20 million shares in Helix Exploration @ £0.10)	2,000
Total	**2,000**
Recognised amounts of identifiable net assets at book value	
Exploration assets	413
Total	**413**
Identifiable net liabilities	
Loans from associated entities	25
Total	**25**
Intangible asset on acquisition	**1,612**

18. Share based payments reserve

	Group £'000	**Company £'000**
Opening balance	-	-
Advisor warrants issued	254	254
Employee options issued	633	633
As at 30 September 2024	**887**	**887**

Share based payments valuation

The charges associated with the share-based payments have been applied to the statement of profit or loss and other comprehensive income.

In the event that the options have time-based vesting conditions the charges are apportioned over the vesting period. If an option has an employment related vesting condition the charge is adjusted to reflect the probability that the employee will remain employed by the time that the option vests. The option charge will be trued-up at each period end if the probabilities change.

The following tables summarises the valuation techniques and inputs used to calculate the values of share-based payments in the period.

18.1. Warrants

Warrants issued in period

Grant date	Number	Share price £	Exercise price £	Volatility %	Life (years)	RF Rate %
09/04/2024	1,222,400	10p	10p	57.2%	7	3.91%
09/04/2024	3,056,000	10p	10p	57.2%	5	3.88%
09/04/2024	545,000	10p	10p	57.2%	2	4.19%
	4,823,400					

**All warrants have been valued using the Black Scholes method*

Warrants schedule

	As at 30 September 2024	
	Weighted average exercise price	**Number of warrants**
Opening balance	-	-
Granted in period	10p	4,823,400
Vested in period	10p	4,823,400
Exercised in period	10p	(220,000)
Outstanding at 30 September 2024	10p	4,603,400
Exercisable at 30 September 2024	10p	4,603,400

The weighted average time to expiry of the warrants as at 30 September 2024 is 4.82 years

18.2. Options

Options issued in period

Grant date	Number	Share price £	Exercise price £	Volatility %	RF Rate %	Life (years)	Technique
04/04/2024	10,224,000	10p	10p	57.2%	4.33%	10	PB[1]
09/04/2024	2,000,000	10.35p	10p	57.2%	4.33%	10	BS[2]
	12,224,000						

[1] *Options valued using Parisian Barrier method*
[2] *Options valued using Black Scholes method*

Options schedule

	As at 30 September 2024	
	Weighted average exercise price	**Number of options**
Opening balance	-	-
Granted in period:		
Director options[1]	10p	10,224,000
Director options[2]	10p	2,000,000
Vested in period	10p	3,408,000
Outstanding at 30 September 2024	10p	12,224,000
Exercisable at 30 September 2024	10p	3,408,000

The weighted average time to expiry of the options as at 30 September 2024 is 9.52 years.

The vesting conditions detailed below:

Director options[1]

i) 3,408,000 options - Share price traded at £0.20 for at least 20 consecutive days*
ii) 3,408,000 options - Share price traded at £0.30 for at least 20 consecutive days
iii) 3,408,000 options - Share price traded at £0.40 for at least 20 consecutive days

**Vesting condition was satisfied in the period*

Director options[2]

i) 666,666 options – Vest on first anniversary of grant date
ii) 666,666 options - Vest on second anniversary of grant date
iii) 666,668 options - Vest on third anniversary of grant date

19. Financial Instruments and Risk Management

Capital management

The Group's objectives when managing capital are to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

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

The Group is exposed to a number of risks through its normal operations, the most significant of which are foreign exchange, political and liquidity risks.

The management of these risks is vested to the Board. The sensitivity has been prepared assuming the liability outstanding was outstanding for the whole period. In all cases presented, a negative number in profit and loss represents a decrease in income.

Principal financial instruments

The principal financial instruments used by the Group from which the financial risk arises are as follows:

Policy on financial risk management

The Group's principal financial instruments comprise cash and cash equivalents, trade and other receivables and trade and other payables. The Group's accounting policies and methods adopted, including the criteria for recognition, the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are set out in note 2 – "Accounting Policies".

The Group does not use financial instruments for speculative purposes. The carrying value of all financial assets and liabilities approximates to their fair value.

Derivatives, financial instruments and risk management

The Group does not use derivative instruments or other financial instruments to manage its exposure to fluctuations in foreign currency exchange rates, interest rates and commodity prices.

Foreign currency risk

The Group operates primarily in the United States of America with the majority of costs arising in USD and is therefore exposed to foreign currency risk arising from commercial transactions, translation of assets and liabilities and net investment in foreign subsidiaries. Exposure to commercial transactions arises from the purchase of supplies or entering into service contracts by operating companies in currencies other than the Group's functional currency. Currency exposures are reviewed regularly.

The Group has a moderate level of exposure to foreign exchange risk through its foreign currency denominated cash balances, trade receivables and trade and other payables. The value of financial instruments held in other currencies is displayed in £GBP below:

£GBP	**30 September 2024 £'000**
Cash and cash equivalents	1,687
Trade and other receivables	23
Trade and other payables	(401)
	1,309

Liquidity risk

During the period ended 30 September 2024, the Group was primarily financed by cash raised through equity funding. Funds raised surplus to immediate requirements are held as cash deposits in Sterling except for minor working capital requirements held in subsidiary bank accounts.

In managing liquidity risk, the main objective of the Group is to ensure that it has the ability to pay all of its liabilities as they fall due. The Group monitors its levels of working capital to ensure that it can meet its liabilities as they fall due.

The table below shows the undiscounted cash flows on the Group's financial liabilities as at 30 September 2024 on the basis of their earliest possible contractual maturity.

At 30 September 2024	**Total £'000**	**Within 2 months £'000**	**Within 2-6 months £'000**
Trade payables	427	427	-
Other payables	38	38	-
	465	**465**	**-**

20. Financial assets and liabilities

Financial assets & liabilities at amortised cost

Group	As at 30 September 2024 £'000
Cash and cash equivalents	4,960
Trade and other receivables[1]	43
Trade and other payables[2]	(440)
	4,563

Financial assets & liabilities at amortised cost

Company	As at 30 September 2024 £'000
Cash and cash equivalents	4,445
Trade and other receivables[1]	20
Trade and other payables[2]	(38)
	4,427

[1] Trade and other receivables excludes prepayments
[2] Trade and other payables excludes accruals

21. Related Party Transactions

Directors remuneration in the period

Remuneration paid to the Directors in the period as it relates to their service contracts is listed below:

	Salary (UK) £'000	Salary (US) £'000	Shares £'000	Total £'000
David James Minchin	160	-	91	251
Bo Moore Sears Jr	12	68	-	80
Ryan Paul Neates	18	-	-	18
Keith Dean Spickelmier	12	-	-	12
Gregg Peters	12	-	-	12
Christian Boletta	18	-	8	26
	232	**68**	**99**	**399**

Service Agreements – Orana Corporate LLP

Orana Corporate LLP, of which Director Ryan Neates is an employee, has a service agreement with the Company for the provision of accounting services and was also engaged during the IPO process as corporate finance advisor. In the period, Orana Corporate LLP accrued £123,000 for corporate finance services and £35,800 for accounting services of which £6,120 was owed at year end.

Service Agreements – Christian Boletta

Christian Boletta who resigned as a Director on 3 April 2024 entered into a service contract with the Company effective from admission to assist with business development services. In the period Mr Boletta accrued £126,500 of which £100,000 was settled in shares. £2,650 was owing at period end.

Management agreement – Hereford Resources, LLC

On 10 April 2024, the Company entered into a Management Services Agreement ("MSA") with Hereford Resources, LLC to provide services to assist the recipient in the operation of the business in exchange for a service fee. In the period Helix re-charged an amount of £53,930 to Hereford which included a Service Fee of £3,762

Other than these there were no other related party transactions.

22. Contingent liabilities

The Montana Board of Oil and Gas Conservation (MBOGC) oversees drilling operations in the state of Montana. Title 36, Chapter 22 of the Administrative Rules of Montana outlines the regulations governing oil and gas conservation within the state and 36.22.13 deals specifically with Abandonment, Plugging and Restoration procedures. Specifically operators must plug any well that is no longer useful for its intended purpose. If a well is incapable of production due to reservoir depletion and has no potential future use, it must be plugged within one year, unless otherwise authorized by the MBOGC.

At period end the Group had only a singular well in the middle of a drilling program and as a result fully intended to continue explorative activities on this well. No indicators of impairment or otherwise existed to give rise to the fact that the well would be plugged and hence a provision in respect of this has not been raised in these financial statements.

The Directors do however recognise that as exploration activities continue there will be increased likelihood that a dry well will be drilled and that there will be outlays in line with the MBOGC requirements. An estimate of these costs is between $60,000 - $100,000 USD depending on the specific circumstances of the well. As the exact cost is difficult to quantify the Board has relied on the opinion of experts from Petroleum Consultants to advise.

The Directors monitor all wells closely for indicators of impairment and will recognise provisions if and when required.

23. Ultimate Controlling Party

As at 30 September 2024, there was no ultimate controlling party of the Group

24. Events subsequent to period end

Acquisition of Helium processing plant

On 30 December 2025, Helix announced the acquisition of a helium Pressure Swing Adsorption ("PSA") processing plant for a price of $500,000 USD. The plant allows the Company to make a significant step towards its production targets.

Equity fundraise and placing

On 23 January 2025, Helix completed an equity fundraise raising £5 million through the issue of 33,470,000 ordinary shares ("placing shares") at a placing price of £0.15. The placing shares were issued on 29 January 2025 and the total issued share capital of the Company immediately after the issue was 159,970,000.