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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)

(Stock Code: 2362)

**ANNOUNCEMENT OF INTERIM RESULTS
FOR THE SIX MONTHS ENDED 30 JUNE 2022**

RESULTS

The Board is pleased to announce the unaudited condensed consolidated interim results of the Group for the six months ended 30 June 2022 together with the comparative figures for the corresponding period in 2021 as follows:

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

For the six months ended 30 June 2022

| | <i>Notes</i> | Six months ended 30 June | |
|--------------------------------------|--------------|---------------------------------|--------------------|
| | | 2022 | 2021 |
| | | US\$'000 | US\$'000 |
| | | (unaudited) | (unaudited) |
| Revenue | 4 | 539,423 | 360,444 |
| Cost of sales | | (381,019) | (204,346) |
| Royalty payment | | (34,985) | (22,411) |
| | | <hr/> | <hr/> |
| Gross profit | | 123,419 | 133,687 |
| Other income, other gains and losses | 6 | 1,567 | (7,848) |
| Selling and distribution costs | | (15,398) | (8,810) |
| Administrative expenses | | (4,958) | (3,651) |
| Finance income | | 604 | 421 |
| Finance costs | | (4,095) | (4,517) |
| | | <hr/> | <hr/> |

| | | Six months ended 30 June | |
|--|--------------|---------------------------------|-----------------|
| | | 2022 | 2021 |
| | <i>Notes</i> | US\$'000 | <i>US\$'000</i> |
| | | (unaudited) | (unaudited) |
| Profit before tax | 7 | 101,139 | 109,282 |
| Income tax expense | 8 | (34,049) | (30,629) |
| Profit for the period | | 67,090 | 78,653 |
| Other comprehensive income (expense): | | | |
| Item that may be reclassified subsequently to profit or loss: | | | |
| Release of cumulative translation reserves upon liquidation of foreign operation | | – | (438) |
| Fair value gain on hedging instruments designated in cash flow hedges | | 1,635 | (465) |
| Other comprehensive income (expense) for the period | | 1,635 | (903) |
| Total comprehensive income for the period | | 68,725 | 77,750 |
| Profit for the period attributable to: | | | |
| Owners of the Company | | 49,125 | 61,114 |
| Non-controlling interests | | 17,965 | 17,539 |
| | | 67,090 | 78,653 |
| Total comprehensive income attributable to: | | | |
| Owners of the Company | | 50,760 | 60,211 |
| Non-controlling interests | | 17,965 | 17,539 |
| | | 68,725 | 77,750 |
| Earnings per share | | | |
| Basic (<i>US cent</i>) | 10 | 0.39 | 0.48 |
| Diluted (<i>US cent</i>) | 10 | 0.37 | 0.46 |

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2022

| | <i>Notes</i> | 30 June 2022 US\$'000 (unaudited) | 31 December 2021 US\$'000 (audited) |
|---|--------------|--|--|
| Non-current assets | | | |
| Property, plant and equipment | | 744,770 | 730,028 |
| Right-of-use assets | | 2,034 | 2,400 |
| Mineral rights | | 570,088 | 582,711 |
| Exploration and evaluation assets | | 121,343 | 121,320 |
| Derivative financial instruments | | – | 258 |
| Other non-current assets | | 91,829 | 72,506 |
| | | <u>1,530,064</u> | <u>1,509,223</u> |
| Current assets | | | |
| Inventories | | 313,486 | 233,499 |
| Trade and other receivables | 11 | 107,265 | 74,346 |
| Financial assets at fair value through profit or loss (“FVTPL”) | | 2,843 | 2,978 |
| Amount due from a related company | | 11 | – |
| Derivative financial instruments | | 1,993 | 20 |
| Finance lease receivables | | 1,336 | 2,825 |
| Bank deposits with original maturity over three months | | – | 17,000 |
| Bank balances and cash | | 175,003 | 198,780 |
| | | <u>601,937</u> | <u>529,448</u> |
| Current liabilities | | | |
| Trade and other payables | 12 | 149,482 | 112,159 |
| Amount due to an intermediate holding company | | 103,797 | 102,539 |
| Amount due to a fellow subsidiary | | 5,305 | 5,234 |
| Amount due to a non-controlling shareholder of a subsidiary | | 524 | 533 |
| Amount due to the ultimate holding company | | 233 | – |
| Bank borrowings | | 106,710 | 115,657 |
| Lease liabilities | | 749 | 778 |
| Short-term provisions | | 4,843 | 6,767 |
| Tax payable | | 45,872 | 32,621 |
| | | <u>417,515</u> | <u>376,288</u> |
| Net current assets | | <u>184,422</u> | <u>153,160</u> |
| Total assets less current liabilities | | <u>1,714,486</u> | <u>1,662,383</u> |

| | | 30 June 2022 | 31 December 2021 |
|---|--------------|-------------------------|---------------------|
| | <i>Notes</i> | US\$'000 | US\$'000 |
| | | (unaudited) | (audited) |
| Non-current liabilities | | | |
| Deferred tax liabilities | | 320,654 | 325,698 |
| Bank borrowings | | 117,000 | 134,000 |
| Lease liabilities | | 1,211 | 1,571 |
| Long-term provisions | | 24,404 | 24,155 |
| Amount due to an intermediate holding company | | 10,089 | – |
| | | <u>473,358</u> | <u>485,424</u> |
| Net assets | | <u>1,241,128</u> | <u>1,176,959</u> |
| Capital and reserves | | | |
| Share capital | 13 | 16,151 | 16,166 |
| Perpetual subordinated convertible securities | 14 | 88,462 | 88,462 |
| Reserves | | 954,807 | 908,588 |
| | | <u>1,059,420</u> | <u>1,013,216</u> |
| Equity attributable to owners of the Company | | 1,059,420 | 1,013,216 |
| Non-controlling interests | | 181,708 | 163,743 |
| | | <u>1,241,128</u> | <u>1,176,959</u> |
| Total equity | | <u>1,241,128</u> | <u>1,176,959</u> |

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2022

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 address of registered office of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands and the principal place of business of the Company in Hong Kong is Unit 3101, 31/F, United Centre, 95 Queensway, Hong Kong.

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, profit 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 (“**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 the application of certain accounting policies which become relevant to the Group, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2022 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 31 December 2021.

Application of amendments to International Financial Reporting Standards (“**IFRSs**”)

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 2022 for the preparation of the Group’s condensed consolidated financial statements:

| | |
|----------------------|--|
| Amendments to IFRS 3 | Reference to the Conceptual Framework |
| Amendment to IFRS 16 | Covid-19-Related Rent Concessions beyond 30 June 2021 |
| Amendments to IAS 16 | Property, Plant and Equipment – Proceeds before Intended Use |
| Amendments to IAS 37 | Onerous Contracts – Cost of Fulfilling a Contract |
| Amendments to IFRSs | Annual Improvements to IFRSs 2018–2020 |

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.

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 | |
|-----------------------------------|---------------------------------|-----------------|
| | 2022 | 2021 |
| | <i>US\$'000</i> | <i>US\$'000</i> |
| | (unaudited) | (unaudited) |
| Sales of copper | 380,523 | 283,873 |
| Sales of cobalt | 185,149 | 67,275 |
| | <hr/> | <hr/> |
| Revenue from sales of commodities | 565,672 | 351,148 |
| Provisional pricing adjustment | (26,249) | 9,296 |
| | <hr/> | <hr/> |
| Revenue – reported measure | 539,423 | 360,444 |
| | <hr/> <hr/> | <hr/> <hr/> |

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 weight and 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.

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.

5. SEGMENT INFORMATION

IFRS 8 "Operating Segments" requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker ("CODM") in order to allocate resources to the segment and assess its performance.

The CODM has been identified as the executive directors of the Company. They review the Group's internal reporting for the purpose of resource allocation and assessment of segment performance.

No operating segments have been aggregated in arriving at the reportable segments of the Group.

The Group's operating and reportable segments are as follows:

- Mining operations
- Trading of mineral and metal products

Segment revenue and results

The following is an analysis of the Group's revenue and results by operating and reportable segments.

For the six months ended 30 June 2022 (unaudited)

| | Mining operations <i>US\$'000</i> | Trading of mineral and metal products <i>US\$'000</i> | Total <i>US\$'000</i> |
|--------------------------------|---|---|--------------------------|
| Segment revenue | | | |
| Revenue | 381,691 | 183,981 | 565,672 |
| Provisional pricing adjustment | (16,351) | (9,898) | (26,249) |
| | <u>365,340</u> | <u>174,083</u> | <u>539,423</u> |
| Segment results | <u>102,658</u> | <u>220</u> | 102,878 |
| Unallocated corporate income | | | 310 |
| Unallocated corporate expenses | | | <u>(2,049)</u> |
| Profit before tax | | | <u>101,139</u> |

For the six months ended 30 June 2021 (unaudited)

| | Mining operations <i>US\$'000</i> | Trading of mineral and metal products <i>US\$'000</i> | Total <i>US\$'000</i> |
|--------------------------------|---|---|--------------------------|
| Segment revenue | | | |
| Revenue | 315,412 | 35,736 | 351,148 |
| Provisional pricing adjustment | 8,262 | 1,034 | 9,296 |
| | <u>323,674</u> | <u>36,770</u> | <u>360,444</u> |
| Segment results | <u>110,094</u> | <u>560</u> | 110,654 |
| Unallocated corporate income | | | 268 |
| Unallocated corporate expenses | | | <u>(1,640)</u> |
| Profit before tax | | | <u>109,282</u> |

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

6. OTHER INCOME, OTHER GAINS AND LOSSES

| | Six months ended 30 June | |
|---|--------------------------|----------------|
| | 2022 | 2021 |
| | US\$'000 | US\$'000 |
| | (unaudited) | (unaudited) |
| Written off of property, plant and equipment | – | (10,369) |
| Exchange losses, net | (158) | (598) |
| Royalty income | 1,659 | 877 |
| Gain on disposal of property, plant and equipment | – | 1,790 |
| Others | 66 | 452 |
| | <u>1,567</u> | <u>(7,848)</u> |

7. PROFIT BEFORE TAX

| | Six months ended 30 June | |
|--|--------------------------|-------------|
| | 2022 | 2021 |
| | US\$'000 | US\$'000 |
| | (unaudited) | (unaudited) |
| Profit before tax has been arrived at after charging: | | |
| Depreciation of property, plant and equipment | 30,856 | 33,911 |
| Depreciation of right-of-use assets | 392 | 468 |
| Amortisation of mineral rights | 12,623 | 7,080 |
| Impairment loss on inventories (included in cost of sales) | 125 | – |
| | <u>125</u> | <u>–</u> |

8. INCOME TAX EXPENSE

| | Six months ended 30 June | |
|---------------------------------|--------------------------|---------------|
| | 2022 | 2021 |
| | US\$'000 | US\$'000 |
| | (unaudited) | (unaudited) |
| The tax expense comprises: | | |
| Current taxation | | |
| Hong Kong Profits Tax | – | – |
| Corporate income tax in the DRC | 38,749 | 35,183 |
| Corporate income tax in Zambia | 344 | 33 |
| | <u>39,093</u> | <u>35,216</u> |
| Deferred taxation | (5,044) | (4,587) |
| | <u>34,049</u> | <u>30,629</u> |

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

Corporate income tax in Mauritius, South Africa, Zambia and the DRC are calculated at 15%, 28%, 35% and 30% (six months ended 30 June 2021: 15%, 28%, 30% and 30%) on the estimated assessable profits for the period, respectively. Assessable profits in the DRC may also be subject to Super Profits Tax, when and if applicable.

9. DIVIDEND

During the current interim period, a final dividend in respect of the year ended 31 December 2021 of HK0.2 cent (six months ended 30 June 2021: final dividend in respect of the year ended 31 December 2020 of HK0.1 cent) per ordinary share, in an aggregate amount of approximately HK\$25,220,000, equivalent to approximately US\$3,233,000 (six months ended 30 June 2021: US\$1,617,000), has been approved by the shareholders at the annual general meeting of the Company held on 25 May 2022.

No dividend was paid or declared by the Company in respect of the six months period ended 30 June 2022 (six months ended 30 June 2021: Nil).

10. EARNINGS PER SHARE

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

| | Six months ended 30 June | |
|---|--------------------------|-----------------------|
| | 2022 | 2021 |
| | US\$'000 | US\$'000 |
| | (unaudited) | (unaudited) |
| Earnings | | |
| Earnings for the purpose of basic earnings per share | 49,125 | 61,114 |
| Add: Interest expense on Convertible Securities | 44 | 44 |
| | <u>49,169</u> | <u>61,158</u> |
| Earnings for the purpose of diluted earnings per share | <u>49,169</u> | <u>61,158</u> |
| Number of shares | | |
| Weighted average number of ordinary shares for the purpose of | | |
| basic earnings per share | 12,609,040,952 | 12,609,873,051 |
| Effect of dilutive potential ordinary shares: | | |
| Convertible Securities | 690,000,000 | 690,000,000 |
| | <u>690,000,000</u> | <u>690,000,000</u> |
| Weighted average number of ordinary shares for the purpose of | | |
| diluted earnings per share | <u>13,299,040,952</u> | <u>13,299,873,051</u> |

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

11. TRADE AND OTHER RECEIVABLES

| | 30 June 2022 US\$'000 (unaudited) | 31 December 2021 US\$'000 (audited) |
|--|--|--|
| Financial assets at FVTPL | | |
| Trade receivables under provisional pricing arrangements | <u>74,943</u> | 49,268 |
| Financial assets at amortised cost | | |
| Other receivables | 7,720 | 7,962 |
| Loan to a DRC state-owned power company | <u>671</u> | <u>1,374</u> |
| | <u>8,391</u> | 9,336 |
| Non-financial assets | | |
| Other receivables | 2,516 | 2,524 |
| Prepayments | <u>21,415</u> | <u>13,218</u> |
| | <u>23,931</u> | 15,742 |
| | <u>107,265</u> | <u>74,346</u> |

The Group provided customers with a credit period ranging from 5 days to 30 days (31 December 2021: 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.

As at 30 June 2022, the amounts of trade receivables under provisional pricing arrangements had been downward adjusted for US\$19,373,000 (31 December 2021: upward adjusted for US\$7,695,000), being the difference between the average LME and MB commodity prices for the duration up to the date of final pricing/balance sheet date and the quoted price on the date of recognition of revenue.

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 2022 US\$'000 (unaudited) | 31 December 2021 US\$'000 (audited) |
|-----------------|--|--|
| Within 3 months | 74,588 | 47,655 |
| 4 to 6 months | 266 | – |
| 7 to 12 months | – | – |
| Over 1 year | <u>89</u> | <u>1,613</u> |
| | <u>74,943</u> | <u>49,268</u> |

As at 30 June 2022, US\$6,831,000 (31 December 2021: Nil) of the trade receivables under provisional pricing arrangement was past due within three months and included in financial assets at fair value through profit or loss.

12. TRADE AND OTHER PAYABLES

| | 30 June 2022 US\$'000 (unaudited) | 31 December 2021 US\$'000 (audited) |
|---|--|--|
| Financial liabilities at FVTPL | | |
| Trade payables under provisional pricing arrangements | <u>50,095</u> | <u>39,577</u> |
| Financial liabilities at amortised cost | | |
| Mining expenses payables | 10,274 | 9,580 |
| Construction cost payables | 19,531 | 17,715 |
| Ore purchase cost payables | 36,951 | – |
| Other payables | <u>500</u> | <u>3,108</u> |
| | <u>67,256</u> | <u>30,403</u> |
| Non-financial liabilities | | |
| Accrued royalty payment and other tax payables | 9,448 | 16,732 |
| Provision for import duties and export clearing charges | 8,705 | 10,091 |
| Others (<i>Note</i>) | <u>13,978</u> | <u>15,356</u> |
| | <u>32,131</u> | <u>42,179</u> |
| | <u>149,482</u> | <u>112,159</u> |

Note: Included accrual for freight charges, provision for unpaid related surcharge in the DRC and other general operation related payables.

The purchase contracts of commodity contain a clause of provisional pricing arrangements, where the quoted price on the date of recognition of purchase will be adjusted for the difference between the average LME and MB future commodity prices for the duration up to the date of final pricing. As at 30 June 2022, the amounts of trade payables under provisional pricing arrangements was adjusted downward for US\$7,071,000 (31 December 2021: adjusted upward for US\$7,764,000), which is the difference between the average LME and MB commodity prices for the duration up to the date of final pricing/balance sheet date and the quoted price on the date of recognition of inventories.

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

| | 30 June 2022 US\$'000 (unaudited) | 31 December 2021 US\$'000 (audited) |
|-----------------|--|--|
| Within 3 months | 48,508 | 38,127 |
| 4 to 6 months | 481 | 340 |
| 7 to 12 months | – | 4 |
| Over 1 year | 1,106 | 1,106 |
| | <u>50,095</u> | <u>39,577</u> |

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

13. SHARE CAPITAL

| | Number of shares | Amount | |
|---|-----------------------------|-----------------|-----------------|
| | | <i>HK\$'000</i> | <i>US\$'000</i> |
| Ordinary shares of HK\$0.01 each | | | |
| Authorised: | | | |
| At 1 January 2021, 31 December 2021, 1 January 2022 and 30 June 2022 | 20,000,000,000 | 200,000 | 25,641 |
| Issued and fully paid: | | | |
| At 1 January 2021, 31 December 2021 and 1 January 2022 (audited) | 12,609,873,051 | 126,099 | 16,166 |
| Repurchase and cancellation of shares (<i>Note</i>) | (11,320,000) | (113) | (15) |
| At 30 June 2022 (unaudited) | 12,598,553,051 | 125,986 | 16,151 |

Note: During the six months ended 30 June 2022, the Group repurchased an aggregate of 11,320,000 of its own shares on the Stock Exchange at total consideration of approximately HK\$10,254,000 (approximately US\$1,314,000), excluding expenses. All of the repurchased shares were cancelled during the current period.

14. 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.

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.

Movement of Convertible Securities:

| | Convertible Securities | |
|---|-------------------------------|-----------------|
| | <i>Number</i> | <i>US\$'000</i> |
| As at 31 December 2021 (audited) and 30 June 2022 (unaudited) | 690,000,000 | 88,462 |

15. CAPITAL COMMITMENTS

| | 30 June 2022 US\$'000 (unaudited) | 31 December 2021 US\$'000 (audited) |
|---|--|--|
| Capital expenditure in respect of property, plant and equipment, mining rights and exploration and evaluation assets contracted for but not provided in the condensed consolidated financial statements | 182,816 | 140,333 |

16. EVENT AFTER THE END OF THE REPORTING PERIOD

In July 2022, the Group repurchased an aggregate of 21,271,000 of its own shares on the Stock Exchange at total consideration of approximately HK\$17,904,000 (approximately US\$2,295,000), excluding expenses. All of the repurchased shares were cancelled up to the date of this announcement.

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 Hong Kong.

The financial results of the Group in the six months ended 30 June 2022 (“**2022 1H**”) receded as compared to the six months ended 30 June 2021 (“**2021 1H**”). The results were primarily driven by the fluctuating commodity prices together with the higher production costs in 2022 1H. During 2022 1H, the LME copper price reached a record high of US\$10,730 per tonne in March 2022 and closed at US\$8,245 per tonne as at 30 June 2022, the MB cobalt price climbed up to US\$39.75 per pound in April 2022 and gradually declined to US\$31.5 per pound as at 30 June 2022. The Group’s results were positively impacted by the high commodity prices while offset by the impact of lower sales volumes and higher production cost.

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 Haut Katanga Province, the DRC. The Group also has interest over a copper mine located in Zambia which has been leased out under finance lease agreement (Chibuluma South Mine including Chifupu Deposit).

In 2022 1H, the Group produced 28,789 tonnes of copper (2021 1H: 28,503 tonnes) and 2,603 tonnes of cobalt (2021 1H: 1,447 tonnes) and sold 27,148 tonnes of copper (2021 1H: 29,385 tonnes) and 2,210 tonnes of cobalt (2021 1H: 1,187 tonnes) which generated revenue of US\$234.5 million and US\$130.8 million respectively (2021 1H: US\$272.7 million and US\$51.0 million respectively).

Copper production was stable in 2022 1H as compared to 2021 1H. Ruashi Mine’s copper production for 2022 1H of 15,554 tonnes was slightly lower as compared to 2021 1H of 15,637 tonnes due to lower ore feed grade. Kinsenda Mine reported 3% higher copper production at 13,235 tonnes for 2022 1H as compared to 12,866 tonnes for 2021 1H. The lower ore grade and feed grade in 2022 1H were offset by the higher throughput.

Cobalt production has increased by 80% to 2,603 tonnes in 2022 1H as compared to 2021 1H of 1,447 tonnes as Ruashi Mine had successfully purchased more ore from independent suppliers in the period which were of higher cobalt grade as compared to self-mined ore and had offset the impact caused by the decrease in self-mined ore’s feed grade.

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

In 2022 1H, the trading division of the Group recorded a turnover of US\$174.1 million (2021 1H: US\$36.8 million) via the trading of commodities, including copper cathode, copper matte and cobalt hydroxide.

FINANCIAL REVIEW

The Group's operating results for 2022 1H are a consolidation of the results from the operating mines in the DRC and Zambia and the trading of mineral and metal products in Hong Kong.

Revenue

The revenue for the Group's operations in 2022 1H was US\$539.4 million, representing an increase of 50% compared to US\$360.4 million for 2021 1H. Reasons for the increase 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 | 2022 | 2021 |
|---|----------------|-------------|
| Mining operations: | | |
| Volume of copper sold (<i>tonnes</i>) | 27,148 | 29,385 |
| Volume of cobalt sold (<i>tonnes</i>) | 2,210 | 1,187 |
| Average price realised per tonne of copper (<i>US\$</i>) | 8,638 | 9,281 |
| Average price realised per tonne of cobalt (<i>US\$</i>) | 59,199 | 42,930 |
| Revenue from sales of copper (<i>US\$'000</i>) | 234,510 | 272,716 |
| Revenue from sales of cobalt (<i>US\$'000</i>) | 130,830 | 50,958 |
| Total revenue from mining operations – including provisional pricing adjustment (<i>US\$'000</i>) | 365,340 | 323,674 |
| Trading of mineral and metal products: Revenue – trading of externally sourced mineral and metal products – including provisional pricing adjustment (<i>US\$'000</i>) | 174,083 | 36,770 |
| Total Revenue (<i>US\$'000</i>) | 539,423 | 360,444 |

Note: Pricing coefficients were considered in actual sales revenue.

Copper revenue from mining operations for 2022 1H decreased by 14% as compared to 2021 1H. The average copper price realised in 2022 1H was US\$8,638 per tonne, representing a decrease of 7% as compared to US\$9,281 per tonne in 2021 1H. The LME copper price decreased by 15% from the end of 2021 and reached US\$8,245 per tonne by the end of June 2022 and due to the drop in ending LME price, a downward revision of provisional price previously recognised was made in June 2022. In addition, the decrease in sales volume had also led to the decrease in the Group's revenue from copper sales in 2022 1H.

In 2022 1H, the Group sold 27,148 tonnes of copper content contained in copper cathode and copper concentrate (2021 1H: 29,385 tonnes), of which the copper sales volume of Ruashi Mine in 2022 1H was 14,857 tonnes, a decrease of 4% from 15,403 tonnes in 2021 1H, and the copper sales volume of Kinsenda Mine in 2022 1H was 12,291 tonnes, a decrease of 12% from 13,982 tonnes in 2021 1H.

Due to the disruption to international logistics arrangement caused by additional quarantine measures under COVID-19 and the flooding at the Port of Durban in April 2022, the Group's average delivery time from the DRC to the eastern part of the world was longer than normal. The unavailability of trucks and vessels had led to a low copper and cobalt sales volume compared to the production volume in 2022 1H, and hence resulted in the increase in the Group's finished goods inventory volume.

Cobalt revenue from mining operations in 2022 1H increased by 157%, compared to 2021 1H due to the increase in volume of cobalt sold and the higher average realised cobalt price. The volume of cobalt sold has increased by 86% from 1,187 tonnes in 2021 1H to 2,210 tonnes in 2022 1H. The average realised cobalt price for 2022 1H was US\$59,199 per tonne which was 38% higher when compared to US\$42,930 per tonne for 2021 1H.

The trading of mineral and metal products segment recorded a significant increase in revenue on trading of externally sourced commodities of 373% from US\$36.8 million in 2021 1H to US\$174.1 million in 2022 1H. The increase was due to the gradual increase in trading volume of the new trading business line in Hong Kong which commenced operation in 2020.

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 | 2022 <i>US\$'000</i> | 2021 <i>US\$'000</i> |
|---|--------------------------------|-------------------------|
| Mining operations: | | |
| Realisation costs | 713 | 8,465 |
| Mining costs | 36,871 | 28,538 |
| Ore purchase | 65,197 | 1,776 |
| Salaries and wages | 25,600 | 25,051 |
| Processing costs | 53,303 | 44,561 |
| Engineering and technical costs | 9,389 | 6,622 |
| Safety, health, environment and community costs | 3,205 | 2,338 |
| Mine administrative expenses | 16,075 | 14,803 |
| Depreciation of property, plant and equipment | 30,827 | 33,832 |
| Depreciation of right-of-use assets | 50 | 54 |
| Amortisation of mineral rights | 12,623 | 7,080 |
| Movement in inventories | <u>(46,881)</u> | <u>(5,504)</u> |
| Sub-total | 206,972 | 167,616 |
| Trading of mineral and metal products: | | |
| Purchase of commodities | <u>174,047</u> | <u>36,730</u> |
| Total Cost of Sales | <u>381,019</u> | <u>204,346</u> |

Cost of sales for the Group's mining operations increased to US\$207.0 million in 2022 1H, representing an increase of 24% as compared to US\$167.6 million in 2021 1H. Mining costs increased by 29% as Ruashi Mine increased mining activities to accelerate the depletion of Pit 1, so as to create dumping space for waste from Pit 3. Processing costs were 20% higher in 2022 1H due to the higher reagent consumption due to acid solubility of the ore and the increase in the reagent price. Ore purchase expenses have increased to US\$65.2 million in 2022 1H as compared to US\$1.8 million in 2021 1H as Ruashi Mine had successfully purchased more ore from independent suppliers which offset the impact caused by the decrease in self-mined ore's feed grade. Overall, the Group maintained tight cost control in 2022 1H.

In 2022 1H, the Group's finished goods inventory increased by 697 tonnes of copper cathode, 393 tonnes of cobalt hydroxide (cobalt content) and 942 tonnes of copper concentrate (copper content).

Cost of trading of mineral and metal products of US\$174.0 million (2021 1H: US\$36.7 million) represented the cost of commodities purchased by our trading subsidiaries in 2022 1H. The increase in cost of sales was in line with the increase of trading segment's revenue.

Royalty Payment

Royalty payment increased from US\$22.4 million in 2021 1H to US\$35.0 million in 2022 1H which was in line with the increase in commodity prices and higher cobalt sales volumes.

Gross Profit

Gross profit of the Group's operations for 2022 1H has decreased by 8% from US\$133.7 million in 2021 1H to US\$123.4 million in 2022 1H. The increase in revenue in the period was offset by the higher cost of sales as mentioned above which led to the decrease in gross profit in 2022 1H.

Net Finance Costs

Finance costs has decreased by 9% from US\$4.5 million in 2021 1H to US\$4.1 million in 2022 1H. The Group entered into interest rate swap agreements for bank loans with outstanding principal amount of US\$166.4 million at 31 December 2021 to swap the remaining interest payments from floating interest payments to fixed interest payments, aiming to lock down the future interest payment amount. The decrease in finance cost was due to the Group gradually repaid its bank loans using cashflow from Kinsenda Mine, leading to a decrease in principal outstanding. Interest incurred on the loans raised for the construction of Musonoi Project was capitalised to construction in progress.

| For the six months ended 30 June | 2022 <i>US\$'000</i> | 2021 <i>US\$'000</i> |
|---|--------------------------------|-------------------------|
| Finance income | 604 | 421 |
| Finance costs | (4,095) | (4,517) |
| | (3,491) | (4,096) |

Other Income, Other Gains and Losses

The major components of other income, other gains and losses are as follows:

| | 2022 | 2021 |
|---|-----------------|-----------------|
| For the six months ended 30 June | US\$'000 | US\$'000 |
| Royalty income under finance lease agreement | 1,659 | 877 |
| Exchange losses, net | (158) | (598) |
| Written off of property, plant and equipment | – | (10,369) |
| Gain on disposal of property, plant and equipment | – | 1,790 |
| Others | 66 | 452 |
| | 1,567 | (7,848) |

Royalty income under finance lease agreement

Starting from 2021, Chibuluma South Mine (including Chifupu Deposit) operation was leased out under a finance lease agreement. The Group is entitled to fixed lease income and variable royalty income under the finance lease agreement. The lessee produced and sold 1,843 tonnes (2021 1H: 1,069 tonnes) of copper in 2022 1H and the Group has recorded a royalty income of US\$1.7 million (2021 1H: US\$0.9 million) under the finance lease agreement.

Written off of property, plant and equipment

Part of the Group's property, plant and equipment were replaced by new facilities, therefore the Group has written off property, plant and equipment amounted to US\$10.4 million in 2021 1H.

Gain on disposal of property, plant and equipment

In 2021 1H, the Group recorded a gain on disposal of Chibuluma's mining assets amounted to US\$1.8 million upon the effective of Chibuluma finance lease agreement.

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:

| | 2022 | 2021 |
|---|-----------------|-------------|
| For the six months ended 30 June | US\$'000 | US\$'000 |
| Off-mine costs: | | |
| Clearing costs of export | 11,210 | 6,881 |
| Transportation | 3,072 | 1,719 |
| Others | 1,116 | 210 |
| | <hr/> | <hr/> |
| Total Selling and Distribution Costs | 15,398 | 8,810 |
| | <hr/> <hr/> | <hr/> <hr/> |

Selling and distribution costs has increased by 75% from US\$8.8 million in 2021 1H to US\$15.4 million in 2022 1H.

The increase in selling and distribution costs was due to increase in the clearing cost of export and the transportation cost as previously sold copper blister by our DRC operations to customers in the DRC in 2021 1H and has changed to exporting copper concentrates since July 2021. Besides, the cobalt sale volumes increased by 86% as compared to 2021 1H also contributed to the increase in clearing and transportation costs.

Administrative Expenses

Administrative expenses increased by 36% from US\$3.7 million in 2021 1H to US\$5.0 million in 2022 1H. The increase was mainly due to the increase in safety, health, environment and community expenses incurred in 2022 1H.

Income Tax Expense

The Group is subject to taxes in Hong Kong, the DRC, Zambia and South Africa due to its business operations in these jurisdictions. An income tax expense of US\$34.0 million was derived in 2022 1H as compared to US\$30.6 million in the 2021 1H. The increase of income tax expenses was due to provision of US\$1.6 million for the DRC Super Profits Tax triggered by the significant increase in copper price in 2022 1H while no provision was made in 2021 1H.

Profit for the Period

As a result of the above, the Group recorded a consolidated profit of US\$67.1 million for the six months ended 30 June 2022 as compared to US\$78.7 million for the six months ended 30 June 2021.

Profit Attributable to Shareholders

The Group recorded a profit attributable to the shareholders of the Company amounted to US\$49.1 million for the six months ended 30 June 2022, as compared to the profit attributable to shareholders of the Company of US\$61.1 million for the six months ended 30 June 2021. The decrease of the Group's profit attributable to shareholders of the Company for the six months ended 30 June 2022 as compared to the six months ended 30 June 2021 was mainly due to the impact of higher commodity prices was offset by lower sales volume and higher production cost incurred, especially for the mining costs, ore purchase expenses and processing costs as mentioned above.

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 standardised 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, realisation 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.

| | 2022 | 2021 |
|--|------------------|-----------------|
| For the six months ended 30 June | US\$'000 | US\$'000 |
| Cash costs as reported in the income statement: | | |
| Direct and indirect mining cost | 225,801 | 141,018 |
| Adjustment for change in inventory | (46,881) | (5,504) |
| Adjustment for cobalt (by-product) revenue | (130,830) | (50,958) |
| | <u>48,090</u> | <u>84,556</u> |
| C1 cash costs | 48,090 | 84,556 |
| Copper sold (<i>tonnes</i>) | 27,148 | 29,385 |
| C1 cash cost per tonne of copper (<i>US\$/tonne</i>) | 1,771 | 2,878 |

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 written of property, plant and equipment and gain on disposal of property, plant and equipment and mining rights, 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:

| | 2022 | 2021 |
|---|-----------------------|-----------------------|
| For the six months ended 30 June | US\$'000 | US\$'000 |
| Profit for the period | 67,090 | 78,653 |
| Add: Net finance costs | 3,491 | 4,096 |
| Add: Income tax expenses | 34,049 | 30,629 |
| Add: Depreciation of property, plant and equipment | 30,856 | 33,911 |
| Add: Depreciation of right-of-use assets | 392 | 468 |
| Add: Amortisation of mineral rights | 12,623 | 7,080 |
| Add: Written off of property, plant and equipment | – | 10,369 |
| Less: Gain on disposal of property, plant and equipment and mining rights | – | (1,790) |
| | <u>–</u> | <u>(1,790)</u> |
| EBITDA | <u>148,501</u> | <u>163,416</u> |

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.

Issue of New Shares

During the six months period ended 30 June 2022 and 30 June 2021, no new shares have been issued by the Company.

Capital Structure

The capital of the Company comprises ordinary shares and perpetual subordinated convertible securities. For the movement of share capital and perpetual subordinated convertible securities, please refer to notes 13 and 14 of this announcement.

Liquidity and Financial Resources

As at 30 June 2022, the Group had bank balances and cash (including bank deposits) of US\$175.0 million as compared to US\$215.8 million as at 31 December 2021.

As at 30 June 2022, the Group had total bank borrowings of US\$223.7 million (31 December 2021: US\$249.7 million) in which the bank borrowings of US\$106.7 million (31 December 2021: US\$115.7 million) are due within one year, bank borrowings of US\$113.0 million (31 December 2021: US\$104.0 million) are due within 2 to 5 years and bank borrowings of US\$4.0 million due over 5 years (31 December 2021: US\$30.0 million).

In December 2020, the Group entered into interest rate swap agreements with an independent commercial bank to swap the Group's LIBOR denominated bank loans with principal amount of US\$194.0 million to fixed interest rate for the remaining loan term. As at 30 June 2022, bank loans with principal amount of US\$123.0 million are carrying effective fixed interest rate for the remaining loan term ranging from 2.5% to 3.9% per annum.

As at 30 June 2022, the Group had loans from related companies of US\$119.9 million (31 December 2021: US\$108.3 million) of which US\$109.8 million (31 December 2021: US\$108.3 million) are due within one year and loans from related companies of US\$10.1 million (31 December 2021: Nil) are due within 2 to 5 years.

The gearing ratio of the Group as at 30 June 2022 was 13.6% compared to 12.1% as at 31 December 2021. Gearing ratio is defined as net debt over total equity, and net debt is derived from total borrowings (including amount due to related companies) less bank balances and cash (including bank deposits). The increase in the gearing ratio was due to the decrease of bank balance and cash, repayment of bank loans and the increase of loan from related company as at 30 June 2022.

For the six months period ended 30 June 2022, 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 period ended 30 June 2022, there was no material acquisition or disposal of subsidiaries, associates and joint ventures.

Significant Capital Expenditures

During the six months ended 30 June 2022, the Group acquired property, plant and equipment amounting to US\$45.6 million (2021 1H: US\$48.8 million) and incurred expenditures on exploration and evaluation assets amounting to US\$23,000 (2021 1H: US\$1.5 million) for the Group's mining operations. During the six months ended 30 June 2022, the Group recognised additional right-of-use assets amounting to US\$26,000 (2021 1H: Nil). US\$30.7 million of the capital expenditure incurred in the six months ended 30 June 2022 related to the construction cost of Musonoi Project.

Details of Charges on the Group's Assets

As at 30 June 2022, 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 2022, the Group did not have any significant contingent liabilities.

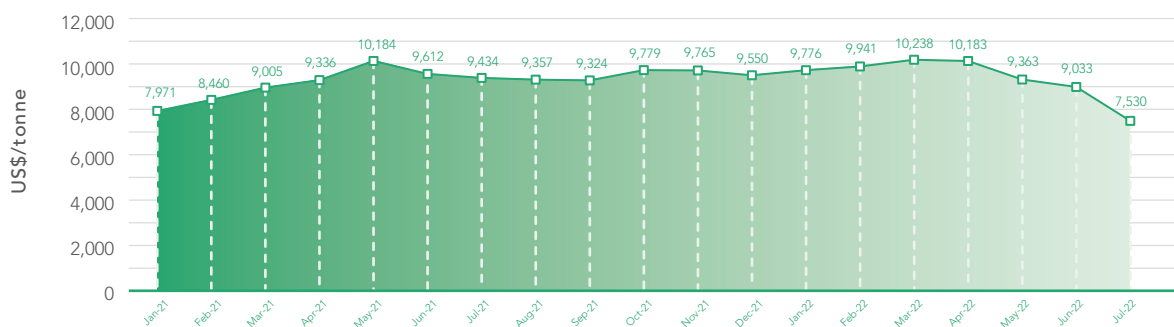
Foreign Exchange Risk Management

The reporting currency of the Group is US\$ and the functional currencies of subsidiaries of the Group are mainly US\$. 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 and South Africa and the Group is exposed to fluctuation in CDF, ZMW and ZAR. The Group monitors its exposure to foreign currency exchange risk on an on-going basis.

PROSPECT

Copper price is highly susceptible to swing in global policy and economic uncertainty. The geopolitical instability between Russia and Ukraine, the re-emergence of COVID-19 and "zero-COVID" policy in the PRC and the fear of global slowdown have caused copper price to plunge by one-third from a March 2022 high of US\$10,700 per tonne to US\$7,000 per tonne in mid July 2022, the lowest since November 2020. Central banks are lifting interest rates and high energy prices are affecting investments. Commodities price has been volatile in 2022 1H and likely to remain volatile in the short-term future.

LME COPPER PRICE (JANUARY 2021 TO JULY 2022)



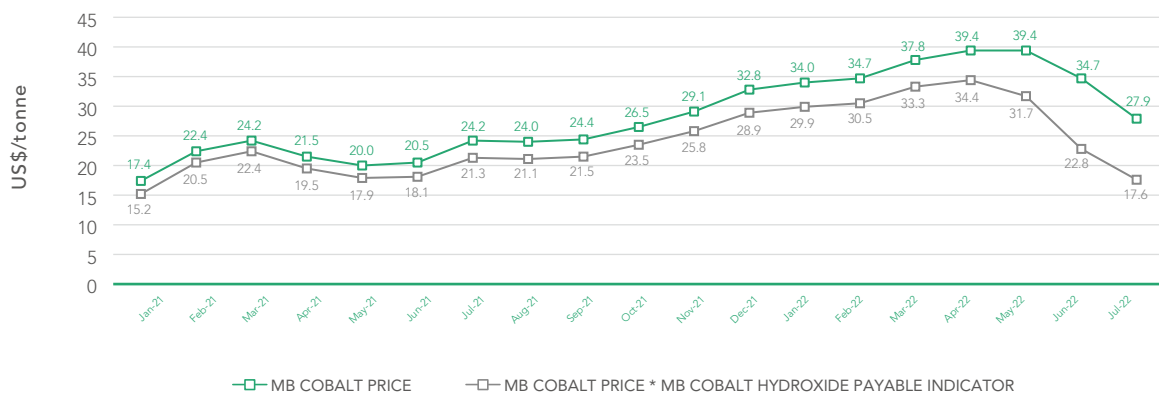
Short-term copper supply has been affected by disruptions caused by ongoing labour issues, community opposition and the outspread of COVID-19 leading to delays of shipments of copper concentrates out of key South American loading ports. Global miners (including Glencore) have revised their 2022 guidance copper production volume downwards recently. LME copper inventory has remained at a low level in a prolonged period. Meanwhile, Russia produced around 3.5% of global copper production in 2021 according to US Geological Survey (USGS) and any potential disruption to Russia's copper production will also lead to copper price shock. Copper market is forecasted to remain tight in the short-term future.

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. Copper, as a critical commodity used in construction and infrastructure, will definitely benefit from the economic recovery from COVID-19. Nations around the globe have initiated the strategic target of carbon neutral. Copper, as the most commonly used conductible material, will be used more frequently in areas including solar, wind, power storage, new energy and distribution under the carbon neutral era, the demand for copper will further increase.

In longer term, copper supply will remain tight after a few large scale new projects and expansions come online in 2022 and 2023. Bank of America Global Research analysts expect global copper market to return to deficit from 2025 onwards after completion of current projects' construction. With exploration activity relatively limited in recent years, the increase in new supply will be slow from 2025 onwards. Goldman Sach retained their US\$15,000 per tonne forecast in 2025. Meanwhile, Chile, the world's largest copper producing country, is proposing a new tax linked to copper price, bringing more uncertainty to long term supply.

Growth in long term copper demand will be driven by the growth in fast expanding green technologies, where copper is used in energy storage, electric vehicles, EV charging infrastructure, wind power generation and solar photovoltaic panels. S&P Global forecasted that long term demand will reach 53 million tonnes annually in order to reach carbon neutrality by 2050, more than double the current level.

MB COBALT PRICE (JANUARY 2021 TO JULY 2022)



In the case of cobalt, after cobalt price more than doubled in 2021, benchmark MB cobalt price has retreated by approximately 40% since end of March 2022 from US\$39.0 per pound at 31 March 2022 to US\$23.5 per pound by the date of this announcement. Coupling with the decrease in cobalt hydroxide coefficient where benchmark MB cobalt hydroxide coefficient has decreased from 88% at the end of March 2022 to 61% by the date of this announcement, leads to the further decrease in effective cobalt price of the Group.

In 2021, global EV sales recorded 6.6 million units, more than double the sales in 2020 of 3 million units, in which PRC's EV sales in 2021 surged 136% year-on-year to 3.95 million units, accounting for 13.5% of the total auto market in China. China Association of Automobile Manufacturers estimates that EV sales will grow to 5 million units in 2022, accounting for 18% of total domestic auto sales. According to Cobalt Institute, EV became cobalt's largest end use sector for the first time in 2021, representing 34% of global cobalt usage. Major auto makers were launching more EV models in 2021 and Ford estimates that 40% of motor vehicle sold will be EVs by 2030 and Bloomberg estimates that half of motor vehicle sold will be EVs by 2040. Analyst forecasts cobalt demand to expand at a compound annual growth rate of 7% to 2030. Moreover, aerospace sector continues its recovery from COVID-19 disruption, adding to further demand of cobalt.

Copper and cobalt markets are easily affected by global economy uncertainties and will continue to be difficult to operate in the near future. 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.

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.

To be a world-class mineral corporation is the ultimate goal of the Group. The Group's focus in the near future is the construction of the Musonoi copper-cobalt mine in Kolwezi, the DRC. Construction work at Musonoi Project has progressed well in 2022 1H.

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.

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.

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 2022, the Group had 1,565 (31 December 2021: 1,575) permanent workers and 3,084 (31 December 2021: 2,741) 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 2022 (six months ended 30 June 2021: Nil).

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 announcement, the Audit Committee comprised one executive Director, namely, Mr. Cheng Yonghong, and three independent non-executive Directors, namely Mr. Poon Chiu Kwok (Chairman of Audit Committee), Mr. Yen Yuen Ho, Tony and Mr. Yu Chi Kit 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 2022 have been reviewed by the Audit Committee.

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 2022.

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 2022.

PURCHASE, SALES OR REDEMPTION OF LISTED SECURITIES

During the six months ended 30 June 2022, a wholly-owned subsidiary of the Company, Golden Harbour International Trading Limited (“**Golden Harbour**”), repurchased a total of 11,320,000 Shares on the Stock Exchange at an aggregate consideration (excluding expenses) of approximately HK\$10,254,160. Further details are set out as follows:

| Month of repurchase | Number of ordinary shares repurchased | Highest purchase price per share <i>HK\$</i> | Lowest purchase price per share <i>HK\$</i> | Purchase consideration (excluding expenses) <i>HK\$</i> |
|----------------------------|--|--|---|---|
| June 2022 | <u>11,320,000</u> | <u>0.94</u> | <u>0.86</u> | <u>10,254,160</u> |

All the shares repurchased were cancelled on 29 and 30 June 2022. Shares repurchased by Golden Harbour in the six months ended 30 June 2022 were carried out pursuant to the general mandate to repurchase shares granted by the shareholders of the Company at the annual general meeting held on 25 May 2022 and were made in the interest of the Company and the shareholders of the Company as a whole. Save as disclosed above, neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company’s listed securities during the six months period ended 30 June 2022.

In the period from 1 July 2022 to 15 July 2022, a further 21,271,000 Shares were repurchased by the Group. All of the said 21,271,000 Shares were cancelled on 29 July 2022.

APPRECIATION

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

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

PUBLICATION OF FINANCIAL RESULTS ON THE WEBSITES OF THE STOCK EXCHANGE AND THE COMPANY

This announcement is available for viewing on the websites of the Stock Exchange and the Company. The interim report of the Company for the six months ended 30 June 2022 will be dispatched to Shareholders and published on the Stock Exchange and the Company’s websites respectively in due course.

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 |
| “connected person” | has the meaning ascribed to it under the Listing Rules |
| “controlling shareholder” | has the meaning ascribed to it under the Listing Rules |

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| “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 |
| “Director(s)” | the director(s) of the Company |
| “DRC” | the Democratic Republic of Congo |
| “EBITDA” | Earnings before interest (net finance costs), income tax, depreciation and amortisation and impairment loss |
| “EV(s)” | electric vehicle(s) |
| “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 |
| “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) |
| “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 |
| “Kinsenda” | Kinsenda Copper Company SA, a company incorporated in the DRC and an indirect non wholly-owned subsidiary of the Company |

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| “Kinsenda Mine” | an underground copper mine owned by Kinsenda and situated in Haut Katanga Province in the DRC |
| “km” | kilometer(s) |
| “LIBOR” | the London Interbank Offered Rate |
| “Listing Rules” | the Rules Governing the Listing of Securities on the Stock Exchange |
| “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 |
| “Lubembe Project” | a greenfield copper project owned by Kinsenda and situated in Haut Katanga Province in the DRC |
| “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 |
| “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 |
| “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 |

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| “Model Code” | Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 to the Listing Rules |
| “Musonoi Project” | a brownfield copper and cobalt project owned by Ruashi and situated in Lualaba Province in DRC |
| “Operating Mines” | Ruashi Mine and Kinsenda Mine |
| “PRC” | the People’s Republic of China |
| “PSCS” or “Convertible Securities” | the perpetual subordinated convertible securities issued by the Company to satisfy part of the purchase price for the Acquisition |
| “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 Haut Katanga Province |
| “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) |
| “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) |
| “t” | tonne(s) |
| “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

“ZMW” Zambian Kwacha, the lawful currency of Zambia

* *for identification purposes only*

By order of the Board
Jinchuan Group International Resources Co. Ltd
Wong Hok Bun Mario
Company Secretary

Hong Kong, 19 August 2022

As at the date of this announcement, the Board comprises two executive directors, namely Mr. Gao Tianpeng and Mr. Cheng Yonghong; two non-executive directors, namely Mr. Liu Jian and Mr. Wang Qiangzhong; and four independent non-executive directors, namely Mr. Yen Yuen Ho, Tony, Mr. Poon Chiu Kwok, Mr. Yu Chi Kit and Ms. Han Ruixia.