

五礦建設有限公司*

(Incorporated in Bermuda with limited liability) (於百慕達註冊成立之有限公司) Stock Code 股份代號: 230



2012 Interim Report 中期報告

About Us

Minmetals Land Limited is a subsidiary and the sole listed real estate flagship of China Minmetals Corporation. Minmetals Land Limited's principal business includes real estate development and specialised construction. Currently, its real estate development business covers the Pearl River Delta, Yangtze River Delta and the Pan Bohai Rim regions; while the specialised construction business that based in Shanghai and Hong Kong has coverage in fifteen provinces and cities in the country.



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Corporate Information

NON-EXECUTIVE DIRECTORS

Mr. Sun Xiaomin — Chairman

Mr. Pan Zhongyi Mr. Tian Jingqi Mr. Liu Zeping

EXECUTIVE DIRECTORS

Mr. Qian Wenchao — Deputy Chairman

 ${\rm Mr.\ He\ Jianbo\ --\ Managing\ Director}$

Mr. Yin Liang — Senior Deputy Managing Director

Ms. He Xiaoli — Deputy Managing Director Mr. Yang Lu — Deputy Managing Director

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Lam Chun, Daniel

Mr. Selwyn Mar

Ms. Tam Wai Chu, Maria

FINANCIAL CONTROLLER

Mr. Leung Kin Hong

COMPANY SECRETARY

Ms. Chung Wing Yee

INDEPENDENT AUDITOR

PricewaterhouseCoopers 22nd Floor, Prince's Building, Central, Hong Kong

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited
Industrial and Commercial Bank of China
(Asia) Limited
The Hongkong and Shanghai Banking
Corporation Limited
Hang Seng Bank Limited
Agricultural Bank of China Limited
China Merchants Bank Co., Ltd.

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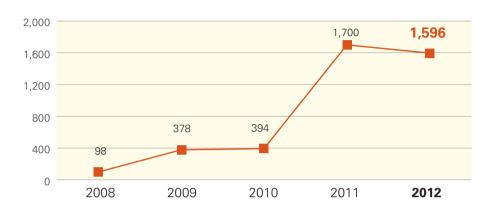
WEBSITE

http://www.minmetalsland.com

Financial Highlights

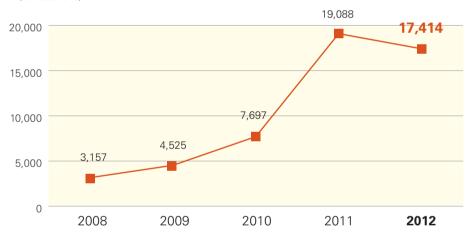
Revenue (HK\$ Million)

(For the six months ended 30 June)



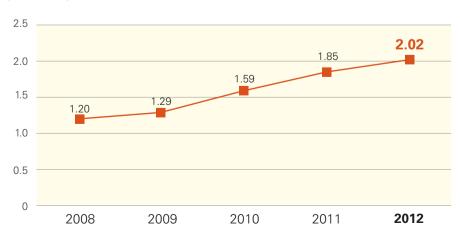
Total Assets (HK\$ Million)

(As at 30 June)



Net Asset Value Per Share (HK\$)

(As at 30 June)



Group Properties

REAL ESTATE DEVELOPMENT PROJECTS

Nanjing



Project : Laguna Bay

Location : At the junction of Xue Si Road and Xue Qi Road, Science

Park, Jiangning District, Nanjing, Jiangsu Province, the PRC

Usage : Residentia

Site area : Approximately 310,000 square metres Gross floor area : Approximately 316,000 square metres

Group's interest : 71%
Expected construction completion date : 4Q 2012



Project : Riveria Royale

Location : No. 188 Mengdu Avenue, Jianye District, Nanjing,

Jiangsu Province, the PRC

Usage : Residential

Site area : Approximately 73,000 square metres
Gross floor area : Approximately 219,000 square metres

Group's interest : 50.89%
Construction completion date : 2Q 2012



Project : Sello Royale

Location : At south of Hongjing Road, Science Park, Jiangning District,

Nanjing, Jiangsu Province, the PRC

Usage : Residential

Site area : Approximately 179,000 square metres Gross floor area : Approximately 266,000 square metres

Group's interest : 100% Expected construction completion date : 2014

Huizhou



Project : Hallstatt Se

Location : Mai Tian Ling, Boluo County, Huizhou City, Guangdong

Province, the PRC

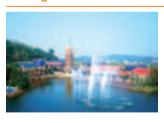
Usage : Residential

Site area : Approximately 578,000 square metres
Gross floor area : Approximately 673,000 square metres

Group's interest : 65% Expected construction completion date : 2016

Location

Changsha



Project : LOHAS International Community

: At Gaoyun Road, Muyun Town, Changsha County, Hunan

Province, the PRC

Usage : Residential

Site area : Approximately 624,000 square metres
Gross floor area : Approximately 1,060,000 square metres

Group's interest : 100% Expected construction completion date : 4Q 2014



Project : Scotland Town

Location : At Yuntang Village and Yuetang Village, Muyun Town,

Changsha County, Hunan Province, the PRC

Usage : Residential

Site area : Approximately 312,000 square metres Gross floor area : Approximately 440,000 square metres

Group's interest : 100% Expected construction completion date : 40% 2013

Beijing



Project : Fortune Garden

Location : Xibeiwang Town, Haidian District, Beijing, the PRC

Usage : Residential

Site area : Approximately 139,000 square metres
Gross floor area : Approximately 404,000 square metres

Group's interest : 51% Expected construction completion date : 2015

Yingkou



Project : Platinum Bay

Liaoning (Yingkou) Coastal Industrial Base, Yingkou City,

Liaoning Province, the PRC

Usage : Residential

Site area : Approximately 396,000 square metres Gross floor area : Approximately 591,000 square metres

Group's interest : 100%

Expected construction completion date: 4Q 2012 (Phase I)

Hebei



Project : Beijing Celebration City

Location : Jingxintun Town, Xianghe County, Langfang City, Hebei

Province, the PRC

Usage : Residential

Site area : Approximately 395,000 square metres

Gross floor area : Under planning

Group's interest : 50%

Expected construction completion date: Under planning

Tianjin



Project : Minmetals International

Location : At east of Yingbin Main Road and south of Tuochang Road,

Tanggu District, Tianjin, the PRC

Usage : Commercial and residential

Site area : Approximately 21,000 square metres Gross floor area : Approximately 184,000 square metres

Group's interest : 100% Construction completion date : 2011

MAJOR INVESTMENT PROPERTIES

Usage

Lease term

Hong Kong



Building : China Minmetals Tower

Location : No. 79 Chatham Road South, Tsimshatsui, Kowloon, Hong

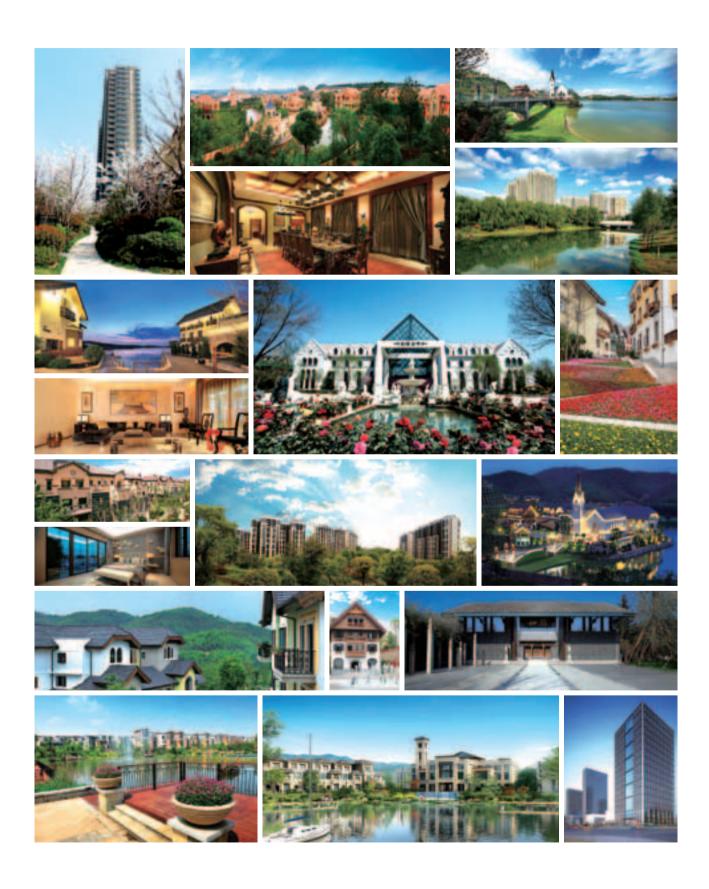
Kong
: Commercial
: Long term

Building : **ONFEM Tower**

Location : No. 29 Wyndham Street, Central, Hong Kong

Usage : Commercial Lease term : Long term

Management Discussion and Analysis





During the six months ended 30 June 2012, the Group recorded consolidated revenue of HK\$1,595.7 million as compared with HK\$1,700.2 million in the corresponding period last year. The marked slowdown in the real estate market in China has adversely affected the Group's pace of sales activities and average unit price achieved, which had offset the increased revenue contribution from both the specialised construction and property investment operating segments. During the period under review, the Group's gross margin narrowed from 41.0% to 37.3% (the gross margin comparison was made excluding the effect of fair value adjustments on acquisition of the Tianjin and Scotland Town projects on cost of sales figure of HK\$15.6 million (30 June 2011: HK\$179.2 million)) due to different property type mix. On tax charges, there was an approximately HK\$97.1 million deferred tax credit in previous period which was HK\$7.5 million in the first half of 2012, resulting in the 34.4% increase in tax charge. Overall, profit attributable to equity holders of the Company was HK\$137.9 million compared with HK\$276.5 million for the corresponding period last year and basic earnings per share was HK4.13 cents (30 June 2011: HK8.29 cents) for the period, reduced by 50.1% and 50.2% respectively. The reduction at the earnings per share level was more substantial because of the fact that a higher proportion of profit contribution was stemmed from joint venture development projects, and hence a larger amount of minority interests had to be accounted for and deducted.

In spite of the challenging operating environment, the financial position of the Group remained stable. As at 30 June 2012, total assets of the Group amounted to HK\$17,413.6 million, representing a slight increase from HK\$17,034.5 million as of 31 December 2011. Deferred revenue, which is a reflection of the Group's contracted sales activity during the period, decreased slightly from HK\$1,316.5 million as of 31 December 2011 to HK\$1,263.7 million as of 30 June 2012. Such deferred revenue will be recognised as the Group's income when presold properties are completed and delivered to buyers.

The Board has made full evaluation of the Group's financial position and the funding requirements for the projects currently undertaken and contemplated, as well as the overall macro and operating environment in which the Group is operating, and consider to be in the best interest of the Group and of our Shareholders as a whole, not to declare an interim dividend for the six months ended 30 June 2012 (30 June 2011: Nil).

Management Discussion and Analysis

The tables below set out the total revenue and the total results of the Group by operating segments for the six months ended 30 June 2012, together with the comparative figures for the corresponding period last year.

TOTAL REVENUE BY OPERATING SEGMENTS

	Six n 201		nded 30 June 201	1	Year-on-year Change
	HK\$ million	%	HK\$ million	%	%
Real estate development	1,192.0	74.7	1,469.1	86.4	-18.9
Specialised construction	376.5	23.6	205.7	12.1	+83.0
Property investment	27.2	1.7	25.4	1.5	+7.1
Total revenue	1,595.7	100.0	1,700.2	100.0	-6.1

TOTAL RESULTS BY OPERATING SEGMENTS

	Six m	onths en	ded 30 June		Year-on-year Change
	2012	2	201	1	
	HK\$ million	%	HK\$ million	%	%
Real estate development	424.9	90.6	385.8	82.4	+10.1
Specialised construction	(5.4)	(1.2)	4.9	1.1	-210.2
Property investment	40.2	8.6	71.6	15.3	-43.9
Securities investment	9.2	2.0	5.8	1.2	+58.6
Total segment profit	468.9	100.0	468.1	100.0	+0.2

REAL ESTATE DEVELOPMENT

The real estate sector in China in the first half of 2012 has been characterised by the PRC government's sustained efforts to control the property market with the dual objectives of putting skyrocketed property prices impeded on the one hand, and the striving to provide more affordable housing on the other. The stern stance is in continuance with the array of government policies that have been introduced since the beginning of 2010. During the period under review, the purchase restriction on virtually all buyers aiming at discouraging purchase for investment purpose had been applied in over 40 major cities. Foreign investments and credit policies had also followed the similar tightening policy trend. The availability of mortgage finances continued to be restricted and down payment requirements remained comparatively high excepting those for first time buyers.

Such policy accomplishments, however, have been achieved with the expected repercussions for the whole economy. GDP growth of China fell to a 3-year low of 8.1% year on year in the first quarter of 2012 due in part to the declining demand for Chinese exports in Europe and the US. The fragility on the external markets and the impacts from the protracted downturn in the domestic real estate market has prompted the PRC government to make mild policy adjustments. Monetary policy tightening has shown the first sign of change in May 2012 with the reduction in the reserve requirement by 50 basis points to 20%. Indeed, a number of localities announced measures that were modified on central government policy so as to encourage self-use property purchases. Consumers appeared to have reacted to the first sign of policy relaxation positively, demonstrating the fact that the market is underlined by strong end user demand. Acknowledging the definitive housing needs for a growing proportion of the population, the PRC government faces with the challenge of attempting to fulfil such demand without inducing undesirable price hikes.

A wide spectrum of responses and courses of action had been taken by real estate developers including reducing prices aiming to maintain high liquidity level, awaiting further market developments for actions and taking advantages of the situation and accumulating projects. In some extreme cases, a growing number of real estate developers had chosen to file for bankruptcy — the fortune of individual developer lies mainly on the current and projected financial position and cash flow situation. Whilst the market correction had its impact felt across the board and the Group is no exception. The Group's significant financial resources have of course provided the flexibility in adapting to the market downturn, whilst enabling it to assess market opportunities whenever these arise.

Management Discussion and Analysis

As of 30 June 2012, the Group's real estate development portfolio comprises 10 projects in 7 cities in the PRC. The position of the Group in these real estate development projects as at the date of this report is summarised as follows:

Location/Project		Approximate gross floor area (square metres)	Attributable interest to the Group
Naning lianger Province			
Nanjing, Jiangsu Province Laguna Bay	310,000	316,000	71.00%
Riveria Royale	73,000	219,000	50.89%
Sello Royale (formerly Fongshan Project)	179,000	266,000	100.00%
Champaka III.wan Duarinaa			
Changsha, Hunan Province LOHAS International Community	624,000	1,060,000	100.00%
Scotland Town	312,000	440,000	100.00%
Tianjin			
Minmetals International	21,000	184,000	100.00%
Langfang, Hebei Province			
Beijing Celebration City	395,000	under planning	50.00%
Yingkou, Liaoning Province	206.000	E01 000	100.00%
Platinum Bay	396,000	591,000	100.00%
Huizhou, Guangdong Province			
Hallstatt See	578,000	673,000	65.00%
Haidian District, Beijing	120,000	404.000	E1 000/
Fortune Garden	139,000	404,000	51.00%

Revenue from this operating segment for the six months ended 30 June 2012 was HK\$1,192.0 million, compared with HK\$1,469.1 million in the corresponding period last year. The reduction in revenue was a direct result of a different property mix of properties delivered and therefore recognised for sale during the period, and due also to the fact that a conservative marketing approach in general. Amongst the various real estate development projects, the contribution during the period under review was notably from our projects in Nanjing and Changsha.

Laguna Bay

The Group has a 71% interest in this residential project which is located in Nanjing, Jiangsu Province with planned gross floor area of approximately 316,000 square metres. This project is developed in three phases comprising villas, high-rise and low-rise units. Despite the fact that price competition amongst various projects within the vicinity was severe and also the sales control measures applied by the local authorities were relatively stringent, total contracted sales for this project during the six months ended 30 June 2012 were approximately HK\$245.0 million for a total gross saleable floor area of 23,685 square metres. Construction programme for the entire project was almost completed.

	Tot	Total gross saleable floor area (square Contracted			
	Total	sales in the first half of 2012	Contracted sales up to 2011	in the first half of 2012	
Phase I	59,000	_	57,783		
Phase II	44,000	1,627	36,191	881	
Phase III	136,000	22,058	101,219	9,244	
Total	239,000	23,685	195,193	10,125	

Riveria Royale

The Group has a 50.89% interest in this residential project which is located in Nanjing with planned gross floor area of approximately 219,000 square metres for development of condominium units, villas and a portion of commercial space. The overall sales results of this project were satisfactory with most of the villas being sold and delivered, whilst a substantial portion of high-rise units were also contracted for sale. During the period ended 30 June 2012, total contracted sales achieved HK\$647.1 million and deliveries of sold properties also commenced in the first half of 2012.

	То	Total gross saleable floor area (square Contracted				
	Total	sales in the first half of 2012	Contracted sales up to 2011	in the first half of 2012		
Total	189,000	24,032	115,197	27,713		

Sello Royale (formerly Fongshan Project)

This is the third project of the Group in Nanjing with a site area of approximately 179,000 square metres and is wholly owned by the Group. It is planned for development into a low-density and high-end residential community which is expected to provide total gross floor area of approximately 266,000 square metres. Presale is scheduled in the fourth quarter of 2012, which will be managed acknowledging the fact that purchase of these high-end residential properties are susceptible to current stringent purchase and mortgage restrictions.

Management Discussion and Analysis

LOHAS International Community

The Group has a 100% interest in this residential project which is located in Changsha, Hunan Province with a site area of approximately 624,000 square metres. It is a large scale residential development spreading in five phases with ancillary facilities of clubhouse, shops, car parking spaces, schools, kindergarten and landscaped garden which is expected to provide total gross floor area of approximately 1,060,000 square metres.

The total contracted sales of this project reached approximately HK\$196.5 million for the six months ended 30 June 2012. This project has successfully established considerable market recognition in the Changsha City, but the price premium is expected to narrow in the future as a result of severe price competition from neighbouring projects.

	Tot	e metres) Delivered		
	Total	Contracted sales in the first half of 2012	Contracted sales up to 2011	in the first half of 2012
Phase I (part I)	65,000	952	62,141	229
Phase I (part II)	55,000	752	51,296	760
Phase II	129,000	5,657	102,342	8,237
Phase III to Phase V	656,000	19,224	2,667	_
Total	905,000	26,585	218,446	9,226

Scotland Town

The Group has a 100% interest in this residential project which is located in Changsha, Hunan Province with a site area of approximately 312,000 square metres. The first phase development is planned for villas and the second phase for apartments. In the first half of 2012, pre-sale results were better than budgeted. The total contracted sales during the period were approximately HK\$87.6 million.

	To	tal gross saleable Contracted	floor area (squar	e metres) Delivered
		sales in the first half of	Contracted sales up to	in the first half of
	Total	2012	2011	2012
Phase I	138,000	680	118,848	2,219
Phase II	302,000	12,391	64,398	32,270
Total	440,000	13,071	183,246	34,489

Minmetals International

The Group has a 100% interest in this mixed commercial and residential project which is located in the Tianjin City with total gross floor area of approximately 184,000 square metres. It provides a twin-tower of commercial, office and residential buildings and a basement for car parks. Office developments are currently not subject to purchase and mortgage restrictions in the PRC and the marketing programme is expected to continue in the second half of 2012 as originally scheduled.

	To	Total gross saleable floor area (square Contracted			
	Total	sales in the first half of 2012	Contracted sales up to 2011	in the first half of 2012	
Total	142,000	3,500	99,064	1,028	

Beijing Celebration City

The Group has a 50% interest in this residential project which is located in Xianghe County, Hebei Province. An addition of 130,000 square metres of land had been acquired in May 2012 for a consideration of approximately RMB156.1 million (approximately HK\$190.5 million). Development plan of this project is presently under consideration.

Platinum Bay

The Group has a 100% interest in this residential project which is located in the Yingkou City, Liaoning Province with a site area of approximately 396,000 square metres. This project is planned for development of villas and condominium units which are expected to provide total gross floor area of approximately 591,000 square metres. The development plan has been adjusted with a higher proportion of villas to better position this project in the highly competitive market in Yingkou. Total contracted sales for the six months ended 30 June 2012 were approximately HK\$39.2 million for a total gross saleable floor area of 4,089 square metres.

Hallstatt See

Currently, the Group has a 65% interest in this residential project which is located in Huizhou, Guangdong Province with a site area of approximately 578,000 square metres. This project is planned for development of villas and condominium units. The pre-sales programme of this project was launched in April 2012, and total contracted sales up to the end of June 2012 amounted to HK\$100.2 million, covering a total gross saleable floor area of 8,482 square metres.

Fortune Garden

The Group has a 51% interest in this residential project which is located in Haidian District, Beijing with a site area of approximately 139,000 square metres. It is the first real estate development project of the Group undertaken in the capital city of China and it is planned for high-end residential development providing total gross floor area of approximately 404,000 square metres. The recovery of the residential market in Beijing was obvious since May 2012, and total contracted sales for the six months ended 30 June 2012 were approximately HK\$381.1 million for a total gross saleable floor area of 8,257 square metres.

Management Discussion and Analysis



SPECIALISED CONSTRUCTION

This operating segment is engaged in the design and installation of curtain walls through two wholly-owned subsidiaries, namely Condo Shanghai for the PRC market and Condo HK for Hong Kong and Macau markets. Total revenue generated from external customers by this operating segment for the period under review grew by 83.0% from HK\$205.7 million to HK\$376.5 million due to increase in total value of works completed and realised in both the PRC and Hong Kong markets. However, the operating results of this operating segment, net of intra-group transactions, showed an operating loss of HK\$5.4 million for the six months ended 30 June 2012, as compared to a profit of HK\$4.9 million in the corresponding period in 2011.

Condo Shanghai

For the six months ended 30 June 2012, Condo Shanghai's revenue grew by 48.6% to HK\$350.2 million (including HK\$11.8 million generated from inter-company transactions (30 June 2011: HK\$46.5 million)) as compared to HK\$235.7 million in the corresponding period last year. The key focus of Condo Shanghai in the second half of 2012 will be cost controls and further strengthening of internal controls including more stringent selection process for future projects and a focus on major developments from reputable parties.

Condo HK

For the six months ended 30 June 2012, Condo HK's revenue grew by 130.5% to HK\$38.0 million as compared to HK\$16.5 million in the corresponding period last year. The lower than expected revenue recognition as a result of delay in project progress has led Condo HK to record a loss of HK\$0.7 million in the first half of 2012, compared with a loss of HK\$3.0 million in the corresponding period last year. Apart from cost controls, the recruitment and retention of professional staff members has become a challenging task for the management. As a result, Condo HK established, during the period, a design workshop in Shenzhen and recruited a team of professional designers. This is a useful step in addressing the issue of shortage of professional staff in Hong Kong, representing a more cost effective solution in providing technical and design support to the Hong Kong operations.

PROPERTY INVESTMENT

In the first half of 2012, the Group's property investment business encompassed primarily the leasing of the office and commercial space of ONFEM Tower and China Minmetals Tower. ONFEM Tower is a 25-storey commercial building located in the Central District on the Hong Kong Island, whereas China Minmetals Tower is a 20-storey office and commercial building located in Tsimshatsui in Kowloon.

Total revenue recorded by this operating segment for the period under review rose by 7.1% to HK\$27.2 million (30 June 2011: HK\$25.4 million) resulting from a higher average rental level achieved and a high occupancy rate of the property portfolio. As at 30 June 2012, the occupancy rates of ONFEM Tower and China Minmetals Tower were 100.0% and 92.7% respectively (31 December 2011: 100.0% for both ONFEM Tower and China Minmetals Tower).

Demand for quality office premises remains relatively robust during the period under review and upward rentals revision within the portfolio had also led to higher revenue and profits during the first half of the year. Favorable market conditions were evidenced by the fair value gain of HK\$18.8 million (30 June 2011: HK\$50.2 million) on investment properties recorded by the Group for the period under review. Despite a generally cautiously optimistic outlook for this operating segment remains, the effect of the economic slowdown in China and Hong Kong, and the situation of the Euro Zone had started to emerge, as business operators revisit their budgets for premises and other costs. The introduction of minimum wages in Hong Kong had also added pressure on the cost side.

OUTLOOK

The PRC government's vows and determination to maintain curbs on the real estate market are widely expected to be unaltered in the foreseeable future, despite the emergence since June 2012 preferential policies for first-home buyers and certain differential policy initiatives might be forthcoming. The concerns of a protracted property downturn that may drag on an economy that is already cooling, and saddle banks with more non-

Management Discussion and Analysis

performing loans might encourage selective relaxation in some aspects of the property regulations by the authority. In addition, recent signs of inflation coming under control should also allow room for further monetary relaxation.

The trend in falling prices for eight consecutive months up to May 2012 has proven the government endeavors to be effective in spurring the affordability in home purchase. Persistent decline in inflation in recent months should be taken as positive signs of reassurance to authorities and consumers alike. Similarly, the new entry of social housing projects into the supply equation conveys an optimistic outlook for consumers. The rising supply, and more significantly the perception of rising supply from wider choices of supply sources, may affect homebuyers on the timing to enter the market and the ultimate choice of property. Aside from the consumer expectation, some analysts have also indicated that the majority of the current real estate financing is due for renewal and/or repayment requirements in 2015 and 2016, which could present a serious test to property prices. As a result, real estate developers might have to accelerate the sales programme and offer more price incentives in luring home buyers in order to fulfil their liquidity requirements in the run up to such eventuality.

Faced with such gyrated forces and various schools of thoughts, our belief remains firmly rooted on the fundamental strengths of the market that housing demand is likely to be consistently stable and steadily rising in China. In order to reap the benefits of the sustained market demand, the Group will maintain vigilance with regards to government policy adjustments and market conditions in all localities in which it operates. The Group will continue to seek relentlessly further improvements upon its overall management capabilities; cost control and real estate development abilities, to better equipped itself for eventually a slimmer, and fitter, real estate sector in China. The Group has been sufficiently equipped with the financial and management resources, which coupled with the support of the controlling shareholder, in handling price fluctuations and industry cycles. Whilst the 2012 earnings outlook might bear the hallmarks of industry correction, the Group remains cautiously optimistic and confident about the business outlook and performance of the Group as a whole in the long term future.

LIQUIDITY AND FINANCIAL RESOURCES

During the period under review, the Group's operations were financed by funds mainly from cash flows generated from business operations and borrowings from banks.

As at 30 June 2012, cash and bank deposits (excluding restricted cash and bank deposits) of the Group amounted to HK\$2,745.4 million (31 December 2011: HK\$2,858.5 million), of which 64.8%, 27.8% and 7.4% (31 December 2011: 70.4%, 21.7% and 7.9%) were denominated in Renminbi, Hong Kong dollars and United States dollars respectively.

To supplement finance for acquisition of new real estate development projects and the development of existing projects, the Group had total borrowings of HK\$5,518.6 million as at 30 June 2012 (31 December 2011: HK\$5,232.2 million). The total borrowings included borrowings from banks and a fellow subsidiary of the Company. The gearing ratio of net debt to total equity of the Group as at 30 June 2012 was 35.2% (31 December 2011: 30.5%).

The maturity profile of the Group's borrowings is as follows:

	30 June 2012 HK\$ million	31 December 2011 HK\$ million
Within one year	2,914.4	2,773.1
In the second to fifth years	2,604.2	2,459.1
	5,518.6	5,232.2

As at 30 June 2012, borrowings denominated in Renminbi amounted to RMB2,360.0 million (approximately HK\$2,881.3 million) (31 December 2011: RMB2,419.5 million (approximately HK\$2,984.4 million)), while the remaining balance of HK\$2,637.3 million (31 December 2011: HK\$2,247.8 million) was borrowings denominated in Hong Kong dollars. The Group's borrowings were on a floating interest rate basis. Finance costs charged to the consolidated income statement for the six months ended 30 June 2012 amounted to HK\$11.3 million (30 June 2011: HK\$10.2 million) after capitalisation of HK\$149.9 million (30 June 2011: HK\$88.8 million) into the cost of properties under development. The unutilised banking facilities of the Group amounted to HK\$2,831.0 million as at 30 June 2012 (31 December 2011: HK\$3,665.2 million).

Capital contribution commitments in a real estate development company as at 30 June 2012 amounted to HK\$104.6 million for authorised but not contracted (31 December 2011: HK\$173.1 million for contracted but not provided). These commitments are to be financed by internal funds and borrowings.

EXPOSURE TO FLUCTUATION IN EXCHANGE RATES

The Group is exposed to exchange rate risk on transactions that are denominated in a currency other than Hong Kong dollars, the reporting and functional currency of the Company. During the period under review, most of the transactions of the Group were denominated in Hong Kong dollars and Renminbi. As such, the Group has exposure to exchange rate movements between Hong Kong dollars and Renminbi. In spite of the fact that the expected continuing strength of Renminbi would have a positive impact, in Hong Kong dollar terms, on the Group's assets in and income generated from the PRC, the Group had not implemented any hedging or other alternative measures during the six months ended 30 June 2012 but is closely monitoring the aforesaid exchange rate risks. As at 30 June 2012, the Group did not have any exposure under foreign exchange contracts, interest or currency swaps or other financial derivatives.

CHARGES ON GROUP ASSETS

As at 30 June 2012, certain assets of the Group were pledged as securities for the Group's banking facilities and these pledged assets of the Group included (i) investment properties with carrying amounts of HK\$1,001.4 million (31 December 2011: HK\$982.6 million), (ii) properties under development of HK\$1,120.7 million (31 December 2011: HK\$840.2 million) and (iii) leasehold land and buildings of HK\$79.2 million (31 December 2011: HK\$79.6 million).

CONTINGENT LIABILITIES

As at 30 June 2012, the Group has provided guarantees to certain banks relating to mortgage facilities arranged for certain purchasers of properties developed by the Group and the outstanding mortgage loans under these guarantees amounted to HK\$625.0 million (31 December 2011: HK\$1,972.9 million).

EMPLOYEES

Total number of staff of the Group, including the Directors, was 989 as at 30 June 2012 (30 June 2011: 724), and the expansion was in line with the business development of the Group. Total remuneration and benefits of the Directors and staff of the Group during the six months ended 30 June 2012 were approximately HK\$76.5 million (30 June 2011: HK\$58.2 million). The Group considers the remuneration policy it has adopted is in line with market practice and standards.

Other Information

SHARE OPTION

On 29 May 2003, the Company adopted the Share Option Scheme to recognise and acknowledge the contributions that eligible persons had made or may from time to time make to the Group whether in the past or in the future. A summary of the principal terms of the Share Option Scheme is set out in the 2011 annual report of the Company.

Details of the movements of share options during the six months ended 30 June 2012 are as follows:

						Numbe	r of share o	ptions	
Cat	tegory of participant	Date of grant	Exercisable period	Exercise price HK\$	As at 1 January 2012	Granted during the period	Exercised during the period	Lapsed during the period	As at 30 June 2012
(i)	Directors								
	Mr. Qian Wenchao	1 December 2008	1 December 2010 to 30 November 2018	0.45	1,031,333	_	_	_	1,031,333
	Mr. He Jianbo	1 December 2008	1 December 2010 to 30 November 2018	0.45	1,428,000	_	_	_	1,428,000
	Mr. Yin Liang	1 December 2008	1 December 2010 to 30 November 2018	0.45	952,000	_	_	_	952,000
	Ms. He Xiaoli	1 December 2008	1 December 2010 to 30 November 2018	0.45	793,333	_	_	_	793,333
	Mr. Yang Lu	1 December 2008	1 December 2010 to 30 November 2018	0.45	476,000	_	_	_	476,000
(ii)	Employees and others	1 December 2008	1 December 2010 to 30 November 2018	0.45	6,720,668	_	34,000	_	6,686,668
					11,401,334	_	34,000	_	11,367,334

Note: These share options are exercisable in three tranches: the maximum percentage of share options of each tranche exercisable within the periods commencing from 1 December 2010 to 30 November 2018, from 1 December 2011 to 30 November 2018 and from 1 December 2012 to 30 November 2018 are 30%, 30% and 40% respectively.

Save as disclosed above, no share options were granted, lapsed or cancelled in accordance with the terms of the Share Option Scheme during the six months ended 30 June 2012.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2012, the interests and short positions of the Directors and the chief executive of the Company in the Shares and underlying Shares of the Company or any of its associated corporations (within the meaning of the SFO), which have been notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO), or pursuant to the Model Code as set out in Appendix 10 to the Listing Rules, or as recorded in the register kept by the Company pursuant to section 352 of the SFO, were as follows:

Long Position in Shares

Name of Director	Nature of interest	Number of Shares held	Approximate percentage of total issued Shares
Mr. Qian Wenchao	Personal	442,000	0.013%
Mr. He Jianbo	Personal	612,000	0.018%
Mr. Yin Liang	Personal	408,000	0.012%
Ms. He Xiaoli	Personal	370,000	0.011%
Mr. Yang Lu	Personal	204,000	0.006%

Note: Details of the interests of Directors in share options of the Company are disclosed in the section headed "Share Option" above.

Save as disclosed above, as at 30 June 2012, none of the Directors or the chief executive of the Company or any of their associates (as defined in the Listing Rules) had any personal, family, corporate or other interests or short position in the Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of the SFO).

Save as disclosed above, none of the Directors or the chief executive of the Company nor their spouses or children under 18 years of age, was granted or had exercised any right to subscribe for any equity or debt securities of the Company or any of its associated corporations (within the meaning of the SFO) during the six months ended 30 June 2012.

Other Information

SUBSTANTIAL SHAREHOLDERS

As at 30 June 2012, according to the register of interests kept by the Company under section 336 of the SFO, the following entities had interests in the Shares and underlying Shares which fall to be disclosed to the Company under Divisions 2 and 3 of Part XV of the SFO:

Long Position in Shares

Name of Shareholder	Interest in Shares	Approximate percentage of total issued Shares
China Minmetals	2,071,095,506 (Note 1)	62.05%
Minmetals HK	2,071,095,506 (Note 1)	62.05%
June Glory	2,071,095,506 (Note 1)	62.05%
Mr. Osbert Lyman	170,139,862 (Note 2)	5.10%
Strategic Power International Limited	170,139,862 (Note 2)	5.10%

Notes:

- The interests disclosed herein are held by June Glory, a wholly-owned subsidiary of Minmetals HK, and Minmetals HK is wholly owned by China Minmetals.
- Strategic Power International Limited is owned as to 70% by Mr. Osbert Lyman. In view that Strategic Power International Limited
 had direct and indirect interests in 19,290,000 Shares and 150,849,862 Shares respectively, each of Strategic Power International Limited
 and Mr. Osbert Lyman was deemed as interested in an aggregate of 170,139,862 Shares.

CORPORATE GOVERNANCE

Corporate Governance Code

In the opinion of the Directors, throughout the six months ended 30 June 2012, the Company had complied with the code provisions of the CG Code as set out in Appendix 14 to the Listing Rules, except for the following deviation:

Code provision A.4.2 requires that all directors appointed to fill a casual vacancy in listed companies be subject to election by shareholders at the first general meeting after their appointment. Every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years.

Instead of having elected at the first general meeting, Directors appointed by the Company to fill a casual vacancy are subject to election at the first annual general meeting after their appointment. Besides, all Directors are subject to retirement by rotation in the manner as set out in the said code provision save for the Chairman and the Managing Director of the Company where they are not required to do so pursuant to the private company act 1991 by which the Company was incorporated.

Code for Securities Transactions by Directors

The Company has established a set of guidelines as its own "Rules and Procedures for Directors and Relevant Employees of the Company in respect of Dealings in Securities of the Company" (the "Rules for Securities Transactions") on terms no less exacting than those contained in the Model Code as set out in Appendix 10 to the Listing Rules.

Having made specific enquiry of all Directors, they have confirmed in writing that they had complied with the Rules for Securities Transactions throughout the six months ended 30 June 2012.

REVIEW BY AUDIT COMMITTEE

The audit committee of the Company has reviewed the unaudited condensed consolidated financial information of the Group for the six months ended 30 June 2012, which has also been reviewed by the Company's independent auditor, PricewaterhouseCoopers, in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2012.

CONTINUING DISCLOSURE PURSUANT TO RULES 13.18 AND 13.21 OF THE LISTING RULES

OFL (a wholly-owned subsidiary of the Company) as borrower, the Company and MLI (a wholly-owned subsidiary of the Company) as guarantors and certain banks as lenders (the "Lenders") entered into a term loan facility agreement (the "Facility Agreement") for a 4-year term loan facility (the "Loan Facility") in the principal amount of HK\$5,000,000,000 on 24 May 2011.

Pursuant to the Facility Agreement, China Minmetals, the controlling shareholder of the Company, shall be the legal and beneficial owner of not less than 31% of the issued share capital of the Company as well as the single largest shareholder of the Company and has control over the management of the Company. A breach of any of the aforesaid conditions would constitute an event of default and the Lenders may (i) cancel all commitments under the Facility Agreement; or (ii) demand that all or part of the loans together with accrued interest under the Loan Facility be immediately due and payable; or (iii) demand that all or part of the loans be payable on demand.

Save as disclosed above, the Company does not have other disclosure obligations under Rules 13.18 and 13.21 of the Listing Rules.

By order of the Board **He Jianbo** *Managing Director*

Hong Kong, 28 August 2012

Report on Review of Condensed Consolidated Interim Financial Information



羅兵咸永道

TO THE BOARD OF DIRECTORS OF MINMETALS LAND LIMITED

(Incorporated in Bermuda with limited liability)

INTRODUCTION

We have reviewed the condensed consolidated interim financial information set out on pages 23 to 42, which comprises the condensed consolidated balance sheet of Minmetals Land Limited (the "Company") and its subsidiaries (together, the "Group") as at 30 June 2012 and the related condensed consolidated income statement, statements of comprehensive income, changes in equity and the condensed consolidated cash flow statement for the six-month period then ended, and a summary of significant accounting policies and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on condensed consolidated interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of this condensed consolidated interim financial information in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting". Our responsibility is to express a conclusion on this condensed consolidated interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants. A review of condensed consolidated interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated interim financial information is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting".

PricewaterhouseCoopers

Certified Public Accountants

Hong Kong, 28 August 2012

PricewaterhouseCoopers, 22/F Prince's Building, Central, Hong Kong T: +852 2289 8888, F: +852 2810 9888, www.pwchk.com

Condensed Consolidated Income Statement

For the six months ended 30 June 2012

Unaudited Six months ended 30 June

	OIX IIIOIIIII3 CIIACA 30 0411		
		2012	2011
	Note	HK\$'000	HK\$'000
D	0	4 505 054	1 700 001
Revenue	3	1,595,654	1,700,221
Cost of sales	4	(1,015,795)	(1,182,148)
Gross profit		579,859	518,073
Other gains	5	10,311	38,520
Fair value gain on investment properties	9(a)	18,763	50,200
Selling and distribution costs	4	(59,224)	(56,218)
Administrative expenses	4	(141,111)	(115,830)
Operation modit		400 500	424.745
Operating profit		408,598	434,745
Finance income		55,938	20,169
Finance costs		(11,315)	(10,220)
Share of results of associated companies		(10,291)	(2,378)
Profit before tax		442,930	442,316
Tax charge	6	(208,081)	(154,818)
Profit for the period		234,849	287,498
Tront for the period		234,043	207,430
Attributable to:			
Equity holders of the Company		137,936	276,525
Non-controlling interests		96,913	10,973
		234,849	287,498
Earnings per share for profit attributable to equity holders of the Company during the period (expressed in HK cents per share)			
Basic	7	4.13	8.29
Diluted	7	4.13	8.27
D' Maria	0		
Dividends	8	_	_

Condensed Consolidated Statement of Comprehensive Income

For the six months ended 30 June 2012

	Una	audited		
Siv	months	habna	30	luna

	OIX IIIOIIIIIS CIIUCU OO OUIIC		
	2012 HK\$'000	2011 HK\$'000	
Profit for the period	234,849	287,498	
Other comprehensive income Fair value loss of available-for-sale financial assets Gain arising on revaluation of financial assets at fair value through	_	(82,970)	
other comprehensive income Currency translation differences	191,289 (75,122)	97,665	
	116,167	14,695	
Total comprehensive income for the period	351,016	302,193	
Attributable to: Equity holders of the Company Non-controlling interests	267,015 84,001	271,145 31,048	
	351,016	302,193	

Condensed Consolidated Balance Sheet

As at 30 June 2012

	Note	Unaudited 30 June 2012 HK\$'000	Audited 31 December 2011 HK\$'000 (restated)
ASSETS			
Non-current assets			
Property, plant and equipment	9	137,905	139,949
Investment properties	9	1,025,989	1,007,189
Goodwill	9	9,701	9,801
Interests in associated companies	10	222,006	235,859
Financial assets at fair value through other	4.4	500.004	0.45.705
comprehensive income Deferred tax assets	11	536,994 95,532	345,705
Deferred tax assets		95,532	93,342
		2,028,127	1,831,845
Current assets Inventories	12	7 707 101	7 402 550
Gross amounts due from customers for contract work	12	7,707,191 6,215	7,492,558 9,144
Trade receivables	13	486,082	445,021
Prepayments and other receivables	10	3,225,773	3,114,696
Loan to an associated company		952,668	962,500
Loan to a non-controlling shareholder of a subsidiary		155,054	156,655
Cash and bank deposits, restricted		107,018	163,513
Cash and bank deposits, unrestricted		2,745,454	2,858,547
		15,385,455	15,202,634
Total assets		17,413,582	17,034,479
EQUITY			
Capital and reserves attributable to equity holders			
of the Company	14	222 705	222 702
Share capital Reserves	15	333,785 6,405,727	333,782 6,171,869
1103011403	10	0,405,727	0,171,009
		6,739,512	6,505,651
Non-controlling interests		830,401	746,400
			7.22.22
Total equity		7,569,913	7,252,051

Condensed Consolidated Balance Sheet

As at 30 June 2012

	Note	Unaudited 30 June 2012 HK\$'000	Audited 31 December 2011 HK\$'000 (restated)
LIABILITIES Non-current liabilities Borrowings Deferred tax liabilities Other liabilities	16	2,604,173 142,726 570	2,459,123 149,466 606
Current liabilities Borrowings Trade payables Accrued liabilities and other payables Deferred revenue	16 17	2,747,469 2,914,423 936,943 1,884,483 1,263,706	2,609,195 2,773,096 705,331 2,088,892 1,316,459
Current tax payable Total liabilities		96,645 7,096,200 9,843,669	289,455 7,173,233 9,782,428
Total equity and liabilities Net current assets Total assets less current liabilities		17,413,582 8,289,255 10,317,382	17,034,479 8,029,401 9,861,246

Condensed Consolidated Statement of Changes in Equity

For the six months ended 30 June 2012

			Unaudited		
	Attributable to equity holders of the Company				
	Share capital HK\$'000	Reserves HK\$'000	Total HK\$′000	Non- controlling interests HK\$'000	Total HK\$′000
Balance as at 1 January 2011, as previously reported Prior year adjustment in respect of change in accounting policy	333,534	5,589,336 1,473	5,922,870 1,473	356,476	6,279,346
Balance as at 1 January 2011, as restated	333,534	5,590,809	5,924,343	356,476	6,280,819
Total comprehensive income for the period	_	271,145	271,145	31,048	302,193
Transactions with owners Issue of shares Contributions from non-controlling shareholders Employee share option benefits 2010 final dividend paid	229 — — —	805 — 441 (33,378)	1,034 — 441 (33,378)	 180,743 	1,034 180,743 441 (33,378)
	229	(32,132)	(31,903)	180,743	148,840
Balance as at 30 June 2011	333,763	5,829,822	6,163,585	568,267	6,731,852
Balance as at 1 January 2012, as previously reported Prior year adjustment in respect of change in accounting policy	333,782	6,170,303 1,566	6,504,085 1,566	746,400 —	7,250,485 1,566
Balance as at 1 January 2012, as restated	333,782	6,171,869	6,505,651	746,400	7,252,051
Total comprehensive income for the period		267,015	267,015	84,001	351,016
Transactions with owners Issue of shares Employee share option benefits 2011 final dividend paid	3 3	12 210 (33,379)	15 210 (33,379)	- - - -	15 210 (33,379) (33,154)
Balance as at 30 June 2012	333,785	6,405,727	6,739,512	830,401	7,569,913
Dalarioo do de oo ourio 2012	000,700	0,700,727	0,700,012	000,401	7,000,010

Condensed Consolidated Cash Flow Statement

For the six months ended 30 June 2012

Unaudited Six months ended 30 June

	2012 HK\$'000	2011 HK\$'000
Net cash (used in)/generated from operating activities Net cash generated from/(used in) investing activities Net cash generated from financing activities	(502,391) 52,314 336,984	935,920 (795,889) 170,236
Net (decrease)/increase in cash and cash equivalents	(113,093)	310,267
Cash and cash equivalents at beginning of the period	2,858,547	3,249,850
Cash and cash equivalents at end of the period	2,745,454	3,560,117
Analysis of balances of cash and cash equivalents Cash and bank deposits, unrestricted	2,745,454	3,560,117

Notes to the Condensed Consolidated Financial Information

1 ORGANISATION AND OPERATIONS

Minmetals Land Limited (the "Company") and its subsidiaries (collectively, the "Group") is principally engaged in real estate development, specialised construction, property investment and securities investment. Hong Kong and The People's Republic of China (other than Hong Kong and Macau) (the "PRC") are the major markets for the Group's businesses.

The Company is a limited liability company incorporated in Bermuda. The Company is listed on The Stock Exchange of Hong Kong Limited.

This condensed consolidated financial information is presented in thousands of units of Hong Kong dollars ("HK\$'000"), unless otherwise stated. This condensed consolidated financial information has been approved for issue by the Board of Directors of the Company on 28 August 2012.

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES

This condensed consolidated financial information for the six months ended 30 June 2012 has been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). It should be read in conjunction with the annual financial statements of the Group for the year ended 31 December 2011, which have been prepared in accordance with Hong Kong Financial Reporting Standards.

The accounting policies adopted in the preparation of the condensed consolidated interim financial information are consistent with those of the annual financial statements for the year ended 31 December 2011, except as described below.

In December 2010, the HKICPA amended HKAS 12, 'Income taxes', to introduce an exception to the principle for the measurement of deferred tax assets or liabilities arising on an investment property measured at fair value. HKAS 12 requires an entity to measure the deferred tax relating to an asset depending on whether the entity expects to recover the carrying amount of the asset through use or sale. The amendment introduces a rebuttable presumption that an investment property measured at fair value is recovered entirely by sale. The amendment is applicable retrospectively to annual periods beginning on or after 1 January 2012 with early adoption permitted.

The Group has adopted this amendment retrospectively for the financial period ended 30 June 2012 and the effects of adoption are disclosed as follows.

As disclosed in note 9, the Group has investment properties measured at their fair values totaling HK\$1,007,189,000 as of 1 January 2012. As required by the amendment, the Group has re-measured the deferred tax relating to all investment properties according to the tax consequence on the presumption that they are recovered entirely by sale retrospectively. The comparative figures for 2011 have been restated to reflect the change in accounting policy, as summarised below.

Notes to the Condensed Consolidated Financial Information

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES (CONTINUED)

	30 June	31 December
	2012	2011
	HK\$'000	HK\$'000
Effect on consolidated balance sheet		
Decrease in deferred tax liabilities	1,566	1,566
Increase in retained earnings	1,566	1,566

There was no impact to the consolidated income statement and basic and diluted earnings per share for the periods ended 30 June 2012 and 2011.

3 SEGMENT INFORMATION

The chief operating decision maker has been identified as the executive directors. The executive directors review the Group's internal financial reports in order to assess performance and allocate resources. The executive directors have determined the operating segments based on these reports as follows:

Real estate development: Development of residential and commercial properties

Specialised construction: Design, installation and selling of curtain walls and aluminium

windows, doors and fire-proof and other materials

Property investment: Holding of properties to generate rental income and to gain from the

appreciation in properties' values in the long-term

Securities investment: Investment of securities

The revenue from external parties reported to the executive directors is measured in a manner consistent with that in the condensed consolidated income statement.

3 SEGMENT INFORMATION (CONTINUED)

	Real estate Specialised Property development construction investment									
	2012 HK\$'000	2011 HK\$'000	2012 HK\$'000	2011 HK\$'000	2012 HK\$'000	2011 HK\$'000	2012 HK\$'000	2011 HK\$'000	2012 HK\$'000	2011 HK\$'000
For the six months ended 30 June (unaudited) REVENUE Total segment revenue	1,191,951	1,469,149	388,258	252,202	28,063	25,380	_	_	1,608,272	1,746,731
Inter-segment revenue	_	_	(11,801)	(46,510)	(817)	_	_	_	(12,618)	(46,510)
Sales to external customers	1,191,951	1,469,149	376,457	205,692	27,246	25,380	_	_	1,595,654	1,700,221
RESULTS Segment results	424,856	385,748	(5,398)	4,945	40,207	71,605	9,213	5,756	468,878	468,054
Unallocated corporate expenses, net									(60,280)	(33,309)
Operating profit Finance income Finance costs Share of results of									408,598 55,938 (11,315)	434,745 20,169 (10,220)
associated companies Tax charge									(10,291) (208,081)	(2,378) (154,818)
Profit for the period									234,849	287,498
	30 June 2012 HK\$'000	31 December 2011 HK\$'000	30 June 2012 HK\$'000	31 December 2011 HK\$'000	30 June 2012 HK\$'000	31 December 2011 HK\$'000	30 June 2012 HK\$'000	31 December 2011 HK\$'000	30 June 2012 HK\$'000	31 December 2011 HK\$'000
Segment assets	11,783,165	11,716,034	656,620	628,093	1,517,523	1,212,640	536,994	345,705	14,494,302	13,902,472
Unallocated corporate assets									2,919,280	3,132,007
Total assets									17,413,582	17,034,479

Notes to the Condensed Consolidated Financial Information

4 EXPENSES BY NATURE

Six months ended 30 June

	2012 HK\$'000	2011 HK\$'000
		50.010
Advertising and other promotional costs	59,224	56,218
Cost of specialised construction (note)	358,540	184,509
Cost of properties sold	651,480	994,078
Depreciation	5,130	3,077
Direct out-goings arising from investment properties that generated		
rental income	5,775	3,561
Employee benefit expense (including directors' emoluments)	50,731	42,658
Legal and professional fees	4,509	5,653
Operating lease charges — minimum lease payment in respect of		
land and buildings	5,465	3,991
Net foreign exchange loss	5,376	20,129
Others	69,900	40,322
Total of cost of sales, selling and distribution costs		
and administrative expenses	1,216,130	1,354,196

Note: Included in cost of specialised construction and capitalised amount as properties under development are staff cost of HK\$6,244,000 and HK\$10,536,000 respectively (30 June 2011: HK\$4,109,000 and HK\$7,996,000 respectively).

5 OTHER GAINS

Six months ended 30 June

	2012 HK\$'000	2011 HK\$'000
Government subsidies Dividend income Others	584 9,219 508	31,311 5,762 1,447
	10,311	38,520

6 TAX CHARGE

No provision for Hong Kong profits tax has been made as the Group had no estimated assessable profit for the period (30 June 2011: nil). PRC enterprise income tax has been calculated on the estimated assessable profit for the period derived in the PRC at the rate of 25% (30 June 2011: rates ranging from 24% to 25%).

Land appreciation tax is levied at progressive rate ranging from 30% to 60% on the appreciation of land value, being the proceeds of sales of properties less deductible expenditure including costs of land and development and construction expenditures.

Six months ended 30 June

	2012 HK\$'000	2011 HK\$'000
Current tax — PRC		
Enterprise income tax	96,920	137,119
Land appreciation tax	118,647	114,822
Deferred tax	(7,486)	(97,123)
Tax charge	208,081	154,818

7 EARNINGS PER SHARE

The calculation of basic earnings per share is based on the Group's profit attributable to equity holders divided by the weighted average number of the Company's ordinary shares in issue during the period.

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares granted under the Company's share option scheme.

Six months ended 30 June

	2012	2011
Weighted average number of ordinary shares in issue (thousands) Adjustment for share options (thousands)	3,337,840 5,963	3,337,283 8,182
Weighted average number of ordinary shares for diluted earnings per share (thousands)	3,343,803	3,345,465
Profit attributable to equity holders (HK\$'000)	137,936	276,525
Basic earnings per share (HK cents)	4.13	8.29
Diluted earnings per share (HK cents)	4.13	8.27

Notes to the Condensed Consolidated Financial Information

8 DIVIDENDS

The Directors do not recommend the payment of an interim dividend for the six months ended 30 June 2012 (30 June 2011: nil).

9 CAPITAL EXPENDITURE

	Property, plant and equipment HK\$'000	Investment properties HK\$'000	Goodwill HK\$'000
Six months ended 30 June 2012			
Opening net book amount as at			
1 January 2012	139,949	1,007,189	9,801
Additions	3,587	37	_
Fair value gain (a)	_	18,763	_
Disposals	(24)	_	_
Depreciation	(5,130)	_	
Exchange differences	(477)		(100)
Closing net book amount as at 30 June 2012	137,905	1,025,989	9,701
Six months ended 30 June 2011			
Opening net book amount as at 1 January 2011	86,459	970,829	11,712
Additions	8,048	_	_
Fair value gain (a)	_	50,200	_
Disposals	(55)	_	_
Depreciation	(3,077)	_	_
Exchange differences	360		747
Closing net book amount as at 30 June 2011	91,735	1,021,029	12,459

⁽a) The Group has estimated the fair values of investment properties as at 30 June 2012 with reference to external valuations and the current prices in an active market for similar properties in the same location and condition and subject to similar leases and other contracts. A fair value gain of HK\$18,763,000 (30 June 2011: HK\$50,200,000) was recognised during the period.

10 INTERESTS IN ASSOCIATED COMPANIES

(a) Investments

	30 June 2012 HK\$'000	30 June 2011 HK\$'000
At beginning of the period	235,859	200,490
Exchange differences	(3,562)	6,865
Investments in associated companies	_	42,562
Share of losses	(10,291)	(2,378)
At end of the period	222,006	247,539

Interests in associated companies represent the Group's 50% interest in 廊坊萬恒盛業房地產開發有限公司 and 51% interest in 北京五礦萬科置業有限公司.

(b) Loan to an associated company

	30 June	31 December
	2012	2011
	HK\$'000	HK\$'000
Loan to an associated company	952,668	962,500

Loan to an associated company is non-interest bearing, unsecured and repayable in 1 year.

11 FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME AND AVAILABLE-FOR-SALE FINANCIAL ASSETS

	30 June 2012	30 June 2011
	HK\$'000	HK\$'000
Listed equity securities, Hong Kong		
At beginning of the period	345,705	539,300
Fair value gain/(loss)	191,289	(82,970)
At end of the period	536,994	456,330

As at 30 June 2012, the Group held unlisted equity securities in the PRC with an original cost of HK\$243,600,000, which was fully impaired in prior years as the principal subsidiary of the company concerned is in liquidation. The Group considers that the fair value of the investment was nil as at 30 June 2012.

Notes to the Condensed Consolidated Financial Information

12 INVENTORIES

	30 June 2012 HK\$'000	31 December 2011 HK\$'000
Properties held for sale — located in the PRC Properties under development — located in the PRC	2,292,352 5,414,839	2,337,878 5,154,680
	7,707,191	7,492,558

13 TRADE RECEIVABLES

Included in trade receivables are trade and contract receivables of which the aging analysis is as follows:

	30 June	31 December
	2012	2011
	HK\$'000	HK\$'000
0 to 90 days	234,588	213,111
91 to 180 days	65,532	71,927
181 days to 1 year	59,504	32,402
1 year to 2 years	29,179	67,249
Over 2 years	102,116	65,218
	490,919	449,907
Less: provision for impairment of receivables	(4,837)	(4,886)
	486,082	445,021

For the period ended 30 June 2012, no credit period is granted by the Group to the customers in respect of trade and contract receivables.

14 SHARE CAPITAL

Six months ended 30 June

	201 Number	2012		1	
	of shares ('000)	Amount HK\$'000	Number of shares ('000)	Amount HK\$'000	
Authorised (ordinary shares of HK\$0.1 each) Balance at beginning and end of the period	10,000,000	1,000,000	10,000,000	1,000,000	
Issued and fully paid (ordinary shares of HK\$0.1 each)					
Balance at beginning of the period	3,337,819	333,782	3,335,337	333,534	
Exercise of share options	34	3	2,298	229	
Balance at end of the period	3,337,853	333,785	3,337,635	333,763	

(a) Movements in the share options are as follows:

Number of share options Six months ended 30 June

	2012 (′000)	2011 (′000)
Balance at beginning of the period	11,401	13,964
Lapsed Exercised	(34)	(81) (2,298)
Balance at end of the period	11,367	11,585

Notes to the Condensed Consolidated Financial Information

15 RESERVES

	Share premium HK\$'000	Contri- buted surplus HK\$'000	Capital redemp- tion reserve HK\$'000	Employee share- based compen- sation reserve HK\$'000	Available- for-sale financial assets revaluation reserve HK\$'000	Investments revaluation reserve HK\$'000	Revalua- tion reserve HK\$'000	Other reserves HK\$'000	Exchange reserve HK\$'000	Retained earnings HK\$'000	Total HK\$'000
Balance as at 1 January 2011,											
as previously reported	4,266,818	600,412	769	3,273	(18,437)	_	1,314	65,348	108,264	561,575	5,589,336
Prior year adjustment in respect										4 470	4 470
of change in accounting policy										1,473	1,473
Balance as at 1 January 2011,											
as restated	4,266,818	600,412	769	3,273	(18,437)	_	1,314	65,348	108,264	563,048	5,590,809
Issue of shares	805	_	_	_	_	_	_	_	_	_	805
Employee share option benefits	-	_	_	441	_	_	_	_	_	_	441
Fair value losses on available-for-sale financial assets					(82,970)						(82,970)
Currency translation differences					(02,370)				77,590	_	77,590
2010 final dividend paid	_								77,550	(33,378)	(33,378)
Profit for the period	_	_	_	_	_	_	_	_	_	276,525	276,525
Tront for the period										270,020	270,020
Balance as at 30 June 2011	4,267,623	600,412	769	3,714	(101,407)	_	1,314	65,348	185,854	806,195	5,829,822
Balance as at 1 January 2012, as previously reported Prior year adjustment in respect of	4,267,687	598,783	769	4,149	-	(212,032)	1,314	65,348	305,661	1,138,624	6,170,303
change in accounting policy	_	_	_	_	_	_	_	-	_	1,566	1,566
Balance as at 1 January 2012,											
as restated	4,267,687	598,783	769	4,149	_	(212,032)	1,314	65,348	305,661	1,140,190	6,171,869
Issue of shares	12	_	_	_	_	_	_	_	_	_	12
Employee share option benefits	-	_	_	210	_	_	_	_	_	_	210
Fair value gain on financial assets											
at fair value through other											
comprehensive income	-	-	-	-	_	191,289	_	-	_	_	191,289
Currency translation differences	_	-	_	_	_	-	_	-	(62,210)	_	(62,210)
2011 final dividend paid	_	-	_	_	_	-	_	-	_	(33,379)	(33,379)
Profit for the period					_	-		_		137,936	137,936
Balance as at 30 June 2012	4,267,699	598,783	769	4,359	_	(20,743)	1,314	65,348	243,451	1,244,747	6,405,727

16 BORROWINGS

	30 June 2012 HK\$'000	31 December 2011 HK\$'000
Non-current		
Bank borrowings, secured Current portion of non-current borrowings	2,871,702 (267,529)	2,459,123 —
	2,604,173	2,459,123
Current		
Bank borrowings, secured	140,386	240,717
Loans from a fellow subsidiary, unsecured (note 20)	2,506,508	2,532,379
Current portion of non-current borrowings	2,646,894 267,529	2,773,096
	2,914,423	2,773,096
Total borrowings	5,518,596	5,232,219

Interest expense on borrowings for the six months ended 30 June 2012 is HK11,315,000 (30 June 2011: HK\$10,220,000) after capitalisation of HK\$149,916,000 (30 June 2011: HK\$88,800,000) as properties under development.

17 TRADE PAYABLES

Included in trade payables are trade, bills and contract payables of which the aging analysis is as follows:

	30 June 2012 HK\$'000	31 December 2011 HK\$'000
0 to 90 days	284,790	407,430
91 to 180 days	215,432	55,907
181 days to 1 year	243,501	30,489
1 year to 2 years	18,543	50,183
Over 2 years	174,677	161,322
	936,943	705,331

Notes to the Condensed Consolidated Financial Information

18 CAPITAL COMMITMENTS

	30 June	31 December
	2012	2011
	HK\$'000	HK\$'000
Authorised but not contracted for		
Capital contribution into a real estate development company	104,600	_
Contracted but not provided for		
Capital contribution into a real estate development company	_	173,108

19 FINANCIAL GUARANTEES

As at 30 June 2012, guarantees given to banks for mortgage facilities granted to certain buyers of the Group's properties amounted to HK\$624,982,000 (2011: HK\$1,972,884,000). Such guarantees terminate upon the earlier of (i) issuance of the real estate ownership certificate; or (ii) satisfaction of mortgaged loan by the buyers. Pursuant to the terms of the guarantees, upon default in mortgage payments by these buyers, the Group is responsible for repaying the outstanding mortgage principals together with accrued interest owed by the defaulted buyers to the banks and the Group is entitled to take the possession of the related properties. Under such circumstances, the Group is able to retain the property sales proceeds previously received from the customers and sell the property to recover any amounts paid by the Group to the banks.

20 RELATED PARTY TRANSACTIONS

The directors consider the immediate holding company to be June Glory International Limited, a company incorporated in the British Virgin Islands; the intermediate holding company to be China Minmetals H.K. (Holdings) Limited ("Minmetals HK"), a company incorporated in Hong Kong; and the ultimate holding company to be China Minmetals Corporation ("China Minmetals"), a state-owned enterprise established in the PRC and is controlled by the PRC Government.

In accordance with HKAS 24 (Revised), "Related Party Disclosures", government-related entities and their subsidiaries, directly or indirectly controlled, jointly controlled or significantly influenced by the PRC government are defined as related parties of the Group. On that basis, related parties include China Minmetals and its subsidiaries (other than the Group), other government-related entities and their subsidiaries, other entities and corporations in which the Company is able to control or exercise significant influence and key management personnel of the Company and China Minmetals as well as their close family members.

During the period, except for the land premium paid to the PRC Bureau of Land and Resources, the Group's significant transactions with government-related entities and their subsidiaries, directly or indirectly controlled, jointly controlled or significantly influenced by the PRC government, mainly include its bank deposits and borrowings and the corresponding interests. The price and other terms of such transactions are set out in the agreements governing these transactions or as mutually agreed, as appropriate.

20 RELATED PARTY TRANSACTIONS (CONTINUED)

Other than disclosed elsewhere in the financial information, the Group had the following material transactions and balances with related parties, which were carried out in the ordinary and normal course of business of the Group:

(a) Transactions with related parties

Six months ended 30 June

	2012 HK\$'000	2011 HK\$'000
Specialised construction costs to a fellow subsidiary (i)	117,131	8,149
Construction costs to fellow subsidiaries for real estate development projects (ii)	330,907	205,992
Rental income from fellow subsidiaries (iii)	1,577	3,100
Loan interest expenses to a fellow subsidiary (iv)	90,265	83,067
Loan interest income from an associated company (vi)	36,434	_
Loan interest income from a non-controlling shareholder		
of a subsidiary (vii)	5,497	_

(b) Balances with related parties

	30 June 2012 HK\$'000	31 December 2011 HK\$'000
Specialised construction costs payable		
to a fellow subsidiary (i)	120,203	43,386
Contract payable to fellow subsidiaries		
for real estate development projects (ii)	22,052	13,459
Loans from a fellow subsidiary (iv)	2,506,508	2,532,379
Amounts due to non-controlling shareholders		
of subsidiaries (v)	71,996	55,408
Loan to an associated company (vi)	952,668	962,500
Loan to a non-controlling shareholder of a subsidiary (vii)	155,054	156,655
Amount due from an associated company (viii)	128,195	49,340
Amount due to an associate company (viii)	199,543	_

Notes to the Condensed Consolidated Financial Information

20 RELATED PARTY TRANSACTIONS (CONTINUED)

(c) Key management compensation

Six months ended 30 June

	2012 HK\$'000	2011 HK\$'000
Salaries and short-term employee benefits Pension costs — defined contribution plans Share option benefits	4,841 151 101	4,439 144 180
	5,093	4,763

Notes:

- (i) Specialised construction costs to a fellow subsidiary of the Company were based on terms mutually agreed by both parties.
- (ii) Construction costs to fellow subsidiaries of the Company for real estate development projects were based on terms mutually agreed by both parties.
- (iii) Rental income and rental deposits received from fellow subsidiaries of the Company were based on the agreements entered into between the parties involved with reference to market rates.
- (iv) The short-term loans from a fellow subsidiary are unsecured, bearing interest at 10% above the benchmark interest rate for a six month short-term loan quoted by the People's Bank of China per annum and repayable in six months.
- (v) The amounts due to non-controlling shareholder of subsidiaries of the Company are unsecured, interest free and repayable on demand.
- (vi) The loan to an associated company are unsecured, bearing interest at 15% above the benchmark interest rate for a 1 year short-term loan quoted by the People's Bank of China per annum and repayable in 1 year.
- (vii) The loan to a non-controlling shareholder of a subsidiary is unsecured, bearing interest at 10% above the benchmark interest rate for a 1 year short-term loan quoted by the People's Bank of China per annum and repayable in 1 year.
- (viii) Amounts due from/to an associate company are unsecured, non-interest bearing and repayable on demand.

21 EVENT OCCURRING AFTER BALANCE SHEET DATE

On 10 August 2012, the Group entered into an agreement with a non-controlling shareholder of a subsidiary, 博羅縣碧華房地產開發有限公司 ("Boluo Bihua"), to acquire 15% of the equity interest in Boluo Bihua at a consideration of approximately RMB84.8 million (approximately HK\$104.6 million). Boluo Bihua is a sino-foreign equity joint venture established in the PRC and is engaged in real estate development. After the acquisition, the Group will hold 80% of the equity interest of Boluo Bihua. Details are set out in the announcement of the Company dated 10 August 2012.

Glossary of Terms

In this interim report, unless the context otherwise requires, the following expressions shall have the following meanings:

"Board" the board of directors of Minmetals Land Limited

"CG Code" the Corporate Governance Code

"China Minmetals" China Minmetals Corporation

"Company" or Minmetals Land Limited

"Minmetals Land"

"Condo HK" Minmetals Condo (Hong Kong) Engineering Company Limited

"Condo Shanghai" Minmetals Condo (Shanghai) Construction Co., Ltd.

"Director(s)" director(s) of Minmetals Land Limited

"Group" Minmetals Land Limited and its subsidiaries

"HK\$" Hong Kong dollars

"Hong Kong" the Hong Kong Special Administrative Region of the People's Republic

of China

"June Glory" June Glory International Limited

"Listing Rules" the Rules Governing the Listing of Securities on The Stock Exchange

of Hong Kong Limited

"Macau" the Macao Special Administrative Region of the People's Republic of China

"Minmetals HK" China Minmetals H.K. (Holdings) Limited

"MLI" Minmetals Land Investments Limited

"Model Code" the Model Code for Securities Transactions by Directors of Listed Issuers

"OFL" ONFEM Finance Limited

"PRC" or "China" the People's Republic of China

"RMB" Renminbi

"SFO" Securities and Futures Ordinance

"Shareholder(s)" the shareholder(s) of Minmetals Land Limited

"Share(s)" the ordinary share(s) of par value HK\$0.1 each of Minmetals Land Limited

"Share Option Scheme" the share option scheme of Minmetals Land Limited adopted on

29 May 2003

"Stock Exchange" The Stock Exchange of Hong Kong Limited

"US\$" United States dollars

"%" per cent

About China Minmetals Corporation

Founded in 1950, China Minmetals is one of the largest State-owned conglomerates that operates globally with core businesses in ferrous metals, non-ferrous metals, real estate, finance and logistics. The annual revenue of China Minmetals for 2011 is approximately RMB355.2 billion and was selected by the US Fortune Magazine in 2012 as one of the world top 500 enterprises, ranking 169.

China Minmetals has also actively participated in commercial estate development, construction and installation business in recent years since it established the residential development and industrial estates. Thus it has accumulated considerable resources for its real estate division. Excluding real estate development projects under Minmetals Land, China Minmetals has a total gross floor area of approximately 10 million square metres of residential and industrial estates in the Pan Bohai Rim region and the eastern part and central part of China. Furthermore, it has an industrial site of 30 square kilometres in Yingkou City, Liaoning Province.

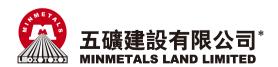
China Minmetals through its Hong Kong subsidiary, Minmetals HK, holds approximately 62.05% interest in Minmetals Land. Having approved by the State-owned Assets Supervision and Administration Commission of the State Council to include property development and operation as one of its core businesses, China Minmetals announced its intention to transform Minmetals Land into its sole listed real estate flagship. Through gradual asset injection and consolidation of its real estate resources, China Minmetals aims at achieving the listing of all of its real estate businesses and turning Minmetals Land eventually into a leading and influential real estate development corporation, which creates better returns to its Shareholders, employees and the society.

Projects under development of



China Minmetals

Province/City	Attributable land area (sq.m.)	Total gross floor area (sq.m.)	Usage
Beijing	150,000	117,000	Residential
Yingkou City, Liaoning Province	30,000,000	N/A	Industrial and commercial
	216,000	348,000	Residential
Shenyang City, Liaoning Province	64,000	362,000	Residential
Tianjin	2,070,000	3,140,000	Residential
Changsha City, Xiangtan City and Zhuzhou City, Hunan Province	1,327,000	4,740,000	Residential
Kunming City, Yunnan Province	210,000	154,800	Residential
	1,210,000	1,050,000	Complex



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