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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)

**ANNUAL RESULTS ANNOUNCEMENT
FOR THE YEAR ENDED 31 DECEMBER 2022**

RESULTS

The Board is pleased to announce the audited results of the Group for the year ended 31 December 2022 together with the comparative figures in 2021 as follows:

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

For the year ended 31 December 2022

	<i>Notes</i>	2022 US\$'000	2021 US\$'000
Continuing operations			
Revenue	3	881,598	831,899
Cost of sales		(746,219)	(531,101)
Royalty payment		(66,894)	(49,133)
Gross profit		68,485	251,665
Other income, other gains and losses	5	46,123	63,246
Selling and distribution costs		(36,333)	(22,815)
Administrative expenses		(10,434)	(4,549)
Finance income		1,931	728
Finance costs	6	(8,642)	(9,539)
Profit before tax	7	61,130	278,736
Income tax expense	8	(54,266)	(116,729)
Profit for the year from continuing operations		6,864	162,007
Discontinued operations			
Profit for the year from discontinued operations		–	438

	<i>Notes</i>	2022 US\$'000	2021 US\$'000
Profit for the year		6,864	162,445
Other comprehensive income (expense)			
Items 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 as cash flow hedges		1,089	278
Other comprehensive income (expense) for the year		1,089	(160)
Total comprehensive income for the year		7,953	162,285
Profit for the year attributable to:			
Owners of the Company			
– from continuing operations		1,028	120,089
– from discontinued operations		–	438
		1,028	120,527
Non-controlling interests			
– from continuing operations		5,836	41,918
		6,864	162,445
Total comprehensive income attributable to:			
Owners of the Company		2,117	120,367
Non-controlling interests		5,836	41,918
		7,953	162,285
Total comprehensive income attributable to:			
Owners of the Company			
– from continuing operations		2,117	120,367
Earnings per share	9		
From continuing and discontinued operations			
Basic (<i>US cent</i>)		0.01	0.96
Diluted (<i>US cent</i>)		0.01	0.91
From continuing operations			
Basic (<i>US cent</i>)		0.01	0.95
Diluted (<i>US cent</i>)		0.01	0.90

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 December 2022

	Notes	2022 US\$'000	2021 US\$'000
Non-current assets			
Property, plant and equipment		807,935	730,028
Right-of-use assets		1,649	2,400
Mineral rights		560,703	582,711
Exploration and evaluation assets		121,580	121,320
Derivative financial instruments		–	258
Inventories		102,481	–
Other non-current assets	11	123,037	72,506
		<u>1,717,385</u>	<u>1,509,223</u>
Current assets			
Inventories		120,637	233,499
Trade and other receivables	11	86,665	74,346
Financial assets at fair value through profit or loss (“FVTPL”)		2,749	2,978
Derivative financial instruments		1,367	20
Finance lease receivables		–	2,825
Tax recoverable		11,046	–
Bank deposits with original maturity over three months		10,000	17,000
Bank balances and cash		79,679	198,780
		<u>312,143</u>	<u>529,448</u>
Current liabilities			
Trade and other payables	12	176,947	112,159
Amount due to ultimate holding company		56	–
Amount due to an intermediate holding company		5,206	102,539
Amount due to a fellow subsidiary		5,440	5,234
Amount due to a non-controlling shareholder of a subsidiary		491	533
Bank borrowings		67,789	115,657
Lease liabilities		720	778
Short-term provisions		6,689	6,767
Bank overdrafts		3,002	–
Tax payable		–	32,621
		<u>266,340</u>	<u>376,288</u>
Net current assets		<u>45,803</u>	<u>153,160</u>
Total assets less current liabilities		<u>1,763,188</u>	<u>1,662,383</u>

	<i>Notes</i>	2022 US\$'000	2021 US\$'000
Non-current liabilities			
Deferred tax liabilities		342,874	325,698
Bank borrowings		127,000	134,000
Amount due to an intermediate holding company		100,941	–
Lease liabilities		864	1,571
Long-term provisions		25,419	24,155
		<u>597,098</u>	<u>485,424</u>
Net assets		<u>1,166,090</u>	<u>1,176,959</u>
Capital and reserves			
Share capital	13	16,027	16,166
Perpetual subordinated convertible securities		88,462	88,462
Reserves		896,914	908,588
Equity attributable to owners of the Company		1,001,403	1,013,216
Non-controlling interests		164,687	163,743
Total equity		<u>1,166,090</u>	<u>1,176,959</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2022

1. GENERAL INFORMATION

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 People’s Republic of China (the “**PRC**”). The addresses 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.

The consolidated financial statements are presented in United States dollars (“**US\$**”), which is also the functional currency of the Company.

* For identification purposes only

2. APPLICATION OF AMENDMENTS TO INTERNATIONAL FINANCIAL REPORTING STANDARDS (“**IFRSs**”)

Amendments to IFRSs that are mandatorily effective for the current year

In the current year, the Group has applied the following amendments to IFRSs issued by the International Accounting Standards Board (“**IASB**”) for the first time, which are mandatorily effective for the annual period beginning on 1 January 2022 for the preparation of the 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 amendments to IFRSs in the current year has had no material impact on the Group’s financial positions and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

3. REVENUE

Revenue represents revenue arising from sales of mineral and metal products. An analysis of the Group's revenue from continuing operations for the year is as follows:

	2022 <i>US\$'000</i>	2021 <i>US\$'000</i>
Sales of copper	696,224	637,288
Sales of cobalt	296,485	159,790
Revenue from contracts with customers		
from sales of mineral and metal products	992,709	797,078
Provisional pricing adjustment, net	(111,111)	34,821
	881,598	831,899

Revenue from the sale of mineral and metal products is recognised at the point in time when control of the products has been transferred to the customer, generally on delivery of the goods.

For some sales, revenue is recognised initially at a selling price that is determined on a provisional basis. The final selling price is subject to the confirmation of the weight and grade of minerals shipped and actual market price of the minerals on the date of final pricing, a process that could take up to 4 months after initial recognition. Adjustments between initial and final recognition is disclosed as provisional pricing adjustments.

4. SEGMENT INFORMATION

IFRS 8 "Operating Segments" requires operating segments to be identified on the basis of internal reporting on the components of the Group that are regularly reviewed by the chief operating decision maker ("**CODM**") in order to allocate resources to the segments and assess their 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

During the year ended 31 December 2021, the Group discontinued the trading of mineral and metal products operations in the PRC and those results have been presented as discontinued operations. The segment information below does not include any amounts pertaining to the discontinued operations.

Segment revenue and results

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

For the year ended 31 December 2022

Continuing operations

	Mining operations US\$'000	Trading of mineral and metal products US\$'000	Total US\$'000
Segment revenue			
Revenue	724,980	267,729	992,709
Provisional pricing adjustment	(76,163)	(34,948)	(111,111)
	<u>648,817</u>	<u>232,781</u>	<u>881,598</u>
Segment results	<u>63,613</u>	<u>771</u>	64,384
Unallocated corporate income			887
Unallocated corporate expenses			<u>(4,141)</u>
Profit before tax from continuing operations			<u>61,130</u>

For the year ended 31 December 2021

Continuing operations

	Mining operations <i>US\$'000</i>	Trading of mineral and metal products <i>US\$'000</i>	Total <i>US\$'000</i>
Segment revenue			
Revenue	593,932	198,085	792,017
Inter-segment sales	5,061	–	5,061
Provisional pricing adjustment	21,645	13,176	34,821
	<u>620,638</u>	<u>211,261</u>	<u>831,899</u>
Segment results	<u>281,612</u>	<u>359</u>	281,971
Unallocated corporate income			537
Unallocated corporate expenses			<u>(3,772)</u>
Profit before tax from continuing operations			<u>278,736</u>

Inter-segment sales are charged at prevailing market prices.

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 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.

5. OTHER INCOME, OTHER GAINS AND LOSSES

	2022 US\$'000	2021 US\$'000
Continuing operations		
Reversal of impairment loss recognised in respect of property, plant and equipment	42,166	–
Reversal of impairment loss recognised in respect of mineral rights	2,834	96,000
Written off of property, plant and equipment	–	(10,369)
Impairment loss on VAT recoverable	–	(25,900)
Exchange losses, net	(2,034)	(1,075)
Royalty income	2,713	2,442
Gain on disposal of property, plant and equipment	–	1,477
Fair value loss on financial assets at FVTPL	(229)	(16)
Others	673	687
	<u>46,123</u>	<u>63,246</u>

Given the variability in the market price of copper, the Group performed an impairment assessment of the non-current assets including mineral rights and property, plant and equipment based on a value in use calculation. The discounted cash flow method was calculated based on cash flow projection prepared from financial forecasts approved by the directors of the Company which incorporate the management's mining plan with reference to the most recent resources and reserves report prepared by independent external competent persons, best estimate of production cost and long-term copper price forecast of approximately US\$8,300 per tonne (2021: US\$7,100 per tonne). The pre-tax discount rate used for Kinsenda CGU of 23.7% (2021: Ruashi CGU of 27.3%) reflects current market assessments of the time value of money and the risks specific to the CGU for which the estimates of future cash flows have not been adjusted.

At 31 December 2022, the Group recognised a reversal of impairment of property, plant and equipment of US\$42,166,000 and mineral rights of US\$2,834,000, respectively, for Kinsenda CGU (2021: reversal of impairment of mineral rights of US\$96,000,000 for Ruashi CGU) as its estimated recoverable amount was higher than the carrying amount. The recoverable amount of the Kinsenda CGU amounted to approximately US\$402,164,000 as at 31 December 2022 (2021: US\$545,678,000 for Ruashi CGU). There are no impairment or reversal of impairment recognised for other CGUs for the year ended 31 December 2022.

6. FINANCE COSTS

	2022 <i>US\$'000</i>	2021 <i>US\$'000</i>
Continuing operations		
Interest on		
Convertible Securities	88	88
Bank borrowings	9,980	8,030
Loan from an intermediate holding company	4,208	2,748
Loan from a fellow subsidiary	206	123
Lease liabilities	81	55
	<u>14,563</u>	<u>11,044</u>
Less: Amount capitalised in cost of qualifying assets	<u>(5,921)</u>	<u>(1,505)</u>
	<u><u>8,642</u></u>	<u><u>9,539</u></u>

7. PROFIT BEFORE TAX

	2022 <i>US\$'000</i>	2021 <i>US\$'000</i>
Profit before tax from continuing operations has been arrived at after charging:		
Staff costs		
Directors' emoluments	642	559
Other staff costs		
– Salaries and other benefits	49,533	47,858
– Retirement benefits schemes contributions	3,910	3,902
	<u>54,085</u>	<u>52,319</u>
Auditors' remuneration	466	490
Depreciation of property, plant and equipment	63,342	67,935
Depreciation of right-of-use assets	751	911
Amortisation of mineral rights	24,842	14,434
Impairment loss on inventories (included in cost of sales)	<u>6,675</u>	<u>5,695</u>

8. INCOME TAX EXPENSE

The tax expense comprises:

	2022 <i>US\$'000</i>	2021 <i>US\$'000</i>
Continuing operations		
Current taxation		
Hong Kong Profits Tax	–	–
Corporate income tax in the Democratic Republic of Congo (the “DRC”)	36,547	53,781
Corporate income tax in the Republic of Zambia (“Zambia”)	543	326
	37,090	54,107
Deferred taxation	17,176	62,622
	54,266	116,729

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

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

9. EARNINGS PER SHARE

From continuing operations

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

	2022	2021
	US\$'000	US\$'000
Earnings		
Earnings for the purpose of basic earnings per share	1,028	120,089
Add: Interest expense on Convertible Securities	88	88
	<hr/>	<hr/>
Earnings for the purpose of diluted earnings per share	1,116	120,177
	<hr/> <hr/>	<hr/> <hr/>
	2022	2021
Number of shares		
Weighted average number of ordinary shares for the purpose of basic earnings per share	12,573,187,065	12,609,873,051
Effect of dilutive potential ordinary shares: Convertible Securities	690,000,000	690,000,000
	<hr/>	<hr/>
Weighted average number of ordinary shares for the purpose of diluted earnings per share	13,263,187,065	13,299,873,051
	<hr/> <hr/>	<hr/> <hr/>

From continuing and discontinued operations

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

	2022	2021
	US\$'000	US\$'000
Earnings		
Earnings for the purpose of basic earnings per share	1,028	120,527
Add: Interest expense on Convertible Securities	88	88
	<hr/>	<hr/>
Earnings for the purpose of diluted earnings per share	1,116	120,615
	<hr/> <hr/>	<hr/> <hr/>

The denominators used are the same as those set out above for continuing operations.

From discontinued operations

The earnings per share for discontinued operations is as follows:

	2022 <i>US cent</i>	2021 <i>US cent</i>
Basic	N/A	0.01
Diluted	N/A	0.01

The calculation of the earnings per share for discontinued operations is based on:

	2022 <i>US\$'000</i>	2021 <i>US\$'000</i>
Earnings		
Earnings for the purpose of basic and diluted earnings per share	N/A	438

The denominators used are the same as those set out above for continuing operations.

10. DIVIDENDS

	2022 <i>US\$'000</i>	2021 <i>US\$'000</i>
Dividends for ordinary shareholders of the Company recognised as distributions during the year		
2021 Final – HK0.2 cent per share		
(2021: 2020 Final – HK0.1 cent per share)	3,233	1,617

Subsequent to the end of the reporting period, a final dividend in respect of the year ended 31 December 2022 of HK0.2 cent (2021: HK0.2 cent) per ordinary share, in an aggregate amount of approximately HK\$25,004,000 (2021: HK\$25,220,000), equivalent to approximately US\$3,206,000 (2021: US\$3,233,000), has been proposed by the directors of the Company and is subject to approval by the shareholders in the forthcoming annual general meeting.

11. TRADE AND OTHER RECEIVABLES

	2022 <i>US\$'000</i>	2021 <i>US\$'000</i>
Non-current assets		
Deposit for acquisition of property, plant and equipment	16,502	–
Royalty prepayment to non-controlling shareholders of subsidiaries	10,674	11,602
Rehabilitation trust fund	83	85
VAT recoverable, net of impairment	95,778	60,819
	<u>123,037</u>	<u>72,506</u>
Current assets		
Financial assets at FVTPL		
Trade receivables under provisional pricing arrangements	65,829	49,268
Financial assets at amortised cost		
Other receivables	8,648	7,962
Loan to a DRC state-owned power company	547	1,374
	<u>9,195</u>	<u>9,336</u>
Non-financial assets		
Other receivables	2,063	2,524
Prepayments	9,578	13,218
	<u>11,641</u>	<u>15,742</u>
	<u>86,665</u>	<u>74,346</u>

The Group provides customers with a credit period ranging from 5 days to 30 days (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 1 January 2021, the trade receivables under provisional pricing arrangements amounted to US\$55,245,000.

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.

	2022 <i>US\$'000</i>	2021 <i>US\$'000</i>
Within 3 months	65,766	47,655
Over 1 year	63	1,613
	<u>65,829</u>	<u>49,268</u>

As at 31 December 2022, trade receivables under provisional pricing arrangement amounting to US\$6,548,000 (2021: nil) which was past due and was included in financial assets at FVTPL.

12. TRADE AND OTHER PAYABLES

	2022 <i>US\$'000</i>	2021 <i>US\$'000</i>
Financial liabilities at FVTPL		
Trade payables under provisional pricing arrangements	102,810	39,577
Financial liabilities at amortised cost		
Mining expenses payables	17,111	9,580
Construction cost payables	13,572	17,715
Other payables	1,637	3,108
	<u>32,320</u>	<u>30,403</u>
Non-financial liabilities		
Accrued royalty payment and other tax payable	15,846	16,732
Provision for import duties and export clearing charges	7,867	10,091
Others (<i>Note</i>)	18,104	15,356
	<u>41,817</u>	<u>42,179</u>
	<u>176,947</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 credit period on purchases of goods ranges from 0 to 90 days.

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

	2022 US\$'000	2021 <i>US\$'000</i>
Within 3 months	102,478	38,127
4 to 6 months	332	340
7 to 12 months	–	4
Over 1 year	–	1,106
	102,810	39,577

13. SHARE CAPITAL

	Number of shares	Amount HK\$'000
Ordinary shares of HK\$0.01 each		
Authorised:		
At 1 January 2021, 31 December 2021 and 31 December 2022	<u>20,000,000,000</u>	<u>200,000</u>
Issued and fully paid:		
At 1 January 2021 and 31 December 2021	12,609,873,051	126,099
Repurchase and cancellation of shares (<i>Note</i>)	<u>(107,791,000)</u>	<u>(1,078)</u>
At 31 December 2022	<u>12,502,082,051</u>	<u>125,021</u>
	2022 US\$'000	2021 <i>US\$'000</i>
Shown in the consolidated financial statements as	16,027	16,166

Note: During the year ended 31 December 2022, the Group repurchased an aggregate of 107,791,000 of its own shares on the Stock Exchange at total consideration of approximately HK\$82,768,000 (equivalent to approximately US\$10,611,000), excluding expenses. All of the repurchased shares were cancelled during the year.

14. CAPITAL COMMITMENTS

	2022 US\$'000	2021 <i>US\$'000</i>
Capital expenditure in respect of construction of property, plant and equipment contracted for but not provided in the consolidated financial statements	77,955	140,333

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 2022 receded as compared to 2021. The results were primarily impacted by fluctuating commodity prices, higher production costs together with the longer quotation period adopted in the period when DRC's logistics was disrupted.

LME copper price reached a record high of US\$10,730 per tonne in March 2022, then dropped 35% to a year low of US\$7,000 per tonne by July 2022 and closed the year at US\$8,387 per tonne as at 31 December 2022. On the other hand, MB cobalt price climbed up to US\$39.75 per pound in April 2022 and then dropped 37% to US\$25 per pound by July 2022. The fall continued in the year and closed the year at US\$18.75 per pound as at 31 December 2022, representing a decrease of 53% from the highest price in 2022. The Group's results were heavily impacted by the sudden sharp decrease in commodity prices.

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, the Group produced 59,440 tonnes of copper (2021: 61,260 tonnes) and 3,961 tonnes of cobalt (2021: 3,379 tonnes) and sold 64,739 tonnes of copper (2021: 57,001 tonnes) and 4,496 tonnes of cobalt (2021: 2,617 tonnes) which generated revenue of US\$487.9 million and US\$160.9 million respectively (2021: US\$514.0 million and US\$106.6 million respectively).

Copper production was lowered by 3% in 2022 as compared to 2021. Ruashi Mine's copper production for 2022 of 30,353 tonnes was 8% lower as compared to 2021 of 33,063 tonnes due to lower ore feed grade. Kinsenda Mine reported 3% higher copper production at 29,087 tonnes for 2022 as compared to 28,197 tonnes for 2021. Kinsenda Mine has increased its ore processing volume in 2022 and this had successfully offset the impact of decreasing ore grade and feed grade in the year.

Cobalt production has increased by 17% to 3,961 tonnes in 2022 as compared to 2021 of 3,379 tonnes as Ruashi Mine had successfully purchased more ore from independent suppliers in 2022 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, the trading division of the Group recorded a turnover of US\$232.8 million (2021: US\$211.3 million) via the trading of commodities, including copper cathode, copper matte and cobalt hydroxide.

FINANCIAL REVIEW

The Group's operating results for 2022 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 was US\$881.6 million, representing an increase of 6% compared to US\$831.9 million for 2021. Reasons for the increase in revenue during the year are discussed below.

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

For the year ended 31 December

	2022	2021
Mining operations:		
Volume of copper sold (<i>tonnes</i>)	64,739	57,001
Volume of cobalt sold (<i>tonnes</i>)	4,496	2,617
Average price realised per tonne of copper (<i>US\$</i>)	7,537	9,018
Average price realised per tonne of cobalt (<i>US\$</i>)	35,790	40,738
Revenue from sales of copper (<i>US\$'000</i>)	487,907	514,025
Revenue from sales of cobalt (<i>US\$'000</i>)	160,910	106,613
Total revenue from mining operations – including provisional pricing adjustment (<i>US\$'000</i>)	648,817	620,638
Trading of mineral and metal products:		
Revenue – trading of externally sourced mineral and metal products – including provisional pricing adjustment (<i>US\$'000</i>)	232,781	211,261
Total Revenue (<i>US\$'000</i>)	881,598	831,899

Note: Pricing coefficients were considered in actual sales revenue.

In 2022, the Group sold 64,739 tonnes of copper content contained in copper cathode and copper concentrate (2021: 57,001 tonnes), of which the copper sales volume of Ruashi Mine in 2022 was 35,150 tonnes, an increase of 26% from 27,930 tonnes in 2021, and the copper sales volume of Kinsenda Mine in 2022 was 29,589 tonnes, an increase of 2% from 29,071 tonnes in 2021. The Group sold 4,496 tonnes of cobalt content contained in cobalt hydroxide in 2022, representing an increase of 72% compared with 2,617 tonnes in 2021.

With global logistics gradually resumed normal in the second half of 2022, the Group has been successful in destocking finished goods on hand, leading to a higher sales volume in 2022 for both copper and cobalt as compared to production volume.

Copper revenue from mining operations for 2022 decreased by 5% as compared to 2021. The average copper price realised in 2022 was US\$7,537 per tonne, representing a decrease of 16% as compared to US\$9,018 per tonne in 2021.

Cobalt revenue from mining operations in 2022 increased by 51% as compared to 2021 due to the increase in volume of cobalt sold offset by lower average realised cobalt price. The volume of cobalt sold has increased by 72% from 2,617 tonnes in 2021 to 4,496 tonnes in 2022. The average realised cobalt price for 2022 was US\$35,790 per tonne which was 12% lower when compared to US\$40,738 per tonne for 2021.

Benchmark LME copper price and MB cobalt price have decreased by approximately 13% and 44% respectively from the end of 2021 and reached US\$8,387 per tonne and US\$18.75 per pound respectively by the end of December 2022. As a result, the Group's average copper and cobalt price realised in 2022 have decreased by 16% and 12%, respectively, as compared to prior years. Moreover, longer quotation periods were adopted with several copper and cobalt customers during the time when global logistics was disrupted, leading to more downward adjustments to the provisional prices previously recognised under the market downturn circumstances.

The trading of mineral and metal products segment recorded an increase in revenue on trading of externally sourced commodities of 10% from US\$211.3 million in 2021 to US\$232.8 million in 2022. 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 year ended 31 December

	2022 <i>US\$'000</i>	2021 <i>US\$'000</i>
Mining operations:		
Realisation costs	1,125	7,233
Mining costs	91,069	63,517
Ore purchase	92,224	11,497
Salaries and wages	52,093	50,734
Processing costs	112,544	95,841
Engineering and technical costs	18,471	14,245
Safety, health, environment and community costs	5,478	5,130
Mine administrative expenses	33,263	34,452
Depreciation of property, plant and equipment	63,294	67,831
Depreciation of right-of-use assets	68	107
Amortisation of mineral rights	24,842	14,434
Movement in inventories	18,967	(50,132)
Sub-total	513,438	314,889
Trading of mineral and metal products:		
Purchase of commodities	232,781	216,212
Total Cost of Sales	746,219	531,101

Cost of sales for the Group's mining operations increased to US\$513.4 million in 2022, representing an increase of 63% as compared to US\$314.9 million in 2021. Mining costs increased by 43% as Ruashi Mine had increased mining activities to accelerate the depletion of Pit 1, so as to create dumping space for waste from Pit 3. Processing costs were 17% higher in 2022 due to the higher electricity expenses, higher reagent consumption due to acid solubility of the ore and the increase in the reagent price. Ore purchase expenses have increased from US\$11.5 million in 2021 to US\$92.2 million in 2022 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.

In 2022, the Group's finished goods inventory decreased by 4,778 tonnes of copper cathode, 544 tonnes of cobalt hydroxide (cobalt content) and 503 tonnes of copper concentrate (copper content).

Cost of trading of mineral and metal products of US\$232.8 million (2021: US\$216.2 million) represented the cost of commodities purchased by our trading subsidiaries in 2022. The increase in cost of sales was in line with the increase of trading segment's revenue.

Royalty Payment

Royalty payment increased from US\$49.1 million in 2021 to US\$66.9 million in 2022 which was in line with the increase in sales volumes of cobalt in 2022.

Gross Profit

Gross profit of the Group's operations has decreased by 73% from US\$251.7 million in 2021 to US\$68.5 million in 2022. The increase in revenue in 2022 was offset by the higher cost of sales and royalty payment as mentioned above which led to the decrease in gross profit in 2022.

Net Finance Costs

Finance costs has decreased by 10% from US\$9.5 million in 2021 to US\$8.6 million in 2022 as a result of the gradual repayment of Kinsenda Mine's project loan and working capital loans. Interest expenses on project loan raised for the construction of Musonoi Project were capitalised to construction in progress as the project was still in construction phase.

Gross interest expenses (before capitalisation) increased by 32% from US\$11.0 million in 2021 to US\$14.6 million in 2022 due to the increase in market interest rate in 2022 and offset by the gradual repayment of bank loans using cashflow from Kinsenda Mine, leading to a decrease in principal outstanding and the impact of the interest rate swap agreements, which had swapped part of the interest payments from floating interest payments to fixed interest payments, locking down the interest payment amount.

For the year ended 31 December

	2022 <i>US\$'000</i>	2021 <i>US\$'000</i>
Finance income	<u>1,931</u>	<u>728</u>
Finance costs		
– Interest expenses	(14,563)	(11,044)
– Less: Amount capitalised in cost of qualifying assets	<u>5,921</u>	<u>1,505</u>
	<u>(8,642)</u>	<u>(9,539)</u>
Net Finance Costs	<u>(6,711)</u>	<u>(8,811)</u>

Other Income, Other Gains and Losses

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

For the year ended 31 December

	2022 <i>US\$'000</i>	2021 <i>US\$'000</i>
Reversal of impairment loss recognised in respect of property, plant and equipment	42,166	–
Reversal of impairment loss recognised in respect of mineral rights	2,834	96,000
Royalty income under finance lease agreement	2,713	2,442
Written off of property, plant and equipment	–	(10,369)
Impairment loss on VAT recoverable	–	(25,900)
Exchange losses, net	(2,034)	(1,075)
Gain on disposal of property, plant and equipment	–	1,477
Others	<u>444</u>	<u>671</u>
	<u>46,123</u>	<u>63,246</u>

Reversal of impairment loss

The Group recognised a reversal of impairment of property, plant and equipment of US\$42,166,000 and mineral rights of US\$2,834,000, respectively, for Kinsenda CGU (2021: reversal of impairment of mineral rights of US\$96,000,000 for Ruashi CGU) for the year ended 31 December 2022. The Group has reviewed the updated life of mine model of the Group's two operating mines incorporating revised minable reserves and new commodities prices assumption, and has reversed Kinsenda Mine's impairment loss and Ruashi's Mine's impairment loss recognised in prior years to reflect the changes in assumptions and mineable reserves for the years ended 31 December 2022 and 2021 respectively.

Royalty income under finance lease agreement

Starting from 2021, Chibuluma South Mine (including Chifupu Deposit) 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 3,737 tonnes (2021: 3,051 tonnes) of copper in 2022 and the Group has recorded a royalty income of US\$2.7 million (2021: US\$2.4 million) under the finance lease agreement.

Written off of property, plant and equipment

In 2021, 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 (2022: nil).

Impairment loss on VAT recoverable

As a result of continued challenge by relevant government authorities in settling long outstanding VAT claims, an impairment loss of US\$25.9 million (2022: nil) was recognised on VAT recoverable in 2021.

Gain on disposal of property, plant and equipment

In 2021, the Group recorded a gain on disposal of Chibuluma's mining assets amounted to US\$1.5 million (2022: nil) 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:

For the year ended 31 December

	2022 US\$'000	2021 US\$'000
Off-mine costs:		
Clearing costs of export	27,329	18,240
Transportation	6,822	3,917
Others	2,182	658
	<hr/>	<hr/>
Total Selling and Distribution Costs	36,333	22,815
	<hr/> <hr/>	<hr/> <hr/>

Selling and distribution costs has increased by 59% from US\$22.8 million in 2021 to US\$36.3 million in 2022.

The increase in selling and distribution costs was a result of increase in clearing cost of export and transportation cost as Kinsenda Mine previously sold copper blister to local DRC customers prior to July 2021 and has changed to exporting copper concentrates to overseas since July 2021. At the same time, cobalt hydroxide sale volumes increased by 72% in 2022 as compared to 2021 also contributed to the increase in clearing and transportation costs.

Administrative Expenses

Administrative expenses increased by 129% from US\$4.5 million in 2021 to US\$10.4 million in 2022. In 2021, the Group had revisited the rehabilitation plan and the revision had led to a reversal of US\$6.1 million in rehabilitation provision in 2021. There was no such reversal in 2022. The amount of other administrative expenses items in 2022 are comparable to that of 2021.

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 jurisdiction. An income tax expense of US\$54.3 million was derived in 2022 as compared to US\$116.7 million in the 2021. The decrease of income tax expenses was due to (i) the decrease in profit before tax in 2022; and (ii) the absence of DRC Super Profits Tax in 2022. Provision of US\$3.6 million for DRC Super Profits Tax was triggered by the significant increase in copper price in 2021.

Profit for the Year

As a result of the above, the Group recorded a consolidated profit of US\$6.9 million for the year ended 31 December 2022 as compared to US\$162.4 million for the year ended 31 December 2021.

Profit Attributable to Shareholders

The Group recorded a profit attributable to the shareholders of the Company amounted to US\$1.0 million for the year ended 31 December 2022, as compared to the profit attributable to shareholders of the Company of US\$120.5 million for the year ended 31 December 2021. The decrease of the Group's profit attributable to shareholders of the Company for the year ended 31 December 2022 as compared to the year ended 31 December 2021 was mainly due to the impact of lower commodity prices, longer quotational period 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.

For the year ended 31 December

	2022	2021
	US\$'000	US\$'000
Cash costs as reported in the income statement:		
Direct and indirect mining cost	441,967	305,571
Adjustment for change in inventory	18,967	(50,132)
Adjustment for cobalt (by-product) revenue	(160,910)	(106,613)
	<hr/>	<hr/>
C1 cash costs	300,024	148,826
	<hr/> <hr/>	<hr/> <hr/>
Copper sold (<i>tonnes</i>)	64,739	57,001
C1 cash cost per tonne of copper (<i>US\$/tonne</i>)	4,634	2,611
	<hr/> <hr/>	<hr/> <hr/>

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 written off 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:

For the year ended 31 December

	2022	2021
	US\$'000	US\$'000
Profit for the year	6,864	162,445
Add: Net finance costs	6,711	8,811
Add: Income tax expenses	54,266	116,729
Add: Depreciation of property, plant and equipment	63,342	67,935
Add: Depreciation of right-of-use assets	751	911
Add: Amortisation of mineral rights	24,842	14,434
Add: Impairment loss on VAT recoverable	–	25,900
Add: Written off of property, plant and equipment	–	10,369
Less: Reversal of impairment loss recognized in respect of mineral rights	(2,834)	(96,000)
Less: Reversal of impairment loss recognised in respect of property, plant and equipment	(42,166)	–
EBITDA	111,776	311,534

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 year ended 31 December 2022 and 31 December 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, please refer to note 13 of this announcement. During the period from June to December 2022, a wholly-owned subsidiary of the Company, GHIL purchased and cancelled a total of 107,791,000 ordinary shares of the Company on-market. The buy-back payment was paid wholly out of the Company's share premium. Consequently, US\$139,000 share capital and US\$10,558,000 share premium was deducted for the ordinary Shares bought back and cancelled. The number of ordinary Shares outstanding decreased from 12,609,873,051 Shares to 12,502,082,051 Shares upon cancellation of Shares repurchased at end of current year. The Shares were acquired during the year at an average price of HK\$0.77 per Share, with prices ranging from HK\$0.53 to HK\$0.94. The total amount of approximately HK\$83,437,000 (equivalent to approximately US\$10,697,000) paid to acquire the Shares has been deducted from shareholders' equity.

Liquidity and Financial Resources

As at 31 December 2022, the Group had bank balances and cash (including bank deposits) of US\$89.7 million as compared to US\$215.8 million as at 31 December 2021.

As at 31 December 2022, the Group had total bank borrowings and overdrafts of US\$197.8 million (2021: US\$249.7 million) in which the bank borrowings and overdrafts of US\$70.8 million (2021: US\$115.7 million) are due within one year, bank borrowings of US\$127.0 million (2021: US\$104.0 million) are due within 2 to 5 years and no bank borrowings are due over 5 years (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 31 December 2022, bank loans with principal amount of US\$34.0 million are carrying effective fixed interest rate for the remaining loan term of 3.9% per annum.

As at 31 December 2022, the Group had loans from related companies of US\$112.1 million (2021: US\$108.3 million), of which US\$11.2 million (2021: US\$108.3 million) are due within one year and loans from related companies of US\$100.9 million (2021: Nil) are due within 2 to 5 years.

The gearing ratio of the Group as at 31 December 2022 was 18.9% 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 and bank overdrafts) less bank balances and cash (including bank deposits). The increase in the gearing ratio was due to the decrease of bank balance and cash and the increase of loan from related companies.

For the year ended 31 December 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 year ended 31 December 2022, there was no material acquisition or disposal of subsidiaries, associates and joint ventures.

Significant Capital Expenditures

During the year ended 31 December 2022, the Group acquired property, plant and equipment amounting to US\$99.1 million (2021: US\$108.0 million) and incurred expenditures on exploration and evaluation assets amounting to US\$0.3 million (2021: US\$1.7 million) for the Group's mining operations. During the year ended 31 December 2022, the Group did not recognise any additional right-of-use assets (2021: US\$2.0 million). US\$75.5 million (2021: US\$61.3 million) of the capital expenditure incurred in the year ended 31 December 2022 related to the construction cost of Musonoi Project.

Details of Charges on the Group's Assets

As at 31 December 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 31 December 2022, the Group did not have any significant contingent liabilities.

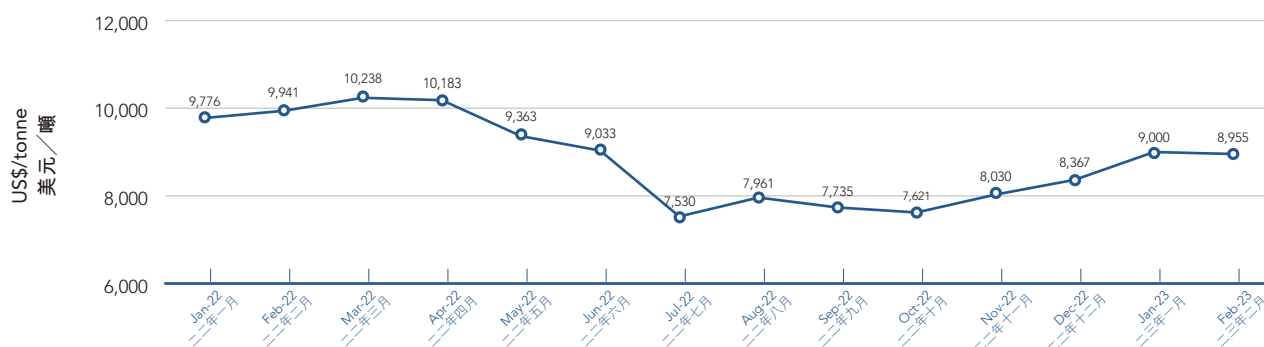
Foreign Exchange Risk Management

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 economic slowdown have caused copper price to plunge by one-third from a March 2022 high of US\$10,730 per tonne to US\$7,000 per tonne in mid July 2022, the lowest since November 2020. At the same time, central banks are raising interest rates and high energy prices are affecting long-term investments. Commodities price has been volatile in 2022 and likely to remain volatile in the short-term future.

LME COPPER PRICE (JAN 2022 TO FEB 2023)
 倫敦所銅價（二零二二年一月至二零二三年二月）



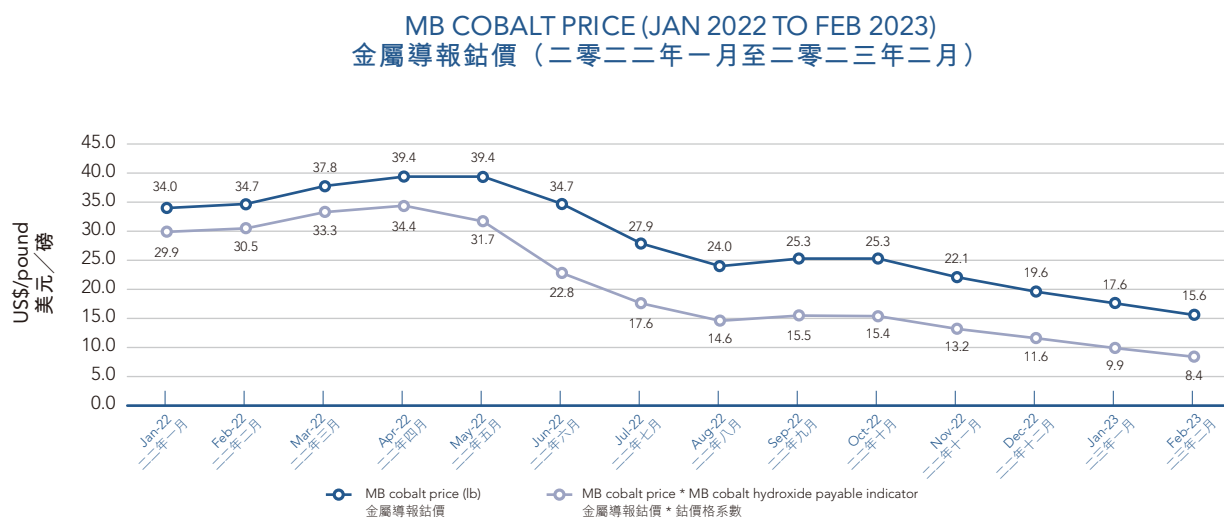
In 2022, global copper supply has been affected by disruptions caused by government intervention, ongoing labour issues, community opposition and the outspread of COVID-19 leading to delays of shipments of copper concentrates out of key South American loading ports. LME copper inventory has remained 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.

With the gradual reopening of the PRC economy after COVID-19 getting under control in the PRC, copper fundamental factors are strong. 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 grid 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 2023. Bank of America Global Research analysts expect global copper market to return to deficit from 2025 onwards after completion of projects currently under construction. With exploration activity relatively limited in recent years under the uncertainty of COVID-19, 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 mining royalty tax, 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.

In the case of cobalt, after cobalt price increased by more than double in 2021, benchmark MB cobalt price has retreated by approximately 61% since end of March 2022 from US\$39.0 per pound at 31 March 2022 to US\$15.15 per pound by the end of February 2023. With global logistics gradually resumed normal, cobalt supply has returned to pre-pandemic level. On the other hand, cobalt demand has been affected by the uncertainty under COVID-19 where capital investments were deferred and with the termination of national EV subsidy program in the PRC effective from January 2023, short-term EV demand growth was slower than expected and hence affected the short-term demand for cobalt. 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 54% at the end of February 2023, leading 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 MB 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 to be 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 over 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.

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, strives to continuously reduce production costs, and achieve better profitability.

EMPLOYEES

As at 31 December 2022, the Group had 1,598 (2021: 1,575) permanent workers and 4,050 (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 Directors recommend the payment of a 2022 final dividend of HK0.2 cent per Share (2021: HK0.2 cent per Share), totaling approximately HK\$25,004,000 (2021: approximately HK\$25,220,000). Subject to obtaining the approval at the forthcoming annual general meeting, the final dividend is expected to be paid on or before 29 June 2023.

CORPORATE GOVERNANCE INFORMATION

Audit Committee

The Audit Committee of the Company has reviewed the accounting principles and standards adopted by the Group, and has discussed and reviewed the internal control, financial reporting matters and the continuing connected transactions of the Group for the year ended 31 December 2022. The audited annual results of the Group for the year ended 31 December 2022 have been reviewed by the Audit Committee.

Scope of Work of Messrs. Deloitte Touche Tohmatsu

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended 31 December 2022 as set out in the preliminary announcement have been agreed by the Group's auditor, Messrs. Deloitte Touche Tohmatsu, to the amounts set out in the Group's audited consolidated financial statements for the year as approved by the Board of directors on 23 March 2023. The work performed by Messrs. Deloitte Touche Tohmatsu in this respect did not constitute an assurance engagement and consequently no assurance has been expressed by Messrs. Deloitte Touche Tohmatsu on the preliminary announcement.

Model Code for Securities Transactions

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**"), as set out in Appendix 10 to the Listing Rules, as its own code of conduct regarding Directors' dealings in the Company's securities. Following 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 year ended 31 December 2022.

Corporate Governance Code

During the year ended 31 December 2022, the Company has applied the principles and complied with all applicable code provisions of the Corporate Governance Code (the "**CG Code**") as set out in Appendix 14 to the Listing Rules in force during the year.

PURCHASES, SALES OR REDEMPTION OF LISTED SECURITIES

During the year ended 31 December 2022, GHIL repurchased a total of 107,791,000 Shares on the Stock Exchange at an aggregate consideration (excluding expenses) of approximately HK\$82,767,650. Further details are set out as follows:

Month of repurchase	Number of ordinary Shares repurchased	Highest purchase price per Share HK\$	Lowest purchase price per Share HK\$	Purchase consideration (excluding expenses) HK\$
June 2022	11,320,000	0.94	0.86	10,254,160
July 2022	21,271,000	0.91	0.81	17,904,110
August 2022	19,000,000	0.86	0.80	15,920,240
September 2022	28,200,000	0.85	0.75	22,677,880
October 2022	28,000,000	0.70	0.53	16,011,260
	<u>107,791,000</u>			<u>82,767,650</u>

All the Shares repurchased were cancelled in 2022. Shares repurchased by GHIL in the year ended 31 December 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 year ended 31 December 2022.

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 annual report of the Company for the year ended 31 December 2022 will be dispatched to Shareholders and published on the Stock Exchange and the Company's websites respectively in due course.

GLOSSARY

“Acquisition”	the acquisition by the Company of the entire equity interest in Jin Rui (along with the Metorex Group) in November 2013 pursuant to the sales 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(s)”	has the meaning ascribed to it under Listing Rules
“Board”	the board of Directors
“CDF”	Congolese Franc, the lawful currency of the DRC
“CGU”	Cash-generating unit
“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 deposit owned by Chibuluma situated in Zambia which is located approximately 1.7km southwest of Chibuluma South Mine
“Company” or “JCI”	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)
“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 cost), income tax, depreciation and amortisation and impairment loss
“EV”	electric vehicle
“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
“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 controlling shareholder of the Company
“Jin Rui”	Jin Rui Mining Investment Limited, a company incorporated in the Republic of Mauritius and a direct wholly-owned subsidiary of the Company
“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 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 the Haut Katanga Province in the DRC
“MB”	Metal Bulletin, a premium intelligence service for metal and steel professionals, being part of the Euromoney Institutional Investor Plc Group of companies and a recognized publisher of reference prices for long-term cobalt trading contracts which are timely published on its designated website (www.metalbulletin.com) on 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
“Musonoi Project”	a brownfield copper and cobalt project owned by Ruashi and situated in north of Kolwezi town, Lualaba Province, the DRC
“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 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
“t”	tonne(s)
“US\$”	United States dollars, the lawful currency of the United States of America
“VAT”	value-added tax
“Zambia”	the Republic of Zambia
“ZAR”	South African Rand, the lawful currency of South Africa
“ZMW”	Zambian Kwacha, the lawful currency of Zambia
“%”	percentage

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

Hong Kong, 23 March 2023

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.

* *For identification purposes only*