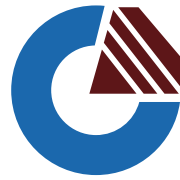


EMBRACE CHANGE
TO PURSUE SUSTAINABILITY

維新求變 持續而行



CHINA VANADIUM
TITANO-MAGNETITE MINING
COMPANY LIMITED
中國鈮鈦磁鐵礦業有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)
(Stock Code 股份代號：00893)



INTERIM REPORT
2019 中期報告

Our Presence 集團版圖



CONTINUING OPERATIONS 持續經營業務

A. Mines 礦

Name 名稱	Location 位置	Area 面積	Type of Resources 資源種類	Resources as at 1 January 2019 (Mt) 於2019年1月1日資源量 (百萬噸)	Average Grade 平均品位	Mining Method 開採方法
A1 Maoling-Yanglongshan Mine 毛嶺—羊龍山鐵礦	Wenchuan County, Sichuan 四川省汶川縣	Exploration area: 11.6 sq.km. (including a mining area of 1.9 sq.km.) 勘探面積: 11.6平方公里 (含採礦面積: 1.9平方公里)	Ordinary magnetite 普通磁鐵礦	56.08 ⁽¹⁾	22.76% TFe 鐵品位22.76%	Underground mining 地下開採
A2 Shigou Gypsum Mine 石溝石膏礦	Hanyuan County, Sichuan 四川省漢源縣	Mining area: 0.1228 sq.km. 採礦面積: 0.1228平方公里	Gypsum 石膏	10.37 ⁽³⁾ (Types 331 and 333) (種類331及333)	90.64% Gypsum + Anhydrite 石膏+無水石膏 品位90.64%	Underground mining 地下開採

B. Plant 廠房

Name 名稱	Location 位置	Capacity 產能
B1 Maoling Processing Plant 毛嶺洗選廠	Near the Maoling-Yanglongshan Mine 靠近毛嶺—羊龍山鐵礦	High-grade iron concentrates: 150.0 Ktpa ⁽⁴⁾ 高品位鐵精礦: 150.0千噸/年 ⁽⁴⁾

DISCONTINUED OPERATIONS 已終止經營業務

C. Mines 礦

Name 名稱	Location 位置	Area 面積	Type of Resources 資源種類	Resources as at 1 January 2019 (Mt) 於2019年1月1日資源量 (百萬噸)	Average Grade 平均品位	Mining Method 開採方法
C1 Baicao Mine 白草鐵礦	Huili County, Sichuan 四川省會理縣	Mining area: 1.88 sq.km. 採礦面積: 1.88平方公里	Vanadium-bearing titano-magnetite 鈮鈦磁鐵礦	47.36 ⁽¹⁾	23.32% TFe 鐵品位23.32%	Open-pit mining 露天開採
C2 Xiushuihe Mine (including expansion) 秀水河鐵礦 (包括擴展地區)	Huili County, Sichuan 四川省會理縣	Exploration area: 1.73 sq.km. (including a mining area of 0.52 sq.km.) 勘探面積: 1.73平方公里 (含採礦面積: 0.52平方公里)	Vanadium-bearing titano-magnetite 鈮鈦磁鐵礦	63.30 ⁽¹⁾	24.24% TFe 鐵品位24.24%	Open-pit mining 露天開採
C3 Yangqueqing Mine 陽雀箐鐵礦	Huili County, Sichuan 四川省會理縣	Mining area: 0.25 sq.km. 採礦面積: 0.25平方公里	Vanadium-bearing titano-magnetite 鈮鈦磁鐵礦	21.18 ⁽²⁾	25.06% TFe 鐵品位25.06%	Open-pit mining 露天開採
C4 Cizhuqing Mine 茨竹箐鐵礦	Huili County, Sichuan 四川省會理縣	Mining area: 1.279 sq.km. 採礦面積: 1.279平方公里	Vanadium-bearing titano-magnetite 鈮鈦磁鐵礦	25.57 ⁽²⁾	21.40% TFe 鐵品位21.40%	Open-pit mining 露天開採
C5 Haibaodang Mine 海保崗鐵礦	Panzhihua City, Sichuan 四川省攀枝花市	Exploration area: 26.2 sq.km. 勘探面積: 26.2平方公里	Vanadium-bearing titano-magnetite 鈮鈦磁鐵礦	105.60 ⁽¹⁾	16.54% TFe 鐵品位16.54%	Open-pit mining 露天開採

D. Plants 廠房

Name 名稱	Location 位置	Capacity 產能
D1 Xiushuihe Processing Plant 秀水河洗選廠	Near the Xiushuihe Mine 靠近秀水河鐵礦	Low-grade vanadium-bearing iron concentrates: 800.0 Ktpa ⁽⁴⁾ ; titanium concentrates: 100.0 Ktpa ⁽⁴⁾ 低品位含鈮鐵精礦: 800.0千噸/年 ⁽⁴⁾ ; 鈦精礦: 100.0千噸/年 ⁽⁴⁾
D2 Baicao Processing Plant 白草洗選廠	Near the Baicao Mine 靠近白草鐵礦	Low-grade vanadium-bearing iron concentrates: 700.0 Ktpa ⁽⁴⁾ ; titanium concentrates: 60.0 Ktpa ⁽⁴⁾ 低品位含鈮鐵精礦: 700.0千噸/年 ⁽⁴⁾ ; 鈦精礦: 60.0千噸/年 ⁽⁴⁾
D3 Hailong Processing Plant 海龍洗選廠	Near the Cizhuqing Mine 靠近茨竹箐鐵礦	Low-grade vanadium-bearing iron concentrates: 300.0 Ktpa ⁽⁴⁾ 低品位含鈮鐵精礦: 300.0千噸/年 ⁽⁴⁾
D4 Heigutian Processing Plant 黑谷田洗選廠	Near the Yangqueqing Mine 靠近陽雀箐鐵礦	Low-grade vanadium-bearing iron concentrates: 800.0 Ktpa ⁽⁴⁾ ; titanium concentrates: 120.0 Ktpa ⁽⁴⁾ 低品位含鈮鐵精礦: 800.0千噸/年 ⁽⁴⁾ ; 鈦精礦: 120.0千噸/年 ⁽⁴⁾
D5 Iron Pelletising Plant 球團礦廠	Huili County, Sichuan 四川省會理縣	1,000.0 Ktpa ⁽⁵⁾ 1,000.0千噸/年 ⁽⁵⁾

⁽¹⁾ Under the JORC Code (2012 Edition) 根據聯合可採儲量委員會規則 (2012年版)

⁽²⁾ Under the JORC Code (2004 Edition) 根據聯合可採儲量委員會規則 (2004年版)

⁽³⁾ Under the Classification for Resources/Reserves of Solid Fuels and Mineral Commodities (GB/T 17766-1999) 根據固體礦產資源/儲量分類 (GB/T 17766-1999)

⁽⁴⁾ Under the wet basis 根據濕基基準

⁽⁵⁾ Under the dry basis 根據乾基基準

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Corporate Information

公司資料

BOARD OF DIRECTORS

Non-executive Director

Mr. Teh Wing Kwan (*Chairman*)

Executive Directors

Mr. Jiang Zhong Ping
(*Chief executive officer*)

Mr. Hao Xiemin
(*Financial controller*)

Mr. Wang Hu

Independent Non-executive Directors

Mr. Yu Haizong

Mr. Liu Yi

Mr. Wu Wen

AUDIT COMMITTEE

Mr. Yu Haizong (*Chairman*)

Mr. Liu Yi

Mr. Wu Wen

REMUNERATION COMMITTEE

Mr. Liu Yi (*Chairman*)

Mr. Jiang Zhong Ping

Mr. Yu Haizong

NOMINATION COMMITTEE

Mr. Teh Wing Kwan (*Chairman*)

Mr. Jiang Zhong Ping

Mr. Yu Haizong

Mr. Liu Yi

Mr. Wu Wen

COMPANY SECRETARY

Mr. Kong Chi Mo (*FCCA, FCIS, FCS, MHKIoD, MHKIRA & MHKSI*)

AUTHORISED REPRESENTATIVES

Mr. Jiang Zhong Ping

Mr. Kong Chi Mo (*FCCA, FCIS, FCS, MHKIoD, MHKIRA & MHKSI*)

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執行董事

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(*首席執行官*)

郝謝敏先生
(*財務總監*)

王虎先生

獨立非執行董事

余海宗先生

劉毅先生

吳文先生

審核委員會

余海宗先生 (*主席*)

劉毅先生

吳文先生

薪酬委員會

劉毅先生 (*主席*)

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余海宗先生

劉毅先生

吳文先生

公司秘書

江智武先生 (*FCCA, FCIS, FCS, MHKIoD, MHKIRA及MHKSI*)

授權代表

蔣中平先生

江智武先生 (*FCCA, FCIS, FCS, MHKIoD, MHKIRA及MHKSI*)

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Corporate Information

公司資料

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WEBSITE

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STOCK CODE

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SHARE INFORMATION

Board lot size: 1,000

FINANCIAL CALENDAR

1 January to 31 December

香港股份登記及 過戶分處

香港中央證券登記
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股份代號

00893

股份資料

每手買賣單位: 1,000

財政期間

1月1日至12月31日

Financial Highlights

財務摘要

For the Reporting Period:

- the Group's revenue was approximately RMB531.0 million for 1H2019 (1H2018: RMB548.8 million);
- the Continuing Operations recorded Net Profit of RMB6.6 million for 1H2019 (1H2018: RMB1.8 million) while the Discontinued Operations recorded Net Loss of RMB57.4 million for 1H2019 (1H2018: RMB402.2 million). As a whole, the Group reported Net Loss of RMB50.8 million for 1H2019 (1H2018: RMB400.4 million), excluding that of non-controlling interests;
- given the above, the basic and diluted loss per Share attributable to ordinary equity holders of the Company was approximately RMB0.02 for 1H2019 (1H2018: RMB0.18); and
- the Board does not recommend the payment of an interim dividend for 1H2019 (1H2018: Nil).

於報告期內：

- 本集團2019年上半年的收入約為人民幣531.0百萬元(2018年上半年：人民幣548.8百萬元)；
- 持續經營業務於2019年上半年錄得純利人民幣6.6百萬元(2018年上半年：人民幣1.8百萬元)，而已終止經營業務於2019年上半年則錄得虧損淨額人民幣57.4百萬元(2018年上半年：人民幣402.2百萬元)。整體而言，撇除非控股權益，本集團於2019年上半年錄得虧損淨額人民幣50.8百萬元(2018年上半年：人民幣400.4百萬元)；
- 鑑於上文所述，2019年上半年歸屬於本公司普通股股權持有人的每股股份基本及攤薄虧損約為人民幣0.02元(2018年上半年：人民幣0.18元)；及
- 董事會並不建議派付2019年上半年的中期股息(2018年上半年：無)。

		1H2019 2019年上半年 RMB'000 人民幣千元	1H2018 2018年上半年 RMB'000 人民幣千元	Change 變動 %
Revenue[#]	收入[#]			
Continuing Operations	持續經營業務	263,687	350,506	(24.8)
Discontinued Operations	已終止經營業務	267,276	198,258	34.8
		530,963	548,764	(3.2)
Net Profit/(Net Loss)[#]	純利/(虧損淨額)[#]			
Continuing Operations	持續經營業務	6,610	1,820	263.2
Discontinued Operations	已終止經營業務	(57,439)	(402,193)	(85.7)
		(50,829)	(400,373)	(87.3)

[#] Included both Continuing and Discontinued Operations after elimination of intra-group revenue or profit.

[#] 包括持續經營及已終止經營業務，經對沖集團內公司間收入或利潤。

Management Discussion and Analysis

管理層討論及分析

MARKET REVIEW

During the Reporting Period, the Group observed the following industry development and market statistics:

- according to the National Bureau of Statistics of the PRC, China's gross domestic product ("GDP") recorded a growth rate of 6.3% for the first half of 2019, compared with 6.8% for the first half of 2018, indicating a slowdown in economic growth momentum. While the downward pressure on China's economy is unlikely to dissipate, domestic consumption continued to be a growth driver in the first half of 2019;
- despite the pledge to cut excessive steel capacity, downstream steel-using industries including property development, railway and infrastructure construction, and home appliances experienced accelerated growth during the period, boosting the demand for steel and partly contributing to the record high steel output volume of 102.0 Mt in April 2019;
- in order to step up on the efforts in eliminating overcapacity, the National Development and Reform Commission of the PRC (the "NDRC") in April 2019 issued the "Notice Concerning Properly Undertaking Work for the Dissolution of Excessive Capacity in Key Sectors in 2019"*, which urged the acceleration of the eradication of the "zombie enterprises", the firmer control of new production capacities, as well as the consolidation of the progress in the nationwide supply-side reform by reviewing the work done from 2016 to 2018;
- the NDRC also called for strict adherence to the excessive steel capacity elimination protocol to ensure stability in the supply-demand balance and prevent market volatility, and for the cultivation of internationally competitive enterprises in the steel industry to create synergistic developments with new economies, new industries, and new ecosystems, which will serve as economic growth drivers and propel the reform and the upgrade of the steel industry;

市場回顧

於報告期內，本集團注意到以下行業發展及市場統計數據：

- 根據中國國家統計局資料，2019年上半年中國國內生產總值增長率為6.3%，而2018年上半年則為6.8%，顯示經濟增長步伐有所放緩。儘管中國經濟下行壓力不大可能消退，惟2019年上半年的經濟增長繼續得到國內消費支持；
- 儘管有關當局承諾壓減鋼鐵過剩產能，惟期內物業開發、鐵路及基礎建設以及家電等鋼鐵下游行業增速加快，推動鋼鐵需求，成為2019年4月鋼鐵產量達到102.0百萬噸歷史新高的部分助力；
- 為加大化解過剩產能的力度，中國國家發展和改革委員會（「發改委」）於2019年4月發出《關於做好2019年重點領域化解過剩產能工作的通知》，規定加快重點領域「僵屍企業」出清、嚴格控制新增產能，同時開始鞏固2016年至2018年化解鋼鐵過剩產能成果專項抽查，堅定不移推進全國供給側結構性改革；
- 發改委亦要求嚴格落實化解鋼鐵過剩產能的標準程序，避免出現供需失衡、市場異常波動等情況，並在鋼鐵行業培育一批具有較強國際競爭力的大型企業集團，與新經濟、新產業、新業態協同發展，形成新的經濟增長點，推動鋼鐵產業轉型升級；

Management Discussion and Analysis

管理層討論及分析

- to further promote low carbon development and environmental protection, the Ministry of Ecology and Environment of the PRC (the “MEE”) and the NDRC in April 2019 jointly issued the “Opinions on Advancing the Implementation of the Ultra-low Emissions in the Steel Industry”* to set the objectives of completing 60% of conversion to ultra-low emission production in steel enterprises in focused areas before the end of 2020, and over 80% of conversion in areas other than the focused areas before the end of 2025. The document also outlined levies of 75% and 50% of the environmental protection tax for taxable atmospheric pollutants with concentration of less than 30% and 50% of the pollutant discharge standard, respectively;
- in May 2019, the MEE also established the target of shutting down tailings in Sichuan that have not been used for over three years before the end of 2020, among the total of 637 tailings in the province;
- since the beginning of 2019, China’s Purchasing Managers’ Index (“PMI”) has been hovering around the level of 49, with the exceptions of March and April 2019, which registered 50.5 and 50.1, respectively, as a result of inventory replenishment after Chinese New Year and government policy stimulus, but relapsed in May 2019 to 49.4 due to the decline in the number of orders in response to the increase in US tariffs. The PMI for the steel sector has been experiencing high volatility, troughing in January and April 2019 at 45.6 and 46.8, respectively, and peaking in February and May 2019 at 51.5 and 52.1, respectively;
- despite measures taken for the past 18 months to curb overcapacity, steel production volume spiked in the first half of 2019. The production of crude steel increased by over 10% in the first five months of 2019 and set a new record in daily production of 2.8 Mt in April 2019, raising the industry’s concern about reverting to excessive overproduction, especially considering the lack of effective long-term mechanism to curb overproduction, according to the China Metallurgical Industry Planning and Research Institute;
- 為進一步推進低碳發展和保護環境，中國生態環境部（「環境部」）與發改委於2019年4月共同發表《關於推進實施鋼鐵行業超低排放的意見》，到2020年底前，重點區域鋼鐵企業超低排放改造取得明顯進展，力爭60%左右產能完成改造，到2025年底前，推進其他地區，力爭80%以上產能完成改造。該文件亦概述對應稅大氣污染物排放濃度低於污染物排放標準30%及50%的，分別減按75%及50%徵收環境保護稅；
- 於2019年5月，環境部亦訂立到2020年底前將四川省內合共637個尾礦庫中，逾三年未用的尾礦庫關閉的目標；
- 自2019年初以來，中國採購經理指數於49左右水平徘徊，而2019年3月及4月在中國農曆新年後存貨回升及政府政策刺激下分別錄得50.5及50.1，惟2019年5月因美國增加關稅而令訂單數量下滑，指數亦回落至49.4。鋼鐵業的採購經理指數極為反覆，2019年1月及4月低位分別為45.6及46.8，高位則分別為2019年2月及5月的51.5及52.1；
- 雖然過去18個月壓減過剩產能的措施此起彼落，惟2019年上半年鋼鐵產量仍有所飆升。中國冶金工業規劃研究院表示，2019年首五個月粗鋼產量增長超過10%，2019年4月的日產量錄得2.8百萬噸的新高，引發行業對產能嚴重過剩情況在缺乏有效的長遠壓減過剩產能機制下將死灰復燃的憂慮；

Management Discussion and Analysis

管理層討論及分析

- rising steel production capacity drove up the demand and price of iron ore, which was on an upward trajectory due partly to the disruption to the supply-demand balance resulting from the Brazil Vale mine disaster in January 2019. The China Iron Ore Price Index compiled by the China Iron and Steel Association shot past the historic high 400 mark at the beginning of July 2019, whereas it was at the level of 250 in December 2018;
- reflecting the push for environmental protection and clean-up of the steel industry, the demand for high-grade iron ore has jumped since last year, boosting its price. The China 62% TFe Iron Ore Price Index increased twofold to reach approximately 120 at the end of June 2019, from the low level of 62 in July 2018;
- China's steel export dropped by 8.1% in 2018, and continued its decline in the first half of 2019. According to the General Administration of Customs of the PRC, steel export amounted to approximately 34.4 Mt during the first half of 2019, showing a year-on-year decrease of 2.6%; and
- for the titanium industry, the price of titanium concentrates (with over 46% titanium contents) in the Panzhihua region showed a pronounced stability during the first half of 2019. It wavered within the narrow range of RMB1,120-1,200 per tonne, as the weakened demand for downstream titanium dioxide was offset by iron ore's strong uptrend in price and the decreased supply from import.
- 2019年1月巴西淡水河谷礦難導致供需失衡，已在一定程度上令鐵礦石需求與價格持續上升，鋼鐵產能上升情況更是推波助瀾。中國鋼鐵工業協會編製的中國鐵礦石價格指數於2018年12月仍處於250水平，惟於2019年7月初突破400點的歷史高位；
- 高品位鐵礦石需求自去年底起急升，推高價格，反映保護環境與清理鋼鐵行業的推動因素。中國TFe含量62%的鐵礦石價格指數從2018年7月的低位62翻一番至2019年6月底約120；
- 中國鋼鐵出口於2018年下跌8.1%，2019年上半年跌勢持續。根據中國海關總署資料，2019年上半年鋼鐵出口約為34.4百萬噸，按年下跌2.6%；及
- 至於鈦行業，攀枝花地區的鈦精礦（鈦含量超過46%）的價格於2019年上半年顯著回穩，於每噸人民幣1,120元至1,200元之間窄幅上落，原因為下游二氧化鈦需求疲弱抵銷鐵礦石價格的強勁升勢及進口供應減少。

BUSINESS AND OPERATIONS REVIEW

Market and Strategy Overview

Various economic data of the PRC has never been ideal. First was the impact from the escalating US-China trade tension under which the two countries have slapped tariffs on each other's goods. Then there was the slowest pace of the China's GDP growth in almost three decades which weighed down the shift in iron ore demand. The Group is extremely mindful of these unfavourable signs of warning and their implications on the steel industry. The macroeconomic growth momentum has undoubtedly been affected under such circumstances and the Group continues to see mounting risks in the fragmented iron ore industry with tough regulations on emission control.

業務及營運回顧

市場及策略概覽

中國多項經濟數據一直未見理想。首要成因乃中美貿易爭持不下，兩國向對方的產品大規模徵收關稅。另一成因乃中國國內生產總值增長錄得近三十年來最慢速度，令鐵礦石需求轉移百上加斤。面對此等不利的警告訊號及對鋼鐵行業的影響，本集團從未掉以輕心。宏觀經濟增長勢頭無疑已受到當前情況影響，加上排放管制法規收緊，本集團會繼續關注已見分化的鐵礦石行業不斷湧現的風險。

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Given so, the Group could not and would not expand the operations of its low-grade iron concentrates, which have been incurring losses, are more polluting than other grades of iron concentrates, and are burdened by much higher environmental compliance costs. Under such pressure, the Group would have to restructure its resources, rationalise certain mining assets and streamline its operations for improving efficiencies and reducing impairment risks.

These focused strategies led the Group to specifically reorganise its segmental assets and during the Reporting Period, it announced that it would dispose of the entire stake in those business units which own, operate and manage the Low Fe and Inactive Mines (as part of the Group's major restructuring exercise). On 30 July 2019, the Group announced the completion of these restructuring and disposal plans. It further guided that the Disposal would result in positive financial effects for the Group as a whole and the estimated gain on Disposal is expected to be recorded in the second half of 2019, following the said completion.

Operation and Financial Overview

During the Reporting Period, the Group reported lower revenue, which fell by 3.2% to approximately RMB531.0 million for 1H2019, mainly caused by a major fall in the Group's revenue for trading as a result of a change in product mix for trading business.

Specifically,

- average selling price for low-grade iron concentrates (within the southern region of Sichuan and Panxi Region in particular) increased by approximately 24.3% on average due to global supply decline in the aftermath of the Brazil mining accident in spite of falling demand under the stringent anti-smog policies in China;
- average selling price for high-grade iron concentrates rose by approximately 4.0% – given the Group's focused strategies in improving efficiencies for its High Fe Mines, the mine operations located mainly in the northern region of Sichuan had been able to constantly produce high-grade iron concentrates with an average range of 65% TFe (with an encouraging but small volume of 72% TFe since FY2018); and

話雖如此，基於低品位鐵精礦業務一直蒙損，污染比其他品位的鐵精礦嚴重，以及承擔的環境合規成本頗高，本集團不能亦不會擴充有關業務。面對相關壓力，本集團有需要重組資源，理順若干礦業資產及精簡業務，冀能提高效率及降低減值風險。

按照此等重點策略，本集團針對性地重組分部資產。於報告期內，本集團宣佈出售該等持有、經營及管理低鐵品位及不活躍礦場的業務單位的全部權益（作為本集團大型重組活動的一部分）。於2019年7月30日，本集團宣佈重組及出售計劃完成，並進一步指出於完成後，出售事項整體上會為本集團帶來財務裨益，預期於2019年下半年錄得估計出售事項收益。

營運及財務概覽

於報告期內，本集團收入減少，2019年上半年的收入下跌3.2%至約人民幣531.0百萬元，主要由於本集團買賣業務的產品組合有變，使得買賣收入顯著下跌所致。

具體而言，

- 儘管中國嚴格的防治霧霾政策拖低需求，惟巴西礦難導致全球供應下跌，令低品位鐵精礦（尤其是位於四川南部地區及攀西地區）的平均售價平均上升約24.3%；
- 高品位鐵精礦的平均售價上升約4.0% – 鑑於本集團推行提升高鐵品位礦場效率的重點策略，主要位於四川北部地區的礦場的業務運作得以持續生產高品位鐵精礦（TFe含量平均達65%，2018財政年度小量產品TFe含量達72%，令人鼓舞）；及

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- smaller proportion of trading activities given the Group's shift in business direction to progressively reduce its exposure in this segment which requires higher working capital requirements and discretionarily change its trading product mix for improving margins in response to market demand – total purchase and sales volumes of trading activities were approximately 57.3 Kt and 57.3 Kt, respectively, representing a fall of 56.0% and 67.6%, respectively, as compared to 1H2018.

The production and sales volumes for 1H2019 were as follows:

- low-grade iron concentrates were approximately 551.2 Kt and 543.4 Kt, respectively;
- high-grade iron concentrates were approximately 40.2 Kt and 40.3 Kt, respectively; and
- titanium concentrates were approximately 92.3 Kt and 89.1 Kt, respectively.

The Group also recorded higher gross profit of approximately RMB57.7 million and gross profit margin of approximately 10.9% for 1H2019 as compared to 1H2018. Administrative expenses fell by 41.5% to RMB40.3 million in the absence of one-off retrenchment and redundancy compensation in the Reporting Period.

Given the above, the Group recorded lower Net Loss for 1H2019, representing a significant improvement over that for 1H2018. Details of the financial performance of the Remaining Group are set out on pages 12 and 13 of this interim report.

- 鑑於本集團業務方針定於逐步減少參與營運資金需求較高的買賣銷售分部，買賣活動的數量減少，並因應市場需求酌情改變買賣產品組合以提高利潤－買賣活動的總購買量及銷售量分別約為57.3千噸及57.3千噸，分別較2018年上半年下跌56.0%及67.6%。

2019年上半年的產量及銷量如下：

- 低品位鐵精礦分別約為551.2千噸及543.4千噸；
- 高品位鐵精礦分別約為40.2千噸及40.3千噸；及
- 鈦精礦分別約為92.3千噸及89.1千噸。

與2018年上半年比較，本集團於2019年上半年的毛利及毛利率上升，分別約為人民幣57.7百萬元及10.9%。行政開支下跌41.5%至人民幣40.3百萬元，乃由於報告期內並無產生一次性裁員補償。

鑑於上文所述，於2019年上半年，本集團的虧損淨額收窄，較2018年上半年顯著改善。保留集團財務表現的詳情載於本中期報告第12及第13頁。

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Overview of Mines

Please refer to below tables for the status of the Group's mine operations for (i) the Low Fe and Inactive Mines which are owned and operated by the Disposal Group and (ii) the High Fe Mines which are owned and operated by the Remaining Group.

Continuing Operations – High Fe Mines and Gypsum Mine 持續經營業務 – 高鐵品位礦場及石膏礦

Mine 礦場	Processing Plant 洗選廠	Status as at 30 June 2019 於2019年6月30日的狀況
Maoling-Yanglongshan Mine 毛嶺 – 羊龍山鐵礦	Maoling Processing Plant 毛嶺洗選廠	Producing iron concentrates of high Fe contents (<i>within the range of 65% TFe to 72% TFe</i>) 生產Fe含量高的鐵精礦 (<i>TFe含量介乎65%至72%</i>)
Shigou Gypsum Mine 石溝石膏礦	N/A 不適用	Conducted feasibility studies and started trial production in small quantities; to observe and monitor consistency of trial production results, and consider whether they are satisfactory 已進行可行性研究及開始少量試產；觀察及監察試產結果一致性，並考慮結果是否令人滿意

Discontinued Operations – Low Fe and Inactive Mines (Disposal completed on 30 July 2019) 已終止經營業務 – 低鐵品位及不活躍礦場 (於2019年7月30日完成出售)

Mine 礦場	Processing Plant 洗選廠	Status as at 30 June 2019 於2019年6月30日的狀況
Baicao Mine 白草鐵礦	Baicao Processing Plant 白草洗選廠	Producing vanadium-bearing iron concentrates of low Fe contents (<i>within the range of 53% TFe to 55% TFe</i>) 生產Fe含量低的含鈮鐵精礦 (<i>TFe含量介乎53%至55%</i>)
	Heigutian Processing Plant 黑谷田洗選廠	Suspended since 2015 and no intention to resume production 自2015年起暫停運作，現時無意復產
Xiushuihe Mine (including expansion) 秀水河鐵礦 (包括擴展地區)	Xiushuihe Processing Plant 秀水河洗選廠	Producing vanadium-bearing iron concentrates of low Fe contents (<i>within the range of 53% TFe to 55% TFe</i>) 生產Fe含量低的含鈮鐵精礦 (<i>TFe含量介乎53%至55%</i>)
	Hailong Processing Plant 海龍洗選廠	Producing vanadium-bearing iron concentrates of low Fe contents (<i>within the range of 53% TFe to 55% TFe</i>) 生產Fe含量低的含鈮鐵精礦 (<i>TFe含量介乎53%至55%</i>)
	Iron Pelletising Plant 球團礦廠	Suspended since 2013 and no intention to resume production 自2013年起暫停運作，現時無意復產
Yangqueqing Mine 陽雀箐鐵礦	N/A 不適用	Inactive; vanadium-bearing titano-magnetite of low Fe contents (<i>average grade of 25.06% TFe</i>) 不活躍；Fe含量低的鈮鈦磁鐵礦 (<i>平均品位為25.06% TFe</i>)
Cizhuqing Mine 茨竹箐鐵礦	N/A 不適用	Inactive; vanadium-bearing titano-magnetite of low Fe contents (<i>average grade of 21.40% TFe</i>) 不活躍；Fe含量低的鈮鈦磁鐵礦 (<i>平均品位為21.40% TFe</i>)
Haibaodang Mine 海保函鐵礦	N/A 不適用	Inactive; vanadium-bearing titano-magnetite of low Fe contents (<i>average grade of 16.54% TFe</i>) 不活躍；Fe含量低的鈮鈦磁鐵礦 (<i>平均品位為16.54% TFe</i>)

礦場概覽

有關本集團以下礦場：(i)由出售集團擁有及經營的低鐵品位及不活躍礦場及(ii)由保留集團擁有及經營的高鐵品位礦場的業務運作狀況，請參閱下表。

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The following table summarises the transacted volumes for (i) trading sales and (ii) sale of self-produced products of the Group:

下表概述本集團(i)買賣銷售；及(ii)銷售自產產品的數量：

		Purchase from independent third parties 向獨立第三方購買			Sale to an independent third party 向獨立第三方出售		
		1H2019 (Kt) 2019年 上半年 (千噸)	1H2018 (Kt) 2018年 上半年 (千噸)	Change % 變動 %	1H2019 (Kt) 2019年 上半年 (千噸)	1H2018 (Kt) 2018年 上半年 (千噸)	Change % 變動 %
(i) Trading Sales	(i) 買賣銷售						
Steels	鋼鐵	50.8	16.8	202.4	50.8	29.4	72.8
Coals	煤炭	6.5	113.5	(94.3)	6.5	147.5	(95.6)
		<u>57.3</u>	<u>130.3</u>	(56.0)	<u>57.3</u>	<u>176.9</u>	(67.6)
		Production volume (Dry basis) 產量 (乾基)			Sales volume (Dry basis) 銷量 (乾基)		
		1H2019 (Kt) 2019年 上半年 (千噸)	1H2018 (Kt) 2018年 上半年 (千噸)	Change % 變動 %	1H2019 (Kt) 2019年 上半年 (千噸)	1H2018 (Kt) 2018年 上半年 (千噸)	Change % 變動 %
(ii) Sale of Self-produced Products	(ii) 銷售自產產品						
(a) Continuing Operations	(a) 持續經營業務						
High-grade iron concentrates Maoling Processing Plant	高品位鐵精礦 毛嶺洗選廠	<u>40.2</u>	<u>48.3</u>	(16.8)	<u>40.3</u>	<u>50.9</u>	(20.8)
(b) Discontinued Operations	(b) 已終止經營業務						
Low-grade iron concentrates Xiushuihe Processing Plant	低品位鐵精礦 秀水河洗選廠	211.5	286.9	(26.3)	210.7	250.3	(15.8)
Hailong Processing Plant	海龍洗選廠	117.8	161.3	(27.0)	–	–	N/A 不適用
Baicao Processing Plant	白草洗選廠	221.9	144.8	53.2	332.7	305.2	9.0
		<u>339.7</u>	<u>306.1</u>	11.0	<u>332.7</u>	<u>305.2</u>	9.0
Total volume	總量	<u>551.2</u>	<u>593.0</u>	(7.0)	<u>543.4</u>	<u>555.5</u>	(2.2)
Titanium concentrates Baicao Processing Plant	鈦精礦 白草洗選廠	67.3	36.5	84.4	62.8	33.6	86.9
Xiushuihe Processing Plant	秀水河洗選廠	25.0	–	N/A 不適用	26.3	–	N/A 不適用
Total volume	總量	<u>92.3</u>	<u>36.5</u>	152.9	<u>89.1</u>	<u>33.6</u>	165.2

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FINANCIAL REVIEW

Note: Pursuant to the announcement on 28 June 2019, the Disposal has been approved by the independent Shareholders at the 2019 EGM. The Disposal was completed on 30 July 2019 subsequent to the reporting date. As a result, the Disposal Group was classified as held for sale and as a discontinued operation during the Reporting Period.

財務回顧

附註：根據於2019年6月28日作出的公告，出售事項已於2019年股東特別大會上獲獨立股東批准。出售事項已於報告期後的2019年7月30日完成。因此，於報告期內，出售集團已劃分為持作出售及已終止經營業務。

		1H2019 2019年上半年 RMB'000 人民幣千元	1H2018 2018年上半年 RMB'000 人民幣千元	Change 變動 %
REMAINING GROUP	保留集團			
Revenue#	收入#	267,744	354,460	(24.5)
Cost of sales	銷售成本	(245,029)	(324,845)	(24.6)
Gross profit	毛利	22,715	29,615	(23.3)
Other income and gains	其他收入及收益	3,332	1,188	180.5
Selling and distribution expenses	銷售及分銷開支	(3,833)	(6,042)	(36.6)
Administrative expenses#	行政開支#	(19,788)	(16,887)	17.2
Other expenses	其他開支	(120)	(2,322)	(94.8)
Reversal of impairment losses on receivables, net	應收款項減值虧損撥回 淨額	13,062	-	N/A 不適用
Finance costs	財務成本	(2,006)	(3,801)	(47.2)
Operating profit before tax from the Remaining Group	保留集團的稅前營運利潤	13,362	1,751	663.1
Income tax expense	所得稅開支	(3,353)	(159)	NM 無意義
Operating profit after tax from the Remaining Group	保留集團的稅後營運利潤	10,009	1,592	528.7
DISPOSAL GROUP	出售集團			
Loss for the period from the Disposal Group#	出售集團的期內虧損#	(62,587)	(404,933)	(84.5)
Loss for the period	期內虧損	(52,578)	(403,341)	(87.0)

Presented at gross of intra-group transactions as if the Disposal had taken place on 30 June 2018 and 2019, respectively.

按集團內公司間交易的總額呈列，猶如出售事項已分別於2018年及2019年6月30日落實。

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		1H2019 2019年上半年 RMB'000 人民幣千元	1H2018 2018年上半年 RMB'000 人民幣千元	Change 變動 %
Loss attributable to:	虧損歸屬於：			
Owners of the Company	本公司擁有人	(50,829)	(400,373)	(87.3)
Non-controlling interests	非控股權益	(1,749)	(2,968)	(41.1)
		(52,578)	(403,341)	(87.0)
Profit/(loss) attributable to:	利潤／(虧損)歸屬於：			
Owners of the Remaining Group	保留集團擁有人	10,667	1,820	486.1
Non-controlling interests	非控股權益	(658)	(228)	188.6
		10,009	1,592	528.7
Loss attributable to:	虧損歸屬於：			
Owners of the Disposal Group	出售集團擁有人	(61,496)	(402,193)	(84.7)
Non-controlling interests	非控股權益	(1,091)	(2,740)	(60.2)
		(62,587)	(404,933)	(84.5)

Revenue

Revenue fell to RMB267.7 million for 1H2019 (1H2018: RMB354.5 million), which was mainly attributable to (i) lower trading volume as a result of discretionary change in trading product mix for better margins in response to market demand and (ii) a slightly lower sales volume for high-grade iron concentrates due to temporary shut down for mandatory inspection on environmental compliance, which the Group's operations have obtained clearance.

Cost of Sales

Cost of sales primarily comprised contracting fees for mining and stripping as well as materials, labour, power and other utilities, repair and maintenance, depreciation and amortisation, and trading purchase. Cost of sales fell to RMB245.0 million for 1H2019 (1H2018: RMB324.8 million), due primarily to less sales activities in general.

收入

於2019上半年，收入下跌至人民幣267.7百萬元（2018年上半年：人民幣354.5百萬元），主要由於(i)因應市場需求酌情改變買賣產品組合以提高利潤，使買賣數量減少；及(ii)本集團高品位鐵精礦業務為進行強制環境合規檢查而暫時停產（業務已通過檢查），導致高品位鐵精礦的銷量稍微下滑所致。

銷售成本

銷售成本主要包括採礦及剝離承包費、材料、人工、能源及其他公用服務、維修及維護、折舊及攤銷以及買賣業務的採購成本。於2019年上半年，本集團的銷售成本減少至人民幣245.0百萬元（2018年上半年：人民幣324.8百萬元），主要是由銷售活動整體減少所致。

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Gross Profit and Margin

Gross profit fell to approximately RMB22.7 million (1H2018: RMB29.6 million) on the back of less sales activities while the Group managed to sustain its gross profit margin at approximately 8.5% (1H2018: 8.4%) for 1H2019.

Other Income and Gains

Other income and gains increased to approximately RMB3.3 million (1H2018: RMB1.2 million) as a result of the waiver in respect of overdue interest previously accrued for the specialised mining services.

Selling and Distribution Expenses

Selling and distribution expenses decreased to RMB3.8 million for 1H2019 (1H2018: RMB6.0 million) which was in line with the lower revenue. The selling and distribution expenses primarily comprised transportation fees, logistic costs, storage and other related administrative fees.

Administrative Expenses

Administrative expenses increased to RMB19.8 million for 1H2019 (1H2018: RMB16.9 million) due mainly to higher environmental compliance cost, staff cost and directors' fee.

Other Expenses

Other expenses decreased to RMB0.1 million for 1H2019 (1H2018: RMB2.3 million) due mainly to the absence of one-off expenses during the Reporting Period.

Reversal of Impairment Losses on Receivables, Net

There was a reversal of impairment losses of RMB13.1 million (1H2018: Nil) on recovery of trade receivables for the Remaining Group during the Reporting Period.

Finance Costs

Finance costs decreased to RMB2.0 million for 1H2019 (1H2018: RMB3.8 million) as a result of lower interest rate on refinancing.

Income Tax Expense

Income tax expense increased to RMB3.4 million for 1H2019 (1H2018: RMB0.2 million), as a result of higher taxable profit.

毛利及毛利率

於2019年上半年，毛利因銷售活動減少而下跌至約人民幣22.7百萬元（2018年上半年：人民幣29.6百萬元），惟本集團成功將毛利率維持於約8.5%（2018年上半年：8.4%）。

其他收入及收益

其他收入及收益增加至約人民幣3.3百萬元（2018年上半年：人民幣1.2百萬元），源於豁免過往就專業開採服務應計的逾期利息。

銷售及分銷開支

2019年上半年的銷售及分銷開支隨收入下跌而減少至人民幣3.8百萬元（2018年上半年：人民幣6.0百萬元）。銷售及分銷開支主要包括運輸費、物流成本、儲存及其他相關行政費用。

行政開支

2019年上半年的行政開支增加至人民幣19.8百萬元（2018年上半年：人民幣16.9百萬元），主要是由於環境合規成本、員工成本及董事袍金上升所致。

其他開支

2019年上半年的其他開支減少至人民幣0.1百萬元（2018年上半年：人民幣2.3百萬元），主要是由於報告期內並無一次性開支。

應收款項減值虧損撥回淨額

於報告期內，由於收回保留集團的應收賬款，故減值虧損撥回人民幣13.1百萬元（2018年上半年：無）。

財務成本

2019年上半年的財務成本減少至人民幣2.0百萬元（2018年上半年：人民幣3.8百萬元），源於再融資的利率下調。

所得稅開支

2019年上半年的所得稅開支增加至人民幣3.4百萬元（2018年上半年：人民幣0.2百萬元），是由於應課稅利潤增加所致。

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Loss Attributable to Owners

Given the above, the Remaining Group recorded Net Profit of RMB10.7 million for 1H2019 (1H2018: RMB1.8 million) while the Disposal Group recorded Net Loss of RMB61.5 million for 1H2019 (1H2018: RMB402.2 million).

Given that the Net Loss incurred by the Disposal Group outpaced the Net Profit derived from the Remaining Group, the Group reported Net Loss of RMB50.8 million, which was substantially lower than that of RMB400.4 million for 1H2018.

Interim Dividend

The Board does not recommend the payment of an interim dividend for 1H2019 (1H2018: Nil).

LIQUIDITY AND CAPITAL RESOURCES

The following table sets out certain information regarding the Group's interim consolidated statement of cash flows for the six months ended 30 June 2019 and 2018:

歸屬於擁有人的虧損

鑑於上文所述，保留集團於2019年上半年錄得純利人民幣10.7百萬元（2018年上半年：人民幣1.8百萬元），而出售集團於2019年上半年錄得虧損淨額人民幣61.5百萬元（2018年上半年：人民幣402.2百萬元）。

計及出售集團產生的虧損淨額超出保留集團產生的純利，本集團錄得虧損淨額人民幣50.8百萬元，遠低於2018年上半年的人民幣400.4百萬元。

中期股息

董事會不建議派付2019年上半年的中期股息（2018年上半年：無）。

流動性及資本資源

下表載列有關本集團截至2019年及2018年6月30日止六個月的中期綜合現金流量表的若干資料：

		1H2019 2019年上半年		1H2018 2018年上半年	
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
Cash and cash equivalents as stated in the interim consolidated statement of cash flows at beginning of the period	期初於中期綜合現金流量表列賬的現金及現金等價物		33,771		13,286
Net cash flows generated from operating activities	經營活動產生的現金流量淨額	22,432		74,242	
Net cash flows used in investing activities	投資活動使用的現金流量淨額	(28,731)		(55,580)	
Net cash flows used in financing activities	融資活動使用的現金流量淨額	(17,585)		(20,404)	
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額		(23,884)		(1,742)
Effect of foreign exchange rate changes, net	匯率變動影響淨額		(314)		2,045
Cash and cash equivalents as stated in the interim consolidated statement of cash flows at end of the period	期末於中期綜合現金流量表列賬的現金及現金等價物		9,573		13,589

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Net Cash Flows Generated From Operating Activities

The Group's net operating cash flows position was RMB22.4 million during 1H2019 (1H2018: RMB74.2 million) after accounting for operating loss before working capital changes of RMB3.6 million incurred largely by the Discontinued Operations (1H2018: operating profit before working capital changes of RMB56.7 million), net working capital investments of RMB25.9 million (1H2018: RMB27.8 million), net interest received of RMB42,000 (1H2018: net interest paid of RMB9.2 million) and income tax paid of RMB1,000 (1H2018: RMB1.0 million).

Net Cash Flows Used In Investing Activities

The Group's net cash flows used in investing activities was RMB28.7 million for 1H2019 (1H2018: RMB55.6 million), due primarily to the investment in and upgrade of plant and equipment of approximately RMB36.9 million (1H2018: RMB54.9 million) for production facilities.

Net Cash Flows Used In Financing Activities

The Group's net cash flows used in financing activities was RMB17.6 million for 1H2019 (1H2018: RMB20.4 million), due primarily to the repayment of bank and other loans, including interest paid during the Reporting Period.

FINANCIAL POSITION

Note: Assets and liabilities of the Disposal Group were classified as held for sale since 31 December 2018. Details of the Discontinued Operations are set out in note 9 to Interim Condensed Financial Information of this interim report.

Analysis of Inventories

The Remaining Group's inventories increased to RMB29.4 million as at 30 June 2019 (FY2018: RMB23.6 million) due mainly to buffer stocks, which were delivered and/or consumed after the Reporting Period.

Analysis of Trade and Bills Receivables

The Remaining Group's trade and bills receivables increased to RMB155.9 million as at 30 June 2019 (FY2018: RMB105.2 million), a significant portion of which has been collected after the Reporting Period.

經營活動產生的現金流量淨額

將主要源自已終止經營業務的營運資金變動前經營虧損人民幣3.6百萬元（2018年上半年：營運資金變動前經營利潤人民幣56.7百萬元）、營運資金投資淨額人民幣25.9百萬元（2018年上半年：人民幣27.8百萬元）、已收利息淨額人民幣42,000元（2018年上半年：已付利息淨額人民幣9.2百萬元）及已繳所得稅人民幣1,000元（2018年上半年：人民幣1.0百萬元）入賬後，2019年上半年本集團的經營現金流量淨額狀況為人民幣22.4百萬元（2018年上半年：人民幣74.2百萬元）。

投資活動使用的現金流量淨額

2019年上半年本集團投資活動使用的現金流量淨額為人民幣28.7百萬元（2018年上半年：人民幣55.6百萬元），主要是生產設施的廠房及設備投資及升級費用約人民幣36.9百萬元（2018年上半年：人民幣54.9百萬元）。

融資活動使用的現金流量淨額

2019年上半年本集團融資活動使用的現金流量淨額為人民幣17.6百萬元（2018年上半年：人民幣20.4百萬元），主要是報告期內償還的銀行及其他貸款（包括已付利息）。

財務狀況

附註：出售集團的資產及負債自2018年12月31日起劃分為持作出售。已終止經營業務的詳情載於本中期報告的中期簡明財務資料附註9。

存貨分析

於2019年6月30日，保留集團的存貨增加至人民幣29.4百萬元（2018財政年度：人民幣23.6百萬元），主要源於已於報告期後交付及／或耗用的緩衝庫存。

應收賬款及票據分析

於2019年6月30日，保留集團的應收賬款及票據增加至人民幣155.9百萬元（2018財政年度：人民幣105.2百萬元），大部分已於報告期後收款。

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Assets Classified as Held for Sale

The assets classified as held for sale was RMB41.8 million as at 30 June 2019 (FY2018: RMB41.2 million), relating to equipment for specialised mining services which were held for sale.

Assets and Liabilities of a Disposal Group Classified as Held For Sale

This related to the classification of the assets and liabilities of the Disposal Group given the Disposal of 100% stake in Huili Caitong.

Analysis of Trade and Bills Payables

The Remaining Group's trade and bills payables increased to RMB77.7 million as at 30 June 2019 (FY2018: RMB54.2 million) due mainly to favourable credit terms granted by long-term suppliers.

Analysis of Net Current Liabilities Position

The Group's net current liabilities position increased to RMB66.9 million as at 30 June 2019 (FY2018: RMB10.2 million), as the Disposal Group, which has been classified as held for sale, continued to record operating losses and impairment losses during the Reporting Period. The current ratio remained close to 1.0 as at 30 June 2019 (FY2018: close to 1.0) following this classification.

Borrowings

Total borrowings of the Remaining Group reduced to RMB100.5 million as at 30 June 2019 (FY2018: RMB100.8 million) due mainly to the repayment during the Reporting Period. As at 30 June 2019, except for other loans which were denominated in AUD, all bank loans were denominated in RMB. Details of borrowings of the Group are set out in note 18 to Interim Condensed Financial Information of this interim report.

Lease Liabilities

The Group started to adopt new IFRS 16 *Leases* effective from 1 January 2019, which introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. As at 30 June 2019, the lease liabilities mainly comprised office leases.

Contingent Liabilities

As at 30 June 2019, the Group did not have any material contingent liabilities.

劃分為持作出售的資產

於2019年6月30日，劃分為持作出售的資產為人民幣41.8百萬元（2018財政年度：人民幣41.2百萬元），與專業開採服務的持作出售設備有關。

劃分為持作出售的出售集團的資產及負債

由於進行有關會理財通100%權益的出售事項，此項目與出售集團的資產及負債的劃分有關。

應付賬款及票據分析

於2019年6月30日，保留集團的應付賬款及票據增加至人民幣77.7百萬元（2018財政年度：人民幣54.2百萬元），主要源自長期供應商給予的有利信貸條款。

流動負債淨額狀況分析

於2019年6月30日，本集團的流動負債淨額狀況增加至人民幣66.9百萬元（2018財政年度：人民幣10.2百萬元），此乃由於劃分為持作出售的出售集團於報告期內繼續產生經營虧損及減值虧損所致。於2019年6月30日進行此劃分後，流動比率維持於接近1.0（2018財政年度：接近1.0）。

借貸

於2019年6月30日，保留集團的借貸總額減少至人民幣100.5百萬元（2018財政年度：人民幣100.8百萬元），主要是由於報告期內還款。於2019年6月30日，除以澳元計值的其他貸款外，所有銀行貸款以人民幣計值。本集團借貸的詳情載於本中期報告的中期簡明財務資料附註18。

租賃負債

本集團由2019年1月1日開始採納新國際財務報告準則第16號「租賃」，引進單一承租人會計模型，以及規定承租人確認所有為期超過12個月的租賃的資產及負債，惟相關資產屬於低價值者除外。於2019年6月30日，租賃負債主要包括辦公室租賃。

或有負債

於2019年6月30日，本集團並無任何重大或有負債。

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Pledge of Assets

The Group's pledge of assets as at 30 June 2019 mainly consisted of:

- (i) a one-year interest-bearing bank loan of RMB120.0 million granted by Shanghai Pudong Development Bank ("SPDB") Chengdu Branch to Xiushuihe Mining. In accordance with the bank loan agreements entered into between Xiushuihe Mining and the lender, the mining right of Xiushuihe Mine and 95% equity interest of Xiushuihe Mining were pledged to SPDB;
- (ii) interest-bearing bank loans of RMB305.9 million granted by China Construction Bank Huili Branch to Huili Caitong, which was secured by the mining right of Baicao Mine; and
- (iii) one-year interest-bearing bank loan of RMB84.0 million granted by SPDB Chengdu Branch to Aba Mining, which was secured by the mining right of Maoling Mine.

Significant Investments, Material Acquisitions and Disposals of Subsidiaries, Associates and Joint Ventures, and Future Plan for Material Investments of Capital Assets

Other than as disclosed elsewhere in this management discussion and analysis ("MD&A") or in the unaudited condensed consolidated financial statements for 1H2019, there were no significant investments held by the Company, nor were there any material acquisitions or disposals of subsidiaries, associates and joint ventures during 1H2019. Other than as disclosed in this MD&A, there was no plan authorised by the Board for other material investments or additions of capital assets as at the date of this report.

Foreign Currency Risk

The Group's foreign currency exposures arose primarily from the exchange rate movement of foreign currencies, namely Hong Kong dollars, US dollars, Australian dollars, Singapore dollars and Vietnamese dong, against the Renminbi. Hong Kong dollars, US dollars, Australian dollars, Singapore dollars and Vietnamese dong are the functional currencies of the respective entities within the Group.

The Renminbi is not freely convertible. There is a risk that the Chinese government may take actions affecting exchange rates which may have a material adverse effect on the Group's net assets, earnings and any dividend it declares if such dividend is to be exchanged or converted into foreign currencies. The Group has not entered into any hedging transactions to manage the potential fluctuation in foreign currencies. The management monitors the Group's foreign currency exposure and will consider hedging significant foreign currency exposure when the needs arise.

資產質押

於2019年6月30日，本集團的已質押資產主要包括：

- (i) 由上海浦東發展銀行（「浦發銀行」）成都分行向秀水河礦業提供的一年期計息銀行貸款人民幣120.0百萬元。按照秀水河礦業與貸款人訂立的銀行貸款協議，秀水河鐵礦的採礦權及秀水河礦業的95%股本權益已質押予浦發銀行；
- (ii) 由中國建設銀行會理支行向會理財通提供的計息銀行貸款人民幣305.9百萬元，乃以白草鐵礦的採礦權作抵押；及
- (iii) 由浦發銀行成都分行向阿壩礦業提供的一年期計息銀行貸款人民幣84.0百萬元，乃以毛嶺鐵礦的採礦權作抵押。

重大投資、子公司、聯營公司及合營企業的重大收購及出售以及資本資產重大投資的未來計劃

除本管理層討論及分析或2019年上半年未經審核簡明綜合財務報表其他部分所披露者外，於2019年上半年，本公司並無持有重大投資，亦無進行子公司、聯營公司及合營企業的任何重大收購或出售。除本管理層討論及分析所披露者外，於本報告日期，董事會並無授權有關其他重大投資或資本資產添置的計劃。

外幣風險

本集團的外幣風險主要來自港元、美元、澳元、新加坡元及越南盾等外幣兌人民幣的匯率變動。港元、美元、澳元、新加坡元及越南盾乃本集團旗下各實體的功能貨幣。

人民幣不可自由兌換。本集團須承受中國政府可能會採取行動影響匯率的風險，該等行動可能會對本集團的資產淨值、盈利及所宣派的任何股息（倘若有關股息須兌換或換算為外幣）構成重大不利影響。本集團並無進行任何對沖交易以管理潛在的外幣波動。管理層監察本集團的外幣風險，並將於有需要時考慮對沖重大的外幣風險。

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The following table demonstrates the sensitivity to a 5.0% change in RMB against HKD, USD, AUD, SGD and VND, respectively. The 5.0% is the rate used when reporting currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in the foreign currency rate. The sensitivity analyses of the Group's exposure to foreign currency risk at the end of each reporting period have been determined based on the adjustment of translation of the monetary assets and liabilities at the end of each reporting period for a 5.0% change in RMB against HKD, USD, AUD, SGD and VND, respectively, with all other variables held constant, of the Group's loss before tax for the six months ended 30 June 2019 (due to changes in the fair value of cash and cash equivalents and financial assets at fair value through profit or loss denominated in HKD, USD, AUD, SGD and VND):

		RMB'000 人民幣千元
<i>Increase/(decrease) in loss before tax:</i>	<i>稅前虧損增加／(減少)：</i>	
If RMB strengthens against HKD, USD, AUD, SGD and VND	倘人民幣兌港元、美元、澳元、新加坡元及越南盾轉強	343.6
If RMB weakens against HKD, USD, AUD, SGD and VND	倘人民幣兌港元、美元、澳元、新加坡元及越南盾轉弱	(343.6)

Interest Rate Risk

The Group's income and operating cash flows are not substantially affected by the changes in market interest rates. The Group has no significant interest-bearing assets, except for cash and cash equivalents. The Group manages its interest rate exposure arising from all of its interest-bearing loans through the use of fixed rates. In addition, the Group has not used any interest rate swaps to hedge against interest rate risk.

Contractual Obligations

The Group had no contractual obligations as at 30 June 2019 and 31 December 2018.

Capital Expenditure

The Group's total capital expenditure increased by RMB2.3 million to RMB50.0 million for 1H2019 (1H2018: RMB47.7 million). The capital expenditure comprised mainly (i) additions in machinery and building aggregated to RMB36.7 million for the technical improvement with a view to potentially increase the grade of low-grade iron concentrates; and (ii) additions in mining infrastructure aggregated to RMB13.0 million mainly for the mines in the Remaining Group.

下表說明對人民幣分別兌港元、美元、澳元、新加坡元及越南盾出現5.0%變動的敏感度。5.0%乃內部向主要管理人員匯報貨幣風險時採用的比率，並為管理層對外幣匯率合理可能變動的評估。對本集團於各報告期末的外幣風險的敏感度分析，乃根據在所有其他變數維持不變下，就於各報告期末換算貨幣資產及負債，對本集團截至2019年6月30日止六個月的稅前虧損作出人民幣分別兌港元、美元、澳元、新加坡元及越南盾出現5.0%變動的調整（源於按港元、美元、澳元、新加坡元及越南盾計值的現金及現金等價物以及按公平值計量且其變動計入當期損益的金融資產的公平值變動）而得出：

利率風險

本集團的收入及經營現金流量並不會大幅地受市場利率變動影響。除現金及現金等價物外，本集團並無重大計息資產。本集團通過使用固定利率管理其所有計息貸款產生的利率風險。此外，本集團並無利用任何利率掉期對沖利率風險。

合約責任

於2019年6月30日及2018年12月31日，本集團並無合約責任。

資本開支

本集團的總資本開支增加人民幣2.3百萬元至2019年上半年的人民幣50.0百萬元（2018年上半年：人民幣47.7百萬元）。資本開支主要包括(i)為技術提升項目添置機械及廠房合共人民幣36.7百萬元，以期提高低品位鐵精礦的品位；及(ii)主要為保留集團的礦場添置探礦基礎設施合共人民幣13.0百萬元。

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Gearing Ratio

Gearing ratio is a measure of financial leverage, which is calculated by net debt divided by "total equity plus net debt". Net debt is defined as interest-bearing bank and other loans and lease liabilities, net of cash and cash equivalents and it excludes liabilities incurred for working capital purposes. Equity includes equity attributable to owners of the Company and non-controlling interests. As at 30 June 2019, gearing ratio was approximately 9.9% (FY2018: 7.0%) following the liabilities of the Disposal Group having been classified as held for sale.

OTHER SIGNIFICANT EVENTS

The Disposal

On 29 January 2019, Sichuan Lingyu entered into a sales and purchase agreement in respect of the Disposal with Chengyu Vanadium Titano and the independent Shareholders approved the Disposal at the 2019 EGM. Upon the completion of the Disposal on 30 July 2019, the Disposal Group (i) ceased to be the subsidiaries of the Group and (ii) has since become the subsidiaries of Chengyu Vanadium Titano.

As the relevant substantial Shareholders collectively hold more than 30% equity interests in Chengyu Vanadium Titano, which in turn becomes the holding company of the Disposal Group immediately upon the completion of the Disposal, each entity of the Disposal Group becomes connected persons (as defined under the Listing Rules) of the Remaining Group. Accordingly, after the completion, certain existing ongoing transactions between the Remaining Group and the Disposal Group have become continuing connected transactions of the Company and the Company will comply with the annual review and disclosure requirements in respect of the continuing connected transactions under the Listing Rules.

Please refer to the Company's announcements dated 29 January 2019, 29 March 2019, 30 April 2019, 10 May 2019, 28 June 2019 and 30 July 2019 and the circular of the Company dated 10 June 2019 for details.

借貸比率

借貸比率為金融槓桿的計量方式，按淨債務除以「總權益加淨債務」計算得出。淨債務指計息銀行及其他貸款以及租賃負債，減去現金及現金等價物，並不包括就營運資金產生的負債。權益包括歸屬於本公司擁有人的權益及非控股權益。於出售集團的負債劃分為持作出售後，於2019年6月30日的借貸比率約為9.9%（2018財政年度：7.0%）。

其他重大事項

出售事項

於2019年1月29日，四川凌御與成渝鈦鈷訂立有關出售事項的買賣協議，而獨立股東已於2019年股東特別大會批准出售事項。於2019年7月30日完成出售事項後，出售集團(i)已不再為本集團的子公司；及(ii)自此成為成渝鈦鈷的子公司。

由於相關主要股東合共持有成渝鈦鈷股本權益超過30%，而成渝鈦鈷於緊隨出售事項完成後成為出售集團的控股公司，故出售集團各實體成為保留集團的關連人士（定義見上市規則）。因此，於完成後，保留集團現時與出售集團進行的若干持續交易已成為本公司的持續關連交易，而本公司將根據上市規則就持續關連交易遵守年度審核及披露規定。

有關詳情請參閱本公司日期為2019年1月29日、2019年3月29日、2019年4月30日、2019年5月10日、2019年6月28日及2019年7月30日的公告，以及本公司日期為2019年6月10日的通函。

Management Discussion and Analysis

管理層討論及分析

The Disruption of Operations of the Maoling-Yanglongshan Mine in Wenchuan County

On 20 August 2019, a series of multiple mudslides (the “Mudslides”) following heavy rainfall struck the Wenchuan County, Aba Prefecture, Sichuan (the “Wenchuan County”) which caused road closures and major disruptions to telecommunication, water, electricity and material supply in the affected regions.

The Mudslides and the torrential rainfall have also caused major disruptions to the Group’s operations at the Maoling-Yanglongshan Mine, which is located in the Wenchuan County. The provincial emergency management bureau has since initiated several rounds of evacuation and some of which are still underway. Meanwhile, the Group has also evacuated its employees working at or near the Maoling-Yanglongshan Mine for safety reasons and temporarily suspended the operations of the Maoling-Yanglongshan Mine.

As at the date of this report, the rain-triggered disasters have not resulted in any material damage to the Group’s assets at the Maoling-Yanglongshan Mine.

Please refer to the Company’s announcement dated 23 August 2019 for details.

OUTLOOK

The escalating US-China trade tensions and the tariff war have many unforeseen ramifications creating complex scenarios on the prospects of China’s economic growth. These concerns are further complicated by the global economic uncertainty in this state of flux. Whilst the slower China’s GDP growth in 2018 was not unexpected, it was at its weakest pace in almost 30 years that a further slowdown seems unavoidably imminent. Meanwhile, the plans of introducing stimulus programs to spur local economic activities are necessary and the sustainability of the effects are closely watched and monitored across several major industries.

汶川縣毛嶺－羊龍山鐵礦暫停營運

於2019年8月20日，四川省阿壩州汶川縣（「汶川縣」）在連場暴雨後，發生多發泥石流（「泥石流」），引致受影響地區道路封閉，電訊、水、電及物資供應亦受到重大影響。

泥石流及暴雨亦令本集團位於汶川縣的毛嶺－羊龍山鐵礦營運受到重大影響。該省應急管理局因而宣佈多項撤離行動，部分至今仍在進行。與此同時，本集團亦因安全考慮撤離於毛嶺－羊龍山鐵礦或周邊地區工作的僱員，並暫停毛嶺－羊龍山鐵礦營運。

於本報告作出之日，暴雨觸發的災害並未令本集團位於毛嶺－羊龍山鐵礦的資產受到嚴重損壞。

詳情請參閱本公司日期為2019年8月23日的公告。

前景

不斷升級的中美貿易摩擦和關稅戰產生了許多不可預見的後果，給中國經濟增長的前景帶來了複雜的局面。全球經濟在這種變化狀態下的不確定性進一步令這些擔憂變得更複雜。儘管2018年中國國內生產總值增速放緩並非出乎意料，但中國經濟增速處於近30年來的最低水平，進一步放緩似乎不可避免。同時，實施振興經濟計劃以刺激地方經濟活動是必要的，其影響的可持續性受到幾個主要行業的密切關注和監測。

Management Discussion and Analysis

管理層討論及分析

The steel industry was among the first to suffer. While the industry went through the dual pressures of high cost and oversupply amidst supply-side reform, there were also a myriad of factors limiting the supply of iron ore which have fragmented the iron ore markets, pushed up the demand and price of the less polluting high-grade iron ore partly as a result of the concerted efforts to clean up steel production and control pollution. However, many anticipate that overall demand for iron ore in China may continue in a downtrend as investment sags and manufacturing performance slips, and the effects of the stimulus measures to support infrastructure projects may subside.

Under such observations, the Group conducted major strategic reviews and decided to divest its loss-making and under-utilised Low Fe and Inactive Mines as part of its major restructuring exercise. The Disposal has since been approved by the independent Shareholders and was completed on 30 July 2019. The Disposal would help to streamline the mining assets of the Group and strengthen its financial position, going forward.

Outside China, worldwide steel demand forecast for the 18 months ending 31 December 2020 shows a decelerating growth rate due to a moderating global economy. For the iron ore market, pressure driving up the price may persist as a result of the global supply decline in the aftermath of the Brazil mining accident, which will also lead to rising mining costs associated with enhanced safety regulations and mining operations diverting their emphasis from growth to safety. While this will further propel the increase in iron ore price, the trends are likely to remain volatile. The Group will closely monitor the price and industry trends to strategically position itself for potential scenarios that might prove relevant.

鋼鐵行業乃首當其衝的產業之一。儘管鋼鐵行業在供給側改革下克服成本高企及供應過剩的雙重壓力，惟依然存在大量因素限制了已出現分化的鐵礦石市場的鐵礦石供應，加上清理鋼鐵生產及監控污染的不懈努力，令到污染較少的高品位鐵礦石需求及價格升高。然而，市場預測投資減少及製造業表現回落，中國鐵礦石的整體需求可能持續下行，支持基礎設施項目的振興措施效果可能會減弱。

有鑑於此，本集團已進行大型戰略檢討，並決定縮減蒙受虧損及使用率不足的低鐵品位及不活躍礦場，作為其大型重組活動的一部分。出售事項已獲獨立股東批准，並於2019年7月30日完成。出售事項有助日後精簡本集團的礦業資產，加強財務狀況。

撇除中國，預期截至2020年12月31日止18個月的全球鋼鐵需求增長率將因全球經濟放緩而減速。就鐵礦石市場而言，價格上漲的壓力可能持續，原因為巴西礦難令全球供應減少，同時引發安全監管收緊，礦業營運重點由增長轉移至着眼安全，亦會導致開採成本增加。儘管此情況會進一步推高鐵礦石價格，惟走勢有可能持續反覆。本集團將會密切監察價格及行業走勢，作好戰略準備，應對可能相關的潛在情勢。

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

As at 30 June 2019, the interests and short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which (a) were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which were taken or deemed to have under such provisions of the SFO) or (b) were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein or (c) were required, pursuant to the Model Code, to be notified to the Company and the Stock Exchange, are as follows:

Long positions in share options granted by the Company

Number of share options held by the Directors and chief executives of the Company to subscribe for Shares as at 30 June 2019:

Name	Capacity	Number of share options held	Number of underlying Shares	Percentage of the Company's issued share capital 佔本公司已發行股本的百分比
姓名	身份	所持股份期權數目	相關股份數目	
Mr. Jiang Zhong Ping 蔣中平先生	Beneficial owner 實益擁有人	17,000,000	17,000,000	0.76%
Mr. Wang Hu 王虎先生	Beneficial owner 實益擁有人	2,200,000	2,200,000	0.10%
Mr. Hao Xiemin 郝謝敏先生	Beneficial owner 實益擁有人	100,000	100,000	0.00%
Mr. Yu Haizong 余海宗先生	Beneficial owner 實益擁有人	100,000	100,000	0.00%
Mr. Liu Yi 劉毅先生	Beneficial owner 實益擁有人	100,000	100,000	0.00%

The details of share options held by the Directors and chief executives of the Company are disclosed under the section headed "Share Options" of this report.

Save as disclosed above, as at 30 June 2019, so far as is known to all Directors and chief executives of the Company, none of the Directors or chief executives of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which (a) were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO) or (b) were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein or (c) were required, pursuant to the Model Code to be notified to the Company and the Stock Exchange.

董事及最高行政人員於股份、相關股份及債權證的權益及淡倉

於2019年6月30日，本公司董事及最高行政人員於本公司或其相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份及債權證中擁有(a)根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的權益及淡倉（包括根據證券及期貨條例有關條文被當作或視為擁有的權益及淡倉）；或(b)根據證券及期貨條例第352條須記錄於該條所指登記冊的權益及淡倉；或(c)根據標準守則須知會本公司及聯交所的權益及淡倉如下：

於本公司所授出股份期權的好倉

於2019年6月30日，本公司董事及最高行政人員持有可認購股份的股份期權數目：

本公司董事及最高行政人員持有之購股權之詳情於本報告「購股權」一節披露。

除上文所披露者外，於2019年6月30日，就本公司全體董事及最高行政人員所知，本公司董事或最高行政人員概無於本公司或其相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份及債權證中擁有任何(a)根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例有關條文被當作或視為擁有的權益及淡倉）；或(b)根據證券及期貨條例第352條須記錄於該條所指登記冊的權益或淡倉；或(c)根據標準守則須知會本公司及聯交所的權益或淡倉。

Other Information

其他資料

SHARE OPTIONS

The Company adopted a share option scheme (the “Old Option Scheme”) on 4 September 2009. At the 2010 AGM, the Shareholders approved the adoption of a new share option scheme (the “New Option Scheme”) and the termination of the operation of the Old Option Scheme (such that no further options shall thereafter be offered under the Old Option Scheme but in all other respects the provisions of the Old Option Scheme shall remain in full force and effect).

(i) Old Option Scheme

Details of the share options outstanding as at 30 June 2019 which have been granted under the Old Option Scheme are as follows:

Name or category of participant	Date of grant	Exercise period	Exercise price per share option	No. of share options held as at 01.01.2019 and 30.06.2019 於2019年1月1日及2019年6月30日所持股份期權數目
參與人士姓名或類別	授出日期	行使期	每份股份期權行使價 HK\$ 港元	
1. Directors/chief executives				
董事／最高行政人員				
Mr. Jiang Zhong Ping 蔣中平先生	29.12.2009	29.06.2012 to 28.12.2019 29.06.2012至28.12.2019	5.05	1,500,000
		29.12.2014 to 28.12.2019 29.12.2014至28.12.2019	5.05	1,500,000
	01.04.2010	01.10.2012 to 31.03.2020 01.10.2012至31.03.2020	4.99	250,000
		01.04.2015 to 31.03.2020 01.04.2015至31.03.2020	4.99	250,000
Mr. Wang Hu 王虎先生	29.12.2009	29.06.2012 to 28.12.2019 29.06.2012至28.12.2019	5.05	200,000
		29.12.2014 to 28.12.2019 29.12.2014至28.12.2019	5.05	200,000
2. Employees (in aggregate)				
僱員（合計）				
	29.12.2009	29.06.2012 to 28.12.2019 29.06.2012至28.12.2019	5.05	1,500,000
		29.12.2014 to 28.12.2019 29.12.2014至28.12.2019	5.05	1,500,000
	01.04.2010	01.10.2012 to 31.03.2020 01.10.2012至31.03.2020	4.99	450,000
		01.04.2015 to 31.03.2020 01.04.2015至31.03.2020	4.99	450,000
			Total 總計	7,800,000

股份期權

本公司於2009年9月4日採納一項股份期權計劃（「舊期權計劃」）。於2010年股東週年大會上，股東批准採納一項新股份期權計劃（「新期權計劃」），並終止舊期權計劃的運作（致使不會再根據舊期權計劃授出期權，但舊期權計劃的條文在所有其他方面將仍具有十足效力及作用）。

(i) 舊期權計劃

已根據舊期權計劃授出但於2019年6月30日尚未行使的股份期權詳情如下：

Other Information 其他資料

Notes:

- The vesting period of the share options is from the date of grant until the commencement of the exercise period.
- There were no share options granted, exercised, cancelled or lapsed during the Reporting Period.

(ii) New Option Scheme

Details of the share options outstanding as at 30 June 2019 which have been granted under the New Option Scheme are as follows:

Name or category of participant	Date of grant	Exercise period	Exercise price per share option	No. of share options held as at 01.01.2019 and 30.06.2019 於2019年1月1日及2019年6月30日所持股份期權數目
參與人士姓名或類別	授出日期	行使期	每份股份期權行使價 HK\$ 港元	
1. Directors/chief executives 董事／最高行政人員				
Mr. Jiang Zhong Ping 蔣中平先生	23.05.2011	23.05.2013 to 22.05.2021 23.05.2013至22.05.2021	3.60	5,000,000
	15.04.2014	15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	4,250,000
		15.04.2015 to 14.04.2024 15.04.2015至14.04.2024	1.00	2,125,000
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	2,125,000
Mr. Wang Hu 王虎先生	23.05.2011	23.05.2013 to 22.05.2021 23.05.2013至22.05.2021	3.60	1,000,000
	15.04.2014	15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	400,000
		15.04.2015 to 14.04.2024 15.04.2015至14.04.2024	1.00	200,000
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	200,000
Mr. Hao Xiemin 郝謝敏先生	15.04.2014	15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	50,000
		15.04.2015 to 14.04.2024 15.04.2015至14.04.2024	1.00	25,000
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	25,000

附註：

- 股份期權的歸屬期為由授出日期起至行使期開始為止。
- 於報告期內並無股份期權授出、行使、註銷或失效。

(ii) 新期權計劃

已根據新期權計劃授出但於2019年6月30日尚未行使的股份期權詳情如下：

Other Information 其他資料

Name or category of participant	Date of grant	Exercise period	Exercise price per share option	No. of share options held as at 01.01.2019 and 30.06.2019 於2019年1月1日及2019年6月30日 所持股份期權數目
參與人士姓名或類別	授出日期	行使期	每份股份期權行使價 HK\$ 港元	
Mr. Yu Haizong 余海宗先生	15.04.2014	15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	50,000
		15.04.2015 to 14.04.2024 15.04.2015至14.04.2024	1.00	25,000
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	25,000
Mr. Liu Yi 劉毅先生	15.04.2014	15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	50,000
		15.04.2015 to 14.04.2024 15.04.2015至14.04.2024	1.00	25,000
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	25,000
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	25,000
2. Employees (in aggregate) 僱員(合計)	23.05.2011	23.05.2013 to 22.05.2021 23.05.2013至22.05.2021	3.60	4,500,000
		15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	3,500,000
	15.04.2014	15.04.2015 to 14.04.2024 15.04.2015至14.04.2024	1.00	1,750,000
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	1,750,000
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	1,750,000
			Total 總計	27,100,000

Notes:

- The vesting period of the share options is from the date of the grant until the commencement of the exercise period.
- There were no share options granted, exercised, cancelled or lapsed during the Reporting Period.

Save as disclosed above, at no time during the Reporting Period was the Company, its parent companies or any of its subsidiaries or fellow subsidiaries, a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

附註：

- 股份期權的歸屬期為由授出日期起至行使期開始為止。
- 於報告期內並無股份期權授出、行使、註銷或失效。

除上文所披露者外，於報告期內任何時間，本公司、其母公司或其任何子公司或同系子公司概無訂立任何安排，以致董事可藉收購本公司或任何其他法人團體的股份或債權證而獲取利益。

Other Information 其他資料

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES

To the best knowledge of the Directors or chief executives of the Company, as at 30 June 2019, persons (other than the Directors or chief executives of the Company) who had interests or short positions in the Shares or underlying Shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept by the Company under Section 336 of the SFO are as follows:

Long positions in Shares:

主要股東及其他人士於股份及相關股份的權益

就本公司董事或最高行政人員所深知，於2019年6月30日，於本公司股份或相關股份中擁有須根據證券及期貨條例第XV部第2及第3分部的條文向本公司披露或於本公司根據證券及期貨條例第336條須存置的登記冊記錄的權益或淡倉的人士（本公司董事或最高行政人員除外）如下：

於股份的好倉：

Name	Notes	Directly beneficially owned	Through parties acting in concert	Held in the capacity of person having a security interest in Shares 以擁有股份抵押權益人士的身份持有	Total	Percentage of the Company's issued share capital 佔本公司已發行股本百分比
名稱/姓名	附註	直接實益擁有	通過一致行動人士擁有		總額	
Trisonic International 合創國際	1, 5 & 6 1、5及6	1,006,754,000	-	-	1,006,754,000	44.76%
Kingston Grand	1, 2 & 5 1、2及5	-	1,006,754,000	-	1,006,754,000	44.76%
Mr. Wang Jin 王勁先生	1, 5 & 6 1、5及6	-	1,006,754,000	-	1,006,754,000	44.76%
Mr. Yang Xianlu 楊先露先生	5	-	1,006,754,000	-	1,006,754,000	44.76%
Mr. Wu Wendong 吳文東先生	5	-	1,006,754,000	-	1,006,754,000	44.76%
Mr. Li Hesheng 李和勝先生	1 & 5 1及5	-	1,006,754,000	-	1,006,754,000	44.76%
Mr. Shi Yinjun 石銀君先生	1 & 5 1及5	-	1,006,754,000	-	1,006,754,000	44.76%
Mr. Zhang Yuangui 張遠貴先生	1 & 5 1及5	-	1,006,754,000	-	1,006,754,000	44.76%
Long Sino International Limited	2, 3 & 5 2、3及5	-	1,006,754,000	-	1,006,754,000	44.76%
Mr. Zou Hua 鄒華先生	3, 4 & 5 3、4及5	-	1,006,754,000	-	1,006,754,000	44.76%
Ms. Jiang Hua 姜華女士	4 & 5 4及5	-	1,006,754,000	-	1,006,754,000	44.76%
四川信託有限公司		-	-	614,080,000	614,080,000	27.30%
Erie Investments Limited		202,892,000	-	-	202,892,000	9.02%

Other Information 其他資料

Notes:

1. The issued share capital of Trisonic International was owned as to 3% by Mr. Li Hesheng, 42.6% by Mr. Wang Jin, 7.2% by Mr. Shi Yinjun, 7.2% by Mr. Zhang Yuangui and 40% by Kingston Grand.
2. The issued share capital of Kingston Grand was owned as to 100% by Long Sino International Limited.
3. The issued share capital of Long Sino International Limited was owned as to 100% by Mr. Zou Hua.
4. Ms. Jiang Hua was the spouse of Mr. Zou Hua.
5. As at 30 June 2019, 1,006,754,000 Shares were held by Trisonic International. Since Trisonic International, Kingston Grand, Messrs. Wang Jin, Yang Xianlu, Wu Wendong, Li Hesheng, Shi Yinjun and Zhang Yuangui, Long Sino International Limited, Mr. Zou Hua and Ms. Jiang Hua were parties acting in concert, each of Kingston Grand, Messrs. Wang Jin, Yang Xianlu, Wu Wendong, Li Hesheng, Shi Yinjun and Zhang Yuangui, Long Sino International Limited, Mr. Zou Hua and Ms. Jiang Hua was deemed to be interested in 1,006,754,000 Shares held by Trisonic International.
6. Mr. Wang Jin was a director of Trisonic International.

Save as disclosed above, as at 30 June 2019, the Company has not been notified by any persons (other than the Directors or chief executives of the Company) who had interests or short positions in the Shares or underlying Shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept by the Company under Section 336 of the SFO.

附註：

1. 合創國際的已發行股本分別由李和勝先生擁有3%、王勁先生擁有42.6%、石銀君先生擁有7.2%、張遠貴先生擁有7.2%及Kingston Grand擁有40%。
2. Kingston Grand的已發行股本由Long Sino International Limited擁有100%。
3. Long Sino International Limited的已發行股本由鄒華先生擁有100%。
4. 姜華女士為鄒華先生的配偶。
5. 於2019年6月30日，1,006,754,000股股份由合創國際持有。由於合創國際、Kingston Grand、王勁先生、楊先露先生、吳文東先生、李和勝先生、石銀君先生、張遠貴先生、Long Sino International Limited、鄒華先生及姜華女士為一致行動人士，故Kingston Grand、王勁先生、楊先露先生、吳文東先生、李和勝先生、石銀君先生、張遠貴先生、Long Sino International Limited、鄒華先生及姜華女士各自被視為在合創國際持有的1,006,754,000股股份中擁有權益。
6. 王勁先生為合創國際的董事。

除上文所披露者外，於2019年6月30日，本公司概無獲任何人士（本公司董事或最高行政人員除外）知會於本公司股份或相關股份中擁有根據證券及期貨條例第XV部第2及第3分部條文須向本公司披露或於本公司根據證券及期貨條例第336條須存置的登記冊記錄的權益或淡倉。

EMPLOYEES AND EMOLUMENT POLICIES

As at 30 June 2019, the number of employees of the Group was 991 (31 December 2018: 998). During the Reporting Period, employee benefit expense (including Directors' remuneration in the form of salaries and other allowances) was approximately RMB46.2 million (six months ended 30 June 2018: approximately RMB54.9 million).

The emolument policies of the Group are based on performance, experience, competence and market comparables. The remuneration package generally comprises salary, housing allowance, contribution to pension scheme and discretionary bonus relating to the performance of the Group. The Group has also adopted share option schemes for its employees, providing incentives and rewards to eligible participants with reference to their contribution.

AUDIT COMMITTEE

The audit committee comprises three independent non-executive Directors, namely Mr. Yu Haizong (Chairman), Mr. Liu Yi and Mr. Wu Wen.

The audit committee has adopted written terms of reference which are in compliance with the Corporate Governance Code and Corporate Governance Report (the "CG Code") as set out in Appendix 14 to the Listing Rules. It is mainly responsible for the matters concerning the risk management and internal control, financial reporting, and reviewing with the senior management of the accounting principles, accounting standards and methods adopted by the Group.

REVIEW OF INTERIM CONDENSED FINANCIAL INFORMATION

Disclosure of financial information in this report complies with Appendix 16 to the Listing Rules. The audit committee has discussed risk management and internal control affairs and reviewed the Company's interim report for the Reporting Period, and the audit committee is of the view that the interim report for the Reporting Period is prepared in accordance with the applicable accounting standards, rules and regulations, and appropriate disclosures have been duly made.

僱員及酬金政策

於2019年6月30日，本集團共有991名僱員（2018年12月31日：998名僱員）。於報告期內的僱員福利開支（包括以薪金及其他津貼形式發放的董事薪酬）約為人民幣46.2百萬元（截至2018年6月30日止六個月：約人民幣54.9百萬元）。

本集團的酬金政策按表現、經驗、能力及市場可比較公司釐定。薪酬待遇一般包括薪金、房屋津貼、退休金計劃供款及與本集團業績掛鈎的酌情花紅。本集團亦為僱員採納股份期權計劃，以參照合資格參與人士的貢獻向彼等給予嘉許及獎勵。

審核委員會

審核委員會目前由三名獨立非執行董事余海宗先生（主席）、劉毅先生及吳文先生組成。

審核委員會已採納符合上市規則附錄十四所載的企業管治守則及企業管治報告（「企管守則」）的書面職權範圍。該委員會主要負責有關風險管理及內部監控的事宜、財務報告，並與高級管理層檢討本集團採納的會計原則、會計準則及方法。

審閱中期簡明財務資料

本報告所披露的財務資料符合上市規則附錄十六的規定。審核委員會已討論風險管理及內部監控事宜，並審閱本公司於報告期內的中期報告，而審核委員會認為報告期的中期報告乃根據適用的會計準則、規則及規例編製，並已妥為作出適當披露。

Other Information 其他資料

COMPLIANCE WITH THE MODEL CODE

The Company has adopted the Model Code as its own code of conduct for dealing in securities of the Company by the Directors. Having made specific enquiries of all relevant Directors, all relevant Directors confirmed that they have complied with the required standard of dealings as set out in the Model Code during the Reporting Period.

CORPORATE GOVERNANCE

The Board is of the view that during the Reporting Period, the Company has complied with the code provisions set out in the CG Code except for code provisions A.4.1 and A.6.7.

Code provision A.4.1 of the CG Code stipulates that non-executive directors should be appointed for a specific term, subject to re-election. Mr. Teh Wing Kwan, the non-executive Director, is not appointed for a specific term. This constitutes a deviation from code provision A.4.1. However, as Mr. Teh's appointment is subject to retirement by rotation and re-election by the Shareholders at the annual general meetings of the Company in accordance with the Articles, in the opinion of the Directors, this meets the objective of the CG Code.

Code provision A.6.7 of the CG Code stipulates that independent non-executive directors and other non-executive directors should attend general meetings and develop a balanced understanding of the views of the Shareholders. Mr. Yu Haizong and Mr. Wu Wen did not attend the annual general meeting held on 19 June 2019 due to other business commitments.

Save as disclosed above, the Directors are not aware of any other information that reasonably reveals that there is any non-compliance with or deviation from applicable code provisions on corporate governance practices set out in Appendix 14 to the Listing Rules by the Company anytime during the Reporting Period.

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

During the Reporting Period, neither the Company nor any of its subsidiaries purchased, sold or redeemed any listed securities of the Company.

遵守標準守則

本公司已採納標準守則，作為董事進行本公司證券交易的行為守則。於向所有相關董事進行具體查詢後，所有相關董事已確認，彼等已於報告期內一直遵守標準守則所載有關交易的規定標準。

企業管治

董事會認為本公司於報告期內一直遵守企管守則的守則條文，惟守則條文A.4.1及A.6.7除外。

企管守則的守則條文A.4.1訂明，非執行董事的委任應有指定任期，並須接受重新選舉。非執行董事鄭永權先生的委任並無指定任期。此情況構成僱離守則條文A.4.1。然而，由於按照章程細則，鄭先生的任命須輪席退任，並須於本公司的股東週年大會上接受股東重選，故董事認為此舉符合企管守則的宗旨。

企管守則的守則條文A.6.7訂明，獨立非執行董事及其他非執行董事應出席股東大會，對公司股東的意見有全面、公正的了解。余海宗先生及吳文先生因其他事務而並無出席於2019年6月19日舉行的股東週年大會。

除上文所披露者外，董事並不知悉於報告期內任何時間有任何其他資料合理地顯示本公司不符合或偏離上市規則附錄十四所載的適用企業管治常規守則條文。

購買、出售或贖回本公司上市證券

於報告期內，本公司或其任何子公司概無購買、出售或贖回本公司任何上市證券。

CHANGES IN DIRECTORS' AND CHIEF EXECUTIVES' INFORMATION

At the 2019 AGM, the Shareholders resolved that the director's fee payable to Mr. Teh Wing Kwan, the non-executive Director and chairman of the Company, be increased from HKD1 per annum to HKD1,500,000 per annum for the year ending 31 December 2019. Such increase has taken into consideration of Mr. Teh Wing Kwan's contribution to the Group in, among other things, providing strategic directions and leading major restructuring exercise, and has become effective retrospectively as from 1 January 2019.

On 16 January 2019, Mr. Yu Haizong, the independent non-executive Director, was appointed as an independent non-executive director of Chengdu Haoneng Technology Co., Ltd.*, a company listed on the Shanghai Stock Exchange for a term from 16 January 2019 to 31 May 2021.

Save as disclosed above, there is no change in Directors' and chief executives' information which is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

By order of the Board
Teh Wing Kwan
Chairman

Hong Kong, 27 August 2019

董事及最高行政人員資料變動

於2019年股東週年大會上，股東議決將截至2019年12月31日止年度應付本公司非執行董事兼主席鄭永權先生的董事袍金由每年1港元增加至每年1,500,000港元，當中已考慮（其中包括）鄭永權先生在提供戰略領導及引領重大重組方面為本集團作出的貢獻，追溯至由2019年1月1日起生效。

於2019年1月16日，獨立非執行董事余海宗先生已獲委任為成都豪能科技股份有限公司（一間於上海證券交易所上市的公司）的獨立非執行董事，任期為2019年1月16日至2021年5月31日。

除上文所披露者外，概無根據上市規則第13.51B(1)條須披露的董事及最高行政人員資料變動。

承董事會命
主席
鄭永權

香港，2019年8月27日

Interim Consolidated Statement of Profit or Loss and Other Comprehensive Income

中期綜合損益及其他全面收益表

For the six months ended 30 June 2019
截至2019年6月30日止六個月

For the six months ended 30 June
截至6月30日止六個月

		Notes 附註	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2018 2018年 RMB'000 人民幣千元 (Unaudited) (未經審核) (Re-presented) (經重列)
CONTINUING OPERATIONS	持續經營業務			
Revenue	收入	4	263,687	350,506
Cost of sales	銷售成本		(245,029)	(324,845)
Gross profit	毛利		18,658	25,661
Other income and gains	其他收入及收益	5	3,332	1,188
Selling and distribution expenses	銷售及分銷開支		(3,833)	(6,042)
Administrative expenses	行政開支		(19,788)	(12,933)
Other expenses	其他開支		(120)	(2,322)
Reversal of impairment losses on trade receivables, net	應收賬款減值虧損撥回淨額	7	13,052	–
Reversal of impairment losses on financial assets included in prepayments, other receivables and other assets, net	計入預付款項、 其他應收款項及其他 資產的金融資產減值 虧損撥回淨額	7	10	–
Finance costs	財務成本	6	(2,006)	(3,801)
PROFIT BEFORE TAX FROM CONTINUING OPERATIONS	持續經營業務稅前利潤	7	9,305	1,751
Income tax expense	所得稅開支	8	(3,353)	(159)
PROFIT FOR THE PERIOD FROM CONTINUING OPERATIONS	持續經營業務期內利潤		5,952	1,592
DISCONTINUED OPERATIONS	已終止經營業務			
Loss for the period from Discontinued Operations	已終止經營業務期內虧損	9	(58,530)	(404,933)
LOSS FOR THE PERIOD	期內虧損		(52,578)	(403,341)

Interim Consolidated Statement of Profit or Loss and Other Comprehensive Income

中期綜合損益及其他全面收益表

For the six months ended 30 June 2019
截至2019年6月30日止六個月

		For the six months ended 30 June 截至6月30日止六個月	
		2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2018 2018年 RMB'000 人民幣千元 (Unaudited) (未經審核) (Re-presented) (經重列)
		Notes 附註	
OTHER COMPREHENSIVE INCOME/(LOSS) :	其他全面收益／(虧損) :		
Other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods:	可於往後期間重新分類至損益的其他全面收益／(虧損) :		
Exchange differences on translation of foreign operations	換算海外業務產生的匯兌差額		
		295	(340)
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD	期內全面虧損總額	(52,283)	(403,681)
Loss attributable to:	虧損歸屬於:		
Owners of the Company	本公司擁有人	(50,829)	(400,373)
Non-controlling interests	非控股權益	(1,749)	(2,968)
		(52,578)	(403,341)
Total comprehensive loss attributable to:	全面虧損總額歸屬於:		
Owners of the Company	本公司擁有人	(50,590)	(400,649)
Non-controlling interests	非控股權益	(1,693)	(3,032)
		(52,283)	(403,681)
EARNINGS/(LOSSES) PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY:	歸屬於本公司普通股股權持有人的每股股份盈利／(虧損) :		
Basic and diluted	基本及攤薄		
– For loss for the period	一期內虧損	RMB人民幣 (0.02)元	RMB人民幣 (0.18)元
		10	
– For profit from Continuing Operations	—持續經營業務利潤	RMB人民幣 0.00元	RMB人民幣 0.00元
		10	

Interim Consolidated Statement of Financial Position

中期綜合財務狀況表

As at 30 June 2019
於2019年6月30日

	Notes	30 June 2019 2019年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年12月31日 RMB'000 人民幣千元
NON-CURRENT ASSETS			
Property, plant and equipment	11	165,899	159,203
Right-of-use assets	11	1,506	–
Intangible assets	11	737,164	737,526
Other intangible asset	11	7,104	7,525
Prepayments, other receivables and other assets	12	1,148	1,172
Deferred tax assets	13	14,928	17,601
Total non-current assets		927,749	923,027
CURRENT ASSETS			
Inventories		29,443	23,627
Trade and bills receivables	14	155,920	105,229
Prepayments, other receivables and other assets	12	11,799	21,222
Cash and cash equivalents		9,527	33,696
Assets classified as held for sale	15	206,689	183,774
Assets of a disposal group classified as held for sale	9	41,826	41,169
		1,242,732	1,297,877
Total current assets		1,491,247	1,522,820
CURRENT LIABILITIES			
Trade and bills payables	16	77,666	54,235
Contract liabilities	17	7,364	5,811
Other payables and accruals		87,215	77,878
Interest-bearing bank and other loans	18	84,556	84,645
Due to related parties	24(b)	13,521	9,805
Tax payable		9,834	9,154
Lease liabilities	19	1,066	–
		281,222	241,528
Liabilities directly associated with the assets classified as held for sale	9	1,276,920	1,291,490
Total current liabilities		1,558,142	1,533,018

Interim Consolidated Statement of Financial Position

中期綜合財務狀況表

As at 30 June 2019
於2019年6月30日

			30 June 2019 2019年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年12月31日 RMB'000 人民幣千元
NET CURRENT LIABILITIES	流動負債淨額		(66,895)	(10,198)
TOTAL ASSETS LESS CURRENT LIABILITIES	資產總值減流動負債		860,854	912,829
NON-CURRENT LIABILITIES	非流動負債			
Interest-bearing bank and other loans	計息銀行及其他貸款	18	15,931	16,149
Provision for rehabilitation	復原撥備		1,896	1,833
Lease liabilities	租賃負債	19	464	–
Other payables	其他應付款項		1,150	1,151
Total non-current liabilities	非流動負債總額		19,441	19,133
Net assets	資產淨值		841,413	893,696
EQUITY	權益			
Equity attributable to owners of the Company	歸屬於本公司擁有人的權益			
Issued capital	已發行股本	20	197,889	197,889
Reserves	儲備		326,258	376,848
			524,147	574,737
Non-controlling interests	非控股權益		317,266	318,959
Total equity	權益總額		841,413	893,696

Jiang Zhong Ping
蔣中平
Director
董事

Hao Xiemin
郝謝敏
Director
董事

Interim Consolidated Statement of Changes in Equity

中期綜合股權變動表

For the six months ended 30 June 2019
截至2019年6月30日止六個月

		Attributable to owners of the Company 歸屬於本公司擁有人												
		Issued capital	Share premium account	Statutory reserves	Safety fund surplus reserve	Contributed surplus	Share option reserve	Difference arising from acquisition of non-controlling interests	Capital reserve	Exchange fluctuation reserves	Accumulated losses	Total	Non-controlling interests	Total equity
		已發行股本	股份溢價賬	法定公積金	安全基金專項儲備	溢入盈餘	股份期權儲備	收購非控股權益產生的差額	資本公積	匯兌波動儲備	累計虧損	合計	非控股權益	權益總額
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
		note 20	附註20				note 21	附註21						
As at 1 January 2018	於2018年1月1日	197,889	1,877,488	220,176	160,643	87,238	40,144	(852,820)	186,200	(113)	(895,938)	1,020,907	324,198	1,345,105
Loss for the period	期內虧損	-	-	-	-	-	-	-	-	-	(400,373)	(400,373)	(2,968)	(403,341)
Other comprehensive loss for the period:	期內其他全面虧損:													
Exchange differences on translation of financial statements	換算財務報表產生的匯兌差額	-	-	-	-	-	-	-	-	(276)	-	(276)	(64)	(340)
Total comprehensive loss for the period	期內全面虧損總額	-	-	-	-	-	-	-	-	(276)	(400,373)	(400,649)	(3,032)	(403,681)
Provision of safety fund surplus reserve	提供安全基金專項儲備	-	-	-	12,129	-	-	-	-	-	(12,129)	-	-	-
As at 30 June 2018 (Unaudited)	於2018年6月30日(未經審核)	197,889	1,877,488	220,176	172,772	87,238	40,144	(852,820)	186,200	(389)	(1,308,440)	620,258	321,166	941,424
As at 1 January 2019	於2019年1月1日	197,889	1,877,488*	220,176*	176,827*	87,238*	40,144*	(852,820)*	186,200*	695*	(1,359,100)*	574,737	318,959	893,696
Loss for the period:	期內虧損:	-	-	-	-	-	-	-	-	-	(50,829)	(50,829)	(1,749)	(52,578)
Other comprehensive income for the period:	期內其他全面收益:													
Exchange differences on translation of financial statements	換算財務報表產生的匯兌差額	-	-	-	-	-	-	-	-	239	-	239	56	295
Total comprehensive loss for the period	期內全面虧損總額	-	-	-	-	-	-	-	-	239	(50,829)	(50,590)	(1,693)	(52,283)
Utilisation for safety fund surplus reserve	動用安全基金專項儲備	-	-	-	(2,839)	-	-	-	-	-	2,839	-	-	-
Provision of safety fund surplus reserve	提供安全基金專項儲備	-	-	-	17,372	-	-	-	-	-	(17,372)	-	-	-
As at 30 June 2019 (Unaudited)	於2019年6月30日(未經審核)	197,889	1,877,488*	220,176*	191,360*	87,238*	40,144*	(852,820)*	186,200*	934*	(1,424,462)*	524,147	317,266	841,413

* These reserve accounts comprise the consolidated reserves of RMB326,258,000 (31 December 2018: RMB376,848,000) in the consolidated statement of financial position.

* 該等儲備賬包括綜合財務狀況表內的綜合儲備人民幣326,258,000元(2018年12月31日:人民幣376,848,000元)。

Interim Consolidated Statement of Cash Flows

中期綜合現金流量表

For the six months ended 30 June 2019
截至2019年6月30日止六個月

For the six months ended 30 June
截至6月30日止六個月

	Notes 附註	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2018 2018年 RMB'000 人民幣千元 (Unaudited) (未經審核) (Re-presented) (經重列)
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit/(loss) before tax			
From Continuing Operations		9,305	1,751
From Discontinued Operations	9	(58,008)	(390,005)
Adjustments for:			
Finance costs	6, 9	27,720	29,827
Bank interest income	5	(42)	(29)
Remission of general interest charge	5	(2,888)	–
Gain on debt restructuring		(18,108)	(4,017)
Gain on disposal of items of property, plant and equipment		(96)	–
Reversal of impairment loss on trade receivables, net	7, 9	(9,845)	–
Impairment loss on financial assets included in prepayments, other receivables and other assets, net	7, 9	154	–
Write-down of inventories to net realisable value	9	–	6,149
Impairment loss on property, plant and equipment	9	35,363	87,776
Impairment loss on intangible asset	9	3,367	292,794
Impairment loss on right-of-use asset	9	2,300	–
Impairment loss on prepaid land lease payments	9	–	1,042
Depreciation of property, plant and equipment	11	6,053	27,371
Depreciation of right-of-use assets	11	386	–
Amortisation of intangible assets	11	362	3,448
Amortisation of other intangible asset	11	421	–
Amortisation of prepaid land lease payments		–	554
		(3,556)	56,661

Interim Consolidated Statement of Cash Flows

中期綜合現金流量表

For the six months ended 30 June 2019
截至2019年6月30日止六個月

For the six months ended 30 June
截至6月30日止六個月

		2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2018 2018年 RMB'000 人民幣千元 (Unaudited) (未經審核) (Re-presented) (經重列)
Decrease/(increase) in trade and bills receivables	應收賬款及票據減少／(增加)	(9,211)	63,046
Decrease/(increase) in inventories	存貨減少／(增加)	(4,015)	51,648
Decrease in prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產減少	26,604	208
Increase in amounts due from related parties	應收關聯方款項增加	-	(484)
Increase/(decrease) in trade and bills payables	應付賬款及票據增加／(減少)	32,523	(1,509)
Increase in amounts due to related parties	應付關聯方款項增加	3,716	159
Increase in contract liabilities	合約負債增加	1,553	1,016
Decrease in other payables and accruals	其他應付款項及應計款項減少	(25,223)	(86,295)
Cash generated from operations	經營產生的現金	22,391	84,450
Interest paid	已付利息	-	(9,271)
Interest received	已收利息	42	29
Income tax paid	已付所得稅	(1)	(966)
Net cash flows generated from operating activities	經營活動產生的現金流量淨額	22,432	74,242
CASH FLOWS FROM INVESTING ACTIVITIES	投資活動的現金流量		
Purchase of items of property, plant and equipment	購買物業、廠房及設備項目	(36,896)	(54,928)
Purchase of intangible assets	購買無形資產	(1,800)	128
Proceeds from disposal of items of property, plant and equipment	出售物業、廠房及設備項目所得款項	98	-
Proceeds from disposal of subsidiaries	出售子公司所得款項	10,000	-
Acquisition of an associate	收購一間聯營公司	(133)	(780)
Net cash flows used in investing activities	投資活動使用的現金流量淨額	(28,731)	(55,580)

Interim Consolidated Statement of Cash Flows

中期綜合現金流量表

For the six months ended 30 June 2019
截至2019年6月30日止六個月

		For the six months ended 30 June 截至6月30日止六個月	
		2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2018 2018年 RMB'000 人民幣千元 (Unaudited) (未經審核) (Re-presented) (經重列)
		Note 附註	
CASH FLOWS FROM FINANCING ACTIVITIES	融資活動的現金流量		
Interest paid	已付利息	(10,899)	(9,271)
Repayment of bank loans and other loans	償還銀行貸款及其他貸款	(6,278)	(10,729)
Principal portion of lease payments	租賃款本金部分	(362)	–
Interest portion of lease payments	租賃款利息部分	(46)	–
Decrease in an amount due to a related party	應付一名關聯方款項減少	–	(404)
Net cash flows used in financing activities	融資活動使用的現金流量淨額	(17,585)	(20,404)
NET DECREASE IN CASH AND CASH EQUIVALENTS	現金及現金等價物減少淨額	(23,884)	(1,742)
Cash and cash equivalents at beginning of period	期初的現金及現金等價物	33,771	13,286
Effect of foreign exchange rate changes, net	匯率變動影響淨額	(314)	2,045
CASH AND CASH EQUIVALENTS AT END OF PERIOD	期終的現金及現金等價物	9,573	13,589
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS	現金及現金等價物結餘分析		
Cash and bank balances	現金及銀行結餘	9,573	13,589
Cash and cash equivalent as stated in the consolidated statement of financial position	綜合財務狀況表所列的現金及現金等價物	9,527	13,505
Cash and bank balances attributable to Discontinued Operations	歸屬於已終止經營業務的現金及銀行結餘	46	84
Cash and cash equivalents as stated in the statement of cash flows	現金流量表所列的現金及現金等價物	9,573	13,589

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

1. CORPORATE INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands on 28 April 2008 under the Companies Law. The registered address of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The principal place of business of the Company in Hong Kong is located at Unit A, 4th Floor, E168, Nos. 166-168 Des Voeux Road Central, Hong Kong.

During the Reporting Period, the Group was principally engaged in the following principal activities:

- mining and ore processing
- sale of self-produced products
- trading of coals and steels
- management of strategic investments
- rendering of specialised mining services

In the opinion of the Directors, Trisonic International, a company incorporated in Hong Kong, is the parent and ultimate holding company of the Company.

2.1 BASIS OF PREPARATION

The interim condensed financial information for the Reporting Period has been prepared in accordance with International Accounting Standard (“IAS”) 34 “Interim Financial Reporting”. The interim condensed financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements for the year ended 31 December 2018.

Going concern basis

As at 30 June 2019, the Group had net current liabilities of RMB66,895,000 (31 December 2018: RMB10,198,000) and incurred a loss of RMB52,578,000 for the Reporting Period (six months ended 30 June 2018: RMB403,341,000).

1. 公司資料

本公司於2008年4月28日在開曼群島根據公司法註冊成立為一間獲豁免有限責任公司。本公司的註冊地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands。本公司的香港主要營業地點位於香港德輔道中166-168號E168大廈4樓A室。

於報告期內，本集團主要從事以下主要業務：

- 採礦及礦石洗選
- 銷售自產產品
- 煤炭及鋼鐵買賣
- 策略性投資管理
- 提供專業開採服務

董事認為，合創國際（一間於香港註冊成立的的公司）為本公司的母公司及最終控股公司。

2.1 編製基準

報告期的中期簡明財務資料已按照國際會計準則第34號「中期財務報告」編製。中期簡明財務資料不包括年度財務報表規定的所有資料及披露，並應與本集團截至2018年12月31日止年度的年度財務報表一併閱讀。

持續經營基準

於2019年6月30日，本集團錄得流動負債淨額人民幣66,895,000元（2018年12月31日：人民幣10,198,000元）及於報告期內產生虧損人民幣52,578,000元（截至2018年6月30日止六個月：人民幣403,341,000元）。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

2.1 BASIS OF PREPARATION (Continued)

Going concern basis (Continued)

In view of these circumstances, the Directors have given consideration to the future liquidity and performance of the Group and its available sources of finance in assessing whether the Group will have sufficient financial resources to continue as a going concern. In order to improve the Group's liquidity and cash flows to sustain the Group as a going concern, the Group implemented or is in the process of implementing the following measures:

- (a) As at 30 June 2019, the Group's total borrowings amounted to RMB100,487,000, of which RMB84,556,000 will be due within twelve months from 30 June 2019. The Group has not experienced any significant difficulties in renewing its short-term bank loans upon their maturities and there is no indication that the banks will not renew the existing bank loans if the Group applies for renewal. The Group will actively negotiate with the banks for the renewal of its borrowings when they fall due to secure necessary facilities to meet the Group's working capital and financial requirements next year. The Directors have evaluated all the relevant facts available to them and are of the opinion that they have a good track record or relationship with the banks so that the bank loans will be renewed upon maturity.
- (b) As mentioned in the Group's annual financial statements for the year ended 31 December 2018, the Company has entered into a sales and purchase agreement (the "SPA") with Chengyu Vanadium Titano (the "Purchaser") on 29 January 2019 in respect of the Disposal with the consideration of RMB550,000,000.
- (c) The Group is actively following up with its customers on overdue trade receivables with an aim of agreeing a repayment schedule with each of them.
- (d) The Group will proactively implement various strategic plans to streamline its operations to improve profitability and initiate plans to rationalise assets.

2.1 編製基準 (續)

持續經營基準 (續)

有鑑於此，董事在評估本集團會否具備足夠財務資源以持續經營時已考慮本集團未來的流動性及表現，以及其可用財政來源。為改善本集團的流動性及現金流以持續經營，本集團已經或正在執行以下措施：

- (a) 於2019年6月30日，本集團的借貸總額為人民幣100,487,000元，其中人民幣84,556,000元將於由2019年6月30日起計十二個月內到期。本集團於短期銀行貸款到期時續期方面並無任何重大困難，亦無跡象顯示銀行於本集團申請續期的情況下不會為現有銀行貸款續期。本集團將積極與銀行磋商為其到期借貸續期，以確保本集團取得必要融通滿足下一年的營運資金及財務需要。董事已評估所有可得相關事實，認為本集團往績紀錄或與銀行關係良好，因此銀行貸款於到期時將可續期。
- (b) 誠如本集團截至2018年12月31日止年度的年度財務報表所述，本公司於2019年1月29日就出售事項與成渝鈦鈷（「買方」）訂立一份買賣協議，代價為人民幣550,000,000元。
- (c) 本集團正積極聯絡客戶跟進逾期應收賬款，務求與彼等各方協定還款時間表。
- (d) 本集團將積極落實多項策略性計劃，精簡營運以提升盈利能力並啟動資產優化計劃。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

2.1 BASIS OF PREPARATION (Continued)

Going concern basis (Continued)

Taking into account of the Group's cash flow forecasts prepared by the management which covers a period of twelve months from the end of the Reporting Period; and considering the above-mentioned factors, plans, initiatives and measures, the Directors have reasonable grounds to believe that the Group will have sufficient working capital to finance its operations and meet its financial obligations as and when they fall due in the foreseeable future, barring unforeseen circumstances. Accordingly, the preparation of the interim condensed financial information of the Group for the Reporting Period on a going concern basis remains acceptable and appropriate to the Directors.

Should the going concern assumption, for whatever reasons or as a result of changing circumstances, becomes inappropriate, necessary accounting adjustments may have to be made to reflect the situation that assets may need to be realised at the amounts other than which they are currently recorded in the consolidated statement of financial position. In addition, the Group may have to accrue or make provisions for additional liabilities, including contingent liabilities that may arise under such circumstances, and accordingly, may have to reclassify non-current assets and non-current liabilities as current assets and current liabilities at realisable values, as the case may be.

The audit committee of the Board has confirmed that it has objectively reviewed the measures mentioned above. The audit committee of the Board and the Board have confidence in the Group's management and concurred with management's view that the Group's business plan for the next twelve months is feasible and achievable.

The Group has actively implemented, or is actively implementing, all the improvement targets outlined above for the purposes of increasing profits and improving the cash flow position of the Group, in order to remove material uncertainties relating to the going concern of the Group for the next twelve months.

2.1 編製基準 (續)

持續經營基準 (續)

經計及管理層所編製涵蓋本集團由報告期末起計十二個月期間的現金流預測，並考慮到上述因素、計劃、行動及措施後，董事有合理理由相信，在無不可預見的情況下，本集團將具備足夠的營運資金以撥付其營運所需及於可見將來履行到期的財務責任。因此，按持續經營基準編製本集團報告期的中期簡明財務資料對董事而言仍屬可接受及合適。

倘持續經營的假設因任何理由或因情況轉變而變得不合適，則可能須作出必要的會計調整，以反映資產可能需要按與目前於綜合財務狀況表記賬者不同的金額變現的情況。此外，本集團可能須就額外負債（包括在有關情況下可能產生的或然負債）預提費用或計提撥備，並因而可能須按可變現價值將非流動資產及非流動負債重新分類為流動資產及流動負債（視情況而定）。

董事會轄下審核委員會確認，其已客觀地檢討上述措施。董事會轄下審核委員會及董事會對本集團的管理層充滿信心，並贊同管理層的觀點，認為本集團於未來十二個月的商業計劃乃可行及可實現。

本集團已經或正在積極落實上述所有改善目標，旨在增加利潤及改善本集團現金流狀況，以消除與本集團於未來十二個月的持續經營有關的重大不明朗因素。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of this interim condensed financial information are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2018, except for the adoption of the following new standards, interpretations and amendments to a number of IFRSs issued by the International Accounting Standards Board for the first time for the financial year beginning 1 January 2019.

Amendments to IFRS 9	<i>Prepayment Features with Negative Compensation</i>
IFRS 16	<i>Leases</i>
Amendments to IAS 19	<i>Plan Amendment, Curtailment or Settlement</i>
Amendments to IAS 28	<i>Long-term Interests in Associates and Joint Ventures</i>
IFRIC 23	<i>Uncertainty over Income Tax Treatments</i>
<i>Annual Improvements 2015-2017 Cycle</i>	Amendments to IFRS 3, IFRS 11, IAS 12 and IAS 23

Other than as explained below regarding the impact of IFRS 16, the new and revised standards are not relevant to the preparation of the Group's interim condensed consolidated financial information.

IFRS 16 replaces IAS 17 *Leases*, IFRIC 4 *Determining whether an Arrangement contains a Lease*, SIC 15 *Operating Leases – Incentives* and SIC 27 *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model. Lessor accounting under IFRS 16 is substantially unchanged from IAS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in IAS 17. Therefore, IFRS 16 did not have any financial impact on leases where the Group is the lessor.

2.2 會計政策及披露的變更

除於就2019年1月1日開始的財政年度首次採納以下由國際會計準則理事會頒布的新訂準則、詮釋及多項新訂國際財務報告準則修訂本外，編製本中期簡明財務資料時採納的會計政策與編製本集團截至2018年12月31日止年度的年度綜合財務報表時依循者一致。

國際財務報告準則第9號修訂本	具有負補償的提前還款特性
國際財務報告準則第16號	租賃
國際會計準則第19號修訂本	計劃修正、縮減或清償
國際會計準則第28號修訂本	聯營公司及合營企業的長期權益
國際財務報告詮釋委員會第23號	所得稅處理方法的不確定性
2015年至2017年週期的年度改進	國際財務報告準則第3號、國際財務報告準則第11號、國際會計準則第12號及國際會計準則第23號修訂本

除下文所闡述有關國際財務報告準則第16號的影響外，新訂及經修訂準則與編製本集團的中期簡明綜合財務資料無關。

國際財務報告準則第16號取代國際會計準則第17號「租賃」、國際財務報告詮釋委員會第4號「釐定安排是否包含租賃」、常務詮釋委員會第15號「經營租賃—獎勵」及常務詮釋委員會第27號「評估涉及租賃法律形式的交易本質」。該準則載列確認、計量、呈列及披露租賃的原則，並要求承租人以單一資產負債表模型將所有租賃入賬。國際財務報告準則第16號大致沿用國際會計準則第17號內出租人的會計處理法。出租人將繼續使用與國際會計準則第17號者類似的原則將租賃分類為經營或融資租賃。因此，國際財務報告準則第16號並無對本集團作為出租人的租賃產生任何財務影響。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

The Group adopted IFRS 16 using the modified retrospective method of adoption with the date of initial application of 1 January 2019. Under this method, the standard is applied retrospectively with the cumulative effect of initial adoption as an adjustment to the opening balance of retained earnings at 1 January 2019, and the comparative information for 2018 was not restated and continues to be reported under IAS 17.

New definition of a lease

Under IFRS 16, a contract is, or contains a lease if the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration. Control is conveyed where the customer has both the right to obtain substantially all of the economic benefits from use of the identified asset and the right to direct the use of the identified asset. The Group elected to use the transition practical expedient allowing the standard to be applied only to contracts that were previously identified as leases applying IAS 17 and IFRIC 4 at the date of initial application. Contracts that were not identified as leases under IAS 17 and IFRIC 4 were not reassessed. Therefore, the definition of a lease under IFRS 16 has been applied only to contracts entered into or changed on or after 1 January 2019.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their standard-alone prices. A practical expedient is available to a lessee, which the Group has adopted, not to separate non-lease components and to account for the lease and the associated non-lease components (e.g., property management services for leases of properties) as a single lease component.

2.2 會計政策及披露的變更(續)

本集團使用經修改追溯採納法採納國際財務報告準則第16號，初始應用日期為2019年1月1日。根據此方法，本集團已追溯應用該準則，並將初始採納該準則的累計影響確認為對2019年1月1日保留盈餘期初結餘的調整，而2018年的比較資料並無重列，並繼續根據國際會計準則第17號呈報。

租賃的新定義

根據國際財務報告準則第16號，一項合約如讓渡權利於一段時間內控制一項已識別資產的使用以獲取代價，則屬於租賃或包含租賃。當客戶有權透過使用該項已識別資產獲取絕大部分經濟利益及有權操控該項已識別資產的用途時，即為讓渡控制權。於初始應用日期，本集團選擇採用過渡期可行權宜方法，容許僅對於先前應用國際會計準則第17號及國際財務報告詮釋委員會第4號識別為租賃的合約應用該準則。並無根據國際會計準則第17號及國際財務報告詮釋委員會第4號識別為租賃的合約不予重新評估。因此，國際財務報告準則第16號的租賃定義僅適用於在2019年1月1日或之後訂立或更改的合約。

在開始或重新評估包含租賃組成部分的合約時，本集團以各租賃組成部分和非租賃組成部分的單獨價格為基礎，將合約內的代價分配至該等組成部分。本集團已採用作為承租人可用的可行權宜方法，選擇不分拆非租賃組成部分，並將租賃及相關的非租賃組成部分（如租賃物業的物業管理服務）作為單一租賃組成部分入賬。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

As a lessee – Leases previously classified as operating leases

Nature of the effect of adoption of IFRS 16

The Group has lease contracts for various items of office premises and storage. As a lessee, the Group previously classified leases as either finance leases or operating leases based on the assessment of whether the lease transferred substantially all the rewards and risks of ownership of assets to the Group. Under IFRS 16, the Group applies a single approach to recognise and measure right-of-use assets and lease liabilities for all leases, except for two elective exemptions for leases of low value assets (elected on a lease by lease basis) and short-term leases (elected by class of underlying asset). The Group has elected not to recognise right-of-use assets and lease liabilities for (i) leases of low-value assets; and (ii) leases, that at the commencement date, have a lease term of 12 months or less. Instead, the Group recognises the lease payments associated with those leases as an expense on a straight-line basis over the lease term.

Impacts on transition

Lease liabilities at 1 January 2019 were recognised based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at 1 January 2019 and included in interest-bearing bank and other loans.

The right-of-use assets were measured at the amount of the lease liability, adjusted by the amount of any prepaid lease payments relating to the lease recognised in the statement of financial position immediately before 1 January 2019. All these assets were assessed for any impairment based on IAS 36 on that date. The Group elected to present the right-of-use assets separately in the statement of financial position.

The Group has used the following elective practical expedients when applying IFRS 16 at 1 January 2019:

- applied the short-term lease exemptions to leases with a lease term that ends within 12 months from the date of initial application; and
- applied a single discount rate to a portfolio of leases with reasonably similar characteristics.

2.2 會計政策及披露的變更 (續)

作為承租人 – 先前分類為經營租賃的租賃

採納國際財務報告準則第16號的影響的性質

本集團擁有多個辦公室物業及儲存項目的租賃合約。本集團先前作為承租人基於對租賃是否將資產擁有權的絕大部分報酬與風險轉移至本集團的評估，將租賃分類為融資租賃或經營租賃。根據國際財務報告準則第16號，本集團對所有租賃應用單一方法確認和計量使用權資產與租賃負債，惟低價值資產租賃（基於每一項租賃選擇）與短期租賃（基於相關資產類別選擇）的選擇性豁免除外。本集團選擇不就(i)低價值資產租賃；及(ii)於租賃開始之日租期為12個月或以下的租賃確認使用權資產及租賃負債。相反，本集團在租期內以直線法將與該等租賃相關的租賃款確認為開支。

過渡期的影響

於2019年1月1日的租賃負債乃基於餘下租賃款按於2019年1月1日的遞增借貸利率貼現的現值確認，並已計入計息銀行及其他貸款。

使用權資產按租賃負債的金額計量，並根據與緊接2019年1月1日前於財務狀況表確認與租賃相關的任何預付租賃款金額調整。本集團於該日基於國際會計準則第36號對所有該等資產進行減值評估。本集團選擇在財務狀況表單獨列示使用權資產。

本集團於2019年1月1日應用國際財務報告準則第16號時，採用下述選擇性可行權宜方法：

- 對租期於由初始應用日期起計12個月內結束的租賃應用短期租賃豁免；及
- 對具有合理相似特徵的租賃組合使用單一貼現率。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

As a lessee – Leases previously classified as operating leases (Continued)

Impacts on transition (Continued)

The impacts arising from the adoption of IFRS 16 as at 1 January 2019 are as follows:

Assets

Increase in right-of-use assets

資產

使用權資產增加

1,892

Liabilities

Increase in lease liabilities

負債

租賃負債增加

1,892

The lease liabilities as at 1 January 2019 reconciled to the operating lease commitments as at 31 December 2018 are as follows:

於2019年1月1日的租賃負債與於2018年12月31日的經營租賃承擔對賬如下：

Operating lease commitments as at 31 December 2018

於2018年12月31日的經營租賃承擔

2,053

Weighted average incremental borrowing rate
as at 1 January 2019

於2019年1月1日的加權平均遞增
借貸利率

1.86% – 5.35%

Discounted operating lease commitments
as at 1 January 2019

於2019年1月1日的已貼現經營
租賃承擔

1,892

Lease liabilities as at 1 January 2019

於2019年1月1日的租賃負債

1,892

Summary of new accounting policies

The accounting policy for leases as disclosed in the annual financial statements for the year ended 31 December 2018 is replaced with the following new accounting policies upon adoption of IFRS 16 from 1 January 2019:

新會計政策概要

於2019年1月1日採納國際財務報告準則第16號時，截至2018年12月31日止年度的年度財務報表所披露的租賃會計政策已由下列新會計政策取代：

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

Summary of new accounting policies (Continued)

Right-of-use assets

Right-of-use assets are recognised at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and any impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of the estimated useful life and the lease term.

Lease liabilities

Lease liabilities are recognised at the commencement date of the lease at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for termination of a lease, if the lease term reflects the Group exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognised as an expense in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in future lease payments arising from change in an index or rate, a change in the lease term, a change in the in-substance fixed lease payments or a change in assessment to purchase the underlying asset.

2.2 會計政策及披露的變更 (續)

新會計政策概要 (續)

使用權資產

本集團於租賃開始日期確認使用權資產。使用權資產按成本減去任何累計折舊及任何減值虧損計量，並就租賃負債的重新計量作出調整。使用權資產的成本包括已確認的租賃負債金額、已產生的初始直接成本及於開始日期或之前支付的租賃款減去任何已收租賃獎勵。除非本集團能夠合理地確定於租期結束時將會取得租賃資產的擁有權，否則本集團在已確認使用權資產的估計可使用年期及租期（以較短者為準）內，以直線法計算折舊。

租賃負債

於租賃開始日期，本集團按將於租期內支付的租賃款的現值確認租賃負債。租賃款包括固定付款（包括實質固定付款），扣除任何應收的租賃獎勵、取決於某一指數或比率的可變租賃款以及預期根據餘值擔保支付的金額。租賃款亦包括本集團可合理地確定將行使的購買選擇權的行使價，以及倘租期反映本集團將行使終止選擇權，則包括終止租賃的罰款金額。不取決於某一指數或比率的可變租賃款在觸發付款的事件或條件發生期間確認為開支。

於計算租賃款的現值時，倘無法輕易釐定租賃內含的利率，則本集團使用於租賃開始日期的遞增借貸利率。於租賃開始日期後，租賃負債的金額將會增加，以反映利息增加，並會減少以反映已付的租賃款。此外，倘出現修改、未來租賃款因某一指數或比率的改變而變更、租期的變更、實質固定租賃款的變更或對購買相關資產的評估的變更，則本集團會重新計量租賃負債的賬面金額。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

Amounts recognised in the interim condensed consolidated statement of financial position and profit or loss

The carrying amounts of the Group's right-of-use assets and lease liabilities and the movements during the period are as follow:

As at 1 January 2019	於2019年1月1日
Depreciation expense	折舊開支
Interest expense	利息開支
Payments	付款

As at 30 June 2019

於2019年6月30日

The Group recognised rental expense from short-term leases of RMB658,000 (note 7) for the Reporting Period.

3. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their services and products and has four (six months ended 30 June 2018: two; year ended 31 December 2018: four) reportable operating segments as follows:

- the high-Fe mining operation segment comprises the operation of sale of self-produced high-grade iron concentrates within the range of 65% TFe to 72% TFe;
- the trading segment comprises the operation of sale of traded products;

2.2 會計政策及披露的變更(續)

於中期簡明綜合財務狀況表及損益確認的金額

本集團的使用權資產及租賃負債的賬面金額以及期內變動如下：

Right-of-use assets (Plant and machinery) 使用權資產 (廠房及機器) RMB'000 人民幣千元	Lease liabilities 租賃負債 RMB'000 人民幣千元
1,892	1,892
(386)	-
-	46
-	(408)
<u>1,506</u>	<u>1,530</u>

本集團於報告期就短期租賃確認租金開支人民幣658,000元(附註7)。

3. 經營分部資料

本集團按不同業務單位的服務及產品劃分為該等單位進行管理，四個(截至2018年6月30日止六個月：兩個；截至2018年12月31日止年度：四個)可呈報經營分部如下：

- 高Fe採礦業務分部包括銷售TFe含量介乎65%至72%的自產高品位鐵精礦業務；
- 買賣分部包括銷售買賣產品業務；

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

3. OPERATING SEGMENT INFORMATION

(Continued)

- (c) the specialised mining services segment comprises the provision of specialised mining services, which include raise boring, shaft excavation, engineering services, and other mining services; and
- (d) the corporate and others segment covers the non-operating activities supporting the Group which includes the central functions such as the functional costs that have not been allocated to the other segments.

During the six months ended 30 June 2018, the Directors concluded that there were two separate reporting segments, after the acquisition of Mancala Holdings which principally engages in the business of rendering of specialised mining services. During the year ended 31 December 2018, following operational and strategic reviews, the Directors monitored the results of the Group's operating segments separately into four segments. Following a change in the composition of the Group's reporting segments, the Group has restated the operating segment information for the six months ended 30 June 2018.

Segment performance is evaluated based on reportable segment profit, which is a measure of adjusted profit before tax from Continuing Operations. The adjusted profit before tax is measured consistently with the Continuing Operations' profit before tax except that other income and gains, other expenses and finance costs are excluded from such measurement.

Segment assets exclude deferred tax assets and cash and cash equivalents as these assets are managed on a group basis.

Segment liabilities exclude interest-bearing bank and other loans and tax payable as these liabilities are managed on a group basis.

Intersegment sales and transfers are transacted with reference to the selling prices used for sales made to third parties at the then prevailing market prices.

3. 經營分部資料 (續)

- (c) 專業開採服務分部包括提供專業開採服務，當中包括天井鑽探、豎井開挖、工程服務及其他開採服務；及
- (d) 企業及其他分部涵蓋支援本集團的非經營活動，包括中央職能（如未有分配至其他分部的功能性成本）。

於截至2018年6月30日止六個月，董事認為於收購曼卡拉控股（主要從事提供專業開採服務業務）後有兩個獨立的呈報分部。於截至2018年12月31日止年度，經進行營運及策略性檢討後，董事按四個分部分開監察本集團各經營分部的業績。隨着本集團呈報分部組成改變，本集團已重列截至2018年6月30日止六個月的經營分部資料。

分部表現基於可呈報分部利潤評估，而可呈報分部利潤乃計量持續經營業務經調整稅前利潤的基準。除於計量時剔除其他收入及收益、其他開支以及財務成本外，經調整稅前利潤的計量方式與持續經營業務者一致。

由於遞延稅項資產以及現金及現金等價物乃按集團基準管理，故分部資產不包括該等資產。

由於計息銀行及其他貸款以及應付稅款乃按集團基準管理，故分部負債不包括該等負債。

分部間銷售及轉讓乃參照按當時通行市價向第三方作出銷售所用的售價交易。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

3. OPERATING SEGMENT INFORMATION (Continued)

For the six months ended 30 June 2019

3. 經營分部資料 (續)

截至2019年6月30日止六個月

		High-Fe mining operation 高Fe 採礦業務 RMB'000 人民幣千元	Trading 買賣 RMB'000 人民幣千元	Specialised mining services 專業 開採服務 RMB'000 人民幣千元	Corporate and others 企業及其他 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Segment revenue	分部收入					
Sales to external customer	向外部客戶作出的銷售	31,308	192,332	40,047	-	263,687
Intersegment sales	分部間銷售	4,057	-	1,000	570	5,627
		35,365	192,332	41,047	570	269,314
<i>Reconciliation:</i>	<i>對賬:</i>					
Elimination of intersegment sales	對銷分部間銷售					(5,627)
Revenue from Continuing Operations	持續經營業務收入					263,687
Segment results	分部業績	453	16,125	(4,114)	(4,365)	8,099
<i>Reconciliation:</i>	<i>對賬:</i>					
Other income and gains	其他收入及收益					3,332
Other expense	其他開支					(120)
Finance costs	財務成本					(2,006)
Profit before tax from Continuing Operations	持續經營業務稅前利潤					9,305
Other segment information	其他分部資料					
Reversal of impairment losses on trade receivables, net (note 14)	應收賬款減值虧損撥回淨額 (附註14)	(3)	(13,049)	-	-	(13,052)
Reversal of impairment losses on financial assets included in prepayments, other receivables and other assets, net (note 7)	計入預付款項、其他應收款項及其他資產的金融資產減值虧損撥回淨額 (附註7)	(10)	-	-	-	(10)
Depreciation and amortisation (note 11)	折舊及攤銷 (附註11)	4,527	4	2,397	294	7,222
Capital expenditure* (note 11)	資本開支* (附註11)	9,142	-	76	3,864	13,082

* Capital expenditure consists of additions to property, plant and equipment.

* 資本開支包括添置物業、廠房及設備。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

3. OPERATING SEGMENT INFORMATION

(Continued)

As at 30 June 2019

3. 經營分部資料 (續)

於2019年6月30日

		High-Fe mining operation 高Fe 採礦業務 RMB'000 人民幣千元	Trading 買賣 RMB'000 人民幣千元	Specialised mining services 專業 開採服務 RMB'000 人民幣千元	Corporate and others 企業及其他 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Segment assets	分部資產	325,230	178,774	128,599	4,514,553	5,147,156
<i>Reconciliation:</i>	<i>對賬:</i>					
Elimination of intersegment receivables	對銷分部間應收款項					(3,995,347)
Deferred tax assets	遞延稅項資產					14,928
Cash and cash equivalents	現金及現金等價物					9,527
Assets related to Discontinued Operations	有關已終止經營業務 的資產					<u>1,242,732</u>
Total assets	資產總值					<u>2,418,996</u>
Segment liabilities	分部負債	240,147	132,898	97,861	4,169,436	4,640,342
<i>Reconciliation:</i>	<i>對賬:</i>					
Elimination of intersegment payables	對銷分部間應付款項					(4,450,000)
Interest-bearing bank and other loans	計息銀行及其他貸款					100,487
Tax payable	應付稅款					9,834
Liabilities related to Discontinued Operations	有關已終止經營業務 的負債					<u>1,276,920</u>
Total liabilities	負債總額					<u>1,577,583</u>

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

3. OPERATING SEGMENT INFORMATION (Continued)

For the six months ended 30 June 2018

		High-Fe mining operation 高Fe 採礦業務 RMB'000 人民幣千元	Trading 買賣 RMB'000 人民幣千元	Specialised mining services 專業 開採服務 RMB'000 人民幣千元	Corporate and others 企業及其他 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Segment revenue	分部收入					
Sales to external customer	向外部客戶作出的銷售	38,019	263,998	48,489	–	350,506
Intersegment sales	分部間銷售	–	–	3,954	–	3,954
		38,019	263,998	52,443	–	354,460
<i>Reconciliation:</i>	<i>對賬:</i>					
Elimination of intersegment sales	對銷分部間銷售					(3,954)
Revenue from Continuing Operations	持續經營業務收入					<u>350,506</u>
Segment results	分部業績	2,176	4,684	2,579	(2,753)	6,686
<i>Reconciliation:</i>	<i>對賬:</i>					
Other income and gains	其他收入及收益					1,188
Other expense	其他開支					(2,322)
Finance costs	財務成本					(3,801)
Profit before tax from Continuing Operations	持續經營業務稅前利潤					<u>1,751</u>
Other segment information	其他分部資料					
Depreciation and Amortisation	折舊及攤銷	5,533	–	3,015	–	8,548
Capital expenditure*	資本開支*	<u>8,221</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>8,221</u>

* Capital expenditure consists of additions to property, plant and equipment.

3. 經營分部資料 (續)

截至2018年6月30日止六個月

* 資本開支包括添置物業、廠房及設備。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

3. OPERATING SEGMENT INFORMATION (Continued)

As at 31 December 2018

3. 經營分部資料 (續)

於2018年12月31日

		High-Fe mining operation 高Fe 採礦業務 RMB'000 人民幣千元	Trading 買賣 RMB'000 人民幣千元	Specialised mining services 專業 開採服務 RMB'000 人民幣千元	Corporate and others 企業及其他 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Segment assets	分部資產	341,335	132,419	120,141	7,300,117	7,894,012
<i>Reconciliation:</i>	<i>對賬:</i>					
Elimination of intersegment receivables	對銷分部間應收款項					(6,797,339)
Deferred tax assets	遞延稅項資產					17,601
Cash and cash equivalents	現金及現金等價物					33,696
Assets related to Discontinued Operations	有關已終止經營業務的資產					<u>1,297,877</u>
Total assets	資產總值					<u>2,445,847</u>
Segment liabilities	分部負債	235,640	103,825	91,325	4,194,882	4,625,672
<i>Reconciliation:</i>	<i>對賬:</i>					
Elimination of intersegment payables	對銷分部間應付款項					(4,474,959)
Interest-bearing bank and other loans	計息銀行及其他貸款					100,794
Tax payable	應付稅款					9,154
Liabilities related to Discontinued Operations	有關已終止經營業務的負債					<u>1,291,490</u>
Total liabilities	負債總額					<u>1,552,151</u>

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

4. REVENUE

An analysis of revenue is as follows:

4. 收入

收入分析如下：

For the six months ended 30 June

截至6月30日止六個月

		2019		2018	
		2019年		2018年	
		RMB'000	%	RMB'000	%
		人民幣千元	%	人民幣千元	%
		(Unaudited)		(Unaudited)	
		(未經審核)		(未經審核)	
Revenue from contracts with customers	客戶合約收入				
Sales of goods:	銷售貨品：				
High-grade iron concentrates	高品位鐵精礦	31,308	11.9	38,019	10.9
Trading of coals	煤炭買賣	6,352	2.4	159,161	45.4
Trading of steels	鋼鐵買賣	185,980	70.5	104,837	29.9
Rendering of specialised mining services	提供專業開採服務	40,047	15.2	48,489	13.8
		263,687	100.0	350,506	100.0

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

4. REVENUE (Continued)

Revenue from contracts with customers

(i) *Disaggregated revenue information*
For the six months ended 30 June 2019

4. 收入 (續)

客戶合約收入

(i) *已拆分收入資料*
截至2019年6月30日止六個月

Segments	分部	High-Fe mining operation	Trading	Specialised mining services	Corporate and others	Total
		高Fe採礦業務	買賣	專業開採服務	企業及其他	合計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Type of goods or services	貨品或服務類別					
High-grade iron concentrates	高品位鐵精礦	31,308	–	–	–	31,308
Trading of coals	煤炭買賣	–	6,532	–	–	6,532
Trading of steels	鋼鐵買賣	–	185,980	–	–	185,980
Rendering of specialised mining services	提供專業開採服務	–	–	40,047	–	40,047
		<u>31,308</u>	<u>192,332</u>	<u>40,047</u>	<u>–</u>	<u>263,687</u>
Geographical markets	地域市場					
Mainland China	中國內地	31,308	192,332	–	–	223,640
Australia	澳洲	–	–	40,047	–	40,047
		<u>31,308</u>	<u>192,332</u>	<u>40,047</u>	<u>–</u>	<u>263,687</u>
Time of revenue recognition	收入確認時間					
Goods transferred at a point in time	於某一時間點轉讓的貨品	31,308	192,332	–	–	223,640
Services transferred over time	隨時間轉讓的服務	–	–	40,047	–	40,047
		<u>31,308</u>	<u>192,332</u>	<u>40,047</u>	<u>–</u>	<u>263,687</u>

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

4. REVENUE (Continued)

Revenue from contracts with customers (Continued)

(i) Disaggregated revenue information (Continued)

For the six months ended 30 June 2018

Segments	分部	High-Fe mining operation 高Fe 採礦業務 RMB'000 人民幣千元	Trading 買賣 RMB'000 人民幣千元	Specialised mining services 專業 開採服務 RMB'000 人民幣千元	Corporate and others 企業及其他 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Type of goods or services	貨品或服務類別					
High-grade iron concentrates	高品位鐵精礦	38,019	–	–	–	38,019
Trading of coals	煤炭買賣	–	159,161	–	–	159,161
Trading of steels	鋼鐵買賣	–	104,837	–	–	104,837
Rendering of specialised mining services	提供專業開採服務	–	–	48,489	–	48,489
		<u>38,019</u>	<u>263,998</u>	<u>48,489</u>	<u>–</u>	<u>350,506</u>
Geographical markets	地域市場					
Mainland China	中國內地	38,019	263,998	–	–	302,017
Australia	澳洲	–	–	48,489	–	48,489
		<u>38,019</u>	<u>263,998</u>	<u>48,489</u>	<u>–</u>	<u>350,506</u>
Time of revenue recognition	收入確認時間					
Goods transferred at a point in time	於某一時間點轉讓的貨品	38,019	263,998	–	–	302,017
Services transferred over time	隨時間轉讓的服務	–	–	48,489	–	48,489
		<u>38,019</u>	<u>263,998</u>	<u>48,489</u>	<u>–</u>	<u>350,506</u>

4. 收入 (續)

客戶合約收入 (續)

(i) 已拆分收入資料 (續)

截至2018年6月30日止六個月

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

4. REVENUE (Continued)

Revenue from contracts with customers (Continued)

(i) Disaggregated revenue information (Continued)

Set out below is the reconciliation of the revenue from contracts with customers with the amounts disclosed in segment information:

For the six months ended 30 June 2019

4. 收入 (續)

客戶合約收入 (續)

(i) 已拆分收入資料 (續)

下文載列客戶合約收入與分部資料內披露的金額的對賬：

截至2019年6月30日止六個月

Segments	分部	High-Fe mining operation 高Fe 採礦業務 RMB'000 人民幣千元	Trading 買賣 RMB'000 人民幣千元	Specialised mining services 專業 開採服務 RMB'000 人民幣千元	Corporate and others 企業及其他 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Revenue from contracts with customers	客戶合約收入					
External customers	外部客戶	31,308	192,332	40,047	–	263,687
Intersegment sales	分部間銷售	4,057	–	1,000	570	5,627
		35,365	192,332	41,047	570	269,314
Intersegment adjustments and eliminations	分部間調整及對銷	(4,057)	–	(1,000)	(570)	(5,627)
Total revenue from contracts with customers	客戶合約收入總額	31,308	192,332	40,047	–	263,687

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

4. REVENUE (Continued)

Revenue from contracts with customers (Continued)

(i) Disaggregated revenue information (Continued)

For the six months ended 30 June 2018

Segments	分部	High-Fe mining operation 高Fe採礦業務 RMB'000 人民幣千元	Trading 買賣 RMB'000 人民幣千元	Specialised mining services 專業開採服務 RMB'000 人民幣千元	Corporate and others 企業及其他 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Revenue from contracts with customers	客戶合約收入					
External customers	外部客戶	38,019	263,998	48,489	–	350,506
Intersegment sales	分部間銷售	–	–	3,954	–	3,954
		38,019	263,998	52,443	–	354,460
Intersegment adjustments and eliminations	分部間調整及對銷	–	–	(3,954)	–	(3,954)
Total revenue from contracts with customers	客戶合約收入總額	38,019	263,998	48,489	–	350,506

The following table shows the amounts of revenue recognised in the current Reporting Period that were included in the contract liabilities at the beginning of the Reporting Period:

下表顯示本報告期內確認計入報告期初合約負債的收入金額：

Revenue recognised that was included in contract liabilities at the beginning of the Reporting Period:
Sale of goods (note 17)

所確認計入報告期初合約負債的收入金額：
銷售貨品(附註17)

For the six months ended 30 June 2019
截至2019年6月30日止六個月
RMB'000
人民幣千元

5,811

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

5. OTHER INCOME AND GAINS

An analysis of other income and gains was as follows:

Bank interest income	銀行利息收入
Sale of raw materials	原材料銷售
Gain on disposal of items of property, plant and equipment	出售物業、廠房及設備項目的收益
Remission of general interest charge	一般利息支出減免
Miscellaneous	其他

Note:

- (a) Remission of general interest charge from Australia Tax Office upon settlement of payables during the Reporting Period.

6. FINANCE COSTS

Interest on bank and other loans	銀行及其他貸款的利息
Interest on hire purchase arrangement	租購安排的利息
Interest on discounted bills receivable (note 14)	應收貼現票據的利息 (附註14)
Unwinding of discount on provision	撥備貼現撥回

5. 其他收入及收益

其他收入及收益的分析如下：

For the six months ended 30 June
截至6月30日止六個月

Note	2019	2018
附註	2019年	2018年
	RMB'000	RMB'000
	人民幣千元	人民幣千元
	(Unaudited)	(Unaudited)
	(未經審核)	(未經審核)
	42	29
	3	-
	96	24
(a)	2,888	-
	303	1,135
	3,332	1,188

附註：

- (a) 於報告期間清償應付款項後由澳洲稅務局給予的一般利息支出減免。

6. 財務成本

For the six months ended 30 June
截至6月30日止六個月

	2019	2018
	2019年	2018年
	RMB'000	RMB'000
	人民幣千元	人民幣千元
	(Unaudited)	(Unaudited)
	(未經審核)	(未經審核)
	1,896	3,567
	47	162
	-	13
	63	59
	2,006	3,801

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

7. PROFIT BEFORE TAX FROM CONTINUING OPERATIONS

The Group's profit before tax from Continuing Operations was arrived at after charging/(crediting):

7. 持續經營業務稅前利潤

本集團的持續經營業務稅前利潤乃於扣除／(計入)下列各項後達致：

		For the six months ended 30 June 截至6月30日止六個月	
		2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2018 2018年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Cost of inventories sold	已售出存貨成本	211,493	285,213
Cost of services rendered	已提供服務成本	33,536	39,632
Reversal of impairment losses on trade receivables, net	應收賬款減值虧損撥回淨額	(13,052)	–
Reversal of impairment losses on financial assets included in prepayments, other receivables and other assets, net	計入預付款項、其他應收款項及其他資產的金融資產減值虧損撥回淨額	(10)	–
Employee benefit expense (including Directors' remuneration and chief executive's remuneration)	僱員福利開支(包括董事及最高行政人員薪酬)	15,638	10,470
Depreciation and amortisation expenses	折舊及攤銷開支	7,222	8,548
Operating lease rentals	經營租賃租金	658	153
Auditor's remuneration	核數師酬金	120	70
Foreign exchange losses/(gains), net	外匯虧損／(收益)淨額	(696)	592

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

8. INCOME TAX EXPENSE

8. 所得稅開支

		For the six months ended 30 June 截至6月30日止六個月	
		2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2018 2018年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Current – Continuing Operations	即期 – 持續經營業務	680	–
Deferred – Continuing Operations	遞延 – 持續經營業務	2,673	159
Deferred – Discontinued Operations	遞延 – 已終止經營業務	522	14,928
		3,875	15,087
Total tax charge for the period from Continuing Operations	持續經營業務期內稅項支出總額	3,353	159
Total tax charge for the period from Discontinued Operations (note 9)	已終止經營業務期內稅項支出總額 (附註9)	522	14,928
		3,875	15,087

All subsidiaries domiciled in the PRC are subject to the PRC corporate income tax rate of 25% during the Reporting Period. Pursuant to the income tax rules and regulations in Australia, the Group's subsidiaries located in Australia are liable to Australia corporate income tax at a rate of 30% on the assessable profits generated for the Reporting Period. Pursuant to the income tax rules and regulations in Singapore, the Group's subsidiary located in Singapore is liable to Singapore corporate income tax at a rate of 17% on the assessable profits generated for the Reporting Period.

所有中國註冊子公司於報告期內須按25%的中國企業所得稅稅率納稅。根據澳洲的所得稅規則及規例，本集團位於澳洲的子公司須就報告期內產生的應課稅利潤按30%的稅率繳納澳洲企業所得稅。根據新加坡的所得稅規則及規例，本集團位於新加坡的子公司須就報告期內產生的應課稅利潤按17%的稅率繳納新加坡企業所得稅。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

9. DISCONTINUED OPERATIONS

The Disposal Group is mainly engaged in mining and ore processing and sale of self-produced low-grade iron concentrates and titanium concentrates products mainly in southern region of Sichuan. On 29 January 2019, the Company has entered into the SPA in respect of the Disposal with the Purchaser, particulars of the SPA were set out in the Company's announcement dated 29 January 2019. On 10 June 2019, the Company issued the circular in relation to the Disposal which constitutes a very substantial disposal and connected transaction of the Company under the Listing Rules. On 30 July 2019, the Company announced the completion of the Disposal. As such, management believes that the results and cash flows of the Disposal Group should be presented as discontinued operations for the Reporting Period in accordance with IFRS 5. With the Disposal Group being classified as a discontinued operation, the low-grade iron concentrates and titanium concentrates businesses are no longer included in the note 3 for operating segment information.

9. 已終止經營業務

出售集團主要於四川省南部地區從事採礦及礦石洗選以及銷售自產低品位鐵精礦及鈦精礦產品。於2019年1月29日，本公司與買方就出售事項訂立買賣協議，買賣協議的詳情載於本公司日期為2019年1月29日的公告。於2019年6月10日，本公司就根據上市規則構成本公司一項非常重大出售事項及關連交易的出售事項刊發通函。於2019年7月30日，本公司公佈出售事項已完成。因此，管理層相信出售集團的業績及現金流應按照國際財務報告準則第5號呈列為報告期內的已終止經營業務。隨着出售集團分類為已終止經營業務，低品位鐵精礦及鈦精礦業務不再計入附註3的經營分部資料。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

9. DISCONTINUED OPERATIONS (Continued)

The results of the Disposal Group for the period are presented below:

9. 已終止經營業務 (續)

出售集團的期內業績呈列如下：

		For the six months ended 30 June 截至6月30日止六個月	
		2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2018 2018年 RMB'000 人民幣千元 (Unaudited) (未經審核)
REVENUE	收入	267,276	198,258
Cost of sales	銷售成本	(228,218)	(176,183)
Gross profit	毛利	39,058	22,075
Other income and gains	其他收入及收益	26,762	106,868
Selling and distribution expenses	銷售及分銷開支	(31,081)	(37,074)
Administrative expenses	行政開支	(20,508)	(55,979)
Other expenses	其他開支	(2,124)	(12,108)
Write-down of inventories to net realisable value	撇減存貨至可變現淨值	—	(6,149)
Impairment losses on property, plant and equipment	物業、廠房及設備 減值虧損	(a) (35,363)	(87,776)
Impairment losses on intangible assets	無形資產減值虧損	(a) (3,367)	(292,794)
Impairment losses on prepaid land lease payments	預付土地租賃款 減值虧損	(a) —	(1,042)
Impairment loss on right-of-use assets	使用權資產減值虧損	(a) (2,300)	—
Impairment losses on trade receivables, net	應收賬款減值虧損淨額	(3,207)	—
Impairment losses on financial assets included in prepayments, other receivables and other assets, net	計入預付款項、其他 應收款項及其他資產的 金融資產減值虧損淨額	(164)	—
Finance costs	財務成本	(25,714)	(26,026)
Loss before tax from Discontinued Operations	已終止經營業務稅前虧損	(58,008)	(390,005)
Income tax expense	所得稅開支	8 (522)	(14,928)
LOSS FOR THE PERIOD FROM DISCONTINUED OPERATIONS	已終止經營業務期內虧損	(58,530)	(404,933)

Note:

- (a) In accordance with the Group's accounting policies, each asset or cash generating unit ("CGU") is evaluated annually at 31 December or biannually at 30 June to determine whether there are any indications of impairment. If any such indications of impairment exist, a formal estimate of the recoverable amount is performed.

附註：

- (a) 本集團按照其會計政策每年於12月31日或每半年於6月30日評估各資產或現金產生單位，以釐定是否有任何減值跡象。倘出現任何有關減值跡象，則進行正式可收回金額估計。

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9. DISCONTINUED OPERATIONS (Continued)

Note: (Continued)

(a) (Continued)

In assessing whether an impairment is required, the carrying value of the asset or CGU is compared with its recoverable amount. The recoverable amount is the higher of the CGU's fair value less costs of disposal and value in use ("VIU"). Management has performed impairment assessment on all of the carrying amounts of the Group's property, plant and equipment, intangible assets and prepaid land lease payments/right-of-use assets. For the purpose of impairment assessment, Baicao CGU (comprising the mining right to Baicao Mine, stripping activity assets of Baicao Mine and Baicao Processing Plant) and Xiushuihe CGU (comprising the mining right to Xiushuihe Mine, land use right/right-of-use assets of Xiushuihe Mining, Xiushuihe Processing Plant and Hailong Processing Plant) are treated as separate CGUs. The recoverable amounts of Baicao CGU, Xiushuihe CGU, the exploration right of Haibaodang Mine and the mining right of Cizhuqing Mine were estimated based on their respective VIU determined by discounting the future cash flows to be generated from the continuing use of these assets. The recoverable amounts are determined based on the calculation using cash flow projections according to financial budgets covering periods ranging from 6 to 7 years approved by management with pre-tax discount rates ranging between 12.00% and 16.11% (31 December 2018: 12.01% and 15.26%) depending on the nature of the CGU/asset. The cash flows beyond the periods ranging from 6 to 7 years are extrapolated using a zero growth rate until the end of the respective asset useful lives.

Other key assumptions used in the estimation of VIU are as follows:

Resources/reserves – These represent one of the key factors the management has considered during the impairment testing, which comprise resources (measured, indicated and inferred) estimated, and/or reserves (proved and probable) where appropriate, on the basis of appropriate geological evidence and sampling, with reference to the resources and reserves statements prepared by appropriate competent persons.

9. 已終止經營業務 (續)

附註：(續)

(a) (續)

於評估是否須作出減值時會比較資產或現金產生單位的賬面值與可收回金額。可收回金額為現金產生單位的公平值減出售成本與使用價值兩者的較高者。管理層已對本集團物業、廠房及設備、無形資產以及預付土地租賃款/使用權資產的所有賬面金額進行減值評估。為評估減值，白草現金產生單位（包括白草鐵礦的採礦權、白草鐵礦的剝離活動資產以及白草洗選廠）及秀水河現金產生單位（包括秀水河鐵礦的採礦權、秀水河礦業的土地使用權/使用權資產、秀水河洗選廠及海龍洗選廠）被視為獨立的現金產生單位處理。白草現金產生單位、秀水河現金產生單位、海保凶鐵礦採礦權及茨竹箐鐵礦採礦權的可收回金額基於其各自的使用價值（透過貼現持續使用此等資產所產生的未來現金流釐定）估計。可收回金額利用按照管理層批准的介乎6至7年期財政預算進行的現金流預測，以稅前貼現率介乎12.00%至16.11%（2018年12月31日：12.01%至15.26%）（取決於現金產生單位/資產的性質）計算。介乎6至7年期後的現金流採用零增長率推算，直至有關資產的可使用年期結束為止。

估計使用價值時使用的其他主要假設如下：

資源量/儲量—乃管理層於減值測試時已考慮的關鍵因素之一，包括參考適當的合資格人士所編製的資源量及儲量報表，基於適當地質證據及採樣而得出的估計資源量（探明、控制及推斷）及/或儲量（證實及概略）（如適用）。

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9. DISCONTINUED OPERATIONS (Continued)

Note: (Continued)

(a) (Continued)

Commodity prices – Forecast commodity prices are based on management's estimates and are derived from forward price curves and long-term views of domestic supply and demand, building on past experience of the industry and consistent with external sources. These prices were adjusted to arrive at appropriate consistent price assumptions for the different qualities and type of commodities, or, where appropriate, contracted prices were applied. These prices are reviewed at least annually.

Budgeted gross margins – The basis used to determine the value assigned to the budgeted gross margins is the average gross margin achieved in the recent years for Baicao CGU and Xiushuihe CGU, adjusted for management's expectations for possible changes in the production costs and estimated market prices.

Production volumes – Estimated production volumes are based on the detailed life of mine plans and take into account development plans of the mine agreed by management as part of the long-term planning process.

Discount rate – The discount rates used are pre-tax and reflect specific risks relating to the relevant units.

9. 已終止經營業務 (續)

附註：(續)

(a) (續)

商品價格 – 預測商品價格的基準為管理層按過去行業經驗作出的估計，以遠期價格曲線及對境內供需的長遠預測得出，與外界資料一致。該等價格已作調整，以就不同質量及類型的商品取得適當及一致的價格假設或在適當情況下應用合約價。該等價格至少每年檢討。

預算毛利率 – 用於釐定給予預算毛利率的價值的基準為白草現金產生單位及秀水河現金產生單位近年達到的平均毛利率，並就管理層對生產成本及估計市價的可能變動所作的預期作出調整。

產量 – 估計產量建基於礦場規劃的具體年期，並考慮了管理層於長期規劃過程中同意的礦場發展計劃。

貼現率 – 所採用的貼現率未扣除稅項，並反映有關單位的特定風險。

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9. DISCONTINUED OPERATIONS (Continued)

Note: (Continued)

(a) (Continued)

The values assigned to key assumptions are consistent with external information sources.

Based on the above-mentioned impairment assessment, the recoverable amounts, carrying amounts as at 30 June 2019 and impairment provisions for the Reporting Period are as follows:

		Recoverable amount	Carrying amount	Impairment provision
		可收回金額	賬面金額	減值撥備
		RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元
Baicao CGU	白草現金產生單位	128,869	155,741	26,872
Xiushuihe CGU	秀水河現金產生單位	290,442	304,600	14,158
				<u>41,030</u>

The above impairment provisions as at 30 June 2019 have been allocated to the following asset classes.

Impairment loss recognised on property, plant and equipment

An impairment loss of RMB35,363,000 (six months ended on 30 June 2018: RMB87,776,000) was recognised during the Reporting Period to write down the carrying amounts of Baicao Processing Plant, Xiushuihe Processing Plant and Hailong Processing Plant to their respective recoverable amounts of RMB104,511,000, RMB213,202,000 and RMB65,243,000 as at 30 June 2019.

Impairment loss recognised on prepaid land lease payments/right-of-use assets

An impairment loss of RMB2,300,000 (six months ended on 30 June 2018: RMB1,042,000) was recognised during the Reporting Period to write down the carrying amounts of prepaid land lease payments/right-of-use assets of Baicao Mine and Xiushuihe Mine to their respective recoverable amounts of RMB8,218,000 and RMB11,997,000 as at 30 June 2019.

9. 已終止經營業務 (續)

附註: (續)

(a) (續)

給予主要假設的價值與外部資料來源一致。

基於上述減值評估，於2019年6月30日的可收回金額、賬面金額及報告期的減值撥備如下：

上述於2019年6月30日的減值撥備已分配至以下資產類別。

就物業、廠房及設備確認的減值虧損

報告期內確認的減值虧損為人民幣35,363,000元（截至2018年6月30日止六個月：人民幣87,776,000元），旨在將白草洗選廠、秀水河洗選廠及海龍洗選廠的賬面金額撇減至其各自於2019年6月30日的可收回金額人民幣104,511,000元、人民幣213,202,000元及人民幣65,243,000元。

就預付土地租賃款／使用權資產確認的減值虧損

報告期內確認的減值虧損為人民幣2,300,000元（截至2018年6月30日止六個月：人民幣1,042,000元），旨在將白草鐵礦及秀水河鐵礦預付土地租賃款／使用權資產的賬面金額撇減至其各自於2019年6月30日的可收回金額人民幣8,218,000元及人民幣11,997,000元。

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9. DISCONTINUED OPERATIONS (Continued)

Note: (Continued)

(a) (Continued)

Impairment loss recognised on intangible assets

An impairment loss of RMB3,367,000 (six months ended on 30 June 2018: RMB292,794,000) was recognised during the Reporting Period to write down the carrying amounts of the mining right and stripping activity assets of Baicao Mine to their respective recoverable amounts of RMB10,355,000 and RMB5,785,000 as at 30 June 2019.

In relation to Baicao CGU and Xiushuihe CGU that were impaired during the Reporting Period, any variation in the key assumptions above would either result in further impairment or lead to a reversal of impairment.

The impairment losses recognised for Baicao CGU and Xiushuihe CGU were primarily as a result of higher compliance cost due to stringent environmental regulations in recent years. The Group's mining plan was adjusted correspondingly with the increase of inevitable compliance cost due to increasing regulations.

9. 已終止經營業務 (續)

附註：(續)

(a) (續)

就無形資產確認的減值虧損

報告期內確認的減值虧損為人民幣3,367,000元(截至2018年6月30日止六個月：人民幣292,794,000元)，旨在將白草鐵礦採礦權及剝離活動資產的賬面金額撇減至其各自於2019年6月30日的可收回金額人民幣10,355,000元及人民幣5,785,000元。

就報告期內減值的白草現金產生單位及秀水河現金產生單位而言，上述主要假設的任何變化將會導致減值增加或減值撥回。

就白草現金產生單位及秀水河現金產生單位確認減值虧損，主要乃因近年環境法規收緊而令合規成本增加所致。本集團的採礦計劃就新增規定所產生的無可避免新增合規成本而相應調整。

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9. DISCONTINUED OPERATIONS (Continued)

The major classes of assets and liabilities of the Disposal Group classified as held for sale as at 31 December 2018 and 30 June 2019 are as follows:

ASSETS

Property, plant and equipment
Intangible assets
Right-of-use assets
Prepaid land lease payments
Payments in advance
Deferred tax assets
Inventories
Trade and bills receivables
Prepayments, other receivables and other assets
Due from related parties
Cash and cash equivalents
Assets classified as held for sale

Assets of a disposal group classified as held for sale

LIABILITIES

Trade and bills payables
Other payables and accruals
Interest-bearing bank and other loans
Due to related parties
Tax payable
Dividend payable
Provision for rehabilitation

Liabilities directly associated with the assets classified as held for sale

Net assets/(liabilities) directly associated with the Disposal Group

資產

物業、廠房及設備
無形資產
使用權資產
預付土地租賃款
預繳款項
遞延稅項資產
存貨
應收賬款及票據
預付款項、其他應收款項及其他資產
應收關聯方款項
現金及現金等價物
分類為持作出售的資產

分類為持作出售的出售組別的資產

負債

應付賬款及票據
其他應付款項及應計款項
計息銀行及其他貸款
應付關聯方款項
應付稅款
應付股息
復原撥備

與分類為持作出售的資產直接相關的負債

與出售集團直接相關的資產淨值／（負債淨額）

9. 已終止經營業務（續）

於2018年12月31日及2019年6月30日分類為持作出售的出售集團的主要資產及負債類別如下：

	30 June 2019 2019年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年12月31日 RMB'000 人民幣千元
	404,738	403,423
	337,547	340,666
	20,766	-
	-	23,064
	156	156
	38,696	39,218
	43,793	45,594
	15,979	47,614
	120,984	138,040
	27	27
	46	75
	260,000	260,000
	1,242,732	1,297,877
	128,653	119,561
	346,149	364,055
	796,098	802,098
	449	449
	(6,931)	(6,821)
	1,801	1,801
	10,701	10,347
	1,276,920	1,291,490
	(34,188)	6,387

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9. DISCONTINUED OPERATIONS (Continued)

The net cash flows incurred by the Disposal Group are as follows:

Operating activities	經營活動
Investing activities	投資活動
Financing activities	融資活動
Net cash inflow/(outflow)	現金流入／(流出)淨額

9. 已終止經營業務(續)

出售集團產生的現金流量淨額如下：

For the six months ended 30 June 截至6月30日止六個月	
2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2018 2018年 RMB'000 人民幣千元 (Unaudited) (未經審核)
45,993	78,306
(31,028)	(46,797)
(14,994)	(31,500)
(29)	9

Loss per Share:	每股股份虧損：
Basic and diluted, from Discontinued Operations	基本及攤薄，已終止經營業務

For the six months ended 30 June 截至6月30日止六個月	
2019 2019年 (Unaudited) (未經審核)	2018 2018年 (Unaudited) (未經審核)
RMB人民幣 (0.02)元	RMB人民幣 (0.18)元

The calculations of basic and diluted loss per Share from the Discontinued Operations are based on:

計算已終止經營業務每股股份基本及攤薄虧損時乃以下列項目為基礎：

Profit/(loss) attributable to ordinary equity holders of the parent from Discontinued Operations (RMB)	歸屬於母公司普通股股權持有人的已終止經營業務利潤／(虧損)(人民幣)
Weighted average number of Shares used in the basic and diluted earnings per Share calculation (note 20)	用於計算每股股份基本及攤薄盈利的股份加權平均數(附註20)

For the six months ended 30 June 截至6月30日止六個月	
2019 2019年 (Unaudited) (未經審核)	2018 2018年 (Unaudited) (未經審核)
(57,439,000)	(402,193,000)
2,249,015,410	2,249,015,410

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10. LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculation of loss per Share is based on the loss attributable to owners of the Company for the Reporting Period of RMB50,829,000 (six months ended 30 June 2018: RMB400,373,000), and the weighted average number of Shares of 2,249,015,410 (six months ended 30 June 2018: 2,249,015,410) in issue for the Reporting Period.

No adjustment has been made to the basic earnings per Share amounts presented for each of the six months ended 30 June 2018 and 2019 in respect of a dilution as the exercise prices of the Company's outstanding share options were higher than the average market prices for the Company's Shares during each of the six months ended 30 June 2018 and 2019.

11. PROPERTY, PLANT AND EQUIPMENT, INTANGIBLE ASSETS, OTHER INTANGIBLE ASSET AND RIGHT-OF-USE ASSETS

Movements in property, plant and equipment, intangible assets, other intangible asset and right-of-use assets during the Reporting Period were as follows:

		Property, plant and equipment 物業、 廠房及設備 RMB'000 人民幣千元 (Unaudited) (未經審核) (note (a)) (附註(a))	Intangible assets 無形資產 RMB'000 人民幣千元 (Unaudited) (未經審核) (note (b)) (附註(b))	Other intangible asset 其他無形資產 RMB'000 人民幣千元 (Unaudited) (未經審核) (note (c)) (附註(c))	Right-of-use assets 使用權資產 RMB'000 人民幣千元 (Unaudited) (未經審核) (note (d)) (附註(d))
Carrying amounts at 1 January 2019	於2019年1月1日的 賬面金額	159,203	737,526	7,525	1,892
Additions	添置	13,082	-	-	-
Depreciation/amortisation charged for the period (note 7)	期內折舊/攤銷開支 (附註7)	(6,053)	(362)	(421)	(386)
Disposals	出售	(256)	-	-	-
Exchange realignment	匯兌調整	(77)	-	-	-
Carrying amounts at 30 June 2019	於2019年6月30日的 賬面金額	<u>165,899</u>	<u>737,164</u>	<u>7,104</u>	<u>1,506</u>

10. 歸屬於本公司普通股股權持有人的每股股份虧損

每股股份虧損乃基於報告期內歸屬於本公司擁有人的虧損人民幣50,829,000元(截至2018年6月30日止六個月:人民幣400,373,000元)及報告期的已發行股份加權平均數2,249,015,410股(截至2018年6月30日止六個月:2,249,015,410股)計算。

由於在截至2018年及2019年6月30日止各六個月,本公司尚未行使的股份期權的行使價高於本公司股份的平均市價,故並無就截至2018年及2019年6月30日止各六個月呈列的每股股份基本盈利金額作出任何攤薄調整。

11. 物業、廠房及設備、無形資產、其他無形資產及使用權資產

於報告期內,物業、廠房及設備、無形資產、其他無形資產及使用權資產的變動如下:

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11. PROPERTY, PLANT AND EQUIPMENT, INTANGIBLE ASSETS, OTHER INTANGIBLE ASSET AND RIGHT-OF-USE ASSETS

(Continued)

Notes:

- (a) As at 30 June 2019, payables relating to the hire purchase arrangements were secured by the corresponding machineries with an aggregate carrying amount of Nil (31 December 2018: RMB535,000) (note 18(b)).
- (b) As at 30 June 2019, the mining rights of Maoling Mine with a net carrying amount of RMB21,465,000 (31 December 2018: RMB21,826,000) were pledged to secure the Group's bank loans.
- (c) Other intangible asset represented trademark with a net carrying amount of RMB7,104,000 arising from the acquisition of Mancala Holdings.
- (d) During the Reporting Period, the Group entered into certain long-term lease contracts for office premises. During the Reporting Period, the Group also leased certain residential and office premises under short-term (i.e. within 12 months) lease arrangement. The Group has elected not to recognise right-of-use assets on these short-term lease contracts. There is no restrictions or covenants imposed and no sale and leaseback transactions.

11. 物業、廠房及設備、無形資產、其他無形資產及使用權資產 (續)

附註：

- (a) 於2019年6月30日，租購安排相關應付款項以賬面總額人民幣零元(2018年12月31日：人民幣535,000元)的相應機器作抵押(附註18(b))。
- (b) 於2019年6月30日，毛嶺鐵礦的採礦權(賬面淨額為人民幣21,465,000元(2018年12月31日：人民幣21,826,000元))已予質押，作為本集團銀行貸款的擔保。
- (c) 其他無形資產指因收購開曼卡拉而產生的商標賬面淨額人民幣7,104,000元。
- (d) 於報告期內，本集團就多個辦公室物業訂立若干長期租賃合約。於報告期內，本集團亦根據短期(即12個月內)租賃安排租賃若干住宅及辦公室物業。本集團選擇不就該等短期租賃合約確認使用權資產。合約概無施加任何限制或契約，亦無進行任何銷售及回租交易。

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12. PREPAYMENTS, OTHER RECEIVABLES AND OTHER ASSETS

12. 預付款項、其他應收款項及其他資產

		30 June 2019 2019年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年12月31日 RMB'000 人民幣千元
Current portion:	流動部分：		
Prepayments consisting of:	預付款項包括：		
Purchase of raw materials and services	購買原材料及服務	81	8,725
Utilities	公用服務	14	-
Prepayment for the use right of a road	道路使用權預付款項	47	47
Other prepayments	其他預付款項	62	1,572
Other receivables	其他應收款項	11,618	10,911
		<u>11,822</u>	<u>21,255</u>
		(23)	(33)
		<u>11,799</u>	<u>21,222</u>
Non-current portion:	非流動部分：		
Prepayment for the use right of a road	道路使用權預付款項	612	636
Long-term deposits	長期押金	536	536
		<u>1,148</u>	<u>1,172</u>
		<u>12,947</u>	<u>22,394</u>

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13. DEFERRED TAX ASSETS

The movements in deferred tax assets for the six months ended 30 June 2018 and 2019 are as follows:

13. 遞延稅項資產

遞延稅項資產於截至2018年及2019年6月30日止六個月的變動如下：

		Losses available for offsetting against taxable profits	Excess tax depreciation over book value of fixed assets	Provision for rehabilitation	Provision for impairment	Others	Total
		可供抵銷應課稅利潤的虧損	固定資產的稅項折舊超出賬面值的差額	復原撥備	減值撥備	其他	合計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Deferred tax assets	遞延稅項資產						
As at 1 January 2018	於2018年1月1日	53,842	3,866	2,722	2,289	7,550	70,269
Deferred tax credited/ (charged) to profit or loss during the period from Continuing Operations (note 8)	期內在損益入賬/ (扣除)的持續經營業務遞延稅項(附註8)	(802)	120	15	-	508	(159)
Deferred tax credited/ (charged) to profit or loss during the period from Discontinued Operations (note 8)	期內在損益入賬/ (扣除)的已終止經營業務遞延稅項(附註8)	(15,326)	-	83	-	315	(14,928)
Exchange differences	匯兌差額	(245)	-	-	-	-	(245)
As at 30 June 2018 (unaudited)	於2018年6月30日(未經審核)	<u>37,469</u>	<u>3,986</u>	<u>2,820</u>	<u>2,289</u>	<u>8,373</u>	<u>54,937</u>
As at 1 January 2019	於2019年1月1日	8,188	5,978	408	2,289	738	17,601
Deferred tax credited/ (charged) to profit or loss during the period (note 8)	期內在損益入賬/ (扣除)的遞延稅項(附註8)	(2,662)	(23)	16	-	(4)	(2,673)
As at 30 June 2019 (unaudited)	於2019年6月30日(未經審核)	<u>5,526</u>	<u>5,955</u>	<u>424</u>	<u>2,289</u>	<u>734</u>	<u>14,928</u>

As at 30 June 2019, the Group has tax losses arising from Mainland China of RMB29,143,000 (31 December 2018: RMB32,971,000) that would expire in three to five years and deductible temporary differences of RMB117,308,000 (31 December 2018: RMB127,269,000) that were available for offsetting against future taxable profits. Deferred tax assets have not been recognised in respect of these losses and deductible temporary differences as it is not considered probable that taxable profits will be available against which the tax losses and deductible temporary differences can be utilised.

於2019年6月30日，本集團有源自中國內地、將於三至五年內到期的稅項虧損人民幣29,143,000元(2018年12月31日：人民幣32,971,000元)及可扣減暫時差額人民幣117,308,000元(2018年12月31日：人民幣127,269,000元)，可用以抵銷未來應課稅利潤。由於本集團認為不大可能有應課稅利潤可用以抵銷稅項虧損及可扣減暫時差額，故並無就上述虧損及可扣減暫時差額確認遞延稅項資產。

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14. TRADE AND BILLS RECEIVABLES

Trade receivables	應收賬款
Impairment	減值
Trade receivables, net of impairment	應收賬款，已扣除減值
Bills receivable	應收票據

The Group's trading terms with its customers are mainly on credit. Aba Mining's trading terms with its customers normally require payments in advance, except for major customers, where Aba Mining grants a credit term of 2 years. During the Reporting Period, the Group other than Aba Mining granted a six-month credit term to its customers for the sale of self-produced products given the market conditions remained weak and a six-month credit term to its trading customers and customers for rendering specialised mining services. Trade receivables are non-interest-bearing and unsecured.

An ageing analysis of the trade receivables (net of impairment) as at the end of each reporting period, based on the date of revenue recognised, is as follows:

Within 3 months	3個月內
3 to 9 months	3至9個月
9 to 12 months	9至12個月
Over 1 year	超過1年

14. 應收賬款及票據

30 June 2019 2019年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年 12月31日 RMB'000 人民幣千元
164,495	126,886
(8,605)	(21,657)
155,890	105,229
30	–
155,920	105,229

本集團與客戶的貿易條款主要為賒賬形式。阿壩礦業與客戶的貿易條款一般為須預繳款項，惟獲阿壩礦業授出2年信用期的主要客戶除外。鑑於市況持續低迷，本集團（阿壩礦業除外）於報告期內給予自產產品銷售的客戶六個月的信用期，並給予貿易客戶及提供專業開採服務的客戶六個月的信用期。應收賬款為不計息及無抵押。

於各報告期末，基於收入確認日期，應收賬款（已扣除減值）的賬齡分析如下：

30 June 2019 2019年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年 12月31日 RMB'000 人民幣千元
139,011	103,751
13,759	14
3,150	–
–	1,464
155,920	105,229

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14. TRADE AND BILLS RECEIVABLES (Continued)

The movements in the loss allowance for impairment of trade receivables are as follows:

14. 應收賬款及票據 (續)

應收賬款減值備抵的變動如下：

		RMB'000 人民幣千元
As at 1 January 2018	於2018年1月1日	340,748
Effect of adoption of IFRS 9	採用國際財務報告準則第9號的影響	<u>3,096</u>
As at 1 January 2018 (restated)	於2018年1月1日(經重列)	343,844
Reversal of impairment losses, net	撥回減值虧損淨額	
– From Continuing Operations	– 持續經營業務	(9,898)
– From Discontinued Operations	– 已終止經營業務	(3,452)
Write-off of trade receivable allowance	撇銷應收賬款備抵	(2,999)
Impairment included in Discontinued Operations	計入已終止經營業務的減值	<u>(305,838)</u>
As at 31 December 2018	於2018年12月31日	<u>21,657</u>
As at 1 January 2019	於2019年1月1日	21,657
Reversal of impairment losses, net (note 7)	撥回減值虧損淨額(附註7)	<u>(13,052)</u>
As at 30 June 2019 (unaudited)	於2019年6月30日(未經審核)	<u>8,605</u>

Impairment under IFRS 9 for the year ended 31 December 2018 and six months ended 30 June 2019

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by customer type and rating). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

截至2018年12月31日止年度及截至2019年6月30日止六個月根據國際財務報告準則第9號的減值

於各報告日期，本集團利用撥備矩陣計量預期信用損失，以進行減值分析。撥備率乃基於多個具有類似虧損模式的客戶分部組別（即按客戶類別及評級劃分）的逾期天數釐定。計算方法反映概率加權結果、金錢時間值及於報告日期可獲得有關過往事件、當前狀況及對未來經濟狀況的預測的合理而具理據支持資料。

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14. TRADE AND BILLS RECEIVABLES (Continued)

Impairment under IFRS 9 for the year ended 31 December 2018 and six months ended 30 June 2019 (Continued)

Set out below is the information about the credit risk exposure on the Group's trade receivables using a provision matrix:

As at 30 June 2019

Expected credit loss rate	預期信用損失率
Gross carrying amount (RMB'000)	賬面總額 (人民幣千元)
Settlement subsequently (RMB'000)	其後結算 (人民幣千元)
Carrying amount subject to credit risk exposure (RMB'000)	承授信貸風險的賬面金額 (人民幣千元)
Expected credit losses (RMB'000)	預期信用損失 (人民幣千元)

As at 31 December 2018

Expected credit loss rate	預期信用損失率
Gross carrying amount (RMB'000)	賬面總額 (人民幣千元)
Settlement subsequently (RMB'000)	其後結算 (人民幣千元)
Carrying amount subject to credit risk exposure (RMB'000)	承授信貸風險的賬面金額 (人民幣千元)
Expected credit losses (RMB'000)	預期信用損失 (人民幣千元)

14. 應收賬款及票據 (續)

截至2018年12月31日止年度及截至2019年6月30日止六個月根據國際財務報告準則第9號的減值 (續)

下文載列利用撥備矩陣得出本集團應收賬款面對的信貸風險的資料:

於2019年6月30日

	Current 即期	Past due 逾期	Total 總計
Expected credit loss rate	1.5%	100%	
Gross carrying amount (RMB'000)	157,291	7,204	164,495
Settlement subsequently (RMB'000)	63,915	-	63,915
Carrying amount subject to credit risk exposure (RMB'000)	93,376	7,204	100,580
Expected credit losses (RMB'000)	1,401	7,204	8,605

於2018年12月31日

	Current 即期	Past due 逾期	Total 總計
Expected credit loss rate	1.5%	100%	
Gross carrying amount (RMB'000)	105,376	21,510	126,886
Settlement subsequently (RMB'000)	95,570	-	95,570
Carrying amount subject to credit risk exposure (RMB'000)	9,806	21,510	31,316
Expected credit losses (RMB'000)	147	21,510	21,657

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14. TRADE AND BILLS RECEIVABLES (Continued)

Impairment under IFRS 9 for the year ended 31 December 2018 and six months ended 30 June 2019 (Continued)

As at 30 June 2019, the Group endorsed certain bills receivable accepted by banks in the PRC to certain of its suppliers in order to settle the trade payables to these suppliers with a carrying amount in aggregate of RMB83,624,000 (31 December 2018: RMB249,880,000); as at 30 June 2019, the Group did not discount bills receivable (31 December 2018: RMB500,000) (collectively referred to as the "Derecognised Bills"). The Derecognised Bills had a maturity of one to eight months at the end of the reporting period. In accordance with the Law of Negotiable Instruments in the PRC, the holders of the Derecognised Bills have a right of recourse against the Group if the PRC banks default (the "Continuing Involvement"). In the opinion of the Directors, the Group has transferred substantially all risks and rewards relating to the Derecognised Bills. Accordingly, it has derecognised the full carrying amounts of the Derecognised Bills and the associated advances on discounting and trade payables. The maximum exposure to loss from the Group's Continuing Involvement in the Derecognised Bills and the undiscounted cash flows to repurchase these Derecognised Bills equals to their carrying amounts. In the opinion of the Directors, the fair values of the Group's Continuing Involvement in the Derecognised Bills are not significant.

During the Reporting Period, there has been no interest expense recognised (six months ended 30 June 2018: RMB13,000) (note 6) on discounted bills receivable. No gains or losses were recognised from the Continuing Involvement, both during the Reporting Period or cumulatively. The endorsement and discount have been made evenly throughout the Reporting Period.

14. 應收賬款及票據 (續)

截至2018年12月31日止年度及截至2019年6月30日止六個月根據國際財務報告準則第9號的減值 (續)

於2019年6月30日，本集團向若干供應商批註經中國的銀行接納的若干應收票據，以清償賬面總額為人民幣83,624,000元（2018年12月31日：人民幣249,880,000元）的應付該等供應商賬款；於2019年6月30日，本集團並無貼現應收票據（2018年12月31日：人民幣500,000元）（合稱「終止確認票據」）。於報告期末，終止確認票據為期一至八個月。按照中國票據法，倘中國的銀行違約，則終止確認票據持有人有權向本集團提出追討（「持續性參與」）。董事認為，本集團已將終止確認票據的絕大部分風險及回報轉移，故已取消確認終止確認票據及相關貼現墊款及應付賬款的全部賬面金額。本集團因對終止確認票據的持續性參與及因購回該等終止確認票據的未貼現現金流量而承受損失的最高風險相等於其賬面金額。董事認為，本集團對終止確認票據的持續性參與的公平值不大。

報告期內，本集團並無確認因應收已貼現票據而產生的利息開支（截至2018年6月30日止六個月：人民幣13,000元）（附註6）。並無就持續性參與確認報告期內或累計收益或虧損。批註及貼現於整個報告期內均衡地作出。

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15. ASSETS CLASSIFIED AS HELD FOR SALE

Non-recurring fair value measurements:

Unutilised fixed assets for mining service 開採服務的未動用固定資產

The balances as at 31 December 2018 and 30 June 2019 represented the fair value less cost to sell of assets held for sale, which comprised part of plant and equipment of Mancala Holdings Pty Ltd, which would not be utilised in current operation.

The non-recurring fair value measurement for assets classified as held for sale was considered to be Level 2 as at 30 June 2019 (31 December 2018: Level 2), as it was derived from quoted prices in markets that were not active.

16. TRADE AND BILLS PAYABLES

Trade payables

應付賬款

15. 分類為持作出售的資產

非經常性公平值計量：

30 June 2019 2019年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年12月31日 RMB'000 人民幣千元
41,826	41,169

於2018年12月31日及2019年6月30日的結餘指持作出售資產的公平值減出售成本，當中包括Mancala Holdings Pty Ltd將不會用於現時營運的部分廠房及設備。

於2019年6月30日，分類為持作出售資產的非經常性公平值計量被視為第2層（2018年12月31日：第2層），原因是其根據非活躍市場的報價得出。

16. 應付賬款及票據

30 June 2019 2019年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年12月31日 RMB'000 人民幣千元
77,666	54,235

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16. TRADE AND BILLS PAYABLES (Continued)

An ageing analysis of the trade and bills payables of the Group as at the end of the reporting period, based on the invoice date or issuance date, where appropriate, is as follows:

Within 180 days	180天內
181 to 365 days	181至365天
1 to 2 years	1至2年
2 to 3 years	2至3年
Over 3 years	超過3年

16. 應付賬款及票據 (續)

於報告期末，本集團應付賬款及票據基於發票日期或發出日期（如適用）的賬齡分析如下：

30 June 2019 2019年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年12月31日 RMB'000 人民幣千元
73,298	49,667
159	–
8	81
3,200	3,448
1,001	1,039
77,666	54,235

Trade payables of the Group are non-interest-bearing and are normally settled within 180 days.

本集團的應付賬款為不計息，通常於180天內結算。

17. CONTRACT LIABILITIES

The Group recognised the following revenue-related contract liabilities, which represented the unsatisfied performance obligation as at 31 December 2018 and 30 June 2019. The balance of contract liabilities is expected to be recovered/settled within one year.

17. 合約負債

本集團已確認以下收入相關合約負債，指於2018年12月31日及2019年6月30日的未達成履約責任。合約負債結餘預期於一年內收回/清償。

Movement in the contract liabilities balances during the Reporting Period is as follows:

合約負債結餘於報告期內的變動如下：

		RMB'000 人民幣千元
Carrying amount at 1 January 2019	於2019年1月1日的賬面金額	5,811
Revenue recognised during the Reporting Period (note 4)	報告期內已確認收入（附註4）	(5,811)
Consideration received from customers, excluding amounts recognised as revenue during the Reporting Period	已收客戶代價，不包括報告期內已確認為收入的款項	7,364
Carrying amount at 30 June 2019	於2019年6月30日的賬面金額	7,364

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18. INTEREST-BEARING BANK AND OTHER LOANS

18. 計息銀行及其他貸款

		Notes 附註	30 June 2019 2019年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年12月31日 RMB'000 人民幣千元
<i>Bank loans:</i>	銀行貸款：			
Secured	有抵押	(a)	83,979	83,979
<i>Hire purchase arrangements – secured</i>	租購安排－有抵押	(b)	–	96
<i>Other loans, unsecured</i>	其他貸款·無抵押	(c)	16,508	16,719
			100,487	100,794
Current	流動		(84,556)	(84,645)
Non-current	非流動		15,931	16,149
Analysed into:	分析為：			
<i>Bank loans repayable:</i>	應於下列期間償還的 銀行貸款：			
Within one year or on demand	一年內或應要求		83,979	83,979
<i>Hire purchase arrangements repayable:</i>	應於下列期間償還的 租購安排：			
Within one year	一年內		–	96
<i>Unsecured other loans repayable:</i>	應於下列期間償還的 無抵押其他貸款：			
Within one year or on demand	一年內或應要求		577	570
In the second year	第二年		15,931	15,565
In the third to fifth years, inclusive	第三至第五年 (包括首尾兩年)		–	584
			16,508	16,719

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18. INTEREST-BEARING BANK AND OTHER LOANS (Continued)

Notes:

- (a) The Group's bank loans are secured by:

Mining rights of Maoling Mine 毛嶺鐵礦的採礦權

- (b) The Group acquired certain of its machinery and other fixed assets through hire purchase arrangements, which were classified as finance leases. As at 30 June 2019, payable relating to the hire purchase arrangements had been repaid.

- (c) The Balance mainly represented an interest-free loan granted by Sapphire Corporation Limited, a non-controlling shareholder of Mancala Holdings, to Mancala Holdings Pty Ltd. The loan is unsecured and due for repayment on or before 31 December 2020.

As at 31 December 2018 and 30 June 2019, except for the hire purchase arrangements and other loans which were denominated in AUD, all bank loans were denominated in RMB.

19. LEASE LIABILITIES

Current 流動
Non-current 非流動

18. 計息銀行及其他貸款 (續)

附註：

- (a) 本集團的銀行貸款以下列項目作抵押：

30 June 2019 2019年6月30日 RMB'000 人民幣千元 (Amount of bank loans) (銀行貸款額)	31 December 2018 2018年12月31日 RMB'000 人民幣千元 (Amount of bank loans) (銀行貸款額)
83,979	83,979

- (b) 本集團透過租購安排購入若干機器及其他固定資產。該等安排分類為融資租賃。於2019年6月30日，租購安排相關應付款項已經償還。

- (c) 該結餘主要指盛世企業有限公司*（開曼曼卡拉的非控股股東）授予Mancala Holdings Pty Ltd的免息貸款。該筆貸款為無抵押，將於2020年12月31日或之前到期償還。

於2018年12月31日及2019年6月30日，除租購安排及其他貸款以澳元計值外，全部銀行貸款均以人民幣計值。

19. 租賃負債

30 June 2019 2019年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年12月31日 RMB'000 人民幣千元
1,066	—
464	—
1,530	—

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

20. ISSUED CAPITAL

Shares

Authorised: 10,000,000,000 Shares of HKD0.1 each	法定： 10,000,000,000股每股 面值0.1港元的股份
Issued and fully paid: 2,249,015,410 (31 December 2018: 2,249,015,410) Shares of HKD0.1 each	已發行及繳足： 2,249,015,410股 (2018年12月31日： 2,249,015,410股) 每股面值0.1港元的股份

A summary of movement in the Company's share capital is as follows:

As at 1 January 2019 and
at 30 June 2019

於2019年1月1日及
2019年6月30日

20. 已發行股本

股份

30 June 2019 2019年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年12月31日 RMB'000 人民幣千元
<u>880,890</u>	<u>880,890</u>
<u>197,889</u>	<u>197,889</u>

本公司股本變動概要如下：

Number of Shares in issue 已發行股份數目	Issued capital 已發行股本 RMB'000 人民幣千元
<u>2,249,015,410</u>	<u>2,249,015,410</u>

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

21. SHARE OPTIONS

The exercise prices and exercise periods of the share options outstanding as at 31 December 2018 and 30 June 2019 are as follows:

Number of options 股份期權數目	Exercise price per Share 每股股份行使價	Exercise period 行使期
'000 千份	HKD 港元	
3,000	5.05	29 June 2012 to 28 December 2019 2012年6月29日至2019年12月28日
3,400	5.05	29 December 2014 to 28 December 2019 2014年12月29日至2019年12月28日
700	4.99	1 October 2012 to 31 March 2020 2012年10月1日至2020年3月31日
700	4.99	1 April 2015 to 31 March 2020 2015年4月1日至2020年3月31日
10,500	3.60	23 May 2013 to 22 May 2021 2013年5月23日至2021年5月22日
8,250	1.00	15 October 2014 to 14 April 2024 2014年10月15日至2024年4月14日
4,175	1.00	15 April 2015 to 14 April 2024 2015年4月15日至2024年4月14日
4,175	1.00	15 October 2015 to 14 April 2024 2015年10月15日至2024年4月14日
34,900		

As at 30 June 2019 and at the date of approval of this interim condensed financial information, the Company had 34,900,000 share options outstanding, which represented approximately 1.55% of the Shares in issue as at that respective dates. All outstanding share options were fully vested in prior years. The exercise in full of the outstanding share options would, under the present capital structure of the Company, result in the issue of 34,900,000 additional Shares and additional share capital of HKD3,490,000 and share premium of HKD90,216,000 (before issue expenses).

22. DIVIDENDS

At a meeting of the Board held on 27 August 2019, the Directors resolved not to pay an interim dividend for the Reporting Period (six months ended 30 June 2018: Nil).

21. 股份期權

於2018年12月31日及2019年6月30日尚未行使的股份期權的行使價及行使期如下：

於2019年6月30日及於本中期簡明財務資料獲批准之日，本公司有34,900,000份尚未行使股份期權，相當於該等日期的已發行股份約1.55%。所有尚未行使股份期權已於過往年度悉數歸屬。根據本公司現時資本架構，悉數行使尚未行使股份期權將導致額外發行34,900,000股股份以及產生額外股本3,490,000港元及股份溢價90,216,000港元（未扣除發行開支）。

22. 股息

於2019年8月27日舉行的董事會會議上，董事決議不派付報告期的中期股息（截至2018年6月30日止六個月：無）。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

23. COMMITMENTS

The Group had the following capital commitments at the end of the reporting period:

Contracted, but not provided for:	已訂約，但未撥備：
– Acquisition of mining rights	– 收購採礦權

24. RELATED PARTY TRANSACTIONS

(a) In addition to the transactions detailed elsewhere in this interim condensed financial information, the Group had the following transactions with related parties during the period:

Sales to related parties to a company controlled by the directors and one employee of Mancala Australia	向一間由澳洲曼卡拉的董事及一名僱員控制的公司的關聯方銷售
Non-interest-bearing loans granted by a company controlled by the directors and one employee of Mancala Australia	一間由澳洲曼卡拉的董事及一名僱員控制的公司給予的不計息貸款
Interest-bearing loan granted by a company controlled by the directors and one employee of Mancala Australia	一間由澳洲曼卡拉的董事及一名僱員控制的公司給予的計息貸款

The sales to related parties were the rendering of specialised mining services to Mancala Resource Pty Limited from Mancala Australia.

23. 承擔

本集團於報告期末的資本承擔如下：

30 June 2019 2019年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年12月31日 RMB'000 人民幣千元
836	1,736

24. 關聯方交易

(a) 除本中期簡明財務資料其他部分已詳列的交易外，本集團於期內與關聯方進行以下交易：

For the six months ended 30 June
截至6月30日止六個月

2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2018 2018年 RMB'000 人民幣千元 (Unaudited) (未經審核)
597	3,303
4,220	4,655
–	3,897

向關聯方銷售指澳洲曼卡拉向 Mancala Resource Pty Limited 提供專業開採服務。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

24. RELATED PARTY TRANSACTIONS (Continued)

(a) (Continued)

Non-interest-bearing loan for the six months ended 30 June 2018 was granted by Mancala Resource Pty Limited to Mancala Australia, which is repayable on demand. Non-interest-bearing loans for the Reporting Period consists of loan granted by Mancala Resource Pty Limited to Mancala Australia, which is repayable on demand, and loan granted by entities controlled by the directors and one employee to Mancala Australia, which is interests-free and is repayable on demand.

Interest-bearing loan for the six months ended 30 June 2018 was granted by entities controlled by the directors and one employee to Mancala Australia, which bore an interest at a fixed rate of 6.6% per annum and had been repaid in the second half of 2018.

(b) Outstanding balance with related parties

Due to related parties:

Non-interest-bearing loans
Non-trade in nature

應付關聯方款項：

不計息貸款
非賬款性質

Except for non-interest-bearing loans of RMB11,538,000 (31 December 2018: RMB7,825,000), other balances with related parties are unsecured, non-interest-bearing and have no fixed terms of repayment.

24. 關聯方交易 (續)

(a) (續)

於截至2018年6月30日止六個月，不計息貸款由Mancala Resource Pty Limited給予澳洲曼卡拉，須應要求償還。於報告期內，不計息貸款包括由Mancala Resource Pty Limited給予澳洲曼卡拉的貸款（須應要求償還），以及多間由董事及一名僱員控制的實體給予澳洲曼卡拉的貸款（為免息，須應要求償還）。

於截至2018年6月30日止六個月，計息貸款由多間由董事及一名僱員控制的實體給予澳洲曼卡拉（按固定年利率6.6厘計息，已於2018年下半年償還）。

(b) 尚未收回的與關聯方結餘

30 June 2019 2019年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2018 2018年12月31日 RMB'000 人民幣千元
11,538	7,825
1,983	1,980
13,521	9,805

除人民幣11,538,000元（2018年12月31日：人民幣7,825,000元）的不計息貸款外，其他與關聯方的結餘為無抵押、不計息及無固定還款期。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

24. RELATED PARTY TRANSACTIONS (Continued)

(c) Compensation of key management personnel of the Group:

Fees	袍金
Basic salaries and other benefits	基本薪金及其他福利
Pension scheme contributions	退休金計劃供款
Total compensation paid to key management personnel	向主要管理人員支付的薪酬總額

24. 關聯方交易 (續)

(c) 本集團主要管理人員的薪酬

For the six months ended 30 June
截至6月30日止六個月

2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2018 2018年 RMB'000 人民幣千元 (Unaudited) (未經審核)
1,108	450
347	264
27	23
<hr/>	<hr/>
1,482	737

25. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

The fair value measurement hierarchy of the Group's financial assets at fair value through profit or loss has been estimated using a valuation technique based on assumptions that require significant unobservable inputs (Level 3). The valuation requires the Directors to make estimates about the expected future cash flows including expected future proceeds from recoverability of the financial assets and on subsequent disposal of the shares of the underlying assets.

The fair value measurement hierarchy of the Group's assets classified as held for sale requires significant unobservable inputs (Level 2).

The carrying amounts of the Group's other financial instruments approximate to their fair values due to the short-term maturity of these financial instruments.

26. APPROVAL OF THE INTERIM CONDENSED FINANCIAL INFORMATION

The interim condensed financial information was approved and authorised for issue by the Board on 27 August 2019.

25. 金融工具公平值及公平值架構

估計本集團按公平值計量且其變動計入當期損益的金融資產時的公平值計量架構，已使用需要以重大不可觀察輸入值（第3層）作假設的估值技術。估值需要董事估計預期未來現金流量，包括收回金融資產的預期未來所得款項及其後出售相關資產的分佔部分。

本集團分類為持作出售的資產的公平值計量架構需要重大不可觀察輸入值（第2層）。

本集團其他金融工具的賬面金額因短期到期而與公平值相若。

26. 批准中期簡明財務資料

董事會於2019年8月27日批准及授權刊發中期簡明財務資料。

Notes to Interim Condensed Financial Information

中期簡明財務資料附註

For the six months ended 30 June 2019
截至2019年6月30日止六個月

27. EVENTS AFTER THE REPORTING PERIOD

As mentioned in note 2.1, on 29 January 2019, Sichuan Lingyu has entered into the SPA in respect of the Disposal with the Purchaser. Upon the completion of the Disposal on 30 July 2019, the Disposal Group (i) ceased to be the subsidiaries of the Company and (ii) has since become subsidiaries of the Purchaser.

As the relevant substantial Shareholders of the Company collectively hold more than 30% equity interests in the Purchaser, which in turn becomes the holding company of the Disposal Group immediately upon the completion of the Disposal. Accordingly, each entity of the Disposal Group becomes related parties of the Company.

Particulars of the Disposal can be referred to the Company's announcements dated on 29 January and 30 July 2019, respectively.

27. 報告期後事項

誠如附註2.1所述，於2019年1月29日，四川凌御與買方訂立有關出售事項的買賣協議。於2019年7月30日完成出售事項後，出售集團(i)已不再為本公司的子公司；及(ii)自此成為買方的子公司。

由於相關本公司主要股東合共持有買方股本權益超過30%，而買方於出售事項完成後成為出售集團的控股公司，故出售集團各實體成為本公司的關聯方。

出售事項詳情請參閱本公司日期分別為2019年1月29日及7月30日的公告。

Glossary

詞彙

“1H2018” 「2018年上半年」	指	the six months ended 30 June 2018 截至2018年6月30日止六個月
“1H2019” or “Reporting Period” 「2019年上半年」或「報告期」	指	the six months ended 30 June 2019 截至2019年6月30日止六個月
“2010 AGM” 「2010年股東週年大會」	指	the Shareholders’ annual general meeting held on 15 April 2010 於2010年4月15日舉行的股東週年大會
“2019 AGM” 「2019年股東週年大會」	指	the Shareholders’ annual general meeting held on 19 June 2019 於2019年6月19日舉行的股東週年大會
“2019 EGM” 「2019年股東特別大會」	指	the Shareholders’ extraordinary general meeting held on 28 June 2019 於2019年6月28日舉行的股東特別大會
“Aba Mining” 「阿壩礦業」	指	Aba Mining Co., Ltd.*, a limited liability company established in the PRC on 27 February 2004 and an indirect wholly-owned subsidiary of the Company 阿壩礦業有限公司，一間於2004年2月27日在中國成立的有限責任公司，為本公司的間接全資子公司
“Anhydrite” 「無水石膏」	指	an anhydrous sulfate mineral with the chemical formula CaSO_4 一種無水硫酸鹽礦物，化學式為 CaSO_4
“Articles” 「章程細則」	指	the articles of association of the Company, adopted on 4 September 2009 and as amended from time to time 本公司於2009年9月4日採納的組織章程細則，經不時修改
“Australian dollars” or “AUD” 「澳元」	指	the lawful currency of the Commonwealth of Australia 澳大利亞聯邦法定貨幣
“Baicao Mine” 「白草鐵礦」	指	the vanadium-bearing titano-magnetite mine located in Huili County, Sichuan and operated by Huili Caitong, with a mining area of 1.88 sq.km. 位於四川會理縣的釩鈦磁鐵礦，由會理財通經營，採礦面積為1.88平方公里
“Baicao Processing Plant” 「白草洗選廠」	指	the ore processing plant located near the Baicao Mine and operated by Huili Caitong 位於白草鐵礦附近的礦石洗選廠，由會理財通經營
“Board” 「董事會」	指	the board of Directors 董事會

<p>“Chengyu Vanadium Titano”</p> <p>「成渝鈮鈦」</p>	<p>指</p>	<p>Chengyu Vanadium Titano Technology Ltd.*, formerly known as Weiyuan Steel Co., Ltd.*, a sino-foreign equity joint venture established in the PRC on 3 April 2001 and a connected person to the Group</p> <p>成渝鈮鈦科技有限公司（前稱威遠鋼鐵有限公司），一間於2001年4月3日在中國成立的中外合資經營企業，為本集團的關連人士</p>
<p>“China” or “PRC”</p> <p>「中國」</p>	<p>指</p>	<p>the People’s Republic of China excluding, for the purpose of this interim report, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan</p> <p>中華人民共和國，就本中期報告而言，不包括香港、中國澳門特別行政區及台灣</p>
<p>“Cizhuqing Mine”</p> <p>「茨竹箐鐵礦」</p>	<p>指</p>	<p>the vanadium-bearing titano-magnetite mine located in Huili County, Sichuan and operated by Huili Caitong, with a mining area of 1.279 sq.km.</p> <p>位於四川會理縣的鈮鈦磁鐵礦，由會理財通經營，採礦面積為1.279平方公里</p>
<p>“Company” or “our”</p> <p>「本公司」或「我們」</p>	<p>指</p>	<p>China Vanadium Titano-Magnetite Mining Company Limited, a limited liability company incorporated in the Cayman Islands on 28 April 2008</p> <p>中國鈮鈦磁鐵礦業有限公司，一間於2008年4月28日在開曼群島註冊成立的有限公司</p>
<p>“Companies Law”</p> <p>「公司法」</p>	<p>指</p>	<p>the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands</p> <p>開曼群島法例第22章公司法（1961年法例3，經綜合及修訂）</p>
<p>“Continuing Operations”</p> <p>「持續經營業務」</p>	<p>指</p>	<p>operations of the Remaining Group</p> <p>保留集團的業務</p>
<p>“Controlling Shareholder(s)”</p> <p>「控股股東」</p>	<p>指</p>	<p>has the meaning ascribed thereto in the Listing Rules</p> <p>具上市規則所賦予的涵義</p>
<p>“Director(s)”</p> <p>「董事」</p>	<p>指</p>	<p>director(s) of the Company or any one of them</p> <p>本公司任何一名或多名董事</p>
<p>“Discontinued Operations”</p> <p>「已終止經營業務」</p>	<p>指</p>	<p>operations of the Disposal Group</p> <p>出售集團的業務</p>
<p>“Disposal”</p> <p>「出售事項」</p>	<p>指</p>	<p>the sale transaction of Disposal Group to Chengyu Vanadium Titano which was entered into on 29 January 2019 and completed on 30 July 2019</p> <p>於2019年1月29日訂立並於2019年7月30日完成向成渝鈮鈦出售出售集團的交易</p>
<p>“Disposal Group”</p> <p>「出售集團」</p>	<p>指</p>	<p>Huili Caitong and its subsidiaries, namely Xiushuihe Mining and Panzhuhua Yixingda</p> <p>會理財通及其子公司秀水河礦業及攀枝花易興達</p>

Glossary

詞彙

“Fe” 「Fe」	指	chemical symbol of iron element 鐵元素的化學符號
“FY2018” 「2018財政年度」	指	financial year ended and/or as at 31 December 2018 截至2018年12月31日止財政年度及／或於2018年12月31日
“Group” 「本集團」	指	the Company and its subsidiaries 本公司及其子公司
“Gypsum” 「石膏」	指	a soft hydrous sulfate mineral with the chemical formula $\text{CaSO}_4 \cdot 2\text{H}_2\text{O}$ 一種軟質含水硫酸鹽礦物，化學式為 $\text{CaSO}_4 \cdot 2\text{H}_2\text{O}$
“Haibaodang Mine” 「海保函鐵礦」	指	the vanadium-bearing titano-magnetite mine located in Renhe District, Panzhihua City, Sichuan, with an exploration area of 26.2 sq.km. 位於四川攀枝花市仁和區的鈦鈹磁鐵礦，勘查面積為26.2平方公里
“Hailong Processing Plant” 「海龍洗選廠」	指	the ore processing plant located near the Cizhuqing Mine and operated by Huili Caitong 位於茨竹箐鐵礦附近的礦石洗選廠，由會理財通經營
“Heigutian Processing Plant” 「黑谷田洗選廠」	指	the ore processing plant located near the Yangqueqing Mine and owned by Huili Caitong 位於陽雀箐鐵礦附近的礦石洗選廠，由會理財通擁有
“High Fe Mines” 「高鐵品位礦場」	指	Maoling-Yanglongshan Mine and Maoling Processing Plant 毛嶺—羊龍山鐵礦及毛嶺洗選廠
“Hong Kong” 「香港」	指	the Hong Kong Special Administrative Region of the PRC 中國香港特別行政區
“Hong Kong dollars” or “HKD” 「港元」	指	the lawful currency of Hong Kong 香港法定貨幣
“Huili Caitong” 「會理財通」	指	Huili County Caitong Iron and Titanium Co., Ltd.*, established in the PRC on 7 July 1998 and has been a foreign equity joint venture in the PRC since 29 December 2010, an indirect wholly-owned subsidiary of the Company till 30 July 2019 會理縣財通鐵鈦有限責任公司，於1998年7月7日在中國成立，並自2010年12月29日起成為中國的外商合資經營企業，直至2019年7月30日為止為本公司的間接全資子公司

“IFRSs”		International Financial Reporting Standards, which comprise standards and interpretations approved by the International Accounting Standards Board and the International Accounting Standards and Standing Interpretations Committee interpretations approved by the International Accounting Standards Committee that remain in effect
「國際財務報告準則」	指	國際財務報告準則，包括仍然生效由國際會計準則理事會批准的準則及詮釋，以及由國際會計準則委員會批准的國際會計準則及常務詮釋委員會詮釋
“Inactive Mines”		Cizhuqing Mine, Yangqueqing Mine and Haibaodang Mine
「不活躍礦場」	指	茨竹箐鐵礦、陽雀箐鐵礦及海保函鐵礦
“iron”		a silvery-white, lustrous, malleable, ductile, magnetic or magnetisable, metallic element occurring abundantly in combined forms, notably in hematite, limonite, magnetite, and taconite, and alloyed for use in a wide range of important structural materials
「鐵」	指	一種銀白色的、有光澤、有韌性、可延展、有磁性或可被磁化的金屬元素，以化合物形式大量存在，主要有赤鐵礦、褐鐵礦、磁鐵礦及角礫，在許多種重要結構材料中用作合金的一種
“iron concentrate(s)”		concentrate(s) whose main mineral content (by value) is iron
「鐵精礦」	指	主要礦物成份（按價值）為鐵的精礦
“iron ore”		compounds of iron and oxygen (iron oxides) mixed with impurities (gangue); it is a mineral which when heated in the presence of a reductant will yield metallic iron
「鐵礦石」	指	混合雜質（脈石）的鐵與氧混合物（氧化鐵）；是一種與還原劑一起加熱時會成為金屬鐵的礦物
“iron pellet(s)”		a round hardened clump of iron-rich material suitable for application in blast furnaces
「球團礦」	指	適用於高爐的圓球狀硬化物料，含鐵量高
“Iron Pelletising Plant”		the plant that produces iron pellets and is located in Huili County, Sichuan, which is approximately 5.5 km. from the Xiushuihe Mine and operated by Huili Caitong
「球團礦廠」	指	位於四川會理縣生產球團礦的工廠，由會理財通經營，距離秀水河鐵礦約5.5公里

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詞彙

“JORC Code (2004 Edition)”

「聯合可採儲量委員會規則
(2004年版)」

指

the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves, prepared by the Joint Ore Reserves Committee of the Australasian Institute of Mining and Metallurgy, Australian Institute of Geoscientists and Minerals Council of Australia in 1989 and revised and updated in 1992, 1996, 1999 and 2004 that sets out minimum standards, recommendations and guidelines for public reporting

由澳大利西亞礦冶學會、澳洲地質學家協會及澳洲礦物委員會所組成的聯合可採儲量委員會於1989年編製，並於1992年、1996年、1999年及2004年修訂及更新的澳大利西亞礦產勘探結果、礦產資源量及可採儲量的報告規則，載列就向公眾申報而言的最低標準、建議及指引

“JORC Code (2012 Edition)”

「聯合可採儲量委員會規則
(2012年版)」

指

the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves, prepared by the Joint Ore Reserves Committee of the Australasian Institute of Mining and Metallurgy, Australian Institute of Geoscientists and Minerals Council of Australia in 1989 and revised and updated in 1992, 1996, 1999, 2004 and 2012, that sets out minimum standards, recommendations and guidelines for public reporting

由澳大利西亞礦冶學會、澳洲地質學家協會及澳洲礦物委員會所組成的聯合可採儲量委員會於1989年編製，並於1992年、1996年、1999年、2004年及2012年修訂及更新的澳大利西亞礦產勘探結果、礦產資源量及可採儲量的報告規則，載列就向公眾申報而言的最低標準、建議及指引

“Kingston Grand”

「Kingston Grand」

指

Kingston Grand Limited, a company incorporated in the British Virgin Islands on 20 February 2007, holder of 40% of the issued share capital of Trisonic International

Kingston Grand Limited，一間於2007年2月20日在英屬處女群島註冊成立的公司，持有合創國際40%的已發行股本

“km.”

「公里」

指

kilometre(s), a metric unit measure of distance

公里，量度距離的十進制單位

“Kt”

「千噸」

指

thousand tonnes

千噸

“Ktpa”

「千噸／年」

指

thousand tonnes per annum

每年千噸

“Listing Rules”

「上市規則」

指

the Rules Governing the Listing of Securities on the Stock Exchange

聯交所證券上市規則

“Low Fe Mines”

「低鐵品位礦場」

指

Baicao Mine, Baicao Processing Plant, Xiushuihe Mine (including expansion), Xiushuihe Processing Plant, Hailong Processing Plant, Heigutian Processing Plant and Iron Pelletising Plant

白草鐵礦、白草洗選廠、秀水河鐵礦（包括擴展地區）、秀水河洗選廠、海龍洗選廠、黑谷田洗選廠及球團礦廠

<p>“Mancala Australia” 「澳洲曼卡拉」</p>	<p>指</p>	<p>Mancala Holdings Pty Ltd. and its subsidiaries Mancala Holdings Pty Ltd.及其子公司</p>
<p>“Mancala Holdings” 「開曼曼卡拉」</p>	<p>指</p>	<p>Mancala Holdings Limited, the legal and beneficial owner of the entire issued share capital of Mancala Holdings Pty Ltd. Mancala Holdings Limited · Mancala Holdings Pty Ltd.全部已發行股本的法律上兼實益擁有人</p>
<p>“Maoling Extended Exploration Area” 「毛嶺延伸勘探區域」</p>	<p>指</p>	<p>formerly an independent exploration region with an area of 2.83 sq.km. covered under the extended exploration permit of the Maoling Mine (covering 1.9 sq.km. of the mining area of the Maoling Mine), has been consolidated with the Yanglongshan Mine since September 2012 to form the Maoling-Yanglongshan Mine 原為毛嶺鐵礦延伸勘探許可證所覆蓋面積為2.83平方公里（覆蓋1.9平方公里的毛嶺鐵礦採礦面積）的獨立勘探區域，自2012年9月起與羊龍山鐵礦合併成為毛嶺—羊龍山鐵礦</p>
<p>“Maoling Mine” 「毛嶺鐵礦」</p>	<p>指</p>	<p>an ordinary magnetite mine located in Wenchuan County, Sichuan, with a mining area of 1.9 sq.km. 一個位於四川汶川縣的普通磁鐵礦，採礦面積為1.9平方公里</p>
<p>“Maoling Processing Plant” 「毛嶺洗選廠」</p>	<p>指</p>	<p>the ore processing plant located near the Maoling-Yanglongshan Mine and operated by Aba Mining 位於毛嶺—羊龍山鐵礦附近的礦石洗選廠，由阿壩礦業經營</p>
<p>“Maoling-Yanglongshan Mine” 「毛嶺—羊龍山鐵礦」</p>	<p>指</p>	<p>an exploration region with a total area of 11.6 sq.km. covered under the exploration permit of the Maoling-Yanglongshan Mine (the mining area covered is owned by the Maoling Mine), formed from the combination of the Maoling Extended Exploration Area and the Yanglongshan Mine since September 2012 and operated by Aba Mining 由毛嶺—羊龍山鐵礦勘探許可證所覆蓋總面積為11.6平方公里的勘探區域，由毛嶺延伸勘探區域與羊龍山鐵礦自2012年9月起合併而成，所覆蓋的採礦範圍由毛嶺鐵礦擁有，並由阿壩礦業經營</p>
<p>“mining right(s)” 「採礦權」</p>	<p>指</p>	<p>the right(s) to mine mineral resources and obtain mineral products in areas where mining activities are licensed 於獲發執照進行開採活動範圍內開採礦產資源及取得礦產品的權利</p>
<p>“Model Code” 「標準守則」</p>	<p>指</p>	<p>Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules 上市規則附錄十所載的上市發行人董事進行證券交易的標準守則</p>
<p>“Mt” 「百萬噸」</p>	<p>指</p>	<p>million tonnes 百萬噸</p>

Glossary

詞彙

<p>“NM” 「無意義」</p>	指	not meaningful. For the purpose of this report, the Board has taken the view that percentage change of more than 1,000% is not meaningful 無意義。就本報告而言，董事會認為百分比變動大於1,000%不具任何意義
<p>“N/A” 「不適用」</p>	指	not applicable 不適用
<p>“Net Profit” or “Net Loss” 「純利」或「虧損淨額」</p>	指	profit or loss attributable to owners 歸屬於擁有人的利潤或虧損
<p>“ore processing” 「礦石洗選」</p>	指	the process which in general refers to the extraction of usable portions of ores by using physical and chemical extraction methods 利用物理及化學方式提取礦石中有用部分的廣義工序
<p>“Panzhuhua Yixingda” 「攀枝花易興達」</p>	指	Panzhuhua Yixingda Industrial Trading Co., Ltd.*, a limited liability company established in the PRC on 9 July 2009 and an indirect wholly-owned subsidiary of the Company till 30 July 2019 攀枝花易興達工貿有限責任公司，一間於2009年7月9日在中國成立的有限責任公司，直至2019年7月30日為止為本公司的間接全資子公司
<p>“Remaining Group” 「保留集團」</p>	指	the Company and its subsidiaries excluding the Disposal Group 本公司及其子公司（不包括出售集團）
<p>“Renminbi” or “RMB” 「人民幣」</p>	指	the lawful currency of the PRC 中國法定貨幣
<p>“SFO” 「證券及期貨條例」</p>	指	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time 香港法例第571章證券及期貨條例（經不時修訂、增補或以其他方式修改）
<p>“Share(s)” 「股份」</p>	指	ordinary share(s) in the share capital of the Company, with a nominal value of HK\$0.1 each 本公司股本中的普通股，每股面值0.1港元
<p>“Shareholder(s)” 「股東」</p>	指	holder(s) of the Share(s) 股份持有人
<p>“Shigou Gypsum Mine” 「石溝石膏礦」</p>	指	a gypsum mine located at Hanyuan County, Ya’an City, Sichuan, with a mining area of 0.1228 sq.km. 一個位於四川雅安市漢源縣的石膏礦，採礦面積為0.1228平方公里
<p>“Sichuan” 「四川」</p>	指	the Sichuan province of the PRC 中國四川省

“Sichuan Lingyu” [四川凌御]	指	Sichuan Lingyu Investment Co., Ltd.*, a limited liability company established in the PRC on 9 June 2010 and an indirect wholly-owned subsidiary of the Company 四川省凌御投資有限公司，一間於2010年6月9日在中國成立的有限責任公司，為本公司的間接全資子公司
“Singapore dollars” or “SGD” [新加坡元]	指	the lawful currency of the Republic of Singapore 新加坡共和國法定貨幣
“sq.km.” [平方公里]	指	square kilometre(s) 平方公里
“Stock Exchange” [聯交所]	指	The Stock Exchange of Hong Kong Limited 香港聯合交易所有限公司
“TFe” [TFe]	指	the symbol for denoting total iron 表示全鐵的符號
“titanium concentrate(s)” [鈦精礦]	指	concentrate(s) whose main content (by value) is titanium dioxide 主要成份（按價值）為二氧化鈦的精礦
“Trisonic International” [合創國際]	指	Trisonic International Limited, a company incorporated in Hong Kong on 19 July 2006 and a Controlling Shareholder 合創國際有限公司，一間於2006年7月19日在香港註冊成立的公司，為控股股東
“Type 331” [種類331]	指	measured intrinsic economic resources (Type 331) as defined in the Classification for Resources/Reserves of Solid Fuels and Mineral Commodities 《固體礦產資源／儲量分類》所界定的探明的內蘊經濟資源量（種類331）
“Type 333” [種類333]	指	inferred intrinsic economic resources (Type 333) as defined in the Classification for Resources/Reserves of Solid Fuels and Mineral Commodities 《固體礦產資源／儲量分類》所界定的推斷的內蘊經濟資源量（種類333）
“United States” or “US” [美國]	指	the United States of America, its territories, its possessions and all areas subject to its jurisdiction 美利堅合眾國，其領土、屬地及所有司法權區
“US dollars” or “USD” [美元]	指	the lawful currency of the United States 美國法定貨幣
“Vietnamese dong” or “VND” [越南盾]	指	the lawful currency of the Socialist Republic of Vietnam 越南社會主義共和國法定貨幣

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“Xiushuihe Mine”		the vanadium-bearing titano-magnetite mine located in Huili County, Sichuan and operated by Xiushuihe Mining, with a mining area of 0.52 sq.km.
「秀水河鐵礦」	指	位於四川會理縣的釩鈦磁鐵礦，由秀水河礦業經營，採礦面積為0.52平方公里
“Xiushuihe Mining”		Huili County Xiushuihe Mining Co., Ltd.*, a limited liability company established in the PRC on 26 June 2007, an indirect subsidiary of the Company that owns 95.0% equity interest till 30 July 2019
「秀水河礦業」	指	會理縣秀水河礦業有限公司，一間於2007年6月26日在中國成立的有限責任公司，直至2019年7月30日為止為本公司擁有95.0%股本權益的間接子公司
“Xiushuihe Processing Plant”		the ore processing plant located at the Xiushuihe Mine and operated by Xiushuihe Mining
「秀水河洗選廠」	指	位於秀水河鐵礦的礦石洗選廠，由秀水河礦業經營
“Yanglongshan Mine”		an ordinary magnetite mine located in Wenchuan County, Sichuan, formerly an independent exploration region with an area of 8.79 sq.km. covered under the exploration permit of the Yanglongshan Mine, and has been consolidated as the Maoling-Yanglongshan Mine with the original Maoling Extended Exploration Area since September 2012
「羊龍山鐵礦」	指	一個位於四川汶川縣的普通磁鐵礦，原為由羊龍山鐵礦勘查許可證所覆蓋面積為8.79平方公里的獨立勘查區域，自2012年9月起與原來的毛嶺延伸勘查區域合併為毛嶺—羊龍山鐵礦
“Yangqueqing Mine”		the vanadium-bearing titano-magnetite mine located in Huili County, Sichuan, with a mining area of 0.25 sq.km.
「陽雀箐鐵礦」	指	位於四川會理縣的釩鈦磁鐵礦，採礦面積為0.25平方公里

* For identification purpose only

* 僅供識別



CHINA VANADIUM
TITANO-MAGNETITE MINING
COMPANY LIMITED
中國鈮鈦磁鐵礦業有限公司

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