



**JINCHUAN 金川**

**Jinchuan Group International Resources Co. Ltd**  
**金川集團國際資源有限公司**

(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 : 2362)



**2020**

INTERIM REPORT

中期報告

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## CORPORATE INFORMATION

### BOARD OF DIRECTORS

#### Executive Directors

Mr. GAO Tianpeng (*Chief Executive Officer*)  
Mr. QIAO Fugui<sup>1</sup>  
Mr. CHENG Yonghong<sup>2</sup>

#### Non-executive Directors

Mr. ZHANG Youda (*Chairman of the Board*)  
Mr. LIU Jian  
Mr. WANG Qiangzhong

#### Independent Non-executive Directors

Mr. WU Chi Keung  
Mr. YEN Yuen Ho, Tony  
Mr. POON Chiu Kwok

### COMPANY SECRETARY

Mr. WONG Hok Bun Mario (*FCPA, CFA*)

### AUTHORISED REPRESENTATIVES

Mr. GAO Tianpeng  
Mr. WONG Hok Bun Mario

### AUDIT COMMITTEE

Mr. WU Chi Keung (*Chairman*)  
Mr. YEN Yuen Ho, Tony  
Mr. POON Chiu Kwok  
Mr. ZHANG Youda

### REMUNERATION AND NOMINATION COMMITTEE

Mr. WU Chi Keung (*Chairman*)  
Mr. YEN Yuen Ho, Tony  
Mr. POON Chiu Kwok  
Mr. ZHANG Youda  
Mr. GAO Tianpeng

### RISK MANAGEMENT COMMITTEE

Mr. YEN Yuen Ho, Tony (*Chairman*)  
Mr. ZHANG Youda  
Mr. WU Chi Keung  
Mr. GAO Tianpeng  
Mr. POON Chiu Kwok

### STRATEGY AND INVESTMENT COMMITTEE

Mr. ZHANG Youda (*Chairman*)  
Mr. LIU Jian  
Mr. GAO Tianpeng  
Mr. QIAO Fugui<sup>1</sup>  
Mr. CHENG Yonghong<sup>2</sup>

<sup>1</sup> resignation with effect from 21 April 2020

<sup>2</sup> appointment with effect from 21 April 2020

## 公司資料

### 董事會

#### 執行董事

鄒天鵬先生 (*行政總裁*)  
喬富貴先生<sup>1</sup>  
程永紅先生<sup>2</sup>

#### 非執行董事

張有達先生 (*董事會主席*)  
劉建先生  
王樞忠先生

#### 獨立非執行董事

胡志強先生  
嚴元浩先生  
潘昭國先生

### 公司秘書

黃學斌先生 (*FCPA, CFA*)

### 授權代表

鄒天鵬先生  
黃學斌先生

### 審核委員會

胡志強先生 (*主席*)  
嚴元浩先生  
潘昭國先生  
張有達先生

### 薪酬及提名委員會

胡志強先生 (*主席*)  
嚴元浩先生  
潘昭國先生  
張有達先生  
鄒天鵬先生

### 風險管理委員會

嚴元浩先生 (*主席*)  
張有達先生  
胡志強先生  
鄒天鵬先生  
潘昭國先生

### 戰略及投資委員會

張有達先生 (*主席*)  
劉建先生  
鄒天鵬先生  
喬富貴先生<sup>1</sup>  
程永紅先生<sup>2</sup>

<sup>1</sup> 辭任於二零二零年四月二十一日生效

<sup>2</sup> 委任於二零二零年四月二十一日生效

## CORPORATE INFORMATION (continued)

### REGISTERED OFFICE

Cricket Square, Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

### HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit 3101, 31/F  
United Centre  
95 Queensway  
Hong Kong

### INDEPENDENT AUDITOR

Deloitte Touche Tohmatsu  
*Certified Public Accountants*

### CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Conyers Trust Company (Cayman) Limited

### HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Boardroom Share Registrars (HK) Limited

### COMPANY WEBSITE

[www.jinchuan-intl.com](http://www.jinchuan-intl.com)

### INVESTOR RELATIONSHIP

Ms. Ellie CHEN  
[ir@jinchuan-intl.com](mailto:ir@jinchuan-intl.com)

### STOCK CODE

2362

### MAJOR BANKERS

China Development Bank Corporation  
The Export-Import Bank of China  
Bank of China (Hong Kong) Limited  
Bank of China Limited, Johannesburg Branch  
The Hongkong and Shanghai Banking Corporation Limited  
Bank of Communications Co., Ltd  
DBS Bank Limited  
BNP Paribas  
China Construction Bank Corporation  
Standard Bank  
First National Bank  
Rawbank  
Trust Merchant Bank  
Banque Commerciale Du Congo (BCDC)  
Banque Internationale Pour l'Afrique Au Congo (BIAC)  
Barclays Bank (Z) Plc  
Stanbic Bank (Z) Plc  
Standard Chartered Bank

## 公司資料(續)

### 註冊辦事處

Cricket Square, Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

### 總辦事處暨香港主要經營地點

香港  
金鐘道95號  
統一中心  
31樓3101室

### 獨立核數師

德勤•關黃陳方會計師行  
*執業會計師*

### 開曼群島主要股份過戶登記處

Conyers Trust Company (Cayman) Limited

### 股份過戶登記處香港分處

寶德隆證券登記有限公司

### 公司網址

[www.jinchuan-intl.com](http://www.jinchuan-intl.com)

### 投資者關係

陳子潔女士  
[ir@jinchuan-intl.com](mailto:ir@jinchuan-intl.com)

### 股份代號

2362

### 主要往來銀行

國家開發銀行  
中國進出口銀行  
中國銀行(香港)有限公司  
中國銀行有限公司·約翰內斯堡分行  
香港上海滙豐銀行有限公司  
交通銀行股份有限公司  
星展銀行有限公司  
法國巴黎銀行  
中國建設銀行股份有限公司  
標準銀行  
第一國民銀行  
Rawbank  
信託南業銀行  
剛果商業銀行  
國際非洲銀行剛果(金)  
Barclays Bank (Z) Plc  
Stanbic Bank (Z) Plc  
渣打銀行

## MINING OPERATIONAL REVIEW

The Group's mining operations includes two operating mines (Ruashi Mine and Kinsenda Mine), one mine in care and maintenance (Chibuluma South Mine including Chifupu Deposit), one project at development stage (Musonoi Project) and one exploration project (Lubembe Project).

### OPERATING MINES

#### Ruashi Mine

##### Overview

- Mine type: open-cast oxide copper and cobalt mine with sulphide potential underneath
- Location: Lubumbashi, Katanga Province, the DRC
- Ownership: JCI (75%), Gécamines SA (25%)
- Processing: leach SX-EW processing
- Products: cathode copper, cobalt hydroxide
- LoM: 10 years
- Resources#: 678kt Cu, 92kt Co
- Reserves#: 268kt Cu, 29kt Co

# figures as at 31 December 2019.

##### Operational Review

Ruashi Mine's copper and cobalt production volumes were slightly higher for the six months ended 30 June 2020 ("2020 1H") as compared to the six months ended 30 June 2019 ("2019 1H"), mainly due to higher mining activities and higher throughput rates in 2020 1H.

Ruashi focused on maximizing the throughput rate and the plant utilization, to compensate the shortage of foreign ore purchases from April 2020, and as a measure to preserve cash during the COVID-19.

Ruashi Mine continued with higher stripping rates of waste and ore in 2020 1H. The higher mining rate is to substitute foreign ore and prepare for the rainy season.

## 採礦業務回顧

本集團採礦業務包括兩座營運礦場(Ruashi礦場及Kinsenda礦場)、一個礦場正在關停維護(Chibuluma南礦場(包括Chifupu礦床))、一個處於開發階段的項目(Musonoi項目)及一個探礦項目(Lubembe項目)。

### 營運礦場

#### Ruashi礦場

##### 概覽

- 礦場類型：露天氧化銅及鈷礦，深部有潛在的硫化物
- 地點：剛果(金)加丹加省盧本巴希
- 所有權：金川國際(75%)，Gécamines SA (25%)
- 加工：SX-EW浸出加工
- 產品：電解銅，氫氧化鈷
- 礦場開採期：10年
- 資源#：678千噸銅，92千噸鈷
- 儲量#：268千噸銅，29千噸鈷

# 為於二零一九年十二月三十一日之數字

##### 營運回顧

Ruashi礦場於截至二零二零年六月三十日止六個月(「二零二零年上半年」)的銅及鈷產量較截至二零一九年六月三十日止六個月(「二零一九年上半年」)的銅及鈷產量略微提高，乃主要由於二零二零年上半年採礦活動增加及處理量增加所致。

Ruashi專注於使處理量及工廠利用率最大化，以補足自二零二零年四月以來的外購礦石短缺並作為於新冠肺炎期間儲備現金的舉措。

Ruashi礦場於二零二零年上半年持續提高廢石及礦石之剝採率。提高開採率乃為替代外購礦石並為雨季做準備。

## MINING OPERATIONAL REVIEW (continued)

## OPERATING MINES (continued)

## Ruashi Mine (continued)

## Operational Review (continued)

Production and sales summary for Ruashi Mine:

For the six months ended 30 June	截至六月三十日止六個月	2020 二零二零年	2019 二零一九年
PRODUCTION:	產量：		
Copper (t)	銅(噸)	16,823	16,587
Cobalt (t)	鈷(噸)	2,635	2,611
PRODUCT SOLD:	產品銷量：		
Copper (t)	銅(噸)	16,715	17,430
Cobalt (t)	鈷(噸)	2,970	844
Revenue (US\$ million) – including provisional pricing adjustment	收入(百萬美元) – 包括臨時定價調整	146.2	109.1
Average copper price realized (US\$/t)	平均實現銅價(美元/噸)	5,287	5,764
Average cobalt price realised (US\$/t)	平均實現鈷價(美元/噸)	19,472	10,324

\* Ruashi's current products include copper cathode and cobalt hydroxide. The production and sales volume shown in the above table were calculated in metal content, with selling prices equivalent to the metal prices. Pricing coefficients were considered in actual sales volume.

## 採礦業務回顧(續)

## 營運礦場(續)

## Ruashi 礦場(續)

## 營運回顧(續)

Ruashi 礦場的生產及銷售概要：

\* Ruashi 的目前產品包括電解銅及氫氧化鈷。上表中顯示的產量及銷量以金屬含量計算，而銷售價格相等於金屬價格。於實際銷量中考慮定價係數。

Copper production in 2020 1H reported at 16,823t and was 1% higher than production in 2019 1H at 16,587t. This was a direct result of higher copper input to the plant, 5% higher as compared to 2019 1H (20,306t vs 19,362t). The copper feed grade at 2.73% TCu was 2% lower than the grade in 2019 1H. Processed tonnages at 744,526t were 7% higher as compared to 2019 1H. Copper recoveries reported at 82.85%, which was 3% lower compared to 2019 1H.

Cobalt production in 2020 1H reported at 2,635t and was 24t higher than 2019 1H at 2,611t. This was due to 7% higher tonnage processed, offset by 13% lower feed grade and 8% lower input into the plant. Cobalt recovery also improved as compared to 2019 1H from 63.88% to 69.31% in 2020 1H.

The average copper market price for the period was US\$5,490/t, which is 11% lower than 2019 1H due to the impact of COVID-19. Copper price recovered since April 2020 and closed at US\$6,038/t on 30 June 2020, the highest level since January 2020.

The cobalt market price remained low during 2020 1H and recorded an average market price of US\$34,605/t, which was 5% lower than 2019 1H. The market remained over-stocked during 2020 1H and aerospace demand declined due to COVID-19 and impacted negatively on cobalt demand.

Ruashi's average realized copper and cobalt prices for 2020 1H were US\$5,287/t and US\$19,472/t (2019 1H: US\$5,764/t and US\$10,324/t) respectively. The lower copper price and quantity sold as compared to 2019 1H has led to a drop in revenue by US\$12.0 million. This was offset by higher average cobalt prices and higher cobalt volume sold which contributed to revenue increase by US\$49.1 million. Revenue of Ruashi Mine increased by 34% in 2020 1H as compared to 2019 1H.

The capital expenditure of Ruashi Mine in 2020 1H was US\$3.4 million and included US\$1.8 million for pit 3 waste stripping.

二零二零年上半年錄得銅產量16,823噸，較二零一九年上半年的16,587噸增加1%。此乃直接由冶煉廠入廠銅礦量較二零一九年上半年提高5%導致(20,306噸對19,362噸)。銅原料品位2.73%全銅量較二零一九年上半年的品位低2%。加工噸位為744,526噸，較二零一九年上半年增加7%。銅回收率為82.85%，較二零一九年上半年低3%。

二零二零年上半年的鈷產量報為2,635噸，較二零一九年上半年的2,611噸高24噸。此乃由於加工噸位提高7%，抵銷原料品位下降13%及工廠投入下降8%所致。鈷回收率亦由二零一九年上半年的63.88%提高至二零二零年上半年的69.31%。

期內銅的平均市價為5,490美元/噸，其因新冠肺炎的影響而較二零一九年上半年低11%。銅價自二零二零年四月起有所回升並於二零二零年六月三十日收於6,038美元/噸(自二零二零年一月份起的最高值)。

鈷的市價於二零二零年上半年維持在低位，錄得平均市價34,605美元/噸，較二零一九年上半年低5%。二零二零年上半年市場庫存仍然過剩及由於新冠肺炎導致航空航天需求下降並對鈷的需求造成負面影響。

Ruashi 於二零二零年上半年的實現銅及鈷平均價格分別為5,287美元/噸及19,472美元/噸(二零一九年上半年：5,764美元/噸及10,324美元/噸)。與二零一九年上半年相比，銅價及銷量下跌導致收入減少12.0百萬美元。此被鈷平均價格上漲及鈷銷量增加抵銷，其令收入增加49.1百萬美元。Ruashi 礦場於二零二零年上半年的收入較二零一九年上半年上漲34%。

Ruashi 礦場截至二零二零年上半年的資本開支為3.4百萬美元及包括3號礦場廢石剝採1.8百萬美元。

## MINING OPERATIONAL REVIEW (continued)

### OPERATING MINES (continued)

#### Kinsenda Mine

##### Overview

- Mine type: underground copper mine
- Location: Haut-Katanga Province, the DRC
- Ownership: JCI (77%), Sodimico (23%)
- Product: copper concentrates, copper blister
- LoM: >10 years
- Resources#: 1,085kt Cu
- Reserves#: 326kt Cu

# figures as at 31 December 2019

##### Operational Review

Production and sales summary for Kinsenda Mine:

For the six months ended 30 June	截至六月三十日止六個月	2020 二零二零年	2019 二零一九年
PRODUCTION: Copper (t)	產量： 銅(噸)	14,219	16,210
PRODUCT SOLD: Copper (t)	產品銷量： 銅(噸)	9,215	16,605
Revenue (US\$ million) – including provisional pricing adjustment	收入(百萬美元) – 包括臨時定價調整	42.8	81.8
Average copper price realized (US\$/t)	平均實現銅價(美元/噸)	4,648	4,924

\* Kinsenda's current products include copper concentrate and copper blister. The production volume shown in the above table represents the copper content in concentrates produced, the sales volume shown in the above table were calculated in metal content in concentrates and blister sold, with selling prices equivalent to the metal prices. Pricing coefficients were considered in actual sales volume.

Kinsenda Mine ranks one of the world's highest grade copper deposits and has good access to infrastructure, with a single-lane road connecting the mine to the regional highway 20 km to the west of the site. Current mine life is more than 10 years and there exists substantial additional ore resources that could extend the mine life to 20 years and beyond.

Kinsenda Mine managed to produce 14,219t of copper content in concentrate/blister, 12% lower than 2019 1H at 16,210t. The decrease in production volume was mainly due to lower average ore grade of 4.35% in 2020 1H as compared to 5.27% in 2019 1H, offset by increase in recovery rate from 95.42% in 2019 1H to 98.03% in 2020 1H due to Kinsenda increased sodium hydrosulfide dosage in the plant to improve oxide recovery.

Copper revenue for the six months ended 30 June 2020 was US\$42.8 million, 47.6% lower than 2019 1H. This was due to the lower copper realized price and lower quantity sold. Kinsenda has decided to send copper concentrates produced to a local smelter for processing into copper blister starting from March 2020. Due to the additional time required for processing copper concentrate to copper blister, no sales was recorded by Kinsenda in March and April 2020. Kinsenda has started selling copper blister to international market in May 2020.

Capital expenditure at Kinsenda Mine for six months ended 30 June 2020 was US\$6.3 million, primarily spent on underground development.

## 採礦業務回顧(續)

### 營運礦場(續)

#### Kinsenda 礦場

##### 概覽

- 礦場類型：地下銅礦
- 地點：剛果(金)上加丹加省
- 所有權：金川國際(77%)，Sodimico (23%)
- 產品：銅精礦、粗銅
- 礦場開採期：>10年
- 資源#：1,085千噸銅
- 儲量#：326千噸銅

# 為於二零一九年十二月三十一日之數字

##### 營運回顧

Kinsenda 礦場的生產及銷售概要：

For the six months ended 30 June	截至六月三十日止六個月	2020 二零二零年	2019 二零一九年
PRODUCTION: Copper (t)	產量： 銅(噸)	14,219	16,210
PRODUCT SOLD: Copper (t)	產品銷量： 銅(噸)	9,215	16,605
Revenue (US\$ million) – including provisional pricing adjustment	收入(百萬美元) – 包括臨時定價調整	42.8	81.8
Average copper price realized (US\$/t)	平均實現銅價(美元/噸)	4,648	4,924

\* Kinsenda 當前的產品包括銅精礦及粗銅。上表中顯示的產量指所生產精礦的銅含量，上表中顯示的銷量以所出售精礦及粗銅之金屬含量計算，而銷售價格相等於金屬價格。於實際銷量中考慮定價係數。

Kinsenda 礦場是全球最高品位的銅礦床之一，貫接道路基建之情況良好(有一條單行道連接礦場至場地西部20公里的區域高速公路)。現礦場壽命超過10年，而其含大量新增礦石資源可將礦場壽命延長至20年及以上。

Kinsenda 礦場生產14,219噸銅精礦/粗銅含銅量，較二零一九年上半年的16,210噸低12%。產量下降的主要原因是二零二零年上半年平均礦石品位為4.35%，較二零一九年上半年的5.27%為低，被回收率的增加所抵銷，回收率由二零一九年上半年95.42%增加至二零二零年上半年的98.03%，此乃由於Kinsenda於工廠增加硫氫化鈉劑量以提高氧化物回收率所致。

截至二零二零年六月三十日止六個月錄得銅收入為42.8百萬美元，較二零一九年上半年低47.6%。此乃由於銅實現價降低及銷量減少所致。Kinsenda已決定自二零二零年三月起將生產的銅精礦送至當地冶煉廠加工為粗銅。因需要額外時間將銅精礦加工至粗銅，故Kinsenda並沒有於二零二零年三月至四月錄得銷售。Kinsenda已於二零二零年五月開始向國際市場銷售粗銅。

截至二零二零年六月三十日止六個月，Kinsenda 礦場的資本開支為6.3百萬美元，主要用於地下開發。

## MINING OPERATIONAL REVIEW (continued)

### MINE IN CARE AND MAINTENANCE

#### Chibuluma South Mine (including Chifupu Deposit)

##### Operational Review

As Chibuluma South Mine underground operation reached the end of life, underground mine underground operation operations ceased in August 2019 and the Group commenced crown pillar open cast mining.

The Group has further evaluated the economic viability of Chibuluma and has decided to suspend the current operations at Chibuluma from July 2020. The crown pillar ore in Chibuluma's processing plant has proven to be a huge challenge, with plant recovery rates achieved lower than anticipated. The main reason for the lower than anticipated plant recovery rates was due to increased oxide ore from the crown pillar while the processing plant was designed to treat sulphide ore, which was previously mined from Chibuluma South Mine underground. The mined and unmined crown pillar ore was sold. All operations will be suspended and management will further evaluate the options available to economically mine Chifupu Deposit.

Production and sales summary for Chibuluma South Mine (including Chifupu Deposit):

## 採礦業務回顧(續)

### 關停維護礦場

#### Chibuluma南礦場(包括Chifupu礦床)

##### 營運回顧

由於Chibuluma南礦場地下的開採期結束，本集團於二零一九年八月停止井下開採，並開始頂柱開採露天礦。

本集團已進一步評估Chibuluma的經濟可行性並決定自二零二零年七月起暫停運營Chibuluma。Chibuluma加工廠的頂柱礦石存在一個巨大的挑戰，工廠回收率低於預期。低於預期工廠回收率的主要原因乃由於頂柱開採的氧化礦比例較預期為高，而加工廠的設計為用於處理先前從Chibuluma南礦場地下開採的硫化礦石。已開採及未開採的頂柱礦石已出售套現。所有運營將暫停，管理層將進一步評估Chifupu礦床可用的經濟採礦方案。

Chibuluma南礦場(包括Chifupu礦床)的生產及銷售概要：

For the six months ended 30 June	截至六月三十日止六個月	2020 二零二零年	2019 二零一九年
PRODUCTION: Copper (t)	產量： 銅(噸)	7,964	4,100
PRODUCT SOLD: Copper (t)	產品銷量： 銅(噸)	8,070	4,056
Revenue (US\$ million) – including provisional pricing adjustment	收入(百萬美元) – 包括臨時定價調整	17.7	21.2
Average copper price realized (US\$/t)	平均實現銅價(美元/噸)	2,200	5,216

\* Chibuluma's production and sales volume include copper in concentrate and copper content in oxide ore and tailings sold in the period. The production and sales volume shown in the above table were calculated in metal content, with selling prices equivalent to the metal prices. Pricing coefficients were considered in actual sales volume.

\* Chibuluma的產量及銷量包括期內所出售銅精礦含銅量及出售氧化礦石及尾礦內銅含量。上表中顯示的產量及銷量以金屬含量計算，而銷售價格相等於金屬價格。於實際銷量中考慮定價係數。



## MINING OPERATIONAL REVIEW (continued)

### MINE IN CARE AND MAINTENANCE (continued)

#### Chibuluma South Mine (including Chifupu Deposit) (continued)

##### *Operational Review (continued)*

Copper production in 2020 1H increased 94% to 7,964t (2019 1H: 4,100t) as compared to 2019. Included in the production were 4,453t of crown pillar material and 607t of tailings. The crown pillar material showed lower recoveries than anticipated and the material was sold at a lower coefficient of LME price, hence the lower realized average copper price.

Copper revenue in 2020 1H decreased by 17% to US\$17.7 million (2019 1H: US\$21.2 million) as compared to 2019 1H. This was due to lower copper price and the lower coefficient for ore sold.

Capital expenditure of Chibuluma South Mine (including Chifupu Deposit) for the six month ended 30 June 2020 amounted to US\$2 million was primarily spent on the underground mine development. Chibuluma ceased to further capitalized development cost from March 2020. Chibuluma incurred exploration expenses of US\$62,825 on Northwestern Province Exploration Projects.

## 採礦業務回顧(續)

### 關停維護礦場(續)

#### Chibuluma南礦場(包括Chifupu礦床)(續)

##### *營運回顧(續)*

二零二零年上半年的銅產量較二零一九年增加94%至7,964噸(二零一九年上半年: 4,100噸)。產量中包括4,453噸頂柱材料及607噸尾礦。頂柱材料的回收率低於預期及材料按倫敦金所價格的較低系數出售, 因此低於平均實現銅價。

二零二零年上半年的銅收入較二零一九年上半年減少17%至17.7百萬美元(二零一九年上半年: 21.2百萬美元)。此乃由於銅價格下降及礦石出售系數下降所致。

Chibuluma南礦場(包括Chifupu礦床)於截至二零二零年六月三十日止六個月的資本開支為2百萬美元, 主要用於地下礦場開發。Chibuluma自二零二零年三月起終止進一步資本化開發費用。Chibuluma於西北省勘探項目支付勘探開支62,825美元。

## MINING OPERATIONAL REVIEW (continued)

### DEVELOPMENT PROJECT

#### Musonoi Project

##### Overview

- Location: North of Kolwezi town, Lualaba Province, the DRC
- Ownership: JCI (75%), Gécamines SA (25%)
- Progress: Construction stage
- LoM: 19 years according to ENFI Feasibility Study (2018)
- Resources#: 1,086kt Cu, 363kt Co
- Reserves#: 595kt Cu, 183kt Co

# figures as at 31 December 2019

Musonoi Project is a brownfield copper and cobalt project, located on the northern outskirts of Kolwezi, approximately 360km Northwest of Lubumbashi city, capital of Haut-Katanga Province of the DRC.

In 2018, the ENFI Feasibility Study on optimization studies and detailed engineering works was completed and first reserves were declared for Musonoi Project. Musonoi Project has high grade of cobalt content with reserve ore grade of 0.9%. Gécamines SA approved the ENFI Feasibility Study 2018 in May 2019.

A detailed evaluation of the orebody indicates that the mineral resources are SAMREC Code compliant, with sufficient size to support a mining project. The studies indicated that the orebody occurs on the eastern end of the Dilala Syncline and is a blind deposit with high-grade mineralization starting at between 50m and 100m below surface. The orebody has a strike length of 600m to 700m and is open ended at depth below 600m from surface, and will be mined from underground using a long hole stopping mining method and a cut and fill with post pillars mining method.

The project is now in the construction phase. The main shaft construction commenced in December 2019 and the main ramp construction (0m level to 140m level) commenced in January 2020. The Front End Engineering Design (FEED) is in progress by ENFI and the Jinchuan R&E will review and supervise the work. Works on the Ventilation Shafts 1, 2 and 3 commenced in May 2020.

Contractors were appointed for the construction of office buildings, living camp, warehouse and core shed, and works commenced in May 2020. The surface explosive magazine was completed during the period. The electricity supply feasibility study was completed and will be presented to SNEL for approval.

Up till 30 June 2020, a total of 122 diamond drill holes have been drilled on the Musonoi Project area totalling 35,530m in length, of which 96 drill holes covering 30,776m have been drilled in the Dilala East area while 26 drill holes covering 4,754m in the Dilala West area.

## 採礦業務回顧(續)

### 開發項目

#### Musonoi 項目

##### 概覽

- 地點：剛果(金)盧阿拉巴省科盧韋齊鎮以北
- 所有權：金川國際(75%)，Gécamines SA (25%)
- 進度：建設階段
- 礦場開採期：19年(按恩菲可行性研究(二零一八年))
- 資源#：1,086千噸銅，363千噸鈷
- 儲量#：595千噸銅，183千噸鈷

# 為於二零一九年十二月三十一日之數字

Musonoi項目為一個位於科盧韋齊以外圍的未開發銅及鈷項目，距剛果(金)上加丹加省省會盧本巴希市西北約360公里。

於二零一八年，有關優化研究及詳細工程工作的恩菲可行性研究已完成，並首次確認Musonoi項目儲量。Musonoi項目擁有高品位0.9%的鈷含量。Gécamines SA於二零一九年五月批准恩菲可行性研究(二零一八年)。

對礦體的詳細評估表明，礦產資源符合SAMREC規則標準，且具有足夠規模，可支持採礦項目。研究表明，礦體位於Dilala Syncline的東端，是一個隱伏礦床，高品位成礦開始於地表以下50至100米之間。礦體的走向長度為600至700米，在距地面600米以下的深度處開口，將採用深孔空場採礦法及樁柱充填採礦法，從地下進行開採。

該項目現時正處於建設階段。主礦井施工於二零一九年十二月開始及主要斜坡道施工(0米水平至140米水平)於二零二零年一月開始。恩菲正在進行前端工程設計(FEED)及鏢鈷設計院將對工程進行審閱及監督。通風井1號、2號及3號工程於二零二零年五月動工。

本公司已就辦公樓、生活區、倉庫及岩心庫的興建委聘承包商並已於二零二零年五月動工。地面炸藥庫已於期內完成。電力供應的可行性研究亦已完成並將呈報至SNEL批准。

截至二零二零年六月三十日止，已在Musonoi項目區域內合共鑽探122個金剛石鑽孔，總長35,530米；其中，96個覆蓋距離達30,776米的鑽孔位於Dilala東礦區，26個覆蓋距離達4,754米的鑽孔位於Dilala西礦區。

## MINING OPERATIONAL REVIEW (continued)

### EXPLORATION PROJECT

#### Lubembe Project

##### Overview

- Location: Haut-Katanga Province, the DRC
- Ownership: JCI (77%), Sodimico (23%)
- Progress: mining license renewed in 2016 and extended for a further 15 years to 2032. A pre-feasibility study was completed in 2018 and is currently under review.
- Resources#: 1,800kt Cu

# figures as at 31 December 2019

### MINING EXPLORATION, MINING DEVELOPMENT AND ORE MINING ACTIVITIES

Expenses of exploration, development, and mining activities of the Group for the six months ended 30 June 2020 are set out below:

Unit: US\$'000	單位：千美元	Ruashi Mine Ruashi 礦場	Chibuluma South Mine Chibuluma 南礦場	Northwestern Province Exploration Projects 西北省 勘探項目	Kinsenda Mine Kinsenda 礦場	Musonoi Project Musonoi 項目	Lubembe Project Lubembe 項目	Total 總計
<b>Exploration activities</b>	<b>勘探活動</b>							
Drilling and analysis	鑽探及分析	-	100	-	-	1,833	-	1,933
Others	其他	70	-	63	-	-	3	136
<b>Sub-total</b>	<b>小計</b>	70	100	63	-	1,833	3	2,069
<b>Development activities (including mine construction)</b>	<b>開發活動 (包括礦場建設)</b>							
Civil work for construction of tunnels and roads	建設隧道及道路的 土木工程	-	2,001	-	3,650	4,694	-	10,345
Stripping cost	剝採成本	1,822	-	-	-	-	-	1,822
Dewatering engineering work	脫水工程	-	-	-	1,621	-	-	1,621
Staff cost	員工成本	-	-	-	-	1,352	-	1,352
Others	其他	518	2	-	1,447	1,538	-	3,505
<b>Sub-total</b>	<b>小計</b>	2,340	2,003	-	6,718	7,584	-	18,645
<b>Mining activities (excluding ore processing)</b>	<b>採礦活動 (不包括礦石加工)</b>							
Staff cost	員工成本	1,697	517	-	2,374	-	-	4,588
Blasting	爆破	579	239	-	530	-	-	1,348
Fuel, electricity, water and others services	燃料、電力、水及 其他服務	102	816	-	1,409	-	-	2,327
Foreign ore purchase	從外購買礦石	4,707	128	-	-	-	-	4,835
Others	其他	1,092	1,081	-	845	-	-	3,018
Sub-contracting charges	分包費用	13,897	2,068	-	11,472	-	-	27,437
Depreciation	折舊	3,024	1,822	-	10,450	-	-	15,296
<b>Sub-total</b>	<b>小計</b>	25,098	6,671	-	27,080	-	-	58,849
<b>Total</b>	<b>總計</b>	27,508	8,774	63	33,798	9,417	3	79,563

## 採礦業務回顧(續)

### 勘探項目

#### Lubembe 項目

##### 概覽

- 地點：剛果(金)上加丹加省
- 所有權：金川國際(77%)，Sodimico(23%)
- 進度：採礦許可證於二零一六年重續及進一步延長15年至二零三二年，其於二零一八年已完成預可行性研究，並正審閱有關研究。
- 資源#：1,800千噸銅

# 為於二零一九年十二月三十一日之數字

### 採礦勘探、採礦開發及礦石開採活動

本集團截至二零二零年六月三十日止六個月的勘探、開發及採礦活動開支載列如下：

## MANAGEMENT DISCUSSION AND ANALYSIS

### BUSINESS REVIEW

JCI and its subsidiaries are principally engaged in (i) the mining of metals, primarily copper and cobalt, in the DRC and Zambia; and (ii) the trading of mineral and metal products in the PRC and Hong Kong.

The drop of copper and cobalt prices in 2020 1H as compared to 2019 1H had given rise to negative impact on the overall financial performance for the period. The Group has increased its production volume in the period to compensate part of the negative price impact.

#### Mining Operations

The Group has majority control over two operating mines in Africa which are Ruashi Mine, a copper and cobalt mine located in Lubumbashi, the DRC, and Kinsenda Mine, a copper mine located in Katanga Province, the DRC and one mine in care and maintenance which is Chibuluma South Mine (including Chifupu Deposit), a copper mine located in Zambia.

In 2020 1H, the Group produced 39,006t of copper (2019 1H: 36,897t) and 2,635t of cobalt (2019 1H: 2,611t), and sold 34,000t of copper (2019 1H: 38,091t) and 2,970t of cobalt (2019 1H: 844t) which generated sales of US\$148.9 million and US\$57.8 million respectively (2019 1H: US\$203.4 million and US\$8.7 million respectively).

Copper production was 6% higher in 2020 1H as compared to 2019 1H. Production at Ruashi at 16,823t was slightly higher than 2019 1H production at 16,587t. The selling of 4,453t of crown pillar material impacted positively on Chibuluma's production at 7,964t during 2020 1H compared to 4,100t in 2019 1H. This was offset by lower production of 14,219t at Kinsenda in 2020 1H which was 12% lower than 16,210t in 2019 1H.

Cobalt production was slightly 1% higher in 2020 1H as compared to 2019 1H. Lower grade cobalt ore was mined in the period, but the higher volume of ore mined and milled cancelled out the drop in average grade, maintaining production at similar level as compared to 2019 1H.

The Group also has control over Musonoi Project, a copper and cobalt project at development stage, and Lubembe Project, a copper project in exploration stage. Both projects are located in the DRC.

#### Trading of Mineral and Metal Products

During the six months ended 30 June 2020, the trading divisions of the Group have recorded a turnover of US\$140.7 million (2019 1H: US\$493.3 million) via the trading of commodities, including copper cathode, copper matte and cobalt hydroxide.

## 管理層討論及分析

### 業務回顧

金川國際及其附屬公司主要從事(i)於剛果(金)及贊比亞開採金屬，主要為銅及鈷；及(ii)於中國及香港進行礦產品及金屬產品貿易。

與截至二零一九年上半年相比，銅價及鈷價於二零二零年上半年於低位下行，此對本期間的整體財務表現產生負面影響。本集團於本期間增加了產量，以抵銷部份負面價格影響。

#### 採礦業務

本集團對非洲兩個營運礦場擁有多數控制權，分別為位於剛果(金)盧本巴希之銅鈷礦Ruashi礦場及位於剛果(金)加丹加省之銅礦Kinsenda礦場及擁有位於贊比亞之一個正在關停維護的銅礦場Chibuluma南礦場(包括Chifupu礦床)之多數控制權。

於二零二零年上半年，本集團生產39,006噸銅(二零一九年上半年：36,897噸)及2,635噸鈷(二零一九年上半年：2,611噸)，並出售34,000噸銅(二零一九年上半年：38,091噸)及2,970噸鈷(二零一九年上半年：844噸)，產生銷售額分別為148.9百萬美元及57.8百萬美元(二零一九年上半年：分別為203.4百萬美元及8.7百萬美元)。

二零二零年上半年的銅產量較二零一九年上半年增加6%。Ruashi的產量為16,823噸，較二零一九年上半年的產量16,587噸略微增加。頂柱材料的銷量4,453噸對Chibuluma的產量產生積極影響，於二零二零年上半年Chibuluma的產量為7,964噸，而二零一九年上半年為4,100噸。其被Kinsenda於二零二零年上半年的較低產量14,219噸(較二零一九年上半年的16,210噸減少12%)抵銷。

二零二零年上半年的鈷產量較二零一九年上半年略微增加1%。期內開採之礦石之鈷金屬品位較低，惟更高的礦石開採及處理量抵銷平均品位較低之影響，令生產維持於與二零一九年上半年相近的水平。

本集團亦擁有Musonoi項目(一個處於開發階段之銅鈷礦項目)，以及Lubembe項目(一個處於勘探階段之銅礦項目)的控制權。兩個項目均位於剛果(金)。

#### 礦產品及金屬產品貿易

於截至二零二零年六月三十日止六個月，本集團的貿易分部透過包括電解銅、冰銅及氫氧化鈷等商品貿易錄得140.7百萬美元(二零一九年上半年：493.3百萬美元)的營業額。

## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### FINANCIAL REVIEW

The Group's operating results for the six months ended 30 June 2020 are a consolidation of the results from the mining operations and the trading of mineral and metal products.

#### Revenue

The revenue for the six months ended 30 June 2020 was US\$347.5 million, representing a decrease of 51% compared to US\$705.4 million for the six months ended 30 June 2019. Reasons for the decrease in revenue during the period are discussed below.

The Group's sales performance from its mining operations and trading of mineral and metal products was as follows:

For the six months ended 30 June	截至六月三十日止六個月	2020 二零二零年	2019 二零一九年
<b>Mining operations:</b>	<b>採礦業務：</b>		
Volume of copper sold (t)	銅銷售量(噸)	34,000	38,091
Volume of cobalt sold (t)	鈷銷售量(噸)	2,970	844
Average price realized per tonne of copper (US\$)	每噸銅平均實現售價(美元)	4,381	5,339
Average price realized per tonne of cobalt (US\$)	每噸鈷平均實現售價(美元)	19,472	10,324
<b>Revenue from sales of copper (US\$'000)</b>	<b>銅銷售收益(千美元)</b>	<b>148,961</b>	203,386
<b>Revenue from sales of cobalt (US\$'000)</b>	<b>鈷銷售收益(千美元)</b>	<b>57,832</b>	8,718
<b>Total revenue from mining operations – including provisional pricing adjustment (US\$'000)</b>	<b>採礦業務總收益 – 包括臨時定價調整(千美元)</b>	<b>206,793</b>	212,104
<b>Trading of mineral and metal products: Revenue – trading of externally sourced mineral and metal products (US\$'000)</b>	<b>礦產品及金屬產品貿易：收益 – 向外採購礦產品及金屬產品貿易(千美元)</b>	<b>140,748</b>	493,258
<b>Total Revenue (US\$'000)</b>	<b>總收益(千美元)</b>	<b>347,541</b>	705,362

Note: Pricing coefficients were considered in actual sales revenue

The average benchmark LME copper and MB cobalt prices for 2020 1H were US\$5,490/t and US\$34,605/t respectively, representing a 11% and 5% decrease as compared to the average benchmark copper and cobalt for 2019 1H of US\$6,167/t and US\$36,365/t respectively.

## 管理層討論及分析(續)

### 財務回顧

本集團截至二零二零年六月三十日止六個月之經營業績為綜合採礦業務與礦產品及金屬產品貿易業務之業績。

#### 收益

截至二零二零年六月三十日止六個月之收益為347.5百萬美元，較截至二零一九年六月三十日止六個月之705.4百萬美元下降51%。期內收益下降的原因於下文論述。

本集團採礦業務與礦產品及金屬產品貿易之銷售表現如下：

附註：定價系數於實際銷售收益中考慮

於二零二零年上半年，倫敦所銅平均基準價及金屬導報鈷平均基準價分別為5,490美元／噸及34,605美元／噸，分別較二零一九年上半年的銅及鈷之平均基準價6,167美元／噸及36,365美元／噸下跌11%及5%。

## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### FINANCIAL REVIEW (continued)

#### Revenue (continued)

The significant drop in benchmark copper price impacted negatively on revenue during 2020 1H as compared to 2019 1H. The average realized copper price (including provisional pricing adjustments) for 2020 1H was US\$4,381/t (2019 1H: US\$5,339/t).

Copper revenue from mining operations for 2020 1H decreased by 27% as compared to 2019 1H. This was due to the 11% decrease in the average benchmark copper price in 2020 1H as compared to 2019 1H. Also, as a result of lower copper price as compared to the fourth quarter of 2019, there is a downward adjustment to the provisional sales price previously recognised.

The Group has decided to send copper concentrate produced by our Kinsenda Mine to a local smelter for processing into copper blister starting from March 2020. Although the refinery process initially caused a temporary disruption in the sales of copper products by Kinsenda for the months of March and April 2020 and caused an increase in the processing fees and transportation cost, it will in the long run enhance the copper products of Kinsenda and the Group will be benefited from the increased sales prices. Due to the additional time required for processing copper concentrate to copper blister, no sales was recorded by Kinsenda in March and April 2020. Kinsenda has started selling copper blister to international market in May 2020.

Cobalt revenue from mining operations for 2020 1H increased by 563% when compared to 2019 1H as a result of the increase in both volume of cobalt sold and the average realised cobalt price.

Despite market cobalt price was lower in 2020 1H as compared to 2019 1H, there was a provisional pricing adjustment in 2019 1H to recognise the drop in cobalt price from the fourth quarter of 2018 to the first quarter of 2019, leading to an abnormally low cobalt revenue in 2019 1H.

The trading of mineral and metal products segment recorded a significant decrease in revenue on trading of externally sourced commodities of 71.4% from US\$493.2 million for 2019 1H to US\$140.7 million for 2020 1H. The decrease was due to the voluntary liquidation of Shanghai Jinchuan Junhe, one of the principal trading arms of the Group. For details, please refer to the "Significant Events" section. The Group is studying other trading opportunities in the commodities market.

## 管理層討論及分析(續)

### 財務回顧(續)

#### 收益(續)

銅價之基準價較二零一九年上半年大幅下降對二零二零年上半年之收益產生負面影響。於二零二零年上半年，平均實現銅價(包括臨時定價調整)為4,381美元/噸(二零一九年上半年：5,339美元/噸)。

二零二零年上半年來自採礦業務的銅收入較二零一九年上半年減少27%。此乃由於二零二零年上半年的平均基準銅價較二零一九年上半年下跌11%所致。此外，由於銅價較二零一九年第四季度為低，故將對先前確認的暫時性銷售價格作出向下調整。

本集團已決定自二零二零年三月起將Kinsenda礦場所生產的銅精礦送至當地冶煉廠加工為粗銅。儘管冶煉程序於初期導致Kinsenda的銅產品銷售於二零二零年三月至四月受到暫時影響並導致加工費及運輸成本增加，長遠而言，Kinsenda的銅產品將得到改善，而本集團將自銷售價格上漲獲益。因需要額外時間將銅精礦加工至粗銅，故Kinsenda並沒有於二零二零年三月至四月錄得銷售。Kinsenda已於二零二零年五月開始向國際市場銷售粗銅。

二零二零年上半年來自採礦業務的鈷收入較二零一九年上半年增加563%，乃由於鈷銷量及平均實現鈷價增加所致。

儘管二零二零年上半年市場鈷價較二零一九年上半年為低，但因為二零一九年上半年有一項臨時定價調整以確認由二零一八年第四季度至二零一九年第一季度的鈷價下跌，導致二零一九年上半年錄得較正常為低之鈷收入。

礦產品及金屬產品貿易分部錄得來自向外採購的大宗商品貿易收益從二零一九年上半年之493.2百萬美元大幅減少71.4%至二零二零年上半年之140.7百萬美元。減少乃由於本集團的主要貿易公司之一上海金川均和自願清算所致。詳情請參閱「重大事件」一節。本集團正研究商品市場上之其他貿易機會。



## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### FINANCIAL REVIEW (continued)

#### Cost of Sales

Cost of sales represents the costs associated with the production of copper and cobalt from the Group's mining operations and the purchase cost for the trading of mineral and metal products. The major components of cost of sales are as follows:

For the six months ended 30 June	截至六月三十日止六個月	2020 二零二零年 US\$'000 千美元	2019 二零一九年 US\$'000 千美元
<b>Mining operations:</b>	<b>採礦業務：</b>		
Realisation costs	變現成本	5,448	2,324
Mining costs	採礦成本	32,303	30,427
Ore purchase	礦石採購	4,835	8,964
Salaries and wages	薪金及工資	24,916	25,640
Processing costs	冶煉成本	41,712	39,406
Engineering and technical costs	工程及技術成本	7,168	9,961
Safety, health, environment and community costs	安全、健康、環境及社區成本	2,307	2,707
Mine administrative expenses	礦山行政開支	12,481	15,609
Depreciation of property, plant and equipment	物業、廠房及設備之折舊	36,976	37,080
Depreciation of right-of-use assets	使用權資產之折舊	48	48
Amortisation of mineral rights	礦產權攤銷	4,086	8,567
Movement in inventories	庫存變動	3,591	(26,871)
<b>Sub-total</b>	<b>小計</b>	<b>175,871</b>	<b>153,862</b>
<b>Trading of mineral and metal products:</b>	<b>礦產品及金屬產品貿易：</b>		
Purchase of commodities	採購商品	139,970	491,400
<b>Total Cost of Sales</b>	<b>總銷售成本</b>	<b>315,841</b>	<b>645,262</b>

Cost of mining operations increased by 14% to US\$175.9 million for 2020 1H due to higher mining activities. Mining cost increased by 6% as Ruashi increased mining activities to compensate for lower foreign ore purchases. Processing cost increased by 6% due to higher throughput to compensate for the lower grades at Ruashi Mine and Kinsenda Mine. Increase in processing cost was in line with the increase in refining volume and production volume in the period.

Cost of trading of mineral and metal products decreased by 84% to US\$140.0 million for 2020 1H, in line with the decrease in trading revenue.

## 管理層討論及分析(續)

### 財務回顧(續)

#### 銷售成本

銷售成本指與本集團採礦業務銅鈷生產有關之成本以及礦產品及金屬產品貿易之採購成本。銷售成本之主要組成部分如下：

因採礦量增加，採礦業務之成本於二零二零年上半年增加14%至175.9百萬美元。其中Ruashi增加採礦量以彌補較少的外部採購礦石，引致採礦成本增加6%。由於增加處理量以彌補Ruashi礦場及Kinsenda礦場品位較低，導致冶煉成本增加6%。冶煉成本增加與期內精煉量及產量增加一致。

礦產品及金屬產品貿易之成本於二零二零年上半年減少84%至140.0百萬美元，與貿易收入減少一致。

## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### FINANCIAL REVIEW (continued)

#### Gross Profit

Gross profit of the Group decreased by 47.2% from US\$60.1 million in 2019 1H to US\$31.7 million in 2020 1H. The continuous decrease in copper price and delay in the sales of copper product by Kinsenda Mine were the main cause of the decrease in gross profit.

The gross profit margin increased from 8.5% for 2019 1H to 9.1% for 2020 1H as a result of the drop in contribution of revenue from trading segment. The trading segment contributes stable revenue but with a low gross profit margin. The lower contribution from trading segment in the period has led to an overall increase in gross profit margin.

#### Net Finance Costs

For the six months ended 30 June	截至六月三十日止六個月	2020 二零二零年 US\$'000 千美元	2019 二零一九年 US\$'000 千美元
Finance income	財務收入	665	977
Finance costs	財務成本	(8,416)	(11,119)
		<b>(7,751)</b>	<b>(10,142)</b>

The net finance costs decreased by 23.6% from US\$10.1 million for 2019 1H to US\$7.8 million for 2020 1H. Decrease in financing cost relates to the significant decrease in bank loan interest rates, which are mainly floating and valued based on LIBOR.

#### Other Gains and Losses

The decrease in other losses for 2020 1H was mainly due to the decrease in unrealised exchange losses from US\$1.2 million for 2019 1H to US\$1.1 million for 2020 1H.

## 管理層討論及分析(續)

### 財務回顧(續)

#### 毛利

本集團毛利由二零一九年上半年的60.1百萬美元減少47.2%至二零二零年上半年的31.7百萬美元。銅價持續下跌及Kinsenda礦場的銅產品銷售後延為毛利減少的主要原因。

由於貿易分部收入貢獻下降，毛利率由二零一九年上半年的8.5%增長至二零二零年上半年的9.1%。貿易分部貢獻穩定的收入，但毛利率低。期內貿易分部貢獻較低導致整體毛利率上升。

#### 淨財務成本

淨財務成本由二零一九年上半年之10.1百萬美元減少23.6%至二零二零年上半年之7.8百萬美元。財務成本減少與銀行貸款利率大幅下降有關，貸款主要為浮息及按倫敦銀行同業拆息計值。

#### 其他收益及虧損

二零二零年上半年之其他虧損減少乃主要由於未變現匯兌虧損由二零一九年上半年之1.2百萬美元減少至二零二零年上半年之1.1百萬美元所致。



## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### FINANCIAL REVIEW (continued)

#### Selling and Distribution Costs

The costs mainly represent the off-mine costs incurred when the Group sells its copper and cobalt products under the mining operations, and they primarily comprise of transportation expenses and custom clearing expenses. The breakdown of selling and distribution costs is as follows:

For the six months ended 30 June	截至六月三十日止六個月	2020 二零二零年 US\$'000 千美元	2019 二零一九年 US\$'000 千美元
Off-mine costs:	礦場外成本：		
Clearing costs of export	出口清關成本	7,430	12,707
Transportation	運輸	3,204	3,422
Others	其他	1,312	2,777
<b>Total Selling and Distribution Costs</b>	<b>總銷售及分銷成本</b>	<b>11,946</b>	<b>18,906</b>

Selling and distribution costs decreased by 37% from US\$18.9 million for 2019 1H to US\$11.9 million for 2020 1H. The decrease in selling and distribution costs was primarily due to the decrease in clearing costs of export and transportation costs as part of the copper concentrate previously sold by our DRC operations to refineries in Zambia was now being toll treated in the DRC.

#### Administrative Expenses

Administrative expenses decreased by 42% from US\$5.4 million for 2019 1H to US\$3.1 million for 2020 1H. The decrease in administrative expenses was mainly due to the stricter control on cost and the depreciation of ZAR in the period.

#### Royalty Tax

Royalty tax increased from US\$14.2 million for 2019 1H to US\$16.3 million for 2020 1H in line with the increase in cobalt sales volume and cobalt sales revenue.

## 管理層討論及分析(續)

### 財務回顧(續)

#### 銷售及分銷成本

該等成本主要指本集團於銷售其採礦業務之銅及鈷產品時所產生之礦場外成本，主要包括運輸開支以及清關開支。銷售及分銷成本之明細如下：

銷售及分銷成本由二零一九年上半年的18.9百萬美元減少37%至二零二零年上半年的11.9百萬美元。銷售及分銷成本減少主要是由於部分先前由剛果(金)營運向贊比亞精煉廠出售的銅精礦當前於剛果(金)委託處理，以致出口清關成本及運輸成本下降所致。

#### 行政開支

行政開支由二零一九年上半年的5.4百萬美元減少42%至二零二零年上半年的3.1百萬美元。行政開支減少乃主要由於期內更嚴格的成本控制及南非蘭特貶值所致。

#### 礦權使用費

礦權使用費由二零一九年上半年的14.2百萬美元增加至二零二零年上半年的16.3百萬美元，與鈷銷量及鈷銷售收入增加一致。

## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### FINANCIAL REVIEW (continued)

#### Income Tax Expense

The Group is subject to taxes in the PRC, Hong Kong, the DRC, Zambia and South Africa due to its business operations in these jurisdictions. An income tax expense of US\$8.1 million was derived for 2020 1H as compared to an income tax expense of US\$2.7 million for 2019 1H. Tax expenses increased in the period mainly represents deferred tax on unrealised profit as calculated under DRC, Zambia and South Africa jurisdiction.

The reporting currency of the Group is US\$ and the functional currencies of subsidiaries of the Group are mainly US\$ and RMB, while the Group's significant assets are located in areas including the DRC, Zambia and South Africa where local currency was used for tax calculation purposes in certain situation. Due to the significant drop in the foreign exchange rate of ZAR to US\$ in 2020 1H, the Group's subsidiaries in South Africa recorded a significant foreign exchange gain for tax computing purposes which, if realised, will be subject to taxation.

#### Impairment Loss

With the Group's assets located in Zambia approaching end of mine life, the further decline in ore grade and plant recovery rate in 2020 1H has led to the Group's revisit of the mine's operation and the Group's decision to put the operation in Zambia under care and maintenance. Management has made a full provision of impairment losses of US\$8.6 million to the remaining balance of the property, plant and equipment of the Zambia operation in 2020 1H.

#### Loss for the Period

As a result of the above, the Group recorded a consolidated loss of US\$24.8 million for 2020 1H as compared to that of a consolidated profit of US\$7.7 million for 2019 1H.

#### Loss Attributable to Shareholders

The Group has recorded a loss attributable to shareholders of the Company in 2020 1H of US\$28.3 million, as compared to profit attributable to shareholders of the Company in 2019 1H of US\$4.2 million.

The turnaround of the Group's result attributable to shareholders of the Company in 2020 1H as compared to 2019 1H was mainly due to: (1) The continuous drop in copper price; (2) Delay in the sales of copper products by Kinsenda Mine; (3) Provision made for the taxable foreign exchange gain; (4) Impairment loss; and (5) Cancellation of GHIL's Investment Return amounted approximately to US\$817,000, as defined and detailed in the section "Significant Events" below.

## 管理層討論及分析(續)

### 財務回顧(續)

#### 所得稅開支

本集團因其於中國、香港、剛果(金)、贊比亞及南非之業務營運而須繳納該等司法權區之稅項。二零二零年上半年的所得稅開支為8.1百萬美元，而二零一九年上半年的所得稅開支則為2.7百萬美元。期內稅項開支增加主要指於剛果(金)、贊比亞及南非司法權區計算的未變現溢利的遞延稅項。

本集團之呈報貨幣為美元且本集團附屬公司之功能貨幣主要為美元及人民幣，而本集團之重大資產位於剛果(金)、贊比亞及南非等地區，而於特定情況下會使用當地貨幣作稅務計算。由於二零二零年上半年南非蘭特兌美元的匯率大幅下跌，故本集團於南非的附屬公司就稅務計算錄得大額外匯收益，而倘變現，則將須繳稅。

#### 減值虧損

隨著本集團位於贊比亞的資產採礦年限將到期，於二零二零年上半年的礦石品位及工廠回收率進一步下降導致本集團重新審視礦場的運營及本集團決定將於贊比亞的營運置於關停維護狀態。管理層於二零二零年上半年就贊比亞業務的物業、廠房及設備計提全額減值虧損撥備8.6百萬美元。

#### 期內虧損

基於上述事項，本集團於二零二零年上半年錄得綜合虧損為24.8百萬美元，而二零一九年上半年則為綜合溢利7.7百萬美元。

#### 股東應佔虧損

於二零二零年上半年，本集團錄得本公司股東應佔虧損28.3百萬美元，而二零一九年上半年本公司股東應佔溢利4.2百萬美元。

與二零一九年上半年比較，二零二零年上半年本公司股東應佔本集團業績由盈轉虧主要是由於：(1)銅價持續下跌；(2)Kinsenda礦場的銅產品銷售後延；(3)就應課稅外匯收益計提撥備；(4)減值虧損；及(5)取消金港源投資回報約817,000美元(定義及詳情見下文「重大事件」一節)所致。

## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### FINANCIAL REVIEW (continued)

#### Non-IFRS Financial Measure

##### C1 cash cost

The term “C1 cash cost” is a non-IFRS performance measure included in this “Management Discussion and Analysis” and is prepared on a per tonne of copper sold basis. The term C1 cash cost does not have any standardized meaning prescribed by IFRS and therefore may not be comparable to similar measures presented by other issuers. C1 cash cost is a common performance measure in the copper industry and is prepared and presented herein on a basis consistent with industry standard definitions. C1 cash costs include all mining and processing costs, mine site overheads, realization costs through to refined metal and off-site costs.

The table below reconciles the Group’s C1 cash costs to the statement of comprehensive income in the financial statements of the Group for the financial periods indicated.

For the six months ended 30 June	截至六月三十日止六個月	2020 二零二零年 US\$'000 千美元	2019 二零一九年 US\$'000 千美元
Cash costs as reported in the income statement:	於收益表內申報的現金成本：		
Direct and indirect mining cost	直接及間接採礦成本	<b>143,103</b>	153,867
Adjustment for change in copper inventory	銅庫存變動的調整	<b>(2,530)</b>	6,873
C1 cash costs (excluding by-product credit)	C1 現金成本 (不包括副產品抵扣)	<b>140,573</b>	160,740
Less: cobalt (by-product) revenue	減：鈷 (副產品) 收益	<b>(57,832)</b>	(8,718)
Adjustment for change in cobalt inventory	鈷庫存變動的調整	<b>6,121</b>	(33,744)
C1 cash costs (including by-product credit)	C1 現金成本 (包括副產品抵扣)	<b>88,862</b>	118,278
Copper sold (t)	已出售銅 (噸)	<b>34,000</b>	38,091
C1 cash cost per tonne of copper (excluding by-product credit) (US\$/t)	每噸銅的C1現金成本 (不包括副產品抵扣) (美元/噸)	<b>4,134</b>	4,220
C1 cash cost per tonne of copper (including by-product credit) (US\$/t)	每噸銅的C1現金成本 (包括副產品抵扣) (美元/噸)	<b>2,614</b>	3,105

## 管理層討論及分析 (續)

### 財務回顧 (續)

#### 非國際財務報告準則財務計量方法

##### C1 現金成本

「C1 現金成本」為本「管理層討論及分析」內呈報的一項非國際財務報告準則的業務表現計量方法，乃按每噸銷售的銅為基準編製。C1 現金成本一詞並無於國際財務報告準則內作出標準化定義，因而該數據未必能與其他發行人所呈列的類似計量方法比較。C1 現金成本乃銅行業內普遍採用的業務表現計量方法，且按業內的一貫之標準定義編製及呈列。C1 現金成本包括所有採礦及冶煉成本、礦場的經營性開支及直至加工精煉金屬的可變現成本及場外成本。

就所示財政期間而言，下表提供本集團的C1 現金成本與本集團財務報表內全面收益表的對賬。

## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### FINANCIAL REVIEW (continued)

#### Non-IFRS Financial Measure (continued)

*Earnings before interest (net finance costs), income tax, depreciation and amortisation and impairment loss ("EBITDA")*

EBITDA is used by the management to evaluate the financial performance of the Group and identify underlying trends in business that could otherwise be distorted if the impact of items that do not consider indicative of the performance of the business and/or which we do not expect to be recurring are not eliminated. Companies may use different methods of depreciating assets. Management considered the impairment loss and fair value gains are non-recurring in nature and are not relevant to our core business operations. Management believes that these measures better reflect the Company's performance for the current period and are a better indication of its expected performance in future periods. EBITDA is intended to provide additional information, but does not have any standardized meaning prescribed by IFRS.

The EBITDA of the Group is derived as follows:

For the six months ended 30 June	截至六月三十日止六個月	2020 二零二零年 US\$'000 千美元	2019 二零一九年 US\$'000 千美元
(Loss) profit for the period	期內(虧損)溢利	(24,832)	7,691
Add: Net finance costs	加: 淨財務成本	7,751	10,142
Add: Income tax expense	加: 所得稅開支	8,106	2,680
Add: Depreciation of property, plant and equipment	加: 物業、廠房及設備折舊	36,985	37,097
Add: Depreciation of right-of-use assets	加: 使用權資產之折舊	600	638
Add: Amortisation of mineral rights	加: 礦產權攤銷	4,086	8,567
Add: Impairment loss recognised in respect of property, plant and equipment	加: 就物業、廠房及設備確認之減值虧損	8,590	-
<b>EBITDA</b>	<b>EBITDA</b>	<b>41,286</b>	<b>66,815</b>

The Company believes that in addition to conventional measures prepared in accordance with IFRS, certain investors will use the above tool and related information to evaluate the Company. It is intended to provide additional information and should not be considered in isolation nor as a substitute for measures of performance prepared in accordance with IFRS.

## 管理層討論及分析(續)

### 財務回顧(續)

#### 非國際財務報告準則財務計量方法(續)

*未計利息(淨財務成本)、所得稅、折舊及攤銷以及減值虧損前盈利("EBITDA")*

EBITDA由管理層用於評估本集團的財務表現並識別相關業務趨勢，倘項目的影響不被視為對業務表現有指示性及／或我們預計不屬經常性的項目並未消除，則相關業務趨勢可能扭曲。公司可能採用不同的方法對資產進行折舊。管理層認為減值虧損及公平值收益屬非經常性且與我們的核心業務運營無關。管理層認為該等指標更好地反映本公司本期的表現，為未來期間其預計表現的更好指示。EBITDA擬提供額外資料，但並無於國際財務報告準則內作出標準化的定義。

本集團EBITDA源自如下：

本公司認為，除根據國際財務報告準則編製的傳統計量方法外，若干投資者將採用上述工具及相關資料評估本公司。其擬提供額外資料，不應單獨考慮及被視為替代根據國際財務報告準則編製的計量方法。

## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### FINANCIAL REVIEW (continued)

#### Issue of New Shares

During the six months periods ended 30 June 2020 and 30 June 2019, no new shares have been issued by the Company.

#### Liquidity, Financial Resources and Capital Structure

As at 30 June 2020, the Group had bank balances and cash (including bank deposits) of US\$125.5 million as compared to US\$45.2 million as at 31 December 2019.

As at 30 June 2020, the Group had total bank borrowings and overdrafts of US\$253.5 million (31 December 2019: US\$238.3 million) in which the bank borrowings and overdrafts of US\$59.5 million (31 December 2019: US\$29.3 million) are due within one year, bank borrowings of US\$194.0 million (31 December 2019: US\$209.0 million) are due within 2 to 5 years and no bank borrowings due over 5 years.

As at 30 June 2020, the Group had loans from related companies of US\$120.1 million (31 December 2019: US\$133.9 million) which are due within one year.

The gearing ratio of the Group as at 30 June 2020 was 25.7% compared to 33.0% as at 31 December 2019. Gearing ratio is defined as net debt over total equity, and net debt is derived from total borrowings and overdrafts (including amount due to related companies) less bank balances and cash (including bank deposits). The decrease in the gearing ratio was due to the decrease in loan from related parties as at 30 June 2020 as compared to 31 December 2019 and increase of bank balance and cash (including bank deposits) as at 30 June 2020.

For the six months ended 30 June 2020, the Group financed its operations with loan facilities provided by banks, borrowings from related companies and internally generated cash flows.

#### Material Acquisitions and Disposals of Investments

During the six months ended 30 June 2020, there was no material acquisition or disposal of subsidiaries, associates and joint ventures.

## 管理層討論及分析(續)

### 財務回顧(續)

#### 發行新股

於截至二零二零年六月三十日止六個月及截至二零一九年六月三十日止六個月，本公司並無發行新股。

#### 資金流動性、財務資源及資本結構

於二零二零年六月三十日，本集團有銀行結餘及現金(包括銀行定存)125.5百萬美元，而於二零一九年十二月三十一日則為45.2百萬美元。

於二零二零年六月三十日，本集團之總銀行借款及透支為253.5百萬美元(二零一九年十二月三十一日：238.3百萬美元)，其中為數59.5百萬美元(二零一九年十二月三十一日：29.3百萬美元)之銀行借款及透支於一年內到期，為數194.0百萬美元(二零一九年十二月三十一日：209.0百萬美元)之銀行借款於兩至五年內到期，及概無銀行借款於五年後到期。

於二零二零年六月三十日，本集團有為數120.1百萬美元(二零一九年十二月三十一日：133.9百萬美元)於一年內到期之關聯公司貸款。

本集團於二零二零年六月三十日之資產負債比率為25.7%，而於二零一九年十二月三十一日為33.0%。資產負債比率之定義為債務淨額除以總權益，債務淨額乃來自總借貸及透支(包括應付關聯公司款項)減銀行結餘及現金(包括銀行定存)。資產負債比率下降，乃由於二零二零年六月三十日關聯人士貸款較二零一九年十二月三十一日有所減少及銀行結餘及現金(包括銀行定存)於二零二零年六月三十日有所增加。

於截至二零二零年六月三十日止六個月，本集團以銀行提供之貸款融資、關聯公司提供之借款及內部產生的現金流為本集團之營運提供資金。

#### 重大收購及出售投資

於截至二零二零年六月三十日止六個月，並無重大收購或出售附屬公司、聯營公司及合資企業。

## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### FINANCIAL REVIEW (continued)

#### Significant Events

##### *MOU with JCHX*

On 29 March 2019, Metorex, a wholly-owned subsidiary of the Company, and 金誠信礦業管理股份有限公司 (JCHX Mining Management Co., Ltd.\*) (“**JCHX**”) entered into a non-legally binding memorandum of understanding (the “**MOU**”). Pursuant to the MOU and subject to the entering into of a formal agreement, Metorex shall cause its wholly-owned subsidiary incorporated in South Africa, Ruashi Holdings, to allot new shares in favour of JCHX. If the proposed allotment of shares contemplated under the MOU materializes, and depending on the final terms to be agreed between the parties, Ruashi Holdings will become a non wholly-owned subsidiary of the Group. The proposed allotment of shares will be a deemed disposal of an interest in a subsidiary of the Company for purpose of the Listing Rules.

The MOU merely provides a framework of cooperation between Metorex and JCHX. The terms of cooperation contemplated under the MOU are subject to the terms of any definitive agreement(s) which Metorex and JCHX may subsequently enter into from time to time.

As Metorex and JCHX did not enter into any legally binding contract within 365 days from the date of the MOU, the MOU was deemed to be terminated automatically and ceased to have any effect.

The MOU is non-legally binding and neither the Company nor JCHX will have any obligation and liabilities to each other. The Board considers that the lapse of the MOU does not have any material adverse impact on the business operation and financial position of the Group.

The Group will continually endeavour to explore other means of cooperation which may or may not involve JCHX. Further announcement(s) will be made by the Company to keep the shareholders of the Company and potential investors informed as and when required under the Listing Rules.

## 管理層討論及分析 (續)

### 財務回顧 (續)

#### 重大事件

##### *與金誠信之諒解備忘錄*

於二零一九年三月二十九日，本公司之全資附屬公司Metorex與金誠信礦業管理股份有限公司（「**金誠信**」）訂立一項不具法律約束力之諒解備忘錄（「**諒解備忘錄**」）。根據諒解備忘錄及待訂立正式協議後，Metorex將促使其於南非註冊成立之全資附屬公司Ruashi Holdings以金誠信為受益人配發新股。倘諒解備忘錄項下擬進行之建議配發股份落實及視雙方將予協定之最終條款而定，Ruashi Holdings將成為本集團之非全資附屬公司。就上市規則而言，建議配發股份將被視為出售於本公司一間附屬公司之權益。

諒解備忘錄僅為Metorex與金誠信之合作提供框架。諒解備忘錄項下擬訂立之合作條款須遵守Metorex與金誠信其後可能不時訂立之任何具體協議之條款。

由於Metorex與金誠信自諒解備忘錄之日期起計365日內並無訂立任何具法律約束力之合約，故諒解備忘錄被視為自動終止及不再具有任何效力。

諒解備忘錄不具法律約束力，且本公司或金誠信對另一方並無任何義務及責任。董事會認為，諒解備忘錄之失效不會對本集團之業務營運及財務狀況造成任何重大不利影響。

本集團將不斷致力探索其他可能會或可能不會涉及金誠信的合作方式。本公司將於必要時根據上市規則另行刊發公告以知會本公司股東及潛在投資者。

\* For identification purposes only

## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### FINANCIAL REVIEW (continued)

#### Significant Events (continued)

##### *Voluntary Liquidation of Shanghai Jinchuan Junhe*

On 24 March 2020, written resolutions were passed by all shareholders of Shanghai Jinchuan Junhe, to voluntarily liquidate Shanghai Jinchuan Junhe. Shanghai Jinchuan Junhe is an indirect non wholly-owned subsidiary of the Company.

As disclosed in the Company's announcement dated 7 September 2018, with respect to the actual investment amount contributed by GHL in Shanghai Jinchuan Junhe, Junhe Holdings had guaranteed to provide a return of at least 8% per annum on such investment amount ("**GHL's Investment Return**") to GHL.

Up to 31 December 2019, the operation results of Shanghai Jinchuan Junhe managed to cover the GHL's Investment Return, but overall operation, performance and the growth prospect of Shanghai Jinchuan Junhe had not been as promising as originally planned, in particular under the current challenging market conditions impacted by, among others, the spread of COVID-19. After negotiation concerning the way forward, both GHL and Junhe Holdings agreed unanimously to liquidate Shanghai Jinchuan Junhe by way of shareholders' voluntary liquidation. After liquidation, Shanghai Jinchuan Junhe will cease to be a subsidiary of the Company.

##### *Cancellation of GHL's Investment Return*

As disclosed in the Company's announcement published on 30 June 2020, the Board had considered, among other factors, (i) to minimise the uncertainties of the liquidation process; (ii) to maintain a good relation with Junhe Holdings and Junhe Group (a major participant of commodities market in the PRC), and (iii) to expedite the liquidation process so as to recoup the amount of the Group's capital contributed to Shanghai Jinchuan Junhe, GHL, as approved by the Board, agreed to accept to distribute the investment return in the ratio corresponding to the parties' respective shareholding in Shanghai Jinchuan Junhe (that is, 60% and 40%) and to waive the payment of the outstanding GHL's Investment Return otherwise payable by Junhe Holdings or Mr. He Qi, the de facto controller of Junhe Group ("**Cancellation of GHL's Investment Return**"). As at 30 June 2020, the liquidation of Shanghai Jinchuan Junhe is still in progress.

## 管理層討論及分析(續)

### 財務回顧(續)

#### 重大事件(續)

##### *上海金川均和之自願清算*

於二零二零年三月二十四日，上海金川均和之全體股東通過書面決議案，將上海金川均和自願清算。上海金川均和為本公司間接非全資附屬公司。

誠如本公司日期為二零一八年九月七日之公告所披露，就金港源向上海金川均和作出之實際投資額而言，均和控股已保證就該投資額向金港源提供至少每年8%之回報（「**金港源投資回報**」）。

截至二零一九年十二月三十一日止，上海金川均和之營運表現足以覆蓋金港源投資回報，但上海金川均和之整體運作及表現乃至增長空間未達原先預期（特別是處於現時包括被新冠肺炎傳播影響等因素而充滿挑戰的市場狀況下）。金港源及均和控股經商討後一致決定以股東自願清算方式將上海金川均和清算。於清算後，上海金川均和將不再為本公司附屬公司。

##### *取消金港源投資回報*

誠如本公司於二零二零年六月三十日刊發之公告所披露，董事會考慮（其中包括）(i)減少清算過程當中的不確定因素；(ii)與均和控股及均和集團（作為中國大宗商品貿易市場中的主要參與者）維持友好關係；及(iii)加快清算程序以便收回本集團向上海金川均和注資的金額等因素，金港源獲董事會批准同意接受按照訂約方各自在上海金川均和的股權比例（即60%及40%）分配投資收益及豁免支付未結付之金港源投資回報（「**取消金港源投資回報**」），否則須由均和控股或均和集團之實際控制人何旗先生支付。於二零二零年六月三十日，上海金川均和清算仍在進行中。

## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### FINANCIAL REVIEW (continued)

#### Significant Events (continued)

##### *Care and Maintenance of Zambia Operation*

With the Group's assets located in Zambia approaching end of mine life, the further decline in ore grade and plant recovery rate in 2020 1H has led to the Group's revisit of the mine's operation and the Group has decided to put the operation in Zambia under care and maintenance. The Group is evaluating different options available for the Group to recoup the remaining value of the assets.

#### Significant Capital Expenditures

During the six months ended 30 June 2020, the Group acquired property, plant and equipment amounting to US\$20.0 million (2019 1H: US\$19.0 million), and incurred expenditures on exploration and evaluation assets amounting to US\$2.3 million (2019 1H: US\$2.0 million) for the Group's mining operations. During the reporting period, the Group derecognised US\$0.3 million of right-of-use assets.

#### Details of Charges on the Group's Assets

As at 30 June 2020, none of the Group's assets were pledged or subject to encumbrance to secure general banking facilities granted to the Group.

#### Details of Contingent Liabilities

As at 30 June 2020, the Group did not have any significant contingent liabilities.

#### Foreign Exchange Risk Management

The reporting currency of the Group is US\$ and the functional currencies of subsidiaries of the Group are mainly US\$ and RMB. The Group is also exposed to currency change in HK\$, ZAR, CDF and ZMW. Given the exchange rate peg between HK\$ and US\$, the Group is not exposed to significant exchange rate risk of HK\$. The Group's significant assets are located in the DRC, Zambia, South Africa and the PRC and the Group is exposed to fluctuation in CDF, ZMW, ZAR and RMB. The Group monitors its exposure to foreign currency exchange risk on an on-going basis.

## 管理層討論及分析(續)

### 財務回顧(續)

#### 重大事件(續)

##### *贊比亞業務關停維護*

隨著本集團位於贊比亞的資產採礦年限將到期，於二零二零年上半年的礦石品位及工廠回收率進一步下降導致本集團重新審視礦場的運營及本集團已決定將贊比亞業務關停維護。本集團正在評估可供本集團收回資產剩餘價值的不同選擇。

#### 重大資本開支

截至二零二零年六月三十日止六個月，本集團購買物業、廠房及設備價值20.0百萬美元(二零一九年上半年：19.0百萬美元)以及就本集團採礦業務產生勘探及評估資產開支2.3百萬美元(二零一九年上半年：2.0百萬美元)。於報告期內，本集團取消確認使用權資產0.3百萬美元。

#### 本集團抵押資產詳情

於二零二零年六月三十日，本集團資產概無作為本集團獲授之一般銀行融資之抵押或產權負擔。

#### 或然負債詳情

於二零二零年六月三十日，本集團並無任何重大或然負債。

#### 外匯風險管理

本集團之呈報貨幣為美元，本集團附屬公司之功能貨幣主要為美元及人民幣。本集團亦面臨港元、南非蘭特、剛果法郎及贊比亞克瓦查的貨幣變動風險。鑒於港元與美元匯率掛鈎，本集團並無面臨港元重大匯率風險。本集團大部分資產位於剛果(金)、贊比亞、南非及中國，本集團面臨剛果法郎、贊比亞克瓦查、南非蘭特及人民幣的波動風險。本集團持續地監察其所承受之外幣匯兌風險。

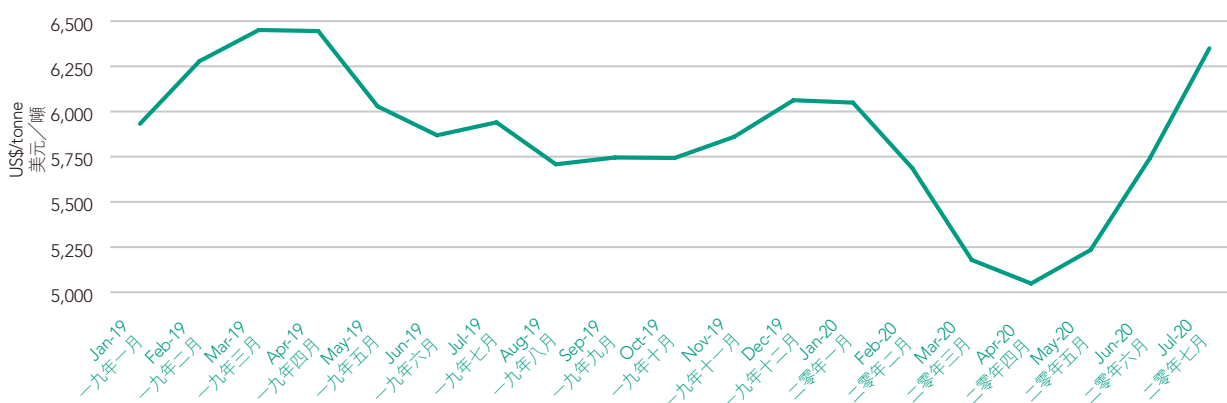


## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### PROSPECT

Global mining industry underwent severe challenges in the past six months caused by the disruption of COVID-19 and the ongoing trade war between the PRC and the US, the two largest economies in the world. Commodities price has been in a roller coaster in 2020 1H and likely to remain unstable in the short term future.

**LME COPPER PRICE (JANUARY 2019 TO JULY 2020)**  
倫敦所銅價(二零一九年一月至二零二零年七月)



Copper price is highly susceptible to swings in global policy and economic uncertainty. The fundamental of the copper market is sound and with the entrance of US-China Phase 1 trade deal in January 2020, copper price has rebounded healthily to US\$6,300/t level. However, the widespread of COVID-19 has affected normal logistics arrangement globally and have delayed the resumption of refineries and factories production in the PRC after the Chinese new year, which dragged down short term copper price in February and March 2020. Copper price reached a bottom of as low as US\$4,618/t in March 2020. Following the drop in new COVID-19 cases in the PRC, the PRC has gradually reopened its economy and business started to resume and the demand for fundamental metal supply increased. Copper refineries have recommenced operations and the demand of copper concentrate has increased since then. LME copper price has recovered by nearly 30% from its lowest point in the period and reached US\$6,000/t level by the end of June 2020, the highest point of copper since January 2020 and closed the first half of the year at US\$6,038/t on 30 June 2020. LME copper price has reached a two years high of US\$6,667/t on 19 August 2020.

Copper demand from the PRC started to turn strong since June 2020. Import of copper concentrate into the PRC was 1.795 million tonnes in July 2020 according to PRC Custom figures, representing an increase of 12.6% compared to June 2020, which being the lowest monthly total since September 2019, but was 13.5% lower than the same period last year. With COVID-19 still impacting heavily on copper producing countries in Southern America including the two largest producing countries Peru and Chile, copper smelters in the PRC are struggling to secure enough concentrates from the world and LME inventories have fallen by over 50% in the past three months to lowest level since 2008. Copper market forecasted to be remain tight in the short term future.

## 管理層討論及分析(續)

### 展望

於過往六個月，全球採礦業面臨由新冠肺炎影響及世界上兩個最大的經濟體中美間持續的貿易戰導致的嚴峻挑戰。商品價格於二零二零年上半年處於過山車狀態及於短期內可能仍不穩定。

銅價極易受到全球政策及經濟不確定性的波動影響。銅市場基本面穩健，及隨著二零二零年一月中美達成第一階段貿易協議，銅價已穩健反彈至6,300美元／噸的水平。然而，新冠肺炎的廣泛傳播已影響到正常的全球物流安排及令到中國精煉廠及工廠於農曆新年後延遲復工，拖累二零二零年二月及三月短期銅價。銅價於二零二零年三月跌至最低位的4,618美元／噸。於中國新增新冠肺炎病例下降後，中國逐漸重新開放經濟及業務開始恢復以及對基本金屬供應的需求增加。自此，銅精煉廠重新開始運營及對銅精礦的需求亦在增加。倫敦所銅價已從期內最低點回升近30%及於二零二零年六月底前達到6,000美元／噸水平(銅價自二零二零年一月以來的最高點)及上半年收報於二零二零年六月三十日的6,038美元／噸。倫敦所銅價於二零二零年八月十九日達至兩年高位6,667美元／噸。

中國的銅需求自二零二零年六月以來開始轉強。根據中國海關總署的數據，於二零二零年七月，中國銅精礦進口量為1.795百萬噸，較二零二零年六月增長12.6%，但比去年同期仍低13.5%，二零二零年六月為二零一九年九月以來的最低月總額。由於新冠肺炎仍對南美銅生產國(包括兩個最大銅生產國秘魯及智利)影響嚴重，中國的銅冶煉廠正在努力從世界各地獲得足夠的精礦及倫敦所存貨於過去三個月下跌逾50%至二零零八年的最低水平。銅市場未來短期內預計將保持緊張。

## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### PROSPECT (continued)

While the precise timing of COVID-19 to be contained is still unknown, copper fundamental factors are still strong and copper price is expected to stay strong after COVID-19 is contained. Chile's Mining Minister predicted that the copper price will surge to US\$6,600/t this year once the coronavirus passed.

According to market research, electric vehicle ("EV") industry worldwide will need 250% more copper by 2030 for charging stations, and each electric vehicle consumes double to triple copper as compared to conventional internal combustion engine-powered vehicle, copper will benefit from the modest growth of the electric vehicle industry in the long term.

In the case of cobalt, since retreating by more than 70% from the all time high of US\$43.7/lb recorded in April 2018 to US\$12.1/lb by the end of July 2019 as a result of the rising supplies produced by artisanal miners in the DRC, and a surplus in supply of cobalt chemicals for the production of rechargeable batteries for EV in the PRC, demand for cobalt remained weak in the recent period.

In August 2019, one of the largest cobalt miners in the DRC announced a temporary suspension of production for an expected two years limiting the global cobalt supply in the near future, cobalt price has since rebounded to US\$15.1/lb by the end of 2019 and reached US\$17.0/lb by the end of February 2020.

Cobalt price stayed relatively stable in 2020 1H and benchmark MB cobalt price has been transacted within the range of US\$14.15/lb to US\$17.0/lb in 2020 1H while cobalt was traded between US\$13.3/lb to US\$26.5/lb in 2019 1H. Cobalt has reached a year-to-date low of US\$13.75/lb in July 2020 and has since rebounded to US\$15.25/lb level as at the date of this report.

The major cobalt miner in the DRC supplied over 18% of the global cobalt market and with the mine under care and maintenance scheduled for two years, global cobalt supply will remain shorthanded in the short term future. At the same time, the DRC Government has placed stricter control on the source of cobalt and has initiated plan to regulate artisanal and illegal cobalt mining in the DRC. Together with the pressure from international organization to limit the supply of minerals from mine with child labour, and stricter logistics requirement for transporting cobalt material, market research estimated that the full year supply in 2020 will shrink by 2.4% as compared to 2019 actual figure and by 6.4% as compared to 2018 actual figure.

On the demand side of cobalt, the two main usage of cobalt is for the manufacturing of alloy and industrial chemical and for the manufacturing of batteries. According to a recent cobalt research, in 2019, around 53% of cobalt usage was for manufacturing of batteries, and in which approximately 74% of the battery demand is for non-EV purpose, including telecommunication equipment, computer and laptop, while the remaining approximately 26% is for manufacturing EV's batteries.

## 管理層討論及分析(續)

### 展望(續)

儘管控制新冠肺炎疫情的確切時間仍然未知，惟銅的基本因素仍然強勁及預期銅價在新冠肺炎控制後將維持穩定。智利礦業部長預測一旦冠狀病毒消失，銅價於本年內將飆升至6,600美元／噸。

根據市場研究，全球電動汽車（「電動汽車」）行業於二零二零年前用於充電站的銅需求將增加超過250%，每輛電動汽車的銅消耗為傳統內燃發動機汽車的兩至三倍，因此，銅將長期受益於電動汽車行業的穩定增長。

就鈷而言，由於剛果（金）民採礦的供貨量增加，加上中國用於生產電動汽車可充電電池的鈷化學品供應過剩，鈷需求持續軟弱。價格自於二零一八年四月創下歷史新高錄得每磅43.7美元以來已回撤超過70%至二零一九年七月底的每磅12.1美元。

於二零一九年八月，剛果（金）最大的鈷採礦商之一宣佈暫時停止生產以限制全球鈷供應，預算為期兩年，鈷價自此反彈至二零一九年底的每磅15.1美元及於二零二零年二月底達至每磅17.0美元。

鈷價於二零二零年上半年相對穩定，金屬導報基準鈷價於二零二零年上半年的交易範圍介乎每磅14.15美元至每磅17.0美元之間，而鈷於二零一九年上半年按每磅13.3美元至每磅26.5美元之間的價格交易。鈷於二零二零年七月跌至年內低位每磅13.75美元及自此反彈至於本報告日期的每磅15.25美元。

隨著佔全球鈷供應18%以上的剛果（金）主要鈷開採商關停維護預期兩年，全球鈷供應於不久將來將維持短缺。同時，剛果（金）政府已對鈷來源實施更加嚴格的控制及已發起計劃規管剛果（金）的民採礦及非法鈷開採。加上國際組織對聘請童工的礦場所供應礦物施加的壓力及更加嚴格的運輸鈷材料的物流規定，市場研究估計二零二零年全年供應將較二零一九年的實際數字萎縮2.4%及較二零一八年的實際數字萎縮6.4%。

於鈷的需求端，鈷的兩大用途為合金及工業化學品製造以及電池的生產。根據近期編製的鈷研究報告，於二零一九年，約53%的鈷用於電池生產，其中約74%的電池需求用於非電動汽車目的，包括電信設備、計算機及筆記本電腦，而餘下約26%用於生產電動汽車電池。

## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### PROSPECT (continued)

Analyst predicts that the increase in EV battery demand is estimated to be 21.3% compound annual growth rate from 2019 to 2025. The long term demand for cobalt will grow from 134,000t in 2019, of which the EV battery sector accounts for 14%, to 225,000t in 2025, of which the EV battery sector account for 28%. Together with the increase in non-EV battery demand by approximately 9.1% compound annual growth rate from 52,000t in 2019 to a predicted 87,000t in 2025. We also anticipate that as manufacturers and traders drain their stock, the year long downward trend of cobalt price will come to an end, and healthier and more sustainable demand for it will lead to the gradual recovery of cobalt price.

Cobalt market will continue to be difficult to operate in the second half of 2020. The Group will continue to monitor all factors causing market fluctuation and will ensure the Group is able to respond to any market changes in a prepared and timely manner.

With Kinsenda Mine has already been producing at full capacity, the Group's focus in the near future is the construction of the Musonoi copper-cobalt mine in Kolwezi, the DRC and the development of the Ruashi's sulphide deposit. Construction work at Musonoi Project has progressed well in the period and the Group is on the way of finalizing the financing plan of Musonoi Project together with Gécamines SA, the state-owned mining company of the DRC Government and also the minority shareholder of Musonoi Project.

Since the Group's business spans different regions and countries, our overseas business is therefore susceptible to the stability of and changes in the local government policies, social and economic environments, and international relations. If there are any material adverse changes in the aforesaid factors, our business, financial condition and operating results may be adversely affected. We endeavour to closely monitor the aforesaid situation and to promptly adjust our strategies in response thereto.

Exploration work will continue in Ruashi's sulphide zone below oxide zone, Musonoi Project deeper area and Kinsenda Mine infill drilling.

## 管理層討論及分析(續)

### 展望(續)

分析師預測，於二零一九年至二零二五年，電動汽車電池需求估計將按21.3%的複合年增長率增加。鈷的長期需求將由二零一九年的134,000噸(其中電動汽車電池行業佔14%)增長至二零二五年的225,000噸(其中電動汽車電池行業佔28%)。於二零一九年至二零二五年，非電動汽車電池需求將按約9.1%的複合年增長率由二零一九年的52,000噸增至二零二五年的預測87,000噸。我們亦預計，隨著製造商及貿易商去庫存，鈷價年內下行趨勢將會趨於結束，而對鈷更加穩健及更可持續的需求將會令鈷價逐步回升。

二零二零年下半年鈷市場將繼續艱難運作。本集團將繼續監控導致市場波動的所有因素，並確保本集團在充足準備下能夠對任何市場變化及時作出回應。

隨著Kinsenda礦場已達至滿產，本集團於不久將來的重點是在剛果(金)科盧韋齊建設Musonoi銅鈷礦以及開發Ruashi的硫化物礦床。Musonoi項目的建設工程已於期內進展良好及本集團正與Gécamines SA(剛果(金)政府國有礦業公司及亦為Musonoi項目的少數股東)落實Musonoi項目的融資計劃。

由於本集團的業務跨越不同地域與國家，因此，我們的境外業務易受當地政府政策、社會民生、經濟環境及國際關係的穩定性與變化等狀況所影響。倘前述因素出現任何重大不利變化，則我們的業務、財務狀況及經營業績可能會受到不利影響。我們致力密切留意上述形勢及迅速調整應對的策略。

勘探工作將繼續在Ruashi的氧化物以下硫化物區、Musonoi項目深層區域及Kinsenda礦場加密鑽井進行。

## MANAGEMENT DISCUSSION AND ANALYSIS (continued)

### PROSPECT (continued)

To be a world-class mineral corporation is the ultimate goal of the Group. Apart from the existing operations in Africa, the Group will actively look into the market and seek for investment opportunities which can provide the Group with growth and synergies while strictly comply with the regional regulations in order to give investors and Shareholders confidence in supporting the Group.

Also, with the continuous support of JCG and prudent strategic planning of the Board, the Group remains confident that the performance of the Group will overcome the disadvantages and stand out from the crowd under such unfavorable market conditions, and create values for the stakeholders of the Company.

More efforts had been put towards new business development, in particular in identifying opportunities at Southern Africa which was close to our existing mines to look for synergy. We will continually, prudently and actively pursue any new business development opportunity.

We will continue to improve quality, efficiency and production. The Company strives to continuously reduce production costs, with its strategy of "Improvement on Cobalt and Maintaining Growth on Copper" to increase production and sales and achieve better profitability.

### EMPLOYEES

As at 30 June 2020, the Group had 1,757 (31 December 2019: 1,761) permanent workers and 3,057 (31 December 2019: 2,778) contractor's employees. Employees of the Group receive competitive remuneration packages including salary and medical and other benefits. Key staff may also be entitled to performance bonuses and grant of option shares of the Company.

### DIVIDEND

The Board has resolved not to declare any interim dividend for the six months ended 30 June 2020 (six months ended 30 June 2019: Nil).

## 管理層討論及分析(續)

### 展望(續)

本集團的最終目標是致力成為世界級礦產企業，除了非洲現有業務，本集團將積極研究市場及尋求投資機會，在嚴格遵守地區法規的同時，可為本集團帶來增長及協同效應，給予投資者及股東支持本集團發展的信心。

此外，在金川的持續支持及董事會審慎的策略規劃下，本集團有信心，本集團的表現將可克服劣勢，並在該等不利的市場條件下脫穎而出，為本公司持份者創造價值。

我們繼續致力發展新業務，特別是在靠近我們現有礦場的非洲南部物色機會，以尋求協同發展。我們將持續、審慎而積極地開拓任何新的業務發展機會。

我們將繼續提高質量、效率及產量。本公司致力持續降低生產成本，按照「提鈷保銅」策略，提高產量及銷量，實現更高的盈利能力。

### 僱員

於二零二零年六月三十日，本集團有1,757名(二零一九年十二月三十一日：1,761名)長期員工及3,057名(二零一九年十二月三十一日：2,778名)承包商員工。本集團之僱員獲取具競爭力之薪酬，包括薪金及醫療及其他福利。主要職員亦可享有表現花紅及授出本公司購股權。

### 股息

董事會議決不就截至二零二零年六月三十日止六個月宣派任何中期股息(截至二零一九年六月三十日止六個月：無)。

## OTHER INFORMATION

### DISCLOSURE OF INTERESTS

- (a) Directors' and chief executive's interests and short positions in shares, underlying shares and debentures of the Company or its associated corporations

As at 30 June 2020, none of the Directors or chief executive of the Company had any interest or short position in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which were required: (a) pursuant to section 352 of the SFO, to be entered in the register referred to therein; (b) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO; or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code as set out in Appendix 10 to the Listing Rules.

- (b) Substantial shareholders' interests and short positions in the shares and underlying shares of the Company

As at 30 June 2020, so far as is known to the Directors, the following persons (i) had interests or short positions in the shares and/or underlying shares of the Company which were recorded in the register required to be kept by the Company under section 336 of the SFO; or (ii) were, directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying the right to vote in all circumstances at general meetings of the Company or any options in respect of such capital.

Long positions and short positions in the shares and underlying shares of the Company:

Name of shareholder	Notes	Capacity/Nature of interest	Number of Shares interested (Note 1) 擁有權益之 股份數目 (附註1)	Number of Shares which may be converted from PSCS (Note 1) 永久次級可換股 證券可轉換之 股份數目(附註1)	Percentage of the total number of Shares in issue (%) (Note 3) 佔已發行股份 總數之百分比 (%) (附註3)
股東名稱	附註	身份/權益性質			
Jinchuan Group Co., Ltd* 金川集團股份有限公司	(2), (4) & (5)	Interest of controlled corporation 受控法團權益	7,593,009,857(L)	690,000,000(L) 690,000,000(S)	65.69% 5.47%
Jinchuan Group (Hongkong) Resources Holdings Limited 金川集團(香港)資源控股有限公司	(2), (4) & (5)	Interest of controlled corporation 受控法團權益	7,593,009,857(L)	690,000,000(L) 690,000,000(S)	65.69% 5.47%
Jinchuan (BVI) Limited 金川(BVI)有限公司	(2), (4) & (5)	Interest of controlled corporation/ Beneficial owner 受控法團權益/實益擁有人	7,593,009,857(L)	690,000,000(L) 690,000,000(S)	65.69% 5.47%
Jinchuan (BVI) 1 Limited 金川(BVI) 1有限公司	(2)	Beneficial owner 實益擁有人	1,888,449,377(L)	-	14.98%
Jinchuan (BVI) 2 Limited 金川(BVI) 2有限公司	(2)	Beneficial owner 實益擁有人	583,518,372(L)	-	4.63%
Jinchuan (BVI) 3 Limited 金川(BVI) 3有限公司	(2)	Beneficial owner 實益擁有人	534,922,108(L)	-	4.24%
Gansu Province Economy Cooperation Co. Ltd.* 甘肅省經濟合作有限公司		Beneficial owner 實益擁有人	1,090,000,000(L)	-	8.64%
Gansu Province Xinye Asset Management Co. Ltd.* 甘肅省新業資產經營有限責任公司		Beneficial owner 實益擁有人	1,110,000,000(L)	-	8.80%

\* For identification purposes only

## 其他資料

### 權益披露

- (a) 董事及最高行政人員於本公司或其相聯法團之股份、相關股份及債券之權益及淡倉

於二零二零年六月三十日，概無董事或本公司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)之股份、相關股份或債券中，擁有任何：(a)須記錄於根據證券及期貨條例第352條所規定存置之登記冊之權益或淡倉；(b)根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所之權益或淡倉；或(c)根據上市規則附錄10所載的標準守則須知會本公司及聯交所之權益或淡倉。

- (b) 主要股東於本公司股份及相關股份之權益及淡倉

於二零二零年六月三十日，就董事所知，下列人士(i)於本公司股份及/或相關股份中持有根據證券及期貨條例第336條須登記於本公司所保存登記冊內之權益或淡倉；或(ii)直接或間接擁有附帶權利可於任何情況下在本公司股東大會上投票之任何類別股本面值5%或以上之權益或有關該等股本之任何購股權。

於本公司股份及相關股份之好倉及淡倉：

## OTHER INFORMATION (continued)

### DISCLOSURE OF INTERESTS (continued)

#### (b) Substantial shareholders' interests and short positions in the shares and underlying shares of the Company (continued)

Notes:

1. The letter "L" denotes the long position in such Shares and the letter "S" denotes the short position in such Shares.
2. Jinchuan Group Co., Ltd\* directly owned 100% of the issued share capital of Jinchuan Group (Hongkong) Resources Holdings Limited which in turn owned 100% of the issued share capital of Jinchuan (BVI) Limited which owned 100% of the issued share capital of each of Jinchuan (BVI) 1 Limited, Jinchuan (BVI) 2 Limited and Jinchuan (BVI) 3 Limited. Therefore, Jinchuan Group Co., Ltd\*, Jinchuan Group (Hongkong) Resources Holdings Limited and Jinchuan (BVI) Limited were deemed to be interested in the 1,888,449,377 shares, 583,518,372 shares and 534,922,108 shares of the Company held by Jinchuan (BVI) 1 Limited, Jinchuan (BVI) 2 Limited and Jinchuan (BVI) 3 Limited respectively under the SFO.
3. The calculation was based on the total number of issued shares of the Company (i.e. 12,609,873,051 Shares) as at 30 June 2020.
4. Jinchuan (BVI) Limited directly held 4,586,120,000 Shares and PSCS in the amount of US\$88,461,539 (equivalent to approximately HK\$690,000,000) which may be converted into 690,000,000 shares of the Company at an initial conversion price of HK\$1.00 per share. Based on the relations set out in note 2 above, Jinchuan Group Co., Ltd\* and Jinchuan Group (Hongkong) Resources Holdings Limited were deemed to be interested in the 4,586,120,000 shares of the Company and 690,000,000 underlying shares which may be converted from PSCS of the Company held by Jinchuan (BVI) Limited under the SFO.
5. According to the information available to the Company, Jinchuan (BVI) Limited had entered into agreements to transfer the remaining principal amount of US\$88,461,539 of the PSCS convertible into 690,000,000 conversion shares at an initial conversion price of HK\$1.00 per conversion share.

Save as disclosed above, as at 30 June 2020, so far as is known to the Directors, no other person (i) had interests or short positions in the shares and underlying shares of the Company which were recorded in the register required to be kept by the Company under Section 336 of the SFO, or (ii) was, directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying the right to vote in all circumstances at general meetings of the Company or any options in respect of such capital.

\* For identification purposes only

## 其他資料(續)

### 權益披露(續)

#### (b) 主要股東於本公司股份及相關股份之權益及淡倉(續)

附註：

1. 字母「L」代表於有關股份之好倉，字母「S」代表於有關股份之淡倉。
2. 金川集團股份有限公司直接持有金川集團(香港)資源控股有限公司已發行股本之100%，金川集團(香港)資源控股有限公司持有金川(BVI)有限公司已發行股本之100%，金川(BVI)有限公司持有金川(BVI)1有限公司、金川(BVI)2有限公司及金川(BVI)3有限公司各自已發行股本之100%。因此，根據證券及期貨條例，金川集團股份有限公司、金川集團(香港)資源控股有限公司及金川(BVI)有限公司被視為於金川(BVI)1有限公司、金川(BVI)2有限公司及金川(BVI)3有限公司分別所持之1,888,449,377股、583,518,372股及534,922,108股本公司股份中擁有權益。
3. 佔已發行股份總數之百分比乃根據於二零二零年六月三十日本公司已發行股份總數(即12,609,873,051股股份)計算。
4. 金川(BVI)有限公司直接持有4,586,120,000股股份及金額合共88,461,539美元(相當於約690,000,000港元)之永久次級可換股證券，據此可按初步換股價每股1.00港元轉換為690,000,000股本公司股份。基於上述附註2所述的關係，根據證券及期貨條例，金川集團股份有限公司及金川集團(香港)資源控股有限公司被視作於金川(BVI)有限公司所持之4,586,120,000股本公司股份及690,000,000股永久次級可換股證券可轉換之本公司相關股份中擁有權益。
5. 根據本公司所得資料，金川(BVI)有限公司曾訂立協議，以轉讓可按初步換股價每股換股股份1.00港元轉換為690,000,000股換股股份之本金餘額88,461,539美元之永久次級可換股證券。

除上文披露者外，於二零二零年六月三十日，就董事所知，概無其他人士(i)於本公司股份及相關股份中持有根據證券及期貨條例第336條須登記於本公司所保存登記冊內之權益或淡倉，或(ii)直接或間接擁有附帶權利可於任何情況下在本公司股東大會上投票之任何類別股本面值5%或以上之權益，或有關該等股本之任何購股權。

## OTHER INFORMATION (continued)

### DISCLOSURES PURSUANT TO RULE 13.21 OF THE LISTING RULES

On 29 May 2014, Kinsenda (as borrower), a 77% owned subsidiary of the Company, and JCG (as guarantor) entered into a facility agreement (“**Facility Agreement**”) with China Development Bank (“**CDB**”) (as lender) in relation to a term loan facility in an amount of US\$225,000,000. The final repayment date of the term loan facility will be the date falling 10 years from the date of the first drawdown of such facility, which had taken place on 30 May 2014.

Pursuant to the Facility Agreement, JCG, the controlling shareholder of the Company, is required, at all times, to (directly or indirectly) own more than 50% of the shares of Kinsenda (the “**Specific Performance Obligation**”). However, for sake of future development, the Group had obtained a waiver from strict compliance with the Specific Performance Obligation from CDB in August 2017.

### SHARE OPTION SCHEME

A share option scheme of the Company (the “**2019 Share Option Scheme**”) was approved and adopted by the shareholders of the Company at the extraordinary general meeting held on 19 June 2019. As of the date of this report, the 2019 Share Option Scheme is the only existing share option scheme of the Company. The 2019 Share Option Scheme, unless otherwise terminated or amended, will remain in force for a period of 10 years from 19 June 2019. No options were granted or exercised under the 2019 Share Option Scheme during the period ended 30 June 2020. The Company had no share option outstanding as at 30 June 2020. A summary of the 2019 Share Option Scheme is set out below:

#### (1) Purpose

To provide incentive or reward to the participants (as defined in paragraph (2) below) for their contribution to, and continuing efforts to promote the interests of, the Group and for such other purposes as the Board may approve from time to time.

#### (2) Participants

Any director (whether executive or non-executive, including any independent non-executive director); and employee (whether full time or part time) of the Group.

## 其他資料(續)

### 根據上市規則第13.21條規定進行的披露

於二零一四年五月二十九日，本公司持股77%的附屬公司Kinsenda(作為借款人)及金川(作為擔保人)與國家開發銀行(「**國家開發銀行**」)(作為貸款人)訂立一項融資協議(「**融資協議**」)，內容有關金額為225,000,000美元之有期貸款融資。該筆有期貸款融資之最後還款日期將為首次提取該筆融資當日起計十年，而該筆融資已於二零一四年五月三十日動用。

根據融資協議，本公司控股股東金川須於所有時候直接或間接擁有Kinsenda超過50%股份(「**特定履約責任**」)。然而，考慮到未來發展，本集團於二零一七年八月從國家開發銀行取得毋須嚴格遵守特定履約責任的豁免。

### 購股權計劃

本公司股東在二零一九年六月十九日舉行之股東特別大會上已批准及採納本公司購股權計劃(「**二零一九年購股權計劃**」)。於本報告日期，二零一九年購股權計劃為本公司唯一現存之購股權計劃。除非以其他方式予以終止或修訂，否則二零一九年購股權計劃由二零一九年六月十九日起計十年內維持生效。於截至二零二零年六月三十日止期間，概無購股權根據二零一九年購股權計劃獲授出或行使。於二零二零年六月三十日，本公司亦無購股權尚未獲行使。二零一九年購股權計劃之摘要載列如下：

#### (1) 目的

旨在獎勵或酬謝為本集團作出貢獻及努力不懈地促進本集團利益之參與人士(定義見下文第(2)段)，以及用於董事會不時批准之有關其他用途。

#### (2) 參與人士

本集團任何董事(無論執行或非執行董事，包括任何獨立非執行董事)；及僱員(無論全職或兼職)。

## OTHER INFORMATION (continued)

### SHARE OPTION SCHEME (continued)

#### (3) Total number of shares available for issue

- (a) Mandate Limit – Subject to paragraph (b) below, the total number of shares in the Company, which may be issued upon exercise of all options to be granted under the 2019 Share Option Scheme and any other share option schemes of the Company must not in aggregate exceed 10% of the Company's issued shares as of 19 June 2019, being 1,260,987,305 shares.
- (b) Overriding Limit – The Company may by ordinary resolutions of its shareholders refresh the Mandate Limit as referred to in the above paragraph (a) provided that the Company shall issue a circular to its shareholders before such approval is sought. The overriding limit on the number of shares in the Company, which may be issued upon exercise of all outstanding options granted and yet to be exercised under the 2019 Share Option Scheme and any other share option schemes of the Company must not exceed 30% of the Company's issued shares from time to time.
- (c) As of the date of this report, the total number of shares in the Company available for issue under the 2019 Share Option Scheme was 1,260,987,305 shares.

#### (4) Maximum entitlement of each participant

The total number of shares of the Company issued and to be issued upon exercise of options (whether exercised or outstanding) in any 12-month period granted to each participant must not exceed 1% of the shares of the Company in issue, or, if the grantee is a substantial shareholder (as defined in the Listing Rules) or an independent non-executive director (or any of their respective close associate), 0.1% of the shares of the Company in issue with an aggregate value not exceeding HK\$5 million. However, subject to separate approval by the shareholders of the Company in general meeting with the relevant participant and his close associates (as defined in the Listing Rules) (or core connected person (as defined in the Listing Rules) if the participant is a connected person (as defined in the Listing Rules)) abstaining from voting and provided that the Company shall issue a circular to its shareholders before such approval is sought, the Company may grant a participant options which would exceed the aforesaid limit.

## 其他資料(續)

### 購股權計劃(續)

#### (3) 可予發行之股份總數

- (a) 授權限額 – 在下文(b)段之規限下，根據二零一九年購股權計劃及本公司任何其他購股權計劃將予授出之購股權獲全數行使時可予發行之本公司股份總數合共不可超逾本公司於二零一九年六月十九日之已發行股份之10%，即1,260,987,305股。
- (b) 主要限額 – 本公司可透過其股東通過普通決議案更新上文(a)段所述之授權限額，惟於尋求此批准前，本公司須向其股東發出通函。根據二零一九年購股權計劃及本公司任何其他購股權計劃授出而尚未行使之購股權於獲全數行使時可予發行之本公司股份數目之主要限額為不得超逾本公司之不時已發行股份之30%。
- (c) 於本報告日期，根據二零一九年購股權計劃可予發行之本公司股份總數為1,260,987,305股。

#### (4) 每名參與人士可享之最大權利

每名參與人士於任何12個月期間內獲授之購股權(無論已行使或尚未行使)在行使時獲發及將獲發之本公司股份總數不得超逾本公司之已發行股份之1%(倘擬向主要股東(定義見上市規則)或獨立非執行董事或彼等各自之任何緊密聯繫人士授出購股權，則為本公司已發行股份之0.1%而總值並不超過5,000,000港元)。然而，如經本公司股東於股東大會上另行批准，而有關參與人士及其緊密聯繫人(定義見上市規則)(或假若參與人士是關連人士(定義見上市規則)，核心聯繫人(定義見上市規則))放棄投票，及本公司在尋求此批准前向其股東發出通函，則本公司可向參與人士授出超出前述限額之購股權。



## OTHER INFORMATION (continued)

### SHARE OPTION SCHEME (continued)

#### (5) Grant of options

Each offer of an Option (the “**Offer**”) shall be in writing made to an Eligible Person by letter in such form as the Board may from time to time determine at its discretion (the “**Offer Letter**”). The Offer Letter shall state, among others, the period during which the Option may be exercised (the “**Option Period**”), which period is to be determined and notified by the Board but shall expire in any event not later than the last day of the 10 year period after the date of grant of the Option.

The Board may specify in the Offer Letter any conditions which must be satisfied before the Option may be exercised, including without limitation such performance targets and minimum periods for which an Option must be held before it can be exercised, as the Board may determine from time to time.

The Board shall specify in the Offer Letter a date by which the grantee must accept the Offer, being a date no later than 14 days after the date on which the Option is offered (the “**Offer Date**”) or the date on which the conditions for the Offer are satisfied. Payment of option price of HK\$1.00 shall be made upon acceptance of the Offer.

#### (6) Subscription Price

The price at which each Share subject to an Option may be subscribed for on the exercise of that Option (the “**Subscription Price**”) shall be a price solely determined by the Board and notified to an Eligible Person and shall be at least the highest of: (a) the closing price of the Shares as stated in the Stock Exchange’s daily quotations sheet on the Offer Date, which must be a business day; (b) the average of the closing price of the Shares as stated in the Stock Exchange’s daily quotations sheets for the five business days immediately preceding the Offer Date; and (c) the nominal value of the Share.

## CHANGE IN INFORMATION OF DIRECTORS

Pursuant to rule 13.51B(1) of the Listing Rules, the change in the information of the Directors is set out below:

Mr. Poon Chiu Kwok resigned as an independent non-executive director of TUS International Limited with effect from 17 July 2020. The shares of TUS International Limited are listed on the Main Board of the Stock Exchange.

## 其他資料(續)

### 購股權計劃(續)

#### (5) 授出購股權

每份購股權要約(「**要約**」)均須以董事會不時酌情釐定之形式向合資格人士發出書面函件(「**要約函件**」)作出。要約函件須列明(其中包括)可行使購股權之期間(「**購股權期間**」),該期間將由董事會釐定及通知,惟無論如何不遲於授出購股權日期後十年期最後一日屆滿。

董事會可於要約函件中列明行使購股權前須達成之任何條件,包括但不限於董事會可能不時釐定之表現目標及購股權於行使前須持有之最短期限。

董事會須於要約函件內列明承授人接納要約之限期,當日須不遲於要約授出購股權日期(「**要約日期**」)後14日或要約之條件獲達成日期。購股權價格1.00港元須於接納要約時支付。

#### (6) 認購價

於行使購股權時認購該購股權所涉及股份之每股價格(「**認購價**」)須為董事會全權釐定並知會合資格人士之價格,該價格最少相等於以下各項之最高者:(a)股份於要約日期(須為營業日)在聯交所每日報價表所報之收市價;(b)股份於緊接要約日期前五個營業日在聯交所每日報價表所報之平均收市價;及(c)股份之面值。

## 董事資料變動

以下載列根據上市規則第13.51B(1)條有關董事資料之變動:

潘昭國先生自二零二零年七月十七日起辭任啟迪國際有限公司獨立非執行董事。啟迪國際有限公司的股票於聯交所主板上市。

## OTHER INFORMATION (continued)

### CORPORATE GOVERNANCE INFORMATION

#### Audit Committee

The Company has established an audit committee (the “**Audit Committee**”) with written specific terms of reference in compliance with the Listing Rules/CG Code Provisions. As at the date of this report, the Audit Committee comprised one non-executive Director, namely, Mr. Zhang Youda, and three independent non-executive Directors, namely Mr. Wu Chi Keung (Chairman of Audit Committee), Mr. Yen Yuen Ho, Tony and Mr. Poon Chiu Kwok who together have the relevant accounting and financial management expertise, industrial knowledge, legal and business experience to discharge their duties. The Audit Committee’s primary duties include review of the effectiveness of the Group’s financial reporting process, internal control and risk management systems, overseeing the audit process and performing other duties as may be assigned by the Board from time to time. The Group’s unaudited interim financial statements and the interim report for the six months ended 30 June 2020 have been reviewed by the Audit Committee.

#### Remuneration and Nomination Committee

The Company has established a remuneration and nomination committee (the “**Remuneration and Nomination Committee**”) with written specific terms of reference in compliance with the Listing Rules/CG Code Provisions. As at the date of this report, the Remuneration and Nomination Committee comprised one executive Director, namely Mr. Gao Tianpeng, one non-executive Director, namely Mr. Zhang Youda, and three independent non-executive Directors, namely Mr. Wu Chi Keung (Chairman of Remuneration and Nomination Committee), Mr. Yen Yuen Ho, Tony and Mr. Poon Chiu Kwok. The primary responsibility of the Remuneration and Nomination Committee is to review and consider the remuneration and nomination functions for all Directors and senior management of the Company. The remuneration function is to review and formulate policies in respect of remuneration structure for all Directors and senior management of the Company and make recommendations to the Board for its consideration. The nomination function is to lead the process for Board appointments and to identify and nominate candidates for such appointments.

#### Other Board Committees

Apart from the Audit Committee and the Remuneration and Nomination Committee, the Company has two other Board Committees, namely the Risk Management Committee and the Strategy and Investment Committee to assist the Board to review significant daily operational matters and thus make recommendations to the Board.

#### Compliance with Corporate Governance Code

The Board is committed to establishing and maintaining high standards of corporate governance to enhance shareholders’ interest and promote sustainable development. The Company has applied the principles and complied with all applicable code provisions of the CG Code as set out in Appendix 14 of the Listing Rules during the six months ended 30 June 2020.

## 其他資料(續)

### 企業管治資料

#### 審核委員會

本公司已按照上市規則／企管守則條文成立審核委員會(「**審核委員會**」)，並書面訂明其具體職權範圍。於本報告日期，審核委員會由一名非執行董事張有達先生及三名獨立非執行董事胡志強先生(審核委員會主席)、嚴元浩先生及潘昭國先生組成，彼等均具備相關之會計及財務管理專業知識、行業知識以及法律及業務經驗，以履行彼等職責。審核委員會之主要職責包括審閱本集團之財務申報過程、內部監控及風險管理系統的效用、監察審核程序及履行董事會可能不時指派之其他職責。本集團截至二零二零年六月三十日止六個月之未經審核的中期財務報表及中期報告已經審核委員會審閱。

#### 薪酬及提名委員會

本公司已按照上市規則／企管守則條文成立薪酬及提名委員會(「**薪酬及提名委員會**」)，並書面訂明其具體職權範圍。於本報告日期，薪酬及提名委員會由一名執行董事鄧天鵬先生、一名非執行董事張有達先生，及三名獨立非執行董事胡志強先生(薪酬及提名委員會主席)、嚴元浩先生及潘昭國先生組成。薪酬及提名委員會之主要職責為檢討及考慮與本公司全體董事及高級管理層有關之薪酬及提名職能。薪酬職能旨在檢討及制定有關本公司全體董事及高級管理層薪酬架構之政策，並向董事會提出建議以供其考慮。提名職能旨在帶領董事會的委任程序以及就此物色及提名人選以作委任。

#### 其他董事委員會

除審核委員會及薪酬及提名委員會外，本公司另有兩個董事委員會，分別為風險管理委員會及戰略及投資委員會，其負責協助董事會檢討重大日常營運事宜，從而向董事會提出建議。

#### 遵守企業管治守則

董事會致力於建立及維持高水平之企業管治以提高股東權益及推動可持續發展。本公司於截至二零二零年六月三十日止六個月已採用上市規則附錄14所載企管守則之原則並已遵守所有適用守則條文。

## OTHER INFORMATION (continued)

### MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code, as set out in Appendix 10 to the Listing Rules, as its own code of conduct regarding Director's dealings in the Company's securities. Based on specific enquiry made to all Directors, the Directors have confirmed that they have complied with the required standards as set out in the Model Code during the six months ended 30 June 2020.

### PURCHASE, SALES OR REDEMPTION OF LISTED SECURITIES

During the six months ended 30 June 2020, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

### APPRECIATION

On behalf of the Board, I would like to thank all our shareholders, community and business partners for their tremendous support, and extend my heartfelt gratitude to all employees for their dedicated hard works, especially in this difficult time under COVID-19 pandemic.

Finally, I would like to thank the People's Government of Gansu Province for their special support to JCG Group and the Company.

On behalf of the Board

**Zhang Youda**  
*Chairman*

21 August 2020

## 其他資料(續)

### 證券交易之標準守則

本公司已採納上市規則附錄10所載之標準守則作為其本身有關董事買賣本公司證券之行為守則。經向所有董事作出特定查詢後，董事均已確認，彼等於截至二零二零年六月三十日止六個月期間一直遵守標準守則所載之規定準則。

### 購買、出售或贖回上市證券

截至二零二零年六月三十日止六個月，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

### 致謝

本人謹代表董事會感謝各位股東、社區及業務夥伴的大力支持，並對全體員工所作出的辛勤努力，特別是新冠肺炎疫情期間的貢獻，表示衷心的感謝。

最後，本人謹此感謝甘肅省人民政府對金川集團及本公司的特別支持。

代表董事會

**張有達**  
*主席*

二零二零年八月二十一日

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 30 JUNE 2020

# 簡明綜合損益及其他全面收益表

截至二零二零年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月		
		Notes 附註	2020 二零二零年 US\$'000 千美元 (unaudited) (未經審核)	2019 二零一九年 US\$'000 千美元 (unaudited) (未經審核)
Revenue	收益	4	347,541	705,362
Cost of sales	銷售成本		(315,841)	(645,262)
Gross profit	毛利		31,700	60,100
Other gains and losses	其他收益及虧損	6	(688)	(993)
Selling and distribution costs	銷售及分銷成本		(11,946)	(18,906)
Administrative expenses	行政開支		(3,132)	(5,444)
Royalty tax	礦權使用費		(16,319)	(14,244)
Impairment loss	減值虧損	7	(8,590)	-
Finance income	財務收入		665	977
Finance costs	財務成本		(8,416)	(11,119)
(Loss) profit before tax	除稅前(虧損)溢利	8	(16,726)	10,371
Income tax expense	所得稅開支	9	(8,106)	(2,680)
(Loss) profit for the period	期內(虧損)溢利		(24,832)	7,691
<b>Other comprehensive expense: Item that may be reclassified subsequently to profit or loss:</b>	<b>其他全面開支： 其後可能重新分類至 損益之項目：</b>			
Exchange differences arising on translation of foreign operations	換算海外業務產生 之匯兌差額		(520)	(32)
Other comprehensive expense for the period	期內其他全面開支		(520)	(32)
Total comprehensive (expense) income for the period	期內全面(開支)收入總額		(25,352)	7,659
(Loss) profit for the period attributable to:	下列人士應佔期內(虧損)溢利：			
Owners of the Company	本公司擁有人		(28,315)	4,185
Non-controlling interests	非控股權益		3,483	3,506
			(24,832)	7,691
Total comprehensive (expense) income for the period attributable to:	下列人士應佔期內全面 (開支)收入總額：			
Owners of the Company	本公司擁有人		(28,627)	4,166
Non-controlling interests	非控股權益		3,275	3,493
			(25,352)	7,659
(Loss) earnings per share	每股(虧損)盈利			
Basic (US cents)	基本(美仙)	11	(0.22)	0.03
Diluted (US cents)	攤薄(美仙)	11	(0.21)	0.03

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AT 30 JUNE 2020

## 簡明綜合財務狀況表

於二零二零年六月三十日

			30 June 2020 二零二零年 六月三十日 US\$'000 千美元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 US\$'000 千美元 (audited) (經審核)
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	12	689,826	688,850
Right-of-use assets	使用權資產	12	1,788	2,704
Mineral rights	礦產權	13	485,303	489,389
Exploration and evaluation assets	勘探及評估資產	14	121,970	146,161
Other non-current assets	其他非流動資產		13,335	13,639
			<b>1,312,222</b>	1,340,743
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨		197,608	201,988
Trade and other receivables	貿易及其他應收款項	15	91,438	156,468
Tax recoverable	可收回稅項		6,336	209
Bank deposits with maturity over three months	原到期日超出三個月之 銀行存款		9,356	-
Bank balances and cash	銀行結餘及現金		116,098	45,215
			<b>420,836</b>	403,880
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and other payables	貿易及其他應付款項	16	76,564	70,626
Deferred income	遞延收入		10,300	-
Amount due to an intermediate holding company	應付中間控股公司款項		114,477	128,284
Amount due to a fellow subsidiary	應付同系附屬公司款項		5,047	5,134
Amount due to a non-controlling shareholder of a subsidiary	應付附屬公司非控股 股東款項		572	482
Bank borrowings	銀行借款	17	59,489	28,365
Lease liabilities	租賃負債		924	1,371
Short-term provisions	短期撥備		4,862	7,049
Bank overdraft	銀行透支		-	944
			<b>272,235</b>	242,255
<b>Net current assets</b>	<b>流動資產淨值</b>		<b>148,601</b>	161,625
<b>Total assets less current liabilities</b>	<b>總資產減流動負債</b>		<b>1,460,823</b>	1,502,368

CONDENSED CONSOLIDATED STATEMENT  
OF FINANCIAL POSITION (continued)

AT 30 JUNE 2020

## 簡明綜合財務狀況表(續)

於二零二零年六月三十日

		Notes 附註	30 June 2020 二零二零年 六月三十日 US\$'000 千美元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 US\$'000 千美元 (audited) (經審核)
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Deferred tax liabilities	遞延稅項負債		<b>272,091</b>	268,805
Bank borrowings	銀行借款	17	<b>194,000</b>	209,000
Lease liabilities	租賃負債		<b>813</b>	1,367
Long-term provisions	長期撥備		<b>30,699</b>	33,007
			<b>497,603</b>	512,179
<b>Net assets</b>	<b>資產淨值</b>		<b>963,220</b>	990,189
<b>Capital and reserves</b>	<b>股本及儲備</b>			
Share capital	股本	18	<b>16,166</b>	16,166
Perpetual subordinated convertible securities	永久次級可換股證券	19	<b>88,462</b>	88,462
Reserves	儲備		<b>729,741</b>	759,985
Equity attributable to owners of the Company	本公司擁有人應佔權益		<b>834,369</b>	864,613
Non-controlling interests	非控股權益		<b>128,851</b>	125,576
<b>Total equity</b>	<b>權益總額</b>		<b>963,220</b>	990,189

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE SIX MONTHS ENDED 30 JUNE 2020

# 簡明綜合權益變動表

截至二零二零年六月三十日止六個月

		Attributable to owners of the Company 本公司擁有人應佔									
		Share capital 股本 US\$'000 千美元	Perpetual subordinated convertible securities 永久次級可換股證券 US\$'000 千美元	Share premium 股份溢價 US\$'000 千美元	Translation reserve 換算儲備 US\$'000 千美元	Statutory reserve 法定儲備 US\$'000 千美元 (附註 ii)	Other reserves 其他儲備 US\$'000 千美元 (附註 i)	Accumulated losses 累計虧損 US\$'000 千美元	Total 總計 US\$'000 千美元	Non-controlling interests 非控股權益 US\$'000 千美元	Total 總權益 US\$'000 千美元
At 1 January 2020 (audited)	於二零二零年一月一日 (經審核)	16,166	88,462	1,332,071	(24,933)	278	(400,721)	(146,710)	864,613	125,576	990,189
Loss for the period	期內虧損	-	-	-	-	-	-	(28,315)	(28,315)	3,483	(24,832)
Other comprehensive expense for the period	期內其他全面開支	-	-	-	(312)	-	-	-	(312)	(208)	(520)
Total comprehensive (expense) income for the period	期內全面(開支)收入總額	-	-	-	(312)	-	-	(28,315)	(28,627)	3,275	(25,352)
Dividend recognised as distribution (note 10)	確認為分派之股息(附註10)	-	-	(1,617)	-	-	-	-	(1,617)	-	(1,617)
At 30 June 2020 (unaudited)	於二零二零年六月三十日 (未經審核)	16,166	88,462	1,330,454	(25,245)	278	(400,721)	(175,025)	834,369	128,851	963,220
At 31 December 2018 (audited)	於二零一八年十二月三十一日 (經審核)	16,166	88,462	1,333,688	(24,618)	79	(400,721)	(155,234)	857,822	120,973	978,795
Adjustment on initial application of IFRS 16	於初步應用國際財務報告準則第16號時之調整	-	-	-	-	-	-	(22)	(22)	-	(22)
At 1 January 2019 (audited)	於二零一九年一月一日(經審核)	16,166	88,462	1,333,688	(24,618)	79	(400,721)	(155,256)	857,800	120,973	978,773
Profit for the period	期內溢利	-	-	-	-	-	-	4,185	4,185	3,506	7,691
Other comprehensive expense for the period	期內其他全面開支	-	-	-	(19)	-	-	-	(19)	(13)	(32)
Total comprehensive (expense) income for the period	期內全面(開支)收入總額	-	-	-	(19)	-	-	4,185	4,166	3,493	7,659
Dividends recognised as distribution (note 10)	確認為分派之股息(附註10)	-	-	(1,617)	-	-	-	-	(1,617)	-	(1,617)
Capital injection by a non-controlling shareholder	非控股股東注資	-	-	-	-	-	-	-	-	436	436
At 30 June 2019 (unaudited)	於二零一九年六月三十日 (未經審核)	16,166	88,462	1,332,071	(24,637)	79	(400,721)	(151,071)	860,349	124,902	985,251

## Notes:

- i. Other reserves comprised (i) the excess of the nominal value of the shares of the subsidiaries acquired pursuant to a group reorganisation in 2013 over the nominal value of the Company's shares issued in exchange therefor and (ii) the issue of 1,595,880,000 shares of the Company with a fair value of US\$206,646,000 and the issue of perpetual subordinated convertible securities ("Convertible Securities") of the Company with a fair value of US\$1,089,084,000 on 14 November 2013 in exchange for the entire equity interests in Jin Rui and the settlement of all shareholder's loans outstanding by Jin Rui to Jintai Mining Investment Limited amounting to the principal amount of ZAR9,193,369,000 (equivalent to US\$895,000,000).
- ii. The statutory reserve is non-distributable and the transfer to this reserve is determined according to the relevant laws in The People's Republic of China (the "PRC") and by the board of directors of the PRC subsidiary in accordance with the Articles of Association of the PRC subsidiary. The PRC subsidiary is not required to transfer to this reserve when the balance of this reserve reaches 50% of the registered capital of the PRC subsidiary. It can be used to make up for previous year's losses or convert into additional capital of the PRC subsidiary of the Company.

## 附註:

- i. 其他儲備包括(i)於二零一三年根據集團重組所收購附屬公司股份之面值，超過本公司作為收購代價所發行股份之面值的差額及(ii)於二零一三年十一月十四日發行1,595,880,000股公平值為206,646,000美元的本公司股份以及發行公平值為1,089,084,000美元的本公司永久次級可換股證券(「可換股證券」)，以收購Jin Rui之全部股本權益，以及結清Jin Rui結欠金泰礦業投資有限公司的所有未償還股東貸款本金額9,193,369,000南非蘭特(相當於895,000,000美元)。
- ii. 法定儲備不可分派及向此儲備之轉撥乃根據中華人民共和國(「中國」)有關法律及由中國附屬公司董事會根據中國附屬公司之組織章程細則釐定。當此儲備結餘達中國附屬公司註冊資本之50%時，中國附屬公司毋須轉撥至此儲備。其可用於彌補上年度之虧損或轉為本公司中國附屬公司之額外資本。

CONDENSED CONSOLIDATED STATEMENT  
OF CASH FLOWS

FOR THE SIX MONTHS ENDED 30 JUNE 2020

## 簡明綜合現金流量表

截至二零二零年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 US\$'000 千美元 (unaudited) (未經審核)	2019 二零一九年 US\$'000 千美元 (unaudited) (未經審核)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>經營業務所得現金淨額</b>	<b>114,862</b>	60,129
<b>INVESTING ACTIVITIES</b>	<b>投資活動</b>		
Repayment from a Democratic Republic of Congo ("DRC") state-owned power company	自剛果民主共和國(「剛果(金)」)國有電力公司之還款	-	1,065
Interest received	已收利息	665	977
Purchase of property, plant and equipment	購買物業、廠房及設備	(20,015)	(18,991)
Expenditure on exploration and evaluation assets	勘探及評估資產開支	(2,345)	(2,011)
Payment made on rehabilitation and environmental provision	復修及環保撥備款項	(4,683)	(2,077)
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>投資活動所用現金淨額</b>	<b>(26,378)</b>	(21,037)
<b>FINANCING ACTIVITIES</b>	<b>融資活動</b>		
New bank borrowings raised	新增銀行借款	30,000	-
Repayment of bank borrowings	償還銀行借款	(13,876)	(14,027)
Decrease in trade invoices discounting facility	貿易發票貼現融資減少	-	(6,850)
Capital injection by a non-controlling shareholder of a subsidiary	一間附屬公司之非控股股東注資	-	436
(Repayment to)/advance from an intermediate holding company	(償還)/來自中間控股公司之墊款	(13,807)	2,904
Advance from a non-controlling shareholder of a subsidiary	來自附屬公司之非控股股東之墊款	90	-
(Repayment to)/advance from a fellow subsidiary	(償還)/來自同系附屬公司之墊款	(87)	125
Advance to a related company	向一間關連公司墊款	-	(1)
Interest paid	已付利息	(8,416)	(11,119)
Repayment of lease liabilities	償還租賃負債	(703)	(677)
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>融資活動所用現金淨額</b>	<b>(6,799)</b>	(29,209)
<b>Net increase in cash and cash equivalents</b>	<b>現金及現金等值項目增加淨額</b>	<b>81,685</b>	9,883
Effect of foreign exchange rate changes	外幣匯率變動影響	(502)	(63)
<b>Cash and cash equivalents at 1 January</b>	<b>於一月一日之現金及現金等值項目</b>	<b>44,271</b>	78,919
<b>Cash and cash equivalents at 30 June</b>	<b>於六月三十日之現金及現金等值項目</b>	<b>125,454</b>	88,739
<b>Analysis of cash and cash equivalents, represented by:</b>	<b>現金及現金等值項目分析:</b>		
Bank balances and cash	銀行結餘及現金	116,098	88,739
Bank deposits with maturity over three months	原到期日超出三個月之銀行存款	9,356	-
		<b>125,454</b>	88,739



## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30 JUNE 2020

### 1. GENERAL

Jinchuan Group International Resources Co., Ltd. (the “**Company**”) is a public limited company incorporated in the Cayman Islands and its shares are listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). Its ultimate holding company is 金川集團股份有限公司 (Jinchuan Group Co., Ltd\*) (“**JCG**”), a state-owned enterprise established in the PRC. The addresses of registered office and principal place of business of the Company are disclosed in the “Corporate Information” section in this interim report.

The Company is an investment holding company. The principal activities of the Company and its subsidiaries (collectively referred to as the “**Group**”) are mining operations and the trading of mineral and metal products.

Certain comparative figures have been reclassified to conform with current period’s presentation. These reclassification have no effect on condensed consolidated financial position, loss for the period or cash flow of the Company.

\* for identification purposes only

### 2. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with the International Accounting Standard (“**IAS**”) 34 “Interim Financial Reporting” issued by the International Accounting Standards Board (the “**IASB**”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

### 3. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which have been measured at fair values, as appropriate.

Other than additional in accounting policies resulting from application of amendments to International Financial Reporting Standards (“**IFRSs**”), the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2020 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 31 December 2019.

## 簡明綜合財務報表附註

截至二零二零年六月三十日止六個月

### 1. 一般資料

金川集團國際資源有限公司(「**本公司**」)於開曼群島註冊成立為公眾有限公司，其股份於香港聯合交易所有限公司(「**聯交所**」)上市。其最終控股公司為金川集團股份有限公司(「**金川**」)(於中國成立的國有企業)。本公司的註冊辦事處及主要營業地點的地址於本中期報告的「公司資料」部分披露。

本公司為投資控股公司。本公司及其附屬公司(統稱「**本集團**」)之主要業務為採礦業務與礦產品及金屬產品貿易。

若干比較數字已重新分類以符合本期間之呈列方式。該等重新分類對本公司之簡明綜合財務狀況、期內虧損或現金流量並無影響。

### 2. 編製基準

簡明綜合財務報表乃遵照國際會計準則委員會(「**國際會計準則委員會**」)頒佈之國際會計準則(「**國際會計準則**」)第34號「中期財務報告」及聯交所證券上市規則(「**上市規則**」)附錄十六之適用披露規定編製。

### 3. 主要會計政策

除若干金融工具按公平值計量(如適用)外，簡明綜合財務報表乃根據歷史成本基準編製。

除因應用國際財務報告準則(「**國際財務報告準則**」)修訂本而產生的額外會計政策外，截至二零二零年六月三十日止六個月之簡明綜合財務報表採用的會計政策及計算方法與編製本集團截至二零一九年十二月三十一日止年度之年度財務報表所採用者一致。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 3. PRINCIPAL ACCOUNTING POLICIES (continued)

#### Application of amendments to IFRS

In the current interim period, the Group has applied the Amendments to References to the Conceptual Framework in IFRS Standards and the following amendments to IFRSs issued by the IASB, for the first time, which are mandatory effective for the annual period beginning on or after 1 January 2020 for the preparation of the Group's condensed consolidated financial statements:

Amendments to IAS 1 and IAS 8	Definition of Material
Amendments to IFRS 3	Definition of a Business
Amendments to IFRS 9, IAS 39 and IFRS 7	Interest Rate Benchmark Reform

Except as described below, the application of the new and amendments to IFRSs in the current period has had no material impact on the Group's financial performance and positions for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

#### 3.1 Impact of application on Amendments to IAS1 and IAS 8 "Definition of Material"

The amendments provide a new definition of material that states "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, which provide financial information about a specific reporting entity." The amendments also clarify that materiality depends on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements taken as a whole.

The application of the amendments in the current period had no impact on the condensed consolidated financial statements. Changes in presentation and disclosures on the application of the amendments, if any, will be reflected on the consolidated financial statements for the year ending 31 December 2020.

## 簡明綜合財務報表附註(續)

### 3. 主要會計政策(續)

#### 應用經修訂國際財務報告準則

於本中期期間，本集團已首次應用國際財務報告準則中對概念框架的提述的修訂及國際會計準則委員會頒佈的下列對國際財務報告準則的修訂(該等修訂就本集團編製簡明綜合財務報表而言於自二零二零年一月一日或之後開始的年度期間強制生效)：

國際會計準則第1號及國際會計準則第8號之修訂	重大之定義
國際財務報告準則第3號之修訂	業務之定義
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號之修訂	利率基準改革

除下文所述者外，於本期間應用新訂及經修訂國際財務報告準則不會對本集團於本期間及過往期間之財務表現及狀況及／或於該等簡明綜合財務報表所載列之披露造成重大影響。

#### 3.1 應用國際會計準則第1號及國際會計準則第8號之修訂「重大之定義」之影響

該修訂提供重大之新定義，其規定「倘忽略、錯誤陳述或隱瞞某資料，可合理地預期影響提供某一特定報告實體財務資料之通用財務報表主要使用者基於該等財務報表所作之決定，則該等資料即屬重大」。就財務報表整體而言，該等修訂亦澄清重大與否視乎資料的性質或範圍(無論單獨或與其他資料結合)。

於本期間應用該等修訂並無對簡明綜合財務報表產生影響。應用該等修訂產生之呈列及披露變動(如有)將於截至二零二零年十二月三十一日止年度之綜合財務報表內反映。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 4. REVENUE

Revenue represents revenue arising from sales of commodities. An analysis of the Group's revenue for the period is as follows:

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 US\$'000 千美元 (unaudited) (未經審核)	2019 二零一九年 US\$'000 千美元 (unaudited) (未經審核)
Sales of copper	銷售銅	289,751	506,964
Sales of cobalt	銷售鈷	61,895	8,718
Sales of glycol	銷售乙二醇	-	123,459
Sales of aluminum ingot	銷售鋁錠	-	72,159
Revenue from sales of commodities	銷售商品收益	351,646	711,300
Provisional pricing adjustment	臨時定價調整	(4,105)	(5,938)
Revenue – reported measure	收益—已呈報計量	347,541	705,362

For certain sales of minerals, revenue is recognised initially at a selling price that is determined on a provisional basis. The final selling price is subject to the grades of minerals in the Group's minerals products and movements in mineral prices up to the date of final pricing, normally 0 to 90 days after the initial booking. The adjustment in respect of the final mineral price is shown as provisional pricing adjustment.

For the remaining sales of minerals, revenue is recognised under a fixed pricing arrangement. The selling price is determined with reference to the prices of related products listed on the LME on the date of contract inception with customers.

Revenue from the sale of commodities is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods.

All the revenue is recognised at a point in time.

## 簡明綜合財務報表附註(續)

### 4. 收益

收益指銷售商品所產生之收益。本集團期內之收益分析如下：

就若干礦產銷售而言，收益初步按以臨時定價基準釐定之售價確認。最終銷售價格乃取決於本集團礦產品之礦物品位，以及截至最終定價日期止（一般為初步入賬後之0至90日）之礦物價格波動情況而定。礦物最終價格之調整於臨時定價調整列示。

就餘下礦產銷售而言，收益乃根據固定定價安排確認。售價乃參考與客戶訂立合約日期倫敦金所相關掛牌產品的價格釐定。

商品銷售的收益乃當資產的控制權轉移至客戶時（一般為商品交付時）確認。

所有收益均於某個時間點確認。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 5. SEGMENT INFORMATION

#### Segment revenue and results

For the six months ended 30 June 2019 (unaudited)

		Mining operations 採礦業務 US\$'000 千美元	Trading of mineral and metal products 礦產品及金屬產品貿易 US\$'000 千美元	Total 總計 US\$'000 千美元
<b>Segment revenue</b>	<b>分部收益</b>			
Revenue	收益	218,042	566,716	784,758
Inter-segment sales	分部間銷售	(73,458)	–	(73,458)
Provisional pricing adjustment	臨時定價調整	(5,938)	–	(5,938)
		138,646	566,716	705,362
<b>Segment results</b>	<b>分部業績</b>	11,162	1,032	12,194
Unallocated corporate income	未分配公司收入			926
Unallocated corporate expenses	未分配公司開支			(2,749)
<b>Profit before tax</b>	<b>除稅前溢利</b>			10,371

Inter-segment sales are charged at prevailing market price.

Note: The accounting policies of operating segments are the same as the Group's accounting policies. Segment revenues and segment results comprise revenue from external customers and (loss) profit before tax of each segment (excluding finance income, non-operating related other income, gains and losses and other central administration costs and finance costs), respectively.

## 簡明綜合財務報表附註(續)

### 5. 分部資料

#### 分部收益及業績

截至二零一九年六月三十日止六個月(未經審核)

		Mining operations 採礦業務 US\$'000 千美元	Trading of mineral and metal products 礦產品及金屬產品貿易 US\$'000 千美元	Total 總計 US\$'000 千美元
<b>Segment revenue</b>	<b>分部收益</b>			
Revenue	收益	218,042	566,716	784,758
Inter-segment sales	分部間銷售	(73,458)	–	(73,458)
Provisional pricing adjustment	臨時定價調整	(5,938)	–	(5,938)
		138,646	566,716	705,362
<b>Segment results</b>	<b>分部業績</b>	11,162	1,032	12,194
Unallocated corporate income	未分配公司收入			926
Unallocated corporate expenses	未分配公司開支			(2,749)
<b>Profit before tax</b>	<b>除稅前溢利</b>			10,371

分部間銷售按當時之市價記賬。

附註：經營分部之會計政策與本集團會計政策相同。分部收益及分部業績分別包括各分部來自外界客戶之收益及各分部之除稅前(虧損)溢利(不包括財務收入、非經營相關之其他收入、收益及虧損及其他中央行政成本及財務成本)。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 5. SEGMENT INFORMATION (continued)

#### Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by operating and reportable segments:

#### Segment assets

		30 June 2020 二零二零年 六月三十日 US\$'000 千美元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 US\$'000 千美元 (audited) (經審核)
Mining operations	採礦業務	1,635,440	1,653,780
Trading of mineral and metal products	礦產品及金屬產品貿易	56,939	87,227
Total segment assets	分部資產總值	1,692,379	1,741,007
Unallocated corporate assets	未分配公司資產	40,679	3,616
Consolidated assets	綜合資產	1,733,058	1,744,623

#### Segment liabilities

		30 June 2020 二零二零年 六月三十日 US\$'000 千美元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 US\$'000 千美元 (audited) (經審核)
Mining operations	採礦業務	490,857	480,540
Trading of mineral and metal products	礦產品及金屬產品貿易	13	506
Total segment liabilities	分部負債總額	490,870	481,046
Unallocated corporate liabilities	未分配公司負債	278,968	273,388
Consolidated liabilities	綜合負債	769,838	754,434

Note: Segment assets and segment liabilities comprise total assets (excluding tax recoverable and unallocated corporate assets) and total liabilities (excluding deferred tax liabilities and other unallocated corporate liabilities) of each segment, respectively.

## 簡明綜合財務報表附註(續)

### 5. 分部資料(續)

#### 分部資產及負債

以下為本集團按經營及可報告分部劃分之資產及負債分析：

#### 分部資產

		30 June 2020 二零二零年 六月三十日 US\$'000 千美元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 US\$'000 千美元 (audited) (經審核)
Mining operations	採礦業務	1,635,440	1,653,780
Trading of mineral and metal products	礦產品及金屬產品貿易	56,939	87,227
Total segment assets	分部資產總值	1,692,379	1,741,007
Unallocated corporate assets	未分配公司資產	40,679	3,616
Consolidated assets	綜合資產	1,733,058	1,744,623

#### 分部負債

		30 June 2020 二零二零年 六月三十日 US\$'000 千美元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 US\$'000 千美元 (audited) (經審核)
Mining operations	採礦業務	490,857	480,540
Trading of mineral and metal products	礦產品及金屬產品貿易	13	506
Total segment liabilities	分部負債總額	490,870	481,046
Unallocated corporate liabilities	未分配公司負債	278,968	273,388
Consolidated liabilities	綜合負債	769,838	754,434

附註：分部資產及分部負債分別包括各分部之資產總值(不包括可收回稅項及未分配公司資產)及負債總額(不包括遞延稅項負債及其他未分配公司負債)。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

## 簡明綜合財務報表附註(續)

### 6. OTHER GAINS AND LOSSES

### 6. 其他收益及虧損

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 US\$'000 千美元 (unaudited) (未經審核)	2019 二零一九年 US\$'000 千美元 (unaudited) (未經審核)
Exchange losses, net	匯兌虧損，淨額	(1,116)	(1,274)
Others	其他	428	281
		<b>(688)</b>	<b>(993)</b>

### 7. IMPAIRMENT LOSS

### 7. 減值虧損

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 US\$'000 千美元 (unaudited) (未經審核)	2019 二零一九年 US\$'000 千美元 (unaudited) (未經審核)
Impairment loss recognised in respect of property, plant and equipment	就物業、廠房及設備確認之減值虧損	<b>8,590</b>	-

As a result of persistent operational challenges and further deterioration of grade and sulphide ore availability, the Group has carried out further technical analysis and a decision was made to place the copper operation in Zambia under care and maintenance. The Group has provided an impairment of US\$8,590,000 which represents the remaining property, plant and equipment value of the Zambia operation.

由於持續的營運挑戰以及品位及硫化礦石供應進一步轉差，本集團已進行進一步技術分析並決定對贊比亞的銅礦業務進行關停維護。本集團已就贊比亞業務餘下價值8,590,000美元之物業、廠房及設備計提減值虧損。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

## 簡明綜合財務報表附註(續)

### 8. (LOSS) PROFIT BEFORE TAX

### 8. 除稅前(虧損)溢利

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 US\$'000 千美元 (unaudited) (未經審核)	2019 二零一九年 US\$'000 千美元 (unaudited) (未經審核)
(Loss) profit before tax has been arrived at after charging:	除稅前(虧損)溢利已扣除下列項目：		
Depreciation of property, plant and equipment	物業、廠房及設備折舊	<b>36,985</b>	37,097
Depreciation of right-of-use assets	使用權資產折舊	<b>600</b>	638
Amortisation of mineral rights	礦產權攤銷	<b>4,086</b>	8,567
Impairment loss on inventories (included in cost of sales)	存貨減值虧損 (計入銷售成本)	<b>1,017</b>	-

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 9. INCOME TAX EXPENSE

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 US\$'000 千美元 (unaudited) (未經審核)	2019 二零一九年 US\$'000 千美元 (unaudited) (未經審核)
The tax expense comprises:	稅項開支包括：		
Current taxation	即期稅項		
Hong Kong profits tax	香港利得稅	-	-
Corporate income tax in the PRC	中國企業所得稅	125	418
Corporate income tax in the DRC	剛果(金)企業所得稅	4,585	4,999
Corporate income tax in Zambia	贊比亞企業所得稅	110	8
Corporate income tax in South Africa	南非企業所得稅	-	28
		<b>4,820</b>	5,453
Deferred taxation	遞延稅項	<b>3,286</b>	(2,773)
		<b>8,106</b>	2,680

No provision for Hong Kong profits tax has been made as the Group does not have assessable profits arising in Hong Kong for both period.

Corporate income tax in the PRC is calculated at 25% on the assessable profits for the period (six months ended 30 June 2019: 25%).

Corporate income tax in Mauritius, South Africa, Zambia and the DRC are calculated at 15%, 28%, 30% and 30% (six months ended 30 June 2019: 15%, 28%, 30% and 30%) on the estimated assessable profits for the period, respectively.

### 10. DIVIDEND

During the current interim period, a final dividend in respect of the year ended 31 December 2019 of HK0.1 cent (2019: final dividend in respect of the year ended 31 December 2018 of HK0.1 cent) per ordinary share, in an aggregate amount of approximately HK\$12,610,000, equivalent to approximately US\$1,617,000 (2019: US\$1,617,000), has been approved by the shareholders at the annual general meeting of the Company held on 18 June 2020.

No dividend was paid or declared by the Company in respect of the six months period ended 30 June 2020 (six months ended 30 June 2019: Nil).

## 簡明綜合財務報表附註(續)

### 9. 所得稅開支

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 US\$'000 千美元 (unaudited) (未經審核)	2019 二零一九年 US\$'000 千美元 (unaudited) (未經審核)
The tax expense comprises:	稅項開支包括：		
Current taxation	即期稅項		
Hong Kong profits tax	香港利得稅	-	-
Corporate income tax in the PRC	中國企業所得稅	125	418
Corporate income tax in the DRC	剛果(金)企業所得稅	4,585	4,999
Corporate income tax in Zambia	贊比亞企業所得稅	110	8
Corporate income tax in South Africa	南非企業所得稅	-	28
		<b>4,820</b>	5,453
Deferred taxation	遞延稅項	<b>3,286</b>	(2,773)
		<b>8,106</b>	2,680

由於本集團在該兩期間並無於香港產生之應課稅溢利，故未計提香港利得稅撥備。

中國之企業所得稅根據期內應課稅溢利按25%之稅率計算(截至二零一九年六月三十日止六個月：25%)。

毛里裘斯、南非、贊比亞及剛果(金)之企業所得稅分別根據期內估計應課稅溢利按15%、28%、30%及30%(截至二零一九年六月三十日止六個月：15%、28%、30%及30%)之稅率計算。

### 10. 股息

於本中期期間，截至二零一九年十二月三十一日止年度之總金額約12,610,000港元(相當於約1,617,000美元(二零一九年：1,617,000美元))之每股普通股0.1港仙(二零一九年：截至二零一八年十二月三十一日止年度之末期股息0.1港仙)之末期股息已獲股東於本公司於二零二零年六月十八日舉行之股東週年大會上批准。

本公司並無就截至二零二零年六月三十日止六個月期間派付或宣派任何股息(截至二零一九年六月三十日止六個月：無)。



## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 11. (LOSS) EARNINGS PER SHARE

The calculation of the basic and diluted (loss) earnings per share attributable to the owners of the Company is based on the following data:

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 US\$'000 千美元 (unaudited) (未經審核)	2019 二零一九年 US\$'000 千美元 (unaudited) (未經審核)
<b>(Loss) Earnings</b>	<b>(虧損) 盈利</b>		
(Loss) earnings for the purpose of basic (loss) earnings per share	用作計算每股基本(虧損)盈利	(28,315)	4,185
Add: Interest expense on Convertible Securities	加：可換股證券之利息開支	44	44
(Loss) earnings for the purpose of diluted (loss) earnings per share	用作計算每股攤薄(虧損)盈利之(虧損)盈利	(28,271)	4,229

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 (unaudited) (未經審核)	2019 二零一九年 (unaudited) (未經審核)
<b>Number of shares</b>	<b>股份數目</b>		
Weighted average number of ordinary shares for the purpose of basic (loss) earnings per share	用作計算每股基本(虧損)盈利之普通股加權平均數	12,609,873,051	12,609,873,051
Effect of dilutive potential ordinary shares: Convertible Securities	攤薄性潛在普通股之影響：可換股證券	690,000,000	690,000,000
Weighted average number of ordinary shares for the purpose of diluted (loss) earnings per share	用作計算每股攤薄(虧損)盈利之普通股加權平均數目	13,299,873,051	13,299,873,051

There were no other potential ordinary shares outstanding as at the end of both reporting periods.

## 簡明綜合財務報表附註(續)

### 11. 每股(虧損)盈利

本公司擁有人應佔每股基本及攤薄(虧損)盈利乃根據下列數據計算：

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 US\$'000 千美元 (unaudited) (未經審核)	2019 二零一九年 US\$'000 千美元 (unaudited) (未經審核)
<b>(Loss) Earnings</b>	<b>(虧損) 盈利</b>		
(Loss) earnings for the purpose of basic (loss) earnings per share	用作計算每股基本(虧損)盈利	(28,315)	4,185
Add: Interest expense on Convertible Securities	加：可換股證券之利息開支	44	44
(Loss) earnings for the purpose of diluted (loss) earnings per share	用作計算每股攤薄(虧損)盈利之(虧損)盈利	(28,271)	4,229

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 (unaudited) (未經審核)	2019 二零一九年 (unaudited) (未經審核)
<b>Number of shares</b>	<b>股份數目</b>		
Weighted average number of ordinary shares for the purpose of basic (loss) earnings per share	用作計算每股基本(虧損)盈利之普通股加權平均數	12,609,873,051	12,609,873,051
Effect of dilutive potential ordinary shares: Convertible Securities	攤薄性潛在普通股之影響：可換股證券	690,000,000	690,000,000
Weighted average number of ordinary shares for the purpose of diluted (loss) earnings per share	用作計算每股攤薄(虧損)盈利之普通股加權平均數目	13,299,873,051	13,299,873,051

本公司於兩個報告期末概無其他已發行的潛在普通股。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 12. PROPERTY, PLANT AND EQUIPMENT AND RIGHT-OF-USE ASSETS

During the six months ended 30 June 2020, the Group spent US\$20,015,000 (six months ended 30 June 2019: US\$18,991,000) on purchase of property, plant and equipment. During the current interim period, as a result of the voluntary liquidation of Shanghai Jinchuan Junhe, the Group terminated a lease agreement for the use of office in the PRC, the Group derecognised US\$316,000 of right-of-use assets and US\$333,000 lease liabilities.

At the beginning of the period, the Group has completed several technical feasibility work on areas which exploration work was done in prior years and part of the Group's mineral resources were upgraded to mineral reserves. The Group has incorporated the new reserves in the revised life of mine plan, leading to the increase of mine life. Commercial viability of the extraction of mineral reserves in an area of interest are demonstratable, the exploration and evaluation assets attributable to that area of interest of US\$10,434,000 are first tested for impairment and then reclassified to mine property assets within property, plant and equipment.

### 13. MINERAL RIGHTS

During the six months ended 30 June 2020 and 2019, the Group did not spend any expenditure on mineral rights. The mineral rights represent the rights to conduct mining activities in Zambia and the DRC. They are granted for the remaining terms of 0.5 to 22.5 years (31 December 2019: 1 to 23 years). In the opinion of the Directors, the Group will be able to continuously renew the mineral rights with relevant government authorities without significant costs.

### 14. EXPLORATION AND EVALUATION ASSETS

During the six months ended 30 June 2020, the Group spent US\$2,345,000 (six months ended 30 June 2019: US\$2,011,000) on exploration and evaluation assets, and transferred US\$10,434,000 to mine property assets within property, plant and equipment. Exploration and evaluation assets represent the cost incurred for evaluating the technical feasibility and commercial viability of extracting mineral resources from the Group's exploration projects. The management considers that the determination of commercial viability of the remaining balance is still in progress at the end of the reporting period.

## 簡明綜合財務報表附註(續)

### 12. 物業、廠房及設備及使用權資產

於截至二零二零年六月三十日止六個月，本集團動用20,015,000美元(截至二零一九年六月三十日止六個月：18,991,000美元)購置物業、廠房及設備。於本中期間，由於上海金川均和自願清算，本集團終止於中國的辦公室使用之租賃協議，本集團取消確認使用權資產316,000美元及租賃負債333,000美元。

本集團於本月初完成若干於過往年度進行勘探工作的地區的技術提可行性工作且本集團的部分礦產資源量已提升礦產儲量。本集團已將新儲量併入經修訂的礦場開採期計劃，以致礦場壽命得以延長。於權益地區開採礦產資源之商業可行性已獲得證實，歸屬於該權益地區的勘探及評估資產10,434,000美元已首先進行減值測試，並重分類至物業、廠房及設備下的採礦設備資產。

### 13. 礦產權

於截至二零二零年及二零一九年六月三十日止六個月，本集團並無就礦產權支付任何開支。礦產權指於贊比亞及剛果(金)從事開採活動之權利，獲授餘下年期為0.5至22.5年(二零一九年十二月三十一日：1至23年)。董事認為，本集團將可繼續向相關政府機關重續礦產權，而不會產生重大成本。

### 14. 勘探及評估資產

截至二零二零年六月三十日止六個月，本集團動用2,345,000美元(截至二零一九年六月三十日止六個月：2,011,000美元)在勘探及評估資產及重分類10,434,000美元至物業、廠房及設備內的採礦設備資產。勘探及評估資產指為評估本集團勘探項目內開採礦產資源之技術及商業可行性而產生之成本。管理層認為，於報告期末，仍在釐定其剩下餘額之商業可行性。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

## 簡明綜合財務報表附註(續)

### 15. TRADE AND OTHER RECEIVABLES

### 15. 貿易及其他應收款項

		30 June 2020 二零二零年 六月三十日 US\$'000 千美元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 US\$'000 千美元 (audited) (經審核)
<b>Financial assets at fair value through profit or loss</b>	<b>按公平值計入損益之金融資產</b>		
Trade receivables under provisional pricing arrangements	臨時定價安排下之貿易應收款項	40,241	73,763
<b>Financial assets at amortised cost</b>	<b>按攤銷成本計量之金融資產</b>		
Trade receivables	貿易應收款項	481	34,224
Other receivables	其他應收款項	8,410	9,700
		<b>8,891</b>	<b>43,924</b>
<b>Non-financial assets</b>	<b>非金融資產</b>		
Other receivables	其他應收款項	2,800	2,836
Prepayments	預付款項	3,016	1,518
Value-added tax recoverable	可收回增值稅	36,490	34,427
		<b>42,306</b>	<b>38,781</b>
		<b>91,438</b>	<b>156,468</b>

Included in trade receivables as at 31 December 2019 was an amount due from a fellow subsidiary of US\$7,933,000, which was of trade nature. The amount was fully settled during the current interim period. The Group provided this fellow subsidiary with a credit period of 8 days.

The Group provided customers (other than its fellow subsidiaries) with a credit period ranging from 5 days to 30 days (31 December 2019: 5 days to 30 days). Before accepting new customers, the Group performs a credit assessment to assess the potential customers' credit limit and credit quality.

於二零一九年十二月三十一日之貿易應收款項包括應收一間同系附屬公司款項7,933,000美元，有關款項屬貿易性質。該款項已於本中期期間悉數償還。本集團向該同系附屬公司提供8日之信貸期。

本集團向客戶(不包括其同系附屬公司)提供介乎5日至30日(二零一九年十二月三十一日:5日至30日)之信貸期。接納新客戶前，本集團開展信貸評估，以評估潛在客戶之信貸限額及信貸質素。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 15. TRADE AND OTHER RECEIVABLES (continued)

As at 30 June 2020, the amounts of trade receivables under provisional pricing arrangements had been adjusted for US\$6,059,000 (31 December 2019: US\$5,895,000), being the difference between the average LME commodity prices for the duration up to the date of final pricing and the quoted price on the date of recognition of revenue when title and risks and rewards of the mineral and metal products are passed to customers.

The Group seeks to maintain strict control over its outstanding receivables to minimise credit risk. Overdue balances are reviewed regularly by senior management.

The following is an ageing analysis of trade receivables, presented based on invoice date at the end of the reporting period.

		30 June 2020 二零二零年 六月三十日 US\$'000 千美元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 US\$'000 千美元 (audited) (經審核)
Within 3 months	三個月內	29,757	93,922
4 to 6 months	四至六個月	8,179	5,133
7 to 12 months	七至十二個月	2,768	999
Over 1 year	一年以上	18	7,933
		<b>40,722</b>	107,987

As at 30 June 2020, included in trade receivables under provisional pricing arrangement with aggregated amount of US\$40,241,000 was not yet past due (31 December 2019: an amount due from a fellow subsidiary of US\$7,933,000 which was past due and trade receivables with aggregate amount of US\$65,830,000 which was not yet past due) and was included in financial assets at fair value through profit or loss.

As at 30 June 2020, trade receivables at amortised cost with aggregate carrying amount of US\$481,000 are past due (31 December 2019: US\$34,224,000 was not past due).

## 簡明綜合財務報表附註(續)

### 15. 貿易及其他應收款項(續)

於二零二零年六月三十日，有臨時定價安排之貿易應收款項經調整6,059,000美元(二零一九年十二月三十一日：5,895,000美元)，即截至最終定價日為止之倫金所商品平均價格與礦產品及金屬產品之擁有權及風險以及回報轉移至客戶時確認收益當日之報價間之差額。

本集團力求對未結清應收款項維持嚴密監控，以將信貸風險降至最低。逾期結餘由高級管理層定期檢討。

以下為於報告期末根據發票日期呈列之貿易應收款項之賬齡分析。

於二零二零年六月三十日，臨時定價安排下之貿易應收款項包括尚未逾期款項總額40,241,000美元(二零一九年十二月三十一日：已逾期之應收同系附屬公司款項7,933,000美元及尚未逾期之貿易應收款項總額65,830,000美元)及已計入按公平值計入損益之金融資產內。

於二零二零年六月三十日，總賬面值為481,000美元(二零一九年十二月三十一日：34,224,000美元未逾期)之按攤銷成本列賬之貿易應收款項已逾期。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 16. TRADE AND OTHER PAYABLES

### 簡明綜合財務報表附註(續)

### 16. 貿易及其他應付款項

		30 June 2020 二零二零年 六月三十日 US\$'000 千美元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 US\$'000 千美元 (audited) (經審核)
<b>Financial liabilities at fair value through profit or loss</b>	<b>按公平值計入損益之金融負債</b>		
Trade payables under provisional pricing arrangements	臨時定價安排下之貿易應付款項	35,169	24,453
<b>Financial liabilities at amortised cost</b>	<b>按攤銷成本計量之金融負債</b>		
Other payables	其他應付款項	1,295	3,662
Dividend payable	應付股息	1,617	-
		<b>2,912</b>	<b>3,662</b>
<b>Non-financial liabilities</b>	<b>非金融負債</b>		
Other payables and accruals	其他應付款項及應計費用	38,483	42,511
		<b>76,564</b>	<b>70,626</b>

Included in other payables and accruals are accrual for freight charges, export clearing charges, provision for unpaid import duties and related surcharge in the DRC, accrual royalty and other general operation related payables.

Certain purchase contracts of commodity contain a clause of provisional pricing arrangements, where the quoted price on the date of recognition of purchase, when title and risks and rewards of mineral and metal products passed from suppliers to the Group, will be adjusted for the difference between the average LME future commodity prices for the duration up to the date of final pricing. During the period ended 30 June 2020 and year ended 31 December 2019, the dates of recognition of purchase and the dates of final pricing for all purchase contracts are the same. Accordingly, no provisional pricing adjustments have been recognised.

其他應付款項及應計費用包括應計運費、出口清關費、未付剛果(金)進口稅及相關附加費之撥備、應計礦權使用費以及其他一般營運相關應付款項。

若干商品購買合約包含臨時定價安排條款，其中於確認購買日期的報價會於礦產及金屬產品的所有權與風險及回報自供應商轉移至本集團時，將根據倫敦金所於截至最終定價日期止期限的期貨平均商品價格之間的差異予以調整。於截至二零二零年六月三十日止期間及截至二零一九年十二月三十一日止年度，所有採購合約的確認購買日期及最終定價日期均相同。因此，並無確認臨時定價調整。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 16. TRADE AND OTHER PAYABLES (continued)

The following is an ageing analysis of trade payables based on the invoice date at the end of the reporting period.

		30 June 2020 二零二零年 六月三十日 US\$'000 千美元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 US\$'000 千美元 (audited) (經審核)
Within 3 months	三個月內	33,022	21,358
4 to 6 months	四至六個月	1,049	799
7 to 12 months	七至十二個月	-	1,168
Over 1 year	一年以上	1,098	1,128
		<b>35,169</b>	<b>24,453</b>

The credit period on purchases of goods ranges from 0 to 90 days.

### 17. BANK BORROWINGS

As at 30 June 2020, the Group's bank borrowings of US\$110,009,000 (31 December 2019: US\$123,640,000) are guaranteed by the ultimate holding company.

As at 30 June 2020, the bank borrowings carried floating rate interest ranging from 6-month LIBOR plus 2% to 3.5% (31 December 2019: 6-month LIBOR plus 2.1% to 3.5%) per annum.

The Group's bank borrowings are repayable as follows:

		30 June 2020 二零二零年 六月三十日 US\$'000 千美元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 US\$'000 千美元 (audited) (經審核)
Within one year and repayable on demand	一年內及應要求即時還款	59,489	28,365
More than one year, but not exceeding two years	一年以上，但不超過兩年	31,000	30,000
More than two years, but not exceeding five years	兩年以上，但不超過五年	163,000	179,000
		<b>253,489</b>	<b>237,365</b>
Less: Amount due within one year shown under current liabilities	減：列為流動負債之一年內到期款項	<b>(59,489)</b>	<b>(28,365)</b>
Amount due after one year shown as non-current liabilities	列為非流動負債之一年後到期款項	<b>194,000</b>	<b>209,000</b>

## 簡明綜合財務報表附註(續)

### 16. 貿易及其他應付款項(續)

以下為於報告期末根據發票日期呈列之貿易應付款項賬齡分析。

		30 June 2020 二零二零年 六月三十日 US\$'000 千美元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 US\$'000 千美元 (audited) (經審核)
Within 3 months	三個月內	33,022	21,358
4 to 6 months	四至六個月	1,049	799
7 to 12 months	七至十二個月	-	1,168
Over 1 year	一年以上	1,098	1,128
		<b>35,169</b>	<b>24,453</b>

購買貨品之信貸期介乎0至90日不等。

### 17. 銀行借款

於二零二零年六月三十日，本集團110,009,000美元(二零一九年十二月三十一日：123,640,000美元)之銀行借款乃由最終控股公司提供擔保。

於二零二零年六月三十日，銀行借款均為浮息，按六個月倫敦銀行同業拆息加2厘至3.5厘(二零一九年十二月三十一日：按六個月倫敦銀行同業拆息加2.1厘至3.5厘)計息。

本集團銀行借款之還款期如下：

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 18. SHARE CAPITAL

		Number of shares 股份數目	Amount 金額 HK\$'000 千港元
Ordinary shares of HK\$0.01 each	每股面值0.01港元之普通股		
Authorised:	法定：		
At 1 January 2019, 31 December 2019, 1 January 2020 and 30 June 2020	於二零一九年一月一日、 二零一九年十二月三十一日、 二零二零年一月一日及 二零二零年六月三十日	20,000,000,000	200,000
Issued and fully paid:	已發行及繳足：		
At 31 December 2019 (audited) and 30 June 2020 (unaudited)	於二零一九年十二月三十一日 (經審核)及二零二零年 六月三十日(未經審核)	12,609,873,051	126,099
Shown in the condensed consolidated financial statements as:	於簡明綜合財務報表中列示為：		Amount 金額 US\$'000 千美元
At 31 December 2019 (audited) and 30 June 2020 (unaudited)	於二零一九年十二月三十一日(經審核)及 二零二零年六月三十日(未經審核)		16,166

### 19. PERPETUAL SUBORDINATED CONVERTIBLE SECURITIES

On 14 November 2013, the Company issued the Convertible Securities with an aggregate principal amount of US\$1,085,400,000, being part of consideration for the Combination. The fair value of the Convertible Securities, which was determined based on a valuation carried out by Asset Appraisal Limited, an independent valuer not connected with the Group, on the date of completion of the Combination amounted to US\$1,089,084,000.

The Convertible Securities are convertible into a maximum of 8,466,120,000 ordinary shares of the Company at an initial conversion price of HK\$1 per share, subject to anti-dilutive adjustments. On or at any time after three years after the date of issue of the Convertible Securities, the Company may, at its sole discretion, elect to convert the Convertible Securities in whole or in part into ordinary shares of the Company. At any time when a holder of the Convertible Securities is not a connected person of the Company, a principal amount of the Convertible Securities which upon conversion will result in the holder holding in aggregate under 10% of the issued share capital of the Company shall be automatically converted into ordinary shares of the Company.

## 簡明綜合財務報表附註(續)

### 18. 股本

		Number of shares 股份數目	Amount 金額 HK\$'000 千港元
Ordinary shares of HK\$0.01 each	每股面值0.01港元之普通股		
Authorised:	法定：		
At 1 January 2019, 31 December 2019, 1 January 2020 and 30 June 2020	於二零一九年一月一日、 二零一九年十二月三十一日、 二零二零年一月一日及 二零二零年六月三十日	20,000,000,000	200,000
Issued and fully paid:	已發行及繳足：		
At 31 December 2019 (audited) and 30 June 2020 (unaudited)	於二零一九年十二月三十一日 (經審核)及二零二零年 六月三十日(未經審核)	12,609,873,051	126,099
Shown in the condensed consolidated financial statements as:	於簡明綜合財務報表中列示為：		Amount 金額 US\$'000 千美元
At 31 December 2019 (audited) and 30 June 2020 (unaudited)	於二零一九年十二月三十一日(經審核)及 二零二零年六月三十日(未經審核)		16,166

### 19. 永久次級可換股證券

於二零一三年十一月十四日，本公司發行本金總額為1,085,400,000美元之可換股證券，作為合併事項之部分代價。可換股證券於完成合併事項當日之公平值為1,089,084,000美元，該公平值乃按一間與本集團並無關連之獨立估值師中誠達資產評估顧問有限公司進行之估值釐定。

可換股證券可按初始轉換價每股1港元轉換為最多8,466,120,000股本公司普通股(須作出反攤薄調整)。於可換股證券之發行日期後三年當日或其後任何時間，本公司可全權酌情選擇將可換股證券全部或部分轉換為本公司普通股。於任何時間，倘可換股證券持有人並非本公司關連人士，而轉換可換股證券之後，將導致持有人合共持有之本公司已發行股本低於10%，則此證券之本金額應隨時自動轉換為本公司普通股。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 19. PERPETUAL SUBORDINATED CONVERTIBLE SECURITIES (continued)

The Convertible Securities shall not bear any distribution for the first three years from the issue date but shall bear distribution at 0.1% of the principal amount per annum thereafter payable annually in arrears on 31 December each year and can be deferred indefinitely at the discretion of the Company. The Convertible Securities have no fixed maturity and are redeemable at the Company's option at their principal amounts together with any accrued, unpaid or deferred distributions. While any distributions are unpaid or deferred, the Company may not, inter alia, declare or pay any dividends or distribution on any ordinary shares of the Company or redeem or buy-back any ordinary shares of the Company, for so long as any distributions which are due and payable have not yet been paid in full.

During 2018, various investors including Jinchuan (BVI) Limited ("Jinchuan BVI"), an indirect wholly-owned subsidiary of JCG, which in turn is the controlling shareholder of the Company, exercised the conversion of the Convertible Securities in an aggregate principal amount of US\$996,938,000 into ordinary shares at the conversion price of HK\$1 per share ("Conversion").

As a result of the Conversion and pursuant to the terms of the Convertible Securities, on 6 June 2018, the Company allotted and issued a total of 7,776,120,000 ordinary shares to the investors including Jinchuan BVI, representing approximately 61.66% of the number of issued shares as enlarged by the aforesaid allotment and issue of ordinary shares. These ordinary shares ranked pari passu with all the existing Shares at the date of allotment and among themselves in all respects. The aggregate outstanding principal amount of the Convertible Securities has been reduced to US\$88,462,000 immediately after the Conversion. The issued share capital of the Company has been increased to 12,609,873,051 shares upon abovementioned allotment and issue of the ordinary shares.

Movement of Convertible Securities:

## 簡明綜合財務報表附註(續)

### 19. 永久次級可換股證券(續)

可換股證券自發行日期起首三年內不會進行任何分派，惟其後每年按本金額之0.1%計算分派，並於每年十二月三十一日按年累計支付，而本公司可酌情選擇延期分派。可換股證券並無固定期限，本公司可選擇按其本金額另加任何應計、未付或延遲之分派贖回可換股證券。倘任何分派尚未支付或延期支付，則只要任何到期應付之分派尚未獲全數支付，本公司將不可(其中包括)就本公司之任何普通股宣派或派付任何股息或分派，亦不可贖回或購回本公司任何普通股。

於二零一八年，多名投資者(包括本公司之控股股東金川之間接全資附屬公司金川(BVI)有限公司(「金川BVI」))按換股價每股股份1港元將本金總額為996,938,000美元之可換股證券轉換為普通股(「該轉換」)。

由於進行該轉換且根據可換股證券之條款，本公司於二零一八年六月六日向包括金川BVI在內之投資者配發及發行合共7,776,120,000股普通股，佔經配發及發行上述普通股所擴大之已發行股份數目約61.66%。該等普通股在所有方面與於配發日期之所有現有股份及彼此之間享有同等地位。緊隨該轉換後，可換股證券之尚未償還本金總額已減少至88,462,000美元。經配發及發行上述普通股後，本公司之已發行股本已增加至12,609,873,051股股份。

可換股證券之變動：

		Convertible Securities 可換股證券	
		Number 數目	US\$'000 千美元
As at 31 December 2019 (audited) and 30 June 2020 (unaudited)	於二零一九年十二月三十一日 (經審核)及二零二零年 六月三十日(未經審核)	690,000,000	88,462



## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 20. RELATED PARTY TRANSACTIONS

The Group itself is part of a larger group of companies under JCG, a state-owned enterprise with its majority equity interest held by the People's Government of Gansu Province, which is controlled by the government of the PRC and the Group operates in an economic environment currently predominated by entities controlled, jointly controlled or significantly influenced by the PRC Government.

#### (a) Transaction with JCG and its subsidiaries

Apart from details of the balances with related parties disclosed in respective notes, the Group entered into the following transactions with JCG and its subsidiaries during the reporting period:

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 US\$'000 千美元 (unaudited) (未經審核)	2019 二零一九年 US\$'000 千美元 (unaudited) (未經審核)
Interest expenses on term loan due to an intermediate holding company	應付中間控股公司定期貸款之利息開支	2,278	2,859
Interest expenses on term loan due to a fellow subsidiary	應付一間同系附屬公司定期貸款之利息開支	99	124
Interest expenses payable to an intermediate holding company on the perpetual subordinated convertible securities	應付中間控股公司永久次級可換股證券之利息開支	44	44
License fee income received from a fellow subsidiary	自一間同系附屬公司收取之許可費收入	142	132
License fee income received from a related company	自一間關連公司收取之許可費收入	94	16
Mining expenses paid to a fellow subsidiary	向一間同系附屬公司支付採礦開支	7,830	6,000
Maintaining expense paid to a fellow subsidiary	向一間同系附屬公司支付維護開支	450	574
Rental income of equipment received from a fellow subsidiary	自一間同系附屬公司收取設備租金收入	790	-
Survey expenses paid to a fellow subsidiary	向一間同系附屬公司支付勘查費用	-	519
Design supervision expenses paid to a fellow subsidiary	向一間同系附屬公司支付設計監理費用	-	100

During the six months period ended 30 June 2019, with the difference of final assayed grade and metal content upon final inspection of the delivered goods to an indirect non wholly-owned subsidiary of the ultimate holding company, there is an one-off negative adjustment on revenue in an amount of US\$9,724,000.

## 簡明綜合財務報表附註(續)

### 20. 關聯人士交易

本集團為金川(一家主要股權由甘肅省人民政府持有的國有企業,而甘肅省人民政府受中國政府控制)旗下的大型集團公司之一,亦於目前主要由中國政府所控制、共同控制或發揮重大影響力之實體主導的經濟環境中經營業務。

#### (a) 與金川及其附屬公司之交易

除於相關附註所披露與關聯人士之結餘詳情外,本集團於報告期內與金川及其附屬公司訂立以下交易:

截至二零一九年六月三十日止六個月期間,由於金屬品位及含量於交付至最終控股公司之間接非全資附屬公司時之最終化檢結果差異,以至對收益進行一次性之負數調整,金額為9,724,000美元。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

## 簡明綜合財務報表附註(續)

### 20. RELATED PARTY TRANSACTIONS (continued)

#### (b) Transaction with non-PRC government-related parties

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 US\$'000 千美元 (unaudited) (未經審核)	2019 二零一九年 US\$'000 千美元 (unaudited) (未經審核)
Royalty expenses paid to non-controlling shareholders of subsidiaries	向附屬公司之非控股股東支付礦權使用費	4,353	3,388

### 20. 關聯人士交易(續)

#### (b) 與非中國政府關聯人士之交易

#### (c) Compensation of key management personnel

The key management personnel of the Company are its directors. During the six months ended 30 June 2020, directors' emoluments of approximately US\$281,000 (six months ended 30 June 2019: US\$316,000) paid or payable to the directors of the Company.

#### (c) 主要管理人員報酬

本公司之主要管理人員為其董事。截至二零二零年六月三十日止六個月，向本公司董事已付或應付之董事酬金約為281,000美元(截至二零一九年六月三十日止六個月：316,000美元)。

### 21. CAPITAL COMMITMENTS

		30 June 2020 二零二零年 六月三十日 US\$'000 千美元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 US\$'000 千美元 (audited) (經審核)
Capital expenditure in respect of property, plant and equipment and exploration and evaluation assets contracted for but not provided in the condensed consolidated financial statements	簡明綜合財務報表項下已訂約但未撥備之物業、廠房及設備以及勘探及評估資產之資本開支	23,708	23,132

### 21. 資本承擔



## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 22. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

Fair value of the Group's financial assets and financial liabilities that are measured at fair value on a recurring basis

Some of the Group's financial assets and financial liabilities are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets and financial liabilities are determined (in particular, the valuation techniques and inputs used), as well as the level of fair value hierarchy into which the fair value measurements are categorised (levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in an active market for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

## 簡明綜合財務報表附註(續)

### 22. 金融工具之公平值計量

本集團按經常性基準以公平值計量之金融資產及金融負債之公平值

本集團若干金融資產及金融負債於各報告期末按公平值計量。下表提供有關如何根據公平值計量之輸入數據之可觀察程度釐定該等金融資產及金融負債之公平值(特別是所使用的估值技巧及輸入數據), 及提供公平值計量所劃分之公平值級別水平(第一至三級)之資料。

- 第一級公平值計量乃自相同資產或負債於活躍市場中報價(未經調整)得出;
- 第二級公平值計量乃除第一級計入之報價外, 自資產或負債可直接(即以價格)或間接(即自價格衍生)觀察之輸入數據得出; 及
- 第三級公平值計量乃自計入並非根據可觀察市場數據之資產或負債輸入數據(無法觀察輸入數據)之估值方法得出。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

## 簡明綜合財務報表附註(續)

### 22. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (continued)

### 22. 金融工具之公平值計量(續)

Fair value of the Group's financial assets and financial liabilities that are measured at fair value on a recurring basis (continued)

本集團按經常性基準以公平值計量之金融資產及金融負債之公平值(續)

Financial assets/ financial liabilities	Fair value as at		Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable inputs	Relationship of unobservable inputs to fair value
金融資產/金融負債	公平值		公平值級別	估值技術及主要輸入數據	重大不可觀察 輸入數據	不可觀察輸入 數據與公平值 之關係
	30 June 2020 二零二零年 六月三十日 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 (audited) (經審核)				
Trade receivables under provisional pricing arrangements	<b>Assets – US\$40,241,000</b>	Assets – US\$73,763,000	Level 2	The fair value of the trade receivables under provisional pricing arrangements is based on the average LME future commodity prices for the duration up to the date of final pricing.	N/A	N/A
有臨時定價安排之 貿易應收款項	<b>資產 – 40,241,000 美元</b>	資產 – 73,763,000 美元	第二級	有臨時定價安排之貿易應收款項之公平值根據截至最終定價日為止之倫敦所未來商品平均價格釐定。	不適用	不適用
Trade payables under provisional pricing arrangements	<b>Liabilities – US\$35,169,000</b>	Liabilities – US\$24,453,000	Level 2	The fair value of the trade payables under provisional pricing arrangements is based on the average LME future commodity prices for the duration up to the date of final pricing.	N/A	N/A
有臨時定價安排之 貿易應付款項	<b>負債 – 35,169,000 美元</b>	負債 – 24,453,000 美元	第二級	有臨時定價安排之貿易應付款項之公平值根據截至最終定價日為止之倫敦所未來商品平均價格釐定。	不適用	不適用

The Directors consider that the carrying amounts of financial assets and financial liabilities recorded at amortised cost approximate their fair values.

董事認為，按攤銷成本記賬之金融資產及金融負債之賬面值與其公平值相若。

There were no transfer among Levels 1, 2 and 3 in the current and prior reporting periods.

於本報告期間及過往報告期間，第一級、第二級及第三級之間並無轉撥。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

### 23. IMPACT OF COVID-19 PANDEMIC

The COVID-19 pandemic since early 2020 has brought about additional uncertainties in the Group's operating environment and has impacted the Group's operations and financial position.

The Group has been closely monitoring the impact of the developments on the Group's businesses and has put in place contingency measures. These contingency measures include: continuing normal production and resuming delivery in accordance with the arrangement of government authorities while maintaining strict disease monitoring and control and safety production measures, negotiating with customers on delivery schedule, and continuously monitoring the operations of our customers.

As far as the Group's businesses are concerned, the COVID-19 pandemic did not have material impact on the Group's mining operation in Africa, the Group will keep its contingency measures under review as the situation evolves.

### 24. APPROVAL OF THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The condensed consolidated financial statements were approved and authorised for issue by the Board on 21 August 2020.

## 簡明綜合財務報表附註(續)

### 23. 新冠肺炎疫情的影響

自二零二零年初起，新冠肺炎為本集團經營環境帶來額外不確定因素，並影響本集團的營運及財務狀況。

本集團一直密切監察疫情發展對本集團業務的影響，並已採取應變措施。該等應變措施包括：按照政府機構的安排維持正常生產及恢復產品付運，同時保持嚴格的疾病監控及安全生產措施，就交付時間表與客戶進行磋商，並持續監察客戶的營運。

就本集團的業務而言，新冠肺炎對本集團的非洲礦山營運並無重大影響，隨著形勢發展，本集團將繼續審視其應變措施。

### 24. 批准簡明綜合財務報表

董事會已於二零二零年八月二十一日批准及授權刊發簡明綜合財務報表。

## GLOSSARY

%

percentage

### Acquisition or Combination

the acquisition by the Company of the entire equity interest in Jin Rui (along with the Metorex Group) in November 2013 pursuant to the sale and purchase agreement dated 27 August 2013, the details of which are set out in the circular of the Company dated 30 August 2013; with a total consideration of US\$1,290,000,000 which was satisfied by the allotment and issue of 1,595,880,000 new ordinary shares of the Company at an issue price of HK\$1 per share and the issue of PSCS of the Company in the aggregate amount of US\$1,085,400,000

### associate

has the meaning ascribed to it under the Listing Rules

### Board

the board of Directors

### BVI

the British Virgin Islands

### CDF

Congolese Franc, the lawful currency of the DRC

### CG Code

Corporate Governance Code as set out in Appendix 14 to the Listing Rules

### Chibuluma

Chibuluma Mines plc, a company incorporated in Zambia and an indirect non wholly-owned subsidiary of the Company

### Chibuluma South Mine

an underground copper mine owned by Chibuluma situated in Zambia near the town of Kalulushi

### Chifupu Deposit

an underground copper mine owned by Chibuluma which is located approximately 1.7km southwest of Chibuluma South Mine

### Co

cobalt

## 詞彙

%

百分比

### 收購事項或合併事項

本公司於二零一三年十一月根據日期為二零一三年八月二十七日之買賣協議收購 Jin Rui (連同 Metorex 集團) 全部股本權益，總代價 1,290,000,000 美元，以按發行價每股 1 港元配售及發行 1,595,880,000 股本公司新普通股，以及發行本公司總值 1,085,400,000 美元之永久次級可換股證券之方式支付；詳情載於本公司日期為二零一三年八月三十日之通函

### 聯繫人士

具有上市規則所賦予之涵義

### 董事會

董事會

### BVI

英屬處女群島

### 剛果法郎

剛果法郎，剛果(金)法定貨幣

### 企管守則

上市規則附錄 14 所載的企業管治守則

### Chibuluma

Chibuluma Mines plc，於贊比亞註冊成立之公司，為本公司之間接非全資附屬公司

### Chibuluma 南礦場

由 Chibuluma 擁有之地下銅礦，位於贊比亞，鄰近 Kalulushi 鎮區

### Chifupu 礦床

由 Chibuluma 擁有位於 Chibuluma 南礦場西南約 1.7 公里之地下銅礦場

### 鈷

鈷



## GLOSSARY (continued)

### Competent Person

has the meaning ascribed to it under Chapter 18 of the Listing Rules

### connected person

has the meaning ascribed to it under the Listing Rules

### controlling shareholder

has the meaning ascribed to it under the Listing Rules

### Conversion

The conversion exercised by various investors including Jinchuan (BVI) Limited, an indirect wholly-owned subsidiary of JCG, which in turn is the controlling shareholder of the Company, in respect of the conversion of the PSCS in an aggregate principal amount of US\$996,938,461 into conversion shares at the conversion price of HK\$1.00 per Share

### COVID-19

Novel coronavirus pneumonia epidemic

### Cu

copper

### Development Project

Musonoi Project, a constructing copper-cobalt project owned by the Group located in the DRC

### Director(s)

the director(s) of the Company

### DRC

the Democratic Republic of Congo

### EBITDA

Earning before interest (net finance cost), income tax, depreciation and amortisation and impairment loss

### ENFI

China ENFI Engineering Corporation

## 詞彙 (續)

### 合資格人士

具有上市規則第18章所賦予之涵義

### 關連人士

具有上市規則所賦予之涵義

### 控股股東

具有上市規則所賦予之涵義

### 該轉換

多名投資者(包括本公司之控股股東金川之間接全資附屬公司金川(BVI)有限公司)按換股價每股股份1.00港元將本金總額為996,938,461美元之永久次級可換股證券轉換為換股股份

### 新冠肺炎

新型冠狀病毒肺炎

### 銅

銅

### 開發項目

即Musonoi項目，由本集團所擁有位於剛果(金)之銅鈷建設中項目

### 董事

本公司之董事

### 剛果(金)

剛果民主共和國

### EBITDA

未計利息(淨財務成本)、所得稅、折舊及攤銷以及減值虧損前的盈利

### 恩菲

中國恩菲工程技術有限公司

## GLOSSARY (continued)

### Exploration Project

Lubembe Project, an advanced stage exploration project owned by the Group located in the DRC

### Gécamines SA

La Générale des Carrières et des Mines, a state-owned mining company in the DRC

### GHL

Golden Harbour International Trading Limited, a company incorporated in Hong Kong and an indirectly wholly-owned subsidiary of the Company

### Group

the Company and its subsidiaries and associates controlled by the Company from time to time

### HK\$

Hong Kong dollars, the lawful currency of Hong Kong

### Hong Kong

the Hong Kong Special Administrative Region of the PRC

### Indicated Mineral Resource(s)

that part of Mineral Resources for which tonnage, densities, shape, physical characteristics, grade and mineral content can be estimated with a reasonable level of confidence. It is based on information from exploration, sampling and testing of material gathered from locations such as outcrops, trenches, pits, workings and drill holes. The locations are too widely or inappropriately spaced to confirm geological or grade continuity but are spaced closely enough for continuity to be assumed

### JCG

金川集團股份有限公司(Jinchuan Group Co., Ltd\*), a state-owned enterprise established in the PRC and the ultimate controlling shareholder of the Company

### JCI or Company

Jinchuan Group International Resources Co. Ltd, a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 2362)

## 詞彙 (續)

### 勘探項目

即Lubembe項目，由本集團所擁有位於剛果(金)之後期階段勘探項目

### Gécamines SA

La Générale des Carrières et des Mines，一間剛果(金)國有礦業公司

### 金港源

金港源國際貿易有限公司，一間於香港註冊成立公司且為本公司的間接全資附屬公司

### 本集團

本公司及其附屬公司及由本公司不時控制之聯營公司之統稱

### 港元

港元，香港法定貨幣

### 香港

中國香港特別行政區

### 控制礦產資源量

礦產資源量中在噸位、體重、形狀、物理特徵、品位及礦物含量方面估算具有合理可信度水平之部分。此乃以從勘探、採樣及測量礦脈露頭、礦槽、礦坑、開採區及鑽孔等地點之物質所收集得來之資料為基準。測量地點過於廣闊或間距不適當，無法確定地域品位連續性，但其間距緊密而足以假定其連續性

### 金川

金川集團股份有限公司，於中國成立之國有企業，乃本公司之最終控股股東

### 金川國際或本公司

金川集團國際資源有限公司，於開曼群島註冊成立之有限公司，其股份於聯交所主板上市(股票代號：2362)





## GLOSSARY (continued)

### Jin Rui

Jin Rui Mining Investment Limited, a company incorporated in the Republic of Mauritius and a direct wholly-owned subsidiary of the Company

### Jinchuan BVI

Jinchuan (BVI) Limited, an indirect wholly-owned subsidiary of JCG

### Jinchuan R&E

金川鎳鈷研究設計院有限責任公司(Jinchuan Nickel & Cobalt Research and Engineering Institute Co., Ltd.\*), a direct wholly-owned subsidiary of JCG

### Junhe Group

Shanghai Junhe Group Co., Ltd, a company established in the PRC and the holding company of Junhe Holdings

### Junhe Holdings

Junhe Holdings Limited, a company established in the PRC and a subsidiary of Junhe Group

### Kinsenda

Kinsenda Copper Company SA, a company incorporated in the DRC and an indirect non wholly-owned subsidiary of the Company

### Kinsenda Mine

an underground copper mine owned by Kinsenda and situated in Katanga Province in the DRC

### km

kilometer(s)

### kt

thousand tonnes

### lb

pound(s) (2.204 pounds=1 kilogram)

### LIBOR

the London Interbank Offering Rate

### Listing Rules

the Rules Governing the Listing of Securities on the Stock Exchange

## 詞彙(續)

### Jin Rui

Jin Rui Mining Investment Limited, 於毛里求斯共和國註冊成立之公司, 為本公司之直接全資附屬公司

### 金川BVI

金川(BVI)有限公司, 金川之間接全資附屬公司

### 鎳鈷設計院

金川鎳鈷研究設計院有限責任公司, 為金川之直接全資附屬公司

### 均和集團

上海均和集團有限公司, 一間於中國成立之公司, 亦為均和控股之控股公司

### 均和控股

均和控股有限公司, 一間於中國成立之公司, 為均和集團之附屬公司

### Kinsenda

Kinsenda Copper Company SA, 於剛果(金)註冊成立之公司, 為本公司之間接非全資附屬公司

### Kinsenda礦場

由Kinsenda擁有之地下銅礦場, 位於剛果(金)加丹加省

### 公里

公里

### 千噸

千噸

### 磅

磅(2.204磅=1千克)

### 倫敦銀行同業拆息

倫敦銀行同業拆借利率

### 上市規則

聯交所證券上市規則

## GLOSSARY (continued)

### LME

London Metal Exchange, a recognized investment exchange regulated by the Financial Conduct Authority of the United Kingdom and a recognised publisher of reference prices for various metals which are timely published on its designated website (www.lme.com) on a daily basis for metal and investment communities

### LoM

Life of mine

### Lubembe Project

a greenfield copper project owned by Kinsenda and situated in the Katanga Province in the DRC

### m

metre(s)

### MB

Metal Bulletin, a premium intelligence service for metal and steel professionals, being part of group of companies of the Euromoney Institutional Investor Plc and a recognised publisher of reference prices for long-term cobalt trading contracts which are timely published on its designated website (www.metalbulletin.com) on a daily basis for subscribed members and publications

### Measured Mineral Resource(s)

that part of Mineral Resources for which the tonnage, densities, shape, physical characteristics, grade and mineral content can be estimated with a high level of confidence. It is based on detailed and reliable information from exploration, sampling and testing of material from locations such as outcrops, trenches, pits, workings and drill holes. The locations are spaced closely enough to confirm geological and grade continuity

### Metorex

Metorex (Proprietary) Limited, a company incorporated in South Africa and an indirect wholly-owned subsidiary of the Company

### Metorex Group

Metorex and its subsidiaries (including Chibuluma, Kinsenda and Ruashi), the mining operation arm of the Group

## 詞彙 (續)

### 倫敦金所

倫敦金屬交易所(London Metal Exchange)·一間受英國金融行為監管局(Financial Conduct Authority)規管的獲認可投資交易所·並為一間獲認可出版商·其每日於其所設網站(www.lme.com)向金屬及投資社群適時發佈多種金屬之參考價格

### 礦場開採期

礦場開採期

### Lubembe 項目

由Kinsenda擁有之未開發銅礦項目·位於剛果(金)加丹加省

### 米

米

### 金屬導報

金屬導報·一項為金屬及鋼鐵專業人士提供的優質情報服務·其屬《歐洲貨幣機構投資人雜誌》(Euromoney Institutional Investor Plc)集團公司的一部份並為一間獲認可出版商·其每日於其所設網站(www.metalbulletin.com)向其訂閱者及期刊適時發佈長期鈷貿易合約之參考價格

### 探明礦產資源量

礦產資源量中在噸位、體重、形狀、物理特徵、品位及礦物含量方面之估算屬於高可信度水平之部分。此乃以勘探、採樣及測量來自礦脈露頭、礦槽、礦坑、開採區及鑽孔等地點之物質之詳細及可靠資料為基準。測量地點間距緊密而足以確定地質及品位連續性

### Metorex

Metorex (Proprietary) Limited·於南非註冊成立之公司·為本公司之間接全資附屬公司

### Metorex 集團

Metorex及其附屬公司(包括Chibuluma、Kinsenda及Ruashi)·為本集團之礦山營運支部



## GLOSSARY (continued)

### Mineral and Metal Products

mineral products, metal products and other raw materials, including but not limited to copper or nickel ores and concentrates, copper or nickel cathodes and other forms of copper, nickel or other metals bearing raw materials, cobalt and its related products

### Mineral Reserve(s)

the economically mineable material derived from a Measured Mineral Resource or Indicated Mineral Resource or both. It includes diluting and contaminating materials and allows for losses that are expected to occur when the material is mined. Appropriate assessments to a minimum of a pre-feasibility study for a project and a LoM plan for an operation must have been completed, including consideration of, and modification by, realistically assumed mining, metallurgical, economic, marketing, legal, environmental, social and governmental factors (the modifying factors). Such modifying factors must be disclosed

### Mineral Resource(s)

a concentration or occurrence of material of economic interest in or on the earth's crust in such a form, quality, and quantity that there are reasonable and realistic prospects for eventual economic extraction. The location, quantity, grade, continuity and other geological characteristics of a Mineral Resource are known, or estimated from specific geological evidence, sampling and knowledge interpreted from an appropriately constrained and portrayed geological model

### Model Code

Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 to the Listing Rules

### Mt

million tonnes

### Musonoi Project

a brownfield copper and cobalt project owned by Ruashi and situated in Katanga Province in DRC

### Northwestern Province Exploration Projects

greenfield projects owned by Chibuluma and situated in the Northwestern Province in Zambia

## 詞彙 (續)

### 礦產品及金屬產品

礦產品、金屬產品及其他原材料，包括(但不限於)銅或鎳礦石及精礦、電解銅或電解鎳或其他形式含銅、鎳或其他金屬之原材料、鈷及其相關產品

### 礦產儲量

來自探明礦產資源量及／或控制礦產資源量可作經濟開採之物質，包括貧化及摻雜物質以及於開採物質之過程中預期會出現之損失必須完成適當評估(至少為就該項目進行預可行性研究及就營運進行礦場開採期計劃)，包括對實際假設之採礦、冶金、經濟、營銷、法律、環境、社會及政府因素(可變因素)作出考慮及修正。該等可變因素須予披露

### 礦產資源量

積聚或存在於地殼內或地表，具內在經濟利益之物質，其形態、質量及數量存在最終可實現經濟開採之合理及實際前景。礦產資源量之位置、數量、品位、連續性及其他地質特性可根據具體地質特徵、採樣及認識得知或估算，並以具有適當約束條件及模擬細緻之地質模型進行詮釋

### 標準守則

上市規則附錄10所載有關上市發行人董事進行證券交易的標準守則

### Mt

百萬噸

### Musonoi 項目

由Ruashi擁有之開發中銅鈷礦項目，位於剛果(金)加丹加省

### 西北省勘探項目

由Chibuluma擁有之未開發項目，位於贊比亞西北省

## GLOSSARY (continued)

### Operating Mines

Ruashi Mine and Kinsenda Mine

### PRC

the People's Republic of China

### PSCS

the perpetual subordinated convertible securities issued by the Company to satisfy part of the purchase price for the Acquisition

### RMB

Renminbi, the lawful currency of the PRC

### Ruashi

Ruashi Mining SAS, a company incorporated in the DRC and an indirect non wholly-owned subsidiary of the Company

### Ruashi Mine

an open-cast oxide copper and cobalt mine owned by Ruashi and situated in the DRC on the outskirts of Lubumbashi, the capital of Katanga Province

### SAMREC Code

South African Code for the Reporting of Exploration Results, Mineral Resources and Mineral Reserves (2016 edition)

### SFO

the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong

### Shanghai Jinchuan Junhe

上海金川均和經濟發展有限公司(Shanghai Jinchuan Junhe Economic Development Co., Ltd\*), a company incorporated in the PRC and a 60% owned subsidiary of the Company

### Share(s)

ordinary share(s) with nominal value of HK\$0.01 each in the share capital of the Company and listed on the Stock Exchange

### Shareholder(s)

the holder(s) of the Share(s)

## 詞彙(續)

### 營運礦場

Ruashi 礦場及 Kinsenda 礦場

### 中國

中華人民共和國

### 永久次級可換股證券

由本公司發行之永久次級可換股證券，用以支付收購事項部分收購價

### 人民幣

人民幣，中國法定貨幣

### Ruashi

Ruashi Mining SAS，於剛果(金)註冊成立的公司，為本公司之間接非全資附屬公司

### Ruashi 礦場

由 Ruashi 擁有之露天氧化銅鈷礦，位於剛果(金)加丹加省省會盧本巴希之郊區

### SAMREC 規則

南非礦產勘探結果、礦產資源量及礦產儲量報告規則(二零一六年版)

### 證券及期貨條例

香港法例第 571 章證券及期貨條例

### 上海金川均和

上海金川均和經濟發展有限公司，於中國註冊成立之公司，為本公司擁有 60% 權益之附屬公司

### 股份

本公司於聯交所上市之股本中每股面值 0.01 港元之普通股

### 股東

股份之持有人



## GLOSSARY (continued)

### Sodimico

Société de Développement Industriel et Minere du Congo, a state-owned enterprise in the DRC

### South Africa

the Republic of South Africa

### Stock Exchange

The Stock Exchange of Hong Kong Limited

### subsidiary(ies)

has the meaning ascribed to it under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong)

### SX-EW

Solvent extraction – electrowinning

### t

tonne(s)

### TCu

total copper

### US\$

United States dollars, the lawful currency of the United States of America

### Zambia

the Republic of Zambia

### ZAR

South African Rand, the lawful currency of South Africa

### ZCCM

ZCCM Investment Holdings plc, a Zambian state-owned mining company

### ZMW

Zambian Kwacha, the lawful currency of Zambia

## 詞彙 (續)

### Sodimico

Société de Développement Industriel et Minere du Congo，為剛果(金)國有企業

### 南非

南非共和國

### 聯交所

香港聯合交易所有限公司

### 附屬公司

具有香港法例第622章公司條例賦予之涵義

### SX-EW

溶劑萃取－電解冶鍊法

### 噸

噸

### 全銅

全銅

### 美元

美元，美利堅合眾國法定貨幣

### 贊比亞

贊比亞共和國

### 南非蘭特

南非蘭特，南非法定貨幣

### ZCCM

ZCCM Investment Holdings plc，一間贊比亞國有礦業公司

### 贊比亞克瓦查

贊比亞克瓦查，贊比亞法定貨幣



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