



CHINA VANADIUM TITANO-MAGNETITE MINING COMPANY LIMITED  
中國鈦鈷磁鐵礦業有限公司

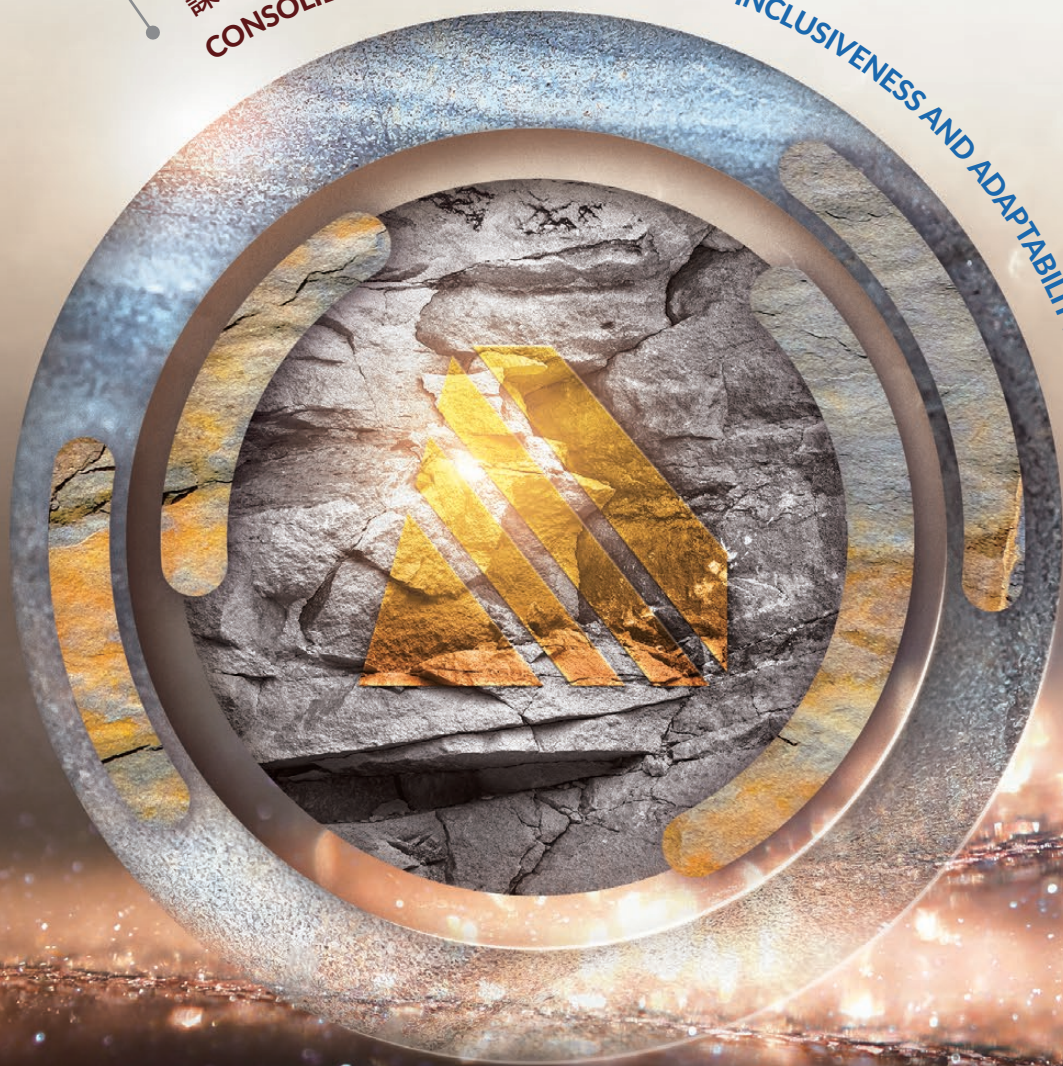
(Incorporated in the Cayman Islands with limited liability)  
(於開曼群島註冊成立之有限公司)  
(Stock Code 股份代號：00893)

2020

INTERIM REPORT 中期報告

謀定而動 順勢而為

CONSOLIDATE THE FOUNDATION WITH INCLUSIVENESS AND ADAPTABILITY



## Our Presence 集團版圖



### A. Mines 礦

Name 名稱	Location 位置	Area 面積	Type of Resources 資源種類	Resources as at 1 January 2020 (Mt) 於2020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	55.67 <sup>(1)</sup>	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 <sup>(2)</sup> (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 <sup>(3)</sup> 高品位鐵精礦：150.0千噸/年 <sup>(3)</sup>

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

<sup>(2)</sup> 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)

<sup>(3)</sup> Under the wet basis 根據濕基基準



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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. Chong Eng Wee

### AUTHORISED REPRESENTATIVES

Mr. Jiang Zhong Ping

Mr. Chong Eng Wee

### REGISTERED OFFICE

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KY1-1111

Cayman Islands

### PRINCIPAL PLACE OF BUSINESS IN HONG KONG

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### 董事會 非執行董事

鄭永權先生 (*主席*)

### 執行董事

蔣中平先生

(*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*)

蔣中平先生

余海宗先生

### 提名委員會

鄭永權先生 (*主席*)

蔣中平先生

余海宗先生

劉毅先生

吳文先生

### 公司秘書

章英偉先生

### 授權代表

蔣中平先生

章英偉先生

### 註冊辦事處

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman

KY1-1111

Cayman Islands

### 香港主要 營業地點

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香港會所大廈

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### 主要股份登記及 過戶處

SMP Partners

(Cayman) Limited

Royal Bank House

– 3<sup>rd</sup> Floor

24 Shedden Road

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KY1-1110

Cayman Islands

**HONG KONG BRANCH  
SHARE REGISTRAR  
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OFFICE**

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**WEBSITE**

www.chinavtmmining.com

**STOCK CODE**

00893

**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  
有限公司  
香港  
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皇后大道東183號  
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**核數師**

安永會計師事務所  
香港  
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**法律顧問**

*關於香港法律：*  
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Cayman Islands

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**合資格人士**

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**網站**

www.chinavtmmining.com

**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

# Management Discussion and Analysis

## 管理層討論及分析

### MARKET REVIEW

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

- China did not set a target for its economic growth for 2020 due to unprecedented challenges and uncertainties brought about by the coronavirus disease 2019 (“COVID-19”) pandemic;
- while the COVID-19 pandemic and the resulting lockdown measures had significantly impacted the Chinese economy in the first quarter of 2020, resumption of business and industrial activities has picked up the pace since the second quarter, but its sustainability remains to be seen;
- in the first quarter of 2020, compared with the same period in 2019, China’s gross domestic product (“GDP”) contracted by 6.8%, investment in fixed assets dropped by 16.1%, and mining and manufacturing capacity utilisation fell by 6.0% and 9.1%, respectively;
- the 9.8% quarter-on-quarter negative growth recorded for China’s GDP during the first quarter of 2020 was to some extent offset by the gradual recovery in the second quarter. Nevertheless, according to the National Bureau of Statistics of the PRC, China’s GDP for 1H2020 dropped by 1.6% year-on-year;
- following the suspension of production activities in January and February 2020 in China, output levels of crude iron ore were just below 75 Mt in March, April, and May 2020. Similarly, after a gradual start for rolled steel output of 98.8 Mt in March 2020, monthly output volume reached a record high of 114.5 Mt in May 2020;
- overcapacity remained a focal point for the industry despite a drop in production volume due to the COVID-19 pandemic. After putting a stop to new steel capacity replacement projects in January 2020, in June 2020, the National Development and Reform Commission of the PRC (the “NDRC”), alongside the Ministry of Industry and Information Technology (“MIIT”) and four other PRC ministries issued the “Notice Concerning Properly Undertaking Work for the Dissolution of Excessive Capacity in Key Sectors in 2020”\*, which reiterated previous strategies to resolve overcapacity, including the complete elimination of “zombie enterprises”, acceleration of high quality development, and strict control of total production volume;

### 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：

- 鑑於2019冠狀病毒病（「COVID-19」）大流行造成前所未見的挑戰及未知之數，中國並無訂下2020年的經濟增長目標；
- 儘管COVID-19大流行及相應封鎖措施於2020年第一季嚴重打擊中國經濟，惟商業及工業活動復甦步伐自第二季度起加快。然而，復甦步伐能否持續仍未可知；
- 於2020年第一季，中國國內生產總值較2019年同期萎縮6.8%，固定資產投資減少16.1%，採礦及製造業產能使用率分別下跌6.0%及9.1%；
- 2020年第二季中國國內生產總值逐步回穩，一定程度上抵銷了第一季9.8%的按季負增長。然而，根據中國國家統計局資料，2020年上半年中國國內生產總值按年下降1.6%；
- 2020年1月及2月中國生產活動中止後，原鐵礦石產量於2020年3月、4月及5月產量水平僅略低於75百萬噸。同樣地，鋼鐵產量繼2020年3月初步回升至98.8百萬噸後，月產量於2020年5月反彈至114.5百萬噸的歷史高位；
- 儘管COVID-19大流行導致產量下跌，惟過剩產能仍為行業焦點。於2020年1月暫停新的鋼鐵產能置換方案後，中國國家發展和改革委員會（「發改委」）聯同工業和信息化部（「工信部」）及中國另外四個部委於2020年6月發出《關於做好2020年重點領域化解過剩產能工作的通知》，鞏固化解過剩產能的既定策略，包括完全消滅「僵屍企業」、加快推動高質量發展及嚴格控制產能總量；

# Management Discussion and Analysis

## 管理層討論及分析

- the NDRC, MIIT, and other PRC ministries also reaffirmed the importance for the steel industry to fully transition to “green development” in the “Main Points for Eliminating Excess Iron and Steel Capacity in 2020”\*, which entails constantly raising the proportion of ultra-low emissions and minimising pollutant emissions by steel enterprises;
- meanwhile, the global COVID-19 pandemic has brought devastating effects to the world economy. Consequently, the Worldsteel Association forecast that worldwide steel demand would contract by 6.4% in 2020, while the China Iron and Steel Association anticipated a 1.0% growth in steel demand in China for 2020, mainly driven by infrastructure fixed-asset investments, which is expected to grow by 10% in 2020;
- save for February 2020, China’s Purchasing Managers’ Index (“PMI”) maintained above the threshold of 50.0. The PMI increased from 35.7 in February to 52.0 in March 2020, even when manufacturing and business activities were suspended. As steel-using industries resumed work in April and May 2020, demand for steel rebounded, using up inventory stock and bolstering its price. The PMI for the steel sector consistently recovered from the lowest trough of 36.6 at the end of February 2020, reaching 50.9 at the end of May 2020, and adjusting to 49.3 at the end of June 2020, which is slightly above that of 48.2 a year ago;
- China’s steel export for 1H2020 dropped 16.5% year-on-year to 28.7 Mt as it was affected by the shutdown of manufacturing and construction activities in many countries worldwide due to the global COVID-19 pandemic, according to the General Administration of Customs of the PRC. The export volume is expected to further shrink towards the end of 2020;
- the China Iron Ore Price Index (“CIOPI”) compiled by the China Iron and Steel Association took a hit at the end of the Chinese New Year holidays in 2020 when it dropped below 300 from the steady level of above 340 throughout January 2020. It stayed within a narrow range of just above 300 for three months until mid-May 2020. By the end of June 2020, it has recovered its pre-pandemic levels, but still a far cry from the historic high of 419.51 in July 2019; and
- 發改委、工信部與中國其他部委亦於《2020年鋼鐵化解過剩產能工作要點》中重申全面推進鋼鐵行業綠色發展的重要性，因此鋼鐵企業要不斷提高超低排放比例，減少污染物排放總量；
- 與此同時，全球COVID-19大流行對環球經濟帶來災難性的打擊。因此，世界鋼鐵協會預期2020年全球鋼鐵需求將萎縮6.4%，而中國鋼鐵工業協會則預料2020年中國鋼鐵需求增長1.0%，主要受2020年基礎建設固定資產投資預期增長10%帶動；
- 除2020年2月之外，中國採購經理指數一直維持於50.0的分水嶺以上。即使製造業及商業活動一度暫停，惟採購經理指數仍由2020年2月的35.7上升至3月的52.0。隨着多個鋼鐵消耗產業於2020年4月及5月復工，鋼鐵需求復甦，繼而清理庫存並推高價格。鋼鐵板塊的採購經理指數從2020年2月底的谷底36.6持續反彈，於2020年5月底達到50.9，雖於2020年6月底調整至49.3，惟仍稍高於一年前的48.2；
- 受全球COVID-19大流行影響，環球多國的製造及建造活動因而停頓，根據中國海關總署資料，2020年上半年中國鋼鐵出口按年下跌16.5%至28.7百萬噸。直至2020年底的出口量預計將進一步收縮；
- 中國鋼鐵工業協會編製的中國鐵礦石價格指數在2020年1月一直企穩於340以上，直至2020年春節假期結束時跌穿300。該指數其後三個月在略高於300的窄幅下落，直至2020年5月中。至2020年6月底，該指數已回復大流行前水平，惟與2019年7月的歷史高位419.51比較仍有一大段距離；及

# Management Discussion and Analysis

## 管理層討論及分析

- in much the same way, the CIOPI for 62% TFe dropped from 96.15 in mid-January 2020 to the year's lowest of 79.8 after the Chinese New Year holidays in 2020, and fluctuated within a small range until early May 2020 when it gained upward momentum.

TFe含量62%的中國鐵礦石價格指數趨勢大致相同，由2020年1月中的96.15下跌至2020年春節假期後的年度最低位79.8，其後窄幅波動，直至於2020年5月初重拾升軌。

## BUSINESS AND OPERATIONS REVIEW

### Market and Strategy Overview

The COVID-19 pandemic, the China-US friction, China-Australia trade dispute and the global geopolitical uncertainty have affected the global economic activities. The recent resurgence of COVID-19 infections have posed unprecedented risks and impacts on various businesses which are already slowing and facing tremendous pressure during this difficult pandemic-hit time. Countries lockdown and travel restrictions have disrupted supply chains, which have led to a collapse in demand and abrupt fall in prices for commodities. The COVID-19 pandemic has severely heightened uncertainty over the global economy. Like many other businesses, the Group's operations in China and Australia have been adversely affected.

It is also rare to see that China did not set any economic growth target for 2020. Given that, the Group has to be realistic in such situations and it is premature now for the Group to be over-optimistic in assuming a sharp recovery in the foreseeable future even when the pandemic has recently shown signs of stabilising in China.

Whilst the Group had previously stated that it hoped to recoup a significant part of capacity loss (due to major production suspension in 1H2020) in its internal production plans in the second half of 2020, the Group has made certain underlying assumptions, empirically and theoretically, that the COVID-19 pandemic will only cause a short-term slowdown which will not significantly affect the fundamentals of the Chinese economic growth over a longer term. The Group however notes that the pace of such recovery, if any, will depend largely on the scenarios and situations of the outbreak containments and the outcomes of which remain largely unknown or uncertain at this stage. On these grounds and given the degree of uncertainty, the Group has deferred its major capital expenditure decisions and delayed its expansion plans for its existing operations. The Group may also need to postpone or slow down its evaluation of major mining services jobs opportunities until the situations improve.

## 業務及營運回顧

### 市場及策略概覽

COVID-19大流行、中美磨擦、中澳貿易糾紛以至環球地緣政治不明朗等因素，均窒礙全球經濟活動。在大流行肆虐下，許多行業本已面對沉重的下行壓力，COVID-19確診個案近期回升，更再一次產生空前隱憂和影響。多國實施封鎖和交通限制等措施，對供應鏈造成干擾，導致需求大量流失，商品價格暴跌。COVID-19大流行令全球經濟不穩定因素急升。本集團於中國及澳洲的業務難以獨善其身，受到不利影響。

中國罕有地不就2020年設定任何經濟增長目標。有鑑於此，本集團有必要實事求是，即使中國疫情近期漸趨穩定，但仍不能過份樂觀，以為可見將來會出現強勁復甦。

儘管本集團曾表示，期望於2020年下半年補回內部生產計劃中因2020年上半年主要生產停頓而流失的大部分產量，惟本集團已依據經驗及理論作出若干相關假設，即COVID-19大流行僅會導致中國經濟短期放緩，長遠而言不會大幅改變增長基調。然而，本集團注意到復甦（如有）步伐在很大程度上將取決於疫情防控的情況及狀況，而有關結果目前仍屬未知或未明。基於上述理由及不確定程度，本集團已推遲主要資本開支決定，並延遲現有營運的擴展計劃。本集團亦可能需要延後或減慢對主要開採服務工作機會的評估，直至情況改善為止。



# Management Discussion and Analysis

## 管理層討論及分析

The Group's immediate plans are to focus on optimising its post-resumption capacity utilisation for its High Fe Mines, stabilising its operating cash flows, building up inventories for progressive demand recovery and keeping its operating costs down. It remains relevant for the Group to chart sustainable growth strategies. The Group notes that any sustainable recovery plans, pace and path during this period of time will appear to be long-haul strategies for implementation in a longer term.

### Operation and Financial Overview

During the Reporting Period, the Group reported lower revenue, which fell by 32.3% to approximately RMB181.1 million for 1H2020. The Group's operations at the Maoling Mine were suspended for almost 3 months during the Reporting Period (the "Production Suspension") as a result of the COVID-19 pandemic, which led to travel restrictions and supply chain disruptions.

Specifically,

- production volume fell by 22.4% due to the Production Suspension during the COVID-19 pandemic;
- average selling price for high-grade iron concentrates declined by approximately 2.4% due mainly to uncertainty in market demand as affected by the COVID-19 pandemic despite certain recovery at an inconsistent pace;
- trading activities fell as a result of operational suspension over lockdown in cities, travel restrictions and supply chain disruptions amid COVID-19 pandemic. The Group did not trade for almost 2 months as the COVID-19 pandemic has caused disruptions to supply chains. The Group remained cautious to trade as a result of market volatility and uncertainty during the Reporting Period. The Group's overall purchase and sales volumes of trading activities were approximately 37.2 Kt, representing a fall of 35.1% as compared to 1H2019; and
- exclusion of revenues derived from the loss-making Discontinued Operations, which had been disposed of on 30 July 2019.

本集團目前的計劃是專注於優化高鐵品位礦場恢復生產後的產能使用率、強化經營現金流量、為需求逐步復甦儲備庫存並繼續壓低經營成本。本集團亦不忘規劃可持續發展策略。本集團明白在當前環境下，任何可持續復甦計劃、步伐及路線圖均為需長時間落實的長線策略。

### 營運及財務概覽

於報告期內，本集團收入減少32.3%至2020年上半年約人民幣181.1百萬元。COVID-19大流行導致交通限制及供應鏈中斷，本集團的毛嶺鐵礦因而於報告期內暫停運作接近3個月（「停產」）。

具體而言，

- 於COVID-19大流行期間，產量因停產而下跌22.4%；
- 高品位鐵精礦平均售價下跌約2.4%，主要是由於受到COVID-19大流行影響，即使市場正以不一的步伐復甦，惟需求仍不明朗；
- 在COVID-19大流行期間，由於封城、交通限制及供應鏈中斷，故買賣活動因暫停運作而有所減少。COVID-19大流行導致供應鏈中斷，本集團暫停買賣近2個月。於報告期內，市場反覆波動，市況未明，本集團對買賣活動取態審慎，旗下買賣業務的總購買量及銷售量較2019年上半年下跌35.1%至約37.2千噸；及
- 已剔除蒙受虧損且已於2019年7月30日售出的已終止經營業務的收入。



## Management Discussion and Analysis 管理層討論及分析

The Group recorded a lower gross profit of approximately of RMB14.0 million as compared to 1H2019. On a comparable basis, gross profit margin was approximately 7.7% for 1H2020 due mainly to lower operating activities across all business segments for the foregoing reasons. Administrative expenses, comprising mainly staff cost, remained relatively stable at RMB20.5 million as compared to 1H2019, despite payments of redundancy costs and additional overheads arising from Production Suspension in the Reporting Period.

Given the pressing macro-factors mentioned above – COVID-19 pandemic, US-China trade tensions, China-Australia diplomatic tensions have affected the availability of major mining services jobs opportunities in Australia. Global travel restrictions have affected the ability of the mining services team to explore opportunities in other countries. The management of the Group has reassessed the existing value-in-use and/or fair values of equipment held-for-sale and those operating assets more prudently. In addition, as a result of the lower capacity utilisation, slowing demand, weak market conditions and the unprecedented risks relating to the pandemic-hit economic activities, the Group's specialised mining services business recorded higher operating and impairment losses during the Reporting Period.

The Group recorded lower Net Loss for 1H2020 due mainly to the exclusion of the loss-making Discontinued Operations, which had been disposed of on 30 July 2019 despite higher operating and impairment losses for its specialised mining services business. The Group's High Fe Mines and trading business remained profitable but its profitability was however affected by the shorter operating period given the operational suspension in the Reporting Period for the foregoing reasons.

Details of the financial performance of the Group are set out on pages 11 and 12 of this interim report.

本集團的毛利相比2019年上半年下跌至約人民幣14.0百萬元。相比之下，2020年上半年的毛利率約為7.7%，主要是由於所有業務分部的經營活動均因上述理由而減少所致。儘管報告期內停產產生遣散費及額外經常性開支，惟行政開支（主要包括員工成本）與2019年上半年比較保持相對平穩，維持於人民幣20.5百萬元。

在上述COVID-19大流行、中美貿易磨擦以及中國與澳洲的外交衝突等宏觀因素壓迫下，澳洲的主要開採服務工作機會少之又少。全球各地的交通限制亦影響開採服務團隊前往其他國家開拓商機的能力。本集團管理層已更審慎地重新評估持作銷售設備及該等營運資產的現時使用價值及／或公平值。此外，鑑於大流行打擊經濟活動，導致產能使用率降低、需求下跌、市況疲弱，且出現前所未有的風險，故本集團的專業開採服務業務於報告期內錄得較高的營運及減值虧損。

儘管專業開採服務業務錄得較高的營運及減值虧損，惟本集團2020年上半年的虧損淨額仍有所下降，主要源於剔除蒙受虧損且已於2019年7月30日售出的已終止經營業務。於報告期內，本集團的高鐵品位礦場及買賣業務雖仍保持盈利，惟上述因素導致營運停頓，業務運作時間縮短，盈利能力受到影響。

本集團財務表現的詳情載於本中期報告第11及第12頁。

# Management Discussion and Analysis

## 管理層討論及分析

### Overview of Mines

Please refer to below tables for the status of the Group's mine operations which are owned and operated by the Group.

### 礦場概覽

有關由本集團擁有及經營的礦場的業務運作狀況，請參閱下表。

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

Mines 礦場	Processing Plant 洗選廠	Status as at 30 June 2020 於2020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	Optimising development and mining plans according to trial production results 根據試產結果完善開發及開採計劃

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)銷售自產產品的交易量：

	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		
	1H2020 (Kt) 2020年 上半年 (千噸)	1H2019 (Kt) 2019年 上半年 (千噸)	Change % 變動 %	1H2020 (Kt) 2020年 上半年 (千噸)	1H2019 (Kt) 2019年 上半年 (千噸)	Change % 變動 %
<b>(i) Trading Sales</b>	<b>(i) 買賣銷售</b>					
Steels	37.2	50.8	(26.8)	37.2	50.8	(26.8)
Coals	N/A 不適用	6.5	N/A 不適用	N/A 不適用	6.5	N/A 不適用
	<b>37.2</b>	<b>57.3</b>	<b>(35.1)</b>	<b>37.2</b>	<b>57.3</b>	<b>(35.1)</b>
	<b>Production volume (Dry basis) 產量 (乾基)</b>			<b>Sales volume (Dry basis) 銷量 (乾基)</b>		
	1H2020 (Kt) 2020年 上半年 (千噸)	1H2019 (Kt) 2019年 上半年 (千噸)	Change % 變動 %	1H2020 (Kt) 2020年 上半年 (千噸)	1H2019 (Kt) 2019年 上半年 (千噸)	Change % 變動 %
<b>(ii) Sale of Self-produced Products</b>	<b>(ii) 銷售自產產品</b>					
Ordinary iron concentrates Maoling Processing Plant	31.2	40.2	(22.4)	28.4	40.3	(29.5)



# Management Discussion and Analysis

## 管理層討論及分析

### Business Risks and Uncertainties

The Group may face the following risks and uncertainties which may have a material impact on the operations of the Group:

- learning curve arising from the resumption of the Maoling Mine operations after Production Suspension for almost 3 months during the Reporting Period;
- short-term working capital strain given the prolonged effects of the unprecedented production suspension, the need to build up inventories for abrupt surge in orders after production resumed and longer gap between collection and payment cycles;
- additional time and efforts may be taken in negotiating with financial institutions, including refinancing structure on commercially acceptable terms;
- changes in laws, regulations and policies arising amid containment of the COVID-19 outbreak may adversely affect the Group's business operations;
- deviation from business and operational plans, including resources reallocation;
- delay in implementation of transformational strategies; and
- fears and negative market sentiment could result in lower value-in-use, lower future economic benefits to be derived by the cash-generating-units and thus potentially higher impairment.

### 業務風險及不明朗因素

本集團可能面對下列或會對本集團業務構成重大影響的風險及不明朗因素：

- 毛嶺鐵礦在報告期內停產接近3個月後恢復運作產生的學習曲線；
- 前所未有的長期停產、為復產後訂單急增儲備存貨的需要以及收款與付款週期差距擴大對短期營運資金造成的壓力；
- 可能需要額外時間及精力與財務機構協商，包括按在商業上可接受的條款建立再融資結構；
- 因COVID-19疫情防控工作調整法律、法規及政策可能對本集團的業務營運造成不利影響；
- 偏離業務及經營計劃，包括資源分配；
- 延遲推行轉型戰略；及
- 悲觀及負面市道可能導致使用價值下跌，降低現金產生單位所得的未來經濟利益，從而可能推高減值。

# Management Discussion and Analysis

## 管理層討論及分析

### FINANCIAL REVIEW

Note:

The unprecedented COVID-19 pandemic has affected the economic climate across the world. Hence, with the Production Suspension and cessation of trading business of the Group for almost 2 months in the PRC during the Reporting Period, the financial performance for High Fe Mines and trading business recorded lower profitability for 1H2020 as compared to 1H2019 while the specialised mining services businesses recorded higher operating and impairment losses during the Reporting Period as a result of significant adverse changes in the macro environment. However, the exclusion of the loss-making Discontinued Operations following the Completion has significantly narrowed the Group's losses.

### 財務回顧

附註：

前所未有的COVID-19大流行重挫全球經濟氣氛。因此，隨着停產及本集團的中國買賣業務於報告期內中斷近2個月，高鐵品位礦場及買賣業務2020年上半年的財務表現較2019年上半年遜色，盈利能力下降，而由於宏觀環境出現嚴重不利改變，故專業開採服務業務於報告期內錄得較高的營運及減值虧損。然而，於完成後剔除蒙受虧損的已終止經營業務令本集團的虧損顯著收窄。

		1H2020 2020年 上半年 RMB'000 人民幣千元	1H2019 2019年 上半年 RMB'000 人民幣千元	Variance 變動 %
<b>REMAINING GROUP</b>	<b>保留集團</b>			
Revenue	收入	<b>181,143</b>	267,744#	(32.3)
Cost of sales	銷售成本	<b>(167,176)</b>	(245,029)	(31.8)
<b>Gross profit</b>	<b>毛利</b>	<b>13,967</b>	22,715	(38.5)
Other income and gains	其他收入及收益	<b>1,955</b>	3,332	(41.3)
Selling and distribution costs	銷售及分銷開支	<b>(2,697)</b>	(3,833)	(29.6)
Administrative expense	行政開支	<b>(20,501)</b>	(19,788)	3.6
Other expenses	其他開支	<b>(1,429)</b>	(120)	NM 無意義
Reversal of/(Provision for) impairment losses, net	減值虧損撥回/(撥備)淨額	<b>(14,016)</b>	13,062	NM 無意義
Finance costs	財務成本	<b>(2,504)</b>	(2,006)	24.8
<b>Operating profit/(loss) before tax from the Remaining Group</b>	<b>保留集團稅前營運利潤/(虧損)</b>	<b>(25,225)</b>	13,362	NM 無意義
Income tax credit/(expenses)	所得稅抵免/(開支)	<b>2,633</b>	(3,353)	NM 無意義
<b>Operating profit/(loss) after tax from the Remaining Group</b>	<b>保留集團稅後營運利潤/(虧損)</b>	<b>(22,592)</b>	10,009	NM 無意義
<b>DISPOSAL GROUP</b>	<b>出售集團</b>			
Loss for the period from Disposal Group	出售集團期內虧損	-	(62,587)#	100.0
<b>Loss for the period</b>	<b>期內虧損</b>	<b>(22,592)</b>	(52,578)	(57.0)

# Management Discussion and Analysis

## 管理層討論及分析

		<b>1H2020</b> <b>2020年</b> <b>上半年</b> <b>RMB'000</b> 人民幣千元	1H2019 2019年 上半年 RMB'000 人民幣千元	Variance  變動 % %
<b>ATTRIBUTABLE TO:</b>	<b>歸屬於：</b>			
Owners of the Company	本公司擁有人	<b>(19,115)</b>	(50,829)	(62.4)
Non-controlling interests	非控股權益	<b>(3,477)</b>	(1,749)	(98.8)
		<b>(22,592)</b>	(52,578)	(57.0)

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

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

### Revenue

Revenue fell to RMB181.1 million for 1H2020 (1H2019: RMB267.7 million) due mainly to (i) lower operating activities resulting from the Production Suspension and (ii) lower average selling price of high-grade iron concentrations as a result of falling market demand amid slowing economic activities which arose from lockdown of major cities and disruptions in supply chains during the Reporting Period.

### Cost of Sales

Cost of sales primarily comprises 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 RMB167.2 million for 1H2020 (1H2019: RMB245.0 million) on the back of lower revenues.

### Gross Profit and Margin

Gross profit fell to approximately RMB14.0 million for 1H2020 (1H2019: RMB22.7 million) due to lower revenues while the Group's gross profit margin fell to approximately 7.7% for 1H2020 (1H2019: 8.5%).

### 收入

於2020年上半年，收入下跌至人民幣181.1百萬元（2019年上半年：人民幣267.7百萬元），主要是由於報告期內(i)停產導致經營活動收縮及(ii)各大城市封鎖及供應鏈中斷令經濟活動放緩、市場需求萎縮，導致高品位鐵精礦平均售價下跌所致。

### 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2020年上半年，銷售成本隨收入減少而下降至人民幣167.2百萬元（2019年上半年：人民幣245.0百萬元）。

### 毛利及毛利率

由於收入減少，故2020年上半年毛利下跌至約人民幣14.0百萬元（2019年上半年：人民幣22.7百萬元），而本集團的毛利率則下降至約7.7%（2019年上半年：8.5%）。

# Management Discussion and Analysis

## 管理層討論及分析

### Other Income and Gains

Other income and gains fell to approximately RMB2.0 million for 1H2020 (1H2019: RMB3.3 million) as there was a waiver of third-party interest expense in 1H2019 for its specialised mining services business whereas there was none in the Reporting Period. Other income also included proceeds of RMB0.6 million derived from the sale of mine tailings in 1H2020.

### Selling and Distribution Expenses

Selling and distribution expenses fell to RMB2.7 million for 1H2020 (1H2019: RMB3.8 million) which is in line with lower revenues. The selling and distribution expenses primarily comprise transportation fees, logistic costs, storage and other related fees.

### Administrative Expenses

Administrative expenses comprise staff-related expenses (net of government grant), professional fees and other overheads arising from the Production Suspension, remained relatively unchanged at RMB20.5 million for 1H2020 (1H2019: RMB19.8 million).

### Other Expenses

Other expenses increased to RMB1.4 million for 1H2020 (1H2019: RMB0.1 million) due mainly to higher cost of processing mine tailings during the Reporting Period. Such initiative is targeted to assist in reducing possible water loss in the dams as well as cleaning up the existing tailings dams for environmental compliance while allowing part of the mine waste to become saleable.

### Impairment Losses

#### High-Fe Mining Operations

The management of the Group has updated the key assumptions of the business projection in respect of the high-Fe mining operations (the "High Fe CGU"), which is highly dependent on the estimation of future commodity prices, mining plans, future capital expenditure plans, discount rates and market conditions after COVID-19 pandemic. As at 30 June 2020, the management of the Group is of the opinion that there is no impairment of the High Fe CGU, barring unforeseen circumstances. However, the management of the Group is mindful of the existing market conditions which appear to be highly unpredictable and will continue to assess the underlying assumptions applicable to its business projections (subject to regular reviews and revisions in relation to impairment tests) if there are factors indicating that the business conditions relating to this cash-generating unit ("CGU") may deteriorate to a level which requires accounting impairment as a result of the COVID-19 pandemic.

### 其他收入及收益

其他收入及收益於2020年上半年下跌至約人民幣2.0百萬元(2019年上半年:人民幣3.3百萬元),主要是由於2019年上半年第三方豁免專業開採服務業務的利息開支,而於報告期內則無有關豁免所致。於2020年上半年,其他收入亦包括出售尾礦的所得款項人民幣0.6百萬元。

### 銷售及分銷開支

於2020年上半年,銷售及分銷開支隨收入減少而下降至人民幣2.7百萬元(2019年上半年:人民幣3.8百萬元)。銷售及分銷開支主要包括運輸費、物流成本、儲存及其他相關費用。

### 行政開支

行政開支包括員工相關開支(扣除政府補助)、專業費用及其他因停產而起的經常性開支,於2020年上半年相對持平,維持於人民幣20.5百萬元(2019年上半年:人民幣19.8百萬元)。

### 其他開支

於2020年上半年,其他開支上升至人民幣1.4百萬元(2019年上半年:人民幣0.1百萬元),主要是由於報告期內處理尾礦的成本上升所致。有關措施旨在減少尾礦庫堤壩潛在水份流失,並清理現有堤壩,以符合環境規定,同時使部分尾礦可供銷售。

### 減值虧損

#### 高鐵品位礦場業務

本集團管理層已更新高鐵品位礦場營運(「高鐵品位現金產生單位」)業務預測的關鍵假設。有關預測很大程度上取決於估計未來商品價格、開採計劃、未來資本開支計劃、貼現率及COVID-19大流行後的市況。於2020年6月30日,本集團管理層認為,如無不可預見的情況,高鐵品位現金產生單位並無出現減值。然而,本集團管理層注意到現時市況極為難料,而業務預測中的減值測試須定期檢討及修訂,故倘COVID-19大流行產生任何因素顯示與該現金產生單位有關的業務狀況可能惡化,以至於需要將減值入賬時,則將繼續評估適用於該業務預測的相關假設。

# Management Discussion and Analysis

## 管理層討論及分析

### **Specialised Mining Services**

Given the unfavourable geopolitical conditions, extreme economic pressures relating to the persistence of COVID-19 pandemic and pessimism over short- to mid-term economic growth, resurgence of COVID-19 cases in Australia, where the Group's specialised mining services currently operate, the management has updated key assumptions in the business projections, among others, reducing expected growth rate to be in line with market expectation. On these grounds and given the degree of uncertainty, the Group has also deferred its major capital expenditure decisions and delayed its expansion plans for specialised mining services business. The Group may also need to postpone or slow down its evaluation of major mining services jobs opportunities until the situations improve. As a result, impairment loss was recorded on CGU in respect of specialised mining services (the "Specialised Mining Services CGU") due to a decline in its recoverable amount.

If there are changes to market conditions resulting in a change of projections and estimates after the projection period, the estimates of future recoverable amount of the above CGUs may change or result in a decrease in the carrying amount of the CGUs given that the business plans are expected to change more rapidly given such period of uncertainty.

In consequence, an impairment loss of RMB14.0 million was recorded for 1H2020 (1H2019: reversal of impairment losses RMB13.1 million on trade debts recovery from trading business) mainly attributable to the Specialised Mining Services CGU during the Reporting Period.

### **Finance Costs**

Finance costs remained relatively unchanged at RMB2.5 million for 1H2020 (1H2019: RMB2.0 million).

### **Income Tax Credit/(Expense)**

The Group recorded an income tax credit of RMB2.6 million for 1H2020 (1H2019: income tax expense of RMB3.4 million), due to the recognition of deferred tax assets in relation to the unabsorbed tax losses for its high-Fe mining operations.

### **專業開採服務**

鑑於地緣政治局勢惡化、與COVID-19大流行蔓延有關的經濟壓力龐大且中短期經濟增長不容樂觀，加上本集團專業開採服務現時提供地點（即澳洲）的COVID-19個案回升，管理層已更新業務預測的關鍵假設，其中包括調低預測增長率以符合市場預期。有鑑於此，同時計及市況不明的影響，本集團亦已推遲主要資本開支決定，並延遲專業開採服務業務的擴展計劃。本集團亦可能需要延後或減慢對主要開採服務工作機會的評估，直至情況改善為止。因此，專業開採服務現金產生單位因可收回金額下跌而錄得減值虧損。

鑑於業務計劃的變化預計將於市況不明期間加快，故倘預測期後的市況變動導致預測及估計改變，則上述現金產生單位的估計未來可收回金額或會改變，或現金產生單位的賬面金額或會下跌。

因此，2020年上半年錄得減值虧損人民幣14.0百萬元（2019年上半年：就買賣業務收回貿易賬項撥回減值虧損人民幣13.1百萬元），主要歸屬於報告期內的專業開採服務現金產生單位。

### **財務成本**

於2020年上半年，財務成本持平，維持於人民幣2.5百萬元（2019年上半年：人民幣2.0百萬元）。

### **所得稅抵免／（開支）**

於2020年上半年，本集團錄得所得稅抵免人民幣2.6百萬元（2019年上半年：所得稅開支人民幣3.4百萬元），源於就高鐵品位礦場業務未入賬稅項虧損確認遞延稅項資產。



# Management Discussion and Analysis

## 管理層討論及分析

### Loss Attributable to Owners

Given the above, the Group recorded Net Loss of RMB19.1 million for 1H2020 (1H2019: Net Loss of RMB50.8 million).

### Interim Dividend

The Board does not recommend the payment of an interim dividend for 1H2020 (1H2019: 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 2020 and 2019:

### 歸屬於擁有人的虧損

有鑑於此，本集團於2020年上半年錄得虧損淨額人民幣19.1百萬元（2019年上半年：虧損淨額人民幣50.8百萬元）。

### 中期股息

董事會不建議派付2020年上半年的中期股息（2019年上半年：無）。

### 流動性及資本資源

下表載列有關本集團截至2020年及2019年6月30日止六個月的中期綜合現金流量表的若干資料：

		1H2020 2020年上半年		1H2019 2019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		26,689		33,771
Net cash flows generated from/(used in) operating activities	經營活動產生/(使用)的現金流量淨額	(17,103)		22,432	
Net cash flows used in investing activities	投資活動使用的現金流量淨額	(1,900)		(28,731)	
Net cash flows used in financing activities	融資活動使用的現金流量淨額	(609)		(17,585)	
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額		(19,612)		(23,884)
Effect of foreign exchange rate changes, net	匯率變動影響淨額		155		(314)
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		7,232		9,573



# Management Discussion and Analysis

## 管理層討論及分析

### Net Cash Flows Generated From/(Used In) Operating Activities

The Group's net operating cash flows used in operating activities were RMB17.1 million for 1H2020 (1H2019: RMB22.4 million generated from operating cash flows) after accounting for operating loss before working capital changes of RMB1.1 million (1H2019: RMB3.6 million), higher working capital investments of RMB16.0 million due mainly to prepayments for confirmed procurement of steels supply to meet an immediate surge in demand for trading purposes, shortly after the major lockdown in the cities in PRC were lifted (Note: all of these procured post-lockdown orders were sold on a back-to-back basis and fully delivered as at the date of this interim report.) (1H2019: positive working capital changes of RMB25.9 million).

### Net Cash Flows Used In Investing Activities

The Group's net cash flows used in investing activities were RMB1.9 million for 1H2020 (1H2019: RMB28.7 million), due primarily to the upgrade of plant and equipment of approximately RMB3.9 million (1H2019: RMB36.9 million) for production facilities which was offset by proceeds from disposal of plant and equipment amounting to RMB2.4 million (1H2019: Nil).

### Net Cash Flows Used In Financing Activities

The Group's net cash flows used in financing activities were RMB0.6 million for 1H2020 (1H2019: RMB17.6 million) as a result of excluding repayments of several loans following the Disposal.

### 經營活動產生／（使用）的現金流量淨額

於2020年上半年，經計及營運資金變動前經營虧損人民幣1.1百萬元（2019年上半年：人民幣3.6百萬元），以及主要由於緊隨中國各大城市解封後，買賣業務需求即時增長，本集團為此採購鋼鐵，並為已確認供應預付款項，故營運資金投資上升人民幣16.0百萬元（附註：所有該等於封鎖後取得的訂單已按轉售基準出售，且於本中期報告日期已全數交付。）（2019年上半年：正營運資金變動人民幣25.9百萬元）後，本集團經營活動使用的經營現金流量淨額為人民幣17.1百萬元（2019年上半年：經營現金流量產生人民幣22.4百萬元）。

### 投資活動使用的現金流量淨額

於2020年上半年，本集團投資活動使用的現金流量淨額為人民幣1.9百萬元（2019年上半年：人民幣28.7百萬元），主要是由於為生產設施升級廠房及設備的費用約人民幣3.9百萬元（2019年上半年：人民幣36.9百萬元）所致，惟被出售廠房及設備所得款項人民幣2.4百萬元（2019年上半年：無）抵銷。

### 融資活動使用的現金流量淨額

於2020年上半年，本集團融資活動使用的現金流量淨額為人民幣0.6百萬元（2019年上半年：人民幣17.6百萬元），源於進行出售事項後剔除若干貸款的還款。

# Management Discussion and Analysis

## 管理層討論及分析

### FINANCIAL POSITION

#### Analysis of Inventories

The Group's inventories increased to RMB30.3 million as at 30 June 2020 (FY2019: RMB29.4 million) due mainly to ongoing mining services projects.

#### Analysis of Trade and Bills Receivables

The Group's trade and bills receivables decreased to RMB139.8 million as at 30 June 2020 (FY2019: RMB202.5 million) on the back of lower revenues.

#### Other Receivables

Other receivables increased to RMB84.1 million (FY2019: RMB8.6 million) due to prepayments for confirmed procurement of steels supply to meet an immediate surge in demand for trading purposes, shortly after the major lockdowns in the cities in PRC were lifted. All of these procured post-lockdown orders were sold on a back-to-back basis and fully delivered as at the date of this interim report.

#### Assets Classified as Held for Sale

The assets classified as held for sale, relating to equipment for specialised mining services, fell by RMB1.0 million to RMB34.8 million as at 30 June 2020 (FY2019: RMB35.8 million) due to lower fair values.

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

This related to the assets and liabilities of the Disposal Group where the Disposal had been completed on 30 July 2019.

#### Analysis of Trade and Bills Payables

The Group's trade and bills payables decreased to RMB65.5 million as at 30 June 2020 (FY2019: RMB68.5 million) on the back of lower purchases from and payment to suppliers. However, overall creditors turnover days increased to 72 days (FY2019: 39 days) as a result of longer credit term.

#### Borrowings

Total borrowings of the Group remain relatively stable at RMB100.2 million as at 30 June 2020 (FY2019: RMB99.2 million). As at 30 June 2020, except for the loans that were denominated in AUD, all other bank loans of the Group were denominated in RMB. Details of the borrowings of the Group are set out in note 18 to Interim Condensed Financial Information of this interim report.

### 財務狀況

#### 存貨分析

於2020年6月30日，本集團的存貨增至人民幣30.3百萬元（2019財政年度：人民幣29.4百萬元），主要歸屬於進行中的開採服務項目。

#### 應收賬款及票據分析

於2020年6月30日，本集團的應收賬款及票據隨收入下跌而減少至人民幣139.8百萬元（2019財政年度：人民幣202.5百萬元）。

#### 其他應收款項

由於緊隨中國各大城市解封後，買賣業務需求即時增長，本集團為此採購鋼鐵，並為已確認供應預付款項，故其他應收款項增至人民幣84.1百萬元（2019財政年度：人民幣8.6百萬元）。所有該等於封鎖後取得的訂單已按轉售基準出售，且於本中期報告日期已全數交付。

#### 分類為持作出售的資產

於2020年6月30日，分類為持作出售的資產（與專業開採服務設備有關）減少人民幣1.0百萬元至人民幣34.8百萬元（2019財政年度：人民幣35.8百萬元），乃公平值下跌所致。

#### 分類為持作出售的出售集團的資產及負債

此項目與出售集團（出售事項已於2019年7月30日完成）的資產及負債有關。

#### 應付賬款及票據分析

於2020年6月30日，本集團的應付賬款及票據隨減少向供應商採購及付款而下降至人民幣65.5百萬元（2019財政年度：人民幣68.5百萬元）。然而，整體應付賬款週轉天數因信貸期延長而上升至72天（2019財政年度：39天）。

#### 借貸

於2020年6月30日，本集團的借貸總額相對持平，維持於人民幣100.2百萬元（2019財政年度：人民幣99.2百萬元）。於2020年6月30日，除以澳元計值的貸款外，本集團所有其他銀行貸款均以人民幣計值。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。

# Management Discussion and Analysis

## 管理層討論及分析

### Lease Liabilities

This related to payment obligations in relation to the right-of-use assets which comprised mainly office premises and tailings management facilities.

### Contingent Liabilities

As at 30 June 2020, the Maximum Guarantee Amount of contingent liabilities of the Company was RMB730.0 million under the CVT Guarantees. The CVT Guarantees were provided by the Company prior to the Disposal to guarantee the indebtedness of the Disposal Group owed to certain banks and an asset management and financial services institution in the PRC. Those debts have not been fully repaid and the CVT Guarantees continued after the Completion. As previously disclosed in the announcement of the Company dated 30 July 2019, the Group's obligations under the CVT Guarantees have been counter-indemnified by Chengyu Vanadium Titano. Save for the above, as at 30 June 2020, the Group did not have any other contingent liabilities. For further details about the CVT Guarantees and the Counter Indemnity, please refer to an update announcement of the Company dated 29 July 2020.

### Pledge of Assets

The Group's pledge of assets as at 30 June 2020 was related mainly to a short-term bank loan of RMB83.8 million granted by Shanghai Pudong Development Bank 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

Save as disclosed elsewhere in this management discussion and analysis ("MD&A") or in the unaudited condensed consolidated financial statements for 1H2020, there were no significant investments held by the Company, nor were there any material acquisitions or disposals of subsidiaries, associates and joint ventures during 1H2020. Save 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 interim report.

### 租賃負債

此項目與就使用權資產（主要包括辦公室物業及尾礦管理設施）付款的義務有關。

### 或有負債

於2020年6月30日，本公司的或有負債金額為人民幣730.0百萬元（即中國鐵鈦擔保下的最高擔保金額）。中國鐵鈦擔保由本公司於進行出售事項前提供，以擔保出售集團結欠中國若干銀行及一間資產管理及金融服務機構的債務。於完成後，該等債務尚未全數償還，而中國鐵鈦擔保仍然有效。如本公司較早日期為2019年7月30日的公告所披露，本集團於中國鐵鈦擔保下的義務由成渝鈦鈷作反彌償保證。除上述者外，於2020年6月30日，本集團並無任何其他或有負債。有關中國鐵鈦擔保及反彌償保證的進一步詳情，請參閱本公司日期為2020年7月29日的最新資料公告。

### 資產質押

於2020年6月30日，本集團的資產質押主要涉及由上海浦東發展銀行成都分行向阿壩礦業提供的短期銀行貸款人民幣83.8百萬元，以毛嶺鐵礦的採礦權作擔保。

### 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重大資本資產投資的未來計劃

除本管理層討論及分析或2020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2020年上半年，本公司並無持有重大投資，亦無進行任何子公司、聯營公司及合營企業的重大收購或出售。除本管理層討論及分析所披露者外，於本中期報告日期，董事會並無授權進行其他重大投資或添置資本資產的計劃。

# Management Discussion and Analysis

## 管理層討論及分析

### 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 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 dividends 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.

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 the 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 period ended 30 June 2020 (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):

Increase/(decrease) in loss before tax:	稅前虧損增加／(減少)：	RMB'000 人民幣千元
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	136.4
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	(136.4)

### 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相關實體的功能貨幣。

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淨資產、盈利及所宣派的任何股息（倘有關股息須兌換或轉換為外幣）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。

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納的比率，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面對的外幣風險的敏感度分析，乃基於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2020年6月30日止期間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而其變動計入損益的金融資產的公平值變動）釐定：



# Management Discussion and Analysis

## 管理層討論及分析

### 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 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 2020 and 31 December 2019.

### Capital Expenditure

The Group's total capital expenditure decreased significantly by RMB8.8 million to RMB4.3 million for 1H2020 (1H2019: RMB13.1 million, on a comparable basis) due to the deferment of certain non-critical capital expenditure amid the COVID-19 pandemic.

### 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 purpose. Equity includes equity attributable to owners of the Company and non-controlling interests. As at 30 June 2020, gearing ratio was approximately 10.0% (FY2019: 7.4%) following the Completion.

### 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2020年6月30日及2019年12月31日，本集團並無任何合約責任。

### 資本開支

於2020年上半年，由於在COVID-19大流行影響下，若干非關鍵性資本開支押後，故本集團的總資本開支大減人民幣8.8百萬元至人民幣4.3百萬元（2019年上半年：按可資比較基準計算為人民幣13.1百萬元）。

### 借貸比率

借貸比率為金融槓桿的計量方式，按淨債項除以「總權益加淨債項」計算。淨債項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2020年6月30日，完成後的借貸比率約為10.0%（2019財政年度：7.4%）。

# Management Discussion and Analysis

## 管理層討論及分析

### OTHER SIGNIFICANT EVENTS

#### Update on the CVT Guarantees

Subsequent to Reporting Period, Chengyu Vanadium Titano and Huili Caitong have updated the Company that they have been following up with the financial institutions for the release of the CVT Guarantees but it has taken longer than expected time for the financial institutions to review the release of CVT Guarantees as cities in China were on lockdown for COVID-19 outbreak containment earlier in 2020 which delayed the discussions. The financial institutions indicated willingness to release the CVT Guarantees provided that the total outstanding loans with the financial institutions are fully repaid.

Given that (i) the Counter Indemnity in favour of the Company will also continue to be in place and remain effective until the CVT Guarantees are released; (ii) the values of aggregate security provided by Chengyu Vanadium Titano remain substantially higher than the Maximum Guarantee Amount and the outstanding principal loans amount; and (iii) no actions have been taken or threatened to be taken by any of the financial institutions in enforcing any of the CVT Guarantees against the Company, CVT Guarantees will be in continuation in accordance with their original terms. For details of the CVT Guarantees, please refer to the Company's announcement dated 29 July 2020.

#### Outbreak of COVID-19 Pandemic

The Group had previously updated that the unprecedented COVID-19 pandemic has adversely affected the market sentiment, caused business uncertainty and posed significant risks on the pace of demand recovery for many industries in China due to major supply chain disruptions. Under such circumstances, the Group's operations had been affected by the Production Suspension and major supply chain disruptions as a result of lockdowns in major cities in China that had affected its financial performance and position for 1H2020. Based on the information that was available to the Group, the Group has considered the material impact of the COVID-19 pandemic when preparing the interim condensed financial information.

### 其他重大事項

#### 中國鐵鈦擔保的最新資料

於報告期後，成渝鈦鈦及會理財通已向本公司提供最新資料，彼等一直跟進金融機構解除中國鐵鈦擔保的情況，惟由於中國多個城市於2020年上旬因遏止COVID-19爆發而封城，阻延商談，故金融機構審視解除中國鐵鈦擔保的時間較預期長。金融機構已表示有意解除中國鐵鈦擔保，前提是結欠金融機構的未償還貸款總額獲全數償還。

由於(i)以本公司為受益人的反彌償保證亦將存續及仍然有效，直至中國鐵鈦擔保解除為止；(ii)成渝鈦鈦所提供擔保物的價值（合計）仍然遠高於最高擔保金額及未償還貸款本金額；及(iii)任何金融機構均未曾採取或要脅採取任何行動對本公司強制執行任何中國鐵鈦擔保，故中國鐵鈦擔保將按其原訂條款繼續有效。有關中國鐵鈦擔保的詳情，請參閱本公司日期為2020年7月29日的公告。

#### COVID-19大流行爆發

本集團早前提供最新資料，前所未有的COVID-19大流行令主要供應鏈中斷，打擊市場氣氛，導致業務出現不明朗因素，中國許多行業的需求復甦步伐面對重大風險。在該等情況下，本集團的營運因中國各主要城市封鎖而受到停產及主要供應鏈中斷影響，2020年上半年的財務表現及狀況亦相繼受到影響。於編製中期簡明財務資料時，本集團已基於可取得的資料考慮COVID-19大流行的重大影響。

# Management Discussion and Analysis

## 管理層討論及分析

Amid the deteriorating global economic activities as a result of the COVID-19 pandemic, there remains a considerable uncertainty. The extent of this impact on the Group's future financial performance and position depends largely on the effectiveness of control measures against the COVID-19 pandemic and the outcomes of which remain largely unknown or uncertain. Given these uncertainties and the risks of resurgence in COVID-19 infections, the adverse impact on the economic activities could be more severe and prolonged than expected. As a result, the Group cautions against additional impairment in assessing the fair values of its existing CGUs and assets held-for-sale.

### OUTLOOK

As the COVID-19 pandemic reverberates in unrelenting waves across the world with little sign of abating, its effect on the global economy is nothing short of catastrophic. Steep recessions abound with global growth for 2020 projected at minus 4.9%, according to the World Economic Outlook published by the International Monetary Fund in June 2020, with recovery expected to be protracted and bumpy. Added to that the intensifying trade frictions between China and the US as well as the deteriorating China-Australia relationship, massive post-pandemic supply chain shifts, and mounting geopolitical tensions, the world is facing an economic crisis the magnitude of which is unprecedented.

Although the resumption of commercial and manufacturing activities in China has preceded the rest of the world, its economy nonetheless took a hit in the first half of 2020, so much so that no growth target has been set for this year. Record downpour and severe flooding throughout June 2020 in southern and southwest China exacerbated already difficult economic conditions. The positive uptrend of the Chinese steel industry in 2019, supported by infrastructure constructions and the property sector, has stalled. When the COVID-19 pandemic first emerged, it has left its mark on the service, retail, and tourism industries, and as it persists, the manufacturing and property industries have also fallen victim, directly dealing a blow to the demand for steel, and in extension, the steel industry. Whereas overcapacity continues to plague the industry, the prospects are not brightened by the ongoing contraction of Chinese steel export. According to a Chinese steel industry forecast published by the Qianzhan Industry Research Institute\*, the volume for steel consumption in China in 2020 is estimated to drop, by the range between 2.9% and 5.3%.

隨着COVID-19大流行令全球經濟活動減少，大量的不明朗因素仍然存在。其對本集團未來財務表現及狀況的影響很大程度上取決於COVID-19大流行防控措施是否有效，而有關措施的效果仍屬未知且未明。鑑於存在種種不明朗因素及COVID-19感染個案回升的風險，對經濟活動的打擊可能較預期嚴重且漫長。因此，本集團已審慎地評估現有現金產生單位及持作出售資產的公平值有否出現額外減值。

### 前景

鑑於全球COVID-19大流行反覆不定，疫情消退無期，為環球經濟帶來可謂災難性的打擊。根據國際貨幣基金組織於2020年6月發表的《世界經濟展望》，2020年全球增長預測為負4.9%，預期復甦之路遙遠而崎嶇，大蕭條之說甚囂塵上。加上中美貿易磨擦升溫、中澳關係惡化、大流行促使供應鏈大舉遷移及地緣政治局勢日益緊張，世界正面對前所未見的嚴重經濟危機。

儘管中國較其他各國更快恢復商業及製造活動，惟其經濟於2020年上半年深受打擊，以致放棄訂立年度增長目標。2020年6月華南及西南地區出現廣泛暴雨及嚴重水災，令經濟環境雪上加霜。中國鋼鐵行業原本於2019年在基建工程及房地產支持出現增長勢頭，惟已止步不前。於COVID-19大流行爆發時，服務、零售及旅遊業首當其衝，哀鴻遍野；而隨着疫情蔓延，製造及地產行業亦無法倖免，繼而直接衝擊鋼鐵需求，連帶鋼鐵行業亦不能獨善其身。鋼鐵業一方面繼續面對產能過剩的難題，另一方面因中國鋼鐵出口萎縮而前景堪憂。根據前瞻產業研究院發表的中國鋼鐵產業預測，中國2020年鋼鐵消耗量估計將有所下跌，跌幅介乎2.9%至5.3%。



# Management Discussion and Analysis

## 管理層討論及分析

For the iron ore market, international prices have experienced intense fluctuations as supply was curtailed by the shutdown of mines in Brazil. In view of the current situation, the most pressing issue is one of survival, and to consider a path to seize opportunities and development amid adversity. It is paramount for the Group to shore up its foundations by maximising the cost-efficiency of its assets and operations and improving the production capacity.

The Disposal of the loss-making Discontinued Operations in 2019 has significantly narrowed losses of the Group for 1H2020 and the Group has since improved its financial position. The Group's immediate focus is to recoup its capacity loss, re-optimize utilisation rate and improve efficiencies for its High Fe Mines production following the post-lockdown resumption of operations. Meanwhile, the Group hopes to evaluate other value accretive growth opportunities which may include business diversification plans beyond the mining industry.

鐵礦石市場方面，巴西礦場關閉令供應減少，國際價格一度劇烈波動。按照目前情況，首要任務為逆境求存，其次為把握機會、發奮圖強。本集團必需鞏固根基，發揮資產與營運的成本效益，提升產能。

2019年蒙受虧損的已終止經營業務的出售事項令本集團2020年上半年的虧損大幅收窄，本集團自此致力改善財務狀況。本集團目前的計劃是專注於在高鐵品位礦場解封並恢復運作後補回流失的產量、收復使用率及提高生產效率。與此同時，本集團希望評估其他增值發展機遇，或會包括將業務分散至採礦行業以外的計劃。

## Other Information

### 其他資料

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

As at 30 June 2020, 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 2020:

#### 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2020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2020年6月30日，本公司董事及最高行政人員持有的股份期權數目：

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	百分比
Mr. Jiang Zhong Ping 蔣中平先生	Beneficial owner 實益擁有人	13,500,000	13,500,000	0.60%
Mr. Wang Hu 王虎先生	Beneficial owner 實益擁有人	1,800,000	1,800,000	0.08%
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%#

# Less than 0.01%

# 少於0.01%

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 interim report.

本公司董事及最高行政人員持有的股份期權詳情於本中期報告「股份期權」一節披露。

Save as disclosed above, as at 30 June 2020, 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.

### SHARE OPTIONS

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

Since the 2010 Option Scheme was due to expire on 14 April 2020, at the 2020 AGM, an ordinary resolution was proposed to approve the adoption of a new share option scheme (the “2020 Option Scheme”) to ensure the continuity of the Company’s share option scheme. The resolution was approved by the Shareholders at the 2020 AGM and the 2020 Option Scheme has become effective for a period of 10 years commencing on 16 June 2020. Outstanding share options granted during the life of the 2010 Option Scheme prior to its expiry shall continue to be valid and exercisable in accordance with their terms of issue after the expiry of the 2010 Option Scheme.

除上文所披露者外，於2020年6月30日，就本公司全體董事及最高行政人員所知，本公司董事及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。

### 股份期權

本公司於2009年9月4日採納一項股份期權計劃（「2009年期權計劃」）。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（「2010年期權計劃」），並終止2009年期權計劃的運作（致使不會再根據2009年期權計劃授出期權，但2009年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）。

由於2010年期權計劃已於2020年4月14日到期屆滿，因此，2020年股東週年大會上提呈一項普通決議案，以批准採納新股份期權計劃（「2020年期權計劃」），確保本公司股份期權計劃得以延續。該項決議案已於2020年股東週年大會上獲股東批准，而2020年期權計劃已經生效，由2020年6月16日起為期10年。於2010年期權計劃期滿前有效期內授出而尚未行使的股份期權於2010年期權計劃屆滿後繼續有效，可根據其發行條款行使。

## Other Information 其他資料

### (i) 2009 Option Scheme

Details of the share options movement during the Reporting Period which have been granted under the 2009 Option Scheme are as follows:

Name or category of participant	Date of grant	Exercise period <sup>(1)</sup>	Exercise price per share option 每份股份期權行使價	No. of share options 股份期權數目		
				Held as at 01.01.2020 於2020年1月1日持有	Lapsed during the Reporting Period <sup>(2)</sup> 報告期內已失效 <sup>(2)</sup>	Held as at 30.06.2020 於2020年6月30日持有
<b>1. Directors/chief executives</b> 董事／最高行政人員						
Mr. Jiang Zhong Ping 蔣中平先生	01.04.2010	01.10.2012 to 31.03.2020 01.10.2012至31.03.2020	4.99	250,000	(250,000)	-
		01.04.2015 to 31.03.2020 01.04.2015至31.03.2020	4.99	250,000	(250,000)	-
<b>2. Employees (in aggregate)</b> 僱員(合計)						
	01.04.2010	01.10.2012 to 31.03.2020 01.10.2012至31.03.2020	4.99	450,000	(450,000)	-
		01.04.2015 to 31.03.2020 01.04.2015至31.03.2020	4.99	450,000	(450,000)	-
Total: 總計:				1,400,000	(1,400,000)	-

Notes:

<sup>(1)</sup> The vesting period of the share options is from the date of grant until the commencement of the exercise period.

<sup>(2)</sup> During the Reporting Period, 1,400,000 share options granted under the 2009 Option Scheme were lapsed.

### (i) 2009年期權計劃

已根據2009年期權計劃授出的股份期權於報告期內的變動詳情如下：

Exercise price per share option 每份股份期權行使價	No. of share options 股份期權數目		
	Held as at 01.01.2020 於2020年1月1日持有	Lapsed during the Reporting Period <sup>(2)</sup> 報告期內已失效 <sup>(2)</sup>	Held as at 30.06.2020 於2020年6月30日持有
<b>1. Directors/chief executives</b> 董事／最高行政人員			
4.99	250,000	(250,000)	-
4.99	250,000	(250,000)	-
<b>2. Employees (in aggregate)</b> 僱員(合計)			
4.99	450,000	(450,000)	-
4.99	450,000	(450,000)	-
Total: 總計:	1,400,000	(1,400,000)	-

附註：

<sup>(1)</sup> 股份期權的歸屬期為由授出日期起至行使期開始為止。

<sup>(2)</sup> 於報告期內，根據2009年期權計劃授出的1,400,000份股份期權已失效。

## Other Information 其他資料

### (ii) 2010 Option Scheme

Details of the share options outstanding as at 30 June 2020 which have been granted under the 2010 Option Scheme are as follows:

### (ii) 2010年期權計劃

已根據2010年期權計劃授出但於2020年6月30日尚未行使的股份期權詳情如下：

Name or category of participant 參與人士姓名或類別	Date of grant 授出日期	Exercise period <sup>(1)</sup> 行使期 <sup>(1)</sup>	Exercise price per share option 每份股份期權行使價	No. of share options 股份期權數目		
				Held as at 01.01.2020 於2020年1月1日持有	Lapsed during the Reporting Period <sup>(2)</sup> 報告期內已失效 <sup>(2)</sup>	Held as at 30.06.2020 於2020年6月30日持有
<b>1. Directors/chief executives</b>						
<b>董事／最高行政人員</b>						
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	–	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	–	4,250,000
Mr. Wang Hu 王虎先生	23.05.2011	15.04.2015 to 14.04.2024 15.04.2015至14.04.2024	1.00	2,125,000	–	2,125,000
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	2,125,000	–	2,125,000
	15.04.2014	15.10.2014 to 22.05.2021 23.05.2013至22.05.2021	3.60	1,000,000	–	1,000,000
		15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	400,000	–	400,000
Mr. Hao Xiemin 郝謝敏先生	15.04.2014	15.04.2015 to 14.04.2024 15.04.2015至14.04.2024	1.00	200,000	–	200,000
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	200,000	–	200,000
	15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	50,000	–	50,000
		15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	25,000	–	25,000
Mr. Yu Haizong 余海宗先生	15.04.2014	15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	25,000	–	25,000
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	25,000	–	25,000
	15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	50,000	–	50,000
		15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	25,000	–	25,000
Mr. Liu Yi 劉毅先生	15.04.2014	15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	25,000	–	25,000
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	25,000	–	25,000
	15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	50,000	–	50,000
		15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	25,000	–	25,000

## Other Information 其他資料

Name or category of participant	Date of grant	Exercise period <sup>(1)</sup>	Exercise price per share option 每份股份期權行使價	No. of share options 股份期權數目		
				Held as at 01.01.2020 於2020年1月1日持有	Lapsed during the Reporting Period <sup>(2)</sup> 報告期內已失效 <sup>(2)</sup>	Held as at 30.06.2020 於2020年6月30日持有
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	(4,500,000)	–
	15.04.2014	15.10.2014 to 14.04.2024 15.10.2014至14.04.2024	1.00	3,500,000	(3,500,000)	–
		15.04.2015 to 14.04.2024 15.04.2015至14.04.2024	1.00	1,750,000	(1,750,000)	–
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	1,750,000	(1,750,000)	–
		15.10.2015 to 14.04.2024 15.10.2015至14.04.2024	1.00	1,750,000	(1,750,000)	–
Total: 總計:			27,100,000	(11,500,000)	15,600,000	

Notes:

- (1) The vesting period of the share options is from the date of the grant until the commencement of the exercise period.
- (2) During the Reporting Period, 11,500,000 share options granted under the 2010 Option Scheme were lapsed.
- (3) There were no share options granted, exercised or cancelled during the Reporting Period.

附註:

- (1) 股份期權的歸屬期為由授出日期起至行使期開始為止。
- (2) 於報告期內，根據2010年期權計劃授出的11,500,000份股份期權已失效。
- (3) 於報告期內並無股份期權獲授出、行使或註銷。

### (iii) 2020 Option Scheme

No share options have been granted since the adoption of the 2020 Option Scheme at the 2020 AGM.

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.

### (iii) 2020年期權計劃

自於2020年股東週年大會上採納2020年期權計劃以來，概無授出股份期權。

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。

### 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 2020, 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:

Name	Notes	Directly beneficially owned	Through parties acting in concert	Held in the capacity of a 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	-	1,006,754,000	-	1,006,754,000	44.76%
Kingston Grand	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 5	-	1,006,754,000	-	1,006,754,000	44.76%
Mr. Wu Wendong 吳文東先生	5 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 Yuanguai 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	-	1,006,754,000	-	1,006,754,000	44.76%
Long Sino International Limited	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%
Erie Investments Limited		202,892,000	-	-	202,892,000	9.02%

### 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2020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 a 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	-	1,006,754,000	-	1,006,754,000	44.76%
Kingston Grand	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 5	-	1,006,754,000	-	1,006,754,000	44.76%
Mr. Wu Wendong 吳文東先生	5 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 Yuanguai 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	-	1,006,754,000	-	1,006,754,000	44.76%
Long Sino International Limited	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%
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 2020, 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 2020, 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 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2020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2020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 2020, the number of employees of the Group was 179 (31 December 2019: 184). For the Reporting Period, employee benefit expense (including Directors' remuneration in the form of salaries and other allowances) was approximately RMB11.7 million (1H2019: approximately RMB15.6 million, on a comparable basis).

The emolument policies of the Group are based on performance, experience, competence and market comparables. Remuneration packages generally comprise salary, housing allowance, contribution to pension schemes 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 interim 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2020年6月30日，本集團共有179名僱員（2019年12月31日：184名僱員）。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11.7百萬元（2019年上半年：按可資比較基準計算約為人民幣15.6百萬元）。

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表現掛鈎的酌情花紅。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

本中期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 Wing Kwan'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 generally attend general meetings and develop a balanced understanding of the views of the Shareholders. Due to travel restrictions as a result of the COVID-19 pandemic, Mr. Teh Wing Kwan was not able to physically attend the 2020 AGM and joined the 2020 AGM by means of teleconference instead.

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.

### 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已遵守企管守則中的守則條文，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。此情況構成偏離守則條文A.4.1。然而，由於按照細則，鄭永權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，一般而言，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。鄭永權先生因COVID-19大流行引致的交通管制而無法親身出席2020年股東週年大會，而是以電話會議方式參與2020年股東週年大會。

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。

### **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.

### **CHANGES IN DIRECTORS' AND CHIEF EXECUTIVES' INFORMATION**

During the Reporting Period, 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 2020

### **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。

### **董事及最高行政人員資料變動**

於報告期內，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，2020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 2020  
截至2020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	2020 2020年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)
<b>CONTINUING OPERATIONS</b>	<b>持續經營業務</b>			
REVENUE	收入	4	181,143	263,687
Cost of sales	銷售成本		(167,176)	(245,029)
<b>Gross profit</b>	<b>毛利</b>		<b>13,967</b>	18,658
Other income and gains	其他收入及收益	5	1,955	3,332
Selling and distribution expenses	銷售及分銷開支		(2,697)	(3,833)
Administrative expenses	行政開支		(20,501)	(19,788)
Other expenses	其他開支		(1,429)	(120)
Impairment losses on assets held for sale	持作出售資產減值虧損	7	(1,601)	–
Impairment losses on property, plant and equipment	物業、廠房及設備減值虧損	7	(11,468)	–
Impairment losses on right-of-use assets	使用權資產減值虧損	7	(390)	–
Impairment losses on other intangible asset	其他無形資產減值虧損	7	(129)	–
Reversal of/(provision for) impairment losses on trade receivables, net	應收賬款減值虧損撥回/(撥備)淨額	7	(428)	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	(2,504)	(2,006)
<b>PROFIT/(LOSS) BEFORE TAX FROM CONTINUING OPERATIONS</b>	<b>持續經營業務稅前利潤/(虧損)</b>	7	<b>(25,225)</b>	9,305
Income tax credit/(expense)	所得稅抵免/(開支)	8	2,633	(3,353)
<b>PROFIT/(LOSS) FOR THE PERIOD FROM CONTINUING OPERATIONS</b>	<b>持續經營業務期內利潤/(虧損)</b>		<b>(22,592)</b>	5,952
<b>DISCONTINUED OPERATIONS</b>	<b>已終止經營業務</b>			
Loss for the period from Discontinued Operations	已終止經營業務期內虧損		–	(58,530)
<b>LOSS FOR THE PERIOD</b>	<b>期內虧損</b>		<b>(22,592)</b>	(52,578)

# 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 2020  
截至2020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	
		2020 2020年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)
		Notes 附註	
<b>OTHER COMPREHENSIVE INCOME :</b>	<b>其他全面收益 :</b>		
Other comprehensive income 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 :		
Exchange differences on translation of foreign operations	換算海外業務產生的匯兌差額	467	295
<b>TOTAL COMPREHENSIVE LOSS FOR THE PERIOD</b>	<b>期內全面虧損總額</b>	<b>(22,125)</b>	<b>(52,283)</b>
Loss attributable to:	虧損歸屬於 :		
Owners of the Company	本公司擁有人	(19,115)	(50,829)
Non-controlling interests	非控股權益	(3,477)	(1,749)
		<b>(22,592)</b>	<b>(52,578)</b>
Total comprehensive loss attributable to:	全面虧損總額歸屬於 :		
Owners of the Company	本公司擁有人	(18,737)	(50,590)
Non-controlling interests	非控股權益	(3,388)	(1,693)
		<b>(22,125)</b>	<b>(52,283)</b>
<b>EARNINGS/(LOSSES) PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY:</b>	<b>歸屬於本公司普通股股權持有人的每股股份盈利 / (虧損) :</b>		
Basic and diluted	基本及攤薄		
– For loss for the period	一期內虧損	RMB人民幣 (0.01)元	RMB人民幣 (0.02)元
		9	
– For profit/(loss) from Continuing Operations	– 持續經營業務利潤 / (虧損)	RMB人民幣 (0.01)元	RMB人民幣 0.00元
		9	

# Interim Consolidated Statement of Financial Position

## 中期綜合財務狀況表

As at 30 June 2020  
於2020年6月30日

			<b>30 June 2020 2020年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)</b>	31 December 2019 2019年12月31日 RMB'000 人民幣千元
	Notes 附註			
<b>NON-CURRENT ASSETS</b>		<b>非流動資產</b>		
Property, plant and equipment	10	物業、廠房及設備	175,659	190,849
Right-of-use assets	11(a)	使用權資產	9,062	3,178
Intangible assets	10	無形資產	736,352	736,666
Other intangible asset	10	其他無形資產	-	137
Prepayments, other receivables and other assets	12	預付款項、其他應收款項及其他資產	1,104	1,125
Deferred tax assets	13	遞延稅項資產	15,950	12,783
<b>Total non-current assets</b>		<b>非流動資產總值</b>	<b>938,127</b>	944,738
<b>CURRENT ASSETS</b>		<b>流動資產</b>		
Inventories		存貨	30,263	29,418
Trade and bills receivables	14	應收賬款及票據	139,773	202,544
Prepayments, other receivables and other assets	12	預付款項、其他應收款項及其他資產	84,102	8,615
Due from related parties	24(c)	應收關聯方款項	4,343	22,096
Pledged deposits		已質押存款	88	-
Cash and cash equivalents		現金及現金等價物	7,232	26,689
			<b>265,801</b>	289,362
Assets classified as held for sale	15	分類為持作出售的資產	34,775	35,832
<b>Total current assets</b>		<b>流動資產總值</b>	<b>300,576</b>	325,194
<b>CURRENT LIABILITIES</b>		<b>流動負債</b>		
Trade and bills payables	16	應付賬款及票據	65,450	68,463
Contract liabilities	17	合約負債	5,339	5,820
Other payables and accruals		其他應付款項及應計款項	90,964	88,390
Interest-bearing bank and other loans	18	計息銀行及其他貸款	99,567	99,247
Due to related parties	24(c)	應付關聯方款項	15,844	40,638
Tax payable		應付稅款	9,970	9,435
Lease liabilities	11(b)	租賃負債	4,344	1,254
<b>Total current liabilities</b>		<b>流動負債總額</b>	<b>291,478</b>	313,247

# Interim Consolidated Statement of Financial Position

## 中期綜合財務狀況表

As at 30 June 2020  
於2020年6月30日

		Notes 附註	30 June 2020 2020年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 2019年12月31日 RMB'000 人民幣千元
<b>NET CURRENT ASSETS</b>	流動資產淨值		<b>9,098</b>	11,947
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	資產總值減流動負債		<b>947,225</b>	956,685
<b>NON-CURRENT LIABILITIES</b>	非流動負債			
Interest-bearing bank and other loans	計息銀行及其他貸款	18	<b>613</b>	–
Provision for rehabilitation	復原撥備		<b>13,250</b>	12,847
Lease liabilities	租賃負債	11(b)	<b>5,346</b>	1,375
Due to related parties	應付關聯方款項	24(c)	<b>7,680</b>	–
Other payables	其他應付款項		<b>847</b>	849
<b>Total non-current liabilities</b>	非流動負債總額		<b>27,736</b>	15,071
<b>Net assets</b>	資產淨值		<b>919,489</b>	941,614
<b>EQUITY</b>	權益			
<b>Equity attributable to owners of the Company</b>	歸屬於本公司擁有人的權益			
Issued capital	已發行股本	19	<b>197,889</b>	197,889
Reserves	儲備		<b>428,114</b>	446,851
			<b>626,003</b>	644,740
<b>Non-controlling interests</b>	非控股權益		<b>293,486</b>	296,874
<b>Total equity</b>	權益總額		<b>919,489</b>	941,614

**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 2020  
截至2020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 收購非控股權益產生的	Capital reserve	Exchange fluctuation reserve	Accumulated losses	Total	Non-controlling interests	Total equity
		已發行股本	股份溢價	法定公積金	安全基金專項儲備	溢入盈餘	股份期權儲備	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 19	附註19				note 20	附註20						
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 foreign operations	換算海外業務產生的匯兌差額	-	-	-	-	-	-	-	-	239	-	239	56	295
Total comprehensive income/(loss) for the period	期內全面收益/(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)	-	-	-
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
At 1 January 2020	於2020年1月1日	197,889	1,877,488 <sup>#</sup>	220,176 <sup>#</sup>	191,974 <sup>#</sup>	87,238 <sup>#</sup>	24,569 <sup>#</sup>	(852,820) <sup>#</sup>	186,200 <sup>#</sup>	1,296 <sup>#</sup>	(1,289,270) <sup>#</sup>	644,740	296,874	941,614
Loss for the period:	期內虧損:	-	-	-	-	-	-	-	-	-	(19,115)	(19,115)	(3,477)	(22,592)
Other comprehensive income for the period:	期內其他全面收益:													
Exchange differences on translation of foreign operations	換算海外業務產生的匯兌差額	-	-	-	-	-	-	-	-	378	-	378	89	467
Total comprehensive income/(loss) for the period	期內全面收益/(虧損)總額	-	-	-	-	-	-	-	-	378	(19,115)	(18,737)	(3,388)	(22,125)
Utilisation for safety fund surplus reserve	動用安全基金專項儲備	-	-	-	(800)	-	-	-	-	-	800	-	-	-
Provision of safety fund surplus reserve	提供安全基金專項儲備	-	-	-	1,262	-	-	-	-	-	(1,262)	-	-	-
Transfer of share option reserve upon the forfeiture or expiry of share options	於股份期權被沒收或屆滿時轉撥股份期權儲備	-	-	-	-	-	(9,643)	-	-	-	9,643	-	-	-
At 30 June 2020 (unaudited)	於2020年6月30日(未經審核)	197,889	1,877,488 <sup>#</sup>	220,176 <sup>#</sup>	192,436 <sup>#</sup>	87,238 <sup>#</sup>	14,926 <sup>#</sup>	(852,820) <sup>#</sup>	186,200 <sup>#</sup>	1,674 <sup>#</sup>	(1,299,204) <sup>#</sup>	626,003	293,486	919,489

<sup>#</sup> These reserve accounts comprise the consolidated reserves of RMB428,114,000 (31 December 2019: RMB446,851,000) in the consolidated statement of financial position.

<sup>#</sup> 該等儲備賬包括綜合財務狀況表內的綜合儲備人民幣428,114,000元(2019年12月31日:人民幣446,851,000元)。



# Interim Consolidated Statement of Cash Flows

## 中期綜合現金流量表

For the six months ended 30 June 2020  
截至2020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

			2020 2020年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>	<b>經營活動的現金流量</b>			
Profit/(loss) before tax	稅前利潤／(虧損)			
From Continuing Operations	持續經營業務		(25,225)	9,305
From Discontinued Operations	已終止經營業務		-	(58,008)
Adjustments for:	就下列各項作出的調整：			
Finance costs	財務成本	6	2,504	27,720
Bank interest income	銀行利息收入	5	(9)	(42)
Remission of general interest charge	一般利息支出減免	5	-	(2,888)
Gain on debt restructuring	債務重組收益		-	(18,108)
Gain on disposal of property, plant and equipment	出售物業、廠房及設備收益	5	(106)	(96)
Reversal of/(provision for) impairment losses on trade receivables, net	應收賬款減值虧損撥回／(撥備)淨額	7	428	(9,845)
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		-	154
Impairment losses on property, plant and equipment	物業、廠房及設備減值虧損	7	11,468	35,363
Impairment losses on intangible assets	無形資產減值虧損		-	3,367
Impairment losses on right-of-use assets	使用權資產減值虧損	7	390	2,300
Impairment losses on other intangible asset	其他無形資產減值虧損	7	129	-
Impairment losses on assets held for sale	持作出售資產減值虧損	7	1,601	-
Depreciation of property, plant and equipment	物業、廠房及設備折舊	10	5,611	6,053
Depreciation of right-of-use assets	使用權資產折舊	11(a)	1,758	386
Amortisation of intangible assets	無形資產攤銷	10	314	362
Amortisation of other intangible asset	其他無形資產攤銷	10	8	421
			(1,129)	(3,556)

# Interim Consolidated Statement of Cash Flows

## 中期綜合現金流量表

For the six months ended 30 June 2020  
截至2020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	
		2020 2020年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)
		Notes 附註	
Decrease/(increase) in trade and bills receivables	應收賬款及票據減少／(增加)	62,303	(9,211)
Increase in inventories	存貨增加	(845)	(4,015)
Decrease/(increase) in prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產減少／(增加)	(75,466)	26,604
Decrease in amounts due from related parties	應收關聯方款項減少	597	-
Increase/(decrease) in trade and bills payables	應付賬款及票據增加／(減少)	(3,013)	32,523
Increase in amounts due to related parties	應付關聯方款項增加	-	3,716
Increase/(decrease) in contract liabilities	合約負債增加／(減少)	(481)	1,553
Increase/(decrease) in other payables and accruals	其他應付款項及應計款項增加／(減少)	922	(25,223)
Cash generated from/(used in) operations	經營產生／(使用)的現金	(17,112)	22,391
Interest received	已收利息	9	42
Income tax paid	已付所得稅	-	(1)
Net cash flows generated from/(used in) operating activities	經營活動產生／(使用)的現金流量淨額	(17,103)	22,432
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		<b>投資活動的現金流量</b>	
Purchase of property, plant and equipment	購買物業、廠房及設備	(3,865)	(36,896)
Additions to intangible assets	添置無形資產	(297)	(1,800)
Proceeds from disposal of property, plant and equipment	出售物業、廠房及設備所得款項	2,350	98
Placement of pledged deposits	存放已質押存款	(88)	-
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)
Net cash flows used in investing activities	投資活動使用的現金流量淨額	(1,900)	(28,731)

# Interim Consolidated Statement of Cash Flows

## 中期綜合現金流量表

For the six months ended 30 June 2020  
截至2020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	
		2020 2020年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)
	Notes 附註		
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>	<b>融資活動的現金流量</b>		
Interest paid	已付利息	(349)	(10,899)
Proceeds from other loans	其他貸款所得款項	1,112	–
Repayment of bank loans and other loans	償還銀行貸款及其他貸款	(179)	(6,278)
Principal portion of lease payments	租賃款本金部分	(984)	(362)
Interest portion of lease payments	租賃款利息部分	(185)	(46)
Decrease in an amount due to a related party	應付一名關聯方款項減少	(24)	–
Net cash flows used in financing activities	融資活動使用的現金流量淨額	(609)	(17,585)
<b>NET DECREASE IN CASH AND CASH EQUIVALENTS</b>	<b>現金及現金等價物減少淨額</b>	<b>(19,612)</b>	<b>(23,884)</b>
Cash and cash equivalents at beginning of period	期初的現金及現金等價物	26,689	33,771
Effect of foreign exchange rate changes, net	匯率變動影響淨額	155	(314)
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>	<b>期終的現金及現金等價物</b>	<b>7,232</b>	<b>9,573</b>
<b>ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS</b>	<b>現金及現金等價物結餘分析</b>		
Cash and bank balances	現金及銀行結餘	7,232	9,527
Cash and cash equivalent as stated in the statement of financial position	財務狀況表所列的現金及現金等價物	7,232	9,527
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
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	7,232	9,573

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 1. CORPORATE AND GROUP 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 702 (Reception) and 11th Floor, The Hong Kong Club Building, 3A Chater Road, Central, Hong Kong.

During the six months ended 30 June 2020 (the “Reporting Period”), the Group was principally engaged in the following principal activities:

- mining and ore processing
- sale of self-produced products
- trading of 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 six months ended 30 June 2020 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 2019.

### 1. 公司及集團資料

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中環遮打道3A號香港會所大廈702號（接待處）及11樓。

於截至2020年6月30日止六個月（「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
- 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公司）為本公司的母公司及最終控股公司。

#### 2.1 編製基準

截至2020年6月30日止六個月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全年財務報表規定的所有資料及披露事項，並應與本集團截至2019年12月31日止年度的全年財務報表一併閱讀。

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020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 2019, except for the adoption of the following revised standards, interpretations and amendments to a number of International Financial Reporting Standards ("IFRSs") issued by the International Accounting Standards Board for the first time for the current period's financial information.

Amendments to IFRS 3	<i>Definition of a Business</i>
Amendments to IFRS 9, IAS 39 and IFRS 7	<i>Interest Rate Benchmark Reform</i>
Amendments to IFRS 16	<i>COVID-19-Related Rent Concessions (early adopted)</i>
Amendments to IAS 1 and IAS 8	<i>Definition of Material</i>

### 2.2 會計政策變動及披露事項

除於本期間的財務資料首次採納以下由國際會計準則理事會頒佈的經修訂準則、詮釋及多項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2019年12月31日止年度的全年綜合財務報表時依循者一致。

國際財務報告準則第3號修訂本	業務的定義
國際財務報告準則第9號、國際會計準則第39號及國際財務報告準則第7號修訂本	利率基準改革
國際財務報告準則第16號修訂本	COVID-19相關租金寬減(提早採納)
國際會計準則第1號及國際會計準則第8號修訂本	重大的定義

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

The nature and impact of the revised IFRSs are described below:

- (a) Amendments to IFRS 3 clarify and provide additional guidance on the definition of a business. The amendments clarify that for an integrated set of activities and assets to be considered a business, it must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create output. A business can exist without including all of the inputs and processes needed to create outputs. The amendments remove the assessment of whether market participants are capable of acquiring the business and continue to produce outputs. Instead, the focus is on whether acquired inputs and acquired substantive processes together significantly contribute to the ability to create outputs. The amendments have also narrowed the definition of outputs to focus on goods or services provided to customers, investment income or other income from ordinary activities. Furthermore, the amendments provide guidance to assess whether an acquired process is substantive and introduce an optional fair value concentration test to permit a simplified assessment of whether an acquired set of activities and assets is not a business. The Group has applied the amendments prospectively to transactions or other events that occurred on or after 1 January 2020. The amendments did not have any impact on the financial position and performance of the Group.

### 2.2 會計政策變動及披露事項 (續)

經修訂國際財務報告準則的性質及影響闡述如下：

- (a) 國際財務報告準則第3號修訂本釐清業務的定義並就此提供額外指引。該等修訂本釐清，就將被視為業務的一組綜合活動及資產而言，其須至少包括共同對創造輸出的能力作出重大貢獻的一項輸入及一個實質過程。一項業務的存在要素無須包括創造輸出所需的所有輸入及過程。該等修訂本移除對市場參與者是否有能力收購業務及繼續生產輸出的評估。相反，重點在於所收購輸入及所收購實質過程是否共同對創造輸出的能力作出重大貢獻。該等修訂本亦將輸出的定義縮窄為專注於向客戶提供的貨品或服務、投資收入或來自日常活動的其他收入。再者，該等修訂本為評估一個已收購過程是否屬實質提供指引，並引入可選用的公平值集中程度測試，以允許對一組已收購的活動及資產是否並非業務進行簡化評估。本集團已按前瞻性基準對在2020年1月1日或之後發生的交易或其他事件應用該等修訂本。該等修訂本對本集團的財務狀況及表現概無任何影響。

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

The nature and impact of the revised IFRSs are described below:  
(Continued)

- (b) Amendments to IFRS 9, IAS 39 and IFRS 7 address the effects of interbank offered rate reform on financial reporting. The amendments provide temporary reliefs which enable hedge accounting to continue during the period of uncertainty before the replacement of an existing interest rate benchmark. In addition, the amendments require companies to provide additional information to investors about their hedging relationships which are directly affected by these uncertainties. The amendments did not have any impact on the financial position and performance of the Group as the Group does not have any interest rate hedge relationships.
- (c) Amendment to IFRS 16 provides a practical expedient for lessees to elect not to apply lease modification accounting for rent concessions arising as a direct consequence of the Coronavirus Disease 2019 (“COVID-19”) pandemic. The practical expedient applies only to rent concessions occurring as a direct consequence of the COVID-19 pandemic and only if (i) the change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change; (ii) any reduction in lease payments affects only payments originally due on or before 30 June 2021; and (iii) there is no substantive change to other terms and conditions of the lease. The amendment is effective retrospectively for annual periods beginning on or after 1 June 2020 with earlier application permitted.

### 2.2 會計政策變動及披露事項 (續)

經修訂國際財務報告準則的性質及影響  
闡述如下：(續)

- (b) 國際財務報告準則第9號、國際會計準則第39號及國際財務報告準則第7號修訂本處理銀行同業拆息改革對財務申報的影響。該等修訂本提供暫時性寬免，允許於現有利率基準被取代前的不確定期間繼續使用對沖會計法。此外，該等修訂本要求公司就其直接受該等不確定性影響的對沖關係向投資者提供額外資料。由於本集團並無任何利率對沖關係，故該等修訂本對本集團的財務狀況及表現概無任何影響。
- (c) 國際財務報告準則第16號修訂本為承租人提供可行權宜方法，使彼等可選擇不就因2019冠狀病毒病（「COVID-19」）大流行的直接後果而產生的租金寬減應用租賃修改會計處理。該可行權宜方法僅適用於因COVID-19產生的直接後果而產生的租金寬減，並僅於以下情況適用：(i)租賃款變動所導致的經修訂租賃代價與緊接該變動前的租賃代價大致相同或低於有關代價；(ii)租賃款的任何減幅僅影響原到期日為2021年6月30日或之前的付款；及(iii)其他租賃條款及條件並無實質變動。該修訂本於2020年6月1日或之後開始的年度期間追溯有效，並允許提早應用。

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

The nature and impact of the revised IFRSs are described below:  
(Continued)

(c) (Continued)

During the period ended 30 June 2020, certain monthly lease payments for the leases of the Group's office buildings have been reduced by the lessors as a result of the COVID-19 pandemic and there are no other changes to the terms of the leases. The Group has early adopted the amendment on 1 January 2020 and elected not to apply lease modification accounting for all rent concessions granted by the lessors as a result of the COVID-19 pandemic during the period ended 30 June 2020. Accordingly, a reduction in the lease payments arising from the rent concessions of RMB21,000 has been accounted for as a variable lease payment by derecognising part of the lease liabilities and the corresponding right-of-use assets for the period ended 30 June 2020.

(d) Amendments to IAS 1 and IAS 8 provide a new definition of material. The new definition states that information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. The amendments clarify that materiality will depend on the nature or magnitude of information. The amendments did not have any impact on the Group's interim condensed financial information.

### 2.2 會計政策變動及披露事項 (續)

經修訂國際財務報告準則的性質及影響  
闡述如下：(續)

(c) (續)

於截至2020年6月30日止期間，本集團的辦公大樓租賃因COVID-19大流行而獲出租人寬減若干月份的租賃款，租賃條款概無其他變動。本集團已於2020年1月1日提早採納該修訂本，並選擇不就截至2020年6月30日止期間內因COVID-19大流行而獲出租人授予的所有租金寬減應用租賃修改會計處理。因此，於截至2020年6月30日止期間，本集團藉終止確認部分租賃負債及相應使用權資產，將租金寬減所產生的租賃款減幅人民幣21,000元入賬列作可變租賃款。

(d) 國際會計準則第1號及國際會計準則第8號的修訂本為重大提供一個新定義。新定義訂明，倘可合理預期某項資料遺漏、失實或模糊不清將影響一般用途財務報表的主要使用者按該等財務報表作出的決定，則該項資料屬重大。該等修訂本釐清，重要性將視乎資料的性質或量級而定。該等修訂本對本集團的中期簡明財務資料概無任何影響。



# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 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 2019: four; year ended 31 December 2019: four) reportable operating segments as follows:

- (a) the high-Fe mining operations segment comprises the operation of sale of self-produced high-grade iron concentrates within the range of 65% TFe to 72% TFe and the provision of consultancy and management services;
- (b) the trading segment comprises the operation of sale of traded products;
- (c) the specialised mining services segment comprises the provision of specialised mining services, which include raise boring, shaft excavation, engineering services, and other mining and consultancy 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.

The Directors monitor the results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/loss, which is a measure of adjusted profit/loss before tax from operations. The adjusted profit/loss before tax is measured consistently with the Group's profit/loss before tax except that other income, other expenses and non-lease-related finance costs are excluded from such measurement.

Segment assets exclude deferred tax assets, pledged deposits 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

本集團基於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2019年6月30日止六個月：四個；截至2019年12月31日止年度：四個）可呈報經營分部如下：

- (a) 高鐵品位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以及提供顧問及管理服務；
- (b) 買賣分部包括銷售買賣產品業務；
- (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、工程服務以及其他開採及顧問服務；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）。

董事分開監察本集團各經營分部的業績，以就資源分配及表現評估作出決策。分部表現基於可呈報分部利潤／虧損評估，而可呈報分部利潤／虧損乃計量經營業務的經調整稅前利潤／虧損的基準。除於計量時剔除其他收入、其他開支及非租賃相關財務成本外，經調整稅前利潤／虧損的計量方式與本集團稅前利潤／虧損的計量方式一致。

由於遞延稅項資產、已質押存款以及現金及現金等價物按集團基準管理，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 2020  
截至2020年6月30日止六個月

### 3. OPERATING SEGMENT INFORMATION

(Continued)

Six months ended 30 June 2020

### 3. 經營分部資料 (續)

截至2020年6月30日止六個月

		High-Fe mining operations 高鐵品位 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
<b>Segment revenue</b> (note 4)	分部收入 (附註4)					
Sales to external customer	向外部客戶作出的銷售	25,587	119,282	36,274	-	181,143
Intersegment sales	分部間銷售	-	-	990	774	1,764
		<b>25,587</b>	<b>119,282</b>	<b>37,264</b>	<b>774</b>	<b>182,907</b>
<i>Reconciliation:</i>	<i>對賬:</i>					
Elimination of intersegment sales	抵銷分部間銷售					(1,764)
Revenue from Continuing Operations	持續經營業務收入					<b>181,143</b>
<b>Segment results</b>	分部業績	<b>330</b>	<b>1,952</b>	<b>(17,902)</b>	<b>(7,812)</b>	<b>(23,432)</b>
<i>Reconciliation:</i>	<i>對賬:</i>					
Other income and gains	其他收入及收益					1,955
Other expense	其他開支					(1,429)
Finance costs (other than interest on lease liabilities)	財務成本 (不包括租賃負債的利息)					(2,319)
Loss before tax from Continuing Operations	持續經營業務稅前虧損					<b>(25,225)</b>
<b>Other segment information</b>	其他分部資料					
Impairment losses on trade receivables, net (note 14)	應收賬款減值虧損淨額 (附註14)	72	235	121	-	428
Impairment losses on assets held for sale	持作出售資產減值虧損	-	-	1,601	-	1,601
Impairment losses on property, plant and equipment (note 10)	物業、廠房及設備減值虧損 (附註10)	-	-	11,468	-	11,468
Impairment losses on right-of-use assets (note 11(a))	使用權資產減值虧損 (附註11(a))	-	-	390	-	390
Impairment losses on other intangible asset (note 10)	其他無形資產減值虧損 (附註10)	-	-	129	-	129
Depreciation and amortisation (note 7)	折舊及攤銷 (附註7)	4,562	3	2,608	518	7,691
Capital expenditure <sup>#</sup>	資本開支 <sup>#</sup>	1,998	-	2,074	215	4,287

<sup>#</sup> Capital expenditure consists of additions to property, plant and equipment.

<sup>#</sup> 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 2020  
截至2020年6月30日止六個月

### 3. OPERATING SEGMENT INFORMATION

(Continued)

As at 30 June 2020

### 3. 經營分部資料 (續)

於2020年6月30日

		High-Fe mining operations 高鐵品位 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
<b>Segment assets</b>	<b>分部資產</b>	<b>357,592</b>	<b>209,755</b>	<b>106,945</b>	<b>4,594,979</b>	<b>5,269,271</b>
<i>Reconciliation:</i>	<i>對賬:</i>					
Elimination of intersegment receivables	抵銷分部間應收款項					(4,053,838)
Deferred tax assets	遞延稅項資產					15,950
Pledged deposits	已質押存款					88
Cash and cash equivalents	現金及現金等價物					7,232
Total assets	資產總值					<u>1,238,703</u>
<b>Segment liabilities</b>	<b>分部負債</b>	<b>261,556</b>	<b>190,344</b>	<b>103,624</b>	<b>3,715,256</b>	<b>4,270,780</b>
<i>Reconciliation:</i>	<i>對賬:</i>					
Elimination of intersegment payables	抵銷分部間應付款項					(4,061,716)
Interest-bearing bank and other loans	計息銀行及其他貸款					100,180
Tax payable	應付稅款					9,970
Total liabilities	負債總額					<u>319,214</u>

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 3. OPERATING SEGMENT INFORMATION (Continued)

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 operations 高鐵品位 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
<b>Segment revenue</b> (note 4)	<b>分部收入</b> (附註4)					
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	抵銷分部間銷售					(5,627)
Revenue from Continuing Operations	持續經營業務收入					263,687
<b>Segment results</b>	<b>分部業績</b>	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
<b>Other segment information</b>	<b>其他分部資料</b>					
Reversal of impairment losses on trade receivables, net (note 7)	應收賬款減值虧損撥回淨額 (附註7)	(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 7)	折舊及攤銷 (附註7)	4,527	4	2,397	294	7,222
Capital expenditure <sup>#</sup>	資本開支 <sup>#</sup>	9,142	–	76	3,864	13,082

<sup>#</sup> Capital expenditure consists of additions to property, plant and equipment.

<sup>#</sup> 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 2020  
截至2020年6月30日止六個月

### 3. OPERATING SEGMENT INFORMATION

(Continued)

As at 31 December 2019

### 3. 經營分部資料 (續)

於2019年12月31日

		High-Fe mining operations 高鐵品位 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
<b>Segment assets</b>	<b>分部資產</b>	343,741	190,672	125,434	4,598,439	5,258,286
<i>Reconciliation:</i>						
Elimination of intersegment receivables	抵銷分部間應收款項					(4,027,826)
Deferred tax assets	遞延稅項資產					12,783
Cash and cash equivalents	現金及現金等價物					26,689
Total assets	資產總值					<u>1,269,932</u>
<b>Segment liabilities</b>	<b>分部負債</b>	248,951	191,654	107,035	3,676,140	4,223,780
<i>Reconciliation:</i>						
Elimination of intersegment payables	抵銷分部間應付款項					(4,004,144)
Interest-bearing bank and other loans	計息銀行及其他貸款					99,247
Tax payable	應付稅款					9,435
Total liabilities	負債總額					<u>328,318</u>

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020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

		2020 2020年		2019 2019年	
		RMB'000 人民幣千元 (Unaudited) (未經審核)	% %	RMB'000 人民幣千元 (Unaudited) (未經審核)	% %
Revenue from contracts with customers	客戶合約收入				
Sale of industrial products:	銷售工業產品：				
High-grade iron concentrates	高品位鐵精礦	21,530	11.9	31,308	11.9
Coals	煤炭	–	–	6,352	2.4
Steels	鋼鐵	119,282	65.8	185,980	70.5
Rendering of specialised mining services	提供專業開採服務	36,274	20.1	40,047	15.2
Rendering of consultancy and management services	提供顧問及管理服務	4,057	2.2	–	–
		<b>181,143</b>	<b>100.0</b>	<b>263,687</b>	<b>100.0</b>

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 4. REVENUE (Continued)

#### Disaggregated revenue information for revenue from contracts with customers

For the six months ended 30 June 2020

### 4. 收入 (續)

#### 客戶合約收入的已拆分收入資料

截至2020年6月30日止六個月

Segments	分部	High-Fe mining operations 高鐵品位採礦業務 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
<b>Types of goods or services</b>	<b>貨品或服務類別</b>					
High-grade iron concentrates	高品位鐵精礦	21,530	–	–	–	21,530
Trading of steels	鋼鐵買賣	–	119,282	–	–	119,282
Rendering of specialised mining services	提供專業開採服務	–	–	36,274	–	36,274
Rendering of consultancy and management services	提供顧問及管理服務	4,057	–	–	–	4,057
Total revenue from contracts with customers	客戶合約收入總額	<u>25,587</u>	<u>119,282</u>	<u>36,274</u>	<u>–</u>	<u>181,143</u>
<b>Geographical markets</b>	<b>地域市場</b>					
Mainland China	中國內地	25,587	119,282	–	–	144,869
Australia	澳洲	–	–	36,274	–	36,274
Total revenue from contracts with customers	客戶合約收入總額	<u>25,587</u>	<u>119,282</u>	<u>36,274</u>	<u>–</u>	<u>181,143</u>
<b>Time of revenue recognition</b>	<b>收入確認時間</b>					
Goods transferred at a point in time	於某一時間點轉讓的貨品	21,530	119,282	–	–	140,812
Services transferred over time	隨時間轉讓的服務	4,057	–	36,274	–	40,331
Total revenue from contracts with customers	客戶合約收入總額	<u>25,587</u>	<u>119,282</u>	<u>36,274</u>	<u>–</u>	<u>181,143</u>

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 4. REVENUE (Continued)

#### Disaggregated revenue information for revenue from contracts with customers (Continued)

For the six months ended 30 June 2019

Segments	分部	High-Fe mining operations 高鐵品位採礦業務 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
<b>Types of goods or services</b>	<b>貨品或服務類別</b>					
High-grade iron concentrates	高品位鐵精礦	31,308	–	–	–	31,308
Trading of coals	煤炭買賣	–	6,352	–	–	6,352
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
Total revenue from contracts with customers	客戶合約收入總額	<u>31,308</u>	<u>192,332</u>	<u>40,047</u>	<u>–</u>	<u>263,687</u>
<b>Geographical markets</b>	<b>地域市場</b>					
Mainland China	中國內地	31,308	192,332	–	–	223,640
Australia	澳洲	–	–	40,047	–	40,047
Total revenue from contracts with customers	客戶合約收入總額	<u>31,308</u>	<u>192,332</u>	<u>40,047</u>	<u>–</u>	<u>263,687</u>
<b>Time of revenue recognition</b>	<b>收入確認時間</b>					
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
Total revenue from contracts with customers	客戶合約收入總額	<u>31,308</u>	<u>192,332</u>	<u>40,047</u>	<u>–</u>	<u>263,687</u>

### 4. 收入 (續)

#### 客戶合約收入的已拆分收入資料 (續)

截至2019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 2020  
截至2020年6月30日止六個月

### 4. REVENUE (Continued)

#### Disaggregated revenue information for revenue from contracts with customers (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 2020

### 4. 收入 (續)

#### 客戶合約收入的已拆分收入資料 (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2020年6月30日止六個月

Segments	分部	High-Fe mining operations 高鐵品位採礦業務 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
<b>Revenue from contracts with customers</b>	客戶合約收入					
External customers	外部客戶	25,587	119,282	36,274	–	181,143
Intersegment sales	分部間銷售	–	–	990	774	1,764
		<u>25,587</u>	<u>119,282</u>	<u>37,264</u>	<u>774</u>	<u>182,907</u>
Intersegment adjustments and eliminations	分部間調整及抵銷	–	–	(990)	(774)	(1,764)
Total revenue from contracts with customers	客戶合約收入總額	<u>25,587</u>	<u>119,282</u>	<u>36,274</u>	<u>–</u>	<u>181,143</u>

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 4. REVENUE (Continued)

#### Disaggregated revenue information for revenue from contracts with customers (Continued)

For the six months ended 30 June 2019

Segments	分部	High-Fe mining operations 高鐵品位採礦業務 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
<b>Revenue from contracts with customers</b>	<b>客戶合約收入</b>					
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
		<u>35,365</u>	<u>192,332</u>	<u>41,047</u>	<u>570</u>	<u>269,314</u>
Intersegment adjustments and eliminations	分部間調整及抵銷	(4,057)	–	(1,000)	(570)	(5,627)
Total revenue from contracts with customers	客戶合約收入總額	<u>31,308</u>	<u>192,332</u>	<u>40,047</u>	<u>–</u>	<u>263,687</u>

### 4. 收入 (續)

#### 客戶合約收入的已拆分收入資料 (續)

截至2019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 2020  
截至2020年6月30日止六個月

### 5. OTHER INCOME AND GAINS

An analysis of other income and gains was as follows:

### 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	
		2020 2020年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)
		Notes 附註	
<b>Other income</b>	<b>其他收入</b>		
Bank interest income	銀行利息收入	(a) 9	42
Compensation income	補償收入	(a) 1,203	–
Sale of raw materials	原材料銷售	(b) 621	3
Remission of general interest charge	一般利息支出減免	(b) –	2,888
Miscellaneous	其他	16	303
		<b>1,849</b>	<b>3,236</b>
<b>Gains</b>	<b>收益</b>		
Gain on disposal of property, plant and equipment	出售物業、廠房及設備收益	106	96
Total other income and gains	其他收入及收益總額	<b>1,955</b>	<b>3,332</b>

Notes:

- (a) Compensation income from a third party service provider due to act of negligence.
- (b) Remission of general interest charge from Australia Tax Office upon settlement of payables.

附註：

- (a) 補償收入由第三方服務供應商因疏忽而支付。
- (b) 清償應付款項後由澳洲稅務局給予的一般利息支出減免。

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 6. FINANCE COSTS

### 6. 財務成本

		For the six months ended 30 June 截至6月30日止六個月	
		2020 2020年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Interest on bank and other loans	銀行及其他貸款的利息	1,876	1,897
Interest on lease liabilities (note 11(b))	租賃負債的利息(附註11(b))	185	46
Interest on discounted bills receivable (note 14)	應收貼現票據的利息 (附註14)	40	-
Unwinding of discount on provision	撥備貼現值撥回	403	63
		<b>2,504</b>	<b>2,006</b>

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 7. PROFIT/(LOSS) BEFORE TAX FROM CONTINUING OPERATIONS

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

### 7. 持續經營業務稅前利潤／(虧損)

本集團的持續經營業務稅前利潤／(虧損)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	
		2020 2020年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Cost of inventories sold	已售出存貨成本	135,354	211,493
Cost of services rendered	已提供服務成本	31,822	33,536
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)	11,747	15,638
Depreciation of property, plant and equipment	物業、廠房及設備折舊	5,611	6,053
Depreciation of right-of-use assets	使用權資產折舊	1,758	386
Amortisation of intangible assets	無形資產攤銷	314	362
Amortisation of other intangible asset	其他無形資產攤銷	8	421
Depreciation and amortisation expenses	折舊及攤銷開支	7,691	7,222
Provision for/(reversal of) recognised on:	就以下項目確認的撥備／(撥回)：		
Property, plant and equipment	物業、廠房及設備	11,468	—
Right-of-use assets	使用權資產	390	—
Other intangible asset	其他無形資產	129	—
Assets classified as held for sale	分類為持作出售的資產	1,601	—
Trade receivables	應收賬款	428	(13,052)
Financial assets included in prepayments, other receivables and other assets	計入預付款項、其他應收款項及其他資產的金融資產	—	(10)
Total provision for/(reversal of) impairment losses, net	總減值虧損撥備／(撥回)淨額	14,016	(13,062)
Lease payments not included in the measurement of lease liabilities	並無計入租賃負債計量的租賃款	738	658
Auditor's remuneration	核數師酬金	600	120
Foreign exchange gains, net	外匯收益淨額	(514)	(696)

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 8. INCOME TAX CREDIT/(EXPENSE)

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.

### 8. 所得稅抵免／（開支）

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。

		For the six months ended 30 June 截至6月30日止六個月	
		2020 2020年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Current – Continuing Operations	即期－持續經營業務	534	680
Deferred – Continuing Operations	遞延－持續經營業務	(3,167)	2,673
Deferred – Discontinued Operations	遞延－已終止經營業務	–	522
		<b>(2,633)</b>	<b>3,875</b>
Total tax charge for the period from Continuing Operations	持續經營業務期內稅項支出總額	<b>(2,633)</b>	3,353
Total tax charge for the period from Discontinued Operations	已終止經營業務期內稅項支出總額	–	522
		<b>(2,633)</b>	<b>3,875</b>

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 9. 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 RMB19,115,000 (six months ended 30 June 2019: RMB50,829,000), and the weighted average number of Shares of 2,249,015,410 (six months ended 30 June 2019: 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 2019 and 2020 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 Shares during each of the six months ended 30 June 2019 and 2020.

### 10. PROPERTY, PLANT AND EQUIPMENT, INTANGIBLE ASSETS AND OTHER INTANGIBLE ASSET

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

Carrying amount at 1 January 2020	於2020年1月1日的賬面金額
Additions	添置
Depreciation/amortisation charged for the period (note 7)	期內扣除的折舊／攤銷 (附註7)
Disposals	出售
Impairment recognised during the period (note 7)	期內確認的減值 (附註7)
Exchange realignment	匯兌調整
Carrying amount at 30 June 2020	於2020年6月30日的賬面金額

### 9. 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19,115,000元 (截至2019年6月30日止六個月: 人民幣50,829,000元) 及報告期的已發行股份加權平均數2,249,015,410股 (截至2019年6月30日止六個月: 2,249,015,410股) 計算。

由於在截至2019年及2020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股份的平均市價, 故並無就截至2019年及2020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。

### 10. 物業、廠房及設備、無形資產以及其他無形資產

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

Property, plant and equipment 物業、廠房及設備 RMB'000 人民幣千元 (Unaudited) (未經審核) (note (b)) (附註(b))	Intangible assets 無形資產 RMB'000 人民幣千元 (Unaudited) (未經審核) (note (a)) (附註(a))	Other intangible asset 其他無形資產 RMB'000 人民幣千元 (Unaudited) (未經審核) (note (b)) (附註(b))
190,849	736,666	137
4,287	-	-
(5,611)	(314)	(8)
(2,244)	-	-
(11,468)	-	(129)
(154)	-	-
<u>175,659</u>	<u>736,352</u>	<u>-</u>

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 10. PROPERTY, PLANT AND EQUIPMENT, INTANGIBLE ASSETS AND OTHER INTANGIBLE ASSET (Continued)

Notes:

- (a) As at 30 June 2020, the mining rights of Maoling Mine with a net carrying amount of RMB20,652,000 (31 December 2019: RMB20,966,000) were pledged to secure the Group's bank loans.
- (b) Other intangible asset represented brand name with a net carrying amount of Nil (31 December 2019: RMB137,000) recognised arising from the acquisition of Mancala Holdings Limited.

For the purpose of impairment assessment, Specialised Mining Services cash generating unit ("CGU") (comprising the property, plant and equipment, the right-of-use assets of Mancala Holdings Limited and its subsidiaries ("Mancala Group") and the brand name) is treated as a separate CGU. The recoverable amount of the Specialised Mining Services CGU was estimated based on its value in use ("VIU") determined by discounting the future cash flows to be generated from the continuing use of these assets. The recoverable amount is determined based on the calculation using cash flow projections according to financial budgets covering a period of nineteen and a half years approved by management with pre-tax discount rate of 15.02%. The cash flows beyond a period of two and a half years were extrapolated using a growth rate of 2.58%, which was referred to the growth rate of the gross domestic product in Australia for the past ten years.

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

*Budgeted gross margins* – The basis used to determine the value assigned to the budgeted gross margins is the average gross margins achieved in the last ten year before the budget year.

*Revenue growth* – The basis used to determine the value assigned to the revenue growth rate is the growth of the gross domestic product during the last ten years before the budget year for Australia from where the revenue is mainly generated.

### 10. 物業、廠房及設備、無形資產以及其他無形資產 (續)

附註：

- (a) 於2020年6月30日，賬面淨額為人民幣20,652,000元（2019年12月31日：人民幣20,966,000元）的毛嶺鐵礦採礦權已作質押，作為本集團銀行貸款的擔保。
- (b) 其他無形資產指因收購Mancala Holdings Limited而確認賬面淨額為零（2019年12月31日：人民幣137,000元）的品牌名稱。

為評估減值，專業開採服務現金產生單位（包括Mancala Holdings Limited及其子公司（「曼卡拉集團」）的物業、廠房及設備、使用權資產及品牌名稱）被視為獨立的現金產生單位處理。專業開採服務現金產生單位的可收回金額基於其使用價值（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19½年期財政預算進行的現金流預測，以稅前貼現率15.02%計算。2½年期後的現金流採用2.58%的增長率推算，該增長率已參考澳洲過去十年的國內生產總值增長率。

估計使用價值時使用的其他主要假設如下：

*預算毛利率*—用於釐定給予預算毛利率的價值的基準為預算年度前十年達到的平均毛利率。

*收入增長*—用於釐定給予收入增長率的價值的基準為澳洲（主要收入來源）於預算年度前十年國內生產總值增長。



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## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 10. PROPERTY, PLANT AND EQUIPMENT, INTANGIBLE ASSETS AND OTHER INTANGIBLE ASSET (Continued)

Notes: (Continued)

(b) (Continued)

*Discount rate* – The discount rate used is before tax and reflects specific risks relating to the relevant unit.

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

Based on the impairment assessment, the recoverable amount and carrying amount as at 30 June 2020 and impairment provision for the six months ended 30 June 2020 are as follows:

		<b>Recoverable amount</b>	<b>Carrying amount</b>	<b>Impairment provision</b>
		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
Specialised Mining	專業開採服務現金			
Services CGU	產生單位	27,176	39,163	11,987

An impairment loss of RMB11,468,000 (note 10), RMB129,000 (note 10) and RMB390,000 (note 11(a)) (six months ended 30 June 2019: Nil, Nil and Nil) were recognised during the six months ended 30 June 2020 to write down the carrying amount of property, plant and equipment, other intangible asset and right-of-use assets as at 30 June 2020.

The impairment losses arising from the Specialised Mining Services CGU was mainly due to the challenging outlook on macro-environment and weaker market sentiment given the increase in risk and uncertainty. The business plan was adjusted correspondingly to reflect the recoverable amount which consequently led to impairment.

### 10. 物業、廠房及設備、無形資產以及其他無形資產 (續)

附註：(續)

(b) (續)

*貼現率* – 所採用的貼現率未扣除稅項，並反映與相關單位有關的特定風險。

給予主要假設的價值與外部資料來源一致。

基於減值評估，於2020年6月30日的可收回金額及賬面金額以及截至2020年6月30日止六個月的減值撥備如下：

於截至2020年6月30日止六個月確認的減值虧損為人民幣11,468,000元（附註10）、人民幣129,000元（附註10）及人民幣390,000元（附註11(a)）（截至2019年6月30日止六個月：零、零及零），旨在撇減物業、廠房及設備、其他無形資產以及使用權資產於2020年6月30日的賬面金額。

專業開採服務現金產生單位產生的減值虧損主要源於風險及不確定性上升令宏觀環境前景充滿挑戰，市場氣氛疲弱。業務規劃已作相應調整，以反映可收回金額，因而導致減值。

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## 中期簡明財務資料附註

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### 11. LEASES

#### The Group as a lessee

The Group has lease contracts for office premises and various plant and machinery used in its operations. During the Reporting Period, the Group entered into certain long-term lease contracts for plant and machinery. Lump sum payments were made upfront to acquire the leased office premises with lease periods of three years, and no ongoing payments will be made under the terms of these leases. Leases of office premises have lease terms between 1 and 3 years. Leases of plant and machinery generally have lease term of 3 years. Generally, the Group is restricted from assigning and subleasing the leased assets outside the Group.

#### (a) Right-of-use assets

The carrying amount of the Group's right-of-use assets and the movements during the Reporting Period are as follows:

		Office premises 辦公室物業 RMB'000 人民幣千元	Plant and machinery 廠房及機器 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
As at 1 January 2020	於2020年1月1日	2,725	453	3,178
Additions	添置	-	8,066	8,066
Decrease as a result of COVID-19-related rent concessions	因COVID-19相關租金 寬減而減少	(21)	-	(21)
Depreciation charged (note 7)	已扣除的折舊(附註7)	(795)	(963)	(1,758)
Impairment recognised during the period (note 7)	期內確認的減值(附註7)	(390)	-	(390)
Exchange realignment	匯兌調整	-	(13)	(13)
As at 30 June 2020	於2020年6月30日	1,519	7,543	9,062

### 11. 租賃

#### 本集團作為承租人

本集團就業務所用多個辦公室物業以及不同廠房及機器訂立租賃合約。於報告期內，本集團就廠房及機器訂立若干長期租賃合約。本集團已就取得租期為三年的租賃辦公室物業支付一筆過前期款項，且不會根據該等租賃的條款持續付款。辦公室物業租賃的租期介乎1至3年。廠房及機器租賃的租期一般為3年。一般而言，本集團不可將租賃資產轉讓及分租予本集團以外人士。

#### (a) 使用權資產

本集團使用權資產的賬面金額及報告期內變動如下：

		Office premises 辦公室物業 RMB'000 人民幣千元	Plant and machinery 廠房及機器 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
As at 1 January 2020	於2020年1月1日	2,725	453	3,178
Additions	添置	-	8,066	8,066
Decrease as a result of COVID-19-related rent concessions	因COVID-19相關租金 寬減而減少	(21)	-	(21)
Depreciation charged (note 7)	已扣除的折舊(附註7)	(795)	(963)	(1,758)
Impairment recognised during the period (note 7)	期內確認的減值(附註7)	(390)	-	(390)
Exchange realignment	匯兌調整	-	(13)	(13)
As at 30 June 2020	於2020年6月30日	1,519	7,543	9,062

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
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### 11. LEASES (Continued)

#### The Group as a lessee (Continued)

##### (b) Lease liabilities

The carrying amount of lease liabilities and the movements during the Reporting Period are as follows:

		RMB'000 人民幣千元
Carrying amount at 1 January 2020	於2020年1月1日的賬面金額	2,629
New leases	新租賃	8,066
Derecognised as a result of COVID-19-related rent concessions	因COVID-19相關租金寬減而終止確認	(21)
Accretion of interest recognised during the period (note 6)	期內確認的應計利息(附註6)	185
Payments	付款	(1,169)
		<u>9,690</u>
Carrying amount at 30 June 2020	於2020年6月30日的賬面金額	<u>9,690</u>
Analysed into:	分析為:	
Current portion	流動部分	4,344
Non-current portion	非流動部分	<u>5,346</u>

The total cash outflow for leases included in the statement of cash flows is within financing activities.

租賃現金流出總額於現金流量表內計入融資活動。

(c) The amounts recognised in profit or loss in relation to leases are as follows:

(c) 就租賃於損益確認的金額如下:

Interest on lease liabilities (note 6)	租賃負債的利息(附註6)	185
Depreciation charge of right-of-use assets	使用權資產的折舊支出	1,758
Expense relating to short-term leases and the leases with remaining lease terms ended on or before 30 June 2020 (included in administrative expenses) (note 7)	與短期租賃及餘下租期於2020年6月30日或之前結束的租賃有關的開支(計入行政開支)(附註7)	738
Total amount recognised in profit or loss	於損益確認的總額	<u>2,681</u>

**Six months ended  
30 June  
2020  
截至2020年  
6月30日止六個月  
RMB'000  
人民幣千元**

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
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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 2020 2020年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 2019年12月31日 RMB'000 人民幣千元
<b>Current portion:</b>	<b>流動部分：</b>		
Prepayments consisting of:	預付款項包括：		
Purchase of raw materials and services	購買原材料及服務	71,929	222
Utilities	公用服務	266	-
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	1,149	2,920
Other receivables consisting of:	其他應收款項包括：		
Deductible value added tax input	可扣減進項增值稅	2,496	2,784
Other receivables	其他應收款項	8,821	3,248
		<b>84,708</b>	9,221
Impairment allowance	減值備抵	<b>(606)</b>	(606)
		<b>84,102</b>	8,615
<b>Non-current portion:</b>	<b>非流動部分：</b>		
Prepayment for the use right of a road	道路使用權預付款項	564	585
Long-term deposits	長期押金	540	540
		<b>1,104</b>	1,125
		<b>85,206</b>	9,740

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

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截至2020年6月30日止六個月

### 13. DEFERRED TAX ASSETS

The movements in deferred tax assets during the six months ended 30 June 2019 and 2020 are as follows:

### 13. 遞延稅項資產

遞延稅項資產於截至2019年及2020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 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	RMB'000 人民幣千元	RMB'000 人民幣千元
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	期內在損益入賬/ (扣除)的遞延稅項	(2,662)	(23)	16	-	(4)	(2,673)
Deferred tax assets at 30 June 2019 (unaudited)	於2019年6月30日的遞延稅項資產 (未經審核)	5,526	5,955	424	2,289	734	14,928
At 1 January 2020	於2020年1月1日	3,799	5,640	331	2,275	738	12,783
Deferred tax credited/ (charged) to profit or loss during the period	期內在損益入賬/ (扣除)的遞延稅項	3,144	(130)	144	9	-	3,167
Deferred tax assets at 30 June 2020 (unaudited)	於2020年6月30日的遞延稅項資產 (未經審核)	6,943	5,510	475	2,284	738	15,950

As at 30 June 2020, the Group had tax losses arising from Mainland China of RMB1,083,709,000 (31 December 2019: RMB1,081,481,000) that would expire in one to five years and deductible temporary differences of RMB121,117,000 (31 December 2019: RMB120,883,000) 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2020年6月30日，本集團有源自中國內地、將於一至五年內到期的稅項虧損人民幣1,083,709,000元（2019年12月31日：人民幣1,081,481,000元）及可扣減暫時差額人民幣121,117,000元（2019年12月31日：人民幣120,883,000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。

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

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截至2020年6月30日止六個月

### 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. During the Reporting Period, the Group granted credit terms ranging from six to nine months to its customers for sale of self-produced products given the market conditions remained weak and a credit term of six months to its trading customers and customers for specialised mining services. Trade receivables are non-interest-bearing and unsecured.

An ageing analysis of the trade receivables as at the end of each reporting period, based on the date of revenue recognised and net of loss allowance, is as follows:

Within 3 months	3個月內
3 to 6 months	3至6個月
6 to 9 months	6至9個月

### 14. 應收賬款及票據

30 June 2020 2020年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 2019年12月31日 RMB'000 人民幣千元
137,864	215,357
(13,241)	(12,813)
124,623	202,544
15,150	-
139,773	202,544

本集團與客戶的貿易條款主要為除賬形式。由於市況仍然疲弱，故本集團於報告期內給予自產產品銷售的客戶六至九個月的信用期，並給予貿易客戶及專業開採服務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（已扣除虧損備抵）的賬齡分析如下：

30 June 2020 2020年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 2019年12月31日 RMB'000 人民幣千元
98,280	173,543
24,285	28,844
2,058	157
124,623	202,544

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
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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)

應收賬款減值虧損撥備的變動如下：

		RMB'000 人民幣千元
As at 1 January 2019	於2019年1月1日	21,657
Reversal of impairment losses, net	撥回減值虧損淨額	<u>(8,844)</u>
As at 31 December 2019	於2019年12月31日	<u>12,813</u>
As at 1 January 2020	於2020年1月1日	12,813
Provision of impairment losses, net (note 7)	減值虧損撥備淨額 (附註7)	<u>428</u>
As at 30 June 2020 (unaudited)	於2020年6月30日 (未經審核)	<u>13,241</u>

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.

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。

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 14. TRADE AND BILLS RECEIVABLES (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 2020

		Current 即期	Past due 逾期	Total 總計
Expected credit loss rate	預期信用損失率	5.4%	100%	
Gross carrying amount (RMB'000)	賬面總額(人民幣千元)	130,660	7,204	137,864
Settlement subsequently (RMB'000)	其後結算(人民幣千元)	(18,876)	–	(18,876)
Carrying amount subject to credit risk exposure (RMB'000)	面對信貸風險的 賬面金額 (人民幣千元)	111,784	7,204	118,988
Expected credit losses (RMB'000)	預期信用損失 (人民幣千元)	6,037	7,204	13,241

As at 31 December 2019

		Current 即期	Past due 逾期	Total 總計
Expected credit loss rate	預期信用損失率	3.1%	100%	
Gross carrying amount (RMB'000)	賬面總額(人民幣千元)	208,153	7,204	215,357
Settlement subsequently (RMB'000)	其後結算(人民幣千元)	(27,223)	–	(27,223)
Carrying amount subject to credit risk exposure (RMB'000)	面對信貸風險的 賬面金額 (人民幣千元)	180,930	7,204	188,134
Expected credit losses (RMB'000)	預期信用損失 (人民幣千元)	5,609	7,204	12,813

### 14. 應收賬款及票據(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2020年6月30日



# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
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### 14. TRADE AND BILLS RECEIVABLES (Continued)

As at 30 June 2020, 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 RMB169,461,000 (31 December 2019: RMB218,863,000); as at 30 June 2020, the Group discounted bills receivable of RMB3,000,000 (31 December 2019: Nil) (collectively referred to as the "Derecognised Bills"). The Derecognised Bills had a maturity of two to six 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, the interest expense of RMB40,000 recognised on discounted bills receivable (six months ended 30 June 2019: Nil) (note 6). 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)

於2020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169,461,000元（2019年12月31日：人民幣218,863,000元）的應付該等供應商賬款；於2020年6月30日，本集團貼現應收票據人民幣3,000,000元（2019年12月31日：無）（合稱「終止確認票據」）。於報告期末，終止確認票據為期兩至六個月。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，本集團已將有關終止確認票據的絕大部分風險及回報轉移，因此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金流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。

於報告期內，就應收已貼現票據確認的利息開支為人民幣40,000元（截至2019年6月30日止六個月：零）（附註6）。並無就持續性參與確認報告期內及累計收益或虧損。批註及貼現於整個報告期內均衡地作出。

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## 中期簡明財務資料附註

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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 2019 and 30 June 2020 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 2020 (31 December 2019: Level 2), as it was derived from quoted prices in markets that were not active.

### 15. 分類為持作出售的資產

非經常性公平值計量：

30 June 2020 2020年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 2019年12月31日 RMB'000 人民幣千元
<b>34,775</b>	<b>35,832</b>

於2019年12月31日及2020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2020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（2019年12月31日：第2層），原因是其根據非活躍市場的報價得出。

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

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### 16. TRADE AND BILLS PAYABLES

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

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 2020 2020年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 2019年12月31日 RMB'000 人民幣千元
37,357	60,495
19,233	3,283
4,868	696
32	24
3,960	3,965
<b>65,450</b>	<b>68,463</b>

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 2019 and 30 June 2020. 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2019年12月31日及2020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 2020	於2020年1月1日的賬面金額	5,820
Revenue recognised during the Reporting Period	報告期內已確認收入	(5,820)
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	5,339
Carrying amount at 30 June 2020	於2020年6月30日的賬面金額	<b>5,339</b>

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

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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 2020 2020年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 2019年12月31日 RMB'000 人民幣千元
<i>Bank loans – Secured</i>	銀行貸款－有抵押	(a)	83,770	83,770
<i>Bank loans – Unsecured</i>	銀行貸款－無抵押	(b)	–	179
<i>Other loans – Unsecured</i>	其他貸款－無抵押	(c)	16,410	15,298
			<b>100,180</b>	99,247
Current	流動		<b>(99,567)</b>	(99,247)
Non-current	非流動		<b>613</b>	–
<b>Analysed into:</b>	<b>分析為：</b>			
<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		<b>83,770</b>	83,949
<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		<b>15,797</b>	15,298
In the second year	第二年		<b>613</b>	–
			<b>16,410</b>	15,298
			<b>100,180</b>	99,247

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## 中期簡明財務資料附註

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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 balance as at 31 December 2019 mainly represented the unsecured bank loan for the compensation insurance of workers in Australia with a one-year term ended on 1 July 2020 at the annual rate of 2.4%.
- (c) The balance represented an interest-free loan with an amount of RMB15,298,000 (31 December 2019: RMB15,298,000) granted by Sapphire Corporation Limited, a non-controlling shareholder of Mancala Holdings Limited, to Mancala Holdings Pty Ltd. The loan is unsecured and due for repayment on or before 31 December 2020 and interest-free loans of RMB1,112,000 (31 December 2019: Nil) granted by the third parties, of which RMB499,000 were due within one year and RMB613,000 were due within two years.

As at 31 December 2019 and 30 June 2020, except for the other loans which were denominated in AUD, all bank loans were denominated in RMB.

### 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 2020 2020年6月30日 RMB'000 人民幣千元 (Amount of bank loans) (銀行貸款額)	31 December 2019 2019年12月31日 RMB'000 人民幣千元 (Amount of bank loans) (銀行貸款額)
<b>83,770</b>	<b>83,770</b>

- (b) 該等於2019年12月31日的結餘主要指為澳洲工人的補償保險授出的無抵押銀行貸款，一年期限將於2020年7月1日屆滿，年利率為2.4%。
- (c) 該結餘指盛世企業有限公司\* (Mancala Holdings Limited的非控股股東) 授予Mancala Holdings Pty Ltd的免息貸款人民幣15,298,000元(2019年12月31日：人民幣15,298,000元)。該筆貸款為無抵押，將於2020年12月31日或之前到期償還，而由第三方授予的免息貸款人民幣1,112,000元(2019年12月31日：無)，其中人民幣499,000元於一年內到期，人民幣613,000元於兩年內到期。

於2019年12月31日及2020年6月30日，除其他貸款以澳元計值外，全部銀行貸款均以人民幣計值。

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 19. 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 2019: 2,249,015,410) Shares of HKD0.1 each	已發行及繳足： 2,249,015,410股（2019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:

### 19. 已發行股本

#### 股份

30 June 2020 2020年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 2019年12月31日 RMB'000 人民幣千元
<b>880,890</b>	880,890
<b>197,889</b>	197,889

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
At 1 January and 30 June 2020 於2020年1月1日及6月30日	<u>2,249,015,410</u>	<u>197,889</u>

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

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### 20. SHARE OPTIONS

The exercise prices and exercise periods of the share options outstanding as at 31 December 2019 and 30 June 2020 are as follows:

30 June 2020

Number of options 期權數目 '000 千份	Exercise price per Share 每股股份行使價 HKD 港元	Exercise period 行使期
6,000	3.60	23 May 2013 to 22 May 2021 2013年5月23日至2021年5月22日
4,750	1.00	15 October 2014 to 14 April 2024 2014年10月15日至2024年4月14日
2,425	1.00	15 April 2015 to 14 April 2024 2015年4月15日至2024年4月14日
2,425	1.00	15 October 2015 to 14 April 2024 2015年10月15日至2024年4月14日
<b>15,600</b>		

### 20. 股份期權

於2019年12月31日及2020年6月30日尚未行使的股份期權的行使價及行使期如下：

2020年6月30日

31 December 2019

2019年12月31日

Number of options 期權數目 '000 千份	Exercise price per Share 每股股份行使價 HKD 港元	Exercise period 行使期
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
<b>28,500</b>		

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
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### 20. SHARE OPTIONS (Continued)

As at 30 June 2020 and at the date of approval of this interim condensed financial information, the Company had 15,600,000 (31 December 2019: 28,500,000) share options outstanding, which represented approximately 0.69% (31 December 2019: 1.27%) of the Company's 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 15,600,000 (31 December 2019: 28,500,000) additional Shares and additional share capital of HKD1,560,000 (31 December 2019: HKD2,850,000) and share premium of HKD29,640,000 (31 December 2019: HKD58,536,000) (before issue expenses).

### 21. DIVIDENDS

At a meeting of the Board held on 27 August 2020, the Directors resolved not to pay an interim dividend for the Reporting Period (six months ended 30 June 2019: Nil).

### 22. CONTINGENT LIABILITIES

As mentioned in the Company's annual financial statements for the year ended 31 December 2019, the Company entered into a sales and purchase agreement with Chengyu Vanadium Titano Technology Ltd. ("Chengyu Vanadium Titano") on 29 January 2019 in respect of the disposal of Huili County Caitong Iron and Titanium Co., Ltd. ("Huili Caitong") and its subsidiaries (hereinafter collectively referred to as the "Disposal Group") (the "Disposal") with the consideration of RMB550,000,000. 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 become subsidiaries of Chengyu Vanadium Titano.

### 20. 股份期權 (續)

於2020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15,600,000份(2019年12月31日：28,500,000份)尚未行使股份期權，相當於該等日期的本公司已發行股份約0.69% (2019年12月31日：1.27%)。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15,600,000股(2019年12月31日：28,500,000股)股份以及產生額外股本1,560,000港元(2019年12月31日：2,850,000港元)及股份溢價29,640,000港元(2019年12月31日：58,536,000港元)(未扣除發行開支)。

### 21. 股息

於2020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2019年6月30日止六個月：無)。

### 22. 或有負債

誠如本公司截至2019年12月31日止年度的全年財務報表所述，本公司於2019年1月29日與成渝鈦鈹科技有限公司(「成渝鈦鈹」)訂立一份買賣協議，內容有關出售會理縣財通鐵鈦有限責任公司(「會理財通」)及其子公司(下文統稱「出售集團」)(「出售事項」)，代價為人民幣550,000,000元。於2019年7月30日完成出售事項後，出售集團(i)不再為本公司的子公司及(ii)成為成渝鈦鈹的子公司。



# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 22. CONTINGENT LIABILITIES (Continued)

As at 30 June 2020, the amount of contingent liabilities of the Group, which was represented by the maximum amount the guarantees given by the Company in favour of the Disposal Group was RMB730,000,000 (the "CVT Guarantees"). The CVT Guarantees were provided by the Company prior to the Disposal to guarantee the indebtedness of the Disposal Group owed to certain banks and an asset management and financial services institution (the "Financial Institutions") in the PRC. The indebtedness has remained outstanding and the CVT Guarantees has been continued after the completion of the Disposal. The Group's obligations under the CVT Guarantees have been counter-indemnified by Chengyu Vanadium Titano ("Counter Indemnity"). Details about the CVT Guarantees and the Counter Indemnity are included in notes 24(b)(i) and (ii) to the financial statements.

### 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

### 22. 或有負債 (續)

於2020年6月30日，本集團或有負債為人民幣730,000,000元（即本公司以出售集團為受益人作出的擔保之最高金額）（「中國鐵鈦擔保」）。中國鐵鈦擔保由本公司於出售事項前提供，以擔保出售集團結欠中國若干銀行及一間資產管理及金融服務機構（「金融機構」）的債務。於出售事項完成後，該等債務仍未償還，而中國鐵鈦擔保仍然有效。本集團於中國鐵鈦擔保下的義務由成渝鈦鈦作反彌償保證。有關中國鐵鈦擔保及反彌償保證的詳情載於財務報表附註24(b)(i)及(ii)。

### 23. 承擔

本集團於報告期末有以下資本承擔：

30 June 2020 2020年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 2019年12月31日 RMB'000 人民幣千元
<b>1,492</b>	<b>987</b>

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 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 :

Revenue generated from the rendering of consultancy and management services to Huili Caitong		向會理財通提供顧問及管理服務所產生的收入
--	--	----------------------

Note:

- (i) Huili Caitong and Trisonic International are ultimately controlled by the same beneficial owners. The Group has entered into a three-year consultancy and management service contract with Huili Caitong from 1 January 2018 to 31 December 2020 at a yearly fixed fee of RMB8,600,000. In arriving at the above service fee, the Group has considered a third party quotation for providing similar services and negotiated on an arm's length basis.

### 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

	2020 2020年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Note 附註		
(i)	<b>4,058</b>	-

附註：

- (i) 會理財通及合創國際由同一實益擁有人最終控制。本集團已與會理財通訂立一份三年期的顧問及管理服務合約，年期為2018年1月1日至2020年12月31日，年度固定費用為人民幣8,600,000元。於達致上述服務費用時，本集團已考慮提供相類服務的第三方報價，並按公平基準磋商。

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止六個月

### 24. RELATED PARTY TRANSACTIONS (Continued)

#### (b) Other transactions with related parties

- (i) Prior to the completion of the Disposal, the Company provided the CVT Guarantees in favour of the Disposal Group with the aggregate maximum guaranteed amount of RMB730,000,000. The principal terms of the CVT Guarantees are set out as follows:

Borrower 借款人	Lender and beneficiary of the guarantee 貸款人及擔保受益人	Guarantor 擔保人	Maximum guaranteed amount 最高擔保額 RMB'000 人民幣千元
Huili Caitong 會理財通	China Cinda Asset Management Co., Ltd, Sichuan Branch 中國信達資產管理股份有限公司四川分公司	the Company 本公司	200,000
Huili Caitong 會理財通	Industrial and Commercial Bank of China Limited, Liangshan Branch 中國工商銀行股份有限公司涼山分行	the Company 本公司	100,000
Xiushuihe Mining 秀水河礦業	Industrial and Commercial Bank of China Limited, Liangshan Branch 中國工商銀行股份有限公司涼山分行	the Company 本公司	30,000
Huili Caitong 會理財通	China Construction Bank Corporation, Liangshan Branch 中國建設銀行股份有限公司涼山分行	the Company 本公司	400,000
			730,000

### 24. 關聯方交易 (續)

#### (b) 與關聯方的其他交易

- (i) 於完成出售事項前，本公司以出售集團為受益人作出中國鐵鈦擔保，最高擔保總額為人民幣730,000,000元。中國鐵鈦擔保的主要條款載列如下：



# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
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### 24. RELATED PARTY TRANSACTIONS (Continued)

#### (b) Other transactions with related parties (Continued)

- (ii) Chengyu Vanadium Titano and Trisonic International are ultimately controlled by the same beneficial owners. The Counter Indemnity has been entered into between Chengdu Vanadium and the Company for the respective period from 30 July 2019 to the date of the release of the CVT Guarantees. Chengyu Vanadium Titano's inventories (including, but not limited to, structural steels and coals) with the aggregate amount of approximately RMB767,000,000 have been pledged as security for such counter-indemnity.

### 24. 關聯方交易 (續)

#### (b) 與關聯方的其他交易 (續)

- (ii) 成渝鈦鈹及合創國際由同一實益擁有人最終控制。成渝鈦鈹與本公司訂立反彌償保證，年期由2019年7月30日起至中國鐵鈦擔保解除當日為止。成渝鈦鈹的存貨（包括但不限於建築用鋼材及煤炭）總額約人民幣767,000,000元已質押作為該反彌償保證的抵押品。

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

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### 24. RELATED PARTY TRANSACTIONS (Continued)

### 24. 關聯方交易 (續)

#### (c) Outstanding balance with related parties

#### (c) 尚未收回與關聯方的結餘

		30 June 2020 2020年6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 2019年12月31日 RMB'000 人民幣千元
<b>Due from related parties:</b>			
	<b>應收關聯方款項：</b>		
Trade receivables	應收賬款	4,343	4,940
Dividend receivable	應收股息	-	17,156
		<u>4,343</u>	<u>22,096</u>
<b>Due to related parties</b>			
<b>- current:</b>			
Non-trade in nature	非貿易性質	1,781	1,781
Non-interest-bearing loans	不計息貸款	14,063	14,021
Dividend payable	應付股息	-	24,836
		<u>15,844</u>	<u>40,638</u>
<b>Due to related parties</b>			
<b>- non-current:</b>			
Other payable	其他應付款項	7,680	-

Except for non-interest-bearing loans of RMB14,063,000 (31 December 2019: RMB14,021,000), other balances with related parties are unsecured, non-interest-bearing and have no fixed terms of repayment.

除人民幣14,063,000元(2019年12月31日: 人民幣14,021,000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 2020  
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### 24. RELATED PARTY TRANSACTIONS (Continued)

(d) 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)

(d) 本集團主要管理人員的薪酬：

For the six months ended 30 June  
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2020 2020年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)
1,128	1,108
159	347
4	27
<hr/>	<hr/>
<b>1,291</b>	<b>1,482</b>

### 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 was derived from quoted prices in markets that were not active (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.

### 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而其變動計入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，包括金融資產可收回及其後出售相關資產分佔部分的預期未來所得款項。

本集團分類為持作出售的資產的公平值計量架構根據非活躍市場的報價（第2層）得出。

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。

# Notes to Interim Condensed Financial Information

## 中期簡明財務資料附註

For the six months ended 30 June 2020  
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### 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 2020.

### 27. EVENTS AFTER THE REPORTING PERIOD

Subsequent to the Reporting Period, Chengyu Vanadium Titano and Huili Caitong have updated the Company that they have been following up with the Financial Institutions for the release of the CVT Guarantees but it has taken longer than expected time for the Financial Institutions to review the release of CVT Guarantees as cities in China were on lockdown for COVID-19 outbreak containment earlier in 2020 which delayed the discussions. The Financial Institutions have informed Chengyu Vanadium Titano and Huili Caitong that they are willing to release the CVT Guarantees provided that the total outstanding loans with the Financial Institutions are fully repaid.

Given the continuation of the CVT Guarantees in accordance with their original terms, the Counter Indemnity in favor of the Company will also continue to be in place and remain effective until the CVT Guarantees are released. For details of the CVT Guarantees, please refer to the Company's announcement dated 29 July 2020.

### 26. 批准中期簡明財務資料

董事會於2020年8月27日批准及授權刊發中期簡明財務資料。

### 27. 報告期後事項

於報告期後，成渝鈦及會理財通已向本公司提供最新資料，彼等一直跟進金融機構解除中國鐵鈦擔保的情況，惟由於中國多個城市於2020年上旬因遏止COVID-19爆發而封城，阻延商談，故金融機構審視解除中國鐵鈦擔保的時間較預期長。金融機構已告知成渝鈦及會理財通願意解除中國鐵鈦擔保，前提是結欠金融機構的未償還貸款總額獲全數償還。

鑑於中國鐵鈦擔保按其原訂條款繼續有效，以本公司為受益人的反彌償保證亦將存續及仍然有效，直至中國鐵鈦擔保解除為止。有關中國鐵鈦擔保的詳情，請參考本公司日期為2020年7月29日的公告。

# Glossary

## 詞彙

“1H2019” 「2019年上半年」	指	the six months ended 30 June 2019 截至2019年6月30日止六個月
“1H2020” or “Reporting Period” 「2020年上半年」或「報告期」	指	the six months ended 30 June 2020 截至2020年6月30日止六個月
“2010 AGM” 「2010年股東週年大會」	指	the annual general meeting of the Shareholders held on 15 April 2010 於2010年4月15日舉行的股東週年大會
“2020 AGM” 「2020年股東週年大會」	指	the annual general meeting of the Shareholders held on 16 June 2020 於2020年6月16日舉行的股東週年大會
“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 $\text{CaSO}_4$ 一種無水硫酸鹽礦物，化學式為 $\text{CaSO}_4$
“Articles” 「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日採納並經不時修訂的組織章程細則
“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
“Board” 「董事會」	指	the board of Directors 董事會
“Chengyu Vanadium Titano” 「成渝鈮鈦」	指	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 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
“China”, “PRC” or “Mainland China” 「中國」或「中國內地」	指	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 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>“Company” or “our”</p> <p>「本公司」或「我們的」</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>“Completion”</p> <p>「完成」</p>	<p>指</p>	<p>completion of the Disposal of the Disposal Group on 30 July 2019</p> <p>於2019年7月30日完成出售集團的出售事項</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>“Counter Indemnity”</p> <p>「反彌償保證」</p>	<p>指</p>	<p>a moveable asset pledge contract entered into between Chengyu Vanadium Titano and the Company for the provision of counter-indemnity by Chengyu Vanadium Titano in favour of the Company in respect of the Company’s liabilities and claims under the CVT Guarantees (if any), and the pledge of the Chengyu Vanadium Titano’s inventories (including but not limited to structural steels, coals etc) as security for such counter-indemnity</p> <p>成渝鈮鈦與本公司訂立的動產質押合同，內容有關成渝鈮鈦以本公司為受益人就本公司於中國鐵鈦擔保下的責任及申索（如有）提供反彌償保證，以及質押成渝鈮鈦的存貨（包括但不限於建築用鋼材、煤炭等）作為該反彌償保證的抵押品</p>
<p>“CVT Guarantees”</p> <p>「中國鐵鈦擔保」</p>	<p>指</p>	<p>guarantees given by the Company in favour of the Disposal Group guaranteeing, inter alia, the indebtedness owing by the Disposal Group to certain financial institutions in the PRC with maximum guarantee amount of RMB730.0 million</p> <p>本公司以出售集團為受益人作出的擔保，擔保（其中包括）出售集團結欠中國若干金融機構的債務，最高擔保額為人民幣730.0百萬元</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>

## Glossary

### 詞彙

“Disposal” 「出售事項」	指	the sale transaction of Disposal Group to Chengyu Vanadium Titano which was entered into on 29 January 2019 and completed on 30 July 2019 於2019年1月29日訂立並於2019年7月30日完成向成渝鈦鈷出售集團的交易
“Disposal Group” 「出售集團」	指	Huili Caitong and its subsidiaries which ceased to be subsidiaries of the Group following the Completion 會理財通及其子公司（於完成後已不再為本集團子公司）
“Fe” 「Fe」	指	chemical symbol of iron element 鐵元素的化學符號
“FY2019” 「2019財政年度」	指	financial year ended and/or as at 31 December 2019 截至2019年12月31日止財政年度及／或於2019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 $\text{CaSO}_4 \cdot 2\text{H}_2\text{O}$
“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

“JORC Code (2012 Edition)”		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
「聯合可採儲量委員會規則(2012年版)」	指	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 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」	指	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
“Kt”		thousand tonnes
「千噸」	指	千噸
“Ktpa”		thousand tonnes per annum
「千噸／年」	指	每年千噸
“Listing Rules”		the Rules Governing the Listing of Securities on the Stock Exchange
「上市規則」	指	聯交所證券上市規則
“Maoling Extended Exploration Area”		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), which has been consolidated with the Yanglongshan Mine since September 2012 to form the Maoling-Yanglongshan Mine
「毛嶺延伸勘探區域」	指	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
“Maoling Mine”		an ordinary magnetite mine located in Wenchuan County, Sichuan, with a mining area of 1.9 sq.km.
「毛嶺鐵礦」	指	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
“Maoling Processing Plant”		the ore processing plant located near the Maoling-Yanglongshan Mine and operated by Aba Mining
「毛嶺洗選廠」	指	位於毛嶺—羊龍山鐵礦附近的礦石洗選廠，由阿壩礦業經營

# Glossary

## 詞彙

<p>“Maoling-Yanglongshan Mine”</p> <p>「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</p> <p>由毛嶺－羊龍山鐵礦勘查許可證所覆蓋總面積為11.6平方公里的勘查區域，由毛嶺延伸勘查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>“Maximum Guarantee Amount”</p> <p>「最高擔保額」</p>	<p>指</p>	<p>maximum guarantee amount of RMB730.0 million provided by the Company pursuant to the CVT Guarantees in favour of the Disposal Group, prior to the completion of the Disposal</p> <p>於出售事項完成前，本公司根據中國鐵鈦擔保以出售集團為受益人提供的最高擔保額人民幣730.0百萬元</p>
<p>“Model Code”</p> <p>「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</p> <p>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”</p> <p>「百萬噸」</p>	<p>指</p>	<p>million tonnes</p> <p>百萬噸</p>
<p>“NM”</p> <p>「無意義」</p>	<p>指</p>	<p>not meaningful. For the purpose of this interim report, the Board has taken the view that percentage change of more than 1,000% is not meaningful</p> <p>無意義。就本中期報告而言，董事會認為百分比變動大於1,000%不具任何意義</p>
<p>“N/A”</p> <p>「不適用」</p>	<p>指</p>	<p>not applicable</p> <p>不適用</p>
<p>“Net Loss”</p> <p>「虧損淨額」</p>	<p>指</p>	<p>loss attributable to owners</p> <p>歸屬於擁有人的虧損</p>
<p>“Remaining Group”</p> <p>「保留集團」</p>	<p>指</p>	<p>the Company and its subsidiaries excluding the Disposal Group</p> <p>本公司及其子公司（不包括出售集團）</p>
<p>“Renminbi” or “RMB”</p> <p>「人民幣」</p>	<p>指</p>	<p>the lawful currency of the PRC</p> <p>中國法定貨幣</p>
<p>“SFO”</p> <p>「證券及期貨條例」</p>	<p>指</p>	<p>the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time</p> <p>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」	指	ordinary share(s) in the share capital of the Company, with a nominal value of HKD0.1 each 本公司股本中的普通股，每股面值0.1港元
“Shareholder(s)” 「股東」	指	holder(s) of the Share(s) 股份持有人
“Shigou Gypsum Mine” 「石溝石膏礦」	指	a gypsum mine located at Hanyuan County, Ya’an City, Sichuan, with a mining area of 0.1228 sq.km. 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
“Sichuan” 「四川」	指	the Sichuan province of the PRC 中國四川省
“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
“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）



## Glossary

### 詞彙

“United States” or “US”		the United States of America, its territories, its possessions and all areas subject to its jurisdiction
「美國」	指	美利堅合眾國、其領土、屬地及所有司法權區
“US dollars” or “USD”		the lawful currency of the United States
「美元」	指	美國法定貨幣
“Vietnamese dong” or “VND”		the lawful currency of the Socialist Republic of Vietnam
「越南盾」	指	越南社會主義共和國法定貨幣
“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

\* 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

[www.chinavtmmining.com](http://www.chinavtmmining.com)