

3D Resources plc
(formerly 3D Diagnostic Imaging plc)

Directors' report and accounts
for the period to 31 December 2012

Registered number 002845V

3D Resources plc
(formerly 3D Diagnostic Imaging plc)

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3D Resources plc
(formerly 3D Diagnostic Imaging plc)

Company information

Directors Donald Strang (Chairman)
Hamish Harris (Non Executive Director)
Oliver Cooke (Non Executive Director)

Registered office 34 North Quay
Douglas
Isle of Man
IM1 4LB

Auditor Henderson Loggie
Chartered Accountants
Registered Auditor
Royal Exchange
Panmure Street
Dundee
DD1 1DZ

Bankers HSBC
63-64 St Andrews Street
Cambridge
Cambridgeshire
CB2 3BZ

Solicitors to English Law Marriott Harrison
Staple Court
11 Staple Inn Buildings
London
WC1V 7QH

3D Resources plc (formerly 3D Diagnostic Imaging plc)

Chairman's report

I am pleased to present the annual report and accounts for the 18 month period to 31 December 2012.

Background

This has been a period of considerable change for the Group. Despite having developed what the previous board believed to be a world class product for the early detection of hidden dental caries, CarieScan, the Group's previously wholly owned subsidiary, was unable to achieve any meaningful level of product sales. It also became apparent to the previous Board that in the current market environment it would be extremely difficult to raise additional working capital for the Company. Against this background the previous Board no longer felt able to justify the continued costs associated with the admission of the Company's ordinary shares to trading on AIM.

The previous Board's intention had been to seek shareholders' approval to cancel the Company's admission to trading on AIM, as announced in August 2012. However following the investigation of various alternative options with the potential to deliver greater value to shareholders, the Board resolved to pursue an alternative strategy.

In October 2012, following the approval of the Company's shareholders at an extraordinary general meeting, the Board introduced new investors to the Company, hived down all of its assets and liabilities, together with £100,000 of cash introduced by the new investors, to its wholly owned subsidiary, CarieScan, then transferred CarieScan to a newly formed private company, 3D Diagnostic Imaging Limited, for a nominal consideration and gifted the shares in this new company to the Company's existing shareholders. As a consequence the Company's existing shareholders at the time ended up holding an identical number of shares in the AIM listed company and in 3D Diagnostic Imaging Limited, the newly formed private company.

Also as part of the transaction Donald Strang and Hamish Harris joined the Board and David Snow and Graham Lay stepped down from the Board. Oliver Cooke remained on the Board as a non-executive director. At the same time the Company's name was changed from 3D Diagnostic Imaging plc to 3D Resources plc and an investing policy was adopted to focus on potential investments in the natural resources sector as outlined below.

Since that date the Company has raised an additional £200,000 of working capital through a placing of 200 million shares at 0.1 pence per share. New investors also received warrants to subscribe for a further 200 million shares at a price of 0.1 pence per share.

Investing Policy

On 24 October 2012 the Company adopted the following investing policy:

The Directors intend initially to seek to acquire a direct and/or an indirect interest in projects and assets in the oil and gas sector, however they will consider opportunities in the wider natural resources sector as well as opportunities that may arise in other sectors. The Company will focus on opportunities in Europe, Africa and the Middle East but will consider possible opportunities anywhere in the world.

The Company may invest by way of purchasing quoted shares in appropriate companies, outright acquisition or by the acquisition of assets, including the intellectual property, of a relevant business, or by entering into partnerships or joint venture arrangements. Such investments may result in the Company acquiring the whole or part of a company or project (which in the case of an investment in a company may be private or listed on a stock exchange, and which may be pre-revenue), and such investments may constitute a minority stake in the company or project in question. The Company will not have a separate investment manager. The Company may be both an active and a passive investor depending on the nature of the individual investments.

3D Resources plc
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Chairman's report (continued)

Although the Company intends to be a medium to long-term investor, the Directors will place no minimum or maximum limit on the length of time that any investment may be held and therefore shorter term disposal of any investments cannot be ruled out.

There will be no limit on the number of projects into which the Company may invest, and the Company's financial resources may be invested in a number of propositions or in just one investment, which may be deemed to be a reverse takeover pursuant to Rule 14 of the AIM Rules. The Company will carry out an appropriate due diligence exercise on all potential investments and, where appropriate, with professional advisers assisting as required.

The Board's principal focus will be on achieving capital growth for Shareholders. Investments may be in all types of assets and there will be no investment restrictions. The Company will require additional funding as investments are made and new opportunities arise. The Directors may offer new Ordinary Shares by way of consideration as well as cash, thereby helping to preserve the Company's cash resources for working capital. The Company may in appropriate circumstances, issue debt securities or otherwise borrow money to complete an investment. The Directors do not intend to acquire any cross-holdings in other corporate entities that have an interest in the Ordinary Shares.

On 26 March 2013 the Company announced that it was convening an extraordinary general meeting to consider amendments to the above investing policy so as to focus the investing policy on investments in businesses involved in agriculture generally and the production, processing, logistics and distribution of agricultural produce. The adoption of the Company's new investing policy remains subject to approval by shareholders of the Company at an extraordinary general meeting to be held on 24 April 2013. As announced on 26 March 2013 it is proposed that David Lenigas be appointed as Executive Chairman of the Company conditional on the new investing policy being approved by shareholders.

Results for the period

Operating loss for the 18 month period to 31 December 2012 amounted to £4,775,000. (12 months to 30 June 2011: £272,000 operating loss)

Cash at 31 December 2012 amounted to £172,000 (30 June 2011: £428,000).

Outlook

The current Board considers that adoption of the new Investing Policy is in the best interests of the Company and its Shareholders as a whole. The Board acknowledges this exciting period for the Company as it proceeds to change its investment strategy and commence evaluating new investment opportunities as they arise.

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

I look forward to reporting further progress over the next period and beyond.



Donald Strang
Chairman

23 April 2013

3D Resources plc
(formerly 3D Diagnostic Imaging plc)

Directors' report

The directors present their report on the company and its audited accounts for the 18 month period from 1 July 2011 to 31 December 2012.

Principal activity

As at 31 December 2012 the principal activity of the Company is that of investing by seeking to acquire a direct and / or indirect interest in projects and assets in the oil and gas sector, however the Company will consider opportunities in the wider natural resources sector as well as opportunities that may arise in other sectors. The Company will focus on opportunities in Europe, Africa and the Middle East but will consider possible opportunities anywhere in the world.

Results and dividends

The income statement is set out on page 10 and has been prepared in Sterling, the functional and reporting currency of the company.

The company's net loss after taxation attributable to equity holders of 3D Resources plc for the period was £4,774,584 (2011 - £271,534) which will be deducted from reserves.

No dividends have been paid or proposed.

Review of the business and future developments

A full review of the Group's performance, financial position and future prospects is given in the Chairman's Report on pages 2-3.

Directors and their interests

The interests of the Directors at 31 December 2012 in the ordinary share capital of the Company (all beneficially held) were as follows

	31 December 2012 No.	30 June 2011 No.
Donald Strang	40,000,000	-
Hamish Harris (held by Brewin Nominees (Channel Islands) Limited)	40,000,000	-
Oliver Cooke (held by TD Wealth Institutional Nominees (UK) Limited)	750,000	750,000

In addition to the issued shares shown above, Donald Strang, Hamish Harris and Oliver Cooke each hold options over 13,600,000 ordinary shares, exercisable at 0.1p from 7 December 2012 to 31 December 2020.

James Noble and Graham Lay resigned as directors on 24 October 2012. Donald Strang and Hamish Harris were appointed as directors on 24 October 2012.

3D Resources plc **(formerly 3D Diagnostic Imaging plc)**

Directors' report (continued)

Substantial shareholdings

Other than as summarised below, the Directors have not been advised of any individual interest, or group or interests held by persons acting together, which at 31 December 2012 exceeded 3% of the company's issued share capital.

	Number of Ordinary Shares held	% of issued share capital
Redmayne (Nominees) Limited	118,500,000	14.4
Ferlim Nominees Limited	110,315,000	13.4
Marsden Resources Limited	110,000,000	13.4
David Lenigas	100,000,000	12.2
Evolve Capital PLC	78,974,357	9.6
Brita de Robillard	50,000,000	6.1
Brewin Nominees (Channel Islands) Limited	40,000,000	4.9
Donald Strang	40,000,000	4.9
Giltspur Nominees Limited	39,491,163	4.8

Employees

The company has no directly employed personnel.

Creditor payment policy

The policy of the Company is to:

- (a) Agree the terms of payment with suppliers when settling the terms of each transaction;
- (b) Ensure that suppliers are made aware of the terms of payment by inclusion of the relevant terms in contracts; and
- (c) Pay in accordance with its contractual and other legal obligations provided suppliers comply with the terms and conditions of supply.

Directors' liability

As permitted by the Isle of Man Companies Act 2006, the Company has purchased insurance cover for the Directors against liabilities in relation to the company.

Charitable donations

During the period, the Company made no charitable donations (2011 - £Nil).

Financial reporting

The Board has ultimate responsibility for the preparation of the annual audited accounts. A detailed review of the performance of the company is contained in the Chairman's report on pages 2 to 3. Presenting the Chairman's report and Director's Report, the Board seeks to present a balanced and understandable assessment of the company's position, performance and prospects.

3D Resources plc
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Directors' report (continued)

Internal control

A key objective of the Directors is to safeguard the value of the business and assets of the Company. This requires the development of relevant policies and appropriate internal controls to ensure proper management of the company's resources and the identification and mitigation of risks which might serve to undermine them. The Directors are responsible for the company's system of internal control and for reviewing its effectiveness. It should, however, be recognised that such a system can provide only reasonable and not absolute assurance against material misstatement or loss.

Risk management

The directors have in place a process of regularly reviewing risks to the business and monitoring associated controls, actions and contingency plans.

The Company's financial risk management policies are set out in Note 12.

Going concern

Notwithstanding the loss incurred during the period under review, the Directors are of the opinion that ongoing evaluations of the Company's interests and cash resources, indicate that preparation of the Company's accounts on a going concern basis is appropriate.

3D Resources plc **(formerly 3D Diagnostic Imaging plc)**

Directors' report (continued) **Statement of directors' responsibilities**

Isle of Man company law requires the directors to keep reliable accounting records which correctly explain the transactions of the Company, enable the financial position of the Company to be determined with reasonable accuracy at any time and allow financial statements to be prepared. The shareholders have resolved, in accordance with the Companies Act 2006 and the Articles of Association, that the directors prepare financial statements for each financial period which give a true and fair view of the state of affairs of the Company and of its profit or loss for that period.

On this basis the directors have elected to prepare the financial statements for the Company in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union.

International Accounting Standard 1 requires that accounts present fairly for each financial period the company's financial position, financial performance and cash flows. This requires the faithful representation of the effects of transactions, other events and conditions in accordance with the definitions and recognition criteria for assets, liabilities, income and expenses set out in the International Accounting Standards Board's 'Framework for the preparation and presentation of accounts'. In virtually all circumstances, a fair presentation will be achieved by compliance with all applicable IFRSs. However, directors are also required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable IFRSs have been followed, subject to any material departures disclosed and explained in the accounts; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts comply with the Isle of Man Companies Act 2006. They have a general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the Isle of Man governing the preparation and dissemination of accounts may differ from legislation in other jurisdictions.

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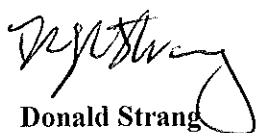
Directors' report (continued)
Statement of directors' responsibilities

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the Company's auditors are unaware.

Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the Company's auditors are aware of that information.

By order of the Board of Directors



Donald Strang
Director

23 April 2013

3D Resources plc **(formerly 3D Diagnostic Imaging plc)**

Independent auditor's report to the shareholders of 3D Resources plc

We have audited the accounts of 3D Resources plc for the period to 31 December 2012 which comprise the income statement, the balance sheet, the statement of changes in equity, the cash flow statement and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

This report is made solely to the company's members, as a body, in accordance with Section 80c of the Isle of Man 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.

Respective responsibilities of directors and auditors

As explained more fully in the directors' responsibilities statement (set out on page 8), the directors are responsible for the preparation of the accounts and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the accounts in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit

An audit involves obtaining evidence about the amounts and disclosures in the accounts sufficient to give reasonable assurance that the accounts are free from material misstatements, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the accounts. In addition we read all the financial and non-financial information in the directors' report to identify material inconsistencies with the audited accounts. Should we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on accounts

In our opinion the accounts:

- give a true and fair view of the state of the company's affairs as at 31 December 2012 and of its loss for the period then ended;
- have been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Isle of Man Companies Act 2006.

Opinion on other matters prescribed by the Isle of Man Companies Act 2006

In our opinion the information given in the directors' report, for the financial period for which the accounts are prepared, is consistent with the accounts.

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the accounts 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.

Terry Allison CA (Senior Statutory Auditor)

For and on behalf of
Henderson Loggie, Statutory Auditor
Dundee

23 April 2013

3D Resources plc
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Income statement for the period to 31 December 2012

		18 month period to 31 December 2012	Year to 30 June 2011
	Note	£	£
Administration expenses		466,134	262,124
Loss of disposal of investment		203,292	-
Write off of group balance		4,105,158	-
Operating loss	4-5	(4,774,584)	(262,124)
Finance costs	6	-	9,410
Loss before taxation		(4,774,584)	(271,534)
Taxation	7	-	-
Loss and total comprehensive loss for the financial period		(4,774,584)	(271,534)
Attributable to:			
Equity holders		(4,774,584)	(271,534)
Loss per share	8		
Basic and diluted		(0.58)	(0.16)

All figures are derived from continuing operations.

There is no difference between the results stated above and their historical cost equivalents.

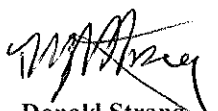
The accompanying accounting policies and notes form part of these financial statements.

3D Resources plc
(formerly 3D Diagnostic Imaging plc)

Statement of financial position at 31 December 2012

	Note	31 December 2012 £	30 June 2011 £
Non current assets			
Investments in subsidiary undertakings	9	-	64,009
Current assets			
Trade and other receivables	10	7,066	2,534,405
Cash and cash equivalents		171,925	427,685
		<u>178,991</u>	<u>2,962,090</u>
Total assets		<u>178,991</u>	<u>3,026,099</u>
Current liabilities			
Trade and other payables	10	(21,282)	(44,031)
		<u>(21,282)</u>	<u>(44,031)</u>
Net current assets		<u>157,709</u>	<u>2,918,059</u>
Net assets		<u>157,709</u>	<u>2,982,068</u>
Equity			
Share capital	11	820,975	170,475
Share premium account		6,334,274	5,366,966
Share based payment reserve		193,134	68,220
Retained earnings		(7,190,674)	(2,623,593)
		<u>157,709</u>	<u>2,982,068</u>

The accounts of 3D Resources plc (registered number 002845V) were approved by the Board of Directors and authorised for issue on 23 April 2013 and were signed on its behalf by:


Donald Strang
Chairman

The accompanying accounting policies and notes form part of these financial statements.

3D Resources plc
(formerly 3D Diagnostic Imaging plc)

Statement of changes in equity for the period to 31 December 2012

	Share capital £	Share premium £	Share based payment reserve £	Retained earnings £	Total £
At 30 June 2010	108,004	2,372,420	16,650	(2,352,059)	145,015
Shares issued (net of expenses)	62,471	2,994,546	-	-	3,057,017
Share based payment expense	-	-	51,570	-	51,570
Loss for the period	-	-	-	(271,534)	(271,534)
At 30 June 2011	170,475	5,366,966	68,220	(2,623,593)	2,982,068
Shares issued (net of expenses)	270,500	1,233,308	-	-	1,503,808
Subscriber shares	380,000	(266,000)	-	-	114,000
Share based payment expense	-	-	332,417	-	332,417
Release when options cancelled	-	-	(207,503)	207,503	-
Loss for the period	-	-	-	(4,774,584)	(4,774,584)
At 31 December 2012	<u>820,975</u>	<u>6,334,274</u>	<u>193,134</u>	<u>(7,190,674)</u>	<u>157,709</u>

The accompanying accounting policies and notes form part of these financial statements.

3D Resources plc
(formerly 3D Diagnostic Imaging plc)

Cash flow statement for the period ended 31 December 2012

	Note	18 month period to 31 Dec 2012 £	Year to 30 June 2011 £
Net cash used in operating activities	13	(1,873,568)	(2,676,762)
Investing activities			
Interest paid		-	(9,410)
Net cash used in investing activities		-	(9,410)
Financing activities			
Issue of share capital		384,500	62,471
Share premium		1,339,500	3,437,428
Issue costs		(106,192)	(442,882)
Net cash from financing activities		1,617,808	3,057,017
Net increase and cash and cash equivalents		(255,760)	370,845
Cash and cash equivalents at beginning of period		427,685	56,840
Cash and cash equivalents at end of period		171,925	427,685

The accompanying accounting policies and notes form part of these financial statements.

3D Resources plc
(formerly 3D Diagnostic Imaging plc)

Notes to the accounts

1 General information

3D Resources plc is a company incorporated in the Isle of Man under the Companies Act 2006. The address of the registered office is given on page 1. The nature of the Company's operations and its principal activities are set out in the directors' report on pages 4 to 8.

These accounts have been prepared in Sterling because that is the currency of the primary economic environment in which the Company operates.

Adoption of new and revised standards

These accounts have been prepared in accordance with International Financial Reporting Standards (IFRSs).

At the date of approval of these accounts, the following Standards and Interpretations, which have not been applied in these accounts, were in issue but not yet effective (and in some cases had not yet been adopted by the EU):

IFRS 9	Financial Instruments (effective 1 January 2013)
IFRS 10	Consolidated Financial Statements (effective 1 January 2013)
IFRS 11	Joint Arrangement (effective 1 January 2013)
IFRS 12	Disclosure of Interests in Other Entities (effective 1 January 2013)
IFRS 13	Fair Value Measurement (effective 1 January 2013)
IAS 19	Employee Benefits (Revised June 2012) (effective 1 January 2013)
IAS 27	(Revised). Separate Financial Statements (effective 1 January 2013)
IAS 28	(Revised). Investments in Associates and Joint Ventures (effective 1 January 2013)

The directors anticipate that the adoption of these Standards and Interpretations in future periods will have no material impact on the accounts of the Company.

2 Significant accounting policies

Basis of preparation

The accounts have been prepared in accordance with International Financial Reporting Standards (IFRSs) adopted for the use in the European Union.

The accounts have been prepared under the historical cost convention. The principal accounting policies are set out below.

3D Resources plc
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Notes to the accounts (continued)

2 Significant accounting policies (continued)

Going concern

Notwithstanding the loss incurred during the period under review, the Directors are of the opinion that ongoing evaluations of the Company's interests and cash resources, indicate that preparation of the Company's accounts on a going concern basis is appropriate.

Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and represents amounts from the sales of goods provided in the normal course of business, net of value added tax and discounts, and is recognised when the significant risks and rewards of ownership of the product have been transferred to a third party. In the case of sale or return transactions, revenue is only recognised when, and only to the level that, risks and rewards are transferred.

Revenue

Revenue is the invoiced value of goods and services supplied and excludes VAT and other sales based taxes.

Impairment of tangible and intangible assets

At each balance sheet date, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, a formal impairment test based on a discounted cash flow approach is performed and the recoverable amount of the asset is estimated in order to quantify any impairment loss. Any impairment loss is recognised as an expense immediately.

Financial instruments

Financial assets and financial liabilities are recognised on the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

The Company's activities give rise to some exposure to the financial risks of changes in interest rates and foreign currency exchange rates. The Company has no borrowings and is principally funded by equity, maintaining all its funds in bank accounts. The Company does not use derivative financial instruments for speculative purposes.

Financial assets

Financial assets are classified into the following specified categories; financial assets "at fair value through profit or loss" (FVTPL), "held to maturity" investments, "available for sale" (AFS) financial assets and "loans and receivables". The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

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Notes to the accounts (continued)

2 Significant accounting policies (continued)

Cash

Cash includes cash in hand, deposits held at call with banks, and bank overdrafts. Bank overdrafts are shown within current liabilities on the balance sheet.

Financial liabilities

Trade payables

Trade payables are non-interest-bearing and are initially measured at fair value and thereafter at amortised cost using the effective interest rate.

Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

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

Provisions

Provisions are recognised when the Company has a present obligation as a result of a past event, it is probable that the Company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation.

Share based payments

The Company issues equity-settled share based benefits to employees. All equity-settled share-based payments are ultimately recognised as an expense in profit or loss with a corresponding credit to reserves.

Share-based payments relating to the subsidiary company increase the carrying value of the investment in the subsidiary and are included in the loss on disposal of the subsidiary.

If vesting periods or other non-market vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest. Estimates are subsequently revised if there is any indication that the number of share options expected to vest differs from previous estimates. Any cumulative adjustment prior to vesting is recognised in the current period. No adjustment is made to any expense recognised in prior periods if share options ultimately exercised are different to that estimated on vesting.

Upon exercise of share options the proceeds received net of attributable transaction costs are credited to share capital, and where appropriate share premium.

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Notes to the accounts (continued)

3 Critical accounting judgements and key sources of estimation uncertainty

In the process of applying the Company's accounting policies, as described in note 2, management has made the following judgements that have the most significant effect on the amounts recognised in the financial statements.

Valuation of share based payments to employees

The Company estimates the expected value of share based payments to employees and this is charged through the income statement over the vesting period. The fair value is estimated using the Black Scholes valuation model which requires a number of assumptions to be made such as level of share vesting, time of exercise, expected length of service and employee turnover and share price volatility. This method of estimating the value of share based payments is intended to ensure that the actual value transferred to employees is provided for by the time such payments are made.

4	Operating loss	Period to 31 Dec 2012 £	Year to 30 June 2011 £
	Operating loss is stated after charging:		
	Share options	193,134	51,570
	Audit	5,000	2,800
	Loss on disposal of investment	203,292	-
	Write off of subsidiary company balance	4,105,158	-
		=====	=====

Included in share options is £27,377 (2011 - £45,205) relating to directors.

In addition to auditors' remuneration shown above, the auditors received the following fees for non audit services.

	2012 £	2011 £
Other financial advisory services	-	6,700
	=====	=====

5 Directors' emoluments

Fees and benefits	65,280	68,647
	=====	=====

The company has no directly employed personnel.

6 Finance income (net)

Bank interest payable	-	(9,410)
	=====	=====

3D Resources plc
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Notes to the accounts (continued)

7 Taxation

	Period to 31 Dec 2012 £	Year to 30 June 2011 £
Total current tax	- =====	- =====

The actual tax charges for the period differs from the standard rate applicable in the UK of 20% (2011 - 21%) for the reasons set out in the following reconciliation:

	2012 £	2011 £
Loss on ordinary activities before tax	(4,774,584) =====	(271,533) =====
Tax thereon	(954,917)	(57,022)
Factors affecting charge for the period:		
Losses arising in territories where no tax is charged	954,917	57,022
	-----	-----
Current tax charge for the period	- =====	- =====

8 Loss per share

IAS 33 "Earnings per share" requires presentation of diluted earnings / (loss) per share when a company could be called upon to issue shares that would decrease profit or increase loss per share. For a loss making company with outstanding share options, loss per share would only be increased by the exercise of out of money options. Since it seems inappropriate to assume that option holders would exercise out of money options, no adjustment has been made to calculate the diluted loss per share on out of money share options.

Basic and diluted loss per share are calculated on the loss of the company attributable to equity holders of the parent of £4,774,584 (*Year ended 30 June 2011 - £271,534*) and on 820,974,824 (*30 June 2011 - 170,474,824*) ordinary shares in issue.

3D Resources plc
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Notes to the accounts (continued)

9 Investments

	31 December	30 June
Subsidiary undertaking	2012	2011
	£	£
Cost and net book value		
At 1 July 2011	64,009	35,650
Capital contribution	139,283	28,359
Disposal	(203,292)	-
	<hr/>	<hr/>
At 31 December 2012	-	64,009
	<hr/> <hr/>	<hr/> <hr/>

The investment was sold for a consideration of £1.

10 Other financial assets and liabilities

	2012	2011
	£	£
Trade and other receivables		
Current:		
VAT recoverable	7,066	-
Other debtors	-	28,659
Amounts owed by subsidiary undertakings	-	2,505,746
	<hr/>	<hr/>
	7,066	2,534,405
	<hr/> <hr/>	<hr/> <hr/>

The company's principal financial assets are cash and cash equivalents.

3D Resources plc
(formerly 3D Diagnostic Imaging plc)

Notes to the accounts (continued)

10 Other financial assets and liabilities (continued)

	31 December 2012 £	30 June 2011 £
Trade and other payables		
Current:		
Trade payables	3,282	14,317
Accruals and deferred income	18,000	20,323
Social security and other taxes	-	9,391
	<u>21,282</u>	<u>44,031</u>
	<u><u>21,282</u></u>	<u><u>44,031</u></u>

Trade creditors and accruals principally comprise amounts outstanding for consultancy services received. The directors consider that the carrying amount of trade payables approximates their fair value.

11 Share capital

	2012 £	2011 £
Allotted, issued and fully paid		
820,974,824 (2011 - 170,474,824) ordinary shares of £0.001 each	<u>820,975</u>	<u>170,475</u>
	<u><u>820,975</u></u>	<u><u>170,475</u></u>

The Company has one class of ordinary shares which carries no right to fixed income.

70,500,000 ordinary shares of £0.001 each were issued in October 2011. The total consideration received for these shares was £1,410,000.

380,000 ordinary shares of £0.001 each were issued in October 2012. The subscription price for the shares was £0.0003 per share, giving a consideration of £114,000, and represented a discount of approximately 73.9% per share. The issue of subscription shares at a discount is permitted by the Isle of Man Companies Act 2006 and the company has treated the shares as fully paid up.

200,000,000 ordinary shares of £0.001 each were issued in December 2012. The total consideration received for these shares was £200,000.

3D Resources plc
(formerly 3D Diagnostic Imaging plc)

Notes to the accounts (continued)

12 Financial instruments

The Company's financial instruments comprise cash at bank and payables which arise in the normal course of business. It is, and has been throughout the period under review, the Company's policy that no speculative trading in financial instruments shall be undertaken. The Company has been solely equity funded during the period. As a result the main risk arising from the Company's financial instruments is currency risk.

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 2 of the accounts.

	2012 £	2011 £
Financial assets (current)		
Cash and cash equivalents	171,825	427,685
Financial liabilities (current)		
Trade payables	3,282	14,317
	=====	=====

Interest rate risk and liquidity risk

The company is funded by equity, maintaining all its funds in bank accounts. The company's policy throughout the period has been to minimise the risk of placing available funds on short term deposit. The short term deposits are placed with banks for periods up to 1 month according to funding requirements.

The company had no undrawn committed borrowing facilities at any time during the period.

Fair values

Cash and cash equivalents (which are presented as a single class of assets on the face of the balance sheet) comprise cash held by the company with an original maturity of three months or less. The carrying amount of these assets approximates their fair value.

The directors consider there to be no material difference between the book value of financial instruments and their values at the balance sheet date.

3D Resources plc
(formerly 3D Diagnostic Imaging plc)

Notes to the accounts (continued)

13 Notes to the company cash flow statement

	Period to 31 Dec 2012 £	Year to 30 June 2011 £
Operating loss	(4,774,584)	(262,124)
Share option charge	193,134	
Investment write off	203,292	-
Operating cash flows before movements in working capital	(4,378,158)	(262,124)
Decrease/(increase) in receivables	2,527,339	(2,426,838)
(Decrease)/increase in payables	(22,749)	12,200
Cash used in operations	(1,873,568)	(2,676,762)
Income taxes paid	-	-
Net cash used in operating activities	(1,873,568)	(2,676,762)

14 Share based payments

	December 2012 Option	December 2012 Warrant
Number of options	82,000,000	200,000,000
Volatility	15.76%	15.76%
Spot price	£0.00165	£0.00165
Interest rate	0.82%	0.82%
Dividend yield	Nil	Nil
Vesting period	1 year	1 year
Contractual life	8 years	3 years
Option value weighted average exercise price	£0.001	£0.001

The volatility assumption is based upon historic share price volatility in the medical sector.

Options granted to certain employees are subject to additional exercise conditions based on the satisfaction of certain performance criteria

As disclosed in note 4 the share option charge for the period was £193,134 (2011 - £51,570).

3D Resources plc
(formerly 3D Diagnostic Imaging plc)

Notes to the accounts (continued)

14 Share based payments (continued)

Exercise Price	1st Anniversary Date	Expiry Date	30 June 2011	Granted	Cancelled	30 December 2012	Weighted average exercise price
Summary of options							
Enterprise management incentive scheme							
£0.07	14/09/2010	13/09/2019	430,000	-	(430,000)	-	-
£0.15	01/07/2011	30/06/2020	150,000	-	(150,000)	-	-
£0.06	12/01/2012	11/01/2021	3,766,632	-	(3,766,632)	-	-
£0.023	26/06/2012	05/06/2021	1,850,000	-	(1,850,000)	-	-
£0.001	07/12/2012	31/12/2020	-	82,000,000	-	82,000,000	£0.001
Unapproved scheme							
£0.06	12/01/2013	11/01/2021	10,723,727	-	(10,723,727)	-	-
			<u>16,920,359</u>	<u>82,000,000</u>	<u>(16,920,359)</u>	<u>82,000,000</u>	
Summary of warrants							
£0.0041	07/12/2012	31/12/2015	-	<u>200,000,000</u>	-	<u>200,000,000</u>	£0.001

15 Ultimate control

The company has no individual controlling party.